

# 2025

## Annual Report



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# NOTICE OF THE TWENTY-FIFTH ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Twenty-Fifth Annual General Meeting ("25<sup>th</sup> AGM") of CYL Corporation Berhad ("the Company" or "CYL") will be held at Ballroom 2, LG Level, Eastin Hotel, 13, Jalan 16/11, Pusat Dagang Seksyen 16, 46350 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Tuesday, 29 July 2025, 10.00 a.m. to transact the following businesses:

## AGENDA

### As Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 January 2025 together with the Directors' and Auditors' Reports thereon. *(Please refer to Explanatory Note to the Agenda)*
2. To re-elect the following Directors who retire by rotation pursuant to Clause 76(3) of the Company's Constitution: -  
(a) Tan Sri Abu Talib Bin Othman *Resolution 1*  
(b) Mr. Chen Teck Shin *Resolution 2*  
(c) Ms. Chen Wai Ling *Resolution 3*
3. To re-elect Dato' Zakaria Bin Arshad who retires pursuant to Clause 78 of the Company's Constitution. *Resolution 4*
4. To approve the payment of Directors' fees to the Non-Executive Directors of RM400,000.00 for the period commencing on the date immediately after the 25<sup>th</sup> AGM up to the date of the next AGM to be held in 2026. *Resolution 5*
5. To approve the payment of Directors' benefits to the Non-Executive Directors of RM20,000.00 for the period commencing on the date immediately after the 25<sup>th</sup> AGM up to the date of the next AGM to be held in 2026. *Resolution 6*
6. To re-appoint Forvis Mazars PLT (*formerly known as Mazars PLT*) as Auditors of the Company and to authorise the Directors to fix their remuneration. *Resolution 7*

### As Special Business

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

7. **Ordinary Resolution**  
**Authority for Directors to issue and allot shares of the Company pursuant to Sections 75 and 76 of the Companies Act 2016 ("the Act") and Waiver of Pre-emptive Rights under Section 85 of the Act** *Resolution 8*

**"THAT** pursuant to Sections 75 and 76 of the Act, the Directors be and are hereby authorised to allot and issue shares in the Company at any time until the conclusion of the next AGM of the Company upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares, if any) at the time of issue, subject to the Constitution of the Company and approval of all the relevant regulatory bodies being obtained for such allotment and issue.

**THAT** pursuant to Section 85 of the Act, read together with Clause 12(3) of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares arising from issuance of new shares pursuant to this mandate.

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

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

By Order of the Board

**TAI YIT CHAN (MAICSA 7009143)**  
**SSM PC No.: 202008001023**

**TAI YUEN LING (LS 0008513)**  
**SSM PC No.: 202008001075**

Company Secretaries  
Selangor Darul Ehsan

Date: 30 May 2025

Notes:

1. For the purpose of determining who shall be entitled to participate in this AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the **Record of Depositors as at 21 July 2025**. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this AGM.
2. A member entitled to participate in this AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.
3. A member shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting and the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
4. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
5. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
6. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote:

(i) In hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited with the Company's Share Registrar at Tricor Investor & Issuing House Services Sdn. Bhd. of Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the drop box located at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

(ii) By electronic means

The proxy form can be electronically lodged with the Share Registrar of the Company via TIH Online at <https://tiah.online>. Kindly refer to the Administrative Guide for the 25<sup>th</sup> AGM on the procedures for electronic lodgement of proxy form via TIH Online.

7. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Company's Share Registrar at Tricor Investor & Issuing House Services Sdn. Bhd. of Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the drop box located at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned AGM at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

8. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
9. Last date and time for lodging the proxy form is **Sunday, 27 July 2025 at 10.00 a.m.**
10. For a corporate member who has appointed an authorised representative instead of a proxy to attend this meeting, please deposit the **ORIGINAL** certificate of appointment of authorised representative with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd. of Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the drop box located at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.  
  
The certificate of appointment of authorised representative should be executed in the following manner:
  - (i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
  - (ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
    - (a) at least two (2) authorised officers, of whom one shall be a director; or
    - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
11. Shareholders are advised to check the Company's website at [www.cylcorporation.com](http://www.cylcorporation.com) and announcements from time to time for any changes to the administration of the 25<sup>th</sup> AGM.

#### **Explanatory Notes**

1. Agenda item no. 1 is meant for discussion only as the provision of Section 340(1)(a) of the Act does not require a formal approval of shareholders for the Audited Financial Statements. Hence, this item on the Agenda is **not put forward for voting**.
2. Resolutions 1 to 4 – Re-election of Directors

The retiring Directors under Resolutions 1 – 3 pursuant to Clause 76(3) of the Company's Constitution and Resolution 4 pursuant to Clause 78 of the Company's Constitution ("Retiring Directors"), being eligible, have offered themselves for re-election.

For the purpose of determining the eligibility of the Retiring Directors to stand for re-election at this 25<sup>th</sup> AGM and in line with Practice 5.1 of the Malaysian Code on Corporate Governance 2021, the Nomination Committee ("NC") has reviewed and assessed the Retiring Directors from the annual assessment and individual Directors' fitness and propriety with reference to the Directors' Fit and Proper Policy for the financial year under review.

The NC had recommended that, the re-election of the Retiring Directors to be based on the following:

- (i) satisfactory performance and have met Board's expectation in discharging his/her duties and responsibilities with due care and in a commendable manner;
- (ii) met the fit and proper criteria in discharging his/her roles as director of the Company;
- (iii) level of independence demonstrated by the Independent Director; and
- (iv) his/her ability to act in the best interest of the Company in decision-making and developing the Group's business strategies.

The Board had endorsed the recommendation of the NC on the re-election of the Retiring Directors.

The profiles of the Retiring Directors are set out in the Board of Directors' Profiles of the Annual Report 2025 of the Company.

3. Resolution 5

Pursuant to Section 230(1) of the Act, the fees of the directors, and any benefits payable to the Directors of a listed company and its subsidiaries shall be approved at the general meeting.

The Non-Executive Directors' fees are calculated based on the current Board size. Payment of the Non-Executive Directors' fees will be made by the Company and its subsidiary on a monthly basis and as and when incurred for the period commencing on the date immediately after the 25<sup>th</sup> AGM up to the date of the next AGM to be held in 2026. The Board is of the view that it is just and equitable for the Non-Executive Directors to be paid with the Directors' fees on a monthly basis and as and when incurred, particularly after they have discharged their responsibilities and rendered their services. In the event the proposed amount is insufficient, approval will be sought at the next AGM for the shortfall.

4. Resolution 6

*The Non-Executive Directors' benefits are calculated based on the current Board size and the number of scheduled Board and Board Committee meetings for the period commencing on the date immediately after the 25<sup>th</sup> AGM up to the date of the next AGM to be held in 2026. In the event the proposed amount is insufficient, approval will be sought at the next AGM for the shortfall.*

5. Resolution 7

*The Board has through the Audit Committee ("AC"), considered the re-appointment of Forvis Mazars PLT (formerly known as Mazars PLT) as Auditors of the Company. The factors considered by the AC in making the recommendation to the Board to table their re-appointment at the 25<sup>th</sup> AGM are disclosed in the Corporate Governance Overview Statement of the Annual Report 2025.*

6. Resolution 8

*This proposed resolution is proposed pursuant to Sections 75 and 76 of the Act, and if passed, will give the Directors of the Company, from the date of the above AGM, authority to allot shares in the Company up to and not exceeding in total ten per cent (10%) of the total number of issued shares (excluding treasury shares) of the Company for such purposes as the Directors deem fit and in the best interest of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company or the expiration of the period within which the next AGM is required by law to be held, whichever is earlier. The mandate is to provide flexibility and empower the Directors to allot and issue new shares speedily in the Company for purpose of funding the working capital or strategic development of the Group. This would eliminate any delay arising from and cost involved in convening a general meeting to obtain approval of the shareholders for such issuance of shares.*

*The purpose of this general mandate is for possible fund-raising exercise including but not limited to further placement of shares for purpose of funding current and/or future investment projects, working capital, repayment of bank borrowings, acquisitions and/or for issuance of shares as settlement of purchase consideration or such other application as the Directors may deem fit in the best interest of the Company.*

*By voting in favour of the proposed resolution, the shareholders of the Company will be waiving their statutory pre-emptive right under Section 85 of the Act and will allow the Directors to issue shares to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of the new shares.*

*The Company did not allot and issue any shares pursuant to the general mandate granted by the shareholders at the previous AGM.*

# STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

## Directors standing for election

As at date of this notice, there are no individuals who are standing for election or appointment as Directors at the 25<sup>th</sup> AGM.

Directors who are seeking re-election at the 25<sup>th</sup> AGM are:

- (i) Tan Sri Abu Talib Bin Othman;
- (ii) Mr. Chen Teck Shin;
- (iii) Ms. Chen Wai Ling and
- (iv) Dato' Zakaria Bin Arshad

("the Retiring Directors").

The profiles of the Retiring Directors are set out on pages 9 to 12 of the Annual Report 2025.

All Retiring Directors have been subject to performance evaluation and fit and proper assessment. The Board is satisfied with their performance and contribution, and they continue to perform effectively and demonstrate their commitment to the role. None of the Retiring Directors has any conflict of interest or potential conflict of interest, including interest in any business that is in competition with the Company and its subsidiaries.

The Board (save for the Retiring Directors who have abstained from deliberation on discussions relating to their own re-election at the Nomination Committee/Board meetings) supports the re-election of the Retiring Directors.

## Authority to Directors to Allot Shares and Waiver of Pre-emptive Rights

Details on the authority to allot shares pursuant to Section 75 and 76 of the Companies Act 2016 ("Act") and waiver of pre-emptive rights under Section 85 of the Act are provided under the explanatory note on special business in the Notice of the 25<sup>th</sup> AGM.

# CORPORATE INFORMATION

## BOARD OF DIRECTORS

Tan Sri Abu Talib Bin Othman  
(Non-Independent  
Non-Executive Chairman)

Chen Yat Lee  
(Managing Director)

Chen Teck Shin  
(Executive Director)

Chen Wai Ling  
(Executive Director)

Chen Teck Sun  
(Executive Director and Alternate  
Director to Chen Yat Lee)

Dato' Zakaria Bin Arshad  
(Independent Non-Executive Director)  
(Appointed on 5 August 2024)

Abd Malik Bin A Rahman  
(Independent Non-Executive Director)

Wan Kai Chee  
(Independent Non-Executive Director)

Gan Kok Ling  
(Independent Non-Executive Director)

## AUDIT COMMITTEE

Abd Malik Bin A Rahman (Chairman)  
Dato' Zakaria Bin Arshad  
(Appointed as member on 5 August 2024)  
Wan Kai Chee  
Gan Kok Ling  
(Resigned as member on 5 August 2024)

## NOMINATION COMMITTEE

Gan Kok Ling (Chairperson)  
Abd Malik Bin A Rahman  
Wan Kai Chee

## REMUNERATION COMMITTEE

Dato' Zakaria Bin Arshad (Chairman)  
(Appointed as member on 5 August  
2024, subsequently re-designated as  
Chairman on 19 November 2024)  
Abd Malik Bin A Rahman  
(Resigned as member on 5 August  
2024, subsequently re-appointed as  
member on 19 November 2024)  
Gan Kok Ling  
Wan Kai Chee  
(Ceased as Chairman and member on  
19 November 2024)

## AUDITORS

**Forvis Mazars PLT**  
(formerly known as Mazars PLT)  
**201706000496 (LLP0010622-LCA)**  
**AF 001954**

Chartered Accountants  
Wisma Golden Eagle Realty  
11th Floor, South Block  
142-A, Jalan Ampang  
50450 Kuala Lumpur  
Tel. No. : +603-2702 5222

## COMPANY SECRETARIES

TAI YIT CHAN (MAICSA 7009143)  
SSM PC NO.: 202008001023

TAI YUEN LING (LS 0008513)  
SSM PC NO.: 202008001075

## REGISTERED OFFICE

**Boardroom Corporate Services  
Sdn. Bhd.**  
Registration No. 196001000110 (3775-X)  
12th Floor, Menara Symphony  
No. 5, Jalan Prof. Khoo Kay Kim  
Seksyen 13  
46200 Petaling Jaya  
Selangor Darul Ehsan  
Tel. No. : +603-7890 4800  
Fax No. : +603-7890 4650  
Email : boardroom-kl@boardroomlimited.com

## CORPORATE BUSINESS OFFICE

12, Jalan Teluk Gadung 27/93  
Section 27  
40000 Shah Alam  
Selangor Darul Ehsan  
Tel. No. : +603-5191 3888  
Fax No. : +603-5191 2888  
Website: [www.cylcorporation.com](http://www.cylcorporation.com)  
Email : ctshin@cylcorporation.com

## SHARE REGISTRAR

**Tricor Investor & Issuing House  
Services Sdn. Bhd.**

Registration No. 197101000970 (11324-H)  
Office:  
Unit 32-01, Level 32, Tower A  
Vertical Business Suite, Avenue 3  
Bangsar South, No. 8, Jalan Kerinchi  
59200 Kuala Lumpur  
Tel. No. : +603-2783 9299  
Fax No. : +603-2783 9222  
Email : group.finance.my@vistra.com

Ground Floor  
Vertical Podium  
Avenue 3, Bangsar South  
No. 8, Jalan Kerinchi  
59200 Kuala Lumpur

## PRINCIPAL BANKERS

CIMB Bank Berhad  
Hong Leong Bank Berhad

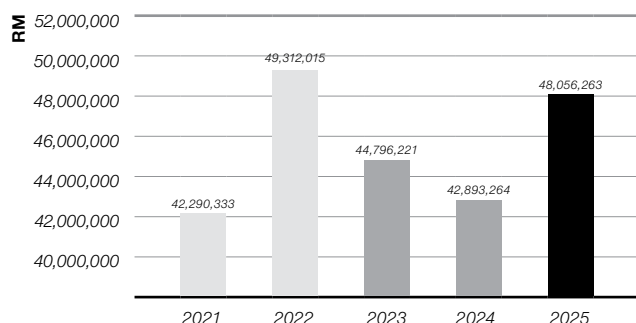
## STOCK EXCHANGE LISTING

**Bursa Malaysia Securities Berhad**  
Market: Main Market  
Sector: Industrial Products & Services  
Stock Name: CYL  
Stock Code: 7157

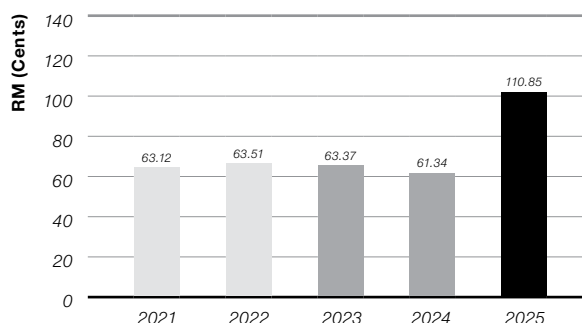


# 5-YEAR FINANCIAL HIGHLIGHTS

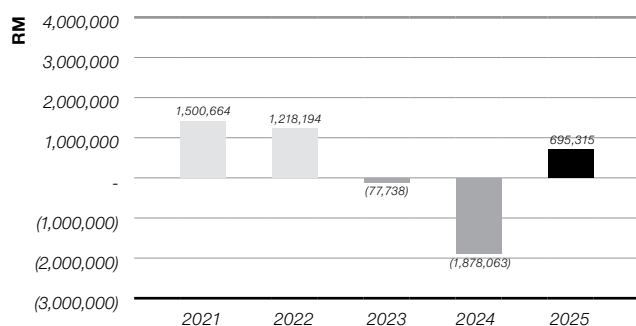
**Revenue (RM) - 5-Year Comparison**



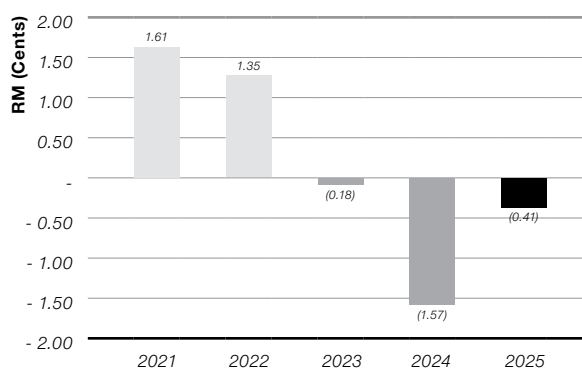
**Net Assets per Share (Cents) - 5-Year Comparison**



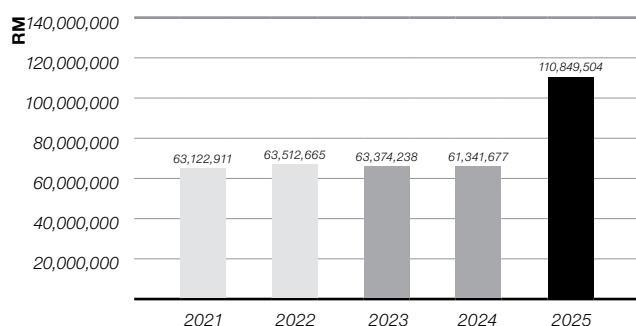
**Profit/(Loss) Before Tax (RM) - 5-Year Comparison**



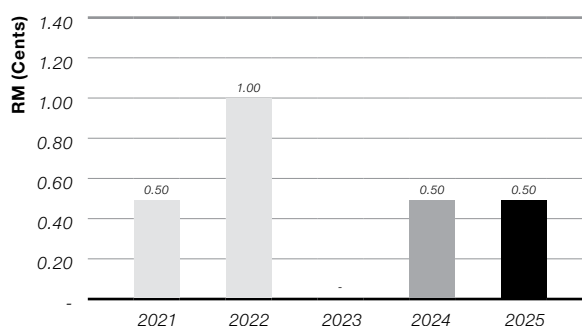
**Earnings Per Share (Cents) - 5-Year Comparison**



**Shareholders' Fund (RM) - 5-Year Comparison**



**Dividend Declared / Paid (Cents)**



# PROFILE OF THE BOARD OF DIRECTORS

## **TAN SRI ABU TALIB BIN OTHMAN**

*Non-Independent Non-Executive Chairman, Malaysian, aged 86, Male*

Tan Sri Abu Talib Bin Othman was appointed as the Non-Independent Non-Executive Chairman of CYL Corporation Berhad ("CYL") on 16 September 2002.

He is a Barrister at Law from Lincoln's Inn, United Kingdom. He has served in various capacities in the Judicial and Legal Service of the Government of Malaysia.

He is also the Director of KAF Investment Funds Berhad. Save as disclosed, he does not hold any directorship in other public companies and listed issuers.

He is a major shareholder of CYL, details of which are set out in the Analysis of Shareholding of the Annual Report 2025.

He does not have any family relationship with any Director and/or other major shareholder of the Company.

He attended all seven (7) Board meetings held during the financial year ended 31 January 2025.

## **CHEN YAT LEE**

*Managing Director, Malaysian, aged 84, Male*

Mr Chen Yat Lee was appointed as Managing Director of CYL on 6 June 2000. He has more than 50 years of experience in the field of technological support and innovative product development in the plastic related industries. He was one of the first Malaysians to be awarded the German Scholarship to study plastic technology in Suddeutschen Kunststoff-Zentrum, Wurzburg in Germany in 1965.

As the founder and Managing Director of Perusahaan Jaya Plastik (M) Sdn. Bhd. ("PJP"), his responsibilities include developing and planning the overall strategic business direction for the CYL Group. His entrepreneurial skills and vast technical experience have paved the way for the significant growth of PJP from a small rented factory with a workforce of 30 persons

to its present size of over 300,000 sq. ft. of built-up factory and warehousing facilities fully owned by PJP in Shah Alam with a total workforce of 169 employees.

He is a major shareholder of CYL, details of which are set out in the Analysis of Shareholding of the Annual Report 2025.

He does not hold any directorship in other public companies and listed issuers. He is the father of Mr Chen Teck Shin, Ms Chen Wai Ling and Mr Chen Teck Sun.

He attended all seven (7) Board meetings held during the financial year ended 31 January 2025.

## **CHEN TECK SHIN**

*Executive Director, Malaysian, aged 46, Male*

Mr Chen Teck Shin was appointed as Executive Director of CYL on 23 May 2017. He graduated in 1999 with a Bachelor of Commerce (Economics) Degree and went on to complete a Postgraduate Diploma in Accounting and Masters in Accounting from Macquarie University, Australia in 2000. He is a Chartered Accountant Member of the Malaysian Institute of Accountants. He is also a Certified Practising Accountant (CPA Australia). He was with Deloitte Touche Tohmatsu Tax Services Sdn. Bhd. as senior associate for 3 years before joining PJP in 2004. He is currently heading the Accounts and Human Resources Department and is also the Project Director of the newly setup subsidiary of CYL Group namely CYL Land Sdn. Bhd.

He is a major shareholder of CYL, details of which are set out in the Analysis of Shareholding of the Annual Report 2025.

He does not hold any directorship in other public companies and listed issuers. He is the son of Mr Chen Yat Lee and brother of Ms Chen Wai Ling and Mr Chen Teck Sun.

He attended all seven (7) Board meetings held during the financial year ended 31 January 2025.

### **CHEN WAI LING**

*Executive Director, Malaysian, aged 50, Female*

Ms Chen Wai Ling was appointed as Executive Director of CYL on 16 September 2002. She graduated in 1997 with a Bachelor of Commerce degree from the University of Newcastle in Australia. She joined PJP in 1998 and is currently heading the Administration and Purchasing Department of the CYL Group.

She does not hold any directorship in other public companies and listed issuers. She is the daughter of Mr Chen Yat Lee and

sister of Mr Chen Teck Shin and Mr Chen Teck Sun. Details of her shareholdings is set out in the Analysis of Shareholding of the Annual Report 2025.

She attended six (6) out of seven (7) Board meetings held during the financial year ended 31 January 2025.

### **CHEN TECK SUN**

*Executive Director and Alternate Director to Chen Yat Lee, Malaysian, aged 49, Male*

Mr Chen Teck Sun was appointed as the Alternate Director to Mr Chen Yat Lee on 21 December 2020 and as an Executive Director of CYL on 19 September 2022.

He holds a Foundation Studies Certificate from the University of Newcastle, Australia. He assumed the position of General Manager on 23 March 2014 and is primarily responsible for the CYL Group's Manufacturing Operations, Product Development and Sales Division.

He does not hold any directorship in other public companies and listed issuers. He is the son of Mr Chen Yat Lee and brother of Mr Chen Teck Shin and Ms Chen Wai Ling.

He attended six (6) out of seven (7) Board meetings held during the financial year ended 31 January 2025.

### **DATO' ZAKARIA BIN ARSHAD**

*Independent Non-Executive Director, Malaysian, aged 65, Male*

Dato' Zakaria Bin Arshad was appointed as Independent Non-Executive Director, member of Audit Committee and member of Remuneration Committee on 5 August 2024. On 19 November 2024, he was re-designated from a member to Chairman of the Remuneration Committee.

Dato' Zakaria holds a Master of Business Administration and a Bachelor of Social Science (Economics). He completed the Senior Management Development Programme at Harvard Business School, USA, and the Corporate Partnership Programme at Pembroke College, University of Cambridge, UK.

Dato' Zakaria is a former Group President of FGV Berhad. Currently he serves as a board member at Koperasi Permodalan Felda Malaysia Berhad (KPF), Chairman of Investment and Business Development of KPF and Chairman of University Putra Malaysia Holdings Business Management.

He holds a fellowship in the International Society of Nanoscience, Cambridge, UK, and is a member of Vistage Worldwide Inc., USA, an organization for CEOs and business owners of SMEs. He also occupies the position of advisor in the Malaysia Robotic and Automation Society, Mobile Food Trucks and Street Food Association.

Dato' Zakaria has extensive experience in the palm oil sector, ranging from upstream to downstream, managing approximately 440,000 hectares of plantation in Malaysia and Indonesia and overseeing the production of 3 million MT of CPO from 68 mills across Malaysia with more than 20,000 workforces worldwide.

He has vast experience in commodity trading such as cocoa, natural rubber, sugar and palm oil. He possesses expertise in shipping, currency hedging, positioning and commodity analysis.

In the past years, Dato' Zakaria also engaged in developing Fast Moving Consumer's Goods Products (FMCG) such as cooking oil, margarine, specialty fats, etc.

He does not hold any directorship in other public companies and listed issuers. He has no family relationship with any Director and/or major shareholder of the Company.

He attended all three (3) Board meetings held during the financial year ended 31 January 2025 since his appointment on 5 August 2024.

## **ABD MALIK BIN A RAHMAN**

*Independent Non-Executive Director, Malaysian, aged 76, Male*

Encik Abd Malik Bin A Rahman was appointed as Independent Non-Executive Director on 1 February 2023. He is also the Chairman of the Audit Committee and a member of the Nomination Committee and Remuneration Committee. He resigned from the Remuneration Committee on 5 August 2024 but was subsequently re-appointed as member on 19 November 2024.

Encik Abd Malik is a Chartered Accountant member of the Malaysian Institute of Accountants (MIA), a Fellow of the Association of Chartered Certified Accountants (UK) (ACCA), and a member of the Malaysian Institute of Certified Public Accountants (MICPA). He is also a Lifetime Member of The Malaysian Institute of Management.

Encik Abd Malik has held senior management positions in several companies covering diverse industries during his working career including oil & gas, manufacturing, fast moving consumer goods (FMCG), multi-level marketing (MLM) and port logistics.

Encik Abd Malik was formerly the Chairman of Affin Hwang Investment Bank Berhad, and formerly an independent director of Affin Bank Berhad, Affin Hwang Asset Management Berhad, Boustead Heavy Industries Corporation Berhad, Innity Corporation Berhad and Lee Swee Kiat Group Berhad.

Encik Abd Malik is currently the Chairman of Amway (Malaysia) Holdings Berhad and an independent director of Mah Sing Group Berhad, as well as AYS Ventures Berhad.

He had disclosed to the Audit Committee and the Board of the Company that being a Director of Mah Sing Group Berhad (Mah Sing), a listed company involved in the property development business, there is a potential conflict of interest situation.

Although the Group and Mah Sing may not have direct competition with each other for the time being, there could be potential conflict of interest situations among his role as an Independent Director in the Company and Mah Sing if both Entities intend to tap into a similar property development project in the same geographical location where he requires to act in the best interest of both Entities. If such circumstance arises, he will abstain from deliberation and voting on the matter.

Saved as disclosed, he does not hold any directorship in other public companies and listed issuers. He has no family relationship with any Director and/or other major shareholder of the Company.

He attended all seven (7) Board meetings held during the financial year ended 31 January 2025.

## **WAN KAI CHEE**

*Independent Non-Executive Director, Malaysian, aged 48, Male*

Mr Wan Kai Chee was appointed as Independent Non-Executive Director of CYL on 5 January 2024. He is a member of the Audit Committee and the Nomination Committee. He ceased as Chairman and member of the Remuneration Committee on 19 November 2024.

He obtained his LLB (Hons) from King's College London, England and has been admitted as an advocate and solicitor of the High Court of Malaya in 1998.

He is currently a partner and co-head of the Financial Services Department of Rahmat Lim & Partners. In active legal practice

since 1999, focusing on initial public offerings and capital market transactions, investment fund formation, mergers and acquisitions and advising on regulatory matters including FinTech, Labuan and insurance laws.

He does not hold any directorship in other public companies and listed issuers. He has no family relationship with any Director and/or major shareholder of the Company.

He attended all seven (7) Board meetings held during the financial year ended 31 January 2025.

## GAN KOK LING

*Independent Non-Executive Director, Malaysian, aged 49, Female*

Ms Gan Kok Ling was appointed as Independent Non-Executive Director of CYL on 27 January 2022. She is a member of the Remuneration Committee and Chairperson of the Nomination Committee.

She obtained her LLB (Hons) from the University of Nottingham, England and has been admitted as an advocate and solicitor of the High Court of Malaya in 1999. She has more than 25 years of experience as an advocate and solicitor in Malaysia and is currently a Partner in the banking and finance department of M/s Adnan Sundra & Low, Kuala Lumpur. In the first 2 years of her practice, she was extensively involved in corporate work including mergers and acquisitions, joint ventures and corporate restructuring exercises as well as real estate matters.

Since 2002, she has been primarily involved in banking and finance (including Islamic finance) and debt capital market transactions.

Ms Gan Kok Ling is also an independent director of ELK-Desa Resources Berhad and Oriental Kopi Holdings Berhad. Save as disclosed, she does not hold any directorship in other public companies and listed issuers.

She has no family relationship with any Director and/or other major shareholder of the Company.

She attended all seven (7) Board meetings held during the financial year ended 31 January 2025.

### Notes to the Profile of the Board of Directors

Saved as disclosed in the profile, none of the Directors have:

1. any conflict of interest or potential conflict of interest, including interest in any competing business with CYL Corporation Berhad or its subsidiaries;
2. any conviction for offences within the past five (5) years other than traffic offences, if any; and
3. any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

## PROFILE OF KEY SENIOR MANAGEMENT

The disclosure on the particulars of Key Senior Management of CYL Group is made in compliance with the requirements under Appendix 9C of Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The Key Senior Management of CYL Corporation Berhad comprises the Managing Director, Mr Chen Yat Lee, the Executive Directors Mr Chen Teck Shin, Ms Chen Wai Ling and Mr Chen Teck Sun.

Their profiles can be found under the Profile of the Board of Directors.

# CHAIRMAN'S STATEMENT

## FINANCIAL REVIEW

For the year under review, the Group turnover amounted to RM48.06 million with a profit before tax amounting to RM695 thousand. In the corresponding financial year ended 31 January 2024 ("FYE 2024"), the Group's turnover amounted to RM42.89 million with a loss before tax of RM1.88 million. The FYE 2025 performance was primarily influenced by an increase in sales volume, and Ringgit Malaysia's appreciation, leading to lower costs of direct expenses to the Group.

## DIVIDENDS

Interim tax-exempt dividend of 0.50 sen per ordinary share amounting to RM500,000 in respect of the financial year ended 31 January 2025 was paid on 4 February 2025.

## REVIEW OF OPERATIONS

The evaluation of the financial year concluding on 31 January 2025 presented formidable challenges amidst a backdrop of global economic uncertainty, escalating geopolitical tensions, surging energy costs, and the volatility in resin prices. Throughout this period, the Group demonstrated unwavering vigilance in cost containment and prioritizing lean and efficient operational practices to enhance productivity. Our dedication transcends mere operational efficiency; it encompasses judicious cost management while safeguarding the quality of our products. These efforts are pivotal in sustaining our position as a leading and preferred entity within the plastics packaging industry landscape.

## FUTURE PROSPECT

In the forthcoming financial year, the competitive landscape is anticipated to remain intense, presenting significant challenges for the Group. Heightened cost of labor due to the increase in Minimum Wage Order from RM1,500 to RM1,700 and escalating operating costs, coupled with further rationalization of fuel and electricity tariff subsidies, are poised to exert pressure on our major cost drivers, potentially eroding margins. Despite these formidable headwinds, the Group is proactively strategizing to uphold adequate liquidity levels, ensuring prompt fulfillment of our obligations as they arise. Capital expenditure will be judiciously allocated based on necessity and closely monitored. The Group's venture into its maiden property development venture via its subsidiary CYL Land Sdn Bhd will enable it to diversify its earning in time to come with expected approvals for the building plans of the development project from the authorities by the fourth quarter of financial year ended 31 January 2026. Against this backdrop, the Board remains steadfast in its commitment to enhancing sustainability, productivity and efficiency, thereby fortifying the Company's performance amidst the prevailing market dynamics.

## ACKNOWLEDGEMENT

We would like to warmly welcome Dato' Zakaria Bin Arshad who was appointed to the Board on 5 August 2024. We look forward to benefiting from his fresh insights, knowledge and experience.

On behalf of the Board of Directors, I would like to express our gratitude to all our valued customers, investors, business associates and shareholders for their continued support all these years. I also wish to express our sincere appreciation to the management team for their leadership as well as employees for their steadfast commitment, hard work and resilience, particularly during this challenging period.

To my fellow Directors, thank you for your invaluable guidance and contributions as we navigate through another challenging journey ahead.

**Tan Sri Abu Talib Bin Othman**  
*Chairman*

# MANAGEMENT DISCUSSION AND ANALYSIS

## Overview of Group's Business and Operations

The Group is mainly involved in the plastics packaging industry through its wholly-owned subsidiary, Perusahaan Jaya Plastik (M) Sdn. Bhd. ("PJP"). The Group has more than 30 years of experience in the industry and is focused on the 5ml and up to the 5,000ml segment of the packaging market. PJP uses advanced moulding technology namely blow moulding, injection moulding and injection blow moulding processes catering to the consumer toiletries and detergent, automotive lubricant, pharmaceutical and food industries. Value added services such as silk screen printing, bottle labelling and shrink tunnel sleeving are also part of the expertise of the Group. Apart from these, PJP also possesses in-house mould making capabilities, making it a one-stop centre for current and potential customers looking for plastics packaging solutions.

PJP's strength lies in its capability to cater to high volume production and warehousing, coupled with a dedication to ensuring and maintaining the quality of our products. The Group stands as one of the preferred plastic packaging manufacturers in the domestic market currently.

On 18 July 2024, the Group had via an Extraordinary General Meeting approved the diversification of the existing operations to include the business of property development through its wholly-owned subsidiary, CYL Land Sdn. Bhd.

## Financial comparison for financial year ended 31 January 2025 ("FYE 2025") and financial year ended 31 January 2024 ("FYE 2024")

The Group's revenue for FYE 2025 was RM48.06 million, an increase of RM5.17 million compared with RM42.89 million for FYE 2024. The higher revenue was mainly attributable to the increase in sales volume.

The prevailing sentiment for FYE 2025 was characterized by uncertainty. Resin prices for the first half of the year was on the ascending trend but plateaued and went on a downward trend from second half of the year onwards due in part to the appreciation of Ringgit Malaysia. Across all segments served

by the Group, except for the consumer detergent sector, an increase in sales volume was observed year-on-year.

Specifically, the consumer detergent segment experienced a year-on-year decrease of 2%.

However, gains in sales were seen in all major segments with the automotive lubricant sector registered growth of 6% year-on-year. Similarly, the food industry, a key recipient of the Group's offerings, witnessed a 22% increase in sales volume compared to the previous year.

Total Cost of Goods Sold per Ringgit Malaysia of revenue increased by 8% year-on-year. This is due to the fact that one of the main cost drivers of the Group i.e. resin has seen a marked decrease year on year from RM5,400 to RM5,100 per metric tonne on yearly basis with the major decrease seen in the second half of FYE 2025 with an average pricing of RM4,800 per metric tonne.

The tax expense for the Group was RM1.10 million in FYE 2025 comprising mainly from the real property gains tax paid for the disposal of a parcel of land to the subsidiary company CYL Land Sdn. Bhd. A tax credit of RM0.31 million was provided in FYE 2024.

During the year, the Group embarked on the revaluation of PJP's Land and Building resulting in a net valuation gain of RM50.22 million. The incorporation of the net valuation gain resulted in the increase of the value of Shareholders Equity of the Group to RM110.85 million.

Cash and cash equivalents of the Group decreased year-on-year from RM7.29 million as at 31 January 2024 to RM5.64 million as at 31 January 2025. Capital expenditure in respect of property, plant and equipment was at RM2.10 million for FYE 2025 as compared to RM3.41 million in FYE 2024. The Group debt as 31 January 2025 is at RM239 thousand.

## Dividend Policy

The Group does not have any formal dividend policy. An interim tax exempt dividend of 0.50 sen per ordinary share amounting to RM500,000 in respect of the FYE 2025 was paid on 4 February 2025.

## Prospects and Outlook

Going into the financial year ending 2026 ("FYE 2026"), we anticipate a landscape teeming with unpredictability. Global economic fluctuations, propelled by geopolitical tensions and trade protectionist measures will continue to paint an uncertain tableau. Moreover, recalibration of fuel and electricity subsidies are factors that the Group has to come to terms with, further putting pressure on our margins and intensifying the challenges ahead.

However, in the face of these headwinds, the Group remains resolute in its commitment to cost rationalization and operational optimization. By enhancing production efficiency, bolstering productivity, and streamlining processes, we aim to mitigate cost pressures and safeguard liquidity amidst this turbulent economic backdrop. Despite the prevailing market malaise, our steadfast focus on fortifying internal mechanisms positions us to navigate these challenges with resilience.

The Group's venture into its maiden property development venture via its subsidiary CYL Land Sdn Bhd will enable it to diversify its earning in time to come with expected approvals for the building plans of the development project from the authorities by the fourth quarter of financial year ending 2026.

In summary, while the broader market may present formidable hurdles, our unwavering dedication to prudent management practices and operational excellence coupled with our strategy of diversification into property development underscores our readiness to confront the complexities of financial year ending 2026.

## Forward Looking Statements

This Annual Report contains forward looking statements. Any such statements are subject to risks and uncertainties that could cause the Group's actual results to differ materially. This is especially the case in FYE 2026 due to the uncertain nature surrounding the economic sentiment in general coupled with the geopolitical tensions and trade intricacies.



# SUSTAINABILITY STATEMENT 2025

## 1.0 ABOUT THIS STATEMENT

CYL Corporation Berhad ("CYL" or "the Group") Annual Sustainability Statement ("this Statement") encompasses our sustainability efforts and highlights the Group's sustainability performance for the year ended 2025 ("FYE 2025"). It describes the sustainability initiatives we have executed in our business and operations for the interest and benefit of our stakeholders and the environment. This Statement captures the progress, achievements and challenges in the Environmental, Social and Governance ("ESG") aspects in our sustainability journey.

### 1.1 REPORTING SCOPE AND BOUNDARIES

The scope of this Statement covers the operations of CYL and its wholly-owned subsidiary company, Perusahaan Jaya Plastik (M) Sdn. Bhd. This Statement includes comparative historical data wherever applicable and/or available. Relevant targets and key performance indicators have been established, tracked and disclosed to the best of our ability within this Statement.

This Statement does not include CYL's newly established subsidiary in property development, CYL Land Sdn. Bhd., which is currently in the early stages of formation, with regulatory approvals anticipated in the last quarter of the FYE 2026. At the current stage, no operational activities or measurable sustainability data are available. As such, the exclusion ensures that the data and disclosures presented remain relevant, accurate, and aligned with the reporting scope.

The Board of Directors have reviewed and approved this Statement.

### 1.2 REPORTING GUIDELINES AND REFERENCE

This Statement has been prepared in accordance with the Main Market Listing Requirements (MMLR) of Bursa Malaysia and the Sustainability Reporting Guide (3rd Edition) issued by Bursa Malaysia. It also reflects the FTSE4Good Bursa Malaysia Index criteria as part of CYL's broader ESG integration.

Where relevant, this Statement draws on guidance from globally recognised frameworks, including the United Nations Sustainable Development Goals (UN SDGs) and the GHG Protocol to ensure alignment with best practices in environmental, social, and governance disclosures.

### 1.3 ASSURANCE

The Group has undertaken independent auditing and assurance for financial data presented in this statement where the figures can be cross referenced to the Financial Statements in the Annual Report 2025.

The Group has not undertaken external assurance of this Statement for FYE 2025 and plans to do so in the next reporting cycle in line with Bursa Malaysia's guidance.

### 1.4 REPORTING PERIOD AND FREQUENCY

The Group reports the sustainability initiatives and performances annually. This Statement covers the reporting period of 1 February 2024 to 31 January 2025.

### 1.5 FORWARD-LOOKING STATEMENTS

The Group has included forward-looking statements in this report, such as targets, future plans and assumptions regarding future performance. These are based on information currently available and the prevailing operating environment. However, readers are cautioned not to place undue reliance on these statements, as the Group's operations are subject to various risks and uncertainties beyond our control. As such, actual outcomes may differ materially from those anticipated.

### 1.6 FEEDBACK

The Group welcomes feedback, suggestions and comments from its valued stakeholders for improvements in sustainability practices, performances and reporting.

Kindly submit your enquiries or feedback to:

#### **CYL Corporation Berhad**

12, Jalan Teluk Gadung 27/93

Section 27

40000 Shah Alam, Selangor Darul Ehsan

Tel. No. : +603-5191 3888

Fax No. : +603-5191 2888

Email : enquiry@cylcorporation.com

## 2.0 OUR BUSINESS

CYL Corporation Berhad ("CYL") is a leading plastic packaging manufacturer listed on the Main Market of Bursa Malaysia Securities Berhad since 2003. The Group operates primarily through its wholly-owned subsidiary, Perusahaan Jaya Plastik (M) Sdn. Bhd. ("PJP"), and brings over 30 years of industry experience to the plastics packaging sector.

CYL focuses on packaging solutions ranging from 5ml to 5,000ml, serving key markets including food and beverage packaging, consumer toiletries and detergents, automotive lubricants, pharmaceuticals, and others. PJP employs advanced moulding technologies in blow moulding, injection moulding, and injection blow moulding to meet diverse customer needs. Its value-added services include silk screen printing, bottle labelling, and shrink tunnel sleeving. With in-house mould-making capabilities, PJP offers a one-stop centre for customers seeking comprehensive plastic packaging solutions.

Since its founding in 1980, CYL has consistently delivered packaging that prioritises protection, convenience, and safety. Its strength lies in high-volume production and warehousing capacity, alongside a steadfast commitment to product quality—positioning the Group as one of the preferred plastic packaging manufacturers in Malaysia.

As part of a diversification strategy, the Group expanded into property development in FYE 2025 with the incorporation of CYL Land Sdn. Bhd. This new venture is currently in its early stages, with regulatory approvals for its maiden development project targeted for the final quarter of FYE 2026.



## 2.1 OUR APPROACH TOWARDS SUSTAINABILITY

Sound governance is key to drive CYL's sustainability strategy. The Group's sustainability is integrated into the overall corporate governance structure.

With the introduction of new disclosures by Bursa Malaysia, strategic planning and decision-making on sustainability and climate-related matters have become more crucial. The Group's governance structure ensures the sustainability agenda is given sufficient oversight by the Board. This approach allows for the management of the economic, environmental and social risks and opportunities ("sustainability matters") to be progressively integrated into strategic decision-making as sustainability concerns can now be given due consideration at the Board-level based on the ESG data.

In FYE 2025, the Board incorporated sustainability considerations into its performance evaluations, and a designated Director leads the ESG Committee to integrate ESG into strategic and operational matters.

Members of the Board and ESG Committee participated in sustainability-focused training to stay current with emerging ESG and climate-related risks. Details of the training for each director are set out on pages 33 and 34.

## 2.2 GOVERNANCE STRUCTURE

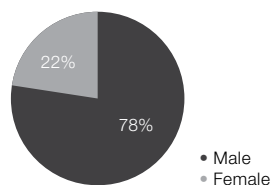
Board of Directors	Board level oversight of the Group's sustainability objectives, provide directions to ensure alignment between the business model and objectives with sustainability matters. The Board keeps abreast with latest sustainability developments through trainings.
ESG Committee	Develop and manage sustainability strategies, priorities and targets, and oversees the reporting on progress achieved as well as challenges faced so correction action can be made for sustainability matters.
ESG Working Group	Carry out implementation of the sustainability strategies and plans involving ESG data.

## 2.3 BOARD DIVERSITY

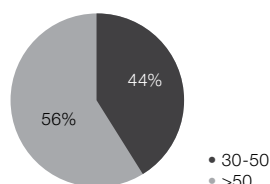
CYL values diversity in its Board by selecting individuals from various professional backgrounds, experiences and competencies. This diversity of skills and talents help with perspectives and insights for better decision-making. An overriding principle is that all appointments to the Board will be based upon merit, experience, qualification, character, time commitment and integrity and contribution the candidates may bring to the Board.

CYL also supports the Malaysian Government aspirations to achieve at least 30% female directors on the Board of listed entities and currently **22% of the Board is made up of female directors**. The Board Diversity Policy can be found at the Group's corporate website at [www.cylcorporation.com](http://www.cylcorporation.com).

Board of Directors by Gender



Board of Directors by Age Group



## 2.4 ZERO TOLERANCE TO CORRUPTION APPROACH AND WHISTLEBLOWING

CYL has implemented an Anti-Bribery and Anti-Corruption ("ABAC") Policy in alignment with the Malaysian Anti-Corruption Commission Act. The Board of Directors provides oversight of the Policy and its implementation. The Group has a Whistleblowing Procedure to encourage employees and external stakeholders to report any misconduct, including corruption, fraud, abuse of power, or other unethical practices. Both the ABAC Policy and the Whistleblowing Procedure are publicly available on the Group's corporate website at [www.cylcorporation.com](http://www.cylcorporation.com)

The ABAC Policy and Whistleblowing Procedure are disseminated via internal communication channels and have been effectively communicated to office-based employees through email and notices.

During the reporting period, **100% of CYL's executive-level employees and above underwent anti-corruption training**. This targeted training approach ensures that individuals in decision-making, supervisory, and management roles who are more likely to encounter ethical or compliance-related decisions are fully equipped to uphold the Group's zero-tolerance stance on corruption. The remaining employees, who are primarily involved in non-executive and production-based roles with limited exposure to procurement, financial authorisation, or regulatory engagement, continue to be guided by regular communication and supervision within a controlled operational environment.

In FYE 2025, the Group began assessment of its operations for corruption-related risks and **covered 100% of its operations for corruption-related risks**. While no specific incidents were identified, internal controls were reviewed, and risk mitigation measures were reinforced.

There were **no confirmed incidents of corruption during the reporting period**.

## 2.5 MEMBERSHIP IN ASSOCIATION

The Group, through its wholly-owned subsidiary, PJP, is a member of the Malaysian Plastics Manufacturers Association (MPMA). As the national trade association representing the plastics manufacturers in Malaysia, MPMA provides a platform for industry collaboration, policy advocacy, and access to the latest developments in technology, standards, and sustainability practices. CYL's active membership reflects its commitment to staying aligned with industry best practices and contributing to the responsible growth of the plastic manufacturing sector in Malaysia.

## 2.6 CERTIFICATION OF MANAGEMENT SYSTEM

The Group, through its wholly-owned subsidiary, PJP, is certified under the ISO

9001:2015 Quality Management System by SIRIM QAS International Sdn. Bhd., Malaysia. This internationally recognised certification underscores CYL's commitment to delivering consistent product quality and continuous improvement across its operations. The ISO 9001 certification supports CYL's goal of maintaining high standards in operational efficiency, customer satisfaction, and regulatory compliance.

## 2.7 OUR STAKEHOLDERS

As in previous financial year, FYE 2025 sees the Group continue to engage with its diverse stakeholders over a wide range of communication platforms and channels.

Engaging stakeholders support the Group in determining material sustainability topics by understanding how these individuals or groups can impact the business model in terms

of its capital, brand reputation and value creation. The outcomes from undertaking stakeholders' engagement initiatives could result in stronger economies, better product range which support better living conditions and more opportunities.

CYL deems a stakeholder to be an individual or a group that has an effect on, or is affected by the Group's business. As the Group begins to look forward towards transitioning into a low-carbon economy, the engagement with the stakeholders provides crucial insights, fosters collaborative efforts and ensures alignment with broader ESG goals.

No	Stakeholder	Engagement Channels	Needs and Expectations	Relevant Material Topics	Outcomes / Value created
1	Investors or shareholders	<ul style="list-style-type: none"> <li>Annual General Meeting</li> <li>Annual Reports</li> <li>Media release</li> <li>Corporate website</li> </ul>	<ul style="list-style-type: none"> <li>Good reputation</li> <li>Profitability</li> <li>Products to meet changing demands</li> <li>Compliance</li> </ul>	<ul style="list-style-type: none"> <li>Customer satisfaction</li> <li>Production quality</li> <li>Financial performance</li> <li>Ethical Business Conduct</li> </ul>	Regular engagement and meetings to deliver credible information
2	Employees	<ul style="list-style-type: none"> <li>Internal communications</li> <li>Whistleblowing channel</li> <li>Virtual or Physical Meetings</li> </ul>	<ul style="list-style-type: none"> <li>Occupational Health and safety</li> <li>Fair employment practices</li> <li>Training and development</li> <li>Secure employment</li> </ul>	<ul style="list-style-type: none"> <li>Health and safety</li> <li>Fair employment practices</li> <li>Training and development</li> </ul>	<ul style="list-style-type: none"> <li>A safe and secured workplace</li> <li>Enhanced skilled employees</li> </ul>
3	Customers	<ul style="list-style-type: none"> <li>Corporate website</li> <li>Mobile and email communications</li> <li>Conformance Audits</li> <li>Satisfaction surveys</li> <li>Virtual or Physical Meetings</li> </ul>	<ul style="list-style-type: none"> <li>Compliance to product specifications</li> <li>Quality products and services</li> <li>Fair pricing</li> <li>Delivery requirements</li> </ul>	<ul style="list-style-type: none"> <li>Product Responsibility and Quality</li> <li>Health and Safety</li> </ul>	Enhanced customer satisfaction
4	Suppliers	<ul style="list-style-type: none"> <li>Mobile and email communications</li> <li>Satisfaction surveys</li> <li>Virtual or Physical Meetings</li> </ul>	<ul style="list-style-type: none"> <li>Compliance to specifications</li> <li>Honour agreements</li> <li>Fair price</li> <li>Continued business</li> </ul>	<ul style="list-style-type: none"> <li>Financial Performance</li> <li>Ethical Business Conduct</li> </ul>	Cost effective and reliable delivery of goods and services

To continue

No	Stakeholder	Engagement Channels	Needs and Expectations	Relevant Material Topics	Outcomes / Value created
5	Authorities	<ul style="list-style-type: none"> <li>• Mobile and email communications</li> <li>• Site visits and inspections</li> <li>• Surveys</li> <li>• Virtual or Physical Meetings</li> </ul>	<ul style="list-style-type: none"> <li>• Demonstration of compliance</li> <li>• Support Government policies</li> <li>• Responsive communications and actions</li> </ul>	<ul style="list-style-type: none"> <li>• Health and Safety</li> <li>• Overall compliance</li> <li>• Pollutions</li> <li>• Ethical Business Conduct</li> </ul>	Demonstration of continued compliance with requirements
6	Financial institutions	<ul style="list-style-type: none"> <li>• Mobile and email communications</li> <li>• Virtual or Physical Meetings</li> </ul>	<ul style="list-style-type: none"> <li>• Manage risks to ensure financial soundness</li> </ul>	<ul style="list-style-type: none"> <li>• Financial performance</li> <li>• ESG Matters</li> </ul>	Corporate credibility and financial soundness

## 2.8 OUR MATERIAL TOPICS

In FYE 2024, CYL carried out a fresh materiality assessment in accordance with Bursa Malaysia's Main Market Listing Requirements and FTSE4Good guidance. The process was guided by industry best practices and aimed at identifying and prioritising sustainability matters most relevant to the Group's operations and stakeholders.

The assessment followed a four-step approach:

### 1. Identification of Material Matters

Sustainability issues were first identified based on CYL's business context and industry relevance.

### 2. Stakeholders' Engagement

Key internal and external stakeholders were engaged to understand their expectations on Economic, Environmental, Social and Governance ("EESG") matters.

### 3. Prioritisation and Rating

Stakeholders were asked to rank and rate the identified topics through a structured online survey.

### 4. Materiality Matrix Development

The data gathered was analysed using a weighted scoring method and the results were plotted in a Sustainability Materiality Matrix to show the prioritisation of topics.

#### Step 1 Identification of Material Matters

The Group published its Sustainability Statement in accordance to Bursa Malaysia's MMLR requirements. In 2022, the sustainability reporting requirements have been enhanced to elevate disclosures. First step to materiality assessment is the understanding the Group's distinctive operating context.

#### Step 2 Stakeholders' Engagement

A list of preliminary sustainability matters spanning EESG for the Group were derived at and identified. Key internal and external stakeholders were identified to understand their needs and expectations pertaining to sustainability related impacts.

#### Step 3 Prioritisation and Rating

The Group applied the materiality concept for stakeholder engagement within the resources available. Key stakeholders were engaged via an online survey to rank and rate the material topics from their standpoint, in relation to their deemed interest and importance to the Group.

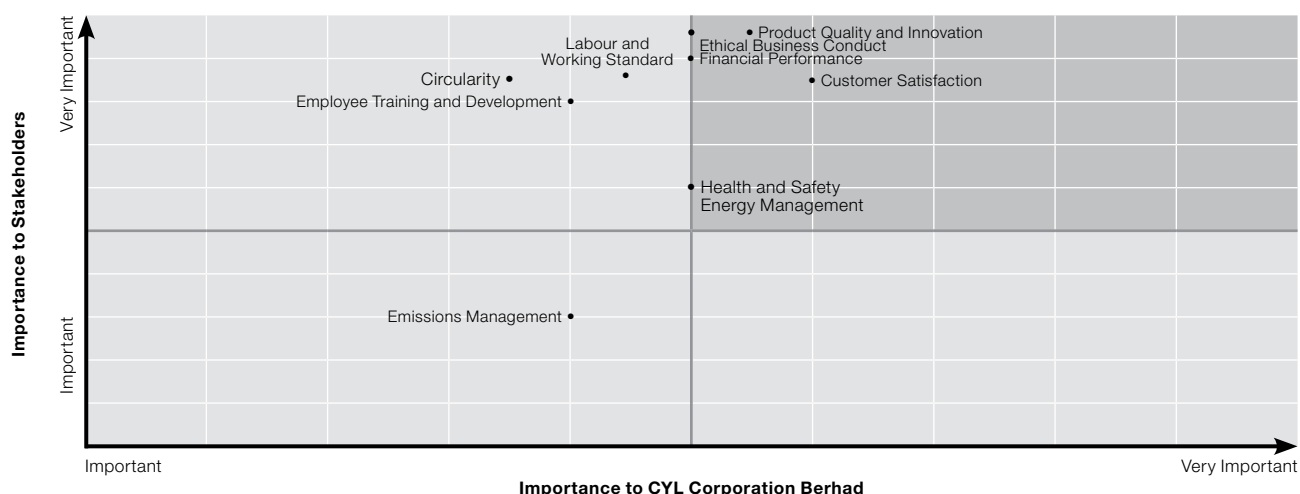
#### Step 4 Materiality Matrix

The results gathered from the survey were tabulated using best practices and statistical analysis involving weightage for key stakeholders. The results were plotted to a Sustainability Materiality Matrix where the results show the prioritisation of topics.

CYL intends to conduct a full materiality assessment every three years, or earlier if there are significant changes in the business, stakeholder landscape, or regulatory context.

## 2.9 PRIORITISED MATERIALITY TOPICS

The prioritised sustainability matters are seen in the top-right section in the Sustainability Materiality Matrix below.



### 2.9.1 Summary of prioritised material topics

The prioritised sustainability matters identified in the Sustainability Materiality Matrix are presented below, structured according to EESG pillars.

Economic Progress	Environment	People	Governance
Financial performance	Energy management	Labour and working standards	Ethical business conduct
Product quality and innovation	Emissions management	Employee training and development	
Customer satisfaction	Circularity	Health and Safety	

### 2.9.2 Overview of the prioritised material topics and its risks and opportunities

The Sustainability Materiality Matrix for FYE 2025 identifies several key issues that are highly important to both CYL and its stakeholders. The top-right quadrant represents the most prioritised matters which are **Product Quality and Innovation, Ethical Business Conduct, Financial Performance, and Customer Satisfaction**. These reflect shared expectations for quality, transparency, financial resilience, and responsive customer service.

Other notable matters such as **Labour and Working Standards, Circularity, and Employee Training and Development** also feature prominently,

highlighting growing external interest in fair employment practices, sustainable resource use, and talent development.

These prioritised matters form the foundation of CYL's sustainability strategy and are covered in detail throughout the sections of this report.

## 3.0 OUR FOCUS AREAS

### 3.1 ECONOMIC CONTRIBUTION

CYL's business activities continue to generate and distribute economic value across its stakeholder base, contributing meaningfully to Malaysia's socioeconomic landscape. This includes payments to employees, suppliers, regulators, and government, as well as returns to shareholders. The Group's

financial performance also supports ongoing reinvestment into operations and infrastructure, ensuring business continuity and long-term resilience.

As a responsible corporate citizen, CYL is committed to creating sustainable value not only for its shareholders but also for the broader community in which it operates. This approach is aligned with the FTSE4Good principles of fostering inclusive economic growth and responsible business practices.

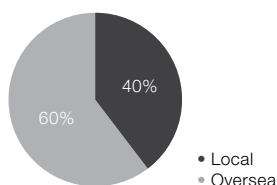
Economic Contributions (in RM)	FYE 2025	FYE 2024	FYE 2023	FYE 2022
Revenue	48,056,263	42,893,264	44,796,221	49,312,015
Salaries, wages and emoluments	9,208,741	8,365,953	7,744,634	7,030,303
Suppliers	24,385,477	23,143,651	25,571,747	27,748,870
Government income taxes	235,000	23,058	-	-
Dividends to shareholders	500,000	500,000	-	1,000,000
Equity	110,849,504	61,341,677	63,374,238	63,512,665

### 3.2 SUPPORTING LOCAL SUPPLIERS

CYL is committed to building a sustainable and resilient supply chain by supporting the growth of local businesses and encouraging responsible procurement practices. Local suppliers defined as those based in Malaysia are prioritised wherever commercially viable, in line with our commitment to strengthen national economic development and improve supply chain efficiency.

In the financial year ended 2025, 40% of CYL's procurement spend was directed to local suppliers (compared to 47% in FYE 2024). This change reflects a shift in procurement mix for certain projects requiring specialised imports. The Group continues to explore opportunities to increase local sourcing where feasible, while maintaining quality, compliance, and cost-effectiveness.

Supplier Expenditures



### 3.3 PRODUCT RESPONSIBILITY AND QUALITY

CYL is committed to delivering products that meet the highest standards of safety, quality, and regulatory compliance. The Group's operations are certified under the ISO 9001:2015 Quality Management System and comply with various

international standards relevant to its customers' industries. As part of the supply chain for multinational and local clients, CYL works closely with customers to ensure that all product specifications including those related to health and safety are consistently met.

To uphold product integrity, the Group incorporates quality control at multiple stages of production, supported by internal audits and documentation systems. CYL places a strong emphasis on aligning with customer-specific standards and ensures that health and safety impacts are fully considered during product design and delivery.

For the reporting period, there were:

- 1. Zero incidents of non-compliance with regulations** concerning the health and safety impacts of products, and
- 2. Zero product recalls**, whether for safety, quality, or other reasons. Product recalls refer to formal actions initiated to remove products from the market due to safety concerns, regulatory non-compliance, or critical defects that could pose harm to users. We confirm that there were zero such product recalls during the reporting period.

CYL remains committed to continuous improvement in its product stewardship and customer satisfaction processes.

### 3.4 PEOPLE – DIVERSITY

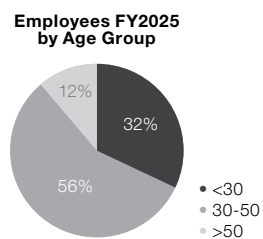
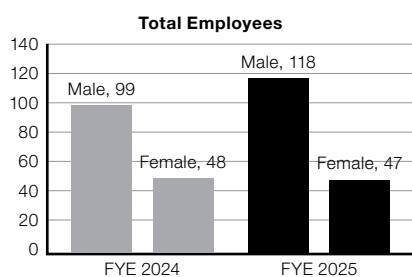
**CYL continues to uphold its commitment to workforce diversity** by fostering an inclusive and balanced working environment. As at the end of FYE 2025, the Group employed a total of 165 people (FYE 2024: 147), with a gender composition of 72% male and 28% female. While male employees continue to make up a majority and largely due to the physical demands of production roles, female representation is strong at the executive level comprising 89% of the executive workforce.

The Group's workforce also reflects healthy age diversity, with 32% of employees aged below 30, 56% aged between 30–50, and 12% above 50. **This balanced demographic mix supports both innovation and operational continuity.** Younger employees bring energy and adaptability, while experienced staff contribute institutional knowledge and leadership.

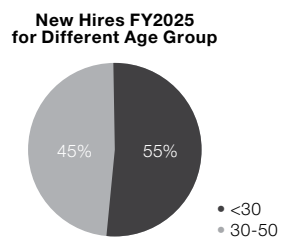
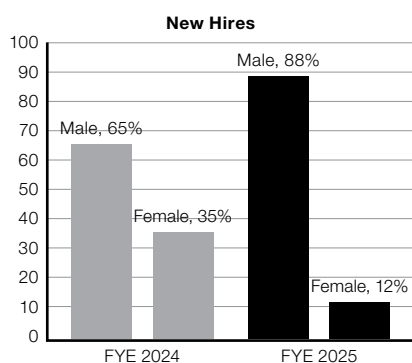
As the business grows, CYL has strengthened its management and supervisory teams and continues to invest in automation to reduce dependence on manual labour. This shift not only improves productivity but also enables broader workforce inclusion across age and gender.

During FYE 2025, CYL welcomed 51 new hires (FYE 2024: 54), and saw a reduced turnover of 33 employees (FYE 2024: 54). The Group remains committed to fair employment practices, skills development, and inclusive workforce growth aligned with its long-term business strategy.

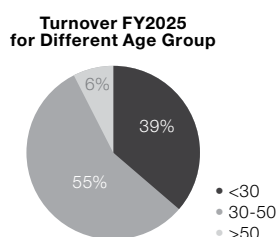
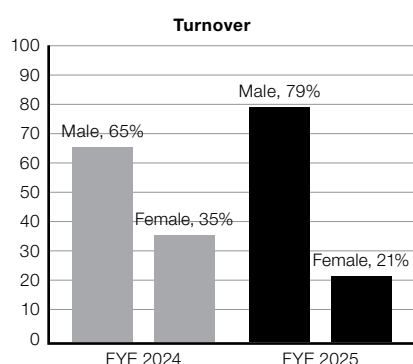
Employees FYE 2025	Number of Employees							
Age Group	< 30 years		30-50		> 50 years		Total	
Category / Gender	Male	Female	Male	Female	Male	Female	Male	Female
Manager	0	0	0	3	0	0	0	3
Executive	0	2	2	13	0	2	2	17
Non-Executive	50	0	59	16	7	11	116	27
<b>Total</b>	<b>50</b>	<b>2</b>	<b>61</b>	<b>32</b>	<b>7</b>	<b>13</b>	<b>118</b>	<b>47</b>



New Hires FYE 2025	Percentage							
Age Group	< 30 years		30-50		> 50 years		Total	
Category / Gender	Male	Female	Male	Female	Male	Female	Male	Female
Manager	0	0	0	4%	0	0	0	4%
Executive	0	0	0	8%	0	0	0	8%
Non-Executive	55%	0	33%	0	0	0	88%	0
<b>Total</b>	<b>55%</b>	<b>0</b>	<b>33%</b>	<b>12%</b>	<b>0</b>	<b>0</b>	<b>88%</b>	<b>12%</b>



Turnover FYE 2025	Percentage							
Age Group	< 30 years		30-50		> 50 years		Total	
Category / Gender	Male	Female	Male	Female	Male	Female	Male	Female
Manager	0	0	0	3%	0	0	0	3%
Executive	0	0	6%	3%	0	3%	6%	6%
Non-Executive	36%	3%	36%	6%	0	3%	73%	12%
<b>Total</b>	<b>36%</b>	<b>3%</b>	<b>42%</b>	<b>12%</b>	<b>0</b>	<b>6%</b>	<b>79%</b>	<b>21%</b>



There are 18 numbers of employees who are contractors or temporary staff.

### 3.5 PEOPLE – DEVELOPMENT

CYL remains committed to developing a capable, safe, and future-ready workforce. The Group continues to invest in structured recruitment, training, and development initiatives focused on enhancing both technical competencies, soft skills and also personal career-development skills across employee levels.

Special emphasis is placed on health and safety training which includes hazard identification, operational safety, and emergency response in order to reduce risks, prevent incidents, and minimise production disruptions.

In FYE 2025, the average training hours per employee rose to 5.0 hours, a notable increase from 1.7 hours in FYE 2024, reflecting a renewed emphasis on workforce development. Training programmes delivered during the year covered areas such as quality management, equipment handling, compliance, and supervisory development.

CYL upholds strong human rights standards across its operations and labour practices. During the reporting period, there were **zero substantiated complaints concerning human rights violations**.

The Group views continuous employee development as key to enhancing organisational resilience, productivity, and employee engagement.

Hours of training by employee category	No of Employees trained	No of training hours
Manager	3	38
Executive	19	384
Others	143	400
<b>Total</b>	<b>165</b>	<b>822</b>

### 3.6 PEOPLE – HEALTH AND SAFETY

CYL recognises the critical importance of maintaining a safe and healthy workplace for all employees across its operations. The Group is committed to embedding occupational safety and health (OSH) best practices into daily operations, in full compliance with Malaysian OSH regulations.

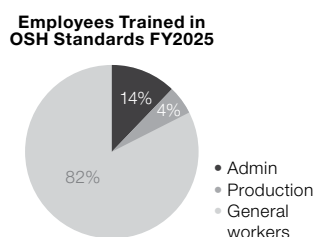
We are pleased to report **zero fatalities during the reporting period**. A total of 14 minor and 3 major work-related incidents were recorded, with **zero lost time incident rate (LTIR)** demonstrating the effectiveness of safety controls in mitigating operational disruptions and supporting employee wellbeing.

To reinforce safety awareness and capabilities, CYL increased the number of employees trained in OSH-related standards and procedures to **49 persons in FYE 2025 (2024 : 35)**. Training sessions included topics such as hazard identification, use of personal protective equipment, emergency response, and equipment safety protocols.

CYL continues to strengthen its workplace safety culture through regular assessments, capacity-building, and proactive risk management. This reflects our zero-tolerance approach to preventable harm and our ongoing commitment to protecting every member of the workforce.



Work-related Incidence	Employee	Non-employee
Fatalities	0	0
Injuries Requiring Hospitalization (Major)	3	0
Injuries Not Requiring Hospitalization (Minor)	14	0
<b>Total</b>	<b>17</b>	



### 3.7 LABOUR PRACTICES AND EMPLOYEE WELL-BEING

CYL is fully compliant with all applicable Malaysian labour laws and employment regulations, including adherence to the national minimum wage, statutory working hours, and provision of all required employee benefits. These standards are consistently applied across both local and foreign workers in the Group.

Although CYL is not unionised, the Group maintains a culture of open communication and mutual respect, where employees are encouraged to raise concerns directly with management. Multiple channels including suggestion boxes, supervisor engagement, and grievance procedures are available to ensure feedback and concerns are addressed promptly and transparently.

The Group remains committed to upholding fair employment practices, protecting employee rights, and ensuring a safe and inclusive workplace for all.

### 3.8 COMMUNITY INVESTMENT

As part of its ESG commitment, CYL contributed RM3,000 to the The Good Earth Run 2024, an eco-conscious event organised by Persatuan Kebajikan HOPE Worldwide Malaysia. The run

successfully raised funds for the Sustainable Green Program, which supports food security and sustainable agriculture for low-income families. The event drew 800 participants and championed practical sustainability by transforming 800 old T-shirts into tote bags, replacing plastic water bottles with refill stations, and swapping traditional medals for potted plants. These creative actions demonstrated how small, collective steps can lead to a greener, more inclusive future.

CYL's involvement reflects its ongoing commitment to community wellbeing, environmental awareness, and inclusive development through impactful partnerships.

### 3.9 DATA PRIVACY AND SECURITY

CYL is committed to safeguarding the privacy and security of stakeholder data, in alignment with applicable data protection regulations and industry best practices. The Group has internal measures in place to manage data access, confidentiality, and cyber risk, particularly for customer and employee information handled through its operations.

During the reporting period, there were **zero substantiated complaints concerning breaches of customer**

**privacy or loss of data (2024 : 0).** CYL will continue to enhance its data governance practices and digital safeguards to ensure compliance and build trust with customers, employees, and business partners.

### 3.10 ENVIRONMENT

CYL recognises the critical role that environmental stewardship plays in the long-term sustainability of its manufacturing operations. The Group actively monitors and manages its environmental impacts through robust practices and full compliance with applicable regulations set by the Department of Environment, Malaysia, and other relevant authorities.

In FYE 2025, there were **zero substantiated complaints or penalties related to environmental matters**, reinforcing our commitment to responsible and sustainable manufacturing (2024: 0).

#### 3.10.1 Energy consumption

CYL continues to monitor and manage energy consumption across its operations as part of its commitment to operational efficiency and environmental stewardship. The Group primarily uses electricity from the national grid to power production machinery, while fuels such as petrol, diesel, and LPG are utilised for forklifts and transportation.



Total Energy Consumption	Unit	FYE 2024	FYE 2025	Energy Consumption Intensity*	
				FYE 2024	FYE 2025
Purchased Electricity from Grid	KwH	8,540,432	8,766,403	0.1991	0.1824
Fuel consumption (petrol)	Liter	19,770	17,762	0.0005	0.0004
Fuel consumption (diesel)	Liter	188,719	155,827	0.0044	0.0032
Fuel consumption (gas)	Kg	10,728	14,040	0.0003	0.0003
Revenue	RM	42,893,264	48,056,263		

In FYE 2025, total electricity consumption increased slightly in line with business growth. However, **energy intensity per revenue unit improved**, declining from 0.1991 to 0.1824, indicating more efficient energy use relative to output. Fuel consumption intensity for petrol and diesel also decreased, reflecting optimisation of production processes and energy management practices.

Currently, gas is used only for forklift operations. As part of its transition to lower-emission equipment, **CYL converted two gas-powered forklifts to lithium-ion models** in FYE 2025. This shift not only reduces on-site Scope 1 emissions but also contributes to safer, cleaner, and more efficient internal logistics. The **Group plans to complete this transition by converting 100% of its forklift fleet** to lithium-powered units within the next 12 months. Upon completion, CYL will fully eliminate gas usage from its operations.

Looking ahead, CYL aims to strengthen its energy management strategy by exploring the adoption of renewable electricity sources where feasible, in line with national decarbonisation pathways and long-term climate goals.

### 3.10.2 Emissions Management

FYE 2025 marked a milestone with CYL's first formal measurement and reporting of greenhouse gas (GHG) emissions, conducted in accordance with the GHG Protocol: A Corporate Accounting and

Reporting Standard (Revised Edition). As this is the baseline year, no comparative emissions data is available from previous reporting periods.

The assessment includes Scope 1 (Direct emissions) at 505.7 tCO<sub>2</sub>e, Scope 2 (Indirect emissions from purchased electricity) at 6,785.2 tCO<sub>2</sub>e and totalling emissions of 7,291 tCO<sub>2</sub>e giving **a GHG emissions intensity of 0.1517 tCO<sub>2</sub>e per Ringgit Malaysia million revenue**.

Emission factors were sourced from IPCC Guidelines (2006) and relevant updates, Malaysia's National Grid Emission Factor published by the Sustainable Energy Development Authority (SEDA) and the Ministry of Energy Transition and Water Transformation (PETRA) for Scope 2 electricity calculations.

While Scope 3 emissions (indirect emissions from the value chain) were not measured during this reporting period, CYL acknowledges the importance of capturing these impacts to fully understand its carbon footprint. In future reporting cycles, the Group aims to evaluate and prioritise key Scope 3 categories relevant to its business such as purchased goods and services, business travels and employee commuting, with the intent of building a more complete and science-aligned emissions profile.

This disclosure reflects CYL's commitment to climate transparency and provides the foundation for setting

reduction targets and developing mitigation strategies as part of a broader low-carbon transition plan.

Total GHG Emissions	Unit	FYE 2025
Scope 1	tCO <sub>2</sub> e	506
Scope 2	tCO <sub>2</sub> e	6,785
Total	tCO <sub>2</sub> e	7,291
Revenue	RM	48,056,263

### 3.10.3 Water, Effluent and Air Emissions

Water is sourced from municipal supplies and primarily used in cooling processes, with a system that allows for recirculation and minimal wastage. **CYL achieved a 42% reduction in water consumption intensity, from 1.2 liters to 0.7 litres per Ringgit Malaysia million revenue**, attributed to recycling and improved process efficiency.

No industrial effluent is generated beyond sewage, which is treated in compliance with local standards.

There are **no air pollutant or particulate emissions from the manufacturing process**. Compliance with air quality regulations remains 100%.

CYL is also exploring the feasibility of rainwater harvesting to further reduce reliance on municipal water.

Total Water Consumption	Unit	FYE 2024	FYE 2025	Water Consumption Intensity*	
				FYE 2024	FYE 2025
Purchased water	Liter	49,697	31,306	0.0012	0.0007
Revenue	RM	42,893,264	48,056,263		

Total Packaging Consumption	Unit	FYE 2024	FYE 2025	Source
Carton	Kg	62,338	69,533	Recycled, Renewable
Tray	Kg	12,600	6,400	Recycled, Renewable
Plastic bags	Kg	33,911	35,188	Non-renewable
Film and tape	Kg	24,896	25,211	Non-renewable

### 3.10.4 Packaging Material

CYL actively works to minimise the environmental impact of packaging and raw materials used in its operations, in line with responsible production principles and circular economy practices. Packaging materials used in the Group's processes include both recyclable components (e.g. cartons, trays) and non-recyclable inputs (e.g. plastic films, bags).

In FYE 2025,

1. Carton usage increased to 69,533 kg which are sourced primarily from recycled or renewable inputs;
2. Recyclable tray usage decreased to 6,400 kg, reflecting changes in packaging specifications; and
3. Plastic bag and film consumption rose slightly, but these remain priority areas for optimisation to reduce non-renewable input dependency.

To support improved environmental performance, CYL is actively enhancing its internal tracking systems for packaging material use, waste diversion rates, and material intensity per production output. This data-driven approach will inform future goals aimed at:

- Increasing the share of recyclable or renewable materials;
- Reducing overall material use per unit produced; and
- Diverting a greater proportion of operational waste from landfills through recycling or recovery channels.

CYL remains committed to embedding resource efficiency across its value chain and strengthening its alignment with national and global sustainability expectations.

### 3.10.5 Waste Management

FYE 2025 marks a significant milestone for CYL Corporation Berhad, as the Group formally established a structured waste tracking and categorisation system across its operations for the first time. This initiative reflects CYL's commitment to aligning with internationally recognised sustainability benchmarks by enhancing operational transparency and adopting a proactive approach to environmental management.

In this inaugural reporting year, CYL recorded a total of 129,905 kg of waste diverted from disposal. Notably, this volume consists largely of materials generated during the production process that are still of good quality and suitable for reuse. These materials are purchased by other manufacturers and utilised in the production of new goods. This practice not only minimises landfill impact but also contributes directly to the circular economy, allowing resources

to remain in productive use for as long as possible.

In contrast, only 5,250 kg of waste was sent to landfill, representing a small fraction of the Group's total production output. These figures establish a reliable baseline for future performance measurement and demonstrate CYL's prioritisation of resource recovery, material reuse, and lifecycle thinking in waste management.

Moving forward, CYL aims to progressively improve waste performance by:

- Setting internal targets for waste diversion rates, and
- Engaging suppliers and customers in circular initiatives.

These actions support not only regulatory compliance but also broader national and global sustainability goals, including the 12th and 13th UN Sustainable Development Goals (SDGs) on responsible consumption and climate action. CYL's adoption of data-driven waste governance underscores its position as a responsible manufacturer actively contributing to Malaysia's low-carbon and circular economy transition.

Total Waste Generated	Unit	FYE 2025
Total waste diverted from disposal	Kg	129,905
Total waste diverted to landfill	Kg	5,250

#### 4.0 SUSTAINABILITY PERFORMANCE DATA

The table below contains reference from Bursa Malaysia's Sustainability Reporting Guide 3rd Edition.

	CYL Corporation Berhad Sustainability Performance Indicator	Bursa Ref	Unit	FYE 2025	FYE 2024
<b>1</b>	<b>Anti-corruption</b>				
	<i>Employees who received training on anti-corruption</i>	C1(a)	%	100	0
	<i>Operations assessed for corruption related risks</i>	C1(b)	%	100	0
	<i>Confirmed incidents of corruption and action taken</i>	C1(c)	No	0	0
<b>2</b>	<b>Community / Society</b>				
	<i>Total amount invested in the community</i>	C2(a)	RM	3,000	No data provided
	<i>Total number of beneficiaries of the investment in communities</i>	C2(b)	No	No data provided	No data provided
<b>3</b>	<b>Diversity</b>				
	<i>Employees by age group and by employee category</i>	C3(a)			
	Manager under 30		%	0	0
	Manager between 30-50		%	1	1
	Manager above 50		%	0	0
	Executive under 30		%	1	1
	Executive between 30-50		%	8	10
	Executive above 50		%	1	2
	Others under 30		%	30	24
	Others between 30-50		%	49	49
	Others above 50		%	10	13
	<i>Employees by gender</i>	C3(a)			
	Manager male		%	0	0
	Manager female		%	2	1
	Executive male		%	1	3
	Executive female		%	10	10
	Others male		%	70	65
	Others female		%	17	21
	<i>Directors by gender and age group</i>	C3(b)			
	Male		%	78	75
	Female		%	22	25
	Under 30		%	0	0
	Between 30-50		%	44	62
	Above 50		%	56	38
<b>4</b>	<b>Energy management</b>				
	<i>Total energy consumption</i>	C4(a)	Megawatt	8,766	8,540
<b>5</b>	<b>Health and Safety</b>				
	<i>Number of work-related fatalities</i>	C5(a)	No	0	0
	<i>Lost time incident rate</i>	C5(b)	No	0	0
	<i>Number of employees trained on health and safety standards</i>	C5(c)	No	49	35
<b>6</b>	<b>Labour practices and standards</b>				
	<i>Total hours of training by employee category</i>	C6(a)			
	Manager		No	38	32
	Executive		No	384	136
	Others		No	400	72

	<i>Employees that are contractors or temporary staff</i>	C6(b)	%	11	12
	<i>Total number of employee turnover by employee category</i>	C6(c)			
	Manager		No	1	0
	Executive		No	4	9
	Others		No	28	45
	<i>Substantiated complaints concerning human rights violations</i>	C6(d)	No	0	0
<b>7</b>	<b>Supply chain management</b>				
	<i>Proportion of spending on local suppliers</i>	C7(a)	%	40	47
<b>8</b>	<b>Data privacy and security</b>				
	<i>Number of substantiated complaints concerning breaches of customer privacy and losses of customer data</i>	C8(a)	No	0	0
<b>9</b>	<b>Water</b>				
	<i>Total volume of water</i>	C9(a)	Megalitre	0.03	0.05
<b>10</b>	<b>Waste Management</b>				
	<i>Total waste generated, and a breakdown of the following:</i>	C10(a)			
	(i) total waste diverted from disposal		kg	129,905	No data provided
	(ii) total waste directed to disposal		kg	5,250	No data provided
<b>11</b>	<b>Emissions</b>				
	<i>Scope 1 emissions in tonnes of CO<sub>2</sub>e</i>	C11(a)	Tonnes	506	No data provided
	<i>Scope 2 emissions in tonnes of CO<sub>2</sub>e</i>	C11(b)	Tonnes	6,785	No data provided
	<i>Scope 3 emissions in tonnes of CO<sub>2</sub>e</i>	C11(c)	Tonnes	No data provided	No data provided
<b>12</b>	<b>Customer Health, Safety / Product Responsibility</b>				
	<i>% of product which health and safety are assessed</i>	S3(a)	%	100	100
	<i>No of incidents of non-compliance with regulations</i>	S3(b)	No	0	0
	<i>No of recalls issued for health and safety reasons</i>	S3(c)	No	0	0
<b>13</b>	<b>Emissions – Air Quality / Pollution</b>				
	<i>Amount of air emissions and pollutants</i>	S4(a)		Not applicable	Not applicable
<b>14</b>	<b>Materials</b>				
	<i>Total weight materials that are used to produce and package products and services</i>	S5(a)			
	Carton		Tonnes	70	62
	Tray		Tonnes	6	13
	Plastic bag		Tonnes	35	34
	Film and tape		Tonnes	25	25

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors ("Board") of CYL Corporation Berhad ("CYL" or "the Company") and its subsidiaries (collectively referred to as the "Group" or "CYL Group") acknowledges the importance of enhancement of corporate governance practices outlined in the Malaysian Code on Corporate Governance ("MCCG" or "the Code"). It is the Board's responsibility and commitment to ensure that high standards of corporate governance are being practised in the Group, thereby safeguarding the assets of the Group and its shareholders' investments. The Board believes that it has substantially

applied the recommendations set out in the Code.

The Board is pleased to report an overview on the extent to which the Principles set out in the Code were applied throughout the financial year ended 31 January 2025 ("FYE 2025") in this Corporate Governance ("CG") Overview Statement. The application of the Practices set out in the Code throughout FYE 2025 is also disclosed to Bursa Malaysia Securities Berhad ("Bursa Securities") in the CG Report which are available on the Company's corporate website at [www.cylcorporation.com](http://www.cylcorporation.com).

The Board considers that the Company has applied all Practices under the MCCG with the exception of the following Practice: -

- Practice 5.2 (At least half of the board comprises independent Directors);
- Practice 5.9 (The Board comprises at least 30% women Directors).

The explanation for the departures is disclosed in the CG Report.

## PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS

### 1. Roles and Responsibilities

The Board takes full responsibility for the overall direction and performance of the Group. The role of Management is to run the general business operations and activities and manage the Group's financial matters in accordance with established delegated authority from the Board.

Matters reserved for Board deliberation and decision are broadly categorised as below:-

- Leadership and Strategy;
- Capital and Structure;
- Financial and Risk Management;
- Human Capital;
- Stakeholders; and
- Statutory, Regulatory and Administrative matters.

The Board assumes the following duties and responsibilities:-

- together with Senior Management, promote good corporate governance culture within the Company which reinforces ethical, prudent and professional behaviour;
- review, challenge and decide on Management's proposals for the Company, and monitor its implementation by Management;
- ensure that the strategic plan of the Company supports long-term value creation and includes strategies on economic, environmental and social considerations underpinning sustainability;

- supervise and assess Management's performance to determine whether the business is being properly managed;
- ensure there is a sound framework for internal controls and risk management;
- understand the principal risks of the Company's business and recognise that business decisions involve the taking of appropriate risks;
- set the risk appetite within which the Board expects Management to operate and ensure that there is an appropriate risk management framework to identify, analyse, evaluate, manage and monitor significant financial and non-financial risks;
- ensure Senior Management has the necessary skills and experience, and there are measures in place to provide for the orderly succession of Board and Senior Management;
- ensure the Company has in place procedures to enable effective communication with stakeholders;
- ensure all Directors are able to understand financial statements and form a view on the information presented; and
- ensure the integrity of the Company's financial and non-financial reporting.

To facilitate the discharge of the Board's responsibility and oversight role, the Board is assisted by various Board Committees, namely the Audit Committee ("AC"), Nomination Committee ("NC") and Remuneration Committee ("RC"),

which have been established with Terms of Reference setting out their duties and responsibilities. The Chairman of the respective Board Committees reports regularly to the Board on the outcome of the Board Committee meetings, updates the Board on significant issues and concerns discussed and makes the necessary recommendations to the Board.

The Board is collectively responsible for any decision taken by any Board Committee. A Board Committee may only perform the tasks delegated to it by the Board and should not exceed the authority conferred on it by the Board. Decisions which by law should be made by the Board shall not be delegated to a Board Committee.

### 2. Chairman and Managing Director

The positions of Chairman and Managing Director ("MD") are held by different individuals. The Chairman of the Board is a Non-Independent Non-Executive Director. There is a clear division of responsibilities between the Chairman and MD of the Company to ensure a balance of power and authority. The Chairman's responsibility is to ensure the effectiveness of the Board while the MD is responsible for overall operations and effective implementation of the Board's decisions and policies.

The responsibilities of the Chairman, amongst others, are as follows:-

- leading the Board in setting its values, ethical standards and good corporate governance practices in the Group;
- developing corporate strategies;
- attaining long-term growth objectives of the Group;
- leading Board discussions, encourage active participation and allowing dissenting views to be freely expressed;
- setting the agenda for Board Meetings with assistance of the Company Secretary and ensuring all relevant issues for the effective running of the Group's businesses are on the agenda;
- managing the interface between Board and Management;
- ensuring proper flow of information to the Board, reviewing adequacy and timing of documentary materials in support of Management's proposal and review of performance of the Company and/or Group;
- ensuring effective communication with shareholders and relevant stakeholders;
- ensuring compliance with all relevant regulations and legislations; and
- presiding over the Board and general meetings of the Company.

The responsibilities of the MD are as follows:-

- oversee the day-to-day operations of the Group and implement the strategies, plans, budgets and policies approved by the Board;
- develop and recommend to the Board the strategic business plans, annual operating plans and budgets that support the Group's short-term and long-term strategies in consultation with the Chairman;
- monitor the performance of the Group against the performance and sustainability targets and reporting to the Board;
- provide strong leadership to employees of the Group;
- act as a liaison between the Board and Management;
- drive strategic management of material sustainability matters;
- assess business opportunities which are of potential benefit to the Group;
- assess the principal risks of the Group and ensuring that these risks are being monitored and managed;

- communicate effectively with shareholders, employees, Government authorities, other stakeholders and the public;
- keep the Board fully informed of all important aspects of the Group's operations and bring material and other relevant matters to the attention of the Board in an accurate and timely manner;
- ensure effective internal controls and legal compliance and governance measures are deployed; and
- act within specific authorities delegated by the Board and ensure the limits of authority accorded by the Board are observed.

### 3. Qualified and Competent Company Secretaries

The Board is supported by qualified Company Secretaries. The Company Secretaries ensure that the Board's actions and policies are in compliance with the relevant regulatory requirements i.e. Main Market Listing Requirements ("MMLR") of Bursa Securities and companies legislation related to the Group. The Company Secretaries attend meetings of the Board and shareholders and ensure that the meeting proceedings are properly convened and recorded.

The Company Secretaries also serve notices to the Directors and Principal Officers on the closed periods for trading in CYL's shares pursuant to Chapter 14 of the MMLR of Bursa Securities.

The Company Secretaries are qualified to act as secretaries under Section 235(2) of the Companies Act 2016. The Board is satisfied with the performance and support rendered by the Company Secretaries in assisting them to discharge their duties.

### 4. Access to Information and Independent Advice

All Directors have full unrestricted access to timely information pertaining to the Company. The agenda for every Board and Board Committees meeting, together with a set of Board and Board Committees papers are furnished to all Directors for their perusal prior to the Board and Board Committees meetings. This is to ensure sufficient

time is given to enable the Directors to review and consider the agenda items to be deliberated at the Board and Board Committees meetings. The Board and Board Committees papers include, amongst others, quarterly financial reports, year-end financial statements of the Group and annual budget. The Board can at any time request for additional information pertaining to any agenda items to be deliberated prior to or post Board and Board Committees meeting. In most instances, the Senior Management are invited to be in attendance at Board meetings to provide insight and to furnish clarification on issues that may be raised by the Board.

The Directors, collectively or individually, have unrestricted access to the advice and services of the Company Secretaries, Senior Management and independent professional advisers including the External Auditors, at the Company's expense.

The Directors may exercise their right to obtain independent professional advice and information in accordance with the steps set out in the Board Charter.

### 5. Board Charter

The Board Charter provides guidance for Directors and Management regarding the responsibilities of the Board, its Board Committees and Management, the requirements of Directors in carrying out their stewardship role and in discharging their duties towards the Company as well as boardroom activities.

The Board Charter shall be periodically reviewed and updated in accordance with the needs of the Company and any new regulations that may have an impact on the discharge of the Board's duties and responsibilities. The Board Charter is available for reference in the Company's corporate website at [www.cylcorporation.com](http://www.cylcorporation.com).

### 6. Formalised Ethical Standards through Code of Conduct, Whistleblowing Policy and Anti-Corruption and Bribery Policy

The Board is committed to creating an environment whereby ethics and



professionalism are placed in the highest priority in line with good corporate governance practices. The Board shall observe and adhere to the Code of Conduct. The Board has also adopted Whistleblowing Policy and Anti-Corruption and Bribery Policy.

The Code of Conduct, Whistleblowing Policy and Anti-Corruption and Bribery Policy are available on the Company's corporate website at [www.cylcorporation.com](http://www.cylcorporation.com).

## 7. Directors' Fit and Proper Policy

The Company has adopted a Directors' Fit and Proper Policy to ensure a formal and transparent process for the appointment and re-election of Directors. The execution is delegated to the NC, which will be reviewed and approved by the Board. The Board reviews the Fit and Proper Policy periodically, which is available on the Company's website at [www.cylcorporation.com](http://www.cylcorporation.com).

## 8. Composition of the Board

As at 31 January 2025, the Board has nine (9) Directors comprising one (1) Non-Independent Non-Executive Chairman, one (1) Managing Director, three (3) Executive Directors and four (4) Independent Non-Executive Directors. Of the nine (9) Directors, two (2) are women.

The NC reviewed the Board and Board Committees composition in FYE 2025 on an annual basis via an annual assessment. The composition of the Board comprises an appropriate balance of representation from relevant key areas that supports the sustainability efforts in the business taking into consideration the complexity and nature of the Group's businesses.

The Board composition complied with paragraph 15.02 of the MMLR of Bursa Securities, which requires at least two (2) Directors or one-third (1/3) of the Board, whichever is the higher, are independent.

Details of the Directors are set out in Profile of the Board of Directors of this Annual Report 2025.

### Changes to Composition of Board and Board Committees

Throughout the year, there are several changes to the Board and Board Committees composition as follows:

- Appointment of Dato' Zakaria Bin Arshad as Independent Non-Executive Director, member of AC and RC on 5 August 2024;
- Resignation of Gan Kok Ling as member of AC on 5 August 2024;
- Resignation of Abd Malik Bin A Rahman as member of RC on 5 August 2024, and subsequently re-appointed as member of RC on 19 November 2024;
- Re-designation of Dato' Zakaria Bin Arshad from member to Chairman of RC on 19 November 2024; and
- Cessation of Wan Kai Chee as Chairman and member of RC on 19 November 2024.

The Chairman is a Non-Independent Non-Executive Director and is not involved in the daily operations of the Company. As Chairman, he ensures proper balance of power and authority on the Board by encouraging robust discussions during meetings.

The Independent Non-Executive Directors also provide an element of objectivity, independent views, evaluations, check and balance on Board deliberations and decisions. This ensures that the interests of the Group, shareholders, employees, customers, suppliers and other business associates are safeguarded.

The Independent Non-Executive Directors are persons of high calibre, credibility and have the skills and experience to bring an independent judgement on issues of strategy, performance and resources including key appointments and standards of conduct. The Independent Non-Executive Directors constitute more than one-third of the membership of the Board.

## 9. Tenure of an Independent Director

Pursuant to the Company's Board Charter and in line with Practice 5.3 of

the MCCG, the tenure of an Independent Non-Executive Director shall not exceed a cumulative term limit of nine (9) years. Upon completion of the nine (9) years term, the Director may continue to serve on the Board, subject to the re-designation as a Non-Independent Director.

The Board must provide justification and seek annual shareholders' approval in the event it intends to retain an Independent Non-Executive Director who has served in that capacity for more than nine (9) years, through a two-tier voting process – Tier 1: only the large shareholder(s) and Tier 2: shareholders other than large shareholders, in accordance with the MCCG. Notwithstanding the above, the tenure of Independent Director should not exceed a cumulative term of twelve (12) years.

As to-date, all Independent Non-Executive Directors have served less than nine (9) years.

The Board, through the NC, conducts an annual assessment of the independence of its Independent Non-Executive Directors. The Independent Non-Executive Directors bring diverse professional backgrounds and external perspectives, contributing to the development of the Company's policies and strategic direction through objective and unbiased oversight.

The Board is satisfied that all Independent Non-Executive Directors continue to demonstrate independence in both character and judgment. They are free from any relationship or conflict of interest situation, which could impair their objectivity and independence and is not aware of any existing or potential conflict of interest between the Independent Non-Executive Directors and the Group. They have also fulfilled the criteria under the definition of "Independent Director" stated in Paragraph 1.01 of the MMLR of Bursa Securities.

## 10. Boardroom Diversity

The Board has adopted the Boardroom Diversity Policy. The Board's policy is to consider candidates from various backgrounds, without discrimination

to gender, age and ethnicity when deciding on appointments to the Board. An overriding principle is that all appointments to the Board will be based upon merit, experience, qualification, character, time commitment and integrity and contribution the candidates may bring to the Board.

As at 31 January 2025, female representation on the Board stands at 22%. Although the Company has not set a specific target for gender diversity, the Board remains committed to promoting equitable representation and continues to consider gender balance in its Board composition reviews. The Board also supports the country's aspirational target of 30% women directors, in line with Practice 5.9 of the MCCG, and will consider a diverse range of candidates, including women, in future recruitment and selection processes.

Similarly, while no formal targets have been set for age or ethnic diversity, the Board recognises the importance of diverse perspectives and experiences. It will continue to review its composition with the aim of achieving a well-balanced mix of age groups and multi-ethnic representation that reflects the broader community and enhances governance effectiveness.

The Boardroom Diversity Policy can be found at the Company's corporate website at [www.cylcorporation.com](http://www.cylcorporation.com).

## 11. Sourcing of Directors and Chairmanship of the NC

The NC, chaired by Ms Gan Kok Ling, an Independent Non-Executive Director, is tasked by the Board with identifying and recommending suitable candidates for appointment to the Board. In line with the MCCG 2021, the NC ensures that any appointment is based on merit and objective criteria, with due regard for diversity in skills, experience, age, cultural background and gender.

In making these recommendations, the NC considers key attributes including character, integrity, competence, professionalism, time commitment and other qualities of the candidates, before recommending them to the Board for approval.

The Company Secretaries ensure that all appointments comply with applicable legal and regulatory requirements.

On 5 August 2024, the Board appointed Dato' Zakaria Bin Arshad as an Independent Non-Executive Director. Prior to his appointment, the NC had conducted a fit and proper assessment and confirmed his independence in character and judgement. His familiarity with the Group's business structure was also considered beneficial.

Based on the recommendation of the NC, the Board approved the appointment of Dato' Zakaria Bin Arshad as an Independent Non-Executive Director and as a member of the AC and RC of the Company.

The Terms of Reference of NC is available for reference on the Company's corporate website at [www.cylcorporation.com](http://www.cylcorporation.com).

## 12. Board Activities in FYE 2025

- Reviewed and approved the Audited Financial Statements of the Company and Group for the financial year ended 31 January 2024.
- Received updates and reports from the Chair of the NC and RC Committee.
- Received updates from the Chair of the AC on its oversight of financial performance, related party transactions and internal controls.
- Deliberated and approved the Group's financial budget for financial year ending 31 January 2026.
- Approved the Company's full year interim results.
- Approved the proposed interim single-tier dividend.
- Reviewed and approved the overall content of the annual report.
- Received updates on the Environment, Social and Governance.
- Reviewed and approved the proposed diversification of the existing business operations of the Company and its subsidiaries to include the business of property development.
- Received updates on the status of the enterprise resource planning (ERP) system.
- Reviewed and approved the employment contracts for Managing Director and Executive Directors.

- Reviewed and approved the appointment of new Independent Non-Executive Director and changes in Board Committees.
- Reviewed and approved the change of Company Secretaries.

## 13. NC

The NC comprises three (3) members, all of whom are Independent Non-Executive Directors.

The composition and attendance of the NC members during FYE 2025 is as follows:-

Name of NC Members	No. of meetings attended
Gan Kok Ling (Chairperson)	3/3 (100%)
Abd Malik Bin A Rahman	3/3 (100%)
Wan Kai Chee	3/3 (100%)

## 14. Board Assessment

The NC evaluates the performance of the Board members on an annual basis. The Board committees are also reviewed annually by the NC for their performance and effectiveness.

The annual exercise involves Directors completing questionnaires covering the assessment of the Board and Board Committee's performance, assessment of individual Directors (self and peer evaluation), assessment on mix of skill, experience and size of the Board and assessment on independence amongst others.

The Directors' responses are then collated by the Company Secretaries and a summary of the findings would be submitted to the NC for deliberation. The NC would review the summary, assess and make recommendations to the Board.

The Board, upon the assessment and recommendation made by the NC, is satisfied and believed that the individual Directors appointed to the Board are of high calibre, integrity and experienced and can be entrusted to discharge their duties and responsibilities effectively.



## 15. Summary of Activities undertaken by the NC

The following activities were undertaken by the NC for FYE 2025:-

- a) reviewed and assessed the tenure of Directors, mix of skills, experience, size and other qualities, including core competencies and effectiveness of the Board and Board Committees as a whole as well as the contribution from each of the individual Director of the Company. The evaluation process included a self and peer review assessment;
- b) assessed the independence of the Independent Non-Executive Directors based on the criteria set out in the MMLR of Bursa Securities;
- c) reviewed and assessed the term of office and performance of the AC and each of its members;
- d) assessed Directors' training needs to receive suitable orientation and training programmes;
- e) reviewed and recommended to the Board on the Directors' retirement by rotation;
- f) reviewed and recommended to the Board on the changes in the Board Committee's composition; and
- g) considered (after having carried out the fit and proper assessment in accordance with the Directors' Fit and Proper Policy) and recommended to the Board, the appointment of Dato' Zakaria Bin Arshad as an Independent Non-Executive Director and member of AC and RC.

## 16. Re-election of Directors

In accordance with the Constitution of the Company ("Constitution"), all Directors who are appointed by the Board shall retire from office and are subject to re-election by shareholders at the Company's next Annual General Meeting ("AGM") after their appointment.

The Constitution also provides that one-third (1/3) of the Directors for the time

being, or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3), shall retire from office at the conclusion of the AGM in every year provided always that all Directors shall retire from office once at least in each three (3) years. A retiring Director shall retain office until the close of the meeting at which he/she retires and shall be eligible for re-election.

This provides an opportunity for shareholders to renew their mandates. The re-election of each Director is voted on separately.

The NC had carried out the fit and proper assessment of the following Directors who are retiring pursuant to Clause 76(3) of the Constitution and subject to re-election at the Twenty-Fifth AGM, and the Board was satisfied with the evaluation of their performance and contributions including their fitness and propriety:-

- a. Tan Sri Abu Talib Bin Othman;
- b. Mr Chen Teck Shin; and
- c. Ms Chen Wai Ling

Name of Directors	No. of Board meetings attended during the financial year
Tan Sri Abu Talib Bin Othman ( <i>Chairman</i> )	7/7 (100%)
Chen Yat Lee	7/7 (100%)
Chen Teck Shin	7/7 (100%)
Chen Wai Ling	6/7 (86%)
Chen Teck Sun ( <i>Also Alternate Director to Chen Yat Lee</i> )	6/7 (86%)
Abd Malik Bin A Rahman	7/7 (100%)
Gan Kok Ling	7/7 (100%)
Wan Kai Chee	7/7 (100%)
Dato' Zakaria Bin Arsha ( <i>Appointed on 5 August 2024</i> )	3/3 (100%)

Dato' Zakaria Bin Arshad, who was appointed as the Independent Non-Executive Director of the Company on 5 August 2024, will be subject to retirement pursuant to Clause 78 of the Constitution. The NC had also carried out the fit and proper assessment of Dato' Zakaria Bin Arshad before recommending the Board to table the resolution on his re-election at the Twenty-Fifth AGM.

## 17. Time Commitment of the Directors

The Company expects the Directors to give their time commitment in carrying out their duties and responsibilities as a Director. This includes at least 50% attendance at the Board meetings held in each financial year. Directors are also required to attend regular meetings of any Board Committees of which they are a member of. In addition, they would be expected to devote appropriate preparation time ahead of each meeting.

The Board held seven (7) meetings during the financial year to discuss the performance of the Group.

The agenda of each Board meeting is circulated to all the Directors in advance for their perusal and understanding. Before the beginning of each calendar year, an annual meeting calendar is prepared and circulated to Directors for their forward planning. The attendance of the Board members during FYE 2025 is as follows:-

To fulfil their roles and responsibilities, each Director holds no more than five (5) directorships in listed corporations in accordance with Paragraph 15.06 of the MMLR of Bursa Securities. All Directors of the Company currently adhere to this requirement. The Directors are also required to notify the Board's Chairman when accepting new directorships in other companies. Such notification

is expected to include an indication of time that will be spent on the new appointment.

## 18. Continuing Education and Training of Directors

The Board constantly reminds and encourages its Directors to attend training programmes, seminar, courses and conferences to enhance their skills

and knowledge to enable them to discharge their fiduciary duties to the Company. All Directors have completed the Mandatory Accreditation Programme ("MAP") required by Bursa Securities.

The training programmes/ seminars/ courses/ conferences attended by the Directors during FYE 2025 are as below:-

Directors	List of Training Programmes/ Seminars/ Courses/ Conferences Attended	Date(s) of Attendance
Tan Sri Abu Talib Bin Othman	<ul style="list-style-type: none"> <li>Board of Directors : Navigating Resilience via ESG Strategy</li> </ul>	21 August 2024
Chen Yat Lee	<ul style="list-style-type: none"> <li>Board of Directors: Navigating Resilience via ESG Strategy</li> </ul>	21 August 2024
Chen Teck Shin	<ul style="list-style-type: none"> <li>Total Cost of Ownership</li> <li>ChatGPT AI - Its Application &amp; Impact On Business &amp; Information</li> <li>Recruiting Top Talent to Accelerate Growth</li> <li>Employee Engagement &amp; Motivation through Shared Ownership</li> <li>Implementation of e-Invoicing in Malaysia - Concepts &amp; Challenges</li> <li>Scaling Up : 10X Your Biz Growth</li> <li>Becoming a Highly Effective Leader: 10 Essential Practices and Behaviors</li> <li>How to Enhance the Transferable Value of Your Business</li> </ul>	1 March 2024 29 March 2024 3 May 2024 5 July 2024 25 July 2024 2 August 2024 8 November 2024 12 December 2024
Chen Wai Ling	<ul style="list-style-type: none"> <li>Malaysia Anti-Corruption Commission Act 2009 Section 17A &amp; Adequate Procedures Training</li> <li>Implementation of e-Invoicing in Malaysia - Concepts &amp; Challenges</li> </ul>	3 May 2024 25 July 2024
Chen Teck Sun	<ul style="list-style-type: none"> <li>Key Tax, Accounting and Legal Highlights on E- Invoicing and Finance Act 2024 for Malaysian Businesses.</li> </ul>	16 January 2025
Abd Malik Bin A Rahman	<ul style="list-style-type: none"> <li>2024 Global Economic Outlook – Slow Growth, High Uncertainty</li> <li>Capital Gains Tax on Foreign &amp; Domestic Transactions</li> <li>Mastering Self-Leadership &amp; Motivation at Workplace</li> <li>Leading in a changed world : Upskill your leadership capabilities to drive resilient teams</li> <li>Transfer Pricing Awareness-OECD Pillar 1 Amount B</li> <li>Navigating climate transition risks in a circular economy</li> <li>Navigating Malaysia's Indirect Tax Landscape: Latest Updates &amp; Implications</li> <li>Model Risk Management for AI-Challenges &amp; Opportunities</li> <li>BR Capital: The digital credit market platform for PLCs and Non-PLCs</li> <li>Cybersecurity Oversight: Board responsibilities in light of the Cybersecurity Bill 2024</li> <li>Unlocking the Scope 3 opportunity</li> <li>Geopolitical risks and the strategic imperatives for boards &amp; C-suite</li> <li>Leveraging AI for Efficiency and Quality</li> <li>Economic &amp; Market Outlook Q42024: Final Lap to an Outstanding Year</li> <li>Audit Oversight Board Conversation with Audit Committees on Sustainability</li> <li>Training on Sustainability</li> <li>Bursa Carbon Exchange: A year in review &amp; what's in store for 2025</li> </ul>	16 February 2024 20 February 2024 21 February 2024  9 May 2024 10 July 2024 11 July 2024  26 July 2024 1 August 2024 19 August 2024  11 September 2024 19 September 2024 17 October 2024 7 November 2024 16 November 2024  19 November 2024 25 November 2024 23 January 2025
Gan Kok Ling	<ul style="list-style-type: none"> <li>Being Sued as an INED - A Personal Journey</li> <li>Board of Directors: Navigating Resilience via ESG Strategy</li> <li>How can Boards make the most of Blockchain &amp; Digital Assets</li> </ul>	16 May 2024 21 August 2024 20 September 2024

*To continue*

Directors	List of Training Programmes/ Seminars/ Courses/ Conferences Attended	Date(s) of Attendance
Wan Kai Chee	<ul style="list-style-type: none"> <li>• MAP Part I</li> <li>• Malaysian Blockchain Week 2024</li> <li>• Program Bimbingan Asas Skim Kepentingan 2024 (PBASK24) Zon Tengah</li> <li>• How can Boards Make the Most of Blockchain &amp; Digital Assets</li> <li>• A Practical Guide to Indemnities</li> <li>• MBAN Summit 2024: Empowering Entrepreneurs: Funding for the future</li> <li>• IOV2055 Symposium - Malaysian Chapter</li> <li>• International Tax - Outbound investment into Vietnam</li> <li>• The CoSec's Playbook Series: Navigating and Managing Board Conflicts of Interest</li> <li>• Cloud and Datacenter Convention 2024</li> <li>• Forum on International Commercial Arbitration and Dispute Resolution</li> </ul>	13-14 March 2024 1 August 2024  3 September 2024 20 September 2024 24 September 2024 25 September 2024 3 October 2024 10 October 2024  11 October 2024 24 October 2024 12 November 2024
Dato' Zakaria Bin Arshad	<ul style="list-style-type: none"> <li>• MAP Part II: Leading for Impact</li> <li>• Economic Outlook Is a Global Recession to be Expected?</li> <li>• Current Geopolitical Issues and Its Impact on Businesses in Malaysia</li> </ul>	21-22 August 2024 6 September 2024 4 October 2024

All Directors have attended the MAP as required by the MMLR of Bursa Securities. Additionally, most Directors have completed MAP Part II on sustainability, which is also a required programme to be completed in 2025.

The Directors are also briefed by the Company Secretaries, Internal Auditors and External Auditors on updates or changes to the relevant guidelines on the regulatory and statutory requirements at Board meetings and AC meetings.

## 19. Remuneration Policy and Remuneration of Directors and Senior Management

The RC comprises three (3) members, all of whom are Independent Non-Executive Directors.

The composition and attendance of RC during FYE 2025 is as follows:-

Name of RC Members	No. of meetings attended
Dato' Zakaria Bin Arshad (Chairman) (Appointed as member on 5 August 2024, subsequently re-designated as Chairman on 19 November 2024)	2/2 (100%)
Gan Kok Ling	3/3 (100%)
Abd Malik Bin A Rahman (Resigned as member on 5 August 2024, subsequently re-appointed as member on 19 November 2024)	2/2 (100%)
Wan Kai Chee (Ceased as Chairman and member on 19 November 2024)	2/2 (100%)

The MCCG states that remuneration for Directors and Senior Management should be determined so as to ensure that the Company attracts, retains and motivates the right talent in the Board and Senior Management to run the Company efficiently. The remuneration for MD and Executive Directors are structured so as to link reward to corporate and individual performance.

In the case of Non-Executive Directors, the Board believes that the level of remuneration should reflect the level of experience and responsibilities undertaken by the respective Directors.

The Board has formally established and adopted the Remuneration Policy for Directors and Senior Management. The Remuneration Policy can be accessed on the Company's corporate website at [www.cylcorporation.com](http://www.cylcorporation.com).

(in RM)						
	Fees	Salary and allowances	Bonus	EPF	Benefits-in-kind	Total
<b>Company</b>						
Chen Yat Lee	-	-	-	-	-	-
Chen Teck Shin	-	-	-	-	-	-
Chen Wai Ling	-	-	-	-	-	-
Chen Teck Sun (also the Alternate Director to Chen Yat Lee)	-	-	-	-	-	-
Tan Sri Abu Talib Bin Othman	-	4,500	-	-	-	4,500
Abd Malik Bin A Rahman	48,000	5,000	-	-	-	53,000
Gan Kok Ling	48,000	4,500	-	-	-	52,500
Wan Kai Chee	48,000	5,000	-	-	-	53,000
Dato' Zakaria Bin Arshad (Appointed 5 August 2024)	23,484	2,000	-	-	-	25,484
Total	167,484	21,000	-	-	-	188,484
<b>Group</b>						
Chen Yat Lee	-	641,786	-	-	13,875	655,661
Chen Teck Shin	-	483,097	28,000	61,332	13,325	585,754
Chen Wai Ling	-	288,000	24,000	37,440	9,900	359,340
Chen Teck Sun (Alternate Director to Chen Yat Lee)	-	384,000	32,000	49,920	15,500	481,420
Tan Sri Abu Talib Bin Othman	168,000	4,500	-	-	-	172,500
Abd Malik Bin A Rahman	48,000	5,000	-	-	-	53,000
Gan Kok Ling	48,000	4,500	-	-	-	52,500
Wan Kai Chee	48,000	5,000	-	-	-	53,000
Dato' Zakaria Bin Arshad (Appointed 5 August 2024)	23,484	2,000	-	-	-	25,484
Total	335,484	1,817,883	84,000	148,692	52,600	2,438,659

The Key Senior Management of CYL Corporation Berhad comprises the MD, Mr Chen Yat Lee, the Executive Directors, Mr Chen Teck Shin, Ms Chen Wai Ling and Mr Chen Teck Sun, who is also the alternate Director to Mr Chen Yat Lee. The details of their remuneration can be found in the details of the remuneration of Directors.

## 20. Summary of activities undertaken by the RC

The following activities were undertaken by the RC for FYE 2025:-

(a) reviewed and recommended to the Board, the remuneration packages for the MD and Executive Director;

(b) reviewed and recommended to the Board, the fees and benefits for the Non-Executive Directors of the Group; and

(c) reviewed and recommended to the Board, the employment contracts of the MD and the Executive Directors.

## PRINCIPLE B – EFFECTIVE AUDIT AND RISK MANAGEMENT

### 1. AC

The Chairman of the AC is an Independent Director and he is not the Chairman of the Board.

All members of the AC are Independent Non-Executive Directors.

The details on the roles of the AC are set out in AC report of this annual report.

### 2. Oversight of External Auditors by the AC

The Company has established and maintained an appropriate and transparent relationship with the Company's External Auditors, Forvis Mazars PLT (*formerly known as Mazars PLT*), in seeking professional advice and ensuring compliance with the accounting standards in Malaysia. The AC met the External Auditors twice during the financial year without the presence of the Executive Directors and executive team. The practice of periodically rotating the audit engagement partner, engagement quality control review partner and key audit partners ensures an independent relationship between the Company and the External Auditors. Apart from that, during the audit planning stage, independence is further enhanced with the External Auditors providing a summary of their internal policy and important safeguards and procedures to address threats to the independence and objectivity of the audit.

The AC assesses the level of service provided by the External Auditors, taking into account the following criteria, amongst others:

- quality and rigour of their audit;
- quality of service provided;
- internal quality control procedures;
- effectiveness and timeliness of their communication and report to the Board and/or the AC;
- independence (both in fact and appearance) and objectivity; and
- appropriateness of the proposed fees to support a quality audit.

Forvis Mazars PLT (*formerly known as Mazars PLT*) has declared to the AC that they are independent from the Group and in compliance with the independence requirements set out in the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants and Code of Conduct for Objectivity and Independence of Forvis Mazars PLT (*formerly known as Mazars PLT*).

On 26 March 2025, the AC conducted an annual assessment on the External Auditors. The AC, having assessed the independence of Forvis Mazars PLT (*formerly known as Mazars PLT*) as well as reviewed the level of non-audit services rendered by them for FYE 2025, was satisfied with their suitability, objectivity and independence. The Board, based on the AC's recommendation, will be tabling their re-appointment for shareholders' approval at the Twenty-Fifth AGM.

### 3. Financial literacy of the AC

The Board relies upon the AC to, amongst others, provide advice in the areas of financial reporting, external audit, internal control environment and provide oversight on the risk management framework of the Group.

Directors including the AC members continue to undergo training periodically during the financial year, based on individual learning requirements as well as financial and corporate developments.

### 4. Risk Management and Internal Control Framework

The Board acknowledges its overall responsibility for maintaining a system of internal controls, which provides reasonable assurance of effective and efficient operations and compliance with laws and regulations as well as with internal financial administration procedures and guidelines.

The Group's Statement on Risk Management and Internal Control is provided in the Annual Report 2025.

The Board acknowledges the need to maintain a sound system of internal controls within the Group in order to safeguard shareholders' interest of the Group's assets. The internal audit activities of the Group are carried out according to an annual internal audit plan approved by the AC.

The internal audit function is outsourced to an independent professional services firm namely Kloo Point Risk Management Services Sdn. Bhd. to assist the AC in assuming the task of internal control review and risk assessment functions of the Group. Areas for improvement were highlighted and the implementation of recommendations was monitored. The Internal Auditors report directly to the AC.

# PRINCIPLE C – INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

## 1. Communication with Stakeholders

The Board acknowledges the need for the shareholders to be informed on all material business matters affecting the Group. In addition to the various announcements made, the timely release of financial results on a quarterly basis provides shareholders and the investing public with an overview of the Group's performance and operations. The Board has adopted the Corporate Disclosure Policy which is made available for reference on the Company's corporate website at [www.cylcorporation.com](http://www.cylcorporation.com).

## 2. Leverage on Information Technology for Effective Dissemination of Information

Shareholders are invited to access the Company's corporate website at [www.cylcorporation.com](http://www.cylcorporation.com) as well as Bursa Securities' corporate website at [www.bursamalaysia.com](http://www.bursamalaysia.com) to obtain the latest information of the Group. The relevant announcements such as quarterly financial results of the Company and dividend declared by the Company can be accessed via the Newsroom section of the corporate website.

## 3. Conduct of General Meetings

The Board encourages participation of shareholders at every general meeting of the Company and opportunity is given to the shareholders to make relevant enquiries and seek clarification on the Group's business activities and financial performance.

The Notice of the Twenty-Fourth AGM and Extraordinary General Meeting were issued at least twenty-eight (28) days prior to the meeting to provide shareholders with sufficient time for considerations and to make informed decisions.

The Twenty-Fourth AGM and the Extraordinary General Meeting held on 18 July 2024 respectively were conducted on a fully virtual basis through live streaming via the online meeting

platform at TIH Online. All Directors were present online to engage directly with shareholders and be accountable for their stewardship of the Company. The Chairman invited the members, corporate representatives and proxies who were present to raise questions pertaining to the Company's Audited Financial Statements and proposed resolutions as set out in the Notice of the Twenty-Fourth AGM and Extraordinary General Meeting, before putting the resolutions to vote. The External Auditors were also present online to respond to queries from shareholders. Shareholders who were unable to attend were allowed to appoint proxies to attend, speak and vote on their behalf. The voting at the Twenty-Fourth AGM and the Extraordinary General Meeting were conducted through electronic poll voting of which the votes cast was validated by an independent scrutineer. The outcome of all resolutions proposed at the meetings were announced to Bursa Securities at the end of the meeting day while the minutes of the AGM was circulated to the shareholders not later than 30 business days after the meetings.

## 4. Effective Communication and Proactive Management

In maintaining the commitment to effective communication with shareholders, the Group adopts the practice of comprehensive, timely and continuing disclosures of information to its shareholders as well as to the general investing public. The practice of disclosure of information is not just established to comply with the requirements of the MMLR of Bursa Securities pertaining to continuing disclosures, it also adopts the best practices as recommended in the MCCG with regard to strengthening engagement and communication with shareholders. Where possible and applicable, the Group also provides additional disclosure of information on a voluntary basis.

The Annual Report is the main channel of communication between the Company

and its shareholders. The Annual Report communicates comprehensive information of the financial results and activities undertaken by the Group. As a listed issuer, the contents and disclosure requirements of the Annual Report are also governed by the MMLR of Bursa Securities.

Another key avenue of communication with its shareholders is the Company's AGM, which provides a useful forum for shareholders to engage directly with the Directors.

## 5. Compliance and Applicable Financial Reporting Standards

The Board aims to provide and present a true and fair view of the Group's financial performance and prospects at the end of the financial year, primarily through the annual financial statements and quarterly announcements of results to the shareholders as well as the Chairman's statement in the Annual Report. The Board is assisted by the AC to oversee the Group's financial reporting processes and the quality of its financial reporting.

In preparing the financial statements, the Directors have selected and applied consistently suitable accounting policies and made reasonable and prudent judgements and estimates. The financial statements are prepared in compliance with Malaysian Financial Reporting Standards and disclosure requirements of the MMLR of Bursa Securities. The Directors also have a general responsibility for taking such steps to safeguard the assets of the Group and to prevent and detect fraud and irregularities. The Board deliberated on the quarterly financial results through the analysis of income and expenditures against budget, previous quarter and previous year's corresponding quarter.

# OTHER COMPLIANCE INFORMATION

(PURSUANT TO PARAGRAPH 9.25(1) OF THE MAIN MARKET LISTING  
REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD)

## MATERIAL CONTRACTS

There were no material contracts of the Company and its subsidiaries involving the interest of Directors and/or substantial shareholders entered into since the end of the financial year.

## UTILISATION OF PROCEEDS

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

## RECURRENT RELATED PARTY TRANSACTIONS (“RRPT”) OF A REVENUE OR TRADING NATURE

The Company did not seek any shareholders' mandate in respect of RRPT of a revenue or trading nature.

## AUDIT AND NON-AUDIT FEE

The audit and non-audit fees paid or payable by the Company and the Group to the External Auditors and their affiliated companies for the financial year ended 31 January 2025 are set out as below:-

Fee	Company (in RM)	Group (in RM)
Audit	38,000	105,000
Non-audit	5,000	5,000



# AUDIT COMMITTEE REPORT

## COMPOSITION

Throughout the financial year ended 31 January 2025 ("FYE 2025"), the Audit Committee ("AC") comprised:-

Name	Membership	Designation
Abd Malik Bin A Rahman*	Chairman	Independent Non-Executive Director
Wan Kai Chee	Member	Independent Non-Executive Director
Dato' Zakaria Bin Arshad (Appointed as member on 5 August 2024)	Member	Independent Non-Executive Director
Gan Kok Ling (Resigned as member on 5 August 2024)	Member	Independent Non-Executive Director

\*Member of the Malaysian Institute of Accountants

The performance of the AC and its members is assessed by the Board of Directors of the Company ("Board") through the Nomination Committee on an annual basis. The Board is satisfied that the AC members have discharged their functions, duties and responsibilities in a commendable manner as well as in accordance with the Terms of Reference ("TOR") of the AC, thereby supporting the Board in ensuring appropriate Corporate Governance standards within the Group.

The TOR of the AC is available on the Company's corporate website at [www.cylcorporation.com](http://www.cylcorporation.com).

## SUMMARY OF THE WORK OF THE AC DURING THE FINANCIAL YEAR

During the financial year, a total of six (6) AC meetings were held and the attendance of the members is as follows:-

Name of AC Members	No. of Meetings Attended
Abd Malik Bin A Rahman*	6/6 (100%)
Wan Kai Chee	6/6 (100%)
Dato' Zakaria Bin Arshad (Appointed as member on 5 August 2024)	3/3 (100%)
Gan Kok Ling (Resigned as member on 5 August 2024)	3/3 (100%)

The works undertaken by the AC for the financial year were as follows:-

### (a) Financial Reporting

During the financial year under review, the AC reviewed the Group's quarterly unaudited financial results including announcements to Bursa Malaysia Securities Berhad ("Bursa Securities"), Audited Financial Statements and contents of the Annual Report 2024, before recommending them to the Board for approval. The review was to ensure that the quarterly unaudited financial results and Audited Financial Statements were prepared in accordance with:-

- Main Market Listing Requirements ("MMLR") of Bursa Securities;
- Applicable approved accounting standards; and
- Other relevant legal and regulatory requirements.

### (b) External Audit

On 13 January 2025, the AC evaluated the Audit Strategy Memorandum for FYE 2025 presented by the External Auditors. Having given due consideration to the scope of work and independence of the External Auditors, the AC approved the said Audit Strategy Memorandum.

On 26 March 2025, the AC went through the Audit Status Memorandum for FYE 2025 with the External Auditors.

The AC evaluated Forvis Mazars PLT (formerly known as Mazars PLT) performance, suitability, objectivity, and independence before recommending the Board to table their re-appointment to the shareholders for approval at the Twenty-Fifth Annual General Meeting. The AC was satisfied that there were no issues on independence.



On 15 May 2025, the AC went through the draft Audited Financial Statements with the External Auditors. The External Auditors presented their Final Report to Those Charged with Governance in respect of the audit for FYE 2025.

The AC received assurance from the External Auditors that they were independent from the Group and in compliance with the independence requirements set out in 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").

After having deliberated on the draft Audited Financial Statements, the AC reviewed and recommended the same to the Board for approval.

During FYE 2025, the AC conducted two (2) meetings with the External Auditors without the presence of the Executive Management team of the Group on 26 March 2024 and 15 May 2024.

The non-audit fees charged for services rendered to the Company by the External Auditors and its affiliates in Malaysia for FYE 2025 amounted to RM5,000.

#### (c) Internal Audit

The AC had on 26 March 2024, reviewed and approved the Internal Audit Plan for FYE 2025. The Internal Audit Plan was developed by the Internal Auditors based on the Internal Auditors' understanding of the Company's business environment

and significant business processes that have an impact on the Group's performance.

The Internal Auditors had presented the Internal Audit Reports and Internal Audit Progress Reports to the AC. At the conclusion of the internal audit reviews:-

- the weaknesses;
- recommended corrective actions to be taken; and
- Management's responses were highlighted and reported to the AC.

Subsequently, follow-up reviews were conducted to ensure that corrective actions were implemented accordingly by Management.

The AC conducted two (2) meetings with the Internal Auditors without the presence of the Executive Directors and executive team of the Group on 26 March 2024 and 30 September 2024.

The AC also discussed on the Internal Audit fees and recommended for the management to negotiate and decide on this.

#### (d) Other activities

- Reviewed and approved the minutes of the AC meetings;
- Reviewed the recurrent related party transactions entered into by the Group;
- Reviewed the Group's updates on key governance matters and observations in regards of the provisions set out in the Malaysian Code on Corporate Governance 2021 pursuant to the MMLR of Bursa Securities;
- Reviewed conflict of interest and potential conflict of interest of Board to act in the best interests of the Group when a conflict of interest

arises or potentially arises to ensure systematic identification disclosure, and management of conflict of interest in an effective and timely manner;

- Reviewed the budget for the financial year ending 31 January 2026; and
- Reviewed the proposed dividend payout taking into consideration the cash flow requirements before recommending for Board's approval.

### INTERNAL AUDIT FUNCTION

The internal audit function, which is outsourced to a professional services firm, Kloo Point Risk Management Services Sdn. Bhd., assists the AC in ensuring the adequacy and effectiveness of the internal control systems. The Internal Auditors report directly to the AC.

The activities of the internal audit function during FYE 2025 were as follows:

- (a) regular reviews of business processes with Management in accordance with the Internal Audit Plan approved by AC;
- (b) reported the results of internal audit reviews and provided recommendations for improvement to AC on a periodic basis; and
- (c) followed up on the implementation of audit recommendations and action plans agreed upon by Management.

During the year, the Internal Auditors carried out reviews on the following areas:

Quality Control (Factory 4)	<ul style="list-style-type: none"> <li>• Quality assurance inspection procedure</li> <li>• Documentation of testing procedures for reliability and quality assurance</li> <li>• Quality compliance with customer's requirements</li> </ul>
Payroll Process	<ul style="list-style-type: none"> <li>• Calculation of payroll and payroll processing</li> <li>• Disbursement of payroll</li> <li>• Maintenance of payroll master file</li> <li>• Security and confidentiality of payroll processing</li> </ul>
Sales Order and Purchasing (Hicom)	<ul style="list-style-type: none"> <li>• Receiving of customer orders</li> <li>• Quotation and sales order processing</li> <li>• Approval of purchase requisition and processing of purchase orders</li> </ul>
Inventory Control (Hicom)	<ul style="list-style-type: none"> <li>• Management of inventory storage</li> <li>• Stocktake procedure</li> <li>• Safeguarding of inventories</li> </ul>

There were no weaknesses in the system of internal control that has resulted in any material losses, contingencies, or uncertainties, which would require disclosure in the Company's Annual Report.

The costs incurred in respect of the internal audit reviews performed by the professional services firm was RM30,000 for FYE 2025.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## INTRODUCTION

This Statement on Risk Management and Internal Control has been prepared in accordance with the “Statement on Risk Management and Internal Control - Guidance for Directors of Listed Issuers”, Paragraph 15.26(b) and Practice Note 9 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, Practices 10.1 and 10.2 of the Malaysian Code on Corporate Governance and in accordance with the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers.

## BOARD RESPONSIBILITIES

The Board acknowledges the importance of good practice of corporate governance and is committed to maintaining a sound system of internal control and for reviewing its effectiveness, adequacy and integrity.

The Board recognises that for the Group to achieve its business objectives and sustain success, it is vital that the risk management and internal control processes of the Group are effective.

Management is accountable to the Board for the implementation of the processes in identifying, evaluating, monitoring and reporting of risks and internal control as prescribed above.

Due to the limitations that are inherent in any internal control system, the Group's system of internal control can only manage rather than eliminate the risk of failure to achieve business objectives and therefore can only provide reasonable and not absolute assurance against material misstatement, loss or fraud. Notwithstanding this, the Board requires that the procedures and controls in place are subject to regular review as part of an ongoing process for identifying, evaluating and managing the significant risks faced by the Group.

The Board has received assurance from the Managing Director and the two (2) Executive Directors that the Group's risk management and internal control system is operating adequately and effectively, in all material aspects, based on the risk management and internal control system of the Group. Appropriate mitigating activities & control procedures are put in place to identify any identified weaknesses.

## RISK MANAGEMENT FRAMEWORK

The Board is responsible for reviewing the Group's system of control based on an ongoing process designed to identify principal risks to the achievement of strategic goals and business objectives and to manage those risks efficiently, effectively and economically.

The Group has in place Standard Operating Policies and Procedures for its main business cycles highlighting the control objectives, policies, procedures, authority and responsibility of each business cycle.

The Board engages the services of an outsourced Internal Audit firm to review a wide scope of areas i.e. finance functions, human resource, production and operations to occupational health and safety so as to identify any weaknesses in internal controls. The Management is pro-active in identifying new areas for the Internal Auditors to conduct their testing one of which is the secondary process operations and control.

The Audit Committee (“AC”) reviews internal control issues identified by the Internal Auditors and Management. In the process, it evaluates the adequacy and effectiveness of the Group's risk management and internal control system.

## INTERNAL CONTROL SYSTEM

The Board is satisfied that the system of internal control is adequate.

The internal audit review on Group and Company's operations was carried out throughout the year by an independent professional services firm. The internal audit team undertakes internal audit review based on the annual audit plan that is developed taken into consideration the concerns of management and key risk areas. The Internal Audit Plan is reviewed and approved each year by the AC.

The internal audit team reviews the adequacy and effectiveness of the internal control systems of the business units, and advises executive and operational management on areas for improvement and subsequently reviews the extent to which its recommendations have been implemented.

The internal audit reports are submitted to the AC and the audit issues are discussed during the AC meetings. The AC is responsible for the development and maintenance of the internal control framework and determining that all major issues reported have been satisfactorily resolved. Finally, the AC reports to the Board on its activities, significant results, findings together with ideas and recommendations to improve the internal control systems.

During the year, the areas of review were quality control, payroll process, sales order and purchasing and inventory control. There were no significant findings from the reviews conducted by the Internal Auditors.

The principal features of the Group's internal control structures which are conducive toward achieving a sound system of internal control are summarised as follows:-

### **Organisational structure and responsibility levels**

The Group has a defined organisational structure which stipulates the reporting functions of business units and employees. Delegation of authority is established which sets out the decisions that need to be taken and the appropriate authority levels of Management including matters that require Board's approval.

### **Reporting and review**

The Group's management teams carry out monthly monitoring and review of operational and financial results for all business units within the Group, including monitoring and reporting thereon, of performance against management's target and plans.

### **Information and communication**

The Group is progressively developing and enhancing its group operating policy and procedure to address the changing environment of its business operations and practices.

The Standard Operating Procedures Manuals developed by the Management set out the policies, procedures and practices to identify and mitigate risks, and to ensure that their reporting and compliance objectives are met. The Manuals are to be adopted by the Group to ensure that all personnel receive a clear message regarding their role in the internal control system.

The Group's Management teams communicate regularly to monitor operational and financial performance as well as formulate action plans to address any area of concern. Scheduled and ad-hoc meetings are held at operational and management levels to identify, discuss and resolve business and operational issues.

## **CONCLUSION**

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

The Board is of the view that there are no significant weaknesses in the system of internal control of the Group for the financial year ended 31 January 2025. The Group continues to take the necessary measures to strengthen its internal controls.

This Statement on Risk Management and Internal Control, which was approved by the Board on 15 May 2025, has also been reviewed by the External Auditors.



# STATEMENT OF DIRECTORS' RESPONSIBILITIES

This statement is prepared as required under the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

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

The Directors consider that, in preparing the financial statements for the financial year ended 31 January 2025, the Group has adopted appropriate accounting policies and applied them consistently, made judgements and estimates that are reasonable and prudent, and prepared the financial statements on a going concern basis. The Directors also consider that all applicable approved accounting standards have been followed.

The Directors are responsible for ensuring that the Group and the Company keep accounting records which discloses with reasonable accuracy at any time, the financial position of the Group and of the Company and which enable them to ensure that the financial statements comply with the provisions of the Act and the applicable approved accounting standards in Malaysia.



# DIRECTORS' REPORT

FOR THE YEAR ENDED 31 JANUARY 2025

The directors hereby submit their report and the audited financial statements of the Group and of the Company for the financial year ended 31 January 2025.

## PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding.

The principal activities of the subsidiary are disclosed in Note 8 to the financial statements.

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

## RESULTS

	Group RM	Company RM
(Loss)/Profit for the year attributable to the owners of the Company	(405,949)	479,519

## DIVIDENDS

Since the end of previous financial year, the Company paid or declared:

- (i) An interim tax exempt dividend of 0.50 sen per ordinary share amounting to RM500,000 in respect of the financial year ended 31 January 2024 on 7 February 2024.
- (ii) An interim tax exempt dividend of 0.50 sen per ordinary share amounting to RM500,000 in respect of the financial year ended 31 January 2025 on 4 February 2025.

The directors do not recommend any further dividend in respect of the current financial year.

## ISSUE OF SHARES AND DEBENTURES

There were no issuance of shares or debentures during the financial year.

## SHARE OPTIONS

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

## RESERVES AND PROVISIONS

All material transfers to or from reserves and provisions during the financial year are disclosed in the financial statements.

## DIRECTORS

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

Tan Sri Abu Talib Bin Othman\*  
Chen Yat Lee\*  
Chen Wai Ling  
Chen Teck Shin\*  
Gan Kok Ling  
Chen Teck Sun\* (also Alternate Director to Chen Yat Lee)  
Abd Malik Bin A Rahman  
Wan Kai Chee  
Dato' Zakaria Bin Arshad (Appointed on 5 August 2024)

\* Also the directors of the subsidiaries.

## DIRECTORS' INTERESTS IN SHARES

The following directors, who held office at the end of financial year, had interests in shares as follows:

<i>The Company</i>	Number of ordinary shares			
	At 1.2.2024	Acquisition	Disposal	At 31.1.2025
Tan Sri Abu Talib Bin Othman - direct interest	10,007,058	-	-	10,007,058
Chen Yat Lee - direct interest	33,972,800	-	-	33,972,800
Chen Wai Ling - direct interest	3,000,000	-	-	3,000,000
Chen Teck Shin - direct interest	19,674,300	-	-	19,674,300

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

## DIRECTORS' BENEFITS

Neither during nor at the end of the financial year was the Company or its subsidiaries a party to any arrangements whose object 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.

Since the end of the previous financial year, no director or past director of the Company has received or become entitled to receive any benefit 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 he has a substantial financial interest, other than fee, remuneration and other benefits received or due and receivable by the directors or past directors of the Company from the Company or its subsidiaries during the financial year as presented below:

	Group RM	Company RM
Fees	335,484	167,484
Salaries, allowances and bonus	1,901,882	21,000
Contributions for EPF	148,692	-
Provision for gratuity	97,633	-
Benefits in kind	52,600	-
	2,536,291	188,484

## INDEMNITY AND INSURANCE COST

During the financial year, the total amount of indemnity coverage and insurance premium paid for the directors and officers of the Group are RM3,000,000 and RM5,933 respectively.



## OTHER INFORMATION

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

- (i) to ascertain the appropriate action had been taken in relation to the writing off of debts and the making of allowance for doubtful debts and satisfied themselves that all known bad debts had been written off and that adequate allowance 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 values of current assets as shown in the accounting records had been written down to an amount which they might be expected so to realise.

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

- (i) which would render the amount written off for bad debts or the amount of the allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or
- (ii) which would render the values attributed to the current assets in the financial statements misleading; or
- (iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate; or
- (iv) not otherwise dealt with in this report or the financial statements which would render any amount stated in the financial statements misleading.

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

- (i) any charge on the assets of the Group 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.

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

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

To the extent permitted by laws, the Company has agreed to indemnify its auditors, as part of the terms of its audit engagement, against claims arising from the audit. No payment has been made to indemnify the auditors for the current financial year.

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

	Group RM	Company RM
Statutory audit	105,000	38,000
Other assurance engagement	5,000	5,000
	110,000	43,000

The auditors, Forvis Mazars PLT (*formerly known as Mazars PLT*), Chartered Accountants, have expressed their willingness to accept re-appointment.

## APPROVAL OF THE DIRECTORS' REPORT

This report is approved by the board of directors, and signed on behalf of the board of directors in accordance with a directors' resolution.

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**CHEN TECK SHIN**

Director

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**CHEN YAT LEE**

Director

Kuala Lumpur  
15 May 2025

# STATEMENT BY DIRECTORS

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

We, Chen Teck Shin and Chen Yat Lee, being two of the directors of CYL Corporation Berhad, do hereby state that, in the opinion of the directors, the accompanying financial statements are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 January 2025 and financial performance and cash flows of the Group and of the Company for the financial year then ended in accordance with MFRS Accounting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

Signed on behalf of the board of directors in accordance with a directors' resolution.

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**CHEN TECK SHIN**

Director

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**CHEN YAT LEE**

Director

Kuala Lumpur  
15 May 2025

# STATUTORY DECLARATION

PURSUANT TO SECTION 251(1)(B) OF THE COMPANIES ACT 2016

I, Chen Teck Shin, being the director primarily responsible for the financial management of CYL Corporation Berhad, do solemnly and sincerely declare that, to the best of my knowledge and belief, the accompanying financial statements are correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by  
the abovenamed **CHEN TECK SHIN**  
at **KUALA LUMPUR** in the  
Federal Territory  
this 15 May 2025

Before me,

**CHEN TECK SHIN**  
Chartered Accountant  
MIA Membership No: 37455

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**COMMISSIONER FOR OATHS**

# INDEPENDENT AUDITORS' REPORT

## TO THE MEMBERS OF CYL CORPORATION BERHAD (INCORPORATED IN MALAYSIA)

### Report on the Audit of the Financial Statements

#### *Opinion*

We have audited the financial statements of CYL Corporation Berhad, which comprise the statements of financial position as at 31 January 2025 of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including material accounting policies information, as set out on pages 54 to 89.

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 January 2025, and of their financial performance and their cash flows for the financial year then ended in accordance with MFRS Accounting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

#### *Basis for Opinion*

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

#### *Independence and Other Ethical Responsibilities*

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

#### *Key Audit Matters*

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

(a) Valuation of freehold land and buildings

Refer to “Material Accounting Policies” and Property, plant and equipment in Notes 3(d) and 5 to the financial statements.

The risk	Our response
<p>The Group’s freehold land and buildings as at 31 January 2025 amounted to RM92,100,000.</p> <p>At end of financial year, the Group adopted the revaluation model for its freehold land and buildings. The freehold land and buildings are carried at revalued amount, being the fair value at the date of revaluation, less accumulated depreciation and impairment losses. The fair value of the Group’s freehold land and buildings was determined by management based on valuations performed by independent valuers. The fair value of the land and buildings was determined by using comparison method.</p> <p>The valuation process involves significant judgement in determining the appropriate valuation methodologies and the underlying assumptions. The computation is sensitive to key assumptions applied and any material change in the assumptions can have a significant impact to the valuations.</p> <p>In view of the significance of the freehold land and buildings, the level of judgement exercised by management and the estimation uncertainty, we identified valuation of freehold land and buildings as a key audit matter.</p>	<p>In addressing the risk, we performed, amongst others, the following procedures:</p> <ul style="list-style-type: none"><li>• Assessed the independent valuers’ competency, capability and objectivity, including reading their terms of engagement with the Group to determine the scope of their work;</li><li>• Discussed with the independent valuer and obtained an understanding of the methodologies and key assumptions adopted by the independent valuers in estimating the fair value of the freehold land and buildings; and</li><li>• On sample basis, tested the reasonableness of the key assumptions applied by the independent valuers under the comparison method based on available market data and our knowledge of the property market.</li></ul>

We do not have key audit matters in connection with the audit of the separate financial statements of the Company to be communicated in this report.

*Information Other than the Financial Statements and Auditors’ Report Thereon*

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

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

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

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

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

The directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with MFRS Accounting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia. The directors are also responsible for such internal control as the directors determine is necessary to enable the preparation of 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 not a guarantee that an audit conducted in accordance with approved standards on auditing in Malaysia and ISA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

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

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

### **Other Matter**

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

**Forvis Mazars PLT**  
**(formerly known as MAZARS PLT)**  
**201706000496 (LLP0010622-LCA)**  
**AF 001954**  
**Chartered Accountants**

**RAJVINDERJIT SINGH A/L SAVINDER SINGH**  
**03400/11/2026 J**  
**Chartered Accountant**

Kuala Lumpur  
15 May 2025



# STATEMENTS OF FINANCIAL POSITION

AS AT 31 JANUARY 2025

		Group		Company	
	Note	2025 RM	2024 RM	2025 RM	2024 RM
<b>NON-CURRENT ASSETS</b>					
Property, plant and equipment	5	103,477,923	51,352,901	-	-
Land held for property development	6	3,931,432	-	-	-
Right-of-use asset	7	298,278	-	-	-
Investments in subsidiaries	8	-	-	51,317,185	51,317,185
Other investments	9	85,100	85,100	-	-
Amount owing by a subsidiary	8	-	-	10,000,000	-
		107,792,733	51,438,001	61,317,185	51,317,185
<b>CURRENT ASSETS</b>					
Inventories	10	5,473,104	4,326,008	-	-
Trade receivables	11	9,169,060	7,785,488	-	-
Right to returned goods asset	12	36,106	47,260	-	-
Other receivables, deposits and prepayments	13	747,695	1,004,525	1,690	40
Amounts owing by subsidiaries	8	-	-	2,417,745	224,206
Current tax asset		131,744	285,783	-	-
Short-term investments	14	4,585,940	-	-	-
Short-term deposits with licensed banks	15	-	6,029,461	-	-
Cash and bank balances		1,057,192	1,264,502	550	548,302
		21,200,841	20,743,027	2,419,985	772,548
<b>TOTAL ASSETS</b>		128,993,574	72,181,028	63,737,170	52,089,733
<b>EQUITY</b>					
Share capital	16	51,504,405	51,504,405	51,504,405	51,504,405
Retained earnings	17(a)	9,125,644	9,837,272	16,858	37,339
Revaluation reserves	17(b)	50,219,455	-	-	-
		110,849,504	61,341,677	51,521,263	51,541,744
<b>NON-CURRENT LIABILITIES</b>					
Lease liability	7	186,902	-	-	-
Deferred tax liabilities	18	11,353,596	5,183,229	-	-
Provision for gratuity payment	19	540,249	435,187	-	-
Amount owing to a subsidiary	8	-	-	10,000,000	-
		12,080,747	5,618,416	10,000,000	-
<b>CURRENT LIABILITIES</b>					
Lease liability	7	51,902	-	-	-
Trade payables	20	3,286,854	2,351,037	-	-
Other payables and accruals	21	2,279,236	2,426,266	583,565	547,989
Contract liabilities	22	147,200	177,690	-	-
Refund liability	23	42,478	55,600	-	-
Amount owing to a subsidiary	8	-	-	1,632,342	-
Amount owing to a director	24	14,000	14,000	-	-
Provision for gratuity payment	19	241,653	196,342	-	-
		6,063,323	5,220,935	2,215,907	547,989
<b>TOTAL LIABILITIES</b>		18,144,070	10,839,351	12,215,907	547,989
<b>TOTAL EQUITY AND LIABILITIES</b>		128,993,574	72,181,028	63,737,170	52,089,733

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

# STATEMENTS OF COMPREHENSIVE INCOME

## FOR THE YEAR ENDED 31 JANUARY 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
Revenue	25	48,056,263	42,893,264	1,100,000	950,000
Other income and gains		651,186	227,712	363,750	172
Interest income from short-term investments and deposits		13,010	242,122	-	-
Fair value gain on short-term investments		141,669	-	-	-
Changes in inventories of finished goods		346,419	(133,685)	-	-
Raw materials and consumable used		(24,385,477)	(23,143,651)	-	-
Employee benefits expenses	26	(6,725,050)	(6,278,114)	-	-
Remuneration of key management personnel	27	(2,483,691)	(2,087,839)	(188,484)	(144,484)
Depreciation of property, plant and equipment	5	(2,950,641)	(2,840,891)	-	-
Depreciation of right-of-use asset	7	(52,637)	-	-	-
Revaluation loss on freehold buildings		(464,894)	-	-	-
Changes in loss allowances		448	5,634	-	-
Other expenses		(11,389,025)	(10,721,220)	(431,997)	(271,475)
Finance costs	28	(62,265)	(41,395)	(363,750)	-
Profit/(Loss) before tax	29	695,315	(1,878,063)	479,519	534,213
Tax (expense)/income	30	(1,101,264)	308,201	-	-
(Loss)/Profit for the year, attributable to the owners of the Company		(405,949)	(1,569,862)	479,519	534,213
Other comprehensive income, net of tax <i>Items that will not be reclassified subsequently to profit or loss:</i>					
Revaluation of freehold land and buildings					
- Gross revaluations	17	56,479,020	-	-	-
- Deferred tax impact	17	(6,259,565)	-	-	-
Cyrstallisation of deferred tax liability pertaining to revaluation of freehold land and buildings		194,321	37,301	-	-
Total comprehensive income/(loss) for the year		50,007,827	(1,532,561)	479,519	534,213
Loss per ordinary share - Basic and diluted (sen)	31	(0.41)	(1.57)		

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

# STATEMENTS OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 JANUARY 2025

	Note	Share Capital RM	Retained Earnings RM	Revaluation Reserves RM	Total Equity RM
<b>Group</b>					
At 31 January 2023		51,504,405	11,869,833	-	63,374,238
Loss for the year		-	(1,569,862)	-	(1,569,862)
Other comprehensive income for the year:					
- Crystallisation of deferred tax liability pertaining to revaluation of freehold land and buildings		-	37,301	-	37,301
Total comprehensive loss for the year		-	(1,532,561)	-	(1,532,561)
Dividend	32	-	(500,000)	-	(500,000)
At 31 January 2024		51,504,405	9,837,272	-	61,341,677
Loss for the year		-	(405,949)	-	(405,949)
Other comprehensive income for the year:					
- Revaluation of freehold land and buildings	17	-	-	56,479,020	56,479,020
- Deferred tax impact on revaluation of freehold land and buildings	17	-	-	(6,259,565)	(6,259,565)
- Crystallisation of deferred tax liability pertaining to revaluation of freehold land and buildings		-	194,321	-	194,321
Total comprehensive income for the year		-	(211,628)	50,219,455	50,007,827
Dividend	32	-	(500,000)	-	(500,000)
At 31 January 2025		51,504,405	9,125,644	50,219,455	110,849,504
<b>Company</b>					
At 31 January 2023		51,504,405	3,126	-	51,507,531
Total comprehensive income for the year		-	534,213	-	534,213
Dividend	32	-	(500,000)	-	(500,000)
At 31 January 2024		51,504,405	37,339	-	51,541,744
Total comprehensive income for the year		-	479,519	-	479,519
Dividend	32	-	(500,000)	-	(500,000)
At 31 January 2025		51,504,405	16,858	-	51,521,263

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

# STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 31 JANUARY 2025

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit/(Loss) before tax	695,315	(1,878,063)	479,519	534,213
Adjustments for:				
Bad debts written off	8,998	-	-	-
Depreciation of property, plant and equipment	2,950,641	2,840,891	-	-
Depreciation of right-of-use asset	52,637	-	-	-
Reversal of inventories written down	(55,703)	(7,025)	-	-
Provision for gratuity payment	97,633	75,484	-	-
Changes in loss allowances	(448)	(5,634)	-	-
Gain on disposals of property, plant and equipment	(59,593)	(39,138)	-	-
Revaluation loss on properties	464,894	-	-	-
Unrealised (gain)/loss on foreign exchange	(11,911)	32,341	-	-
Property, plant and equipment written off	3,870	-	-	-
Interest income	(13,010)	(242,122)	(363,750)	-
Interest expense	62,265	41,395	363,750	-
Dividend income	-	-	(1,100,000)	(950,000)
Operating profit/(loss) before working capital changes	4,195,588	818,129	(620,481)	(415,787)
Changes in inventories	(1,091,393)	907,205	-	-
Changes in receivables	(1,138,816)	(1,497,692)	(1,650)	-
Changes in right to returned goods asset	11,154	(3,490)	-	-
Changes in payables	304,222	239,594	35,576	(28,011)
Changes in contract liabilities	(30,490)	177,690	-	-
Changes in refund liability	(13,122)	888	-	-
Cash generated from/(used in) operations	2,237,143	642,324	(586,555)	(443,798)
Net income tax (paid)/refunded	(59,857)	512,103	-	-
Interest received	13,010	242,122	-	-
Dividend received	-	-	-	1,330,000
Net cash generated from/(used in) operating activities	2,190,296	1,396,549	(586,555)	886,202

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>				
Advances to subsidiaries	-	-	(729,789)	(224,206)
Acquisition of share in a subsidiary	-	-	-	(1)
Purchase of property, plant and equipment	(2,365,414)	(3,414,147)	-	-
Additions to land held for property development	(631,432)	-	-	-
Purchase of right-of-use asset	(74,915)	-	-	-
Proceeds from disposals of property, plant and equipment	59,600	39,140	-	-
Loan to a subsidiary	-	-	(10,000,000)	-
Real property gain tax paid	(782,245)	-	-	-
Net cash used in investing activities	(3,794,406)	(3,375,007)	(10,729,789)	(224,207)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>				
Advances from/(Repayments to) a subsidiary	-	-	1,268,592	(123,903)
Dividend paid	-	-	(500,000)	-
Loan from a subsidiary	-	-	10,000,000	-
Payments of lease liability	(46,432)	-	-	-
Interest paid	(289)	-	-	-
Net cash (used in)/generated from financing activities	(46,721)	-	10,768,592	(123,903)
<b>NET CHANGES IN CASH AND CASH EQUIVALENTS</b>	<b>(1,650,831)</b>	<b>(1,978,458)</b>	<b>(547,752)</b>	<b>538,092</b>
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR</b>	<b>7,293,963</b>	<b>9,272,421</b>	<b>548,302</b>	<b>10,210</b>
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>	<b>5,643,132</b>	<b>7,293,963</b>	<b>550</b>	<b>548,302</b>
Represented by:				
Short-term investments	4,585,940	-	-	-
Short-term deposits with licensed banks	-	6,029,461	-	-
Cash and bank balances	1,057,192	1,264,502	550	548,302
	5,643,132	7,293,963	550	548,302

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

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE YEAR ENDED 31 JANUARY 2025

### 1. GENERAL INFORMATION

**CYL Corporation Berhad** (the “Company”) is a public company limited by way of shares incorporated and domiciled in Malaysia. The Company is listed on the Main Market of Bursa Malaysia Securities Berhad. The addresses of the principal place of business and registered office of the Company are disclosed on page 7.

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are disclosed in Note 8.

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

### 2. BASIS OF PREPARATION

The financial statements of the Group and of the Company have been prepared in accordance with MFRS Accounting Standards issued by the Malaysian Accounting Standards Board (“MASB”), IFRS Accounting Standards issued by the International Accounting Standards Board and the requirements of the Companies Act 2016 in Malaysia.

The financial statements are presented in Ringgit Malaysia (“RM”), which is also the Company’s functional currency.

The financial statements have been prepared on the historical cost basis, except for other measurement bases applied, including fair value, as stated in the material accounting policies set out in Note 3.

#### (a) Application of new or amended standards

In the current year, the Group and the Company have applied a number of amendments that become effective mandatorily for the financial periods beginning on or after 1 February 2024.

The adoption of the amendments does not have any significant impact on the disclosures or on the amounts reported in the financial statements of the Group and of the Company.

#### (b) Standards issued that are not yet effective

The Group and the Company have not applied the following standards and amendments that have been issued by the MASB relevant to their operations but are not yet effective:

		Effective Date
Amendments to MFRS 121	Lack of Exchangeability	1 January 2025
Amendments to MFRS 9 and MFRS 7	Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Amendments to MFRS 1, MFRS 7, MFRS 9, MFRS 10, and MFRS 107	Annual Improvements to MFRS Accounting Standards	1 January 2026
Amendments to MFRS 9 and MFRS 7	Contracts Referencing Nature-dependent Electricity	1 January 2026
MFRS 18	Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19	Subsidiaries without Public Accountability: Disclosures	1 January 2027

The amendments and new standards above are expected to have no material impact on the financial statements of the Group and of the Company upon their initial applications except for the changes in the Presentation and Disclosures of the Financial Statements arising from adoption of MFRS 18.

The Group and the Company are currently assessing the impact of MFRS 18, particularly with respect to the structure of the statements of profit or loss and other comprehensive income, the statements of cash flows and the additional disclosures required for Management-defined Performance Measures. The Group and the Company are also assessing the impact on aggregation and disaggregation on how information is grouped in their financial statements.

### 3. MATERIAL ACCOUNTING POLICIES

#### (a) Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and of the entity controlled by the Company made up to the end of the financial year.

The Company controls an investee if and only if the Company:

- has power over the investee;
- is exposure, or rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

When the Company has no majority voting rights of an investee, it considers that it has power over the investee if the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally.

The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. All intra-group balances, transactions, income and expenses are eliminated in full on consolidation. Consolidation of an investee shall begin from the date the Company obtains control of the investee and cease when the investor loses control of the investee.

#### (b) Business combination

The Group accounts for each business combination by applying the acquisition method. The consideration transferred in a business combination shall be measured at fair value, which shall be calculated as the sum of the acquisition date fair values of the assets transferred by the acquirer, the liabilities incurred by the acquirer to former owners of the acquiree and the equity interests issued by the acquirer. Acquisition related costs are recognised as expenses when the costs are incurred.

On the date of acquisition, goodwill is measured as the excess of (i) over (ii) below:

- (i) The aggregate of: (i) the fair value of consideration transferred; (ii) the amount of any non-controlling interests in the investee; and (iii) the fair value of the Group's previously held equity interest in the investee, if the business combination achieved in stages.
- (ii) The net fair value of the identifiable assets acquired and the liabilities assumed.

If, after reassessment, a business combination in which the amount in (ii) above exceeds the aggregate of the amounts in (i) above, the Group recognises the resulting gain in profit or loss.

#### (c) Investments in subsidiaries (separate financial statements)

In the Company's separate financial statements, investments in subsidiaries are measured at cost less impairment losses, if any. Impairment losses are recognised in profit or loss.

On disposal, the difference between the net disposal proceeds and the carrying amount of the investment disposed is recognised in profit or loss.

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

##### *Land and buildings carried at revaluation*

Land and buildings are stated at their revalued amounts, being the fair value at the date of revaluation, less any accumulated depreciation, and where applicable, accumulated impairment losses. Freehold land is not depreciated. The annual depreciation rates of freehold buildings and apartments are 2%.

Revaluations are performed with sufficient regularity such that the carrying amount does not differ materially from that which would be determined using fair values at the end of the financial year at regular intervals of at least once in every five years.



Any revaluation surplus is credited to the revaluation reserve in equity, except to the extent that it reverses a revaluation deficit of the same asset previously recognised in profit or loss, the increase is recognised in profit or loss. A revaluation deficit is recognised in the profit or loss to the extent that it exceeds the surplus, if any, held in the revaluation reserve relating to a previous revaluation of that asset. At the end of the financial year, a transfer of the difference between depreciation based on the revalued carrying amount and original cost of the revalued assets is transferred from revaluation reserves to retained earnings.

Land and buildings are derecognised upon disposal or when no future economic benefits are expected from their use. On disposal or retirement of an asset, the difference between the net disposal proceeds and the carrying amount is recognised in profit or loss.

#### *Plant and equipment carried at cost*

Plant and equipment are measured at cost less accumulated depreciation and impairment losses.

Depreciation is recognised to write off the depreciable amount of plant and equipment on a straight-line basis over their estimated useful lives. Depreciable amount is determined after deducting the residual value from the cost.

Capital work-in-progress are not depreciated. The annual depreciation rates are:

Plant and machinery	10%
Office equipment	10%
Furniture and fittings	10%
Motor vehicles	20%
Electrical installation	10%
Containers	10%

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

Plant and equipment are derecognised upon disposal or when no future economic benefits are expected from their use. On disposal or retirement of an asset, the difference between the net disposal proceeds and the carrying amount is recognised in profit or loss.

#### (e) Property development

Property development is classified under two categories i.e. land held for property development and property development costs.

##### *Land held for property development*

Land held for property development is land on which development is not expected to be completed within the normal operating cycle. No significant development work would have been undertaken on the land. Accordingly, land held for property development is classified as a non-current asset. Land held for property development is measured at the lower of cost and net realisable value. Costs include incidental expenditure incurred to put the land in a condition ready for development.

Land on which development has commenced and is expected to be completed within the normal operating cycle is included in property development costs (current asset).

##### *Property development costs*

Property development costs comprise all costs that are directly attributable to development activities or that can be allocated on a reasonable basis to such activities. Property development costs are measured at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and applicable selling expenses.

Property development costs are subsequently recognised as an expense in profit or loss when or as the entity's performance obligation is satisfied over time or at a point in time.

(f) Leases

*The Group as Lessee*

Right-of-use assets and corresponding lease liabilities are recognised with respect to all lease agreements, except for short-term leases and leases of low value assets.

For short-term leases (i.e. leases with a lease term of 12 months or less) and leases of low value assets, lease payments are recognised as an expense on a straight-line basis over the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the lease commencement date, discounted using the rate implicit in the lease or incremental borrowing rate, where applicable. Lease payments included in the measurement of the lease liability comprise: (i) fixed lease payments, less lease incentives; (ii) variable lease payments based upon an index or a rate; and (iii) payments of penalties for terminating the lease.

The right-of-use assets comprise the corresponding lease liability, lease payments made at or before the lease commencement date and initial direct costs. Whenever there is an obligation to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the agreed condition, a provision is recognised. These costs are included in the related right-of-use assets.

Right-of-use assets are measured at cost less accumulated depreciation and impairment losses. They are depreciated over the shorter period of lease term and useful life of the underlying assets. The estimated useful lives of the right-of-use asset is determined as follows:

Motor vehicles	5 years
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(g) Transferable gold club membership

Transferable gold club membership with infinite useful lives, which are acquired separately, are measured at cost less accumulated impairment losses.

(h) Impairment of non-financial assets

Property, plant and equipment, right-of-use asset, transferable golf club membership and investments in subsidiaries are assessed at each reporting date to determine whether there is any indication of impairment.

If such an indication exists, the asset's recoverable amount is estimated. The recoverable amount is the higher of an asset's fair value less cost to sell and its value in use. Value in use is the present value of the future cash flows expected to be derived from the assets. Recoverable amounts are estimated for individual assets or, if it is not possible, for the cash-generating unit to which the asset belongs.

An impairment loss is recognised whenever the carrying amount of an asset or a cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in profit or loss.

Any reversal of an impairment loss as a result of a subsequent increase in recoverable amount should not exceed the carrying amount that would have been determined (net of amortisation or depreciation, if applicable) had no impairment loss been previously recognised for the asset.

(i) Inventories

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

Raw materials and packing materials consist of invoiced value of good purchase and determined on the first-in-first-out basis. The costs of finished goods include materials, labour and an appropriate proportion of manufacturing overheads.

Net realisable value represents the estimated selling price in the ordinary course of business less selling and distribution costs and all other estimated costs to completion.

The amount of any write-down of inventories to net realisable value shall be recognised as an expense in the period the write-down occurs. The amount of any reversal of write-down of inventories, arising from change in circumstances affecting the net realisable value, shall be recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

(j) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of an instrument.

Financial assets (with the exception of trade receivables that do not contain a significant financing component) and financial liabilities are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities on initial recognition. A trade receivable without a significant financing component is initially measured at its transaction price.

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

*Subsequent measurement*

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets. Financial assets are measured subsequently in the following manners:

- at amortised cost (debt instruments); or
- at fair value through other comprehensive income ("FVTOCI"), with recycling of cumulative gains and losses (debt instruments); or
- designated at FVTOCI, without recycling of cumulative gains and losses (equity instruments); or
- at fair value through profit or loss ("FVTPL").

*Financial assets at amortised cost*

Debt instruments that meet the following conditions are subsequently measured at amortised cost:

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

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

*Financial assets at FVTPL*

Financial assets that do not meet the criteria for being measured at amortised cost or FVTOCI are measured at FVTPL, including but not limited to:

- Debt instruments that are designated as at FVTPL, if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.
- Derivative instruments.



Financial assets at FVTPL are measured at fair value, with fair value gains or losses recognised in profit or loss to the extent they are not part of a designated hedging relationship. The net gain or loss recognised in profit or loss includes any dividend or interest earned on the financial assets.

#### *Impairment of financial assets*

Loss allowance is recognised for expected credit losses (“ECL”) for all debt instruments not held at FVTPL, i.e. financial assets at amortised cost, receivables and financial guarantee contracts.

ECL is based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that are expected to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms. The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial asset.

Management measures the loss allowance of trade receivables, contract assets and lease receivables at an amount equal to their lifetime ECL (i.e. simplified approach). The ECL on these financial assets are estimated based on historical credit loss experience, and where appropriate, adjusted for forward-looking factors specific to the debtors and the economic environment.

For all other financial assets at amortised cost, where credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECL is provided for credit losses that result from default events that are possible within 12 months after the reporting date. For those credit exposures for which there has been a significant increase in the likelihood or risk of a default occurring since initial recognition (instead of on evidence of a financial asset being credit-impaired at the reporting date or an actual default occurring), a loss allowance is required for credit losses expected over the remaining life of the financial assets.

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group’s historical experience and informed credit assessment, that includes forward-looking information. In particular, the following information is taken into account when assessing whether credit risk has increased significantly since initial recognition:

- Existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor’s ability to meet its debt obligations; or
- An actual or expected significant deterioration in the operating results of the debtor; or
- Significant increases in credit risk on other financial instruments of the same debtor; or
- An actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor’s ability to meet its debt obligations.

The Group considers a financial instrument to have low credit risk if:

- The financial instrument has a low risk of default; or
- The debtor has a strong capacity to meet its contractual cash flow obligations in the near term;

The Group considers a financial asset to be in default when contractual payments are more than 90 days past due, unless there is reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate. The Group also considers a financial asset is in default when there is a breach of financial covenants by the debtor; or when there is indication that the debtor is unlikely to settle its indebtedness to the Group in full, without considering any collaterals held by the Group.

#### *Derecognition of financial assets*

A financial asset is derecognised only when the contractual rights to the cash flows from the financial asset expire; or when the financial asset is transferred and substantially all the risks and rewards of ownership of the financial asset are transferred to another party.

If the entity neither transfers nor retains substantially all the risks and rewards of ownership and continues to control a transferred financial asset, the entity recognises its retained interest in the financial asset and an associated liability for amounts it may have to pay. If the entity retains substantially all the risks and rewards of ownership of a transferred financial asset, the entity continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the financial asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

#### Financial liabilities and equity instruments

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

#### Financial liabilities

All financial liabilities are subsequently measured at FVTPL or at amortised cost.

##### *Financial liabilities at amortised cost*

These financial liabilities are subsequently measured at amortised cost using the effective interest method.

##### *Effective interest method*

The effective interest method is a method of calculating the amortised cost of a debt instrument or a financial liability by allocating interest income/expense over the relevant periods. The effective interest rate is the rate that exactly discounts estimated future cash receipts/payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of a debt instrument or a financial liability, to the amortised cost of the debt instrument or the financial liability.

##### *Financial guarantee contracts*

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

Financial guarantee contracts issued are initially measured at their fair values and, if not designated as at FVTPL and do not arise from a transfer of a financial asset, are subsequently measured at the higher of:

- the loss allowance determined in accordance with MFRS 9; and
- the amount recognised initially less, where appropriate, cumulative amount of income recognised.

##### *Derecognition of financial liabilities*

Financial liabilities are derecognised when, and only when, the obligations under the liabilities are discharged, cancelled or expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

When an existing financial liability is replaced by another financial liability from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability.

#### Equity instrument

Equity instruments issued are recognised at the proceeds received. Costs incurred directly attributable to the issuance of the equity instruments are accounted for as a deduction from equity.

Dividends to shareholders are recognised in equity in the period which they are declared.

(k) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, when it is probable that the Group will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, a provision represents the present value of estimated future those cash flows.

When some or all of the cash flows required to settle a provision are expected to be recovered from a third party, an asset is recognised if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

(l) Revenue and other income recognition

Revenue from contracts with customers comprises sales of own-produced plastic packaging products and moulds.

Revenue is recognised when a performance obligation is satisfied, i.e. when 'control' of the goods or services underlying the particular performance obligation is transferred to the customer. A performance obligation is a promise to transfer a distinct goods or service (or a series of distinct goods or services that are substantially the same and that have the same pattern of transfer) to the customer that is explicitly stated in the contract and implied in the Group's customary business practices.

Revenue from contracts with customers is recognised by reference to each distinct performance obligation in the contract with customer. Revenue from contracts with customers is measured at its transaction price, being the amount of consideration which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties such as sales taxes or goods and services taxes. If the amount of consideration varies due to discounts, rebates, refunds, credits, incentives, penalties or other similar items, the Group estimates the amount of consideration to which it will be entitled based on the expected value or the most likely outcome. If the contract with customer contains more than one performance obligation, the amount of consideration is allocated to each performance obligation based on the relative stand-alone selling prices of the goods or services promised in the contract.

The revenue is recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

Revenue is recognised at the point of time where control of the goods has been transferred to the customer, being when the products have been delivered to a location specified by the customer and acceptance of the goods by the customer. Following delivery, the customer has full discretion over the manner of distribution of the goods, has the primary responsibility when using the goods and bears the risks of obsolescence and loss in relation to the goods.

Revenue is measured at the fair value of the consideration for the goods received or receivable, net of returns. No element of financing is included in the selling prices as the consideration is received or receivable within credit terms ranging from 30 to 90 days.

Under the Group's standard contract terms, customers have a right of return within 30 days. At the point of sale, a refund liability and a corresponding adjustment to revenue is recognised for those products expected to be returned. At the same time, the Group has a right to recover the product when customers exercise their right of return so consequently recognises a right to returned goods asset and a corresponding adjustment to cost of sales. The Group uses its accumulated historical experience to estimate the number of returns on a portfolio level using the expected value method. It is considered highly probable that a significant reversal in the cumulative revenue recognised will not occur given the consistent level of returns over previous years.

*Contract balances arising from revenue recognition*

Contract assets are the right to consideration in exchange for goods or services transferred to customers. If goods or services are transferred to customers before the customers pay consideration or before payment is due, contract assets are recognised for the earned consideration that is conditional. Trade receivables represent the entity's right to an amount of consideration that is unconditional.

Contract liabilities are the obligation to transfer goods or services to customers for which the entity has received consideration (or an amount of consideration is due) from the customers. If the customers pay consideration before the entity transfers goods or services to the customers, contract liabilities are recognised when the payment is made or the payment is due (whichever is earlier).

*Other revenues are recognised as follows:*

- (i) Dividend income is recognised when the shareholder's right to receive payment is established.
- (ii) Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Group and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

(m) Borrowing costs

Borrowing costs incurred on assets under development that take a substantial period of time for completion are capitalised into the carrying value of the assets. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditures and borrowing costs are incurred; and ceases when the asset is completed or during extended periods when active development is interrupted.

All other borrowing costs are recognised in profit or loss in the financial period in which they are incurred.

(n) Employee benefits

- (i) Short-term employee benefits

Wages, salaries, paid annual leave, paid sick leave and non-monetary benefits are recognised as an expense in the period in which the associated services are rendered by employees.

- (ii) Post-employment benefits

The Group makes monthly contributions to the Employees Provident Fund ("EPF") which is a defined contribution plan. The obligation of the Group is limited to the amount that they agree to contribute to those defined contribution plans. The contributions to those plans are recognised as an expense when the employees have rendered service entitling them to the contribution.

- (iii) Provision for gratuity payment

Provision for gratuity payment represents amount payable to the executive directors of the Company at the end of their employment tenure. The executive directors are entitled to one month last drawn basic salary for every completed year of service in subsidiary.

(o) Income tax

The income tax expense represents the aggregate of current tax and deferred tax.

Current tax and deferred tax are recognised in profit or loss. Current tax and deferred tax are recognised in other comprehensive income or directly in equity, if the tax relates to items that are recognised in other comprehensive income or directly in equity. Where deferred tax arises from a business combination, the tax effect is included in the accounting for the business combination.

*Current tax*

Current tax is the expected income tax payable on the taxable profit for the year, estimated using the tax rates enacted or substantially enacted by the reporting date.





A provision is recognised for those matters for which the tax determination is uncertain but it is considered probable that there will be a future payment to a tax authority. The provisions are measured at the best estimate of the amount expected to become payable.

#### *Deferred tax*

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, which is accounted using the liability method.

A deferred tax liability is recognised for all taxable temporary differences. A deferred tax asset is only recognised for deductible temporary differences and unutilised tax credit to the extent that it is probable that taxable profit will be available in future against which the deductible temporary differences and unutilised tax credit can be utilised.

No deferred tax is recognised for temporary differences arising from the initial recognition of: (i) goodwill, or (ii) an asset or liability (which is not in a business combination) at the time of the transaction that affects neither accounting profit nor taxable profit.

Deferred taxes are measured based on tax consequences that would follow from the manner in which the asset or liability is expected to be recovered or settled, and based on the tax rates enacted or substantively enacted at the reporting date that are expected to apply to the financial period when the asset is realised or when the liability is settled.

#### (p) Foreign currencies

##### *Transactions and balances in foreign currencies*

Transactions in currencies other than the functional currency ("foreign currencies") are recognised at the prevailing exchange rate on the date of the transaction. At the reporting date, monetary items denominated in foreign currencies are translated at the prevailing exchange rate on that date.

Non-monetary items which are measured in terms of historical costs denominated in foreign currencies are translated at the prevailing exchange rate on the date of the transaction. Non-monetary items which are measured at fair values denominated in foreign currencies are translated at the prevailing exchange rate on the date when the fair values were determined.

Exchange differences are recognised in profit or loss.

#### (q) Segment reporting

Segment reporting in the financial statements is presented on the same basis as that used by management internally for evaluating operating segment performance and in deciding on the allocation of resources to each operating segment. Operating segments are distinguishable components of the Group that engage in business activities from which they may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. An operating segment's results are reviewed regularly by the managing director (chief operating decision maker) who decide on the allocation of resources to the segment and assess its performance, and for which discrete financial information is available.

#### (r) Cash and cash equivalents

Cash and cash equivalents comprise cash and bank balances and other short-term, highly liquid investments that are readily convertible to known amounts of cash which are subject to insignificant risk of changes in value.

#### (s) Fair value

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

All assets and liabilities, for which fair value is measured or disclosed, are categorised within the fair value hierarchy set out below based on the inputs that are significant to the fair value measurement. Fair value measurement is derived from:

Level 1: Unadjusted quoted prices in active markets (for identical assets or liabilities).

Level 2: Inputs (other than quoted prices included within Level 1) are observable either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Valuation techniques that include unobservable inputs (not based on observable market data).

#### **4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES**

The preparation of financial statements requires management to exercise judgement in the process of applying the accounting policies. It also requires the use of accounting estimates and assumptions that affect reported amounts of assets, liabilities and disclosures of contingent assets and liabilities at the reporting date, and the reported amounts of income and expenses.

Although these estimates are based on management's best knowledge of current events and actions, historical experiences and various other factors, including expectations for future events that are believed to be reasonable under the circumstances, actual results may ultimately differ from these estimates.

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

##### Critical judgement made in applying accounting policies

Management is of the opinion that there are no instances of application of significant judgement which are expected to have material effect on the amounts recognised in the financial statements.

##### Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources associated with estimation uncertainty at the end of the reporting period that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities are as follows:

(i) Depreciation and useful lives of property, plant and equipment

The Group reviews the estimated useful lives of its property, plant and equipment at the end of each reporting period. Property, plant and equipment are depreciated over their useful lives. The estimated useful lives are a matter of judgement based on experience of the Group, taking into account factors such as technological progress, changes in market demand, expected usage and physical wear and tear. Useful lives are periodically reviewed for continued appropriateness. Due to long lives of assets, changes to the estimates used can result in variation in carrying values and future depreciation charges.

(ii) Fair value of land and buildings

The land and buildings of the Group are carried at revalued amount, being the fair value at the date of revaluation. The Group engaged an independent valuer to assess fair values of its land and buildings. The valuer determines the fair value on an open market value basis using comparison method by making reference to various factors and involved management's judgement in the determination of the fair value and any unexpected material change in the key assumptions applied can affect the result of the valuation. The key assumptions used to determine the fair value of the freehold land and buildings are provided in Note 5.

(iii) Write-down of inventories

Inventories are stated at the lower of cost and net realisable value. The Group estimates the net realisable value of inventories based on an assessment of expected selling prices.

Inventories are reviewed on a regular basis and the Group will write down for excess or obsolete inventories based primarily on historical trends and management estimates of expected and future product demand and related pricing.

Demand levels, technological advances and pricing competition could change from time to time. If such factors result in an adverse effect on the Group's products, the Group might be required to reduce the carrying amount of its inventories and additional write-down for slow-moving inventories may be required.

(iv) Determining the loss allowance for trade receivables

Management assesses the ECL for trade receivables at each reporting date. Credit losses are the difference between the contractual cash flows that are due to the entity and the cash flows that it actually expects to receive. Management applies simplified approach of MFRS 9 Financial Instruments in assessing the impairment of trade receivables.

In determining the ECL, management uses historical credit loss experience for trade receivables to estimate the ECL. Management is not only required to consider historical information that is adjusted to reflect the effects of current conditions and information that provides objective evidence that trade receivables are impaired in relation to incurred losses, but management is also considering, when applicable, reasonable and supportable information that may include current and forecasts of future economic conditions when estimating the ECL, on collective basis. The need to consider forward-looking information means that management exercises considerable judgement as to how changes in macroeconomic factors will affect the ECL on trade receivables.

(v) Income taxes

Significant judgement is involved in determining the capital allowances and deductibility of expenses during the estimation of the provision for income tax. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business.

The Group and the Company recognise liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

## 5. PROPERTY, PLANT AND EQUIPMENT

Group	Freehold land RM	Freehold buildings and apartments RM	Plant and machinery RM	Office equipment, furniture and fittings and containers RM	Motor vehicles RM	Electrical installation RM	Capital work-in-progress RM	Total RM
2025								
<b>Cost</b>								
At 01.02.2024								
Additions	24,160,000	21,464,668	106,225,800	3,354,331	4,977,517	1,172,105	-	161,354,421
Disposals	-	93,997	1,561,183	300,728	146,002	-	263,504	2,365,414
Write-offs	-	-	(630,000)	-	(695,717)	-	-	(1,325,717)
Revaluation adjustments	-	-	-	(221,014)	-	-	-	(221,014)
Transfer to land held for property development (Note 6)	52,110,000	(2,428,665)	-	-	-	-	-	49,681,335
	(3,300,000)	-	-	-	-	-	-	(3,300,000)
At 31.01.2025	72,970,000	19,130,000	107,156,983	3,434,045	4,427,802	1,172,105	263,504	208,554,439
<b>Accumulated depreciation</b>								
At 01.02.2024								
Charge for the year	-	5,901,119	95,266,868	3,066,086	4,632,538	1,134,909	-	110,001,520
Disposals	-	431,672	2,333,036	66,282	108,682	10,969	-	2,950,641
Write-offs	-	-	(629,999)	-	(695,711)	-	-	(1,325,710)
Revaluation adjustments	-	-	-	(217,144)	-	-	-	(217,144)
	-	(6,332,791)	-	-	-	-	-	(6,332,791)
At 31.01.2025	-	-	96,969,905	2,915,224	4,045,509	1,145,878	-	105,076,516
Net carrying value								
At 31.01.2025	72,970,000	19,130,000	10,187,078	518,821	382,293	26,227	263,504	103,477,923

Group	Freehold land RM	Freehold buildings and apartments RM	Plant and machinery RM	Office equipment, furniture and fittings and containers RM	Motor vehicles RM	Electrical installation RM	Total RM
2024							
<b>Cost</b>							
At 01.02.2023	24,160,000	21,118,241	103,258,193	3,254,218	5,129,067	1,172,105	158,091,824
Additions	-	346,427	2,967,607	100,113	-	-	3,414,147
Disposals	-	-	-	-	(151,550)	-	(151,550)
At 31.01.2024	24,160,000	21,464,668	106,225,800	3,354,331	4,977,517	1,172,105	161,354,421
<b>Accumulated depreciation</b>							
At 01.02.2023	-	5,475,005	93,015,683	3,008,090	4,690,004	1,123,395	107,312,177
Charge for the year	-	426,114	2,251,185	57,996	94,082	11,514	2,840,891
Disposals	-	-	-	-	(151,548)	-	(151,548)
At 31.01.2024	-	5,901,119	95,266,868	3,066,086	4,632,538	1,134,909	110,001,520
Net carrying value							
At 31.01.2024	24,160,000	15,563,549	10,958,932	288,245	344,979	37,196	51,352,901

Included in property, plant and equipment of the Group are fully depreciated assets which are still in use, with an aggregate cost of RM92,196,296 (2024: RM89,960,743).

#### Fair value measurement of freehold land and buildings

As at 31 January 2025, the Group has adopted revaluation model for its freehold land and buildings. Freehold land and buildings are measured at revalued amount, being the fair value at the date of revaluation, less accumulated depreciation and impairment losses. The fair value of freehold land and buildings has been arrived at on the basis of a valuation carried out by Messrs. Nawawi Tia Leung Property Consultants Sdn. Bhd., a firm of independent professional valuers, as at 31 January 2025. The fair value of freehold land and buildings was determined using comparison method. The comparison method entails critical analyses of recent evidence of values of comparable properties in the nearby location, and where necessary, adjusting for differences, such as tenure, location, development concept, and size, among others. The most significant input into this valuation approach is price per square foot of comparable properties.

The fair value of freehold land and buildings are classified under level 2 of fair value hierarchy.

Had the freehold land and buildings been measured on a historical cost basis, their carrying amount would have been as follows:

	2025 RM
Freehold land	20,860,000
Freehold buildings and apartments	15,225,874
	36,085,874

## 6. LAND HELD FOR PROPERTY DEVELOPMENT

Group 2025	Freehold land RM	Development expenditure RM	Total RM
At 1 February	-	-	-
Additions	-	631,432	631,432
Transfer from property, plant and equipment (Note 5)	3,300,000	-	3,300,000
At 31 January	3,300,000	631,432	3,931,432

## 7. LEASE

The Group as a Lessee	2025 RM	2024 RM
Right-of-use asset		
Motor vehicles		
Cost		
At 1 February	-	-
Additions	350,915	
At 31 January	350,915	-
Accumulated depreciation		
At 1 February	-	-
Charge for the year	52,637	-
At 31 January	52,637	-
Net carrying amount		
At 31 January	298,278	-
Lease liability		
Non-current	186,902	-
Current	51,902	-
	238,804	-

The hire purchase of motor vehicles is made for periods of 5 years.

The hire purchase payments are discounted at rates of 3.64% per annum.

### Purchase of right-of-use asset

	2025 RM	2024 RM
Aggregate cost of right-of-use asset acquired	350,915	-
Financed via hire purchase arrangement	(276,000)	-
Cash paid during the financial year	74,915	-

The changes in lease liability are as follows:

	2025 RM	2024 RM
At 1 February	-	-
Cash flows:		
Payments of lease liability	(46,432)	-
Non-cash:		
Additions	276,000	-
Interest expense (Note 28)	9,236	-
At 31 January	238,804	-

The lease payments associated with short-term leases or leases of low-value assets are recognised as an expense on a straight-line basis over the lease term. No right-of-use assets and lease liabilities are recognised for these leases.

Total cash outflows for leases during the current financial year (including fixed, variable and short-term lease payments) amounting to RM109,080 (2024: RM31,975).

## 8. INVESTMENTS IN SUBSIDIARIES

	Company	
	2025 RM	2024 RM
Unquoted shares, at cost	47,749,185	47,749,185
Capital contribution	3,568,000	3,568,000
	51,317,185	51,317,185

The capital contribution is for the subsidiary's capital expenditures and working capital purposes, which is treated as quasi-equity. The capital contribution has no fixed term of repayment and is repayable at the discretion of the subsidiary.

The details of the subsidiaries are as follows:

	Equity interest		Principal place of business and place of incorporation	Principal activities
	2025 %	2024 %		
Perusahaan Jaya Plastik (M) Sdn. Bhd.*	100	100	Malaysia	Manufacturing and supplying of plastic packaging products
CYL Land Sdn Bhd*	100	100	Malaysia	Property development activities

\*Audited by Forvis Mazars PLT.

### Amounts owing by subsidiaries

The amounts owing by subsidiaries comprise:

	Company	
	2025 RM	2024 RM
<u>Non-current</u>		
Loan account	10,000,000	-
<u>Current</u>		
Dividend receivable	1,100,000	-
Non-trade accounts	953,995	224,206
Interest receivable	363,750	-
	2,417,745	224,206
	12,417,745	224,206

Amount owing by a subsidiary included under non-current assets represented loan granted from a subsidiary which is unsecured, bearing interest rate of 4.85% per annum and shall be repaid in cash not later than 1 February 2029.

Amounts owing by subsidiaries included in non-trade accounts under current assets represents unsecured advances which are interest-free, repayable on demand and to be received in cash.

#### Amount owing to a subsidiary

The amount owing to a subsidiary comprises:

	Company	
	2025 RM	2024 RM
<u>Non-current</u> Loan account	10,000,000	-
<u>Current</u> Non-trade account	1,268,592	-
Interest payable	363,750	-
	11,632,342	-

Amount owing by a subsidiary included under non-current liabilities represented loan granted to a subsidiary which is unsecured, bearing interest rate of 4.85% per annum and shall be repaid in cash not later than 1 February 2029.

Amount owing to a subsidiary included in non-trade account under current liabilities represents unsecured advances which are interest-free, repayable on demand and to be settled in cash.

The changes in amount owing to a subsidiary are analysed as follows:

	Company	
	2025 RM	2024 RM
At 1 February	-	123,903
Cash flows:		
Advances from/(Repayments to)	1,268,592	(123,903)
Loan from	10,000,000	-
Non-cash:		
Interest expense	363,750	-
At 31 January	11,632,342	-

## 9. OTHER INVESTMENTS

	Group	
	2025 RM	2024 RM
Transferable golf club membership	85,100	85,100

The club membership is assessed as having an indefinite useful life and tested annually for impairment.



## 10. INVENTORIES

	Group	
	2025 RM	2024 RM
Raw materials	2,934,560	2,212,195
Finished goods	2,357,144	2,010,727
Packing materials	181,400	103,086
	5,473,104	4,326,008

The cost of inventories recognised as an expense during the year was RM23,983,355 (2024: RM23,270,311).

## 11. TRADE RECEIVABLES

	Group	
	2025 RM	2024 RM
Trade receivables	9,221,227	7,838,103
Less: Loss allowance	(52,167)	(52,615)
	9,169,060	7,785,488

The credit period granted to the customers ranged between 30 to 90 (2024: 30 to 90) days.

The currency exposure profile of trade receivables is as follows:

	Group	
	2025 RM	2024 RM
RM	9,081,585	7,729,531
United States Dollar ("USD")	112	55,957
Singapore Dollar ("SGD")	87,363	-
	9,169,060	7,785,488

## 12. RIGHT TO RETURNED GOODS ASSET

The right to returned goods asset represents the Group's right to recover products from customers where customers exercise their right of return under the Group's return policy. Management applies historical experience to estimate the number of returns on a portfolio level using the expected value method. The average period where the returns are exercised is within 90 (2024: 60) days.

### 13. OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Other receivables	14,262	2,379	40	40
Deposits	477,883	626,175	-	-
Prepayments	255,550	375,971	1,650	-
	747,695	1,004,525	1,690	40

Included in deposits of the Group as at reporting date are deposits paid in respect of the purchase of property, plant and equipment amounting to RM312,755 (2024: RM216,155).

The currency exposure profile of other receivables and deposits (financial assets) is as follows:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
RM	464,532	433,807	40	40
China Renminbi ("RMB")	27,613	194,747	-	-
	492,145	628,554	40	40

### 14. SHORT-TERM INVESTMENTS

	Group	
	2025 RM	2024 RM
<i>Designated at FVTPL</i> Money market funds in Malaysia	4,585,940	-

Short-term investments represent placements in highly liquid money market. These placements are designated to manage free cash flows and to optimise working capital requirements of the Group.

### 15. SHORT-TERM DEPOSITS WITH LICENSED BANKS

Short-term deposits with licensed banks of the Group represent placements in fixed income fund managed by licensed investment banks whereby the amount deposited can be withdrawn after giving a notice period of 1 day. The short-term investments earn effective interest at 3.61% per annum.

### 16. SHARE CAPITAL

	Group and Company			
	2025		2024	
	Number of shares	Amount RM	Number of shares	Amount RM
Issued and fully paid ordinary shares (no par value):				
At 1 February/31 January	100,000,000	51,504,405	100,000,000	51,504,405

## 17. RESERVES

### (a) Retained earnings

Retained earnings are available for distributions by way of dividends.

### (b) Revaluation reserves

Revaluation reserve relates to revaluation of freehold land and buildings prior to the reclassification as investment properties.

#### Analysis of other comprehensive income

#### *Revaluation reserves*

	Group	
	2025 RM	2024 RM
Revaluation of freehold land and buildings	56,479,020	-
Deferred tax liabilities pertaining to revaluation of freehold land and buildings	(6,259,565)	-
	50,219,455	-

## 18. DEFERRED TAX LIABILITIES

	Group	
	2025 RM	2024 RM
At 1 February	5,183,229	5,555,988
Recognised in profit or loss (Note 30)	105,123	(335,458)
Recognised in other comprehensive income	6,065,244	(37,301)
At 31 January	11,353,596	5,183,229

The deferred tax liabilities comprise:

	Group	
	2025 RM	2024 RM
Temporary differences arising from:		
Difference between net carrying amount and tax written down value of property, plant and equipment	11,612,265	5,674,730
Provisions	(187,656)	(151,567)
Unabsorbed capital allowances	-	(317,543)
Others	(71,013)	(22,391)
	11,353,596	5,183,229

Included in the other comprehensive income are the related tax effects of the following:

- (a) Deferred tax liability of RM1,954,257 (2024: RM2,148,578) relating to revaluation surplus of freehold land and buildings arising from revaluations carried out prior to Group's transition to MFRS;
- (b) Deferred tax liability of RM1,048,565 (2024: RMNil) relating to revaluation surplus of freehold buildings arising from revaluations carried out in the current year; and
- (c) Deferred tax liability of RM5,211,000 (2024: RMNil) representing the real property gain tax of 10% (2024: 10%) relating to the revaluation surplus of freehold land arising from revaluations carried out in the current year.

## 19. PROVISION FOR GRATUITY PAYMENT

	Group	
	2025 RM	2024 RM
At 1 February	631,529	514,650
Provision for the year	97,633	75,484
Unwinding of discount	52,740	41,395
At 31 January	781,902	631,529
Analysed as follows:		
Current	241,653	196,342
Non-current	540,249	435,187
	781,902	631,529

## 20. TRADE PAYABLES

The normal credit period granted by the suppliers ranged between 60 to 120 (2024: 60 to 120) days.

The currency exposure profile of trade payables is as follows:

	Group	
	2025 RM	2024 RM
RM	3,044,899	1,277,820
USD	241,955	1,073,217
	3,286,854	2,351,037

## 21. OTHER PAYABLES AND ACCRUALS

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Other payables	689,697	755,158	-	-
Dividend payable	500,000	500,000	500,000	500,000
Accruals	1,079,399	1,165,782	83,565	47,989
Sales and Service Tax Payable	10,140	5,326	-	-
	2,279,236	2,426,266	583,565	547,989

The currency exposure profile of other payables and accruals (financial liabilities) is as follows:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
RM	2,266,693	2,420,940	583,565	547,989
USD	2,403	-	-	-
	2,269,096	2,420,940	583,565	547,989

The currency exposure profile of other payables and accruals (financial liabilities) is as follows:

## 22. CONTRACT LIABILITIES

Contract liabilities represent advances received from customers for the goods yet to be transferred as at the reporting date.

Movements in contract liabilities are as follows:

	Group	
	2025 RM	2024 RM
At 1 February	177,690	-
Consideration received during the year	528,885	177,690
Revenue recognised that was included in the contract liability at the beginning of financial period	(177,690)	-
Recognition of revenue	(381,685)	-
At 31 January	147,200	177,690

## 23. REFUND LIABILITY

The refund liability relates to customers' right to return products due to manufacturing defects which are usually within 90 (2024: 60) days. At the point of sale, a refund liability and a corresponding adjustment to revenue are recognised for those products expected to be returned. Management uses historical experience to estimate the number of returns on a portfolio level using the expected value method.

## 24. AMOUNT OWING TO A DIRECTOR

Amount owing to a director represents unsecured advances which are interest-free, repayable on demand and to be settled in cash.

## 25. REVENUE

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<i>Revenue from contracts with customers recognised at a point in time</i>				
- Sale of goods	47,496,888	42,893,264	-	-
- Sale of moulds	559,375	-	-	-
<i>Other revenue</i>				
- Dividend income from a subsidiary	-	-	1,100,000	950,000
	48,056,263	42,893,264	1,100,000	950,000

Disaggregation of revenue from contracts with customers has been presented in the segmental information, Note 38 to the financial statements, which has been presented based on geographical segment from which the revenue transactions originated.

Information about remaining performance obligations that have original expected durations of one year or less is not disclosed.

## 26. EMPLOYEE BENEFIT EXPENSES (EXCLUDING DIRECTORS)

	Group	
	2025 RM	2024 RM
Salaries, wages, allowances and bonus	4,760,850	4,174,883
Contributions for EPF	368,172	348,835
Social security costs	92,304	80,246
Other staff benefits	1,503,724	1,674,150
	6,725,050	6,278,114

## 27. REMUNERATION OF KEY MANAGEMENT PERSONNEL

Key management personnel of the Group and the Company are those having authority and responsibility for planning, directing and controlling the activities of the Group and of the Company either directly or indirectly. Directors are considered as the key management personnel of the Group and of the Company.

The remuneration of key management personnel is as follows:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Executive directors:				
- Salaries, allowances and bonus	1,880,882	1,551,721	-	-
- Provision for gratuity	97,633	75,484	-	-
- Contributions for EPF	148,692	148,150	-	-
Non-executive directors:				
- Fees	335,484	299,484	167,484	131,484
- Other emoluments	21,000	13,000	21,000	13,000
	2,483,691	2,087,839	188,484	144,484

In addition to the remuneration, the Group also provides non-cash benefits to key management personnel. The estimated monetary value of directors' benefits in kind is RM52,600 (2024: RM54,226).

## 28. FINANCE COSTS

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Interest expense on:				
- Unwinding discount on provision for gratuity payment	52,740	41,395	-	-
- Lease liability	9,236	-	-	-
- Loan from a subsidiary	-	-	363,750	-
- Others	289	-	-	-
	62,265	41,395	363,750	-

## 29. PROFIT/(LOSS) BEFORE TAX

Profit/(Loss) before tax is stated after charging/(crediting):

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Auditors' remuneration				
- Statutory audit	105,000	100,000	38,000	37,000
- Other assurance engagement	5,000	5,000	5,000	5,000
Bad debts written off	8,998	-	-	-
Gain on disposals of property, plant and equipment	(59,593)	(39,138)	-	-
Realised (gain)/loss on foreign exchange	(80,194)	103,176	-	-
Rental of low value assets	3,600	3,600	-	-
Rental of short-term assets	59,048	28,375	-	-
Unrealised (gain)/loss on foreign exchange	(11,911)	32,241	-	-
Reversal of inventories written down	(55,703)	(7,025)	-	-
Property, plant and equipment written off	3,870	-	-	-
Interest income on loan to a subsidiary	-	-	(363,750)	-

## 30. TAX EXPENSE/(INCOME)

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Malaysian tax				
- current	235,000	23,058	-	-
- deferred	51,018	(335,417)	-	-
	286,018	(312,359)	-	-
Real Property Gain Tax	782,245	-	-	-
(Over)/Under estimated in prior years				
- current tax	(21,104)	4,199	-	-
- deferred tax	54,105	(41)	-	-
	33,001	4,158	-	-
Tax expense/(income)	1,101,264	(308,201)	-	-

The difference between tax expense and the amount of tax determined by multiplying the profit/(loss) before tax to the applicable tax rate, is analysed as follows:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Profit/(Loss) before tax	695,315	(1,878,063)	479,519	534,213
Tax at the applicable tax rate of 24% (2024: 24%)	166,876	(450,735)	115,085	128,211
Tax effects of:				
- non-deductible expenses	602,165	167,535	236,215	99,830
- non-taxable income	(105,609)	(29,159)	(351,300)	(228,041)
Tax incentive claimed	(377,414)	-	-	-
Underestimated in prior years	33,001	4,158	-	-
Real Property Gain Tax	782,245	-	-	-
Tax expense/(income)	1,101,264	(308,201)	-	-

As at the reporting date, the Group has the following tax exempt income, subject to agreement by Inland Revenue Board:

	2025 RM	2024 RM
Tax exempt account	2,787,974	2,080,506
Tax-exempt dividend income	6,161,720	5,561,720

The tax-exempt dividend income is arising from tax-exempt dividend income from the subsidiary and is available for distribution to shareholders.

### 31. LOSS PER SHARE

Loss per share is calculated by dividing loss for the year by the weighted average number of ordinary shares issued.

	Group	
	2025 RM	2024 RM
Loss for the year attributable to the owners of the Company (RM)	(405,949)	(1,569,862)
Weighted average number of ordinary shares for the purposes of basic earnings per share	100,000,000	100,000,000
Basic loss per share (sen)	(0.41)	(1.57)

The basic and diluted loss per share are equal as there is no potential dilutive ordinary shares as at the end of the reporting periods.

### 32. DIVIDEND

	2025 RM	2024 RM
<i>In respect of the financial year ended 31 January 2025:</i>		
- Interim tax exempt dividend of 0.50 sen per share	500,000	-
<i>In respect of the financial year ended 31 January 2024:</i>		
- Interim tax exempt dividend of 0.50 sen per share	-	500,000

The directors do not recommend any further dividend in respect of the current financial year.



### 33. RELATED PARTY DISCLOSURES

- (a) In addition to the related party transactions disclosed elsewhere in the financial statements, significant related party transactions during the financial year are as follows:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<i>Transactions with subsidiaries</i>				
Dividend received	-	-	1,100,000	950,000
Loan from	-	-	10,000,000	-
Interest receivable	-	-	363,750	-
Loan to	-	-	10,000,000	-
Interest payable	-	-	363,750	-
<i>Transaction with a director of Company</i>				
Rental expenses of apartment	21,600	21,600	-	-

Outstanding balances in respect of the above transactions are disclosed in Notes 8 and 24.

- (b) Compensation of key management personnel

The key management personnel are the directors of the Group and of the Company. The remuneration paid/payable to the key management personnel is disclosed in Note 27.

### 34. CAPITAL COMMITMENTS

	Group	
	2025 RM	2024 RM
Approved and contracted for:		
Purchase of property, plant and equipment	427,358	178,958

### 35. FINANCIAL INSTRUMENTS

- (a) Classification of financial instruments

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Financial assets</b>				
<i>At amortised cost</i>				
Trade receivables	9,169,060	7,785,488	-	-
Other receivables and deposits	492,145	628,554	40	40
Amounts owing by subsidiaries	-	-	12,417,745	224,206
Short-term deposits with licensed banks	-	6,029,461	-	-
Cash and bank balances	1,057,192	1,264,502	550	548,302
	10,718,397	15,708,005	12,418,335	772,548
<i>At FVTPL</i>				
Short-term investments	4,585,940	-	-	-
<b>Financial liabilities</b>				
<i>At amortised cost</i>				
Trade payables	3,286,854	2,351,037	-	-
Other payables and accruals	2,269,096	2,420,940	583,565	547,989
Amount owing to a subsidiary	-	-	11,632,342	-
Amount owing to a director	14,000	14,000	-	-
	5,569,950	4,785,977	12,215,907	547,989

(b) Fair value of financial instruments

The carrying amounts of financial instruments as at the end of the financial reporting period approximate or were at their fair values due to the relatively short-term maturity of these financial instruments.

*Short-term investments*

The fair value of short-term investments is based on statements of account at the reporting date provided by fund managers.

The short-term investments are classified as Level 2 in fair value hierarchy at the end of the reporting period.

### 36. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's activities expose it to a variety of financial risks, including credit risk, foreign currency exchange risk, interest rate risk and liquidity and cash flow risks arising in the normal course of the Group's businesses.

The directors monitor the Group's financial position closely with an objective to minimise potential adverse effects on the financial performance of the Group. The directors review and agree on policies for managing each of these risks and they are summarised below:

(a) Credit risk

Credit risk is the risk of loss that may arise from the possibility that a counterparty may be unable to meet the terms of a contract in which the Group has a gain position.

*Trade receivables*

The Group is exposed to credit risk mainly from trade receivables. The Group extends credit to its customers based upon careful evaluation of the customers' financial condition and credit history.

As of the end of the reporting period, there was significant concentration of credit risk arising from amounts owing by 4 (2024: 4) major customers which accounted for 69% (2024: 75%) of total trade receivables. The extension of credit to and the repayments from customers are closely monitored by the management to ensure that they adhere to the agreed credit term and policies. The maximum exposure of credit risk arising from receivables is presented by the carrying amounts in the statements of financial position. The Group does not hold any collateral as security.

The risk profile of trade receivables and the provision matrix as at the reporting date which is trade in nature are as follows:

Group	Expected credit loss rate	Gross carrying amount RM	Loss allowance RM	Carrying amount RM
2025				
Not past due	0.30%	7,656,215	(23,341)	7,632,874
Past due:				
30 days and below	0.30%	1,369,929	(4,103)	1,365,826
31 to 60 days	0.30%	113,182	(339)	112,843
61 to 90 days	0.30%	27,591	(83)	27,508
91 to 120 days	44.07%	53,651	(23,642)	30,009
120 days and above	100.00%	659	(659)	-
		9,221,227	(52,167)	9,169,060
2024				
Not past due	0.37%	7,154,583	(26,562)	7,128,021
Past due:				
30 days and below	0.37%	589,267	(2,157)	587,110
31 to 60 days	0.37%	70,599	(242)	70,357
120 days and above	100.00%	23,654	(23,654)	-
		7,838,103	(52,615)	7,785,488

The movements in the loss allowance for trade receivables are as follows.

	Group	
	2025 RM	2024 RM
At 1 February	52,615	58,249
Reversal of loss allowance	(448)	(5,634)
At 31 January	52,167	52,615

The directors believe that no further loss allowance is necessary in respect of these receivables as they are substantially companies with good collection track record and with no recent history of default.

#### *Other receivables and other financial assets*

For other receivables and other financial assets (including cash and balances, short-term investments, short-term deposits with licensed banks, and amounts owing by subsidiaries), the Group and the Company minimise credit risk by dealing exclusively with creditworthy counterparties. Other receivables and other financial assets are subject to insignificant credit loss as management does not expect any losses arising from non-performance by these counterparties.

At the reporting date, the Group's and the Company's maximum exposure to credit risk arising from other receivables and other financial assets is represented by the carrying amount of each class of financial assets recognised in the statements of financial position.

Generally, the Group writes off, partially or fully, the financial asset when it assesses that there is no realistic prospect of recovery of the amount as evidenced by, for example, the debtor's lack of assets or income sources that could generate sufficient cash flows to repay the amounts subjected to the write-off.

#### *Financial guarantee*

The Company is exposed to credit risk in relation to financial guarantee given to a licensed bank in respect of credit facilities granted to a subsidiary. The maximum exposure to credit risk amounted to RM6,850,000 (2024: RM6,850,000) representing the maximum amount the Company could pay if the guarantee is called on. The Company monitors on an ongoing basis of the results of the subsidiary and repayments made in respect of amounts outstanding under these credit facilities.

The management determined the fair value of the above financial guarantee to be not significant at its initial recognition.

#### (b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of foreign exchange rates.

The Group is exposed to foreign currency risk on overseas sales and purchases that are denominated in currencies other than the functional currency of the Group. The foreign currency giving rise to this risk is primarily USD.

The Group reviews the position of amounts outstanding from the foreign currency denominated balances periodically so as to mitigate the negative impact arising from fluctuations in exchange rates on a timely basis. Currently, the Group does not use any financial derivative instruments to hedge its foreign currency risk.

The currency exposures of each financial instrument are disclosed in the respective notes to the financial statements.

A sensitivity analysis has been performed based on the outstanding foreign currency denominated monetary items of the Group as at reporting date. If USD was to strengthen or weaken by 5% against RM with all other variables held constant, the Group's loss after tax would increase or decrease by approximately RM9,000 (2024: RM51,000). There was no impact on other equity line item other than retained earnings.

The other foreign currency denominated monetary items as at reporting date are not material, hence the sensitivity analysis has not been presented.

(c) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates.

The Group's income and operating cash flows are substantially independent of changes in market interest rates. Exposure to changes in interest rate relates primarily to the Group's short-term deposits with licensed banks which is subject to floating rates. The Group does not hedge its interest rate risk.

A sensitivity analysis has been performed based on the outstanding floating rate short-term deposits with licensed banks as at reporting date. If interest rate were to increase or decrease by 50 basis points with all other variables held constant, the Group's loss after tax would decrease or increase by RMNil (2024: RM23,000). There was no impact on other equity line item other than retained earnings.

(d) Liquidity and cash flow risks

Liquidity risk is the risk that the Group and the Company will encounter difficulty in meeting financial obligations due to shortage of funds.

The Group seeks to ensure all business units maintain optimum levels of liquidity at all times, sufficient for their operating, investing and financing activities.

Therefore, the policy seeks to ensure that each business unit, through efficient working capital management (i.e. accounts receivable, inventories and accounts payable management), must be able to convert its current assets into cash to meet all demands for external payments as and when they fall due.

The table below summaries the maturity profile of the Group's and of the Company's financial liabilities and lease liability based on the contractual undiscounted cash flows.

Group	Less than 1 year RM	1 to 5 years RM	Total RM
<b>2025</b>			
Trade payables	3,286,854	-	3,286,854
Other payables and accruals	2,269,096	-	2,269,096
Amount owing to a director	14,000	-	14,000
	5,569,950	-	5,569,950
Lease liability	61,908	201,195	263,103
	5,631,858	201,195	5,833,053
<b>2024</b>			
Trade payables	2,351,037	-	2,351,037
Other payables and accruals	2,420,940	-	2,420,940
Amount owing to a director	14,000	-	14,000
	4,785,977	-	4,785,977

Company	Less than 1 year RM	1 to 5 years RM	Total RM
2025			
Other payables and accruals	583,565	-	583,565
Amount owing to a subsidiary	1,632,342	10,000,000	11,632,342
	2,215,907	10,000,000	12,215,907
2024			
Other payables and accruals	547,989	-	547,989

The table below summarised issued financial guarantee contract of the Company, which represent the credit facilities utilised by the subsidiary at the reporting date, and is allocated to the earliest period in which the guarantee could be called. However, based on the subsidiary's ability to generate sufficient cash flows from its operations to repay its credit facilities at the end of the reporting period, the directors do not foresee the guarantee will be called.

Company	Contractual undiscounted cash flows RM	Within 1 year RM
2025 Financial guarantee contract	1,721,975	1,022,000
2024 Financial guarantee contract	1,427,454	1,421,804

### 37. CAPITAL MANAGEMENT

The Group's primary objectives when managing its capital are to safeguard the Group's ability to continue as a going concern and to provide adequate returns to shareholders whilst sustaining future development of the business.

The Group actively and regularly reviews and manages its capital structure. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, issue new shares, secure new borrowing or sell assets to reduce debts.

No changes were made in the objectives, policies or processes during the year.

The general debt-to-equity ratio of the Group as follows:

	Group	
	2025 RM	2024 RM
Share capital	51,504,405	51,504,405
Reserves	59,345,099	9,837,272
Total equity	110,849,504	61,341,677
Lease liability	238,804	-
Debt-to-equity ratio (times)	0.002	Nil

### 38. SEGMENTAL INFORMATION

#### Business Segments

The Group operates in the business of manufacturing and supplying of plastic packaging products and moulds and solely in Malaysia. Other non-reportable segment comprises property development segment which has no revenue contribution and does not meet the quantitative thresholds for reporting segments in the current financial year. Accordingly, no segment information about Group's revenue, profit or loss, assets and liabilities are reported separately.

#### Geographical Segments

The disaggregation of the Group's revenue from external customers attributed to Malaysia and other geographical area, from which the Group derived revenue is as follows:

	2025 RM	2024 RM
Malaysia	47,109,053	42,135,604
Others	947,210	757,660
	48,056,263	42,893,264

#### Major Customers

During the financial year, revenue contribution totalling RM33,391,120 (2024: RM30,024,868) out of the Group's revenue were contributed by 4 (2024: 4) major customers of the Group. Each customer represents revenue contribution equal or more than 10% of the Group's revenue.

### 39. AUTHORISATION FOR ISSUE OF FINANCIAL STATEMENTS

The financial statements were authorised for issue by the board of directors on 15 May 2025.

# LIST OF PROPERTIES

AS AT 31 JANUARY 2025

A summary of the information on the landed properties of CYL Group as at 31 January 2025 are as follows:

Title/ Location	Existing use/ Description of property	Area (sq. ft.)	Tenure	Approximate age of building (years)	Net carrying value as at 31 January 2025 RM	Date of Valuation
Held under Title No. H.S. (D) 184080 Lot No. PT 76 Mukim of Pekan Hicom District of Petaling State of Selangor (after amalgamation of land title)  8-10-12, Jalan Teluk Gadung 27/93 Section 27, 40000 Shah Alam Selangor Darul Ehsan	Industrial/ A three storey office building annexed with three single storey factory/ warehouse	226,466	Freehold	28 - 31	56,600,000	31 January 2025
Held under Title No. H.S. (D) 71252 Lot No. PT 23 Mukim of Damansara District of Petaling State of Selangor  Lot 23, Jalan Jaya Setia 26/3 Section 26, Hicom Industrial Estate 40000 Shah Alam Selangor Darul Ehsan	Industrial/ A double storey office building annexed with single storey factory/ warehouse	43,560	Freehold	34	12,200,000	31 January 2025
Held under Title No. H.S. (D) 63661 Lot No. PT 664 Mukim of Damansara District of Petaling State of Selangor  36, Jalan Batu Belah 27/96 Section 27, 40000 Shah Alam Selangor Darul Ehsan	Industrial/ An intermediate unit 1½ storey terraced factory	3,900	Freehold	31	1,900,000	31 January 2025

Title/ Location	Existing use/ Description of property	Area (sq. ft.)	Tenure	Approximate age of building (years)	Net carrying value as at 31 January 2025 RM	Date of Valuation
<p>Held under Master Title Nos. H.S. (D) 63617 &amp; H.S.(D) 63619 Master Lot Nos. PT 617 &amp; PT 620 respectively, both in Mukim of Damansara District of Petaling State of Selangor</p> <p>Ten Units of Medium Cost Apartment located at Taman Bunga Negara (Hicom Sector B) Section 26/27, 40400 Shah Alam Selangor Darul Ehsan</p>	Residential/ Ten units of medium cost apartment	Not applicable	Freehold	29	2,700,000	31 January 2025
<p>Held under Title No. H.S.(D) 63660 Lot No. PT 663 Mukim of Damansara District of Petaling State of Selangor</p> <p>34, Jalan Batu Belah 27/96 Section 27, 40000 Shah Alam Selangor Darul Ehsan</p>	A 1 ½ storey factory	3,900	Freehold	30	1,900,000	31 January 2025
<p>Held under Title No. H.S.(D) 63630 Lot No. PT 632 Mukim of Damansara District of Petaling State of Selangor</p> <p>4, Jalan Teluk Gadung 27/93 Section 27, 40000 Shah Alam Selangor Darul Ehsan</p>	Industrial/ A double storey office building annexed with single storey factory/ warehouse	55,565	Freehold	17	16,800,000	31 January 2025
<p>Held under Title No. H.S.(D) 63631 Lot No. PT 633 Mukim of Damansara District of Petaling State of Selangor</p> <p>2, Jalan Teluk Gadung 27/93 Section 27, 40000 Shah Alam Selangor Darul Ehsan</p>	Industrial land	55,565	Freehold	Not applicable	3,931,432	Not applicable



# ANALYSIS OF SHAREHOLDINGS

AS AT 30 APRIL 2025

No. of Issued Shares : 100,000,000  
 Class of Shares : Ordinary Shares  
 Voting Rights : One (1) vote per Ordinary Share  
 No. of Shareholdings : 1,166

## SHAREHOLDINGS DISTRIBUTION

Size of Holdings	No. of Shareholders	%	No. of Shares held	%
Less than 100	33	2.83	677	0.00
100 – 1,000	248	21.27	171,030	0.17
1,001 – 10,000	534	45.80	2,837,935	2.84
10,001 – 100,000	293	25.13	10,290,700	10.29
100,001 to < 5% of issued shares	54	4.63	23,045,500	23.05
5% and above of issued shares	4	0.34	63,654,158	63.65
<b>Total</b>	<b>1,166</b>	<b>100.00</b>	<b>100,000,000</b>	<b>100.00</b>

## LIST OF TOP 30 SHAREHOLDERS/DEPOSITORS

No.	Name	No. of Shares held	%
1	CHEN YAT LEE	28,972,800	28.97
2	CHEN TECK SHIN	19,674,300	19.67
3	ABU TALIB BIN OTHMAN	10,007,058	10.01
4	CGS-CIMB NOMINEES (TEMPATAN) SDN BHD [PLEDGED SECURITIES ACCOUNT FOR CHEN YAT LEE (MM1133)]	5,000,000	5.00
5	MAYBANK NOMINEES (TEMPATAN) SDN BHD [PLEDGED SECURITIES ACCOUNT FOR CHIAU HAW CHOON]	4,834,200	4.83
6	CHEN WAI LING	3,000,000	3.00
7	CIMSEC NOMINEES (TEMPATAN) SDN BHD [CIMB FOR SIVA KUMAR A/L M JEYAPALAN (PB)]	1,695,700	1.70
8	ADDEEN TRADING SDN BHD	840,400	0.84
9	LOW KIM AIK	643,900	0.64
10	CIMSEC NOMINEES (TEMPATAN) SDN BHD [CIMB FOR LEONG KOK HOU (PB)]	600,000	0.60
11	HLB NOMINEES (TEMPATAN) SDN BHD [PLEDGED SECURITIES ACCOUNT FOR TAN KONG HAN]	600,000	0.60
12	LIEW KIM CHOI	574,000	0.57
13	IFAST NOMINEES (TEMPATAN) SDN BHD [LEW JIN AUN]	565,000	0.57
14	KENANGA NOMINEES (TEMPATAN) SDN BHD [RAKUTEN TRADE SDN BHD FOR TAN PIK YUN]	523,300	0.52
15	WONG CHEW HIN	510,000	0.51

No.	Name	No. of Shares held	%
16	NG CHIN HOE	500,000	0.50
17	CHEN YIN KHEE	451,900	0.45
18	NG INN JWEE	404,000	0.40
19	KHOR SIEW CHOO	355,000	0.36
20	PUBLIC NOMINEES (TEMPATAN) SDN BHD <i>[PLEDGED SECURITIES ACCOUNT FOR LAU YU MOI (E-IMO)]</i>	305,100	0.31
21	LAI THIAM POH	302,700	0.30
22	CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN. BHD. <i>[PLEDGED SECURITIES ACCOUNT FOR KOH KIN LIP (MY0502)]</i>	300,000	0.30
23	NG CHIN LEONG	300,000	0.30
24	AMERLINK ENTERPRISE SDN BHD	270,000	0.27
25	GRACE CHEAH YEONG SEN	265,000	0.27
26	LIM YAW JENN	264,400	0.26
27	HLIB NOMINEES (TEMPATAN) SDN BHD <i>[PLEDGED SECURITIES ACCOUNT FOR TAN KIM SEONG (CCTS)]</i>	260,000	0.26
28	LOW YEW SENG	260,000	0.26
29	MAYBANK NOMINEES (TEMPATAN) SDN BHD <i>[TUANG YUET HWA]</i>	246,000	0.25
30	KENANGA NOMINEES (TEMPATAN) SDN BHD <i>[RAKUTEN TRADE SDN BHD FOR NG CHIN HOE]</i>	200,000	0.20
		82,724,758	82.72

## DIRECTORS' SHAREHOLDINGS

(As per the Register of Directors' Shareholdings)

No.	Name	No. of Shares Held			
		Direct Interest	%	Deemed Interest	%
1	Chen Yat Lee	33,972,800	33.97	–	–
2	Chen Teck Shin	19,674,300	19.67	–	–
3	Tan Sri Abu Talib Bin Othman	10,007,058	10.01	–	–
4	Chen Wai Ling	3,000,000	3.00	–	–
5	Chen Teck Sun (also the Alternate Director to Chen Yat Lee)	–	–	–	–
6	Abd Malik Bin A Rahman	–	–	–	–
7	Gan Kok Ling	–	–	–	–
8	Wan Kai Chee	–	–	–	–
9	Dato' Zakaria Bin Arshad	–	–	–	–

## SUBSTANTIAL SHAREHOLDERS

(As per the Register of Substantial Shareholders)

No.	Name	No. of Shares Held			
		Direct Interest	%	Deemed Interest	%
1	Chen Yat Lee	33,972,800	33.97	–	–
2	Chen Teck Shin	19,674,300	19.67	–	–
3	Tan Sri Abu Talib Bin Othman	10,007,058	10.01	–	–

# ADMINISTRATIVE GUIDE FOR THE TWENTY-FIFTH ANNUAL GENERAL MEETING (“AGM”) OF CYL CORPORATION BERHAD

**Date** : Tuesday, 29 July 2025  
**Time** : 10.00 a.m.  
**Meeting Venue** : Ballroom 2, LG Level, Eastin Hotel, 13, Jalan 16/11, Pusat Dagang Seksyen 16, 46350 Petaling Jaya, Selangor Darul Ehsan, Malaysia

## REGISTRATION

The registration counter starts at 9.00 a.m. on Tuesday, 29 July 2025 and will remain opened until the conclusion of the or such time as may be determined by the Chairman of the Meeting.

Shareholders or proxies are requested to produce/show their original MyKAD or Passport (for non- Malaysians) to the registration staff for verification purposes. Please ensure the original MyKAD or Passport is returned to you thereafter.

Please take note that no person will be allowed to register on behalf of another person, even with the original MyKAD or Passport of that person.

Upon verification, shareholders or proxies will also be given the identification wristbands for voting purposes. No person will be allowed to enter the meeting hall without the identification wristband. There will be no replacement for the identification wristband if it is lost or misplaced.

## ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY

1. Only members whose names appear on the Record of Depositors as at **21 July 2025** shall be eligible to attend, speak and vote at the AGM or appoint a proxy(ies) and/or the Chairman of the Meeting to attend and vote on his/her behalf.

2. If you are unable to attend the meeting on 29 July 2025, you may appoint the Chairman of the Meeting as proxy and indicate the voting instructions in the Proxy Form.

**3. If you wish to participate in the AGM yourself, please do not submit any Proxy Form for the AGM. You will not be allowed to participate in the AGM together with a proxy appointed by you.**

4. Accordingly, Proxy Form and/or documents relating to the appointment of proxy/corporate representative/attorney for the AGM whether in hard copy or by electronic means must be deposited or submitted to the Share Registrar in the following manner not later than **Sunday, 27 July 2025 at 10.00 a.m.:**

### i. In hard copy form:

By hand or post to the office of the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the drop box located at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia;

### ii. By electronic form

All shareholders can have the option to submit proxy forms electronically via TIH Online and the steps to submit are summarised below:

Procedure	Action
<b>1. Steps for Individual Shareholders</b>	
i. Register as a user with TIH Online	<ul style="list-style-type: none"> <li>Using your computer, access to website at <a href="https://tjh.online">https://tjh.online</a>. Register as a user under the “e-Services”, select the “Sign Up” button and followed by <b>“Create Account by Individual Holder”</b>. Please refer to the tutorial guide posted on the homepage for assistance.</li> <li>Registration as a user will be approved within one (1) working day and you will be notified via e-mail.</li> <li>If you are already a user with TIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIH Online.</li> </ul>
ii. Proceed with submission of Proxy Form	<ul style="list-style-type: none"> <li>After the release of the Notice of Meeting by the Company on Friday, 30 May 2025, login with your username (i.e. email address) and password.</li> <li>Select the corporate event: <b>“CYL CORPORATION BERHAD 25<sup>TH</sup> AGM - SUBMISSION OF PROXY FORM”</b>.</li> <li>Read and agree to the Terms and Conditions and confirm the Declaration.</li> <li>Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf.</li> <li>Appoint your proxy(s) and insert the required details of your proxy(s) or appoint the Chairman as your proxy.</li> <li>Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes.</li> <li>Review and confirm your proxy(s) appointment.</li> <li>Print the Proxy Form for your record.</li> </ul>

Procedure	Action
<b>2. Steps for corporation or institutional shareholders</b>	
i. Register as a user with TIIH Online	<ul style="list-style-type: none"> <li>• Access TIIH Online at <a href="https://tiih.online">https://tiih.online</a>.</li> <li>• Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects the "Sign Up" button and followed by <b>"Create Account by Representative of Corporate Holder"</b>.</li> <li>• Complete the registration form and upload the required documents.</li> <li>• Registration will be verified, and you will be notified by email within one (1) to two (2) working days.</li> <li>• Proceed to activate your account with the temporary password given in the email and re-set your own password.</li> </ul> <p><i>(Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)</i></p>
ii. Proceed with submission of Proxy Form	<ul style="list-style-type: none"> <li>• Login to TIIH Online at <a href="https://tiih.online">https://tiih.online</a>.</li> <li>• Select the corporate event name: <b>"CYL CORPORATION BERHAD 25<sup>TH</sup> AGM - SUBMISSION OF PROXY FORM"</b>.</li> <li>• Agree to the Terms &amp; Conditions and Declaration.</li> <li>• Proceed to download the file format for "Submission of Proxy Form" in accordance with the Guidance Note set therein.</li> <li>• Prepare the file for the appointment of proxy(ies) by inserting the required data.</li> <li>• Submit the proxy appointment file.</li> <li>• Proceed to upload the duly completed proxy appointment file.</li> <li>• Select "Submit" to complete your submission.</li> <li>• Print the confirmation report of your submission for your record.</li> </ul>

## POLL VOTING

1. The voting at the AGM will be conducted by poll pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"). The Company has appointed Tricor as Share Registrar to conduct the poll by way of electronic voting (e-voting).
2. Shareholders or proxies or corporate representatives or attorneys can proceed to vote on the resolutions upon the announcement by the Chairman of the meeting.
3. Upon completion of the voting session for the AGM, the Scrutineer will verify the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

## NO RECORDING OR PHOTOGRAPHY

Unauthorised recording and photography are strictly prohibited at the Twenty-Fifth AGM of the Company.

## DOOR GIFT / E-VOUCHER

There will be no distribution of door gift or e-voucher for attending the Twenty-Fifth AGM of the Company.

## ENQUIRY

If you have any enquiry prior to the Twenty-Fifth AGM, please contact the Share Registrar at:

**Tricor Investor & Issuing House Services Sdn. Bhd.**  
197101000970 (11324-H)

Address	Unit 32-01, Level 32, Tower A Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi 59200 Kuala Lumpur, Malaysia
Telephone Number	03-2783 9299
Fax Number	03-2783 9222
Email address	ls.enquiry@vistra.com



# CYL CORPORATION BERHAD

Registration No. 200001013537 (516143-V)  
(Incorporated in Malaysia)

## FORM OF PROXY FOR THE TWENTY-FIFTH ANNUAL GENERAL MEETING

CDS Account No.	
Number of Ordinary Shares held	

I/We (Full Name in Block Letters) \_\_\_\_\_  
NRIC No. / Passport No. / Company No. \_\_\_\_\_ of \_\_\_\_\_  
being a (full address and email address) shareholder of **CYL CORPORATION BERHAD** hereby appoint:

Proxy 1	No. of Shares	%
Full Name of Proxy as per NRIC/Passport		
NRIC / Passport No.		
Full Address		
Email Address		
Contact No. (Mobile)		

and/or failing him/her,

Proxy 2	No. of Shares	%
Full Name of Proxy as per NRIC/Passport		
NRIC / Passport No.		
Full Address		
Email Address		
Contact No. (Mobile)		

or failing him/her, the Chairman of the Meeting as my/our proxy(ies) to attend and vote for me/us on my/our behalf at the **Twenty-Fifth Annual General Meeting ("25<sup>th</sup> AGM")** of the Company which will be held at Ballroom 2, LG Level, Eastin Hotel, 13, Jalan 16/11, Pusat Dagang Seksyen 16, 46350 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Tuesday, 29 July 2025 at 10.00 a.m. or at any adjournment thereof, and to vote as indicated below:

Ordinary Resolutions		For	Against
1	To re-elect Tan Sri Abu Talib Bin Othman who is to retire pursuant to Clause 76(3) of the Company's Constitution and being eligible, has offered himself for re-election.		
2	To re-elect Mr. Chen Teck Shin who is to retire pursuant to Clause 76(3) of the Company's Constitution and being eligible, has offered himself for re-election.		
3	To re-elect Ms. Chen Wai Ling who is to retire pursuant to Clause 76(3) of the Company's Constitution and being eligible, has offered herself for re-election.		
4	To re-elect Dato' Zakaria Bin Arshad who is to retire pursuant to Clause 78 of the Company's Constitution and being eligible, has offered himself for re-election.		
5	Approval of Non-Executive Directors' fees for the period commencing on the date immediately after the 25 <sup>th</sup> AGM up to the date of the next AGM to be held in 2026.		
6	Approval of Non-Executive Directors' benefits for the period commencing on the date immediately after the 25 <sup>th</sup> AGM up to the date of the next AGM to be held in 2026.		
7	Re-appointment of Forvis Mazars PLT ( <i>formerly known as Mazars PLT</i> ) as the Company's Auditors.		
8	Authority for the Directors to issue shares and waiver of pre-emptive rights.		

Please indicate with an [X] in the spaces provided above on how you wish your votes to be cast. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his discretion.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2025

\_\_\_\_\_  
Signature/Common Seal of Shareholder(s)



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Notes:

1. For the purpose of determining who shall be entitled to participate in this AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the **Record of Depositors as at 21 July 2025**. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this AGM.
2. A member entitled to participate in this AGM via RPV facilities is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.
3. A Member shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting and the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
4. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
5. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which

is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.

6. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote:

(i) In hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited with the Company's Share Registrar at Tricor Investor & Issuing House Services Sdn. Bhd. of Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the drop box located at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

(ii) By electronic means

The proxy form can be electronically lodged with the Share Registrar of the Company via TIH Online at <https://tih.online>. Kindly refer to the Administrative Guide for the 25<sup>th</sup> AGM on the procedures for electronic lodgement of proxy form via TIH Online.

7. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Company's Share Registrar at Tricor Investor & Issuing House Services Sdn. Bhd. of Unit 32-01, Level

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The Share Registrar

## CYL CORPORATION BERHAD

200001013537 (516143-V)

Level 32-01, Level 32, Tower A  
Vertical Business Suite, Avenue 3, Bangsar South  
No. 8 Jalan Kerinchi, 59200 Kuala Lumpur  
Malaysia

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32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the drop box located at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned AGM at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

8. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
9. Last date and time for lodging the proxy form is **Sunday, 27 July 2025 at 10.00 a.m.**
10. For a corporate member who has appointed an authorised representative instead of a proxy to attend this meeting, please deposit the **ORIGINAL** certificate of appointment of authorised representative with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd. of Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the drop box located at Ground Floor, Vertical

Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

The certificate of appointment of authorised representative should be executed in the following manner:

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

11. Shareholders are advised to check the Company's website at **[www.cylcorporation.com](http://www.cylcorporation.com)** and announcements from time to time for any changes to the administration of the 25<sup>th</sup> AGM.



**CYL CORPORATION BERHAD**

200001013537 (516143-V)

No. 12, Jalan Teluk Gadung 27/93,  
Section 27, 40000 Shah Alam,  
Selangor Darul Ehsan, Malaysia

TEL | +603 5191 3888 (Hunting Line)  
FAX | +603 5191 2888 / 5192 5051

[www.cylcorporation.com](http://www.cylcorporation.com)