

REGISTRATION NO. : 202401020280 (1566129-V)

TP TEC HOLDING BERHAD
(Incorporated in Malaysia)

**FINANCIAL STATEMENTS FOR THE
FINANCIAL PERIOD FROM 23 MAY 2024
(DATE OF INCORPORATION) TO 31 DECEMBER 2024**

REGISTRATION NO. : 202401020280 (1566129-V)

TP TEC HOLDING BERHAD
(Incorporated in Malaysia)

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TP TEC HOLDING BERHAD
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DIRECTORS' REPORT

The Directors have pleasure in presenting their report together with the audited financial statements of the Group and of the Company for the financial period from 23 May 2024 (date of incorporation) to 31 December 2024.

PRINCIPAL ACTIVITIES

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

SUBSIDIARIES

The details of the subsidiaries are disclosed in Note 6 to the financial statements.

RESULTS FOR THE FINANCIAL PERIOD

	GROUP RM	COMPANY RM
Profit for the financial period	<u>3,633,584</u>	<u>129,846</u>

CHANGE OF STATUS AND NAME

On 4 September 2024, TP TEC HOLDING SDN. BHD. was converted into a public company and changed its name to TP TEC HOLDING BERHAD.

DIVIDENDS

No amount has been paid or recommended to be paid by way of dividend since the date of incorporation.

The Directors do not recommend any payment of dividends for the current financial year.

RESERVES AND PROVISIONS

There were no material transfers to or from reserves or provisions during the financial year except for those provisions made within the ordinary course of business which have been disclosed in the financial statements.

TP TEC HOLDING BERHAD
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DIRECTORS' REPORT

ISSUE OF SHARES AND DEBENTURES

At the date of incorporation, the Company issued 100 ordinary subscribers' shares at issue price of RM0.05, the Company had increased its issued and paid-up share capital from RM5 to RM13,762,827 by the allotment of 249,999,900 ordinary shares as follows: -

- i. On 23rd August 2024, the Company issued 199,497,000 ordinary shares ("Shares") at an issue price of approximately RM0.05 each to acquire 2,755,600 ordinary shares in TP Power (M) Sdn. Bhd;
- ii. On 23rd August 2024, the Company issued 25,502,900 Shares at an issue price of approximately RM0.05 each to acquire 666,800 ordinary shares in TP Parts Sdn. Bhd.; and
- iii. On 27 August 2024, the Company issued 25,000,000 ordinary shares to Private Investors at the issue price of RM0.10 per Share.

There were no new debentures issued during the financial period.

OPTIONS GRANTED OVER UNISSUED SHARES

There were no options granted by the Company to any person to take up any unissued shares in the Company.

BAD AND DOUBTFUL DEBTS

Before the statements of financial position and statements of comprehensive income of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for impairment losses on receivables and satisfied themselves that there are no known bad debts and that adequate allowance for impairment loss has been made.

At the date of this report, the Directors advise that they are not aware of any circumstances which would require the writing off of bad debts or the allowance for impairment loss inadequate to any substantial extent.

CURRENT ASSETS

Before the statements of financial position and statements of comprehensive income of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that any current assets other than debts, which were unlikely to be realised in the ordinary course of business, including their value as shown in the accounting records of the Group and of the Company, have been written down to an amount which they might be expected so to realise.

At the date of this report, the Directors are not aware of any circumstances which would render the values attributed to the current assets in the financial statements misleading.

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DIRECTORS' REPORT

VALUATION METHODS

At the date of this report, the Directors are not aware of any circumstances which have arisen which render adherence to the existing methods of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.

CONTINGENT AND OTHER LIABILITIES

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

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

No contingent or other liability of the Group and of the Company has become enforceable or is likely to become enforceable within the period of twelve (12) months after the end of the financial period which, in the opinion of the Directors, will or may substantially affect the ability of the Group and of the Company to meet their obligations as and when they fall due.

CHANGE OF CIRCUMSTANCES

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 of the Group and of the Company which would render any amount stated in the financial statements misleading.

ITEMS OF AN UNUSUAL NATURE

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

There has not arisen in the interval between the end of the financial period and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the Directors, affect substantially the results of the operations of the Group and of the Company for the financial period.

DIRECTORS

The Directors in office since the date of incorporation to the date of this Report are: -

LAU POH KEONG (Appointed on 26.08.2024)
LEONG KOK JIANN (Appointed on 26.08.2024)
NG HOCK TIAM (First Director; resigned on 26.08.2024)

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DIRECTORS' REPORT

DIRECTORS (CONTINUED)

The names of the directors of the subsidiaries of the Company in office since the end of the last financial year to the date of this Report are:-

LAU POH KEONG
LEONG KOK JIANN

DIRECTORS' INTERESTS

The Directors holding office at the end of the financial period and their beneficial interests in the ordinary shares of the Company and of its related corporations during the financial period ended 31 December 2024, as recorded in the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act 2016, are as follows:-

The Company	Number of ordinary shares			As at 31.12.2024
	Subscriber share	Allotment	Sold	
LAU POH KEONG	-	91,770,800	-	91,770,800
LEONG KOK JIANN	-	61,251,800	-	61,251,800
NG HOCK TIAM	100	-	100	-

By virtue of their interest in the shares of the Company, the above-mentioned Directors are also deemed interested in the shares of the subsidiaries during the financial period to the extent the Company has interest.

DIRECTORS' BENEFITS

Since the date of incorporation, no Director has received or has become entitled to receive a benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by the Directors, or the fixed salary of a full-time employee of the Company as disclosed below) by reason of a contract made by the Company or a related corporation with a 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.

The aggregate amount of emoluments and other benefits paid to or receivable by the Directors during the financial period are as follows:

	Group RM	Company RM
Salaries and fee	510,250	-
Other emoluments	64,261	-
Estimated money value of benefit-in-kind	30,450	-
	<u>604,961</u>	<u>-</u>

TP TEC HOLDING BERHAD
(Incorporated in Malaysia)

DIRECTORS' REPORT

DIRECTORS' BENEFITS (CONTINUED)

There were no arrangements during and at the end of the financial period, to which the Company is a party, which had the object of enabling Directors of the Company to acquire benefits by means of the acquisition of shares in the Company or debentures of the Company or any other body corporate.

Except as reported specifically in this Report, no other services have been rendered or provided by the Directors or past Directors.

INDEMNITY TO DIRECTORS AND OFFICERS

The Company has not indemnified directly or indirectly or effected any insurance for any Director and officer of the Company.

SIGNIFICANT EVENTS DURING AND AFTER THE FINANCIAL PERIOD

Except as disclosed in Note 30 to the financial statements, there was no other significant event during and after the financial period.

INDEMNITY TO AUDITORS

The Company has agreed to indemnify the auditors of the Company the cost provided and permitted under Section 289 of the Companies Act 2016 in Malaysia.

AUDITORS' REMUNERATION

The auditors' remuneration for the financial period ended 31 December 2024 is as follows:

	Group RM'000	Company RM'000
Auditors' remuneration:		
- current year	41,000	12,000
- under provision in previous year	6,000	-
- other services	15,100	2,000
	<u>62,100</u>	<u>14,000</u>

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TP TEC HOLDING BERHAD
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DIRECTORS' REPORT

AUDITORS

Messrs. T. H. KUAN & CO., Chartered Accountants, have expressed their willingness to accept re-appointment as auditors.

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

LAU POH KEONG
Director

LEONG KOK JIANN
Director

Petaling Jaya, Selangor Darul Ehsan.
21st April 2025

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TP TEC HOLDING BERHAD
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STATEMENT BY DIRECTORS

We, LAU POH KEONG and LEONG KOK JIANN, being two of the Directors of TP TEC HOLDING BERHAD, do hereby state that, in the opinion of the Directors, the accompanying financial statements set out on page 12 to 60 are drawn up in accordance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the provisions of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2024 and of their financial performance and cash flows of the Group and of the Company for the financial period then ended.

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

LAU POH KEONG
Director

LEONG KOK JIANN
Director

Petaling Jaya, Selangor Darul Ehsan.
21st April 2025

STATUTORY DECLARATION

I, LAU POH KEONG (MIA: CA 20024), being the Director primarily responsible for the financial management of TP TEC HOLDING BERHAD do solemnly and sincerely declare that the accompanying financial statements set out on page 12 to 60 are, to the best of my knowledge and belief, correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by)
LAU POH KEONG)
at Petaling Jaya,)
in the state of Selangor Darul Ehsan)
this day 21st of April 2025.)

Before me,
WONG CHOY YIN
No. B508
Commissioner of Oaths

LAU POH KEONG

**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF TP TEC HOLDING BERHAD (202401020280 (1566129-V))
(Incorporated in Malaysia)**

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of TP TEC HOLDING BERHAD, which comprise the statements of financial position as at 31 December 2024 of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial period then ended, and notes to the financial statements, including a summary of material accounting policy information, as set out on page 12 to 60.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 December 2024, and of their financial performance and their cash flows for the financial period then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 ("Act") in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

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

Key Audit Matters

Key audit matters are matters included further hereunder within this report with no separate opinion given on the matters and key matters primarily involved significant matters where together with other audit procedures performed, professional judgement is similarly required by us to form an overall audit opinion of the truth and fairness of the Group's financial statements.

Key Audit Matters (Continued)

The key audit matters of the Group are as follow-

Impairment Of Trade Receivables

As at 31 December 2024, the respective credit risk of trade receivables of the Group, including past due but not impaired receivables of RM6.07 million disclosed in Note 4.1(a) and Note 25.2(a) of the financial statements. In determining whether a provision for expected credit losses on receivables is required for the foregoing-mentioned amount of receivables past due and not impaired, an on-going review and evaluation of the creditworthiness, trend of payments, including delinquent and/or default payment, subsequent receipts and payment terms of the receivables are performed by the management and Directors.

Along with other audit procedures, the above matter of provision for expected credit losses on receivables is further addressed by us with the following audit procedures:-

- Procedures which ensure the design of credit control system is adequate and the implementation thereof in assessing creditworthiness of receivables is complied;
- Procedures which ensure the sales made to receivables are properly and adequately supported by legally enforceable documents of sale for recovery of debts;
- Performed debtors confirmation and review collectability by way of obtaining evidence of receipts from trade receivables on a sampling basis subsequent to period ended; and
- Held discussions with the management and Board of Directors regarding the recoverability of outstanding debts, analysed the Group's trend of collections for long outstanding trade receivable.
- Evaluated the adequacy and appropriateness of the disclosures in the financial statements regarding credit risk and impairment.

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 Directors' report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon.

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

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

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

Responsibilities of the Directors for the Financial Statements

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

Responsibilities of the Directors for the Financial Statements (Continued)

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

Other Matters

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

T. H. KUAN & CO.
AF 1216
CHARTERED ACCOUNTANTS

Petaling Jaya, Selangor Darul Ehsan.
21st April 2025

TAN KIM HOR
03014/01/2027 J
CHARTERED ACCOUNTANT

REGISTRATION NO. : 202401020280 (1566129-V)

TP TEC HOLDING BERHAD
(Incorporated in Malaysia)

STATEMENTS OF FINANCIAL POSITION
AS AT 31 DECEMBER 2024

	Note	GROUP RM	COMPANY RM
ASSETS			
Non-Current Assets			
Property, plant and equipment	5	26,694,877	-
Investment in subsidiaries	6	-	11,262,822
Amount owing by subsidiary	7	-	2,500,000
Total Non-Current Assets		<u>26,694,877</u>	<u>13,762,822</u>
Current Assets			
Inventories	8	1,727,428	-
Trade receivables	9	17,485,232	-
OTHER RECEIVABLES	10	1,018,442	-
Fixed deposits with licensed banks	11	101,000	100,000
Cash and bank balance	11	1,620,804	58,497
Total Current Assets		<u>21,952,906</u>	<u>158,497</u>
TOTAL ASSETS		<u><u>48,647,783</u></u>	<u><u>13,921,319</u></u>

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

TP TEC HOLDING BERHAD
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STATEMENTS OF FINANCIAL POSITION
AS AT 31 DECEMBER 2024
(CONTINUED)

	Note	GROUP RM	COMPANY RM
EQUITY AND LIABILITIES			
Equity			
Share capital	12	13,762,827	13,762,827
Merger reserve		(7,182,722)	-
Retained profit	13	<u>10,816,491</u>	<u>129,846</u>
Total Equity		<u>17,396,596</u>	<u>13,892,673</u>
Non-Current Liabilities			
Term loans	14	9,095,077	-
Obligation under finance lease	15	10,258,167	-
Deferred tax liabilities	16	<u>380,000</u>	<u>-</u>
Total Non-Current Liabilities		<u>19,733,244</u>	<u>-</u>
Current Liabilities			
Trade payables	17	4,554,836	-
Non-trade payables	18	832,810	28,646
Term loans	14	1,057,216	-
Obligation under finance lease	15	2,995,622	-
Bill payable	14	1,636,000	-
Current tax liabilities		<u>441,459</u>	<u>-</u>
Total Current Liabilities		<u>11,517,943</u>	<u>28,646</u>
Total Liabilities		<u>31,251,187</u>	<u>28,646</u>
TOTAL EQUITY AND LIABILITIES		<u><u>48,647,783</u></u>	<u><u>13,921,319</u></u>

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

TP TEC HOLDING BERHAD
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**STATEMENTS OF COMPREHENSIVE INCOME
FOR THE FINANCIAL PERIOD FROM 23 MAY 2024 (DATE OF INCORPORATION)
TO 31 DECEMBER 2024**

	Note	GROUP RM	COMPANY RM
Revenue	19	37,236,724	-
Cost of revenue		<u>(24,923,927)</u>	<u>-</u>
Gross profit		12,312,797	-
Other revenue	19	977,104	1,020,450
Administration expenses		(5,180,425)	(25,515)
Distribution expenses		(265,125)	-
Other operating expenses		<u>(1,857,391)</u>	<u>(865,089)</u>
Profit from operations		5,986,960	129,846
Finance costs	20	<u>(1,196,147)</u>	<u>-</u>
Profit before tax	21	4,790,813	129,846
Income tax expenses	23	<u>(1,157,229)</u>	<u>-</u>
Profit for the financial period		3,633,584	129,846
Other comprehensive income		<u>-</u>	<u>-</u>
Total other comprehensive income		<u>3,633,584</u>	<u>-</u>
Total comprehensive income		<u><u>3,633,584</u></u>	<u><u>129,846</u></u>
Earnings per share attributable to equity holders of the Company (sen per share):	26	<u>1.45</u>	<u>0.05</u>

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

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TP TEC HOLDING BERHAD
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STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL PERIOD FROM 23 MAY 2024 (DATE OF INCORPORATION)
TO 31 DECEMBER 2024

Group	Share capital RM	Merge reserve RM	Retained profits RM	Total equity RM
At 23 May 2024 (Date of incorporation)				
Subscriber's share	5	-	-	5
Issue of ordinary shares	13,762,822	-	-	13,762,822
Effect of merger of subsidiaries	-	(7,182,722)	7,182,907	185
Profit for the financial period	-	-	3,633,584	3,633,584
Other comprehensive income	-	-	-	-
Total comprehensive income for the financial period	-	-	3,633,584	3,633,584
At 31 December 2024	13,762,827	(7,182,722)	10,816,491	17,396,596

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

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TP TEC HOLDING BERHAD
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STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL PERIOD FROM 23 MAY 2024 (DATE OF INCORPORATION)
TO 31 DECEMBER 2024
(CONTINUED)

	Share capital RM	Merge reserve RM	Retained profits RM	Total equity RM
Company				
At 23 May 2024 (Date of incorporation)				
Subscriber share	5	-	-	5
Issue of ordinary shares	13,762,822	-	-	13,762,822
Profit for the financial period	-	-	129,846	129,846
Other comprehensive income	-	-	-	-
Total comprehensive income for the financial period	-	-	129,846	129,846
At 31 December 2024	13,762,827	-	129,846	13,892,673

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

TP TEC HOLDING BERHAD
(Incorporated in Malaysia)

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL PERIOD FROM 23 MAY 2024 (DATE OF INCORPORATION)
TO 31 DECEMBER 2024

	GROUP RM	COMPANY RM
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax:	4,790,813	129,846
Adjustments for:-		
Depreciation of property, plant and equipment	2,850,005	-
Gain on disposal of property, plant and equipment	(144,374)	-
Gain on disposal of asset held for sales	(765,857)	-
Interest income	(7,835)	(6,094)
Dividend income	-	(1,000,000)
Interest expense	1,196,147	-
Operating profit/(loss) before changes in working capital	7,918,899	(876,248)
Changes in working capital		
Inventories	(13,568)	-
Trade and other receivables	(9,251,558)	-
Trade and other payables	3,092,607	28,646
Cash from/(used in) operations	1,746,380	(847,602)
Interest received	6,153	-
Interest paid	(13,947)	-
Tax paid	(923,972)	-
Net cash from/(used in) operating activities	814,614	(847,602)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(4,214,629)	-
Proceeds from disposal of property, plant and equipment and asset held for sales	3,861,129	-
Investment in subsidiaries	-	(11,262,822)
Dividend received	-	1,000,000
Interest received	1,682	6,094
Net cash used in investing activities	(351,818)	(10,256,728)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceed from allotment of shares	13,762,827	13,762,827
Advance to subsidiary		(2,500,000)
Repayment to Directors	(291,139)	-
Placement of fixed deposit	(1,000)	-
Term loan drawn down	3,150,000	-
Repayment of term loans		
- Principal	(2,945,830)	-
- Interest	(452,637)	-
Repayment of obligation under finance lease		
- Principal	(2,625,278)	-
- Interest	(680,133)	-
Repayment of bill payable		
- Net Principal	1,010,579	-
- Interest	(49,430)	-
Net cash generated from financing activities	10,877,959	11,262,827

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

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STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL PERIOD FROM 23 MAY 2024 (DATE OF INCORPORATION)
TO 31 DECEMBER 2024
(CONTINUED)

	GROUP RM	COMPANY RM
NET INCREASE IN CASH AND CASH EQUIVALENTS	11,340,755	158,497
EFFECT OF MERGER OF SUBSIDIARIES	<u>(9,619,951)</u>	<u>-</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD (NOTE 11)	<u>1,720,804</u>	<u>158,497</u>

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

TP TEC HOLDING BERHAD
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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2024**

1. CORPORATE INFORMATION

The Company is a public limited liability company, incorporated and domiciled in Malaysia.

The registered office of the Company is located at Unit 11.07 Amcorp Tower, Amcorp Trade Centre, No.18, Jalan Barat, 46050 Petaling Jaya, Selangor Darul Ehsan and principal place of business of the Company is located at No. 25, Jalan PP 11/4, Alam Perdana Industrial Park, Taman Putra Perdana, 47130 Puchong, Selangor Darul Ehsan.

The Company is principally an investment holding company. The principal activities of the subsidiaries are disclosed in Note 6 to the financial statements. There have been no significant changes in the nature of these activities during the financial year.
On 4 September 2024, TP TEC HOLDING SDN. BHD. was converted into a public company and changed its name to TP TEC HOLDING BERHAD.

The number of employees excluding Directors of the group at the end of the financial period was 67.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 21st April 2025.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

2.1 Basis of Preparation

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

2.2 Amendments to MFRSs and New MFRSs Adopted

The accounting policies adopted are consistent with those of the previous financial year except as described below. The following new and amended MFRSs and Issues Committee ("IC") Interpretations issued by Malaysian Accounting Standards Board ("MASB") became mandatory for current financial year of the Group and the Company: -

Effective for the financial periods beginning on or after 1 January 2024

Amendments to MFRS 7 and MFRS 107	Supplier Financial Arrangement
Amendments to MFRS 16	Lease Liability in a Sale and Leaseback
Amendment to MFRS 101	Non-current Liabilities with Covenants

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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2024**

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS (Continued)

2.2 Amendments to MFRSs and New MFRSs Adopted (Continued)

The adoption of the above Standards and Interpretations did not have any material effect on the financial performance or position of the Group and of the Company.

2.3 Standards and amendments issued but have not been effective

As at the date of authorisation of these financial statements, the following Standards, Amendments and IC Interpretations have been issued by the MASB but have not been effective and have not been adopted by the Group and the Company:-

Effective for the financial periods beginning on or after 1 January 2025

Amendments to MFRS 121	The Effects of Changes in Foreign Exchange Rates – Lack of Exchangeability
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Effective for the financial periods beginning on or after 1 January 2026

Amendments to MFRS 1, MFRS 7, MFRS 9, MFRS 10 and MFRS 107	Annual Improvement MFRS Accounting Standards – Volume 11
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Amendments to MFRS 9 and MFRS 7	Amendments to the Classification and Measurement of Financial Instruments
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Effective for the financial periods beginning on or after 1 January 2027

MFRS 18	Presentation and Disclosure in Financial Statements
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MFRS 19	Subsidiaries without Public Accountabilities: Disclosure
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Effective date to be announced

Amendments to MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor
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The Group and the Company will adopt the above pronouncements when they become effective in the respective financial periods. These pronouncements are not expected to have any significant effect to the financial statements of the Group and the Company upon their initial application.

TP TEC HOLDING BERHAD
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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION

3.1 Basis of Accounting

The financial statements of the Group and of the Company have been prepared under the historical cost convention, unless otherwise indicated in the accounting policies stated below.

3.2 Functional and presentation currency

The financial statements are presented in Ringgit Malaysia ("RM"), which is the Group's and the Company's functional currency.

3.3 Investment in Subsidiaries

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

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

Investment in subsidiaries is stated at cost less impairment losses. Such impairment loss is made when there is a decline other than temporary in the value of investments and is recognised as an expense in the period in which the decline occurred. The policy for recognition and measurement of impairment losses is in accordance with Note 3.6. On disposal of an investment, the difference between net disposal proceeds and its carrying amount is charged or credited to the profit or loss.

3.4 Basis of Consolidation

(a) Subsidiaries

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

TP TEC HOLDING BERHAD
(Incorporated in Malaysia)

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.4 Basis of Consolidation (Continued)

(a) Subsidiaries (Continued)

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

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

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

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

Subsidiaries are consolidated from the date in which control is transferred to the Group and deconsolidated from the date that control ceases. All intra-group balances, income and expenses and unrealised gains and losses resulting from intra-group transactions are eliminated in full.

Losses of subsidiaries are attributed to the non-controlling interests even if that results in a deficit balance.

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

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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.4 Basis of Consolidation (Continued)

(a) Subsidiaries (Continued)

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

(b) Acquisition of entities under common control

Business combinations arising from transfers of interests in entities that are under the control of shareholder that controls the Group are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date common control was established; for this, comparative figure are restated. The assets and liabilities acquired are recognised at the carrying amount recognised previously in the Group controlling shareholder's consolidated financial statements. The components of equity of the acquired entities are added to the same components within Group equity and any resulting gain or loss is recognised directly in equity.

3.5 Property, Plant and Equipment and Depreciation

All property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. The carrying amount of property, plant and equipment are reviewed on a regular basis to ascertain any indication of impairment and valuations are carried out when such indication arises.

Depreciation on property, plant and equipment is calculated on the straight-line method so as to write off the cost of the property, plant and equipment net of impairment loss over their estimated useful lives. The principal annual rates used are as follows:-

	%
Long term leasehold land and building	2
Furniture, fittings and equipment	10
Motor vehicles	20
Renovation	20
Plant and machinery	10-50

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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.5 Property, Plant and Equipment and Depreciation (Continued)

No depreciation is provided on freehold land and building under construction.

The residual values, useful life and depreciation method are reviewed at each financial year end to ensure that the amount, method and period of depreciation are consistent with previous estimates of the future economic benefits embodied in the items of property, plant and equipment.

Upon the disposal of an item of property, plant and equipment, the difference between the net disposal proceeds and the net carrying amount is recognised in the profit or loss.

3.6 Impairment of Non-Financial Assets

The Group and the Company assess at each reporting date whether there is an indication that non-financial assets (except for inventories, deferred tax assets and investment property measured at fair value) may be impaired. If any such indication exists, or when an annual impairment assessment for an asset is required, the Group and the Company make an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's fair value less costs to sell and its value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units ("CGU")).

In assessing value in use, the estimated future cash flows expected to be generated by the asset are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where the carrying amount of an asset exceeds its recoverable amount, the asset is written down to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis.

Impairment losses are recognised in the profit or loss in the year in which its arises.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. The increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in the profit or loss. Impairment loss on goodwill is not reversed in a subsequent period.

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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.7 Financial Instruments

(a) Financial Assets

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

When financial assets are initially recognised, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss, directly attributable transaction costs.

The Group and the Company determine the classification of financial assets upon initial recognition. The measurement for each classification of financial assets under MFRS 9 Financial Instruments are as below:-

(i) Financial assets measured at amortised cost

Financial assets that are debt instruments are measured at amortised cost if they are held within a business model whose objective is to collect contractual cash flows and have contractual terms which give rise on specific dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(ii) Financial assets measured at fair value

Financial assets that are debt instruments are measured at fair value through other comprehensive income if they are held within a business model whose objectives are to collect contractual cash flows and selling the financial assets, and have contractual terms which give rise on specific dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Subsequent to initial recognition, financial assets that are debt instruments are measured at fair value. Any gains or losses arising from the changes in fair value of these financial assets are recognised in other comprehensive income, except impairment losses, exchange differences and interest income which are recognised in profit or loss. The cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment when the financial asset is derecognised.

Financial assets that are debt instruments which do not satisfy the requirements to be measured at amortised cost or fair value through other comprehensive income are measured at fair value through profit or loss.

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**NOTES TO THE FINANCIAL STATEMENTS
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3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.7 Financial Instruments (Continued)

(a) Financial Assets (Continued)

Equity instruments are classified as financial assets measured at fair value through profit or loss if they are held for trading or are designated as such upon initial recognition. Financial assets are classified as held for trading if they are acquired principally for sale in the near term or are derivatives that do not meet the hedge accounting criteria (including separated embedded derivatives). The Group and the Company elect an irrevocable option to designate its equity financial instruments at initial recognition as financial assets measured at fair value through other comprehensive income if the equity instruments are not held for trading. All financial assets of the Group and the Company that are equity instruments are classified at fair value through other comprehensive income.

Subsequent to initial recognition, financial assets that are equity instruments are measured at fair value. Any gains or losses arising from the changes in fair value of these financial assets are recognised in other comprehensive income and are not subsequently transferred to profit or loss. Dividends on equity instruments are recognised in profit or loss when the Group's or the Company's right to receive payment is established.

A financial asset is derecognised when the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income is recognised in profit or loss.

Regular way purchases or sales of financial assets are recognised on trade-date, the date on which the Group and the Company commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group and the Company has transferred substantially all the risks and rewards of ownership.

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**NOTES TO THE FINANCIAL STATEMENTS
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3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.7 Financial Instruments (Continued)

(b) Financial Liabilities

Financial liabilities are classified according to the substance of the contractual arrangements entered into and the definition of a financial liability.

Financial liabilities are recognised in the statements of financial position when, and only when, the Group and the Company becomes a party to the contractual provisions of the financial instrument. Financial liabilities are classified as either financial liabilities at fair value through profit or loss or other financial liabilities.

(i) Financial liabilities at fair value through profit or loss

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

Financial liabilities are classified as held for trading if they are acquired for the purpose of selling in the near term. This includes derivatives entered into by the Group and the Company that do not meet the hedge accounting criteria. Derivative liabilities are initially measured at fair value and subsequently stated at fair value, with any resultant gains or losses recognised in profit or loss. Net gains or losses on derivatives include exchange differences.

Other financial liabilities are recognised initially at fair value plus directly attributable transaction costs and subsequently measured at amortised cost using the effective interest method.

(ii) Other financial liabilities

For other financial liabilities, gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

When an existing financial liability is replaced by another instrument 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 a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amount is recognised in profit or loss.

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**NOTES TO THE FINANCIAL STATEMENTS
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3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.7 Financial Instruments (Continued)

(c) Offsetting of Financial Instruments

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

3.8 Equity Instrument

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Ordinary shares are equity instruments.

Ordinary shares are recorded at the proceeds received. Ordinary shares are classified as equity. Dividends on ordinary shares are recognised in equity in the period in which they are declared.

3.9 Impairment of Financial Assets

The Group and the Company assess at each financial year end whether there has been a significant increase in credit risk for financial assets by comparing the risk of default occurring over the expected life with the risk of default since initial recognition.

In determining whether credit risk on a financial asset has increased significantly since initial recognition, the Group and the Company use external credit rating and other supportive information to assess deterioration in credit quality of a financial asset. The Group and the Company assess whether the credit risk on a financial asset has increased significantly on an individual or collective basis. For collective basis evaluation, financial assets are grouped on the basis of similar risk characteristics.

The Group and the Company consider past loss experience and observable data such as current changes and future forecasts in economic conditions to estimate the amount of expected impairment loss. The methodology and assumptions including any forecasts of future economic conditions are reviewed regularly.

The amount of impairment loss is measured as the probability-weighted present value of all cash shortfalls over the expected life of the financial asset discounted at its original effective interest rate. The cash shortfall is the difference between all contractual cash flows that are due to the Group and the Company and all the cash flows that the Group and the Company expect to receive.

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**NOTES TO THE FINANCIAL STATEMENTS
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3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.9 Impairment of Financial Assets (Continued)

The Group and the Company measure the allowance for impairment loss on financial assets based on the two-step approach as follows:

(i) Stage 1 : Twelve (12) months expected credit loss

For a financial asset for which there is no significant increase in credit risk since initial recognition, the Group and the Company shall measure the allowance for impairment for that financial asset at an amount based on the probability of default occurring within the next twelve (12) months considering the loss given default of that financial asset.

(ii) Stage 2 : Lifetime expected credit loss

For exposures where there has been a significant increase in credit risk since initial recognition, a lifetime expected credit loss will be recognised as the allowance for impairment loss by the Group and the Company. If, in a subsequent period the significant increase in credit risk since initial recognition is no longer evident, the Group and the Company revert the allowance for impairment loss measured from lifetime expected credit loss to twelve (12) months expected credit loss.

For trade receivables and contract assets, the Group apply the simplified approach in accordance with MFRS 9 Financial Instruments and measures the allowance for impairment loss based on the expected lifetime losses to be recognised from initial recognition of the receivables.

The carrying amount of the financial asset is reduced through the use of an allowance account and the impairment loss is recognised in profit or loss. When a financial asset becomes uncollectible, it is written off against the allowance account.

3.10 Contingencies

A contingent liability or asset is a possible obligation or probable asset that arises from past events and its existence will be confirmed only by the occurrence or non-occurrence of uncertain future event(s) not wholly within the control of the Group and the Company.

Contingent liabilities and assets are not recognised in the statements of financial position of the Group and the Company.

3.11 Cash and Cash Equivalents

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

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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.12 Provisions

Provisions are recognised when the Group and the Company have a present obligation as a result of past events, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and when a reliable estimate of the amount can be made. Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. Where the effect of the time value of money is material, the provision is the present value of the estimated expenditure required to settle the obligation.

3.13 Leases

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

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimate useful lives of the right-of-use assets are determined on the same basis as those of property, plant and equipment.

In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurement of the lease liability.

The lease liability is initially measured at the present value of future lease payments at the commencement date, discounted using the Company's incremental borrowing rates. Lease payments included in the measurement of the lease liability include fixed payments, any variable lease payments, amount expected to be payable under a residual value guarantee, and exercise price under an extension option that the Company is reasonably certain to exercise.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in rate, or if the Company changes their assessment of whether it will exercise an extension or termination option.

The Company applies the short-term lease recognition exemption to its short-term leases of office and office equipment (i.e., those that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.14 Income Tax

Income tax on the profit or loss for the year comprises current and deferred tax. Current tax is the expected amount of income taxes payable in respect of the taxable profit for the year and is measured using the applicable tax rates that have been enacted at the relevant reporting periods.

Deferred tax is provided for, using the liability method, on temporary differences at the end of the reporting periods between the tax bases of assets and liabilities and their carrying amounts in the financial statements. In principle, deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised for all deductible temporary differences, unused tax losses and unused tax credits to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised. Deferred tax is not recognised if the temporary difference arises from goodwill or negative goodwill or from the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit.

Deferred tax is measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates that have been enacted or substantively enacted at the end of the reporting periods. Deferred tax is recognised in the profit or loss, except when it arises from a transaction which is recognised directly in equity, in which case the deferred tax is also recognised directly in equity, or when it arises from a business combination that is an acquisition, in which case that deferred tax is included in the resulting goodwill or negative goodwill.

3.15 Revenue

The Group recognised revenue from contracts with customers for the sale and provision of services related to information technology based on the five-step model as set out below:-

(a) Identify contract(s) with a customer

A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria that must be met.

(b) Identify performance obligations in the contract

A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

(c) Determine the transaction price

The transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

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3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.15 Revenue (Continued)

- (d) Allocate the transaction price to the performance obligations in the contract

For a contract that has more than one performance obligation, the Group allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Group expects to be entitled in exchange for satisfying each performance obligation.

- (e) Recognise revenue when the Group satisfies a performance obligation.

The Group satisfies a performance obligation and recognised revenue over time if the Group's performance:-

- (i) Do not create an asset with an alternative use to the Group and have an enforceable right to payment for performance completed to-date; or
- (ii) Create or enhance an asset that the customer controls as the asset is created or enhanced; or
- (iii) Provide benefits that the customer simultaneously receives and consumes as the Group performs.

Revenue from rental of power generator and the sale of goods in the course of ordinary activities is measured at fair value of the consideration received or receivable, net of returns and allowances, trade discount and volume rebate. Revenue is recognised when the significant risks and rewards of the ownership have been transferred to the customer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably. If it is probable that discounts will be granted and the amount can be measured reliably, then the discount is recognised as a reduction of revenue as the sales are recognised.

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.

3.16 Borrowing Costs

Interest-bearing borrowings are recognised based on the proceeds received, net of transactions costs incurred. Borrowings costs directly attributable to the acquisition of property, plant and equipment are capitalised as part of the cost of those assets, until such time as the assets are ready for their intended use or sale. All other borrowings costs are charged to the profit or loss as expenses in the period in which they are incurred.

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FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2024**

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

3.17 Employee Benefits

(a) Short term benefits

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

(b) Defined contribution plans

As required by law, companies in Malaysia make contributions to the Employee Provident Fund ("EPF") while overseas subsidiaries make contributions to their respective countries' statutory pension schemes. These contributions are recognised as an expense in the profit or loss as incurred. Once contributions have been paid, the Group and the Company have no further payment obligations.

3.18 Foreign Currency Transaction and balance

Foreign currency transactions are accounted for at exchange rates ruling at the transaction dates. Foreign currency monetary assets and liabilities are translated at exchange rates ruling at the reporting date. Exchange differences arising from the settlement of foreign currency transactions and from the translation of foreign currency monetary assets and liabilities are recognised in the profit or loss.

3.19 Operating Segments

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

3.20 Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is calculated using the first-in-first-out method, and includes purchase price and directly attributable costs of bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. Net realisable value is determined on an item-by-item basis or on group of similar item basis.

Where necessary, allowance is provided for damaged, obsolete and slow moving items to adjust the carrying value of inventories to the lower of costs and net realisable value.

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**NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2024**

4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of the Group's and Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent assets and liabilities at the reporting date. Although these estimates and judgements based on the Director's best knowledge of current events and actions, actual results may differ. The areas involved higher degree of judgement which are significant to the financial statements are as follows:-

4.1 Judgements Made in Applying Accounting Policies

Provision for expected credit losses of trade receivables and other receivables

The Group and the Company assess the credit risk at each reporting date, whether there have been significant increases in credit risk since initial recognition on an individual basis. To determine whether there is a significant increase in credit risks, the Group and the Company consider factors such as the probability of insolvency or significant financial difficulties of the receivables and default or significant delay in payments.

Where there is a significant increase in credit risk, the Group and the Company determine the lifetime expected credit losses by considering the loss given default and the probability of default assigned to each counterparty customer. The financial assets are written off either partially or in full when there is no realistic prospect of recovery. This is generally the case when the Group and the Company determine that the receivable does not have assets or sources of income that could generate sufficient cash flows to repay the amount subject to the write-offs.

The carrying amounts of the receivables are disclosed in Note 9 and 10 of the Notes to the financial statements respectively.

4.2 Key Sources of Estimation Uncertainty

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

(a) Useful lives of property, plant and equipment

The Group estimates the useful lives of property, plant and equipment based on factors such as the expected level of usage due to physical wear and tear, future technological developments and legal or other limits on the relevant assets. Future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned. A reduction in the estimated useful lives of property, plant and equipment would increase the recorded depreciation and decrease the carrying value of property, plant and equipment.

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4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES (CONTINUED)

4.2 Key Sources of Estimation Uncertainty (Continued)

(b) Taxation

Significant estimation is involved in determining the provision for income taxes. There are many transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group estimated the tax liabilities based on the understanding of prevailing tax laws and estimates of whether additional tax will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

Significant estimation is involved in determining the provision for income taxes. There are many transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group estimated the tax liabilities based on the understanding of prevailing tax laws and estimates of whether additional tax will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

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5. PROPERTY, PLANT AND EQUIPMENT

GROUP

	Long term leasehold land and building RM	Freehold land RM	Building under construction RM	Furniture, fittings and equipment RM	Motor vehicle RM	Renovation RM	Plant and machinery RM	Total RM
Cost								
At 23 May 2024	-	-	-	-	-	-	-	-
Acquisition through business combination	2,899,017	3,571,105	17,996	401,241	3,612,963	33,053	17,437,551	27,972,926
Additions	-	-	59,145	59,879	3,367,334	-	9,713,967	13,200,325
Disposal	-	-	-	-	(294,148)	-	(364,176)	(658,324)
At 31 December 2024	<u>2,899,017</u>	<u>3,571,105</u>	<u>77,141</u>	<u>461,120</u>	<u>6,686,149</u>	<u>33,053</u>	<u>26,787,342</u>	<u>40,514,927</u>
Accumulated Depreciation								
At 23 May 2024	-	-	-	-	-	-	-	-
Acquisition through business combination	373,014	-	-	354,829	1,589,290	33,053	9,037,087	11,387,273
Charge for the year	57,980	-	-	30,480	903,841	-	1,857,704	2,850,005
Disposal	-	-	-	-	(82,168)	-	(335,060)	(417,228)
At 31 December 2024	<u>430,994</u>	<u>-</u>	<u>-</u>	<u>385,309</u>	<u>2,410,963</u>	<u>33,053</u>	<u>10,559,731</u>	<u>13,820,050</u>
Net Book Value								
At 31 December 2024	<u>2,468,023</u>	<u>3,571,105</u>	<u>77,141</u>	<u>75,811</u>	<u>4,275,186</u>	<u>-</u>	<u>16,227,611</u>	<u>26,694,877</u>

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5. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

GROUP

- (a) Included in property, plant and equipment of the Group are the following fully depreciated assets which are still in use amounting to RM5,564,063.
- (b) Included in the property, plant and equipment of the Group at the end of the reporting period are motor vehicles and plant and machinery acquired under finance lease with a total net book value of RM15,101,508.
- (c) The long term leasehold land and building and freehold land of the Group have been pledged to financial institutions as securities for banking facilities provided to the subsidiary as disclosed in Note 14 of the Notes to the financial statements.
- (d) During the financial period, property, plant and equipment were acquired by the following means:

RM

Internally generated funds and term loan	4,214,629
Finance under finance lease	8,985,696
	<u>13,200,325</u>

6. INVESTMENT IN SUBSIDIARIES

COMPANY

RM

Cost

Unquoted shares, at cost	<u>11,262,822</u>
--------------------------	-------------------

Details of the subsidiaries are as follows:-

Name of Subsidiaries	Country of Incorporation	Principal Activities	% of ownership interest held
TP Power (M) Sdn. Bhd.	Malaysia	Trading, hiring of generators and provision of solar hybrid power system installation and related services, contractor and project management	100.00
TP Parts Sdn. Bhd.	Malaysia	Selling of filtration and other related products	<u>100.00</u>

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6. INVESTMENT IN SUBSIDIARIES (CONTINUED)

Acquisition of Entities under common control are as following:-

- i. On 23 August 2024, the Company issued 199,497,000 ordinary shares at an issue price of approximately RM0.05 each to acquire 2,755,600 ordinary shares in TP Power (M) Sdn. Bhd.
- ii. On 23 August 2024, the Company issued 25,502,900 ordinary shares at an issue price of approximately RM0.05 each to acquire 666,800 ordinary shares in TP Parts Sdn. Bhd..
- iii. The consolidated financial statements have been prepared using book value to account for both subsidiaries as the acquisition was completed under common control transactions. Merger deficit was determined as the difference between the cost of merger and nominal value of the share capital of the subsidiaries acquired and recognised in the statement of financial position.

The recognised merger deficit at the acquisition date is derived as follows:-

	RM
Total consideration paid by issuance of shares of the Company	11,262,822
Less: Nominal value of the subsidiaries' share capital	<u>(4,080,100)</u>
Merger deficit	<u><u>7,182,722</u></u>

In the financial period when merger took place, the subsidiaries' profit has been included in the Group's profit for the full financial period, irregardless of the effective date of merger.

7. AMOUNT OWING BY SUBSIDIARY

COMPANY

Amount owing by subsidiary represents unsecured advances which bears cost of fund of 4 percentage per annum on a monthly rest and the amount is repayable in five (5) years.

8. INVENTORIES

GROUP

	RM
Gross value of inventories	<u><u>1,727,428</u></u>
Recognised in profit or loss:	
-Inventories recognised as cost of revenue	<u><u>18,739,703</u></u>

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9. TRADE RECEIVABLES

GROUP

	RM
Gross receivables	13,874,216
Accrued billing	3,766,696
	<u>17,640,912</u>
Less: Allowance for impairment losses	<u>(155,680)</u>
Trade receivables, net	<u><u>17,485,232</u></u>
Allowance for impairment losses	
At 23 May 2024	-
Effect of business combination	<u>155,680</u>
At 31 December 2024	<u><u>155,680</u></u>

The normal credit term granted by the Group to its customers range from 30 to 90 days . Other credit terms are assessed and approved on a case-by-case basis.

10. OTHER RECEIVABLES

GROUP

	RM
Deposits	429,914
Prepayments	<u>588,528</u>
	<u><u>1,018,442</u></u>

11. CASH AND CASH EQUIVALENTS

	Group RM	Company RM
Cash and bank balances	1,620,804	58,497
Fixed deposit with licensed bank	<u>101,000</u>	<u>100,000</u>
	1,721,804	158,497
Less: Fixed deposit pledged to bank	<u>(1,000)</u>	<u>-</u>
	<u><u>1,720,804</u></u>	<u><u>158,497</u></u>

The weighted average effective rate of interest for fixed deposit placed with licensed bank in the range of 2.15% to 2.50% per annum and the average maturity period for these deposits is 30 to 365 days.

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11. CASH AND CASH EQUIVALENTS (Continued)**GROUP**

Fixed deposit amounted of RM1,000 of the Group is pledged to financial institutions to secure banking facilities.

12. SHARE CAPITAL

	Number of Ordinary Shares Unit	Amount RM
Issued and fully paid-up:		
Subscribers' shares	100	5
Allotment of share	249,999,900	13,762,822
	<u>250,000,000</u>	<u>13,762,827</u>

- i. Upon the company's incorporation, the Company issued 100 ordinary subscribers' shares at issue price of RM0.05;
- ii. On 23 August 2024, the Company issued 199,497,000 ordinary shares at an issue price of approximately RM0.05 each to acquire 2,755,600 ordinary shares in TP Power (M) Sdn. Bhd;
- iii. On 23 August 2024, the Company issued 25,502,900 Shares at an issue price of approximately RM0.05 each to acquire 666,800 ordinary shares in TP Parts Sdn. Bhd..
- iv. On 27 August 2024, the Company issued 25,000,000 ordinary shares to Private Investors at the issue price of RM0.10 per Share.

13. RETAINED PROFIT

Retained profit are available for distribution by way of dividend under the single tier tax system.

14. BILL PAYABLE AND TERM LOANS**GROUP**

	RM
Term loans	
Current portion:	
Not later than one (1) year	<u>1,057,216</u>
Non-current portion:	
Later than one (1) year but not later than five (5) years	3,968,713
Later than five (5) years	<u>5,126,364</u>
Total non-current portion	<u>9,095,077</u>
Total term loans	<u>10,152,293</u>

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14. BILLS PAYABLE AND TERM LOANS (CONTINUED)

Bill payable and term loans are secured as follows:-

- i. Legal charge over the Group's freehold land and long term leasehold land and buildings as stated in Note 5;
- ii. Guarantee by Syarikat Jaminan Pembiayaan Perniagaan Berhad of 80% from the approved amount under the Targeted Relief and Recovery Facility (TRRF);
- iii. Jointly and severally guaranteed by the Directors of the Group; and
- iv. Assignment of life policy of the Directors of the Group.

15. OBLIGATION UNDER FINANCE LEASE

GROUP

	RM
Minimum finance lease payments:	
Not later than one (1) year	4,107,361
Later than one (1) year but not later than five (5) years	10,891,966
Later than five (5) year	186,683
	<u>15,186,010</u>
Less: Future finance charges	<u>(1,932,221)</u>
Present value of minimum lease payments	<u>13,253,789</u>
Current portion	2,995,622
Non- current portion	<u>10,258,167</u>
	<u><u>13,253,789</u></u>

The effective interest rate of the finance lease during the year was 3.80% to 5.10% per annum.

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16. DEFERRED TAX LIABILITIES

GROUP

	RM
At 23 May 2024	-
Effect of business combination	302,949
Provision of deferred tax liabilities	<u>77,051</u>
At 31 December 2024	<u><u>380,000</u></u>
Represented by:	
Taxation temporary differences arising from qualifying property, plant and equipment	<u>380,000</u>

17. TRADE PAYABLES

GROUP

Trade payables are non-interest bearing and are normally settled within 30 to 90 days terms.

18. OTHER PAYABLES AND ACCRUALS

	GROUP RM	COMPANY RM
Deposits	15,000	-
Accruals	<u>817,810</u>	<u>28,646</u>
	<u><u>832,810</u></u>	<u><u>28,646</u></u>

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19. REVENUE

Revenue of the Group represents the net invoiced value of rental income from rental of power generators and light equipment, sale of machineries and filtration parts and all other related services in relation to the business rendered within Malaysia.

	GROUP RM	COMPANY RM
Revenue from contracts with customers	37,236,724	-
Other revenue		
- Gain on disposal of assets held for sale	765,857	-
- Gain on disposal of property, plant and equipment	144,374	-
- Realised gain on foreign exchange	39,368	-
- Dividend	-	1,000,000
- Others	27,505	20,450
	<u>977,104</u>	<u>1,020,450</u>

The classification of the revenue from contracts with customers are as follows:-

	GROUP RM'000	COMPANY RM'000
- Rental of power generators and light equipment	32,890,489	-
- Trading of filtration part	3,931,135	-
- Other	415,100	-
	<u>37,236,724</u>	<u>-</u>

(a) Disaggregation of revenue

Set out below is the disaggregation of the Group's revenue from contracts with customers:-

	GROUP RM	COMPANY RM
Timing of revenue recognition		
- At a point in time	4,346,235	-
- Over time	32,890,489	-
	<u>37,236,724</u>	<u>-</u>

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20. FINANCE COSTS

	GROUP RM	COMPANY RM
Interest expense on:-		
Obligation under finance lease	680,133	-
Term loan interest	452,637	-
Bill payable interest	49,430	-
Bank overdraft interest	13,947	-
	<u>1,196,147</u>	<u>-</u>

21. PROFIT BEFORE TAX

	GROUP RM	COMPANY RM
Profit before tax is derived at after charging:-		
Auditors' remuneration		
- Statutory audits	41,000	12,000
- Under provision in previous period	6,000	-
- Other services	15,100	2,000
Depreciation of property, plant and equipment	2,850,005	-
Rental of plant and machinery	177,966	-
Rental of warehouse	196,600	-
Rental of staff hostel	46,610	-
Directors' remuneration:		
- Salaries and bonus	444,250	-
- Fee	66,000	-
- Other emoluments	64,261	-
Incorporation fee	4,008	4,008
Obligation under finance lease interest	680,133	-
Bill payable interest	49,430	-
Bank overdraft interest	13,947	-
Term loan interest	452,637	-
Staff costs:	<u>3,419,593</u>	<u>-</u>
And crediting:-		
Interest income:		
- Current account with a licensed bank	6,153	4,412
- Fixed deposit with licensed bank	1,682	1,682
Gain on disposal of property, plant and equipment	144,374	-
Gain on disposal of assets held for sales	765,857	-
Unsecured cost of fund	-	14,356
Dividend income	-	1,000,000
Realised gain on foreign exchange	39,368	-
Bad debt recovered	<u>19,040</u>	<u>-</u>

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22. DIRECTORS' REMUNERATION

	GROUP RM	COMPANY RM
Directors of the Company		
Executive:		
Fee	66,000	-
Salaries	444,250	-
Other emoluments	64,261	-
Total	574,511	-

The number of Directors of the Group whose total remuneration paid by the Group during the year fall within the following bands are as follows:-

	Number of Directors GROUP	COMPANY
Director		
RM250,000 and below	-	-
RM250,001 – RM350,000	2	-

23. INCOME TAX EXPENSES

	GROUP RM	COMPANY RM
Income tax expenses:		
Current tax	1,073,000	-
Under provision in prior period	7,178	-
	1,080,178	-
Deferred tax liabilities:		
Provision for the period	77,051	-
Income tax expenses	1,157,229	-

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23. INCOME TAX EXPENSES (CONTINUED)

A reconciliation of income tax expenses applicable to the profit before tax at the applicable statutory income tax rate to income tax expenses at the effective tax rate of the Company is as follows:

	GROUP RM	COMPANY RM
Profit before tax:	<u>4,790,813</u>	<u>129,846</u>
Tax at applicable statutory tax rate of 15% for first RM150,000	22,500	19,477
Tax at applicable statutory tax rate of 17% for the next RM450,000	76,500	-
Tax at applicable statutory tax rate of 24% for the balance	<u>1,005,795</u>	<u>-</u>
	1,104,795	19,477
Tax effects of:		
Income not subject to tax	(223,015)	(240,000)
Non-deductible expenses	252,775	220,523
Under provision of taxation in prior year	7,178	-
Current year temporary differences not recognised	<u>15,496</u>	<u>-</u>
Income tax expenses for the financial period	<u>1,157,229</u>	<u>-</u>

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24. RELATED PARTY TRANSACTIONS

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

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

In addition to the related party information disclosed elsewhere in the financial statements, the following transactions between the Group and related party took place at terms and conditions mutually agreed between the parties during the financial year:

24.1 Compensation of Key Management Personnel

	GROUP RM	COMPANY RM
Short-term employee benefits	962,660	-
Defined contribution plan	147,599	-
Estimated money value	<u>30,450</u>	<u>-</u>
	<u>1,140,709</u>	<u>-</u>
Comprised amounts paid to:		
Directors	656,661	-
Other key management personnel	<u>484,048</u>	<u>-</u>
	<u>1,140,709</u>	<u>-</u>

24.2 Significant Related Party Transaction

COMPANY

	RM
Dividend received from a subsidiary	1,000,000
Unsecured cost of fund charged to subsidiary	<u>14,356</u>

The Directors are of the opinion that the transactions above have been entered into in the normal course of business and have been established on terms and conditions that are not materially different from that obtainable from transactions with unrelated parties.

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25. FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES

25.1 Classification, Fair Value and Other Disclosures (except for risks disclosures)

The following table analyses the financial assets and liabilities in the statements of financial position by class of financial instrument to which they are assigned:-

	GROUP RM	COMPANY RM
Financial assets measured at amortised cost:		
Amount owing by subsidiary	-	2,500,000
Trade receivables	17,485,232	-
Other receivables*	429,914	-
Fixed deposits with licensed banks	101,000	100,000
Cash and bank balance	1,620,804	58,497
	<u>19,636,950</u>	<u>2,658,497</u>
Financial liabilities measured at amortised cost:		
Trade payables	4,554,836	-
Other payables and accruals	832,810	28,646
Obligation under finance lease	13,253,789	-
Term loans	10,152,293	-
Bill payable	1,636,000	-
	<u>30,429,728</u>	<u>28,646</u>

* *Exclude prepayment*

Except for fixed deposit with licensed bank, none of the financial assets were pledged as collateral for any liability or contingent liability. The income, expenses, gains or losses arising from the financial instruments of the Group and of the Company for the year are disclosed in Note 20 and 21 to the financial statements.

The above financial assets and liabilities of the Group and Company were valued as at 31 December 2024.

Determination of fair value

The Management has determined that the carrying amounts of the above categories of financial instruments based on their notional amounts, reasonably approximate their fair values because these are mostly short-term in nature or that they are floating rate instruments that are re-priced to market interest rates on or near the reporting date.

The carrying amount of non-current portion of obligation under finance lease and term loans are reasonable approximate their fair value due to the insignificant impact of discounting.

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25. FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES (CONTINUED)

25.2 Risks Disclosures

The Group's financial risk management policy seeks to ensure that adequate financial resources are available for the development of the Group's business whilst managing market risks (including foreign currency risk, interest rate risk and equity price risk), credit risks and liquidity risk. The policies in respect of the major areas of treasury activity are as follows:-

(a) Market Risks

(i) 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.

The Group is exposed to transactional currency exposures arising from purchases that are denominated in currencies other than the functional currency of the Group, Ringgit Malaysia ("RM"). The currencies giving rise to this risk are primarily United States Dollar ("USD")

The Group's exposure to foreign currency risk as at the reporting date is as follow:-

	USD RM	RM RM	Total RM
Trade payables	<u>348,257</u>	<u>4,206,579</u>	<u>4,554,836</u>
Net currency exposure	<u>348,257</u>	<u>4,206,579</u>	<u>4,554,836</u>

Sensitivity analysis for foreign currency risk

The following table details the sensitivity analysis of the Group's profit for the year and equity to a reasonable possible change in the major foreign currencies against the functional currency with all other variables held constant:-

	Effect on profit after taxation RM	Effect on equity RM
USD Strengthened by 10%	<u>(34,826)</u>	<u>(34,826)</u>
USD Weakened by 10%	<u>34,826</u>	<u>34,826</u>

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25. FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES (CONTINUED)**25.2 Risks Disclosures (Continued)****(a) Market Risks (Continued)****(ii) Interest Rate Risk**

Interest rate risk is the risk that the fair value of future cash flows of the Group's financial instruments will fluctuate because of the changes in market interest rates.

The Group's exposures to interest rate risk arising primarily from money market deposit, fixed deposit, term loans and obligation under finance lease with variable rates. The Group's policy is to manage interest cost using a mix of fixed and floating rate debts instruments.

The interest rate profile of the Group's interest-bearing financial instruments based on the carrying amount as at the reporting date is as follows:-

	Effective interest rate %	RM
Financial assets		
Fixed rate instruments		
Fixed deposits with licensed bank	<u>2.15-2.50</u>	<u>101,000</u>
Financial liabilities		
Fixed rate instruments		
Obligation under finance lease	4.55 – 7.85	13,253,789
Bill payable	5.35	1,636,000
Term loans	<u>3.5 – 5.0</u>	<u>1,720,916</u>
Floating rate instruments		
Term loans	<u>4.17 – 7.39</u>	<u>8,431,377</u>

Sensitivity analysis for interest rate risk

The following table details the sensitivity analysis of the Group's profit for the year and equity to a reasonable possible change in interest rate with all other variables held constant:-

	Effect on profit after taxation RM	Effect on equity RM
Interest rate increased by 10%	<u>(84,313)</u>	<u>(84,313)</u>
Interest rate weakened by 10%	<u>84,313</u>	<u>84,313</u>

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25. FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES (CONTINUED)

25.2 Risks Disclosures (Continued)

(b) Credit Risks

The Group's exposure to credit risks, or the risk of counterparties defaulting, arises from trade receivables and other receivables as well as cash and cash equivalents.

The Group manages its exposure to credit risk by the application of credit approvals, credit limits and monitoring procedures on an ongoing basis. For other financial assets (including cash and bank balances), the Group minimises credit risk by dealing exclusively with high credit rating counterparties.

At the reporting date, the Group's maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised in the statements of financial position.

The Group measures the loss allowance for trade receivables at an amount equal to lifetime expected credit losses ("ECL") using a simplified approach. The ECL on trade receivables are estimated based on past default experience and an analysis of the trade receivables' current financial position, adjusted for factors that are specific to the trade receivables such as bankruptcy or other financial reorganisation. Trade receivables are written off if the receivables are deemed by the Group not collectible.

The exposure to credit risk on trade receivables are low as they are substantially comprised of receivables with continuous prompt repayment and those receivables that taking a longer term of repayment are regular customers that have been transacting with the Group and have no recent history of default.

The aging of trade receivables of the Group as at 31 December 2024 was as follows:-

	Gross RM	Individual impairment RM	Collective impairment RM	Net RM
Not past due	11,414,889	-	-	11,414,889
Past due:				
1 to 30 days	2,421,829	-	-	2,421,829
31 to 60 days	1,374,583	-	-	1,374,583
61 to 90 days	1,971,227	-	-	1,971,227
	5,767,639	-	-	5,767,639
Past due more than 91 days	458,384	155,680	-	302,704
Gross receivables	17,640,912	155,680	-	17,485,232

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25. FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES (CONTINUED)**25.2 Risks Disclosures (Continued)****(b) Credit Risks (Continued)*****Inter-company balances***

The Company provides advances to subsidiaries. The Company monitors the results of the subsidiaries regularly. The Company considers these receivables as low credit risk and the ECL allowance is insignificant.

As at the end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statements of financial position.

Financial guarantee contracts

The Company is exposed to credit risk in relation to the financial guarantees given to financial institutions in respect of credit facilities granted to certain subsidiaries. The Company monitors the results of the subsidiaries and their repayment on an on-going basis. At the reporting date, there was no indication that the subsidiary would default on repayment.

(c) Liquidity Risk

Liquidity risk arises mainly from general funding and business activities. The Group practices prudent risk management by maintaining sufficient cash balances and the availability of funding through certain committed credit facilities.

The table below summarises the maturity profile of the financial liabilities of the Group and of the Company as at the end of the reporting period based on contractual undiscounted repayment obligations.

GROUP	Carrying amount RM	Contractual cash flow RM	Within one (1) year RM	Between two (2) to five (5) years RM	Over five (5) years RM
Financial liabilities:					
Trade payables	4,554,836	4,554,836	4,554,836	-	-
Other payables and accruals	832,810	832,810	832,810	-	-
Term loans	10,152,293	16,143,280	1,178,697	5,777,261	9,187,322
Obligation under finance lease	13,253,789	15,186,010	4,107,361	10,891,966	186,683
Bill payable	1,636,000	1,636,000	1,636,000	-	-
	30,429,728	38,352,936	12,309,704	16,669,227	9,374,005

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25. FINANCIAL INSTRUMENTS AND RELATED DISCLOSURES (CONTINUED)

25.2 Risks Disclosures (Continued)

(c) Liquidity Risk (Continued)

COMPANY	Carrying amount RM	Contractual cash flow RM	Within one (1) year RM	Between two (2) to five (5) years RM	Over five (5) years RM
Financial liabilities:					
Other payables and accruals	28,646	28,646	28,646	-	-

26. EARNINGS PER SHARE

The basic earnings per share ("EPS") is calculated as follows:-

	GROUP	COMPANY
Profit attributable to equity holders of the Company (RM):	3,633,584	129,846
Number of ordinary shares ('000)	250,000	250,000
EPS (sen):	1.45	0.05

The diluted earnings per share are not presented as there are no potential ordinary shares outstanding at the end of reporting period.

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27. CAPITAL MANAGEMENT

The primary objective of the Group's and the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholders' value. The Group and the Company manage its capital structure and makes adjustments to it, in light of changes in economic conditions.

In maintaining or making adjustment to the capital structure, the Group and the Company may adjust the dividend payment to shareholders, return its capital to shareholders or issue new shares. During the financial years ended 31 December 2024, no changes were made in the objectives, policies or processes of the Group's and the Company's capital management.

The Group and the Company monitor capital using a gearing ratio, which is net debts divided by total capital plus net debts. The net debts of the Group and the Company include respectively the trade and other payables, term loans, obligation under finance lease and lease liabilities less cash and cash equivalents.

	GROUP RM	COMPANY RM
Trade payables	4,554,836	-
Other payables and accruals	832,810	28,646
Term loans	10,152,293	-
Obligation under finance lease	13,253,789	-
Bil payable	1,636,000	-
Current tax liabilities	441,459	-
	<u>30,871,187</u>	<u>28,646</u>
Less: Cash and cash equivalents	<u>(1,721,804)</u>	<u>(158,497)</u>
Net debts	29,149,383	(129,851)
Total capital	<u>17,396,596</u>	<u>13,892,673</u>
Capital and net debts	<u>46,545,979</u>	<u>13,762,822</u>
Gearing ratio	<u>62.62%</u>	<u>N/A</u>

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28. SEGMENT INFORMATION

Segment information are prepared in a manner consistent with the internal reporting provided to the Group Managing Director as its chief operating decision maker in order to allocate resources to segments and to assess their performance. For management purposes, the Group is organised into 3 main reportable segments as follows:-

- Rental Segments - involved in rental of generators and other equipment to telco and construction companies;
- Trading Segments - involved in trading of filtration products.
- Other Segments - mainly involved in trading of generators.

Inter-segment transactions were carried out on terms and conditions not materially different from those obtainable in transactions with independent third parties.

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28. SEGMENT INFORMATION(CONTINUED)

28.1 BUSINESS SEGMENTS

	Rental RM	Trading RM	Other RM	Group RM
Revenue	32,890,489	3,931,135	415,100	37,236,724
Inter-Segment revenue	-	70,535	-	70,535
	<u>32,890,489</u>	<u>4,001,670</u>	<u>415,100</u>	<u>37,307,259</u>
Consolidation adjustments				(70,535)
Consolidated revenue				<u>37,236,724</u>
Represented by:-				
Revenue recognised over time				
- Rental of generator and other equipment to telco and construction industry	32,890,489	-	-	32,890,489
Revenue recognised at a point of time				
- Trading of filtration products, gensets and other	-	4,001,670	415,100	4,416,770
	<u>32,890,489</u>	<u>4,001,670</u>	<u>415,100</u>	<u>37,307,259</u>
Combination adjustments				(70,535)
				<u>37,236,724</u>

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28. SEGMENT INFORMATION (CONTINUED)

28.1 BUSINESS SEGMENTS (Continued)

	Rental RM	Trading RM	Other RM	Group RM
Results				
Segments profit before taxation and finance costs				7,017,107
Finance cost				(1,227,687)
Tax expenses				(1,157,229)
				<u>4,632,191</u>
Consolidation adjustments				(998,607)
Combination profit for the financial period				<u><u>3,633,584</u></u>
Segments profit before finance cost and taxation include the following:-				
Depreciation of property, plant and equipment	2,766,061	49,034	34,910	2,850,005
Gain on disposal of assets held for sale	756,312	-	9,545	765,857
Gain on disposal of property, plant and equipment	141,225	1,367	1,782	<u>144,374</u>

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28. SEGMENT INFORMATION (CONTINUED)

28.1 BUSINESS SEGMENTS (CONTINUED)

	Rental RM	Trading RM	Other RM	Group RM
Segments assets and liabilities				
Segments assets	44,785,798	3,552,297	14,486,546	62,824,641
Combination adjustments				(14,176,858)
Combination total assets				<u>48,647,783</u>
Segments liabilities	31,781,668	1,955,381	429,752	34,166,801
Combination adjustments				(2,915,614)
Combination total liabilities				<u>31,251,187</u>
Segments assets include:				
Additions of non-current assets				
-Property, plant and equipment	12,823,795	214,685	161,845	<u>13,200,325</u>

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29. CAPITAL COMMITMENT

Outstanding capital commitments which had been authorised but not contracted and provided for at the end of the current financial period under review are as follows:

	GROUP RM	COMPANY RM
Conversion fee to convert the land title from agriculture to industrial use on the company's freehold land	1,021,000	-
Construction of office building	4,950,000	-
	<u>5,971,000</u>	<u>-</u>

30. SIGNIFICANT EVENTS DURING AND AFTER THE FINANCIAL YEAR

Except as disclosed below, there were no other material significant events during and subsequent to the end of the current financial year under review.

- i. On 29 July 2024, the Company entered into a Share Sale Agreement in respect of the acquisition of the entire issued share capital of TP Power (M) Sdn. Bhd.
- ii. On 29 July 2024, the Company entered into a Share Sale Agreement in respect of the acquisition of the entire issued share capital of TP Parts Sdn. Bhd.
- iii. On 27 August 2024, the Company issued 25,000,000 ordinary shares to Private Investors at the issue price of RM0.10 per Share.
- iv. On 25 November 2024, the company obtained approval to be listed on LEAP Market of Bursa Malaysia Securities Berhad. The company was listed on 11 December 2024.

31. COMPARATIVE FIGURES

No comparative figures have been prepared as this is the first set of financial statements since date of incorporation.

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31. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

GROUP	At the beginning of the period RM	Acquisition through business combination RM	Non-cash changes			At the end of the period RM
			Cash flows RM	Interest RM	Addition RM	
Share capital	-	-	13,762,827	-	-	13,762,827
Amount owing to Director	-	291,139	(291,139)	-	-	-
Term loans	-	9,948,123	(248,467)	452,637	-	10,152,293
Obligation under finance lease	-	6,893,371	(3,305,411)	680,133	8,985,696	13,253,789
Bill payable	-	625,421	961,149	49,430	-	1,636,000
	-	17,758,054	10,878,959	1,182,200	12,135,696	38,804,909