

EKOVEST BERHAD

Registration No: 198501000052 (132493-D)

**Condensed Consolidated Statement of Comprehensive Income
For The Financial Period Ended 31 December 2024**

	Individual Period		Cumulative Period	
	Current Year Quarter (Unaudited) 31 December 2024 RM'000	Preceding Year Corresponding Quarter 31 December 2023 RM'000	Current Year To-date (Unaudited) 31 December 2024 RM'000	Preceding Year Corresponding Period 31 December 2023 RM'000
Continuing operations				
Revenue	225,479	296,999	495,918 ⁽¹⁾	568,897
Fair value gain / (loss) in biological assets	(389)	(651)	(313)	(25)
Cost of sales	(150,146)	(208,874)	(313,193)	(372,892)
Gross profit	74,944	87,474	182,412	195,980
Other income	15,588	8,113	24,687	12,527
Depreciation and amortisation	(2,828)	(4,793)	(5,630)	(8,972)
Administrative and general expenses	(19,836)	(28,371)	(40,669)	(58,697)
Results from operating activities	67,868	62,423	160,800	140,838
Interest income	702	2,075	4,159	3,993
Interest expense	(111,469)	(96,345)	(224,184)	(155,470)
Share of result of associate	10,291	(1,567)	10,185	233
Loss before tax	(32,608)	(33,414)	(49,040)	(10,406)
Current year tax expense	(8,679)	(6,163)	(14,780)	(17,506)
Deferred tax income / (expense)	(1,536)	(11,254)	(1,434)	(20,276)
Loss for the period / year	(42,823)	(50,831)	(65,254)	(48,188)
Other comprehensive income / (loss), net of tax	483	(42)	(1,305)	(1)
Total comprehensive loss for the period / year	(42,340)	(50,873)	(66,559)	(48,189)
(Loss) / profit for the period / year attributable to :-				
- Owners of the Company	(44,147)	(50,061)	(69,005)	(46,978)
- Non-controlling interests	1,324	(770)	3,751	(1,210)
Loss for the period / year	(42,823)	(50,831)	(65,254)	(48,188)
Total comprehensive (loss) / income for the period/year attributable to :-				
- Owners of the Company	(43,664)	(50,103)	(70,310)	(46,979)
- Non-controlling interests	1,324	(770)	3,751	(1,210)
Total comprehensive loss for the period/year	(42,340)	(50,873)	(66,559)	(48,189)
Loss per share attributable to owners of the Company				
- Basic (sen)	(1.49)	(1.69)	(2.33)	(1.58)
- Diluted (sen)	(1.49)	(1.69)	(2.33)	(1.58)

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Annual Reports And Financial Statements for the year ended 30 June 2024)

Note:

- (1) The revenue recognised by Konsortium Lebuhraya Utara-Timur (KL) Sdn Bhd, a 60% owned subsidiary of the Group, does not include the toll compensation for the Year 2023 toll rate hike deferral, totalling RM64.318 million. This compensation has been approved by Malaysian Highway Authority on 22 January 2025, as confirmed in the Joint Certificate dated 8 May 2024.

EKOVEST BERHAD

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**Condensed Consolidated Statement of Financial Position
As at 31 December 2024**

	As At 31 December 2024 (Unaudited) RM'000	As At 30 June 2024 (Audited) RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	169,558	172,200
Investment properties	862,086	861,186
Right-of-use assets	252,094	255,424
Land held for property development	482,122	482,100
Concession assets	8,022,757	8,049,784
Bearer plants	329,808	333,133
Biological assets	3,616	3,411
Intangible assets	1,502	1,542
Investment in associates	43,490	33,526
Other investments	1,345	1,345
Performance deposits	48,995	48,995
Other receivables	20,140	20,777
Deferred tax assets	27,745	27,745
	10,265,258	10,291,168
Current assets		
Inventories	39,248	55,729
Biological assets	2,330	2,656
Contract assets	82,046	99,252
Contract costs	3,177	2,907
Property development costs	145,315	132,391
Trade and other receivables	265,022	331,537
Current tax assets	12,412	10,299
Investment funds	98,829	200,820
Short term deposits	19,313	209,794
Cash and bank balances	190,824	71,971
	858,516	1,230,010
TOTAL ASSETS	11,123,774	11,521,178
EQUITY AND LIABILITIES		
Equity		
Share capital	1,256,139	1,256,139
Reserves	969,081	1,039,418
Equity attributable to owners of the Company	2,225,220	2,295,557
Non-controlling interests	524,180	520,249
Total equity	2,749,400	2,815,806
Non-current liabilities		
Lease liabilities	8,322	9,836
Bank borrowings	337,029	292,477
Medium term notes	5,081,616	5,321,591
Reimbursable interest assistance	373,138	362,162
Deferred income	235,695	242,295
Provision for heavy repairs	14,831	14,248
Deferred tax liabilities	630,823	629,389
	6,681,454	6,871,998
Current liabilities		
Contract liabilities	61,409	83,808
Trade and other payables	908,282	992,803
Lease liabilities	4,708	3,974
Reimbursable interest assistance	500	1,500
Bank borrowings	419,747	528,742
Medium term notes	282,500	197,500
Current tax liabilities	15,774	25,047
	1,692,920	1,833,374
Total liabilities	8,374,374	8,705,372
TOTAL EQUITY AND LIABILITIES	11,123,774	11,521,178
Net assets per share attributable to owners of the Company (RM)	0.75	0.77

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Annual Reports And Financial Statements for the year ended 30 June 2024)

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**Condensed Consolidated Statement of Changes in Equity
For The Financial Year Ended 31 December 2024**

	Attributable to Equity Holders of the parent				Non-controlling Interests	Total Equity		
	Non-distributable			Distributable				
	Share capital RM'000	Translation reserve RM'000	Asset revaluation reserve RM'000	Retained Earnings RM'000	Sub-total RM'000	RM'000		
At 1 July 2024	1,256,139	217	82,453	956,748	2,295,557	520,249	2,815,806	
Total comprehensive (loss) / income for the year	-	(1,305)	-	(69,005)	(70,310)	3,751	(66,559)	
Accretion arising from issuance of shares by a subsidiary to non-controlling interests	-	-	-	-	-	75	75	
Effect of disposal of subsidiary's shares	-	-	-	(27)	(27)	186	159	
Dividend paid by a subsidiary to non-controlling interests	-	-	-	-	-	(81)	(81)	
At 31 December 2024 (Unaudited)	1,256,139	(1,088)	82,453	887,716	2,225,220	524,180	2,749,400	
At 1 July 2023	1,138,871	-	61	82,453	1,083,989	2,305,252	491,218	2,796,470
Total comprehensive loss for the year	-	(1)	-	(46,978)	(46,979)	(1,210)	(48,189)	
Issuance of ordinary shares	117,268	-	-	-	117,268	-	117,268	
Effect of disposal of subsidiary's shares	-	-	-	(4,288)	(4,288)	24,457	20,169	
At 31 December 2023	1,256,139	(62)	82,453	1,032,723	2,371,253	514,465	2,885,718	

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Annual Reports And Financial Statements for the year ended 30 June 2024)

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**Condensed Consolidated Statement of Cash Flows
For The Financial Year Ended 31 December 2024**

	For The Financial Year Ended	
	31 December 2024 (Unaudited) RM'000	31 December 2023 RM'000
CASH FLOW FROM OPERATING ACTIVITIES		
Loss before tax	(49,040)	(10,406)
Adjustment for:		
Non-cash items	51,931	57,227
Non-operating items	(19,874)	(593)
Net interest expense	198,326	125,407
Operating profit before working capital changes	181,343	171,635
Changes in property development costs	(12,349)	(2,076)
Changes in inventories	16,480	9,624
Changes in receivables	30,935	(65,873)
Changes in payables	(32,414)	216,329
Changes in contract assets / liabilities	(5,185)	(16,598)
Cash generated from operating activities	178,810	313,041
Interest received	5,360	4,535
Interest paid	(20,907)	(19,738)
Tax paid	(26,071)	(6,217)
Net cash generated from operating activities	137,192	291,621
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(1,443)	(5,804)
Net redemptions of investment funds	105,835	197,058
Reduction / (addition) of land held for property development	56,055	(14)
Addition to investment properties	(1,276)	(634)
Addition to concession assets	(178)	(178,494)
Additions of bearer plants and biological assets	(2,992)	(2,995)
Proceeds from disposal of property, plant and equipment	64,848	925
Withdrawal / (placement) in designated bank account	100,929	(13,802)
Withdrawal of short term deposits	1,960	21,724
Repayment from associate company	-	(35)
Net cash generated from investing activities	323,738	17,929
CASH FLOW FROM FINANCING ACTIVITIES		
Issuance of share of a subsidiary to non-controlling interests	75	-
Drawdown of bank borrowings	84,514	38,355
Dividend paid	(81)	-
Repayment of bank borrowings	(154,242)	(69,842)
Repayment of profit element on IMTNs	(165,496)	(268,426)
Repayment of medium term notes	(178,500)	(140,000)
Proceeds from private placement	-	117,269
Drawdown of hire purchase liabilities	-	359
Payment of lease liabilities	(1,930)	(3,464)
Payment of lease interest	(331)	(606)
Repayment to related parties	(14,430)	(536)
Net cash used in financing activities	(430,421)	(326,891)
Net changes in cash and cash equivalents	30,509	(17,341)
Cash and cash equivalents at the beginning of the financial period	(7,796)	20,217
Cash and cash equivalents at end of financial period	22,713	2,876
Represented by:		
Cash and bank balances	190,824	72,541
Bank overdrafts	(40,462)	(32,831)
Designated bank accounts	(127,649)	(36,834)
	22,713	2,876

(The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Annual Reports And Financial Statements for the year ended 30 June 2024)



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**Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of
Bursa Malaysia Securities Berhad**

Notes to the Interim Financial Report (2nd Quarter - 31 December 2024)

A1 Basis of Preparation

The condensed interim financial statements are unaudited and have been prepared in compliance with the Malaysian Financial Reporting Standards ('MFRS') 134: Interim Financial Reporting and paragraph 9.22 and Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad. The condensed interim financial statements should be read in conjunction with the Group's annual reports and financial statements for the year ended 30 June 2024.

1.1 Changes in Accounting Policies

The significant accounting policies, methods of computation and basis of consolidation adopted are consistent with those of the most recent audited financial statements for the year ended 30 June 2024, except for the adoption of the following Amendments to MFRSs that are effective for the Group from 1 July 2024:

Amendments to MFRS 121	Lack of Exchangeability	1 January 2025
Amendments to MFRS 9 and MFRS 7	Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Amendments to MFRS 1, MFRS 7, MFRS 9, MFRS 10 and MFRS 107	Annual improvements to MFRS Accounting Standards	1 January 2026
MFRS 18	Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19	Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	To be announced by the MASB

The adoption of the above Amendments to MFRSs does not have significant impact on the financial position and financial performance of the Group nor any of the Group's significant accounting policies.

A2 Audit Report

The preceding annual financial statements of the Group were not qualified.



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A3 Seasonal or Cyclical Factors

The Group's plantation and farming operations are affected by seasonal crop production, weather conditions and fluctuating commodity prices. Although seasonal or cyclical changes have minimal impact on the other operations of the Group, the business is nevertheless susceptible to the vagaries of the construction and property development industries.

A4 Unusual Items

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the quarter ended 31 December 2024.

A5 Changes in the Estimates of Amount Reported Previously With Material Effect in Current Interim Period

There were no significant changes of estimates reported previously in current interim period.

A6 Issuances, Cancellations, Repurchases, Resale and Repayments of Debt and Equity Securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the quarter under review.

A7 Dividend Paid

There were no dividend declared or paid for the current quarter ended 31 December 2024.

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**Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of
Bursa Malaysia Securities Berhad**

A8 Segmental Information

Segmental information is presented in respect of the Group's business segment. Transactions between segments were entered into in the normal course of business and were established on terms and conditions that are not materially different from those obtainable in transactions with unrelated parties.

	INDIVIDUAL PERIOD		CUMULATIVE PERIOD	
	Current Year Quarter (Unaudited)	Preceding Year Corresponding Quarter	Current Financial Year (Unaudited)	Preceding Financial Year
	31/12/2024 RM'000	31/12/2023 RM'000	31/12/2024 RM'000	31/12/2023 RM'000
<u>Revenue</u>				
Construction operations	100,041	184,929	170,112	350,188
Property development	7,761	9,465	96,446	15,354
Toll operations	73,699	59,702	147,318	116,192
Plantation	32,397	30,286	58,080	62,025
Food and beverages	497	2,650	1,041	5,294
Property Investment & Others	11,084	9,967	22,921	19,844
Total	225,479	296,999	495,918	568,897
<u>Segment Results</u>				
Construction operations	16,844	30,370	43,178	75,977
Property development	248	2,344	21,258	2,826
Toll operations	58,869	47,389	121,711	93,458
Plantation	10,777	7,204	18,159	13,647
Food and beverages	(281)	(1,561)	(620)	(2,915)
Property Investment & Others	2,069	1,796	5,518	3,393
Elimination	(4,848)	(3,748)	(10,600)	(3,429)
Total	83,678	83,794	198,604	182,957

**Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of
Bursa Malaysia Securities Berhad**

A8 Segmental Information (Cont'd)

	INDIVIDUAL PERIOD		CUMULATIVE PERIOD	
	Current Year Quarter (Unaudited)	Preceding Year Corresponding Quarter	Current Financial Year (Unaudited)	Preceding Financial Year
	31/12/2024 RM'000	31/12/2023 RM'000	31/12/2024 RM'000	31/12/2023 RM'000
Administrative expenses	(15,108)	(19,296)	(33,645)	(38,126)
Finance cost	(111,469)	(96,345)	(224,184)	(155,470)
Share of result of associate	10,291	(1,567)	10,185	233
Loss before tax	(32,608)	(33,414)	(49,040)	(10,406)
Tax expense	(10,215)	(17,417)	(16,214)	(37,782)
Loss for the period	(42,823)	(50,831)	(65,254)	(48,188)

A9 Revaluation of Property, Plant and Equipment

There were no amendments in the valuation amount of revalued assets brought forward to the current quarter ended compared to most recent annual financial statements.

A10 Material Subsequent Event

There were no material events subsequent to the end of the current quarter.

A11 Changes in Composition of the Group

There were no changes in the composition of the Group during the quarter under review.

A12 Contingent Liabilities

There were no changes in contingent liabilities subsequent to the quarter and period ended 31 December 2024.



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**Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of
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A13 Capital Commitments

Capital commitments of the Group as at 31 December 2024 are as follows –

	RM'000
Approved and contracted for capital expenditure in respect of:	
- Concession assets	51,714
- Hotel	4,163
- New planting of bearer plants and biological asset	3,911
	<u>59,788</u>

A14 Significant Related Party Transactions

The Group has significant related party transactions with companies in which certain directors of the Company have interests, as follows:

	6 months ended 31 December 2024 RM'000
With company in which certain Directors of the Company, have interests:	
Charged by:	
Knusford Berhad and its subsidiaries and associate companies	<u>26,275</u>
Charged to:	
Knusford Berhad and its subsidiaries and associate companies	<u>3,444</u>

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**Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of
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Notes to the Interim Financial Report (2nd Quarter – 31 December 2024)

B1 Financial Review

(i) Financial review for current quarter

	Individual Period (2nd Quarter)		Changes	
	Current Year Quarter (Unaudited)	Preceding Year Corresponding Quarter	RM'000	%
	31/12/2024 RM'000	31/12/2023 RM'000		
Revenue	225,479	296,999	(71,520)	(24.08)
Segment Results	83,678	83,794	(116)	(0.14)
Loss before tax	(32,608)	(33,414)	806	(2.41)
Loss after tax	(42,823)	(50,831)	8,008	(15.75)
Loss attributable to owners of the Company	(44,147)	(50,061)	5,914	(11.81)

Current quarter (“2Q 2025”) against preceding year corresponding quarter (“2Q 2024”)

For the 2Q 2025, the Group reported a revenue of RM225.479 million and a loss before tax of RM32.608 million as compared to the revenue of RM296.999 million and a loss before tax of RM33.414 million reported in the 2Q 2024.

The performance of the respective operating business segments for the 2Q 2025 under review as compared to the 2Q 2024 is analysed as follow:

Construction operations

The construction segment reported a lower revenue of RM100.041 million for 2Q 2025, compared to RM184.929 million in 2Q 2024. The decline in revenue is primarily due to the completion of the Setiawangsa-Pantai Expressway ("SPE") project in the financial year ending 30 June 2024. As a result, the revenue for the current quarter is mainly from the ongoing Rapid Transit System Link ("RTS Link") project, which is progressing well and remains on schedule. In line with the lower revenue, the segment's profit decreased from RM30.370 million in 2Q 2024 to RM16.844 million in 2Q 2025.



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**Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of
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B1 Financial Review (cont'd)

Property development

The property development segment reported a lower revenue of RM7.761 million for the current quarter, compared to RM9.465 million in the corresponding quarter of the previous year. Similarly, the segment's profit declined from RM2.344 million in 2Q 2024 to RM0.248 million in 2Q 2025. This decrease is mainly due to fewer sales of the remaining units in EkoCheras during the current quarter. With limited units available for sale, the Group launched a new development, EkoTitiwangsa, in February 2025, with the goal of driving improved performance in the property development segment.

Toll operations

The toll operations segment reported higher revenue of RM73.699 million and a segment profit of RM58.869 million in 2Q 2025, compared to RM59.702 million in revenue and RM47.389 million in profit in 2Q 2024, reflecting an increase of approximately 23.44% in revenue. The higher revenue for the current quarter is mainly due to the increase in toll collections following the full opening of the new SPE Highway on 3 November 2023, which was not fully operational during the corresponding quarter of the previous year.

Plantation

For the current quarter 2Q 2025, the plantation segment registered a higher revenue of RM32.397 million and a segment result of a profit of RM10.777 million as compared with revenue of RM30.286 million and segment result of a profit of RM7.204 million in the preceding year corresponding quarter. The increase in revenue and earnings were mainly attributed to the improve in the average selling prices for the crude palm oil and fresh fruit bunches.

Food and Beverages

The F&B division reported a decrease in revenue to RM0.497 million for 2Q 2025, compared to RM2.650 million in the corresponding quarter of the previous year. The decline in revenue was primarily due to the scaling down of the F&B segment, with most outlets gradually closing. However, the reduction in operating costs helped mitigate the losses, which decreased from RM1.561 million in 2Q 2024 to RM0.281 million in 2Q 2025.

**Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of
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B1 Financial Review (cont'd)

Property Investment and others

The property investment segment's revenue for the current quarter has increased to RM11.084 million in 2Q 2025, up from RM9.967 million in 2Q 2024. Similarly, the segment's profit has risen from RM1.796 million in 2Q 2024 to RM2.069 million in 2Q 2025. This growth is mainly attributed to the higher occupancy rate of the hotel, which has shown consistent growth and improvement since its opening in March 2023.

(ii) Financial review for financial year to date

	Cumulative Period		Changes	
	Current Year To-Date (Unaudited)	Preceding Year Corresponding Period		
	31/12/2024 RM'000	31/12/2023 RM'000	RM'000	%
Revenue	495,918	568,897	(72,979)	(12.83)
Segment Results	198,604	182,957	15,647	8.55
Loss before tax	(49,040)	(10,406)	(38,634)	371.27
Loss after tax	(65,254)	(48,188)	(17,066)	35.42
Loss attributable to owners of the Company	(69,005)	(46,978)	(22,027)	46.89

Current year to date (“YTD 2025”) against preceding year corresponding period (“YTD 2024”)

For the YTD 2025, the Group reported a revenue of RM 495.918 million and a loss before tax of RM 49.040 million, compared to a revenue of RM568.897 million and a loss before tax of RM10.406 million in YTD 2024. The increase in loss before tax for YTD 2025 primarily due to several factors. Firstly, since the full opening of SPE Highway in November 2023, the financing costs for the highway can no longer be capitalised in the financial statements. As a result, the Group's financing costs have risen from RM155.470 million in YTD 2024 to RM224.184 million in the current year to date.



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**Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of
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B1 Financial Review (cont'd)

Additionally, the Group has yet to receive the anticipated disbursement for the toll compensation related to the year 2023 toll rate hike deferral, which is estimated at RM64.318 million for Duke 1 & 2. Furthermore, the scheduled toll rate increase for Duke 1 & 2, due on 1 January 2024 has not been recognized.

As for SPE Highway, the Group is expecting some compensation from the government arising from the delays in project completion due to changes in alignment and interfacing issues with other government projects on site.

These factors have significantly impacted the Group's financial results for the current year to date.

The performance of the respective operating business segments for the YTD 2025 under review as compared to the YTD 2024 is analysed as follows :

Construction operations

The construction sector recorded a revenue of RM170.112 million and a segment profit of RM43.178 million for YTD 2025, compared to RM350.188 million in revenue and RM75.977 million in segment profit for YTD 2024. The decline in both revenue and segment profit is primarily due to the previous year's revenue being driven by the SPE Highway and RTS projects. With the completion of the SPE Highway last year, the current period's performance is now solely driven by the RTS project.

Property development

The property development segment for the YTD 2025 reported a higher revenue of RM96.446 million as compared to preceding year corresponding period of RM15.354 million. Similarly, the segment's result has increased from a profit of RM2.826 million in YTD 2024 to a profit of RM21.258 million in YTD 2025.

This improvement is primarily attributed to the two separate Sale and Purchase Agreements ("SPA") dated 22 February 2024 entered into by a subsidiary of the Company, namely EkoVest Properties Sdn Bhd ("EPSB") with Airman Sdn Bhd ("Airman") for the disposal of thirteen (13) parcels of land, as well as the second SPAs dated 29 July 2024 entered into by EPSB and Airman for the disposal of three (3) parcels of land. These SPAs have become unconditional, with a total revenue of RM75.181 million recognised in YTD 2025.



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**Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of
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B1 Financial Review (cont'd)

Toll operations

The toll operations sector saw a revenue increase, reaching RM147.318 million in YTD 2025, up from RM116.192 million in YTD 2024. Additionally, the sector reported a higher segment profit of RM121.711 million in YTD 2025, a rise from RM93.458 million in YTD 2024. This 26.79% growth was mainly driven by higher toll collections following the opening of the new SPE Highway on 3 November 2023. The continued increase in traffic on the newly opened SPE Highway has contributed to a stronger revenue performance in YTD 2025 compared to the same period last year.

Plantation

The plantation sector registered a lower revenue of RM58.080 million and a segment results of RM18.159 million in YTD 2025 as compared with the revenue of RM62.025 million and a segment results of RM13.647 million in YTD 2024.

The decrease in revenue was principally due to lower sales contribution for the offtake of downstream durian products. The earnings margin on the durian related businesses was also relatively weaker due to softer offtake rate by offshore customers. However this was mitigated by the improved average selling price of FFB as compared to the previous year corresponding period.

Food and Beverages

The F&B division recorded a decline in revenue to RM1.041 million for YTD 2025, compared to RM5.294 million in the same period last year. This drop in revenue is mainly due to the scaling down of the F&B segment, with more outlets gradually closing compared to the previous year. However, the loss has decreased from RM2.915 million to RM0.620 million.

Property Investment and others

The property investment segment's revenue increased from RM19.844 million in YTD 2024 to RM22.921 million in YTD 2025, primarily driven by a higher tenancy occupancy rate at EkoCheras Shopping Mall compared to the previous year. Additionally, the improved occupancy rate of the hotel also contributed to both the segment's revenue and segment result.

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B2 Comparison with preceding quarter results

Financial review for current quarter compare with immediate preceding quarter

	Current Year Quarter (Unaudited)	Immediate Preceding Quarter	Changes	
	31/12/2024	30/09/2024	RM'000	%
	RM'000	RM'000	RM'000	%
Revenue	225,479	270,439	(44,960)	(16.62)
Segment results	83,678	114,926	(31,248)	(27.19)
Loss before tax	(32,608)	(16,432)	(16,176)	(98.44)
Loss after tax	(42,823)	(22,431)	(20,392)	(90.91)
Loss attributable to owners of the Company	(44,147)	(24,858)	(19,289)	(77.60)

NM - Not meaningful

The Group reported a revenue of RM225.479 million and a loss before tax of RM32.608 million in the current quarter, compared to a revenue of RM270.439 million and a loss before tax of RM16.432 million in the immediate preceding quarter.

The decline in the Group revenue for the current quarter is primarily due to the recognition of a significant RM75.181 million in land sales revenue in the property development segment during the preceding quarter, which had a substantial positive impact on the financial performance of that period and resulted in a notable reduction in overall revenue for the current quarter.

B3 Prospects

The Board remains optimistic about the future growth of each of the Group's business segments and is confident that these segments will contribute positively to the Group's performance for the upcoming financial year ending 30 June 2025.

The Group has also seen a steady increase in toll revenue for Duke Phase-1 and Phase-2 following the lifting of the MCO in October 2021, along with the full opening of the SPE on 3 November 2023. This will further enhance toll collection revenue in this operating segment, despite the fact that financing costs for the SPE will no longer be capitalized in the financial statements.

The Board will continue to explore opportunities that will benefit both the property development and construction segments. The Group has launched a new property development, project EkoTitiwangsa in February 2025. For the construction segment, the Board expects the ongoing



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B3 Prospects (cont'd)

rationalization of the construction scope under the RTS Link project to positively contribute to the Group's future construction revenue and earnings. Additionally, the Group continues to work closely with the Government on various infrastructure projects.

Our subsidiary, PLS Plantations Berhad ("PLS"), is undergoing a transformation from a cyclical oil palm plantation business to a more diversified range of upstream and downstream activities. This transformation will require a longer gestation period, especially for the durian trees, which have a growth period of about 4 to 5 years. As such, the bulk of PLS's durian revenues currently come from trading activities. In the near term, PLS will continue its rehabilitation and sanitation efforts, focusing on recommended plantation practices to improve the production yield of its oil palm estates, mature durian plantation, and contract farms. PLS will also work closely with both existing and potential business partners to increase the retail offtake rate and margin of downstream durian products through offshore wholesalers and end consumers. At the same time, upstream investments in durian plantation will remain a key focus for PLS, complementing its existing downstream business while waiting for the durian farm to mature and produce in the next 3 to 4 years.

This aligns with the Group's long-term strategy to expand and diversify into other sectors, reducing dependency on its existing construction and property development businesses.

B4 Forecast/Profit Guarantee

There is no profit guarantee or financial forecast for the current quarter.

B5 Taxation

	Current quarter ended 31 December 2024	6 months ended 31 December 2024
	RM'000	RM'000
Malaysian taxation		
- current tax	(8,679)	(14,780)
- deferred tax	(1,536)	(1,434)
	<u>(10,215)</u>	<u>(16,214)</u>

The effective current tax rate is higher than statutory tax rate mainly due to the losses incurred by certain subsidiaries and certain expenses not being deductible for tax purposes.



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B5 Taxation (cont'd)

The Group is required to account for the impacts of deferred tax in accordance with Malaysian Financial Reporting Standard 112: Income Taxes. Deferred tax expenses pertain to the recognition of deferred tax liabilities arising from temporary differences between the financial reporting and tax bases of specific assets and liabilities. Temporary differences emerge when the carrying amount of an asset or liability and the timing of recognising these items for financial reporting varies from its tax basis.

The deferred tax expense presented primarily arises from the toll operation segments due to the following factors:

- (i) During the construction period of the concession assets, the finance cost was capitalised into concession assets and to be amortised over the remaining concession period. However, these finance cost was fully claimed as tax deductible expenses upon the interest paid during the construction period. This creates the temporary difference between accounting base and tax base, which arises the deferred tax expense.
- (ii) Unrecognition of deferred tax asset for accumulated unabsorbed business losses pursuant to Section 44(5F) of the Income tax Act 1967, as it is not probable that the existing toll operation business would generate sufficient taxable profit within next 10-year against which the deferred tax asset can be utilised.
- (iii) The annual rate of industrial building allowance ("IBA") allowed to be claimed under the Malaysian tax authority is higher than the amortisation rate used in the accounting basis. This creates the temporary difference between accounting base and tax base, which arises the deferred tax expense.

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B6 Group Borrowings

Current Liabilities	CURRENT 1ST QUARTER ENDED 31 DECEMBER 2024 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 31 DECEMBER 2023 RM'000
Bank overdraft		
- secured	37,985	30,355
- unsecured	2,478	2,476
Bank term loans - secured	63,147	70,308
Medium term notes	282,500	187,500
Multi Trade financing	322	22,840
Revolving credit - secured	315,815	280,000
	702,247	593,479
Non-current Liabilities	CURRENT 1ST QUARTER ENDED 31 DECEMBER 2024 RM'000	PRECEDING YEAR CORRESPONDING PERIOD 31 DECEMBER 2023 RM'000
Bank term loans - secured	292,029	294,504
Islamic medium term notes	5,081,616	5,318,385
Revolving credit - secured	45,000	120,083
	5,418,645	5,732,972

There is a decrease in the Group's borrowings as compared to the preceding year is mainly due to repayment of borrowings during the year.



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B7 Material Litigation

Save as disclosed below as at 31 December 2024, neither the Company nor its subsidiaries are engaged in any material litigation, claims or arbitration, either as plaintiff or defendant and the Board are not aware and do not have any knowledge of any proceedings, pending or threatened against the Group or any facts likely to give rise to any proceedings which might materially and adversely affect the financial position or business of the Company and its subsidiaries :

- (i) On 3 July 2018, EkoVest Construction Sdn Bhd (“**ECSB**”), a wholly-owned subsidiary of our Company, had initiated an arbitration proceeding against Samling Resources Sdn Bhd (“**SRSB**”) by serving a Notice of Arbitration on SRSB. Thereafter, ECSB had on 2 July 2019 filed a Statement of Case to claim against SRSB based on the following:
 - (a) wrongful termination of the joint venture and shareholders’ agreement dated 6 January 2017 entered into between ECSB and SRSB (“**JV Agreement**”) to jointly undertake the development and upgrading of the Pan Borneo Highway in the state of Sarawak, Malaysia for work package contract WPC-02 (Semantan to Sg. Moyan Bridge + KSR Interchanges) (“**Highway Project**”);
 - (b) misrepresentation by SRSB to ECSB, in order to induce ECSB into performing tasks, duties and responsibilities of SRSB prior to the submission of the tender; the procurement of the Highway Project from Lebuhraya Borneo Utara Sdn Bhd (“**LBUSB**”), the project delivery partner for the Highway Project; and managing the Highway Project and all its ensuing duties and tasks;
 - (c) failure to expeditiously and diligently make the necessary applications for the approvals from LBUSB for the sub-contract of the Highway Project to Samling – EkoVest JV Sdn Bhd, a special purpose vehicle incorporated by ECSB and SRSB to undertake the development and upgrading of the Highway Project (“**JV Company**”); and
 - (d) in the alternative, failure to take any step to compel LBUSB to consent to the sub-contract of the Highway Project to the JV Company, which should not have been unreasonably withheld, in which ECSB claims for general damages, interest and costs to be determined by the arbitrator (“**Arbitration Proceedings**”).

The hearing in relation to the Arbitration Proceeding which was fixed from 29 September 2020 to 2 October 2020 were vacated following the order of the Court as detailed in item (ii) below.

On 12 January 2022, SRSB had initiated an arbitration proceeding against ECSB by serving a new Notice of Arbitration on ECSB, claiming against ECSB for, amongst others, the following:

- (a) negligent misrepresentation and/or misstatements;
- (b) breach of duty of care, fiduciary duties, duties under common law and equity;

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B7 Material Litigation (cont'd)

- (c) breach of the JV Agreement; and
- (d) breach of a collateral agreement between the parties.

ECSB had challenged the validity of the aforesaid notice on grounds that SRSB's attempt to initiate this fresh arbitration tantamount to duplicity and is an abuse of process. ECSB is now pending a response from SRSB.

The parties reached a global settlement on 11 May 2023. On 12 May 2023, the parties, via a letter dated 12 May 2023 from the solicitors for ECSB to the Arbitrator in ECSB's arbitral proceedings, jointly sought the termination of the ECSB's arbitral proceedings. SRSB also via its solicitors' letter dated 12 May 2023 to AIAC sought to terminate the SRSB's arbitral proceedings.

- (ii) On 3 February 2020, our Company and ECSB were served by the solicitors of SRSB with a Writ of Summons and Statement of Claim dated 31 January 2020 ("**Claim**") alleging that our Company and/or ECSB:
 - (aa) were negligent in their representation and/or assurances with regards to the technical advice and support and profit margin for the Highway Project;
 - (bb) failed, neglected and/or omitted to discharge their responsibilities with due care and diligence in the implementation and execution of the Highway Project;
 - (cc) acted in breach of their fiduciary duties owed to SRSB, including inter alia, the duties under common law and equity; and/or
 - (dd) breached and misrepresented in respect of the sub-contractors that were selected, recommended and appointed to carry out the sub-contract works of the Highway Project.

SRSB as plaintiff is claiming against our Company and ECSB as defendants jointly and severally for:

- general damages;
- interest at the rate of 5% per annum pursuant to Section 11 of the Civil Law Act 1956 or at such rate and from such date as the court deems fit and proper until the date of judgement;
- interest at the rate of 5% per annum from the date of judgement until the date of full and final settlement;
- costs; and

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B7 Material Litigation (cont'd)

- such further and/or other relief as the court deems fit and proper.

ECSB and our Company had on 13 February 2020 and 14 February 2020 respectively filed our/its application for a stay of proceedings of the Claim pending the Arbitration Proceeding (“**Stay Applications**”). During the case management held on 21 April 2020, the Deputy Registrar further directed parties to file their respective affidavits and submissions, and had fixed the hearing of the Stay Applications on 6 July 2020. The hearing of the Stay Applications was then adjourned to 13 July 2020. Further to the filing of the written submissions and reply submissions by the parties’ solicitors, the parties’ solicitors also submitted orally and addressed the High Court Judge’s questions during the hearing fixed on 13 July 2020. Thereafter, the High Court Judge fixed the Clarification/Decision for the Stay Applications on 30 July 2020. On 30 July 2020, the High Court Judge dismissed the Company’s application for a stay of proceedings; and the High Court Judge allowed ECSB’s application for a stay of proceedings pending arbitration but imposed a condition that the arbitration between ECSB and SRSB shall only proceed after the resolution of SRSB’s Claim against the Company at Kuala Lumpur High Court.

On 25 August 2020, the Company has filed its notice of appeal to appeal against the decision of the High Court that dismissed the Company’s Stay Application (“**Company’s Appeal**”), and ECSB had also filed its notice of appeal to appeal partly against the condition imposed by the High Court when allowing ECSB’s Stay Application. The Company and ECSB were advised that the Company’s Stay Application and also the ECSB’s Stay Application should be allowed given that the matters to be decided in the aforementioned proceedings are one of the same and that any contradiction in the decisions arising therefrom would unfairly prejudice one party’s claim against each other.

Notwithstanding the aforesaid, the Court of Appeal had on 25 November 2021 (after reading the parties’ respective written submissions together with all relevant documents) (a) allowed ECSB’s appeal and set aside the condition imposed by the High Court Judge that the arbitration between ECSB and SRSB shall only proceed after the resolution of SRSB’s Claim against the Company at the Kuala Lumpur High Court (“**Set Aside Decision**”); and (b) dismissed the Company’s Appeal as the Court of Appeal was of the view that the High Court proceedings between SRSB and the Company could proceed.

On 24 December 2021, SRSB had filed a Notice of Motion to the Federal Court to seek leave from the Federal Court to appeal against the Court of Appeal’s Set Aside Decision (“**SRSB’s Motion**”). The Company had also on 27 December 2021 filed a Notice of Motion to seek leave from the Federal Court to appeal against the decision of the Court of Appeal in dismissing the Company’s Appeal as earlier mentioned (“**Company’s Motion**”). The case management for both the Company’s Motion and SRSB’s Motion was fixed on 12 September 2022 pending the Grounds of Judgment from the Court of Appeal. A Case Management was fixed on 25 October 2022 to update the Court Registrar on the filing of the written submission. The Hearing of both the Company’s Motion and SRSB’s Motion at the Federal Court was fixed on 8 November 2022. Thereafter, the Hearing of both the Company’s Motion and SRSB’s Motion fixed on 8 November 2022 is vacated due to the

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B7 Material Litigation (cont'd)

rescheduling of cases at the Federal Court. The Court Registrar fixed a Case Management on 7 February 2023 to update the Court Registrar on the filing of the written submissions (which have been filed on 20 October 2022) and the Hearing of both the Company's Motion and SRSB's Motion at the Federal Court was fixed on 22 February 2023.

On 22 February 2023, during the Hearing, the Company through its solicitors made a request for an adjournment of the Hearing as the parties are in the midst of settlement. The Honourable Federal Court Judge, after hearing the oral submissions and explanation, allowed the Company's request for an adjournment of the Hearing and directed the parties' solicitors to appear before the Court Registrar on the same day to fix a new Hearing date. The Hearing of both the Company's Motion and SRSB's Motion at the Federal Court was fixed on 17 May 2023.

On the above matter as a whole, our solicitors are of the opinion that, notwithstanding that the maximum exposure to liabilities and amount of damages, interest and costs pursuant to the Claim cannot be ascertained at this juncture, ECSB has a fair chance of success in the Arbitration Proceeding and the Company has a fair chance of success in the defence to the Claim brought by SRSB as SRSB has failed to expeditiously and diligently make the necessary applications for the approvals from LBUSB for the sub-contract of the Highway Project to the JV Company, and failed to take any step to compel LBUSB to consent to the sub-contract of the Highway Project to the JV Company which should not have been unreasonably withheld. Our solicitors are also of the opinion that the Company has a fair chance of success in the defence to the Claim brought by SRSB as the Company has no involvement after the execution of the JV agreement.

In respect of SRSB's Motion and Company's Motion at the Federal Court, on 12 May 2023, SRSB and EB through their respective solicitors filed the Notice of Withdrawal to withdraw their respective Motions at the Federal Court. Subsequent to the filing of both the Notices of Withdrawal for SRSB's Motion and Company's Motion, the Federal Court via a letter dated 15 May 2023 informed that the Hearing for both the Motions fixed on 17 May 2023 was vacated.

In respect of SRSB's Claim against the Company at the Kuala Lumpur High Court, SRSB through its solicitors filed a Notice of Discontinuance to discontinue the action against the Company.

- (iii) On 7 October 2019, ECSB was served by the solicitors of SRSB with a Statement of Claim of the Defendant against the Third Party ("**Third Party Proceeding**").

SRSB is claiming that in the event it is held liable to Greenland Knusford Construction Sdn Bhd ("**GKCSB**") pursuant to the legal proceeding commenced by GKCSB to claim for loss and damage amounting to RM22,537,460.63 arising from alleged fraudulent, negligent representations, misstatements and/or alleged wrongful termination of GKCSB's employment by SRSB ("**Primary Proceeding**"), then SRSB is entitled to claim in this Third

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B7 Material Litigation (cont'd)

Party Proceeding against ECSB, for declaratory relief and consequential order for the following:

- (a) a declaration that the alleged misrepresentations and/or misstatements pleaded by the GKCSB in the Statement of Claim was by ECSB and/or contributed by ECSB;
- (b) a declaration that ECSB owes a duty of care to GKCSB and is in breach of that duty of care;
- (c) a declaration that ECSB owes SRSB a fiduciary duty and/or a duty to take care, and ECSB is in breach of that duty;
- (d) a declaration that ECSB has caused SRSB to be sued by GKCSB in the Primary Proceeding;
- (e) consequently, and in the event that SRSB is held liable to GKCSB, an order that ECSB is liable to SRSB for an indemnity and/or a contribution in respect of GKCSB's claim;
- (f) costs incurred by SRSB in defending GKCSB's action;
- (g) cost of this Third Party Proceeding; and
- (h) interests.

The pleadings in respect of the Third Party Proceeding closed on 9 December 2019 and the matter was fixed for further case management on 16 July 2020.

On 19 December 2019, SRSB filed an application under Order 14A and/or Order 33 rule 2 and/or rule 5 of the Rules of Court 2012 ("**O. 14A Application**") for determination of six questions of law and for several consequential orders, including (a) that in the event the questions are determined in SRSB's favour, the claim of GKCSB against SRSB be struck out and/or dismissed, and (b) until the determination of the said questions, all proceedings in this matter be stayed. The case management for this O.14A Application was also fixed on 16 July 2020.

On 16 July 2020, the High Court directed for the O.14A Application to be heard first before the amendment application filed by GKCSB, and that parties are to comply with the directions for submissions.

Upon having heard the parties on their submissions, the High Court had on 3 September 2021 dismissed the O. 14A Application with cost to GKCSB. On 27 September 2021, SRSB filed a Notice of Appeal in respect of the O. 14A Application. SRSB had also filed a Notice of Application together with the Affidavit in Support for a stay of proceedings application

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B7 Material Litigation (cont'd)

(“**Stay Application**”) on 22 October 2021 and 25 October 2021 respectively. In addition, SRSB had on 20 December 2021 filed a Notice of Application for the recusal of the present judge from hearing and deciding on the action, and that the action be heard and decided by a different high court judge (“**Recusal Application**”). The High Court ordered that in the interest of justice, the Recusal Application shall be heard first. Accordingly, the hearing of this Recusal Application is fixed on 22 March 2022.

Upon hearing parties on 22 March 2022, the Court dismissed the Recusal Application (Encl. 137) with no order as to costs. The Defendant further filed a Stay Application (Encl. 163) in respect of the Recusal Application (Encl. 137). On 25 April 2022, the Court fixed a ruling date on 11 May 2022 to rule whether to hear the Stay Application for Order 14 (Encl. 126) or Stay Application for Recusal (Encl. 163) first both filed by the Defendant. The Court vacated the ruling date on 11 May 2022 and further fixed the same on 17 June 2022. On 17 June 2022, the Court ordered that the Stay Application for Recusal (Encl. 163) should be heard first.

Upon hearing parties on 21 July 2022 and noted the appeals for both the O. 14A Application and Recusal Application on 28 September 2022, the Court allowed the Stay Application for Recusal (Encl. 163) with no order as to costs for the interest of justice. The Court further fixed a further mention on 30 September 2022 to monitor the case.

On 30 September 2022, as the instant matter has been stayed pending disposal of the appeals filed by the Defendant and the hearing date of the appeals has yet to be confirmed by the Court of Appeal, the Court fixed a mention via e-review on 29 November 2022 to update the court on the status of the appeals.

On 29 November 2022, the Plaintiff had informed the Court that the hearing date of the appeals filed by the Defendant has been fixed on 23 June 2023. In the circumstances, the Court further fixed a mention by way of e-review on 26 June 2023 for parties to update the status of the matter.

On 12 May 2023, the Plaintiff has filed a Notice of Discontinuance dated 12 May 2023 wherein the Plaintiff wholly discontinues the instant action with no liberty to file afresh and with no order as to costs and the Defendant wholly discontinues its counterclaim against the Plaintiff with no liberty to file afresh and with no order as to costs and the Defendant also wholly discontinues its Third Party Notice against the Third Party (ECSB) with no liberty to file afresh and with no order as to costs.

In the circumstances, the instant suit is discontinued by parties.

We had sought the necessary legal advice on the above matter and our solicitors are of the opinion that SRSB has a good case in defending GKCSB’s claim in the Primary Proceeding on the basis that the allegation made by GKCSB is time barred pursuant to the limitation

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B7 Material Litigation (cont'd)

period of two (2) years for tort under Item 19 of the Schedule of Sarawak Limitation Ordinance. As such, ECSB has good prospects to avoid liability to indemnify SRSB against the amount of loss and damage claimed by GKCSB.

Our Directors are of the opinion that the Third Party Proceeding is not expected to have material operational and financial impact on our Group.

B8 Dividend Declared

No interim dividend has been declared for the current quarter and year ended 31 December 2024.

B9 Earnings Per Share

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	Current year Quarter	Preceding year corresponding Quarter	Current year to-date	Preceding year Corresponding Period
	31 December 2024 (Unaudited)	31 December 2023 (Unaudited)	31 December 2024 (Unaudited)	31 December 2023 (Unaudited)
(a) Basis (loss)/profit per share				
Net loss attributable to owners of the Company (RM'000)	(44,147)	(50,061)	(69,005)	(46,978)
Weighted average number of ordinary share issue (‘000)	2,965,411	2,965,411	2,965,411	2,965,411
Basic loss per ordinary share (sen)	<u>(1.49)</u>	<u>(1.69)</u>	<u>(2.33)</u>	<u>(1.58)</u>
(b) Diluted loss per ordinary share (sen)	<u>(1.49)</u>	<u>(1.69)</u>	<u>(2.33)</u>	<u>(1.58)</u>



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B10 Notes to the Statement of Profit or Loss and Other Comprehensive Income

	Current quarter ended 31 December 2024	6 months ended 31 December 2024
	RM'000	RM'000
(Loss)/Profit before tax is stated after charging /(crediting):		
Interest income	(702)	(4,159)
Other income including investment income	(5,959)	(14,966)
Loss/(gain) on disposal of investment property	19	(73)
Gain on disposal of property, plant and equipment	(9,648)	(9,648)
Interest expenses	111,469	224,184
Depreciation and amortisation	<u>18,756</u>	<u>36,619</u>

B11 Corporate Exercises

(A) Reorganisation, Rationalisation And Merger Proposal

The Board of Directors of the Company (“Board”) had on 27 September 2023 received a letter dated 27 September 2023 (“Letter”) from Tan Sri Dato’ Lim Kang Hoo (“TSDLKH”) being the Group Executive Chairman and a major shareholder of the Company, requesting the Company to consider participating in a reorganisation, rationalisation and merger proposal (“Proposal”). The request Letter stated various proposals:-

(i) Proposed Knusford-EkoVest Construction Sdn Bhd (“ECSB”) Merger

This proposal is proposing merger of the construction and construction-related businesses of EkoVest and Knusford through the acquisition of the entire issued share capital of ECSB (i.e. a wholly-owned subsidiary of EkoVest, being the existing construction arm of EkoVest) by Knusford (“Proposed Knusford-ECSB Merger”).

The Company had on 27 October 2023 entered into a binding heads of merger agreement (“Heads of Merger Agreement”) with Knusford to exclusively explore and negotiate further on the Proposed Knusford-ECSB Merger via the proposed disposal by EkoVest of its entire equity interest in ECSB to Knusford for an indicative disposal consideration of RM450 million (“Disposal Consideration”), which was arrived at on a willing-buyer, willing-seller basis, after taking into account the audited net assets of ECSB as at 30 June 2023.



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B11 Corporate Exercises (cont'd)

The Disposal Consideration shall be satisfied by Knusford on an agreed completion date of the Proposed Knusford-ECSB Merger via the allotment and issuance of such number of new ordinary shares in Knusford to Ekovest at an indicative issue price of RM0.60 per Knusford Share.

The Proposed Knusford-ECSB Merger is conditional upon, among others, the execution of the relevant definitive agreement(s) between the Company and Knusford ("Definitive Agreement") within four (4) months following the date of the Heads of Merger Agreement, with an automatic extension of three (3) months upon the expiry of such four (4) months period, or such further extended date as the Company and Knusford may mutually agree upon.

On 27 May 2024, the Company and Knusford have mutually agreed for an extension of two (2) months commencing from 28 May 2024 to 27 July 2024, to grant more time to assess, evaluate and deliberate in detail and to discuss and negotiate on the terms of the Definitive Agreement.

On 26 July 2024, the Company and Knusford have mutually agreed for a further extension of six (6) months commencing from 28 July 2024 to 27 January 2025, to grant more time to assess, evaluate and deliberate in detail and to discuss and negotiate on the terms of the Definitive Agreement.

On 27 January 2025, the Company and Knusford have mutually agreed for a final extension of six (6) months commencing from 28 January 2025 to 27 July 2025, to grant more time to assess, evaluate and deliberate in detail and to discuss and negotiate on the terms of the Definitive Agreement.

(ii) Proposed Transit-Oriented Development ("TOD") Land Acquisition

This proposal is proposing acquisition of four (4) parcels of lands measuring approximately 15.82 acres in aggregate, all located along the Johor Bahru–Singapore Rapid Transit System ("RTS") alignment and are intended for TOD.

The Company had also on 27 October 2023 entered into the following:

- (a) a binding term sheet with Mohamad Nor bin Hamid and Lee Hun Yeung (collectively, the "Vendors of DCMSB") ("TOD 2 Land Term Sheet") to acquire two (2) parcels of freehold commercial land held under H.S.(D) 218291, PTB 19264 and H.S.(D) 218292, PTB 19265 respectively, both located at Bandar Johor Bahru, Daerah Johor Bahru, Negeri Johor, measuring approximately 269,182 square feet (approximately 6.18 acres) in aggregate, together with a six (6)-storey shopping complex known as Danga City Mall and an expo building erected thereon on part of the said lands (collectively, the "TOD 2 Land") from Danga City Mall Sdn Bhd ("DCMSB"), in which the Vendors of DCMSB hold the entire equity interest in TOD 2 Land for an indicative purchase consideration of RM210.00 million ("TOD 2 Land Purchase Consideration") ("Proposed TOD 2 Land Acquisition"); and



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B11 Corporate Exercises (cont'd)

- (b) a binding term sheet with Cheong Meow Yen and Desa Sinarmas Sdn Bhd (collectively, the "Vendors of KMSB") ("TOD 3 Land Term Sheet") to acquire two (2) parcels of leasehold commercial land held under H.S.(D) 580782, Lot 1874 and H.S.(D) 580783, Lot 12242 respectively, both located at Bandar Johor Bahru, Daerah Johor Bahru, Negeri Johor, measuring approximately 419,792 square feet (approximately 9.64 acres) in aggregate (collectively, the "TOD 3 Land") from Khazanah Melati Sdn Bhd ("KMSB"), in which the Vendors of KMSB hold the entire equity interest therein, for an indicative purchase consideration of RM100.00 million ("TOD 3 Land Purchase Consideration") ("Proposed TOD 3 Land Acquisition").

The parties to the respective Term Sheets (collectively, the "Parties") agree and acknowledge that the Proposed TOD Lands Acquisition, is subject to a due diligence review and assessment by the Company of the appropriate manner of undertaking the Proposed TOD Lands Acquisition and in this respect the Company shall have the right at its discretion and election to undertake Proposed TOD Lands Acquisition by way of the acquisition of the entire issued and paid-up share capital of DCMSB and KMSB instead of via the acquisition of the respective TOD Lands ("Right to Acquire Shares"). The indicative total purchase consideration will be fully satisfied by EkoVest on an agreed completion date, entirely via the issuance and allotment of such number of new ordinary shares in EkoVest to the respective Vendors (or their nominee(s), if any) or DCMSB and KMSB at an issue price of RM0.60 per EkoVest Share.

The Proposed TOD Lands Acquisition is conditional upon, among others, the execution of the relevant definitive agreements ("Definitive Agreements") within three (3) months from the date of the Term Sheets, with an automatic extension of three (3) months upon the expiry of such three (3) months period, or such further extended date as the Parties may mutually agree upon. However, the Proposed TOD 2 Land Acquisition and Proposed TOD 3 Land Acquisition are not inter-conditional upon each other.

On 26 April 2024, the Company has sought the mutual agreement of the Parties for an extension of three (3) months commencing from 28 April 2024 to 27 July 2024, to grant more time for the Company to assess, evaluate and deliberate the Proposed TOD Lands Acquisition in detail and to discuss and negotiate on the terms of the Definitive Agreements between the Parties.

On 26 July 2024, the Company has sought the mutual agreement of the Parties for a further extension of three (3) months commencing from 28 July 2024 to 27 October 2024, to grant more time for the Company to assess, evaluate and deliberate the Proposed TOD Lands Acquisition in detail and to discuss and negotiate on the terms of the Definitive Agreements between the Parties.



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B11 Corporate Exercises (cont'd)

On 25 October 2024, the Company has sought the mutual agreement of the Parties for a further extension of six (6) months commencing from 28 October 2024 to 27 April 2025, to grant more time for the Company to assess, evaluate and deliberate the Proposed TOD Lands Acquisition in detail and to discuss and negotiate on the terms of the Definitive Agreements between the Parties.

(iii) Proposed Acquisition of Credence Resources Sdn Bhd (“Credence”)

This proposal is proposing acquisition of at least 51% or more of the issued share capital of Credence from TSDLKH.

The Company had also on 27 October 2023 entered into a binding heads of agreement (“HOA”) with TSDLKH to exclusively explore and negotiate further on the proposed acquisition by EkoVest of up to 700,000 ordinary shares, representing up to 70% of the equity interest in Credence and 87,901,000 redeemable preference shares in Credence from TSDLKH for an indicative purchase consideration of approximately RM1.15 billion (“Purchase Consideration”), which was arrived at on a willing-buyer, willing-seller basis, after taking into account the audited net assets of Credence as at 31 December 2022 (“Proposed Credence Acquisition”).

The Purchase Consideration shall be satisfied by EkoVest on an agreed completion date of the Proposed Credence Acquisition via the allotment and issuance of such manner of new ordinary shares in EkoVest to TSDLKH at an indicative issue price of RM0.60 per EkoVest share.

The Proposed Credence Acquisition is conditional upon, among others, the execution of the relevant definitive agreement(s) between the Company and TSDLKH (“Definitive Agreement”) within four (4) months following the date of the HOA, with an automatic extension of three (3) months upon the expiry of such four (4) months period, or such further extended date as the Company and TSDLKH may mutually agree upon.

On 27 May 2024, the Company has sought the agreement with TSDLKH for an extension of two (2) months commencing from 28 May 2024 to 27 July 2024, to grant more time for the Company to assess, evaluate and deliberate the Proposed Credence Acquisition in detail and to discuss and negotiate on the terms of the Definitive Agreement.

On 26 July 2024, the Company has sought the agreement with TSDLKH for a further extension of six (6) months commencing from 28 July 2024 to 27 January 2025, to grant more time for the Company to assess, evaluate and deliberate the Proposed Credence Acquisition in detail and to discuss and negotiate on the terms of the Definitive Agreement.

On 27 January 2025, the Company has sought the agreement with TSDLKH for a further extension of six (6) months commencing from 28 January 2025 to 27 July 2025, to grant more time for the Company to assess, evaluate and deliberate the Proposed Credence Acquisition in detail and to discuss and negotiate on the terms of the Definitive Agreement.

**Explanatory Notes Pursuant to Appendix 9B of the Listing Requirements of
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B11 Corporate Exercises (cont'd)

The above three (3) Proposals are not intended to be conditional or inter-conditional upon each other, and will be implemented separately and independently, if deemed fit by the Board.

Other than the above, there is no corporate proposals announced but not completed as at the date of this quarterly report.

B12 Other Information**Memorandum Of Understanding (“MOU”) Between Ekovest, Shenzhen Maoxiong Co Ltd (“Mx”) And Anxi County People’S Government (“Anxi County Office”)**

On 25 July 2023, the Group has signed a Memorandum of Understanding (“MOU”) with Shenzhen MaoXiong Co., Ltd. (MX) and Anxi County Office concerning cross border socio economic collaboration which include but not limited to conceptualization, planning, prioritizing, financing and implementation of property development, infrastructure development and fresh produce,

agriculture and aquaculture distribution and processing development in both China and Malaysia (“Proposed Cross Border Socio Economic Collaboration”).

The purpose of the MOU is to achieve the common mission of Ekovest, MX, and Anxi County Office (collectively, the “Parties”) to jointly collaborate in relation to the Proposed Cross Border Socio Economic Collaboration. Parties are exploring the prospects of entering into a Joint Venture Company.

The Parties agree to explore in good faith the possibility to assess the potential for cooperation in the Proposed Cross Border Socio Economic Collaboration, including but not limited to the followings initiatives:

- (a) Conceptualization and initial planning;
- (b) Research and planning;
- (c) Mutual transfer or exchange of skills, knowledges and expertise;
- (d) Selection and prioritization of infrastructure and other projects;
- (e) Exploration and arrangement of financing options in respect of the capital and operational expenditures necessary for the development of the subject matter of the MOU whether in phases or on one-off basis; and
- (f) Implementation of the development of the subject matter of the MOU.

The Parties agree and responsible to:

- (i) carry out the MOU in the manner to be mutually agreed by the Parties;
- (ii) establish a regular consultation mechanism to implement the MOU effectively; and
- (iii) establish technical working groups to study and consult on specific issues as and when required.



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B12 Other Information (Cont'd)

The MOU is effective immediately from the date of execution of the MOU and shall remain in effect until one (1) year or any extended period to be mutually agreed between the Parties. The execution of the MOU for the Proposed Cross Border Socio Economic Collaboration is expected to benefit Ekovest group of companies' strategic plans to recognize socio-economic benefit to both countries on the creation of a strategic development corridor between Parties.

As of the date of announcement, the project has yet to witness any significant advancements.

Strategic Collaboration Agreement Between Ekovest Berhad And Universal Cosmos Co Ltd, A Subsidiary Of Zhejiang Communications Investment Group Co Ltd

The Company had on 27 December 2023 entered into a Strategic Collaboration Agreement with Universal Cosmos Co Ltd, a wholly-owned overseas subsidiary of Zhejiang Communications Investment Group Co Ltd, a state-owned enterprise established by Zhejiang Provincial Government in People's Republic of China, to establish a broad-based multi-angle collaboration and strategic cooperation arrangement in relation to amongst others, participation in infrastructure concession asset in Malaysia, large scale of infrastructure projects, food security and trade and retailing and transit-oriented development projects, all located in Malaysia.

As of the date of announcement, the collaboration has yet to witness any significant advancements.

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