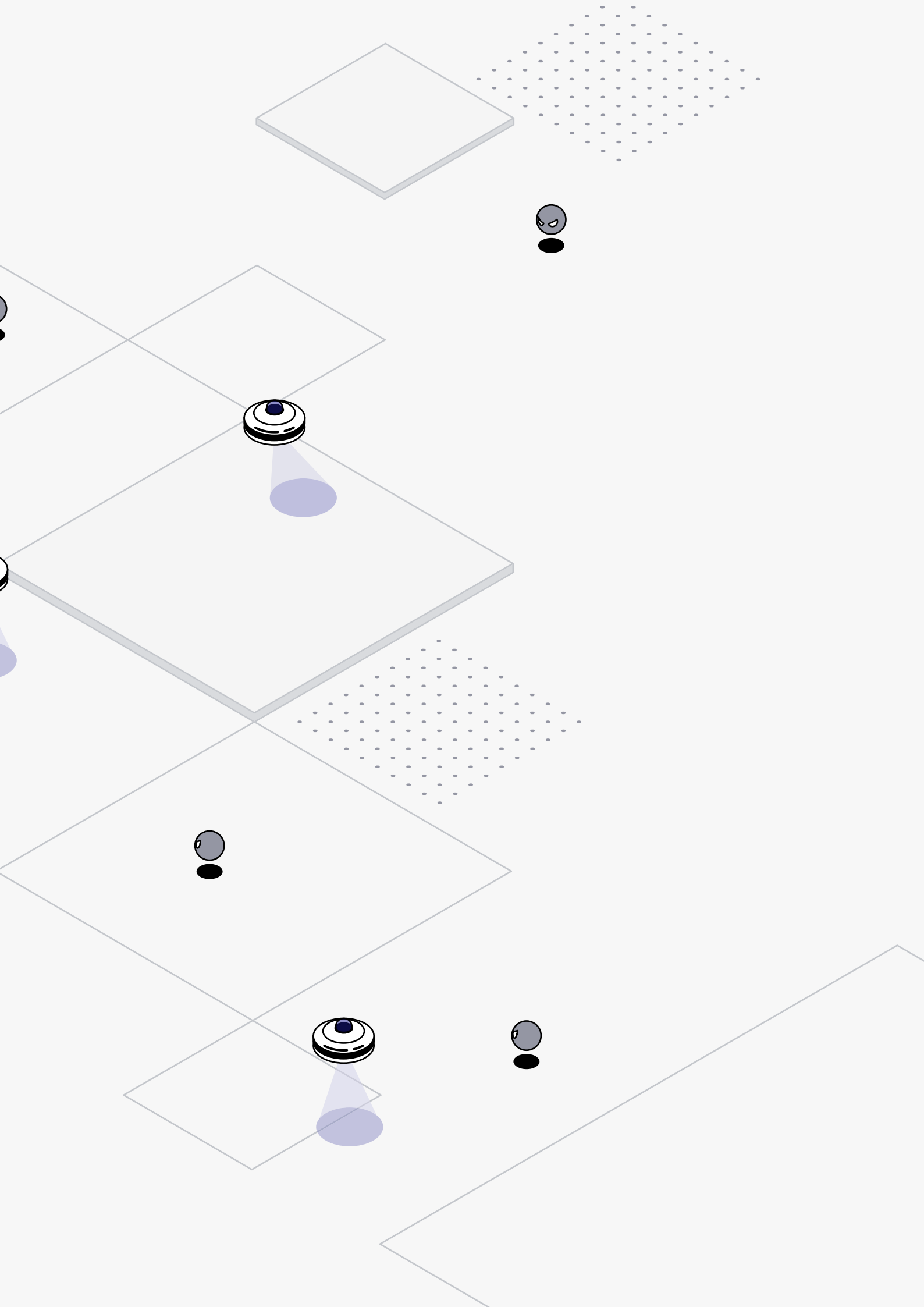




# Annual Report **2025**





# INTRODUCTION TO N2N

## Innovators Making a Difference

We are a leading managed services provider, specializing in capital market and network and infrastructure solutions. Established in 2000, we have become one of the largest providers in the Asia-Pacific region, with over 200 employees across 6 countries.

We are a global group with a strong brand committed to digitizing markets. Using cutting-edge technologies and smart architecture, we enhance value chains and innovate markets, continuously breaking barriers and setting new records.

We have digitized more than 300 brokers and served over 1 million users with our technology, empowering every broker to serve every trader.

## Empowering the Capital Market with Technology

We are committed to innovation and offer a spectrum of solutions covering various aspects of the capital market, as well as end-to-end network and infrastructure services. These solutions are organized into the following business segments:

### Capital Market Solutions

- **Trading Solution**

Trading Solution is a comprehensive trading platform that includes both front and back office functionalities, catering to multi-asset class, multi-market, and multi-currency trading. The platform is designed to provide all the necessary tools and features for seamless trading operations.



WELCOME

- **Information Terminal**

Information Terminal brings together real-time data from multiple markets and pairs it together with the latest fundamentals, news, analytics, charting, and communication tools to help stakeholders of the capital market make informed decisions.

- **Wealth & Asset Management Solution**

Wealth & Asset Management Solution provides a strong foundation that helps automate managed investment activities as well as provide a comprehensive, modern and fully integrated advisor and client experience. It is equipped with financial instruments and modules to help make investment resources more efficient, accurate and transparent.

- **Algorithmic Trading Solution**

Algorithmic Trading Solution simplifies trading complexities by automating strategies for consistent and reliable execution. With an array of indicators and strategies available, our solution helps to mitigate the risks that come with human intervention. Our platform provides users with control, speed, and automation, along with automated positions and charting.

- Market Maker Solution**  
 Market Maker Solution provides a compliant and regulated multi-asset solution that generates liquidity and depth for financial markets. Equipped with necessary tools and features such as automatic quoting, anti-arbitrage, and flexible algorithms, it allows for easy monitoring, simulation, and seizing of market opportunities.

## Network & Infrastructure

- Cloud**  
 ngncloud is a next-generation cloud platform offering high-performance, scalable, and cost-efficient cloud solutions for businesses of all sizes. From on-demand cloud computing to dedicated Private Leased Lines for secure, high-speed connectivity, ngncloud provides flexible and reliable infrastructure for modern workloads. For organizations requiring on-premise control, Cloud Rack On-Site delivers a fully managed private cloud at any location, combining cloud agility with data sovereignty and compliance.
- Connection**  
 Connection provides reliable and secure connectivity solutions such as dedicated internet access, leased lines, and international connectivity. Our solutions are designed to meet the growing demands of businesses for high-speed, flexible, scalable, and secure connections that are crucial for their day-to-day operations.
- Security**  
 The Security business offers a range of customizable network security solutions that protect businesses from various cyber threats. These solutions include web app firewalls, SIEM, IPS, VPN, and DDoS protection, ensuring the confidentiality, integrity, and availability of crucial data. Our solutions are tailored to meet specific security requirements while ensuring compliance with industry regulations and standards.

- Data Centre**  
 Data Centre provides secure and reliable server hosting, management, and colocation services. Equipped with state-of-the-art facilities, our solutions ensure maximum uptime and redundancy, providing seamless support for business-critical applications. Our experienced team of experts ensures that all servers and equipment are maintained at the highest standard, allowing businesses to focus on their core activities.

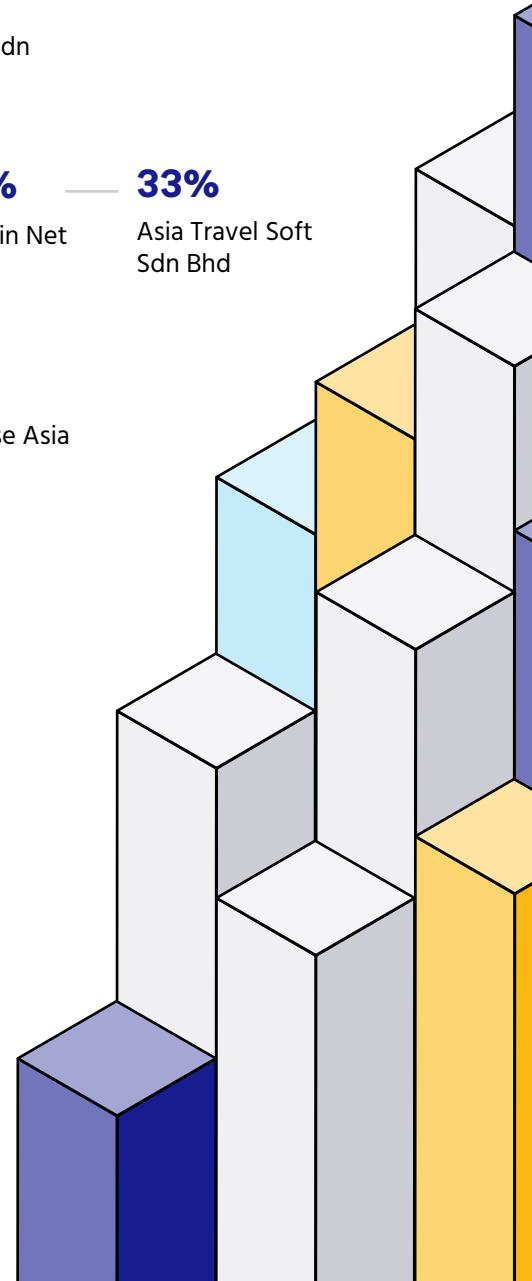
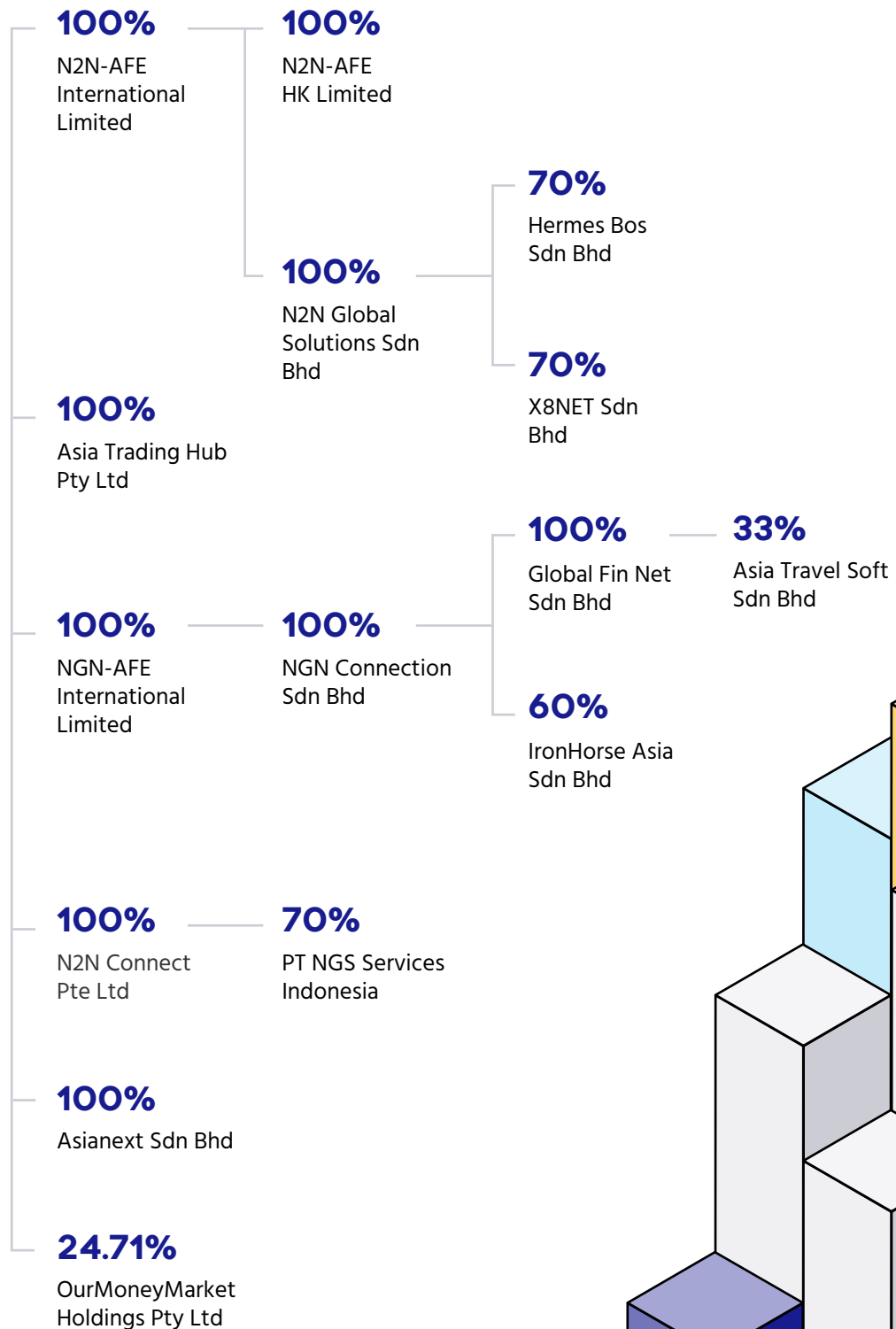
- Enterprise Application & Hardware**  
 Enterprise Application & Hardware provides VoIP and IT application and hardware services to enhance and streamline business processes. Our VoIP solutions offer seamless communication with reliable and secure connectivity. Our IT application and hardware services provide end-to-end support for businesses to manage and optimize their operations.

## Asia-Pacific's Leading Technology and Communications Provider

We use the brands below to represent the different solutions we provide:



# CORPORATE STRUCTURE



## Capital Market Solutions

- Asianext Sdn. Bhd.
- Hermes Bos Sdn. Bhd.
- N2N Connect Pte Ltd
- N2N-AFE International Limited and its subsidiaries, N2N Global Solutions Sdn. Bhd and N2N-AFE (Hong Kong) Limited
- Asia Trading Hub Pty Ltd
- PT NGS Services Indonesia

## Network & Infrastructure

- Global Fin Net Sdn. Bhd.
- NGN-AFE International Limited and its subsidiary, NGN Connection Sdn. Bhd

## Digital Creative Solutions

- X8NET Sdn. Bhd.

## Peer-to-Peer Lending

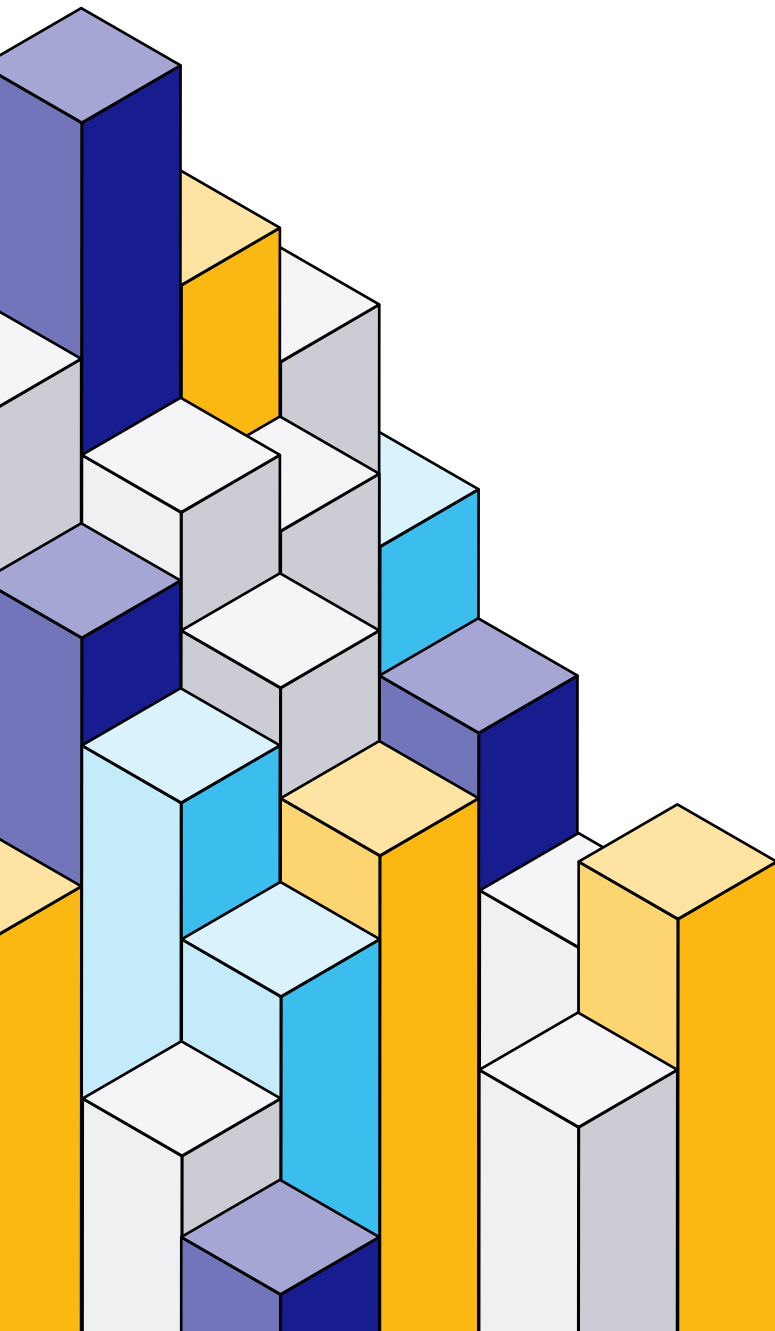
- OurMoneyMarket Holdings Pty Ltd

## Retail & Financial Business Solutions

- IronHorse Asia Sdn Bhd

## Travel Business Solutions

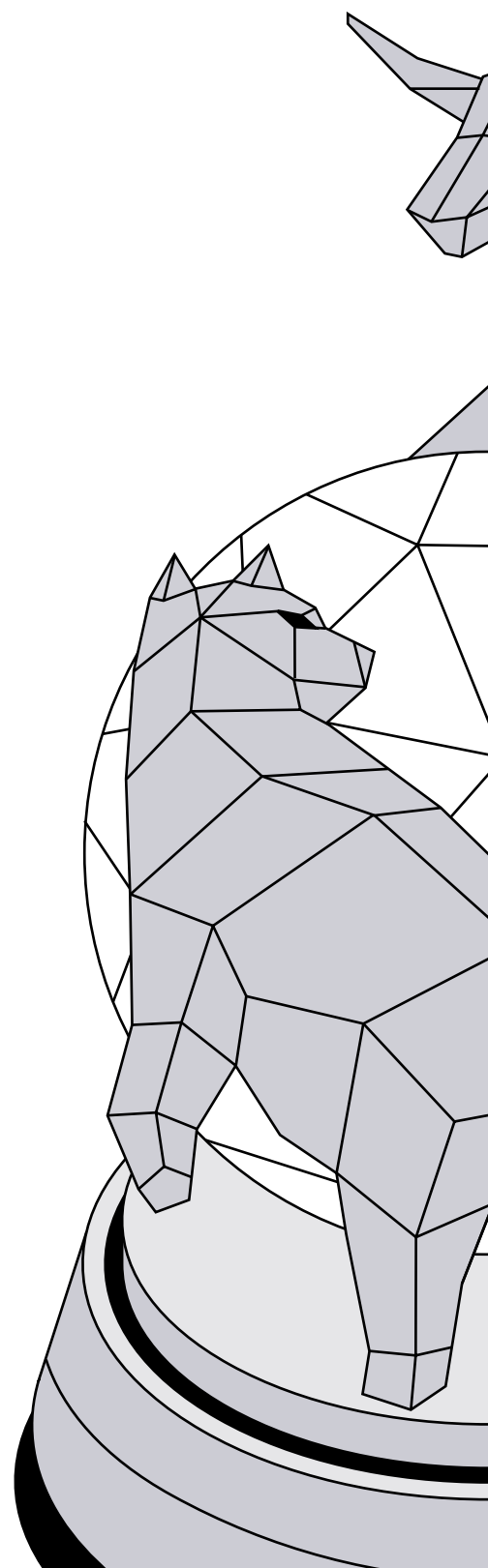
- Asia Travel Soft Sdn Bhd



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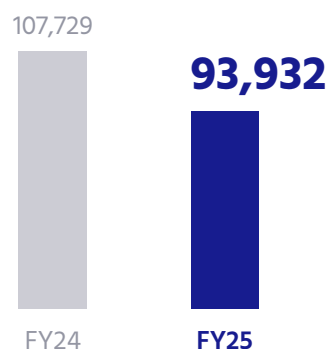
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# PERFORMANCE HIGHLIGHTS

We continue to deliver stable performance, supported by steady revenue and maintained profitability, while focusing on long-term shareholder value.

## Revenue

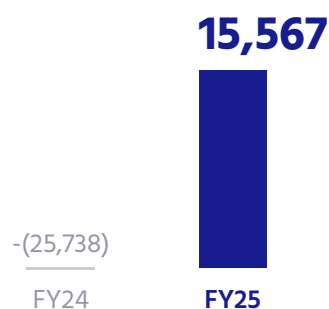
(RM thousand)



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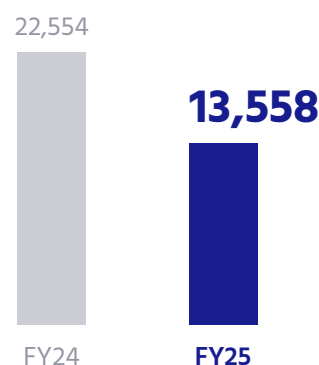
## Profit/(Loss) Before Tax

(RM thousand)



## Earnings Before Interest, Tax, Depreciation and Amortization\*

(RM thousand)

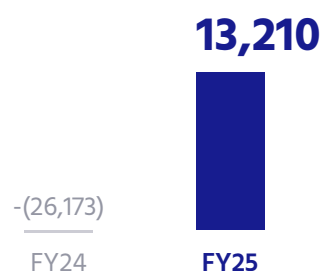


\* and excluding other significant non-cash items

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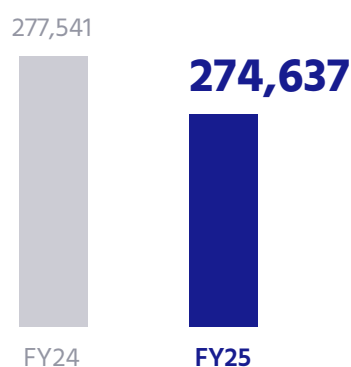
## Profit Attributable to Owners of the Company

(RM thousand)



## Total Assets

(RM thousand)



## Key Metrics

We have identified and use key metrics in assessing the performance of our business and to make informed decisions regarding the allocation of resources. The metrics are fundamentally connected based on how our products and services are being used by our clients.

**15.94M** ringgit in Core Profit

Ringgit in Trading Value Done Through N2N (Malaysia only) **423B**

**673B** Shares Went Through N2N (Malaysia only)

Ringgit in Capital Expenditure **11.52M**

# MANAGING DIRECTOR'S STATEMENT

"True leadership in fintech is not measured by staying current, but by anticipating the curve. Our transition to an AI-integrated ecosystem ensures that N2N remains the backbone of Asia's capital markets—delivering the speed, intelligence, and scale that the next generation of global investors demands"

Dear fellow shareholders, colleagues,  
partners, and customers

The year 2025 was defined by significant global shifts, most notably the return of Donald Trump as the 47th President of the United States. The introduction of "Liberation Day" tariffs sent ripples across the globe, creating a landscape of turbulence and uncertainty. Many central banks that had initially moved toward rate cuts were forced to reverse course and hike interest rates to combat the inflationary pressures of these trade policies. Meanwhile, the ongoing Russia-Ukraine conflict, and volatility in the Middle East further clouded the global economic outlook.

Amid global headwinds, Asian equity markets demonstrated resilience, with South Korea's KOSPI leading gains, followed by Vietnam, Hong Kong's Hang Seng, Japan's Nikkei 225, and Taiwan's TAIEX. In contrast, Malaysia posted modest growth, with its FBM Mid 70 and FBM Small Cap indices declining.

Despite the state of global economies, we continue to make strategic moves to secure our future, ensuring that we continue our path to empower markets with technology.

## In 2025, we

- Onboarded our first client on the Asia Trading Hub
- Integrated with Allfunds to facilitate access to wealth management
- Launched a Virtual Asset Trading and Settlement solution
- Implemented our Multi-Factor Authentication solution
- Expanded our trading solutions client base
- Secured a key account in the Oil & Gas and Energy sector for our Network & Infrastructure business
- Made further investments in the security of our technology

The past year was marked by uncertainty, but it has not derailed us from our goals. These major milestones enhance our capabilities to empower our clients to do more in this ever-evolving landscape. The board, management, and our entire team, remain committed on delivering value, serving the interests for our shareholders, clients, partners, and staff.

## Financial Performance

For the fiscal year 2025, we recorded a profit after tax of RM 13 million, driven by prudent cost management and a strategic reduction in operating expenses. We achieved more than RM 93 million in revenue, more than RM 4 million in other income, more than RM 22 million in operating cash flow and returned more than RM 11 million to shareholders.



## What it takes to stay ahead

At N2N, our strategy is anchored by four core principles: leveraging technological innovation, embracing digitization's transformative power, offering an advanced suite of evolving products, and pursuing collaboration opportunities to better serve our industry, community, and society.

Moving into 2026, we are set to expand our regional footprint through our new AI-driven ecosystem and high-speed engine. This will greatly enhance our clients' trading experience, giving them faster, more intelligent capabilities. Beyond trading, we plan to bring our technology to other industries, including F&B, wealth management, and payment & remittance services, to drive meaningful change in new markets.

Furthermore, we will leverage our enhanced Secure Private Cloud Managed Services. As cyber threats become increasingly sophisticated, we are extending these services beyond our traditional clientele to support a wider range of companies seeking robust digital protection. Our continued investment in the security of our technology positions us advantageously as customers increasingly prioritize security and resilience. These advancements position us to capture new revenue streams, ensuring sustainable growth even in a highly uncertain landscape.

**Andrew Tiang,**  
Managing Director

# MANAGEMENT DISCUSSION & ANALYSIS

## Overview

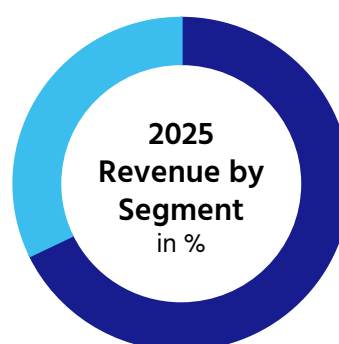
N2N is a globally recognized managed services provider, with a strong presence in the Asia-Pacific region, including Malaysia, Hong Kong SAR, China, Philippines, Singapore, and Vietnam. With a team of over 200 experts, we service more than 300 clients with a diverse range of Capital Market and Network & Infrastructure solutions.

Our Capital Market Solutions segment, the core business of N2N, offers a comprehensive suite of end-to-end solutions in trading, information, wealth and asset management, algorithmic trading, and market making. Our solutions, delivered through a managed services model, cater to multiple assets, across multiple markets, and in multiple currencies, positioning us as the preferred solutions provider in the capital markets arena.

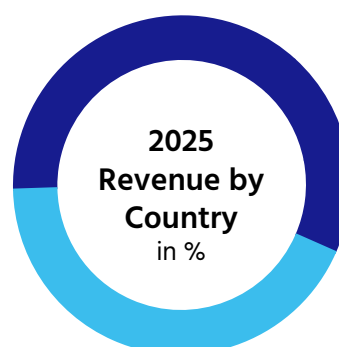
Our Network & Infrastructure segment offers a growing range of solutions for connection, security, data centre, enterprise application & hardware needs and cloud for businesses across various industries. Our one-stop network and communications solution has evolved into a significant player in the market, and our strategic partnerships with established providers such as TIME, MAXIS, Telekom Malaysia, and PCCW has enabled us to provide high-quality services with unmatched scalability, efficiency and security. Our scalable cloud solution has further enhanced our ability to meet the evolving needs of the market.

At N2N, we remain committed to providing our clients with unparalleled service excellence while continuing to expand our digital capabilities, transform our operations and promote revenue growth. We are dedicated to creating value across businesses by offering our expertise with efficiency and scale.

Revenue Breakdown



Capital Market Solutions	67%
Network & Infrastructure	33%



Malaysia	53%
Regional	47%

## Performance Measure

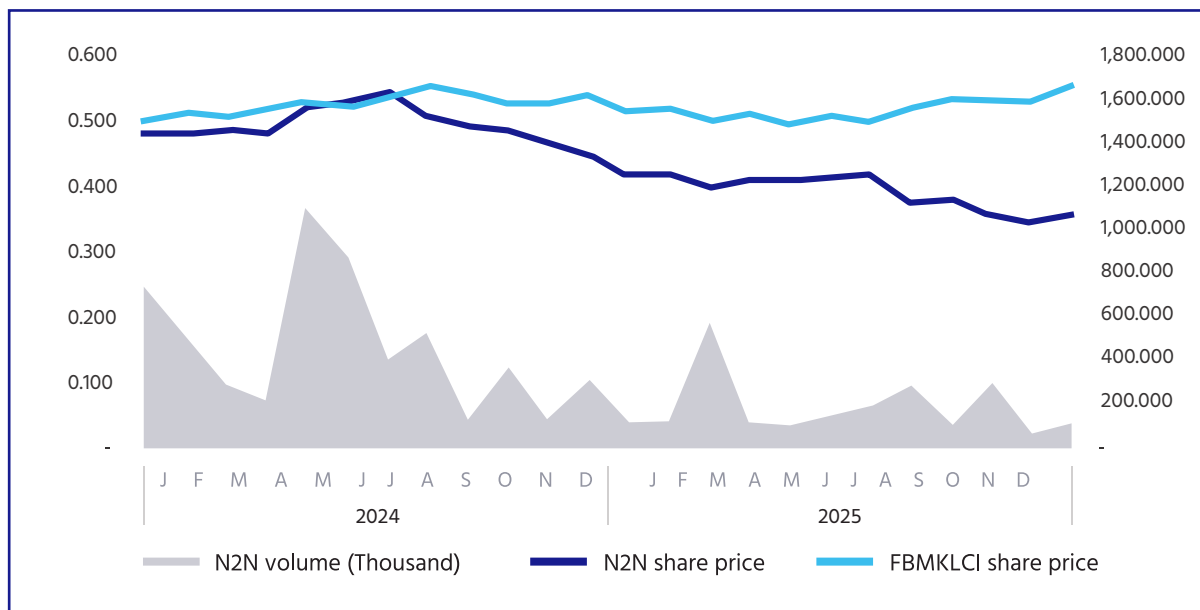
In 2025, global equity markets remained resilient, rebounding from April volatility driven by renewed trade tensions to end the year near all-time highs. In Malaysia, the FTSE Bursa Malaysia KLCI experienced sharp swings in sentiment and pronounced sectoral divergence. The market remained relatively out of favour with foreign investors, with sustained net equity outflows in 2025, among the highest in recent years. Its heavy concentration in traditional ‘old-economy’ sectors and limited exposure to high-growth themes

such as artificial intelligence further reduced its attractiveness in an increasingly thematic-driven investment environment.

The performance graph shows the FBMKLCI Index finishing 2025 up 1.4%, and N2N’s closing share price ending the year down 21%. N2N’s market capitalization was last recorded at RM 198.16 million as of 31 December 2025.

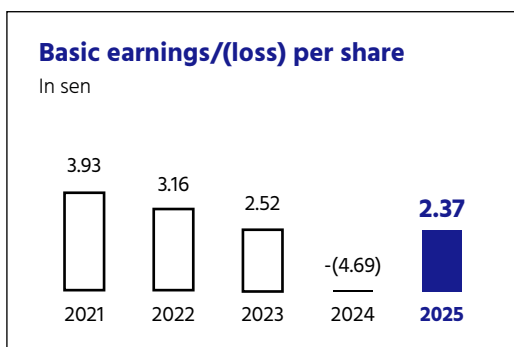
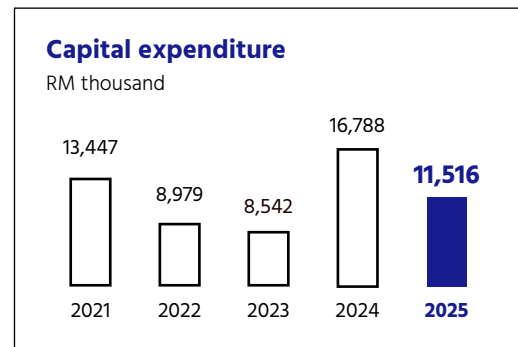
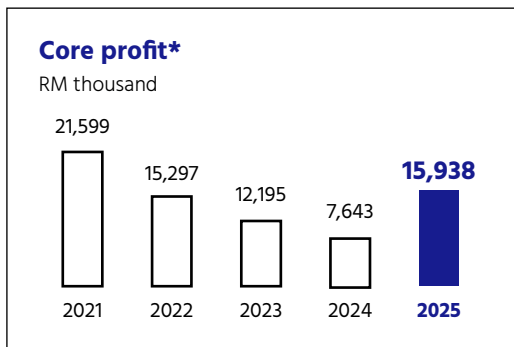
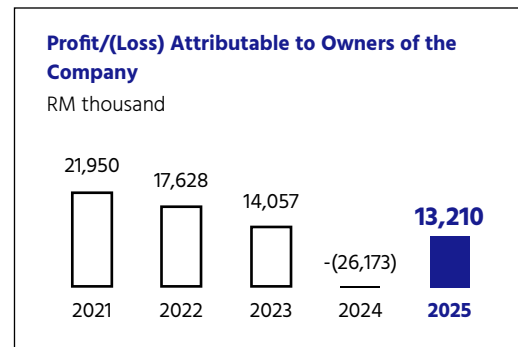
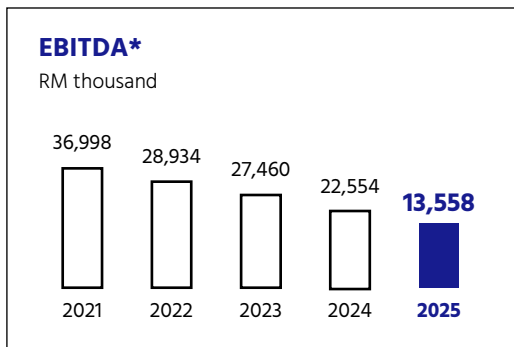
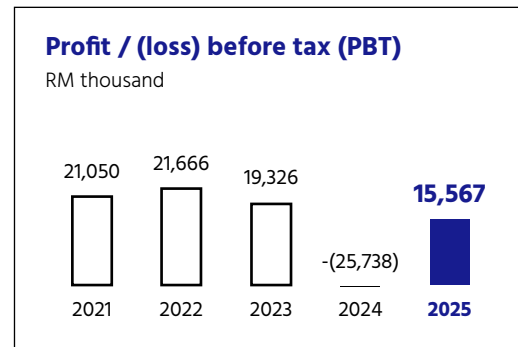
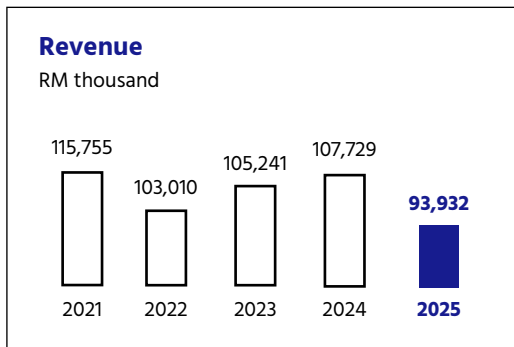
N2N Stock Market Data	2024	2025
High (RM)	0.590	0.460
Low (RM)	0.410	0.330
Year-end share price (RM)	0.450	0.355
Change during year	-4%	-21%
Change in the FBMKLCI	9%	1%
Market Capitalization (RM million)	251.19	198.16

### N2N vs. FBMKLCI Share Price Comparison (2024-2025)



*Note: The performance shown in the graph represents past performance and should not be considered an indication of future performance.*

## Financial Performance Measures (5 Years)



\*EBITDA excludes other significant non-cash items

\*Core profit represents the profits of N2N excluding unrealised gains/losses on foreign exchange and one-off expense items (which are not expected to recur). Core profit helps to provide a guide for assessment of N2N's actual performance arising from its normal business activities by excluding those non-recurring items.

## Review of Financial Performance

**Revenue** of N2N for the financial year ended 31 December 2025 amounted to RM 94 million, representing a decrease of 13% from the previous year (2024: RM108 million). The decrease was mainly due to lower revenue on information terminal business and subscription and transaction-based trading solution.

RM **94** M  
Revenue

**Profit After Tax** of N2N for the financial year ended 31 December 2025, amounted to a profit of RM 13 million, representing an increase of RM 39 million from the previous year (2024: loss after tax of RM 26 million). This increase was mainly attributable to absence of impairment loss on goodwill and intangible assets, and higher share of associate's results.

RM **13** M  
Profit after tax

**Earnings before interest, tax, depreciation and amortization and excluding other significant non-cash items** of N2N for the financial year ended 31 December 2025 amounted to RM 14 million, representing a year-on-year decrease of 39% (2024: RM 23 million). This was mainly attributable to lower gross profit in current year.

RM **14** M  
Earnings before interest, tax, depreciation and amortization and excluding other significant non-cash items

**Core profit** of N2N for the financial year ended 31 December 2025 amounted to RM 16 million, representing an increase of 100% from the previous year (2024: RM 8 million). This was primarily due to lower recurring administrative expenses and higher share of associate's results.

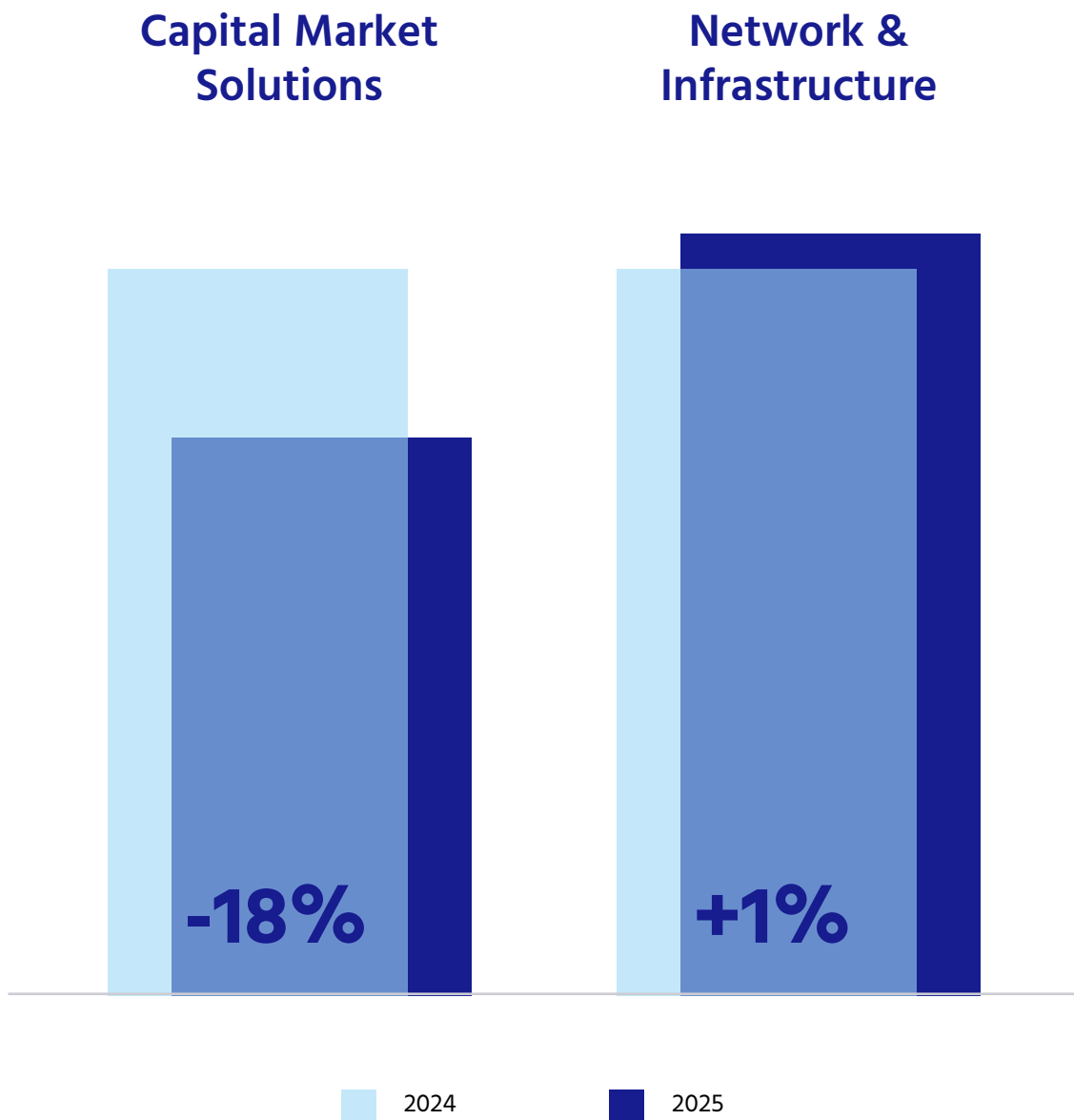
RM **16** M  
Core profit

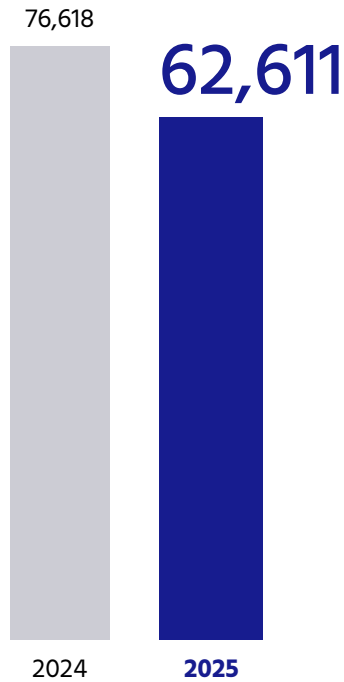
**Capital expenditure** of N2N in respect of property, plant and equipment, and computer software development cost in 2025 amounted to RM 12 million, representing a 29% decrease from the previous year (2024: RM 17 million). We remain committed to advancing R&D to stay ahead of industry trends, leveraging technologies such as AI, while diversifying our product offerings across new industry sectors.

RM **12** M  
Capital expenditure

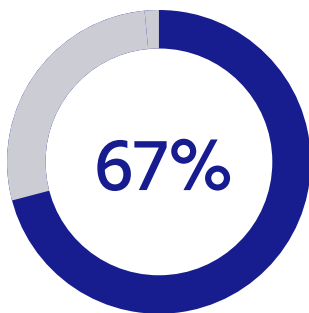
## Segment Review

We report the financial performance of our business through geographic segments, as detailed on page 13. Additionally, the overall business performance can be analysed into two major service offerings: Capital Market Solutions and Network & Infrastructure. All reported amounts are consistent with our internal management reporting.





↓ 18%



Revenue Portion

### Capital Market Solutions

Our Capital Market Solutions segment comprises products and services that bring all stakeholders of the capital market under one platform. This segment primarily consists:

- Trading Solution
- Information Terminal
- Wealth & Asset Management
- Algorithmic Trading
- Market Maker

In FY2025, we saw softened revenues due to slowing demand for information terminals in Hong Kong, as well as lower-than-expected subscription and transaction-based revenue for our trading solution.

Moving forward, we will continue to deliver enhancements to our flagship capital market products, such as our Trading Solution, powered by a new advanced high-speed trading engine incorporating AI capabilities to elevate the trading experience. Leveraging our strong application-building capabilities, we will further diversify into new industry segments by introducing applications built for sectors such as F&B, Wealth Management, Payment, and Remittance services as part of our ongoing diversification strategy.

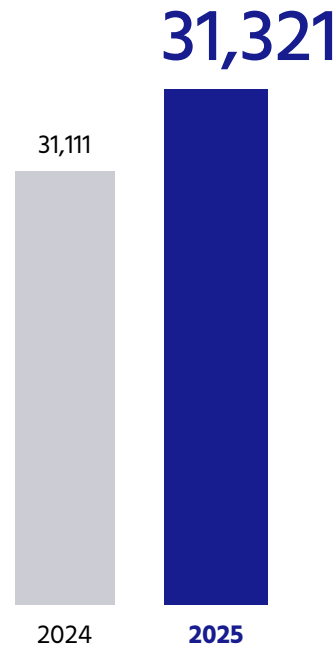
## Network & Infrastructure

Our Network & Infrastructure segment comprises of enterprise network and infrastructure solutions over a managed services model. This segment primarily consists of:

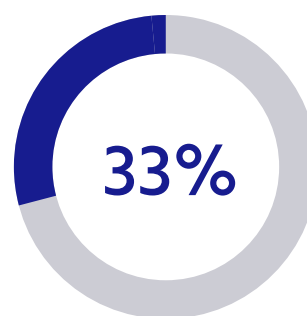
- Connection
- Security
- Data Centre
- Enterprise Application & Hardware
- Cloud

In FY2025, we successfully expanded our customer base by advancing our product offerings, and securing new strategic partnerships with key anchor companies across multiple sectors, most notably within the Oil & Gas and Energy sector. These achievements have reinforced our position as a trusted service provider in the region and reflect a strategic transition from a single-vertical focus to a multi-industry engagement model. With anchor clients providing strong referenceability, we are well-positioned to unlock further opportunities across adjacent sectors, including energy and industrial markets.

Moving forward, we will continue to focus our growth on the non-broker segment across all sectors, with particular emphasis on Government-Linked Companies (GLCs) and Oil & Gas and Energy customers. Our target is for this segment’s contribution to reach the same levels as our Application Solutions. To achieve this, we are implementing a multi-industry engagement model designed to drive growth for this expanding segment, while extending our security offerings to include AI-assisted cybersecurity protection and compromise assessment services, offerings that are becoming increasingly critical in today’s landscape of more frequent and sophisticated cyberattacks.



↑ 1.0%

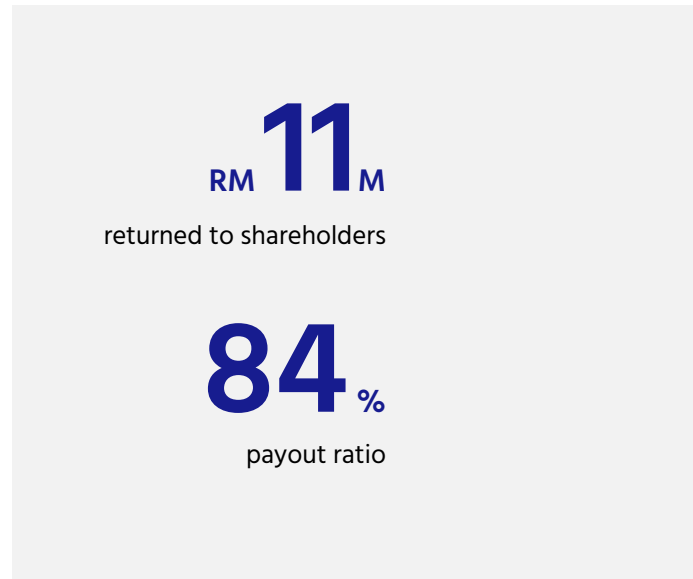


Revenue Portion

## Dividends & Dividend Policy

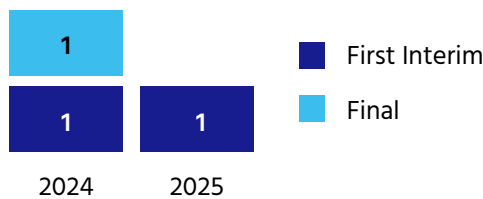
In line with N2N’s continued focus on shareholders’ returns, on 29 April 2025 and 20 November 2025, the Board of Directors declared final dividend and interim dividends of 1 sen each per ordinary share issued for the financial year ended 31 December 2024 and 31 December 2025 respectively.

N2N currently does not have a set dividend policy and continues to pay dividends based on the level of available funds, the amount of retained earnings, capital expenditure commitments, and other investment planning requirements.



### Dividends per share

in sen



## Risk Management

We are involved in providing a variety of managed services to an industry that revolves around the trading of debt and equity. Just like any other industry, the nature of our business carries with it a variety of common and unique risks that we face on a day-to-day basis. Risk is inherent in any business enterprise, and good risk management is an essential aspect of running a successful business. To help better understand and mitigate our risk exposures, our risks are categorized into three major quadrants-Financial Risk, Operational Risk and Strategic Risk.

### Financial Risks

Financial risks generally refer to the possibility that a company’s cash flow will prove inadequate to meet its obligations. A company’s ability to meet its financial obligations can be affected by macroeconomic forces, changes to the market interest rates and availability of accessible credit.

The financial risks that we are exposed to are Market Risks and Credit Risks.

(more on the next page)

Market Risks	Description	Impact	Mitigation
Interest rate risk	Risk of volatility accompanying interest rate fluctuations due to fundamental factors such as central bank announcements related to changes in monetary policy	Rising interest expense leading to increased costs can deplete profits	The Group has minimum borrowing which only comprises of lease liabilities. The Group monitors closely on the debt to equity ratio to ensure it is well below 1.
Currency risk	The Group is exposed to foreign exchange movements as a meaningful portion of its revenue and profit is derived from overseas operations.	Movements in RM may affect reported earnings. In particular, a stronger RM may reduce the translated value of overseas revenue and profit, while a weaker RM may increase foreign currency-related costs.	The Group adopts a prudent approach by retaining foreign currency receipts in the respective currencies and matching them with foreign currency obligations where possible. Currency conversion is managed based on operational requirements and market conditions.
Credit Risks	Description	Impact	Mitigation
Credit default risk	Risk of customers not being able to meet their payment obligations	Costly trade receivable write-offs depleting profits	Close monitoring of trade receivables. Suspending services (if required) of defaulters to minimise risk exposure
Concentration risk	Risk of receivables being susceptible to a specific sector of the economy or business group that has slowed down	Costly trade receivable write-offs depleting profits	The Group consistently assesses the concentration risk by ensuring there is no reliance on a single customer in a region. The Group has a healthy spread of customer base in Malaysia, Singapore and Hong Kong.

## Operational Risks

Operational risks refer to the risk of loss from internal or external factors that could disrupt the flow of a business’ operations. Some of these factors include ineffective or failed internal processes, people, systems, or unforeseen external events.

The operational risks that we are exposed to are IT disruption risks, data compromise risks, resilience risks, third party risks, conduct risks, regulatory risks, organizational change risks, process risks, Anti-Bribery and Anti-Corruption (ABAC) risks, Occupational Safety and Health (OSH) risks, Environmental, Social, and Governance (ESG) risks and cybersecurity risks.

Operational Risks	Description	Impact	Mitigation
IT disruption risks	Risk of IT systems failure	System disruptions increases cost owing to service credit claims, and potential loss of business	<p><u>Risk Mitigation Strategies:</u></p> <ol style="list-style-type: none"> <li>1. Network Operations Procedure</li> <li>2. Server Patch Management</li> <li>3. Cyber Security Incident Event Management</li> <li>4. Client Backup Restore Procedure</li> <li>5. Known Vulnerable Network Ports Assessment</li> <li>6. Password Policy</li> <li>7. Acceptable Use of IT Asset Policy</li> <li>8. Access Control Policy</li> <li>9. Anti-Malware Policy</li> <li>10. Server Security Policy</li> <li>11. Data Centre Access Policy</li> <li>12. Client DR Failover Procedure</li> <li>13. DDOS Mitigation Procedure</li> <li>14. Network security policy</li> </ol>
Data compromise risks	Risk of destruction or corruption of databases and/or leak of confidential information	Causes potential breach of contractual obligations, and loss of business	<p><u>Risk Mitigation Strategies:</u></p> <p>Item 1 – 12</p> <ol style="list-style-type: none"> <li>15. Acceptable Encryption Policy</li> <li>16. Personal Data Protection Policy</li> <li>17. Data &amp; IT security policy</li> <li>18. Disposal of media policy</li> </ol>
Resilience risks	Risk of the organization not being able to maintain acceptable service levels	Causes increased cost owing to service credit claims, loss of customer confidence, weakens company reputation, and potential loss of business	<p><u>Risk Mitigation Strategies:</u></p> <p>Items 1 – 5, 13</p> <ol style="list-style-type: none"> <li>19. Business Continuity Plan</li> <li>20. Business Continuity Management</li> </ol>
Third party risks	Risk of the organization experiencing adverse events (e.g., data breach, operational disruption, reputational damage) owing to out-source of services or use software(s) built by third-parties	Causes increased cost owing to service credit claims, loss of customer confidence, weakens company reputation, and potential loss of business	<p><u>Risk Mitigation Strategies:</u></p> <p>Items 5, 8 &amp; 17</p> <ol style="list-style-type: none"> <li>21. Vendor Management Procedure</li> <li>22. Risk Management Procedure</li> <li>23. Release Management</li> </ol>

(Table continued from previous page)

Operational Risks	Description	Impact	Mitigation
Conduct risks	Risk of any actions of employee(s) that lead to customer detriment	Causes potential costly indemnities	<p><u>Risk Mitigation Strategies:</u></p> <p>Items 3, 7, 8 &amp; 17</p> <p>24. Training policy</p> <p>25. Recruitment Process SOP</p> <p>26. Termination and Resignation Policy</p> <p>27. Employee Code of Conduct /Handbook</p> <p>28. Source Codes Management Procedure</p> <p>29. IT Deviation Request Procedure</p>
Regulatory risks	Risk of not complying to regulations or having conditions applied (retrospectively or prospectively) that adversely impact the organization	Causes potential costly penalties, loss of business, and blacklisting that disrupts the continuity of the business	<p><u>Risk Mitigation Strategies:</u></p> <p>30. License management procedures</p> <p>31. Compliance testing framework</p> <p>32. Service Level Agreements</p>
Organizational change risks	Risk of another pandemic forcing shift from on-site work to work from home and/or employees falling ill	Shortage of manpower or reduced operational efficiency due to absenteeism.	<p><u>Risk Mitigation Strategies:</u></p> <p>Items 5, 8, 10, 16 &amp; 19</p>
Process risks	Risk of financial losses and negative social performance related to failed internal business processes	Uncoordinated communication amongst teams that performs interdependent tasks	<p><u>Risk Mitigation Strategies:</u></p> <p>33. Teams collaborative documentation tool</p> <p>34. Project management and tracking tool</p> <p>35. Change Management Procedure</p>
Anti-bribery and Anti-Corruption (ABAC) risks	Risk that employees, agents, or third-party partners engage in bribery, kickbacks, facilitation payments, or other corrupt practices to obtain or retain business, especially when dealing with government-linked entities, regulatory bodies, or new market entrants.	<p>1. Severe financial penalties and legal sanctions under the Malaysian Anti-Corruption Commission (MACC) Act 2009 and foreign anti-corruption laws.</p> <p>2. Criminal liability for the Group and individual officers, leading to imprisonment, fines, and disqualification of directors.</p> <p>3. Irreparable reputational damage, loss of client trust, and potential debarment from tenders for GLC and government contracts.</p> <p>4. Termination of strategic partnerships and third-party agreements.</p>	<p><u>Risk Mitigation Strategies:</u></p> <p>36. ABAC Policy &amp; Whistleblowing Policy – mandatory annual acknowledgment by all employees and contractors.</p> <p>37. Gifts, Entertainment &amp; Hospitality Register – mandatory declaration and pre-approval for any transaction above RM 500.</p> <p>38. Third-Party Due Diligence (TPDD) procedure – including background checks, anti-bribery clauses, and audit rights for vendors, agents, and resellers.</p> <p>39. Annual ABAC e-Learning and certification for all staff.</p> <p>40. Internal audit reviews of high-risk areas (e.g., procurement, government contract bidding, cross-border payments).</p>

(Table continued from previous page)

Operational Risks	Description	Impact	Mitigation
Occupational Safety and Health (OSH) risks	Risk of workplace accidents, injuries, or occupational illnesses arising from inadequate safety protocols, ergonomic hazards, unmanaged workplace stress, or failure to comply with the Occupational Safety and Health Act 1994 (OSHA) and its amendments, including the Self-Regulation approach under the 2022 amendments.	<ol style="list-style-type: none"> <li>1. Physical injury or long-term illness to employees, leading to lost workdays, reduced productivity, and potential permanent disability.</li> <li>2. Legal prosecution, fines up to RM 500,000, imprisonment, or both for wilful non-compliance under OSHA.</li> <li>3. Increased insurance premiums, compensation claims under SOCSO, and potential civil lawsuits.</li> <li>4. Negative impact on employee morale, retention, and the Group’s reputation as a responsible employer.</li> </ol>	<p><u>Risk Mitigation Strategies:</u></p> <ol style="list-style-type: none"> <li>41. Occupational Safety and Health Policy – endorsed by the MD and practised by N2N OSH Committee Members and reviewed annually.</li> <li>42. Hazard Identification, Risk Assessment and Risk Control (HIRARC) procedure – conducted for N2N office location.</li> <li>43. Safety &amp; Health Committee – quarterly meetings with Committee Members as required by OSHA.</li> <li>44. Incident reporting and investigation procedure – including root cause analysis and corrective action tracking.</li> <li>45. Ergonomic workstation assessments and workstation safety briefings for all technical and operations staff.</li> </ol>
Environmental, Social, and Governance (ESG) risks	Risk that the Group fails to meet evolving ESG regulatory requirements, customer expectations, or investor standards, including inadequate management of electronic waste (e-waste), carbon emissions from data centers, lack of diversity and inclusion, or insufficient board oversight on sustainability matters.	<ol style="list-style-type: none"> <li>1. Loss of tenders and contracts, particularly with GLCs, financial institutions, and multinational clients who mandate ESG compliance.</li> <li>2. Negative screening by ESG-focused investors, leading to reduced share price, difficulty raising capital, or exclusion from sustainable investment funds.</li> <li>3. Regulatory penalties for improper e-waste disposal or non-compliance with environmental regulations.</li> <li>4. Reputational damage and employee disengagement, especially among younger talent who prioritize ESG values.</li> </ol>	<p><u>Risk Mitigation Strategies:</u></p> <ol style="list-style-type: none"> <li>46. Group ESG Policy – aligned with Bursa Malaysia’s Sustainability Reporting Guide and the Task Force on Climate-Related Financial Disclosures (TCFD) recommendations.</li> <li>47. E-waste disposal procedure – engaging licensed contractors for recycling of IT assets, batteries, and networking equipment, with documented chain of custody.</li> <li>48. Energy efficiency program – tracking power usage effectiveness (PUE) for data centers and migrating legacy systems to energy-efficient cloud infrastructure where feasible.</li> <li>49. Diversity and Inclusion (D&amp;I) target – measurable goals for women in leadership and technical roles, reported annually to the Board.</li> <li>50. ESG working group – comprising representatives from operations, HR, legal, and finance to oversee data collection, target setting, and annual sustainability statement.</li> </ol>

(Table continued from previous page)

Operational Risks	Description	Impact	Mitigation
Cybersecurity risks	Risk of unauthorized access, data breach, ransomware attack, denial-of-service (DDoS), or other cyber incidents targeting the Group’s managed services, client trading systems, information terminals, or internal corporate networks, given N2N’s role as a capital markets infrastructure provider.	<p>1. Operational shutdown of trading systems, causing service credit claims, contractual penalties, and potential loss of regulatory approval to operate.</p> <p>2. Theft or encryption of sensitive client trading data, intellectual property (source code, trading algorithms), or personally identifiable information (PII), leading to regulatory fines under Malaysia’s PDPA 2010 and international data protection laws.</p> <p>3. Irreparable loss of client trust and long-term business loss, particularly from institutional brokers and asset managers.</p> <p>4. Extortion payments (ransomware), forensic investigation costs, legal liabilities, and mandatory breach notifications to regulators and affected clients.</p>	<p><i>Risk Mitigation Strategies (enhancing items 1-12, 15):</i></p> <p>51. Cybersecurity Framework – based on NIST Cybersecurity Framework (Identify, Protect, Detect, Respond, Recover), reviewed annually by the Committee.</p> <p>52. 24/7 Security Operations Center (SOC) – using AI-assisted threat detection and endpoint detection &amp; response (EDR) across all critical systems.</p> <p>53. Regular penetration testing and vulnerability assessment – conducted at least annually by independent third-party cybersecurity firms, with remediation tracked and reported to the Board.</p> <p>54. Multi-Factor Authentication (MFA) – mandated for all remote access, administrative accounts, and client-facing portals.</p> <p>55. Cybersecurity incident response plan – including table top exercises, client communication protocols, and a dedicated cyber incident response team (CIRT).</p> <p>56. Data backup and offline recovery procedure – tested quarterly to ensure recoverability from ransomware without paying ransom.</p>

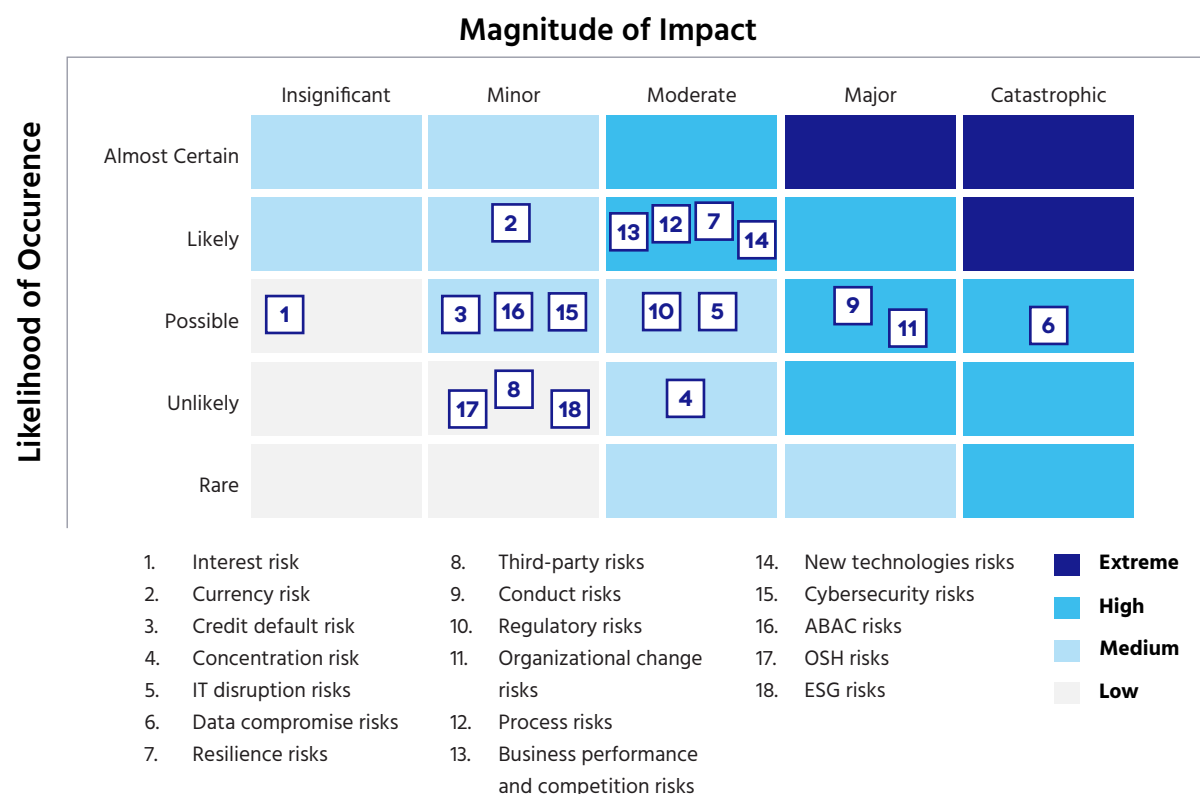
## Strategic Risks

Strategic risks refer to the probability that an event or decision will interfere with a company’s business model. They are often long-term, high-level and undermine the value proposition which attracts customers and generates profits.

The strategic risks that we are exposed to are business performance & competition risks, new technologies risks, and unsystematic risks.

Strategic Risks	Description	Impact	Mitigation
Business performance and competition risks	External factors that could either threaten or present opportunities to the organization’s competitive position	Potential loss of business, and/or opportunity loss	<ol style="list-style-type: none"> <li>Continuous R&amp;D of products</li> <li>Seek new partnerships with other players to strengthen product positioning</li> </ol>
New technologies risks	Advancements in new technology affecting the organization’s ability to remain competitive	Potential loss of business, and/or opportunity loss	<ol style="list-style-type: none"> <li>Continuous R&amp;D on emerging technologies and trends (e.g. blockchain)</li> <li>Seek new partnerships with other technology players in the industry</li> </ol>
Unsystematic risks	Uncertainty of brokers’ sustainability amidst challenging global economic conditions	Potential loss of revenue in the event of brokers exiting the market and/or brokers consolidating/merging	<ol style="list-style-type: none"> <li>Diversification of product to serve a wider industry and reduce single industry focus.</li> <li>Promote a new model with fees derived from a core system comprising order management and back office settlement functions – offering a reduced total cost of ownership to brokers</li> </ol>

## Risks Profile



## Outlook and Plans Moving Forward

In 2026, we are accelerating our pace of innovation in our trading solutions and enhancing our capabilities to deliver applications that serve a wider range of industries. We are also adapting our services to meet the growing demand for more robust cybersecurity solutions and services.

Across N2N, we remain committed to growing our business and implementing plans to solidify our position as a leading managed services provider. Our goal will always be to create and deliver sustainable long-term value for our stakeholders, including our people, shareholders, and communities.

### Accelerating Growth Through Technology and Diversification

Our continued enhancements towards our trading solutions, powered by a new advanced high-speed trading engine incorporating AI capabilities, will strengthen performance and elevate the overall trading experience for our clients. At the same time, we are leveraging our application development capabilities to introduce solutions tailored for industry segments beyond capital markets. This includes expanding into sectors such as F&B, Wealth Management, Payment, and Remittance services, supporting our broader diversification strategy.

This diversification approach positions us to capture new growth opportunities across multiple industries while reducing reliance on traditional market segments. As we progressively expand our application portfolio and industry reach, we anticipate building a stronger and more resilient business foundation to support sustained growth in the years ahead.

### Expanding Secure Private Cloud Managed Services

We are expanding the extent of our network & infrastructure business, including private cloud management and cybersecurity services, to strengthen our secure hosting capabilities

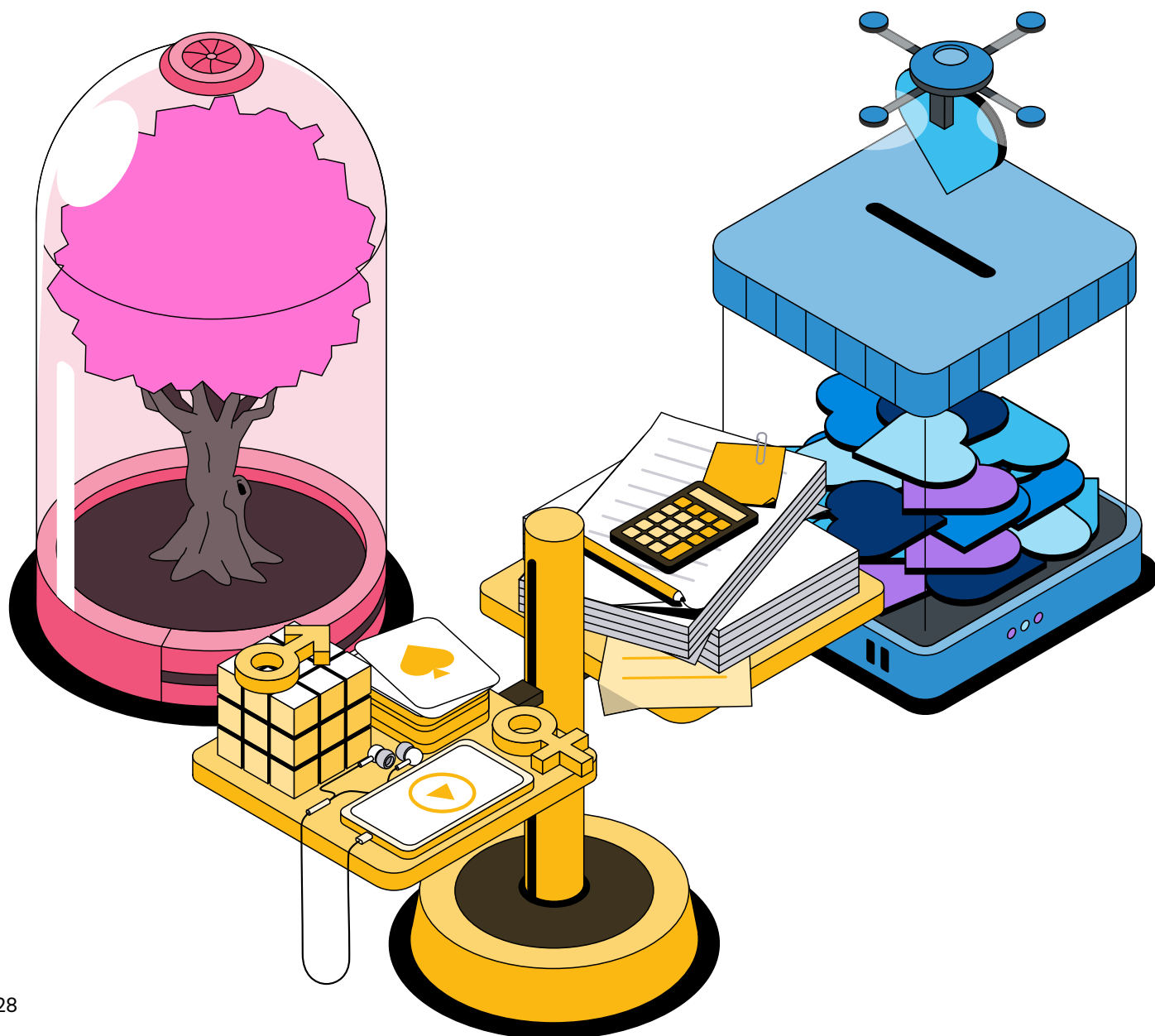
for managed services. As cyberattack incidents continue to rise, the demand for secure and resilient infrastructure is growing, positioning this segment as an important driver of future growth.

In parallel, we will be introducing AI-assisted cybersecurity protection and offering compromise assessment services to help empower organisations with the ability to determine whether their environments are secure in today's ever-challenging landscape.

Based on the above outlook and moving forward strategies, we remain cautiously optimistic about the Group's performance in the coming financial year.

# SUSTAINABILITY STATEMENT

LOVE  
PLAY  
CARE



## Our LOVEPLAYCARE Initiative

We believe that a good business is more than just financial growth; it's also about doing good for communities and having a positive impact on the world. Our corporate sustainability approach was built upon a long-term commitment to love the environment, play the role of the company well and care for the community.



# LOVE

the environment

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The environment that surrounds us affects everything from human health to the well-being of wildlife, and vice versa, humans can also affect it. Recognizing this dynamic, we have created a sustainability initiative to love the environment.

"We recognize the direct impact our business operations have on the environment and the importance of minimizing it for the future of our planet.

We are committed to making and promoting environmentally sustainable practices throughout our supply chains to help reduce our carbon footprint, combat climate change, and protect our environment



# PLAY

the role of the company well

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The success of a business is not just about achieving financial goals; it's also about how those goals are achieved. Recognizing our responsibilities as a business, we have created this sustainability initiative to play the role of the company well.

We understand that being a good company involves fostering an inclusive and productive environment for our employees, conducting business in an ethical manner, and maintaining shareholder confidence.

We are committed, as a key market player, to set the tone for sustainable corporate governance, transparency, advocacy, engagement, and inclusivity.



# CARE

for the community

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The positive contributions we make to the communities we are a part of help to address global challenges like inequity and sustainable innovation. Acknowledging our ability to shape communities, we created this sustainability initiative to care for the community.

We each have a role we can play, and no effort that goes towards supporting our shared future is too small to notice. We use the great technology we have and our market position to help build a society where everyone wins.

We are committed to promote a healthy community that brings the world closer together; creating sustainable solutions that care for our people, direct community, and broader society.

## Reporting Scope and Basis

This Sustainability Statement covers N2N's operations in Malaysia and Hong Kong for the financial year ended 31 December 2025 ("FY2025"). The disclosures in this Statement focus on material environmental, social and governance matters relevant to the Group's operations and stakeholders. Environmental data disclosed in this Statement is derived from internal records and supporting documentation, including utility bills and operational records. Greenhouse gas emissions are calculated in accordance with the GHG Protocol using an operational control approach. In FY2025, the Group has taken steps to enhance its sustainability reporting by strengthening the measurement and disclosure of key environmental metrics, including energy consumption and greenhouse gas emissions.

## Reporting Frameworks and Standards

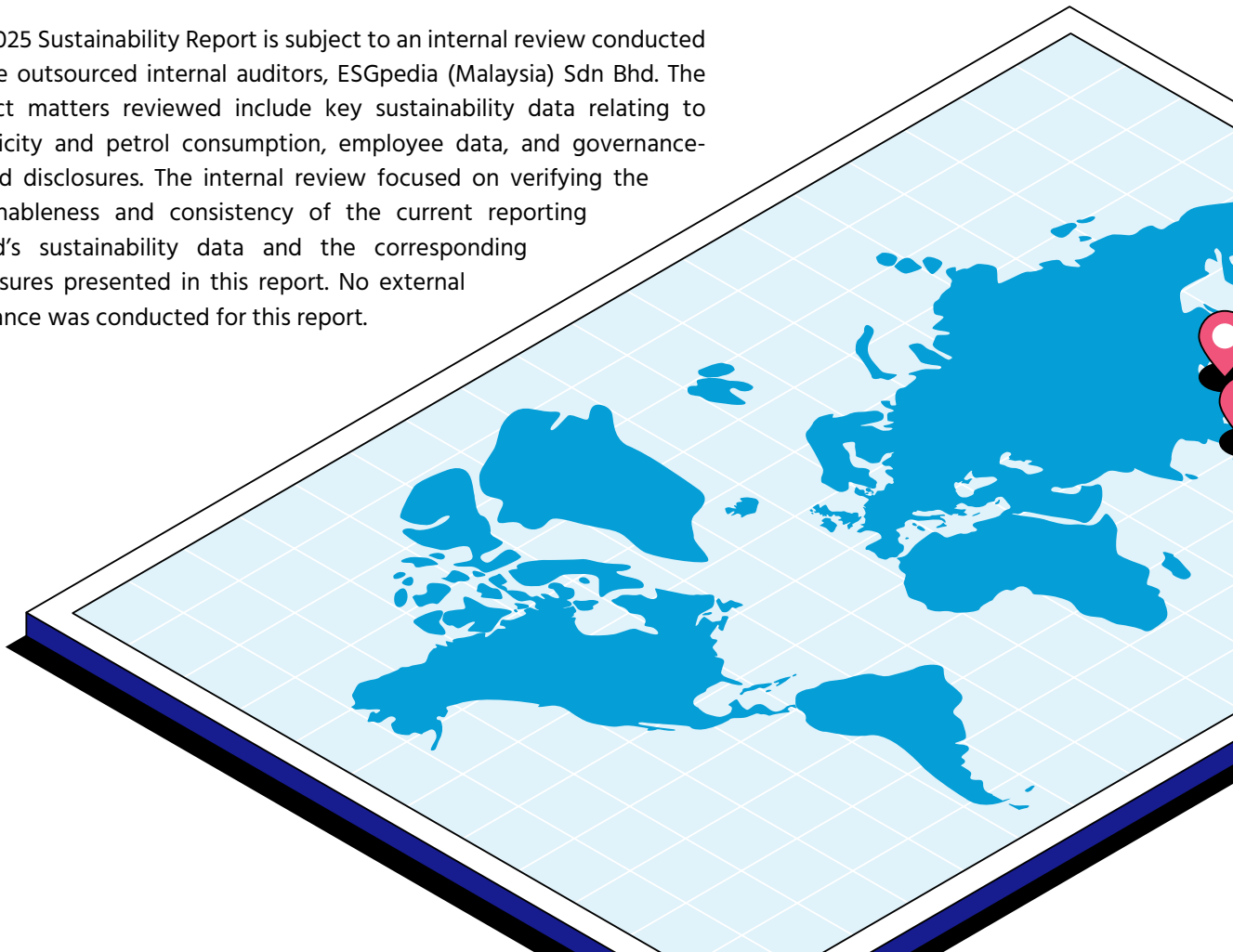
This Sustainability Report has been prepared in accordance with the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia Listing Requirements") applicable to ACE Market listed companies, in particular Paragraph 30 of Appendix 9C, as supplemented by Guidance Note 11.

The report has been developed with reference to the following frameworks and guidelines:

- Bursa Malaysia Sustainability Reporting Guide (3rd Edition), which provides guidance on the identification, management, and disclosure of material sustainability matters
- Global Reporting Initiative (GRI) Standards, to support structured, consistent, and comparable sustainability disclosures

## Assurance

The 2025 Sustainability Report is subject to an internal review conducted by the outsourced internal auditors, ESGpedia (Malaysia) Sdn Bhd. The subject matters reviewed include key sustainability data relating to electricity and petrol consumption, employee data, and governance-related disclosures. The internal review focused on verifying the reasonableness and consistency of the current reporting period's sustainability data and the corresponding disclosures presented in this report. No external assurance was conducted for this report.



## Sustainability Governance

N2N is in the midst of establishing a sustainability governance structure that oversees and manages the overall planning and implementation of sustainability practices and policies for social and environmental risks in a continuous and systematic manner. The structure will review the effectiveness of standards and procedures relating to the wellbeing of employees, relationships with communities, environment, the level of accountability and transparency, and sustainable development. Currently, all operating divisions have been charged with the fiduciary duty to consider sustainability in their business strategy planning, operations, and processes. We are committed to continuously refine and improve our processes over time.



## Our Stakeholder Engagement

N2N incorporates and promotes sustainable goals economically, environmentally, and socially across business operations; maintaining high standards of conduct and maximising long-term value creation for the benefit of stakeholders.

We are committed to our sustainability goals, and maintain effective communication and understanding with all employees and stakeholders involved to make sure that we meet them.

Our ongoing stakeholder engagements:

	Ongoing engagements	Objective
<b>Government and regulatory authorities</b>	▶ Meetings and engagements through trade associations and chambers of commerce	To ensure our business operations comply with local authorities' rules and regulations.
<b>Customers</b>	▶ Regular client visits, dedicated account teams, and customer experience centre	To ensure customer satisfaction with our products and services  To provide prompt and efficient assistance to customers
<b>Employees</b>	▶ Staff training, frequent employee communications, health and safety communication programs, community conversations, and employee well-being programs	To ensure the workplace is a safe and inclusive space for all employees.  To provide continuous training and up-skilling for better performance and career development
<b>Suppliers</b>	▶ Regular review of major suppliers to provide service delivery feedback and areas of improvement for the mutual benefit of both parties	To ensure two-way value creation with suppliers  To achieve a sustainable supply chain
<b>Non-governmental organisations (NGOs), Investors and analyst</b>	▶ On-going dialogue with NGOs and charitable organisations  Announcement to Bursa Securities, general meetings, corporate website and on-going dialogues with investors and analysts	To develop initiatives to benefit the people and the community  To generate shareholder return on a sustainable basis  To report financial results on quarterly and annual basis  To make announcements to Bursa Securities about the Group's major activities
<b>Media</b>	▶ Regular engagement with the media about N2N and the industry's development	To provide an update on N2N's activities, initiatives and moving forward plans

## Materiality Assessment

In FY2025, we began strengthening our approach to identifying and managing material sustainability matters, in line with the requirements of the Bursa Malaysia Listing Requirements. While a formal materiality assessment has not yet been conducted, we have taken initial steps to establish a more structured process.

During the year, we initiated stakeholder engagement to better understand sustainability-related risks and opportunities relevant to our operations. These engagements, together with internal discussions, provided preliminary insights into areas of importance and helped shape our current understanding of key sustainability matters.

In the absence of a formal prioritisation exercise, we identified relevant sustainability matters based on our LOVEPLAYCARE initiatives, which reflect our organisational focus areas and operational priorities. This was further guided by reference to the Global Reporting Initiative (GRI) Standards and industry practices, ensuring alignment with recognised frameworks and commonly disclosed topics within our sector.

Moving forward, we plan to conduct a formal materiality assessment in the next reporting cycle. This will involve broader and more structured engagement with both internal and external stakeholders to identify, assess, and prioritise material sustainability matters based on their significance to our business and their influence on stakeholder decision-making. The outcomes of this process will guide our sustainability strategy and enhance the relevance and completeness of our disclosures.



## Love the environment

Sustainability begins from the ground up. That means incorporating a sustainability-first approach across our value chains and making efficient resource allocation decisions to reduce our carbon footprint, combat climate change, and protect our environment.

We acknowledge the importance of minimizing the environmental impacts caused by our day-to-day operations as well as the opportunity for us to use our position and technology do something about it. We incorporate environmental sustainability practices into our operations and around our communities, putting actions towards our commitments.

## Our environmental footprint

The role our business plays as a leading example is a fundamental part of our global sustainability journey. We track our environmental impact to hold ourselves accountable, using data to actively transform our business models and organizational practices towards a more sustainable operation. In line with this, we strengthened the measurement and disclosure of our operational environmental performance in FY2025.

### • Energy Consumption

As part of our environmental management approach, we monitor our energy consumption across our offices in Malaysia and Hong Kong to better understand and manage our environmental impact.

For FY2025, N2N's primary sources of energy consumption comprise electricity used in our offices and fuel consumption from operational activities.

N2N recorded the following energy consumption for the financial year:

Malaysia	
⚡ Electricity(kWh)	1,473,805
🛢️ Petrol (Litres)	14,477

Hong Kong	
⚡ Electricity(kWh)	129,726
🛢️ Petrol (Litres)	-

Total	
⚡ Electricity(kWh)	1,603,531
🛢️ Petrol (Litres)	14,477
Converted into gigajoules (GJ):	
Electricity(GJ)	5,772.71
Petrol (GJ)	495.11
<b>Total Energy Consumption</b>	<b>6,267.82</b>

**\*Energy consumption is presented in operational units and converted into gigajoules (GJ) for comparability**

Electricity consumption remains as N2N's largest source of energy use, reflecting the office-based nature of our operations.

To manage energy consumption, we continue to implement energy efficiency initiatives across our offices, including:

- Monitoring and optimisation of air-conditioning usage
- Adoption of energy-efficient lighting systems
- Use of sleep mode for office equipment
- Promotion of energy-conscious behaviour among employees

In addition, we leverage on digitalisation and hybrid working arrangements to improve operational efficiency and reduce unnecessary energy consumption.

### • Greenhouse Gas (“GHG”) Emissions

We recognise the importance of managing our carbon footprint and have taken steps to quantify our greenhouse gas (“GHG”) emissions for FY2025. Emissions are calculated in accordance with the GHG Protocol using an operational control approach.

N2N’s GHG emissions for FY2025 are summarised as follows:

Emissions Source	Malaysia (tCO <sub>2</sub> e)	Hong Kong (tCO <sub>2</sub> e)	Total (tCO <sub>2</sub> e)
Scope 1 (Petrol)	33.874	-	<b>33.874</b>
Scope 2 (Electricity)	1,140.725	79.132	<b>1,219.857</b>
<b>Total Scope 1 &amp; 2</b>	<b>1,174.599</b>	<b>79.132</b>	<b>1,253.731</b>

**Scope 1 emissions** arise from direct fuel combustion, primarily from petrol consumption associated with N2N’s operations in Malaysia. No material Scope 1 emissions were identified for the Hong Kong office during the reporting period.

**Scope 2 emissions** arise from indirect emissions associated with purchased electricity consumed across N2N offices. Electricity consumption is the largest contributor to the Group’s emissions, accounting for the majority of total GHG emissions.

### • Water Consumption

Water consumption for the Malaysia office was recorded at 1,314 m<sup>3</sup> for FY2025. For the Hong Kong office, water consumption data was not available in volumetric terms as the supporting billing records provided only reflected charges and did not disclose measurable consumption data. We will continue to improve its data collection processes in this area.

## METHODOLOGY AND EMISSION FACTORS

Greenhouse gas emissions are calculated using GHG Protocol principles and are supported by ESGpedia, a digital ESG platform used for carbon calculations and sustainability reporting.

The following emission factors were applied in the calculation of emissions:

- **Malaysia (Scope 1 – Petrol):** Based on emission factors published by the UK Department for Environment, Food & Rural Affairs
- **Malaysia (Scope 2 – Electricity):** Based on grid emission factors published by the Energy Commission Malaysia
- **Hong Kong (Scope 2 – Electricity):** Based on emission factors provided by the CLP Group

These sources are selected based on their relevance to N2N’s operating locations and alignment with internationally recognised practices.

Our emissions profile reflects our operational footprint as a technology-driven, office-based business, where electricity usage remains the primary driver of emissions.

## Giving back to the environment

Donations help in so many ways, and every little bit counts. We frequently make donations to charitable organizations that provide high-impact help to the environment so that they can run the activities they need to achieve their goals. Every organization we donate to improves the planet we live in in a myriad of different ways.

## Managing & reducing waste

The nature of our business generally does not carry a high waste footprint as we do not produce any goods or materials. Despite this, we recognize the importance of proper waste management for a more environmentally-friendly society and have adopted practices and initiatives in our offices to help reduce general office waste output. In our offices, we practice and perform the 3Rs, educate employees on waste disposal practices, and also take part in a program for recycling office waste.

## Digitizing the workplace

The introduction of new technology in modern day society is dramatically changing the way we interact, connect and collaborate in the office. Embracing the digital era, we transformed our workplace and modified internal processes to focus on the adoption of technology that help make the office more eco-friendly. We employed AI to help manage and store internal documents, favour electronic means of communication where possible, and introduced a hybrid working model that helps to reduce greenhouse gas emissions at the office and from traveling.

### RECYCLE FOR GOOD



N2N has been working with LovelyDisabledHome since 2016 for the disposal & recycling of office waste and protection and job opportunity for the differently-abled. We work with LovelyDisabledHome to recover and collect items such as paper, aluminium, electric appliances, iron, plastic and clothing.



## Play the role of the company well

It is apparent in the way we engage with our employees, enforce ethical business practice, maintain shareholder confidence, and promote growth and development. As a key market player, we set the tone when it comes to sustainable corporate governance, transparency, advocacy, engagement and inclusivity.

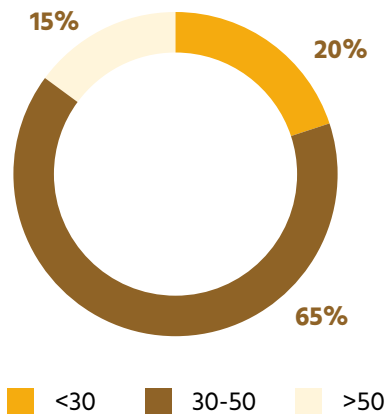
We know that part of being a good company is also about how we foster an inclusive and productive environment for our people, do business the right way, and maintain shareholder confidence. Our inherent role as a company includes an employee-first approach, sustainable corporate governance, and shareholder value enhancement.

## A workplace focused on people

We firmly believe that the environment in which people work can influence their behavior and motivation to act. With this in mind, we have designed a workplace that includes facilities and open spaces that inspire collaboration, spark dialogue, and promote work-life balance. We accomplish this by providing entertainment and amenities that bring people together in a playful and casual manner, while also allowing for effective group discussions that lead to big ideas.

Category	Malaysia	Outside Malaysia	Total
New hires	28	4	32
Employee turnover	40	5	45

N2N Group Age Distribution



## Diversity & inclusion

Diversity and inclusion are fundamental to the workplace for high-performing and healthy teams. We value the unique contributions that people with different backgrounds, experiences, and perspectives bring to the table, and we strive to harness the power of those differences to create a sustainable business.

We are committed to providing equal opportunities for everyone, regardless of their background, perspective, gender identity, ethnicity, age, education, or ability. We embrace and celebrate

~28%  
of N2N staff are females

>20%  
of female N2N staff  
hold manager or technical positions

6

We hire people from 6 different countries with 40% of our staff located outside of Malaysia.

the strengths that come with diversity, as we believe that they are the building blocks of a stronger and more inclusive community.

## Healthcare for our people

We believe that our people are our most valuable asset, and we prioritize their health and well-being. That's why we have developed the LOVEPLAYCARE initiative, which offers a suite of health and wellness benefits to our employees. This includes coverage for medical, hospitalization, dental, and optical services, as well as the provision of fresh fruits to promote a healthy lifestyle.

## Training & development

We are proud to have a team of people who embody a growth mindset, valuing improvement, learning from failure, and embracing new ideas and challenges. We are committed to investing in their ongoing learning and development, as we believe that it not only benefits their personal growth but also helps us achieve our organizational goals.

To achieve this, we regularly organize a range of learning opportunities, including internal knowledge-sharing sessions, formal training courses, and personal development programs. These opportunities aim to inspire leadership, confidence, and capability in our people, assisting them in their current roles and future career development.

# +160

employees took part in our training and development programs **in 2025**

## Doing business the right way

We recognise that sustainable and ethical business conduct is crucial to maintaining a positive reputation, which in turn helps protect and enhance shareholder value. That's why our Board and management are committed to upholding high standards of corporate governance. We have

developed a range of materials, including key principles, policies, committee charters, and a code of conduct, to help enforce these commitments and ensure that our business is conducted with integrity and transparency.

Available on our corporate website are the following corporate governance materials, which set out further the standards we adhere ourselves to:

- **Anti-Bribery & Anti-Corruption**
- **Board Charter**
- **Code of Business Conduct for Contractors & Suppliers**
- **Code of Conduct for Board of Directors**
- **Corporate Governance Reports**
- **Employee's Code of Conduct & Ethics Policy**
- **Nomination and Remuneration Committee Charter**
- **Remuneration Policy and Procedures for Directors and Senior Management**
- **Terms of Reference of Audit Committee**
- **Whistleblowing Policy**

🔗 Further information regarding our various corporate governance materials can be found at: [n2nconnect.com/corporate-governance.html](https://n2nconnect.com/corporate-governance.html)

## Protecting our clients' data

The trust our clients place in us is crucial to our success. That's why we are committed to using stringent cybersecurity measures and handling data responsibly, transparently, and with consent. We have a robust cybersecurity framework that is regularly reviewed to ensure that our data processing methodology complies with legal obligations, prevents unauthorized data use, and enhances data protection.

To stay ahead of security threats, we continuously invest in our security capabilities, including maintaining and enhancing existing technology and deploying new ones. While it's impossible to mitigate all cyber risks, it's crucial that we take action to maintain our customers' trust.

When it comes to data protection, we follow industry-recognized standards such as the Personal Data Protection Act 2010 and the ISO27001:2022 standard.

<b>PROFITS OVER THE PAST FIVE YEARS</b>					
In RM thousand and sen	2021	2022	2023	2024	2025
Revenue	115,755	103,010	105,241	107,729	93,932
Profit after tax	20,368	18,732	13,732	(26,511)	13,031
Core profit	21,599	15,297	12,195	7,643	15,938
Net dividend per share (sen)	1.0	2.0	2.0	2.0	1.0

## Robust earnings

As a Group, we recognize our responsibility to the people who own and support our business. That's why we are committed to pursuing sustainable growth and delivering attractive returns to our shareholders, which helps to increase our reputation and value. We achieve our economic goals through constant innovation, effective capital management, and by setting and reviewing our commitments to ensure that we remain accountable.

# >79%

Proportion of our spending on local supplier

## Supporting local suppliers

In line with the current market shifts towards circular value chains, greater transparency, and increased sustainability from businesses, we have established and integrated a Code of Business Conduct for Contractors & Suppliers into our supplier due diligence process. This Code helps guide us in sourcing from contractors and suppliers who align with our values and policies, promoting and advocating for more responsible supply chain conduct.

Engaging with suppliers is an important way in which we can have a positive impact on communities. We aim to improve the lives of people who use our products and those who help make them by ensuring that our supply chain partners meet high ethical and sustainability standards.

Through this approach, we can work together to create a more responsible and sustainable future for all.

Information regarding our Code of Business Conduct for Contractors & Suppliers can be found at: [n2nconnect.com/corporate-governance.html](https://n2nconnect.com/corporate-governance.html)

## Internship & student opportunities

There is value in experience. Internships and student opportunities means investing into the future of potential new talents and leaders as well as ours. We offer internship programs and work with universities to help provide students meaningful work, professional development as well as early experience into our industry and the working world.

# +11

internships provided in 2025



## Care for the community

The positive contributions we make to the communities we are a part of goes towards supporting our shared future. We recognize that we have a social responsibility to the communities around us, and so we use the great technology we have and our market position to help build a society where everyone wins.

We are committed to promote a healthy community that brings the world closer together. We proudly collaborate with industry leaders and non-governmental organizations (NGOs) as well as reinvest revenue back into the community to create sustainable solutions that care for our people, direct community, and broader society.

## Promoting trading literacy

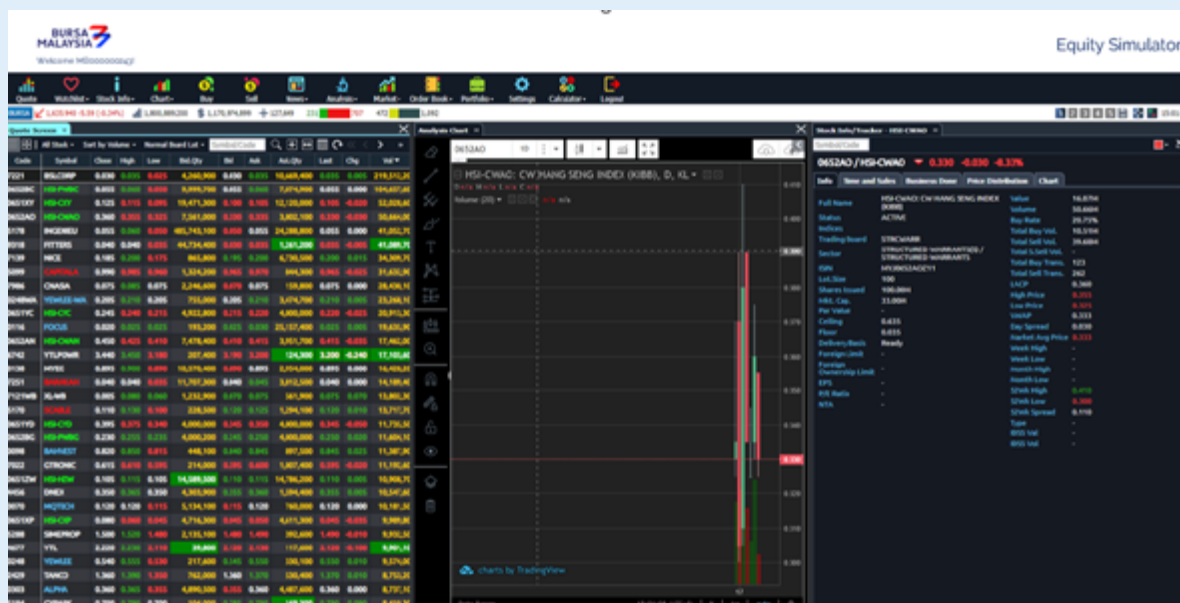
Everyone should be given equal opportunity to equip themselves with all the necessary skills to help them live a better life, including learning about trading/investing as an option to help them manage and grow their finances.

Together with industry leaders and our clients, we organize and support educational events such as Exchange-led stock challenges to help close the knowledge gap that is often associated with our industry. Our approach is to simplify the technicalities of our industry in a fun, pressure-free manner, to help kickstart everyone’s investment journey.

## Technology for people

We have been developing products and solutions that empower people with technology since 2000. From the first desktop platforms to modern day web and mobile-based platforms, an apparent theme throughout all our designs is the necessity to connect people, enabling trading without borders, anytime, anywhere.

As a leading innovator within our field, we recognize the innate responsibility we have to use good technology to serve and improve the community around us. Following-through on our commitments, we consistently invest in research & development to help innovate and explore next-generation technology that will help us better connect people and markets.



## Powering the Bursa Inter-Varsity Stock Challenge

Since 2022, N2N has been the technology provider powering the Bursa Inter-Varsity Stock Challenge (BISC), an annual 3-month stock trading competition designed to challenge university students to achieve good returns through stock investing.

# 1,200+

Youth empowered through **BISC 2025**

# ~52%

Technical employee to  
total headcount

# >12%

of Total Revenue re-invested in  
Capital Expenditure

## Supporting the differently-abled

The differently-abled are more affected by their social environment than their bodies. At N2N, we believe that every human being has something special within them, as well as weaknesses. We want to help differently-abled individuals be treated and accepted as regular members of society, to be seen and interacted with as equals, and to focus on their strengths rather than their weaknesses. We are committed to providing opportunities that allow them to contribute to society like everyone else.

Since 2016, we have been actively working with LovelyDisabledHome to provide job opportunities for individuals with physical and mental disabilities. This includes selling their homemade products and utilizing their recycling centers.



## Blood donation events

Safe blood saves lives. There is a constant global need for a regular supply of blood to help those who need it, such as women with complications during pregnancy and childbirth, children with severe anaemia, accident victims and surgical and cancer patients.

Recognizing the importance of giving blood and how it can save lives, we partner with Pusat Darah Malaysia to regularly organize and host blood donations at our headquarters. The blood donations are open to the public, and we also partner with organizations to help provide incentives that encourage people to donate blood.

## Charity for good

We help one another because it's the right thing to do. We believe in giving back to the community and supporting those in need. Every year, we commit a portion of our revenue to support charities that address issues such as disaster relief, hunger, poverty, and education. Some of the organizations we have supported in the past include the Red Cross, UNICEF, and local food banks. We are proud to be able to make a positive impact on the world and will continue to support these causes in the future.

## GRI Content Index

### Statement of Use

The Group has reported the information cited in this GRI Content Index for the period of 1 January 2025 to 31 December 2025 with reference to the Global Reporting Initiative Standards.

### GRI 1 Used

GRI 1: Foundation 2021

GRI Standard	Disclosure	Description	Location
GRI 2: General Disclosures	2-1	Organisational details	Annual Report / Corporate Governance Overview
GRI 2: General Disclosures	2-2	Entities included in the organisation's sustainability reporting	Sustainability Statement
GRI 2: General Disclosures	2-3	Reporting period, frequency and contact point	Sustainability Statement
GRI 2: General Disclosures	2-6	Activities, value chain and other business relationships	Sustainability Statement; Annual Report
GRI 2: General Disclosures	2-9	Governance structure and composition	Corporate Governance Overview Statement
GRI 2: General Disclosures	2-12	Role of the highest governance body in overseeing the management of impacts	Sustainability Governance
GRI 2: General Disclosures	2-22	Statement on sustainable development strategy	Our LOVEPLAYCARE Initiative
GRI 2: General Disclosures	2-23	Policy commitments	Doing business the right way; Supporting local suppliers; Protecting our clients' data
GRI 2: General Disclosures	2-24	Embedding policy commitments	Doing business the right way; Supporting local suppliers; Sustainability Governance
GRI 2: General Disclosures	2-26	Mechanisms for seeking advice and raising concerns	Doing business the right way
GRI 2: General Disclosures	2-27	Compliance with laws and regulations	Doing business the right way; Protecting our clients' data
GRI 2: General Disclosures	2-29	Approach to stakeholder engagement	Our Stakeholder Engagement
GRI 3: Material Topics	3-1	Process to determine material topics	LOVEPLAYCARE Initiative; Sustainability Governance
GRI 3: Material Topics	3-2	List of material topics	Love the environment; Play the role of the company well; Care for the community
GRI 302: Energy	302-1	Energy consumption within the organisation	Energy Consumption
GRI 303: Water and Effluents	303-5	Water consumption	Water Consumption
GRI 305: Emissions	305-1	Direct (Scope 1) GHG emissions	Greenhouse Gas ("GHG") Emissions
GRI 305: Emissions	305-2	Energy indirect (Scope 2) GHG emissions	Greenhouse Gas ("GHG") Emissions

(Table continued from previous page)

GRI Standard	Disclosure	Description	Location
GRI 305: Emissions	305-5	Reduction of GHG emissions	Energy Consumption; Future Focus
GRI 306: Waste	306-3	Waste generated	Managing & reducing waste
GRI 306: Waste	306-4	Waste diverted from disposal	Managing & reducing waste; Recycle for Good
GRI 401: Employment	401-1	New employee hires and employee turnover	Employee Movement
GRI 401: Employment	401-2	Benefits provided to full-time employees that are not provided to temporary or part-time employees	Healthcare for our people
GRI 404: Training and Education	404-2	Programs for upgrading employee skills and transition assistance programs	Training & development; Internship & student opportunities
GRI 405: Diversity and Equal Opportunity	405-1	Diversity of governance bodies and employees	Diversity & inclusion
GRI 413: Local Communities	413-1	Operations with local community engagement, impact assessments, and development programs	One tree at a time; Promoting trading literacy; Supporting the differently-abled; Blood donation events; Charity for good
GRI 414: Supplier Social Assessment	414-1	New suppliers that were screened using social criteria	Supporting local suppliers
GRI 418: Customer Privacy	418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	Protecting our clients' data
GRI 201: Economic Performance	201-1	Direct economic value generated and distributed	Robust earnings
GRI 205: Anti-corruption	205-2	Communication and training about anti-corruption policies and procedures	Doing business the right way

## Sustainability Statement Content Index (ACE Market Listing Requirements)

Disclosure	Description	Location
4.1 (a)	Governance structure	Sustainability Governance
4.1 (b)	Scope and basis for scope	Reporting Scope and Basis
4.1 (c)	Material sustainability matters	Materiality Assessment
4.1 (c) (i), (ii)	Identification and Prioritisation	Materiality Assessment
4.1 (c) (iii)	Management of material topics	Materiality Assessment
4.1 (d)	Assurance statement (internal/ external)	Assurance
4.1 (e)	Data and Performance Targets (if any)	Love the environment; Play the role of the company well; Care for the community

# N2N Connect Berhad

BMLR Transition Period

Date & Time: 2026-04-14\_17:12:32

FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Anti-Corruption	Percentage of employees who have received training on anti-corruption by employee category - Senior Management	Percentage	25	—	No assurance
Anti-Corruption	Percentage of employees who have received training on anti-corruption by employee category - Managerial employee	Percentage	49	—	No assurance
Anti-Corruption	Percentage of employees who have received training on anti-corruption by employee category - Technical employee	Percentage	58	—	No assurance
Anti-Corruption	Percentage of employees who have received training on anti-corruption by employee category - Non-technical employee	Percentage	39	—	No assurance
Anti-Corruption	Percentage of operations assessed for corruption related risks	Percentage	100	—	No assurance
Anti-Corruption	Confirmed incidents of corruption and action take	Number	0	—	No assurance
Community/Society	Total amount invested in the community where the target beneficiaries are external to the listed issuer	RM	1,230	—	No assurance
Community/Society	Total number of beneficiaries of the investment in communities	Number	18	—	No assurance
Diversity	Percentage of employees by age group, for each employee category: Senior Management Under 30	Percentage	0	—	No assurance
Diversity	Percentage of employees by age group, for each employee category: Senior Management Between 30 - 50	Percentage	0	—	No assurance

# N2N Connect Berhad

## BMLR Transition Period

Date & Time: 2026-04-14\_17:12:32

FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Diversity	Percentage of employees by age group, for each employee category: Senior Management Above 50	Percentage	100	—	No assurance
Diversity	Percentage of employees by age group, for each employee category: Managerial employee Under 30	Percentage	5	—	No assurance
Diversity	Percentage of employees by age group, for each employee category: Managerial employee Between 30 - 50	Percentage	64	—	No assurance
Diversity	Percentage of employees by age group, for each employee category: Managerial employee Above 50	Percentage	31	—	No assurance
Diversity	Percentage of employees by age group, for each employee category: Technical employee Under 30	Percentage	27	—	No assurance
Diversity	Percentage of employees by age group, for each employee category: Technical employee Between 30 - 50	Percentage	70	—	No assurance
Diversity	Percentage of employees by age group, for each employee category: Technical employee Above 50	Percentage	3	—	No assurance
Diversity	Percentage of employees by age group, for each employee category: Non-technical employee Under 30	Percentage	24	—	No assurance

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Diversity	Percentage of employees by age group, for each employee category: Non-technical employee Between 30 - 50	Percentage	70	—	No assurance
Diversity	Percentage of employees by age group, for each employee category: Non-technical employee Above 50	Percentage	6	—	No assurance
Diversity	Gender Group by Employee Category: Senior Management Male	Percentage	87	—	No assurance
Diversity	Gender Group by Employee Category: Senior Management Female	Percentage	13	—	No assurance
Diversity	Gender Group by Employee Category: Managerial employee Male	Percentage	76	—	No assurance
Diversity	Gender Group by Employee Category: Managerial employee Female	Percentage	24	—	No assurance
Diversity	Gender Group by Employee Category: Technical employee Male	Percentage	82	—	No assurance
Diversity	Gender Group by Employee Category: Technical employee Female	Percentage	18	—	No assurance
Diversity	Gender Group by Employee Category: Non-technical employee Male	Percentage	24	—	No assurance
Diversity	Gender Group by Employee Category: Non-technical employee Female	Percentage	76	—	No assurance

## N2N Connect Berhad

### BMLR Transition Period

Date & Time: 2026-04-14\_17:12:32  
FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Diversity	Percentage of directors by age group: Under 30	Percentage	0	—	No assurance
Diversity	Percentage of directors by age group: Between 30 - 50	Percentage	14	—	No assurance
Diversity	Percentage of directors by age group: Above 50	Percentage	86	—	No assurance
Diversity	Percentage of directors by gender: Male	Percentage	57	—	No assurance
Diversity	Percentage of directors by gender: Female	Percentage	43	—	No assurance
Environmental and climate action	Total energy consumption	Gigajoules (GJ)	6,267.82	—	No assurance
Environmental and climate action	Total volume of water used (Malaysia office)	Cube meter	1,314	—	External (Limited)
Environmental and climate action	Scope 1 GHG Emission (Petrol)	tCO <sub>2</sub> e	33.874	—	External (Limited)
Environmental and climate action	Scope 2 GHG Emission (Electricity)	tCO <sub>2</sub> e	1,219.857	—	External (Limited)
Health and safety	Number of work-related fatalities	Number	0	—	No assurance
Health and safety	Lost Time Incident Rate ("LTIR")	Rate	0	—	No assurance
Health and safety	Number of employees trained on health & safety standards	Number	3	—	No assurance
Labour practices and standards	Total hours of training by employee category: Senior Management	Hour	113	—	No assurance

## N2N Connect Berhad

### BMLR Transition Period

Date & Time: 2026-04-14\_17:12:32  
FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Labour practices and standards	Total hours of training by employee category: Managerial employee	Hour	315	—	No assurance
Labour practices and standards	Total hours of training by employee category: Technical employee	Hour	179	—	No assurance
Labour practices and standards	Total hours of training by employee category: Non- technical employee	Hour	18	—	No assurance
Labour practices and standards	Percentage of employees that are contractors or temporary staff	Percentage	19	—	No assurance
Labour practices and standards	Total number of employees turnover by employee category: Senior Management	Number	0	—	No assurance
Labour practices and standards	Total number of employees turnover by employee category: Managerial employee	Number	7	—	No assurance
Labour practices and standards	Total number of employees turnover by employee category: Technical employee	Number	30	—	No assurance
Labour practices and standards	Total number of employees turnover by employee category: Non-technical employee	Number	8	—	No assurance
Labour practices and standards	Number of substantiated complaints concerning human rights violations	Number	0	—	No assurance
Supply chain management	Proportion of spending on local suppliers	Percentage	79	—	No assurance
Data privacy and security	Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	—	No assurance

# BOARD OF DIRECTORS

## CHUA HOCK SENG

Chairman, Independent  
Non-Executive Director

78

MALE

MALAYSIAN

Joined N2N on 25 November 2020

He holds a diploma in Business Studies from the City of London College and served as Co-Founder at Noone & Co, Co-Founder at Halim Securities Sdn Bhd, Director at The Malaysia Capital Fund Ltd, a member of the Consultant Advisory Board of Bridge Group International Ltd, Business Developments and Advisory at K&N Kenanga Bhd / Investment Bank, and a member of the Main Committee, the SCAN Board, and the various subcommittees of Bursa Malaysia.

He does not hold any directorships on the board of other public companies in Malaysia. He has no family relationship with any other directors or major shareholders of N2N. There is no conflict of interest or potential conflict of interest in any competing business with N2N or its subsidiaries. Within the last 5 years, he has not been convicted for any offences, other than traffic offences, if any.

## TIANG BOON HWA

Managing Director,  
Founder

63

MALE

SINGAPOREAN

Joined N2N on 24 August 2000

He holds a diploma in Computer Studies from the City & Guilds of London Institute and served as Senior Management Consultant at Deloitte Haskins & Sells, Head of Regional IT Audit for the South Asian Region at Citibank N.A., Product Consultant at Computer Associates Singapore, Managing Director at Computer Associates Malaysia and Brunei, Regional Director at i2 Technologies Pte Ltd, and General Manager at Exact Software Asia Development Centre Sdn Bhd. He is also an adjunct professor at the Management and Science University, Malaysia. He is currently a member of the Risk Management Committee of N2N.

He is the spouse of Mdm. Lai Su Ping.

He does not hold any directorships on the board of other public companies in Malaysia. There is no conflict of interest or potential conflict of interest in any competing business with N2N or its subsidiaries. Within the last 5 years, he has not been convicted for any offences, other than traffic offences, if any.

## LAI SU PING

Non-Independent  
Executive Director, Founder

55

FEMALE

MALAYSIAN

Joined N2N on 10 August 2000

She holds a diploma from the Chartered Institute of Marketing and served as a Marketing Executive at Yonex Sdn Bhd, Project Executive at Kumpulan Jetson Bhd, and Channel Manager at Computer Associates Sdn Bhd. She is currently the Chairman of the Option Committee of N2N.

She is the spouse of Mr. Tiang Boon Hwa.

She does not hold any directorships on the board of other public companies in Malaysia. There is no conflict of interest or potential conflict of interest in any competing business with N2N or its subsidiaries. Within the last 5 years, she has not been convicted for any offences, other than traffic offences, if any.

## ELAINE FOONG SOOI JADE

Non-Independent  
Non-Executive Director

51

FEMALE

MALAYSIAN

Joined N2N on 15 March 2016

She is a fellow member of The Association of Chartered Certified Accountants (FCCA) and a member of the Malaysian Institute of Accountants (MIA). She served as Head of Finance at N2N Connect Bhd, a member of the Audit and Assurance division at Messrs. KPMG Malaysia and Audit Team Lead at Messrs. Chio Lim & Associates Singapore. She is currently the Chairman of the Risk Management Committee and a member of the Nomination and Remuneration Committee, the Option Committee, and the Audit Committee of N2N.

She does not hold any directorships on the board of other public companies in Malaysia. There is no family relationship with any other directors or major shareholders of N2N. There is no conflict of interest or potential conflict of interest in any competing business with N2N or its subsidiaries. Within the last 5 years, she has not been convicted for any offences, other than traffic offences, if any.

## GOH CHING CHEE

Independent  
Non-Executive Director

66

MALE

MALAYSIAN

Joined N2N on 5 January 2018

He holds qualifications in Computer Programming and Information Processing from both the City & Guilds of London Institute and Mensa Institute of Computer Studies, qualifications from the Institute of Data Processing Management and Institut Bank Bank Malaysia, and served as both the Executive Vice President and Managing Director of Mortgage Business at Citibank for Malaysia and Thailand. He is currently the Chairman of the Audit Committee, a member of the Nomination and Remuneration Committee, and the Risk Management Committee of N2N. He also sits on the board of India International Bank (Malaysia) Berhad till 6 November 2025.

He has no family relationship with any other directors or major shareholders of N2N. There is no conflict of interest or potential conflict of interest in any competing business with N2N or its subsidiaries. Within the last 5 years, he has not been convicted for any offences, other than traffic offences, if any.

## DATO' SIM KIA JU

Independent  
Non-Executive Director

64

MALE

MALAYSIAN

Joined N2N on 26 January 2022

He holds a bachelor's degree in Mathematics from Queen Mary College, University of London, and is a Fellow of the Institute of Chartered Accountants in England and Wales (ICAEW). He served as Audit Senior at Leigh Carr Chartered Accountants, Audit Manager at both Whiteleys Chartered Certified Accountants and Coopers & Lybrand, Assistant Vice President of Finance at Empress Cruise Lines (Gaming), Vice President of Finance at Naga Resorts (Gaming), Vice President of Finance, Vice President of Slots, Senior Vice President of Casino Operations, and Executive Vice President of the Genting Malaysia Group, and Chief Operating Officer of City of Dreams Manila of the Melco Group. He is currently the Chairman of the Nomination and Remuneration Committee and a member of the Audit Committee and the Risk Management Committee of N2N. He is also the director of Tri-Mode System (M) Berhad.

There is no family relationship with any other directors or major shareholders of N2N. There is no conflict of interest or potential conflict of interest in any competing business with N2N or its subsidiaries. Within the last 5 years, he has not been convicted for any offences, other than traffic offences, if any.

## LIN, LIN

### Non-Independent and Non-Executive Director

37

FEMALE

CHINESE

Joined N2N on 23 November 2023

She holds a bachelor's degree in Economy and Management and a master's degree in Finance, both from the University Jean-Moulin Lyon III, and served as a support analyst in FIS global. She is currently the Vice General Manager of the Investment Department of Hundsun Technologies Inc, the parent company of Hundsun Holdings Ltd. Hundsun Holdings Limited and Hundsun Technologies Inc are the direct and indirect substantial shareholders of N2N, and Hundsun Holdings is considered a potential competitor in some business in Hong Kong by N2N-AFE (Hong Kong) Limited.

She does not hold any directorships on the board of other public companies in Malaysia. There is no family relationship with any other directors or major shareholders of N2N. Within the last 5 years, she has not been convicted for any offences, other than traffic offences, if any.

# KEY SENIOR MANAGEMENT

## TIANG BOON HWA

Managing Director,  
Founder

63

MALE

SINGAPOREAN

Joined N2N on 24 August 2000

He holds a diploma in Computer Studies from the City & Guilds of London Institute and served as Senior Management Consultant at Deloitte Haskins & Sells, Head of Regional IT Audit for the South Asian Region at Citibank N.A., Product Consultant at Computer Associates Singapore, Managing Director at Computer Associates Malaysia and Brunei, Regional Director at i2 Technologies Pte Ltd, and General Manager at Exact Software Asia Development Centre Sdn Bhd. He is also an adjunct professor at the Management and Science University, Malaysia. He is currently a member of the Risk Management Committee of N2N.

He is the spouse of Mdm. Lai Su Ping.

He does not hold any directorships on the board of other public companies in Malaysia. There is no conflict of interest or potential conflict of interest in any competing business with N2N or its subsidiaries. Within the last 5 years, he has not been convicted for any offences, other than traffic offences, if any.

## LAI SU PING

Non-Independent  
Executive Director, Founder

55

FEMALE

MALAYSIAN

Joined N2N on 10 August 2000

She holds a diploma from the Chartered Institute of Marketing and served as a Marketing Executive at Yonex Sdn Bhd, Project Executive at Kumpulan Jetson Bhd, and Channel Manager at Computer Associates Sdn Bhd. She is currently the Chairman of the Option Committee of N2N.

She is the spouse of Mr. Tiang Boon Hwa.

She does not hold any directorships on the board of other public companies in Malaysia. There is no conflict of interest or potential conflict of interest in any competing business with N2N or its subsidiaries. Within the last 5 years, she has not been convicted for any offences, other than traffic offences, if any.

## KOK WAN CHUN

Chief  
Operating Officer

58

MALE

MALAYSIAN

joined N2N on 2 May 2018

He holds a Diploma in Financial Accounting from Tunku Abdul Rahman College and a professional accounting qualification from the Association of Chartered Certified Accountants (ACCA). He served as a Senior Finance Manager at N2N Connect Bhd, Chief Operating Officer, Accounts Assistant, and Financial Controller at Patimas (MD) Sdn Bhd, General Manager of Sales & Operations at Corcoda Corporation, and a sessional lecturer at Sunway University and Monash University.

He does not hold any directorships on the board of other public companies in Malaysia. There is no family relationship with any other directors or major shareholders of N2N. There is no conflict of interest or potential conflict of interest in any competing business with N2N or its subsidiaries. Within the last 5 years, he has not been convicted for any offences, other than traffic offences, if any.

## YAW CHUN SOON

Chief Legal  
and Finance Officer

63

MALE

MALAYSIAN

joined N2N on 16 August 2023

He holds a degree in Law from the University of Canterbury and was previously a Solicitor and Barrister of the High Court of New Zealand, and an Advocate and Solicitor of the High Court of Malaysia. He served as General Manager-Operations and Executive Director of Botly Securities Sdn Bhd, Corporate Finance Director of TA Bank of the Philippines Inc, the Director of TA Securities Philippines and TA Properties Development, Philippines Inc, Executive Director-Operations of TA Securities Holdings Berhad, Executive Director of TA Enterprise Berhad, Independent Non-Executive Director of TA Global Berhad, and Director of Talam Transform Berhad.

He does not hold any directorships on the board of other public companies in Malaysia. There is no family relationship with any other directors or major shareholders of N2N. There is no conflict of interest or potential conflict of interest in any competing business with N2N or its subsidiaries. Within the last 5 years, he has not been convicted for any offences, other than traffic offences, if any.

## CHUA KOK CHUAN

Solutions  
Architect

52

MALE

MALAYSIAN

joined N2N on 18 October 2021

He holds a higher diploma in Software Engineering from the Asia Pacific Institute of Information Technology and served as Group Technical Consultant at Excel Force MSC Bhd, Application Specialist at Silverlake Mobility Ecosystem Sdn Bhd, Regional Head of Trading Applications at RHB Investment Bank Bhd, and Chief Technical Officer at Silverlake Digital INX Sdn Bhd.

He does not hold any directorships on the board of other public companies in Malaysia. There is no family relationship with any other directors or major shareholders of N2N. There is no conflict of interest or potential conflict of interest in any competing business with N2N or its subsidiaries. Within the last 5 years, he has not been convicted for any offences, other than traffic offences, if any.

## CHAN SEE WAI

Technical Director,  
Founder

53

MALE

MALAYSIAN

joined N2N on 2 January 2004

He holds a bachelor's degree in Computer Science from the Western Michigan University and served as a Software Engineer at both the Federal Computer System Sdn Bhd and BASS Consulting Sdn Bhd.

He does not hold any directorships on the board of other public companies in Malaysia. There is no family relationship with any other directors or major shareholders of N2N. There is no conflict of interest or potential conflict of interest in any competing business with N2N or its subsidiaries. Within the last 5 years, he has not been convicted for any offences, other than traffic offences, if any.

**LOH TAI HAI**

Head  
of Sales

53

MALE

MALAYSIAN

joined N2N on 1 December 2014

He holds a Bachelor's Degree in Computer Science from the University of Manchester and served as Head Sales & Marketing at Excel Force MSC Bhd, Vice President Operations at Matrix Co. Ltd, Business Solutions Director at TrinityCruz Sdn Bhd, and Head of Sales & Pre-sales, Head of Consultant, Head of Development, Head of Application, Application Specialists, and Application Engineer at Patimas Computers Bhd.

He does not hold any directorships on the board of other public companies in Malaysia. There is no family relationship with any other directors or major shareholders of N2N. There is no conflict of interest or potential conflict of interest in any competing business with N2N or its subsidiaries. Within the last 5 years, he has not been convicted for any offences, other than traffic offences, if any.

**LI KA FUK**

Country  
Manager

51

MALE

CHINESE

joined N2N on 16 April 2015

He holds a Bachelor's Degree in Engineering from the Chinese University of Hong Kong and served as a Project Manager, and Senior Manager at AFE Ltd, System Consultant at Sulcus Hospitality Ltd, Computing Officer at The Hong Kong Institution of Engineers, Project Manager at Systek Information Technology Ltd, and a Trader at Masterlink Securities Ltd.

He does not hold any directorships on the board of other public companies in Malaysia. There is no family relationship with any other directors or major shareholders of N2N. There is no conflict of interest or potential conflict of interest in any competing business with N2N or its subsidiaries. Within the last 5 years, he has not been convicted for any offences, other than traffic offences, if any.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board recognises the importance of upholding high standards of corporate governance as envisioned by the Malaysian Code on Corporate Governance 2021 (“MCCG 2021” or “MCCG”), throughout its organisation. The Board further believes in adhering to such good practices in a responsible, accountable and transparent manner.

In its application of corporate governance practices, the Board is pleased to report hereunder, the Group has applied its corporate governance framework, in particular, the principles and practices as advocated by the MCCG 2021 throughout the financial year ended 31 December 2025.

This statement is to be read together with the Corporate Governance Report 2025 (“CG Report”) of N2N, which is available on our website at [www.n2nconnect.com](http://www.n2nconnect.com) and the website of Bursa Malaysia at [www.bursamalaysia.com](http://www.bursamalaysia.com).

## Principle A: Board Leadership and Effectiveness

### Board’s Responsibilities And Duties

The Board’s principal role is to effectively promote the best interests of the Group with a view towards enhancing shareholders’ and stakeholders’ values. In this regard, the Board oversees and evaluates the Group’s strategies, policies and performance to ensure the delivery of such values.

The Board assumes, inter alia the following principal responsibilities:

- Reviewing and adopting a strategic plan for the Group, including its goals and ensuring that the strategic plan of the Group supports long-term value creation and includes strategies on economic, environmental, and social

considerations underpinning sustainability;

- Establishing policies for strengthening the performance of the Group, including ensuring that Management is proactively seeking to build the business through innovation, initiative, technology, new products, and the development of its business capital;
- Identifying principal risks, setting the risk appetite which the Board expects the Management to operate within, ensuring the implementation of appropriate systems to manage the significant financial and non-financial risks, and implementing a sound framework for internal controls and risk management;
- Reviewing the adequacy and integrity of the Group’s internal control systems and management information systems, including for compliance with applicable laws, regulations, rules, directives, and guidelines;
- Outlining and taking the necessary measures to protect the Group’s financial position and its ability to meet its debts and other obligations when they fall due;
- Confirming that the Group’s financial statements are true and fair and conform with any applicable laws and/or regulations; and
- Ensuring that the Group adheres to high standards of ethics and corporate behaviour.

The Board is responsible for, amongst others, the development of corporate objectives and the review and approval of corporate plans, overseeing the conduct of the Group’s business, acquisitions and disposals of undertakings and properties of substantial value, major investments

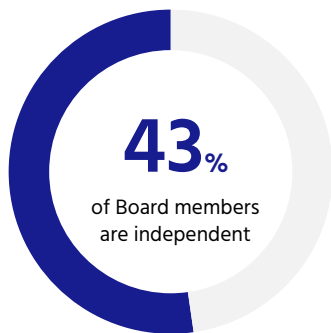
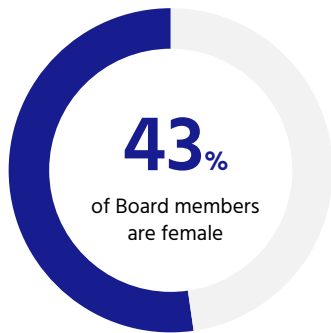
and financial decisions, and changes to the management and control structure within the Group including key risk management, treasury, financial and operational policies, and delegated authority limits.

### Board Composition

The Group is led and controlled by an effective Board consisting of professionals and competent individuals of calibre with diverse backgrounds, expertise and experience in various fields relevant to the Group’s business activities and strategic development.

The Board currently consists of seven members; one Independent Non-Executive Chairman, two Executive Directors, two Independent Non-Executive Directors, and two Non-Independent Non-Executive Directors.

The Board is in compliance with the ACE Market Listing Requirements.



### Duration of directors on the board

Board Tenure	
0 – 4 years	1 icon
5 – 8 years	2 icons
9 years	4 icons

### The Chairman and Managing Director

The roles of the Chairman and Managing Director are separate and clearly defined, with the division of responsibilities set out in writing and agreed by the Board.

The Chairman of the Board focuses on the achievement of the Group’s strategic vision and also leads the Board in ensuring its effectiveness.

The Chairman is primarily responsible for the following:

- To ensure the effective conduct of the Board’s function and meetings;
- To ensure effective contribution of all Directors at board meetings; and
- To ensure effective and respectful communication between Directors and between the Board and its shareholders.

The Managing Director focuses on managing the Group’s business activities and day-to-day operations and is responsible for the following:

- To ensure effective implementation of the Board’s strategic decisions;
- To ensure efficient and effective operation of the Group;
- To ensure that business opportunities are of potential benefit to the Group; and

- To bring material and other relevant matters to the attention of the Board in an accurate and timely manner.

## Supply and Access to Information

Prior to each board meeting, the agenda and a set of board papers encompassing qualitative and quantitative information relevant to the business of the meeting are usually circulated to the Directors at least 5 working days prior to the meeting dates. This enables the Directors to have sufficient time to peruse the board papers and seek clarification or further details from the Management or the Company Secretaries before each meeting to ensure readiness for meetings. Any director may request to have matters included in the agenda.

In the event of presentations or briefings by the Management or relevant external advisors during board meetings, relevant information and clarification are provided to the Board to assist in decision-making.

The Directors have direct access to the Management and have unrestricted access to any information relating to the Group to enable them to discharge their duties. The Directors also have direct access to the advice and services of the Company Secretaries and are regularly updated on new statutory and regulatory requirements relating to the duties and responsibilities of the Directors. In addition, the Board may seek independent professional advice when necessary in furtherance of their duties.

## The Company Secretaries

The Company Secretaries play an advisory role to the Board in relation to N2N's Constitution, Board's policies and procedures, and compliance with the relevant regulatory requirements, codes or guidance, and legislations.

N2N is supported by two qualified and competent company secretaries. Both company secretaries

are qualified Chartered Secretaries under the Companies Act 2016 and are members of The Malaysian Institute of Chartered Secretaries and Administrators ("MAICSA"). The Company Secretaries are external company secretaries from Esprit Management Services Sdn. Bhd. with vast knowledge and experience in public practice and are supported by a dedicated team of company secretarial personnel.

The Company Secretaries ensure that discussions and deliberations at the Board, Board Committee meetings and general meetings are well documented and subsequently communicated to the relevant Management for appropriate action.

## Board Meetings and Attendance

The Board meetings, together with the Board Committee meetings for the financial year ended 31 December 2025, were pre-scheduled in December 2024 to facilitate the Directors in planning ahead and incorporating the meetings into their respective schedules. This also serves to provide the members with ample notice about the meetings.

A total of six (6) meetings were held during the year to discuss and decide among others, quarterly financial results, performance reports and various other matters.

The reports of the Audit Committee, Nomination and Remuneration Committee, Options Committee and Risk Management Committee are also presented and deliberated at board meetings. The minutes of each board meeting are circulated in a timely manner. All proceedings of the Board meetings are duly recorded in the minutes of each meeting and signed minutes of each meeting are kept by the Company Secretary. Minutes of the board meeting are tabled for confirmation in the next board meeting.

## Board attendance record

The following table details the attendance record of the Directors at board meetings during the financial year ended 31 December 2025:

Name of Director	Designation	Attendance
Chua Hock Seng	Independent Non-Executive Chairman	6/6
Tiang Boon Hwa	Managing Director	6/6
Lai Su Ping	Executive Director	6/6
Elaine Foong Sooi Jade	Non-Independent Non-Executive Director	6/6
Goh Ching Chee	Independent Non-Executive Director	6/6
Dato' Sim Kia Ju	Independent Non-Executive Director	6/6
Lin, Lin	Non-Independent Non-Executive Director	6/6

## Directors' Re-Election and Re-Appointment

The Nomination and Remuneration Committee is responsible for recommending to the Board, directors who are standing for re-election at the annual general meeting pursuant to Clause 103 and 110 of N2N's Constitution. In accordance with Clause 103 of N2N's Constitution, one-third of the Board, including the Managing Director, shall retire and is subject to re-election and each Director shall stand for re-election at least once every three (3) years. Clause 110 of N2N's Constitution provides that any Director appointed to fill a casual vacancy or as an addition to the existing Directors, shall hold office only until the next annual general meeting and shall then be eligible for re-election.

Directors' rotation list was presented to the Nomination and Remuneration Committee for endorsement prior to recommendation to the Board and thereafter to the shareholders for approval. In assessing the candidates, the Nomination and Remuneration Committee takes into consideration their attributes, competencies, commitment, personality, and qualities, as well as their contribution and performance based on the Board Effectiveness Assessment.

## Board Effectiveness Assessment

An assessment of the effectiveness of the Independent Directors, Executive Directors, Board Committees and the Board as a whole, is carried out annually. The objective is to improve the Board's effectiveness by identifying gaps, maximise

strengths and address weaknesses. The Chairman of the Nomination and Remuneration Committee oversees the overall evaluation process, and the responses are analysed by the Nomination and Remuneration Committee before being tabled and discussed at the Board level.

Mr. Tiang	■	■	■	■
Mdm. Lai			■	■
Mr. Chua			■	■
Mdm. Elaine		■	■	■
Mr. Goh	■	■	■	■
Dato' Sim		■	■	■
Mdm. Lin	■	■	■	■

## EXPERTISE

■ Technology	■ Leadership
■ Finance	■ Global Business

## Directors' Development Programme

The Directors are encouraged to attend programmes and seminars to keep themselves abreast with the latest developments in the industry and market place to enable them to carry out their roles effectively as directors in discharging their responsibilities.

All Directors have attended the Mandatory Accreditation Programme as prescribed by Bursa Securities. Apart from attending various conferences and seminars organised by external organisers, the Board also benefited from technical briefings which were conducted by in-house professionals. The Directors are regularly updated on the Group's businesses and the competitive

and regulatory environment in which the Group operates.

### Directors' trainings attended

The following table details the seminars and training programmes attended by the Directors during the financial year ended 31 December 2025:

Name of Director	Training(s) Attended in 2025
Chua Hock Seng	<ul style="list-style-type: none"> <li>Mandatory Accreditation Programme Part II</li> </ul>
Tiang Boon Hwa	<ul style="list-style-type: none"> <li>Mandatory Accreditation Programme Part II</li> <li>N2N Bootcamp – Compact VUCA Leadership 2.0</li> <li>OCBC – Economic Kaleidoscope : Insight &amp; Opportunities</li> <li>Market Watch – US Tariffs and Impacts</li> </ul>
Lai Su Ping	<ul style="list-style-type: none"> <li>Mandatory Accreditation Programme Part II</li> <li>N2N Bootcamp – Compact VUCA Leadership 2.0</li> <li>OCBC – Economic Kaleidoscope : Insight &amp; Opportunities</li> <li>Market Watch – US Tariffs and Impacts</li> </ul>
Elaine Foong Sooi Jade	<ul style="list-style-type: none"> <li>Mandatory Accreditation Programme Part II</li> <li>Structured warrants explained : Opportunities in volatile markets</li> <li>Various webinars organized by professional bodies</li> </ul>
Goh Ching Chee	<ul style="list-style-type: none"> <li>Mandatory Accreditation Programme Part II</li> <li>Various Investments and Market Outlooks seminars by banks, stockbroking houses and fund companies</li> </ul>
Dato' Sim Kia Ju	<ul style="list-style-type: none"> <li>Mandatory Accreditation Programme Part II</li> <li>Foundation to address sustainability risks and opportunities effectiveness and better oversight over company's material sustainability matters</li> <li>Sustainability and data</li> </ul>
Lin, Lin	<ul style="list-style-type: none"> <li>Mandatory Accreditation Programme Part II</li> </ul>

The Board had undertaken an assessment of the trainings attended by the Directors and the training needs and requirements. The Board will continue to identify training topics that can further enhance its knowledge in the latest development relevant to the Group.

### Nomination and Remuneration Committee Effectiveness Review and Performance

The Nomination and Remuneration Committee periodically reviews policies and procedures to determine the remuneration of Directors, which takes into account the demands, complexities and performance of the Group as well as skills and

experience required of Directors. The Nomination and Remuneration Committee is objective, fair and transparent in its review process.

The Board is satisfied with the performance and effectiveness of the Nomination and Remuneration Committee in providing sound advice and recommendations to the Board.

- **Directors' Remuneration**

Our approach to remuneration is based on reward principles which aims to provide remuneration packages that fairly rewards the Executive Directors for the contribution they make to the Group, having regard to the size and complexity of the Group's business operations and the need to attract, retain and motivate executives of the highest quality.

The Board has established a formal and transparent Directors' Remuneration Framework which comprise retainer fees, meeting allowances and benefits in-kind.

The Group also reimburses all expenses incurred by the Directors, where relevant, in the course of carrying out their duties as Directors.

The remuneration package for the Executive Directors of the Group is balanced between fixed and performance-linked elements. The current remuneration policy of the Executive Directors consists of basic salary, performance linked bonus, benefits in-kind, EPF contributions and share awards/share options respectively based on the recommendation of the Nomination and Remuneration Committee.

The Directors' remuneration for the financial year ended 31 December 2025 are broadly categorised into the following bands:

	Fees (RM)	Salaries and Bonus (RM)	Defined Contribution Plan (RM)	Allowance (RM)	Total (RM)
<b>Group</b>					
<b>Non-Executive Directors</b>					
Chua Hock Seng	148,418	-	-	2,500	150,918
Elaine Foong Sooi Jade	143,076	-	-	2,500	145,576
Goh Ching Chee	148,418	-	-	2,500	150,918
Dato' Sim Kia Ju	148,418	-	-	2,500	150,918
Lin, Lin	-	-	-	-	-
<b>Executive Directors</b>					
Tiang Boon Hwa	148,418	3,750,177	41,257	-	3,939,852
Lai Su Ping	148,418	873,743	14,414	-	1,036,575
<b>Total</b>	<b>885,166</b>	<b>4,623,920</b>	<b>55,671</b>	<b>10,000</b>	<b>5,574,757</b>
<b>Company</b>					
<b>Non-Executive Directors</b>					
Chua Hock Seng	148,418	-	-	2,500	150,918
Elaine Foong Sooi Jade	143,076	-	-	2,500	145,576
Goh Ching Chee	148,418	-	-	2,500	150,918
Dato' Sim Kia Ju	148,418	-	-	2,500	150,918
Lin, Lin	-	-	-	-	-
<b>Executive Directors</b>					
Tiang Boon Hwa	148,418	211,895	959	-	361,272
Lai Su Ping	148,418	130,832	14,414	-	293,664
<b>Total</b>	<b>885,166</b>	<b>342,727</b>	<b>15,373</b>	<b>10,000</b>	<b>1,253,266</b>

- **Senior Management Team’s Remuneration**

The Senior Management Team’s remuneration and rewards are linked to corporate and individual performance. The performance is measured against the key performance indices set in accordance with the Group’s annual budget and business plan.

For the financial year ended 31 December 2025, the remuneration for the senior management (other than the Executive Directors) was as follows:

Remuneration Range (RM)	Number of Senior Management
250,001– 300,000	1
350,001 – 400,000	2
450,001 – 500,000	1
500,001 – 550,000	1
850,001 – 900,000	1

## Board Committees

The Board has four committees: the Nomination and Remuneration Committee, the Audit Committee, the Option Committee and the Risk Management Committee.

- **Nomination and Remuneration Committee**

The Nomination and Remuneration Committee comprises the following Directors:

Dato’ Sim Kia Ju <b>(Chairman)</b>
Elaine Foong Sooi Jade
Goh Ching Chee

The Nomination and Remuneration Committee reviews the structure, size and composition of the Board and its Committees, endorses suitable candidates for appointment to the Board, and reviews the succession planning. Additionally, the Nomination and Remuneration Committee endorses the Group’s directors’ remuneration policy and framework. For more information, please refer to Nomination and Remuneration Committee Statement on page 77.

- **Audit Committee**

The Audit Committee comprises the following Directors:

Goh Ching Chee <b>(Chairman)</b>
Elaine Foong Sooi Jade
Dato’ Sim Kia Ju

The Audit Committee monitors the integrity of the Group’s financial statements and announcements, the effectiveness of internal controls and risk management, as well as ensuring the quality and independence of the external auditors and internal auditors. For more information, please refer to Audit Committee Report on page 74.

- **Option Committee**

The Option Committee comprises the following Directors and Chief Operating Officer:

Lai Su Ping <b>(Chairman)</b>
Elaine Foong Sooi Jade
Chris Kok Wan Chun

The Option Committee administers the Long-Term Incentive Plan/Employee Share Option Scheme and grant Options in accordance with the By-Laws, recommends to the Board to establish, amend, and revoke By-Laws, make rules and regulations to facilitate the implementation of the Long-Term Incentive Plan/Employee Share Option Scheme, determines all questions of policy and expediency and to construe and interpret the provisions contained in the By-Laws in the best interest of the Group and the Eligible Employees, and exercises such powers and perform such acts as are deemed necessary or expedient to promote the best interests of the Group and the Eligible Employees.

- **Risk Management Committee**

The Risk Management Committee comprises the following Directors:

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Elaine Foong Sooi Jade (**Chairman**)

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Tiang Boon Hwa

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Goh Ching Chee

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Dato' Sim Kia Ju (Appointed on 25 February 2026)

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The Risk Management Committee looks at the effectiveness of the Group's risk management framework (for financial and non-financial risks) and supporting systems. This includes reviewing the Group's risk appetite, management's performance, changes that should be made to the risk management framework, key policies that support the risk management framework, material risks identified in the Group's risk profile, reports from management on new/emerging risks, monitors the management of the Group's data governance and information security risks, and reports in relation to material risk incidents or issues, reviewing the lessons learned, and monitor resolution and implementation of remedial actions as appropriate.

### Board Charter

The Board Charter sets out the roles and responsibilities of the Board, functions, composition, operations and processes of the Board.

The Board Charter is to ensure that all Board members acting on behalf of the Group are aware of their duties and responsibilities as Board members and the various legislations and regulations affecting their conduct and that the principles and practices of good corporate governance are applied in all their dealings in respect of and on behalf of the Group.

The Board Charter shall be reviewed on a periodic basis and may be amended by the Board from time to time to ensure that the practices of the Board are consistent with the prevailing code of corporate governance, laws and/or regulations and reflects the Board's commitment to best practice in corporate governance.

🔗 The Board Charter was last reviewed on 6 April 2026 and is made available on the Group's website at <https://www.n2nconnect.com/corporate-governance.html>.

### Code of Conduct

The Group, the Directors, the Management and employees firmly believe in creating a corporate culture to operate the businesses of the Group in an ethical manner and to uphold the highest standards of professionalism and exemplary corporate conduct. The Group has established a Code of Conduct for Directors and Employees. The Code of Conduct serves to outline the standards of business conduct and ethical behaviour which the Directors and employees should possess in discharging their duties and responsibilities.

🔗 A copy of the Code of Conduct is available on the Group's website at <https://www.n2nconnect.com/corporate-governance.html>.

Additionally, the Group is committed towards preserving and protecting its interest and reputation at all times. The Group expects high standards of integrity and accountability from all employees. It is also intended to encourage and enable employees and others to raise concerns within the Group prior to seeking resolution outside the Group.


### Whistleblowing Policy

The Group acknowledges the importance of lawful and ethical behaviours in all its business activities and is committed to adhere to the values of transparency, integrity, impartiality and accountability in the conduct of its business and affairs in its workplace.

In line with this, N2N Group has adopted a Whistleblowing Policy to protect the values of transparency, integrity, impartiality and accountability wherever N2N conducts its business and affairs. This policy sets out the mechanism and framework by which all its stakeholders who have dealing with the Group can confidently voice

concerns or complaints in a responsible manner without fear of discriminatory treatment.

The Whistleblowing Policy also provides contact details of the Audit Committee Chairman and Managing Director to whom the whistleblowing report can be addressed.

 The Policy is available on the Group's website at <https://www.n2nconnect.com/corporate-governance.html>.

## Accountability and Audit

The Board is committed to provide a fair and objective assessment of the financial position and prospects of the Group in the quarterly financial results, annual financial statements, Annual Reports and all other reports or statements to shareholders, investors and relevant regulatory authorities. The Board is assisted by the Audit Committee to oversee the Group's financial reporting processes and the quality of its financial reporting.

The Statement of Directors' Responsibility, in respect of preparation of the annual audited financial statements, is set out on page 80 of this Annual Report.

The Directors are also responsible for safeguarding the assets of the Group and taking reasonable steps to ensure that appropriate systems are in place to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

## Principle B: Effective Audit and Risk Management

### Audit Committee

The Audit Committee of the Group comprises of two Independent Non-Executive Directors and one Non-Independent Non-Executive Director. The Audit Committee is chaired by Independent Non-Executive Director, Goh Ching Chee. One of the members, Elaine Foong Sooi Jade is a fellow member of The Association of Chartered Certified

Accountants and a member of the Malaysian Institute of Accountants.

The composition of the Audit Committee is reviewed annually by the Nomination and Remuneration Committee and recommended to the Board for approval. In maintaining an independent and effective Audit Committee, the Nomination and Remuneration Committee ensures that:

- the Audit Committee comprises a majority of Independent Directors; and
- only a Non-Executive Director who is financially literate and possesses a strong understanding of the Group's business is considered for appointment to the Audit Committee.

The Audit Committee is relied upon by the Board to, amongst others, provide advice in the areas of financial reporting, external audit, internal control environment and internal audit process, review of related party transactions as well as conflict of interest situation. The Audit Committee also undertakes to provide oversight on the risk management framework of the Group.

## Risk Management and Internal Control Framework

The Board is responsible for establishing and maintaining a sound risk management and internal control system to ensure that the shareholders' investments and assets of the Group are safeguarded. The Board through its Audit Committee evaluates the adequacy and effectiveness of the internal control system by reviewing audit findings, recommendations of internal auditor, management responses and actions taken on lapses.

The details of the Group's internal control systems and risk management framework are detailed in the Statement on Risk Management and Internal Control of this Annual Report.

The Risk Management Committee played a crucial role in ensuring the effectiveness of the Group's risk management framework during the financial year ended 31 December 2025. The Committee's work involved monitoring the adequacy and

effectiveness of the internal control system, reviewing audit findings, and assessing the adequacy of management's response to control lapses. Through their diligent efforts, the Risk Management Committee provided valuable guidance and oversight to ensure that the Group's assets and shareholders' investments were safeguarded.

The Group continues to maintain and review its internal control procedures to ensure, as far as possible, its assets and its shareholders' investments are protected.

## Principal C: Integrity in Corporate Reporting and Meaningful Relationship with Stakeholders

### Communication with Stakeholders

The Group recognises the importance of being accountable to its stakeholders and investors through maintenance of an open communication policy. In ensuring effective communication, the Group communicates with its stakeholders and investors through various means and forums such as the annual report, company visits, site visits, shareholders' meetings, exhibition and other Group activities.

Any information that may be regarded as undisclosed material information about the Group will not be given to any single shareholder group. To ensure that shareholders and investors are well informed of major developments of the Group, information is disseminated to shareholders and investors through various disclosures and announcements to Bursa Securities which include quarterly financial results and press release from media.

Such disclosures and announcements, as well as information pertaining to corporate governance are also available on the Group's website at [www.n2nconnect.com](http://www.n2nconnect.com).

### Conduct of General Meetings

The annual general meeting is the principal forum for dialogue and interaction with its shareholders. To ensure effective participation of and engagement with shareholders at the annual general meeting, all members of the Board are present at the meeting to respond to the questions raised by the shareholders. The Management, Company Secretaries and external auditors of the Group are also present to respond to queries raised from the shareholders. The notice of the 24th AGM was issued to shareholders more than 28 days before the annual general meeting date.

The Group had conducted its voting on all resolutions at the 24th AGM held on 29 May 2025 by polling in line with the ACE Market Listing Requirements. An independent scrutineer was appointed to oversee the proceedings of the polling.

The minutes of the said annual general meeting are accessible to the public for reference on the Group's website at <https://www.n2nconnect.com/general-meeting.html>.

This Corporate Governance Overview Statement was approved by the Board on 6 April 2026.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## INTRODUCTION

The Board is pleased to set out below the Board's Statement on Risk Management and Internal Control ("Statement") which is prepared in accordance with Rule 15.26(b) of the ACE Market Listing Requirements, Malaysian Code on Corporate Governance and as guided by the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers ("Guidelines"). This Statement outlines the nature and scope of risk management and internal control of the Group.

## Board Responsibility

The Board is responsible for overseeing the Group's risk management and internal control systems. The risk management and internal control systems cover the financial, operational, strategic, and compliance controls.

Presently, the Board uses the following review mechanism led by the Audit Committee and Risk Management Committee to oversee the effectiveness of the systems of risk management and internal control in the Group:

- Reviews of financial information and reports based on the quarter and interim financial results, audited financial statements, and annual report presented by the Management. At the same time, the Audit Committee seeks feedback from the External Auditors on risk and control related to the financial statements before and after the completion of the annual statutory financial audit;
- Reviews of the audit findings, including recommended corrective and improvement actions based on the internal audit findings

presented by the Internal Auditors. The Management is present during the Audit Committee meetings to discuss the deadline for implementing these actions. Subsequently, the Internal Auditors conduct follow-up reviews and report on the status of implementation to the Audit Committee.

- Management brief the Board during board meetings on business and operational matters. This briefing enables the Board to obtain clarification from the Management on their action plans for mitigating and managing ongoing challenges; and
- Provision of annual management assurance to the Board that the Group's risk management and internal control systems are operating adequately and effectively in all material respects.

## Risk Management

The Group has identified and actively manages its key risks through the implementation of appropriate frameworks and controls.

- **Information Security Risk**  
Information security risk is the inherent and principal risk of the Group. In order to manage this risk, N2N and its subsidiaries, N2N Global Solutions Sdn. Bhd. and NGN Connection Sdn. Bhd., have implemented ISO 27001:2022 on Information Security Management System (ISMS), setting the foundation of information security controls for the data centre, software development, operation support and helpdesk, and the quality assurance processes.

The ISMS also outlines risk identification processes, determining mitigation controls, risk treatment plans, periodic review, and

revision of risk management practices. These processes are in line with the international risk management framework principles. Annually, a surveillance audit by an external certification body is carried out to ascertain the integrity of this management system.

- **Retention of Talents**

Retaining and attracting talents is always a challenge for the IT industry. The Group continues to manage this risk by offering fair and competitive remuneration scheme to employees and providing executives with share option schemes to incentivise and retain competent employees.

- **Economic Risk**

The Malaysian economy is expected to remain resilient in 2026, supported by sustained domestic demand, continued infrastructure spending and progressive policy measures, notwithstanding persistent external uncertainties arising from global trade dynamics, geopolitical developments and monetary policy adjustments in major economies. Such uncertainties may result in heightened volatility in global financial markets, with potential spillover effects on the local capital market and consequently impacting the Group's revenue and financial performance.

The economy of Hong Kong SAR, China is anticipated to experience gradual recovery momentum, underpinned by ongoing initiatives by the SAR Government to strengthen its position as an international financial centre, enhance integration with Mainland China and stimulate cross-border financial and business activities. Nevertheless, prevailing external uncertainties, including geopolitical tensions, trade policy developments and fluctuations in global capital flows, may continue to influence investor sentiment and overall market conditions.

- **Intellectual Property Risk**

The Group's Intellectual Property consist of work product source codes, trademarks and copyrights.

Besides protecting these Intellectual Property with legal measures, operationally the Management has also safeguarded the controls on IP by segregating and restricting the source code development and access, and tightening the employment terms.

## Key Internal Control

In addition to the above processes, the Group derives its assurance on the state of internal control and risk management from the following procedures, information and review mechanisms:

- Defined organisational structure with lines of authority, accountability, and responsibilities of the Management team;
- Preparation of annual sales plan, financial plan, and product and development plan during the annual management bootcamp by senior management of the respective subsidiaries;
- Monitoring of the Group's performance and monthly management accounts with division and business unit heads. The Managing Director, Executive Directors and senior management review and deliberate the Group's financial performance, business initiatives and other management and corporate issues;
- Board oversight on the integrity of audit matters and financial reporting, and review and approval of material capital and investment opportunities proposed by the Managing Director and Key Senior Management;
- Employee performance management system and development;
- Potential exposure resulting from IT security operations, data centre activities, fire, directors and officers liability and public liability are insured;
- On-going clients' surveillance audit and reviews;
- Adoption and implementation of the Anti-

Bribery and Anti-Corruption (“ABAC”) Policy and Whistleblowing Policy to all management and staff in N2N Group, with the view of raising awareness and to emphasise on the importance of any potential conflict of interest;

- Provisions relating to conflict of interest are incorporated within the Board Charter to guide Directors in identifying, declaring and managing any actual or potential conflicts of interest; and
- Adoption of Enterprise Risk Management (“ERM”) Policy and Framework as a tool to monitor and to manage N2N’s key risk on a continuous basis.

### Internal Audit Function

N2N has outsourced its internal audit function to an internal audit consulting firm. The Internal Auditors have carried out its internal audit work with reference to the principles of the International Professional Practice Framework of the Institute of Internal Auditors covering the conduct of the audit planning, execution, documentations, communication of findings and consultation with key stakeholders.

Functionally, the Internal Auditors carry out their work based on the approved internal audit plan and report to the Audit Committee independently and directly. Further details of the internal audit activities are reported in the Audit Committee Report on page 74.

The total cost incurred on internal audit for the financial year ended 31 December 2025 was RM88,000.

### Management Responsibilities and Assurance

Pursuant to the Bursa Securities Guidelines, the Management bears the responsibility of identifying risks, establishing and maintaining effective systems of risk management and internal control, and reporting significant control deficiencies and changes in risk that may have a material impact

on the Group’s ability to achieve its objectives and performance to the Board.

The Board has constituted a Risk Management Committee, which is primarily responsible for supervising the development and implementation of risk management frameworks across the Group. The Committee is tasked with reviewing and ensuring the sufficiency of risk management policies and processes to facilitate the successful execution of risk mitigation strategies and action plans.

The Board has received assurance from the Managing Director, Chief Operating Officer and Chief Legal and Finance Officer, who are responsible for the financial management of N2N, that the Group’s risk management and internal control system are operating adequately and effectively in all material respect.

### Board Assurance and Limitation

The Board has exercised diligent oversight over the risk management and internal control systems and has found no significant weaknesses that have resulted in material losses to the Group during the financial year under review, up to and including the date of approval of this Statement.

The Board recognises the importance of continuously enhancing the Group’s risk management and internal control systems to align with the evolving nature of the business and the dynamic operating environment. As part of the commitment to continuous improvement, appropriate action plans will be put in place to strengthen these systems further.

It is essential to note that risk management and internal control systems can only manage, not eliminate, risks associated with the achievement of business objectives. Therefore, the systems in place can only provide reasonable, but not absolute, assurance against material misstatements, frauds, and losses.

It should be highlighted that this Statement does not cover the risk management and internal control systems of OurMoneyMarket Holdings Pty

Ltd, an associated fintech company incorporated in Australia that offers a platform for Peer-to-Peer lending arrangements. Control over this associated company is currently maintained through board representation and a joint decision-making process.

## **Review by External Auditors**

Pursuant to Rule 15.23 of the ACE Market Listing Requirements, the External Auditors have reviewed the Statement on Risk Management and Internal Control for inclusion in the Annual Report for the financial year ended 31 December 2025. Their review was performed in accordance with the Audit and Assurance Practice Guide 3: Guidance for Auditors on Engagements to Report on the Statements on Risk Management and Internal Control included in the Annual Report.

The External Auditors have reported to the Board that nothing has come to their attention that causes them to believe that this Statement is inconsistent with their understanding of the process the Board has adopted reviewing the adequacy and integrity of risk management and internal control of the Group.

This Statement is made under the resolution and approval of the Board dated 6 April 2026.

# AUDIT COMMITTEE REPORT

## Members

The Audit Committee of N2N comprises the following three members:

---

Goh Ching Chee (**Chairman**) – Independent Non-Executive Director

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Elaine Foong Sooi Jade – Non-Independent Non-Executive Director

---

Dato' Sim Kia Ju – Independent Non-Executive Director

---

On 29 May 2025, Mr Goh Ching Chee was redesignated as the Chairman in place of then Chairperson, Ms Elaine Foong Sooi Jade, who was redesignated as a Member of the Audit Committee.

Elaine Foong Sooi Jade is a fellow member of The Association of Chartered Certified Accountants, and a member of the Malaysian Institute of Accountants which complies with the requirements of Paragraph 15.09 (1) (c) of the ACE Market Listing Requirements.

The Audit Committee is not comprised of any Alternate Director.

## Meeting attendance

The following table details the total number of meetings attended by the members during the financial year ended 31 December 2025:

Name of Director	Attendance
Elaine Foong Sooi Jade	5/5
Goh Ching Chee	5/5
Dato' Sim Kia Ju	5/5

All meetings were convened with proper notices

and agenda, and were distributed to the members with sufficient notification. During the meetings, all deliberations were recorded, and minutes were tabled for confirmation at every succeeding meeting and subsequently presented to the Board for notation.

The Committee also invited the Executive Directors and the Management to attend the meetings in order to keep abreast of matters and issues pertaining to the Group. The Chairman also conveyed to the Board matters of significant concern as and when raised by the Internal Auditors or External Auditors.

## Summary of Activities and Work of the Audit Committee

During the financial year ended 31 December 2025, the Audit Committee had discharged its duties and responsibilities as set out in its Terms of Reference as follows:

### Financial Reporting

- Reviewed the quarterly financial statements including the draft announcements pertaining thereto and made recommendations to the Board for approval.
- Discussed with the Management and External Auditors on the financial reporting standards that were applied, including the judgements exercised in the application of those standards that may affect the financial statements as well as issues arising from the statutory audit.
- Reviewed the audited financial statements of the Group for the financial year ended 31 December 2025 together with the Management and the External Auditors to ensure that it presented a true and fair view of

the Group's financial position and performance for the year, and is in compliance with all disclosure and regulatory requirements before recommending the audited financial statements to the Board for approval.

## External Audit

- Evaluated the performance, suitability and independence of the External Auditors. The External Auditors had provided a declaration of independence and their compliance with the relevant ethical requirements regarding professional independence. Being satisfied with the performance, suitability and the audit independence of the External Auditors, the Audit Committee had recommended to the Board to re-appoint HLB Ler Lum Chew PLT as External Auditors of the Group.
- Reviewed with the External Auditors, the audit status reports, results of the annual audited financial statements, management letter and Management's response to the findings of the External Auditors, and also the Auditors' report to the shareholders.
- Reviewed with the External Auditor, the Statement on Risk Management and Internal Control for inclusion in the Annual Report.
- Reviewed with the External Auditors, the statutory audit plan for the financial year ended 31 December 2025 and the proposed audit fees by the External Auditors.

## Internal Audit

- Reviewed the internal audit programme, processes, the results of the internal audit programme, processes or investigation undertaken, and whether or not appropriate action is taken on the recommendations of the internal audit function.

## Other Activity

- Reviewed and recommended to the Board for approval, the Audit Committee Report and Statement on Risk Management and Internal Control for the Annual Report.

- Reviewed the Statement on Allocation of Options Under the Long Term Incentive Plan ("LTIP").

In order to discharge the above duties and responsibilities of the Audit Committee effectively, various seminars, training programs and conferences were attended by its members during the financial year. The Audit Committee was also briefed by the External Auditors on the latest accounting standards applicable to the Group. The list of training attended is disclosed in the Corporate Governance Overview Statement as set out in this Annual Report.

## Internal Audit Function

The Group does not have its own in-house Internal Audit function. All internal audit functions are outsourced to an independent professional service firm, to assist in discharging its duties and responsibilities. During the financial year, the Group Internal Audit was carried out by Axcelasia Sdn Bhd.

All Internal audit work is carried out with reference to the principles of the International Professional Practice Framework of the Institute of Internal Auditors ("IIA"). These principles include the conduct of the audit planning, execution, documentations, communication of findings and consultation with key stakeholders.

The engagement is headed by Axcelasia Sdn Bhd's Managing Director, Mr. Chang Ming Chew, who has diverse professional experience in internal audit, risk management and corporate governance advisory. He is a Professional Member of the Institute of Internal Auditors Malaysia, a member of the Malaysian Institute of Accountants and a member of the Association of Chartered Certified Accountants, United Kingdom. Mr. Chang is a Certified Information Systems Auditor (CISA), Certified Internal Auditor (USA) and has a Certification in Risk Management Assurance (USA).

The team members are independent of the activities of the Group and are free from conditions that may threaten their ability to carry out responsibilities in an unbiased manner or which may impair objectivity.

The principal responsibility of the Internal Auditors is to review the key controls and its adequacy in responding to risks within the organisation's governance, operations and information system, assess principal risks and plans of action to address these risks, and to recommend improvements to the existing systems and controls. In addition, the Internal Auditors perform follow-ups on outstanding issues arising from prior audits. The audit scope has been determined based on the risk assessment conducted by the management of the Group and prioritised according to the risk magnitude.


A summary of work of the internal audit function for the financial year ended 31 December 2025 covered the following areas:

- Project Management (MY)
- Project Management (HK)
- Information Security Management System
- Infrastructure Management (Network & Server) (MY)
- Infrastructure Management (Network & Server) (HK)
- Cybersecurity Monitoring & Response Management

The Internal Audit Reports presented to the Audit Committee contains the conclusion of control status, overview of management performance, audit findings, recommendation for improvement, management response and target completion date.

The cost incurred for the internal audit function in respect of the financial year ended 31 December 2025 was approximately RM88,000.

## Terms of Reference of The Audit Committee

 The terms of reference of the Audit Committee is available at [n2nconnect.com/corporate-governance.html](https://n2nconnect.com/corporate-governance.html)

# NOMINATION & REMUNERATION COMMITTEE STATEMENT

## Members

The Nomination and Remuneration Committee comprises the following three members:

---

Dato' Sim Kia Ju (**Chairman**) – Independent Non-Executive Director

---

Elaine Foong Sooi Jade – Non-Independent Non-Executive Director

---

Goh Ching Chee – Independent Non-Executive Director

---

During the financial year ended 31 December 2025, two Nomination and Remuneration Committee Meetings were held.

## Meeting attendance

The following table details the total number of meetings attended by the members during the financial year ended 31 December 2025:

	Attendance
Dato' Sim Kia Ju	2/2
Elaine Foong Sooi Jade	2/2
Goh Ching Chee	2/2

## Membership

- The Committee and its Chairman shall be appointed by the Board from amongst its number and shall comprise not less than two (2) members, consisting exclusively of non-executive directors, a majority of whom are independent; and
- The Chairman shall be an Independent Director or the Senior Independent Director, where such person has been appointed / identified by the Board.

## Meetings

- Meetings shall be held at least once (1) a year with a minimum quorum of two (2) members. Additional meetings may be called at any time at the discretion of the Chairman of the Committee;
- Directors, whether Executive or Non-Executive, should not participate in decisions on their own remuneration packages;
- Directors should not participate in the deliberation and decision on their own re-election/reappointment;
- The Company Secretary shall be the Secretary of the Committee;
- The proceedings and deliberations of each Committee meeting shall be reported to the Board by the Chairperson of the Committee; and
- The minutes of each Committee meeting shall be circulated to the Board.

## Authority

The Committee is authorized by the Board to obtain independent professional or other advice at the Group's expense and to invite outsiders with relevant experience and expertise to attend meetings if it considers this necessary.

## Duties and Responsibilities

The Committee shall have the following duties and responsibilities, in addition to any others that may be assigned by the Board from time to time:

- Review the required mix of skills, experience,

independence, diversity and other qualities, including core competencies which Directors (both Executive and Non-Executive) should bring to the Board;

- Recommend to the Board, candidates for all directorship to be filled;
- Recommend to the Board, the candidates to fill the seats on Board Committees;
- Examine the size of the Board with a view to determine the impact of the number upon its effectiveness;
- Assess the effectiveness of the Board as a whole, the Committees of the Board, and the contributions of each individual Director;
- Review the term of office and performance of Audit Committee and each of its members to determine whether the Committee and its members have carried out their duties in accordance with their terms of reference; and
- Review and recommend to the Board, the annual remuneration package of each individual Director (both Executive and Non-Executive) of the Group, such that the levels of remuneration are sufficient to attract and retain the Directors needed to run the Group successfully.

The Committee's focus is on strengthening, balancing and understanding the range of skills, experience and diversity of the Board. The Committee is responsible for making recommendations to the Board on the composition of the Board and its Committees, on retirements, appointments of additional and replacement directors and on succession planning.

## Policy on Board Composition

The policy on the Board's composition is disclosed in the Board Charter.

The Board does not have any gender diversity policies and targets or any set measures to meet any target. Nevertheless, the Group is an equal

opportunity employer and all appointments and employments are based strictly on merits and are not driven by any racial or gender bias.

## Policy on Remunerating the Board

The Committee will take into consideration the following criteria when reviewing and recommending remuneration packages for the Executive Directors and Non-Executive Directors:

- Director's fiduciary duties
- Time commitments
- Group's performances

The director fees shall be recommended to be approved by an Ordinary Resolution of N2N in a general meeting.

Non-Independent Non-Executive Directors representing corporate investors are not entitled to director fees.

The review of the Directors' remuneration will be carried out by the Nomination and Remuneration Committee on an annual basis for the approval of the Board. For the financial year ended 31 December 2025, the Committee reviewed the following:

- The Directors' fees for the financial year ended 31 December 2025;
- The benefits payable to the Directors from 1 January 2025 to the next Annual General Meeting in 2026; and
- Performance related bonus for the financial year ended 2024 and remuneration package for the Managing Director and Executive Director for the financial year ended 2025.

## Board Election Process

The key steps in the process are as follows:

- The Committee considers the knowledge and experience required for the role, taking into account the strategy of the Group and its

businesses as well as the criteria set by the Board;

- The Committee evaluates the potential candidates based on the identified requirements; and
- The Committee recommends the shortlisted candidate for the Board's approval.

## Assessment

For the financial year ended 31 December 2025, the Committee had reviewed the results of the assessment of the Board as a whole and of each individual Director. The result of the assessment was used as a guide to evaluate and review the composition and effectiveness of the Independent Directors, Executive Directors and Board Committee Members. The assessment of the Board and Directors were based on the following criteria:

### Individual Director

- Understanding of role and responsibility
- Time commitment and dedication
- Understanding of the Group's business
- Independence
- Courtesy
- Self-development
- Contribution and participation in board discussion and decision making

### Board as a Whole

- Board structure
- Conduct of meetings
- Corporate strategy and planning
- Risk management and internal control
- Performance measurement and monitoring
- Recruitment and evaluation
- Compensation
- Financial reporting
- Shareholder communication

## Assessment of Training Needs

The Committee has reviewed and assessed the trainings attended by the Directors for the financial year ended 31 December 2025, and have determined that the trainings attended were adequate.

# STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are required by the Companies Act 2016 to prepare financial statements which give a true and fair view of the state of affairs of the Group at the end of each financial year and of their results and cash flows for the financial year then ended.

In order to ensure that the financial statements are properly drawn up, the Board has taken the following measures:

- Ensure the adoption of appropriate, adequate and applicable accounting standards and policies and applied them consistently;
- Ensure that applicable approved accounting standards have been followed;
- Where applicable, judgments and estimates are made on a reasonable and prudent basis; and
- Upon due inquiry into the state of affairs of N2N, there are no material matters that may affect the ability of N2N to continue in business on a going concern basis.

The Board has ensured that the quarterly reports and annual audited financial statements of the Group are released to Bursa Malaysia in a timely manner in order to keep our investing public informed of the Group's latest performance and developments.

The Board has also ensured that the Group maintains accounting records that disclose with reasonable accuracy the financial position of the Group, and which enable the Board to ensure the financial statements comply with the Company Act 2016.

The Board has taken the necessary steps that are reasonably available to the Board to safeguard the assets of the Group, and to prevent and detect fraud and other irregularities.

# ADDITIONAL COMPLIANCE INFORMATION DISCLOSURES

## Share Buy-Back, Resale and Cancellation

During the financial year ended 31 December 2025, there were no share buy-back, resale or cancellation of treasury shares.

## Options, Warrants and Convertible Securities

There are no other options, warrants or convertible securities issued by N2N during the financial year in review.

## Long-Term Incentive Plan / Employee Share Option Scheme

On 12 December 2018, the shareholders approved a Long-Term Incentive Plan of up to 15% of the total number of issued shares of N2N (excluding treasury shares, if any) for eligible employees of the Group.

The following table details the total number of Long-Term Incentive Plan units granted, vested and outstanding since its commencement until the financial year ended 31 December 2025:

### Granted to the Group

	Long-Term Incentive Plan (units)
Total number granted	50,000,000
Total number lapsed/ cancelled/opted out	39,972,500
Total number outstanding	10,027,500

### Granted to Senior Management

	Long-Term Incentive Plan (units)
Total number granted	2,475,000
Total number outstanding	2,475,000

In accordance with the By-Laws for the Long-Term Incentive Plan, the total number of shares which may be issued to eligible participants, including Senior Management of N2N, shall not exceed the aggregate of 15% of N2N's total number of issued shares. As of financial year ended 31 December 2025, the number of Long-Term Incentive Plan units granted to Senior Management represented 4.95% of the total number of Long-Term Incentive Plan units granted.

There were no Long-Term Incentive Plan units granted to the Directors. There was no exercise of the options granted during the financial year.

## Non-Audit Fees

During the financial year ended 31 December 2025, the External Auditors have rendered non-audit services to the Group. The fees paid or payable to the External Auditors are as follows:

No.	Non-Audit Services	Amount(RM)
<b>HLB Ler Lum Chew PLT</b>		
1	Review on Statement on Risk Management and Internal Control	5,000
2	Professional fee in connection with the submission of Return of Net Revenue from Designated Services for the year 2025 to Malaysia Communications and Multimedia Commission	12,000
<b>Other Auditor</b>		
1	Professional fee in connection with the tax compliance fee for the year 2025	18,800

## Material Contract

There were no material contracts involving directors and substantial shareholders during the financial year in review.

# FINANCIAL

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**N2N CONNECT BERHAD**

(Incorporated in Malaysia)

**DIRECTORS' REPORT**

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

**Principal Activities**

The principal activities of the Company are investment holding, carrying on the business as researcher and developer of software packages, provider of design, programming, consultancy services and related activities and management of investment properties.

The principal activities of its subsidiary companies are disclosed 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**

	<b>Group (RM)</b>	<b>Company (RM)</b>
Profit / (Loss) for the financial year attributable to:		
- Owners of the Company	13,209,872	3,203,480
- Non-controlling interests	(178,494)	-
	<u>13,031,378</u>	<u>3,203,480</u>

**Dividends**

Since the end of the previous financial year, the Company:

- a. paid a final single-tier dividend of 1 sen per share amounting to RM5,582,042 in respect of the financial year ended 31 December 2024 on 23 June 2025.
- b. paid a first interim single-tier dividend of 1 sen per share amounting to RM5,582,042 in respect of the financial year ended 31 December 2025 on 26 December 2025.

On 6 April 2026, the Directors recommended a final single-tier dividend of 1 sen per ordinary share, amounting to RM5,582,042, in respect of the financial year ended 31 December 2025.

The proposed dividend is subject to the approval of shareholders at the forthcoming Annual General Meeting.

**Reserves and Provisions**

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

**Issue of Shares and Debentures**

There were no issuances of shares or debentures by the Company during the financial year under review.

**Long Term Incentive Plan**

On 12 December 2018, the shareholders of the Company approved the Long-Term Incentive Plan ("LTIP") comprise of Employee Share Grant Plan and Employee Share Option Plan to the Executive Directors, senior management and eligible employees of the N2N Connect Berhad and its subsidiary companies (excluding subsidiary companies which are dormant) and the LTIP was implemented on 1 May 2020.

The salient features and terms of the LTIP are disclosed in Note 21 to the financial statements.

**Directors**

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

Tiang Boon Hwa  
Lai Su Ping  
Elaine Foong Sooi Jade  
Goh Ching Chee  
Chua Hock Seng  
Dato' Sim Kia Ju  
Lin, Lin

The names of Directors of subsidiaries are set out in the respective subsidiaries' financial statements and the said information is deemed incorporated herein by such reference and made a part thereof.

### Directors' Interests in Shares or Debentures

According to the register of Directors' shareholdings required to be kept under Section 59 of the Companies Act, 2016, none of the Directors who held office at the end of the financial year held any shares in the Company or its subsidiaries during the financial year except as follows:

	Number of ordinary shares			At 31.12.2025
	At 1.1.2025	Acquired	Disposed	
<b>Interest in the Company:</b>				
<b>N2N Connect Berhad</b>				
Direct interest				
Tiang Boon Hwa	17,421,033	21,000,000	-	38,421,033
Lai Su Ping	18,040,857	-	-	18,040,857
Goh Ching Chee	6,630,800	-	-	6,630,800
Indirect interest				
Tiang Boon Hwa <sup>1</sup>	109,662,952	8,000,000	-	117,662,952
Lai Su Ping <sup>2</sup>	109,043,128	29,000,000	-	138,043,128

Notes:

1. Deemed interest through his spouse's direct interest in the Company pursuant to Section 59(11)(c) of the Companies Act, 2016 and his direct interest in N2N Connect Holdings Sdn. Bhd. pursuant to Section 8 of the Companies Act, 2016.
2. Deemed interest through her spouse's direct interest in the Company pursuant to Section 59(11)(c) of the Companies Act, 2016 and her direct interest in N2N Connect Holdings Sdn. Bhd. pursuant to Section 8 of the Companies Act, 2016

By virtue of their substantial interests in the shares of the Company, Tiang Boon Hwa and Lai Su Ping are also deemed to have interests in the shares of all its subsidiary companies to the extent the Company has an interest.

Elaine Foong Sooi Jade, Chua Hock Seng, Dato' Sim Kia Ju and Lin, Lin who held office at the end of the financial year do not have any interest in shares or debentures in the Company or its subsidiaries during the financial year under review.

### Directors' Benefits

Since the end of the previous financial year, no Director of the Company has received or become entitled to receive any benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by Directors as shown in the financial statements) 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.

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

### Directors' Remuneration

Directors' remuneration is as follows:

	<b>Group (RM)</b>	<b>Company (RM)</b>
Directors' remuneration:		
- fees	885,166	885,166
- salaries and other emoluments	4,633,920	352,727
- defined contribution plan	55,671	15,373
	<u>5,574,757</u>	<u>1,253,266</u>

### Subsidiary Companies

Details of subsidiary companies are disclosed in Note 6 to the financial statements.

### Auditors' Remuneration

Auditors' remuneration is as follows:

	<b>Group (RM)</b>	<b>Company (RM)</b>
Statutory audit:		
- HLB Ler Lum Chew PLT	150,500	68,000
- Other auditors	175,076	-
Non-audit services - other services:		
- HLB Ler Lum Chew PLT	17,000	5,000
- Other auditors	18,800	-
	<u>361,376</u>	<u>73,000</u>

**Indemnity and Insurance Costs**

During the financial year, the total amount of insurance premium paid for the Directors and officers was RM10,270.

**Other Statutory Information**

- (a) Before the financial statements of the Group and of the Company were prepared, the Directors took reasonable steps:
- (i) to ascertain that action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that all known bad debts had been written off and that adequate provision had been made for doubtful debts; and
  - (ii) to ensure that any current assets which were unlikely to be realised in the ordinary course of business including the value of current assets as shown in the accounting records of the Group and of the Company have been written down to an amount which the current assets might be expected so to realise.
- (b) At the date of this report, the Directors are not aware of any circumstances which would render:
- (i) the amount written off for bad debts or the amount of the provision for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or
  - (ii) the values attributed to the current assets in the financial statements of the Group and of the Company misleading; or
  - (iii) adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate; or
  - (iv) any amount stated in the financial statements of the Group and of the Company misleading.
- (c) No contingent or other liability of any company in the Group has become enforceable, or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the Directors, will or may affect the ability of the Group and of the Company to meet their obligations when they fall due.

**Other Statutory Information (Continued)**

- (d) At the date of this report, there does not exist:
- (i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or
  - (ii) any contingent liability of the Group or of the Company which has arisen since the end of the financial year.
- (e) In the opinion of the Directors:
- (i) the results of the operations of the Group and of the Company for the financial year were not substantially affected by any item, transaction or event of a material and unusual nature; and
  - (ii) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made.

**Auditors**

The auditors, HLB Ler Lum Chew PLT, have expressed their willingness to accept re-appointment.

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

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TIANG BOON HWA

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LAI SU PING

KUALA LUMPUR  
6 APRIL 2026

**N2N CONNECT BERHAD**

(Incorporated in Malaysia)

**STATEMENT BY DIRECTORS**

**Pursuant to Section 251(2) of the Companies Act, 2016**

We, TIANG BOON HWA and LAI SU PING, being two of the Directors of N2N CONNECT BERHAD, do hereby state that, in the opinion of the Directors, the financial statements are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 2016 in Malaysia so as to give true and fair view of the financial position of the Group and of the Company as at 31 December 2025 and of their financial performance and cash flows for the financial year then ended.

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

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TIANG BOON HWA

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LAI SU PING

KUALA LUMPUR

6 APRIL 2026

**N2N CONNECT BERHAD**

(Incorporated in Malaysia)

**STATUTORY DECLARATION**

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

I, TIANG BOON HWA, being the Director primarily responsible for the financial management of N2N CONNECT BERHAD, do solemnly and sincerely declare that the financial statements are to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by     )  
the above named TIANG BOON HWA     )  
at KUALA LUMPUR     )  
on this date of 6 APRIL 2026     )

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TIANG BOON HWA

Before me,

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COMMISSIONER FOR OATHS

Registration No.: 200001020530 (523137-K)

## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF N2N CONNECT BERHAD**

### **Report on the Audit of the Financial Statements**

#### **Opinion**

We have audited the financial statements of N2N Connect Berhad, which comprise the statements of financial position as at 31 December 2025 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 98 to 181.

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

#### **Basis for Opinion**

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

#### *Independence and Other Ethical Responsibilities*

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

Registration No.: 200001020530 (523137-K)

## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF N2N CONNECT BERHAD (CONTINUED)**

### **Key Audit Matters**

Key audit matters are those that, in our professional judgement, were of most significance in our audit of the financial statements of the Group and of the Company for the current year. We have determined that there are no key audit matters to communicate in our report in the financial statements of the Company. These matters were addressed in the context of our audit of the financial statements of the Group and of the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

1. Goodwill impairment assessment  
(Refer to Note 2.3(i), Note 2.4(e)(i) and Note 8 to the financial statements)

#### The risk

As at 31 December 2025, the Group recognised goodwill amounting to RM29,287,423 arising from business combination.

Pursuant to MFRS 136 "Impairment of Assets", the Group is required to perform annual impairment assessment on its goodwill. The Group estimated the recoverable amount of the cash-generating unit ("CGU") to which goodwill is allocated based on its value-in-use ("VIU").

In view of the significant carrying amount of the CGU (including goodwill), coupled with the complexity and subjectivity of the assumption involved in the annual impairment test, we consider this to be an audit focus.

#### How our audit addressed the key audit matter

We evaluated management's impairment assessment and the process by which they were developed and its oversight of the impairment assessment by the Board of Directors.

We challenged assumptions used in the impairment assessment model which, amongst others, include:

- forecast revenue;
- forecast cost of sales and operating costs; and
- discount rates.

Sensitivity analysis was performed on key assumptions used by management and we assessed the impact on the recoverable amount of the goodwill within a reasonable range.

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## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF N2N CONNECT BERHAD (CONTINUED)**

### **Key Audit Matters (Continued)**

2. Revenue recognition  
(Refer to Note 2.4(k) and Note 24 to the financial statements)

#### The risk

We focused on this area because there is an inherent risk over the accuracy of application solutions revenue recorded, given the complexity of the pricing models for different customers and the varying tier-based charges arising from the volume of matched trades processed by the system.

#### How our audit addressed the key audit matter

Our audit procedures included controls testing and substantive procedures covering, in particular, the following:

- We engaged an external independent IT audit expert to test the IT control environment, including application controls over the systems that processed matched trade information;
- We assessed the appropriateness of the external independent IT audit experts' scope of work and evaluated whether they had sufficient expertise, capabilities and objectivity to perform the work;
- We discussed with the management and the external independent IT audit experts on the IT environment and application controls over the processing of matched trade transactions;
- We reviewed the working papers of the external independent IT audit experts and the reports they issued;
- We traced a sample of matched trade information log back to the system's database used for raising bills;
- We performed tests on accuracy of customer bill generation on a sample basis based on the pricing model and charges based on the signed contract terms; and
- We traced and matched cash receipts on a sample of customers back to the sales invoice.

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## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF N2N CONNECT BERHAD (CONTINUED)**

### **Information Other than the Financial Statements and Auditors' Report Thereon**

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

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

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

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

### **Responsibilities of the Directors for the Financial Statements**

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

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

### **Auditors' Responsibilities for the Audit of the Financial Statements**

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

Registration No.: 200001020530 (523137-K)

## **INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF N2N CONNECT BERHAD (CONTINUED)**

### **Auditors' Responsibilities for the Audit of the Financial Statements (Continued)**

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

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

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**INDEPENDENT AUDITORS' REPORT  
TO THE MEMBERS OF N2N CONNECT BERHAD (CONTINUED)**

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

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

From the matters communicated with the Directors, we determine those matters that were of most significance in the audit of the financial statements of the Group and of the Company for the current year and are therefore the key audit matters. We describe these matters in our auditors' report unless law and regulations preclude 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 reasonable be expected to outweigh the public interest benefits of such communication.

**Report on Other Legal and Regulatory Requirements**

In accordance with the requirements of the Companies Act, 2016 in Malaysia, we report that the subsidiaries of which we have not acted as auditors, as disclosed in Note 6 to the financial statements.

**Other Matters**

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

HLB LER LUM CHEW PLT  
201906002362 & AF 0276  
Chartered Accountants

WONG CHEE HONG  
03160/09/2026 J  
Chartered Accountant

Dated 6 April 2026  
KUALA LUMPUR

## STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2025

	Note	Group		Company	
		2025 (RM)	2024 (RM)	2025 (RM)	2024 (RM)
<b>Non-Current Assets</b>					
Property, plant and equipment	3	32,599,322	34,158,321	22,482,106	22,234,558
Investment properties	4	7,860,543	8,791,251	7,860,543	8,791,251
Right-of-use assets	5	725,207	2,010,817	-	-
Investment in subsidiary companies	6	-	-	120,851,023	120,774,277
Investment in an associate	7	20,887,836	11,701,529	8,330,840	8,330,840
Intangible assets	8	47,043,295	44,708,925	-	-
Deferred tax assets	23	82,685	-	69,644	-
Other investments	13	16,034,484	-	16,034,484	-
		<u>125,233,372</u>	<u>101,370,843</u>	<u>175,628,640</u>	<u>160,130,926</u>
<b>Current Assets</b>					
Trade receivables	9	9,169,267	10,310,013	48,965	-
Other receivables	10	10,134,036	8,069,448	928,822	784,232
Amount owing by subsidiary companies	11	-	-	71,552,745	67,196,602
Amount owing by related companies	12	359	-	10,200	9,686
Tax recoverable		2,907,398	7,972,660	437,542	192,371
Other investments	13	49,331,858	73,883,033	33,199,923	57,407,850
Cash and bank balances		77,860,448	75,934,486	7,684,901	9,520,654
		<u>149,403,366</u>	<u>176,169,640</u>	<u>113,863,098</u>	<u>135,111,395</u>
<b>Current Liabilities</b>					
Trade payables	14	5,015,298	2,642,456	134,674	149,285
Contract liabilities	15	4,073,287	6,721,793	-	-
Other payables	16	11,351,849	8,478,410	3,359,646	1,265,644
Amount owing to a subsidiary company	11	-	-	-	7
Amount owing to related companies	12	-	1,722	-	-
Lease liabilities	17	626,279	2,015,250	-	-
Provision for taxation		350,318	422,666	-	-
		<u>21,417,031</u>	<u>20,282,297</u>	<u>3,494,320</u>	<u>1,414,936</u>
Net current assets		<u>127,986,335</u>	<u>155,887,343</u>	<u>110,368,778</u>	<u>133,696,459</u>
		<u>253,219,707</u>	<u>257,258,186</u>	<u>285,997,418</u>	<u>293,827,385</u>

**STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2025 (CONTINUED)**

	Note	Group		Company	
		2025 (RM)	2024 (RM)	2025 (RM)	2024 (RM)
<b>Financed By</b>					
Share capital	18	243,668,577	243,668,577	243,668,577	243,668,577
Exchange reserves	19	(10,702,267)	(1,924,195)	-	-
Fair value reserve	20	1,426,726	(246,438)	-	-
Long term incentive plan reserve	21	2,674,950	2,589,660	2,674,950	2,589,660
Retained profits		10,222,371	8,170,852	39,653,891	47,569,148
Equity attributable to owners of the Company		247,290,357	252,258,456	285,997,418	293,827,385
Non-controlling interests		(1,549,962)	(1,371,468)	-	-
Total equity		245,740,395	250,886,988	285,997,418	293,827,385
<b>Non-Current Liabilities</b>					
Lease liabilities	17	127,138	193,800	-	-
Provision for retirement benefits	22	1,789,343	1,716,387	-	-
Deferred tax liabilities	23	5,562,831	4,461,011	-	-
		7,479,312	6,371,198	-	-
		253,219,707	257,258,186	285,997,418	293,827,385

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

**STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025**

	Note	Group		Company	
		2025 (RM)	2024 (RM)	2025 (RM)	2024 (RM)
Revenue	24	93,932,263	107,729,202	-	-
Cost of sales		(42,428,328)	(45,941,344)	-	-
Gross profit		51,503,935	61,787,858	-	-
Other operating income		4,684,695	5,320,981	16,834,719	47,386,045
Administration expenses		(47,526,744)	(92,119,858)	(11,479,994)	(11,898,740)
Net foreign exchange loss		(559,711)	(1,278,665)	(2,396,311)	(793,131)
Finance costs		(48,483)	(100,383)	-	-
Share of associate's results		7,513,143	652,371	-	-
Profit/(Loss) before taxation	25	15,566,835	(25,737,696)	2,958,414	34,694,174
Taxation	26	(2,535,457)	(773,304)	245,066	(30,441)
<b>Profit/(Loss) for the financial year</b>		<b>13,031,378</b>	<b>(26,511,000)</b>	<b>3,203,480</b>	<b>34,663,733</b>
<b>Other comprehensive income/(loss):</b>					
<b>Item that may be reclassified subsequently to profit or loss:</b>					
- Exchange differences arising from translation of foreign operations		(8,778,072)	(4,118,151)	-	-
- Share of an associate's other comprehensive income on fair value reserves		1,673,164	(504,550)	-	-
<b>Item that may not be reclassified subsequently to profit or loss:</b>					
- Remeasurement for long service payments, net of tax		(39,616)	(154,017)	-	-
<b>Total comprehensive income/(loss) for the financial year</b>		<b>5,886,854</b>	<b>(31,287,718)</b>	<b>3,203,480</b>	<b>34,663,733</b>

**STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)**

	Note	Group		Company	
		2025 (RM)	2024 (RM)	2025 (RM)	2024 (RM)
Profit/(Loss) for the financial year attributable to:					
- Owners of the Company		13,209,872	(26,172,607)	3,203,480	34,663,733
- Non-controlling interests		(178,494)	(338,393)	-	-
		<u>13,031,378</u>	<u>(26,511,000)</u>	<u>3,203,480</u>	<u>34,663,733</u>
Total comprehensive income/(loss) attributable to:					
- Owners of the Company		6,065,348	(30,949,325)	3,203,480	34,663,733
- Non-controlling interests		(178,494)	(338,393)	-	-
		<u>5,886,854</u>	<u>(31,287,718)</u>	<u>3,203,480</u>	<u>34,663,733</u>
Earnings/(Loss) per share attributable to owners of the Company:					
- Basic/Diluted (sen)	27	<u>2.37</u>	<u>(4.69)</u>		

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

**STATEMENTS OF CHANGES IN EQUITY  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025**

Group	Note	Attributable to Owners of the Company							Total Equity (RM)
		Non-distributable			Distributable		Non-Controlling Interest (RM)	Sub-Total (RM)	
		Share Capital (RM)	Exchange Reserve (RM)	Fair Value Reserve (RM)	Long Term Incentive Plan Reserve (RM)	Retained Profits (RM)			
At 1 January 2025		243,668,577	(1,924,195)	(246,438)	2,589,660	8,170,852	252,258,456	(1,371,468)	250,886,988
Profit / (Loss) for the financial year		-	-	-	-	13,209,872	13,209,872	(178,494)	13,031,378
Other comprehensive (expense) / income:									
- Exchange differences arising from translation of foreign operations		-	(8,778,072)	-	-	-	(8,778,072)	-	(8,778,072)
- Remeasurement for long service payments, net of tax		-	-	-	-	(39,616)	(39,616)	-	(39,616)
- Share of an associate's other comprehensive income on fair value reserves		-	-	1,673,164	-	-	1,673,164	-	1,673,164
Total comprehensive (expense) / income for the financial year		-	(8,778,072)	1,673,164	-	13,170,256	6,065,348	(178,494)	5,886,854
Long term incentive plan charged	21	-	-	-	130,637	-	130,637	-	130,637
Long term incentive plan lapsed	21	-	-	-	(45,347)	45,347	-	-	-
Dividends	28	-	-	-	-	(11,164,084)	(11,164,084)	-	(11,164,084)
At 31 December 2025		243,668,577	(10,702,267)	1,426,726	2,674,950	10,222,371	247,290,357	(1,549,962)	245,740,395

**STATEMENTS OF CHANGES IN EQUITY  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)**

Group	Note	Attributable to Owners of the Company							Sub-Total (RM)	Non-Controlling Interest (RM)	Total Equity (RM)
		Non-distributable			Distributable		Long Term Incentive Plan Reserve (RM)	Retained Profits (RM)			
		Share Capital (RM)	Exchange Reserve (RM)	Fair Value Reserve (RM)	Share Capital (RM)	Exchange Reserve (RM)					
At 1 January 2024		243,668,577	2,193,956	258,112	2,395,180	45,248,890	293,764,715	(1,033,075)	292,731,640		
Loss for the financial year		-	-	-	-	(26,172,607)	(26,172,607)	(338,393)	(26,511,000)		
Other comprehensive expense:											
- Exchange differences arising from translation of foreign operations		-	(4,118,151)	-	-	-	(4,118,151)	-	(4,118,151)		
- Remeasurement for long service payments, net of tax		-	-	-	-	(154,017)	(154,017)	-	(154,017)		
- Share of an associate's other comprehensive income on fair value reserves		-	-	(504,550)	-	-	(504,550)	-	(504,550)		
Total comprehensive expense for the financial year		-	(4,118,151)	(504,550)	-	(26,326,624)	(30,949,325)	(338,393)	(31,287,718)		
Long term incentive plan charged	21	-	-	-	607,150	-	607,150	-	607,150		
Long term incentive plan lapsed	21	-	-	-	(412,670)	412,670	-	-	-		
Dividends	28	-	-	-	-	(11,164,084)	(11,164,084)	-	(11,164,084)		
At 31 December 2024		243,668,577	(1,924,195)	(246,438)	2,589,660	8,170,852	252,258,456	(1,371,468)	250,886,988		

**STATEMENTS OF CHANGES IN EQUITY  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)**

Company	Note	Non-distributable		Retained Profits (RM)	Total (RM)
		Share Capital (RM)	Long Term Incentive Plan Reserve (RM)		
At 1 January 2025		243,668,577	2,589,660	47,569,148	293,827,385
Profit/Total comprehensive income for the financial year		-	-	3,203,480	3,203,480
Long term incentive plan charged	21	-	130,637	-	130,637
Long term incentive plan lapsed	21	-	(45,347)	45,347	-
Dividends	28	-	-	(11,164,084)	(11,164,084)
At 31 December 2025		243,668,577	2,674,950	39,653,891	285,997,418

**STATEMENTS OF CHANGES IN EQUITY  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)**

Company	Note	Share Capital (RM)	Non- distributable		Retained Profits (RM)	Total (RM)
			Long Term Incentive Plan Reserve (RM)	Distributable		
At 1 January 2024		243,668,577	2,395,180		23,656,829	269,720,586
Profit/Total comprehensive income for the financial year		-	-		34,663,733	34,663,733
Long term incentive plan charged	21	-	607,150		-	607,150
Long term incentive plan lapsed	21	-	(412,670)		412,670	-
Dividends	28	-	-		(11,164,084)	(11,164,084)
At 31 December 2024		243,668,577	2,589,660		47,569,148	293,827,385

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

**CONSOLIDATED STATEMENT OF CASH FLOWS  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025**

	<b>Group</b>	
	<b>2025 (RM)</b>	<b>2024 (RM)</b>
<b>Cash Flows From Operating Activities</b>		
Profit/(Loss) before taxation	15,566,835	(25,737,696)
Adjustments for:		
Amortisation of intangible assets	3,927,599	13,757,618
Bad debts written off	37,211	863,517
Depreciation of property, plant and equipment	4,849,199	4,113,703
Depreciation of investment properties	215,248	234,316
Depreciation of right-of-use assets	1,195,721	1,295,842
Fair value (gain)/loss on other investments	(1,385,840)	36,145
Gain on disposal of property, plant and equipment	(10,000)	-
Gain on lease termination	-	(580)
Long term incentive plan expenses	130,637	607,150
Impairment loss on:		
- intangible assets	185,081	27,000,000
- trade receivables	174,303	1,309,462
Intangible assets written off	-	3,812,197
Provision for long service payments	210,539	209,092
Reversal of impairment loss on trade receivables	(2,433,261)	(1,637,212)
Share of associate's results	(7,513,143)	(652,371)
Unrealised foreign exchange loss	394,666	1,327,214
Finance costs	48,483	100,383
Interest income	(835,073)	(2,183,456)
Dividend income	(1,200,314)	(1,901,497)
Operating profit before working capital changes	13,557,891	22,553,827
Trade receivables	3,337,050	2,146,959
Other receivables	(2,064,588)	1,632,940
Trade payables	2,380,186	(1,512,011)
Contract liabilities	(2,648,506)	79,984
Other payables	2,062,439	(29,953)
Amount owing by/to related companies	(2,081)	17,696
	3,064,500	2,335,615
Cash generated from operations	16,622,391	24,889,442

**CONSOLIDATED STATEMENT OF CASH FLOWS  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)**

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
Dividends received	1,200,314	1,901,497
Interest received	835,073	2,183,456
Tax refund	5,873,912	2,411,838
Tax paid	(2,297,745)	(3,726,454)
	<u>5,611,554</u>	<u>2,770,337</u>
Net cash flows from operating activities	<u>22,233,945</u>	<u>27,659,779</u>
<b>Cash Flows From Investing Activities</b>		
Computer software development cost	(9,533,884)	(8,431,528)
Purchase of property, plant and equipment	(1,982,276)	(8,356,840)
Proceeds from disposal of property, plant and equipment	10,000	-
Net proceeds from disposal of/(purchase of) other investments	9,902,531	(12,420,436)
Net cash flows used in investing activities	<u>(1,603,629)</u>	<u>(29,208,804)</u>
<b>Cash Flows From Financing Activities</b>		
Dividends paid	(11,164,084)	(11,164,084)
Repayment of lease liabilities	(1,411,187)	(1,623,093)
Net cash flows used in financing activities	<u>(12,575,271)</u>	<u>(12,787,177)</u>
<b>Net increase/(decrease) in cash and cash equivalents</b>	8,055,045	(14,336,202)
<b>Effect of exchange rate changes</b>	(6,129,083)	(3,118,665)
<b>Cash and cash equivalents at beginning of the financial year</b>	75,934,486	93,389,353
<b>Cash and cash equivalents at end of the financial year</b>	<u>77,860,448</u>	<u>75,934,486</u>
Cash and cash equivalents at end of the financial year comprises:		
Cash and bank balances	<u>77,860,448</u>	<u>75,934,486</u>

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

**COMPANY STATEMENT OF CASH FLOWS  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025**

	Company	
	2025 (RM)	2024 (RM)
<b>Cash Flows From Operating Activities</b>		
Profit before taxation	2,958,414	34,694,174
Adjustments for:		
Bad debt written off	61	-
Impairment loss on amount owing by a subsidiary company	89,589	1,564,894
Impairment loss on investment in subsidiary	27,264	-
Depreciation of property, plant and equipment	704,132	635,396
Depreciation of investment properties	215,248	234,316
Fair value (gain)/loss on other investments	(1,061,334)	36,145
Gain on disposal of subsidiaries	-	(24,984,428)
Long term incentive plan expenses	32,316	118,515
Reversal of impairment loss on trade receivables	(105,527)	(27,666)
Unrealised foreign exchange gain	2,399,240	795,260
Interest income	(92,360)	(406,196)
Dividend income	(11,200,314)	(16,863,179)
Operating loss before working capital changes	(6,033,271)	(4,202,769)
Changes in working capital:		
Trade receivables	56,501	27,666
Other receivables	(144,590)	654,838
Trade payables	(874)	(86)
Other payables	2,094,002	407,479
Amount owing by/to subsidiary companies	(6,684,066)	(3,652,351)
Amount owing by/to related companies	(514)	210,937
	(4,679,541)	(2,351,517)
Cash used in operations	(10,712,812)	(6,554,286)
Dividends received	11,200,314	6,863,179
Interest received	92,360	406,196
Tax paid	(100,449)	(107,905)
Tax refund	30,698	1,270,257
	11,222,923	8,431,727
Net cash flows from operating activities	510,111	1,877,441

**COMPANY STATEMENT OF CASH FLOWS  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)**

	<b>Company</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
<b>Cash Flows From Investing Activities</b>		
Purchase of property, plant and equipment	(236,220)	(908,559)
Investment in a subsidiary company	-	(7)
Net proceeds from other investments	9,234,777	4,054,747
Net cash flows from investing activities	<u>8,998,557</u>	<u>3,146,181</u>
<b>Cash Flows From Financing Activity</b>		
Dividends paid	(11,164,084)	(11,164,084)
Net cash flows used in financing activity	<u>(11,164,084)</u>	<u>(11,164,084)</u>
<b>Net decrease in cash and cash equivalents</b>	(1,655,416)	(6,140,462)
<b>Effect of exchange rate changes</b>	(180,337)	(210,266)
<b>Cash and cash equivalents at beginning of the financial year</b>	9,520,654	15,871,382
<b>Cash and cash equivalents at end of the financial year</b>	<u>7,684,901</u>	<u>9,520,654</u>
Cash and cash equivalents at end of the financial year comprises:		
Cash and bank balances	<u>7,684,901</u>	<u>9,520,654</u>

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

## NOTES TO THE FINANCIAL STATEMENTS

### 1. CORPORATE INFORMATION

The principal activities of the Company are investment holding, carrying on the business as researcher and developer of software packages, provider of design, programming, consultancy services and related activities and management of investment properties.

The principal activities of the subsidiary companies are disclosed in Note 6 to the financial statements.

The Company is a public limited company, incorporated under the Companies Act, 1965 and domiciled in Malaysia, and is listed on the ACE Market of Bursa Malaysia Securities Berhad.

The registered office of the Company is located at 3rd Floor, No. 17, Jalan Ipoh Kecil, 50350 Kuala Lumpur.

The principal place of business of the Company is located at Wisma N2N, Level 9, Tower 2, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

### 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION

#### 2.1 Basis of preparation

The financial statements of the Group and of the Company have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRS"), International Financial Reporting Standards 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 material accounting policy information.

The preparation of financial statements in conformity with MFRS requires the use of certain critical accounting estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amount of revenues and expenses during the reported period. It also requires Directors to exercise their judgment in the process of applying the Group's and the Company's accounting policies. Although these estimates and judgment are based on the Directors' best knowledge of current events and actions, actual results may differ. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 2.3.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.1 Basis of preparation (continued)

Amendments to accounting standards that are effective for the Group's and the Company's financial year beginning on or after 1 January 2025 are as follows:

- Amendments to MFRS 121, "The Effect of Changes in Foreign Exchange Rates" (Lack of Exchangeability)

The above amendments to accounting standards effective during the financial year do not have any significant impact to the financial results and position of the Group and of the Company.

Accounting standards and amendments to accounting standards that are applicable for the Group and the Company in the following periods but are not yet effective:

#### ***Annual periods beginning on/after 1 January 2026***

- Annual Improvements to MFRS Accounting Standards - Volume 11
  - \* Amendments to MFRS 1, "First-time Adoption of Malaysian Financial Reporting Standards"
  - \* Amendments to MFRS 7, "Financial Instruments: Disclosures"
  - \* Amendments to MFRS 9, "Financial Instruments"
  - \* Amendments to MFRS 10, "Consolidated Financial Statements"
  - \* Amendments to MFRS 107, "Statement of Cash Flows"
- Amendments to MFRS 9, "Financial Instruments" and MFRS 7, "Financial Instruments: Disclosures" (Classification and Measurement of Financial Instruments)
- Amendments to MFRS 9, "Financial Instruments" and MFRS 7, "Financial Instruments: Disclosures" (Contracts Referencing Nature-dependent Electricity)

#### ***Annual periods beginning on/after 1 January 2027***

- MFRS 18, "Presentation and Disclosure in Financial Statements"
- MFRS 19, "Subsidiaries without Public Accountability: Disclosures"

#### ***Effective date yet to be determined by the Malaysian Accounting Standards Board***

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

The adoption of the accounting standards and amendments to accounting standards are not expected to have any significant impact to the financial statements of the Group and of the Company.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.2 Basis of consolidation

#### (a) Subsidiary companies

Subsidiaries are entities, including structured entities, controlled by the Group. The Group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The Group considers it has de-facto power over an investee when, despite not having the majority of voting rights, it has the current ability in circumstances where the size of the Group's voting rights relative to the size and dispersion of holdings of other shareholders to direct the activities of the investee that significantly affect the investee's return.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Business combinations are accounted for using the acquisition method on the acquisition date. The consideration transferred includes the fair value of assets transferred, equity interest issued by the Group and liabilities assumed. Identifiable assets acquired, liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of the acquiree's identifiable net assets.

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

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

Inter-company transactions, balances and unrealised gains and losses on transactions between group companies are eliminated. Accounting policies of subsidiaries have been adjusted where necessary to ensure consistency with the policies adopted by the Group.

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

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.2 Basis of consolidation (continued)

#### (a) Subsidiary companies (continued)

Upon the loss of control of a subsidiary, the Group derecognises the assets and liabilities, any non-controlling interests and other components of equity related to the disposed subsidiary. Any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset depending on the level of influence retained.

#### (b) Associates

Associates are all entities over which the Group has significant influence but not control or joint control, over the financial and operating policies. Investments in associates are accounted for using the equity method of accounting. Under the equity method, the investment is initially recognised at cost. The Group's investment in associates includes goodwill identified on acquisition.

The Group's share of post-acquisition profit or loss is recognised in profit or loss and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income. Dividends received or receivable from an associate are recognised as a reduction in the carrying amount of the investment.

When the Group's share of losses in an associate equal or exceeds its interest in the associate, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.

Profits and losses resulting from upstream and downstream transactions between the Group and its associate are recognised in the Group's financial statements only to the extent of unrelated investor's interests in the associates. Unrealised losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

If the ownership interest in an associate is reduced but significant influence is retained, the proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate. Dilution gains or losses arising from investments in associates are recognised in profit or loss.

The Group determines at each reporting date whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the Group calculates the amount of impairment if the carrying value exceeds the recoverable amount of the associate and recognises the difference as impairment losses in profit or loss.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.3 Significant accounting estimates and judgements

Estimates, assumptions concerning the future and judgements are made in the preparation of the financial statements. They affect the application of the Group's and the Company's accounting policies, reported amounts of assets, liabilities, income and expenses, and disclosures made. They are assessed on an on-going basis and are based on experience and relevant factors, including expectations of future events that are believed to be reasonable under the circumstances.

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

#### (i) Impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating units to which the goodwill is allocated. Estimating the value in use requires the group to make an estimate of the expected future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows.

#### (ii) Impairment of software development costs

Software development costs comprise salaries of personnel involved in the development and design of products and the amount paid/payable for the acquisition of software.

The Group reviews the carrying amounts of software development costs as at the end of the reporting period to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amount or value-in-use is estimated. Determining the value-in-use of software development costs requires the determination of future cash flows expected to be generated from the continued use, and ultimate disposition of such assets. Any resulting impairment loss could have a material adverse impact on the Group's financial position and results of operations.

Significant judgement in the estimation of the present value of future cash flows generated by the software development costs, which involve uncertainties and are significantly affected by assumptions used and judgement made regarding estimates of future cash flows and discount rates. Changes in assumptions could significantly affect the results of the Group's assessment for impairment of software development costs.

#### (iii) Measurement of expected credit loss allowance for financial assets

The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Group use judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of reporting period.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.3 Significant accounting estimates and judgements (continued)

#### (iv) Provision for long service payments

The Group estimates the liability in respect of the long service payments to its employees which require assumptions to be made in respect of future income levels, inflation and discount rate at the end of the reporting period to estimate the future cash outflows. The discount rate used in respect of the long service payments is 3.20% (2024: 3.40%). Where expectations differ from the original estimates, the differences will impact the carrying amount of provision for long service payments.

### 2.4 Material accounting policy information

#### (a) Investment in subsidiaries and associates

In the Company's separate financial statements, investments in subsidiaries and associates are carried at cost less accumulated impairment losses.

#### (b) Property, plant and equipment

##### (i) Recognition and measurement

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses. The cost of an item of property, plant and equipment initially recognised includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are recognised as expenses in profit or loss during the financial period in which they are incurred.

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.

Gains and losses on disposals are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognised as net in the profit or loss.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.4 Material accounting policy information (Continued)

#### (b) Property, plant and equipment (Continued)

##### (ii) Depreciation and impairment

Depreciation is recognised in the profit or loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. Leasehold land are amortised over the period of the lease. The estimated useful lives are as follows:

Leasehold land	99 years
Leasehold building	50 years
Computer equipment	3 to 5 years
Office equipment	5 to 10 years
Furniture and fittings	5 to 10 years
Renovation	3 to 10 years
Motor vehicles	5 years

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

At the end of the reporting period, the Group assesses whether there is any indication of impairment. If such indications exist, 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.

#### (c) Investment properties

Investment properties are properties which are owned or held under a leasehold interest to earn rental income or for capital appreciation or for both. Properties that are occupied by the Group and the Company are accounted for as owner-occupied rather than as investment properties. Investment properties are measured initially at cost, including related transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and any accumulated impairment losses, consistent with the accounting policy for property, plant and equipment as stated in accounting policy Note 2.4(b) to the financial statements.

Depreciation is recognised in the profit or loss on a straight-line basis over the estimated useful life of the properties. Leasehold land is amortised over the period of lease of 99 years and building is depreciated over their estimated useful life of 50 years.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.4 Material accounting policy information (Continued)

#### (c) Investment properties (continued)

Investment properties are derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognised in the profit or loss in the financial year in which they arise.

#### (d) Impairment of non-financial assets

Assets that have an indefinite useful life, such as goodwill or intangible assets not ready to use, are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation and depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash-generating units.

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 or cash-generating unit.

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

Impairment losses are recognised in profit or loss unless it reverses a previous revaluation in which it is charged to the revaluation surplus. 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 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 financial year in which the reversals are recognised.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.4 Material accounting policy information (Continued)

#### (e) Intangible assets

##### (i) Goodwill

Goodwill arises on the acquisition of subsidiaries and represents the excess of the consideration transferred over the Group's interest in net fair value of the net identifiable assets, liabilities and contingent liabilities of the acquiree and the fair value of the non-controlling interest in the acquiree.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the cash generating units ("CGUs"), or groups of CGUs, that is expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of goodwill is compared to the recoverable amount, which is the higher of value in use and the fair value less costs to sell. Any impairment is recognised immediately as an expense and is not subsequently reversed.

##### (ii) Research and development costs

Internally generated development costs incurred for computer software that are directly attributable to a plan or design for the production of new or substantially improved identifiable products and processes are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software product so that it will be available for use;
- management intends to complete the software product and use or sell it;
- there is an ability to use or sell the software product;
- it can be demonstrated how the software product will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development and to use or sell the software product are available; and
- the expenditure attributable to the software product during its development can be reliably measured.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.4 Material accounting policy information (Continued)

#### (e) Intangible assets (continued)

##### (ii) Research and development costs (continued)

Directly attributable costs that are recognised as part of the software product include the software development employee costs, the amount paid/payable for the acquisition of software and an appropriate portion of relevant overheads.

Other development expenditures that do not meet these criteria are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in subsequent period.

Capitalised development costs recognised as assets are amortised over its estimated useful lives of 5 years.

##### (iii) Club membership

Club membership that has an indefinite useful life held by the Group is stated at cost less provision for impairment.

#### (f) Cash and cash equivalents

Cash and cash equivalents consist of cash and bank balances and deposits with banks and highly liquid investments which have an insignificant risk of changes in fair value with original maturities of three month or less, and are used by the Group and the Company in the management of their short-term commitments. For the purpose of the statements of cash flows, cash and cash equivalents are presented net of pledged deposits.

#### (g) Foreign currencies

##### (i) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The financial statements are presented in Ringgit Malaysia ("RM"), which is the Company's functional and presentation currency.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.4 Material accounting policy information (Continued)

#### (g) Foreign currencies (continued)

##### (ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are remeasured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss, except for differences arising from borrowings in foreign currencies and other currency instruments designated and qualifying as net investment hedges and net investment in foreign operations, are recognised in other comprehensive income and accumulated in the exchange reserve.

Non-monetary items denominated in foreign currencies measured at fair value are translated using the spot exchange rates at the date when the fair value was determined. Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss, except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised in other comprehensive income.

##### (iii) Foreign operations

The results and financial position of foreign operations that have a functional currency different from the presentation currency of the consolidated financial statements are translated into the presentation currency as follows:

- \* assets and liabilities of foreign operations are translated at the closing rate prevailing at the reporting date;
- \* income and expenses for each statement of profit and loss and other comprehensive income presented are translated at average exchange rates for the year, which approximates the exchange rates at the dates of the transactions; and
- \* all resulting exchange differences are taken directly to other comprehensive income through the exchange reserve.

Goodwill and fair value adjustments arising on the acquisitions of a foreign operation are treated as assets and liabilities of the foreign operation and are translated at the closing rate. Exchange differences arising are recognised in other comprehensive income.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.4 Material accounting policy information (Continued)

#### (g) Foreign currencies (continued)

##### (iii) Foreign operations (continued)

On the disposal of a foreign operation, the cumulative amount of the exchange differences relating to that foreign operation, recognised in other comprehensive income and accumulated in the separate component of equity are reclassified to profit or loss.

In the case of a partial disposal that does not result in the Group losing control over a subsidiary that includes a foreign operation, the proportionate share of accumulated exchange differences are re-attributed to non-controlling interests and are not recognised in profit or loss. For all other partial disposals (that is, reductions in the group's ownership interest in associates or joint ventures that do not result in the group losing significant influence or joint control) the proportionate share of the accumulated exchange difference is reclassified to profit or loss.

In the consolidated financial statements, when settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely in the foreseeable future, foreign exchange gains and losses arising from such a monetary item are considered to form part of a net investment in a foreign operation and are recognised in other comprehensive income through the exchange reserve.

#### (h) Financial assets

##### (i) Classification

The Group classifies its financial assets in the following measurement categories:

- \* Amortised cost;
- \* Fair value through other comprehensive income ("FVOCI"); and
- \* Fair value through profit or loss ("FVTPL")

The classification depends on the Group's business model for managing the financial assets as well as the contractual terms of the cash flows of the financial asset.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.4 Material accounting policy information (Continued)

#### (h) Financial assets (continued)

##### (i) Classification (continued)

The Group reclassifies debt instruments when and only when its business model for managing those assets changes.

##### (ii) Recognition and initial measurement

Regular purchases and sales of financial assets are recognised on the trade-date, the date on which the Group commits to purchase or sell the asset.

At initial recognition, the Group 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 that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

##### (iii) Subsequent measurement

###### Debit instruments

Debt instruments mainly comprise of trade and other receivables, amount owing by subsidiary companies, amount owing by related companies, other investments and cash and cash equivalents.

There are three subsequent measurement categories, depending on the Group's business model for managing the asset and the cash flow characteristics of the asset:

- Amortised cost

Debt instruments that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is recognised or impaired. Interest income from these financial assets is included in interest income using the effective interest rate method.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.4 Material accounting policy information (Continued)

#### (h) Financial assets (continued)

##### (iii) Subsequent measurement (continued)

##### Debit instruments (continued)

- FVOCI

Debt instruments that are held for collection of contractual cash flows and for sale, and where the assets' cash flows represent solely payments of principal and interest, are classified as FVOCI. Movements in fair values are recognised in Other Comprehensive Income ("OCI") and accumulated in fair value reserve, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses, which are recognised in profit and loss. When the financial asset is recognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss. Interest income from these financial assets is recognised using the effective interest rate method in profit or loss.

- FVTPL

Debt instruments that are held for trading as well as those that do not meet the criteria for classification as amortised cost or FVOCI are classified as FVTPL. Movement in fair values, dividend income and interest income is recognised in profit or loss in the period in which it arises.

##### Equity instruments

The Group subsequently measures all its equity investments at fair value. Equity investments are classified as FVTPL with movements in their fair values recognised in profit or loss in the period in which the changes arise, except for those equity securities which are not held for trading. The Group has elected to recognise changes in fair value of equity securities not held for trading in OCI as these are strategic investments and the Group considers this to be more relevant. Movements in fair values of investments classified as FVOCI are recognised in OCI. Dividends from equity investments are recognised in profit or loss when the Group's and Company's right to receive payments is established.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.4 Material accounting policy information (Continued)

#### (h) Financial assets (continued)

##### (iv) Impairment

The Group and the Company assess expected credit losses associated with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Expected credit losses represent a probability-weighted estimate of the difference between present value of cash flows according to contract and present value of cash flows the Group and the Company expect to receive, over the remaining life of the financial instrument.

For trade receivables, the Group applies the simplified approach, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

While cash and cash equivalents are also subject to the impairment requirements of MFRS 9, the identified impairment loss was immaterial.

In measuring expected credit losses, trade receivables are grouped based on shared credit risk characteristics and days past due.

In calculating the expected credit loss rates, the Group considers historical loss rates for each category of customers and adjusts to reflect current and forward-looking factors affecting the ability of the customers to settle the receivables.

The Group and the Company define a financial instrument as default, which is overdue above one year, when the debtor meets unlikelihood to pay criteria, which indicates the debtor is in significant financial difficulty. The Group and the Company consider the following instances:

- \* The debtor is in breach of financial covenants
- \* Concessions have been made by the Group and the Company related to the debtor's financial difficulty
- \* It is becoming probable that the debtor will enter bankruptcy or other financial recognition
- \* The debtor is insolvent

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.4 Material accounting policy information (Continued)

#### (h) Financial assets (continued)

##### (iv) Impairment (continued)

Financial assets that are credit-impaired are assessed for impairment on an individual basis.

The Group and the Company write off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery. The assessment of no reasonable expectation of recovery is based on unavailability of debtor's sources of income or assets to generate sufficient future cash flows to repay the amount. The Group and the Company may write-off financial assets that are still subject to enforcement activity.

#### (i) Leases

##### (i) Accounting by lessee

Leases are recognised as right-of-use assets and a corresponding liability at the commencement date on which the leased asset is available for use by the Group and the Company.

In determining the lease term, the Group and the Company considers all facts and circumstances that create an economic incentive to exercise an extension option, or not to exercise a termination option. Extension or termination options are taken into consideration in determining the lease term if it is reasonably certain that the lease will be extended or terminated.

Right-of-use assets are initially measured at cost comprising the following:

- \* The amount of the initial measurement of lease liability;
- \* Any lease payments made at or before the commencement date less any lease incentive received;
- \* Any initial direct costs; and
- \* Decommissioning or restoration costs

Right-of-use assets are subsequently measured at cost, less accumulated depreciation and impairment loss. The right-of-use assets are depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group and the Company is reasonably certain that it will exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.4 Material accounting policy information (Continued)

#### (i) Leases (Continued)

##### (i) Accounting by lessee (continued)

Lease liabilities are initially measured at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, the lessee's incremental borrowing rate is used. Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Short-term leases are leases with a lease term of 12 months or less. Payments associated with short-term leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss.

##### (ii) Accounting by lessor

The Group and the Company determines at lease inception whether each lease is a finance lease or operating lease. To classify each lease, the Group and the Company makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset to the lessee.

##### Operating leases

The Group and the Company classifies a lease as an operating lease if the lease does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset to the lessee.

The Group and the Company recognised lease payments received under operating leases as lease income on a straight-line basis over the lease term.

#### (j) Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the tax is also recognised in other comprehensive income or directly in equity, respectively.

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

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.4 Material accounting policy information (Continued)

#### (j) Current and deferred income tax (continued)

Deferred tax is recognised, using the liability method, on temporary differences arising between the amounts attributed to assets and liabilities for tax purposes and their carrying amounts in the financial statements. However, deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit nor loss. Deferred tax is determined using tax rates that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, unused tax losses or unused tax credits can be utilised.

Deferred and current tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

#### (k) Revenue and income recognition

##### (i) Revenue from contracts with customers

The Group and the Company derives its revenue from providing business application solutions, financial network services and equipment rental. Revenue from provision of business application solutions includes income for installation of computer hardware and implementation of the Group's trading solution platform and service income for the subsequent usage of the managed service products. Revenue from provision of financial network services includes income for providing leased line and data center management services.

##### Implementation revenue

Revenue from implementation of trading solutions products and software is recognised when the Group satisfies a performance obligation by transferring a promised goods or services to a customer. An asset is transferred as and when the customer obtains control of that asset, which coincides with the delivery of goods and services and acceptance by customers.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.4 Material accounting policy information (Continued)

#### (k) Revenue and income recognition (continued)

##### (i) Revenue from contracts with customers (continued)

###### Recurring revenue

Recurring revenue primarily consists of the service income for subsequent maintenance of the managed service products. This service is generally provided under subscription arrangements. Recurring revenue is recognised over the contract period.

###### Transaction revenue

Transaction revenue includes volume-based fees related to online trading transactions based on usage and recognised at a point in time. Transactions revenues may be billed in arrears and are classified as unbilled receivables.

###### Managed network revenue

Managed network revenue includes service income for leased-line services and data center management to contract customers. A promised service is transferred as and when the service is delivered to customer and acceptance obtained from customers. Managed network revenue may be billed in advance and classified as contract liabilities.

###### Equipment rental

Equipment rental consists of monthly rental income for leasing of computer hardware to contract customers and recognised over the contract period. Equipment rental is billed in advance and classified as contract liabilities.

###### Sales of hardware

Revenue from sale of hardware is recognised when the Group satisfies a performance obligation by transferring a promised good (i.e. an asset) to a customer. An asset is transferred as and when the customer obtains control of that asset, which coincides with the delivery of goods and services and acceptance by customers.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.4 Material accounting policy information (Continued)

#### (k) Revenue and income recognition (continued)

##### (ii) Other revenue and income

###### Dividend income

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

###### Rental income

Rental income is recognised on a straight-line basis over the tenure of the lease.

###### Interest income

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

#### (l) Employee benefits

##### (i) Short term employee benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the financial year in which the associated services are rendered by employees of the Company and its subsidiary companies.

##### (ii) Defined contribution plans

As required by law, companies in Malaysia make contributions to the Employees Provident Fund ("EPF"). The Group's foreign subsidiary company makes contributions to its respective country's statutory pension scheme. Such contributions are recognised as an expense in the profit or loss as incurred.

## 2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

### 2.4 Material accounting policy information (Continued)

#### (l) Employee benefits (continued)

##### (iii) Defined benefit plans

The defined benefit liability recognised in the statements of financial position is the present value of the defined benefit obligation at the end of the reporting period, less the fair value of plan assets, together with adjustments for actuarial gains/losses and unrecognised past service cost. The Group determines the present value of the defined benefit obligation and the fair value of any plan assets with sufficient regularity such that the amounts recognised in the financial statements do not differ materially from the amounts that would be determined at the end of the reporting period.

The defined benefit obligation, calculated using the projected unit credit method, is determined by independent actuaries, by discounting the estimated future cash outflows using market yields at the end of the reporting period on government bonds which have currency and terms to maturity approximating the terms of the related liability.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in retained earnings in other comprehensive income in the period in which they arise. The actuarial gains and losses are not subsequently reclassified to profit or loss in subsequent period.

Past service costs are recognised immediately in profit or loss, unless the changes to the plan are conditional on the employees remaining in service for a specified period of time (the vesting period). In this case, the past service costs are amortised on a straight-line basis over the vesting period.

##### (iv) Share-based compensation

The Group operates an equity-settled, share-based compensation plan under which the entity receives services from employees as consideration for equity instruments (options) of the Group. The fair value of the employee services received in exchange for the grant of the options is recognised as an expense. The total amount to be expensed is determined by reference to the fair value of the options granted.

The total expense is recognised on the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied.

**2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)**

## 2.4 Material accounting policy information (Continued)

## (l) Employee benefits (continued)

## (iv) Share-based compensation (continued)

At the end of each reporting period, the Group revises its estimates of the number of options that are expected to vest based on the non-market vesting conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to share option reserve in equity.

When the options are exercised, the Group issues new shares. The proceeds received net of any directly attributable transaction costs are credited to share capital when the options are exercised. When options are not exercised and lapsed, the share option reserve is transferred to retained earnings.

In its separate financial statements of the Company, the grant by the Company of options over its equity instruments to the employees of subsidiaries in the Group is treated as services provided to the subsidiaries. The fair value of options granted to employees of the subsidiaries in exchange for the services of the employees to the subsidiaries are recognised as payables from subsidiaries, with a corresponding credit to equity of the Company.

## (m) Operating segments

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

## 3. PROPERTY, PLANT AND EQUIPMENT

Group	Leasehold land (RM)	Leasehold building (RM)	Computer equipment (RM)	Office equipment (RM)	Furniture and fittings (RM)	Renovation (RM)	Motor vehicles (RM)	Total (RM)
<b>2025</b>								
<b>Cost</b>								
At 1.1.2025	12,366,833	13,017,854	115,371,892	1,059,128	1,049,691	5,584,165	869,236	149,318,799
Additions	-	-	1,663,874	29,693	88,278	99,880	911,551	2,793,276
Disposals	-	-	(310,961)	-	-	-	-	(310,961)
Transfer from Investment Properties *	-	953,472	-	-	-	-	-	953,472
Exchange differences	-	-	(3,802,842)	(29,862)	(23,017)	(202,346)	-	(4,058,067)
At 31.12.2025	12,366,833	13,971,326	112,921,963	1,058,959	1,114,952	5,481,699	1,780,787	148,696,519
<b>Accumulated depreciation</b>								
At 1.1.2025	1,677,253	3,249,581	103,903,646	918,120	899,553	4,139,337	372,988	115,160,478
Charge for the financial year	129,852	279,426	4,014,673	43,022	29,918	195,381	156,927	4,849,199
Disposals	-	-	(310,961)	-	-	-	-	(310,961)
Transfer from Investment Properties *	-	238,012	-	-	-	-	-	238,012
Exchange differences	-	-	(3,586,741)	(28,603)	(22,982)	(201,205)	-	(3,839,531)
At 31.12.2025	1,807,105	3,767,019	104,020,617	932,539	906,489	4,133,513	529,915	116,097,197
<b>Carrying amount</b>								
At 31.12.2025	10,559,728	10,204,307	8,901,346	126,420	208,463	1,348,186	1,250,872	32,599,322

\* Certain leasehold buildings were reclassified from investment properties to property, plant and equipment during the financial year following a change in use from rental to owner-occupation.

**3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)**

<b>Group</b>	<b>Leasehold land (RM)</b>	<b>Leasehold building (RM)</b>	<b>Computer equipment (RM)</b>	<b>Office equipment (RM)</b>	<b>Furniture and fittings (RM)</b>	<b>Renovation (RM)</b>	<b>Motor vehicles (RM)</b>	<b>Total (RM)</b>
<b>2024</b>								
<b>Cost</b>								
At 1.1.2024	12,366,833	13,017,854	109,119,752	1,041,667	1,054,392	4,757,167	869,236	142,226,901
Additions	-	-	7,464,190	24,320	-	868,330	-	8,356,840
Exchange differences	-	-	(1,212,050)	(6,859)	(4,701)	(41,332)	-	(1,264,942)
At 31.12.2024	12,366,833	13,017,854	115,371,892	1,059,128	1,049,691	5,584,165	869,236	149,318,799
<b>Accumulated depreciation</b>								
At 1.1.2024	1,547,401	2,989,224	101,655,329	884,935	872,775	4,047,859	224,763	112,222,286
Charge for the financial year	129,852	260,357	3,371,348	39,875	31,474	132,572	148,225	4,113,703
Exchange differences	-	-	(1,123,031)	(6,690)	(4,696)	(41,094)	-	(1,175,511)
At 31.12.2024	1,677,253	3,249,581	103,903,646	918,120	899,553	4,139,337	372,988	115,160,478
<b>Carrying amount</b>								
At 31.12.2024	10,689,580	9,768,273	11,468,246	141,008	150,138	1,444,828	496,248	34,158,321

## 3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Company	Leasehold land (RM)	Leasehold building (RM)	Computer equipment (RM)	Office equipment (RM)	Furniture and fittings (RM)	Renovation (RM)	Total (RM)
<b>2025</b>							
<b>Cost</b>							
At 1.1.2025	12,366,833	13,017,854	34,745,035	641,900	765,961	3,381,430	64,919,013
Additions	-	-	18,369	29,693	88,278	99,880	236,220
Transfer from Investment Properties *	-	953,472	-	-	-	-	953,472
At 31.12.2025	12,366,833	13,971,326	34,763,404	671,593	854,239	3,481,310	66,108,705
<b>Accumulated depreciation</b>							
At 1.1.2025	1,677,253	3,249,581	34,620,518	545,996	628,017	1,963,090	42,684,455
Charge for the financial year	129,852	279,426	60,440	30,512	26,211	177,691	704,132
Transfer from Investment Properties *	-	238,012	-	-	-	-	238,012
At 31.12.2025	1,807,105	3,767,019	34,680,958	576,508	654,228	2,140,781	43,626,599
<b>Carrying amount</b>							
At 31.12.2025	10,559,728	10,204,307	82,446	95,085	200,011	1,340,529	22,482,106

\* Certain leasehold buildings were reclassified from investment properties (Note 4) to property, plant and equipment during the financial year following a change in use from rental to owner-occupation.

**3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)**

Company	Leasehold land (RM)	Leasehold building (RM)	Computer equipment (RM)	Office equipment (RM)	Furniture and fittings (RM)	Renovation (RM)	Total (RM)
<b>2024</b>							
<b>Cost</b>							
At 1.1.2024	12,366,833	13,017,854	34,729,126	617,580	765,961	2,513,100	64,010,454
Additions	-	-	15,909	24,320	-	868,330	908,559
At 31.12.2024	12,366,833	13,017,854	34,745,035	641,900	765,961	3,381,430	64,919,013
<b>Accumulated depreciation</b>							
At 1.1.2024	1,547,401	2,989,224	34,541,764	520,082	600,276	1,850,312	42,049,059
Charge for the financial year	129,852	260,357	78,754	25,914	27,741	112,778	635,396
At 31.12.2024	1,677,253	3,249,581	34,620,518	545,996	628,017	1,963,090	42,684,455
<b>Carrying amount</b>							
At 31.12.2024	10,689,580	9,768,273	124,517	95,904	137,944	1,418,340	22,234,558

**3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)**

- a. The aggregate additional cost for the property, plant and equipment of the Group during the financial year under other payables and cash payments are as follows:

	<b>Group</b>		<b>Company</b>	
	<b>2025 (RM)</b>	<b>2024 (RM)</b>	<b>2025 (RM)</b>	<b>2024 (RM)</b>
Aggregate costs	2,793,276	8,356,840	236,220	908,559
Other payables	(811,000)	-	-	-
Cash payments	<u>1,982,276</u>	<u>8,356,840</u>	<u>236,220</u>	<u>908,559</u>

- b. Included in the property, plant and equipment of the Group are motor vehicles with a carrying amount of Nil (2024: RM496,248). The hire purchase financing for these vehicles was fully settled during the year.
- c. The remaining lease period of the leasehold land and building of the Group and the Company is 82 (2024: 83) years.

**4. INVESTMENT PROPERTIES**

	<b>Group/Company</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
<b>Leasehold land and building</b>		
<b>Cost</b>		
At 1 January	11,715,814	11,715,814
Transfer to property, plant and equipment *	(953,472)	-
At 31 December	<u>10,762,342</u>	<u>11,715,814</u>
<b>Accumulated depreciation</b>		
At 1 January	2,924,563	2,690,247
Charge for the financial year	215,248	234,316
Transfer to property, plant and equipment *	(238,012)	-
At 31 December	<u>2,901,799</u>	<u>2,924,563</u>
Carrying amount	<u>7,860,543</u>	<u>8,791,251</u>
Fair value	<u>18,000,000</u>	<u>17,100,000</u>

- \* Certain leasehold buildings were reclassified from investment properties to property, plant and equipment (Note 3) during the financial year following a change in use from rental to owner-occupation.

The remaining lease period of the investment properties is 82 (2024: 83) years.

The income earned by the Group from rental of investment properties amounted to RM1,184,419 (2024: RM1,225,089). Direct operating expenses incurred on the investment properties during the financial year amounted to RM296,604 (2024: RM296,966).

The fair values of the investments as at the end of the reporting periods are arrived at by reference to market evidence of transaction prices for similar properties, adjusted for factors specific to the investment properties.

## 5. RIGHT-OF-USE ASSETS

Group	Office Rental (RM)	Equipment (RM)	Total (RM)
<b>2025</b>			
<b>Cost</b>			
At 1 January	3,487,786	334,077	3,821,863
Exchange differences	(331,029)	-	(331,029)
At 31 December	<u>3,156,757</u>	<u>334,077</u>	<u>3,490,834</u>
<b>Accumulated depreciation</b>			
At 1 January	1,733,111	77,935	1,811,046
Charge for the financial year	1,128,901	66,820	1,195,721
Exchange differences	(241,140)	-	(241,140)
At 31 December	<u>2,620,872</u>	<u>144,755</u>	<u>2,765,627</u>
<b>Carrying amount</b>			
At 31 December	<u>535,885</u>	<u>189,322</u>	<u>725,207</u>
<b>2024</b>			
<b>Cost</b>			
At 1 January	3,715,763	334,077	4,049,840
Termination	(163,252)	-	(163,252)
Exchange differences	(64,725)	-	(64,725)
At 31 December	<u>3,487,786</u>	<u>334,077</u>	<u>3,821,863</u>
<b>Accumulated depreciation</b>			
At 1 January	670,051	11,115	681,166
Charge for the financial year	1,229,022	66,820	1,295,842
Termination	(112,588)	-	(112,588)
Exchange differences	(53,374)	-	(53,374)
At 31 December	<u>1,733,111</u>	<u>77,935</u>	<u>1,811,046</u>
<b>Carrying amount</b>			
At 31 December	<u>1,754,675</u>	<u>256,142</u>	<u>2,010,817</u>

## 6. INVESTMENT IN SUBSIDIARY COMPANIES

### (a) Investment in subsidiary companies

	<b>Company</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
<b>Unquoted shares, at cost</b>		
In Malaysia	5,000,000	5,000,000
Outside Malaysia	120,704,648	120,704,648
	125,704,648	125,704,648
Less: Impairment loss	(5,297,000)	(5,297,000)
	120,407,648	120,407,648
Advances to subsidiary companies treated as quasi-investment	470,639	366,629
Less: Impairment loss	(27,264)	-
	443,375	366,629
	120,851,023	120,774,277

The advances to subsidiary companies are unsecured, non-interest bearing with no fixed terms of repayment. The Company does not anticipate repayment of the advances and they are determined to form part of the Company's net investment in the subsidiary companies.

Movement on the provision for impairment of investment in subsidiary companies is as follows:

	<b>Company</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
At 1 January/31 December	5,297,000	5,297,000

Movement on the provision for impairment of advances to subsidiary companies treated as quasi-investment is as follows:

	<b>Company</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
At 1 January	-	-
Addition	27,264	-
At 31 December	27,264	-

**6. INVESTMENT IN SUBSIDIARY COMPANIES (CONTINUED)**

(b) The subsidiary companies and shareholding therein are as follows:

Name of company	Country of incorporation and principal place of business	Effective ownership and voting interest		Principal activities
		2025 %	2024 %	
<b>Direct holding:</b>				
* N2N Connect Pte. Ltd.	Singapore	100	100	Provide consultancy services, sales, marketing and related activities
* N2N-AFE International Limited	Hong Kong SAR, China	100	100	Investment holding
* NGN-AFE International Limited	Hong Kong SAR, China	100	100	Investment holding
Asianext Sdn. Bhd.	Malaysia	100	100	Dormant
# Asia Trading Hub Pty Ltd	Australia	100	100	Dormant
<b>Indirect holding: Subsidiaries of N2N-AFE International Limited</b>				
N2N Global Solutions Sdn. Bhd.	Malaysia	100	100	Research and development of software packages and provision of design, programming, consultancy services and related services
* N2N-AFE (Hong Kong) Limited	Hong Kong SAR, China	100	100	Provision of on-line stock market information, on-line securities trading systems and business solutions, and associated sales and maintenance services on microcomputers

**6. INVESTMENT IN SUBSIDIARY COMPANIES (CONTINUED)**

(b) The subsidiary companies and shareholding therein are as follows (Continued):

Name of company	Country of incorporation and principal place of business	Effective ownership and voting interest		Principal activities
		2025 %	2024 %	
<b>Subsidiary of NGN-AFE International Limited</b>				
NGN Connection Sdn. Bhd.	Malaysia	100	100	Provision of managed network services, consultancy services, sales, marketing and related activities
<b>Subsidiaries of N2N Global Solutions Sdn. Bhd.</b>				
Hermes Bos Sdn. Bhd.	Malaysia	70	70	Researcher and developer of software packages and provider of design, programming, consultancy services and related activities
X8NET Sdn Bhd	Malaysia	70	70	Providing information technology system and solutions services to online internet platforms
<b>Subsidiaries of NGN Connection Sdn. Bhd.</b>				
Global Fin Net Sdn. Bhd.	Malaysia	100	100	Dormant
Ironhorse Asia Sdn. Bhd. ("Ironhorse")	Malaysia	60	60	Providing system, information and communication technology services

**6. INVESTMENT IN SUBSIDIARY COMPANIES (CONTINUED)**

(b) The subsidiary companies and shareholding therein are as follows (Continued):

Name of company	Country of incorporation and principal place of business	Effective ownership and voting interest		Principal activities
		2025 %	2024 %	
<b>Subsidiary of N2N</b>				
<b>Connect Pte. Ltd.</b>				
# PT. NGS Services Indonesia	Indonesia	70	70	Dormant

\* Audited by firms of auditors other than HLB Ler Lum Chew PLT.

# No audit required as allowed by the laws of the respective country of incorporation.

**6. INVESTMENT IN SUBSIDIARY COMPANIES (CONTINUED)**

## (c) Non-controlling interests (“NCI”) in subsidiaries

As at 31 December 2025, the net cumulative losses attributable to non-controlling interest at the Group is RM1,549,962 (2024: RM1,371,468), of which a cumulative loss of RM1,907,304 (2024: RM1,929,521) is attributable to the non-controlling interest of Hermes Bos Sdn. Bhd. (“Hermes BOS”). The remaining non-controlling interest of the Group are immaterial individually.

Summarised financial information before inter-company elimination are as follows:

<b>Group</b>	<b>Hermes BOS</b>	
	<b>2025 (RM)</b>	<b>2024 (RM)</b>
Non-current assets	47,460	-
Current assets	14,149	40,681
Non-current liabilities	(24,565)	-
Current liabilities	(6,394,725)	(6,472,416)
Net liabilities	<u>(6,357,681)</u>	<u>(6,431,735)</u>
Carrying amount of NCI as at 31 December	<u>(1,907,304)</u>	<u>(1,929,521)</u>
Revenue	<u>252,000</u>	<u>-</u>
Profit/(Loss)/Total comprehensive income/ (loss) during the financial year	<u>74,055</u>	<u>(355,463)</u>
Profit/(Loss)/Total comprehensive income/ (loss) allocated to NCI during the financial year	<u>22,217</u>	<u>(106,639)</u>
Cash flows (used in)/generated from operating activities	(1,572)	8,210
Cash flows used in financing activity	(24,960)	-
Net (decrease)/increase in cash and cash equivalents	<u>(26,532)</u>	<u>8,210</u>
Ownership interest and voting rights percentage held by NCI	<u>30%</u>	<u>30%</u>

**7. INVESTMENT IN AN ASSOCIATE**

(a) Investment in an associate:

	Group		Company	
	2025 (RM)	2024 (RM)	2025 (RM)	2024 (RM)
<b>At cost</b>				
Unquoted shares outside Malaysia	8,330,840	8,330,840	8,330,840	8,330,840
Share of post-acquisition reserves	12,556,996	3,370,689	-	-
	<u>20,887,836</u>	<u>11,701,529</u>	<u>8,330,840</u>	<u>8,330,840</u>

(b) The associate and shareholding therein are as follows:

Name of company	Country of incorporation and principal place of business	Effective ownership and voting interest		Principal activities
		2025 %	2024 %	
<b>Direct holding:</b>				
* OurMoneyMarket Holdings Pty. Ltd. ("OMM")	Australia	24.71	24.71	Provision of personal loans and range of "buy now, pay later" credit solutions to retail customers

\*Audited by firms of auditors other than HLB Ler Lum Chew PLT.

**7. INVESTMENT IN ASSOCIATE (CONTINUED)**

(c) The summarised financial information of the associate are as follows:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
<b>Assets and liabilities</b>		
Non-current assets	24,760,470	23,184,755
Current assets	2,408,994,660	2,107,675,065
Non-current liabilities	(2,341,060,097)	(2,082,414,673)
Current liabilities	(27,401,696)	(17,404,583)
Net assets	<u>65,293,337</u>	<u>31,040,564</u>
Revenue	<u>281,213,928</u>	<u>249,214,348</u>
Profit for the financial year	30,406,748	2,640,233
Other comprehensive income/(loss)	6,771,531	(2,041,985)
Total comprehensive income for the financial year	<u>37,178,279</u>	<u>598,248</u>
Cash flows generated from operating activities	70,782,820	19,759,031
Cash flows used in investing activities	(356,854,963)	(529,459,260)
Cash flows generated from financing activities	302,165,403	507,332,475
Net changes in cash and cash equivalents	<u>16,093,260</u>	<u>(2,367,754)</u>

(d) The reconciliation of net assets of the associate to the carrying amount of the investment in associate is as follows:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
The Group's share of total comprehensive income during the financial year	<u>9,186,307</u>	<u>147,820</u>
Net assets	<u>65,293,337</u>	<u>31,040,564</u>
The Group's share of net assets	16,133,201	7,669,748
Goodwill	4,754,635	4,031,781
	<u>20,887,836</u>	<u>11,701,529</u>

**8. INTANGIBLE ASSETS**

	Note	Goodwill on consolidation (RM)	Club membership (RM)	Computer software (RM)	Total (RM)
<b>Group</b>					
<b>2025</b>					
<b>Cost</b>					
At 1 January		60,151,724	489,960	82,774,538	143,416,222
Addition during the financial year					
- capitalised staff costs	29	-	-	8,831,613	8,831,613
- development costs		-	-	702,271	702,271
Exchange differences		(5,924,009)	(46,503)	(54,709)	(6,025,221)
At 31 December		54,227,715	443,457	92,253,713	146,924,885
<b>Accumulated Amortisation</b>					
At 1 January		-	-	70,721,468	70,721,468
Amortisation during the financial year		-	-	3,927,599	3,927,599
Exchange differences		-	-	(54,709)	(54,709)
At 31 December		-	-	74,594,358	74,594,358
<b>Accumulated Impairment</b>					
At 1 January		27,793,112	192,717	-	27,985,829
Impairment during the financial year		-	185,081	-	185,081
Exchange differences		(2,852,820)	(30,858)	-	(2,883,678)
At 31 December		24,940,292	346,940	-	25,287,232
<b>Carrying amount</b>					
31 December		29,287,423	96,517	17,659,355	47,043,295

**8. INTANGIBLE ASSETS (CONTINUED)**

<b>Group</b>	<b>Note</b>	<b>Goodwill on consolidation (RM)</b>	<b>Club membership (RM)</b>	<b>Computer software (RM)</b>	<b>Total (RM)</b>
<b>2024</b>					
<b>Cost</b>					
At 1 January		60,968,242	499,459	78,799,988	140,267,689
Addition during the financial year					
- capitalised staff costs	29	-	-	8,431,528	8,431,528
Written off		-	-	(4,436,904)	(4,436,904)
Exchange differences		(816,518)	(9,499)	(20,074)	(846,091)
At 31 December		60,151,724	489,960	82,774,538	143,416,222
<b>Accumulated Amortisation</b>					
At 1 January		-	-	57,608,276	57,608,276
Amortisation during the financial year		-	-	13,757,618	13,757,618
Written off		-	-	(624,707)	(624,707)
Exchange differences		-	-	(19,719)	(19,719)
At 31 December		-	-	70,721,468	70,721,468
<b>Accumulated Impairment</b>					
At 1 January		403,769	196,453	-	600,222
Impairment during the financial year		27,000,000	-	-	27,000,000
Exchange differences		389,343	(3,736)	-	385,607
At 31 December		27,793,112	192,717	-	27,985,829
<b>Carrying amount</b>					
31 December		32,358,612	297,243	12,053,070	44,708,925

## (a) Computer software

## (i) Capitalised staff costs

The Group capitalise costs on development works relating to the software and development of new software packages which management expects will contribute to the generation of additional future economic benefits. During the financial year, the Group recognised an amortisation of RM3,927,599 (2024: RM13,757,618) which has been charged to cost of sales.

## 8. INTANGIBLE ASSETS (CONTINUED)

### (a) Computer software (continued)

#### (ii) Development costs

During the financial year, the Group has capitalised a development cost of newly acquired software as intangible asset.

The intangible asset will be subject to amortization when it is available to use. The software development activity is expected to complete at the end of the next financial year.

### (b) Impairment test for goodwill on consolidation

The Group undertakes an annual impairment assessment in its cash-generating units ("CGU") identified as Hong Kong SAR, China, being the lowest level of assets for which the management monitors the goodwill of the Group. As at 31 December 2025, the goodwill allocated to this CGU is RM29,287,423 (2024: RM32,358,612).

#### Key assumptions used to determine recoverable amount

The recoverable amount of the Group's CGU has been determined based on value-in-use calculation. These calculations use pre-tax cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated growth rates.

The key assumptions used for the value-in-use calculations are as follows:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>(%)</b>	<b>(%)</b>
Revenue growth rate over 5 years (per annum)	-0.78	-2.32
Operating expenditure growth rate (per annum)	-0.45	-0.71
Terminal growth rate	0.00	0.00
Pre-tax discount rate	7.58	8.92

Management determined the revenue and direct costs during the budget period based on future expectations of changes in the market. Management estimates discount rate using pre-tax rate that reflect current market assessments of the time value of money and the risks specific to the CGU.

**8. INTANGIBLE ASSETS (CONTINUED)**

## (b) Impairment test for goodwill on consolidation (continued)

The circumstances where a change in key assumptions will result in the recoverable amounts of goodwill on the CGU to equal the corresponding carrying amounts assuming no change in the other variables are as follows:

	<b>2025</b>	<b>2024</b>
	<b>(%)</b>	<b>(%)</b>
Revenue growth rate	-0.91	-2.15
Terminal growth rate	-1.99	-6.54
Pre-tax discount rate	8.97	11.56

**9. TRADE RECEIVABLES**

	<b>Group</b>		<b>Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>	<b>(RM)</b>	<b>(RM)</b>
Trade receivables	8,565,735	12,192,901	64,120	120,682
Less: Impairment loss	(869,784)	(3,137,730)	(15,155)	(120,682)
	7,695,951	9,055,171	48,965	-
Unbilled receivable relation to application solutions	1,473,316	1,254,842	-	-
	9,169,267	10,310,013	48,965	-

The Group's and the Company's normal trade credit terms range from 30 to 90 days (2024: 30 to 90 days).

The movement on the impairment loss during the financial year is disclosed in Note 33 to the financial statements.

**10. OTHER RECEIVABLES**

	<b>Group</b>		<b>Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>	<b>(RM)</b>	<b>(RM)</b>
Prepayments *	6,657,933	4,686,119	206,336	190,601
Deposits	3,104,053	2,950,100	526,298	526,429
Others	372,050	433,229	196,188	67,202
	10,134,036	8,069,448	928,822	784,232

\* Prepayments mainly comprise insurance, maintenance and software expenses and acquisition of computer equipment. Included in the prepayments of the Group is an amount of RM230,064 (2024: RM1,368,770) paid to supplier for the purchase of computer equipment which is expected to complete in next financial year.

**11. AMOUNT OWING BY/(TO) SUBSIDIARY COMPANIES**

	<b>Company</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
Amount owing by subsidiary companies	73,207,228	68,761,496
Less: Impairment loss	(1,654,483)	(1,564,894)
	<u>71,552,745</u>	<u>67,196,602</u>
 Amount owing to subsidiary companies	 -	 (7)

Included in amount owing by subsidiary companies is an amount of RM13,488,420 (2024: RM15,000,000) relating to dividend receivables from subsidiary companies.

These amounts owing by/(to) the subsidiary companies are non-trade in nature, interest-free and are repayable on demand.

Movement on the provision for impairment of amount owing by subsidiary companies is as follows:

	<b>Company</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
At 1 January	1,564,894	-
Impairment loss during the financial year	89,589	1,564,894
At 31 December	<u>1,654,483</u>	<u>1,564,894</u>

**12. AMOUNT OWING BY/(TO) RELATED COMPANIES**

These amounts are non-trade in nature, unsecured, interest-free and is repayable on demand.

### 13. OTHER INVESTMENTS

Financial assets at fair value through profit or loss:

	Group		Company	
	2025 (RM)	2024 (RM)	2025 (RM)	2024 (RM)
<b>Non-current assets</b>				
Discretionary portfolio investment*				
- Within Malaysia	16,034,484	-	16,034,484	-
<b>Current assets</b>				
Quoted Shares				
- Within Malaysia	50,468	73,260	50,468	73,260
Unquoted unit trust funds				
- Within Malaysia	49,281,390	73,809,773	33,149,455	57,334,590
	49,331,858	73,883,033	33,199,923	57,407,850
	65,366,342	73,883,033	49,234,407	57,407,850
Net fair value gain/ (loss) on other investments	1,385,840	(36,145)	1,061,334	(36,145)

\* The discretionary portfolio investment is managed by a licensed fund manager under a private mandate arrangement.

### 14. TRADE PAYABLES

The normal trade credit terms granted to the Group and the Company range from 15 to 90 days (2024: 15 to 90 days).

### 15. CONTRACT LIABILITIES

The Group recognises contract liabilities when a customer pays consideration, or is contractually required to pay consideration, before the Group recognises the related revenue.

	Group	
	2025 (RM)	2024 (RM)
Contract liabilities	4,073,287	6,721,793

**15. CONTRACT LIABILITIES (CONTINUED)**

Significant changes to contract liabilities balances during the year are as follows:-

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
At 1 January	6,721,793	6,641,808
Advance received during the year	46,417,295	54,422,695
Revenue recognised during the year	(51,640,439)	(56,220,030)
Exchange differences	2,574,638	1,877,320
At 31 December	<u>4,073,287</u>	<u>6,721,793</u>

Contract liabilities represent the Company's obligation to transfer goods or services to customers for which the Company has billed to its customer but remains unfulfilled. The Group expects to be recognised as revenue in the financial statements in the next one year (2024: one year) except for certain projects where revenue recognition may be deferred due to changes in customers' project plans.

**16. OTHER PAYABLES**

	<b>Group</b>		<b>Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>	<b>(RM)</b>	<b>(RM)</b>
Accrued staff costs	2,835,218	1,394,810	287,247	88,973
Other accruals	1,983,620	2,274,671	808,343	572,288
Legal fees payable	1,694,390	-	1,694,390	-
Motor vehicle payables	811,000	-	-	-
Service tax payables	856,833	1,092,593	13,423	-
Deposits received	2,933,683	3,430,519	434,813	421,153
Sundry payables	237,105	285,817	121,430	183,230
	<u>11,351,849</u>	<u>8,478,410</u>	<u>3,359,646</u>	<u>1,265,644</u>

**17. LEASE LIABILITIES**

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
At 1 January	2,209,050	3,795,591
Finance cost	48,483	100,383
Repayment during the year	(1,411,187)	(1,623,093)
Lease termination	-	(51,244)
Exchange differences	(92,929)	(12,587)
At 31 December	<u>753,417</u>	<u>2,209,050</u>
<b>Analysed as:</b>		
Repayable within twelve months	626,279	2,015,250
Repayable after twelve months	127,138	193,800
	<u>753,417</u>	<u>2,209,050</u>

**17. LEASE LIABILITIES (CONTINUED)**

Included in lease liabilities is an amount of Nil (2024: RM148,479) relating to hire purchase payables which bears an effective interest rate which ranges from Nil (2024: 1.30% to 4.4%) per annum.

**18. SHARE CAPITAL**

	<b>Group/Company</b>			
	<b>Number of Ordinary Shares</b>		<b>Amount</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>(Units)</b>	<b>(Units)</b>	<b>(RM)</b>	<b>(RM)</b>
<b>Issued and fully paid</b>				
At 1 January/ 31				
December	558,204,201	558,204,201	243,668,577	243,668,577

**19. EXCHANGE RESERVES**

The exchange reserve represents exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency.

**20. FAIR VALUE RESERVE**

The fair value reserve represents the share of associate's cumulative fair value changes, net of tax of the derivative contracts that applied hedge accounting.

**21. LONG TERM INCENTIVE PLAN RESERVE**

	<b>Group/Company</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
At 1 January	2,589,660	2,395,180
Charged during the financial year	130,637	607,150
Lapsed during the financial year	(45,347)	(412,670)
At 31 December	2,674,950	2,589,660

On 12 December 2018, the shareholders of the Company approved the Long-Term Incentive Plan ("LTIP") comprise of Employee Share Grant Plan ("SGP") and Employee Share Option Plan ("SOP") to the Executive Directors, senior management and eligible employees of N2N Connect Berhad ("N2N") and its subsidiary companies (excluding subsidiary companies which are dormant) (collectively known as "Eligible Persons") and the LTIP was implemented on 1 May 2020.

## 21. LONG TERM INCENTIVE PLAN RESERVE (CONTINUED)

The SGP is intended to award the Company's shares to Executive Directors and senior management of the Group with no consideration whilst the SOP is intended to allow the Group to award share options to Eligible Persons with an option price based on the volume weighted average price of N2N's shares for the 5 market days immediately preceding the date of the SOP with a discount of not more than 10% or such other percentage of discount as may be permitted by Bursa Malaysia Securities Berhad ("Bursa Malaysia") or any other relevant authorities from time to time during the tenure of the LTIP.

The salient features and terms of the LTIP are as follows:

(a) Maximum number of new N2N Shares available under the LTIP

The maximum number of N2N Shares which may be made available under the LTIP shall not in aggregate exceed 15% of the total number of issued shares of the Company (excluding treasury shares) at any point of time during the tenure of the LTIP.

The allocation of N2N Shares to be made available for the LTIP shall be determined by the LTIP Committee annually, or such other period as determined by the LTIP Committee.

(b) Basis of allotment and maximum allowable allocation

Subject to the By-Laws, the maximum number of N2N Shares awarded to any one Eligible Person under the LTIP at any point of time shall be at the sole and absolute discretion of the LTIP Committee after taking into consideration, inter alia, the Eligible Person's designation, length of service, work performance and/or such other factors as the LTIP Committee deems fit, and subject to the following conditions:

- (i) the total number of N2N Shares made available under the LTIP shall not exceed 15% of the total number of issued shares of the Company (excluding treasury shares) at any point of time during the LTIP tenure;
- (ii) not more than 10% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) of the total number of issued N2N Shares made available under the LTIP shall be allocated to any Eligible Person who, either singly or collectively through persons connected with the Eligible Person, holds 20% (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) or more of the total number of issued shares of the Company (excluding treasury shares);
- (iii) up to 100% of the total number of N2N Shares which may be made available under the Proposed LTIP could be allocated, in aggregate, to the Executive Directors and senior management of the N2N Group who are Eligible Persons (where "senior management" shall be subject to any criteria as may be determined at the sole discretion of the LTIP Committee from time to time). This is intended to incentivise the Executive Directors of the Group for their contribution towards development, growth and success and strategic direction to drive long term shareholder value enhancement of N2N Group and to incentivise the senior management of the Group for their commitment, dedication and loyalty towards attainment of higher performance; and
- (iv) the Executive Directors and senior management of the Group shall not participate in the deliberation or discussion of their respective allocations as well as to persons connected with them, if any.

**21. LONG TERM INCENTIVE PLAN RESERVE (CONTINUED)**

The salient features and terms of the LTIP are as follows (continued):

**(c) Eligibility**

The eligibility under the LTIP however, does not confer on an Eligible Person any claim or right to participate in or any rights whatsoever under the LTIP and an Eligible Person does not acquire any or has any right over or in connection with the LTIP unless the LTIP have been made by the LTIP Committee to the Eligible Person and the Eligible Person has accepted the LTIP in accordance with the provisions of the By-Laws.

**(d) Duration and termination**

The LTIP shall in force for a period of 5 years from the effective date of implementation, being a date of full compliance with relevant requirements by Bursa Securities or any other relevant authorities. The Company may extend the LTIP for a period of 5 years immediately from the expiry of the first 5 years, and shall not in aggregate exceed 10 years from the effective date or such longer period as may be permitted by Bursa Securities or any other relevant authorities.

Upon expiry or termination of the Proposed LTIP, any LTIP Awards which have yet to be vested or exercised (as the case may be and whether fully or partially) shall be deemed cancelled and be null and void.

**(e) Ranking of the LTIP shares**

The new shares to be allotted and issued pursuant to the LTIP shall, upon allotment and issuance, rank equally in all respects with the existing issued shares. The LTIP participants shall not be entitled to any rights, dividends or other distributions attached to the Company's share prior to the date on which the Company's shares are credited into their respective Central Depository System accounts.

The fair value of the LTIP granted in which MFRS 2 applies, were determined using the Black-Scholes valuation model. The significant inputs in the model are as follows:

	<b>Share option</b>
Exercise price (RM)	0.705
Underlying share price at grant date (RM)	0.870
Expected dividend yield (%)	5.96
Risk free interest rate (%)	2.735
Option life	1 - 5 years
Vesting period <sup>1</sup>	1 - 5 years
Expected volatility (%)	44.403

<sup>1</sup>The N2N Shares to be issued under SOP shall vest to the eligible persons in stages over 5 years once the vesting conditions are fully and duly satisfied.

## 21. LONG TERM INCENTIVE PLAN RESERVE (CONTINUED)

The assumptions above are based on historical data and is not necessarily be reflective of the actual outcome.

The movement during the financial year in the number of LTIP options of the Company, in which the employees of the Group and the Company are entitled to, is as follows:

	Fair value at grant date RM	Number of share options			
		At 1 January	Granted	Lapsed/ Forfeited	At 31 December
<b>2025</b>					
<b>Group</b>	0.2159 - 0.3113	10,197,500	-	(170,000)	10,027,500
<b>Company</b>	0.2159 - 0.3113	2,522,500	-	-	2,522,500
<b>2024</b>					
<b>Group</b>	0.2159 - 0.3113	10,522,500	-	(325,000)	10,197,500
<b>Company</b>	0.2159 - 0.3113	2,572,500	-	(50,000)	2,522,500

## 22. PROVISION FOR RETIREMENT BENEFITS

Provision for retirement benefits of the Group relate to long service payments ("LSP") provisions as prescribed under the Hong Kong Employment Ordinance. LSP is paid to employees of subsidiary companies upon termination of their employment, subject to completion of number of continuous service and meeting certain qualifying conditions. The benefit is based on final wages and service at leaving employment.

The movements during the financial year of the amount recognised in the statements of financial position in respect of the long service payments are as follows:

	Group	
	2025 (RM)	2024 (RM)
At 1 January	1,716,387	1,356,246
Recognised in profit or loss	210,539	209,092
Remeasurements		
- changes in experience	5,291	6,897
- changes in financial assumptions	34,325	184,521
	39,616	191,418
Exchange differences	(177,199)	(40,369)
At 31 December	1,789,343	1,716,387

**22. PROVISION FOR RETIREMENT BENEFITS (CONTINUED)**

The total expenses recognised in profit or loss is as follows:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
Current service cost	155,388	146,961
Interest cost	55,151	62,131
	<b>210,539</b>	<b>209,092</b>

The principal assumptions used are as follows:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>(%)</b>	<b>(%)</b>
Increase in maximum amount of relevant salary for contribution	2.5	2.5
Discount rate	3.2	3.4
Salary growth rate	3.5	3.5

There are no explicit assets held in respect of the long service payment obligations.

Remeasurements recognised in other comprehensive income during the financial year is as follows:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
Long service payments	39,616	191,418

Expected maturity analysis of undiscounted benefit payments is as follows:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
<b>Long service payments</b>		
Within one year	97,191	91,790
Between two and five years	406,938	449,611
More than five years	1,170,079	887,965
	<b>1,674,208</b>	<b>1,429,366</b>

**22. PROVISION FOR RETIREMENT BENEFITS (CONTINUED)**

The sensitivity analysis on a change in key assumptions while holding all other assumptions constant on the provision for retirement benefits increase/(decrease) as follows:

	<b>Group</b>	
	<b>Increase/(Decrease)</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
<b>Effect on provision for retirement benefits</b>		
Discount rate		
- 0.25% increase	(42,740)	(43,245)
- 0.25% decrease	44,440	44,969
Salary growth rate		
- 0.25% increase	293	366
- 0.25% decrease	(291)	(361)

The above sensitivity analysis is based on change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the provision for defined benefits obligation, the same method (present value of the defined obligation calculated with the projected unit credit method at the end of the reporting period) has been applied when calculating the provision for retirement benefits recognised within the statement of financial position.

There have been no changes in the methods and type of assumptions used in preparing the sensitivity analysis during the financial year.

**23. DEFERRED TAX LIABILITIES**

The following amounts, determined after appropriate offsetting, are shown in the Statement of Financial Position:

	<b>Group</b>		<b>Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>	<b>(RM)</b>	<b>(RM)</b>
Deferred tax assets	(82,685)	-	(69,644)	-
Deferred tax liabilities	5,562,831	4,461,011	-	-
	<u>5,480,146</u>	<u>4,461,011</u>	<u>(69,644)</u>	<u>-</u>

**23. DEFERRED TAX LIABILITIES (CONTINUED)**

The gross movement on the deferred tax are as follows:

	Group		Company	
	2025 (RM)	2024 (RM)	2025 (RM)	2024 (RM)
At 1 January	4,461,011	5,482,961	-	-
Recognised in profit or loss (Note 26):				
- property, plant and equipment	120,211	116,266	-	-
- unabsorbed capital allowances	12,038	(2,000)	-	-
- provisions and others	992,061	(1,112,760)	(69,644)	-
	1,124,310	(998,494)	(69,644)	-
Recognised in other comprehensive income:				
- remeasurement of long service payments	-	(31,584)	-	-
- exchange differences	(105,175)	8,128	-	-
At 31 December	5,480,146	4,461,011	(69,644)	-

The components of deferred tax liabilities of the Group during the financial year are as follows:

	Group		Company	
	2025 (RM)	2024 (RM)	2025 (RM)	2024 (RM)
Deferred tax assets				
- property, plant and equipment	-	-	-	-
- unabsorbed capital allowances	-	12,000	-	-
- provisions and others	194,097	82,613	69,644	-
	194,097	94,613	69,644	-
Offsetting	(111,412)	(94,613)	-	-
Net deferred tax assets	82,685	-	69,644	-
Deferred tax liabilities:				
- property, plant and equipment	1,355,430	1,234,479	-	-
- provision for retirement benefits	644,413	750,146	-	-
- provisions and others	3,674,400	2,570,999	-	-
	5,674,243	4,555,624	-	-
Offsetting	(111,412)	(94,613)	-	-
Net deferred tax liabilities	5,562,831	4,461,011	-	-

**23. DEFERRED TAX LIABILITIES (CONTINUED)**

The unutilised tax losses, unabsorbed capital allowance and deductible temporary differences of the Group and of the Company for which no deferred tax assets were recognised in the statements of financial position are as follows:

	<b>Group</b>		<b>Company</b>	
	<b>2025 (RM)</b>	<b>2024 (RM)</b>	<b>2025 (RM)</b>	<b>2024 (RM)</b>
Unutilised tax losses	3,494,592	3,014,622	-	-
Unabsorbed capital allowance	576,482	608,034	-	-
Deductible temporary differences	497,742	-	-	-
	<b>4,568,816</b>	<b>3,622,656</b>	<b>-</b>	<b>-</b>
Deferred tax assets not recognised at 24% (2024: 24%)	<b>1,096,516</b>	<b>869,437</b>	<b>-</b>	<b>-</b>

The Group's and the Company's unutilised tax losses brought forward from year of assessment 2018 and before, can be carried forward for 10 consecutive years of assessment. Unutilised tax losses from year of assessment 2019 onwards can be carry forward for a maximum period of 10 consecutive years..

As at the end of financial year, the expiry dates of the Group's unrecognised unabsorbed tax losses are summarised below:

	<b>Group</b>	
	<b>2025 (RM)</b>	<b>2024 (RM)</b>
Expiring in 2028	344,762	344,762
Expiring in 2029	905,188	905,188
Expiring in 2030	383,872	383,872
Expiring in 2031	173,157	173,157
Expiring in 2032	483,425	483,425
Expiring in 2033	473,744	473,744
Expiring in 2034	512,406	250,474
Expiring in 2035	218,038	-

**24. REVENUE**

Breakdown of revenue recognised from contracts with customers is as follows:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
Application solutions:		
– Implementation fees	2,412,450	5,579,622
– Managed services	60,198,413	71,038,652
	62,610,863	76,618,274
Financial network services:		
– Implementation fees	2,563,930	215,165
– Managed network services	26,906,095	29,522,238
	29,470,025	29,737,403
Equipment rental	986,118	1,030,199
Hardware sales	865,257	343,326
	<u>93,932,263</u>	<u>107,729,202</u>
<b>Geographical market</b>		
Malaysia	49,478,037	49,198,995
Regional	44,454,226	58,530,207
	<u>93,932,263</u>	<u>107,729,202</u>
<b>Timing of revenue recognition</b>		
Over time	76,534,791	86,724,644
At a point in time	17,397,472	21,004,558
	<u>93,932,263</u>	<u>107,729,202</u>

**25. PROFIT/(LOSS) BEFORE TAXATION**

Profit/(Loss) before taxation is derived after charging/(crediting):

	Group		Company	
	2025 (RM)	2024 (RM)	2025 (RM)	2024 (RM)
Amortisation of intangible assets	3,927,599	13,757,618	-	-
Auditors' remuneration:				
- statutory audit	325,576	337,937	68,000	67,500
- others	35,800	32,240	5,000	5,000
Bad debts written off	37,211	863,517	61	-
Depreciation of property, plant and equipment	4,849,199	4,113,703	704,132	635,396
Depreciation of investment properties	215,248	234,316	215,248	234,316
Directors' remuneration:				
- fees	885,166	890,508	885,166	890,508
- salaries and other emoluments	4,633,920	7,997,604	352,727	722,083
- defined contribution plan	55,671	63,434	15,373	22,593
Dividend income	(1,200,314)	(1,901,497)	(11,200,314)	(16,863,179)
Rental of assets:				
- depreciation of right-of-use assets	1,195,721	1,295,842	-	-
- short term leases	214,351	264,036	4,000	27,600
Foreign exchange loss/(gain):				
- realised	165,045	(48,549)	(2,929)	(2,129)
- unrealised	394,666	1,327,214	2,399,240	795,260
Fair value (gain)/loss on other investments	(1,385,840)	36,145	(1,061,334)	36,145
Gain on disposal of subsidiary companies	-	-	-	(24,984,428)
Gain on disposal of property, plant and equipment	(10,000)	-	-	-
Gain on lease termination	-	(580)	-	-
Interest expense	48,483	100,383	-	-
Interest income	(835,073)	(2,183,456)	(92,360)	(406,196)
Impairment loss on:				
- investment in subsidiary	-	-	27,264	-
- intangible assets	185,081	27,000,00	-	-
- trade receivables	174,303	1,309,462	-	-
- amount owing by a subsidiary company	-	-	89,589	1,564,894
Intangible assets written off	-	3,812,197	-	-
Long term incentive plan expenses	130,637	607,150	32,316	118,515
Provision for long service payments	210,539	209,092	-	-
Reversal of impairment loss on trade receivables	(2,433,261)	(1,637,212)	(105,527)	(27,666)
Rental income	(1,184,419)	(1,255,089)	(1,743,648)	(1,750,425)
Management fee:				
- related party	(60,000)	(60,000)	(60,000)	(60,000)
- subsidiary companies	-	-	(2,902,231)	(3,566,782)

**26. TAXATION**

	<b>Group</b>		<b>Company</b>	
	<b>2025 (RM)</b>	<b>2024 (RM)</b>	<b>2025 (RM)</b>	<b>2024 (RM)</b>
Current taxation:				
- Current year provision	1,759,713	1,702,502	-	-
- Under/(Over) provision in prior years	(348,566)	69,296	(175,422)	30,441
	1,411,147	1,771,798	(175,422)	30,441
Deferred taxation (Note 23):				
- Origination and reversal of temporary differences	998,007	(821,941)	(69,644)	-
- Under/(Over) provision in prior year	126,303	(176,553)	-	-
	1,124,310	(998,494)	(69,644)	-
Taxation for the financial year	<u>2,535,457</u>	<u>773,304</u>	<u>(245,066)</u>	<u>30,441</u>

Income tax is calculated at the Malaysian statutory tax rate of 24% (2024: 24%) of the estimated assessable profit/(loss) for the financial year. Taxation for other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

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 of the Company are as follows:

	<b>Group</b>		<b>Company</b>	
	<b>2025 (RM)</b>	<b>2024 (RM)</b>	<b>2025 (RM)</b>	<b>2024 (RM)</b>
Profit/(Loss) before taxation	15,566,835	(25,737,696)	2,958,414	34,694,174
Taxation at statutory tax rate of 24% (2024: 24%)	3,736,040	(6,177,047)	710,019	8,326,602
Effect of different tax rates in other countries	(222,289)	(338,707)	-	-
Expenses not deductible for tax purposes	2,534,670	12,122,738	2,141,526	1,771,960
Tax incentive arising from pioneer status	-	(491,517)	-	-
Income not subject to tax	(3,517,780)	(4,290,028)	(2,921,189)	(10,029,238)
Deferred tax assets not recognised	227,079	124,446	-	-
Utilisation of previously unrecognised deferred tax assets	-	(69,324)	-	(69,324)
Under/(Over) provision of current taxation in prior years	(348,566)	69,296	(175,422)	30,441
Under/(Over) provision of deferred taxation in prior year	126,303	(176,553)	-	-
Taxation for the financial year	<u>2,535,457</u>	<u>773,304</u>	<u>(245,066)</u>	<u>30,441</u>

**27. EARNINGS PER SHARE**

Basic/Diluted earnings per share

Basic earnings per share of the Group is calculated by dividing the consolidated profit attributable to owners of the Company by the weighted average number of ordinary shares of the Company in issue during the financial year.

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
Profit/(Loss) for the financial year attributable to the owners of the Company (RM)	13,209,872	(26,172,607)
Weighted average number of ordinary shares issued	558,204,201	558,204,201
Basic/Diluted earnings/(loss) per share (sen)	2.37	(4.69)

The number of 50,000,000 (2024: 50,000,000) share options granted to employees under LTIP have not been included in the calculation of diluted earnings per share because they are anti-dilutive.

**28. DIVIDENDS**

	<b>Group/Company</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
Final single tier dividend of 1 sen (2024: Nil) per ordinary share paid in respect of the financial year ended 31 December 2024	5,582,042	-
Second interim single tier dividend of 1 sen (2024: Nil) per ordinary share paid in respect of the financial year ended 31 December 2023	-	5,582,042
First interim single tier dividend of 1 sen (2024: 1 sen) per ordinary share paid in respect of the financial year ended 31 December 2025/2024	5,582,042	5,582,042
	<u>11,164,084</u>	<u>11,164,084</u>

On 6 April 2026, the Directors recommended a final single-tier dividend of 1 sen per ordinary share, amounting to RM5,582,042, in respect of the financial year ended 31 December 2025.

The proposed dividend is subject to shareholders' approval at the forthcoming Annual General Meeting. Upon approval, the dividend will be recognised in equity as an appropriation of retained earnings in the financial year ending 31 December 2026.

**29. STAFF COSTS**

	Note	Group		Company	
		2025 (RM)	2024 (RM)	2025 (RM)	2024 (RM)
Salaries, bonus and other emoluments		30,920,006	32,843,205	2,245,851	2,340,797
Contribution to defined contribution plan and social security		2,937,898	2,934,073	233,909	265,857
Long term incentive plan expenses		130,637	607,150	32,316	118,515
Provision for retirement benefits	22	210,539	209,092	-	-
Total staff costs		<u>34,199,080</u>	<u>36,593,520</u>	<u>2,512,076</u>	<u>2,725,169</u>
Staff costs (excluding Directors) analysed as:					
- Charged to profit or loss		25,367,467	28,161,992	2,512,076	2,725,169
- Capitalised as intangible assets	8	8,831,613	8,431,528	-	-
Total staff costs		<u>34,199,080</u>	<u>36,593,520</u>	<u>2,512,076</u>	<u>2,725,169</u>

**30. RECONCILIATION OF LIABILITIES FROM FINANCING ACTIVITIES**

The liability from financing activity is arising from lease liabilities as disclosed in Note 17.

**31. SEGMENTAL INFORMATION****(a) Business segment**

The reportable segments of the Group derive their revenue primarily from the provision of design, programming, consultancy services and related services which are substantially within a single business segment.

Management has determined the operating segments based on the reports reviewed by the Managing Director (Chief Operating Decision Maker). The Managing Director considers the business from a geographical perspective.

The Group's operations by key operating companies are segmented into these main geographic segments: Malaysia and regional. The Regional areas consist of Hong Kong SAR China, Singapore, Australia and Indonesia.

**31. SEGMENTAL INFORMATION (CONTINUED)**

(a) Business segment (continued)

	<b>Malaysia (RM)</b>	<b>Regional (RM)</b>	<b>Total (RM)</b>
<b>2025</b>			
<u>Revenue</u>			
Total revenue	49,518,237	44,454,226	93,972,463
Inter-segment elimination	(40,200)	-	(40,200)
External revenue	<u>49,478,037</u>	<u>44,454,226</u>	<u>93,932,263</u>
<u>Results</u>			
EBITDA *	7,889,926	5,667,965	13,557,891
Amortisation of intangible assets	(3,927,599)	-	(3,927,599)
Bad debt written off	(30,861)	(6,350)	(37,211)
Depreciation of property, plant and equipment	(3,737,385)	(1,111,814)	(4,849,199)
Depreciation of investment properties	(215,248)	-	(215,248)
Depreciation of right-of-use assets	(66,820)	(1,128,901)	(1,195,721)
Dividend income	1,200,314	-	1,200,314
Fair value gain on other investments	1,061,334	324,506	1,385,840
Interest income	137,608	697,465	835,073
Finance costs	(6,582)	(41,901)	(48,483)
Gain on disposal of property, plant and equipment	10,000	-	10,000
Impairment loss on intangible assets	-	(185,081)	(185,081)
Long term incentive plan	(93,805)	(36,832)	(130,637)
Net impairment reversed on trade receivables	972,525	1,286,433	2,258,958
Provision for long service payments	-	(210,539)	(210,539)
Share of associate's results	-	7,513,143	7,513,143
Unrealised foreign exchange loss	(387,847)	(6,819)	(394,666)
Taxation	(2,249,385)	(286,072)	(2,535,457)
Segment profit for the financial year	<u>556,175</u>	<u>12,475,203</u>	<u>13,031,378</u>
Non-current assets	<u>80,825,608</u>	<u>44,407,764</u>	<u>125,233,372</u>

**31. SEGMENTAL INFORMATION (CONTINUED)**

(a) Business segment (continued)

	<b>Malaysia (RM)</b>	<b>Regional (RM)</b>	<b>Total (RM)</b>
<b>2024</b>			
<u>Revenue</u>			
Total revenue	49,239,195	58,530,207	107,769,402
Inter-segment elimination	(40,200)	-	(40,200)
External revenue	<u>49,198,995</u>	<u>58,530,207</u>	<u>107,729,202</u>
<u>Results</u>			
EBITDA *	15,245,837	7,307,989	22,553,826
Amortisation of intangible assets	(13,757,618)	-	(13,757,618)
Depreciation of property, plant and equipment	(2,976,361)	(1,137,342)	(4,113,703)
Depreciation of investment properties	(234,316)	-	(234,316)
Depreciation of right-of-use assets	(66,820)	(1,229,022)	(1,295,842)
Dividend income	1,863,179	38,318	1,901,497
Interest income	563,106	1,620,350	2,183,456
Finance costs	(14,119)	(86,264)	(100,383)
Impairment loss on goodwill	(27,000,000)	-	(27,000,000)
Intangible assets written off	-	(3,812,197)	(3,812,197)
Long term incentive plan	(401,538)	(205,612)	(607,150)
Net impairment reversed/(loss) on trade receivables	1,106,116	(778,366)	327,750
Share of associate's results	-	652,371	652,371
Unrealised foreign exchange loss	(922,758)	(404,456)	(1,327,214)
Other non-cash item	(795,479)	(312,694)	(1,108,173)
Taxation	(162,965)	(610,339)	(773,304)
Segment (loss)/profit for the financial year	<u>(27,553,736)</u>	<u>1,042,736</u>	<u>(26,511,000)</u>
Non-current assets	<u>60,401,545</u>	<u>40,969,298</u>	<u>101,370,843</u>

\* Earnings before interest, taxes, depreciation and amortisation (excluding other significant non-cash items).

(b) Information about major customers

Revenue from 1 (2024: 1) major customer amount to RM10,659,109 (2024: RM12,628,249) arising from the Malaysia segment.

### 32. CAPITAL MANAGEMENT

The primary objective of the Group's capital management is to maintain an adequate capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business.

The Group monitors capital using gearing ratio, which is total equity plus net debt. The Group's policy is to keep the lower gearing ratio. The Group includes within net debt, trade and other payables, lease liabilities less cash and cash equivalents.

	Group		Company	
	2025 (RM)	2024 (RM)	2025 (RM)	2024 (RM)
Trade and other payables	16,367,147	11,120,866	3,494,320	1,414,929
Amount owing to a subsidiary company	-	-	-	7
Amount owing to related companies	-	1,722	-	-
Lease liabilities	753,417	2,209,050	-	-
Less: cash and cash equivalents	(77,860,448)	(75,934,486)	(7,684,901)	(9,520,654)
Net liquidity	<u>(60,739,884)</u>	<u>(62,602,848)</u>	<u>(4,190,581)</u>	<u>(8,105,718)</u>
Total equity	<u>245,740,395</u>	<u>250,886,988</u>	<u>285,997,418</u>	<u>293,827,385</u>
Capital and net liquidity	<u>185,000,511</u>	<u>188,284,140</u>	<u>281,806,837</u>	<u>285,721,667</u>
Gearing ratio	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>

### 33. FINANCIAL INSTRUMENTS

The following table analyses the financial assets and financial liabilities of the Group and of the Company by the classes and categories of financial instrument to which they are assigned, and therefore by the measurement basis:

	<b>Financial assets at fair value through profit or loss (RM)</b>	<b>Financial assets and liabilities at amortised cost (RM)</b>	<b>Total (RM)</b>
<b>2025</b>			
<b>Group</b>			
<b>Financial assets</b>			
Trade and other receivables	-	12,645,370	12,645,370
Amount owing by related company	-	359	359
Other investments	65,366,342	-	65,366,342
Cash and cash equivalents	-	77,860,448	77,860,448
	<u>65,366,342</u>	<u>90,506,177</u>	<u>155,872,519</u>
<b>Financial liabilities</b>			
Trade and other payables	-	15,510,314	15,510,314
Lease liabilities	-	753,417	753,417
	<u>-</u>	<u>16,263,731</u>	<u>16,263,731</u>
<b>Company</b>			
<b>Financial assets</b>			
Trade and other receivables	-	771,451	771,451
Amount owing by subsidiary companies	-	71,552,745	71,552,745
Amount owing by related companies	-	10,200	10,200
Other investments	49,234,407	-	49,234,407
Cash and cash equivalents	-	7,684,901	7,684,901
	<u>49,234,407</u>	<u>80,019,297</u>	<u>129,253,704</u>
<b>Financial liabilities</b>			
Trade and other payables	-	3,480,897	3,480,897

**33. FINANCIAL INSTRUMENTS (CONTINUED)**

	<b>Financial assets at fair value through profit or loss (RM)</b>	<b>Financial assets and liabilities at amortised cost (RM)</b>	<b>Total (RM)</b>
<b>2024</b>			
<b>Group</b>			
<b>Financial assets</b>			
Trade and other receivables	-	13,693,342	13,693,342
Other investments	73,883,033	-	73,883,033
Cash and cash equivalents	-	75,934,486	75,934,486
	<u>73,883,033</u>	<u>89,627,828</u>	<u>163,510,861</u>
<b>Financial liabilities</b>			
Trade and other payables	-	10,028,273	10,028,273
Amount owing to related companies	-	1,722	1,722
Lease liabilities	-	2,209,050	2,209,050
	<u>-</u>	<u>12,239,045</u>	<u>12,239,045</u>
<b>Company</b>			
<b>Financial assets</b>			
Other receivables	-	593,631	593,631
Amount owing by subsidiary companies	-	67,196,602	67,196,602
Amount owing by related companies	-	9,686	9,686
Other investments	57,407,850	-	57,407,850
Cash and cash equivalents	-	9,520,654	9,520,654
	<u>57,407,850</u>	<u>77,320,573</u>	<u>134,728,423</u>
<b>Financial liabilities</b>			
Trade and other payables	-	1,414,929	1,414,929
Amount owing to a subsidiary company	-	7	7
	<u>-</u>	<u>1,414,936</u>	<u>1,414,936</u>

### 33. FINANCIAL INSTRUMENTS (CONTINUED)

#### Financial risk management

The Group's financial risk management policy is to ensure that adequate financial resources are available for the development of the Group's operations whilst managing its financial risks, including credit risk, liquidity risk and market risk.

#### Credit risk

Credit risk is the risk of a financial loss to the Group if a counterparty of a financial asset fails to meet its contractual obligations. The Group's exposure to credit risk arises mainly from trade and other receivables and intercompany receivables.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis through the review of trade receivables ageing. The Group monitors the results of the related parties regularly to safeguard credit risk on balance from intercompany receivables.

The maximum exposure to credit risk for the Group and the Company is the carrying amount of the financial assets shown in the statements of financial position.

The ageing analysis of the Group's and of the Company's trade receivables is as follows:

	Group		Company	
	2025 (RM)	2024 (RM)	2025 (RM)	2024 (RM)
Neither past due nor individually impaired	5,592,627	5,448,632	6,040	-
Past due but not individually impaired:				
- Past due less than 1 year	3,682,330	6,736,329	42,925	-
- Past due more than 1 year	-	396,588	-	-
	3,682,330	7,132,917	42,925	-
Individually impaired	764,094	866,194	15,155	120,682
	<u>10,039,051</u>	<u>13,447,743</u>	<u>64,120</u>	<u>120,682</u>

The Group's trade receivables of RM3,682,330 (2024: RM7,132,917) respectively were past due but not individually impaired. These relate to a number of independent customers for whom there is no recent history of default.

The individually impaired receivables mainly relate to trade receivables, which are facing difficulties in cash flows. As at the end of the reporting date, the impairment loss for these receivables is RM764,094 and RM15,155 (2024: RM866,194 and RM120,682) respectively.

**33. FINANCIAL INSTRUMENTS (CONTINUED)****Financial risk management (continued)**Credit risk (continued)

Movements on the Group's and the Company's loss allowance for impairment of trade receivables are as follows:

	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
<b>Group</b>		
At 1 January	3,137,730	3,539,370
Impairment loss during the financial year	174,303	1,309,462
Reversal during the financial year	(2,433,261)	(1,637,212)
Exchange differences	(8,988)	(73,890)
At 31 December	<u>869,784</u>	<u>3,137,730</u>
<b>Represented by:</b>		
Individual impairment	764,094	866,194
Lifetime expected credit loss impairment	105,690	2,271,536
	<u>869,784</u>	<u>3,137,730</u>
<b>Company</b>		
At 1 January	120,682	148,348
Reversal during the financial year	(105,466)	(27,666)
Written off during the financial year	(61)	-
At 31 December	<u>15,155</u>	<u>120,682</u>
<b>Represented by:</b>		
Individual impairment	15,155	120,682
Lifetime expected credit loss impairment	-	-
	<u>15,155</u>	<u>120,682</u>

**33. FINANCIAL INSTRUMENTS (CONTINUED)****Financial risk management (continued)**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 trade and other payables, amount owing to related companies and lease liabilities.

Cash flow forecasting is performed by monitoring the Group's liquidity requirements to ensure that it has sufficient liquidity to meet operational, financing repayments and other liabilities as they fall due.

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

	<b>Carrying amount (RM)</b>	<b>Contractual interest rate %</b>	<b>Contractual cash flow (RM)</b>	<b>On demand or within one year (RM)</b>	<b>Between one to five years (RM)</b>
<b>2025</b>					
<b>Group</b>					
Trade and other payables	15,510,314	-	15,510,314	15,510,314	-
Lease liabilities	753,417	2.10 - 3.63	765,915	636,115	129,800
	<u>16,263,731</u>		<u>16,276,229</u>	<u>16,146,429</u>	<u>129,800</u>
<b>Company</b>					
Trade and other payables	<u>3,480,897</u>	-	<u>3,480,897</u>	<u>3,480,897</u>	-

**33. FINANCIAL INSTRUMENTS (CONTINUED)****Financial risk management (continued)**Liquidity risk (continued)

	<b>Carrying amount (RM)</b>	<b>Contractual interest rate %</b>	<b>Contractual cash flow (RM)</b>	<b>On demand or within one year (RM)</b>	<b>Between one to five years (RM)</b>
<b>2024</b>					
<b>Group</b>					
Trade and other payables	10,028,273	-	10,028,273	10,028,273	-
Amount owing to related companies	1,722	-	1,722	1,722	-
Lease liabilities	2,209,050	1.30 - 4.40	2,222,048	1,403,573	818,475
	<u>12,239,045</u>		<u>12,252,043</u>	<u>11,433,568</u>	<u>818,475</u>
<b>Company</b>					
Trade and other payables	1,414,929	-	1,414,929	1,414,929	-
Amount owing a subsidiary company	7	-	7	7	-
	<u>1,414,936</u>		<u>1,414,936</u>	<u>1,414,936</u>	<u>-</u>

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and cash flow and fair value interest rate risk that may affect the Group's financial position and cash flows.

## (a) Foreign currency exchange risk

The Group and the Company are exposed to foreign currency risk on sales and purchases that are denominated in a currency other than Ringgit Malaysia. The currency giving rise to this risk is primarily Singapore Dollar, United States Dollar and Hong Kong Dollar. The Group and the Company monitor the foreign currency risks on an ongoing basis.

**33. FINANCIAL INSTRUMENTS (CONTINUED)****Financial risk management (continued)**Market risk (continued)

## (a) Foreign currency exchange risk (continued)

The net unhedged financial assets and financial liabilities of the Group and the Company that are not denominated in their functional currencies are as follows:

	<b>Financial Assets/(Liabilities) Held in Non-Functional Currency</b>			
	<b>Singapore Dollar (RM)</b>	<b>United States Dollar (RM)</b>	<b>Hong Kong Dollar (RM)</b>	<b>Total (RM)</b>
<b>Group</b>				
<b>2025</b>				
Trade receivables	-	700,397	-	700,397
Cash and bank balances	4,236,979	6,546,820	2,648	10,786,447
Trade payables	-	(214,812)	-	(214,812)
	<u>4,236,979</u>	<u>7,032,405</u>	<u>2,648</u>	<u>11,272,032</u>
<b>2024</b>				
Trade receivables	-	800,103	-	800,103
Cash and bank balances	3,639,089	6,597,787	3,287	10,240,163
Trade payables	-	(185,686)	-	(185,686)
	<u>3,639,089</u>	<u>7,212,204</u>	<u>3,287</u>	<u>10,854,580</u>
<b>Company</b>				
<b>2025</b>				
Amount owing by subsidiary companies	10,772,476	-	23,922,720	34,695,196
Cash and bank balances	4,236,979	4,676	2,648	4,244,303
Trade payables	-	(182)	-	(182)
	<u>15,009,455</u>	<u>4,494</u>	<u>23,925,368</u>	<u>38,939,317</u>
<b>2024</b>				
Amount owing by subsidiary companies	18,714,375	-	-	18,714,375
Cash and bank balances	3,639,069	5,511	3,287	3,647,867
Trade payables	-	(162,282)	-	(162,282)
	<u>22,353,444</u>	<u>(156,771)</u>	<u>3,287</u>	<u>22,199,960</u>

**33. FINANCIAL INSTRUMENTS (CONTINUED)****Financial risk management (continued)**Market risk (Continued)

## (a) Foreign currency exchange risk (continued)

Currency risk sensitivity analysis

The following table shows the sensitivity of the Group's and the Company's equity and loss net of tax to a reasonably possible change in the Singapore Dollar, United States Dollar and Hong Kong Dollar exchange rates against the functional currency of the Group, with all other variables remain constant.

	<b>Group</b>		<b>Company</b>	
	<b>Profit net of tax</b>		<b>Profit net of tax</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>	<b>(RM)</b>	<b>(RM)</b>
SGD/RM -strengthened 5%	161,005	138,285	570,359	849,431
-weakened 5%	(161,005)	(138,285)	(570,359)	(849,431)
USD/RM -strengthened 5%	267,231	274,064	171	(5,957)
-weakened 5%	(267,231)	(274,064)	(171)	5,957
HKD/RM -strengthened 5%	101	125	909,164	125
-weakened 5%	(101)	(125)	(909,164)	(125)

## (b) Interest rate risk

The Group's and the Company's income and operating cash flows are substantially independent of changes in market interest rates. Interest rate exposure arises from the Group's lease liabilities.

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 financial year are as follows:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
<b>Fixed rate instruments</b>		
Hire purchase liabilities	-	(148,479)

Interest rate risk sensitivity analysis

Since the Group's fixed rate financial assets and liabilities are measured at amortised cost, possible changes in interest rates are not expected to have a significant impact on the Group's profit or loss.

**33. FINANCIAL INSTRUMENTS (CONTINUED)****Financial risk management (continued)**Fair value information

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

The carrying amount of long term borrowings carried on the statements of financial position reasonably approximate fair value as it is a floating rate instrument that is re-priced to market interest rates on or near the reporting date.

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: Quoted prices in active markets for identical assets or liabilities.

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: Inputs for the asset or liability that is not based on observable market data.

The following table analyses the fair value hierarchy for financial instruments carried at fair value in the statements of financial position:

	<b>Level 1 Fair Value (RM)</b>	<b>Level 2 Fair Value (RM)</b>	<b>Total Fair Value (RM)</b>
<b>2025</b>			
<b>Group</b>			
Other investments	50,468	65,315,874	65,366,342
<b>Company</b>			
Other investments	50,468	49,183,939	49,234,407
<b>2024</b>			
<b>Group</b>			
Other investments	73,260	73,809,773	73,883,033
<b>Company</b>			
Other investments	73,260	57,334,590	57,407,850

The Group does not anticipate the carrying amounts of other financial instruments recorded at the reporting date to be significant different from the values that would eventually settled.

### 34. RELATED PARTY DISCLOSURES

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

- (a) The significant related party transactions of the Group and the Company, other than key management personnel compensation, are as follows:

	<b>Group/Company</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
Rental income received/receivable from related company:		
- Netinfinium Solutions Sdn. Bhd.	(62,400)	(54,000)
Management fees received/receivable from related company:		
- Netinfinium Solutions Sdn. Bhd.	(60,000)	(60,000)
	<b>Company</b>	
	<b>2025</b>	<b>2024</b>
	<b>(RM)</b>	<b>(RM)</b>
Management fees received/receivable from subsidiary companies:		
- N2N Connect Pte. Ltd.	(790,837)	(982,768)
- N2N Global Solutions Sdn. Bhd.	(1,149,812)	(1,389,206)
- NGN Connection Sdn. Bhd.	(901,582)	(1,134,808)
- Hermes Bos Sdn. Bhd.	(60,000)	(60,000)
Rental income received/receivable from subsidiary companies:		
- N2N Global Solutions Sdn. Bhd.	(341,203)	(193,698)
- NGN Connection Sdn. Bhd.	(189,946)	(307,638)
- Hermes Bos Sdn. Bhd.	(24,960)	(24,000)
Dividend received/receivable from subsidiary companies:		
N2N-AFE International Limited	(6,000,000)	(11,000,000)
NGN-AFE International Limited	(3,000,000)	(4,000,000)
N2N Connect Pte. Ltd.	(1,000,000)	-

**34. RELATED PARTY DISCLOSURES (CONTINUED)**

- (b) Information regarding outstanding balances arising from related party transactions as at the end of the reporting period are disclosed in Notes 11 and 12 to the financial statements.
- (c) Key management personnel are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly. The key management personnel include all the Directors of the Company, and certain members of senior management of the Group.

Information regarding the compensation of key management personnel is as follows:

	<b>Group</b>		<b>Company</b>	
	<b>2025 (RM)</b>	<b>2024 (RM)</b>	<b>2025 (RM)</b>	<b>2024 (RM)</b>
Salaries, bonus and other emoluments	8,165,846	12,146,487	2,158,123	2,747,176
Contribution to defined contribution plan and social security	319,471	362,636	95,245	127,251
	<u>8,485,317</u>	<u>12,509,123</u>	<u>2,253,368</u>	<u>2,874,427</u>

**35. SUBSEQUENT EVENT**

Acquisition of Investment in Associate

On 30 October 2025, a subsidiary of the Company entered into an agreement to acquire a 33% equity interest in Asia Travel Soft Sdn. Bhd., which is principally engaged in the development, licensing, operation and support of software platforms and digital solutions for the travel and tourism industry, for a total consideration of RM1,000,000. The acquisition was completed on 15 January 2026 and is not expected to have a material impact on the Group's financial position or financial performance.

**36. CAPITAL COMMITMENT**

	<b>Group</b>	
	<b>2025 (RM)</b>	<b>2024 (RM)</b>
Capital commitments in relation to acquisition of investment in associate (Note 35)	<u>1,000,000</u>	<u>-</u>

### 37. MATERIAL LITIGATION

On 31 March 2021, N2N Connect Berhad and a few of its subsidiaries (collectively referred to as “Plaintiffs”) filed a civil suit at the High Court of Malaya at Kuala Lumpur (“High Court”) against Chua Tiong Hoong, Ahmad Ashraf bin Azman, Shyam Sundar Rayudu, Wong Voon Fui, Finevo Technology Sdn Bhd and AK Partner Hybrid Connect Sdn Bhd (collectively referred to as “Defendants”) inter alia for breach of N2N’s intellectual property rights, including but not limited to the copyright and trade secrets in the source codes and marketing materials; breach of fiduciary duties and breach of confidence (“Main Suit”).

On 2 April 2021, the Plaintiffs obtained an Anton Piller Order (“Order” or “APO”) from the High Court. The Order allows the Plaintiffs, subject to the terms and conditions of the Order, to enter the Defendants’ premises to inspect, take possession of documents, records or other items, which may form evidence in an action against the Defendants.

On 22 October 2021, the Defendants filed their appeals in the Court of Appeal against the High Court’s dismissal of their applications to set aside the APO. The Court of Appeal had on 6 July 2023 allowed the Defendants’ appeals and set aside the APO.

Following the decision of the Court of Appeal, the Plaintiffs had on 14 July 2023 filed the Notices of Motion for Leave to Appeal to the Federal Court. The Federal Court had on 7 December 2023 granted the Plaintiffs’ Motions for Leave to Appeal. On 18 December 2023 the Plaintiffs filed their Notices of Appeal to the Federal Court. The Federal Court heard the Appeals on 29 April 2024 and allowed the Plaintiffs’ Appeal against the 1st, 3rd, 4th, 5th and 6th Defendants with costs and set aside the Court of Appeal’s Order dated 6 July 2023 and reinstated the Plaintiffs’ Anton Piller Order granted by the High Court on 2 April 2021.

On 25 July 2023, the Plaintiffs have filed an application for discovery in the High Court against the Defendants to obtain documents from Defendants to be used as evidence during the Trial. On 8 December 2023, the High Court dismissed the Plaintiffs’ Discovery Application (“Encl. 423”). On 4 January 2024, the Plaintiffs filed a Notice of Appeal to the Court of Appeal against the dismissal of Encl. 423. The Court of Appeal has on 5 December 2024 allowed the Plaintiffs’ Appeal. Subsequently, the High Court has granted a Consent Order dated 10.02.2025 for Plaintiffs’ access to discovery documents.

On 27 May 2024, the Plaintiffs filed an application in the High Court for directions to extract and analyse the APO Information pursuant to the decision by the Federal Court in reinstating the Plaintiffs’ APO. The High Court had on 7 April 2025 granted the order for Extraction and Analysis of the APO Information.

The Plaintiffs have filed an Originating Summons at the Kuala Lumpur High Court to set aside the Consent Judgment dated 1 March 2024 for the withdrawal of the 2nd, 3rd and 4th Defendants from the Main Suit. The Originating Summons was heard on 20th March 2025 and was struck off. The Plaintiffs have filed a Notice of Appeal to the Court of Appeal on 18 April 2025 and have discontinued the Appeal on 16 June 2025.

The trial of the Main Suit started from 25 to 29 August 2025 and on 7, 8, and 13 October 2025 and 24 to 25 March 2026. The High Court has fixed further trial dates on 13, 16 and 17 April and 12, 14, and 15 May 2026 for continued hearing.

In the Directors opinion, based on its examination of the developments to date and discussions with its legal counsel, the ultimate outcome of legal proceedings is not expected to have a material adverse effect on the Group and the Company’s financial position.

**38. COMPARATIVE FIGURE**

Comparative figures for previous financial year have been reclassified to conform with current financial year's presentation as follows:

	<b>As previously stated (RM)</b>	<b>Reclassification (RM)</b>	<b>After reclassification (RM)</b>
<b>Group</b>			
<b>31 December 2024</b>			
<b>Effect on Profit or Loss and Other Comprehensive Income:</b>			
Other operating income	5,879,847	(558,866)	5,320,981
Administration expenses	(93,957,389)	1,837,531	(92,119,858)
Net foreign exchange loss	-	(1,278,665)	(1,278,665)
<b>Effect on Statements of Financial Position:</b>			
Contract liabilities	-	6,721,793	6,721,793
Other payables	15,200,203	(6,721,793)	8,478,410
<b>Effect on Statements of Cash Flows: Changes in Working Capital:</b>			
Other payables	50,031	(79,984)	(29,953)
Contract liabilities	-	79,984	79,984
<b>Cash Flows from Operating Activities:</b>			
Interest paid	(100,383)	100,383	-
<b>Cash Flows from Financing Activities</b>			
Repayment of lease liabilities	(1,522,710)	(100,383)	(1,623,093)
<b>Company</b>			
<b>31 December 2024</b>			
<b>Effect on Profit or Loss and Other Comprehensive Income:</b>			
Other operating income	47,388,174	(2,129)	47,386,045
Administration expenses	(12,694,000)	795,260	(11,898,740)
Net foreign exchange loss	-	(793,131)	(793,131)

**39. DATE OF AUTHORISATION FOR ISSUE**

The financial statements of the Group and of the Company for the financial year ended 31 December 2025 were authorised for issue in accordance with a resolution of the Board of Directors dated 6 April 2026.

# ADDITIONAL INFO

**183** Disclosure of Financial Data for Shariah Screening

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**186** List of Property

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**187** Analysis of Shareholdings

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**191** Notice of AGM

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**199** Proxy Form

## DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

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

### (A) Group Total Income and Total Assets

Total Income	Remark	Group	
		2025 (RM)	2024 (RM)
Revenue		93,932,263	107,729,202
Other income		4,684,695	5,320,981
Share of result of associates		7,513,143	652,371
<b>Total</b>		<b>106,130,101</b>	<b>113,702,554</b>
<b>Total Assets</b>		<b>274,636,738</b>	<b>277,540,483</b>

### (B) Business Activities

Shariah Non-Compliant Activities	Remark	Group	
		2025 (RM)	2024 (RM)
Conventional banking & finance and related services	Income from share of associate's results	7,513,143	652,371
Interest income	Income from conventional bank accounts	734,639	1,768,355
Dividend income received from conventional shares and instruments	Income from conventional Unit trust funds	1,200,314	59,113
Other Shariah non-compliant activities (please specify under the remarks column)	Fair value gain on other conventional investments	1,268,458	69,914
<b>Total</b>		<b>10,716,554</b>	<b>2,549,753</b>

**(C) Component of Financial Position**

<b>(i) Cash Component</b>		<b>Group</b>	
		<b>2025 (RM)</b>	<b>2024 (RM)</b>
<b>Islamic Account/Instruments</b>	<b>Remark</b>		
Cash at bank (exclude cash at hand)		16,852,891	16,312,169
Cash in hand		5,493	7,809
Unit trust funds		10,090,027	21,421,385
Financial assets/instruments*	Quoted Shares	50,468	73,260
<b>Totals</b>		<b>26,998,879</b>	<b>37,814,623</b>
<b>Conventional Account/ Instruments</b>			
Cash at bank (exclude cash in hand)		61,002,064	59,614,508
Unit trust funds		39,191,363	52,388,388
Financial assets/instruments*	Discretionary portfolio investment	16,034,484	-
<b>Total</b>		<b>116,227,911</b>	<b>112,002,896</b>
<b>(ii) Debt Component</b>		<b>Group</b>	
		<b>2025 (RM)</b>	<b>2024 (RM)</b>
<b>Islamic Financing</b>	<b>Remark</b>		
<b>Current</b>			
Amount due to Shareholder/Subsidiary/Associate/ Joint Venture/Directors/ Third Party without interest	Amount owing to related companies	-	1,722
<b>Non-Current</b>			
Other Islamic financing facility (please specify in the remarks column)	Not applicable	-	-
<b>Totals</b>		<b>-</b>	<b>1,722</b>
		<b>Group</b>	
		<b>2025 (RM)</b>	<b>2024 (RM)</b>
<b>Conventional Borrowing</b>	<b>Remark</b>		
<b>Current</b>			
Hire purchase payables	Recognised under lease liabilities	-	89,767
<b>Non-Current</b>			
Other interest bearing debt (please specify in the remarks column)	Not applicable	-	-
<b>Totals</b>		<b>-</b>	<b>89,767</b>

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## LIST OF PROPERTY OF N2N CONNECT BERHAD AS OF 31 DECEMBER 2025

Postal Address	Approximate Age of Building	Tenure / Date of Acquisition	Remaining Lease Period (expiry of Lease)	Current Use	Land Area (SQ Feet)	Carrying Amount as of 31 December 2025 (RM '000)
Wisma N2N Tower 2, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur	16 years	Leasehold / 3 June 2011	82 Years (16 August 2106)	Corporate Offices	54,059	28,625

**ANALYSIS OF SHAREHOLDINGS AS OF 19 MARCH 2026  
(BASED ON RECORD OF DEPOSITORS)**

Type of Securities	: Ordinary Shares
Total number of Shares issued	: 558,204,201 Ordinary Shares
Voting rights	: One vote per Ordinary Share
No. of shareholders	: 3,582

**1. DISTRIBUTION SCHEDULE OF SHAREHOLDERS**

<u>No. of Holders</u>	<u>Holdings</u>	<u>Total Holdings</u>	<u>%</u>
63	Less than 100	1,307	0.00
410	100 to 1,000	242,668	0.04
1,727	1,001 to 10,000	9,682,080	1.74
1,143	10,001 to 100,000	37,856,260	6.78
235	100,001 to less than 5% of issued shares	155,902,990	27.93
4	5% and above of issued shares	354,518,896	63.51
<hr/> 3,582 <hr/>		<hr/> 558,204,201 <hr/>	<hr/> 100.00 <hr/>

**2. LIST OF THIRTY (30) LARGEST SECURITIES ACCOUNTHOLDERS**

<b>Name</b>	<b>No. of Shares</b>	<b>Percentage %</b>
1. Amsec Nominees (Asing) Sdn Bhd <i>Pledged Securities Account For Hundsun Holdings Limited</i>	132,055,852	23.66
2. N2N Connect Holdings Sdn Bhd	99,622,095	17.85
3. CGS International Nominees Malaysia (Asing) Sdn Bhd <i>Exempt An for CGS International Securities Singapore Pte. Ltd. (Retail Clients)</i>	71,188,959	12.75
4. TA Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account for Quah Choon Wah</i>	51,651,990	9.25
5. Wong Kok Ping	19,015,266	3.41
6. CGS International Nominees Malaysia (Tempatan) Sdn Bhd <i>Exempt An for CGS International Securities Singapore Pte. Ltd. (Retail Clients)</i>	18,040,857	3.23
7. Citigroup Nominees (Asing) Sdn Bhd <i>Exempt An for UBS Switzerland AG (Clients Assets)</i>	17,280,000	3.10
8. Chua Hock Ann	7,061,362	1.27
9. Maybank Securities Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account for Tan Kuan Teck</i>	6,609,100	1.18
10. CGS International Nominees Malaysia (Tempatan) Sdn Bhd <i>Pledged Securities Account for Goh Ching Chee (MY0605)</i>	5,630,800	1.01
11. Tan Kuan Teck	4,568,900	0.82
12. Chan See Wai	4,048,856	0.73
13. Lai Sok Kun	2,913,100	0.52
14. Lim Kok Tean	2,363,916	0.42
15. Chen Boon Chew	1,765,000	0.32
16. Public Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account for Siaw Teck Siong (E-PDG)</i>	1,752,600	0.31
17. Aw Kheng Tong	1,480,000	0.27
18. Loh Lan Jin @ Loh Luan Eng	1,354,000	0.24

19. Liew Kim Loong	1,201,400	0.22
20. Maybank Nominees (Tempatan) Sdn Bhd <i>Exempt An for Tradeview Capital Sdn Bhd</i>	1,168,600	0.21
21. Tang Yim Heng	1,135,300	0.20
22. Lim Seng Keong	1,100,000	0.20
23. Lai Wei Suen	1,008,466	0.18
24. Goh Ching Chee	1,000,000	0.18
25. Saw Ghee Keong	1,000,000	0.18
26. UOB Kay Hian Nominees (Asing) Sdn Bhd <i>Exempt An for UOB Kay Hian Pte Ltd (A/C Clients)</i>	991,100	0.18
27. Wong Pheng Kuen	991,000	0.18
28. Kenanga Nominees (Tempatan) Sdn Bhd <i>Rakuten Trade Sdn Bhd for Tan Seok Kee</i>	979,900	0.18
29. Chan See Wai	968,800	0.17
30. Maybank Nominees (Tempatan) Sdn Bhd <i>Lee Yan San</i>	850,000	0.15
	<b>460,797,219</b>	<b>82.57</b>

**3. LIST OF SUBSTANTIAL SHAREHOLDERS**

Name	No. of Shares (Direct)	Percentage (%)	No. of Shares (Indirect)	Percentage (%)
1. Hundsun Holdings Limited	132,055,852	23.66	-	-
2. Hundsun Technologies Inc.	-	-	132,055,852 <sup>(1)</sup>	23.66
3. N2N Connect Holdings Sdn Bhd	99,622,095	17.85	-	-
4. TA Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account for Quah Choon Wah</i>	51,651,990	9.25	-	-
5. Tiang Boon Hwa	38,421,033	6.88	117,662,952 <sup>(2)</sup>	21.08
6. Lai Su Ping	18,040,857	3.23	138,043,128 <sup>(3)</sup>	24.73

**4. DIRECTORS' INTEREST IN SHARES IN THE COMPANY AND ITS RELATED COMPANIES**

*(based on Register of Directors' Shareholding)*

Name	No. of Shares (Direct)	Percentage (%)	No. of Shares (Indirect)	Percentage (%)
1. Tiang Boon Hwa	38,421,033	6.88	117,662,952 <sup>(2)</sup>	21.08
2. Lai Su Ping	18,040,857	3.23	138,043,128 <sup>(3)</sup>	24.73
3. Dato' Sim Kia Ju	-	-	-	-
4. Goh Ching Chee	6,630,800	1.19	-	-
5. Elaine Foong Sooi Jade	-	-	-	-
6. Chua Hock Seng	-	-	-	-
7. Lin, Lin	-	-	-	-

The above Directors by virtue of their shareholdings in the Company are also deemed interested in shares in the related corporations to the extent the Company has an interest.

**NOTE:**

- (1) *Deemed interested by virtue of its interest in Hundsun Holdings Limited.*
- (2) *Deemed interested by virtue of his interest in N2N Connect Holdings Sdn Bhd and his spouse, Lai Su Ping's interest, pursuant to Sections 8 and 59 of the Companies Act 2016.*
- (3) *Deemed interested by virtue of her interest in N2N Connect Holdings Sdn Bhd and her spouse, Tiang Boon Hwa's interest, pursuant to Sections 8 and 59 of the Companies Act 2016.*

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Twenty Fifth Annual General Meeting (“AGM”) of the Company will be held at Wisma N2N, Level 9, Tower 2, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia on Thursday, 21 May 2026 at 10:00 a.m. to transact the following business:

### Agenda

#### Ordinary Business

1. To lay before the Meeting the Audited Financial Statements for the financial year ended 31 December 2025 and the Reports of the Directors and Auditors thereon.  
[Please refer to Notes (i)]
2. To approve the payment of Directors’ Fees of RM935,034 for the financial year ending 31 December 2026.  
[Please refer to Notes (ii)] *(Ordinary Resolution 1)*
3. To approve the payment of Directors’ benefits (excluding Directors’ Fees) up to an amount of RM20,000 payable from 1 January 2026 until the next Annual General Meeting of the Company to be held in the year 2027.  
[Please refer to Notes (iii)] *(Ordinary Resolution 2)*
4. To approve a final dividend of 1 sen per share (Single Tier Dividend) for the financial year ended 31 December 2025. *(Ordinary Resolution 3)*
5. To re-elect the following Directors retiring in accordance with Clause 103(1) of the Company’s Constitution:
  - 5.1 Mr Chua Hock Seng *(Ordinary Resolution 4)*
  - 5.2 Ms Lai Su Ping *(Ordinary Resolution 5)*
6. To re-appoint HLB Ler Lum Chew PLT as Auditors of the Company and to authorise the Board of Directors to determine their remuneration. *(Ordinary Resolution 6)*

#### Special Business

7. To consider and if thought fit, to pass the following as an ordinary resolution, with or without modification :-

#### **AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016**

“THAT, subject to the Companies Act, 2016, the Constitution of the Company, the Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) for the ACE Market (“ACE LR”) and the approval of such relevant government and/or regulatory authorities where necessary, the Directors be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Companies Act, 2016, to allot and issue ordinary shares in the Company at any time until the conclusion of the next Annual General Meeting (“AGM”) and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of ordinary shares to be issued does not exceed ten percent (“10%”) of the total number of issued shares (excluding treasury shares) of the Company at the time of issue, and that the Directors be and are also empowered to obtain the approval of Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued.

*(Ordinary Resolution 7)*

AND THAT in connection with the above, pursuant to Section 85 of the Companies Act, 2016 and Clause 13 of the Constitution of the Company, the shareholders do hereby waive the statutory pre-emptive rights of the offered shares in proportion of their holdings at such price and at such terms to be offered arising from any issuance of new shares pursuant to this mandate by the Company.

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

AND THAT such authority shall continue to be in force until the conclusion of the next AGM of the Company.”

8. To consider and if thought fit, to pass the following as an ordinary resolution, with or without modification :-

**PROPOSED RENEWAL OF THE AUTHORITY FOR THE COMPANY TO PURCHASE UP TO TEN PERCENT (10%) OF ITS TOTAL NUMBER OF ISSUED SHARES (“PROPOSED SHARE BUY-BACK”)**

“THAT, subject to the Companies Act, 2016, the Constitution of the Company, the Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) for the ACE Market (“ACE LR”) and the approval of such relevant government and/or regulatory authorities where necessary, the Company be and is hereby authorised to purchase its own ordinary shares (“Shares”) on the ACE Market of Bursa Securities (“Proposed Share Buy-Back”) at any time, upon such terms and conditions as the Directors shall in their discretion deem fit and expedient in the best interest of the Company provided that:-

*(Ordinary Resolution 8)*

- a. The aggregate number of Shares in the Company which may be purchased and/or held by the Company shall not exceed ten percent (10%) of the total number of issued shares of the Company and in compliance with the public shareholding spread requirements as stipulated in Rule 8.02(1) of the ACE LR or such other requirements as may be determined by Bursa Securities from time to time;

- b. The maximum funds to be allocated by the Company for the purpose of purchasing the Shares shall not exceed the aggregate of the retained profit of the Company based on the latest Audited and unaudited Financial Statements of the Company (where applicable) available at the time of purchase(s);
- c. The authority conferred by this resolution will commence after the passing of this ordinary resolution and will continue to be in force until:-
  - (i) the conclusion of the next Annual General Meeting (“AGM”) at which time it shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions; or
  - (ii) the expiration of the period within which the next AGM after that date is required by law to be held; or
  - (iii) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first; and

- d. That upon completion of the purchase by the Company of its own ordinary shares, the Board of Directors be and are hereby authorized to deal with the ordinary shares purchased in their absolute discretion in the following manner:
  - (i) cancel all or part of the Purchased Shares; and/or
  - (ii) retain all or part of the Purchased Shares as Treasury Shares; and/or
  - (iii) distribute all or part of the Treasury Shares as share dividends to the Company’s shareholders; and/or
  - (iv) resell all or part of the Treasury Shares on Bursa Securities; and/or
  - (v) transfer all or part of the Treasury Shares for the purposes of or under an employees’ share scheme; and/or
  - (vi) transfer all or part of the Treasury Shares as purchase consideration; and /or
  - (vii) sell, transfer or otherwise use all or part of the Treasury Shares for such other purposes as the Minister may by order prescribe.

AND THAT authority be and is hereby given to the Board of Directors to take all such steps as are necessary or expedient to implement, finalise and give full effect to the Proposed Share Buy-Back with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be required or imposed by the relevant authorities from time to time and to do all such acts and things as the Directors may deem fit and expedient in the best interest of the Company.”

- 9. To consider and if thought fit, to pass the following as an ordinary resolution, with or without modification :-

**PROPOSED RETENTION OF INDEPENDENT DIRECTOR**

“That Mr Goh Ching Chee, who will be completing his term of nine years as an Independent Non-Executive Director of the Company on 4 January 2027, be retained as an Independent Non-Executive Director of the Company and to hold office until the conclusion of the next Annual General Meeting of the Company.”

*(Ordinary Resolution 9)*

10. To consider and if thought fit, to pass the following as an ordinary resolution, with or without modification :-

**PROPOSED REDESIGNATION OF MS ELAINE FOONG SOOI JADE AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR**

“That Ms Elaine Foong Sooi Jade, who was redesignated as a Non-Independent Non-Executive Director following the conclusion of the Company’s Annual General Meeting held on 29 May 2025, be and is hereby re-designated as an Independent Non-Executive Director of the Company with effect from the conclusion of this Meeting and to hold office as an Independent Non-Executive Director until the conclusion of the next Annual General Meeting of the Company.”

*(Ordinary Resolution 10)*

11. To transact any other business of which due notice shall have been given.

## **NOTICE OF DIVIDEND ENTITLEMENT**

**NOTICE IS HEREBY GIVEN** that subject to the approval of the shareholders at the Twenty Fifth AGM to be held on 21 May 2026, a Final Dividend of 1 sen per share (Single Tier Dividend) in respect of the financial year ended 31 December 2025 will be paid on 30 June 2026 to shareholders whose names appear in the Company's Record of Depositors on 12 June 2026.

A Depositor shall qualify for entitlement only in respect of:

- a. Securities transferred into the Depositor's Securities Account before 4:30 p.m. on 12 June 2026 in respect of transfers; and
- b. Securities bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

**FURTHER NOTICE IS HEREBY GIVEN THAT** for the purpose of determining a member who shall be entitled to attend this Twenty Fifth Annual General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. ("Bursa Depository") in accordance with Clause 71 of the Company's Constitution and Section 34 (1) of the Securities Industry (Central Depositories) Act 1991 to issue a General Meeting Record of Depositors as at 15 May 2026. Only a depositor whose name appears on the Record of Depositors as at 15 May 2026 shall be entitled to attend the said meeting or appoint proxy/proxies to attend and/or vote on his/her behalf.

By order of the Board

**HO MUN YEE (SSM PC NO. : 201908003292) (MAICSA 0877877)**  
**CHO MEI THO (SSM PC NO. : 201908003284) (MAICSA 7036543)**  
**Company Secretaries**

Kuala Lumpur  
21 April 2026

### **NOTES:**

1. *A proxy may but need not be a member of the Company.*
2. *A member shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy. If the appointor is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.*
3. *The instrument appointing a proxy must be deposited at the Company's Share Registrar's office at Boardroom Share Registrars Sdn. Bhd., 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof. Individual shareholders can also have the option to submit the proxy appointment electronically via the Share Registrar's website, Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> before the proxy form submission cut-off time as mentioned above. For further information on the electronic submission of proxy form, kindly refer to the Administrative Guide.*

**NOTES:**

- i. The Audited Financial Statements are for discussion only as they do not require shareholders' approval pursuant to Section 340(1) of the Companies Act 2016. Hence this matter will not be put for voting.
- ii. The proposed Directors' Fees based on the current number of Directors are as follows:

<b>CATEGORY</b>	<b>RM (per Director, per annum)</b>
Chairperson of the Board and the Committees	155,839
Executive Director	155,839
Independent Non-Executive Director	133,403

- iii. The benefits payable to the Directors (excluding Directors' Fees) comprises meeting allowances. The estimated meeting allowances payable to the Directors from 1 January 2026 until the next Annual General Meeting to be held in the year 2027, are calculated based on the number of scheduled meetings for Board of Directors, Board Committees and general meetings of the Company.

**EXPLANATORY NOTES ON SPECIAL BUSINESS****A. Authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016**

Ordinary Resolution 7, if passed, will give authority to the Directors of the Company, from the date of the above Annual General Meeting ("AGM"), to issue ordinary shares in the Company up to and not exceeding ten percent ("10%") of the total number of issued shares (excluding treasury shares) of the Company at the time of issue. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting.

Ordinary Resolution 7, if passed, will exclude the statutory pre-emptive right of the Company's shareholders to be offered any new Shares to be issued by the Company pursuant to the authority given under Sections 75 and 76 of the Companies Act 2016.

As at the date of this Notice, no new ordinary shares in the Company were issued pursuant to the mandate granted to the Directors at the last AGM held on 29 May 2025, in which the said mandate will lapse at the conclusion of this AGM.

The Renewed Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding future investment project(s), working capital, acquisitions and/or such other applications that the Directors may in their absolute discretion deem fit.

**B. Proposed Renewal of Authority to Buy-Back Shares**

Ordinary Resolution 8, if passed, will provide mandate for the Company to buy-back its own shares up to a limit of ten percent ("10%") of the total number of issued shares of the Company. Further explanatory notes on Ordinary Resolution 8 is set out in the Share Buy-Back Statement to Shareholders dated 21 April 2026.

### C. Proposed Retention of Independent Director

Mr Goh Ching Chee, who was appointed on 5 January 2018, will be completing his tenure of nine (9) years on 4 January 2027. In line with the recommendation of the Malaysian Code on Corporate Governance (Practice 5.3), the Company is seeking shareholder's approval for his retention as an Independent Non-Executive Director of the Company beyond nine (9) years. Ordinary Resolution 9, if passed, will enable Mr Goh to be retained as an Independent Non-Executive Director of the Company.

The Board of Directors has vide the Nomination and Remuneration Committee conducted an assessment of independence on Mr Goh and recommended him to continue to act as an Independent Non-Executive Director based on the following justifications:-

#### Justifications

- a. He has met the independence guidelines as set out in Chapter 1 of the Bursa Malaysia Securities Berhad ACE Market Listing Requirements and is therefore able to give independent opinion to the Board;
- b. Being director for close to nine years has enabled him to contribute positively during deliberations/discussions at meetings as he is familiar with the operations of the Company and possess knowledge of the Company's operations;
- c. He has contributed sufficient time and exercised due care during his tenure as an Independent Non-Executive Director;
- d. He has discharged his professional duties in good faith and also in the best interest of the Company and shareholders;
- e. He has the calibre, qualifications, experiences and personal qualities to challenge management in an effective and constructive manner; and
- f. He has never compromised on his independent judgement.

### D. Proposed Redesignation of Ms Elaine Foong Sooi Jade as an Independent Non-Executive Director

At the Company's 24th Annual General Meeting held on 29 May 2025, the retention of Ms Elaine Foong Sooi Jade as an Independent Non-Executive Director was not approved via the two-tier voting process, having not met the requisite majority under Tier 1 voting. Consequently, she was redesignated as a Non-Independent Non-Executive Director.

Ms Foong has served the Board for more than 10 years. The Board of Directors has vide the Nomination and Remuneration Committee reassessed her independence and recommended her to be redesignated as an Independent Non-Executive Director based on the following justifications:-

- a. She continues to meet the criteria of independence as set out in Chapter 1 of the Bursa Malaysia Securities Berhad ACE Market Listing Requirements and continues to demonstrate independence in character and judgment;
- b. She has no business dealings or other relationships with the Company or its subsidiaries;
- c. She is not involved in any transactions or arrangements that would impair her independence;
- d. She continues to exercise objective judgment and actively contributes to Board deliberations, including providing constructive challenge to Management; and
- e. She has consistently acted in the best interest of the Company and its shareholders.

The Board acknowledges that there have been no changes in circumstances affecting her independence

since the 2025 AGM. The Board further notes that Ms Foong possesses the financial expertise, which enables her to contribute meaningfully to the deliberations of the Audit Committee. Her re-designation as an Independent Non-Executive Director would enhance the quality of independent scrutiny within the Audit Committee, particularly in matters relating to financial reporting and internal controls.

The Board is of the view that her independence is not impaired and is seeking shareholders' approval to re-designate her as an Independent Non-Executive Director at the forthcoming AGM via a two-tier voting process.

## **STATEMENT ACCOMPANYING THE NOTICE OF ANNUAL GENERAL MEETING**

### **A. Further Details of the Directors who are standing for re-election as Directors**

The details of the Directors who are standing for re-election at the Twenty Fifth Annual General Meeting are set out in the Directors' Profile of the Company's 2025 Annual Report. No individual other than the retiring Directors are seeking election as Directors at the Twenty Fifth Annual General Meeting.

The retiring Directors have been assessed by the Nomination and Remuneration Committee and the Board of Directors. The Directors recommended the retiring Directors for re-election at the Twenty Fifth Annual General Meeting after considering their experience, integrity, competence, performance and commitment in discharging their roles as Directors of the Company.

### **B. Mandate for Issuance of Shares**

Further details of the authority to Directors to issue ordinary shares in the Company pursuant to Sections 75 and 76 of the Companies Act, 2016 are as stated above in the Explanatory Notes on Special Business.

#### Personal Data Privacy

By registering for the meeting and/or submitting an instrument appointing proxy(ies) and/or representative(s) to attend, speak and vote at this AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of processing and the administration by the Company (or its agents) of proxies and representatives appointed for this AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to this AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purpose"); (ii) warrants that the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure of the proxy(ies) and/or representative(s) personal data by the Company for the Purpose; and (iii) agrees that the member will indemnify the Company (or its agents) in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Note : The term "processing" and "personal data" shall have the meaning as defined in the Personal Data Protection Act, 2010.



**N2N CONNECT BERHAD**  
200001020530 (523137-K)  
(Incorporated in Malaysia)

PROXY FORM

CDS Account No. :

No. of Shares held :

Tel No:

I/We, \_\_\_\_\_  
(Full name in Block Letters and NRIC/Passport/Company No.)

of \_\_\_\_\_  
(Address)

being a member(s) of N2N CONNECT BERHAD, hereby appoint

Full Name (in Block Letters) and address	NRIC/Passport No.	% of Shareholding

or failing him/her

Full Name (in Block Letters) and address	NRIC/Passport No.	% of Shareholding

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 Twenty Fifth Annual General Meeting of the Company to be held at Wisma N2N, Level 9, Tower 2, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia on Thursday, 21 May 2026 at 10:00 a.m. or at any adjournment thereof.

		FOR	AGAINST
Ordinary Resolution 1	Directors' fees for the year ending 31 December 2026		
Ordinary Resolution 2	Directors' benefits		
Ordinary Resolution 3	Declaration of final dividend		
Ordinary Resolution 4	Re-election of Mr Chua Hock Seng		
Ordinary Resolution 5	Re-election of Ms Lai Su Ping		
Ordinary Resolution 6	Re-appointment of Auditors		
Ordinary Resolution 7	Authority to allot and issue shares pursuant to Sections 75 and 76		
Ordinary Resolution 8	Proposed Share Buy-Back		
Ordinary Resolution 9	Retention of Independent Director – Mr Goh Ching Chee		
Ordinary Resolution 10	Redesignation of Independent Director – Ms Elaine Foong Sooi Jade		

*Subject to any voting instructions so given, the proxy will vote, or may abstain from voting on any resolution as he/she may think fit.*

\_\_\_\_\_  
Signature(s)/Common Seal of Shareholder

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2026

NOTES

- A proxy may but need not be a member of the Company.*
- A member shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy. If the appointor is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.*
- The instrument appointing a proxy must be deposited at the Company's Share Registrar's office at Boardroom Share Registrars Sdn. Bhd., 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof. Individual shareholders can also have the option to submit the proxy appointment electronically via the Share Registrar's website, Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> before the proxy form submission cut-off time as mentioned above. For further information on the electronic submission of proxy form, kindly refer to the Administrative Guide.*

Personal Data Privacy

*By submitting an instrument appointing a proxy(ies) and or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 21 April 2026.*

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AFFIX  
STAMP

The Share Registrar  
N2N CONNECT BERHAD  
200001020530 (523137-K)  
Boardroom Share Registrars Sdn. Bhd.,  
11th Floor, Menara Symphony,  
No. 5, Jalan Prof. Khoo Kay Kim,  
Seksyen 13,  
46200 Petaling Jaya,  
Selangor Darul Ehsan

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# CORPORATE INFORMATION

## COMPANY SECRETARIES

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Ho Mun Yee  
MAICSA: 0877877  
SSM PC NO: 201908003292

Cho Mei Tho  
MAICSA: 7036543  
SSM PC NO: 201908003284

## REGISTERED OFFICE

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3rd Floor, No. 17 Jalan Ipoh Kecil, 50350 Kuala Lumpur  
T: 603. 4044 3235  
F: 603. 4041 3959  
email: esprit@espritms.com.my

## HEAD OFFICE

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Wisma N2N, Level 9, Tower 2, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur  
T: 603. 2241 1818  
F: 603. 2241 1616  
website: www.n2nconnect.com

## AUDITORS

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HLB Ler Lum Chew PLT (201906002362 & AF0276)  
Chartered Accountants  
Level 23, Hampshire Place Office 157, Hampshire, 1 Jalan Mayang Sari, Off, Jln Tun Razak, 50450 Kuala Lumpur  
T: 603. 7890 5588

## REGISTRAR

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Boardroom Share Registrars Sdn. Bhd.  
199601006647 (Co. No. 378993-D)  
11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200, Petaling Jaya, Selangor, Malaysia  
T: 603. 7890 4700  
F: 603. 7890 4670

## PRINCIPAL BANKERS

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Standard Chartered Saadiq Berhad  
OCBC Bank (Malaysia) Berhad

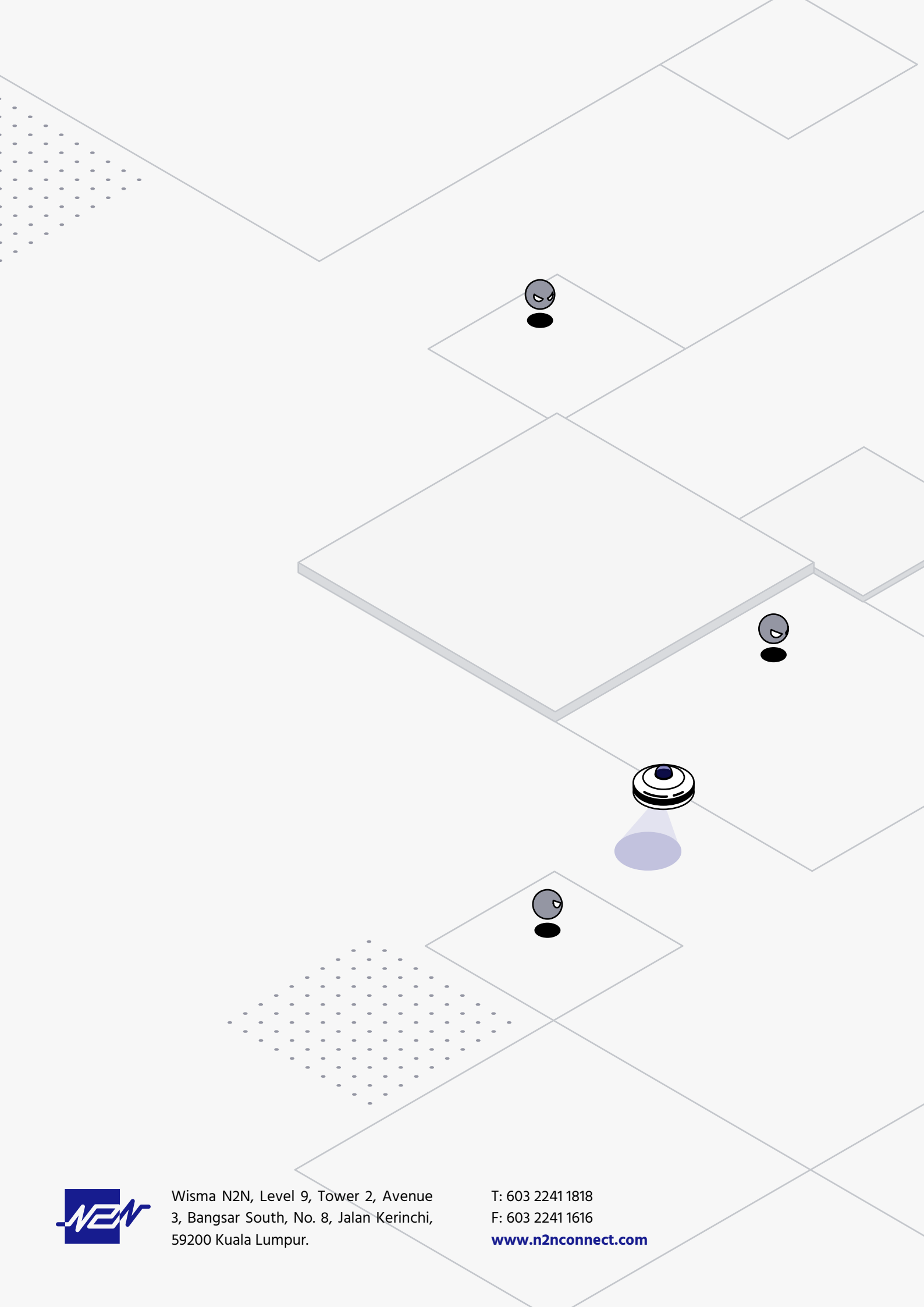
## STOCK EXCHANGE LISTING

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ACE Market of Bursa Malaysia  
Securities Berhad  
Stock Name: N2N  
Stock Code: 0108.KL

### 25TH ANNUAL GENERAL MEETING

N2N's 25th AGM will be held at Wisma N2N, Level 9 on Thursday, 21 May 2026 at 10 am.  
Details of the meeting have been sent to shareholders separately.



Wisma N2N, Level 9, Tower 2, Avenue  
3, Bangsar South, No. 8, Jalan Kerinchi,  
59200 Kuala Lumpur.

T: 603 2241 1818  
F: 603 2241 1616

[www.n2nconnect.com](http://www.n2nconnect.com)