Systech Bhd 201001012883 (897114-T)
Smarter Solutions

IT BEGINS FROM Our Hearts

ANNUAL REPORT 2026

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CORPORATE PROFILE

Systech Bhd. ("**Systech**" or the "**Company**") has been listed on the ACE Market of Bursa Malaysia Securities Berhad since 15 June 2011.

OUR PURPOSE

Our business aims to unify diverse technological capabilities under one roof, creating a central hub for innovative solutions that help organisations accelerate digital transformation, enhance operational efficiency and unlock business value.

By leveraging advanced technologies, we are committed to delivering integrated and scalable technology solutions that address the evolving needs of businesses across various industries.

OUR PRESENCE

Systech Bhd. and its subsidiaries (collectively referred to as the "**Group**") has established a growing presence across Malaysia, other Asian countries and international markets through its integrated technology solutions, strategic collaborations and business relationships.

OUR TECHNOLOGY ECOSYSTEM

OUR CORPORATE SOLUTIONS

As part of its strategic business realignment during FY2026, the Group streamlined its business portfolio to sharpen its focus on higher-growth technology solutions. This strategic repositioning enables the Group to better capitalise on the increasing demand for AI, digital transformation and technology infrastructure solutions, while strengthening its long-term growth prospects.

ARTIFICIAL INTELLIGENCE ("AI")

Our AI offerings encompass a suite of advanced solutions that enable organisations to accelerate AI adoption and drive digital transformation.

- AI Data Centre Turnkey Solutions
- AI Infrastructure & Computing Solutions
- Generative AI Solutions, including SysBot.AI
- Computer Vision & Image Recognition Technologies

INTERNET OF THINGS ("IoT")

Our IoT solutions include the design and development of connected devices and intelligent systems to improve operational visibility and efficiency.

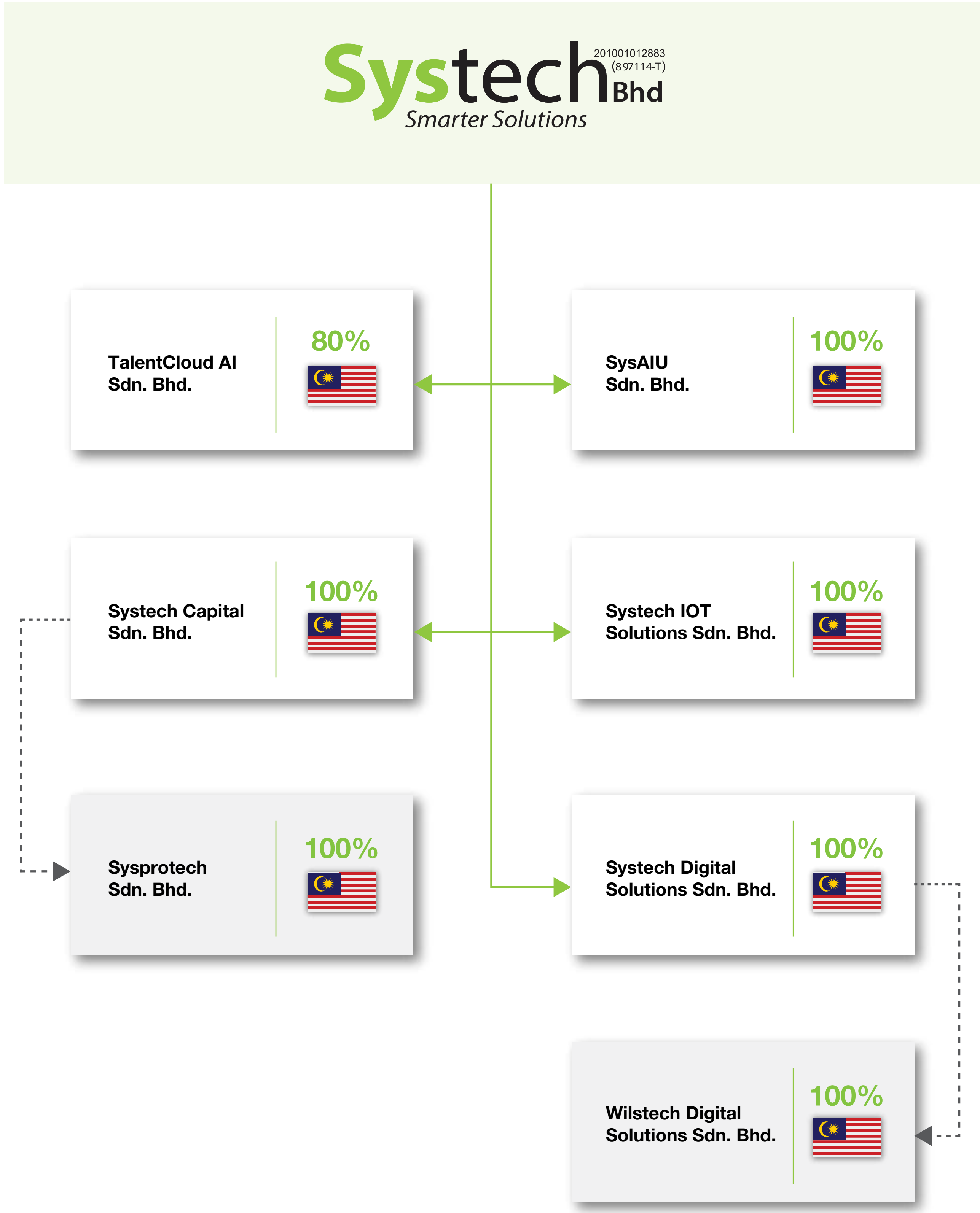
- Low-power Telematics Devices & Systems
- Real-time Enterprise Asset Monitoring
- IoT Sensor Deployment & Implementation
- Data Aggregation Platforms
- Smart Agriculture & Industrial Automation Solutions

DIGITAL TRANSFORMATION

Our digital transformation solutions help organisations modernise their business operations through integrated digital technologies and enterprise solutions.

- Enterprise Resource Planning (ERP) Systems
- Human Capital Management (HCM) Systems
- Application Development & Integration
- Business Process Optimisation

CORPORATE STRUCTURE
AS AT 30 JUNE 2026



CORPORATE INFORMATION

BOARD OF DIRECTORS

DATO' ONG THENG SOON
Executive Chairman

DR LOW MIN YEW
Managing Director

GOH KOK WEI
Senior Independent Non-Executive Director

MICHAEL CHIN JIAN JI
Executive Director

TAN WEI HERNG
Independent Non-Executive Director

CHAN YIT WEI
Independent Non-Executive Director

LIM YING RAN
Executive Director

DR. MICHELE ADELENE SAGAN
Independent Non-Executive Director

DATUK CHARLIE CHING WEE CHUN
Independent Non-Executive Director

AUDIT AND RISK MANAGEMENT COMMITTEE

Goh Kok Wei (Chairman)
Tan Wei Herng
Dr. Michele Adelene Sagan
Chan Yit Wei

NOMINATION COMMITTEE

Tan Wei Herng (Chairman)
Goh Kok Wei
Dr. Michele Adelene Sagan
Chan Yit Wei

REMUNERATION COMMITTEE

Chan Yit Wei (Chairperson)
Tan Wei Herng
Goh Kok Wei
Dr. Michele Adelene Sagan

EMPLOYEE SHARE SCHEME

Dr. Low Min Yew (Chairman)
Lim Ying Ran
Michael Chin Jian Ji

COMPANY SECRETARIES

Chin Wai Yi (MAICSA 7069783)
SSM Practicing Certificate
No. 202008004409

Chia Siew Li (MAICSA 7075719)
SSM Practicing Certificate
No. 202208000715

AUDITORS

Forvis Mazars PLT
201706000496 (LLP0010622-LCA)
AF 001954 Chartered Accountants
Wisma Golden Eagle Realty
11th Floor, South Block
142-A Jalan Ampang
50450 Kuala Lumpur, Malaysia
Tel : 03-2702 5222
Website : www.forvismazars.com
Email : contact.my@forvismazars.com

SHARE REGISTRAR

GAP Advisory Sdn. Bhd.
Registration No.: 202001042098 (1398419-T)
E-10-4, Megan Avenue 1
189, Jalan Tun Razak
50400 Kuala Lumpur
Wilayah Persekutuan, Malaysia
Tel : 03-2181 0516
Fax : 03-2181 0516
Website : www.gapadvisory.my
Email : ir.shareregistry@gapadvisory.my

ADVOCATES & SOLICITORS

Cheah Teh Su
L-3-1, No. 2, Jalan Solaris,
Solaris Mont' Kiara,
50480 Kuala Lumpur, Malaysia
Tel : 03-6203 6918
Fax : 03-6203 6928
Website : www.ctslawyers.com.my
Email : cts@ctslawyers.com.my/
henrytan@ctslawyers.com.my

CORPORATE HEAD OFFICE

Unit B-1-2 & Unit B-1-3, Tower B
Vertical Business Suite
Avenue 3, Bangsar South City
No. 8, Jalan Kerinchi, 59200 Kuala Lumpur
W.P. Kuala Lumpur, Malaysia
Tel : 03-2242 1833
Website : www.systech.asia
Email : info@systech.asia

REGISTERED OFFICE

E-10-4, Megan Avenue 1
189, Jalan Tun Razak
50400 Kuala Lumpur
Wilayah Persekutuan, Malaysia
Tel : 03-2181 0516
Fax : 03-2181 0516
Website : www.gapadvisory.my
Email : office@gapadvisory.my

PRINCIPAL BANKERS

Malayan Banking Berhad
Registration No.: 196001000142 (3813-K)
United Overseas Bank (Malaysia) Berhad
Registration No.: 199301017069 (0271809K)
RHB Bank Berhad
Registration No.: 196501000373 (6171-M)
Public Bank Berhad
Registration No.: 196501000672 (6463-H)

STOCK EXCHANGE LISTING

ACE Market of Bursa Malaysia Securities Berhad

STOCK NAME AND CODE

SYSTECH: 0050

STOCK SECTOR

TECHNOLOGY

WARRANT NAME AND CODE

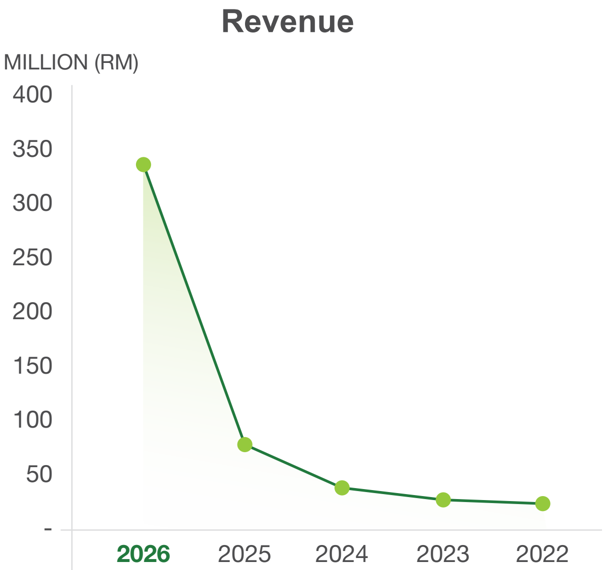
SYSTECH-WA: 0050WA

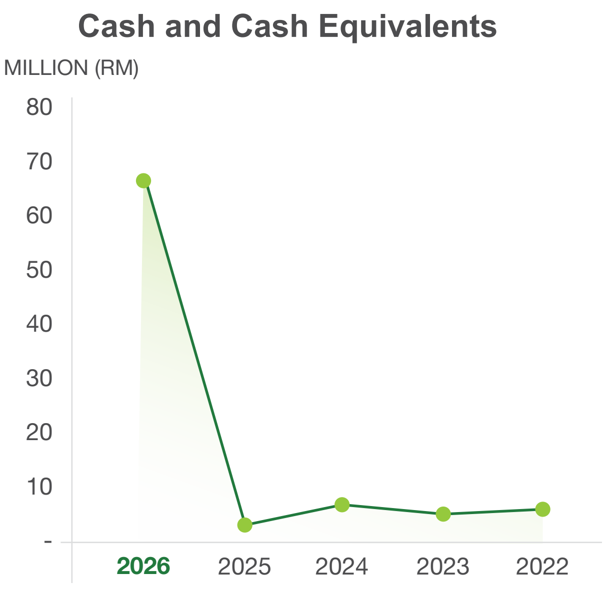
FINANCIAL HIGHLIGHTS

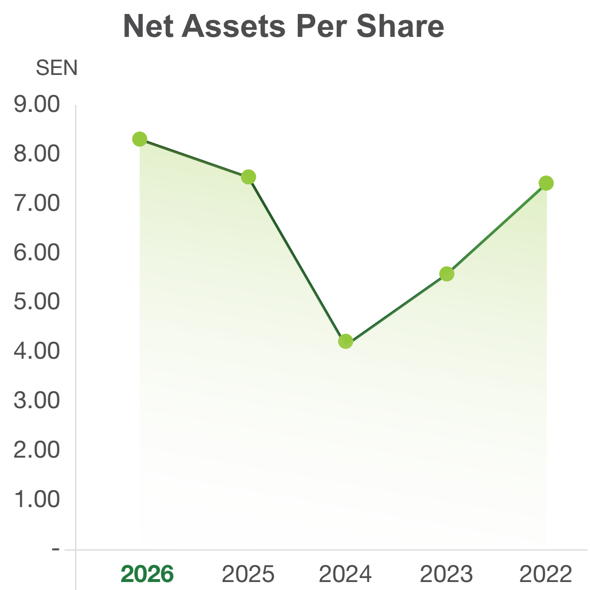
SUMMARY OF FINANCIAL INFORMATION

	2026	2025	2024	2023	2022
PROFITABILITY (RM'000)					
Revenue	**344,958**	**63,586**	**26,758**	**23,218**	**22,385**
- Continuing Operations	335,259	41,844	25,131	17,449	16,381
- Discontinued Operations	9,699	21,742	1,627	5,769	6,004
Profit/(Loss) Before Tax	**2,026**	**(5,714)**	**(4,334)**	**(5,448)**	**(20,812)**
- Continuing Operations	1,286	(3,923)	(4,784)	718	(5,525)
- Discontinued Operations	740	(1,791)	450	(6,166)	(15,287)
(Loss)/Profit for the Financial Year	**(157)**	**(8,238)**	**(5,576)**	**(5,761)**	**(21,686)**
- Continuing Operations	(612)	(6,616)	(5,510)	293	(5,928)
- Discontinued Operations	455	(1,622)	(66)	(6,054)	(15,758)
(Loss)/Profit After Taxation Attributable to Owners	**(154)**	**(7,757)**	**(5,549)**	**(5,978)**	**(21,654)**
- Continuing Operations	(511)	(6,910)	(5,484)	72	(6,093)
- Discontinued Operations	357	(847)	(65)	(6,050)	(15,561)
KEY BALANCE SHEET ITEM (RM'000)					
Total Equity Attributable to Owners	**56,549**	**48,013**	**15,260**	**20,395**	**25,965**
Total Assets	**347,571**	**95,250**	**40,283**	**33,235**	**37,723**
Total Liabilities	**290,191**	**44,554**	**21,775**	**10,016**	**9,183**
Borrowings	**13,634**	**11,459**	**60**	**5,223**	**5,356**
Cash and Cash Equivalents	**67,017**	**2,451**	**5,363**	**5,012**	**5,201**
FINANCIAL RATIOS					
Revenue Growth (%)	**↑>100%**	**↑>100%**	**15%**	**4%**	**(2)%**
- Continuing Operation	↑>100%	67%	44%	7%	(28)%
- Discontinued Operation	(55)%	↑>100%	(72)%	(4)%	N/A
Profit/(Loss) Before Tax Growth (%)	**↑>100%**	**(32)%**	**20%**	**74%**	**↓>100%**
- Continuing Operation	↑>100%	18%	↓>100%	↑>100%	↓>100%
- Discontinued Operation	↑>100%	↓>100%	↑>100%	60%	0%
(Loss)/Profit for the Financial Year Growth (%)	**98%**	**(48)%**	**3%**	**73%**	**↓>100%**
- Continuing Operation	91%	(20)%	↓>100%	↑>100%	↓>100%
- Discontinued Operation	↑>100%	↓>100%	99%	62%	0%
Basic and Diluted (Loss)/Earnings Per Share (Sen)	**(0.03)**	**(1.26)**	**(1.60)**	**(1.72)**	**(6.23)**
- Continuing Operation	(0.08)	(1.12)	(1.58)	0.02	(1.76)
- Discontinued Operation	0.05	(0.14)	(0.02)	(1.74)	(4.47)
Net Assets Per Share (Sen)	**8.39**	**7.79**	**4.39**	**5.87**	**7.47**

FINANCIAL HIGHLIGHTS
(Cont'd)







MANAGEMENT DISCUSSION AND ANALYSIS

Systech Bhd. ("**Systech**" or the "**Company**") is an investment holding company. The principal activities of Systech and its subsidiaries (collectively referred to as the "**Group**") comprise the provision of integrated technology solutions through its Corporate Solutions segment, with a particular focus on Artificial Intelligence ("**AI**"), Internet of Things ("**IoT**"), digital transformation and technology infrastructure solutions.

During the financial year ended 31 March 2026 ("**FY2026**"), the Group continued to strengthen its Corporate Solutions business through the execution of larger-scale technology infrastructure projects and the expansion of its AI, digital transformation, IoT and technology infrastructure offerings. The financial year also marked an important milestone in the Group's strategic transformation following the completion of the disposals of SysArmy Sdn. Bhd. and its subsidiaries, SecureIOT Academy Sdn. Bhd. and PT Sysarmy Indocyber Security (collectively referred to as the "**SysArmy Group**") on 2 October 2025 and Postlink Pte. Ltd. ("**Postlink**") on 27 October 2025. Following the completion of these disposals, the Corporate Solutions segment became the Group's principal continuing operating segment.

The Group remains focused on integrating advanced technologies into its core business offerings through its Corporate Solutions segment, delivering practical solutions to support customers' digital transformation, automation and operational efficiency requirements.

Corporate Solutions segment

The Corporate Solutions segment represents the Group's continuing operations and focuses principally on the following products and business offerings:

- AI
- IoT; and
- Digital Transformation including Enterprise Resource Planning ("**ERP**") and Human Capital Management ("**HCM**") solutions.

This segment is principally driven by Systech Digital Solutions Sdn. Bhd. ("**Systech Digital**") and its subsidiary, Wilstech Digital Solutions Sdn. Bhd. ("**Wilstech Digital**") (collectively referred to as the "**Systech Digital Group**"), TalentCloud AI Sdn. Bhd. ("**TCAI**"), SysAIU Sdn. Bhd. ("**SysAIU**"), Systech IOT Solutions Sdn. Bhd. ("**Systech IOT**"), as well as Systech Capital Sdn. Bhd. ("**Systech Capital**") together with its subsidiary, Sysprotech Sdn. Bhd.

MANAGEMENT DISCUSSION AND ANALYSIS
(Cont'd)

Discontinued Operations

For FY2026, the Group's discontinued operations comprised the financial results of SysArmy Group and Postlink up to their respective disposal dates. These entities operated within the CyberSecurity Solutions and e-Logistics Solutions segments, respectively. Accordingly, their financial results have been presented as discontinued operations following the completion of their respective disposals.

CyberSecurity Solutions segment – SysArmy Group were principally involved in big data analytics and related applications, cybersecurity services, managed security network monitoring systems, cybersecurity-related products, training and advisory services. The disposal of SysArmy Group was completed on 2 October 2025.

e-Logistics Solutions segment - Postlink was principally involved in annual report and publication mailing services in Singapore, including the development of digitised annual report solutions. The disposal of Postlink was completed on 27 October 2025.

HIGHLIGHTS

For the financial year ended 31 March 2026 ("**FY2026**"), the Group delivered a significant improvement in its financial and operating performance, driven by the strong growth of the Corporate Solutions segment. The improvement was primarily attributable to the successful execution of newly secured technology infrastructure projects, particularly the AI Infrastructure & Computing Solutions project, together with continued contributions from the Group's AI, digital transformation, IoT and enterprise technology solutions businesses. The successful delivery of these projects contributed significantly to the Group's revenue growth, enhanced its project execution capabilities and strengthened its financial position. These achievements represent an important milestone in the Group's transformation and further strengthened its position for sustainable future growth.

During FY2026 and subsequent to the financial year end, the Group achieved several significant milestones that strengthened its business, enhanced its operational capabilities and supported its long-term growth strategy. Key milestones included the following:

- On 14 April 2025, Systech Digital entered into a Strategic Cooperation Memorandum with Beijing Daxing International Business Service Co., Ltd. and Permodalan Kedah Berhad to promote AI-driven cross-border digital integration, digital infrastructure development and digital economy collaboration between Malaysia and China, further strengthening the Group's strategic collaboration network and supporting future regional business opportunities.
- On 2 October 2025, the Company completed the disposal of the Group's entire equity interest in SysArmy Group to Mr. Tan Hock Ann for a total consideration of RM1. Accordingly, SysArmy Group ceased to form part of the Group, and its financial results were classified as discontinued operations.
- On 27 October 2025, the Group completed the disposal of its equity interests in Postlink to Mr. Murali Nair, for a total consideration of SGD350,000 equivalent to RM1,129,000. Accordingly, Postlink ceased to be a subsidiary of the Group and its financial results were classified as discontinued operations.
- On 31 October 2025, Systech Digital entered into a Master Service Agreement with Tujuh Warisan Sdn. Bhd. to provide AI Infrastructure & Computing Solutions, including Graphics Processing Units ("**GPU**")-as-a-Service ("**GPUaaS**"), AI and IoT infrastructure solutions and related services, further strengthening the Group's enterprise technology solutions capabilities.
- On 5 November 2025, Systech Digital entered into a Collaboration Agreement with Applied Business Systems Sdn. Bhd., a wholly owned subsidiary of Microlink Solutions Berhad, to collaborate in delivering enterprise-scale GPUaaS and AI compute solutions, further strengthening the Group's capabilities in AI infrastructure while supporting AI-driven digital transformation initiatives.
- On 8 December 2025, the Company completed the issuance of 64,262,496 new ordinary shares pursuant to its private placement, raising gross proceeds of RM9.011 million to support the Group's working capital requirements and business expansion.
- On 23 April 2026, Systech Digital entered into a Collaboration Agreement with MYX Ventures Sdn. Bhd. to strengthen collaboration in structured innovation, solution integration and the scalable deployment of digital solutions for corporate and public sector clients in Malaysia and selected regional markets. The collaboration is expected to strengthen the Group's digital ecosystem, accelerate technology adoption, expand market opportunities and support the Group's long-term growth strategy.
- On 26 June 2026, the Company announced the proposed reduction of its issued share capital by RM40.000 million pursuant to Section 117 of the Companies Act 2016, together with the proposed change of the Company's name from Systech Bhd. to WTS Capital Berhad. The Proposed Share Capital Reduction is intended to facilitate the elimination of the Company's accumulated losses and strengthen its capital structure, while the Proposed Change of Name reflects the Group's evolving corporate identity and strategic direction.

MANAGEMENT DISCUSSION AND ANALYSIS
(Cont'd)

HIGHLIGHTS (CONT'D)

These achievements reflect the Group's continued commitment to strengthening its core businesses, enhancing its operational capabilities and creating long-term value for shareholders. Moving forward, the Group remains focused on leveraging its expertise in technology infrastructure, AI, digital transformation, IoT and enterprise technology solutions, while pursuing strategic initiatives to strengthen its financial position, broaden its business portfolio and drive sustainable long-term growth.

FINANCIAL REVIEW

Year in Review - FY2026 Performance Summary

The Group delivered a materially stronger operating performance in FY2026, driven by the enlarged scale of the Corporate Solutions segment and revenue recognised from newly secured contracts. The overall financial performance is summarised below:

RM ('000) unless otherwise stated	FY2026	FY2025	Changes
Revenue	**344,958**	**63,586**	**↑>100%**
Continuing operations			
- Corporate Solutions	335,259	41,844	↑>100%
Discontinued operations			
- CyberSecurity Solutions and services	4,013	11,666	(66)%
- e-Logistics Solutions	5,686	10,076	(44)%
Profit/(Loss) before tax	**2,026**	**(5,714)**	**↑>100%**
Continuing operations	1,286	(3,923)	↑>100%
Discontinued operations	740	(1,791)	↑>100%
(Loss)/Profit for the financial year	**(157)**	**(8,238)**	**98%**
Continuing operations	(612)	(6,616)	91%
Discontinued operations	455	(1,622)	↑>100%
(Loss)/Profit after taxation attributable to owners	**(154)**	**(7,757)**	**98%**
Continuing operations	(511)	(6,910)	93%
Discontinued operations	357	(847)	↑>100%

Revenue

The Group's total revenue increased to RM344.958 million in FY2026 from RM63.586 million in FY2025. The increase was primarily driven by continuing operations, which recorded revenue of RM335.259 million compared with RM41.844 million in FY2025.

The revenue growth from continuing operations was mainly attributable to higher contributions from the Corporate Solutions segment, particularly from the successful execution of newly secured technology infrastructure projects, including the AI Infrastructure & Computing Solutions project.

MANAGEMENT DISCUSSION AND ANALYSIS
(Cont'd)

FINANCIAL REVIEW (CONT'D)

Profitability

The Group recorded a significant improvement in its financial performance for FY2026, with continuing operations reporting a profit before tax of RM1.286 million, compared with a loss before tax of RM3.923 million in FY2025.

The turnaround was primarily driven by the substantial increase in revenue from the Corporate Solutions segment. Performance was further supported by the absence of goodwill impairment recognised in the preceding financial year. Nevertheless, profitability was partially moderated by higher operating expenses incurred to support business expansion and project execution activities, as well as one-off divestment-related expenses arising from the disposal of subsidiaries, including losses on disposal and the write-off of receivables due from those subsidiaries.

Consequently, the Group recorded a loss after tax of RM0.612 million for FY2026, representing a substantial improvement compared with FY2025. Although the Group achieved a profit before tax from continuing operations, the remaining after-tax loss was mainly attributable to income tax expenses recognised by profitable entities within the Group, together with year-end tax adjustments made to reflect the Group's overall annual tax position.

Financial Position

The Group's financial position remained healthy, ending FY2026 with cash and cash equivalents of RM67.017 million (FY2025: RM2.451 million), reflecting higher cash generated from the Group's expanded project activities and customer collections during the financial year. The Group's borrowings (excluding lease liabilities) increased to RM13.634 million (FY2025: RM11.459 million), mainly due to the additional banking facilities obtained to finance the Group's project activities. Despite the increase in borrowings, the Group remained in a net cash position, with cash and cash equivalents significantly exceeding its total borrowings.

The Group's total assets stood at RM347.571 million (FY2025: RM95.250 million), representing an increase of RM252.321 million compared with the previous financial year. The increase was mainly attributable to higher trade and other receivables of RM241.878 million (FY2025: RM45.879 million), primarily arising from advance payments made to suppliers in relation to the Group's AI Infrastructure & Computing Solutions project, as well as the increase in cash and cash equivalents arising from the significant expansion of the Group's project activities during FY2026.

Total liabilities stood at RM290.191 million (FY2025: RM44.554 million), representing an increase of RM245.637 million compared with the previous financial year. The increase was mainly attributable to higher trade and other payables of RM268.531 million (FY2025: RM23.735 million), primarily due to contract liabilities arising from payments received from customers for the AI Infrastructure & Computing Solutions project, where the related performance obligations had yet to be satisfied and the corresponding revenue had yet to be recognised as at the financial year end.

Total equity increased to RM57.380 million (FY2025: RM50.696 million), mainly supported by the issuance of new ordinary shares pursuant to the Company's private placement, which raised gross proceeds of RM9.011 million during FY2026, together with the significant improvement in the Group's financial performance during the financial year. As of 31 March 2026, the Group maintained a healthy and manageable gearing ratio of 0.25 times (FY2025: 0.26 times).

STRATEGIES AND PRIORITIES

The Group's financial condition and results of operations are influenced by the following strategic priorities:

No.	Factors	Description	Approach Taken
1	Execution of larger-scale technology and infrastructure projects	The Group's FY2026 revenue growth was substantially driven by newly secured contracts, particularly relating to AI Infrastructure & Computing Solutions projects. As the Group continues to undertake larger and more complex projects, effective project execution, resource planning and stakeholder coordination remain critical to achieving successful project outcomes.	The Management will continue to strengthen project governance, milestone monitoring, vendor coordination and internal reporting to ensure deliverables are met within agreed timelines, budget parameters and contractual requirements.

MANAGEMENT DISCUSSION AND ANALYSIS
(Cont'd)

STRATEGIES AND PRIORITIES (CONT'D)

No.	Factors	Description	Approach Taken
2	Rapid technology advancements and AI/IoT developments	The Group operates in a fast-moving technology environment where customer requirements and technological developments continue to evolve across its core business offerings, including AI, IoT, digital transformation solutions and technology infrastructure solutions. Maintaining the relevance and competitiveness of the Group's technology offerings remains a strategic priority.	The Management will continue to enhance its existing technology offerings, develop innovative solutions aligned with market demand, strengthen technical capabilities and leverage its customer network and strategic partnerships to capture emerging opportunities.
3	Working capital management and cash flow discipline	As the Group undertakes larger-scale technology infrastructure projects, working capital requirements naturally increase due to the timing of project execution, procurement activities and the recognition of revenue in accordance with contractual performance obligations. Effective working capital management remains essential to support the Group's continued growth and project delivery.	The Management will continue to strengthen project planning, monitor contractual milestones, optimise resource allocation and manage working capital efficiently to support the successful execution of ongoing and future projects.
4	Regulatory and compliance requirements	The Group operates within a regulated environment and is subject to applicable legal, tax, accounting, data protection, corporate governance and Bursa Malaysia Securities Berhad ("**Bursa Securities**") listing requirements, as well as contractual obligations under customer projects. Maintaining a strong governance and compliance framework remains fundamental to the Group's long-term sustainability.	The Management will continue to monitor regulatory developments, strengthen internal control processes, enhance governance practices, seek professional advice where appropriate, and periodically review internal policies and procedures to support the Group's expanding operations.

RISKS AND MITIGATION EFFORTS

The Group operates in an evolving technology industry where customers' requirements, technology developments and market competition continue to evolve rapidly. The following are the key risks that may affect the Group's business and the corresponding mitigation measures undertaken by the Management:

No.	Risks	Description	Mitigations
1	Credit and counterparty risk	The Group is exposed to credit risk arising principally from trade receivables and project-related counterparties. The ability of customers and other counterparties to fulfil their contractual obligations may affect the Group's cash flow and financial performance.	The Management will continue to perform credit assessments on customers, monitor credit exposures and outstanding balances, maintain regular customer engagement, and implement appropriate credit control and recovery procedures where necessary.
2	Project execution and margin risk	Large-scale technology infrastructure and digital transformation projects may involve implementation complexity, changes in project scope, cost escalation, procurement challenges and delivery delays, which could affect project profitability and execution.	The Management will continue to strengthen project governance through regular monitoring of project budgets, delivery milestones, procurement planning, contract administration and change management processes to preserve execution quality and margin discipline.

MANAGEMENT DISCUSSION AND ANALYSIS
(Cont'd)

RISKS AND MITIGATION EFFORTS (CONT'D)

No.	Risks	Description	Mitigations
3	Technology obsolescence	The Group operates in a rapidly evolving technology industry where continuous innovation is essential to remain competitive. Failure to keep pace with technological developments may reduce the competitiveness of the Group's products and services.	The Management will continue to invest in technology enhancement, solution development, technical capability building and strategic partnerships to strengthen the Group's technology solutions and maintain its competitiveness in the evolving technology landscape.
4	Market competition	The technology solutions industry remains highly competitive, with both local and international service providers offering a wide range of digital transformation, AI, cloud, infrastructure and managed technology solutions.	The Group will continue to differentiate itself through integrated technology solutions, service quality, project execution capabilities, customer relationships and continuous innovation to strengthen its market position.
5	Cybersecurity and system disruption	As a technology solutions provider, the Group is exposed to cybersecurity threats, information security incidents and potential disruptions to its IT systems, which may affect business operations and customer confidence.	The Management will continue to strengthen cybersecurity controls, review information security practices, enhance system resilience, and periodically review and improve the Group's IT security framework to minimise the risk of cybersecurity incidents and operational disruption.

PROSPECTS AND OUTLOOK

Malaysia's medium-term operating environment remains supportive of technology-led transformation. According to Bank Negara Malaysia's Economic and Monetary Review 2025: Outlook & Policy in 2026, Malaysia's economy is projected to grow between 4.0% and 5.0% in 2026, supported by resilient domestic demand and continued investment momentum. Complementing this outlook, the Government's ongoing digitalisation initiatives and the increasing adoption of AI, IoT, cloud computing and data centre infrastructure are expected to continue supporting enterprise spending on digital technologies and creating opportunities for technology solution providers.

These industry developments are aligned with the Group's Corporate Solutions offerings and capabilities in AI, IoT, digital transformation and technology infrastructure solutions. As organisations continue to prioritise operational efficiency, business process automation and digital transformation, demand for integrated technology solutions is expected to remain resilient. The Board believes these trends provide a favourable operating environment for the Group's continued growth.

Building on the progress achieved in FY2026, the Group has further strengthened its capabilities through the successful execution of its AI Infrastructure & Computing Solutions project, while continuing to enhance its expertise in enterprise technology solutions. These achievements have strengthened the Group's project execution capabilities and better positioned the Group to pursue larger and more complex digital transformation opportunities across both the public and private sectors.

Looking ahead, the Group will continue to enhance its technology capabilities, broaden its solution offerings and deepen customer relationships while remaining responsive to evolving technology trends and customer requirements. The Group will also continue to pursue strategic collaborations and evaluate suitable business opportunities that complement its long-term growth strategy and create sustainable value for its stakeholders.

Barring unforeseen circumstances, the Board remains cautiously optimistic that the Group's strengthened business foundation, expanding technological capabilities and favourable digital economy landscape will continue to support sustainable long-term growth and reinforce the Group's competitive position as a technology solutions provider.

BOARD OF DIRECTORS' PROFILE

DATO' ONG THENG SOON

Executive Chairman

Age : 55
Nationality : Malaysian
Gender : Male
Date of Appointment : 01 October 2025

Board Committee Membership :
None

Qualification, Working Experience and Occupation

Dato' Ong Theng Soon ("**Dato' Ong**") graduated with a Bachelor of Laws (Hons) from the University of Leeds, United Kingdom. He is a Barrister-at-Law of the Honourable Society of Lincoln's Inn, England, and was admitted as an Advocate and Solicitor of the High Court of Malaya in 1998.

Dato' Ong serves as the Executive Chairman of Systech Bhd. and brings over 25 years of professional experience spanning legal practice, corporate advisory, strategic investments, property development and business leadership. He provides strategic leadership to the Group with a focus on corporate governance, business transformation, strategic investments, mergers and acquisitions, and the creation of sustainable long-term shareholder value.

He is the Founder and Managing Partner of Tetuan T.S. Ong & Ng, where he has advised corporations, entrepreneurs and investors on a broad spectrum of corporate, commercial and property-related matters. Throughout his career, he has developed extensive expertise in corporate structuring, governance, commercial transactions, financing and risk management.

Beyond legal practice, Dato' Ong has established a distinguished track record as an entrepreneur and investor. He has participated in numerous property development and investment projects, including real estate developments. His multidisciplinary experience across legal, corporate and commercial sectors enables him to provide strategic insight and practical leadership in navigating complex business environments.

Dato' Ong is also actively involved in public service and community leadership. He serves as a Colonel in the Malaysian Civil Defence Force and has held various leadership positions within Lions Clubs International. He is also a Board Governor of The World Brand Foundation and has received various national and international recognitions for his contributions to entrepreneurship, corporate leadership and community service.

His extensive experience across law, business, investments and corporate governance provides the Board with valuable strategic perspectives in guiding the Group's sustainable growth, strengthening governance standards and delivering long-term value for shareholders.

Directorship of public companies and listed issuers

None

Relationship with any director and/or major shareholder of the Company

None

Conflict of interest with the Company

None

Any other convictions (aside from traffic offence)

None

BOARD OF DIRECTORS' PROFILE
(Cont'd)

DR. LOW MIN YEW
Managing Director

Age	:	39
Nationality	:	Malaysian
Gender	:	Male
Date of Appointment	:	10 July 2025

Board Committee Membership :
- Chairman of the Employee Share Scheme Committee

Qualification, Working Experience and Occupation

Dr. Wilson Low ("**Dr. Low**") holds a Doctorate in Business Administration and is the Founder of Systech Digital Solutions Sdn. Bhd. ("**Systech Digital**"), a wholly-owned subsidiary of Systech Bhd.

He founded Systech Digital in 2016 and has successfully transformed the company from an IT hardware supplier into an integrated digital solutions provider. Under his leadership, the company has expanded its capabilities across enterprise digitalisation, software development, artificial intelligence ("**AI**"), cloud solutions, Internet of Things ("**IoT**") and digital transformation services, delivering innovative technology solutions to businesses across a wide range of industries.

Dr. Low joined the Board of Systech Bhd. as an Executive Director and was subsequently redesignated as the Managing Director, reflecting the Board's confidence in his leadership and strategic vision. In his current role, he is responsible for driving the Group's overall business strategy, corporate growth and operational performance, while leading the Group's digital transformation initiatives and expanding its technology solutions ecosystem.

He has played a pivotal role in strengthening the Group's business by spearheading strategic initiatives, fostering innovation, establishing strategic collaborations with business partners and government agencies, and supporting the digital transformation of Malaysian businesses. His leadership has contributed significantly to the Group's continued growth and positioning as a technology-driven solutions provider.

In recognition of his entrepreneurial achievements and contributions to the technology industry, Dr. Low has received various accolades from reputable organisations, including Junior Chamber International (JCI), Ernst & Young (EY), The Star Outstanding Business Awards (SOBA).

Directorship of public companies and listed issuers

None

Relationship with any director and/or major shareholder of the Company

None

Conflict of interest with the Company

None

Any other convictions (aside from traffic offence)

None

BOARD OF DIRECTORS' PROFILE
(Cont'd)

LIM YING RAN
Executive Director

Age : 43
Nationality : Malaysian
Gender : Male
Date of Appointment : 10 July 2025

Board Committee Membership :
- Member of Employee Share Scheme Committee

Qualification, Working Experience and Occupation

Mr. Lim Ying Ran ("**Mr. Lim**") holds an International Executive Master of Business Administration (IeMBA) in Business Administration and Management from Asia Metropolitan University (AMU) and a BSc (Hons) in Computing Science (IT, Web Services) from Staffordshire University. He is a seasoned entrepreneur and technology strategist with over 18 years of experience across telecommunications, software development, public safety technology and corporate training.

Mr. Lim began his career in 2006 at Ericsson Malaysia and later became Senior Engineer – Team Lead at Jinny Software Ltd, supporting mobile network operators across the Asia Pacific region. In 2007, he founded the MMG Group of Companies, growing it from a mobile app developer into a multi-industry digital solutions provider.

He has led major projects, including a collaboration with SOCSO and the Royal Malaysia Police (PDRM) to develop a mobile emergency assistance platform that improved public safety. His experience working with SMEs, GLCs, and PLCs has given him deep insights into business transformation and innovation. As Executive Director, Mr. Lim brings valuable expertise in technology, entrepreneurship, and scalable business growth to support the Company's strategic direction.

Directorship of public companies and listed issuers

None

Relationship with any director and/or major shareholder of the Company

None

Conflict of interest with the Company

None

Any other convictions (aside from traffic offence)

None

BOARD OF DIRECTORS' PROFILE
(Cont'd)

MICHAEL CHIN JIAN JI
Executive Director

Age : 34
Nationality : Malaysian
Gender : Male
Date of Appointment : 01 October 2025

Board Committee Membership :
- Member of Employee Share Scheme Committee

Qualification, Working Experience and Occupation

Mr. Michael Chin Jian Ji ("**Mr. Michael**") holds a Master's Degree in Electronic Engineering from the University of Nottingham and a Master of Business Administration (MBA) from the Asia School of Business in collaboration with Bank Negara Malaysia and the Massachusetts Institute of Technology (MIT).

Mr. Michael is a seasoned business executive with extensive experience in mergers and acquisitions (M&A), initial public offerings ("**IPO**") , corporate strategy and technology-driven business transformation. Throughout his career, he has led and advised companies on complex cross-border M&A transactions and played a key role in preparing businesses for public listings on major international stock exchanges.

His broad industry experience, coupled with an extensive network across government-linked companies (GLCs), private enterprises and corporate leaders, has enabled him to establish strategic partnerships, drive business expansion and support sustainable growth across diverse sectors.

He is currently the Chief Executive Officer of TalentCloud AI Sdn. Bhd. ("**TalentCloud AI**"), a subsidiary of Systech Bhd. specialising in AI-powered human capital management solutions. In this role, he is responsible for the company's strategic direction, business growth and operational performance. He also serves as the Group Chief Technology Officer of Systech Bhd., leading the Group's technology strategy, digital transformation initiatives and innovation roadmap.

Directorship of public companies and listed issuers

None

Relationship with any director and/or major shareholder of the Company

None

Conflict of interest with the Company

None

Any other convictions (aside from traffic offence)

None

BOARD OF DIRECTORS' PROFILE
(Cont'd)

GOH KOK WEI

Senior Independent Non-Executive Director

Age : 47
Nationality : Malaysian
Gender : Male
Date of Appointment : 19 September 2025

Board Committee Membership :
- Chairman of Audit and Risk Management Committee
- Member of Nomination Committee
- Member of Remuneration Committee

Qualification, Working Experience and Occupation

Mr. Goh Kok Wei ("**Mr. Goh**") is a registered Chartered Accountant with the Malaysian Institute of Accountants and holds the ASEAN Chartered Professional Accountant credential. He also graduated with a Bachelor of Accounting awarded by Universiti Utara Malaysia.

Mr. Goh is a seasoned Chartered Accountant and business advisor with over 20 years of experience in auditing, taxation, corporate services, and financial advisory. He has successfully founded and led multiple ventures that collectively serve more than 1,500 companies across Malaysia.

Mr. Goh began his career in 2005 with S.F. Yap & Co., where he held his last position as Audit Manager. In this role, he led and managed numerous audit and tax assignments for listed companies, government agencies, and corporate clients.

Following his tenure at S.F. Yap & Co., he joined YYC Advisory Sdn Bhd as Advisory Director, where he provided corporate advisory services to small and medium-sized enterprises (SMEs). During this period, he also founded GC Elite Sdn Bhd, offering company secretarial services to various firms, and established YYC Management Services Sdn Bhd, expanding the firm's accounting and advisory operations into Johor.

In 2019, Mr. Goh co-founded the GCFO Group of Companies, which delivers a comprehensive suite of services including mergers and acquisitions support, company secretarial, corporate taxation, accounting, and business advisory, serving primarily SMEs across Malaysia.

Since 2023, Mr. Goh has served as Chief Financial Officer of Empro Group Inc, a Malaysia-based skincare and cosmetics company. He plays a pivotal role in leading the company's IPO process and successfully listed at Nasdaq in July 2025.

Directorship of public companies and listed issuers

None

Relationship with any director and/or major shareholder of the Company

None

Conflict of interest with the Company

None

Any other convictions (aside from traffic offence)

None

BOARD OF DIRECTORS' PROFILE
(Cont'd)

DATUK CHARLIE CHING WEE CHUN
Independent Non-Executive Director

Age : 46
Nationality : Malaysian
Gender : Male
Date of Appointment : 10 April 2026

Board Committee Membership :
None

Qualification, Working Experience and Occupation

Datuk Charlie Ching Wee Chun (**"Datuk Ching"**) graduated with an International Executive Master in Business Administration (MBA) awarded by Wilmington Metropolitan University.

Datuk Ching is an experienced entrepreneur with over 25 years of involvement in the oil and gas industry, specializing in the supply and distribution of industrial hoses and related products across both upstream and downstream sectors.

He began his career in engineering sales in 2000 and established his own business in 2001, building a strong track record in business development, operations management, and strategic growth.

Datuk Ching has led multiple ventures and is recognized for his ability to identify market opportunities and execute scalable business models. He is currently the founder of innovative tourism and hospitality concepts.

In addition to his business activities, Datuk Ching is actively involved in community service and has contributed to various social initiatives focusing on conflict resolution and community support.

Directorship of public companies and listed issuers

None

Relationship with any director and/or major shareholder of the Company

None

Conflict of interest with the Company

None

Any other convictions (aside from traffic offence)

None

BOARD OF DIRECTORS' PROFILE
(Cont'd)

DR. MICHELE ADELENE SAGAN

Independent Non-Executive Director

Age	:	51
Nationality	:	Malaysian
Gender	:	Female
Date of Appointment	:	22 September 2025

Board Committee Membership :
- Member of Audit and Risk Management Committee
- Member of Nomination Committee
- Member of Remuneration Committee

Qualification, Working Experience and Occupation

Dr. Michele Adelene Sagan ("**Dr. Michele**") holds a PhD in Business (Human Resource and Organizational Behaviour) from the University of Nottingham. She also earned her MSc in Management (Public Administration) and a BSc in Government and Law, both awarded by the London School of Economics, London, UK.

Dr. Michele is a certified leadership development and human capital strategist, psychotherapist, executive coach, and EQ practitioner. She has led projects on business strategy, culture, change management, and workforce transformation for boards and Senior Management teams across industries including oil and gas, construction, finance, telecommunications, and SMEs.

With over 25 years of leadership, management, and finance experience in both the UK and Malaysia, Dr. Michele has held senior roles with organisations such as Asia School of Business, Iclif Leadership and Governance Centre, UBS, HSBC, and CIMB, where she managed client portfolios of up to RM2 billion and spearheaded revenue growth initiatives.

Her achievements include recognition in the Malaysia Women Leaders Award 2025, the Movers and Shakers Award by Asia HRD Congress (2023), HR Hot List by HR Inc (2024), and selection as one of the Top 250 Global Thought Leaders by Insight250 (2024). She is also a member of the Institute of Corporate Directors Malaysia (ICDM), the Malaysian Association of Professional Speakers, and the Malaysian Association of Psychotherapists.

Directorship of public companies and listed issuers

None

Relationship with any director and/or major shareholder of the Company

None

Conflict of interest with the Company

None

Any other convictions (aside from traffic offence)

None

BOARD OF DIRECTORS' PROFILE
(Cont'd)

TAN WEI HERNG
Independent Non-Executive Director

Age : 34
Nationality : Malaysian
Gender : Male
Date of Appointment : 23 September 2024

Board Committee Membership :
- Chairman of Nomination Committee
- Member of Audit and Risk Management Committee
- Member of Remuneration Committee

Qualification, Working Experience and Occupation

Mr. Tan Wei Herng ("**Mr. Tan**") holds a Master's Degree in Chemical Engineering and has over 11 years of experience in various engineering fields, especially in environmental and wastewater treatment.

He is currently the Director of TS Chuan Engineering & Drilling Sdn. Bhd., where he has led the company's growth into sewage and water treatment solutions since 2018.

Earlier, Mr. Tan worked on the EU-funded SHYMAN project at Promethean Particles (UK), where he helped scale up nanomaterials production.

He also has experience in designing cooling systems for data centers, working with utility and wastewater companies to develop energy-efficient thermal management solutions.

Mr. Tan is also active in sustainability efforts, collaborating with Malaysia Green Technology and Climate Change Corporation (MGTC) to help SMEs adopt ESG practices and promote green jobs.

Directorship of public companies and listed issuers

None

Relationship with any director and/or major shareholder of the Company

None

Conflict of interest with the Company

None

Any other convictions (aside from traffic offence)

None

BOARD OF DIRECTORS' PROFILE (Cont'd)

CHAN YIT WEI

Independent Non-Executive Director

Age : 36
Nationality : Malaysian
Gender : Female
Date of Appointment : 12 September 2025

Board Committee Membership :
- Chairperson of Remuneration Committee
- Member of Audit and Risk Management Committee
- Member of Nomination Committee

Qualification, Working Experience and Occupation

Ms. Chan Yit Wei ("**Ms. Chan**") is a Chartered Secretary and Chartered Governance Professional with over 10 years of experience, with expertise in corporate governance, regulatory compliance, and board effectiveness, serving both private and public listed companies locally and internationally across multiple industries.

Ms. Chan is currently the Director of The Beancounter Sdn Bhd, a corporate secretarial and governance firm, where she leads the provision of company secretarial, compliance and governance advisory services to corporate clients.

She is a licensed company secretary holding a practicing certificate issued by the Companies Commission of Malaysia (CCM). She is an Associate Member of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA), and a Chartered Governance Professional under The Chartered Governance Institute (CGI).

Directorship of public companies and listed issuers

None

Relationship with any director and/or major shareholder of the Company

None

Conflict of interest with the Company

None

Any other convictions (aside from traffic offence)

None

KEY SENIOR MANAGEMENT'S PROFILE

JULAIHA ABDUL KAHAR
Group Chief Financial Officer

Age	:	40
Nationality	:	Malaysian
Gender	:	Female
Date of Appointment	:	16 July 2025

Qualification, Working Experience and Occupation

Julaiha Abdul Kahar ("**Puan Julaiha**") graduated with a Master of Science (MSc) in International Accounting and Finance awarded by Liverpool John Moores University at Dublin Business School, Ireland.

Puan Julaiha is a finance professional with over 13 years of experience in corporate finance, regulatory compliance and corporate governance. Prior to her current appointment, she served as the Group Head of Finance, where she oversaw the Group's financial operations, stakeholder engagement and compliance with the ACE Market Listing Requirements, and played a key role in corporate exercises, including acquisitions and private placements. She currently leads the Group's financial strategy, corporate finance, treasury, governance, risk management and financial reporting, while working closely with the Board of Directors and Senior Management to support the Group's strategic objectives and long-term growth.

Previously, Puan Julaiha was the Head of Finance at a prominent Malaysian-based fintech and digital solutions company, a payment system operator regulated by Bank Negara Malaysia. Her roles include financial reporting, liquidity management, and capital efficiency. She also led compliance initiatives related to regulatory requirements, including e-money issuance and other fintech-specific obligations under Bank Negara Malaysia's regulatory framework.

Directorship of public companies and listed issuers

None

Relationship with any director and/or major shareholder of the Company

None

Conflict of interest with the Company

None

Any other convictions (aside from traffic offence)

None

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors ("**the Board**") recognises the importance of corporate governance and is committed to ensure that the principles and best practices in corporate governance as set out in the Malaysian Code on Corporate Governance ("**MCCG**") and Corporate Governance Guide are observed and practised throughout the Group so that the affairs of the Group are conducted with integrity and professionalism, in compliance with the law, regulatory requirements and rules, and ethically with the objective of safeguarding shareholders' investment and ultimately enhancing shareholders' value as well as sustainable development.

This statement outlines the following principles and recommendations which the Group has comprehended and applied with the best practices outlined in the MCCG:

1) Board Leadership and Effectiveness
2) Effective Audit and Risk Management
3) Integrity in Corporate Reporting and Meaningful Relationship with Stakeholders

This statement is prepared in compliance with ACE Market Listing Requirements ("**Listing Requirements**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and it is meant to be read together with the Corporate Governance Report. The Corporate Governance Report provides details on how the Group has applied each practice as set out in the MCCG, a copy of which is available on the Group's website at www.systech.asia as well as via an announcement on Bursa Securities website.

The Board will continue to take measures to improve compliance with the principles and recommended best practices along with our course of business.

PRINCIPAL A: BOARD LEADERSHIP AND EFFECTIVENESS

I. Board Responsibilities

1. Board of Directors

Systech Bhd. ("**the Company**") and its subsidiaries (collectively referred to as "**the Group**") acknowledge the pivotal role played by the Board of Directors ("**the Board**") in the stewardship of its directions and operations, and ultimately the enhancement of long-term shareholders' value. To fulfil this role, the Board plays a critical role in setting the appropriate tone at the top and is charged with leading and managing the Group in an effective, good governance and ethical manner. The directors individually have a legal duty to act in the best interest of the Group and are also collectively aware of their responsibilities to the stakeholders for the manner in which the affairs of the Group are managed. The Board's responsibilities, amongst others include the following:

a) Together with the management, promote good corporate governance culture within the Group which enforces ethical, prudent and professional behaviour.

b) Reviewing and adopting a strategic plan for the Group, including setting performance objectives and approving operating budgets for the Group and ensuring that the strategies promote sustainability.

c) Monitoring the implementation of strategic plans by management.

d) Timely review and approve all quarterly and annual financial statements for declaration to Bursa Securities and stakeholders. The Audit and Risk Management Committee reviews and recommends the financial statements prior to presentation to the Board.

e) Overseeing the conduct of the Group's business to evaluate whether the business is being properly managed, monitoring the Group's performance and build sustainable value for all stakeholders of the Group.

f) Evaluation performance of the management in accordance with a pre-determined set of performance measurement.

g) Identifying and evaluating business risks and ensure implementation of a managed and sound risk management framework.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(Cont'd)

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

I. Board Responsibilities (Cont'd)

1. Board of Directors (Cont'd)

h) Reviewing the adequacy and integrity of the internal control system and management information systems, including systems for compliance with applicable laws, regulations, rules, directives and guidelines.

i) To review and oversee the appointment, resignation or termination of Directors, Companies Secretaries, Auditors and key management are properly carried out and documented.

j) Ensure establishments of succession plans for the Board members and Senior Management including appointing, training, fixing the compensation of and where appropriate, replacing Senior Management.

k) Ensure the Board is supported by at least a suitably qualified and competent Company Secretary to whom shall advice on compliance with applicable laws and any amendment to the laws and regulations related to the MCCG, Companies Act 2016 and Listing Requirements.

l) Formalise ethical standards of conduct through a Code of Conduct for Directors and Management and ensure compliance.

m) Developing and implementing an investors' relations programme and a shareholders or stakeholders communication policy.

n) Ensure there is regular monitoring and communication between the Company and subsidiaries on financial and non-financial performance to ensure overall compliance to the strategic direction and vision of the Group.

o) Ensure subsidiaries provide the Company with all necessary information for its supervision of the subsidiaries' performance, including assessment of financial and non-financial related performance.

To assist in the discharge of its responsibilities, the Board has established the following Board Committees to perform certain of its functions and to provide recommendations and advice:

(i) Nomination Committee ("**NC**")
(ii) Remuneration Committee ("**RC**")
(iii) Audit and Risk Management Committee ("**ARMC**")
(iv) Employees' Share Scheme ("**ESS**") Committee

Each Board Committee operates within their approved terms of reference set by the Board which are periodically reviewed. The Board appoints the Chairman and members of each Board Committee.

The Chairman of the respective Board Committees will report to the Board on the outcome of any discussions and make recommendations thereon to the Board. The ultimate responsibility for the final decision on all matters, however, lies with the Board.

The Board may form other committees delegated with specific authorities to act on their behalf. These committees will operate under approved terms of reference or guidelines and are formed whenever required.

Board meeting agenda includes statutory matters, governance and management reports, which include strategic risks, strategic projects and operational items. The Board approves an annual performance contract setting the priorities director and performance targets for the Group within the parameters of the corporate plan.

The profile of each Director is presented in the Annual Report of the Company.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(Cont'd)

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

I. Board Responsibilities (Cont'd)

2. Separation of position of the Chairman and Executive Directors

The Board has established clear roles and responsibilities in discharging its fiduciary and leadership functions. The roles of the Chairman and Executive Directors of the Company are separately held by different individuals, and each has clearly accepted division of responsibilities and accountability to ensure a balance of power and authority. This segregation of roles also facilitates a healthy, open, exchange of views between the Board and Management in their deliberation of the business, strategic aims and key activities of the Company.

The Chairman of the Board, Dato' Ong Theng Soon, the Executive Chairman, leads the Board with focus on governance and compliance and acts as a facilitator at Board meetings to ensure that relevant views and contributions from Directors are forthcoming on matters being deliberated and that no Board member dominates the discussion. The Chairman's key responsibility, amongst others, includes the following:

a) Leadership of the Board;

b) Overseeing the effective discharge of the Board's supervisory role;

c) Facilitating the effective contribution of all Directors;

d) Conducting the Board's function and meetings;

e) Briefing all Directors in relation to issues arising at meetings;

f) Scheduling regular and effective evaluations of the Board's performance; and

g) Promoting constructive and respectful relations between Board members and between the Board and the Management.

The Board delegates the Managing Director, namely Dr. Low Min Yew, supported by the Executive Directors and Senior Management to oversee the day-to-day operations to ensure the smooth and effective running of the Group. The Managing Director and Executive Directors implement the policies, strategies, decisions adopted by the Board, monitor the operating financial results against plans and budgets and act as a conduit between the Board and Management in ensuring the success of the Group's governance and management functions.

During Board meetings, the Chairman maintains a collaborative atmosphere and ensures that all Directors contribute to the discussion. The Chairman and Executive Directors arrange informal meetings and events from time to time to build constructive relationships between the Board members.

The Executive Directors take on primary responsibility to spearhead and manage the overall business activities of the various business divisions of the Group to ensure optimum utilisation of corporate resources and expertise by all the business divisions and at the same time achieve the Group's long-term objectives. The Executive Directors are assisted by the heads of each division in implementing and running the Group's day-to-day business.

3. Supply of and Access to Information

All Directors have full and unrestricted access to all information pertaining to the Group's businesses and affairs in a timely manner to enable them to discharge their duties effectively.

Procedures have been established for timely dissemination of Board and Board Committee papers to all Directors and Board Committees in advance of the scheduled meetings. Notices of meetings are sent to Directors at least seven (7) days before the meetings. Management provides the Board with detailed meeting materials at least seven (7) days in advance of the Board or Board Committees' meetings. Senior Management may be invited to join the meetings to brief the Board and Board Committees on the requisite information on matters being discussed, where necessary.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(Cont'd)

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

I. Board Responsibilities (Cont'd)

3. Supply of and Access to Information (Cont'd)

Technology is effectively used in the meetings of Board and Board Committees and in communication with the Board, where the Directors may receive agenda and meeting materials online and participate in meetings via audio or video conferencing.

4. Commitment of the Board

The Board would meet at least four (4) times a year, at quarterly intervals which are scheduled at the onset of the financial year to help facilitate the Directors in planning their meeting schedule for the year. Additional meetings are convened where necessary to deal with urgent and important matters that require attention of the Board. All Board meetings are furnished with proper agendas with due notice given and Board papers are prepared by the Management and circulated to all Directors prior to the meetings.

All pertinent issues discussed at the Board meetings are properly recorded by the Company Secretaries.

The Board met six (6) times during the financial year ended 31 March 2026 ("**FY2026**"). The attendance of each Director at the Board Meeting held during the FY2026 is as follows:

Directors	Number of meetings attended	%
Dato' Ong Theng Soon [1]	2/2	100%
Dr. Low Min Yew	6/6	100%
Lim Ying Ran	6/6	100%
Goh Kok Wei [2]	3/3	100%
Chin Jian Ji [3]	2/2	100%
Dr. Michele Adelene Sagan [4]	3/3	100%
Chan Yit Wei [5]	3/3	100%
Tan Wei Herng	6/6	100%
Datuk Charlie Ching Wee Chun [6]	N/A	N/A

Note:

[1] *Appointed as Executive Chairman with effect from 1 October 2025.*
[2] *Appointed as Senior Independent Non-Executive Director with effect from 19 September 2025.*
[3] *Appointed as Executive Director with effect from 1 October 2025.*
[4] *Appointed as Independent Non-Executive Director with effect from 22 September 2025.*
[5] *Appointed as Independent Non-Executive Director with effect from 12 September 2025.*
[6] *Appointed as Independent Non-Executive Director with effect from 10 April 2026.*

The Board is satisfied with the level of time commitment given by the Directors towards fulfilling their roles and responsibilities which is evidenced by the satisfactory attendance record of the Directors at each Board meeting.

It is the Board's policy for Directors to notify the Board before accepting any new directorship notwithstanding that the Listing Requirements of Bursa Securities allow a Director to sit on the board of a maximum of five (5) listed issuers. Such notification is expected to include an indication of time that will be spent on the new appointment. At present, all Directors of the Company have complied with the Listing Requirements where they do not sit on the board of more than five (5) listed issuers.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

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

I. Board Responsibilities (Cont'd)

5. Continuous Development of the Board

The Board, via the NC, continues to identify and attend appropriate briefings, seminars, conferences and courses to keep abreast of changes in legislations and regulations affecting the Group.

All Directors have completed the Mandatory Accreditation Programme. The Directors are mindful that they would continue to enhance their skills and knowledge to maximize their effectiveness as Directors during their tenure. Throughout their period in office, the Directors are continually updated on the Group's business and the regulatory requirements.

Details of training programmes attended by the Directors during the financial year under review are as follows:

No.	Name of Director	Type of Training	Date
1.	Dato' Ong Theng Soon	Bursa Malaysia Mandatory Accreditation Programme (MAP)	8 & 9 December 2025
2.	Dr. Low Min Yew	Bursa Malaysia Mandatory Accreditation Programme (MAP)	27 & 28 October 2025
3.	Lim Ying Ran	Bursa Malaysia Mandatory Accreditation Programme (MAP)	27 & 28 October 2025
4.	Goh Kok Wei	Bursa Malaysia Mandatory Accreditation Programme (MAP)	8 & 9 December 2025
5.	Chin Jian Ji	Bursa Malaysia Mandatory Accreditation Programme (MAP)	8 & 9 December 2025
6.	Dr. Michele Adelene Sagan	Bursa Malaysia Mandatory Accreditation Programme (MAP)	8 & 9 December 2025
7.	Chan Yit Wei	Preference Shares (From issuance to redemption/conversion) Everything about Dividend Bursa Malaysia Mandatory Accreditation Programme (MAP)	14 November 2025 5 December 2025 8 & 9 December 2025
8.	Tan Wei Herng	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	10 & 11 February 2026

The Company Secretaries also highlights the relevant guidelines on statutory and regulatory requirements from time to time to the Board. The external auditors on the other hand, briefed the Board on changes to the Malaysian Financial Reporting Standards that affect the Group's financial statements during the year.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(Cont'd)

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

I. Board Responsibilities (Cont'd)

6. Board Committees

ARMC

The ARMC monitors internal control policies and procedures designed to safeguard the Group's assets and to maintain the integrity of financial reporting. The ARMC maintains direct, unfettered access to the Company's external auditor, internal auditor and management.

The ARMC comprises of four (4) members, all of whom are Independent Non-Executive Directors. The present members of the ARMC are as follows:

Director	Designation
Goh Kok Wei	Chairman
Chan Yit Wei	Member
Tan Wei Herng	Member
Dr. Michele Adelene Sagan	Member

A copy of the ARMC's Terms of Reference can be found in the Company's website at www.systech.asia.

NC

The NC oversees matters related to the nomination of new Directors, annually reviews the required mix of skills, experience and other requisite qualities of Directors as well as the annual assessment of the effectiveness of the Board as a whole, its Committees and the contribution of each individual Director as well as identify candidates to fill board vacancies, and nominating them for approval by the Board.

The NC comprises four (4) members, all of whom are Independent Non-Executive Directors. The present members of the NC are as follows:

Director	Designation
Tan Wei Herng	Chairman
Chan Yit Wei	Member
Goh Kok Wei	Member
Dr. Michele Adelene Sagan	Member

During the FY2026, the NC held two (2) meetings. Below is a summary of the key activities undertaken by the NC in discharge of its duty:

(a) Reviewed the composition of the Board and Board Committees with regards to the mix of skills, independence and diversity in accordance with its policy.
(b) Determined the Directors who stand for re-election and re-appointment by rotation.
(c) Assessed the effectiveness and performance of the Board and its committees. This is carried out through a self-assessment document that is completed by each Director. The assessment criteria include the following:
- Board composition
- Board process
- Performance of Board Committees
- Information provided to the Board
- Role of the Board in strategy and planning
- Risk management framework
- Accountability and standard of conduct of Directors

(d) Reviewed the terms of office and performance of the ARMC and each of its members to ascertain that the ARMC and its members have carried out their duties in accordance with the ARMC's Terms of Reference.
(e) Assessed and reviewed the independence and continuing independence of the Independent Directors.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

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

I. Board Responsibilities (Cont'd)

6. Board Committees (Cont'd)

NC (Cont'd)

(f) Reviewed and recommended the appointment of Executive Chairman, Executive Directors, Independent Non-Executive Directors and appointment of Directors in Subsidiary of the Company.
(g) Recommended the appointment of Group Chief Financial Officer and Group Chief Executive Officer.
(h) Discussed roles and responsibilities of Executive Directors, Principal Officers and Key Senior Management.
(i) Recommended the redesignation of the Executive Director to the Managing Director.
(j) Recommended the changes in composition of the Board Committees.

A copy of the NC's Terms of Reference can be found in the Company's website at www.systech.asia.

RC

The RC is responsible for recommending to the Board the remuneration principles and the framework for members of the Board and Senior Management.

The RC comprises four (4) members, all of whom are Independent Non-Executive Directors. The present members of the RC are as follows:

Director	Designation
Chan Yit Wei	Chairperson
Tan Wei Herng	Member
Goh Kok Wei	Member
Dr. Michele Adelene Sagan	Member

During the FY2026, the RC held two (2) meetings. Below is a summary of the key activities undertaken by the RC in discharge of its duty:

(a) Reviewed, assessed and recommended the remuneration packages of the Executive Directors and Principal Officers/Senior Management.
(b) Reviewed and recommended the remuneration packages of Non-Executive Directors.
(c) Reviewed and recommended the remuneration packages of Executive Chairman, Managing Director and Executive Director.
(d) Reviewed and recommended the remuneration packages of Group Chief Financial Officer and Group Chief Executive Officer.

A copy of the RC's Terms of Reference can be found in the Company's website at www.systech.asia.

ESS Committee

The ESS Committee was established on 25 April 2024. The ESS Committee is primarily responsible for administering the Company's ESS Option in accordance with the approved ESS By-Laws and regulations. The present members of the ESS Committee are as follows:

Director	Designation
Dr. Low Min Yew	Chairman
Lim Ying Ran	Member
Chin Jian Ji	Member

The ESS Committee meets as and when required. No meeting was held during the financial year. Approval on matters requiring the sanction of the ESS Committee was sought by way of written resolution.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(Cont'd)

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

I. Board Responsibilities (Cont'd)

7. Board Charter

The Company has established a Board Charter to promote high standards of corporate governance and the Board Charter is designed to provide guidance and clarity for Directors and Management with regard to the role of the Board and its committees. The Board Charter clearly sets out the key values and principles of the Company and further sets out the duties and responsibilities of the Board, and the Board Committees. The Board Charter also provides structured guidance and ethical standards for the Board in discharging their duties towards the Group as well as its operating practices.

The Board Charter is reviewed annually by the Board to ensure it complies with legislations and best practices, and remains effective and relevant to the Board's objectives.

A copy of the Board Charter can be found in the Company's website at www.systech.asia.

8. Code of Conduct and Code of Ethics

The Company has established a Code of Conduct and Code of Ethics which is also enshrined in the Board Charter to promote a corporate culture which engenders ethical conduct that permeates throughout the Group. The Code of Conduct is based on principles in relation to trust, integrity, responsibility, excellence, loyalty, commitment, dedication, discipline, diligence and professionalism. Where else the Code of Ethics is based on the principles in relation to integrity, transparency, accountability and corporate social responsibility.

The Board is focused on creating corporate culture which engenders ethical conduct that permeates throughout the Company. The Group practices the relevant principles and values in the Group's dealings with employees, customers, suppliers and business associates. The Directors, officers and employees of the Group are also required to observe, uphold and maintain high standards of integrity in carrying out their roles and responsibilities and to comply with the relevant laws and regulations as well as the Group's policies. Ongoing training is provided to staff on the Code of Conduct, Code of Ethics and general workplace behaviour to ensure they continuously uphold high standards of conduct when performing their duties.

The Board is provided guidance through the Code of Conduct and Code of Ethics on disclosure of conflict of interest and other disclosure information/requirements to ensure that the Directors comply with the relevant regulations and practices. In order to address and manage possible conflicts of interest that may arise between Directors' interests and those of the Group, the Company has put in place appropriate procedures including requiring such Directors to abstain from participating in deliberations during meetings and abstaining from voting on any matter in which they may also be interested or conflicted. The Directors of the Group are also required to disclose and confirm their directorships and shareholdings in the Group and any other entities where they have interests.

Notices on the closed period for trading in the Company's shares are sent to Directors, principal officers and the relevant employees on a quarterly basis specifying the timeframe during which they are prohibited from dealing in the Company's shares, unless they comply with the procedures for dealings during closed period as stipulated in the Listing Requirements.

Details of the Code of Conduct and Code of Ethics can be found in the Company's website at www.systech.asia.

9. Whistleblowing Policy and Procedure

The Company has adopted a Whistleblowing Policy as the Board believes that a sound whistleblowing system will strengthen, support good management and at the same time, demonstrate accountability, good risk management and sound corporate governance practices. The policy is to encourage reporting of any major concerns over any wrongdoings within the Group.

The policy outlines the relevant procedures such as when, how and to whom a concern may be properly raised about the genuinely suspected or instances of wrongdoing at the Company and its subsidiaries. The identity of the whistleblower is kept confidential and protection is accorded to the whistleblower against any form of reprisal or retaliation.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(Cont'd)

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

I. Board Responsibilities (Cont'd)

10. Company Secretaries

The Board is assisted by qualified and competent Company Secretaries who play a vital role in advising the Board in relation to the Group's Constitution, policies, procedures and compliance with the relevant regulatory requirements, codes, guidance and legislations. All the Directors have unrestricted access to the advice and services of the Company Secretaries for the purpose of the conduct of the Board's affairs and the business.

The Company Secretaries constantly keep themselves abreast of the evolving capital market environment, regulatory changes and developments in corporate governance through attendance at relevant conferences and training programmes. The Company Secretaries have also attended the relevant continuous professional development programmes as required by the Companies Commission of Malaysia or the Malaysian Institute of Chartered Secretaries and Administrators for practising company secretaries. The Board is satisfied with the performance and support rendered by the Company Secretary in discharging its functions.

In addition, the Company Secretaries are also accountable to the Board and is responsible for the following:

- Advising the Board on its roles and responsibilities.
- Advising the Board on matters related to corporate governance and the Listing Requirements.
- Ensuring that Board procedures and applicable rules are observed.
- Maintaining records of the Board and ensuring effective management of the Company's statutory records.
- Preparing comprehensive minutes to document Board proceedings and ensuring conclusions are accurately recorded.
- Assisting communications between the Board and Management.
- Providing full access and services to the Board and carrying out other functions deemed appropriate by the Board from time to time.
- Preparing agendas and co-coordinating the preparation of Board papers.

II. Board Composition

1. Composition and Diversity

The Directors are of the opinion that the current Board size and composition is adequate for facilitating effective decision making given the scope and nature of the Group's businesses and operations. The Board maintains an appropriate balance of expertise, skills and attributes among the Directors which is reflected in the diversity of backgrounds and competencies of the Directors. Such competencies include finance, accounting, legal, digital and other relevant industry knowledge, entrepreneurial and management experience and familiarity with regulatory requirements and risk management.

The NC ensures that the composition of the Board is refreshed periodically while the tenure, performance and contribution of each Director is assessed by the NC through the Board Evaluation. In addition, each of the retiring Directors will provide their annual declaration/confirmation on their fitness and propriety as well as independence, where applicable.

For the financial year ended 31 March 2026, the Board consists of one (1) Executive Chairman, one (1) Senior Independent Non-Executive Director, three (3) Independent Non-Executive Directors, one (1) Managing Director and two (2) Executive Directors. The composition of the Board ensures that the Independent Non-Executive Directors will be able to exercise independent judgment on the affairs of the Company.

The Board of Directors' profile can be found in the Annual Report of the Company.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(Cont'd)

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

II. Board Composition (Cont'd)

2. Independency of Independent Directors

The Independent Directors play a crucial role in corporate accountability and provide unbiased views and impartiality to the Board's deliberations and decision-making process. In addition, the Independent Directors ensure that matters and issues brought to the Board are given due consideration, fully discussed and examined, taking into account the interest of all stakeholders. The Board, via the NC assesses each Director's independence to ensure on-going compliance with this requirement annually. The NC is satisfied that the Independent Directors are independent of Management and free from any business or other relationships which could interfere with the exercise of independent judgement, objectivity and the ability to act in the best interest of the Company.

The Board has limited the tenure of the Independent Directors to twelve (12) years and they may continue to serve on the Board subject to their re-designation as Non-Independent Directors.

As at the date of this statement, none of the Independent Directors has exceeded a cumulative term of twelve (12) years.

3. Appointment of Board and Senior Management

The Board of Directors comprise of a collective of individuals having an extensive complementary knowledge and competencies, as well as expertise to make an active, informed and positive contribution to the management of the Group in terms of the business' strategic direction and development. The appointment of the Board and its Senior Management are based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender.

The NC will assess the suitability of the candidates before formally considering and recommending them for appointment to the Board or Senior Management. In proposing its recommendation, the NC will consider and evaluate the candidates' required skills, knowledge, expertise, competence, experience, characteristics, professionalism. For appointment of Independent Directors, considerations will also be given on whether the candidates meet the requirements for independence as defined in Listing Requirements of Bursa Securities and time commitment expected from them to attend to matters of the Company in general, including attending meetings of the Board, Board Committees and Annual General Meeting ("**AGM**").

4. Gender Diversity

While the Board of Directors acknowledge the need to promote gender diversity within its composition and endeavour to increase female participation in the Board and Senior Management, it has decided not to set any specific targets as the Board believes that it is more important to have the right mix and skills for such positions.

The Company has adopted a board diversity policy which outlines its approach to achieving and maintaining diversity (including gender diversity) on its Board and in Senior Management positions. This includes requirements for the Board to establish measurable objectives for achieving diversity on the Board and in management positions, and for the appropriate Board Committees to monitor the implementation of the policy, assess the effectiveness of the Board nomination process and the appointment process for management positions at achieving the objectives of the policy.

5. Identifying Suitable Candidates

The Board has scrutinised the Company's requirement in relation to the Board's appointment of Independent Directors in order to identify directors which has the right mix of skills and experience and able to contribute positively to the Board. In order to achieve such outcome, the Board had sourced suitable candidates through various means such as recommendation from the existing Board, Senior Management, directors' registry and the use of independent search firms.

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

II. Board Composition (Cont'd)

6. Chairman of the NC

The NC is led by Tan Wei Herng, the Independent Non-Executive Director, who directs the NC for succession planning and appointment of Board members and Senior Management by conducting annual review of board effectiveness and skill assessments. This provides the NC with relevant information of the Group's needs, allowing them to source for suitable candidates when the need arises.

7. Annual Evaluation

The NC is responsible in evaluating performance and effectiveness of the entire Board, the Board Committees and individual Director on a yearly basis. The evaluation process is led by the NC Chairman and supported by the Company Secretary via questionnaires. The NC reviews the outcome of the evaluation and recommends to the Board on areas for continuous improvement and also for them to form the basis of recommending relevant Directors for re-election at the AGM.

The assessment criteria used in the assessment of Board and individual Directors include mix of skills, knowledge, Board diversity, size and experience of the Board, core competencies and contribution of each Director. The Board Committees were assessed based on their roles and responsibilities, scope and knowledge, frequency and length of meetings, supply of sufficient and timely information to the Board and also overall effectiveness and efficiency in discharging their function.

The Board evaluation comprises Performance Evaluation of the Board and various Board Committees, Directors' Peer Evaluation and Assessment of the independence of the Independent Directors. The assessment is based on four (4) main areas relating to Board Structure, Board Operations, Board and Chairman's roles and responsibilities and Board Committees' role and responsibilities.

For Directors' Peer Evaluation, the assessment criteria include abilities and competencies, calibre and personality, technical knowledge, objectivity and the level of participation at Board and Committee meetings including his/ her contribution to Board processes.

Any appointment of a new Director to the Board or Board Committee is recommended by the NC for consideration and approval by the Board. In accordance with the Company's Constitution, one-third (1/3) of the Directors for the time being shall retire from office at each AGM. A retiring director shall be eligible for re-election. The Constitution also provides that all directors shall retire at least once every three (3) years.

During the year, the Board conducted an internally facilitated Board assessment. The results and recommendations from the evaluation of the Board and Committees are reported to the Board for full consideration and action. The Board was comfortable with the outcome and that the skills and experience of the current Directors satisfy the requirements of the skills matrix and that the Chairman possesses the leadership to safeguard the stakeholders' interest and ensure the development of the Group.

The NC also considered the results of the evaluation when considering the re-election of Directors and recommended to the Board for endorsement the Directors standing for re-election at forthcoming AGM of the Company.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(Cont'd)

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

III. Remuneration

The objective of the Group's internal remuneration policy is to provide fair and competitive remuneration to its Board and Senior Management in order for the Company to attract and retain Board and Senior Management of calibre to run the Group successfully. The responsibilities for developing the remuneration policy and determining the remuneration packages of Executive Directors and Senior Management lie with the RC. Nevertheless, it is ultimately the responsibility of the Board to approve the remuneration of Executive Directors and Senior Management.

Based on the remuneration framework, the remuneration packages for the Executive Directors and Senior Management compose of a fixed component (i.e. salary, allowance and etc.) and a variable component (i.e. bonus, benefit-in-kind and etc.) which is determined by the Group's overall financial performance in each financial year which is designed to support our strategy and provides a balance between motivating and challenging our Senior Management to deliver our business priorities, as set out by Executive Directors, and strong performance while also driving the long-term sustainable success of the Group.

The level of remuneration of Non-Executive Directors reflects their experience and level of responsibility undertaken by them. The fees for Directors are determined by the Board with the approval from shareholders at the AGM and no Director is involved in deciding his/her own remuneration.

During the financial year under review, the RC had reviewed the remuneration for the Executive Directors and Senior Management which reflects their level of responsibilities as well as the performance of the Group, and considered their remuneration packages are comparable within the industry norm. The RC further discussed the annual salary review for the Executive Directors and Senior Management in line with the budget salary increase for the rest of the organisation. When approving payments for annual bonus, the RC considered the overall performance of the business and of the Executive Directors and Senior Management against this, as well as their individual targets. Bonus payments made to Executive Directors and Senior Management reflected the large proportion of collective measures for the year, in support of focusing on teamwork and simplicity within the pay arrangements.

The detailed disclosure on named basis for the remuneration of individual Directors that includes fees, salary, bonus, benefit-in-kind and other emoluments from the Company and the Group for the FY2026 are set out in the Corporate Governance Report. While the details of the remuneration of the Senior Management on an aggregate basis in bands of RM50,000 are as set out below.

Remuneration Bands	Number of Senior Management
RM100,001 – RM150,000	1
RM150,001 – RM200,000	1
RM200,001 – RM250,000	2

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

I. ARMC

Presently, the ARMC consists of four (4) Independent Non-Executive Directors and all of them are financial literate and have sufficient understanding of the Group's business. All the members of the ARMC undertook continuous professional development to keep abreast of relevant developments in accounting and auditing standards, practices and rules.

The Chairman of the ARMC is not the Chairman of the Board, ensuring that the impairment of objectivity on the Board's review of the ARMC's findings and recommendation remains intact.

The ARMC has adopted a Terms of Reference which sets out its goals, objectives, duties, responsibilities and criteria on the composition of the ARMC which includes a former key audit partner of the Group to observe a cooling-off period of at least three (3) years before being able to be appointed as a member of the ARMC.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

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

I. ARMC (Cont'd)

In presenting the annual audited financial statements and interim financial statements on a quarterly basis to the shareholders, the Board is responsible to present a clear, balanced and understandable assessment of the Group's performance and position. The ARMC is entrusted to provide assistance to the Board in reviewing the Group's financial reporting process and accuracy of its financial results, and scrutinising information for disclosure to ensure accuracy, adequacy, completeness and compliance with the accounting standards.

The Board places great emphasis on the objectivity and independence of the external auditors. Through the ARMC, the Board maintains a transparent relationship with the external auditors in seeking professional advice on the internal control and ensuring compliance with the appropriate accounting standards. The ARMC is empowered to communicate directly with the external auditors to highlight any issues of concern at any point in time.

The ARMC ensures the External Audit function is independent of the activities it audits and reviews the contracts for the provision of non-audit services by the external auditors in order to make sure that it does not give rise to conflict of interests. The excluded contracts would include management consulting, internal audit and standard operating policies and procedures documentation.

For the FY2026, fees paid to the external auditors, Messrs Forvis Mazars PLT by the Company and the Group are stated in the table below:

Nature of Services	Group (RM)	Company (RM)
Total Audit fees	**235,000**	**58,000**
Non-Audit:		
Review of the Statement on Risk Management and Internal Control	15,000	-
Total Non-audit fees	**15,000**	**-**

The External Auditors have confirmed to the ARMC that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the independence criteria set out by the Malaysian Institute of Accountants.

Further information on the roles and responsibilities of the ARMC may be found in the Annual Report of the Company.

II. Risk Management and Internal Control Framework

The Board assumes ultimate responsibility for the effective management of risk across the Group, determining its risk appetite as well as ensuring that each business area implements appropriate internal controls. In order to achieve such objective, a risk management framework has been adopted by the Group. The Group's risk management systems are designed to manage and eliminate risks (where possible) to achieve business objectives and can only provide reasonable and not absolute assurance against material misstatement or loss.

The Board has delegated its responsibility for reviewing the effectiveness of the Group's systems of internal control to the ARMC. This covers all material controls including financial, operational, compliance and risk management systems. The ARMC is further supported by a number of sources of internal assurance within the Group in order to determine the adequacy and effectiveness of the framework.

The Group has outsourced the internal audit function as being the most cost effective means of implementing an internal audit function. The independent third-party service provider of the internal audit services for the FY2026, which reported directly to the ARMC as specified in the Terms of Reference of the ARMC. The Internal Auditor carries out is function in accordance with the approved annual Internal Audit Plan approved by the ARMC.

Further information may be found in the Statement on Risk Management and Internal Control and the Management Discussion and Analysis of this Annual Report.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(Cont'd)

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

I. Communication with stakeholders

The Board believes that stakeholders' communication is an essential requirement of the Group's sustainability. In view thereof, stakeholders are informed of all material business events and risks of the Group in a factual, timely and widely available manner. The Board has formalised a corporate disclosure policy and procedure not only to comply with the discourse requirements as stipulated in the Listing Requirements, but also sets out the persons authorised and responsible to approve and disclose material information to all stakeholders.

The Group has set up an investor relations program to facilitate effective two-way communication with investors and analyst to provide a greater understanding of the Group's vision, strategies, developments and financial prospects. A variety of engagement initiatives including direct meetings and dialogues with stakeholders are constantly conducted to learn about their needs enabling sustainability and growth of the Group.

The Group's financial performance, major corporate developments and other relevant information are promptly disseminated to shareholders and investors via announcements of its quarterly results, annual report, corporate announcements to Bursa Securities and press conferences. It is the Group's practice that any material information for public announcement, including annual, quarterly financial statements, press releases, and presentation to investors, analyst and media are factual and reviewed internally before issuance to ensure accuracy and is expressed in a clear and objective manner.

The Company's corporate website includes a dedicated Investor Relations section which provides all relevant information on the Group, including announcements to Bursa Securities, share price information as well as the corporate and governance structure of the Group. Stakeholders are also able to subscribe to e-mail alerts from the Group via the Investor Relation page.

II. Conduct of General Meetings

The AGM is the principal forum for dialogue with shareholders, allowing shareholders to review the Group's performance via the Company's Annual Report and pose questions to the Board for clarification. To ensure shareholders have sufficient time to go through the Annual Report, it is circulated at least twenty-eight (28) clear days before the date of the AGM. Shareholders are encouraged to vote on the proposed motions by appointing a proxy in the event they are unable to attend the meeting.

The Board also encourages participation from shareholders by having "question and answer" session during the AGM during which the Directors (inclusive of the Chairman of the ARMC, NC and RC) are available to provide meaningful response to questions raised by the shareholders.

In line with the Listing Requirements, the Company has implemented and will continue to implement poll voting for all proposed resolutions set out in the notice of any general meeting. An independent scrutineer will also be appointed to validate the votes cast at any general meeting of the Company.

AUDIT AND RISK MANAGEMENT COMMITTEE'S REPORT

OBJECTIVE

The purpose of establishing the Audit and Risk Management Committee ("**ARMC**" or "**the Committee**") is to assist the Board of Directors in discharging its responsibilities to safeguard the Company's assets, maintain adequate accounting records, develop and maintain effective systems of internal control with the overall objective of ensuring the Management creates and maintains an effective control environment in the Group. The Committee also provides a communication channel between the Board of Directors, Management, External Auditors and Internal Auditors.

COMPOSITION OF MEETING ATTENDANCE

The present ARMC members comprise of four (4) members, all of whom are Independent Non-Executive Directors.

During the financial year ended 31 March 2026 ("**FY2026**"), the ARMC held five (5) meetings and the records of the attendance of ARMC members are as follows:

Directors	Designation	Number of meetings attended	%
Goh Kok Wei [1]	Chairman	2/2	100%
Tan Wei Herng [2]	Member	2/2	100%
Chan Yit Wei [3]	Member	2/2	100%
Dr. Michele Adelene Sagan [4]	Member	2/2	100%

Note:
[1] Member of the Malaysian Institute of Accountants; Appointed as Chairman of the ARMC with effect from 19 September 2025.
[2] Appointed as member of the ARMC with effect from 19 September 2025.
[3] Appointed as member of the ARMC with effect from 12 September 2025.
[4] Appointed as member of the ARMC with effect from 22 September 2025.

TERMS OF REFERENCE

The scope of duties and responsibilities of the ARMC stated in the Terms of Reference ("**TOR**") is made available on the Company's website, website at www.systech.asia. The Board has reviewed and assessed the performance of the ARMC and is satisfied that the ARMC has discharged its functions, duties and responsibilities in accordance with its TOR.

SUMMARY OF ACTIVITIES OF THE ARMC

A brief summary and an overview of the activities of the ARMC in discharging their duties and responsibilities during the FY2026 are as follows:

a) Reviewed the unaudited quarterly financial results of the Company and its subsidiaries ("**the Group**") including the announcements pertaining thereto, before recommending to the Board for approval and release the results to Bursa Malaysia Securities Berhad ("**Bursa Securities**");

b) Reviewed with the External Auditors on their Audit Planning Memorandum for the FY2026;

c) Reviewed the Audited Financial Statements of the Group for the financial year ended 31 March 2025 ("**FY2025**") before recommending to the Board for approval and release of the results to Bursa Securities;

d) Reviewed and discussed with the External Auditors of their audit findings inclusive of system evaluation, audit fees, issues raised, audit recommendations and management's response to these recommendations;

e) Evaluated the performance of the External Auditors for the FY2025 covering areas such as calibre, quality processes, audit team, audit scope, audit communication, audit governance and independence and considered and recommended the re-appointment of the External Auditors;

AUDIT AND RISK MANAGEMENT COMMITTEE'S REPORT
(Cont'd)

SUMMARY OF ACTIVITIES OF THE ARMC (CONT'D)

A brief summary and an overview of the activities of the ARMC in discharging their duties and responsibilities during the FY2026 are as follows: (Cont'd)

f) Reviewed and approved the non-audit services provided/to be provided by the External Auditors and its affiliates to ensure the provision of the non-audit services does not impair their independence or objectivity as External Auditors of the Group and the Company;

g) Reviewed and assessed the adequacy of the scope and functions of the internal audit plan;

h) Reviewed the internal audit reports presented and considered the findings of internal audit through the review of the internal audit reports tabled and management responses thereof;

i) Reviewed and approved on the Internal Audit Planning for the FY2025 to ensure adequate scope and coverage of the activities of the Group and the Company which was prepared based on risk-based approach;

j) Evaluated the performance of Internal Audit Function;

k) Reviewed the effectiveness of the Group's system of internal control;

l) Reviewed the proposed fees for the External Auditors and Internal Auditors in respect of their audit of the Company and the Group;

m) Had private sessions with the External Auditors without the Management's presence to discuss other issues of concern, if any, arising from the audit;

n) Reviewed related party transactions and conflict of interest situation that may arise within the Group and/or the Company, to ensure that transactions entered into were on arm's length basis and on normal commercial terms;

o) Reviewed the Company's compliance with the ACE Market Listing Requirements, applicable Approved Accounting Standards and other relevant legal and regulatory requirements;

p) Report to the Board on its activities and significant findings and results; and

q) Reviewed the ARMC Report, Statement on Directors' Responsibility in relation to the Audited Financial Statements, Statement on Risk Management and Internal Control before recommending to the Board for approval and inclusion in the Annual Report.

INTERNAL AUDIT FUNCTION

The internal audit function is designed based on a risk-based approach to evaluate and enhance the Group's risk management, controls and governance processes to assist the Senior Management in achieving its corporate goals.

During the FY2026, the internal audit function of the Group is outsourced to an independent internal audit professional firm, BDO Governance Advisory Sdn. Bhd. ("**BDO**"), which reports directly to the ARMC and assists the Board in monitoring and managing risks and internal controls. The ARMC is satisfied that BDO's independence have been maintained as adequate measures are in place. The ARMC is contented that BDO has sufficient resources and is able to access information to undertake its duties effectively.

The internal audit reviews were conducted during the financial year in accordance with the approved internal audit plan which covered the adequacy and effectiveness of the operational controls in mitigating risks, compliance with established policies and procedures, authority limits and applicable laws. The results of the reviews were formally reported to the ARMC and in this regard, Senior Management has taken note of the findings and duly acted upon the recommendations made by BDO. The internal audit reviews did not reveal any significant weaknesses and consequential provides reasonable assurance on the effectiveness of the Group's systems of internal control and the adequacy of these systems to mitigate business risks and to safeguard the Group's assets and resources.

The total cost incurred for the internal audit function for the financial year under review was approximately RM22,000. Further details of the internal audit function are set out in the Risk Management and Internal Control Statement of the Annual Report.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTRODUCTION

The Board of Directors ("**the Board**") is pleased to provide the following Statement on Risk Management and Internal Control pursuant to Rule 15.26(b) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad and the Malaysian Code on Corporate Governance with guidance from the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers ("**the Guidelines**").

RESPONSIBILITIES

The Board recognises the importance of good risk management practices and sound internal controls as a platform to good corporate governance. The Board acknowledges its responsibility for maintaining a sound risk management framework and internal control system, and ensuring its adequacy and effectiveness.

Due to inherent limitations in any risk management and internal control system, such system put into effect by management are designed to manage rather than eliminate all the risks that may impede the achievement of Systech Bhd. and its subsidiaries (collectively referred to the as the "**Group**") business objectives, and as such, it can only provide reasonable but not absolute assurance against material misstatement, loss or fraud.

The Board through its Audit and Risk Management Committee ("**ARMC**") has established an ongoing process for identifying, evaluating and managing the significant risks faced by the Group and this process includes enhancing the risk management and internal control system as and when there are changes to the business environment and regulatory requirements. The process is reviewed by the Board and the ARMC on a periodic basis.

Management assists the Board in the implementation of the Board's policies and procedures on risk and control by identifying and assessing the risks faced by the Group, and in the design and operation of suitable internal controls to mitigate these risks identified.

The Board is of the view that the risk management and internal control system in place for the period under review and up to the date of issuance of the annual report is adequate and effective to safeguard the shareholders' investment, the interests of customers, regulators, employees and the Group's assets.

RISK MANAGEMENT FRAMEWORK

Risk management is firmly embedded in the Group's management system as the Board firmly believes that risk management is critical for the Group's sustainability and the enhancement of shareholder value.

The key steps in the risk management process are outlined on the following and provide a structured approach to identifying, assessing, and managing risks.

- Risk Governance & Context

  Defines strategic objectives, risk appetite, and the operating environment within which risks are managed.

- Risk Identification

  Systematic identification of internal and external risks that may affect the achievement of strategic and operational objectives.

- Risk Assessment

  Evaluation of risk likelihood and impact, taking account of existing controls and mitigation measures.

- Risk Prioritisation

  Comparison of assessed risks against defined thresholds to determine relative significance and management focus.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (Cont'd)

RISK MANAGEMENT FRAMEWORK (CONT'D)

The key steps in the risk management process are outlined on the following and provide a structured approach to identifying, assessing, and managing risks. (Cont'd)

- Risk Appetite

  The Board has determined that the Group maintains a moderate risk appetite in pursuit of its strategic and operational objectives. The Group has low tolerance for risks that may result in regulatory non-compliance, health and safety incidents, ethical breaches, or material damage to its reputation, and such risks are generally avoided or reduced to acceptable levels. A measured level of risk is accepted in areas relating to operational execution, project delivery, talent management, and market dynamics where risks are inherent to the business and are managed through established controls and oversight mechanisms. Financial risks are managed conservatively, with emphasis on liquidity preservation, credit discipline, and cost control. Risks assessed as high or critical under the Group's risk assessment matrix require immediate Senior Management attention and Board oversight, while risks within medium and low thresholds are managed through routine controls and continuous improvement processes.

- Risk Response

  Implementation of proportionate actions to mitigate, manage, transfer, or accept risk exposures.

- Monitoring, Reporting & Assurance

  Ongoing monitoring of risk outcomes, effectiveness of controls, and reporting through established governance structures.

Key management staff and Heads of Department are delegated with the responsibility to manage identified risks within defined parameters and standards.

Periodic Management Meetings which are attended by the Department Heads and key management staff are held to:

- communicate the vision, roles and direction of the Group and priorities to all the employees and key stakeholders;

- identify, assess and evaluate the key risks of the Group that affect its goals and objectives for the year under review; and

- propose the appropriate mitigating controls and the significant risks that affect the Group's strategic and business plans, if any, to the Board at their scheduled meetings.

The key management staff meets regularly to review the risks faced by the Group and ensure that the existing mitigation actions are adequate. Risks identified are prioritised in terms of likelihood of occurrence and its impact on the achievement of the Group's business objectives.

INTERNAL CONTROL SYSTEM

The key elements of the internal control system that provide effective governance and oversight of internal control are described as follows:

(i) A well-defined organisational structure with clear lines of accountability and responsibilities provides a sound framework within the organisation in facilitating check and balance for proper decision making at the appropriate authority levels of management including matters that require the Board's approval.

(ii) A documented delegation of authority that sets out decisions that need to be taken and the appropriate levels of management involved including matters that require the Board's approval.

(iii) The Board and ARMC meet at least once on a quarterly basis to review and deliberate on the unaudited quarterly financial reports, annual financial statements, internal audit reports and etc. Discussions with management were held to deliberate on the actions that are required to be taken to address internal control issues identified.

(iv) Internal policies and procedures had been established for key business units within the Group.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (Cont'd)

INTERNAL AUDIT FUNCTION

The Group had appointed an independent professional firm, BDO Governance Advisory Sdn. Bhd. ("**BDO**") to assist the Board and ARMC in performing regular and systematic review and provide independent assessment on the adequacy, efficiency and effectiveness of the Group's risk management and internal control system. BDO is free from any relationship or conflict of interest, which may impair their objectivity and independence of the internal audit function.

The total costs incurred in respect of the outsourced of internal audit functions for the financial year ended 31 March 2026 ("**FY2026**") was RM22,000.

During the FY2026, internal audit visits were carried out and the findings of the internal audit, including the recommended corrective actions, were presented directly to the ARMC.

In addition, follow up review will be conducted to ensure that corrective actions have been implemented on a timely manner. Based on the internal audit review conducted, none of the weaknesses noted have resulted in any material losses, contingencies or uncertainties that would require a separate disclosure in this Annual Report.

REVIEW OF EFFECTIVENESS

The Board, with the assistance of the ARMC, has reviewed the adequacy and effectiveness of the Group's risk management and internal control systems for FY2026. Based on the reviews performed, including reports from management and the Internal Audit function, the Board is of the view that the Group's risk management and internal control systems were adequate and effective throughout the financial year under review.

The Board acknowledges that these systems are designed to manage risks within acceptable levels and are subject to inherent limitations. The Board remains committed to continuous improvement to address emerging risks and changes in the operating environment. In the course of its operations, the Group is exposed to risks associated with governance and compliance, project execution, including potential delays, scope changes, and customer-related disruptions that may impact project timelines, revenue recognition, and cash flow.

To mitigate such risks, the Group has implemented various measures, including:

- Regulatory compliance

  The Group keeps abreast of the changes and regularly seeks updates to the regulatory requirements that affect the Group's operations and necessary steps are taken to achieve compliance with the regulations as well as to assess and monitor the impact of such changes.

  For this purpose, discussions are held with consultants, contractors, and lawyers on compliance and regulatory matters. Apart from that, training is provided to staff by internal and external parties to keep them abreast of changes in laws, regulations and standards. The responsibilities for regulatory compliances are cascaded to relevant Heads of Departments to achieve compliance and reporting.

- Health, Safety and Environmental

  Ongoing monitoring, combined with internal and external training ensures staff competence, reinforce adherence to procedures, and strengthens safety culture. Lessons from audits and regulatory reviews are applied to drive continuous improvement.

- Robust Project Planning and Execution

  Implementing comprehensive project scheduling with clearly defined milestones and deliverables, backed by contract with customers. This includes resource allocation plans, critical path analysis, and regular progress monitoring to proactively identify and address potential delays.

- Technology Risk

  The Group continuously monitors developments in technology to ensure that its products, services and operational capabilities remain relevant and secure. This includes regular reviews of technology infrastructure, system performance, cybersecurity controls and technology investment priorities. Management also evaluates emerging technology risks and opportunities to support business growth while maintaining operational resilience.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL
(Cont'd)

REVIEW OF EFFECTIVENESS (CONT'D)

To mitigate such risks, the Group has implemented various measures, including: (Cont'd)

- Digital Disruption and Artificial Intelligence ("AI")

  The Group recognises the increasing pace of digital transformation and the growing adoption of artificial intelligence technologies across industries. To remain competitive, the Group continuously evaluates emerging digital trends, explores opportunities to enhance its products and services through innovation, and invests in technology capabilities and workforce development. Management regularly assesses the potential impact of technological changes on the Group's business model, operations and customer requirements.

- Market Changes and Competition

  The Group operates in a dynamic business environment where changes in customer preferences, industry trends, economic conditions and competitive pressures may affect business performance. To address these challenges, Management regularly monitors market developments, customer requirements and competitor activities, while reviewing business strategies and service offerings to ensure continued relevance and competitiveness.

- Business Continuity

  The Group recognises the importance of maintaining business continuity and operational resilience in the event of unforeseen disruptions. Key operational processes are monitored regularly and contingency measures are established to minimise disruptions to critical business functions. Management continues to review and strengthen operational readiness to respond effectively to incidents that may affect the Group's people, systems, facilities or service delivery.

REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

The External Auditors had reviewed this Statement on Risk Management and Internal Control for inclusion in this Annual Report and 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 process adopted by the Board in reviewing the adequacy and integrity of the system of internal control.

CONCLUSION

Based on the review of the risk management process and internal control system, the results of the internal audit activities, the monitoring and review mechanism stipulated and with the assurance provided by the Executive Directors, the Board believes that, in the absence of any evidence to the contrary, the risk management process and internal control system are satisfactory and have not resulted in any material losses, contingencies or uncertainties that would require disclosure in the Group's annual report throughout the financial year and up to and as of the date of this report.

The Board continues to take pertinent measures to sustain and, where required, improve the Group's risk management and internal control systems in meeting the Group's strategic objectives. The Board is committed to maintain an effective risk management and internal control systems throughout the Group and, where necessary, putting in place appropriate plans to further enhance the Group's systems of internal control.

This statement is made in accordance with a resolution of the Board of Directors dated 31 July 2026.

SUSTAINABILITY STATEMENT

INTRODUCTION

At Systech Bhd. and its subsidiaries (“**Systech**” or “**the Group**”), sustainability is an integral part of our long-term value creation and business resilience. As a technology-driven organisation, we recognise our responsibility to operate in a manner that balances economic performance with environmental stewardship, social impact, and sound governance practices.

We are committed to embedding Environmental, Social and Governance (“**ESG**”) principles across our operations and decision-making processes. This commitment supports our efforts to strengthen risk management, identify emerging opportunities, pursue sustainable growth and create long-term value for our stakeholders, including shareholders, customers, employees, and the broader community.

This Sustainability Statement outlines the Group’s sustainability framework, key initiatives, and performance for the financial year ended 31 March 2026 (“**FY2026**”). It has been prepared in accordance with the Sustainability Reporting Guide (3rd Edition) issued by Bursa Malaysia Securities Berhad (“**Bursa Securities**”). Through this disclosure, we aim to provide transparent and balanced insights into our sustainability journey while demonstrating our accountability and ongoing efforts to enhance our ESG practices.

As we continue to evolve, Systech remains focused on strengthening our sustainability governance, refining our strategies, and building a resilient organisation that is better positioned to respond to an increasingly dynamic operating environment.

SUSTAINABILITY GOVERNANCE STRUCTURE

The Group adopts a structured and accountable approach to sustainability governance to support the integration of ESG considerations into its business strategy, decision-making processes, and day-to-day operations. This governance framework supports the implementation of the Group’s Sustainability Policy and reinforces clear roles, responsibilities and accountability across the organisation. It also supports the consistent implementation of sustainability initiatives across the Group and enables the Board and Management to monitor the Group’s sustainability performance against its sustainability priorities and objectives.

Oversight of the Group’s sustainability agenda is led by the Board of Directors (“**Board**”), while Senior Management is responsible for executing the sustainability strategy and monitoring ESG performance across the Group. Senior Management reports to the Board on material sustainability matters, the implementation of sustainability initiatives and the Group’s sustainability performance to facilitate the Board’s oversight responsibilities.

Board of Directors

The Board provides overall oversight and strategic direction on sustainability matters. It is responsible for ensuring that ESG considerations are embedded into the Group’s long-term strategy and that sustainability priorities are aligned with the Group’s business objectives. The Board’s key responsibilities include:

- Establishing the Group’s sustainability vision, direction and strategic priorities;
- Overseeing the identification and management of material ESG risks and opportunities;
- Reviewing and approving sustainability-related policies, initiatives and disclosures; and
- Monitoring the Group’s sustainability performance and progress against its sustainability priorities, objectives and targets.

SUSTAINABILITY STATEMENT
(Cont'd)

SUSTAINABILITY GOVERNANCE STRUCTURE (CONT'D)

Senior Management

Senior Management supports the Board by translating the Group's sustainability strategy into actionable plans and integrating ESG considerations into operational processes. It plays a critical role in implementing sustainability initiatives, driving ESG performance and monitoring the Group's sustainability performance to ensure that initiatives are implemented effectively across the organisation. Its key responsibilities include:

- Implementing sustainability initiatives and driving ESG performance across the Group;
- Ensuring compliance with applicable laws, regulations, and sustainability-related requirements;
- Identifying, assessing, and managing material sustainability risks and opportunities; and
- Promoting stakeholder engagement and cultivating a sustainability-focused culture throughout the organisation.

Policies in Effect

The Group's sustainability and corporate governance framework is supported by a comprehensive set of policies and governance documents that promote ethical conduct, accountability, transparency and responsible business practices. These policies and governance documents establish the standards and principles that guide the Group's governance practices, risk management, ethical conduct and sustainability commitments across the organisation.

Policy / Governance Document	Purpose
Sustainability Policy	Sets out the Group's commitment to integrating sustainability considerations into its business operations and decision-making processes and provides the framework for implementing ESG initiatives across the Group.
Anti-Bribery and Anti-Corruption Policy and Procedure	Reinforces the Group's zero-tolerance stance towards bribery and corruption, and outlines measures to prevent, detect and address such misconduct.
Code of Conduct and Code of Ethics	Establishes the standards of ethical behaviour and professional conduct expected of directors and employees in the course of their duties.
Whistleblowing Policy	Provides a secure and confidential channel for reporting suspected misconduct, unethical practices, or violations of the Group's policies.
Board Charter	Defines the roles, responsibilities, and authority of the Board, and outlines its governance framework.
Directors' Fit and Proper Policy	Ensures that members of the Board possess the required competencies, integrity, and experience to effectively discharge their responsibilities.
Directors' Assessment Policy	Provides the framework for evaluating Board effectiveness, performance, and overall governance practices.
Directors and Senior Management's Remuneration Policy	Establishes a fair, transparent, and structured framework for remuneration practices aligned with performance and market standards.
Succession Planning Policy	Supports leadership continuity through structured succession planning and talent development initiatives.
Diversity Policy	Promotes diversity and inclusion within the Board and workforce to enhance decision-making and organisational effectiveness.
Corporate Disclosure Policies and Procedures	Ensures the timely, accurate, and transparent disclosure of material information to stakeholders and the public.
Insider Dealing Policy	Prevents the misuse of material non-public information and promotes compliance with applicable securities laws.
External Auditors' Assessment Policy	Supports the independence, objectivity, and effectiveness of the external audit function.
Terms of Reference of the Audit and Risk Management Committee	Defines oversight responsibilities for risk management, internal controls and financial reporting.

SUSTAINABILITY GOVERNANCE STRUCTURE (CONT'D)

Policies in Effect (Cont'd)

Policy / Governance Document	Purpose
Terms of Reference of the Nomination Committee	Govern matters relating to Board composition, nomination, appointment and succession planning.
Terms of Reference of the Remuneration Committee	Sets out the responsibilities for reviewing and recommending remuneration policies and practices for Directors and Senior Management.
Conflict of Interest Policy	Promotes integrity, transparency and impartial decision-making by preventing personal interests from influencing business decisions.
Limit of Authority	Establishes clear approval authorities and accountability to ensure decisions and transactions are authorised in accordance with the Group's governance and internal control policies.

The Board and Management review these policies and governance documents annually to ensure their continued relevance, adequacy and effectiveness in supporting the Group's governance framework and sustainability objectives.

The Group's key governance policies and documents are publicly accessible on the Group's corporate website at: www.systech.asia.

STATEMENT OF ASSURANCE

This Sustainability Statement has not been subject to independent external assurance by an external assurance provider. Certain sustainability metrics disclosed in this Sustainability Statement are subject to internal review and verification by Senior Management as part of the Group's internal reporting and governance processes. The Group remains committed to continuously enhancing the quality, reliability and transparency of its sustainability reporting and will consider obtaining independent external assurance as its sustainability reporting practices continue to mature.

STAKEHOLDER ENGAGEMENT

The Group recognises that effective and meaningful stakeholder engagement is essential to understanding stakeholder expectations, identifying material sustainability matters and creating long-term value. Through structured and ongoing engagement with its key stakeholder groups, the Group obtains valuable feedback and insights that support its business planning, operational improvements and sustainability initiatives. This enables the Group to proactively respond to emerging risks and opportunities, strengthen stakeholder relationships, support informed decision-making and enhance its sustainability performance. Stakeholder feedback also serves as an important input in identifying and prioritising the Group's material sustainability matters and supports the continuous enhancement of its sustainability strategy and business practices.

SUSTAINABILITY STATEMENT
(Cont'd)

STAKEHOLDER ENGAGEMENT (CONT'D)

The Group engages with its key stakeholder groups through various communication channels as summarised below:

Stakeholder Group	Engagement Focus	Engagement Method	Key Outcomes
Shareholders, Investors and Analysts	• Financial and operational performance • Profitability and growth • Strategic direction • Corporate governance • Sustainability and ESG performance	• Annual General Meeting • Quarterly Financial Results • Annual Report • Bursa announcements • Corporate website • Investor engagements	• Timely and transparent disclosures • Strengthened investor confidence and stakeholder relationships • Alignment with strategic objectives and long-term value creation • Compliance with Bursa Securities and applicable reporting requirements
Customers	• Product and service quality • Customer satisfaction • User experience • Value creation • Innovation and digital solutions • After-sales support	• Customer meetings • Direct feedback channels • Marketing and promotional activities • Customer support engagements	• Strengthened customer relationships across domestic and international markets • Enhanced customer satisfaction and service delivery • Expanded customer base and business opportunities • Continuous improvement of products and solutions
Employees	• Job satisfaction and wellbeing • Employee benefits • Career development and training • Talent attraction and retention • Diversity and inclusion • Workplace health and safety	• Employee handbook • Performance appraisals • Management meetings • Training and development programs • Employee engagement activities	• Improved employee engagement and productivity • Enhanced talent development and retention • Positive workplace culture and collaboration • Valuable employee feedback for continuous improvement
Suppliers and Business Partners	• Product and service quality • Competitive pricing • Ethical business practices • Strategic partnerships • Technology and innovation collaboration	• Business meetings • Supplier evaluations • Industry exhibitions • Corporate events and seminars	• Strengthened strategic partnerships • Expanded solution offerings and service capabilities • Improved operational efficiency and innovation opportunities • Enhanced value delivered to customers
Regulators, Government Authorities and Industry Bodies	• Regulatory compliance • Corporate governance • Data protection and cybersecurity requirements • Industry developments • Sustainability-related regulations	• Regulatory submissions • Industry engagements • Corporate announcements • Meetings and consultations	• Compliance with applicable laws and regulations • Improved governance and risk management practices • Strengthened regulatory relationships and industry alignment
Communities	• Community wellbeing • Education and digital literacy • Corporate citizenship • Social contribution • Reputation and brand value	• Community engagement programs • Charitable initiatives • Educational support activities • Volunteer programs	• Positive social impact and community development • Enhanced corporate reputation and stakeholder trust • Increased community engagement and awareness of the Group's initiatives

SUSTAINABILITY STATEMENT
(Cont'd)

STAKEHOLDER ENGAGEMENT (CONT'D)

The Group considers stakeholder feedback as an important input in its sustainability management process. Insights obtained through stakeholder engagements support the identification, assessment and prioritisation of material sustainability matters, including business ethics, corporate governance, cybersecurity, talent development, employee wellbeing, customer satisfaction and sustainable business growth. These insights are considered in the Group's strategic planning, risk management and operational decision-making processes as part of its commitment to creating sustainable long-term value.

MATERIAL SUSTAINABILITY FACTORS

The Group has identified several material sustainability factors that have the greatest impact on its business, stakeholders and long-term value creation. These factors were identified through continuous stakeholder engagement, assessment of the Group's business priorities and consideration of the Group's operating environment, industry developments, regulatory considerations and the potential impact on the Group's long-term business sustainability.

ECONOMICS

As a technology-driven organisation, the Group remains committed to creating long-term sustainable value through continuous innovation, digital transformation and strategic business expansion. Recognising the rapid evolution of the digital economy, the Group continues to strengthen its capabilities in Artificial Intelligence ("**AI**"), cloud computing, digital infrastructure and emerging technologies to enhance competitiveness, create new business opportunities and deliver sustainable value to stakeholders.

During FY2026, the Group undertook a series of strategic initiatives to strengthen its technology ecosystem, expand strategic collaborations and accelerate the adoption of innovative digital solutions. These initiatives not only enhance the Group's operational capabilities and market positioning but also support Malaysia's digital transformation agenda by promoting innovation, attracting technology investments and supporting sustainable economic growth.

The following key initiatives demonstrate the Group's commitment to innovation, strategic collaboration and sustainable long-term value creation.

Key Economic Sustainability Highlights

Strategic Cooperation Memorandum with Beijing Daxing International Business Service Co., Ltd. and Permodalan Kedah Berhad (14 April 2025)

The Group commenced its international digital expansion strategy by formalising a Strategic Cooperation Memorandum with Beijing Daxing International Business Service Co., Ltd. and Permodalan Kedah Berhad to strengthen cross-border collaboration between Malaysia and China.

The collaboration establishes a foundation for technology exchange, digital innovation and international market connectivity, while supporting Malaysia's aspiration to become a regional digital hub. It also creates opportunities to attract technology investments, strengthen digital infrastructure and accelerate the adoption of AI-driven solutions within strategic industrial zones, including Kulim Hi-Tech Park.

SUSTAINABILITY STATEMENT
(Cont'd)

ECONOMICS (CONT'D)

Key Economic Sustainability Highlight (Cont'd)

Master Service Agreement with Tujuh Warisan Sdn. Bhd. (31 October 2025)

Building on this strategic foundation, the Group strengthened its technological capabilities through a Master Service Agreement with Tujuh Warisan Sdn. Bhd. to deliver technology infrastructure, including AI, Graphics Processing Units-as-a-Service ("**GPUaaS**") and Internet of Things ("**IoT**") solutions.

The agreement expands the Group's technology infrastructure capabilities and supports the delivery of scalable, high-performance computing and AI-enabled solutions for enterprise customers. It also strengthens the Group's transition towards recurring service-based revenue streams while supporting customers' digital transformation initiatives.

Strategic Collaboration with Applied Business Systems Sdn. Bhd., an indirect wholly-owned subsidiary of Microlink Solutions Berhad (6 November 2025)

Following the enhancement of its technology capabilities, the Group entered into a strategic collaboration with Applied Business Systems Sdn. Bhd. to deliver enterprise-scale GPUaaS and AI compute solutions, accelerating Malaysia's journey towards AI-driven innovation and digital transformation.

The collaboration enables organisations to access enterprise-grade AI computing infrastructure through scalable technology infrastructure solutions without significant upfront capital investment, accelerating AI adoption across multiple industries. By combining infrastructure expertise with advanced technology solutions, the initiative further strengthens the Group's position as a provider of innovative digital infrastructure and AI-enabled services.

Strategic Engagement with Global Technology Leaders

Complementing these strategic initiatives, the Group further strengthened its international technology ecosystem through a strategic engagement with Supermicro Computer Inc Taiwan at its headquarters in San Jose, California.

The engagement provided valuable insights into technology infrastructure, high-performance computing and emerging technologies, enabling the Group to remain aligned with global technology trends while reinforcing its commitment to innovation, digital infrastructure development and long-term sustainable growth.

SUSTAINABILITY STATEMENT
(Cont'd)

ECONOMICS (CONT'D)

Key Economic Sustainability Highlight (Cont'd)

Leadership and Industry Recognition

The Group's continued commitment to innovation, technology excellence and sustainable business growth was recognised during the financial year through achievements at both the corporate and leadership levels. These recognitions reflect the Group's ability to leverage technology, foster innovation and deliver value-added solutions, while reinforcing its reputation as a trusted digital transformation partner within Malaysia's rapidly evolving technology landscape.

- **Corporate Recognition**

  Under the leadership of Dr. Low Min Yew, the Group received the Best Use of Technology Gold Award (Above RM25 Million Category) at the Star Outstanding Business Awards ("**SOBA**") 2025. The award recognises organisations that demonstrate excellence in leveraging technology to drive innovation, enhance business performance, achieve operational excellence and deliver sustainable value to customers. This achievement underscores the Group's continued investment in digital innovation, advanced technology solutions and its commitment to creating long-term value for stakeholders.

- **Leadership Recognition**

  Dato' Ong Theng Soon, Chairman of Systech Bhd., was honoured with The 100 Most Influential Young Entrepreneurs 2025 award in recognition of his outstanding entrepreneurial achievements, strategic leadership and contributions to the business community. The recognition reflects his vision in steering the Group's long-term growth strategy while reinforcing its commitment to innovation, corporate excellence and sustainable value creation.

  In addition, Dr. Low Min Yew was recognised as a Top Nominee in the Technology Entrepreneur category of the EY Entrepreneur Of The Year™ Malaysia 2025 program. The recognition acknowledges his visionary leadership, entrepreneurial excellence and dedication to driving innovation, digital transformation and technology-led business growth, while reflecting the Group's emphasis on cultivating strong leadership capabilities to support long-term organisational success.

Collectively, these achievements reaffirm the Group's commitment to innovation, visionary leadership and sustainable business growth while strengthening its reputation as a trusted technology and digital transformation partner. They further demonstrate the Group's continued focus on developing future-ready leadership, enhancing its competitive position and contributing meaningfully to Malaysia's digital economy.

SUSTAINABILITY STATEMENT
(Cont'd)

ECONOMICS (CONT'D)

Key Economic Sustainability Highlight (Cont'd)

Customer Satisfaction and Service Excellence

Customer satisfaction is central to the Group's long-term success and sustainability. As a provider of digital transformation, enterprise solutions, cybersecurity, technology infrastructure and emerging technology services, the Group recognises that customer trust, service reliability and solution effectiveness are critical to building strong and enduring business relationships.

The Group adopts a customer-centric approach by actively engaging with customers to better understand their evolving needs, expectations and business challenges. Insights gathered through ongoing interactions, service reviews and project engagements are systematically incorporated into efforts to enhance service delivery, refine solution offerings, and elevate the overall customer experience.

To uphold high standards of service excellence, the Group is committed to delivering reliable and innovative technology solutions, responsive customer support and effective project execution.

During FY2026, the Group further strengthened its long-term relationships with customers through their continued engagement of the Group's technology solutions and services. This ongoing support reflects customers' confidence in the Group's technological capabilities, service quality and commitment to delivering value. The Group remains focused on providing reliable services, responsive support and innovative digital solutions to foster customer loyalty and sustainable business growth.

The Group's customer-centric approach, together with the successful execution of its strategic initiatives and continued investment in innovation, digital transformation and strategic collaboration, has strengthened its market position and contributed positively to its financial performance during FY2026.

FOCUS AREA	MANAGEMENT APPROACH
Customer Engagement	We maintain regular engagement with customers through meetings, surveys, feedback channels and project reviews to understand their evolving needs, expectations and business challenges.
Service Quality	We continuously monitor service delivery performance and project implementation to ensure solutions are delivered on time, meet agreed standards and address customer requirements effectively.
Innovation	We enhance our products, services and solutions through ongoing innovation, adoption of emerging technologies and incorporating customer feedback to deliver greater value.
Customer Support	We provide responsive and reliable technical support and after-sales services to ensure timely resolution of issues and a positive customer experience.

For FY2026, the Group recorded revenue of RM335.259 million from continuing operations, representing a substantial increase of RM293.415 million from RM41.844 million in the preceding financial year. The strong growth was primarily driven by revenue generated from newly secured contracts, particularly in AI Infrastructure & Computing Solutions, continued organic business growth and higher recurring income from subscription, maintenance and solution implementation services. Building on its strong revenue growth, the Group remains committed to further improving its profitability by enhancing operational efficiency, expanding its portfolio of recurring revenue streams and strengthening its financial performance through continued business growth and operational excellence, with the objective of achieving sustainable profitability.

ECONOMICS (CONT'D)

Key Economic Sustainability Highlight (Cont'd)

Customer Satisfaction and Service Excellence (Cont'd)

The Group also recorded an improvement in profit before tax, reflecting the successful execution of its growth strategy, increased revenue contributions from new business opportunities and the continued expansion of its technology solutions portfolio. Supported by its strengthened financial position, the Group remains well positioned to pursue future growth opportunities, enhance its digital capabilities and create sustainable long-term value for its shareholders and stakeholders.

Moving forward, the Group will continue to enhance the customer experience by leveraging innovation, strengthening its service capabilities and delivering technology solutions that create long-term value for customers and stakeholders. Through continuous innovation, service enhancement and close collaboration with customers, the Group aims to strengthen customer confidence, foster long-term partnerships and support sustainable business growth.

Further details of the Group's financial performance are set out in the Management Discussion and Analysis section of this Annual Report.

ENVIRONMENTAL

The Group is committed to minimising its environmental footprint by integrating sustainable practices across its operations. Recognising the importance of environmental stewardship, the Group continuously promotes responsible resource management, operational efficiency and environmental awareness as part of its broader sustainability strategy.

As a technology-driven organisation with primarily office-based operations, the Group's environmental initiatives focus on improving resource efficiency, reducing waste generation and encouraging responsible environmental practices. During the financial year, the Group identified Energy Management and Water Management as its key environmental priorities, while continuing to leverage digital technologies to support paperless operations and sustainable business practices.

- **Energy Management**

  The Group promotes responsible energy consumption across its office locations through the efficient use of lighting, air-conditioning systems and office equipment. Employees are encouraged to adopt energy-saving practices, including switching off lights and electrical appliances when not in use, optimising air-conditioning settings and reducing unnecessary electricity consumption.

  These initiatives contribute to improving operational efficiency, reducing resource consumption and fostering a culture of environmental responsibility throughout the organisation.

  During FY2026, the Group's energy consumption was as follows:

Energy Consumption	Unit	FY2026
Electricity	GJ	77

  The Group will continue to monitor its electricity consumption to establish performance trends and identify opportunities to further improve energy efficiency.

- **Water Management**

  The Group recognises the importance of responsible water consumption and encourages employees to use water responsibly in their daily operations. Although the Group's office-based activities do not involve significant water usage, water conservation remains an important component of its environmental stewardship initiatives.

  The Group continues to monitor its water consumption to promote efficient resource utilisation and identify opportunities for further improvement.

SUSTAINABILITY STATEMENT
(Cont'd)

ENVIRONMENTAL (CONT'D)

- **Water Management (Cont'd)**

  During FY2026, the Group's water consumption was as follows:

Water Consumption	Unit	FY2026
Water Consumption	m^3	112

  Moving forward, the Group will continue to promote water conservation awareness among employees while monitoring consumption trends to support more efficient use of natural resources.

- **Digitalisation & Paperless Operations**

  As a technology-driven organisation, the Group continues to leverage digital platforms, cloud-based collaboration tools, electronic documentation and digital approval workflows to reduce reliance on paper-based processes. These initiatives enhance operational efficiency while supporting resource conservation and reducing paper consumption across the organisation.

- **Technology for Sustainable Development**

  Beyond its own operations, the Group contributes to environmental sustainability through the innovative digital solutions it delivers to customers. By providing AI, cloud computing, digital transformation and automation solutions, the Group enables businesses to improve operational efficiency, streamline operations, optimise resource utilisation and reduce reliance on manual and paper-intensive processes.

  The Group believes that technology plays an important role in supporting sustainable development by enabling organisations to improve operational efficiency while reducing resource consumption and environmental impact.

  The Group remains committed to continuously enhancing its environmental performance through responsible resource management, digital innovation and employee awareness. Looking ahead, the Group will continue to strengthen its environmental stewardship through responsible resource management, greater operational efficiency and digital innovation while identifying opportunities to further reduce its environmental footprint.

SOCIAL

The Group believes continuous talent development is critical to sustaining long-term business growth. We are committed to fostering a safe, inclusive and engaging workplace that supports employee well-being, continuous development and ethical business practices. Through our people-centric initiatives, we strive to attract, develop and retain talent while creating long-term value for our employees, customers and communities.

- **Health & Safety**

  The Group places strong emphasis on health, safety, and well-being of its employees. We are committed to fostering a safe, healthy, and inclusive workplace that supports employee welfare, productivity, and professional growth. Through proactive engagement and workplace initiatives, the Group strives to cultivate a positive organisational culture where employees feel valued, supported, and empowered.

  During FY2026, the Group did not record any workplace accidents or work-related fatalities during the financial year. The Group remains committed to maintaining a safe working environment by continuously promoting workplace safety awareness and encouraging employees to observe safe work practices.

- **Safety Protocols and Equipment**

  The Group upholds workplace safety standards through regular inspections, preventive maintenance of office equipment, and the implementation of ergonomic practices. These measures are designed to minimise potential hazards and provide a safe and conducive working environment for all employees.

SUSTAINABILITY STATEMENT
(Cont'd)

SOCIAL (CONT'D)

- **Emergency Preparedness**

  The Group participates in periodic fire drills and emergency response exercises organised by the building management to enhance employee awareness and preparedness. These initiatives help ensure employees are familiar with evacuation procedures and appropriate safety measures in the event of an emergency.

- **Health and Wellness Support**

  The Group promotes employee well-being through access to first aid facilities, health awareness programmes, and initiatives that encourage both physical and mental wellness. Recognising the importance of a healthy workforce, the Group continues to support programmes that contribute to employees' overall well-being.

- **Employee Involvement**

  Open communication and employee participation are integral to fostering a positive and inclusive workplace culture. Employees are encouraged to raise concerns, provide feedback and share suggestions through established communication channels. The Group values employees' views and is committed to addressing feedback in a timely, constructive and transparent manner. Regular engagement with employees enables the Group to continuously review and enhance its workplace practices, ensuring they remain effective and responsive to evolving organisational needs.

  The Group recognises that employee well-being is fundamental to maintaining a productive, engaged and resilient workforce. To support this, the Group promotes a supportive working environment by recognising employee contributions, encouraging collaboration and organising engagement activities that strengthen teamwork and workplace relationships. During the financial year, the Group conducted three key employee engagement programmes, comprising the Chinese New Year Dinner, Berbuka Puasa gathering and festive celebration activities, aimed at strengthening employee engagement, teamwork and workplace relationships. Through continuous employee engagement and open communication, the Group aims to enhance employee morale, strengthen collaboration and support the long-term retention of talent while cultivating a positive and inclusive workplace culture.

Promoting inclusivity, appreciation and stronger workplace relationships through cultural celebrations and employee engagement activities.

SUSTAINABILITY STATEMENT
(Cont'd)

SOCIAL (CONT'D)

- **Attractive Compensation and Benefits**

  The Group provides employees with competitive remuneration and benefits that are benchmarked against market practices to attract, motivate and retain talented individuals. Employee benefits include statutory contributions, annual leave, medical benefits, performance-based incentives and other welfare initiatives designed to support employee well-being, work-life balance and long-term retention. By offering a competitive and comprehensive rewards framework, the Group aims to foster employee satisfaction, strengthen workforce stability and create a positive working environment where employees can perform at their best.

- **Talent Management & Development**

  The Group recognises that its people are fundamental to achieving long-term success and sustainable growth. As a technology-driven organisation operating in a rapidly evolving digital landscape, the Group is committed to attracting, developing and retaining a high-performing, diverse, and future-ready workforce. Through continuous investment in talent development and employee engagement, the Group fosters a workplace culture that empowers employees to realise their full potential and contribute meaningfully to its strategic objectives.

- **Structured Training & Development**

  The Group places strong emphasis on continuous learning and professional development by providing employees with opportunities to enhance their technical competencies, leadership capabilities and strategic thinking. Through structured learning initiatives and leadership development programmes, the Group aims to equip employees with the knowledge and skills required to support business growth, drive innovation, remain abreast of evolving market trends, technological advancements, corporate governance practices and regulatory developments, and adapt to the evolving technology landscape.

  During the financial year, the Group participated in the Vistage Emerging Entrepreneur Programme, a leadership development initiative designed to strengthen strategic thinking, business acumen and decision-making capabilities. The programme provides participants with practical business insights, peer learning opportunities and leadership development experiences, enabling them to better navigate business challenges and drive organisational excellence.

  In addition, the Group encourages employees to participate in professional and industry-recognised training programmes to enhance their technical knowledge and keep abreast of emerging regulatory developments. During the financial year, employees attended the ESG and International Financial Reporting Standards ("**IFRS**") S1 & S2 programme organised by the Malaysian Institute of Accountants ("**MIA**"), which provided valuable insights into sustainability reporting, climate-related disclosures and the IFRS Sustainability Disclosure Standards. Employees also participated in the Capital Market Conference organised by MIA, the MIA Webinar Series: Accounting for Cryptocurrency Assets, and the Human Resources 101: Fundamentals of HR Management training programme, strengthening their knowledge across capital markets, emerging accounting developments, human resource management and regulatory compliance.

SUSTAINABILITY STATEMENT
(Cont'd)

SOCIAL (CONT'D)

- **Structured Training & Development (Cont'd)**

  Overall, the Group conducted multiple structured training programmes covering leadership development, ESG and sustainability reporting, capital market developments, accounting and financial reporting, human resource management, cybersecurity awareness, technical competencies and regulatory compliance.

  By investing in continuous learning and leadership development, the Group seeks to cultivate future-ready leaders, foster a culture of innovation and continuous improvement, and strengthen the organisational capabilities required to support long-term sustainable growth.

- **Career Growth Opportunities**

  The Group is committed to provide employees with opportunities for professional growth and advancement. Through internal mobility, mentorship, performance development discussions and succession planning initiatives, employees are encouraged to develop their capabilities and pursue meaningful career pathways within the organisation.

- **Inclusive Work Culture**

  We foster an inclusive workplace culture built on mutual respect, collaboration and equal opportunities. The Group values diverse perspectives and encourages open communication across all levels of the organisation. Employee engagement initiatives, including team-building activities, wellness programmes and flexible work arrangements where appropriate, contribute to a supportive and collaborative working environment.

  The Group remains committed to fostering an inclusive workplace where diversity is respected and equal opportunities are provided regardless of gender, ethnicity, age or professional background.

- **Performance and Feedback Mechanisms**

  A structured performance management framework is in place to support employee development and organisational effectiveness. Regular performance evaluations and constructive feedback discussions enable employees to align individual goals with business objectives while identifying areas for growth and continuous improvement.

  By investing in its people and nurturing a culture of continuous learning, innovation, and inclusion, the Group aims to build a motivated and future-ready workforce capable of driving sustainable business performance and delivering long-term value to its stakeholders.

- **Internship Programme**

  The Group is committed to developing future talent by providing students with meaningful industry exposure through its structured internship programme. This programme bridges academic learning with practical workplace experience by offering interns opportunities to participate in real-world business projects, develop technical and professional competencies, and gain exposure to emerging technologies and digital business practices.

  Beyond enhancing students' career readiness, the internship programme also enables the Group to identify and nurture high-potential talent. This supports the development of a sustainable talent pipeline, positioning the Group to meet its future workforce needs and support its long-term growth objectives.

- **Diversity**

  The Group is committed to fostering a diverse, equitable and inclusive workplace where all employees are treated with fairness, dignity and respect. We believe that a diverse workforce strengthens creativity, encourages collaboration and enhances innovation by bringing together individuals with different backgrounds, experiences and perspectives. This enables the Group to respond effectively to evolving business needs while creating long-term value for its stakeholders.

  Employment-related decisions, including recruitment, career development, promotion and remuneration, are based solely on merit, qualifications, performance and potential, without discrimination based on gender, age, ethnicity, religion or other personal characteristics. The Group remains committed to provide equal opportunities at all levels of the organisation while cultivating an inclusive workplace where every individual feels valued, respected and empowered to contribute meaningfully.

SUSTAINABILITY STATEMENT
(Cont'd)

SOCIAL (CONT'D)

- **Diversity (Cont'd)**

  The Group also maintains a diverse workforce comprising employees of different genders and age groups across various organisational levels. The workforce is supported by a balanced mix of experienced professionals and younger talent, promoting knowledge sharing, succession planning and sustainable talent development. The Group believes that embracing diversity strengthens organisational resilience, supports sound decision-making and contributes to long-term business sustainability.

  The Group also maintained a diverse workforce comprising employees from three major ethnic groups, which are Malay, Chinese and Iban reflecting its commitment to fostering an inclusive workplace that values different backgrounds, perspectives and experiences. Female employees represented 56% of the Group's workforce during FY2026, reflecting the Group's commitment to promoting diversity and equal employment opportunities.

GOVERNANCE

Strong corporate governance and ethical business conduct form the foundation of the Group's long-term sustainability. The Group remains committed to conducting its business with integrity, transparency and accountability through robust governance practices, effective internal controls and a culture that promotes ethical behaviour across all levels of the organisation.

By embedding ethical principles into its business operations and decision-making processes, the Group seeks to strengthen stakeholder confidence, manage business risks responsibly and support sustainable long-term value creation.

- **Board Diversity**

  The Group recognises that diversity within the Board contributes to stronger governance, more balanced decision-making and effective oversight. The Board comprises directors with professional expertise across seven key disciplines, namely Business Management, Engineering, Finance & Accounting, Legal, Company Secretarial, Human Resources and Information Technology.

  As at 31 March 2026, 25% of the Board comprised female directors, reflecting the Group's ongoing commitment to enhancing gender diversity at Board level. The Group will continue to progress towards achieving 30% female Board representation, in line with the Malaysian Code on Corporate Governance ("**MCCG**").

  In addition, 50% of the Board comprised Independent Non-Executive Directors, supporting objective oversight, sound corporate governance and independent judgement in decision-making.

- **Business Ethics and Integrity**

  Integrity and ethical business conduct form the foundation of the Group's corporate culture and guide all aspects of its business operations. The Group is committed to conducting its activities in an ethical, responsible and transparent manner, in full compliance with applicable laws, regulations and the principles set out in its Code of Conduct and Code of Ethics.

  The Board of Directors and Senior Management actively promote ethical behaviour by fostering accountability, professionalism and responsible decision-making throughout the organisation. Employees are expected to uphold the highest standards of integrity in their day-to-day responsibilities while safeguarding the interests of the Group, its customers and other stakeholders.

GOVERNANCE (CONT'D)

- **Anti-Bribery and Anti-Corruption**

  The Group adopts a strict zero-tolerance approach towards all forms of bribery and corruption. Through its Anti-Bribery and Anti-Corruption Policy and Procedure, directors, employees and business partners are expected to conduct all business dealings honestly, ethically and transparently while complying with applicable anti-corruption laws and regulations.

  To reinforce ethical business practices, the Group continues to promote awareness through regular communication, policy awareness initiatives and training programmes. These efforts strengthen the Group's commitment to prevent bribery, corruption and conflicts of interest while fostering a culture of integrity across the organisation. During FY2026, no confirmed incidents of bribery or corruption were reported within the Group.

- **Whistleblowing**

  The Group encourages employees, business partners and other stakeholders to report any actual or suspected misconduct, fraud, corruption, unethical behaviour or violations of the Group's policies through its established Whistleblowing Policy.

  Reports may be submitted confidentially through designated reporting channels and are assessed by the appropriate personnel, with oversight by the Audit and Risk Management Committee where appropriate. The Group is committed to protecting whistleblowers who act in good faith from retaliation while ensuring that all reports are handled fairly, objectively and in strict confidence. During FY2026, no whistleblowing reports were received through the Group's whistleblowing channels.

To promote transparency and accountability, the Group's Anti-Bribery and Anti-Corruption Policy, Whistleblowing Policy and other key corporate governance policies are publicly available on the Group's corporate website at www.systech.asia.

CONCLUSION

Sustainability remains an integral part of the Group's long-term strategy, underpinning its commitment to responsible growth, innovation and value creation. As the Group continues to expand its digital capabilities, strengthen strategic partnerships and deliver innovative technology solutions, it remains committed to integrating environmental, social and governance considerations into its business operations and decision-making processes.

Moving forward, the Group will continue to strengthen its sustainability practices through responsible corporate governance, technological innovation, environmental stewardship and meaningful stakeholder engagement. By maintaining high standards of integrity, empowering its people and delivering sustainable digital solutions, the Group aims to create long-term value for its shareholders, customers, employees, business partners and the wider community while contributing to Malaysia's digital economy and sustainable future. The Group will continue to strengthen its sustainability reporting and governance practices as it advances its sustainability journey and creates long-term value for all stakeholders.

SUSTAINABILITY STATEMENT
(Cont'd)

PERFORMANCE DATA TABLE

SYSTECH BHD
BMLR Transition Period

Date & Time: 2026-07-29_16:41:14
Ace Market | Group 3 | FYE 31/03/2026

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Financial Performance and Shareholder Value	Profit after tax	RM'000	N/A	(157)	Progress towards sustainable profitability.	Internal
Financial Performance and Shareholder Value	Revenue Growth	Percentage (%)	N/A	443%	Maintain sustainable revenue growth.	Internal
Energy Management	Total Energy Consumption	Gigajoule (GJ)	N/A	77	Improve energy efficiency across operations.	No assurance
Water Management	Water Consumption	Cubic Meters (m^3)	N/A	112	Maintain efficient and responsible use of water resources across operations.	No assurance
Health and Safety	Number of Workplace Accident	Number	N/A	-	Maintain zero workplace accidents.	No assurance
Employee Engagement	Employee Engagement Activities Conducted	Number of Programmes	N/A	3 programmes	Conduct a minimum of three employee engagement programmes annually	Internal
Training and Development	Training/Leadership Programmes Conducted by Category	Number of Programmes	N/A	5	Conduct a minimum of three training and leadership programmes annually.	No assurance
Employee Diversity	Female Workforce Representation	Percentage (%)	N/A	56%	Maintain gender diversity across the workforce.	No assurance
Employee Diversity	Workforce Diversity by Ethnicity	Number of ethnic groups represented	N/A	3	Foster a diverse and inclusive workforce.	No assurance
Employee Diversity	Workforce Diversity by Age	Age group categories	N/A	4	Maintain workforce diversity across different age groups.	No assurance
Board Diversity	Board Diversity by Professional Background	Number of key professional backgrounds represented	N/A	7	Maintain a balanced mix of skills, expertise and experience.	No assurance
Board Diversity	Female Board Representation	Percentage (%)	N/A	25%	Progressively increase female representation on the Board towards 30%.	No assurance

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Page 1 of 2

SUSTAINABILITY STATEMENT
(Cont'd)

PERFORMANCE DATA TABLE (CONT'D)

SYSTECH BHD
BMLR Transition Period

Date & Time: 2026-07-29_16:41:14
Ace Market | Group 3 | FYE 31/03/2026

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Board Diversity	Board Independence	Percentage (%)	N/A	50%	Maintain at least 50% Independent Directors on the Board.	No assurance
Ethics and Compliance	Confirmed Incidents of Bribery and Corruption	Number	N/A	-	Maintain zero confirmed incidents of bribery and corruption.	Internal
Ethics and Compliance	Whistleblowing Reporting Mechanism	Implementation Status	N/A	Implemented	Maintain a confidential, accessible and effective whistleblowing mechanism.	Internal

ADDITIONAL COMPLIANCE INFORMATION

1. **Utilisation of Proceeds**

Private Placement

On 25 February 2025, the Company undertook a private placement of up to 64,262,559 new shares ("**Placement Shares**"), representing 10% of the total number of issued shares (excluding treasury shares).

On 22 April 2025, Malacca Securities had on behalf of the Board, announced that the first tranche of 14,827,996 Placement Shares issued pursuant to the Private Placement had been listed on the ACE Market of Bursa Securities. The 14,827,996 new ordinary shares in Systech at RM0.1686 each, generating total proceeds of RM2.500 million. The proceed from the first tranche are fully utilised as of 30 September 2025.

On 8 December 2025, Malacca Securities had on behalf of the Board, announce that the second and final tranche of 49,434,500 Placement Shares issued pursuant to the Private Placement had been listed on the ACE Market of Bursa Securities. The 49,434,500 new ordinary shares in Systech at RM0.1317 each, generating total proceeds of RM6.511 million.

The Company had resolved not to proceed with the Private Placement of the remaining 63 Placement Shares. Accordingly, the Private Placement is deemed to have been completed on 8 December 2025.

The status of the utilisation of proceeds as at 31 March 2026 are as follows:

Purposes	Proposed Utilisation	Actual Proceed	Actual Utilisation	Balance Unutilised	Intended Timeframe for Utilisation
	RM'000	RM'000	RM'000	RM'000	
Expansion of information technology ("**IT**") solutions business	15,000	8,543	8,543	-	Within 24 months
General working capital	321	247	247	-	Within 12 months
Estimated expenses for the Proposed Private Placement	500	221	221	-	Within 3 months
Total	**15,821**	**9,011**	**9,011**	-	

2. **Material Contracts**

There were no material contracts entered into by the Company and/or its subsidiaries involving Directors' and major shareholders' interests during the financial year except as disclosed in the Financial Statements as set out in this Annual Report.

3. **Contract Related to Loans**

There were no material contracts relating to loans entered into by the Group during the financial year involving Directors and major shareholders.

4. **Recurrent Related Party Transactions ("RRPT")**

The Company did not enter into any RRPT which exceeded the threshold limits allowed under the ACE Market Listing Requirements of Bursa Securities during the financial year.

ADDITIONAL COMPLIANCE INFORMATION
(Cont'd)

5. Employees' Share Scheme ("ESS")

The ESS of the Company is governed by the ESS By-Laws and was approved by shareholders on 18 April 2024. The ESS options granted may be exercised any time upon the satisfaction of vesting conditions of each offer. The ESS is in force for a period of five (5) years effective from 25 April 2024 which would expire on 24 April 2029.

A brief detail on the number of ESS options granted, exercised, forfeited and outstanding since commencement to 3 July 2026 is set out in the table below:

Since the implementation of ESS

Description	Number of Options
Offered	6,000,000
Not accepted	6,000,000
Granted	-
Exercised	-
Forfeited	-
Outstanding	-

Options granted under the ESS to each category of participants

Date of offer	17 July 2024		
Exercise price	RM0.345		
	Director	**Senior Management**	**Remaining employees**
Number of participants	5	4	1
Aggregate options offered but not accepted	900,000	4,740,000	360,000
Aggregate options granted	-	-	-
Aggregate options outstanding at the beginning of the financial year	-	-	-
Aggregate options exercised during the financial year	-	-	-
Aggregate options outstanding at the end of the financial year	-	-	-

The percentages of options applicable to Directors and Senior Management under the ESS during the financial year and since its commencement up to 31 March 2026

	Percentage	
Directors and Senior Management	**During the financial year**	**Since commencement up to 31 March 2026**
Aggregate maximum allocation	80%	80%
Actual options granted	-	-

During the financial year ended 31 March 2026, no options were granted to the Directors and Senior Management.

ADDITIONAL COMPLIANCE INFORMATION
(Cont'd)

6. Disclosure of Financial Data for Shariah Screening

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

(a) Group Total Income and Total Assets

Total Income	**Group 2026 RM'000**	**Group 2025 RM'000**
Continuing Operations		
Revenue	335,259	41,844
Other income	320	1,069
Interest income	86	479
Discontinued Operations		
Revenue	9,699	21,742
Other income	8	21
Interest income	-	24
Total	**345,372**	**65,179**

Total Assets	**Group 2026 RM'000**	**Group 2025 RM'000**
Total	**347,571**	**95,250**

(b) Shariah Non-Compliant Activities

Total Assets	**Group 2026 RM'000**	**Group 2025 RM'000**
Interest income	74	402
Other income	-	6
Total	**74**	**408**

ADDITIONAL COMPLIANCE INFORMATION
(Cont'd)

6. Disclosure of Financial Data for Shariah Screening (Cont'd)

(c) Component of Financial Position

(i) Cash Component

Instruments	**Group 2026 RM'000**	**Group 2025 RM'000**
Cash at bank (exclude cash in hand)	411	542
Total	**411**	**542**

Conventional Account/Instruments	**Group 2026 RM'000**	**Group 2025 RM'000**
Cash at bank (exclude cash in hand)	70,552	3,828
Total	**70,552**	**3,828**

(ii) Debt Component

Islamic Financing	**Group 2026 RM'000**	**Group 2025 RM'000**
Current		
Revolving credit and financing	1,500	-
Term financing	245	300
Commodity financing	450	549
Bank overdrafts	971	1,072
Non-Current		
Term financing	1,090	1,336
Commodity financing	3	453
Total	**4,259**	**3,710**

Conventional Borrowing	**Group 2026 RM'000**	**Group 2025 RM'000**
Current		
Trade financing	2,500	-
Bank overdrafts	2,975	2,966
Term loans	835	884
Hire purchase payables	45	45
Non-Current		
Term loans	3,065	3,899
Hire purchase payables	94	139
Total	**9,514**	**7,933**

STATEMENT OF DIRECTORS' RESPONSIBILITY
IN RESPECT OF THE AUDITED FINANCIAL STATEMENTS

The Directors are required by the Companies Act 2016 to prepare the financial statements for each financial year which have been made out in accordance with the applicable approved accounting standards in Malaysia.

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

In preparing those financial statements, the Directors of the Company have:

- oversee the company's business conduct and that of the group;
- adopted suitable accounting policies and then applied them consistently;
- made judgments and estimates that are prudent and reasonable;
- ensured applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepared the financial statements on the going concern basis unless it is inappropriate to presume that the Group and the Company will continue in business.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Group and of the Company and to enable them to ensure that the financial statements comply with the Companies Act 2016 and applicable approved accounting standards. The Directors are also responsible for the assets of the Group and of the Company and, hence, for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are satisfied that in preparing the financial statements of the Group and the Company for the financial year ended 31 March 2026, appropriate accounting policies were used and applied consistently, and adopted to include new and revised MFRS Accounting Standards where applicable. The Directors are also of the view that relevant approved accounting standards have been followed in the preparation of these financial statements.

FINANCIAL STATEMENTS

DIRECTORS' REPORT
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

The Directors hereby submit their report and the audited financial statements of the Group and of the Company for the financial year ended 31 March 2026.

PRINCIPAL ACTIVITIES

The Company is principally an investment holding company. The principal activities of the subsidiaries are disclosed in note 7 to the financial statements. There have been no significant changes in the nature of these activities during the financial year.

RESULTS

	Group RM'000	Company RM'000
Loss for the financial year	157	2,297
Loss for the financial year attributable to:		
Owners of the Company	154	2,297
Non-controlling interests	3	-
	157	2,297

DIVIDEND

No amount has been paid or recommended to be paid by way of dividend since the end of the previous financial year.

The Directors do not recommend any further dividend for the current financial year.

RESERVES AND PROVISIONS

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

ISSUE OF SHARES AND DEBENTURES

During the financial year, the Company issued 64,262,496 new ordinary shares for expansion of information technology ("IT") solution business and general working capital purposes. Of these:

(i) 14,827,996 new ordinary shares at approximately RM0.17 for a net cash consideration of RM2,500,000; and

(ii) 49,434,500 new ordinary shares at approximately RM0.13 for a net cash consideration of RM6,510,524.

The new ordinary shares issued rank *pari passu* in all respects with the then existing ordinary shares of the Company.

There was no issuance of debentures during the financial year.

TREASURY SHARES

As at 31 March 2026, the Company held 1,860,000 shares as treasury shares out of its total issued and paid-up share capital.

WARRANTS 2024/2029

The warrants are constituted by the Deed Poll dated 16 May 2024 ("Deed Poll").

On 7 June 2024, 160,656,000 warrants ("Warrants A") were issued free by the Company pursuant to the bonus issue on the basis of one Warrant A for every four existing ordinary shares held.

DIRECTORS' REPORT
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

WARRANTS 2024/2029 (continued)

The salient features of the Warrants A are as follows:

(i) Each Warrant A entitles the registered holder thereof ("Warrant holder(s)") to subscribe for one new ordinary share in the Company at an exercise price of RM0.50 during the five-year period expiring on 6 June 2029 ("Exercise Period"), subject to the adjustments as set out in the Deed Poll;
(ii) At the expiry of the Exercise Period, any Warrants A which has not been exercised shall automatically lapse and cease to be valid for any purposes; and
(iii) Warrant holders must exercise the Warrants A in accordance with the procedures set out in the Deed Poll and shares allotted and issued upon such exercise shall rank *pari passu* in all respects with the then existing shares of the Company, and shall be entitled to any dividends, rights, allotments and/or other distributions after the issue and allotment thereof.

The movements of the Warrants A during the financial year are as follows:

	Entitlement for ordinary shares			
	At 1 April 2025	**Issued**	**Exercised**	**At 31 March 2026**
Warrants A	160,656,361	-	-	160,656,361

SHARE OPTIONS

The Employees' Share Scheme ("ESS") of up to 15.00% of the total number of issued shares (excluding treasury shares) of the Company was approved by the shareholders at the Extraordinary General Meeting held on 18 April 2024 and is governed by the ESS By-Laws.

The ESS is to be in force for a five-year period commencing from 19 April 2024 and may be extended for further period by the board of Directors upon recommendation of the ESS Committee.

No options were granted or exercised under the ESS since the previous financial year.

DIRECTORS

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

Tan Wei Herng
Low Min Yew*
Lim Ying Ran*
Chan Yit Wei (Appointed on 12 September 2025)
Goh Kok Wei (Appointed on 19 September 2025)
Michele Adelene Sagan (Appointed on 22 September 2025)
Dato' Ong Theng Soon* (Appointed on 1 October 2025)
Chin Jian Ji* (Appointed on 1 October 2025)
Datuk Charlie Ching Wee Chun (Appointed on 10 April 2026)
Chan Soon Tat* (Retired on 11 September 2025)
Hong Boon Toh (Retired on 11 September 2025)
Teoh Keng Chang* (Resigned on 17 September 2025)
Ooi Gin Hui (Resigned on 17 September 2025)
Fong Sheng Nie (Resigned on 17 September 2025)

*Director of the Company and of its subsidiaries

The Directors in office of the subsidiaries (excluding Directors who are also Directors of the Company) during the period commencing from the beginning of the financial year to the date of this report are:

Vincent Nee Aik Chiang (Appointed on 18 November 2025)
Liew Su-wen (Appointed on 18 November 2025)
Susan Lim Kah Wai (Resigned on 31 July 2025)
Ng Chong Ming (Resigned on 15 December 2025)

DIRECTORS' REPORT
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

DIRECTORS' INTERESTS IN SHARES

The following Directors, who held in office at the end of the financial year, had any interests in shares in the Company or its related corporations as follows:

	Number of ordinary shares			
	At 1 April 2025	**Bought**	**Sold**	**At 31 March 2026**
The Company				
Low Min Yew				
- Direct interest	-	43,878,000	-	43,878,000
- Indirect interest[(3)]	136,000	39,556,900	-	39,692,900
Lim Ying Ran[(1)]				
- Direct interest	4,980,000	4,480,000	-	9,460,000
- Indirect interest[(3)]	-	39,692,900	-	39,692,900
Chin Jian Ji[(1)]				
- Direct interest	-	8,500,000	-	8,500,000
Dato'Ong Theng Soon[(1)]				
- Direct interest	-	17,600,000	-	17,600,000
- Indirect interest[(2)]	-	73,009,820	(41,950,000)	31,059,820

(1) *As at the date of appointment.*
(2) *Shares held through his spouse.*
(3) *Deemed interest by virtue of interest held by the Companies in which the Director has interest.*

DIRECTORS' BENEFITS

Neither during nor at the end of the financial year was the Company or any of its subsidiaries a party to any arrangements whose objective 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 or any of its subsidiaries 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 the Director has a substantial financial interest, other than fees, 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'000	**Company RM'000**
Executive Directors		
Short term benefits	1,400	-
Defined contribution plan	157	-
Others	130	-
	1,687	-
Non-executive Directors		
Fees	269	269
Others	31	31
	300	300
Total	1,987	300

DIRECTORS' REPORT
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

INDEMNITY AND INSURANCE COST

During the financial year, Directors and officers of the Group and of the Company are covered under the Directors' and officers' liability insurance in respect of liabilities arising from acts committed in their respective capacity as inter alia, Directors and officers of the Group and of the Company subject to the terms of the policy. The total amount of coverage and premium paid for the Directors' and officers' liability insurance by the Group and the Company was RM1,000,000 and RM7,440 (2025: RM5,000,000 and RM31,696) respectively.

EVENT AFTER THE REPORTING PERIOD

Event after the reporting period is disclosed in note 33 to the financial statements.

OTHER INFORMATION

Before the financial statements were made out, the Directors took reasonable steps:

(i) to ascertain that appropriate action had been taken in relation to the writing off of bad 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 of the Group and of the Company had been written down to an amount which the current assets 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 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.

OTHER INFORMATION (continued)

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 which has arisen since the end of the financial year.

No contingent or other liability has become enforceable, or is likely to become enforceable, within the period of twelve months after the end of the financial year which, 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.

At the date of this report, the Directors are not aware of any circumstances not otherwise dealt with in this report or the financial statements which would render any amount stated in the financial statements misleading.

In the opinion of the Directors:

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

(ii) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made.

AUDITORS

The total amounts of fees paid to or receivable by the auditors as remuneration for their services as auditors of the Group and of the Company for the current financial year are RM250,000 and RM73,000, respectively.

The auditors, Forvis Mazars PLT, Chartered Accountants, will retire at the forthcoming Annual General Meeting and have indicated that they do not seek for re-appointment.

DIRECTORS' REPORT
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

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.

LOW MIN YEW Director	**LIM YING RAN** Director

Kuala Lumpur

31 July 2026

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

We, **LOW MIN YEW** and **LIM YING RAN**, being two of the Directors of Systech Bhd., 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 March 2026, 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.

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

LOW MIN YEW Director	**LIM YING RAN** Director

Kuala Lumpur

31 July 2026

STATUTORY DECLARATION

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

I, **JULAIHA ABDUL KAHAR,** being the Officer primarily responsible for the financial management of Systech Bhd., 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 above named
Julaiha Abdul Kahar
at Kuala Lumpur
in the Federal Territory
on 31 July 2026

JULAIHA ABDUL KAHAR

Before me:

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SYSTECH BHD.
REGISTRATION NO.: 201001012883 (897114-T) (INCORPORATED IN MALAYSIA)

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the financial statements of Systech Bhd., which comprise the statements of financial position as at 31 March 2026 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 83 to 170.

In our opinion, except for the possible effects of the matter described in the *Basis for Qualified Opinion* section of our report, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 March 2026, 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 Qualified Opinion

The Group disposed of its entire 51% equity interest in Postlink Pte. Ltd. during the financial year ended 31 March 2026. Accordingly, the Group's consolidated statement of profit or loss and other comprehensive income and consolidated statement of cash flows for the financial year ended 31 March 2026 include the financial performance and cash flows of Postlink Pte. Ltd. up to the date of disposal. The resulting loss on disposal of Postlink Pte. Ltd. was recognised in the Group's consolidated statement of profit or loss and other comprehensive income for the financial year ended 31 March 2026.

We were unable to obtain sufficient appropriate audit evidence to satisfy ourselves as to whether the financial performance and cash flows of Postlink Pte. Ltd. for the financial period from 1 April 2025 to the date of disposal were properly included in the consolidated financial statements of the Group for the financial year ended 31 March 2026 because we were denied access to the auditors of Postlink Pte. Ltd.. Consequently, we were unable to determine whether any adjustments in respect of the revenue, expenses and cash flows of Postlink Pte. Ltd., and the related loss on disposal, were necessary.

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

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF SYSTECH BHD.
Registration No.: 201001012883 (897114-T)(Incorporated in Malaysia)

Independence and Other Ethical Responsibilities

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

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. As described in the *Basis for Qualified Opinion* section of our report, we were unable to obtain sufficient appropriate audit evidence to satisfy ourselves as to whether the financial performance and cash flows of Postlink Pte. Ltd. for the financial period from 1 April 2025 to the date of disposal were properly included in the consolidated financial statements of the Group for the financial year ended 31 March 2026. Consequently, we were unable to determine whether any adjustments were necessary in respect of the revenue, expenses and cash flows of Postlink Pte. Ltd. and the related loss on disposal. Accordingly, we are unable to conclude whether the other information is materially misstated in respect of the amounts and other items included in the other information relating to these matters.

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. In addition to the matter described in the *Basis for Qualified Opinion* section of our report, we have determined the matters described below to be the key audit matters to be communicated in our report.

(a) Group

(i) Trade receivables

Refer to *Significant Accounting Judgements and Estimations* in note 4 to the financial statements and *Trade Receivables* in note 12 to the financial statements.

The Risk:

As at 31 March 2026, the Group's gross trade receivables and loss allowance for expected credit losses ("ECL") amounted to RM42,784,000 and RM1,339,000, respectively. At each reporting date, the directors of the Company estimate the ECL on trade receivables using a provision matrix that is based on historical trend and data of trade receivables and is adjusted for forward-looking factors relevant to the trade receivables. In preparing the financial statements for the financial year ended 31 March 2026, the directors have considered reasonable and supportable information that is relevant to the ECL assessment. This assessment took into consideration the quantitative and qualitative historical information, and the relevant forward-looking factors. In estimating the ECL, the directors exercised significant judgements in identifying and applying appropriate and relevant historical and forward-looking information. We identified the directors' ECL assessment of trade receivables as a key audit matter because the carrying amount of trade receivables is material to the financial statements; and the ECL assessment of trade receivables involved significant judgements by the directors and the ECL is subject to estimation uncertainty.

Our Response:

Our audit procedures included, among others, obtaining an understanding of the Group's methodology and the basis used by the directors to measure the ECL on trade receivables and performed an evaluation of the design and implementation of the related key controls. We evaluated the appropriateness of the methodology used by the directors in the assessment of ECL on trade receivables. We tested and challenged the key assumptions and data used by the directors in the estimation of ECL on trade receivables. We tested, on a sampling basis, the accuracy of trade receivables' ageing profile. We reviewed subsequent collections for material trade receivables outstanding as at financial year end. Based on the aforesaid procedures, we evaluated the overall reasonableness of the allowance for ECL on trade receivables recognised by the directors; and the related disclosures in the financial statements.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SYSTECH BHD.
Registration No.: 201001012883 (897114-T)(Incorporated in Malaysia)

(ii) Goodwill

Refer to *Significant Accounting Judgements and Estimations* in note 4 to the financial statements and *Goodwill* in note 8 to the financial statements.

The Risk:

As at 31 March 2026, the Group's goodwill amounted to RM13,159,000. The Group is required to test goodwill for impairment annually, which involves comparing a cash-generating unit's recoverable amount (i.e. the higher of its value-in-use and fair value less cost to sell) with its carrying amount. In estimating the value-in-use of a cash-generating unit, the directors exercised significant judgements to estimate the future cash flows from the cash-generating unit and also to determine a suitable discount rate in order to calculate the net present value of those future cash flows. Due to the significance of goodwill, the involvement of directors' judgements and estimation uncertainty in the impairment testing of goodwill, we consider the impairment testing of goodwill as a key audit matter.

Our Response:

Our audit procedures included, among others, obtaining an understanding of the Group's process in impairment testing of goodwill and performed an evaluation of the design and implementation of the related key controls. We performed retrospective review on the impairment assessment of goodwill. We evaluated and challenged the reasonableness of key assumptions and data used by the directors in estimating the cash flows projection, including, but not limited to, the projected revenue, direct costs and growth rate. Where applicable, we assessed the reasonableness of the key assumptions and data using available market information. We tested the arithmetic accuracy of the impairment testing model. We evaluated the appropriateness of discount rate used by the directors, taking into consideration internal and external data. We tested the reasonableness of the impairment testing model using the inputs that we developed independently. We also performed sensitivity analysis on the key assumptions and inputs to the impairment testing model, to evaluate the corresponding effect on the recoverable amount due to possible changes in the key assumptions and basis as determined by the directors.

(b) Company

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

Responsibilities of the Directors for the Financial Statements

The directors of the Company are responsible for the preparation of the financial statements of the Group and of the Company 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 the financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our qualified 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 qualified 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 a qualified 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.

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF SYSTECH BHD.
Registration No.: 201001012883 (897114-T)(Incorporated in Malaysia)

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

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

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

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that:
- The subsidiaries of which we have not acted as auditors, are disclosed in note 7 to the financial statements.
- In our opinion, we have not obtained all the information and explanations that we required.

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
201706000496 (LLP0010622-LCA)
AF 001954
Chartered Accountants

Lee Soo Eng
03230/02/2028 J
Chartered Accountant

Kuala Lumpur

31 July 2026

ID_7950

STATEMENTS OF FINANCIAL POSITION
AS AT 31 MARCH 2026

	Note	Group 2026 RM'000	Group 2025 RM'000	Company 2026 RM'000	Company 2025 RM'000
ASSETS					
NON-CURRENT ASSETS					
Property, plant and equipment	5	302	1,766	248	336
Investment property	6	2,600	2,600	-	-
Investments in subsidiaries	7	-	-	111,400	106,153
Goodwill	8	13,159	14,932	-	-
Right-of-use assets	9	649	1,957	7	238
Intangible assets	10	3,082	4,735	-	-
Deferred tax asset	19	794	726	-	-
Prepayments to trade suppliers	12	53,241	-	-	-
		73,827	26,716	111,655	106,727
CURRENT ASSETS					
Inventories	11	11,158	13,429	-	-
Trade and other receivables	12	188,637	45,879	11,507	18,420
Current tax asset		19	254	19	25
Short term investments	13	-	500	-	500
Short term deposits		-	108	-	108
Fixed deposits	14	2,967	3,994	-	-
Cash and bank balances		70,963	4,370	4	507
		273,744	68,534	11,530	19,560
TOTAL ASSETS		347,571	95,250	123,185	126,287

STATEMENTS OF FINANCIAL POSITION
AS AT 31 MARCH 2026
(Cont'd)

		Group		Company	
		2026	2025	2026	2025
	Note	RM'000	RM'000	RM'000	RM'000
EQUITY AND LIABILITIES					
EQUITY					
Share capital	15	159,175	150,164	159,175	150,164
Treasury shares	16	(376)	(376)	(376)	(376)
Other reserves	17	(65,466)	(65,145)	-	-
Accumulated losses		(36,784)	(36,630)	(37,511)	(35,214)
Total equity attributable to owners of the Company		56,549	48,013	121,288	114,574
Non-controlling interests		831	2,683	-	-
		57,380	50,696	121,288	114,574
LIABILITIES					
NON-CURRENT LIABILITIES					
Borrowings	18	4,158	5,688	-	-
Lease liabilities	9	327	1,227	5	94
Deferred tax liability	19	613	1,304	4	6
Contract liabilities	20	53,659	-	-	-
		58,757	8,219	9	100
CURRENT LIABILITIES					
Trade and other payables	20	214,872	23,735	1,886	11,465
Borrowings	18	9,476	5,771	-	-
Lease liabilities	9	462	856	2	148
Current tax liability		6,624	5,973	-	-
		231,434	36,335	1,888	11,613
TOTAL LIABILITIES		290,191	44,554	1,897	11,713
TOTAL EQUITY AND LIABILITIES		347,571	95,250	123,185	126,287

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

		Group		Company	
		2026	**2025**	**2026**	**2025**
	Note	**RM'000**	**RM'000**	**RM'000**	**RM'000**
Continuing operations					
Revenue	21	335,259	41,844	-	-
Cost of sales		(311,823)	(32,525)	-	-
Gross profit		23,436	9,319	-	-
Other income and gains		406	1,548	738	432
Selling and distribution expenses		(6,890)	(1,885)	-	-
Administrative and general expenses		(15,137)	(11,724)	(3,033)	(2,089)
Loss allowance (net of reversal of loss allowance) for receivables		449	(203)	-	-
Finance costs	22	(978)	(978)	(4)	(8)
Profit/(Loss) before tax	23	1,286	(3,923)	(2,299)	(1,665)
Tax (expense)/income	24	(1,898)	(2,693)	2	-
Loss from continuing operations		(612)	(6,616)	(2,297)	(1,665)
Discontinued operations					
Profit/(Loss) from discontinued operations	7	455	(1,622)	-	-
Total loss for the financial year		(157)	(8,238)	(2,297)	(1,665)
Other comprehensive loss:					
Item that will be reclassified subsequently to profit or loss:					
Exchange differences on translation of foreign operations		(143)	(390)	-	-
TOTAL COMPREHENSIVE LOSS FOR THE FINANCIAL YEAR		**(300)**	**(8,628)**	**(2,297)**	**(1,665)**

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

(Cont'd)

	Note	Group 2026 RM'000	Group 2025 RM'000	Company 2026 RM'000	Company 2025 RM'000
(Loss)/Profit for the financial year attributable to:					
Owners of the Company					
- continuing operations		(511)	(6,910)	(2,297)	(1,665)
- discontinued operations		357	(847)	-	-
		(154)	(7,757)	(2,297)	(1,665)
Non-controlling interests					
- continuing operations		(101)	293	-	-
- discontinued operations		98	(774)	-	-
		(3)	(481)	-	-
Loss for the financial year		(157)	(8,238)	(2,297)	(1,665)
Total comprehensive (loss)/profit for the financial year attributable to:					
Owners of the Company					
- continuing operations		(511)	(6,910)	(2,297)	(1,665)
- discontinued operations		265	(1,153)	-	-
		(246)	(8,063)	(2,297)	(1,665)
Non-controlling interests					
- continuing operations		(101)	293	-	-
- discontinued operations		47	(858)	-	-
		(54)	(565)	-	-
Total comprehensive loss for the financial year		(300)	(8,628)	(2,297)	(1,665)
(Loss)/Earnings per share (sen)	25				
- continuing operations		(0.08)	(1.12)		
- discontinued operations		0.05	(0.14)		
		(0.03)	(1.26)		

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

	Note	Share capital RM'000	Treasury shares RM'000	Exchange translation reserve RM'000	Merger reserve RM'000	Accumulated losses RM'000	Total equity attributable to owners of the Company RM'000	Non-controlling interests RM'000	Total equity RM'000
Group									
At 1 April 2024		43,882	(376)	627	-	(28,873)	15,260	3,248	18,508
Loss for the financial year		-	-	-	-	(7,757)	(7,757)	(481)	(8,238)
Other comprehensive loss for the financial year		-	-	(306)	-	-	(306)	(84)	(390)
Total comprehensive loss for the financial year		-	-	(306)	-	(7,757)	(8,063)	(565)	(8,628)
Acquisition of a subsidiary	7	-	-	-	(65,466)	-	(65,466)	-	(65,466)
Issuance of shares	15	106,282	-	-	-	-	106,282	-	106,282
At 31 March 2025		150,164	(376)	321	(65,466)	(36,630)	48,013	2,683	50,696
Loss for the financial year		-	-	-	-	(154)	(154)	(3)	(157)
Other comprehensive loss for the financial year		-	-	(92)	-	-	(92)	(51)	(143)
Total comprehensive loss for the financial year		-	-	(92)	-	(154)	(246)	(54)	(300)
Issuance of shares	15	9,011	-	-	-	-	9,011	-	9,011
Disposal of subsidiaries	7	-	-	(229)	-	-	(229)	(1,798)	(2,027)
At 31 March 2026		**159,175**	**(376)**	-	**(65,466)**	**(36,784)**	**56,549**	**831**	**57,380**

The accompanying notes form an integral part of the financial statements

STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

	Note	Share capital RM'000	Treasury shares RM'000	Accumulated losses RM'000	Total equity RM'000
Company					
At 1 April 2024		43,882	(376)	(33,549)	9,957
Loss and total comprehensive loss for the financial year		-	-	(1,665)	(1,665)
Issuance of shares	15	106,282	-	-	106,282
At 31 March 2025		150,164	(376)	(35,214)	114,574
Loss and total comprehensive loss for the financial year		-	-	(2,297)	(2,297)
Issuance of shares	15	9,011	-	-	9,011
At 31 March 2026		**159,175**	**(376)**	**(37,511)**	**121,288**

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
OPERATING ACTIVITIES				
Profit/(Loss) before tax:				
- continuing operations	1,286	(3,923)	(2,299)	(1,665)
- discontinued operations	740	(1,791)	-	-
Adjustments for:				
Amortisation of intangible assets	857	1,394	-	-
Bad debts written off	2,369	-	1,817	-
Depreciation of property, plant and equipment	407	751	88	88
Depreciation of right-of-use assets	772	880	99	147
Fair value gain on short term investment	(2)	(3)	(2)	(3)
Finance costs	1,001	1,014	4	8
Finance income	(86)	(503)	(58)	(429)
Gain on lease termination	(16)	-	(16)	-
Impairment losses on goodwill	-	2,438	-	-
Impairment losses on property, plant and equipment	-	369	-	-
Loss/(Gain) on disposal of subsidiaries	2,349	-	(364)	-
Loss allowance (net of reversal of loss allowance) for receivables	(449)	203	-	-
Net gain from fair value adjustment for investment property	-	(250)	-	-
Net unrealised (gain)/loss on foreign exchange	(1,815)	5	-	-
Rental income	(170)	(142)	-	-
Operating profit/(loss) before working capital changes	7,243	442	(731)	(1,854)
Changes in inventories	2,271	(5,295)	-	-
Changes in receivables	(202,035)	(19,570)	5,112	5,010
Changes in payables	257,098	5,415	(218)	(6,172)
Cash from/(used in) operations	64,577	(19,008)	4,163	(3,016)
Finance costs paid	(314)	(328)	-	-
Finance income received	99	416	37	344
Net tax (paid)/refunded	(1,584)	(2,563)	6	(8)
Net cash from/(used in) operating activities	62,778	(21,483)	4,206	(2,680)

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

	Group		Company	
	2026	2025	2026	2025
	RM'000	RM'000	RM'000	RM'000
INVESTING ACTIVITIES				
Acquisition of a subsidiary	-	(18,846)	-	(20,000)
Advance to subsidiaries	-	-	(22,202)	(50,410)
Contingent consideration paid for the acquisition of subsidiaries	(8,319)	(2,681)	(8,319)	(2,681)
Finance income received	49	25	-	-
Net consideration (paid)/received from disposal of subsidiaries	(1,022)	-	1,117	-
Placement of fixed deposits pledged to licensed banks	(983)	(1,984)	-	-
Purchase of intangible assets	(112)	(245)	-	-
Purchase of property, plant and equipment	(218)	(1,221)	-	-
Redemption/(Subscription) of short term investments	483	(500)	483	(500)
Rental received	170	142	-	-
Repayment from subsidiaries	-	-	16,208	27,556
Subscription of additional shares in subsidiaries	-	-	-	(2,400)
Net cash used in investing activities	(9,952)	(25,310)	(12,713)	(48,435)
FINANCING ACTIVITIES				
Advance from subsidiaries	-	-	2,366	3,071
Drawdown of borrowings	4,000	100	-	-
Finance costs paid	(636)	(621)	-	-
Net proceeds from issuance of shares	9,011	51,282	9,011	51,282
Repayment of borrowings	(1,734)	(3,332)	-	-
Repayment of lease liabilities	(716)	(816)	(91)	(152)
Repayment to directors	-	(2,599)	-	(339)
Repayment to subsidiaries	-	-	(3,390)	(2,593)
Net cash from financing activities	9,925	44,014	7,896	51,269
Net changes in cash and cash equivalents	62,751	(2,779)	(611)	154
Effects of foreign exchange fluctuation	1,815	(133)	-	-
Cash and cash equivalents brought forward	**2,451**	**5,363**	**615**	**461**
Cash and cash equivalents carried forward	**67,017**	**2,451**	**4**	**615**

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Cash and cash equivalents comprises:				
Short term deposits	-	108	-	108
Fixed deposits	2,967	3,994	-	-
Cash and bank balances	70,963	4,370	4	507
Bank overdrafts	(3,946)	(4,037)	-	-
	69,984	4,435	4	615
Fixed deposits pledged to licensed banks	(2,967)	(1,984)	-	-
	67,017	2,451	4	615

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

1. GENERAL INFORMATION

Systech Bhd. (the "Company") is a public company limited by way of shares and is incorporated and domiciled in Malaysia. The Company is listed on the ACE Market of Bursa Malaysia Securities Berhad ("Bursa Malaysia"). The addresses of the principal place of business and registered office of the Company are disclosed on page 1.

The consolidated financial statements of the Company as at and for the financial year ended 31 March 2026 comprise the Company and its subsidiaries (collectively referred to as the "Group").

The Company is principally an investment holding company. The principal activities of the subsidiaries are disclosed in note 7. 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 the Company have been prepared in accordance with MFRS Accounting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

The financial statements are presented in Ringgit Malaysia ("RM"), which is also the functional currency of the Company. All amounts in the financial statements are rounded to the nearest thousand, unless otherwise stated.

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 which are set out in note 3.

(a) Application of amendments

In the current financial year, the Group and the Company have applied a number of amendments that became effective mandatorily for the financial periods beginning on or after 1 April 2025. The adoption of the amendments to MFRS Accounting Standards did not have significant impact on the disclosures or on the amounts reported in the financial statements.

2. BASIS OF PREPARATION (continued)

(b) Amendments and new standards issued that are not yet effective

The Group and the Company have not applied the following amendments and new standards that have been issued by the Malaysian Accounting Standards Board ("MASB") but are not yet effective:

		Effective Date
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 - Volume 11	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
Amendments MFRS 19	Amendments to MFRS 19 *Subsidiaries without Public Accountability: Disclosures*	1 January 2027
Amendments to MFRS 121	Translation to a Hyperinflationary Presentation Currency	1 January 2027
Amendments to MFRS 10 and MFRS 128	Sales or Contribution of Assets between an Investor and its Associate or Joint Venture	To be announced by the MASB

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 the adoption of MFRS 18.

The Group and the Company are currently assessing the impact of MFRS 18, particularly with respect to the presentation of the statements of profit or loss and other comprehensive income and the statements of cash flows. The adoption of MFRS 18 does not affect the amounts recognised in the financial statements and their basis of measurement.

NOTES TO THE FINANCIAL STATEMENTS
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(Cont'd)

3. MATERIAL ACCOUNTING POLICIES

3.1 Basis of Consolidation

The consolidated financial statements incorporate the financial statements of the Company and of the entities 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 exposed, or has 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.

Non-controlling interests are initially measured at fair value. Subsequently, non-controlling interests are the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Total comprehensive income is attributed to non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Changes of Interests in Subsidiaries

The changes of interests in subsidiaries that do not result in a loss of control are treated as equity transactions between the Group and non-controlling interests. Any difference arising from equity transactions is recognised directly in equity.

3. MATERIAL ACCOUNTING POLICIES (continued)

When the Company loses control of a subsidiary:

- It derecognises the assets and liabilities, non-controlling interests, and other amounts previously recognised in other comprehensive income ("OCI") relating to the former subsidiary.
- It recognises any gain or loss in profit or loss attributable to the Group, which is calculated as the difference between (i) the aggregate of the fair value of the consideration received, if any, from the transaction, event or circumstances that resulted in the loss of control; plus any investment retained in the former subsidiary at its fair value at the date when control is lost; and (ii) the net carrying amount of assets, liabilities, goodwill and any non-controlling interests attributable to the former subsidiary at the date when control is lost.
- It recognises any investment retained in the former subsidiary at its fair value when control is lost. That fair value shall be regarded as the fair value on initial recognition of a financial asset in accordance with MFRS 9 or, when appropriate, the cost on initial recognition of an investment in an associate or jointly controlled entities.

3.2 Business Combination

The Group accounts for business combination by applying the acquisition method except for business combination under common control. 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 (a) over (b) below:

(a) 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.

(b) The net fair value of the identifiable assets acquired and the liabilities assumed.

If, after reassessment, a business combination results in an excess of (b) over (a) above, the Group recognises the resulting gain in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

3. MATERIAL ACCOUNTING POLICIES (continued)

When the consideration in a business combination includes contingent consideration, the contingent consideration is measured at fair value on acquisition date.

- Subsequent changes in fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with corresponding adjustments against goodwill.
- Subsequent changes in the fair value of the contingent consideration that do not qualify as measurement period adjustments: (i) contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity; or (ii) other contingent consideration is remeasured to fair value at subsequent reporting dates with changes in fair value recognised in profit or loss.

3.3 Business Combinations under Common Control

When immediately prior to and after the acquisition of a business, the Company and the acquiree are ultimately controlled by a common controlling party, the acquisition is considered as a business combination under common control. The acquisition of businesses under common control is accounted for in accordance with the principles of accounting set out in this policy.

The net assets of the acquiree are consolidated using their existing carrying amounts from the common controlling party's perspective. No amount is recognised in respect of goodwill or excess of the acquirer's interest in the net carrying amount of acquiree's net assets over the acquisition cost at the time of acquisition. The difference between the cost of acquisition and the carrying amount of the acquiree's net assets is recognised directly in equity as part of the merger reserve.

The statement of profit or loss and other comprehensive income includes the results of the acquiree throughout the current financial period, or since the date when the Company and the acquiree first came under the common control where this is a shorter period, regardless of the date of acquisition.

3.4 Property, Plant and Equipment

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses.

Depreciation is recognised to write off the depreciable amount of property, 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.

3. MATERIAL ACCOUNTING POLICIES (continued)

The annual depreciation rates are as follows:

Computer software and equipment	20.00% to 33.33%
Furniture and fittings	20.00% to 33.33%
Office equipment	20.00% to 33.33%
Renovation	10.00% to 33.33%
Linen	33.33%

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

Property, 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.

3.5 Investment Property

Investment property is measured initially at cost, including transaction costs. Subsequently, investment property is measured at fair value. Gains or losses arising from changes in the fair value of investment property are recognised in profit or loss in the period in which they arise.

Investment property is 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.

3.6 Investments in Subsidiaries

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.

3.7 Intangible Assets

Goodwill

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is not amortised.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

3. MATERIAL ACCOUNTING POLICIES (continued)

Internally Generated Intangible Assets - Research and Development

Research expenditure is recognised as an expense when it is incurred.

Costs incurred during the development phase are capitalised as assets when the following criteria are fulfilled:

- it is technically feasible to complete the intangible asset so that it will be available for use or sale;
- Management intends to complete the intangible asset and use or sell it;
- there is an ability to use or sell the intangible asset;
- it can be demonstrated how the intangible asset will generate probable future economic benefits;
- availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the expenditure during development phases can be reliably measured.

Capitalised development expenditure is measured at cost less accumulated amortisation and impairment losses. The development expenditure is amortised on a straight-line basis over its useful life from the point at which the asset is ready for sale or use. The amortisation period and the amortisation method are reviewed at each reporting date.

Development expenditure that does not meet these criteria is recognised as an expense when incurred. Development expenditure initially recognised as an expense is not recognised as an asset in the subsequent periods.

Other Intangible Assets

Other intangible assets, including customer contracts and customer relationship acquired represent the fair value as at the date of acquisition. Other intangible assets which have finite useful lives are measured at cost less accumulated amortisation and any accumulated impairment losses. Other intangible assets with finite useful lives are amortised on a straight-line basis over the estimated economic useful lives.

3. MATERIAL ACCOUNTING POLICIES (continued)

3.8 Leases

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 twelve 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 depreciation starts on the lease commencement date. The depreciation periods and depreciation method are reviewed, and adjusted if appropriate, at each reporting date.

Variable lease payment (not based upon an index or a rate) is recognised as an expense in the period in which it is incurred.

Lessor

Leases are classified as finance leases or operating leases. Whenever the lease transfers substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Rental income from operating leases is recognised on a straight-line basis over the lease term. Initial direct costs incurred are added to the carrying amount of the leased asset and recognised as an expense on a straight-line basis over the lease term.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

3. MATERIAL ACCOUNTING POLICIES (continued)

3.9 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 OCI or directly in equity, if the tax relates to items that are recognised in OCI 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 is the expected income tax payable on the taxable profit for the period, estimated using the tax rates enacted or substantially enacted at 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 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 for 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 period when the asset is realised or when the liability is settled.

3. MATERIAL ACCOUNTING POLICIES (continued)

3.10 Inventories

Inventories are measured at the lower of cost and net realisable value. Cost is determined on the first-in-first-out basis.

Cost comprises cost of purchase that has been incurred in bringing inventories to their present location and condition.

3.11 Cash and Cash Equivalents

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

For the purposes of the statements of cash flows, cash and cash equivalents are presented net of bank overdrafts and exclude fixed deposits pledged to secure banking facilities.

3.12 Borrowing Costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset shall be capitalised as part of the cost of that asset.

A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. Unsold work-in-progress (inventories) which is ready for its intended sale in its current condition, contract assets and financial assets are not a qualifying asset.

Capitalisation of borrowing costs commences when the activities to prepare a qualifying asset for its intended use or sale are in progress and the expenditures and borrowing costs are incurred. Capitalisation of borrowing costs ceases when the qualifying asset is ready for its intended use or sale; or during extended periods when active development of the asset is suspended.

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

NOTES TO THE FINANCIAL STATEMENTS
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(Cont'd)

3. MATERIAL ACCOUNTING POLICIES (continued)

3.13 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 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.

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.

3. MATERIAL ACCOUNTING POLICIES (continued)

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.

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 for trade receivables and contract assets at an amount equal to their lifetime ECL (i.e. simplified approach). The ECL on these financial assets is 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 twelve 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.

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.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

3. MATERIAL ACCOUNTING POLICIES (continued)

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.

The effective interest method is a method of calculating the amortised cost of a financial liability by allocating interest expense over the relevant periods. The effective interest rate is the rate that exactly discounts estimated future cash 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 the financial liability, to the amortised cost of a financial liability.

Financial Liabilities at FVTPL

Financial liabilities are classified at FVTPL when the financial liability is:
- contingent consideration of an acquirer in a business combination; or
- held for trading; or
- it is designated at FVTPL.

Financial liabilities at FVTPL are measured at fair value, with gains or losses arising on changes in fair value recognised in profit or loss to the extent that they are not part of a designated hedging relationship. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liabilities.

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.

3. MATERIAL ACCOUNTING POLICIES (continued)

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 Instruments

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.

Repurchase of own equity instruments is deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of own equity instruments.

3.14 Impairment of Tangible and Intangible Assets

Goodwill

Goodwill is tested for impairment at least annually, or more frequently if events or changes in circumstances indicate that the goodwill may be impaired.

For the purpose of impairment testing, goodwill is allocated to each of the cash-generating units that is expected to benefit from synergies of the business combination.

An impairment loss is recognised when the carrying amount of a cash-generating unit, including the goodwill, exceeds the recoverable amount of the cash-generating unit. Recoverable amount of the cash-generating unit is the higher of the cash-generating unit's fair value less cost to sell and its value-in-use. The total impairment loss is allocated first to reduce the carrying amount of the allocated goodwill and then to the other assets in that cash-generating unit proportionately on the basis of the carrying amount of each asset in that cash-generating unit. Impairment loss recognised for goodwill is not reversed in subsequent periods.

Tangible Assets and Intangible Assets with Finite Useful Lives

Tangible and intangible assets 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 asset. Recoverable amounts are estimated for individual assets or, if it is not possible, for the cash-generating unit to which the asset belongs.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

3. MATERIAL ACCOUNTING POLICIES (continued)

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.

3.15 Employee Benefits

(i) Short Term Benefits

Wages, salaries, paid leave, bonuses and non-monetary benefits are recognised as an expense (at the undiscounted amount) in the period in which the associated services are rendered by the employees.

(ii) Post Employee Benefits

The Malaysian subsidiaries make monthly contributions to the Employees Provident Fund which is a defined contribution plan. Foreign subsidiaries make contributions to their respective statutory pension plans. The obligation of the Group is limited to the amount that it agrees 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.

3.16 Revenue Recognition

Revenue from a contract with a customer is recognised when control of the goods or services is transferred to the customer. Revenue is measured based on the consideration specified in the contract to which the entity expects to be entitled in exchange for transferring the goods or services to the customer, excluding amounts collected on behalf of third parties such as sales taxes and value added taxes, which are not economic benefits that flow to the entity.

If a contract with a customer contains more than one performance obligation, the total consideration is allocated to each performance obligation based on the relative stand-alone selling prices of the goods or services promised in the contract.

3. MATERIAL ACCOUNTING POLICIES (continued)

Sales of hardware

The Group sells a range of computers and related products to customers. Revenue from sales of goods is recognised at a point in time when control of goods is transferred to the customer, generally on the delivery of goods.

Sales are made with a credit term, which is consistent with market practice, therefore, no element of financing is deemed present. A receivable is recognised when the customer accepts the delivery of the goods as the consideration is unconditional other than the passage of time before the payment is due.

The Group has applied the practical expedient for not to adjust the promised amount of consideration for the effects of a significant financing component if the Group expects that the period between the transfer of the promised goods or services to the customer and payment by the customer will be one year or less.

Sales of Software Applications

Revenue in relation to sale of software applications is recognised when control of the application and when the significant risks and rewards of the ownership of the applications have been transferred to the customer.

Revenue from sale of software application comprises:
- Licensing revenue which is recognised at a point in time upon delivery and installation and is accepted by customers with no significant obligations remain in respect of the software applications delivered and installed; and
- Customisation of e-business solutions where revenue is recognised at a point in time based on the performance of obligation.

Revenue is measured based on the price specified in the contracts, net of any discounts and rebates.

Maintenance and Implementation Services

Revenue from maintenance and implementation services is recognised upon the completion of performance of services agreed upon with customer. Revenue is measured based on the price specified in the contracts, net of any discounts, rebates and indirect taxes applicable to the revenue.

Provision of e-business Information Technology ("IT") services

Revenue from provision of e-business IT services is recognised over time of performance of services agreed upon with customers. Revenue is measured based on the price specified in the contracts, net of any discounts, rebates and indirect taxes applicable to the revenue. A receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

3. MATERIAL ACCOUNTING POLICIES (continued)

IT infrastructure and hardware

Revenue from the sale of IT infrastructure and hardware is recognised at a point in time when the Company transfers control of the products to the customer, being when the products are delivered to the customer and accepted by the customer, where applicable. Control is considered transferred when the customer has the ability to direct the use of and obtain substantially all of the remaining benefits from the products.

Provision of Services, Training and Sale of Solutions

Revenue from provision of services under the CyberSecurity Solutions and e-Logistic Solutions segments and training is recognised over time upon the completion of performance of services agreed upon with customer. Revenue is measured based on the price specified in the contracts, net of any discounts, rebates and indirect taxes applicable to the revenue.

Revenue from sale of solutions is recognised at a point in time when control of the solutions is transferred, being the point the customer accepted the solutions from the Group. Revenue is measured based on the price specified in the contracts, net of any discounts, rebates and indirect taxes applicable to the revenue.

Sale of Consumable Goods

Revenue from sale of consumable goods is recognised when the Company has transferred control of the goods to the customer, being when the goods have been delivered to the customer and upon its acceptance.

A receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

Contract Balances

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).

3. MATERIAL ACCOUNTING POLICIES (continued)

3.17 Foreign Currencies

Transactions and Balances in Foreign Currencies

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

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

Exchange differences are recognised in profit or loss, except for:
- Exchange differences on borrowings denominated in foreign currency relating to an asset under construction, which are included in the cost of that asset when the exchange difference is regarded as an adjustment to interest costs on those foreign currency borrowings; and
- Exchange differences on amounts receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur in the foreseeable future (i.e. form part of the net investment in that foreign operation), which are recognised initially in OCI and reclassified from equity to profit or loss on disposal or partial disposal of the net investment.

Translation of Foreign Operations

For consolidation purposes, all assets and liabilities of foreign operations (including goodwill and fair value adjustments arising from the acquisition of a foreign operation) are translated at the prevailing exchange rates on the reporting date. Income and expense are translated at average exchange rate for the period. Exchange differences arising from the translation of the financial statements of the foreign operation are recognised in OCI; accumulated in a separate component of equity and attributed to non-controlling interests as appropriate.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

3. MATERIAL ACCOUNTING POLICIES (continued)

3.18 Fair Value

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

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

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

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

4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATIONS

The preparation of the financial statements requires management to exercise judgements in the process of applying the accounting policies. It also requires the use of accounting estimates and assumptions that affect the reported assets, liabilities, 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 Judgements

The following are judgements made by management in the process of applying accounting policies that have the most material effect on the amount recognised in the financial statements:

(a) Capitalisation of development expenditure

Management monitors progress of research and development projects on an ongoing basis in accordance with the Group's research and development policy. Judgements are involved in distinguishing the research and the development phases of a project.

Management capitalises qualifying expenditure incurred in the development phase of a development project in accordance with the recognition principles of MFRS 138. Capitalised development expenditures are measured at cost less accumulated amortisation and impairment losses, if any. The capitalisation of development expenditure is based on management's judgements.

(b) Determination of functional currency

The Group is required to determine the functional currency of each entity within the Group, being the currency of the primary economic environment in which the entity operates. In making this assessment, management exercises significant judgement in evaluating the currency that mainly influences sales prices of goods and services, the currency of costs incurred, and the currency in which financing and operating cash flows are generated and retained.

During the financial year ended 31 March 2026, the Group introduced a new business stream involving sales to overseas customers and purchases from overseas suppliers, with transactions primarily denominated in United States Dollars ("USD"). This business stream co-exists with the Group's existing operations, which are predominantly conducted in RM.

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4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATIONS (continued)

The USD-denominated business stream accounted for a substantial portion of the Group's revenue and purchases during the current financial year. However, management noted that the underlying contracts supporting this business stream have defined contractual terms of up to two years and do not contain renewal or extension clauses. Based on the facts and circumstances available at the reporting date, management considers these arrangements to be contract-specific and has not identified indication that the USD-denominated activities will continue beyond the current contractual period.

In assessing the functional currency, management also considered that the Group's borrowings, cash and bank balances and operating expenditures remain predominantly denominated in RM. In addition, the Group continues to operate, manage and finance its business principally from Malaysia.

After considering all relevant indicators, management concluded that RM remains the currency of the primary economic environment in which the Group operates and therefore remains the functional currency of the Group. Changes in future business circumstances, including the continuation or expansion of USD-denominated operations beyond the existing contractual arrangements, may require management to reassess this conclusion.

Key Estimations and Assumptions

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

(a) Impairment of goodwill

The Group performs impairment testing on goodwill on an annual basis. The recoverable amount of the cash-generating units ("CGUs") was determined based on value-in-use. The value-in-use calculations require management's judgements and estimations about the key assumptions and basis underlying the cash flow projection of the CGUs and discount rates in calculating the net present value of future cash flows.

(b) 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 less estimated costs to be incurred to make the sales. If the carrying amount of inventories is higher than the expected recoverable amount, the Group writes down to its net realisable value.

4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATIONS (continued)

Demand levels 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 written down for slow-moving inventories may be required.

(c) Trade receivables and contract assets

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

In determining the ECL, management uses historical credit loss experience for trade receivables and contract assets 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 and contract assets are impaired in relation to incurred losses, but management is also considering, when applicable, reasonable and supportable information that may include forecasts of future economic conditions when estimating the ECL, on an individual and collective basis. The need to consider forward-looking factors means that management exercises considerable judgements as to how changes in macroeconomic factors will affect the ECL on trade receivables and contract assets.

(d) Non-trade receivables

Management assesses the ECL of receivables (other than trade receivables and contract assets) 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.

In determining the ECL, management assesses whether there has been any significant increase in credit risk since initial recognition of a receivable. Where there has not been a significant increase in credit risk since initial recognition, management determines the loss allowance by estimating an amount equal to twelve months ECL of that receivable. 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), management measures a loss allowance for credit losses expected over the remaining life of that receivable. Management exercises considerable judgements in these estimations, using historical credit loss experience as well as reasonable and supportable information that may include forecasts of future economic conditions when estimating the ECL.

5. PROPERTY, PLANT AND EQUIPMENT

Group	Computer software and equipment RM'000	Furniture and fittings RM'000	Office equipment RM'000	Renovation RM'000	Linen RM'000	Total RM'000
2026						
Cost						
At 1 April 2025	2,406	109	321	1,115	578	4,529
Additions	120	-	71	27	-	218
Written off	(1)	-	-	-	-	(1)
Disposal of subsidiaries	(2,412)	(45)	(317)	(801)	-	(3,575)
Exchange differences	(1)	(1)	(4)	-	-	(6)
At 31 March 2026	112	63	71	341	578	1,165
Accumulated depreciation						
At 1 April 2025	1,648	16	135	386	209	2,394
Charge for the financial year	225	22	41	119	-	407
Written off	(1)	-	-	-	-	(1)
Disposal of subsidiaries	(1,788)	(11)	(147)	(358)	-	(2,304)
Exchange differences	(1)	-	(1)	-	-	(2)
At 31 March 2026	83	27	28	147	209	494

5. PROPERTY, PLANT AND EQUIPMENT (continued)

Group	**Computer software and equipment RM'000**	**Furniture and fittings RM'000**	**Office equipment RM'000**	**Renovation RM'000**	**Linen RM'000**	**Total RM'000**
2026						
Accumulated impairment losses						
At 1 April 2025/31 March 2026	-	-	-	-	369	369
Carrying amount						
At 31 March 2026	**29**	**36**	**43**	**194**	**-**	**302**

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5. PROPERTY, PLANT AND EQUIPMENT (continued)

Group	Computer software and equipment RM'000	Furniture and fittings RM'000	Office equipment RM'000	Renovation RM'000	Linen RM'000	Total RM'000
2025						
Cost						
At 1 April 2024	1,988	285	904	729	578	4,484
Additions	587	49	136	449	-	1,221
Acquisition of a subsidiary	45	-	-	-	-	45
Written off	(208)	(223)	(680)	(63)	-	(1,174)
Exchange differences	(6)	(2)	(39)	-	-	(47)
At 31 March 2025	2,406	109	321	1,115	578	4,529
Accumulated depreciation						
At 1 April 2024	1,423	226	807	375	16	2,847
Charge for the financial year	422	15	47	74	193	751
Acquisition of a subsidiary	16	-	-	-	-	16
Written off	(208)	(223)	(680)	(63)	-	(1,174)
Exchange differences	(5)	(2)	(39)	-	-	(46)
At 31 March 2025	1,648	16	135	386	209	2,394

5. **PROPERTY, PLANT AND EQUIPMENT** (continued)

Group	Computer software and equipment RM'000	Furniture and fittings RM'000	Office equipment RM'000	Renovation RM'000	Linen RM'000	Total RM'000
2025						
Accumulated impairment losses						
At 1 April 2024	-	-	-	-	-	-
Charge for the financial year	-	-	-	-	369	369
At 31 March 2025	-	-	-	-	369	369
Carrying amount						
At 31 March 2025	**758**	**93**	**186**	**729**	**-**	**1,766**

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(Cont'd)

5. PROPERTY, PLANT AND EQUIPMENT (continued)

Company	Furniture and fittings RM'000	Office equipment RM'000	Renovation RM'000	Total RM'000
Cost				
1 April 2024/31 March 2025/31 March 2026	51	48	340	439
Accumulated depreciation				
At 1 April 2024	2	2	11	15
Charge for the financial year	10	10	68	88
At 31 March 2025	12	12	79	103
Charge for the financial year	10	10	68	88
At 31 March 2026	22	22	147	191
Carrying amount				
At 31 March 2026	**29**	**26**	**193**	**248**
At 31 March 2025	**39**	**36**	**261**	**336**

Included in property, plant and equipment of the Group and of the Company are fully depreciated assets of RM33,000 and Nil (2025: RM1,520,000 and Nil) respectively, which are still in use.

6. INVESTMENT PROPERTY

Group	2026 RM'000	2025 RM'000
At 1 April	2,600	-
Acquisition of a subsidiary	-	2,350
Net gain from fair value adjustment	-	250
At 31 March	**2,600**	**2,600**

(a) Investment property represents leasehold building which is pledged to secure banking facilities granted to the Group as disclosed in note 18.

(b) The fair value of the investment property has been arrived at on the basis of a valuation carried out by independent professional valuers who have appropriate professional qualifications and recent experiences in the relevant location and assets being valued. The fair value of the investment property is determined using comparison method and is categorised as Level 2 (2025: Level 2) in the fair value hierarchy. Based on the comparison approach, sales prices of comparable properties in close proximity are adjusted for differences in key attributes such as property size. The most significant input into this valuation approach is price per square foot of comparable properties.

7. INVESTMENTS IN SUBSIDIARIES

Company	2026 RM'000	2025 RM'000
Unquoted shares, at cost	111,400	119,403
Accumulated impairment losses	-	(13,250)
	111,400	**106,153**

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7. INVESTMENTS IN SUBSIDIARIES (continued)

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

Name of subsidiaries	Principal place of business and place of incorporation	Principal activities	Effective ownership and voting interest 2026 %	2025 %
Direct interest				
TalentCloud AI Sdn. Bhd. ("TCAI")	Malaysia	Sale and supply of human capital management software, consultation, training and technical support to customers	80.00	80.00
Systech IOT Solutions Sdn. Bhd.	Malaysia	Provision of information technology, management and maintenance services	100.00	100.00
SysAIU Sdn. Bhd.	Malaysia	Provision of software related services, trade in software related peripheral and provision of management services	100.00	100.00
Systech Capital Sdn. Bhd. ("Systech Capital")	Malaysia	Provision of information technology services and management services	100.00	100.00
Systech Digital Solutions Sdn. Bhd. ("Systech Digital")	Malaysia	Retail sale of computers, computer equipment, telecommunication equipment and supplies as well as other information technology service activities	100.00	100.00

7. INVESTMENTS IN SUBSIDIARIES (continued)

Name of subsidiaries	Principal place of business and place of incorporation	Principal activities	Effective ownership and voting interest 2026 %	2025 %
Direct interest				
SysArmy Sdn. Bhd. ("SysArmy")*	Malaysia	Provision of CyberSecurity software and hardware systems and the related application and consultancy services	-	51.00
Postlink Pte. Ltd. ("Postlink")*	Republic of Singapore	Provision of mailing house, transport, design and information system services	-	51.00
Indirect interest				
Held through Systech Digital				
Wilstech Digital Solutions Sdn. Bhd.	Malaysia	Wholesale of computer hardware, software and peripherals as well as other information technology service activities	100.00	100.00
Held through Systech Capital				
Sysprotech Sdn. Bhd.	Malaysia	Provision of other information technology services, management of real estate on a fee or contract basis and real estate activities on a fee or contract basis.	100.00	-

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7. INVESTMENTS IN SUBSIDIARIES (continued)

Name of subsidiaries	Principal place of business and place of incorporation	Principal activities	Effective ownership and voting interest 2026 %	2025 %
Indirect interest				
Held through SysArmy				
PT Sysarmy Indocyber Security ("PT Sysarmy")*	Republic of Indonesia	Provision of CyberSecurity software and hardware systems and the related application and consultancy services	-	51.00
SecureIOT Academy Sdn. Bhd.*	Malaysia	Provision of CyberSecurity training and related services	-	51.00

* *Forvis Mazars PLT is not appointed as auditors for the financial year ended 31 March 2026*

(b) Acquisition of a subsidiary

(i) On 22 December 2023, the Company entered into a conditional share sale agreement with then shareholders of Systech Digital for the acquisition of 552,255 ordinary shares, represented the entire equity interest in Systech Digital. The transaction was completed on 14 May 2024. The acquisition was a business combination under common control as the major shareholder of the Company controlled Systech Digital prior to the acquisition.

As part of the total purchase consideration of Systech Digital, the Group agreed to pay a then shareholder of Systech Digital within the next twelve months the remaining purchase consideration as stated in the said conditional share sale agreement if Systech Digital achieved profit after tax of not less than RM5,000,000 for the financial year ended 31 March 2025. Systech Digital contributed revenue of RM34,898,000 and profit after tax of RM5,973,000 to the Group's result for the financial year ended 31 March 2025. The settlement amount has been made during the financial year as disclosed in Note 20(b) and there is no outstanding contingent consideration payable at the end of the financial year.

7. INVESTMENTS IN SUBSIDIARIES (continued)

(c) Disposal of subsidiaries

(i) On 30 September 2025, the Company entered into a conditional share sale agreement with Mr. Tan Hock Ann for the disposal of the Company's entire equity interest in SysArmy Sdn. Bhd. and its subsidiaries. The transaction was completed on 2 October 2025.

The disposal had the following effect on the financial position of the Group and of the Company as at the date of disposal:

Group	**RM'000**
Property, plant and equipment	1,168
Right-of-use assets	777
Intangible assets	908
Trade and other receivables	2,171
Current tax asset	248
Cash and cash equivalents	220
Trade and other payables	(3,346)
Lease liabilities	(845)
Deferred tax liability	(721)
Net identifiable assets	580
Non-controlling interests	(235)
Realisation of exchange translation reserve	(100)
Net assets disposed	245
Consideration received	-*
Less: net assets disposed	(245)
Less: transaction costs	(12)
Loss on disposal	(257)
Consideration on disposal	-*
Less: transaction costs	(12)
Less: cash and cash equivalents in the subsidiaries disposed	(220)
Net consideration paid	(232)

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7. INVESTMENTS IN SUBSIDIARIES (continued)

(c) Disposal of subsidiaries (continued)

Company	RM'000
Consideration on disposal	-*
Less: transaction costs	(12)
Net consideration paid	(12)
Less: carrying amount of investments disposed	(255)
Loss on disposal	(267)

** Represents an amount less than RM1,000*

(ii) On 22 October 2025, the Company entered into an agreement with Mr. Murali Nair for the disposal of the Company's entire equity interest in Postlink. The transaction was completed on 27 October 2025.

The disposal had the following effect on the financial position of the Group and of the Company as at the date of disposal:

Group	RM'000
Property, plant and equipment	103
Right-of-use assets	308
Trade and other receivables	1,793
Cash and cash equivalents	1,919
Trade and other payables	(615)
Lease liabilities	(328)
Net identifiable assets	3,180
Goodwill	1,733
Non-controlling interests	(1,563)
Realisation of exchange translation reserve	(129)
Net assets disposed	3,221
Consideration received	1,129
Less: net assets disposed	(3,221)
Loss on disposal	(2,092)

7. **INVESTMENTS IN SUBSIDIARIES** (continued)

(c) **Disposal of subsidiaries** (continued)

Group	**RM'000**
Consideration on disposal	1,129
Less: cash and cash equivalents in the subsidiary disposed	(1,919)
Net consideration paid	(790)

Company	
Consideration on disposal	1,129
Less: carrying amount of investments disposed	(498)
Gain on disposal	631

(iii) Profit/(Loss) from discontinued operations comprise:

Group	**2026 RM'000**	**2025 RM'000**
Revenue	9,699	21,742
Expenses	(8,959)	(23,533)
Profit/(Loss) before tax	740	(1,791)
Tax (expense)/income	(285)	169
Profit/(Loss) after tax	455	(1,622)

(iv) Cash flows attributable to discontinued operations:

Group	**2026 RM'000**	**2025 RM'000**
Net cash (used in)/from operating activities	(842)	538
Net cash used in investing activities	(277)	(1,413)
Net cash from/(used in) financing activities	748	(336)

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7. INVESTMENTS IN SUBSIDIARIES (continued)

(d) Details of the subsidiaries that have material non-controlling interests at the reporting date are as follows:

2025	**SysArmy**	**Postlink**
Portion of ownership interests held by non-controlling interests (%)	49.00	49.00
(Loss)/Profit and total comprehensive (loss)/ income allocated to non-controlling interests (RM'000)**	(1,321)	463
Carrying amount of non-controlling interests (RM'000)	745	1,055

*** Amounts before intra-group elimination*

Summarised financial information of the subsidiaries that have material non-controlling interests (amounts before intra-group elimination):

2025	**SysArmy RM'000**	**Postlink RM'000**
Statement of financial position		
Non-current assets	3,239	598
Current assets	4,120	3,028
Non-current liabilities	(1,230)	(228)
Current liabilities	(4,609)	(1,245)
Net assets	1,520	2,153
Non-controlling interests	(745)	(1,055)
Net assets attributable to owners of subsidiaries	775	1,098
Statement of profit or loss and OCI		
Revenue	11,666	10,076
(Loss)/Profit for the financial year	(2,738)	1,116
Non-controlling interests	(1,321)	547
Statement of cash flows		
Net cash (used in)/from operating activities	(861)	1,399
Net cash used in investing activities	(1,268)	(145)
Net cash used in financing activities	(73)	(263)

8. GOODWILL

Group	2026 RM'000	2025 RM'000
At 1 April	14,932	17,589
Impairment losses	-	(2,438)
Disposal of a subsidiary	(1,733)	-
Exchange differences	(40)	(219)
At 31 March	**13,159**	**14,932**

For impairment testing purpose, carrying amount of goodwill is allocated to the followings CGUs:

	2026 RM'000	2025 RM'000
TCAI	13,159	13,159
Postlink	-	1,773
	13,159	**14,932**

The recoverable amount of CGUs is determined based on a value-in-use calculation, using cash flows projection approved by the Directors covering a five-year period. The pre-tax discount rate applied to the cash flows projection is 11.30% (2025: 10.00%). The growth rate used to extrapolate the cash flows projection beyond the five-year period is 3.00% to 14.00% (2025: 5.00% to 12.50%). The growth rate is justified based on the similar industry growth rate. Based on the then assessment, the recoverable amounts of the CGUs exceeded the carrying amounts as at 31 March 2026 and therefore, the Group did not recognise any impairment loss during the current financial year. In the previous financial year, it was concluded that the value in use did not exceed the carrying amount of one of the CGUs and as a result, the Group recognised an impairment loss of RM2,438,000 in respect of goodwill.

Based on sensitivity analysis performed, management believes that there is no reasonably possible change in key assumptions that would cause the carrying amounts of the CGUs to materially exceed their recoverable amounts.

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9. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

(a) The Group as Lessee

(i) Right-of-use assets

Group	2026 RM'000	2025 RM'000
Cost		
At 1 April	3,103	2,365
Additions	692	1,556
Termination	(433)	(936)
Modification	295	-
Disposal of subsidiaries	(2,316)	-
Exchange differences	(20)	118
At 31 March	1,321	3,103
Accumulated depreciation		
At 1 April	1,146	1,019
Charge for the financial year	772	880
Termination	(301)	(908)
Modification	295	-
Disposal of subsidiaries	(1,231)	-
Exchange differences	(9)	155
At 31 March	672	1,146
Carrying amount		
At 31 March	**649**	**1,957**

9. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (continued)

(i) Right-of-use assets (continued)

Company	**2026 RM'000**	**2025 RM'000**
Cost		
At 1 April	445	445
Termination	(433)	-
At 31 March	12	445
Accumulated depreciation		
At 1 April	207	60
Charge for the financial year	99	147
Termination	(301)	-
At 31 March	5	207
Carrying amount		
At 31 March	**7**	**238**

The leases of (1) building, (2) office equipment and computer and (3) a motor vehicle are typically made for a period of two to five (2025: two to five) years. Lease liabilities relating to a motor vehicle are secured by a motor vehicle of the Group under hire purchase arrangements.

(ii) Lease liabilities

Group	**2026 RM'000**	**2025 RM'000**
Current	462	856
Non-current	327	1,227
	789	**2,083**

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9. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (continued)

(ii) Lease liabilities (continued)

Company	2026 RM'000	2025 RM'000
Current	2	148
Non-current	5	94
	7	**242**

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. At the reporting date, the Group is committed to approximately RM32,000 (2025: RM2,000) for short term leases.

Total cash outflows for leases of the Group and of the Company during the financial year (including fixed, variable, short term and low-value assets lease payments) amounting to RM754,000 and RM91,000 (2025: RM821,000 and RM152,000).

The changes in lease liabilities arising from financing activities are as follows:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
At 1 April	2,083	1,379	242	386
Cash flows:				
Finance costs paid	(6)	(5)	-	-
Repayments	(716)	(816)	(91)	(152)
	(722)	(821)	(91)	(152)
Non-cash:				
Additions	692	1,483	-	-
Finance costs	57	70	4	8
Termination	(148)	(28)	(148)	-
Disposal of subsidiaries	(1,173)	-	-	-
	(572)	1,525	(144)	8
At 31 March	**789**	**2,083**	**7**	**242**

9. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (continued)

(b) The Group as Lessor

Computer hardware and investment property are leased out typically for a period of two and half (2025: two and half) years.

		2026 RM'000	2025 RM'000
(i)	Carrying amount of aforesaid assets (subject to operating leases as lessor)	**2,686**	**2,816**

(ii) Analysis of undiscounted lease payments to be received after the reporting date, on an annual basis:

	2026 RM'000	2025 RM'000
In the first year	118	170
In the second year	14	107
	132	**277**

10. INTANGIBLE ASSETS

Group	Development expenditure RM'000	Customer contracts and customer relationship RM'000	Total RM'000
Cost			
At 1 April 2024	9,687	3,250	12,937
Additions	245	-	245
At 31 March 2025	9,932	3,250	13,182
Additions	112	-	112
Disposal of subsidiaries	(9,006)	-	(9,006)
At 31 March 2026	1,038	3,250	4,288

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(Cont'd)

10. INTANGIBLE ASSETS (continued)

Group	Development expenditure RM'000	Customer contracts and customer relationship RM'000	Total RM'000
Accumulated amortisation			
At 1 April 2024	6,827	226	7,053
Charge for the financial year	1,092	302	1,394
At 31 March 2025	7,919	528	8,447
Charge for the financial year	555	302	857
Disposal of subsidiaries	(8,098)	-	(8,098)
At 31 March 2026	376	830	1,206
Carrying amount			
At 31 March 2026	**662**	**2,420**	**3,082**
At 31 March 2025	**2,013**	**2,722**	**4,735**

The additions to intangible assets include the following expenses:

	2026 RM'000	2025 RM'000
Short term employee benefits	**112**	**245**

The intangible assets of the Group have finite useful lives. The carrying amounts of the intangible assets are amortised on straight-line basis as follows:

Development expenditure	5 to 10 years
Customer contracts and customer relationship	9 to 13 years

The amortisation of intangible assets is included in cost of sales.

The Group recognised customer contracts and customer relationship through the acquisition of TCAI. The carrying amounts of customer contracts and relationship of RM2,420,000 (2025: RM2,722,000) will be fully amortised in 7 to 11 (2025: 8 to 12) years.

11. INVENTORIES

Group	2026 RM'000	2025 RM'000
Consumable goods	-	20
Software licenses	11,158	13,409
	11,158	**13,429**

Inventories of RM2,252,000 (2025: RM22,803,000) were recognised as an expense and included in cost of sales during the financial year.

As at the end of the reporting period, the Group has carried out an assessment of inventories about whether their net realisable values are lower than their costs. Based on the then assessment, the Group concluded that (1) the inventories are expected to be sold above their cost; (2) there are no indicators of slow-moving or obsolete inventories; and (3) the technology embedded in the software licenses remains up-to-date and applicable.

12. TRADE AND OTHER RECEIVABLES

Group	2026 RM'000	2025 RM'000
Non-current		
Prepayments to trade suppliers (a)	**53,241**	**-**
Current		
Receivables from Contracts with Customers		
Third parties	42,784	35,215
Loss allowance (b)	(1,339)	(1,981)
	41,445	33,234
Other receivables	2,019	732
Deposits	2,680	8,145
Prepayments to trade suppliers (a)	138,177	-
Prepaid expenses	2,854	1,406
Contract assets (c)	1,462	2,362
	188,637	45,879
	241,878	**45,879**

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12. TRADE AND OTHER RECEIVABLES (continued)

Company	2026 RM'000	2025 RM'000
Amounts owing by subsidiaries (d)	11,502	13,304
Other receivables	-	46
Deposits	2	5,061
Prepaid expenses	3	9
	11,507	**18,420**

(a) The prepayments consist of:

Group	2026 RM'000	2025 RM'000
(i) Maintenance services		
- expected to be rendered within next twelve months	55,847	-
- expected to be rendered after next twelve months	53,241	-
	109,088	-
(ii) Hardware		
- expected to be delivered within next twelve months	82,330	-
Total	**191,418**	**-**

12. TRADE AND OTHER RECEIVABLES (continued)

(i) The balance represents advance payments made pursuant to the binding arrangements with two (2025: Nil) suppliers for the provision of maintenance services required by the Group to fulfil its performance obligations to the customers. Under the binding arrangements, the suppliers shall provide maintenance services over the agreed service period up to March 2028. The arrangements are one-off without any renewal or extension option; and non-cancellable upon commencement of the services. The maintenance services commenced during the current financial year. The Group is obligated to make full upfront payments upon commencement of the services. Accordingly, the amounts paid are recognised as prepayments and are subsequently amortised to profit or loss on straight-line basis over the period in which the related maintenance services are received.

The aforesaid prepaid maintenance services are related to the Group's remaining performance obligations under the contracts with customers as disclosed in Note 21(b)(i). The considerations of the contracts with customers have been received by the Group in advance and recognised as contract liability as disclosed in Note 20(a)(i).

(ii) The balance represents advance payments made pursuant to a binding arrangement with a supplier (2025: Nil) for the procurement of hardware required to fulfil the customers' orders secured by the Group. The salient terms of the arrangements are as follows:

- the hardware is expected to be delivered within twelve months from the reporting date;
- the arrangements are non-cancellable; and
- full consideration is payable before delivery of goods.

The Group made full upfront payments during the current financial year; and the prepayments shall be utilised upon delivery of the underlying hardware.

The aforesaid prepayments relate to the Group's performance obligations under the contracts with customers as disclosed in Note 21(b)(ii). The considerations of the contracts with customers have been received by the Group in advance and recognised as contract liability as disclosed in Note 20(a)(ii).

12. TRADE AND OTHER RECEIVABLES (continued)

(b) The Group applies simplified approach (i.e. lifetime ECL) in measuring the allowance for doubtful debts of trade receivables. The ECL on trade receivables is estimated using a provision matrix by reference to past default experience of the debtors and an analysis of the debtors' current financial position, adjusted for factors that are specific to the debtors, general economic conditions of the industry in which the debtors operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date.

There have been no significant changes in the estimation techniques or significant assumptions made during the current reporting period.

The Group writes off a trade receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, i.e. when the debtor has been placed under liquidation or has entered into bankruptcy proceedings.

The movements in loss allowance for trade receivables are as follows:

Group	**2026 RM'000**	**2025 RM'000**
At 1 April	1,981	109
Acquisition of a subsidiary	-	1,669
Disposal of subsidiaries	(39)	-
Additions	186	490
Written off	(154)	-
Reversals	(635)	(287)
At 31 March	**1,339**	**1,981**

12. TRADE AND OTHER RECEIVABLES (continued)

The risk profile and ageing analysis of trade receivables are as follows:

Group	Gross carrying amount RM'000	Loss allowance RM'000
2026		
Not past due	32,100	-
1 to 30 days past due	1,378	-
31 to 60 days past due	1,030	-
61 to 120 days past due	656	-
More than 120 days past due	6,281	-
Individual impairment	1,339	1,339
	42,784	**1,339**
2025		
Not past due	22,908	-
1 to 30 days past due	2,024	-
31 to 60 days past due	1,453	-
61 to 120 days past due	1,867	-
More than 120 days past due	4,982	-
Individual impairment	1,981	1,981
	35,215	**1,981**

The Group has assessed the loss allowance of trade receivables as at the end of each of the reporting periods, and an adequate allowance for doubtful debts has been recognised for ECL on the portion of carrying amount. For those past due balances not impaired or remaining credit exposure, based on past experience and no adverse information to date, the Group is of the opinion that no allowance for doubtful debts is necessary in respect of these balances as there has not been a significant change in the credit quality and these balances are still considered fully recoverable.

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12. TRADE AND OTHER RECEIVABLES (continued)

(c) Revenue relating to services is recognised over time, while the customers pay according to contractual milestones. A contract asset is recognised in respect of the right to consideration for work performed which has not yet been billed at the reporting date.

Group	2026 RM'000	2025 RM'000
Services rendered	**1,462**	**2,362**

The movements in contract assets are as follows:

Group	2026 RM'000	2025 RM'000
At 1 April	2,362	779
Acquisition of a subsidiary	-	977
Recognition of revenue	37,374	2,880
Transfer to trade receivables	(38,274)	(2,274)
At 31 March	**1,462**	**2,362**

The Group applies simplified approach (i.e. lifetime ECL) in measuring the allowance for doubtful debts. The ECL is estimated by reference to past default experience and the future prospects of the industry. There have been no changes in the estimation techniques or significant assumptions made during the current reporting period.

None of the amount due from customers at the reporting date is past due. The Group does not expect any credit loss based on the then assessment at the reporting date.

(d) The non-trade balance is unsecured, non-interest bearing, except for an amount of RM1,796,000 in the previous financial year which bore an interest rate of 2.50% per annum, receivable on demand and expected to be settled in cash.

13. SHORT TERM INVESTMENTS

The fair values of short term investments are measured with reference to the market value of the instruments reported by the fund management company.

14. FIXED DEPOSITS

The Group has pledged the fixed deposits of RM2,967,000 (2025: RM1,984,000) to licensed banks to secure the banking facilities granted to the Group as disclosed in note 18.

15. SHARE CAPITAL

	Number of ordinary shares		Amount	
	2026	**2025**	**2026**	**2025**
Group and Company	**'000**	**'000**	**RM'000**	**RM'000**
Issued and fully paid-up (no par value):				
At 1 April	644,486	347,708	150,164	43,882
Issuance of shares	64,262	296,778	9,011	106,282
At 31 March	**708,748**	**644,486**	**159,175**	**150,164**

During the financial year, the Company issued 64,262,496 new ordinary shares for expansion of information technology ("IT") solution business and working capital purposes. Of these:

(i) 14,827,996 new ordinary shares at approximately RM0.17 for a net cash consideration of RM2,500,000; and
(ii) 49,434,500 new ordinary shares at approximately RM0.13 for a net cash consideration of RM6,510,524.

In the previous financial year, the Company issued 296,778,000 new ordinary shares at RM0.360 per share. Of these:

(i) 144,000,000 new ordinary shares for a net cash consideration of RM51,282,000 for working capital purposes; and
(ii) 152,778,000 new ordinary shares for a consideration of RM55,000,000 to satisfy the purchase consideration for the acquisition of 100.00% equity interest in Systech Digital.

The new ordinary shares issued rank *pari passu* in all respects with the then existing ordinary shares of the Company. The holders of ordinary shares are entitled to dividends as declared from time to time and have one vote per share at general meetings of the Company. All ordinary shares rank equally with respect to the Company's residual assets.

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16. TREASURY SHARES

Group and Company	**2026 RM'000**	**2025 RM'000**
At 1 April/31 March	**376**	**376**

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

The total number of treasury shares held as at 31 March 2026 is 1,860,000 (2025: 1,860,000) or 0.26% (2025: 0.29%) of the total paid-up share capital of the Company. None (2025: None) of the treasury shares is resold during the financial year.

17. OTHER RESERVES

Group	**2026 RM'000**	**2025 RM'000**
Exchange translation reserve (a)	-	321
Merger reserve (b)	(65,466)	(65,466)
	(65,466)	**(65,145)**

(a) Exchange Translation Reserve

Exchange translation reserve is used to record exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency. It is also used to record the exchange differences arising from monetary items which form part of the Group's net investment in foreign operations, where the monetary item is denominated in either the functional currency of the reporting entities or the foreign operations.

(b) Merger Reserve

The merger reserve arises as and when a common control business combination takes place. It comprises the difference between the total consideration paid by the Company and carrying amount of the subsidiary's net assets.

18. BORROWINGS

Group	2026 RM'000	2025 RM'000
Non-current		
Term loans (a)	4,158	5,688
Current		
Term loans (a)	5,530	1,734
Bank overdrafts (b)	3,946	4,037
	9,476	5,771
Total	**13,634**	**11,459**

(a) Term loans carry interest rates ranging between 3.50% to 14.06% (2025: 3.50% to 18.00%) per annum and are secured as follows:

- Joint and several guarantee by Directors and former Directors of the subsidiaries (2025: Directors and former Directors of the subsidiaries);
- Corporate guarantee by the Company;
- Guarantee by Syarikat Jaminan Pembiayaan Perniagaan Berhad ("SJPPB");
- Guarantee by Credit Guarantee Corporation Malaysia Berhad;
- Fixed deposits as disclosed in note 14; and
- Legal charge over the investment property as disclosed in note 6.

The repayment terms are as follows:

Group	2026 RM'000	2025 RM'000
Not later than one year	5,530	1,734
Later than one year but not later than five years	2,872	4,277
More than five years	1,286	1,411
	9,688	**7,422**

18. BORROWINGS (continued)

(b) Bank overdrafts are repayable on demand, carry interest rates ranging between 5.00% to 10.65% (2025: 7.08% to 10.65%) per annum and are secured by way of joint and several guarantee by all the Directors of a subsidiary and SJPPB (2025: all the Directors of a subsidiary and SJPPB).

(c) The movements of borrowings (excluding bank overdrafts) are as follows:

Group	**2026 RM'000**	**2025 RM'000**
At 1 April	7,422	60
Cash flows:		
Drawdown	4,000	100
Finance costs paid	(630)	(616)
Repayment	(1,734)	(3,332)
	1,636	(3,848)
Non-cash:		
Acquisition of a subsidiary	-	10,594
Finance costs	630	616
	630	11,210
At 31 March	**9,688**	**7,422**

19. DEFERRED TAX

Group	2026 RM'000	2025 RM'000
At 1 April	(578)	(807)
Acquisition of a subsidiary	-	414
Disposal of subsidiaries	721	-
Recognised in profit or loss	38	(185)
At 31 March	181	(578)

Presented after appropriate offsetting:

	2026 RM'000	2025 RM'000
Deferred tax asset	794	726
Deferred tax liability	(613)	(1,304)
	181	**(578)**

Company	2026 RM'000	2025 RM'000
At 1 April	(6)	(6)
Recognised in profit or loss	2	-
At 31 March	**(4)**	**(6)**

The movements of deferred tax are as follows:

Group	At 1 April RM'000	Disposal of subsidiaries RM'000	Recognised in profit or loss RM'000	At 31 March RM'000
2026				
Intangible assets	(1,136)	218	178	(740)
Investment property	(61)	-	-	(61)
Loss allowance	424	(9)	(145)	270
Property, plant and equipment	(428)	353	71	(4)
Right-of-use assets	(301)	187	92	(22)
Contract liabilities	471	166	(170)	467
Lease liabilities	321	(203)	(94)	24
Unutilised business losses	-	-	128	128
Unabsorbed capital allowances	-	-	2	2
Others	132	9	(24)	117
	(578)	**721**	**38**	**181**

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19. DEFERRED TAX (continued)

Group	At 1 April RM'000	Acquisition of a subsidiary RM'000	Recognised in profit or loss RM'000	At 31 March RM'000
2025				
Intangible assets	(1,412)	-	276	(1,136)
Investment property	-	(36)	(25)	(61)
Loss allowance	-	419	5	424
Property, plant and equipment	(272)	(31)	(125)	(428)
Right-of-use assets	(323)	(78)	100	(301)
Contract liabilities	792	177	(498)	471
Lease liabilities	331	80	(90)	321
Others	77	(117)	172	132
	(807)	**414**	**(185)**	**(578)**

Company	At 1 April RM'000	Recognised in profit or loss RM'000	At 31 March RM'000
2026			
Property, plant and equipment	(7)	3	(4)
Right-of-use assets	(57)	55	(2)
Lease liabilities	58	(56)	2
	(6)	**2**	**(4)**
2025			
Property, plant and equipment	(7)	-	(7)
Right-of-use assets	(92)	35	(57)
Lease liabilities	93	(35)	58
	(6)	**-**	**(6)**

20. TRADE AND OTHER PAYABLES

Group	2026 RM'000	2025 RM'000
Non-current		
Contract liabilities (a)	53,659	-
Current		
Trade payables	4,389	5,567
Other payables	2,471	3,866
Accruals	2,068	2,758
Contract liabilities (a)	205,944	3,225
Contingent consideration (b)	-	8,319
	214,872	23,735
	268,531	**23,735**

Company	2026 RM'000	2025 RM'000
Other payables	232	397
Accruals	125	196
Contingent consideration (b)	-	8,319
Amounts owing to subsidiaries (c)	1,529	2,553
	1,886	**11,465**

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20. TRADE AND OTHER PAYABLES (continued)

(a) Contract liabilities

Group	2026 RM'000	2025 RM'000
Consideration received in advance:		
- Maintenance services (i)		
- expected to be rendered within next twelve months	57,131	1,229
- expected to be rendered after next twelve months	53,659	-
- Hardware (ii)	148,152	-
- Others	661	1,996
	259,603	**3,225**

(i) The balance primarily represents consideration received in advance from customers in respect of maintenance services to be provided by the Group, for which the related performance obligations have not been satisfied as at the reporting date. The salient terms of the binding arrangements with the customers are as follows:
- contract terms are generally up to two years without any renewal or extension option;
- the arrangements are non-cancellable; and
- full contract consideration is payable in advance by the customers upon commencement of the services.

The contract liabilities correspond substantially to the Group's remaining performance obligations disclosed in Note 21(b)(i) and are supported by the prepayments for maintenance services procured from suppliers as disclosed in Note 12(a)(i). Revenue shall be recognised over the maintenance service period when the Group satisfies its performance obligations to customers.

(ii) The balance represents consideration received in advance from customers for the supply of hardware, for which the Group's performance obligations have not been satisfied as at the reporting date. The salient terms of the arrangements are as follows:
- the hardware is expected to be delivered within twelve months from the reporting date;
- the arrangements are non-cancellable; and
- full contract consideration is payable in advance by the customers prior to the delivery of goods.

20. TRADE AND OTHER PAYABLES (continued)

The contract liabilities correspond to the Group's remaining performance obligations disclosed in Note 21(b)(ii). The Group's aforesaid performance obligations are partially supported by corresponding procurement of hardware from a supplier as disclosed in Note 12(a)(ii). Revenue shall be recognised upon the Group satisfies its performance obligations to customers. As the hardware is expected to be delivered to the customers within twelve months from the reporting date, the related contract liabilities are classified as current.

The movements in contract liabilities are as follows:

Group	**2026 RM'000**	**2025 RM'000**
At 1 April	3,225	3,298
Acquisition of a subsidiary	-	603
Consideration received	524,449	4,836
Disposal of subsidiaries	(694)	-
Revenue recognised	(267,377)	(5,512)
At 31 March	**259,603**	**3,225**

(b) In the previous financial year, this referred to the contingent consideration payable in respect of the acquisition of subsidiaries. During the financial year, the Group has made the settlement amounts to Systech Digital and TCAI amounting to RM5,000,000 and RM3,319,000 and there is no outstanding contingent consideration payable at the end of the financial year.

(c) The balances are unsecured, non-interest bearing, repayable on demand and expected to be settled in cash. The movements are as follows:

Company	**2026 RM'000**	**2025 RM'000**
At 1 April	2,553	2,075
Cash flows:		
Advance from subsidiaries	2,366	3,071
Repayment to subsidiaries	(3,390)	(2,593)
	(1,024)	478
At 31 March	**1,529**	**2,553**

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21. REVENUE

Group	2026 RM'000	2025 RM'000
Revenue from Contracts with Customers		
Sales of hardware and software application	282,191	32,450
Maintenance and implementations services	18,611	3,902
Provision of e-business IT services	11,382	2,918
IT infrastructure and hardware	13,290	251
Provision of services, training and sales of solutions	9,785	2,224
Sales of consumable goods	-	99
	335,259	**41,844**

(a) The timing of revenue recognition from contracts with customers is summarised as follows:

Group	2026 RM'000	2025 RM'000
At a point in time	316,643	23,304
Over time	18,616	18,540
	335,259	**41,844**

21. REVENUE (continued)

(b) Transaction price allocated to the remaining performance obligations.

The following table shows revenue expected to be recognised in the future related to transactions price allocated to performance obligations that are unsatisfied as at the reporting date:

Group	**2026 RM'000**	**2025 RM'000**
(i) Contracts with customers which are partially satisfied at reporting date:		
- Within one year	57,907	4,416
- One to five years	53,669	-
	111,576	4,416
(ii) Contracts with customers to be satisfied wholly in future:		
- Within one year	148,152	-
	259,728	4,416

(c) Financing component is not recognised at contract inception, as the Group expects that the period between when the promised good or service is transferred to a customer and when the customer pays for that good or service will be one year or less.

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22. FINANCE COSTS

	Group		Company	
	2026	**2025**	**2026**	**2025**
	RM'000	**RM'000**	**RM'000**	**RM'000**
Continuing operations				
Borrowings	630	616	-	-
Bank overdrafts	314	328	-	-
Leases liabilities	34	34	4	8
	978	978	4	8
Discontinued operations				
Leases liabilities	23	36	-	-
	23	36	-	-
	1,001	**1,014**	**4**	**8**

23. PROFIT/(LOSS) BEFORE TAX FROM CONTINUING OPERATIONS

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Profit/(Loss) before tax is stated after charging/(crediting):				
Amortisation of intangible assets	453	453	-	-
Auditors' remuneration				
- statutory audit				
- Forvis Mazars PLT	235	258	58	53
- Other auditors	-	36	-	-
- other assurance and related services				
- Forvis Mazars PLT	15	19	15	-
Bad debts written off	2,369	-	1,817	-
Depreciation of property, plant and equipment	114	310	88	88
Depreciation of right-of-use assets	486	424	99	147
Fair value gain on short term investment	(2)	(3)	(2)	(3)
Finance income	(86)	(479)	(58)	(429)
Gain on lease termination	(16)	-	(16)	-
Impairment losses on goodwill	-	2,438	-	-
Impairment losses on property, plant and equipment	-	369	-	-
Loss/(Gain) on disposal of subsidiaries	2,349	-	(364)	-
Net gain from fair value adjustment for investment property	-	(250)	-	-
Net realised loss/(gain) on foreign exchange	1,906	(3)	-	-
Net unrealised (gain)/loss on foreign exchange	(1,815)	5	-	-
Rental income from computer hardware	(156)	(130)	-	-
Rental income from investment property	(14)	(12)	-	-
	(170)	(142)	-	-
Short term lease	32	2	-	-

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24. TAX EXPENSE/(INCOME)

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Continuing operations				
Current tax				
- current financial year	2,190	2,970	-	-
- previous financial year	(133)	(239)	-	-
	2,057	2,731	-	-
Deferred tax				
- current financial year	(159)	(260)	(2)	-
- previous financial year	-	222	-	-
	(159)	(38)	(2)	-
	1,898	2,693	(2)	-
Discontinued operations				
Current tax				
- current financial year	164	113	-	-
- previous financial year	-	(505)	-	-
	164	(392)	-	-
Deferred tax				
- current financial year	8	35	-	-
- previous financial year	113	188	-	-
	121	223	-	-
	285	(169)	-	-
Total	**2,183**	**2,524**	**(2)**	**-**

24. TAX EXPENSE/(INCOME) (continued)

The corporate tax rate (the "applicable tax rate") in Malaysia is 24.00% (2025: 24.00%). Taxation for other jurisdictions is determined at the tax rate prevailing in the respective jurisdictions.

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

	Group		Company	
	2026 RM'000	**2025 RM'000**	**2026 RM'000**	**2025 RM'000**
Profit/(Loss) before tax				
- continuing operations	1,286	(3,923)	(2,299)	(1,665)
- discontinued operations	740	(1,791)	-	-
	2,026	(5,714)	(2,299)	(1,665)
Tax at the applicable tax rate	486	(1,371)	(552)	(400)
Non-taxable income	(479)	(89)	(90)	(11)
Non-deductible expenses	1,790	2,039	640	411
Difference in tax rates of other jurisdictions	(103)	(103)	-	-
Deferred tax asset not recognised	509	2,382	-	-
Adjustments for the previous financial year	(20)	(334)	-	-
	2,183	**2,524**	**(2)**	-

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24. TAX EXPENSE/(INCOME) (continued)

Deferred tax asset has not been recognised in respect of the following items because it is not probable that the respective subsidiaries will generate sufficient future taxable profits against which they can be utilised:

Group	2026 RM'000	2025 RM'000
Unutilised tax losses	13,853	11,170
Unabsorbed capital allowances	17	199
Contract liabilities	-	150
Lease liabilities	689	263
Right-of-use assets	(536)	(211)
Property, plant and equipment	(8)	399
Others	215	138
	14,230	**12,108**

Pursuant to the applicable tax legislation, unutilised tax losses will expire as follows:

	2026 RM'000	2025 RM'000
Expired in 2030	34	34
Expired in 2031	62	62
Expired in 2032	36	36
Expired in 2034	1,596	2,116
Expired in 2035	8,837	8,922
Expired in 2036	3,288	-
	13,853	**11,170**

Retained earnings (if any) of the Company and its Malaysian subsidiaries are available for distributions by way of dividends.

25. (LOSS)/EARNINGS PER SHARE

Group	**2026**	**2025**
Continuing operations		
Loss for the financial year attributable to owners of the Company (RM'000)	(511)	(6,910)
Weighted average number of ordinary shares outstanding ('000)	673,901	616,624
Basic loss per share (sen)	(0.08)	(1.12)
Discontinued operations		
Profit/(Loss) for the financial year attributable to owners of the Company (RM'000)	357	(847)
Weighted average number of ordinary shares outstanding ('000)	673,901	616,624
Basic earnings/(loss) per share (sen)	0.05	(0.14)

The diluted (loss)/earnings per share is not presented as there are no dilutive potential ordinary shares outstanding during the financial year as the average market price of the ordinary shares was lower than the exercise price of the unexpired warrants. Thus, the basic (loss)/earnings per share and diluted (loss)/earnings per share are the same.

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26. EMPLOYEE BENEFITS EXPENSE

(a) Directors

	Group		Company	
	2026 RM'000	**2025 RM'000**	**2026 RM'000**	**2025 RM'000**
Executive				
Short term benefits	1,400	1,290	-	-
Defined contribution plan	157	155	-	-
Others	130	359	-	-
	1,687	**1,804**	**-**	**-**
Non-executive				
Fees	269	327	269	327
Others	31	21	31	21
	300	**348**	**300**	**348**
	1,987	**2,152**	**300**	**348**

(b) Other key management personnel

	Group 2026 RM'000	Group 2025 RM'000	Company 2026 RM'000	Company 2025 RM'000
Short term benefits	1,000	2,561	-	-
Defined contribution plan	106	278	-	-
Others	8	314	-	-
	1,114	**3,153**	**-**	-

(c) Other employees

	Group 2026 RM'000	Group 2025 RM'000	Company 2026 RM'000	Company 2025 RM'000
Short term benefits	4,034	14,672	-	-
Defined contribution plan	391	1,639	-	-
Others	275	273	-	-
	4,700	**16,584**	**-**	-
Total	**7,801**	**21,889**	**300**	**348**

27. RELATED PARTY TRANSACTIONS

Other than those related party transactions and outstanding balances disclosed elsewhere in the financial statements, the significant related party transactions are disclosed below:

	Company	
	2026	**2025**
	RM'000	**RM'000**
Interest income from subsidiaries	21	42
	======	======

28. WARRANTS 2024/2029

The warrants are constituted by the Deed Poll dated 16 May 2024 ("Deed Poll").

On 7 June 2024, 160,656,000 warrants ("Warrants A") were issued free by the Company pursuant to the bonus issue on the basis of one Warrant A for every four existing ordinary shares held.

The salient features of the Warrants A are as follows:

(i) Each Warrant A entitles the registered holder thereof ("Warrant holder(s)") to subscribe for one new ordinary share in the Company at an exercise price of RM0.50 during the five-year period expiring on 6 June 2029 ("Exercise Period"), subject to the adjustments as set out in the Deed Poll;
(ii) At the expiry of the Exercise Period, any Warrants A which has not been exercised shall automatically lapse and cease to be valid for any purposes; and
(iii) Warrant holders must exercise the Warrants A in accordance with the procedures set out in the Deed Poll and shares allotted and issued upon such exercise shall rank *pari passu* in all respects with the then existing shares of the Company, and shall be entitled to any dividends, rights, allotments and/or other distributions after the issue and allotment thereof.

There was no exercise of Warrants A during the financial years ended 31 March 2026 and 31 March 2025.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

29. FINANCIAL INSTRUMENTS

(a) Classification

Group	2026 RM'000	2025 RM'000
(i) Financial assets at amortised cost		
Trade and other receivables	46,143	42,111
Short term deposits	-	108
Fixed deposits	2,967	3,994
Cash and bank balances	70,963	4,370
	120,073	**50,583**
(ii) Financial liabilities at amortised cost		
Trade and other payables	7,820	10,382
Borrowings	13,634	11,459
Lease liabilities	789	2,083
	22,243	**23,924**
(iii) Financial asset at FVTPL		
Short term investments	**-**	**500**
(iv) Financial liability at FVTPL		
Other payables	**-**	**8,319**

Company	2026 RM'000	2025 RM'000
(i) Financial assets at amortised cost		
Trade and other receivables	11,504	18,411
Short term deposits	-	108
Cash and bank balances	4	507
	11,508	**19,026**
(ii) Financial liabilities at amortised cost		
Trade and other payables	1,886	3,146
Lease liabilities	7	242
	1,893	**3,388**

29. FINANCIAL INSTRUMENTS (continued)

(a) Classification (continued)

Company	2026 RM'000	2025 RM'000
(iii) Financial asset at FVTPL		
Short term investments	**-**	**500**
	=======	=======
(iv) Financial liability at FVTPL		
Other payables	**-**	**8,319**
	=======	=======

(b) Fair value

The fair value of investment property is measured at Level 2 based on observable market sales data. The fair value of short term investments is measured at Level 1 based on market value of the instruments reported by the fund management company. The fair value of contingent consideration is measured at Level 3 based on discounted cash flows to determine the present value of the Group arising from contingent consideration.

The Group and the Company assessed that the fair values of all other financial assets and financial liabilities as at the end of the reporting period approximate or are at their carrying amounts mainly due to their short term maturities or their interest-bearing nature (where their interest rates approximate or are at the market rates applicable to those financial instruments).

There is no transfer between Level 1, Level 2 and Level 3 during the financial year (2025: no transfer in either direction).

30. FINANCIAL RISK MANAGEMENT

The Group's and the Company's business activities are exposed to a variety of financial risks. The board of Directors sets policies, manages and monitors the financial risks relating to the operations of the Group and of the Company. The Group and the Company seek to mitigate the potential adverse effects arising from these risks on the financial position and financial performance of the Group and of the Company. There have been no significant changes in the Group's and the Company's exposure to financial risks or the manner in which these risks are managed and measured.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

30. FINANCIAL RISK MANAGEMENT (continued)

(a) Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group's and the Company's exposure to credit risk relates primarily to trade and other receivables and cash and cash equivalents. For other financial assets, the Group and the Company minimise credit risk by dealing with creditworthy counter parties. The carrying amounts of these financial assets, which represent the maximum exposure to credit risk, are disclosed in the respective note.

Trade receivables and contract assets

Customer credit risk is managed by each business unit subject to established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed and individual credit limit is determined according to this assessment. Trade receivables and contract assets are regularly monitored by the Group.

For trade receivables, an impairment analysis is performed at each reporting date to measure the ECL. The calculation reflects information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. For contract assets, the ECL is estimated by reference to past default experience and the future prospects of the industry.

The Group determines the concentration of credit risk by monitoring its trade receivables on an ongoing basis. At the reporting date, the Group has a concentration of credit risk in respect of five (2025: five) trade receivables, representing approximately 71.00 % (2025: 62.00%) of the Group's total trade receivables.

Intercompanies advances

The Company provides unsecured advances to the intercompanies and monitors the ability of the intercompanies to repay the advances. Generally, the Company considers such balances have low credit risk. As the Company is able to determine the timing of payments of the advances as and when they are repayable, the Company considers the advances to be in default when the subsidiaries are not able to pay when demanded. The Company determines the probability of default for the advances individually using internal information available.

30. FINANCIAL RISK MANAGEMENT (continued)

Other Receivables

Other receivables are mainly arising from receivables from external parties and have low credit risks.

An impairment analysis is performed at each reporting date to measure the ECL. The calculation reflects information that is available at the reporting date about whether there has been any significant increase in credit risk since initial recognition of a receivable. At the reporting date, there is no significant increase in credit risk associated with other receivables.

Liquid Funds

The credit risk attributable to liquid funds is limited because the counterparties are financial institutions with high credit-worthiness assigned by reputable credit-rating agencies.

(b) Liquidity risk

Liquidity risk is the risk that the Group and the Company will not be able to meet their financial obligations as and when they fall due.

The Group seeks to ensure all business units always maintain optimum levels of liquidity, sufficient for their operating, investing and financing activities. The Group and the Company expect to meet their obligations, as and when they fall due, from cash and cash equivalents deemed adequate by the Group and the Company. Nonetheless, the Group also seeks to maintain sufficient credit facilities available to meet its liquidity requirements while ensuring effective working capital management within the Group. At the reporting date, the Group has unutilised credit facilities amounting to approximately RM254,000 (2025: RM4,200,000).

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

30. FINANCIAL RISK MANAGEMENT (continued)

Analysis of financial instruments by remaining contractual maturities

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

Group	On demand or within one year RM'000	One to five years RM'000	More than five years RM'000	Total RM'000
2026				
Trade and other payables	7,820	-	-	7,820
Borrowings	9,838	3,446	1,749	15,033
	17,658	3,446	1,749	22,853
Lease liabilities	494	344	-	838
	18,152	**3,790**	**1,749**	**23,691**
2025				
Trade and other payables	18,701	-	-	18,701
Borrowings	6,273	5,572	2,015	13,860
	24,974	5,572	2,015	32,561
Lease liabilities	918	1,275	-	2,193
	25,892	**6,847**	**2,015**	**34,754**

Company	On demand or within one year RM'000	One to five years RM'000	More than five years RM'000	Total RM'000
2026				
Trade and other payables	1,886	-	-	1,886
Lease liabilities	3	5	-	8
	1,889	**5**	**-**	**1,894**

30. FINANCIAL RISK MANAGEMENT (continued)

	On demand or within one year RM'000	One to five years RM'000	More than five years RM'000	Total RM'000
Company				
2025				
Trade and other payables	11,465	-	-	11,465
Lease liabilities	153	95	-	248
	11,618	**95**	**-**	**11,713**

(c) Interest rate risk

The Group is exposed to interest rate risk which is the risk that a financial instrument's value will fluctuate as a result of changes in market interest rates.

Exposure to interest rate risk is primarily related to the Group's interest-bearing borrowings, short term investments, short term deposits as well as fixed deposits. The carrying amounts of these financial instruments are disclosed in the respective note.

The Group monitors the interest rate risk exposure regularly to align its risk exposure and defined risk appetite, ensuring significant adverse impact on the Group's financial performance due to changes in interest rates is mitigated.

Sensitivity analysis

Group

If interest rates increase or decrease by 100 basis points with all other variables held constant, the Group's loss after tax and equity would increase or decrease by approximately RM81,000 (2025: RM52,000).

(d) Foreign currency risk

Foreign currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in foreign exchange rates.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

30. FINANCIAL RISK MANAGEMENT (continued)

The Group is exposed to foreign currency translation risk from its net investment in foreign operation, which is within the Republic of Singapore. The Group's net investment in the Republic of Singapore is not hedged to mitigate the structural currency exposure as the currency positions in Singapore Dollars ("SGD") is considered to be long term in nature. Accordingly, no sensitivity analysis on currency translation of foreign operations.

The difference arising from the foreign currency translation of the foreign net investment and operation is accounted under the exchange translation reserve. The translation difference therefrom is then reviewed and monitored by management on a regular basis.

In the previous financial year, the other investment of the Group, which was PT SysArmy, a corporation that was incorporated in Indonesia had no significant foreign currency exposure as it had not involved actively in its intended business.

The Group undertakes transactions denominated in foreign currencies. Consequently, the Group is exposed to risk arising from fluctuation of exchange rates. There is no formal hedging policy in respect of foreign exchange exposure. Exposure to this risk is monitored on an ongoing basis and the Group endeavours to keep the net exposure at an acceptable level. The currency giving rise to this risk is USD and SGD. The Group's exposure to foreign currency exchange risk, based on carrying amounts as at the end of the reporting period, is as follows:

<u>**Group**</u>

	Denominated in	
In RM'000	**USD**	**SGD**
2026		
Trade and other receivables	191,418	-
Trade and other payables	(258,096)	-
Cash and bank balances	70,208	-
Net exposure	**3,530**	**-**
2025		
Trade and other receivables	71	943
Trade and other payables	(325)	(878)
Cash and bank balances	12	2,065
Net exposure	**(242)**	**2,130**

30. FINANCIAL RISK MANAGEMENT (continued)

Sensitivity analysis

A 10.00% strengthening or weakening of the abovementioned foreign currencies against RM as at the end of the reporting period would decrease or increase loss after tax and equity by approximately RM268,000 (2025: RM143,000), with all other variables remaining constant.

The sensitivity analysis is unrepresentative of the inherent foreign currency risk as at financial year end exposure does not reflect the exposure during the financial year.

31. CAPITAL MANAGEMENT

The primary objective of capital management is to maximise the shareholders' value. For the purpose of capital management, capital includes issued ordinary share capital and other equity reserves.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders, issue new shares or obtain new borrowings.

The objective and strategy for capital management have not changed since the previous financial year.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

32. SEGMENTAL INFORMATION

Operating segments are prepared in a manner consistent with the internal reporting provided to management as its chief operating decision maker ("CODM") in order to allocate resources to segments and to assess their performance on a quarterly basis. For management purposes, the Group is summarised into business units based on their products and services provided, and the executive Directors of the Group have been identified as the CODM.

(a) Segments

The reportable segments are as follows:

(i) Corporate Solutions

Providing digital transformation and automation solutions via artificial intelligence and enterprise resources planning, internet of things and human capital management solutions.

(ii) CyberSecurity Solutions (discontinued operations)

Provision of CyberSecurity software and hardware systems and related application and consultancy services.

(iii) e-Logistics Solutions (discontinued operations)

Mailing house, transport, design and information system services.

32. SEGMENTAL INFORMATION (continued)

2026	**Corporate Solutions RM'000**	**Discontinued operations RM'000**	**Adjustments and eliminations RM'000**	**Total RM'000**
Segment profit/(loss) before tax	4,835	740	(3,549)	2,026
Included in the measure of segment profit/(loss)				
Revenue from external customers	341,253	9,699	(5,994)	344,958
Other expenses/(income)				
Amortisation of intangible assets	85	404	368	857
Bad debts written off	2,369	-	-	2,369
Depreciation of property, plant and equipment	114	293	-	407
Depreciation of right-of-use- assets	486	286	-	772
Finance costs	978	44	(21)	1,001
Finance income	(107)	-	21	(86)
Gain on lease termination	(16)	-	-	(16)
Loss allowance (net of reversal of loss allowance) on trade receivables	(449)	-	-	(449)
Net realised loss on foreign exchange	1,906	-	-	1,906
Net unrealised gain on foreign exchange	(1,815)	-	-	(1,815)
Segment assets and liabilities				
Segment assets	**458,725**	**9,619**	**(120,773)**	**347,571**
Segment assets include:				
Additions to non-current assets	598	424	-	1,022
Segment liabilities	**305,033**	**5,849**	**(20,691)**	**290,191**

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

32. SEGMENTAL INFORMATION (continued)

2025	Corporate Solutions RM'000	Discontinued operations RM'000	Adjustments and eliminations RM'000	Total RM'000
Segment (loss)/profit before tax	(6,659)	(1,791)	2,736	(5,714)
Included in the measure of segment profit/(loss)				
Revenue from external customers	45,464	21,742	(3,620)	63,586
Other expenses/(income)				
Amortisation of intangible assets	85	941	368	1,394
Depreciation of property, plant and equipment	310	441	-	751
Depreciation of right-of-use-assets	424	456	-	880
Finance costs	978	78	(42)	1,014
Finance income	(521)	(24)	42	(503)
Impairment losses on goodwill	-	-	2,438	2,438
Impairment losses of property, plant and equipment	369	-	-	369
Loss allowance (net of reversal of loss allowance) on trade receivables	203	-	-	203
Net realised gain on foreign exchange	(3)	(12)	-	(15)
Net unrealised loss on foreign exchange	5	-	-	5
Segment assets and liabilities				
Segment assets	**66,475**	**10,984**	**17,791**	**95,250**
Segment assets include:				
Additions to non-current assets	683	2,339	-	3,022
Segment liabilities	**38,343**	**5,513**	**698**	**44,554**

32. SEGMENTAL INFORMATION (continued)

Additions to non-current assets consist of the following:

	2026 RM'000	**2025 RM'000**
Property, plant and equipment	218	1,221
Right-of-use assets	692	1,556
Intangible assets	112	245
	1,022	**3,022**

(b) Revenue from external customers, segment assets and non-current assets (excluding financial instruments and deferred tax asset) information based on geographical location of customers and assets respectively are as follows:

2026	**Revenue from external customers RM'000**	**Segment assets RM'000**	**Non-current assets RM'000**
Malaysia	78,591	347,571	19,792
Other Asian countries	266,367	-	-
	344,958	347,571	19,792
2025			
Malaysia	52,797	91,625	25,393
Other Asian countries	10,509	3,625	597
Others	280	-	-
	63,586	95,250	25,990

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026
(Cont'd)

33. EVENT AFTER THE REPORTING PERIOD

On 26 June 2026, the Company announced its proposal to undertake a share capital reduction of RM40,000,000 pursuant to Section 117 of the Companies Act 2016. The proposed share capital reduction is intended to eliminate the accumulated losses of the Company, with the remaining credit to be transferred to retained earnings for future utilisation as determined by the board of Directors. The proposal will not involve any reduction in the number of issued shares, any cash distribution to shareholders or any change in the net assets of the Group, other than the estimated expenses relating to the proposal.

On the same date, the Company also announced a proposed change of its name from Systech Bhd. to WTS Capital Berhad, subject to the approval of shareholders and the issuance of the Notice of Registration of New Name by the Companies Commission of Malaysia.

As at the date of this report, the proposals remain subject to the relevant approvals and have not been completed.

34. AUTHORISATION FOR THE ISSUE OF THE FINANCIAL STATEMENTS

The financial statements were authorised for the issue by the board of Directors on the 31 July 2026.

LIST OF PROPERTIES
HELD AS AT 31 MARCH 2026

No.	Location/ Address	Description of Properties	Total Built Up Area (Sq. metre)	Approximate Age of Building (Years)	Tenure	Year of Acquisition	Existing Use	Year of Last Valuation	Carrying Amount RM'000
1	No.18-1, 18-2 & 18-3, Jalan Tasik Raja Lumu M U4/M, 40150 Shah Alam, Selangor Darul Ehsan.	An intermediate Three Storey Terrance Shop Offices Unit	459.87	28	Leasehold 99 years (Expires in 2096)	2021 (via acquisition of Systech Digital during FY2025)	Investment property	2026	2,600

ANALYSIS OF SHAREHOLDINGS
AS AT 3 JULY 2026

ORDINARY SHARES

Total Number of Issued Shares	:	708,748,093
Class of Shares	:	Ordinary Shares
Voting Rights	:	One vote per share

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	%	No. of Shares	%
Less than 100	68	1.71	2,794	0.00
100 to 1,000	640	16.14	317,588	0.04
1,001 to 10,000	1,329	33.52	8,142,765	1.15
10,001 to 100,000	1,491	37.60	56,881,749	8.05
100,001 to 35,344,404 [1]	436	11.00	601,850,297	85.14
35,344,405 and above [2]	1	0.03	39,692,900	5.62
TOTAL	3,965	100.00	706,888,093[3]	100.00

Notes:
[1] Less than 5% of issued shares
[2] 5% and above of issued shares
[3] Excluding a total of 1,860,000 shares bought back by the Company and retained as treasury shares.

SUBSTANTIAL SHAREHOLDERS

	Direct Interest		Indirect Interest	
Name	No. of Shares Held	%[1]	No. of Shares Held	%[1]
Dato' Ong Theng Soon	51,545,000	7.29	31,059,820[2]	4.39
Dr. Low Min Yew	11,220,000	1.59	39,692,900[3]	5.62
Lim Ying Ran	9,460,000	1.34	39,692,900[3]	5.62
Teoh Keng Chang	36,678,200	5.19	-	-
SYM Partners PLT	-	-	39,692,900[3]	5.62
LMY Holdings Sdn. Bhd.	39,692,900	5.62	-	-
Dato' Mohd Azizulhasni Bin Awang@Muda	30,000	0.00	39,692,900[3]	5.62
Gan Thiam Seng	22,600,000	3.20	27,930,000[4]	3.95

Notes:
[1] Excluding a total of 1,860,000 shares bought back by the Company and retained as treasury shares.
[2] Deemed interested by virtue of his spouse pursuant to Section 59(11)(c) of the Companies Act 2016.
[3] Deemed interested through LMY Holdings Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016.
[4] Deemed interested through Topvest Resources Sdn. Bhd. and his spouse pursuant to Section 8 of the Companies Act 2016.

ANALYSIS OF SHAREHOLDINGS
AS AT 3 JULY 2026
(Cont'd)

DIRECTORS' SHAREHOLDINGS

Name of Directors	Direct Interest No. of Shares Held	Direct Interest %[1]	Indirect Interest No. of Shares Held	Indirect Interest %[1]
Dato' Ong Theng Soon	51,545,000	7.29	31,059,820[2]	4.39
Dr. Low Min Yew	11,220,000	1.59	39,692,900[3]	5.62
Lim Ying Ran	9,460,000	1.34	39,692,900[3]	5.62
Chin Jian Ji	7,500,000	1.06	-	-
Goh Kok Wei	-	-	-	-
Tan Wei Herng	-	-	-	-
Dr. Michele Adelene Sagan	-	-	-	-
Chan Yit Wei	-	-	-	-
Datuk Charlie Ching Wee Chun	-	-	-	-

Notes:
(1) Excluding a total of 1,860,000 shares bought back by the Company and retained as treasury shares.
(2) Deemed interested by virtue of his spouse pursuant to Section 59(11)(c) of the Companies Act 2016.
(3) Deemed interested through LMY Holdings Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016.

LIST OF TOP 30 SHAREHOLDERS AS AT 3 JULY 2026

	Name of Shareholders	Holdings No. of Shares	Holdings % of Issued Capital
1.	TA Nominees (Tempatan) Sdn Bhd Pledged Securities Account for LMY Holdings Sdn Bhd	39,692,900	5.62
2.	TA Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Ong Theng Soon	33,315,000	4.71
3.	TA Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Liew Su-Wen	31,059,692	4.39
4.	TA Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Teoh Keng Chang	23,982,500	3.39
5.	Topvest Resources Sdn. Bhd.	22,750,000	3.22
6.	TA Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Goh Kok Keong	19,819,200	2.80
7.	Ho Chew Ling	19,191,300	2.71
8.	Siah Yie Juan	18,470,000	2.61
9.	Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Ong Theng Soon	18,230,000	2.58
10.	TA Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Liew Yu Gene	18,190,000	2.57
11.	TA Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Chan Soon Tat	15,136,245	2.14
12.	TA Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Lim Pooi San	14,150,000	2.00
13.	Affin Hwang Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Gan Thiam Seng (M18)	14,100,000	1.99
14.	Lau Kok Fui	13,888,800	1.96

ANALYSIS OF SHAREHOLDINGS
AS AT 3 JULY 2026
(Cont'd)

LIST OF TOP 30 SHAREHOLDERS AS AT 3 JULY 2026 (CONT'D)

Name of Shareholders	Holdings No. of Shares	Holdings % of Issued Capital
15. Affin Hwang Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Teoh Keng Chang (M04)	12,695,700	1.80
16. Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Chan Soon Tat	12,100,000	1.71
17. Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Goh Kok Rong	11,076,300	1.57
18. Affin Hwang Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Lim Pei Vern (M04)	10,900,000	1.54
19. Cartaban Nominees (Asing) Sdn Bhd Exempt An For Standard Chartered Bank Singapore (EFGBHK-Asing)	10,000,000	1.41
20. TA Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Elvin Siew Chun Wai	9,000,000	1.27
21. Mohd Nasir Bin Mohd Rashid	8,649,400	1.22
22. Gan Thiam Seng	8,500,000	1.20
23. Jackson Gan Hong Pin	7,903,500	1.12
24. Shin Kao Jack	7,854,400	1.11
25. TA Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Chin Jian Ji	7,500,000	1.06
26. Moomoo Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Kwa Chee Hoong	6,649,800	0.94
27. Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Lim Ying Ran	5,700,000	0.81
28. Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Lim Chin Horng (7002468)	5,223,900	0.74
29. Lim Poh Keow	5,180,000	0.73
30. Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Low Min Yew	5,140,000	0.73

ANALYSIS OF WARRANTS A HOLDINGS
AS AT 3 JULY 2026

Number of Warrants	:	160,656,361
Exercise price of the warrants	:	RM0.50
Expiry date of warrants	:	6 June 2029
Rights of Warrants Holder	:	The Warrants holders are not entitled to any voting rights or to participate in any distribution and/or offer of further securities in our Company until and unless such Warrants holders exercise their Warrants into new ordinary shares of the Company.

DISTRIBUTION OF WARRANT HOLDINGS

Size of Warrant holdings	No. of Warrant holders	%	No. of Warrant	%
Less than 100	512	18.73	19,682	0.02
100 to 1,000	575	21.03	249,248	0.16
1,001 to 10,000	864	31.60	3,235,884	2.01
10,001 to 100,000	532	19.46	19,813,542	12.33
100,001 to 8,032,818 (*)	250	9.14	126,538,005	78.76
8,032,819 and above (**)	1	0.04	10,800,000	6.72
TOTAL	2,734	100.00	160,656,361	100.00

Remarks: * - Less than 5% of issued Warrants A
** - 5% and above of issued Warrants A

DIRECTORS' WARRANT HOLDINGS

	No. of Warrants Held			
Name of Directors	Direct	%	Indirect	%
Dato' Ong Theng Soon	-	-	-	-
Dr. Low Min Yew	-	-	-	-
Lim Ying Ran	-	-	-	-
Chin Jian Ji	-	-	-	-
Goh Kok Wei	-	-	-	-
Tan Wei Herng	-	-	-	-
Dr. Michele Adelene Sagan	-	-	-	-
Chan Yit Wei	-	-	-	-
Datuk Charlie Ching Wee Chun	-	-	-	-

ANALYSIS OF WARRANTS A HOLDINGS
AS AT 3 JULY 2026
(Cont'd)

LIST OF TOP 30 WARRANT HOLDERS AS AT 3 JULY 2026

	Name of Warrant Holders	Holdings No. of Warrants	%
1.	Gan Thiam Seng	10,800,000	6.72
2.	Siew Choon Shiong	5,000,000	3.11
3.	Wong Yeng Chin	4,604,800	2.87
4.	Lau Kok Fui	3,472,200	2.16
5.	Kenanga Nominees (Tempatan) Sdn Bhd Rakuten Trade Sdn Bhd for Low Yau Fook	3,062,300	1.91
6.	UOB Kay Hian Nominees (Tempatan) Sdn Bhd Exempt An for UOB Kay Hian Pte Ltd (A/C Clients)	3,000,000	1.87
7.	Chin Kow Keong	2,625,975	1.63
8.	Cartaban Nominees (Asing) Sdn Bhd Exempt An for Standard Chartered Bank Singapore (EFGBHK-Asing)	2,500,000	1.56
9.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Pledged Securities Account for Tay Moy Koh (Segamat-CL)	2,150,000	1.34
10.	Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Lim Fong Lee	2,043,600	1.27
11.	Kenanga Nominees (Tempatan) Sdn Bhd Rakuten Trade Sdn Bhd for Soh Chin Tiong	2,000,050	1.24
12.	Wong Kian Fah	2,000,000	1.24
13.	Paul Lim Tau Ern (Dato')	1,800,000	1.12
14.	Mior Mohd Mizan Bin Mior Pi	1,740,000	1.08
15.	Lim Lip Oon	1,482,200	0.92
16.	Lau Weng Wai	1,392,500	0.87
17.	Kenanga Nominees (Tempatan) Sdn Bhd Gan Boon Guat (EM1-P88)	1,364,000	0.85
18.	Yan Hock Chuan	1,350,000	0.84
19.	Kenanga Nominees (Tempatan) Sdn Bhd Exempt An for Phillip Securities Pte Ltd (Client Account)	1,300,000	0.81
20.	Kenanga Nominees (Tempatan) Sdn Bhd Rakuten Trade Sdn Bhd for Tan Kit Wai	1,300,000 1,300,000	0.81 0.81
21.	Lim Kean Ghee	1,300,000	0.81
22.	Mohd Khairul Izwan Bin Abdullah Sani	1,278,000	0.80
23.	Lee Seong Chee	1,184,900	0.74
24.	Maybank Nominees (Tempatan) Sdn Bhd Mok Kah Fatt	1,164,000	0.72
25.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Pledged Securities Account for Yap Chee Hean (MY3205)	1,100,000	0.68
26.	Fan Fong Chyew	1,100,000	0.68
27.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Pledged Securities Account for Tay Moy Koh (MY3164)	1,099,150	0.68
28.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Pledged Securities Account for Tai Yew Fei (MY4280)	1,091,000	0.68
29.	Ng Chin Leong	1,000,000	0.62
30.	Leow Chun Hoe	949,700	0.59

NOTICE OF SIXTEENTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Sixteenth Annual General Meeting ("**16th AGM**") of Systech Bhd. ("**SYSTECH**" or "**Company**") will be held at Ground Floor, Lobby 1 Crystal Plaza, No. 4, Jalan 51A/223, 46100 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Friday, 11 September 2026 at 10.00 a.m., or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications the following resolutions:

AGENDA

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 March 2026 together with the reports of the Directors and Auditors thereon. **Please refer to Explanatory Note 1**

2. To re-elect Tan Wei Herng who retire pursuant to Clause 97.1 of the Company's Constitution and being eligible has offered himself for re-election. **Ordinary Resolution 1**

3. To re-elect Chan Yit Wei who retire pursuant to Clause 104 of the Company's Constitution and being eligible has offered herself for re-election. **Ordinary Resolution 2**

4. To re-elect Goh Kok Wei who retire pursuant to Clause 104 of the Company's Constitution and being eligible has offered himself for re-election. **Ordinary Resolution 3**

5. To re-elect Dr. Michele Adelene Sagan who retire pursuant to Clause 104 of the Company's Constitution and being eligible has offered herself for re-election. **Ordinary Resolution 4**

6. To re-elect Chin Jian Ji who retire pursuant to Clause 104 of the Company's Constitution and being eligible has offered himself for re-election. **Ordinary Resolution 5**

7. To re-elect Dato' Ong Theng Soon who retire pursuant to Clause 104 of the Company's Constitution and being eligible has offered himself for re-election. **Ordinary Resolution 6**

8. To re-elect Datuk Charlie Ching Wee Chun who retire pursuant to Clause 104 of the Company's Constitution and being eligible has offered himself for re-election. **Ordinary Resolution 7**

9. To approve the payment of Directors' fees and benefits to the Directors of the Company and its subsidiaries up to an aggregate amount of RM500,000 for the period from 12 September 2026 until the next Annual General Meeting of the Company. **Ordinary Resolution 8**

10. To appoint Messrs YH Tan & Associates PLT as Auditors of the Company in place of the retiring Auditors, Messrs Forvis Mazars PLT, and to hold office until the conclusion of the next Annual General Meeting at a remuneration to be determined by the Directors. **Ordinary Resolution 9**

AS SPECIAL BUSINESS

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

11. **AUTHORITY UNDER SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 FOR THE DIRECTORS TO ALLOT SHARES** **Ordinary Resolution 10**

    "THAT pursuant to Sections 75 and 76 of the Companies Act 2016, the Directors be and are hereby empowered to allot and issue shares in the Company, at any time, at such price, upon such terms and conditions, for such purpose and to such person or persons whomsoever 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 issued shares/total number of voting shares of the Company (excluding treasury shares) at the time of issue.

    THAT pursuant to Section 85 of the Companies Act 2016, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued Company's shares arising from any issuance of new Company's shares pursuant to Sections 75 and 76 of the Companies Act 2016.

NOTICE OF SIXTEENTH ANNUAL GENERAL MEETING
(Cont'd)

THAT the Directors be and are hereby also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad ("**Bursa Securities**") and THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company."

12. **PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN ORDINARY SHARES** **Ordinary Resolution 11**

"THAT subject to the Companies Act 2016 ("**Act**"), the Constitution of the Company, the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and the approvals of all relevant governmental and/ or regulatory authorities (if any), the Company be and is hereby authorised to utilise an amount not exceeding the Company's aggregate retained profits as at 31 March 2026 to purchase such amount of ordinary shares in the Company ("**Proposed Renewal of Share Buy-Back Authority**") as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that the aggregate number of shares purchased and/or held pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company.

THAT an amount not exceeding the Company's retained profits to be allocated by the Company for the Proposed Renewal of Share Buy-Back Authority.

THAT authority be and is hereby given to the Directors of the Company to decide at their absolute discretion to either retain the shares so purchased as treasury shares (as defined in Section 127 of the Act) and/or to cancel the shares so purchased and if retained as treasury shares, may resell the treasury shares and/or to distribute them as share dividend and/or subsequently cancel them.

THAT the authority conferred by this resolution will be effective immediately upon the passing of this resolution and will expire at:

a) the conclusion of the next Annual General Meeting ("**AGM**") of the Company, at which time the said authority will lapse unless by an ordinary resolution passed at a general meeting of the Company, the authority is renewed, either unconditionally or subject to conditions;

b) the expiration of the period within which the next AGM of the Company is required by law to be held; or

c) revoked or varied by an ordinary resolution passed by the shareholders in a general meeting;

whichever occurs first, but not so as to prejudice the completion of the purchase(s) by the Company before the aforesaid expiry date and, in any event, in accordance with the provisions of the guidelines issued by Bursa Securities and/or any other relevant governmental and/or regulatory authorities (if any).

AND THAT the Directors of the Company be authorised to take all steps necessary to implement, complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Proposed Renewal of Share Buy-Back Authority as may be agreed or allowed by any relevant governmental and/or regulatory authority."

NOTICE OF SIXTEENTH ANNUAL GENERAL MEETING
(Cont'd)

13. PROPOSED ALLOCATION OF EMPLOYEES' SHARE SCHEME ("ESS") OPTIONS

"THAT subject to the approvals of the relevant authorities for the ESS, including the approval from Bursa Securities for the listing of and quotation for the Company's Shares to be issued arising from the exercise of the ESS options, approval be and is hereby given to the Directors of the Company to authorise the ESS Committee, at any time and from time to time throughout the duration of the ESS, to offer and grant to the following persons, ESS options to subscribe for the Company's Shares under the ESS:-

a) Dato' Ong Theng Soon — **Ordinary Resolution 12**
b) Dr. Low Min Yew — **Ordinary Resolution 13**
c) Chin Jian Ji — **Ordinary Resolution 14**
d) Lim Ying Ran — **Ordinary Resolution 15**
e) Goh Kok Wei — **Ordinary Resolution 16**
f) Chan Yit Wei — **Ordinary Resolution 17**
g) Datuk Charlie Ching Wee Chun — **Ordinary Resolution 18**
h) Dr. Michele Adelene Sagan — **Ordinary Resolution 19**
i) Tan Wei Herng — **Ordinary Resolution 20**

Provided always that:

a) he/she must not participate in the deliberation and/or discussion of his/her own allocation;
b) not more than 10% of the total number of new Company's Shares to be issued under the ESS would be allocated to him/her who, either individually or collectively through persons connected to him/her, holds 20% or more of the total number of issued shares of the Company; and
c) the allocation of ESS Options to him/her shall be subject always to such terms and conditions and/or any adjustments which may be made in accordance with the provisions of the ESS By-Laws, the ACE Market Listing Requirements of Bursa Securities, or any prevailing guidelines issued by Bursa Securities, as amended from time to time."

14. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Company's Constitution.

BY ORDER OF THE BOARD

CHIN WAI YI (MAICSA 7069783) (SSM PC No.: 202008004409)
CHIA SIEW LI (MAICSA 7075719) (SSM PC No.: 202208000715)
Company Secretaries
Kuala Lumpur
31 July 2026

Explanatory Notes on Ordinary and Special Businesses:

1. Item 1 of the Agenda

Agenda item 1 is meant for discussion only as the provisions of Section 340 of the Companies Act 2016 do not require formal approval of shareholders for the Audited Financial Statements. Hence, this Agenda item is **not put forward for voting**.

2. Items 2, 3, 4, 5, 6, 7 and 8 of the Agenda

The Nomination Committee ("**NC**") have considered the performance and contribution of each of the retiring Directors and have also assessed the independence of the Independent Non-Executive Directors seeking for re-election. Based on the results of the Board Evaluation conducted for the financial year ended 31 March 2026, the performance of each of the retiring Directors was found to be satisfactory. In addition, each of the retiring Directors had provided their annual declaration/confirmation on their fitness and propriety as well as independence, where applicable.

NOTICE OF SIXTEENTH ANNUAL GENERAL MEETING
(Cont'd)

Based on the recommendation of the NC, the Board supports the re-election of the Directors based on the following justifications:

Tan Wei Herng	:	Tan Wei Herng fulfils the requirements of independence set out in the ACE Market Listing Requirements of Bursa Securities. He remains objective and independent in expressing his views and participating in Board's deliberations and decision-making process. Tan Wei Herng has exercised his due care and carried out his professional duties proficiently during his tenure as an Independent Non-Executive Director of the Company.
Chan Yit Wei	:	Chan Yit Wei fulfils the requirements of independence set out in the ACE Market Listing Requirements of Bursa Securities. She remains objective and independent in expressing her views and participating in Board's deliberations and decision-making process. Chan Yit Wei has exercised her due care and carried out her professional duties proficiently during her tenure as an Independent Non-Executive Director of the Company.
Goh Kok Wei	:	Goh Kok Wei fulfils the requirements of independence set out in the ACE Market Listing Requirements of Bursa Securities. He remains objective and independent in expressing his views and participating in Board's deliberations and decision-making process. Goh Kok Wei has exercised his due care and carried out his professional duties proficiently during his tenure as a Senior Independent Non-Executive Director of the Company.
Dr. Michele Adelene Sagan	:	Dr. Michele Adelene Sagan fulfils the requirements of independence set out in the ACE Market Listing Requirements of Bursa Securities. She remains objective and independent in expressing her views and participating in Board's deliberations and decision-making process. Dr. Michele Adelene Sagan has exercised her due care and carried out her professional duties proficiently during her tenure as an Independent Non-Executive Director of the Company.
Chin Jian Ji	:	Chin Jian Ji has the overall responsibility for leading the planning of the Group's medium and long-term growth and strategy plan as well as overseeing the execution of the strategy. Chin Jian Ji has exercised his due care and carried out his professional duties proficiently during his tenure as an Executive Director of the Company.
Dato' Ong Theng Soon	:	Dato' Ong Theng Soon has overall responsibility for planning, implementing and integrating the strategic direction of the Company. He is familiar with the Company's business operations and able to provide valuable input to steer the Company forward. Dato' Ong Theng Soon has exercised his due care and carried out his professional duties proficiently during his tenure as an Executive Chairman of the Company.
Datuk Charlie Ching Wee Chun	:	Datuk Charlie Ching Wee Chun fulfils the requirements of independence set out in the ACE Market Listing Requirements of Bursa Securities. He remains objective and independent in expressing his views and participating in Board's deliberations and decision-making process. Datuk Charlie Ching Wee Chun has exercised his due care and carried out his professional duties proficiently during his tenure as an Independent Non-Executive Director of the Company.

NOTICE OF SIXTEENTH ANNUAL GENERAL MEETING
(Cont'd)

3. **Item 9 of the Agenda**

Pursuant to Section 230(1) of the Companies Act 2016, the fees of the Directors and any benefits payable to the Directors of the Company and its subsidiaries shall be approved at a general meeting.

The proposed Ordinary Resolution 8, if passed, will facilitate the payment of proposed Directors' fees and any benefits payable of RM500,000 for the period from 12 September 2026 until the conclusion of the next annual general meeting to the Directors of the Company and its subsidiaries.

4. **Item 10 of the Agenda**

The Company's Existing Auditors, Messrs Forvis Mazars PLT, had indicated their intention to retire and they are not seeking for re-appointment as External Auditors of the Company at the forthcoming 16th AGM, and that they will hold office until the conclusion of the 16th AGM.

The Board, through the Audit and Risk Management Committee ("**ARMC**"), had on 30 July 2026, considered the profile, resources, experience, proposed audit fees and engagement scope of potential audit firms, taking into account the size and complexity of the operations of the Company and its subsidiaries ("**Group**"), recommended the appointment of Messrs YH Tan & Associates PLT, who has consented to act as Auditors, in place of the outgoing auditors.

The ARMC and the Board, had assessed the suitability, objectivity and independence of Messrs YH Tan & Associates PLT to be the External Auditors of the Company, collectively agreed and are satisfied that Messrs YH Tan & Associates PLT meets the relevant criteria prescribed under Rule 15.21 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad.

The appointment of Messrs YH Tan & Associates PLT as the External Auditors of the Company is subject to shareholders' approval at the forthcoming 16th AGM. If approved, Messrs YH Tan & Associates PLT will serve as Auditors and hold office until the conclusion of the next Annual General Meeting of the Company.

5. **Item 11 of the Agenda**

The Company had, at its Fifteenth Annual General Meeting held on 11 September 2025, obtained its shareholders' approval for the general mandate for the issuance of shares pursuant to Section 75 and Section 76 of the Companies Act 2016 ("**Act**"). As the date of the Notice of the 16th AGM, 64,262,496 ordinary shares were issued and the total proceeds raised amounted to RM9,010,523.78, pursuant to the mandate obtained from the shareholders at the 15th AGM held on 11 September 2025.

The proposed Ordinary Resolution 10 is a renewal of the general mandate for the issuance of shares by the Company under Section 75 and Section 76 of the Act. The mandate, if passed, will provide flexibility for the Company and empower the Directors to allot and issue new shares speedily in the Company up to an amount not exceeding in total 10% of the issued share capital of the Company for such purposes as the Directors consider would be in the interest of the Company. 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. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next Annual General Meeting.

The waiver of pre-emptive rights pursuant to Section 85 of the Act will allow the Directors of the Company to issue new shares of the Company, which rank equally to existing issued shares of the Company, to any person without having to offer new shares to all the existing shareholders of the Company prior to issuance of new shares in the Company under the general mandate.

The authority will provide flexibility to the Company for any possible fundraising activities, including but not limited to further placing of shares for purposes of funding investment project(s), working capital and/or acquisition.

6. **Item 12 of the Agenda**

The proposed Ordinary Resolution 11 if passed, will empower the Company to purchase and/or hold up to ten percent (10%) of the total number of issued shares of the Company. This authority unless revoked or varied by the company at a general meeting will expire at the next AGM of the Company.

Please refer to the Statement to Shareholders dated 31 July 2026 for further information.

NOTICE OF SIXTEENTH ANNUAL GENERAL MEETING
(Cont'd)

7. **Item 13 of the Agenda**

The ESS was implemented on 25 April 2024 following the shareholders' approval obtained at the Extraordinary General Meeting of the Company held on 18 April 2024.

The proposed Ordinary Resolutions 12, 13, 14, 15, 16, 17, 18, 19, and 20 if passed, will provide flexibility to the Directors to grant ESS Options to the following Directors to subscribe for new Company's Shares, subject to the By-Laws of the ESS:

(a) Dato' Ong Theng Soon, the Executive Chairman of the Company;
(b) Dr. Low Min Yew, the Managing Director of the Company;
(c) Lim Ying Ran, the Executive Director of the Company;
(d) Chin Jian Ji, the Executive Director of the Company;
(e) Goh Kok Wei, the Senior Independent Non-Executive Director of the Company;
(f) Tan Wei Herng, the Independent Non-Executive Director of the Company;
(g) Dr. Michele Adelene Sagan, the Independent Non-Executive Director of the Company;
(h) Chan Yit Wei, the Independent Non-Executive Director of the Company; and
(i) Datuk Charlie Ching Wee Chun, the Independent Non-Executive Director of the Company.

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint proxy/proxies to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.
2. In the case of a corporate member, the instrument appointing a proxy ("**Form of Proxy**") shall be either (a) under its Common Seal or (b) under the hand of a duly authorised officer or attorney and in the case of (b), be supported by a certified true copy of the resolution appointing such officer or certified true copy of the power of attorney.
3. If a member appoints more than one (1) proxy to attend and vote at the 16th AGM, the appointment shall be invalid unless the member specifies the proportion of their holdings to be represented by each proxy.
4. Where a member is an authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds which is credited with ordinary shares of the Company. Where an authorised nominee appoints more than one (1) proxy, the appointment shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
5. Where a member is an exempt authorised nominee ("**EAN**") as defined under the Securities Industry (Central Depositories) Act 1991, 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 EAN may appoint in respect of each omnibus account it holds. EAN is advised to list down the name of proxies and the particulars of their NRIC No. (both new and old) and attach it to the Form of Proxy.
6. The appointment of proxy may be made in a hard copy form or by electronic means, not less than forty-eight (48) hours before the time for holding the 16th AGM or at any adjournment thereof, as follows:

   (a) In hard copy form
   The original instrument appointing a proxy must be deposited at the share registrar of the Company, GAP Advisory Sdn. Bhd. at E-10-4, Megan Avenue 1, 189, Jalan Tun Razak, 50400 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia.

   (b) By electronic means
   The Form of Proxy can also be lodged electronically via email at ir.shareregistry@gapadvisory.my.

7. The Form of Proxy, if submitted by a member, will not preclude that member from attending, participating and voting in person at the 16th AGM should the member subsequently decide to do so.
8. For the purpose of determining whether a member is entitled to attend, participate and vote at the 16th AGM, the Company shall be requesting the Record of Depositors as at 27 August 2026. Only depositors whose names appear in the Record of Depositors as at 27 August 2026 shall be entitled to attend, participate and vote at the 16th AGM or appoint proxy/proxies on his/her behalf.
9. Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the 16th AGM will be conducted by poll.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 16th AGM and/ or any adjournment thereof, a member of the Company:

(i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the 16th AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 16th AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes");

(ii) warrants that the member has obtained the prior consent of such proxy(ies) and/or representative(s) to the Company (or its agents) for the Purposes; and

(iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses, and damages as a result of the member's breach of warranty.

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FORM OF PROXY

SYSTECH BHD.
Registration No. 201001012883 (897114-T)

No. of Shares Held	
CDS Account No.	
Telephone No.	

*I/We, ____
(Full name as per NRIC/Certificate of Incorporation in CAPITAL letters)

*Registration/Passport/NRIC no. ______________________ of ______________________
(FULL ADDRESS)

____
(FULL ADDRESS)

being a member / members of Systech Bhd. ("**Systech**" or the "**Company**") hereby appoint the person(s) below as my/our proxy(ies) to vote for me/us and on my/our behalf at the Sixteenth Annual General Meeting ("**16th AGM**") of the Company to be held at Ground Floor, Lobby 1 Crystal Plaza, No. 4, Jalan 51A/223, 46100 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Friday, 11 September 2026 at 10.00 a.m., or any adjournment thereof.

IMPORTANT NOTE:
Please (i) tick [✓] either **ONE** of the option (a) or (b) for the number of proxy which you wish to appoint, (ii) complete the details of your proxy/proxies and the proportion of your shareholding to be represented (if applicable), (iii) please tick [✓] option (c) if you would like to appoint the Chairman of the 16th AGM as the proxy or failing the proxy to vote on your behalf and (iv) sign or execute this form.

Option		Name of proxy(ies)	NRIC/ Passport No.	Email Address & Phone No.	Proportion of shareholding to be represented
(a)		**Appoint ONE proxy only** *(Please complete details of proxy below)*			
					100%
(b)		**Appoint MORE THAN ONE proxy** *(Please complete details of proxies below)*			
Proxy 1					%
Proxy 2					%
					100%
(c)		**The Chairman of the 16th AGM as my/our proxy and/or failing the above proxy to vote for me/us on my/our behalf**			

*My/our *proxy/proxies shall vote as follows:

Please indicate with an "X" in the appropriate box provided to indicate how you wish your vote to be cast. If you do not indicate how you wish your proxy to vote on the Resolutions, the proxy shall vote at his/her discretion, or abstain from voting as the proxy thinks fit.

NO.	RESOLUTIONS	FOR		AGAINST	
		PROXY 1	PROXY 2	PROXY 1	PROXY 2
ORDINARY BUSINESS					
Ordinary Resolution 1	To re-elect Tan Wei Herng				
Ordinary Resolution 2	To re-elect Chan Yit Wei				
Ordinary Resolution 3	To re-elect Goh Kok Wei				
Ordinary Resolution 4	To re-elect Dr. Michele Adelene Sagan				
Ordinary Resolution 5	To re-elect Chin Jian Ji				
Ordinary Resolution 6	To re-elect Dato' Ong Theng Soon				
Ordinary Resolution 7	To re-elect Datuk Charlie Ching Wee Chun				
Ordinary Resolution 8	To approve the payment of Directors' fees and benefits to the Directors of the Company and its subsidiaries up to an aggregate amount of RM500,000 for the period from 12 September 2026 until the next Annual General Meeting of the Company				
Ordinary Resolution 9	To appoint Messrs YH Tan & Associates PLT as Auditors of the Company in place of the retiring Auditors, Messrs Forvis Mazars PLT, and to hold office until the conclusion of the next Annual General Meeting at a remuneration to be determined by the Directors				
SPECIAL BUSINESS					
Ordinary Resolution 10	To authorise the Directors to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016				

NO.	RESOLUTIONS	FOR		AGAINST	
		PROXY 1	PROXY 2	PROXY 1	PROXY 2
SPECIAL BUSINESS					
Ordinary Resolution 11	To approve the Proposed Renewal of Authority for the Company to purchase its own Ordinary Shares				
Ordinary Resolution 12	To approve the proposed allocation of Employees' Share Scheme options to Dato' Ong Theng Soon				
Ordinary Resolution 13	To approve the proposed allocation of Employees' Share Scheme options to Dr. Low Min Yew				
Ordinary Resolution 14	To approve the proposed allocation of Employees' Share Scheme options to Chin Jian Ji				
Ordinary Resolution 15	To approve the proposed allocation of Employees' Share Scheme options to Lim Ying Ran				
Ordinary Resolution 16	To approve the proposed allocation of Employees' Share Scheme options to Goh Kok Wei				
Ordinary Resolution 17	To approve the proposed allocation of Employees' Share Scheme options to Chan Yit Wei				
Ordinary Resolution 18	To approve the proposed allocation of Employees' Share Scheme options to Datuk Charlie Ching Wee Chun				
Ordinary Resolution 19	To approve the proposed allocation of Employees' Share Scheme options to Dr. Michele Adelene Sagan				
Ordinary Resolution 20	To approve the proposed allocation of Employees' Share Scheme options to Tan Wei Herng				

Dated this___________________day of____________________2026.

____
Signature/common seal of shareholder

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint proxy/proxies to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.
2. In the case of a corporate member, the instrument appointing a proxy ("**Form of Proxy**") shall be either (a) under its Common Seal or (b) under the hand of a duly authorised officer or attorney and in the case of (b), be supported by a certified true copy of the resolution appointing such officer or certified true copy of the power of attorney.
3. If a member appoints more than one (1) proxy to attend and vote at the 16th AGM, the appointment shall be invalid unless the member specifies the proportion of their holdings to be represented by each proxy.
4. Where a member is an authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds which is credited with ordinary shares of the Company. Where an authorised nominee appoints more than one (1) proxy, the appointment shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
5. Where a member is an exempt authorised nominee ("**EAN**") as defined under the Securities Industry (Central Depositories) Act 1991, 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 EAN may appoint in respect of each omnibus account it holds. EAN is advised to list down the name of proxies and the particulars of their NRIC No. (both new and old) and attach it to the Form of Proxy.
6. The appointment of proxy may be made in a hard copy form or by electronic means, not less than forty-eight (48) hours before the time for holding the 16th AGM or at any adjournment thereof, as follows:
   (a) In hard copy form
   The original instrument appointing a proxy must be deposited at the share registrar of the Company, GAP Advisory Sdn. Bhd. at E-10-4, Megan Avenue 1, 189, Jalan Tun Razak, 50400 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia.
   (b) By electronic means
   The Form of Proxy can also be lodged electronically via email at ir.shareregistry@gapadvisory.my.
7. The Form of Proxy, if submitted by a member, will not preclude that member from attending, participating and voting in person at the 16th AGM should the member subsequently decide to do so.
8. For the purpose of determining whether a member is entitled to attend, participate and vote at the 16th AGM, the Company shall be requesting the Record of Depositors as at 27 August 2026. Only depositors whose names appear in the Record of Depositors as at 27 August 2026 shall be entitled to attend, participate and vote at the 16th AGM or appoint proxy/proxies on his/her behalf.
9. Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the 16th AGM will be conducted by poll.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 16th AGM and/ or any adjournment thereof, a member of the Company:

(i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the 16th AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 16th AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**");

(ii) warrants that the member has obtained the prior consent of such proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies), and/or representative(s) for the Purposes; and

(iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses, and damages as a result of the member's breach of warranty.

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GAP Advisory Sdn. Bhd.
[Registration No. 202001042098 (1398419-T)]

Share Registrar of

Systech Bhd. [Registration No. 201001012883 (897114-T)]

E-10-4, Megan Avenue 1
189, Jalan Tun Razak
50400 Kuala Lumpur
W.P. Kuala Lumpur
Malaysia

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Smarter Solutions

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BM TRADA CERTIFICATION ISO 9001:2008 UKAS MANAGEMENT SYSTEMS 012
Cert No. 9386 Cert No. 1033

MSC MALAYSIA Status Company