



GDB HOLDINGS BERHAD
Registration No.: 201301006623 (1036466-U)

GDB HOLDINGS BERHAD REGISTRATION NO.: 201301006623 (1036466-U)

ANNUAL REPORT 2025



GDB HOLDINGS BERHAD
Registration No.: 201301006623 (1036466-U)

A-02-01, F-02-01 & F-02-02,
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Persiaran Hulu Selangor, Seksyen 26
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ANNUAL REPORT 2025

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ABOUT US

Established in 2013, GDB Holdings Berhad (“GDB”) was listed on the ACE Market of Bursa Malaysia Securities Berhad (“Bursa Securities”) under the construction sector since 27 March 2018 and transferred to the Main Market of Bursa Securities on 24 April 2020. GDB has two subsidiaries namely, 100%-owned Grand Dynamic Builders Sdn Bhd (“GDBSB”) and 70%-owned GDB Geotechnics Sdn Bhd (“GDB Geotechnics”) (collectively known as the “Group”). During the FYE 2025, GDB incorporated two new wholly-owned subsidiaries, GDB Infra Sdn Bhd (“GDBISB”) and GDB Development Sdn Bhd, on 21 October 2025 and 27 November 2025 respectively. In the current year, GDB incorporated another wholly-owned subsidiary, GDB Resources Sdn Bhd on 18 March 2026.

GDBSB is principally involved in the provision of construction services, focusing on high rise residential, commercial and mixed development projects as main contractor and principal works contractor. Since incorporation, GDBSB has established a good track record for completing projects ahead of the contractual completion dates, while adhering to stringent quality, safety and environmental standards.

GDBSB is accredited with multiple certifications such as ISO 9001:2015 Quality Management System, ISO 14001:2015 Environmental Management System, and ISO 45001:2018 Occupational Health and Safety Management System. GDBSB has also attained QLASSIC, BuildQAS as well as SHASSIC certification for its projects and also completed the Green 5-S program which is in line with GDBSB’s commitment to Quality, Environmental, Safety and Health (“QESH”). Notably, GDBSB is the first construction company in Malaysia to be certified by Hong Kong 5-S Association Ltd and SIRIM STS in December 2018 for implementing the Construction Green 5S (“CG5S”) which consists of 5S and Lean 5S Programs.

On top of that, GDBSB is registered with the Construction Industry Development Board of Malaysia (“CIDB”) as a Grade G7 contractor, which qualifies GDBSB to tender for projects of unlimited value in the categories of general building, general civil engineering, and mechanical works. GDBSB has also obtained the Sijil Perolehan Kerja Kerajaan as a Grade G7 contractor which qualifies GDB to participate in tenders for Government projects with contract value exceeding RM10.0 million.

GDBISB also holds a Grade G7 License from CIDB.



VISION

To be a highly **REPUTABLE** and **PROGRESSIVE** construction firm that delivers products and services of sustainable and excellent quality via innovation in **PEOPLE, QUALITY, SAFETY** and **TECHNOLOGY**.



MISSION

- To employ, cultivate, and support our knowledgeable and motivated teams through continuous development and improvement driven by the synergy of Efficiency, Teamwork and Commitment of the management and staff.
- To build dedicated and lasting relationships with our valued customers by delivering progressive excellence, reliable quality and cost-effective projects that exceed their expectations via exceptional performance by every member of GDB – every time.
- To safeguard Mother Nature and provide sustainability as well as additional peace of mind for our customers by upholding ecological, resource-efficient green technologies and environmentally responsible practices during every stage of construction.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Clement Wong Teck Hoo
Independent Non-Executive Director/
Acting Chairman

Andy Lai Wee Young
Executive Director / Acting Group
Managing Director

Alexander Lo Tzone Leong
Group Executive Director

Dasmand Wong Wei Ming
Executive Director

Cheah Jun Kai
Executive Director

Cheah Ham Cheia
Alternate Director to Cheah Jun Kai

Kow Poh Gek
Independent Non-Executive Director

Winston Bong Ting Yan
Independent Non-Executive Director

AUDIT COMMITTEE

Kow Poh Gek (Chairperson)
Winston Bong Ting Yan (Member)
Clement Wong Teck Hoo (Member)

RISK MANAGEMENT COMMITTEE

Winston Bong Ting Yan (Chairman)
Andy Lai Wee Young (Member)
Alexander Lo Tzone Leong (Member)
Dasmand Wong Wei Ming (Member)
Kow Poh Gek (Member)
Clement Wong Teck Hoo (Member)

REMUNERATION COMMITTEE

Winston Bong Ting Yan (Chairman)
Kow Poh Gek (Member)
Clement Wong Teck Hoo (Member)

BOARD SUSTAINABILITY COMMITTEE

Winston Bong Ting Yan (Chairman)
Kow Poh Gek (Member)
Cheah Jun Kai (Member)



NOMINATION COMMITTEE

Kow Poh Gek (Chairperson)
Winston Bong Ting Yan (Member)
Clement Wong Teck Hoo (Member)

COMPANY SECRETARIES

Tea Sor Hua (MACS 01324)
(SSM PC NO.: 201908001272)

Lee Siew Fun (MAICSA 7063623)
(SSM PC NO.: 202008000735)

REGISTERED OFFICE

Third Floor, No. 77, 79 & 81
Jalan SS21/60
Damansara Utama
47400 Petaling Jaya
Selangor Darul Ehsan
Telephone No.: 603-7725 1777
Email : info@cospec.com.my

CORPORATE OFFICE

A-02-01, F-02-01 & F-02-02
Sekitar 26 Enterprise
Persiaran Hulu Selangor
Seksyen 26, 40400 Shah Alam
Selangor Darul Ehsan
Telephone No. : 603-5103 8162
Fax No. : 603-5103 6621
Website : http://www.gdbhb.com.my
Email : enquiry@gdbhb.com.my

AUDITORS

Crowe Malaysia PLT
Chartered Accountants
Level 16 Tower C
Megan Avenue II
12 Jalan Yap Kwan Seng
50450 Kuala Lumpur
Telephone No. : 603-2788 9999
Fax No. : 603-2788 9998

PRINCIPAL BANKERS

Alliance Islamic Bank Berhad
CIMB Islamic Bank Berhad
HSBC Bank Malaysia Berhad
Standard Chartered Saadiq Berhad
United Overseas Bank (Malaysia) Bhd

SHARE REGISTRAR

Boardroom Share Registrars Sdn Bhd
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan
Telephone No. : 603-7890 4700
Fax No. : 603-7890 4670
Email : BSR.Helpdesk@boardroomlimited.com

STOCK EXCHANGE LISTING

Bursa Malaysia Securities Berhad
Main Market
Stock Name : GDB
Stock Code : 0198



CORPORATE STRUCTURE



GDB HOLDINGS BERHAD

201301006623 (1036466-U)

INVESTMENT HOLDING COMPANY

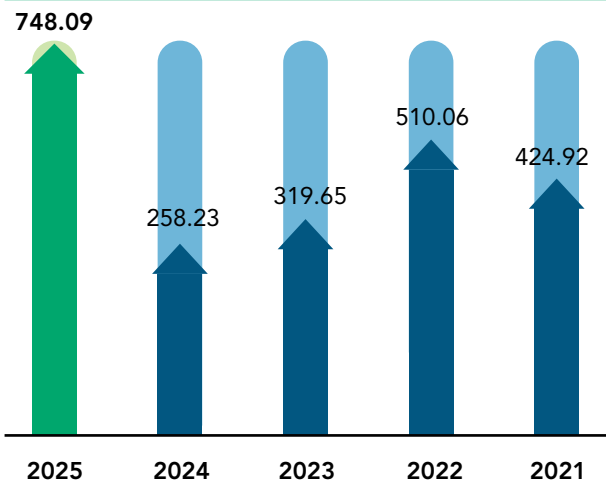


GROUP FIVE-YEAR FINANCIAL HIGHLIGHTS

	2025	2024	2023	2022	2021
	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue	748,092	258,229	319,649	510,055	424,924
Profit Before Taxation	69,058	40,013	10,930	21,796	37,312
Earnings Before Interest, Taxes, Depreciation and Amortisation ("EBITDA")	72,823	43,393	16,197	28,402	44,032
Profit After Taxation and Non-Controlling Interest ("PATNCI")	54,261	26,755	8,033	17,198	28,622
Total Assets	485,751	372,705	346,711	368,652	338,031
Total Liabilities	212,225	176,719	177,458	207,733	186,789
Shareholders' Fund	272,542	195,176	168,421	160,387	149,751
Market Capitalisation	376,406	337,500	173,438	220,313	412,500
	Sen	Sen	Sen	Sen	Sen
Basic Earnings Per Share	5.67	2.85	0.86	1.83	3.05
Net Assets Per Share	26.43	20.82	17.97	17.11	15.97
	%	%	%	%	%
Dividend Yield	2.74%	1.94%	0.00%	0.00%	3.18%
Dividend Payout	17.28%	24.53%	0.00%	0.00%	45.86%

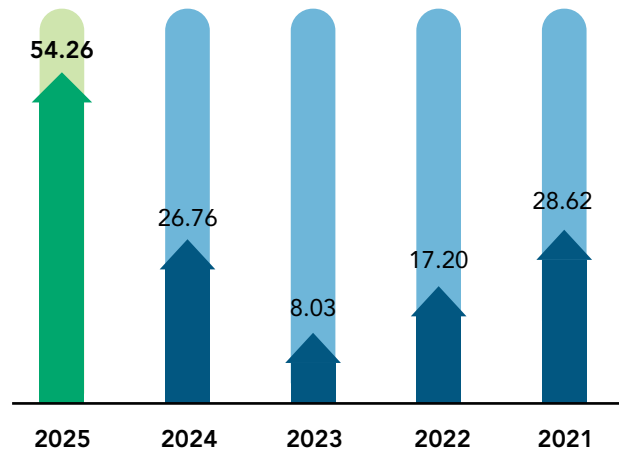
REVENUE

RM748.09 MILLION (2024: RM258.23 MILLION)



PATNCI

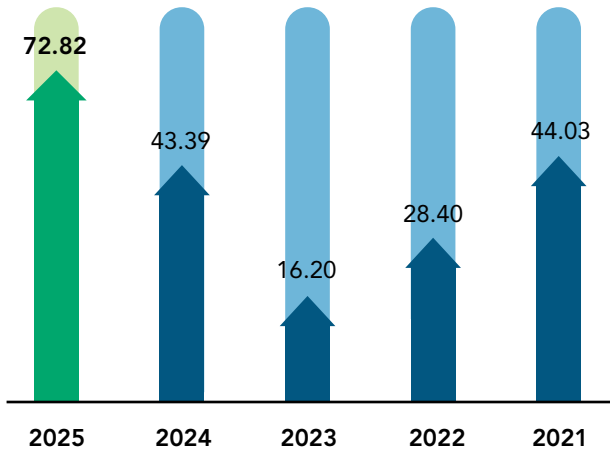
RM54.26 MILLION (2024: RM26.76 MILLION)



GROUP FIVE-YEAR FINANCIAL HIGHLIGHTS (CONT'D)

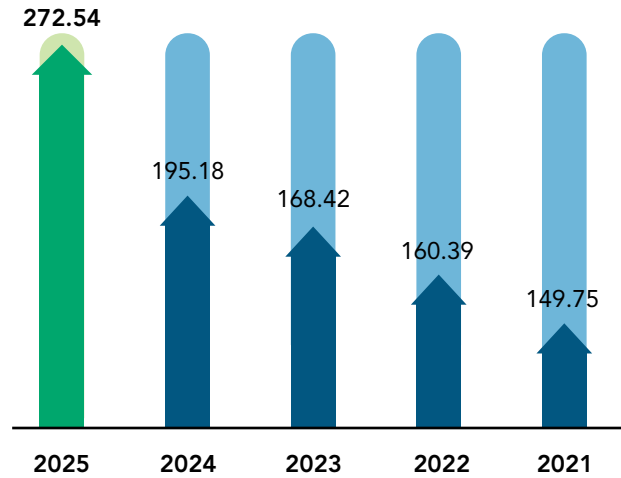
EBITDA

RM72.82 MILLION (2024: RM43.39 MILLION)



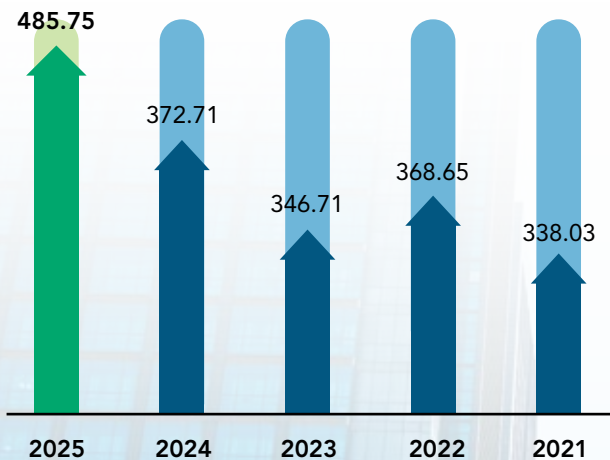
SHAREHOLDERS' FUND

RM272.54 MILLION (2024: RM195.18 MILLION)



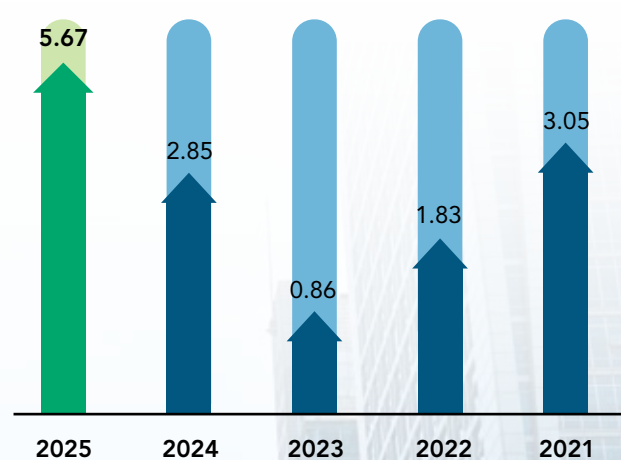
TOTAL ASSETS

RM485.75 MILLION (2024: RM372.71 MILLION)



BASIC EARNINGS PER SHARE

5.67 SEN (2024: 2.85 SEN)



PROFILE OF DIRECTORS



MR. CLEMENT WONG TECK HOO

Independent Non-Executive Director/Acting Chairman

Age	Nationality	Gender
45	Malaysian	Male

Mr. Clement Wong Teck Hoo ("Mr. Clement") was appointed to our Board on 16 December 2025 as an Independent Non-Executive Director and was redesignated as an Independent Non-Executive Acting Chairman on 6 February 2026. He is also a member of the Audit Committee, Nomination Committee, Remuneration Committee and the Risk Management Committee.

He holds a Bachelor of Laws from University of London and completed the Certificate In Legal Practice awarded by the Legal Profession Qualifying Board Malaysia. He has over 20 years of experience in legal, compliance, and corporate advisory. He possesses deep expertise in corporate law, governance, and regulatory compliance, complemented by strategic insight and strong leadership capabilities. His extensive experience positions him to make a significant contribution to the Company's operational performance and long-term strategic growth.

He is the founder and Managing Partner of a legal firm based in Kuching, Sarawak. Throughout his career, he has successfully guided organisations, including public-listed companies, on complex strategic, commercial and governance matters. He is recognised for his strong leadership, clear decision-making, and practical, business-focused approach to resolving complex issues. His proven ability to integrate legal expertise with strategic business considerations enables him to provide solutions that are not only legally sound but also commercially effective.

Mr. Clement was appointed on 16 December 2025, hence he did not attend any Board of Directors' Meetings held during the financial year ended 31 December 2025.

PROFILE OF DIRECTORS (CONT'D)



Mr. Andy Lai Wee Young ("Mr. Andy") was appointed to our Board as an Executive Director/ Acting Group Managing Director on 16 December 2025. He is a member of the Risk Management Committee. He is also a major shareholder of the Company. He is responsible for the overall guidance on our business direction and manages the strategic development of the Group. He holds a Degree in International Business and Finance from Swinburne University. He has over 10 years of extensive experience across the financial sector, investment structuring, corporate finance, capital markets, property development, construction, and strategic business expansion. His professional journey combines financial leadership with hands-on real-sector operational exposure, enabling him to effectively align project execution with corporate strategy.

Throughout his career, he has successfully executed, structured, and advised on corporate and project transactions exceeding RM5 billion, spanning:

- High-rise building construction
- Infrastructure concessions
- Large-scale property developments
- Corporate restructuring and refinancing
- Cross-border investment and fundraising
- Project financing for construction and development projects

Mr. Andy was appointed on 16 December 2025, hence he did not attend any Board of Directors' Meetings held during the financial year ended 31 December 2025.

PROFILE OF DIRECTORS (CONT'D)



Mr. Alexander Lo Tzone Leong ("Mr. Lo") is our Group Executive Director. He is also a major shareholder of the Company. He was appointed to the Board on 3 August 2016 as our Executive Director and subsequently redesignated to his current position in October 2019. He is responsible for the overall management and operation of our Group as well as overseeing the overall operations of the construction projects. He is a member of the Risk Management Committee and also a Fellow of the Chartered Institute of Building ("FCIOB").

Mr. Lo graduated with a Certificate in Technology (Building) from Kolej Tunku Abdul Rahman, Malaysia in May 1992. In November 2022, he was awarded the Master of Business Administration in Construction Management by Wawasan Open University. He has spent more than 30 years in the construction industry and has served in various capacities, including Chief Operating Officer of Putra Perdana Construction Sdn Bhd where he was responsible for all daily operations of the company.

He was involved in several reputable projects, including Bangsar Shopping Centre, the Government Administrative Offices in Putrajaya ("Parcel D"), Pavilion Kuala Lumpur, Felda Tower Platinum Park, The Intermark in Kuala Lumpur, Menara PJH in Putrajaya, and the Ara Green Wellness & Healthcare City in Kuala Lumpur.

In GDB, he is also instrumental in implementing executive orders for works at AIRA Residence in Damansara Heights, Menara Hap Seng 3 in Kuala Lumpur, Etiqa Office Tower in Kuala Lumpur, Perla Ara Sentral in Ara Damansara, Hyatt Centric Hotel in Kota Kinabalu, Hap Seng Star Mercedes-Benz Autohaus in Setia Alam, KL Eco City (Sections 1, 2A and 2B, and for office tower A) in Kuala Lumpur, Bukit Bintang City Centre (BBCC) Show Units in Kuala Lumpur, and One Central Park, as well as Westside III and Park Regent in Desa ParkCity.

He attended all five (5) Board of Directors' Meetings held during the financial year ended 31 December 2025.

PROFILE OF DIRECTORS (CONT'D)



Mr. Cheah Jun Kai is our Executive Director responsible for overseeing finance, risk management, information technology, sustainability and business development divisions. He was appointed to our Board on 28 February 2013, and is a member of the Board Sustainability Committee.

He graduated with a Bachelor of Arts in Accounting from University of Hertfordshire, United Kingdom in July 2011. He started his career as a Management Trainee at AmlInvestment Bank Berhad before joining WorleyParsons Business Service Sdn Bhd and working his way up to Senior Business Analyst where he was responsible for the accounts payable stream of the company by developing, managing and monitoring the key performance indexes and developing key controls upon high-risk functions.

He attended all five (5) Board of Directors' Meetings held during the financial year ended 31 December 2025.

He is the son of Mr. Cheah Ham Cheia, an Alternate Director of the Company, a former Group Managing Director of GDB, and also a major shareholder of the Company.

PROFILE OF DIRECTORS (CONT'D)



Mr. Cheah Ham Cheia ("Mr. Cheah") had on 16 December 2025 resigned as our Group Managing Director and was appointed as an alternate director to Mr. Cheah Jun Kai on the same date. Mr. Cheah is the father of Mr. Cheah Jun Kai, the Executive Director of the Company. Mr. Cheah is a major shareholder of the Company and also serves as a Board Advisor, providing guidance based on his experience in the Group's business and operations.

He graduated with a Bachelor of Science in Engineering from University of Aberdeen, United Kingdom in July 1985. He has spent his entire career in the construction industry with over 40 years of experience and held multiple positions, including Group Chief Executive Officer of Putrajaya Perdana Berhad where he was responsible for planning strategic business objectives and ensuring positive growth of revenue and profit margins of the Putrajaya Perdana group.

During his tenure with GDB, he was involved in AIRA Residence in Damansara Heights, Menara Hap Seng 3 in Kuala Lumpur, Etiqa Office Tower in Kuala Lumpur, Perla Ara Sentral in Ara Damansara, Hyatt Centric Hotel in Kota Kinabalu, Hap Seng Star Mercedes-Benz Autohaus in Setia Alam, KL Eco City (Sections 1, 2A and 2B, and for office tower A) in Kuala Lumpur, Bukit Bintang City Centre (BBCC) Show Units in Kuala Lumpur, and One Central Park, as well as Westside III and Park Regent in Desa ParkCity.

He attended all five (5) Board of Directors' Meetings held during the financial year ended 31 December 2025.

PROFILE OF DIRECTORS (CONT'D)



Mr. Dasmand Wong Wei Ming ("Mr. Dasmand") was appointed to our Board as an Executive Director on 6 February 2026. He is a member of the Risk Management Committee.

He has over 15 years of leadership experience within a family office-backed group of companies, where he was professionally developed through direct ownership exposure, board-level oversight and hands-on operational leadership. He has worked extensively in Papua New Guinea, overseeing diversified industrial businesses across forestry, manufacturing, logistics and plantation operations. He has been involved in the coordinated development and management of large-scale land and industrial assets, including plantation estates, processing mills and downstream facilities, with responsibilities spanning capital projects, operations, workforce management and export logistics. His experience also includes forestry reforestation and carbon-related initiatives, with a strong emphasis on regulatory compliance, operational efficiency, sustainability and ESG best practices.

In addition, Mr. Dasmand serves as Vice President, Asia Pacific of Zhejiang Southeast Space Frame Co., Ltd., a China-listed steel structure engineering company with integrated EPC capabilities and extensive experience in large-scale infrastructure and landmark projects. He is also the owner of Vertex Consulting Company, providing consulting services focused on customer satisfaction, dispute resolution and service excellence through effective communication and problem-solving.

Mr. Dasmand was appointed on 6 February 2026, hence he did not attend any Board of Directors' Meetings held during the financial year ended 31 December 2025.

PROFILE OF DIRECTORS (CONT'D)



Mdm. Kow Poh Gek was appointed to our Board as an Independent Non-Executive Director on 14 December 2017. She is also the Chairperson of both the Audit Committee and the Nomination Committee, as well as a member of the Remuneration Committee, the Risk Management Committee and the Board Sustainability Committee.

She graduated with a Diploma in Commerce (Cost & Management Accounting) from Kolej Tunku Abdul Rahman, Malaysia in May 1982. She has been a Chartered Accountant of the Malaysian Institute of Accountants since June 1988 and a Fellow of The Chartered Institute of Management Accountants since March 1993.

She has more than 40 years of experience in accounting and finance, and has served in various sectors such as investment holding, banking, hotels and resorts, direct selling, manufacturing and trading/services. She was the Chief Financial Officer of EITA Resources Berhad from January 2012 to December 2017, where she was responsible for the group's finance and accounts, investor relations functions and risk management.

She is also an Independent Non-Executive Director of QL Resources Berhad and EITA Resources Berhad since 1 April 2018 and 30 August 2023 respectively.

She attended all five (5) Board of Directors' Meetings held during the financial year ended 31 December 2025.

PROFILE OF DIRECTORS (CONT'D)



Mr. Winston Bong Ting Yan was appointed to our Board as an Independent Non-Executive Director on 15 October 2025. He is the Chairman of the Remuneration Committee, the Risk Management Committee and the Board Sustainability Committee, as well as a member of the Audit Committee and the Nomination Committee. He holds a Diploma in Quantity Surveying from Institut Eksekutif, Kuching, Sarawak and a Bachelor's Degree of Applied Science in Construction Management and Economics from Curtin University, Perth. He has over 15 years of experience in project management, business operations and strategic planning across the construction, property development, renewable energy, and investment sectors.

He began his career in Australia with Metrowest Constructions Pty Ltd, Homegroup WA, Northerly Group, Cook Build WA and BzyBuild, where he gained broad experience in project management, contract administration, tendering and cost control for residential and commercial developments. During this period, he was also involved in large-scale banking facilities rollouts, data centre, defence housing & maritime training facilities construction works.

Upon returning to Malaysia, he joined Hock Seng Lee Berhad as Assistant Project Manager, involved in the RM750 million Kuching Centralised Wastewater Management Project. He later served as Regional Project Manager at Huawei Technologies (Malaysia) Sdn. Bhd., managing nationwide solar hybrid projects, and as a Senior Deputy Business Operation Manager at a Sarawak based technology firm, overseeing strategic operations and project coordination.

He is currently the Special Officer and Special Projects Manager to the management of an investment holding company in Sarawak, responsible for stakeholder liaison, business operations, compliance and the implementation of special projects.

He attended one (1) Board of Directors' Meeting held during the financial year ended 31 December 2025 since his appointment to the Board on 15 October 2025.

Notes:

- 1) Save as disclosed above, none of the Directors have family relationship with other Directors and/or major shareholders of the Company.
- 2) None of the Directors have any conflict of interest or potential conflict of interest, including interest in any competing business with the Company or its subsidiaries except as disclosed in the Notes of the Financial Statement of this Annual Report.
- 3) None of the Directors have been convicted of any offences in the past five (5) years or been imposed on any public sanction or penalty by relevant regulatory bodies during the financial year ended 31 December 2025, other than traffic offences (if any).
- 4) Save as disclosed above, none of the Directors hold any other directorship in public companies and listed issuers.

KEY MANAGEMENT PERSONNEL PROFILES

MDM. TOH FONG ENG *Chief Financial Officer*

Age 64	Nationality Malaysian	Gender Female
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Mdm. Toh Fong Eng is our Chief Financial Officer. She has been responsible for overseeing the Group's corporate finance functions since May 2017, including accounting, taxation, and treasury management, as well as ensuring statutory compliance and reporting.

She has been a Fellow Member of the Association of Chartered Certified Accountants since November 2004, and a registered Chartered Accountant with the Malaysian Institute of Accountants since June 2001.

She has more than 40 years of experience in accounting and corporate finance. Prior to joining our Group, she held various roles, including serving as the General Manager for Finance and Accounts at Putrajaya Perdana Berhad.

MDM. LIM LEE LING *Assistant General Manager, Human Resource and Administration*

Age 56	Nationality Malaysian	Gender Female
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Mdm. Lim Lee Ling holds the position of Assistant General Manager for Human Resource and Administration within our organisation. Since joining the Group in May 2013, she has been instrumental in managing our Group's human resource functions and office administrative affairs.

Her education background includes a Diploma in Secretarial & Administration from Systematic Secretarial Centre Sdn Bhd, Kuala Lumpur which she obtained in December 1996. Additionally, she was awarded the Pitman Diploma in Secretarial and Administration from The City & Guilds of London Institute in July 1997. Prior to her current position, she has had extensive experience in secretarial and administrative matters, and has served in various capacities, including Office Manager in the Group.

MR. YAP WEI TONG *Senior General Manager – Projects*

Age 52	Nationality Malaysian	Gender Male
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Mr. Yap Wei Tong, is our Senior General Manager – Projects. He supports our Group Executive Director in managing the construction division and has been the Head of Project for several of our Group's projects since he joined the Group in May 2014.

He graduated from Universiti Sains Malaysia with a Bachelor of Civil Engineering (Hons) in July 1999. He has substantial experience in the construction sector, and has held multiple positions, including Senior Project Manager at Putra Perdana Construction Sdn Bhd before joining our Group.

MR. KOAY LYE HOO *Senior General Manager – Projects*

Age 50	Nationality Malaysian	Gender Male
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Mr. Koay Lye Hoo is our Senior General Manager – Projects. He supports our Group Executive Director in overseeing the construction division and has served as the Head of Project for the Group's key construction projects, including Westside III and Park Regent, both located at Desa ParkCity since he joined the Group in March 2015.

He holds a Bachelor of Civil Engineering (Hons) from Universiti Putra Malaysia, obtained in July 2000. With extensive experience in the construction industry, he has held several key positions, including serving as the Senior Project Manager at Sara Timur Sdn Bhd, prior to joining our Group.

KEY MANAGEMENT PERSONNEL PROFILES (CONT'D)

MR. NG SONG SIANG*Senior General Manager –
Tender & Contract*

Age	Nationality	Gender
53	Malaysian	Male

Mr. Ng Song Siang (“Mr. Ng”) was promoted to Senior General Manager – Tender & Contract in January 2026. In this role, he supports the Group Executive Director in overseeing and managing project cost control, project tendering, and leading the Tender & Contracts Department of Grand Dynamic Builders Sdn Bhd.

He joined the Group in September 2014 as Senior Contract Manager and was responsible for overseeing contract administration for several of the Group’s key construction projects throughout his tenure.

Mr. Ng holds a Master’s Degree in Construction Management & Economics from the University of Greenwich, United Kingdom. He possesses extensive experience in contract administration across a range of construction projects, having progressed through roles from Quantity Surveyor to Senior Contract Manager at Putra Perdana Construction Sdn Bhd prior to joining the Group.

MR. GOH ENG NGAI*Executive Director, GDB Geotechnics
Sdn. Bhd.*

Age	Nationality	Gender
65	Malaysian	Male

Mr. Goh Eng Ngai, Executive Director for GDB Geotechnics Sdn Bhd (“GDB Geotechnics”), joined our Group following GDB’s acquisition of GDB Geotechnics since October 2019. He is responsible for the overall guidance on the GDB Geotechnics’s strategic direction and tendering activities as well as overseeing the overall operations of our piling and substructure projects.

He graduated with an Applied Science Degree from Queen’s University, Canada.

He has more than 37 years of experience in the construction industry and specialised in piling and substructure works. He has held various positions including Project Manager of Singapore Piling & Civil Engineering Pte Ltd, Senior Construction Manager of B+B Geotechnics Sdn Bhd, General Manager of Pilecon Geotechnics Sdn Bhd and Senior General Manager of Sunway Geotechnics Sdn Bhd. He was serving as the Executive Director of the GDB Geotechnics since September 2013.

KEY MANAGEMENT PROFILE (CONT'D)

MR. IR. LIM SOW WU
Business Development Director, GDB
Development Sdn Bhd

Age
64

Nationality
Malaysian

Gender
Male

Mr. Ir. Lim Sow Wu ("Mr. Ir. Lim") joined GDB Development Sdn Bhd in January 2026.

He graduated from National University of Singapore in 1988 as a Civil Engineer with extensive experience in the civil and structure design consultancy services working in Singapore for Building Engineering Consultants and the British Acer Consultants for numerous buildings, Bangkok Second Stage Expressway before returning to Malaysia for Wisma Denmark (Kuala Lumpur), Wisma Ting Pek Khing (Kuching), Wisma Baitumal (Kuching) and Kuching Deep Sea Port.

In 1997, he moved to Ho Hup Construction to work in the capacity of a contractor for the PLUS Highway and Andhra Pradesh National Highway amongst other international projects. He subsequently joined GuocoLand Malaysia Berhad as an Executive Director, a Malaysian public listed company in property development, before moving in 2007 to Vina Capital Real Estate Fund, a London-listed fund with a USD600 million portfolio focused on the Indochina market. After successfully investing in 42 projects, he later joined Prudential Property Investment (PruPIM) Vietnam, an institutional real estate fund.

Mr. Ir. Lim returned to Malaysia in 2011 following the winding up of the funds due to the effects of the 2008 financial crisis. He subsequently served as Chief Operating Officer at Mah Sing from 2016 to 2018, and at OSK Property from 2018 to 2024, before being appointed as Chief Executive Officer of CPI Land from 2024 to 2025. He then joined GDB Development Sdn Bhd as Business Development Director.

Notes:-

1. None of the key senior management personnel has any family relationship with any Directors and/or major shareholders of the Company.
2. None of the key senior management personnel has any conflict of interest or potential conflict of interest, including any interest in any competing businesses within the Company or its subsidiaries.
3. None of the key senior management personnel have been convicted of any offences within the past five (5) years or been subject to any public sanctions or penalties imposed by relevant regulatory authorities during the financial year ended 31 December 2025, other than for traffic offences, if any.
4. None of the key senior management personnel have any other directorship in public companies and listed issuers.

CHAIRMAN'S STATEMENT

Dear esteemed shareholders,

The financial year ended 31 December 2025 ("FY2025") marked a historic milestone for GDB Holdings Berhad ("GDB" or "the Group"), as the Group achieved its strongest financial performance while demonstrating operational resilience.

The Group's achievements reflect the solid foundation established over the years, under the leadership of the founding Group Managing Director, Mr. Cheah Ham Cheia, who resigned from the position on 16 December 2025. As I step into the role of Acting Chairman, it is a privilege to inherit an institution of this calibre.

The results we report today are a testament to his vision and the dedication of our management team. Together, their stewardship established our commitment to construction excellence and shaped our reputation as a premier builder in Malaysia.



CHAIRMAN'S STATEMENT (CONT'D)

Record-Breaking Results

GDB delivered an exceptional revenue of RM748.1 million and a net profit of RM54.3 million in FY2025, representing a substantial increase from RM258.2 million and RM26.8 million respectively in the previous financial year.

The increased profitability was underpinned by a solid order book carried forward from prior years, with the successful execution of high-value ongoing projects making a significant contribution to both revenue and profitability.

The results also successfully demonstrated the effectiveness of the Group's strategic tender approach, ensuring that each project delivers sustainable margins and profitability to safeguard the long-term interests of GDB and its shareholders.

Building the Future Pipeline

Following the Board composition change and refreshed Board's mandate in FY2025, GDB is advancing into the East Malaysia market. The Group's strategic initiatives, including civil infrastructure contracts and its maiden entry into property development, are underway to capitalise on untapped opportunities and to drive future growth.

GDB closed FY2025 with a robust order book of RM550.0 million, and accelerated its momentum in the early part of the financial year ending 31 December 2026 ("FY2026") with major project awards in Sarawak, extending earnings visibility until 2029.

Continuing its proactive growth strategy, the Group has submitted tenders worth RM3.1 billion to date and plans to submit more in the coming quarters.

Delivering Value to Shareholders

In recognition of the Group's strong financial performance, GDB is pleased to declare a total dividend of 1.0 sen per ordinary share in respect of FY2025, an increase from 0.7 sen per ordinary share in the previous year.

The dividend amounts to a total payout of RM9.4 million, representing a dividend payout ratio of 17.3% of net profit attributable to shareholders. The payout reflects the Group's commitment to delivering consistent returns to shareholders and preserving financial strength for future growth.

Protecting Shareholder Interests in Legal Matters

GDB's primary focus has been the recovery of outstanding receivables related to the 8 Conlay project. During FY2025, the Group made significant progress in strengthening its legal position and validating its claims to reinforce our ability to secure recoveries.

While certain proceedings are ongoing, the Group remains committed to a pragmatic and disciplined approach to debt recovery, actively evaluating strategies to convert legal successes into tangible financial outcomes.

CHAIRMAN'S STATEMENT (CONT'D)

Strategic Leadership Transition for Next Growth Phase

FY2025 also saw a key leadership transition with the appointment of Mr. Andy Lai Wee Young ("Mr. Andy Lai") as an Executive Director/Acting Group Managing Director. Mr. Andy Lai's entry as a strategic investor represents the alignment of executive leadership with shareholder interests, ensuring our next phase of expansion is focused on long-term value creation.

The Group further strengthened the Board with the appointment of Mr. Dasmand Wong Wei Ming as an Executive Director and Mr. Winston Bong Ting Yan as an Independent Non-Executive Director.

It is an honour to be appointed to the position of an Independent Non-Executive Director/Acting Chairman, and I look forward to providing leadership and oversight to support the Group's strategic objectives.

In facilitating a seamless succession, Mr. Cheah Ham Cheia transitioned from Group Managing Director to Board Advisor, and serves as an Alternate Director to Mr. Cheah Jun Kai, Executive Director of the Company.

Appreciation

I would like to acknowledge the exceptional contributions of our Board of Directors, senior management, and employees. Their dedication has been instrumental in ensuring that GDB remains steadfast in its performance.

I also extend my heartfelt appreciation to Tan Sri Dato' Ir. Hj. Zaini Bin Omar, Datuk Sr. Chia Lui Meng, Dato' Abdul Manap Bin Abd Wahab and Mr. Cheah Ham Cheia for their invaluable guidance on the Board, playing a vital role in shaping GDB's growth and successes.

We further express our sincere gratitude to our business partners, associates, suppliers, customers, and shareholders for their continued trust and support. Their confidence in GDB has been pivotal to our achievements, and we remain committed to strengthening the partnerships as we embrace future opportunities together.

MR. CLEMENT WONG TECK HOO

Independent Non-Executive Director/Acting Chairman



MANAGEMENT DISCUSSION & ANALYSIS

// *Dear valued shareholders,*

GDB delivered a record-breaking financial performance in FY2025, achieving its strongest profitability to date.

The Group's results were built upon the strong foundation established by our founding leadership and our dedicated team. The rigorous execution of projects secured under their stewardship drove RM748.1 million in revenue and RM54.3 million in net profit.

Today, a robust financial foundation and an expanding project pipeline position GDB firmly for continued growth. A refreshed mandate now drives revenue diversification and expansion of the Group's geographic footprint beyond Peninsular Malaysia to create sustainable long-term value. //

Business Overview

Since incorporation in 2013, GDB's wholly-owned subsidiary, Grand Dynamic Builders Sdn Bhd ("GDBSB"), has evolved into a premier integrated construction player with core expertise in high-rise residential, commercial and mixed-use developments, hospital and industrial projects.

GDBSB has established a proven track record of delivering projects to exacting standards and completing them ahead of schedule. Notable projects include KL Eco City, Menara Etiqa, Menara Hap Seng 3, and Hyatt Centric Kota Kinabalu. Over the years, the Group has broadened its capabilities across the construction value chain to encompass geotechnical and infrastructure works, as well as ventured into property development in early 2026.

To support future growth, GDB's operational framework is reinforced by its specialist subsidiaries: GDB Infra Sdn Bhd ("GDB Infra"), GDB Geotechnics Sdn Bhd, newly incorporated property development arm, GDB Development Sdn Bhd ("GDB Development") and GDB Resources Sdn Bhd, which serves as the Group's trading arm in relation to construction and property development.

Both GDBSB and GDB Infra are Grade G7 contractors registered with the Construction Industry Development Board of Malaysia (CIDB), with GDBSB also holding the Sijil Perolehan Kerja Kerajaan certification.

A steadfast commitment to quality, safety, and environmental stewardship underpins the Group's operations. GDBSB has attained multiple industry-recognised certifications, including:

- ISO 9001:2015 (Quality Management)
- ISO 14001:2015 (Environmental Management)
- ISO 45001:2018 (Occupational Health and Safety)

Furthermore, GDBSB's project delivery adheres to stringent industry benchmarks, demonstrated by accreditations such as:

- Quality Assessment System for Building Construction Works (QLASSIC)
- Safety and Health Assessment System in Construction (SHASSIC)
- Building Quality Assessment System (BuildQAS)
- Construction Quality Assessment System (CONQUAS)

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

The Group leverages technologies such as Building Information Modelling (BIM) and Industrialised Building Systems (IBS) to drive project efficiency, precision, and early delivery. Additionally, GDBSB utilizes the Green 5S System to foster a culture of safety and accountability.

Strategic Framework: Refreshed Mandate

GDB is committed to sustainable growth and long-term value creation. With the construction sector gaining momentum, we are well-positioned to capitalise on emerging opportunities. Our growth strategy leverages our core competencies and builds on three fundamental pillars:

- **Execution Excellence**

GDB is dedicated to uncompromising quality, safety and timely delivery, underpinned by rigorous project management and cost discipline.

We continue to adopt a disciplined tendering approach which has been developed and refined over more than a decade, focusing on quality projects that align with our core competencies, risk management framework, and profitability targets.

- **Diversification and Expansion**

We will continue to broaden our sector exposure to strengthen revenue streams and mitigate cyclical vulnerabilities.

Following the recent leadership succession, our updated executive framework provides the strategic direction necessary to expand into the East Malaysia market.

To facilitate our growth pipeline, our Sarawak Regional Office in Kuching became operational in early 2026, with a Kota Kinabalu branch scheduled for June 2026.

In tandem, we are expanding our presence in the civil and infrastructure segment, including road and water infrastructure projects.

Concurrently, building on our core construction capabilities, we have initiated expansion into property development. By utilising our internal construction and project execution resources, we maintain strict cost-efficiency and quality control as we expand our capacity into a new value-added segment.

- **Stewardship and Financial Resilience**

We prioritise robust financial health and operational efficiency, alongside fostering long-term relationships with clients, partners and stakeholders. We maintain a prudent balance sheet and recognise necessary risk provisions to protect shareholder value while maintaining flexibility to capture future opportunities.

Operations Review

In FY2025, GDB focused on advancing key developments across its portfolio, establishing an East Malaysian footprint, and maintaining high standards of quality and safety.

1. Ongoing Project Execution

Drawing on a track record of timely project delivery, ongoing projects are progressing smoothly toward their scheduled completions in FY2026.

- **International Hospital @ KL Wellness City**

Contract Value: RM306.0 million
Client: KL International Hospital Sdn Bhd
Commencement date: 16 March 2024
Scheduled completion date: 15 August 2026

- **Logistic Hub Plot B, Shah Alam**

Contract Value: RM865.7 million
Client: Strategic Sonata Sdn Bhd
Commencement date: 20 June 2024
Scheduled completion date: 19 December 2026

- **Metrohub 4 Logistic Hub, Klang**

Contract Value: RM298.0 million
Client: SDPLOG 1 (Industrial Asset III) Sdn Bhd
Commencement date: 23 December 2024
Scheduled completion date: 23 August 2026

2. Geographic Expansion – East Malaysia Infrastructure

In line with the Board's refreshed mandate, early 2026 marked the successful commencement of our geographic diversification. As at 18 March 2026, we secured three new projects in Sarawak totalling RM236.9 million:

- **Simunjan and Samarahan districts road development**

Contract Value: RM54.4 million
Client: Bina Muhibbah Permajaya Construction Sdn Bhd
Commencement date: 29 January 2026
Scheduled completion date: 28 September 2028

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

- Kuching and Samarahan divisions road development**
 Contract Value: RM67.0 million
 Client: Bina Muhibbah Permajaya Construction Sdn Bhd
 Commencement date: 28 January 2026
 Scheduled completion date: 12 July 2027
- Song district water treatment plant**
 Contract Value: RM115.5 million
 Client: Pembinaan JBS Sdn Bhd
 Commencement date: 25 March 2026
 Scheduled completion date: 25 March 2029

3. Maiden Property Development

Marking our entry into property development, we acquired three parcels of land in Sarawak totalling 21,926 square metres. Through GDB Development, we intend to launch a mixed-use project with an estimated Gross Development Value (GDV) of RM700 million, comprising serviced apartments, SOHO units, and retail components.

By utilising our internal construction resources, we will maintain strict cost-efficiency and quality control, effectively transitioning into a new high-value segment. Ultimately, we aim to establish GDB as a comprehensive construction firm capable of undertaking property development.

Financial Overview

In FY2025, the Group's revenue surged by 190.0% year-on-year from RM258.2 million to RM748.1 million, driven by the steady progress of projects secured in prior years. Correspondingly, net profit doubled from RM26.8 million to RM54.3 million.

To uphold disciplined financial management standards, GDB recognised a non-cash impairment of RM52.0 million in relation to the 8 Conlay project. Notwithstanding the conservative provision, the Group's underlying earnings performance remained highly robust, underscoring a resilient financial position that supports its long-term growth initiatives.

As at 31 December 2025, GDB maintained a strong financial position, with total assets increasing to RM485.8 million from RM372.7 million in the previous financial year. The growth was supported by higher cash balances, fixed deposits and short-term investments, which rose to RM206.1 million from RM81.1 million, reflecting excellent cash flow generation.

Shareholders' equity strengthened to RM272.5 million from RM195.2 million. Total liabilities stood at RM212.2 million, up from RM176.7 million, primarily due to higher trade and project-related payables.

Notably, GDB continues to operate with no borrowings, while providing exceptional financial flexibility to pursue new opportunities and navigate potential market uncertainties.

Dividend

The Group is committed to striking a balance between funding our strategic expansion and consistently rewarding shareholders.

Reflecting the strong financial performance, the Board declared a total dividend of 1.0 sen per ordinary share in respect of FY2025, higher than 0.7 sen in the last financial year. The dividend amounts to a total payout of RM9.4 million, representing a dividend payout ratio of 17.3% of net profit attributable to shareholders.

Moving forward, we will continue to evaluate dividend payouts based on earnings visibility, project pipeline, and cashflow requirements.

Material Litigation

While accelerating our future pipeline, management remains equally focused on concluding legacy matters to protect shareholder value. Following the determination of employment in the 8 Conlay Project contract in April 2023, the Group has remained resolute in its legal actions to recover outstanding debts from Damai City Sdn Bhd ("DCSB") and its parent company, KSK Land Sdn Bhd ("KSKL").

In April 2025 and November 2025, the High Court of Kuala Lumpur ruled in favour of the Group by dismissing DCSB's applications to stay or set aside the CIPAA II and CIPAA III awards. By dismissing these challenges, the High Court enforced the awards as judgments, totalling approximately RM59.2 million and RM82.7 million respectively.

Parallel to these enforcement actions, the Group's main lawsuit against DCSB continues in the High Court. While DCSB filed a Statement of Defence and Counterclaim in June 2025, the Group achieved a major milestone in February 2026 by obtaining a High Court judgment of RM102.1 million against KSKL, due to KSKL's breach of a Corporate Guarantee made in favour of GDBSB.

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

Although KSKL has since filed an appeal in March 2026, the Group is proactively defending its position in these proceedings to protect its interests and ensure the recovery of all outstanding sums.

Risk Management

We actively manage inherent macro and operational risks to safeguard stakeholder interests and ensure business continuity. We also maintain a vigilant approach to identifying, assessing, and mitigating potential challenges. Key risk factors and our mitigation strategies include:

- **Market Risk - Potential Slowdown in New Property Launches**

The property development market faces the risk of fluctuating demand, which could reduce tender opportunities.

To mitigate such risk, the Group has diversified its tender portfolio to include other crucial segments, such as commercial, mixed-use, hospital and warehouse projects, reducing reliance on any single segment.

Additionally, GDB's expanded scope into civil infrastructure projects in East Malaysia further reduces its historic reliance on the Peninsular residential sector.

- **Property Development Execution Risks**

The entry into property development introduces new risk profiles regarding property sales and holding costs. We neutralise such exposure by leveraging our internal construction arm for strict cost controls, and ensuring timely and cost-effective execution of projects.

- **Competitive Risk - Competition in the Construction Industry**

Intense sector competition may drive margin compression and aggressive pricing dynamics. GDB counters such competition by maintaining responsible pricing and leveraging its reputation for high-quality project delivery and execution certainty to differentiate the Group.

We observe that clients increasingly prioritise reliability and quality over lowest-price bids, factors that strongly align with our proven track record.

- **Price Fluctuations in Construction Materials and Labour Costs**

The global supply chain remains susceptible to geopolitical uncertainties, potentially impacting the cost of oil, steel, and other construction raw materials. We continuously monitor price trends and implement prudent cost control measures to mitigate financial exposure.

Additionally, to mitigate reliance on manual labour and offset the impact of wage hikes, we deploy Industrialised Building Systems (IBS) to optimise site efficiency. Furthermore, strict compliance with labour policies and the adoption of the Green 5S system ensure a safe, highly productive work environment that minimises project disruptions.

Outlook and Prospects

Looking ahead, we are cognisant of the evolving global economic landscape. Ongoing tensions in the Middle East may exert upward pressure on oil prices, which could contribute to inflationary pressures and higher raw material costs across the construction sector.

Despite the macroeconomic headwinds, GDB is significantly insulated by its disciplined execution and robust project pipeline. We remain actively engaged in executing our order book of RM0.55 billion as at the end of FY2025. This baseline order book was further strengthened by the award of projects in Sarawak amounting to RM0.24 billion in early 2026, bringing the total order book to RM0.79 billion and securing earnings visibility until the financial year ending 31 December 2029.

We continue to pursue high-margin opportunities across our expanded geographical footprint. We maintain a vigilant bidding strategy, having submitted tenders for projects with a total value of approximately RM3.1 billion as at 31 December 2025, with plans to submit more in the near future.

Our aggressive yet disciplined tender approach encompasses a diversified portfolio across commercial, residential, mixed-use, and warehouse developments, ensuring we are well-positioned to capture sustainable long-term growth.

MANAGEMENT DISCUSSION & ANALYSIS (CONT'D)

APPRECIATION

I extend my sincere appreciation to our Board of Directors, management team, and employees for their excellence and contributions to the Group's success.

I also wish to acknowledge the valuable contributions of our outgoing Board members, and further extend my gratitude to Mr. Cheah Ham Cheia for his foundational leadership during his tenure as Group Managing Director.

Following the Board transition, we also warmly welcome Mr. Clement Wong Teck Hoo, Mr. Dasmand Wong Wei Ming, and Mr. Winston Bong Ting Yan. Together, we will lead GDB's next phase of growth, not only in our established Peninsular Malaysia presence but also in East Malaysia.

My heartfelt thanks go to our clients, business partners, associates, suppliers, and shareholders for their continued trust and support. We are highly confident in our ability to deliver sustainable value and achieve continued success.

Andy Lai Wee Young

Executive Director / Acting Group Managing Director



SUSTAINABILITY STATEMENT



Dear Stakeholders,

2025 was a significant year for GDB Holdings Berhad (“GDB”) as we continued to strengthen our commitment to sustainability and advance our efforts in addressing climate-related risks and opportunities. We recognise the responsibility we bear in managing interconnected economic, environmental, social and governance matters that influence our long-term resilience and shape our contributions to the wider community.

During the year, GDB achieved an important milestone with our inclusion in the FTSE4Good Bursa Malaysia (“F4GBM”) Index and as a constituent of the FTSE4Good Bursa Malaysia Shariah (“F4GBMS”) Index on 11 December 2025. This recognition reflects our ongoing efforts to enhance our sustainability practices and governance standards, and reinforces our commitment to transparent and responsible business conduct.

FY2025 represents a significant phase in our reporting journey, marking the first year of GDB’s transition toward full adoption of the National Sustainability Reporting Framework (“NSRF”) by FY2028. In line with this transition, we have begun preparing our disclosures with reference to the sustainability disclosure standards issued by the International Sustainability Standards Board (“ISSB”), and this Sustainability Statement is presented in accordance with IFRS S1 *General Requirements for Disclosure of Sustainability-related Financial Information* (“IFRS S1”).

Although the full IFRS Sustainability Disclosure Standards (“IFRS SDS”) are not yet mandatory for GDB, we are proactively aligning with global best practices to enhance the quality, clarity and relevance of our sustainability disclosures. To support this effort, we continue to draw guidance from Bursa Malaysia’s Main Listing Requirements on Sustainability Reporting, the Bursa Malaysia Sustainability Reporting Guide (3rd Edition), the NSRF, IFRS S1 and IFRS S2 *Climate-related Disclosures* (“IFRS S2”) as we communicate our sustainability-related impacts, risks and progress.

This Sustainability Statement should be read together with the Group’s Consolidated Financial Statements, Management Discussion & Analysis (“MDA”) and Corporate Governance Overview Statement for integrated interpretation.

SUSTAINABILITY STATEMENT (CONT'D)

ABOUT THIS STATEMENT

Group Overview

GDB Holdings Berhad ("GDB" or the "Company") and its subsidiaries (the "Group") is a construction entity listed on Bursa Malaysia's Main Market and headquartered in Selangor, Malaysia.

Please refer to the corporate profile section on page 2 and group structure on page 5 of this Annual Report or our Group's corporate website at <https://www.gdbhb.com.my/> for more details about our business activities.

Our Value Chain

The Group's operations rely on a broad network of stakeholders, resources and activities across the construction value chain. This includes key suppliers that provide building materials, plant and equipment essential to our construction processes; subcontractors and strategic partners who support project execution; and logistics and transportation providers responsible for delivering materials to our project sites. We also engage with customers in the markets where we operate. These interconnected relationships form the foundation of our business model and influence the sustainability-related impacts, risks and opportunities that GDB manages across the value chain.

Value Chain Table

VALUE CHAIN STAGE	STAGE TYPE	KEY PARTIES INVOLVED	ROLE AND CONTRIBUTION
Input Providers	Upstream	Financiers, raw material suppliers, Plant and equipment suppliers	Provide essential financing, building materials, machinery and tools
Logistics & Transportation	Upstream	Transport providers, delivery partners	Ensure timely delivery of materials and equipment to construction sites
Core Operations	Midstream	Project teams, subcontractors, site workers, safety and quality teams	Carry out construction activities, project management, safety and quality control
Customers & End Users	Downstream	Local clients, developers	Define project requirements and receive the final built assets
Communities & Regulators	Downstream	Government agencies, local authorities, surrounding communities	Set regulatory requirements, influence social licence to operate

Scope and Boundaries

This sustainability statement has been prepared for the Group and should be read in conjunction with the Group's consolidated financial statements, which are prepared in accordance with the Malaysian Financial Reporting Standards (MFRS), IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia. This report covers the financial year ended 31 December 2025 and is aligned with the reporting period of the related consolidated financial statements.

The presentation currency for sustainability-related financial disclosures is the Malaysian Ringgit ("RM"), which aligns with the presentation currency used in the consolidated financial statements. Unless specified otherwise, all amounts are rounded to the nearest million.

This sustainability statement covers the financial year ended 31 December 2025 ("FY2025") and is prepared annually in conjunction with the Annual Report. In preparing the sustainability-related financial disclosures, the Group has assessed its own operations and its value chain, which includes, amongst others, the joint ventures and associates of the Group. The disclosures also cover the same reporting entity as the related consolidated financial statements.

SUSTAINABILITY STATEMENT (CONT'D)

There have been changes in the Group's assets and operations included within the reporting boundary for this Sustainability Statement compared to the prior year. The reporting boundary for FY2025 is aligned with the Group's FY2025 financial statements, reflecting updates to the Group's structure and operational scope during the financial year. *(Further details on the entities, assets and operations included within the reporting boundary are set out on page 5 of this Annual Report under Corporate Structure)*

The group defines the time horizons based on when the sustainability-related risks and opportunities could reasonably be expected to occur. As of the end of the reporting period the following time horizons were identified, and these align with the timelines used for strategic decision-making:

- short term (0 to 12 months);
- medium term (1 to 5 years); and
- long term (beyond 5 years).

The sustainability-related financial disclosures cover the same reporting entity as the related consolidated financial statements.

Reporting Boundary for GHG Emissions

The Group uses the Greenhouse Gas Protocol: A Corporate Accounting and Reporting Standard (2004) (the 'GHG Protocol') to measure its GHG emissions. The Group's reporting boundary for GHG emissions includes its organisational boundary and operational boundary.

The Group applies the operational control approach to establish its organisational boundary for the reporting of GHG emissions. The Group believes that the use of the operational control approach is the most appropriate method to measure the Group's GHG emissions, considering that there are entities and assets outside the Group's financial reporting group over which it has operational control.

Reporting Standards and Frameworks:

The Group is reporting under the IFRS SDS for the first time. Additionally, it has also applied the following standards and frameworks.

In accordance with the Principal Guidelines of:

- Bursa Malaysia's Main Listing Requirements on Sustainability Reporting
- Bursa Malaysia's Sustainability Reporting Guide (3rd Edition)
- National Sustainability Reporting Framework
- IFRS S1 General Requirements for Disclosure of Sustainability-related Financial Information
- IFRS S2 Climate-related Disclosures
- SASB standard for Engineering and Construction Services

and referenced to:

- Global Reporting Initiatives (GRI) Standards 2021
- United Nations Sustainable Development Goals ("SDGs")
- Financial Times Securities Index ("FTSE4Good")

SUSTAINABILITY STATEMENT (CONT'D)

Transition Relief

In this first year of applying the IFRS SDS, the Group is eligible for a number of transition reliefs. These include the relief to focus disclosures on climate-related risks and opportunities in accordance with IFRS S2, without the need to provide full disclosures across all sustainability-related topics in the initial year. In addition, entities listed on the Main Market of Bursa Malaysia are granted further transition reliefs under the Main Market Listing Requirements, which support a phased and manageable approach to the adoption of the IFRS SDS.

Under IFRS S1, entities are generally required to present comparative information for the preceding period for all amounts disclosed in the current reporting period, including sustainability-related financial disclosures such as the current and anticipated financial effects of sustainability-related risks and opportunities ("SROs"), as well as metrics and targets.

For FY2025, the Group has adopted the available transition relief and is therefore not required to disclose comparative information in this inaugural year of reporting under IFRS SDS. However, prior years' information previously reported in accordance with the GRI Standards continue to be presented for comparability purposes. The prior year's information in this report was not compiled following IFRS SDS but the requirements in GRI standard.

Internal Review and Assurance

All data presented in this Statement has been internally sourced, verified and validated by the respective business divisions, adhering to Bursa Malaysia's Sustainability Reporting Guide (3rd Edition) 2022, the GRI principles, the SASB Standards and the FTSE Russell FTSE4Good criteria of accuracy, balance, clarity, comparability, reliability and timeliness.

The policies and data in this Statement has been reviewed by our internal auditor and approved by the Board of Directors of GDB. No material discrepancies were identified in FY2025.

We are committed to ensuring the accuracy, relevance, and reliability of our sustainability information and will continuously strive to enhance our data collection and reporting processes. As part of this initiative, we will be engaging an independent external party to provide the necessary assurance for FY2027.

Forward-looking Advisory

This Sustainability Statement outlines GDB's current intent regarding its sustainability priorities, climate-related strategies, transition activities and future plans. These perspectives are based on reasonable assumptions at the time of reporting; however, actual outcomes may vary due to evolving regulatory, technological and market conditions.

Consequently, these statements should be viewed as strategic aspirations rather than guarantees of future performance. GDB remains committed to adapting its approach as the global sustainability landscape continues to shift.

Engage with Us

We value your thoughts and concerns and see them as opportunities to enhance our future reporting. Please share your feedback with us at enquiry@gdbhb.com.my

SUSTAINABILITY STATEMENT (CONT'D)

OUR SUSTAINABILITY APPROACH

As GDB enters our first year of reporting in alignment with the NSRF and IFRS S1, we continue to strengthen the integration of sustainability considerations into our governance, strategy and operations. Our approach is grounded in the belief that long-term business resilience is built on responsible practices that consider environmental, social and economic impacts.

By embedding sustainability-related risks and opportunities into our decision-making processes, we aim to create meaningful and enduring value for our stakeholders — including shareholders, employees, customers, business partners, regulators, and the communities where we operate. This disciplined and transparent approach supports our transition toward full NSRF adoption by FY2028 while ensuring that our actions contribute to sustainable development and improved outcomes for all.

GDB Sustainability Framework

OUR VISION

To be a highly reputable and progressive construction firm that delivers products and services of sustainable and excellent quality via innovation in People, Quality, Safety and Technology.

OUR MISSION

 <p>Economic</p> <p>To build dedicated and lasting relationships with our valued customers by delivering progressive excellence, reliable quality and cost-effective projects that exceed their expectations via exceptional performance by every member of GDB – every time</p>	 <p>People</p> <p>To employ, cultivate, and support our knowledgeable and motivated teams through continuous development and improvement driven by the synergy of Efficiency, Teamwork, and Commitment of the management and staff.</p>	 <p>Environment</p> <p>To safeguard Mother Nature and provide sustainability as well as additional peace of mind for our customers by upholding ecological, resource-efficient green technologies and environmentally responsible practices during every stage of construction.</p>
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Our sustainability commitment is rooted in the GDB Vision and Mission, which serve as the building blocks for our corporate culture and direction. Guided by our mission, we have identified three key focus areas:

<div style="background-color: #4CAF50; color: white; padding: 5px; font-weight: bold; font-size: 1.1em;">Sustainable Business</div> <p>Ensuring long-term business viability and creating value for all stakeholders</p>	<div style="background-color: #4CAF50; color: white; padding: 5px; font-weight: bold; font-size: 1.1em;">Sustainable Business</div> <p>Minimising our environmental impact and promoting resource efficiency</p>	<div style="background-color: #4CAF50; color: white; padding: 5px; font-weight: bold; font-size: 1.1em;">Sustainable Business</div> <p>Contributing to the well-being of our communities and promoting social equity</p>
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SUSTAINABILITY STATEMENT (CONT'D)

Each focus area is crucial for creating sustainable value for the Group and our stakeholders. We have identified material matters within each focus area and developed an approach to sustainability, encompassing effective strategies and clear action plans to address these matters.



ALIGNMENT WITH THE SUSTAINABLE DEVELOPMENT GOALS (UNSDGs)



SUSTAINABILITY MATERIAL MATTERS



Economic



Governance



Environment



Social

GOALS AND OUTCOME

Achieve the Group's vision whilst contributing to the national and international sustainability agenda.



SUSTAINABILITY STATEMENT (CONT'D)

Sustainability Policy

GDB has established a Sustainability Policy that outlines the Group's commitment to integrating sustainability considerations into its business strategies, operations and stakeholder engagements. The policy guides the Group's approach in managing economic, environmental, social and governance ("ESG") matters responsibly while delivering long-term value to our stakeholders.

The Sustainability Policy applies to all directors, employees and business associates of the Group. It provides the guiding principles for embedding sustainable practices across the Group's operations and supports the implementation of the Group's sustainability framework and governance structure.

The policy also supports the Group's commitment to strengthening its sustainability practices and enhancing sustainability disclosures in line with evolving regulatory expectations, including the National Sustainability Reporting Framework.

The policy focuses on key sustainability priorities including responsible economic performance, environmental stewardship, quality, environmental, safety and health management, social responsibility and ethical business conduct.

The Sustainability Policy outlines the following key commitments that guide our sustainability practices across all business operations.

SUSTAINABILITY PILLAR	KEY COMMITMENTS
Economic Sustainability	Ensure responsible financial management and sustainable business growth while creating long-term economic value for stakeholders. This includes prudent management of assets and capital, integrating ESG considerations into business decisions and contributing to the socioeconomic development of the communities where the Group operates.
Quality, Environmental, Safety and Health ("QESH")	Uphold high standards of quality, environmental protection, safety and occupational health across operations. Through the integrated QESH Management System and certifications including ISO 9001:2015, ISO 14001:2015 and ISO 45001:2018, continuously strengthen processes to enhance operational excellence, prevent workplace incidents and safeguard workforce wellbeing.
Environmental Sustainability	Minimise environmental impact by promoting efficient use of resources, reducing waste generation and encouraging the adoption of the 3R principles (Reduce, Reuse and Recycle). Ensure responsible management of waste and effluents, while complying with applicable environmental laws and promoting environmental awareness among employees and stakeholders.
Social Responsibility	Foster positive social impact by building strong relationships with employees, business partners and the surrounding communities. Promote fair employment practices, respect human rights, support community development initiatives and deliver quality projects that contribute to improving quality of life.

For a full copy of the policy, please follow this link:

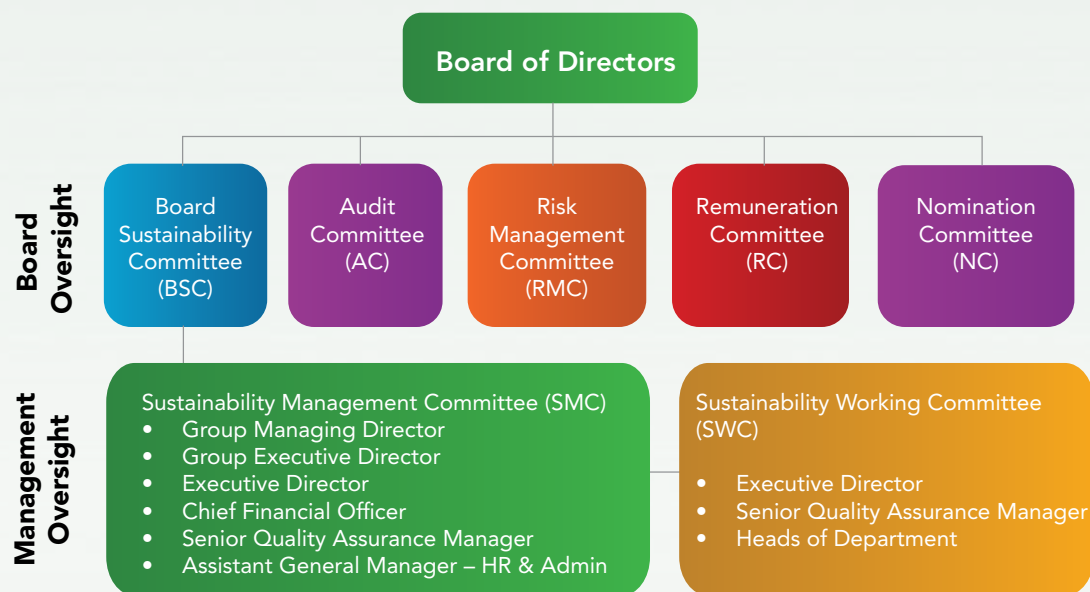
<https://www.gdbhb.com.my/wp-content/uploads/2023/08/Sustainability-Policy-Final-230823.pdf>

SUSTAINABILITY STATEMENT (CONT'D)

SUSTAINABILITY GOVERNANCE

GDB has established a structured sustainability governance framework to oversee the identification, assessment and management of sustainability-related risks and opportunities across the Group's operations. This framework provides clear accountability at both Board and management levels and supports the integration of sustainability considerations into the Group's corporate strategy, risk management processes and operational decision-making.

The Board of Directors has overall responsibility for the Group's sustainability direction, supported by the Board Sustainability Committee and management-level committees that oversee the implementation and monitoring of sustainability initiatives across the organisation.



Board Oversight

Board of Directors

The Board of Directors ("Board") has ultimate oversight of the Group's sustainability strategy and the management of sustainability-related risks and opportunities across environmental, social and governance matters.

The Board ensures that sustainability considerations are integrated into the Group's overall corporate strategy, business planning and risk management processes. In carrying out its responsibilities, the Board reviews sustainability developments, evaluates emerging sustainability risks and opportunities that may affect the Group's operations and long-term resilience, and ensures that appropriate resources and governance structures are in place to support the Group's sustainability agenda.

In addition, the Board considers sustainability implications when reviewing major business decisions, including strategic investments, operational initiatives and significant transactions that may impact the Group's long-term value creation.

Board Sustainability Committee

The roles and responsibilities of the Board Sustainability Committee ("BSC") were enhanced to further support the Board in overseeing the Group's sustainability agenda and to align the Group's sustainability governance framework with the National Sustainability Reporting Framework and the IFRS Sustainability Disclosure Standards issued by the International Sustainability Standards Board ("ISSB").

SUSTAINABILITY STATEMENT (CONT'D)

The BSC supports the Board in overseeing the Group's sustainability strategy, policies, initiatives and disclosures. The Committee reviews and recommends sustainability-related strategies, priorities and policies for the Board's approval, and oversees the preparation of the Group's sustainability disclosures to ensure alignment with regulatory expectations and stakeholder interests.

In overseeing the Group's sustainability agenda, the BSC also reviews climate-related matters, including emerging climate-related risks and opportunities that may affect the Group's operations, strategy and long-term resilience.

The BSC comprises three members of the Board, including two Independent Non-Executive Directors and one Executive Director. The BSC facilitates direct Board-level oversight and deliberation of sustainability matters, ensuring that sustainability-related risks and opportunities are duly considered in the Group's strategic decision-making.

The BSC meets at least twice a year to review sustainability developments, monitor the Group's sustainability initiatives and discuss emerging sustainability-related risks and opportunities, and reports its deliberations to the Board.

Where appropriate, the BSC may also seek input from external sustainability advisors to support the Committee in addressing emerging sustainability issues and strengthening the Group's sustainability practices.

The BSC works closely with the Sustainability Management Committee ("SMC") to ensure that sustainability strategies, initiatives and action plans are effectively implemented across the Group's operations and aligned with the Group's overall business strategy and risk management framework.

Audit Committee

The Audit Committee ("AC") supports the Board in overseeing the integrity of the Group's financial reporting processes, internal control systems and assurance functions. The AC also reviews matters relating to governance, compliance and internal audit activities across the Group.

In relation to sustainability governance, the AC provides oversight on the reliability and integrity of sustainability-related information disclosed by the Group, including relevant sustainability metrics and disclosures in the sustainability report, where applicable. The Committee also reviews internal controls and assurance processes that support the accuracy and credibility of sustainability-related reporting.

Risk Management Committee

The Risk Management Committee ("RMC") assists the Board in overseeing the Group's enterprise risk management framework and processes.

The RMC is responsible for identifying, assessing and monitoring key risks that may affect the Group's operations and long-term value creation, including sustainability-related risks and opportunities across environmental, social and governance matters. Through the Group's enterprise risk management framework, the RMC ensures that sustainability-related considerations are integrated into the Group's risk assessment and mitigation processes.

The Committee periodically reviews the Group's risk profile and reports its findings and recommendations to the Board to support informed decision-making and effective risk oversight.

Remuneration Committee

The Remuneration Committee ("RC") is responsible for the development and implementation of the Group's remuneration policies and practices for the Board, its committees and senior management.

The RC ensures that remuneration structures are aligned with the Group's strategic objectives and long-term value creation. In carrying out its responsibilities, the Committee may take into consideration sustainability-related performance indicators and broader organisational performance in evaluating the remuneration of senior management and key executives.

SUSTAINABILITY STATEMENT (CONT'D)

Nomination Committee

The Nomination Committee ("NC") is responsible for identifying and recommending suitable candidates for appointment to the Board and Board Committees.

In fulfilling its responsibilities, the NC considers the mix of skills, experience, independence and diversity required to enable the Board to effectively oversee the Group's strategy, risk management and sustainability-related matters. This includes ensuring that the Board collectively possesses the competencies necessary to guide and oversee the Group's sustainability agenda.

Sustainability Management Committee

Management's role in assessing and managing sustainability-related risks and opportunities is implemented through the executive-level Sustainability Management Committee ("SMC"), which comprises the Group Managing Director, Executive Directors and members of senior management.

The Group Managing Director ("GMD") oversees the executive-level SMC and reports directly to the BSC on the Group's sustainability initiatives, progress and emerging sustainability-related risks and opportunities.

The SMC supports the BSC in the strategic management and implementation of the Group's sustainability agenda. The committee is responsible for coordinating the Group's sustainability initiatives and ensuring that sustainability-related considerations are embedded within the Group's operational and management processes.

The responsibilities of the SMC include, among others:

- overseeing the Group's materiality assessment process;
- developing and implementing sustainability strategies, policies and initiatives;
- monitoring the implementation of sustainability-related action plans across the Group's operations;
- recommending sustainability metrics and targets and monitoring progress against these targets;
- overseeing the preparation of the Group's sustainability report.

The SMC meets periodically to review sustainability developments, monitor the Group's sustainability performance and provide updates to the BSC on sustainability-related risks, opportunities and initiatives.

Sustainability Working Committee

The Sustainability Working Committee ("SWC"), previously referred to as the Sustainability Working Group ("SWG"), operates at the operational level and supports the implementation of the Group's sustainability initiatives across departments and project sites.

The SWC comprises representatives from various functional departments and operational teams. The committee works closely with the SMC to implement sustainability-related policies and initiatives, align operational practices with the Group's sustainability strategy, and ensure that sustainability considerations are embedded in day-to-day operations.

The SWC supports the SMC in the management of the Group's material sustainability matters and plays an important role in facilitating the Group's materiality assessment process. The committee is also responsible for collecting and consolidating sustainability-related data and information from across the Group's operations and reporting these to the SMC to support sustainability monitoring and reporting.

In addition, the SWC assists in executing sustainability initiatives and monitoring the Group's sustainability performance against established targets. Through cross-functional collaboration, the SWC helps ensure that sustainability practices are consistently implemented across the organisation.

SUSTAINABILITY STATEMENT (CONT'D)

Impact of Sustainability on Remuneration Policies

The Group recognises that the achievement of its sustainability objectives requires coordinated efforts across all levels of the organisation.

The RC is responsible for the development and implementation of the Group's remuneration policies for the Board, its committees and senior management. In carrying out its responsibilities, the RC ensures that remuneration structures are aligned with the Group's strategic priorities and long-term value creation.

Where appropriate, the RC may take into consideration sustainability-related performance and broader organisational performance when evaluating the remuneration of senior management and key executives.

Through regular updates and reports from management, the BSC and the Board are kept informed of the Group's sustainability initiatives, progress of sustainability-related targets, and emerging sustainability-related risks and opportunities to support effective oversight and decision-making.

Board Diversity and Independence

GDB's Board Charter, which is available on the Company's corporate website, is aligned with the requirements of Bursa Malaysia Securities Berhad and the principles of the Malaysian Code on Corporate Governance ("MCCG"). The Charter clearly defines the roles, responsibilities and accountabilities of the Board, its Committees, the Chairman and the Group Managing Director. As a key component of the Group's corporate governance framework, it supports effective oversight, transparency and integrity in decision-making, including oversight of sustainability-related matters in accordance with IFRS S1.

In line with the MCCG's recommendations on Board composition, GDB is committed to maintaining a strong level of Board independence to support objective oversight of strategy, risk management and sustainability-related risks and opportunities. The Board currently includes Independent Directors who provide objective judgement, constructive challenge and checks and balances in Board deliberations. The presence of Independent Directors also strengthens the Board's ability to provide objective oversight of sustainability-related disclosures, internal controls and long-term value creation.

The Board also recognises that diversity enhances the quality of decision-making and strengthens the Board's ability to oversee complex and evolving business and sustainability matters. Diversity in the Board's composition provides a broader range of perspectives, experience and insights that support effective governance and strategic oversight.

As the construction industry is traditionally male-dominated, women currently represent 14% of GDB's Board. While there remains a gender imbalance and limited ethnic diversity within the current Board composition, the Group is committed to progressively enhancing diversity in its leadership.

Diversity considerations, including gender, skills, experience and professional background, are incorporated into the Board's succession planning and nomination processes to ensure that the Board remains well-equipped to guide the Group's long-term strategy and oversee sustainability-related risks, opportunities and disclosures as regulatory and stakeholder expectations continue to evolve.

SUSTAINABILITY STATEMENT (CONT'D)

The composition of the Board as at FY2025 is presented below.

BOARD COMPOSITION AND DIVERSITY						
	FY2025		FY2024		FY2023	
	Number	%	Number	%	Number	%
BY GENDER						
Male	6	86	5	83	5	83
Female	1	14	1	17	1	17
BY AGE GROUP						
30 and below	0	0	0	0	0	0
31 - 50	2	29	1	17	1	17
51 and above	5	71	5	83	5	83
BY ETHNICITY						
Malay	0	0	1	17	1	17
Chinese	7	100	5	83	5	83
Indian	0	0	0	0	0	0
Other Ethnic Minorities	0	0	0	0	0	0
Non-Malaysian	0	0	0	0	0	0
Total	7		6		6	

MATERIALITY

This Sustainability Statement presents the sustainability-related topics assessed as material to GDB and our stakeholders. Identifying and managing these material matters is essential to understanding the sustainability-related risks and opportunities ("SROs") that may influence our business model, strategy and long-term resilience. It also enables us to minimise adverse impacts arising from our decisions and activities, consistent with the requirements of IFRS S1.

Materiality Assessment Process

In 2025, we undertook a review of our material matters, involving re-evaluation, consolidation and regrouping to ensure continued alignment with industry developments, the national and global sustainability reporting frameworks.

The purpose of this process was to identify information on SROs that could reasonably be expected to affect the Group's prospects, stakeholders and influence decisions made by primary users of general-purpose financial reports such as the shareholders, lenders and other creditors in general.



The SMC and SWC members undertaking the Materiality Reassessment in FY2025.

SUSTAINABILITY STATEMENT (CONT'D)

The Group's materiality assessment includes identifying sustainability-related risks and opportunities at the end of the 2025 reporting period. There were changes to GDB's group structure in the reporting period. Any events or changes that occurred during the period (for example, acquisitions or divestments of subsidiaries) were considered as part of the materiality determination process. (refer to page 5 of this annual report: Corporate Structure which sets out how the Group's entities, assets and operations have been included in the reporting boundary for sustainability reporting.)

Understanding the Group's operations, resources and relationships

Understanding the context in which the Group operates was the first step of the process. We considered our business activities, including products and services provided as well as the geographical, legal and regulatory landscape of our operations. The Group also considered the resources that we depend on and the relationships that we have along our value chain including key locations, regulations, key resources, transportation and logistics.

A high-level overview of the context considered as part of this assessment is summarised below:

Key locations:

The Group operates primarily in Malaysia and sources the majority of our raw materials locally. Wherever practicable, suppliers are located in close proximity to our construction projects and facilities, supporting operational efficiency and reduced transportation requirements. Where materials, machinery, equipment or specialised services are not available locally, the Group sources these products and services from overseas.

Regulations:

Due to the nature of the construction industry and the high level of scrutiny from regulators and stakeholders, the Group is required to comply with stringent regulatory requirements imposed by both local and international authorities. In Malaysia, this includes compliance with laws and regulations governing construction activities, occupational safety and health, environmental protection, quality standards and project approvals. The Group is required to obtain and maintain mandatory registrations and certifications applicable to the construction sector, including registration with the Construction Industry Development Board ("CIDB") Malaysia. Where applicable, the Group is also required to conduct Environmental Impact Assessments ("EIA") and obtain the necessary approvals from the Department of Environment ("DOE") prior to project commencement. Compliance with occupational safety and health and environmental regulations is essential to maintaining the Group's licence to operate.

Key resources:

The Group depends on several resources, which includes the following:

- raw materials into the construction process, including cement, steel, asphalt and concrete
- plant and equipment suppliers, such as tower cranes and construction vehicles
- funding from bank loans and other sources of financing to fund the Group's operations
- own employees and employees of subcontractors
- subcontracting of construction works
- key talent and employees, including construction workers that are mainly migrant worker

Transportation and logistics:

The Group sources our construction materials through local building materials distributors who then deliver the procured materials directly to the construction sites. These suppliers engage with third party logistics providers and make use of a variety of transportation methods – including shipping by sea, road, rail and air - for the transportation of raw materials and heavy equipment to the sites.

SUSTAINABILITY STATEMENT (CONT'D)

Materiality Assessment Stages

Stage	Description
1. Identification of Sustainability-related Risks & Opportunities	Identify a broad set of sustainability-related impacts, risks and opportunities relevant to our business and value chain, informed by past assessments, industry trends, regulatory developments and global frameworks (including IFRS S1 and S2).
2. Benchmarking and Operating Environment Review	Benchmark against industry peers, sector practices and global sustainability reporting standards to ensure relevance, comparability and alignment with emerging expectations.
3. Internal Assessment of Impacts, Risks and Opportunities	Evaluate each topic for its potential financial effects, operational implications and long-term relevance, taking into account likelihood, magnitude and time horizon of impacts.
4. Consolidation, Regrouping and Refinement	Streamline and refine material matters by consolidating overlapping topics, updating terminology and aligning categories with IFRS S1 and leading industry practices.
5. Stakeholder Relevance Review	Assess alignment with the interests and expectations of key stakeholders, including employees, Board of Directors, customers, business partners, investors, communities and regulators.
6. Validation and Prioritisation	Prioritise material matters based on their significance to enterprise value, strategy and resilience, ensuring clarity and completeness in accordance with IFRS S1.
7. Board Review and Approval	Present the refined material matters to the Board of Directors for formal review and approval, ensuring strong governance oversight.

Materiality Matters Prioritisation

The materiality process was performed by the executive-level Sustainability Management Committee with input from other management personnel in the Group as well as external advisors. The revised set of material matters was reviewed, validated and formally approved by GDB's Board of Directors.

As part of this review, we benchmarked our approach against industry peers and assessed the alignment of our material matters with evolving sustainability standards. Although the total number of material matters remains unchanged at 11, several refinements were made to improve clarity and relevance.

The material matter *Profitability* has been updated to *Business Performance* to better reflect the broader sustainability-related financial considerations under IFRS S1. The material matters *Pollution* and *Energy Consumption* have been consolidated under *Climate Change and Energy Management*, while *Effluent and Waste Management* and *Water Management* have been grouped into a single matter, *Water and Waste Management*. In addition, *Product Quality* has been incorporated into *Customer Satisfaction* to reflect how quality influences overall customer experience and expectations.

We also identified three new material matters — *Supply Chain*, *Resource Management* and *Human Capital Development* — reflecting areas of increasing relevance to our value chain and long-term competitiveness. The revised set of material matters was reviewed and formally approved by GDB's Board of Directors.

SUSTAINABILITY STATEMENT (CONT'D)

Material Matters Reassessment Summary

The table below summarises the changes to GDB's material matters following the 2025 reassessment exercise, highlighting how topics were refined, consolidated or newly identified to align with industry practices and IFRS S1.

Before Reassessment	After Reassessment	Nature of Change	Rationale
Profitability	Business Performance	Renamed	Reflects a broader view of sustainability-related financial performance and long-term value creation in line with IFRS S1.
Pollution	Climate Change & Energy Management	Consolidated	Aligns pollution-related impacts with climate and energy considerations under global sustainability frameworks.
Energy Consumption	Climate Change & Energy Management	Consolidated	Improves coherence of climate- and energy-related disclosures.
Effluent & Waste Management	Water & Waste Management	Consolidated	Integrates related environmental impacts for clearer management and reporting.
Water Management	Water & Waste Management	Consolidated	Streamlines water-related topics in line with industry practice.
Product Quality	Customer Satisfaction	Consolidated	Reflects customer experience more holistically beyond product-level quality.
-	Supply Chain	New	Addresses growing value chain dependencies, risks and opportunities.
-	Resource Management	New	Highlights efficient use of materials and resources across operations.
-	Human Capital Development	New	Recognises workforce capability, development and retention as key to long-term resilience.

This reassessment did not change the total number of material matters, which remains at eleven, and was formally reviewed and approved by GDB's Board of Directors.



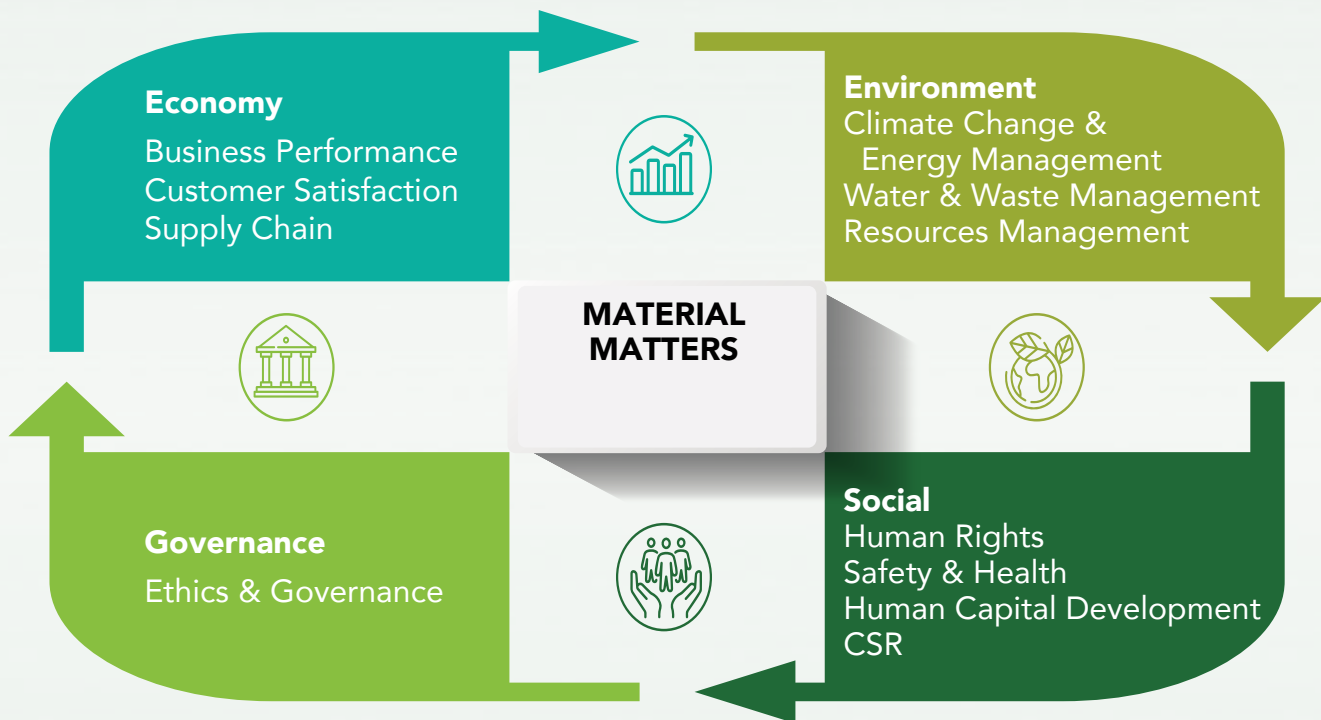
SUSTAINABILITY STATEMENT (CONT'D)

Materiality Matters

Following the FY2025 materiality reassessment, GDB identified key sustainability matters that have the most significant impact on the Group's operations and long-term value creation, as well as those that are of greatest importance to stakeholders.

These material matters reflect the Group's priorities in managing economic, environmental, social and governance risks and opportunities across our construction activities. The identified matters guide the Group's sustainability strategy, risk management processes and reporting focus, ensuring that resources and management attention are directed towards areas that are most relevant to the Group and our stakeholders.

The Group's material matters are categorised under four sustainability pillars, namely Economic, Environmental, Social and Governance, as illustrated in the diagram above. Their relative significance to the Group and our stakeholders is further presented in the Materiality Matrix below.

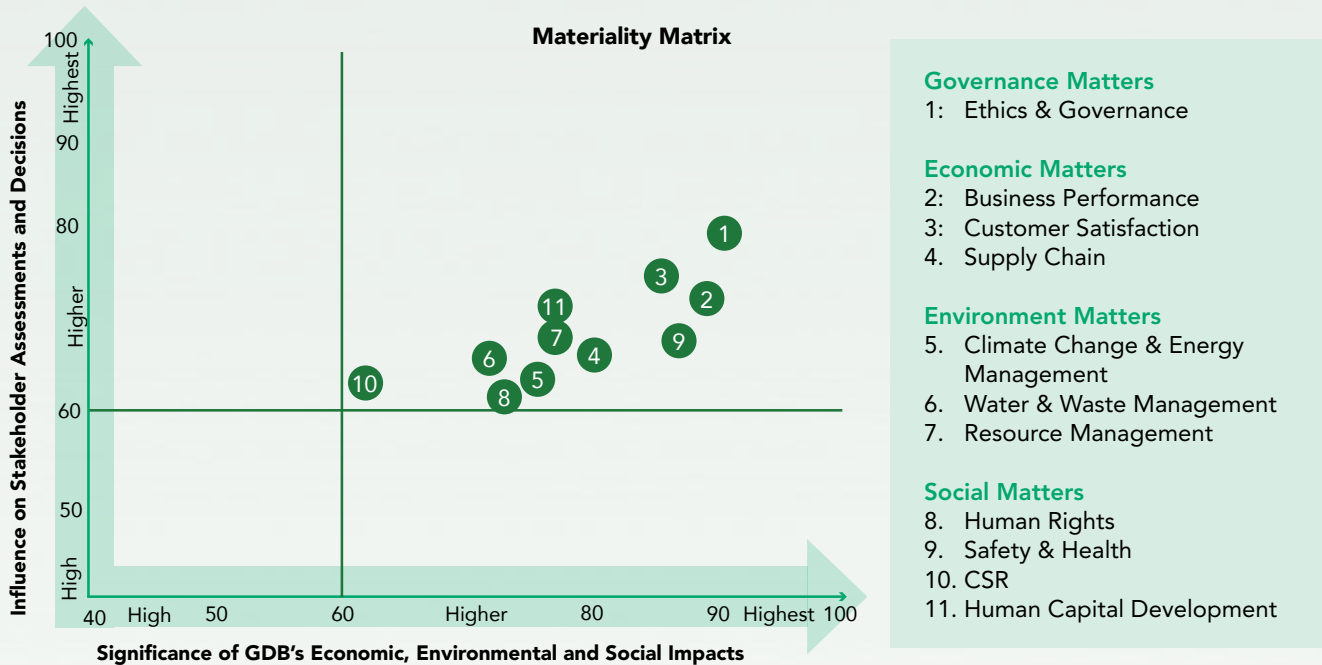


Materiality Matrix

The revised material matters set out above forms the basis for our materiality prioritisation in FY2025. These matters were subsequently assessed and ranked based on their significance to GDB's business and their relevance to stakeholders, resulting in the materiality matrix presented below. The matrix illustrates the relative importance of each material matter and guides the focus of our sustainability-related disclosures in this Statement.

The Materiality Matrix illustrates the relative significance of each identified material matter based on its impact on the Group's economic, environmental and social performance, as well as its influence on stakeholder assessments and decisions. Matters positioned towards the upper-right quadrant represent areas of higher priority, reflecting both strong stakeholder interest and greater relevance to GDB's long-term business sustainability. These priority matters guide the Group's sustainability strategy, risk management approach and disclosure focus, ensuring that management attention and resources are directed towards the most significant sustainability-related risks and opportunities.

SUSTAINABILITY STATEMENT (CONT'D)



Stakeholder Engagement

As part of the materiality assessment process, the Group considered the perspective of external stakeholders to obtain an external perspective on whether there were any additional risks and opportunities – beyond those identified by the Group - that could reasonably be expected to affect the Group’s prospects. There were no additional risks or opportunities identified from the perspective of these stakeholders that has not been included in this report.

GDB engages with a broad range of stakeholders who either influence our business or are affected by our activities. These include shareholders, the Board of Directors, financial institutions, investors, government agencies, regulators, customers, employees, local communities, suppliers, contractors and the media. Stakeholders are identified and prioritised based on their level of influence over the Group’s operations and their dependence on our activities and performance.

We maintain structured and transparent engagement practices to ensure that stakeholder perspectives meaningfully inform our understanding of SROs. Through both formal engagement mechanisms and ongoing informal interactions, we seek to understand evolving expectations, gather insights on emerging issues, and assess the relevance of sustainability matters across our value chain.





This continuous engagement process strengthens the quality of our sustainability-related disclosures and supports informed decision-making, ensuring that the Group remains responsive, accountable and aligned with the needs of those who place their trust in us.

SUSTAINABILITY STATEMENT (CONT'D)

Stakeholder Engagement Overview

STAKEHOLDER GROUP	KEY INTERESTS AND EXPECTATIONS	ENGAGEMENT CHANNELS	FREQUENCY
Shareholders, Investors 	<ul style="list-style-type: none"> Financial Performance & Long Term Value Creation Risk Management Sustainability Strategy Transparent and Timely Communications Ethics and Governance 	<ul style="list-style-type: none"> Annual General Meeting and Extraordinary General Meeting Timely Financial Disclosure and Regulatory Filings Timely Media Releases and Website Updates on Corporate Developments Good Corporate Governance and Compliance Structure Sustainability Disclosures 	Regular / Quarterly / Annual
Customers 	<ul style="list-style-type: none"> Quality and Reliability Safety Timely Project Delivery Sustainability Performance Innovation 	<ul style="list-style-type: none"> ISO 9001 and ISO 45001 Certification, Compliance Audit Standardisation and Continuous Improvements Customer / Client Project Feedback Surveys 	Regular / Project Based
Board of Directors 	<ul style="list-style-type: none"> Strategic Direction Governance Oversight Sustainability Performance Risk and Opportunity Management 	<ul style="list-style-type: none"> Board Meetings Committee Meetings Reports and Dashboards 	Regular
Employees 	<ul style="list-style-type: none"> Benefits & Remuneration Career Progression Communication Safety and Health Training & Development 	<ul style="list-style-type: none"> Salary and benefits Benchmarking and Performance Reviews Incentive Programme Training & Succession Planning Policy Updates and Communications ISO 45001 Certifications, Compliance Audit Quality, Environmental, Safety and Health Management System ("QESHMS") 	Regular
Contractors / Suppliers / Consultants 	<ul style="list-style-type: none"> Safety and Health Timely Payment Ethics and Governance Fair Procurement Long Term Collaboration 	<ul style="list-style-type: none"> ISO 45001 Certification, Compliance Audit QESHMS Fair and Transparent Payment and Procurement Processes Supplier Evaluations Meetings Audits 	Regular / As Required

SUSTAINABILITY STATEMENT (CONT'D)

STAKEHOLDER GROUP	KEY INTERESTS AND EXPECTATIONS	ENGAGEMENT CHANNELS	FREQUENCY
Authorities / Regulators / Certification Bodies 	<ul style="list-style-type: none"> Regulatory and Statutory Compliance Safety and Environmental Management Adherence to reporting framework 	<ul style="list-style-type: none"> Timely Renewal of Permits and Licenses Enhancement of Policy and Procedures for Regulatory and Statutory Compliance Zero Non-compliance Targets Internal Audit Reports Formal Reporting Industry Dialogues 	Periodic / As Required
Analysts / Media / Investors Relations 	<ul style="list-style-type: none"> Quality Information and Feedback Transparent and Timely Communications Corporate Updates Sustainability Achievements 	<ul style="list-style-type: none"> Press & Investor Conferences and Media Appearances Timely Media Releases and Website Updates on Corporate Developments Provision of Sufficient and Accurate Information Respond to Surveys 	As required
Financial Institutions 	<ul style="list-style-type: none"> Credit Worthiness Economic Performance and Profitability Business Strategies Ethics and Governance Compliance Sustainability Risk Exposure 	<ul style="list-style-type: none"> Meetings and Conferences Annual Assessments Good Corporate Governance and Compliance Structure Meetings Sustainability Reporting Site Visits 	Periodic / As Required
Community 	<ul style="list-style-type: none"> Environmental Impact of Construction Activities Safety and Health Human Rights Contributions to the Local Community Job Creation Responsible Business Conduct 	<ul style="list-style-type: none"> Environmental Protection Measures ISO 14001 and ISO 45001 Certifications, Compliance Audit Local Sourcing and Hiring CSR Initiatives Community Dialogues Partnerships 	Periodic / As Required

Risk Management

Managing risk is fundamental to the Group's success in achieving our strategy, remaining profitable and creating value for all stakeholders. The impacts arising from GDB's material sustainability-related matters may give rise to significant risks and opportunities for the Group. GDB adopts a structured approach to identifying, assessing and managing these impacts, including climate-related risks, through an enterprise risk management framework embedded within our corporate governance structure.

Governance and Oversight

The Risk Management Committee provides oversight, direction and guidance over the Group's risk management framework, processes and supporting systems. The RMC is responsible for reviewing and assessing the adequacy of policies, controls and mitigation measures to ensure that sustainability-related risks, including ESG risks, are appropriately identified, measured and managed across the Group's operations.

SUSTAINABILITY STATEMENT (CONT'D)

Operational Excellence

In addition, the Group has implemented a Quality, Environment, Safety and Health Management System ("QESHMS") to support effective risk management at the operational level. The QESHMS promotes consistent standards for quality assurance, environmental protection and occupational safety and health, and serves as a key control mechanism in mitigating sustainability-related risks within our business activities.

Identification and Assessment of Sustainability-Related Risks and Opportunities

The risk assessment process incorporates both qualitative and quantitative factors, and considers the nature, likelihood and magnitude of potential risks.

The Group considered other internal and external sources of information to identify whether there were any additional risks and opportunities. The sources consulted included the following, but were not limited to:

- existing risk management and due diligence processes performed by the Group, including the Group's Enterprise Risk Management ("ERM") framework.
- educational materials issued by the IFRS Foundation related to IFRS S1 and IFRS S2
- disclosure topics in the SASB Standards for the Engineering and Construction Services sector
- SROs identified by peers that operate within the same industries as the Group
- engagement with the following stakeholders: employees (direct and indirect employees, including migrant estate workers), lenders and analysts

Where needed, the Group also consulted with an independent sustainability advisor and third-party experts as part of this process.

Assess whether the risks and opportunities could reasonably be expected to affect the Group's prospects

In this sustainability statement, the Group disclosed the SROs that could reasonably be expected to affect the stakeholders and Group's cash flows, access to finance or cost of capital (that is expected to affect the Group's prospects). In making this assessment, the Group considered a combination of:

- the likelihood of the event occurring, and
- the magnitude of the impact on the Group's financial prospects if the event did occur.

For risks and opportunities related to uncertain future events, the Group considered a range of possible outcomes and assigned a likelihood to each. Where there had been past incidents of an event, a higher likelihood was assigned to a similar event occurring in the future.

The assessment results were plotted in a matrix to identify risks and opportunities that could reasonably be expected to affect the Group's prospects. No definitive thresholds were applied, but typically, those with a higher likelihood and/or magnitude are disclosed.

During FY2025, climate-related risks were assessed as part of the Group's broader sustainability-related risk assessment in accordance with IFRS S1, while the Group continues its transition towards more detailed climate-related disclosures under IFRS S2.

SUSTAINABILITY STATEMENT (CONT'D)

The table below summarises the key sustainability-related risks and opportunities identified in relation to the Group's material matters.

Material Matter	Sustainability-Related Risks	Opportunities	Management / Mitigation Approach
Ethics & Governance	<p>Non-compliance with governance requirements, including regulatory obligations and corporate governance standards, may result in penalties, reputational damage or regulatory action.</p> <p>Cybersecurity incidents, including leakage of confidential information or loss of company data, may disrupt operations and compromise business integrity.</p>	Strong governance practices enhance transparency, strengthen investor confidence and reinforce the Group's reputation as a trustworthy organisation.	<p>Strengthen corporate governance practices, monitor regulatory developments and conduct compliance training for employees.</p> <p>Implement cybersecurity safeguards including access controls, password management, firewall filtering, anti-virus protection, patch management, device security and email security protocols.</p>
Business Performance	<p>Poor financial performance may threaten business continuity and result in loss of investment opportunities.</p> <p>Shortage of skilled labour at construction sites may delay project completion and potentially lead to liquidated ascertained damages ("LAD").</p>	<p>Strengthening the Group's brand, financial position and business development strategy attracts investors and improves financial returns.</p> <p>Adoption of new construction methodologies and technologies may reduce dependency on manpower</p>	<p>Monitor financial performance and strengthen business development strategies.</p> <p>Increase subcontractor capacity, encourage workforce expansion and leverage modern construction technologies to improve operational efficiency.</p>
Customer Satisfaction	Failure to deliver projects that meet contractual specifications or quality expectations may result in loss of customer confidence, reputational damage and reduced business opportunities.	Delivering high-quality construction projects strengthens customer relationships and enhances the Group's reputation, supporting long-term business growth.	Conduct continuous quality assessments through the QA/QC team. Implement QESH policy standards for project quality, including achieving targeted BuildQAS and QCLASSIC scores where applicable. Conduct customer surveys at key project milestones to obtain feedback.
Supply Chain	Underperformance of subcontractors or suppliers may affect project timelines, quality and cost efficiency.	Strengthening contractor capabilities through regular evaluation improves project performance and supply chain reliability.	Conduct yearly performance evaluations of subcontractors and suppliers and maintain continuous engagement with key supply chain partners.
Climate Change & Energy Management	Inefficient machinery and ineffective energy management may increase energy consumption and operational costs.	Adoption of energy-efficient technologies and low-carbon practices improves operational efficiency and reduces environmental impact.	Deploy energy-efficient technologies and adopt low-carbon construction practices where feasible.

SUSTAINABILITY STATEMENT (CONT'D)

Material Matter	Sustainability-Related Risks	Opportunities	Management / Mitigation Approach
Water & Waste Management	Poor management of water, effluents and construction waste may increase operational costs and expose the Group to environmental compliance risks.	Effective waste and water management practices can reduce operational costs and improve environmental performance.	Implement environmental monitoring and control measures to manage waste, effluents and water consumption in accordance with regulatory requirements.
Resource Management	Volatility in prices of major construction materials and inefficient resource utilisation may increase project costs and affect profitability.	Responsible resource management and efficient material utilisation improve operational efficiency and reduce project costs.	Monitor market trends and pricing of key materials, maintain close engagement with suppliers and diversify sourcing to mitigate supply risks.
Human Rights	Non-compliance with the Workers' Minimum Standards of Housing and Amenities (Amendment) Act 2019 or issues relating to foreign worker permits may expose the Group to legal and reputational risks.	Responsible labour practices strengthen the Group's reputation as a responsible employer and improve workforce wellbeing.	Implement monitoring and audit systems to ensure compliance with labour regulations and protect the rights of foreign workers employed directly or indirectly by the Group.
Safety & Health	Workplace accidents or fatalities may result in compensation claims, regulatory investigations and project disruptions.	Strong safety management practices improve SHASSIC ratings, enhance employee wellbeing and strengthen the Group's reputation among clients.	Implement strict Environmental, Safety and Health ("ESH") monitoring controls and maintain workplace safety practices across project sites.
Corporate Social Responsibility (CSR)	Business activities that negatively impact surrounding communities may affect the Group's social licence to operate and damage corporate reputation.	Community engagement initiatives strengthen stakeholder relationships and enhance the Group's corporate reputation.	Conduct CSR initiatives, prioritise local sourcing and hiring, and maintain engagement with surrounding communities.
Human Capital Development	High employee turnover and dependency on key personnel may affect organisational stability and operational continuity.	Investment in employee training and development improves workforce capability and supports long-term organisational growth.	Provide competitive remuneration, talent development programmes and employee benefits to attract and retain skilled employees.

Monitoring of sustainability-related risks and opportunities

The Group monitors SROs through a structured performance management approach. Each identified SRO is tracked using specific metrics and targets assigned to responsible managers (refer to targets and performance scorecard in the table on page 49) Progress against these metrics and targets is reported regularly to the SMC and subsequently escalated to the BSC to ensure that SROs are effectively monitored and managed.

SUSTAINABILITY STATEMENT (CONT'D)

Processes, controls and policies to manage SROs
















The processes used to identify, assess, prioritise and monitor sustainability-related risks and opportunities form part of the Group's overall Enterprise Risk Management framework. For high-risk areas, the Group has implemented specific monitoring processes and controls, including the following:

- Executive oversight and governance: The Group's SROs governance structure ensures accountability at both the executive and site level. The Group's RMC reviews SROs performance quarterly.
- Site-level monitoring: Each construction site is staffed with a full-time Safety and Health Officer ("SHO") responsible for conducting daily inspections, enforcing compliance with safety procedures and leading incident response efforts. All safety incidents, regardless of severity, are subject to root cause investigation, with findings shared across project teams to facilitate organisational learning and continuous improvement. This structured feedback mechanism strengthens risk mitigation and supports safer project execution.

The Group does not currently use scenario analysis to inform its identification of the qualitative nature of sustainability-related risks and opportunities. Instead, the assessment relies primarily on qualitative thresholds as part of the Group's broader risk management process. No changes to this process were made during the current reporting period.

Sustainability Targets & Performance Scorecard

KEY HIGHLIGHTS FY2025

ECONOMIC & GOVERNANCE	SUSTAINABILITY	SOCIAL & HUMAN RIGHTS
 99.77% PROCUREMENT SPEND ON LOCAL VENDORS	 INCLUSION IN FTSE4Good Bursa Malaysia Index FTSE4Good Bursa Malaysia Shariah Index	 ZERO HUMAN RIGHTS VIOLATIONS
 87.6% CUSTOMER SATISFACTION SCORE	 65.63% OF TOTAL WASTE RECYCLED	 ZERO WORKPLACE FATALITIES
 ZERO BRIBERY & CORRUPTION INCIDENTS	 ZERO ENVIRONMENTAL NON-COMPLIANCE	 2,533 TRAINING HOURS DELIVERED
 ZERO CUSTOMER DATA BREACHES	 EXPENDED REPORTING OF GHG EMISSIONS SCOPE 3	 32.8% NEW HIRE RATE
 100% OF EMPLOYEES TRAINED ON ANTI-CORRUPTION		 28.1% TURNOVER RATE
 ZERO REGULATORY NON-COMPLIANCE		

In FY2025, we continued to deliver a balanced performance across our economic, environmental and social priorities, guided by strong governance and responsible business practices. We maintained **zero incidents of bribery and corruption, customer data breaches and regulatory non-compliance**, while ensuring full employee participation in anti-corruption training. We also sustained our support for the local economy, with **99.77% of procurement spend directed to local vendors**, alongside achieving a **customer satisfaction score of 87.6%**.

SUSTAINABILITY STATEMENT (CONT'D)

We strengthened our environmental performance by recycling **65.63% of total waste generated** and maintaining zero **environmental non-compliances**, while enhancing our climate disclosures through the inclusion of **Scope 3 greenhouse gas emissions**. At the same time, we upheld a safe and responsible workplace, recording **zero human rights violations and zero workplace fatalities**, and continued to invest in our people through **2,533 training hours**. These efforts support the development of a resilient workforce, reflected in a **32.8% new hire rate** and a **28.1% turnover rate**, as we position the Group for sustainable long-term growth.

Sustainability Focus Area	Sustainability Matters	Annual Targets	FY2025	FY2024	FY2023
Governance	Ethics & Governance	Achieve 100% Anti-Bribery & Corruption training attendance for employees.	100%	100%	100%
Economic	Supply Chain Management	Achieve Proportion of spending on local suppliers > 95%	99.77%	99.98%	99.90%
	Customer Satisfaction	Achieve Customer Satisfaction score of > 85%	87.6%	87.6%*	87.00%
Environmental	Waste Management	Achieve Waste Recycled vs generated > 25%	65.63%	60.56%	26.95%
Social	Safety and Health	Maintain zero fatal accidents at work site	0	1	0
	Safety and Health	Achieve Lost Time Injury Rate < 0.55	0	0	0

*Note: The Customer Satisfaction score for FY2024 was previously reported as 95.4% in the FY2024 Sustainability Statement. This has since been corrected to 87.6% to reflect the actual verified result.

Sustainability Material Topics

Ethics & Governance



Strong ethical standards and sound governance are fundamental to GDB's ability to manage sustainability-related risks, uphold accountability and support long-term value creation. The Group's governance framework is designed to promote integrity, transparency and responsible decision-making across all levels of the organisation, ensuring that sustainability considerations are embedded into oversight, strategy and daily operations in line with IFRS S1 requirements.

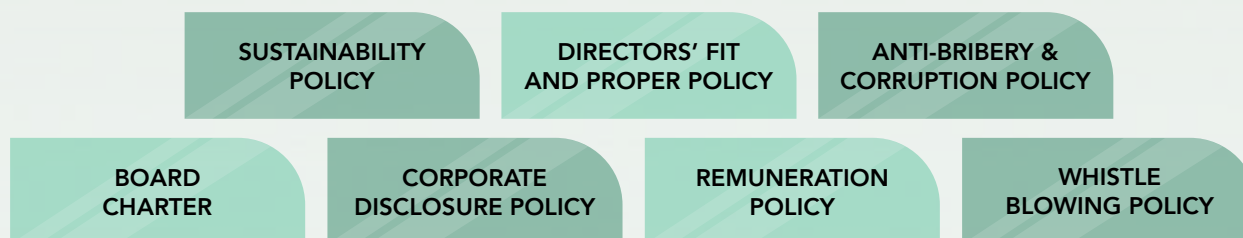
Material Matters	Related UNSDGs
Ethics & Governance	<p>SDG 16: Promoting peaceful and inclusive societies, providing access to justice for all and building effective, accountable, and inclusive institutions at all levels.</p> <p>SDG17: Strengthening partnerships to achieve sustainable development through responsible collaboration and stakeholder engagement.</p>

Aligned with SDG 16 and SDG 17 of the United Nations Sustainable Development Goals ("UN SDGs"), GDB is committed to fostering ethical institutions and strengthening partnerships that support sustainable development. In line with SDG 16, the Group promotes integrity, accountability and transparent governance practices, while SDG 17 underscores the importance of collaboration with stakeholders, business partners and the broader community to achieve sustainable outcomes.

Through these governance practices, the Group seeks to foster ethical leadership, responsible business conduct and meaningful stakeholder engagement. By embedding these principles into our corporate culture and working collaboratively with our stakeholders, GDB aims to strengthen trust, manage sustainability-related risks effectively and contribute to long-term sustainable value creation.

SUSTAINABILITY STATEMENT (CONT'D)

Oversight and Accountability



Our governance policies and procedures establish the mandatory standards of conduct across the Group. These policies promote accountability, transparency and responsible decision-making, while defining the roles and responsibilities of the Board and Management in overseeing the Group's operations and sustainability-related matters. By maintaining a clear line of oversight from the Board to the operational level, the Group ensures that sustainability considerations are embedded across our governance, strategy and day-to-day business activities.

Dynamic Policy Management

To remain responsive to an evolving business and regulatory landscape, the Group's policies are subject to periodic review and updates. This process ensures that the Group's governance framework remains aligned with:

- **Evolving Legal and Regulatory Requirements:** Adherence to applicable Malaysian laws, regulations and relevant international standards.
- **Emerging Sustainability Challenges:** Addressing evolving sustainability considerations, including climate-related risks, responsible supply chain practices and ethical business conduct.
- **Industry Best Practices:** Benchmarking governance and sustainability practices against recognised industry standards and peer organisations.

Integration into Operational Procedures

These governance policies serve as the foundation for the Group's operational practices and internal controls, supporting the effective management of SROs across our operations. The policies guide:

- **Operational Procedures:** Standardising responsible and sustainable practices across all construction project sites.
- **Due Diligence Practices:** Supporting the identification and management of economic, environmental and social ("EES") risks during procurement and project selection processes.
- **Sustainability Targets:** Providing a benchmark for monitoring sustainability-related performance against established targets and long-term objectives.

Further details on the Group's governance policies and frameworks are available on the Company's Corporate Governance portal at <https://www.gdbhb.com.my/investor-relations/corporate-governance/>

Transparency and Disclosure Governance

GDB recognises that transparent, timely and accurate disclosure is a fundamental component of strong corporate governance and supports effective oversight of SROs and ensures that sustainability-related information is disclosed in a transparent and decision-useful manner. The Group's Corporate Disclosure Policy establishes a structured framework to ensure that material information relating to the Group's business, operations, financial performance and sustainability-related matters is communicated in a consistent, transparent and compliant manner.

SUSTAINABILITY STATEMENT (CONT'D)

The Board of Directors retains overall responsibility for the Group's disclosure practices and has delegated the implementation of the Corporate Disclosure Policy to a Disclosure Committee led by the Group Managing Director and supported by senior management. This structure provides appropriate oversight, accountability and control over the Group's disclosure processes.

The Disclosure Committee is responsible for assessing the materiality, accuracy and timing of disclosures in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. Communication with regulators, investors, analysts and the media is restricted to authorised spokespersons to ensure consistency of messaging and to prevent selective disclosure.

The Group has also established controls for managing confidential and price-sensitive information, including access restrictions, disclosure escalation procedures and insider trading safeguards during closed periods. These measures support ethical conduct, protect market integrity and ensure that stakeholders are able to make informed decisions based on reliable information.

CORPORATE DISCLOSURE POLICY

The policy covers:

- Application of the Policy
- Composition of the Disclosure Committee
- Designated Spokespersons
- Material Information
- Responsibilities and Procedures for Disclosure of Material Information
- Dealings with Analysts, Investors and the Media

For a full copy of the policy, please follow this link: <https://www.gdbhb.com.my/wp-content/uploads/2023/07/GDBHB-Corporate-Disclosure-Policy-24-May-2023.pdf>

ANTI-BRIBERY AND CORRUPTION POLICY

The Policy applies to all directors, employees and business associates of GDB.

The policy covers:

- Gifts, Entertainment, Travel, Donation and Sponsorship
- Facilitation payments
- Dealings Business Associates
- Responsibilities of Directors and Employees
- Conflict of Interests
- Staff Declarations
- Anti-bribery and Anti-Corruption Compliance
- Training and Awareness
- Reporting of Policy Violations
- Audit & Compliance
- Sanctions for Non-compliance

Anti-Bribery and Corruption

GDB is committed to upholding the highest standards of integrity, transparency and ethical conduct across all our operations. Strong anti-bribery and corruption practices form a core component of the Group's governance framework, supporting responsible decision-making and the effective management of SROs in line with IFRS S1.

The Group adopts a **zero-tolerance approach** towards all forms of bribery and corruption, including extortion, collusion, abuse of power and other improper conduct. This commitment is formalised through GDB's Anti-Bribery and Corruption ("ABC") Policy, which is designed to prevent, detect and address bribery and corruption risks across the Group's activities and business relationships. The Policy is aligned with applicable laws and regulations, including the Malaysian Anti-Corruption Commission Act 2009 and its 2018 amendments.

The Policy applies to all directors, employees and business associates of the Group and is implemented in conjunction with the Group's Code of Ethics and Conduct and Whistle blowing Policy. Oversight of anti-bribery and corruption matters is embedded within the Group's governance and risk management structures.

The Group conducts regular risk assessments, due diligence on exposed positions and business associates, and requires relevant declarations from employees and business partners. Training programmes and established reporting channels further support employees in identifying and reporting integrity-related concerns. These measures enable the Group to proactively manage corruption risks, promote ethical conduct and support the Board and Management in safeguarding long-term value creation.

The Anti-Bribery and Corruption Policy is available on the Company's website at: https://www.gdbhb.com.my/wp-content/uploads/2020/06/2.-Anti-Bribery-Corruption-Policy-Final_Revised.pdf

SUSTAINABILITY STATEMENT (CONT'D)

Ethical Conduct and Fair Business Practices

Ethical conduct and integrity are fundamental to GDB’s business operations and governance framework. The Group is committed to conducting all business activities in a fair, responsible and transparent manner, in compliance with applicable laws and ethical standards. These principles support the effective management of SROs and help maintain the trust and confidence of our stakeholders.

To support this commitment, GDB has established organisation-wide policies and procedures that prohibit all forms of unethical or unfair business practices. The Group’s procurement and purchasing processes are designed to promote transparency, impartiality and accountability when engaging with suppliers, ensuring that sourcing decisions are made based on objective and ethical considerations.

In addition, all suppliers are expected to comply with GDB’s Code of Ethics and Conduct and Anti-Bribery and Corruption Policy. These policies are communicated to suppliers, who are required to acknowledge their understanding and commit to upholding the standards set out therein. This approach reinforces ethical behaviour across the Group’s value chain, supports responsible supply chain management, and strengthens governance, risk management and responsible business practices.

Due Diligence and Monitoring Framework

The Group integrates structured due diligence practices into our supply chain management to identify, monitor and mitigate sustainability-related risks. We define our Business Associates broadly to include clients, vendors, contractors, sub-contractors, consultants, agents, joint-venture partners and investors. By embedding ethical and governance requirements into our onboarding processes, the Group seeks to ensure that all business partners align with GDB’s zero-tolerance stance on bribery and corruption, thereby safeguarding the integrity of our value chain.

This due diligence framework is supported by structured procedures designed to assess integrity risks, strengthen compliance and promote responsible business conduct across the Group’s business relationships.

The table below outlines the key procedural steps implemented by GDB to ensure that our Business Associates adhere to the Group’s ethical standards.

Phase	Procedural Requirement and Disclosure
Pre-Engagement Screening	Prospective Business Associates undergo a thorough due diligence to ensure they are not likely to commit acts of bribery or corruption in the course of their work with the Group.
Contractual Integrity	Standardised clauses are included in all contracts, enabling GDB to terminate any agreement if an act of bribery or corruption is proven beyond a reasonable doubt.
Risk-Based Oversight	The Risk Management Department performs regular risk assessments to identify specific areas or positions within the Group’s operations and partnerships that may be vulnerable to bribery.
Continuous Compliance	Regular audits, which may be conducted internally or by appointed external parties, are performed to ensure the group’s ABC policies and procedures are adhered to mitigate corruption-related risks.
Strategic Realignment	In instances where suspicions of bribery or corruption arise, GDB is committed to seeking alternative providers for goods or services to maintain our corporate governance standards.

This due diligence framework is supported by oversight from the Board of Directors and forms part of the Group’s broader governance and risk management processes. Business Associates are also encouraged to report any suspected improper conduct through the Group’s established whistle blowing channels, enabling concerns to be raised and addressed in a timely and transparent manner.

SUSTAINABILITY STATEMENT (CONT'D)

Evaluation of Bribery and Corruption Risks

GDB continues to uphold our commitment to ethical conduct and a zero-tolerance approach towards bribery and corruption. In FY2025, the Group recorded **zero incidents of bribery or corruption, and no penalties, sanctions or regulatory actions relating to ethics and governance were imposed**. This outcome reflects the effectiveness of GDB's governance framework, internal controls and policies, including the ABC Policy, which establishes clear standards and preventive measures to mitigate corruption-related risks.

The Group also adopts a prudent and risk-based approach when assessing project opportunities and business engagements. **As part of our risk management practices, GDB avoids undertaking projects in jurisdictions that rank among the lowest in Transparency International's Corruption Perceptions Index ("CPI"). As at FY2025, the Group had no active projects and no order book exposure in countries ranked within the 20 lowest CPI positions.** The Group's projects are predominantly located in Malaysia, which reduces exposure to higher-risk operating environments.

From a financial and legal perspective, **the Group recorded zero monetary losses arising from legal proceedings related to bribery, corruption or anti-competitive practices during FY2025.** This performance demonstrates the effectiveness of the Group's governance framework, risk management practices and ethical business culture in managing integrity-related sustainability risks.



PERCENTAGE OF OPERATION ASSESSED & CONFIRMED CASES OF CORRUPTION

	FY2025	FY2024	FY2023
Total number of operations	19	19	19
Total Number of Operation assessed for corruption-related risks	19	19	19
Percentage of operation assessed for corruption-related risks	100%	100%	100%
Confirmed incidents of corruption	0	0	0
Number of action(s) taken	0	0	0

Period	Number of Active Projects and Backlog in Countries that have the 20 lowest rankings in Transparency International's Corruption Perception Index ("CPI")	
	Number of Active Projects	Amount of Backlog
FY2025	0	0
FY2024	0	0

Period	Total Amount of Monetary Losses as a result of legal proceedings associated with charges of Bribery or Corruption and Anti-Competitive Practices	
	Bribery or Corruptions (RM)	Anti-Competitive Practices (RM)
FY2025	0	0
FY2024	0	0

SUSTAINABILITY STATEMENT (CONT'D)

Anti-Bribery and Corruption Training and Awareness

Continuous awareness and training are essential in fostering a strong culture of integrity and ensuring that employees understand their responsibilities in preventing bribery and corruption. To support the effective implementation of the Group's ABC Policy, regular training and awareness programmes are conducted across all levels of the organisation.

These programmes cover key topics such as recognising bribery and corruption risks, managing gifts and hospitality, handling conflicts of interest, and understanding the appropriate reporting channels for suspected misconduct. The training aims to equip employees with the knowledge and practical guidance necessary to identify, prevent and report integrity-related risks in the course of their work.

In FY2025, **100% of employees across all categories** including senior management, middle management, executives and technical personnel received anti-corruption training. This full participation reflects the Group's commitment to strengthening integrity awareness and ensuring that employees are equipped to uphold ethical standards in their roles.

Consistent **100% training coverage over the past three financial years** further demonstrates sustained efforts to reinforce a zero-tolerance approach towards bribery and corruption across the organisation.

Details of employee participation in anti-corruption training are presented in the table below.

PERCENTAGE OF EMPLOYEES WHO HAVE RECEIVED TRAINING ON ANTI-CORRUPTION				
Period	Employee Category	Total number of employees	Number of Employees who received Training	% of Employees who received Training
FY2025	Senior Management	18	18	100%
	Middle Management	34	34	100%
	Executive	95	95	100%
	Technical / Others	106	106	100%
FY2024	Senior Management	16	16	100%
	Middle Management	32	32	100%
	Executive	82	82	100%
	Technical / Others	73	73	100%
FY2023	Senior Management	12	12	100%
	Middle Management	34	34	100%
	Executive	90	90	100%
	Technical / Others	61	61	100%

ANTI-CORRUPTION TRAINING CONDUCTED IN FY2025		
Training Topics	Training Hours	Number of Attendees
Anti-Bribery and Corruption in the workplace - Part 1 (Corruption in the Workplace)	1	253
Anti-Bribery and Corruption in the workplace – Part 2 (Corporate Liability)	1	253

In FY2025, all 253 employees across the Group participated the training on anti-corruption and corporate liability. The training covered Anti-Bribery and Corruption in the Workplace (Part 1) and Corporate Liability (Part 2), delivered through a structured software-based refresher course followed by a Q&A session.

SUSTAINABILITY STATEMENT (CONT'D)

Each session was designed to be concise, with a duration of one hour per module, ensuring employees were equipped with the knowledge required to recognise and address corruption-related risks in the workplace. The training also included an assessment component to evaluate participants' understanding and retention of the key concepts. To receive a certificate of completion, participants were required to achieve a minimum passing mark of 80%.



Through these training initiatives, GDB reinforces our commitment to fostering a culture of integrity, ethical conduct and accountability across all levels of the organisation.

Whistle Blowing Policy and Procedures

Maintaining effective reporting channels is an important component of the Group's governance framework and supports the monitoring and management of sustainability-related risks in line with IFRS S1. To reinforce a culture of integrity, transparency and accountability, the Group has established a Whistle blowing Policy that provides a secure and confidential platform for employees and external stakeholders to report genuine concerns regarding improper conduct.

The policy enables the reporting of a wide range of misconduct, including fraud, bribery and corruption, abuse of authority, breaches of internal policies and other unethical or unlawful behaviour. It also covers matters related to workplace conduct, including human rights concerns such as harassment or discrimination.

By encouraging the timely reporting of suspected misconduct, the Group is able to identify potential governance and integrity risks at an early stage. This mechanism strengthens internal controls, supports responsible business practices and helps safeguard the organisation's reputation and operational integrity.

WHISTLE BLOWING POLICY

The Policy applies to all directors and employees of the Group at all levels and grades, shareholders and any third parties associated with the Group, which may include but not limited to customers, suppliers, contractors, agents, consultants, outsourced personnel, distributors, advisers, government and public bodies including their advisors, representatives and officials.

The policy includes acts or instances of:

- Fraud or Dishonesty;
- Breaches of Policies, Procedures and applicable laws and regulations;
- Bribery or Corruption;
- Abuse of Power;
- Conflict of Interest;
- Insider Trading;
- Criminal breach of trust;
- Sexual Harassment;
- Misuse of confidential information; and/or
- Or other acts of wrong doing.

Whistle blowing Channel and Mechanism

The Group maintains a structured whistle blowing framework to enable the reporting of misconduct and unethical behaviour while safeguarding the rights of those who raise concerns in good faith. This mechanism supports the Group's governance framework by strengthening transparency, accountability and the early detection of integrity-related risks.

Concerns may be reported to the **Executive Director/Acting Group Managing Director**, or, where reporting to management may be inappropriate, directly to the **Chairperson of the Audit Committee**. The Group ensures strict confidentiality of the whistle blower's identity and provides assurance that individuals who report concerns in good faith will be protected from retaliation, discrimination or any form of adverse treatment.

Reports are investigated promptly through established governance channels. Employee-related complaints are reviewed by a **Designated Anti-Bribery and Corruption Committee**, while matters involving Directors are escalated directly to the **Audit Committee** to ensure independence and objectivity in the investigation process. Appropriate corrective or disciplinary actions are taken where necessary.

SUSTAINABILITY STATEMENT (CONT'D)

Oversight of the whistle blowing framework ultimately rests with the Board of Directors, which approved the current policy on 24 May 2023 to ensure its continued alignment with regulatory requirements and governance best practices. The policy is formally reviewed at least once every three years, or earlier if required by changes in legislation or business circumstances.

Summary of Reportable Misconduct of Employees, Directors and Business Partners

The Group's Whistle blowing and ABC policies define various categories of reportable misconduct that may be raised through the whistle blowing channel. These include, but are not limited to, the following:

Category	Scope of Misconduct and Prohibited Actions
Bribery & Corruption	Offering, giving, receiving, or soliciting any form of "gratification"—such as money, property, loans, or employment—to illicitly influence decisions. This includes acts of extortion, collusion, embezzlement, money laundering, and trading under influence.
Gifts & Hospitality	Giving or receiving gifts, entertainment, or travel to influence business outcomes is prohibited. Specifically, cash or cash equivalents (including bitcoin), electronic items, jewelry, club memberships, and interest-free loans are strictly forbidden.
Facilitation Payments	GDB maintains a strict policy against facilitation payments—payments made to expedite administrative functions. Such payments are only permitted in extreme life-threatening situations and require immediate documentation and top management approval.
Political Contributions	The Group maintains a neutral stance and does not make political donations. Charitable donations and sponsorships are permitted only for legitimate, transparent reasons.
Legal & Regulatory Compliance	Any breach of the MACC Act 2009, MACC (Amendment) Act 2018, or other applicable laws and internal procedures.
Conflicts of Interest	Situations where personal interests interfere with objectivity in performing duties for the Group. All such conflicts must be declared in writing to the Risk Management Department.
Professional Conduct	Acts involving sexual harassment, abuse of power, insider trading, or the misuse of confidential information.

Oversight and Assurance

The whistle blowing framework is supported by governance controls designed to ensure its effectiveness and integrity. These include:

- **Risk assessments** conducted by the Risk Management Department to identify positions and operations that may be vulnerable to corruption risks.
- **Due diligence procedures** applied to employees and business associates to minimise exposure to integrity-related risks.
- **Training and awareness programmes** to ensure personnel understand their responsibilities under the Group's governance policies.
- **Protection for whistle blowers**, ensuring that individuals who report concerns in good faith are protected from retaliation or adverse employment consequences.

SUSTAINABILITY STATEMENT (CONT'D)

Whistle blowing reports can be submitted through the following channels:

Executive Director/Acting Group Managing Director:

- Email: andyilai@gdbsb.com
- Mail: **Strictly Confidential**
Attention:
The Executive Director/Acting
Group Managing Director
GDB Holdings Berhad
A-02-01, F-02-01 & F-02-02,
Sekitar 26 Enterprise,
Persiaran Hulu Selangor, Seksyen 26,
40400 Shah Alam, Selangor

Audit Committee (AC) Chairperson:

- Mail: **Strictly Confidential**
Attention:
The Audit Committee Chairperson
GDB Holdings Berhad
Third Floor, No. 77, 79 & 81,
Jalan SS21/60, Damansara Utama,
47400 Petaling Jaya, Selangor

Communication and Awareness

To promote transparency and accessibility, the Whistle blowing Policy and reporting procedures are communicated to both internal and external stakeholders through various channels, including the Group's corporate website and internal awareness programmes. Employees are required to acknowledge in writing that they have read and understood the Group's governance policies, reinforcing their responsibility to uphold ethical conduct and report improper behaviour where necessary.

The full policy is available at: <https://www.gdbhb.com.my/wp-content/uploads/2023/06/Whistle-Blowing-Policy-Final-Approved-by-BOD-24.5.23.pdf>



Cybersecurity and Data Confidentiality

As digital technologies become increasingly integrated across project management, procurement systems, financial platforms and stakeholder communications, cybersecurity and data confidentiality have become critical governance and operational considerations within the construction industry. Protecting information assets and maintaining the confidentiality, integrity and availability of data are therefore essential to supporting business continuity, managing sustainability-related risks and maintaining stakeholder trust.

Cybersecurity and data confidentiality risks are managed through the Group's enterprise risk management framework, with oversight provided by the Board through its delegated committees. Key risks, including unauthorised access, data breaches, system disruptions and cyber-enabled fraud, are identified, assessed and monitored as part of the Group's broader risk management processes. Management is responsible for implementing appropriate controls and escalating material matters to the Board where necessary.

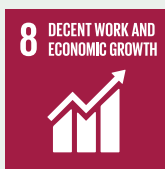


To safeguard data and strengthen cyber resilience, the Group has implemented policies, procedures and internal controls covering areas such as access management, system security measures and employee awareness initiatives. These controls are periodically reviewed and enhanced to address evolving cyber threats and the increasing digitalisation of the construction value chain.

During the financial year under review, **no substantiated cybersecurity breaches or data confidentiality incidents were reported.**

SUSTAINABILITY STATEMENT (CONT'D)

Economic Sustainability



As Malaysia continues to advance its development agenda, the construction sector remains a vital engine for economic resilience, productivity and inclusive growth. At GDB, we view economic sustainability not merely as financial performance, but as the enduring value we create through responsible business practices, innovation and strong local ecosystems. Our role extends beyond delivering quality developments to strengthening industry capabilities, supporting communities and contributing meaningfully to the nation’s long-term economic health.

Economic sustainability at GDB is anchored in strong business performance, a steadfast focus on customer satisfaction and a resilient, well-managed supply chain. We recognise that long-term value creation depends on disciplined resource management and continuous investment in human capital development. By strengthening workforce capabilities, promoting fair employment practices and fostering a culture of performance and accountability, we support job creation and contribute to sustainable economic growth across our operations and the broader construction ecosystem.

To further reinforce our commitment to sustainable economic development, GDB aligns our key economic material matters with the United Nations Sustainable Development Goals. Through responsible business practices, customer-focused delivery and sustainable supply chain management, we contribute to the advancement of global sustainability priorities while supporting Malaysia’s economic progress. The SDGs most closely aligned with our economic sustainability efforts are outlined below.

Material Matters	Related UNSDGs	
Business Performance	SDG 8:	Supports job creation and fair employment practices.
Customer Satisfaction	SDG 9:	Aim to build resilient infrastructure, advance sustainable industrialisation and foster innovation.
Supply Chain Management	SDG11	Aim to make cities inclusive, safe, resilient and sustainable
	SDG 12:	Advocate responsible and sustainable procurement.

Our long-term approach ensures that economic growth is balanced with accountability, operational efficiency and lasting benefits for our stakeholders, today and in the years ahead.

Business Performance

Revenue and Direct Economic Value Creation

GDB’s revenue is primarily generated from our core construction activities. Through these operations, we create direct economic value by providing stable employment, generating returns for shareholders and contributing to government revenue through taxes. These value flows support workforce stability, strengthen investor confidence and underpin the long-term resilience of both the Group and the broader economy.

Beyond immediate financial outcomes, GDB’s operations contribute to value creation across the construction value chain. We build organisational and industry capability through skills development and knowledge transfer, foster long-term partnerships with suppliers and subcontractors, and support productivity and competitiveness within Malaysia’s construction sector. Guided by disciplined financial management and prudent capital allocation, GDB remains focused on sustaining long-term value creation while delivering resilient and sustainable growth.

SUSTAINABILITY STATEMENT (CONT'D)

Indirect Economic Impacts and Community Value

The construction industry plays an important role in supporting surrounding communities by creating employment opportunities and generating income across multiple skill levels. Wages earned by employees and workers circulate within local economies, as spending flows into nearby businesses and services, supporting livelihoods and contributing to local economic vitality.

In addition, taxes generated from construction activities contribute to public revenue, enabling investments in infrastructure, education, healthcare and other essential services that enhance societal well-being. Beyond direct employment, suppliers, business partners and investors benefit from profits and dividends, which are often reinvested into the industry or local enterprises, further amplifying economic value creation.

Through community-focused initiatives and responsible business practices, GDB seeks to extend the value created through our core operations to support economic empowerment, inclusive growth and long-term community development. These efforts reflect our commitment to creating shared value for stakeholders while contributing positively to the socio-economic development of the communities in which we operate.

Economic Performance

Economic Indicators	FY2025	FY2024
Revenue (RM million)	748.09	258.23
Total Equity attributable to owners of the Company (RM million)	272.54	195.18
Corporate Tax (RM million)	14.62	13.28
Ongoing Projects	Three (3)	Three (3)
Outstanding Order Book (RM billion)	0.55	1.31
Investment in Equipment and Machineries (RM million)	5.68	2.48
Number of Employees	253	203

During the year under review, GDB delivered strong financial performance driven by continued progress in our core construction activities. The Group recorded revenue of RM748.1 million, a significant increase from RM258.2 million in FY2024, reflecting steady project execution and operational resilience.

The Group's financial position strengthened during the year, with total equity attributable to shareholders rising to RM272.5 million, compared with RM195.2 million in the previous year. GDB also contributed RM14.6 million in corporate taxes, supporting public revenue for national development.

Operationally, the Group maintained three ongoing projects and an outstanding order book of RM548.7 million, providing visibility for future revenue streams. We also invested RM5.7 million in equipment and machinery, more than double the RM2.5 million invested in FY2024, to enhance operational efficiency and project delivery capabilities.

Reflecting business growth, the Group's workforce expanded to 253 employees, compared with 203 employees in the previous year, supporting employment and economic activity within the construction sector.

Customer Satisfaction

Customer satisfaction remains a fundamental driver of GDB's long-term value creation. In the competitive construction and engineering sector, our ability to consistently meet and exceed client expectations strengthens repeat business, reinforces brand credibility and supports the Group's long-term resilience. In line with IFRS S1 requirements, GDB discloses the governance and strategic frameworks used to manage the risks and opportunities associated with client relationships. (Refer to page 46 to 49 of this annual report for the management of sustainability-related risks and opportunities for our material matters).

SUSTAINABILITY STATEMENT (CONT'D)

Strategic Integration and Governance



Customer satisfaction is integrated into the Group's broader risk management and strategic planning processes, with oversight provided by the Board and senior management to ensure that project delivery reflects the highest standards of quality and reliability.

Our strategy is guided by five key value drivers: **Quality and Reliability, Safety, Timely Project Delivery, Sustainability Performance and Innovation**. By focusing on these priorities, GDB mitigates risks such as project delays and safety incidents while capturing opportunities to deliver innovative and sustainable construction solutions that meet evolving client expectations.

Principles of Service Excellence

Our pursuit of operational excellence is supported by a culture that emphasises teamwork, capability development and continuous improvement. By investing in the growth and empowerment of our workforce, we equip our teams with the skills and expertise needed to deliver high-quality outcomes and build enduring relationships with our clients.

As part of our commitment to responsible construction practices, we also integrate environmental considerations into our operations through the adoption of resource-efficient technologies and sustainable construction methods. In addition, strict adherence to legal, statutory and ESG requirements ensures that our projects are delivered responsibly while maintaining the trust and confidence of our clients.

Engagement Mechanisms and Continuous Improvement

The Group maintains structured engagement channels to capture client feedback and ensure continuous improvement across our project portfolio. Our operational processes are supported by internationally recognised management systems, including **ISO 9001 (Quality Management)** and **ISO 45001 (Occupational Health and Safety)** certifications, which provide a consistent framework for quality assurance and safe project execution.

To ensure that client expectations are consistently met, the Group maintains regular communication and project-based engagement mechanisms, including:

- Client Project Feedback Sessions to ensure alignment with project specifications and expectations
- Structured Client Surveys conducted at key project milestones to assess performance across our five value drivers

(Refer to page 44-45 of this annual report for further details on engagement channels and frequency of engagement.)

SUSTAINABILITY STATEMENT (CONT'D)

Client Satisfaction Survey

To assess the effectiveness of our service delivery, GDB conducts Client Satisfaction Surveys across our project portfolio. These surveys measure client perceptions of our technical capabilities, safety performance, responsiveness and ability to meet project timelines.

In **FY2025**, GDB recorded an average client satisfaction score of **87.6%**, reflecting the Group's continued ability to deliver reliable quality and progressive excellence in a demanding construction environment. The result also validates the effectiveness of our management systems, including our ISO-certified quality and safety frameworks.

Three-Year Client Satisfaction Performance Trend



Beyond the headline figure, feedback from these surveys is reviewed by management to identify opportunities for improvement and to further strengthen project delivery standards. This continuous feedback loop enables GDB to enhance client experience, reinforce long-term partnerships and sustain our position as a trusted delivery partner for complex construction projects.

Supply Chain Management

In the construction industry, a resilient and well-governed supply chain is fundamental to project delivery, cost stability and long-term value creation. GDB prioritises supply chain performance, recognising its direct influence on operational risk management, quality assurance and safety standards across our projects. As such, sustainable supply chain management is embedded within our business strategy to support operational continuity, efficiency and responsible value creation throughout the project lifecycle.

Our approach considers economic, environmental and social factors that may affect supplier performance and availability, including cost volatility, resource constraints, labour practices and regulatory compliance. By strengthening supply chain governance and fostering long-term partnerships, GDB aims to mitigate supply-related risks, enhance resilience and support sustainable outcomes that contribute to the Group's financial performance and long-term growth.

Supply Chain Engagement

We actively engage with suppliers and subcontractors to build collaborative relationships that support reliable project delivery and consistent performance. Through structured communication, clear expectations and regular engagement, we align our supply chain partners with GDB's standards on quality, safety, ethical conduct and sustainability.

This engagement facilitates early identification and management of supply chain risks, enhances transparency and promotes continuous improvement across the construction value chain. By fostering mutual accountability and capability development, GDB strengthens supplier resilience while reinforcing operational stability within our construction ecosystem.

Responsible Procurement

GDB's procurement practices are guided by principles of fairness, transparency and accountability, with sustainability considerations integrated into sourcing and supplier selection processes. Where practicable, the Group prioritises local procurement to support domestic businesses, strengthen local industry capacity and reduce supply chain dependencies.

SUSTAINABILITY STATEMENT (CONT'D)

Our procurement process is conducted through a structured and competitive bidding framework. Tender shortlisting, evaluation and selection undergo multiple levels of review, and contracts are awarded based on pre-defined technical, commercial and compliance criteria. This process is overseen by the Contracts Department to ensure fairness, accountability and alignment with GDB’s ethical business conduct commitments.

Supplier and contractor performance is monitored throughout project execution to ensure compliance with applicable laws, industry standards and ethical business practices. Suppliers are encouraged to adopt waste reduction measures and environmentally responsible practices to support GDB’s environmental commitments. Project progress and performance are reviewed through regular site meetings, while cost monitoring and variation order assessments are conducted periodically to maintain financial discipline and operational accountability.





Through these measures, GDB seeks to strengthen supply chain resilience, promote responsible procurement and ensure that its sourcing practices contribute to sustainable value creation across the construction value chain.



Local Procurement and Community Investment

GDB prioritises local sourcing as part of our responsible procurement approach, recognising the important role that local suppliers play in supporting domestic industry development and strengthening supply chain resilience. In FY2025, the Group spent RM564.36 million on local suppliers, representing 99.77% of total procurement spending. This reflects GDB’s continued commitment to engaging domestic contractors, subcontractors and service providers across its construction projects.

LOCAL VALUE CREATION

99.77% LOCAL PROCUREMENT	RM564.36 million	RM20,206	4 Organisations
 Procurement spending on local suppliers	 Total spending on local suppliers	 Community investment	 Community beneficiaries
FY2025	FY2025	FY2025	FY2025

Similarly, in FY2024 and FY2023, the proportion of spending on local suppliers remained consistently high at 99.98% and 99.90%, respectively. This sustained level of local procurement demonstrates the Group’s efforts to support Malaysian businesses while maintaining a stable and responsive supply chain ecosystem.

SUSTAINABILITY STATEMENT (CONT'D)

Beyond procurement activities, GDB also contributes to community development through targeted social investments. In FY2025, the Group invested RM20,206 in community initiatives benefiting four external beneficiaries, compared with RM14,400 in FY2024 and RM6,576 in FY2023. These contributions reflect GDB's ongoing commitment to supporting community well-being and creating positive social impact in the areas where we operate.

Through sustained local procurement and community-focused initiatives, GDB continues to contribute to economic empowerment, industry development and the broader socio-economic progress of the communities we serve.

PROPORTION OF SPENDING ON LOCAL SUPPLIERS			PROPORTION OF SPENDING ON COMMUNITY AND SOCIETY	
Period	Total amount spent on local suppliers (RM 'Million)	Proportion of spending on local suppliers %	Total amount invested in the community where the target beneficiaries are external to the listed issuer (RM)	Total number of beneficiaries of the investment in communities
FY2025	564.36	99.77	20,206	4
FY2024	185.15	99.98	14,400	4
FY2023	272.13	99.90	6,576	1

Environmental Sustainability



As a responsible player in Malaysia's built environment, GDB recognises that environmental sustainability is fundamental to the long-term resilience of our business and the communities we serve. The construction sector carries a significant environmental footprint, particularly in energy consumption, greenhouse gas emissions, water usage and waste generation. Guided by our **ISO 14001:2015 certification**, GDB adheres to internationally recognised environmental management standards that enable us to systematically identify, monitor and mitigate environmental impacts while driving continuous improvement. Our Sustainability Policy further reinforces our commitment to minimising our ecological footprint, promoting resource efficiency and strengthening environmental stewardship across the organisation.

Through our Quality, Environment, Safety and Health Management System (QESHMS), we integrate environmental considerations into all aspects of our operations. This structured approach supports the establishment and implementation of clear environmental objectives, including reducing greenhouse gas emissions, conserving water and energy, managing waste responsibly and protecting biodiversity.

In FY2025, the Group continued to strengthen our environmental stewardship by embedding sound environmental management practices across our operations and projects. Our efforts focus on key areas including climate change and energy management, water and waste management, and the responsible use of natural resources. These initiatives reflect our commitment to mitigating environmental risks, enhancing operational efficiency and supporting sustainable development outcomes.

Material Matters	Related UNSDGs
Climate Change & Energy Management	SDG 6: Promoting responsible water management through effective wastewater treatment, pollution prevention and efficient water use.
	SDG 13: Mitigate climate change by minimising greenhouse gas emissions.
Water & Waste Management	SDG 14: Preventing water pollution from construction activities to protect aquatic ecosystems and marine life.
Resource Management	SDG 15: Conserving natural habitats and minimising impacts on biodiversity and surrounding ecosystems.

SUSTAINABILITY STATEMENT (CONT'D)

GDB's environmental sustainability efforts are aligned with the SDGs, reflecting our commitment to addressing material environmental matters in a structured and globally recognised framework. Our focus on responsible water and waste management supports SDG 6 (Clean Water and Sanitation) through effective wastewater treatment, pollution prevention and efficient water use. In addressing climate change and energy management, we contribute to SDG 13 (Climate Action) by minimising greenhouse gas emissions and improving energy efficiency. We also support SDG 14 (Life Below Water) by preventing water pollution from construction activities and SDG 15 (Life on Land) through measures to conserve natural habitats and minimise impacts on biodiversity.

Why This Matters to GDB

Environmental sustainability is intrinsically linked to GDB's ability to deliver projects responsibly, manage risks effectively and create long-term value for stakeholders. Climate-related risks, resource constraints, and evolving regulatory and stakeholder expectations have direct implications for project delivery, cost efficiency and business continuity.

By proactively managing environmental impacts and integrating sustainability considerations into decision-making, we strengthen our operational resilience, safeguards our licence to operate and positions the Group to respond effectively to an evolving environmental and regulatory landscape. This disciplined approach ensures that environmental considerations are embedded within our operations and strategy, supporting GDB's broader sustainability commitments and long-term growth agenda.



Environmental Commitments under the Sustainability Policy

Environmental stewardship forms an integral component of the Group's Sustainability Policy, guiding how environmental considerations are embedded across our operations and project delivery. The policy reflects GDB's commitment to safeguarding the environment while ensuring that construction activities are carried out responsibly and in compliance with applicable environmental laws and regulations.

Under this policy, the Group emphasises the efficient use of natural resources, responsible waste management and the prevention of pollution arising from our operations. Through the implementation of the QESHMS and adherence to ISO 14001:2015 environmental management standards, GDB systematically identifies, monitors and manages environmental impacts across its project sites.

GDB's Sustainability Policy states the Group's environmental commitments on the following matters:

- Reduction of resources consumed.
- Reduction of carbon footprint.
- Promote Environmental awareness among employees and stakeholders.
- Reduce environmental impacts by efficient use of resources and fossil fuels.
- Minimise the emission of toxic substances.
- Prudent utilization of water and energy.
- Promote the Reduce, Reuse & Recycle (3R) practice.
- Responsible management of waste and effluents.
- Prevent pollution.
- Promote circular economy

SUSTAINABILITY STATEMENT (CONT'D)

The policy also promotes environmental awareness among employees and stakeholders, encouraging responsible practices such as prudent water and energy consumption, the adoption of reduce, reuse and recycle (3R) principles, and the proper management of waste and effluents. These commitments reflect GDB's approach to minimising the environmental footprint of our operations while protecting surrounding communities and ecosystems.

Through these efforts, GDB seeks to embed environmental responsibility across the organisation while supporting sustainable construction practices and long-term environmental protection.

ISO 14001:2015 Certification and QESHMS

GDB manages climate change and energy-related risks through a systematic framework supported by our ISO 14001:2015-certified Environmental Management System and integrated Quality, Environment, Safety and Health Management System. This framework establishes clear processes for identifying, assessing and managing energy consumption and greenhouse gas emissions arising from the Group's operations and project activities.

Energy and emissions considerations are incorporated into operational controls, site practices and project planning. Performance is monitored through regular reviews and assessments to support regulatory compliance, effective risk management and continuous improvement. Through this structured approach, GDB seeks to enhance energy efficiency, minimise emissions where practicable and strengthen operational resilience in response to evolving regulatory and stakeholder expectations.



International Management Systems

As a testament to our QESH commitments, we have obtained ISO 9001:2015, ISO 14001:2015 and ISO 45001:2018 certifications. We have consolidated all these principles, systems, processes and standards into one integrated management system, QESHMS. It streamlines our Quality Management, Environmental Management and Safety and Health Management Systems, thereby saving us time and increasing our efficiency. As a result, we are able to focus on a wide range of crucial areas.



In addition, GDB projects have attained QCLASSIC, BuildQAS and SHASSIC certifications. We have also completed and been certified for the Construction Green 5S programme as part of our commitment to quality, environmental, safety, health and productivity.



Compliance with Environmental Regulations

We are committed to complying with all applicable environmental laws and regulatory requirements governing our operations. We work closely with relevant regulatory authorities and local councils to ensure that environmental standards and requirements are consistently met across our construction sites.

These include compliance with guidelines and requirements issued by authorities such as the Department of Environment Malaysia, Department of Irrigation and Drainage Malaysia, Department of Occupational Safety and Health Malaysia, Construction Industry Development Board Malaysia, as well as relevant state health departments and local municipal councils.

Environmental requirements stipulated in project agreements and Letters of Award include provisions relating to permitted operating hours, site housekeeping and cleanliness, erosion and sedimentation control measures, and the responsible management of environmental impacts arising from construction activities. Through strict adherence to these requirements, we seek to minimise environmental disturbances and maintain responsible construction practices throughout project execution.

SUSTAINABILITY STATEMENT (CONT'D)

Environment, Safety and Health Governance

The Group has established a structured governance framework to oversee environmental, safety and health matters across our operations and project sites.

The Environment, Safety and Health (“ESH”) Committee at the Group level is headed by the Group Executive Director and supported by the Senior ESH Manager. The committee comprises key management personnel, including the General Manager, Heads of Projects (“HOPs”), Project Managers, ESH Officers, as well as Heads of Departments (“HODs”) from functions such as logistics, store and Quality Assurance/Quality Control (“QA/QC”). The committee provides strategic oversight and ensures that environmental, safety and health practices are consistently implemented across the Group’s operations.

ESH COMMITTEE

PROJECT ESH COMMITTEE

At the project level, the Project ESH Committee is led by the HOPs and supported by the Project ESH Team. Meanwhile, the Site ESH Committee comprises subcontractors, site management representatives, site staff and site workers, ensuring that environmental and safety practices are effectively implemented at the operational level and that site personnel remain actively engaged in maintaining safe and environmentally responsible working conditions.

QESH Management Review Board (“MRB”)

The QESH Management Review Board (“MRB”) periodically reviews the suitability, adequacy and effectiveness of the Group’s QESHMS to ensure that it remains aligned with the Group’s operational requirements, regulatory obligations and sustainability objectives.

The review focuses on several key areas, including:

- Status of actions arising from previous MRB meetings;
- Changes in internal and external issues that may affect the effectiveness of the QESHMS;
- Alignment with the Group’s strategic direction and stakeholder expectations;
- Evaluation of opportunities for continuous improvement; and
- Performance against established targets and the overall effectiveness of the QESHMS.

Through these periodic reviews, the Group ensures that its QESHMS remains capable of supporting continuous improvements in environmental performance, workplace safety and operational excellence.

QESH Risk Management

The Group adopts a structured and cyclical approach to managing risks related to quality, environmental, safety and health. This risk management process consists of five key steps that enable the systematic identification, assessment and management of risks across our operations and project sites.

1. Risk Identification

Potential risks are identified and categorised under the QESH framework. Associated risks and opportunities are also evaluated to ensure an extensive understanding of potential threats as well as areas for improvement.



SUSTAINABILITY STATEMENT (CONT'D)

2. Risk Assessment

Each identified risk is assessed based on its likelihood of occurrence and potential impact. Risks with higher impact and probability are prioritised to ensure that appropriate mitigation measures and resources are directed towards managing the most critical risks.

3. Risk Mitigation and Action Plans

Mitigation and monitoring measures are developed and implemented to manage identified risks. Departments across the Group work collaboratively to identify, analyse and respond to risks within clearly defined timelines, with specific responsibilities assigned to ensure accountability in the implementation of action plans.

4. Controls and Responsibilities

Clear processes, roles and responsibilities are established to ensure effective risk management. Each department integrates risk management into its operational activities, ensuring compliance with quality, safety and environmental standards while embedding risk control measures into day-to-day operations.

5. Monitoring and Review

The effectiveness of risk management measures is periodically reviewed to ensure continuous improvement. Feedback from assessments, internal audits and incident reports is used to refine and strengthen risk management strategies, enabling the Group to respond effectively to evolving operational risks and challenges.

To support the effective planning and management of environmental, safety and health risks, the Group adopts two key risk management tools:

- **Environmental Aspect and Impact Register (EAIR)**
- **Hazard Identification, Risk Assessment and Risk Control (HIRARC)**

Workplace risk assessments are conducted regularly to identify substandard practices and hazardous working conditions. Where risks are identified, corrective actions are promptly implemented to mitigate potential impacts and improve workplace safety and environmental performance.

Through this structured risk management framework, the Group is able to proactively identify potential risks, implement appropriate mitigation measures, monitor outcomes and continuously improve its QESH performance.

Awareness and Training

Building environmental awareness and maintaining a strong safety culture are essential components of GDB's site management practices. The Group ensures that all site personnel are equipped with the necessary knowledge and competencies to carry out their duties safely while minimising environmental impacts.

All site workers, whether directly or indirectly employed by the Group, are required to hold a Construction Industry Development Board (CIDB) Green Card. This certification confirms that workers have completed the Safety Induction Construction Worker Course, possess basic knowledge of occupational safety and health (OSH) practices at construction sites, and are covered under an insurance protection plan.

SUSTAINABILITY STATEMENT (CONT'D)

Prior to commencing work, all onsite personnel are required to attend an Environment, Safety and Health (ESH) induction programme. To reinforce safe and environmentally responsible work practices, our ESH officers and supervisors conduct regular onsite meetings and training sessions, including:

- **Daily and weekly toolbox briefings** to address safety and environmental concerns at project sites.
- **Monthly ESH committee meetings** to review safety performance, incidents and improvement measures.
- **On-the-job training** focused on skill enhancement and risk awareness through practical site-based training.
- **Emergency drills** to ensure preparedness for potential incidents.
- **Hazard Identification, Risk Assessment, and Risk Control (HIRARC) exercises** to identify and mitigate workplace hazards.
- **Standard Operating Procedure (SOP) briefings** to ensure compliance with established operational practices.
- **Policy and procedure updates** to keep workers informed of the latest safety and environmental requirements.

TOOLBOX BRIEFING AGENDA	
Safety and Health Matters	Environmental Matters
<ul style="list-style-type: none"> • Trade work safe operation procedure / HIRARC requirement. • Daily housekeeping after work. • Provide fall protection to prevent fall of person or material. • Accident/Incident reporting procedure. • Emergency Response plan and guidelines. • Personal protective equipment compliances. • Electrical safety. • Safety compliance during working at height. • Security matters - Electrical tool declaration and gate pass procedure. • Welfare facilities and it's maintenance. 	<ul style="list-style-type: none"> • Promote 3R. • Use spill tray to prevent pollution. • Maintain good housekeeping at work areas. • Dust control from rubbish dumping activity.

In addition, specialised training sessions are periodically conducted by external experts, providing workers with opportunities to obtain professional certifications through selected off-site training programmes. These initiatives ensure that personnel are equipped with the necessary knowledge and competencies to maintain a safe, compliant and environmentally responsible working environment.

FY2025 Environmental Training		
Training Topics	No. of Hours	No. of Attendees
Seminar Ke Arah Pembangunan Mampan & Implikasi Pindaan AKAS 2024	7	2
Datum : KL/ Plus / GBI (Bundle)	21	1
SIRIM 5 : 2023 - Green 5S Awareness Training Duration	7	25
Total	35	28

SUSTAINABILITY STATEMENT (CONT'D)

Environmental Impacts of Project Development

Construction activities may give rise to environmental impacts such as dust emissions, noise, waste generation and potential water pollution. As such, GDB places strong emphasis on managing environmental impacts throughout the lifecycle of our projects through strict compliance with applicable environmental laws, regulatory requirements and industry standards.

During the year under review, the Group maintained a **zero non-compliance record** and was not subject to any fines or penalties related to environmental permits, standards or regulatory requirements. This reflects GDB's commitment to responsible environmental management and the effective implementation of our environmental management practices across project sites.



Number of incidents of non-compliance with environmental permits, standards and regulations

Period	Waste	Air Quality/ Emissions	Water Discharges	Water Withdrawal Exceedances	Effluent Limit Exceedances	Violation of Wastewater pre-treatment requirements	Oil or Hazardous Substance spills	Land Use	Endangered Species
FY2025	0	0	0	0	0	0	0	0	0
FY2024	0	0	0	0	0	0	0	0	0

Climate Change & Energy Management

Climate Change and Energy Management is a key driver of GDB's long-term sustainability strategy and corporate resilience, given the construction sector's contribution to energy consumption and greenhouse gas ("GHG") emissions. As the global transition toward a low-carbon economy accelerates, the Group recognises that managing climate-related risks and opportunities is essential to maintaining our competitive position and supporting sustainable growth.

GDB's climate strategy is aligned with national priorities, including the 12th Malaysia Plan (12MP), which targets a 45% reduction in GHG emissions intensity of GDP by 2030 relative to 2005 levels. By integrating these national objectives into our operational and project management practices, we contribute to Malaysia's broader transition toward a low-carbon economy and the nation's long-term aspiration of achieving net-zero emissions by 2050.

Operational energy efficiency remains a key focus area in reducing the Group's carbon footprint. GDB systematically monitors energy consumption across project sites and corporate facilities, including electricity and fuel usage, to manage Scope 1 and Scope 2 emissions. Through resource-efficient construction practices and the adoption of green technologies, the Group aims to improve energy efficiency while managing operational costs and supporting climate mitigation efforts.

Climate Change

Climate change is a defining global challenge, generating complex and widespread impacts across societies, economies and natural systems. The scale and nature of climate-related risks differ substantially by sector, industry, geography and the specific characteristics of individual organisations, necessitating tailored risk identification, mitigation and adaptation approaches. For the construction sector, climate change presents both direct operational implications, such as energy consumption and GHG emissions from activities and materials, and broader systemic considerations linked to resilience and infrastructure performance.

In the near term, the construction sector plays an important role in reducing carbon emissions through improved energy efficiency, responsible resource use and strengthened climate risk management. Over the longer term, the sector must also contribute to climate adaptation by designing and delivering infrastructure that is resilient to evolving environmental conditions and aligned with low-carbon development pathways.

SUSTAINABILITY STATEMENT (CONT'D)

For GDB, addressing both mitigation and adaptation considerations is integral to responsible project delivery and long-term business resilience. By integrating climate considerations into planning, design and operational practices, the Group strengthens our ability to manage climate-related risks while supporting national climate ambitions.

Governance

Effective governance structures are essential for overseeing climate-related risks and opportunities within the construction sector. This includes establishing clear roles and responsibilities at the Board and management levels, ensuring that climate-related issues are integrated into strategic decision-making processes, and fostering a culture of accountability for climate-related performance.

Our Board of Directors holds ultimate responsibility for the Group's sustainability performance, including climate-related strategy, risk management and performance monitoring. This oversight ensures that climate considerations are embedded within the Group's strategic direction and decision-making processes.

At the management level, the **Group Managing Director** oversees the implementation of sustainability initiatives, including climate-related strategies and operational practices. Meanwhile, the **Sustainability Management Committee** evaluates sustainability performance, identifies areas for improvement and supports the Group's alignment with evolving sustainability reporting standards, including those introduced by the International Sustainability Standards Board (ISSB).

Further details on GDB's sustainability governance structure are provided in the Sustainability Governance section of this Sustainability Statement.

Strategy

Our strategy for addressing climate change focuses on both mitigation and adaptation, reflecting the need to reduce emissions while strengthening resilience to climate-related risks.

A key component of our mitigation approach is the adoption of energy-efficient and low-carbon technologies across construction operations. This includes exploring innovative construction methodologies, improving energy efficiency in project execution and considering environmentally responsible material choices.

In addition, the Group applies the principles of Reduce, Reuse and Recycle (3R) to minimise resource consumption throughout the construction lifecycle. This includes optimising material usage, promoting the use of recycled or recyclable materials where feasible, and implementing waste reduction practices across project sites.

Through these initiatives, GDB aims to reduce our environmental footprint while contributing to broader decarbonisation efforts within the construction industry.

Climate-Related Risks & Opportunities

Climate change presents a range of physical and transition risks that may affect the construction sector and GDB's operations over different time horizons. Physical risks may arise from extreme weather events and changing climate patterns, while transition risks may result from evolving regulatory requirements, technological developments and market expectations related to decarbonisation.

To enhance resilience, the Group continuously evaluates climate-related risks and opportunities as part of our broader risk management framework. These assessments support proactive mitigation planning and help ensure that climate considerations are integrated into project planning, operational decision-making and long-term business strategy.

SUSTAINABILITY STATEMENT (CONT'D)

	CLIMATE CHANGE RISKS	POTENTIAL FINANCIAL AND CORPORATE IMPACT	TIME HORIZON & RISK ASSESSMENT	MITIGATION / MANAGEMENT APPROACH
	Acute: Extreme weather events			
PHYSICAL RISKS	<ul style="list-style-type: none"> Increased damage to work in progress buildings from floods, storms. Operational disruptions resulting in delayed construction activities. Heat wave affecting health of people and construction workers. 	<ul style="list-style-type: none"> High repair and replacement costs. Business disruption and loss of revenue. Higher insurance premiums. Health risks to people and construction workers. Loss of productivity. 	Short to Medium Likelihood Likely Impact Major	<ul style="list-style-type: none"> Implement better and effective project planning and management before the commencement of a new project. Implementation in flood defence solutions Enhance insurance coverage.
	Chronic: Rising sea levels, changing temperature patterns			
	<ul style="list-style-type: none"> Affect assets efficiency in areas exposed to rising sea levels and temperature changes. Reduction in operational efficiency. 	<ul style="list-style-type: none"> Increased operational costs. High machinery replacement cost and maintenance cost. Potential for asset obsolescence. 	Long Likelihood Likely	<ul style="list-style-type: none"> Consider purchasing or leasing of more climate resilient machinery.
	Regulatory			
TRANSITION RISKS	<ul style="list-style-type: none"> Regulatory changes mandating higher building performance standards to meet building codes and climate-related energy management requirements. 	<ul style="list-style-type: none"> Increased operational costs. Potential fines or penalties for non-compliance. 	Medium to Long Likelihood Unlikely Impact Minor	<ul style="list-style-type: none"> Develop a proactive approach to regulatory compliance. Integrate sustainable work processes and building designs into new projects.
	Technology			
	<ul style="list-style-type: none"> Rapid evolution of disruptive technologies. 	<ul style="list-style-type: none"> Increased costs to adopt new technologies. Potential asset obsolescence if machinery and assets are not upgraded to include new technologies. 	Medium to Long Likelihood Likely Impact Moderate	<ul style="list-style-type: none"> Investing in smart technologies in construction such as energy management initiatives and energy efficient machinery.

SUSTAINABILITY STATEMENT (CONT'D)

Climate-related risks are actively monitored to ensure that appropriate mitigation measures are implemented across the Group's operations. By strengthening project planning, adopting resilient construction practices and monitoring regulatory developments, GDB aims to minimise potential disruptions while identifying opportunities to enhance operational efficiency and sustainability performance.

Greenhouse Gas ("GHG") Emissions

The management of greenhouse gas ("GHG") emissions is a key component of GDB's climate change strategy, given the construction sector's contribution to emissions through energy use, materials and project-related activities. In line with Malaysia's commitment under the 12th Malaysia Plan to reduce economy-wide GHG emissions intensity by 2030, and global efforts to achieve net zero emissions by 2050, the Group recognises the importance of establishing a foundation for emissions measurement, monitoring and reduction.

In FY2024, the Group began tracking employee commuting under Scope 3 emissions, marking an important step toward improving emissions data coverage and enhancing the transparency and completeness of GDB's climate-related disclosures.

GHG emissions are categorised into three scopes in accordance with the Greenhouse Gas Protocol, as illustrated below.

Scope 1	Scope 2	Scope 3
Direct GHG emissions from vehicles, machineries and generator sets from sources that are controlled or owned by an organisation.	Indirect GHG emissions associated with the purchase of electricity from Tenaga Nasional Berhad (TNB).	All indirect GHG emissions, excluding those in Scope 2, that are influenced by our operations, such as business travel and employee commuting.

GHG Emissions Performance

The Group's GHG emissions increased in FY2025 compared to FY2024, primarily reflecting the higher level of construction activities as projects progressed into more advanced stages of development.

Scope 1 emissions increased to 2,838.43 tCO₂e (FY2024: 1,833.81 tCO₂e), while Scope 2 emissions rose to 1,983.45 tCO₂e (FY2024: 482.14 tCO₂e), in line with higher fuel consumption and electricity usage across active project sites. This trend is consistent with the transition of projects into structural and superstructure phases, where material usage and equipment deployment are typically more intensive.

For Scope 3 emissions, the Group continued to enhance its reporting coverage by tracking Category 6 (business travel) and Category 7 (employee commuting). Scope 3 emissions increased to 1,528.72 tCO₂e in FY2025 (FY2024: 1,254.83 tCO₂e), reflecting improved data capture and workforce activity levels.

Overall, the increase in emissions is aligned with the Group's operational growth and project lifecycle progression during the year. GDB remains focused on strengthening emissions monitoring capabilities and identifying opportunities to improve energy efficiency and reduce emissions intensity over time.

PERIOD	Emission Performance (Tonnes CO ₂ e)		
	FY2025	FY2024***	FY2023
SCOPE 1	2,838.43	1,833.81	4,365.40
SCOPE 2*	1,983.45	482.14	821.32
SCOPE 3 – Category 6**	0.048	0	-
SCOPE 3 - Category 7***	1,528.67	1,254.83#	-

SUSTAINABILITY STATEMENT (CONT'D)

GHG Framework: GHG Protocol

Emission Factor: Malaysia National Grid Emission Factor (*Suruhanjaya Tenaga*), supplemented with IPCC 2006 Guidelines, DEFRA, BEIS for other sources where local data is unavailable.

- * Scope 2 emissions are calculated using the location-based method.
- ** Scope 3 emissions for Category 6 & 7 are calculated using the distance-based method.
- *** Base year for reporting of Scope 3 (Category 6 & 7)

Note #: FY2024 Scope 3 (Category 7) emissions have been restated from previously reported figures due to a revision in calculation methodology. The updated figures reflect improved accuracy and alignment with the distance-based method under the GHG Protocol.

Targets and Transition Planning

In line with the requirements of IFRS S2 – Climate-related Disclosures, GDB is progressively developing its GHG emissions targets and transition planning approach, supported by improvements in emissions data quality and expanded reporting coverage. These efforts are intended to provide a credible foundation for the establishment of science-based emissions reduction targets over time.

The Group's approach is informed by Malaysia's national climate commitments, including the 12th Malaysia Plan (12MP) target to reduce greenhouse gas emissions intensity of GDP by 45% by 2030 relative to 2005 levels, as well as the broader global ambition to achieve net zero emissions by 2050.

As the maturity of emissions data improves across Scopes 1, 2 and 3, GDB will evaluate feasible decarbonisation pathways across our operations. These may include enhancing energy efficiency at project sites, optimising operational processes and engaging with supply chain partners where relevant to support emissions reduction initiatives.

Transition planning considerations are progressively integrated into the Group's environmental management systems and project planning processes. This measured approach allows GDB to balance operational realities, regulatory developments and stakeholder expectations while strengthening the Group's climate resilience and enhancing the transparency of our climate-related disclosures over time.

Pollution

Construction activities may generate various pollutants, including dust, noise, wastewater and soil contaminants, which can affect both the environment and surrounding communities if not properly managed. Recognising these potential impacts, GDB implements a range of mitigation measures across our project sites to minimise pollution and safeguard the health and well-being of employees, subcontractors and nearby residents.

Through careful site planning, operational controls and continuous monitoring, the Group strives to manage and reduce pollution arising from construction activities. These measures reflect GDB's commitment to responsible environmental practices and the protection of environmental quality throughout the lifecycle of our projects.

Air Quality

Air quality is regularly monitored at all project sites to ensure that dust and emissions from construction activities are effectively managed. Site access zones are paved with concrete or hard-core materials to minimise dust generation from vehicle movement.

To further control dust dispersion, internal rubbish chutes are installed on each floor and connected through lift shafts, enabling the safe disposal of construction waste while reducing airborne particles. In addition, the Group uses **low-volatile organic compound ("VOC") paints and environmentally friendly adhesives** where practicable to reduce the release of harmful emissions.

The Group also ensures that vehicles and construction machinery are properly maintained so that exhaust emissions remain within acceptable regulatory limits, supporting cleaner air quality at project sites and surrounding areas.

SUSTAINABILITY STATEMENT (CONT'D)

Noise and Water Pollution Management

Construction activities may generate elevated noise levels and produce wastewater or surface runoff that could affect nearby communities and surrounding ecosystems if not properly managed. GDB implements a range of operational controls and preventive measures to minimise these impacts and ensure compliance with applicable environmental regulations.

To manage construction noise, work activities are carried out in accordance with permitted operating hours and site-specific requirements set by local authorities. Where necessary, noise mitigation measures such as proper equipment maintenance, the use of suitable machinery and controlled scheduling of high-noise activities are implemented to minimise disturbances to nearby residents and surrounding communities.

Water pollution risks are managed through the implementation of appropriate site controls to prevent contaminants from entering nearby drainage systems and water bodies. Measures such as the installation of silt traps, sedimentation controls and spill trays are implemented to manage surface runoff and prevent pollution arising from construction materials, oils or chemicals. Site housekeeping practices are also enforced to ensure that waste materials and debris are properly managed and do not contribute to water contamination.

Through these measures, GDB seeks to minimise noise disturbances and prevent water pollution, supporting responsible construction practices and protecting the surrounding environment throughout project execution.

Life Cycle Perspective

GDB adopts a life cycle perspective when evaluating the environmental impacts associated with our construction activities. This approach enables the Group to assess environmental aspects arising from different stages of project development, from the procurement of materials to construction activities and the end-of-life management of materials.

By examining the environmental burdens associated with each stage of the project lifecycle, GDB is able to identify opportunities to minimise resource consumption, reduce emissions and manage waste more effectively. The Group implements practical mitigation measures across these stages to reduce environmental impacts and support more sustainable construction practices.

Activity	Environmental Aspect	Mitigation Measures / Solutions
Raw material acquisition	Consumption of resources	Use of materials with recyclable content and minimised reliance on virgin materials
	Air pollutant emissions	Use of low volatile organic compound ("VOC") paints, coatings, carpet flooring and sealants
Transportation / Delivery	Air pollutant emissions	Prioritising local procurement to reduce transportation-related emissions
Use / Construction	Resource consumption and waste generation	Adoption of Reduce, Reuse and Recycle (3R) practices
End of life	Waste disposal	Recycling and reuse of scrap

SUSTAINABILITY STATEMENT (CONT'D)

Building and Infrastructure Life Cycle Impacts

In alignment with the *S1/SASB: IF-EN-410a.1* standard, GDB is committed to addressing the environmental, social and economic impacts of our building and infrastructure projects throughout their life cycle. The Group actively pursues third-party sustainability certifications for our projects, demonstrating our dedication to sustainable development and operational excellence.

A key highlight in FY2024 was the completion of SDPLOG 1 [Metrohub 1] at E-Metro Logistics Park, Bukit Raja 2, which was awarded Provisional GreenRE Certification – Silver.

By adopting a life cycle perspective, the Group seeks to minimise environmental impacts, improve resource efficiency and support the delivery of sustainable built environments. These considerations are incorporated into project planning, material selection, construction practices and operational management where applicable.

In support of these objectives, GDB actively pursues recognised third-party sustainability certifications for eligible projects. In addition to SDPLOG 1 [Metrohub 1], other projects currently pursuing sustainability certifications include the **Kuala Lumpur International Hospital**, which is targeting **Green Building Index (GBI) certification**, **Logistics Hub Plot B**, which is targeting **GreenRE Gold certification**, and **SDPLOG i7A Metro Hub 4**, which is targeting **LEED Gold certification**. These certifications provide independent verification of sustainability performance and demonstrate the Group's commitment to responsible construction practices, sustainable development and continuous improvement in environmental performance.



BUILDING & INFRASTRUCTURE LIFECYCLE IMPACTS

Name of Project	Project Status	Sustainability Standard Certified
SDPLOG 1 [Metrohub 1] Logistic Hub at E-Metro Logistic Park, Bukit Raja 2	Completed in 2024	Awarded with Provisional GreenRE Certification - SILVER

Number of Active Projects seeking certification to a third party sustainability standard

Name of Project	Location	Sustainability Standard Certified
Kuala Lumpur International Hospital, Bukit Jalil	Jalan Impian Indah, Mukim Petaling, Kuala Lumpur	Targeting for Green Building Index (GBI) certification
Logistics Hub Plot B, Shah Alam	Jalan Utas 15/7, Seksyen 15, 40200 Shah Alam, Selangor Darul Ehsan	Targeting for GreenRE GOLD certification
Metrohub 4 Logistic Hub, Klang	Jalan Inai 2/KU5, Kawasan Perindustrian Bandar Bukit Raja 2, Mukim Kapar, Daerah Klang, Selangor Darul Ehsan	Targeting for LEED GOLD certification

Sustainable Energy Management

The Group's energy consumption is influenced by the scale, complexity and duration of projects undertaken during the reporting period. Recognising that energy use is a key contributor to GHG emissions and operational costs, GDB adopts a prudent approach to energy management, focusing on improving energy efficiency across our operations and project sites. Energy considerations are integrated into project planning and operational controls to ensure that consumption remains aligned with operational requirements while supporting efficiency objectives.

As part of our climate mitigation efforts, GDB applies a life cycle perspective to identify opportunities to reduce energy consumption and associated emissions across our activities. This includes prioritising the procurement of materials and products sourced close to project sites, where practicable, to reduce transportation-related energy use.

SUSTAINABILITY STATEMENT (CONT'D)

In parallel, the Group promotes energy conservation awareness through training programmes, staff engagements and site-level toolbox briefings. These initiatives reinforce accountability among employees and subcontractors while encouraging energy-efficient practices across project sites. Collectively, these measures support the Group's efforts to manage climate-related risks, reduce emissions intensity and strengthen operational resilience in response to evolving regulatory and stakeholder expectations.

TOTAL ENERGY CONSUMPTION (GJ)									
Period	Total Non-Renewable Energy				Total Renewable Energy			Total Energy Input	% of Total Renewable Energy Input
	Electricity	Fuel	Gas	Others	Solar	Steam	Others		
FY2025	9,244.51	41,587.46	26.36	0	0	0	0	50,858.33	0%
FY2024	2,163.46	20,877.19	9.80	0	0	0	0	23,050.44	0%
FY2023	3,685.41	28,939.89	48.14	0	0	0	0	32,673.44	0%

The Group's energy consumption primarily comprises electricity and fuel used in construction machinery, equipment and site operations across active project sites. As construction activity levels fluctuate depending on the scale and duration of projects undertaken, total energy consumption may vary from year to year.

During the year under review, total energy input increased compared to the previous reporting period, reflecting a higher level of construction activities across the Group's project portfolio. Energy consumption is closely monitored as part of GDB's efforts to manage operational efficiency and reduce GHG emissions associated with our activities.

Currently, the Group does not utilise renewable energy sources such as solar power at its construction sites. This is primarily due to the temporary nature of construction project sites, where site infrastructure and facilities are established only for the duration of project execution. As a contractor, GDB is generally responsible for construction activities rather than the long-term ownership or operation of the buildings being developed. As such, the installation of renewable energy systems such as solar panels is typically determined by the project owners or incorporated during the building's operational phase rather than during the construction stage.

Nevertheless, the Group continues to explore practical opportunities to improve energy efficiency across our operations through responsible energy management practices and operational optimisation.

WATER & WASTE MANAGEMENT

In the resource-intensive construction sector, the responsible management of water consumption and the systematic reduction of construction waste are essential to mitigating environmental impacts and improving resource efficiency. Water and waste management therefore represent material environmental considerations for GDB, given the nature and scale of construction activities undertaken by the Group.

Construction operations typically require the use of water for various processes and may generate different waste streams, including construction and demolition waste. To address these impacts, GDB adopts a structured approach to managing water use and waste generation, focusing on efficient resource utilisation, pollution prevention and compliance with applicable environmental regulations. These measures support the Group's efforts to minimise environmental impacts while promoting responsible and sustainable project delivery.

SUSTAINABILITY STATEMENT (CONT'D)

Water Conservation and Efficiency

GDB recognises the importance of responsible water management and strives to optimise water use across project sites. The Group implements practical measures to reduce reliance on municipal water supplies while improving water efficiency during construction activities.

Where feasible, onsite initiatives such as silt traps are implemented to capture and treat wash water generated during construction processes. The treated water can then be reused for non-potable purposes, including dust suppression and vehicle washing, thereby reducing overall water withdrawal from external sources.

Through these measures, GDB seeks to improve water efficiency at project sites while supporting the sustainable management of local water resources and minimising potential environmental impacts arising from construction activities.

Water consumption at GDB's project sites is primarily derived from municipal potable water supplies, which are used for construction-related activities such as concrete works, cleaning and dust suppression. During the year under review, total water withdrawal increased compared to the previous reporting period, reflecting the scale and intensity of construction activities undertaken across the Group's project portfolio.

Where feasible, rainwater collected at project sites is utilised for non-potable purposes such as vehicle tyre washing prior to leaving the construction site and general site cleaning activities. At present, the volume of harvested rainwater is not separately measured, as it is used directly for operational purposes at site. The Group will continue to assess opportunities to improve water monitoring and measurement capabilities as part of our ongoing efforts to strengthen resource management practices.

TOTAL VOLUME OF WATER WITHDRAWAL (m ³)							
Period	Surface Water	Groundwater	Quarry Water	Municipal Water	Harvested Rainwater	Total	Water Recycled
FY2025	0	0	0	75,031.00	0	75,031.00	0
FY2024	0	0	0	53,683.00	0	53,683.00	0
FY2023	0	0	0	65,451.20	0	65,451.20	0

Water Quality and Effluent Discharge

Complementing our water conservation efforts, GDB maintains strict controls over the quality of water discharged from construction sites to prevent pollution and protect surrounding water bodies. The Group implements appropriate treatment and filtration measures to manage silty runoff generated during construction activities, ensuring that discharged water complies with applicable regulatory requirements before entering external drainage systems.

Effective effluent management is an important aspect of GDB's environmental stewardship. Across our project sites, the Group implements a combination of physical and operational controls to manage surface runoff and wastewater generated during construction processes.

SUSTAINABILITY STATEMENT (CONT'D)

Effluent Management Infrastructure

Site drainage systems are designed to intercept, channel and treat runoff at the source to minimise the risk of water contamination. Key infrastructure and control measures include:

- **Earth Drains** to guide and regulate water flow across construction areas and prevent uncontrolled runoff.
- **Silt Traps and Water Treatment Tanks** to capture sediments and remove contaminants from runoff water
- **Sedimentation Ponds** that allow suspended particles to settle naturally before treated water is discharged.

These measures help ensure compliance with regulatory requirements while reducing the potential environmental impact of construction activities on nearby waterways.

Independent Monitoring and Compliance

To verify the effectiveness of these controls, GDB engages independent environmental consultants to conduct periodic water quality monitoring at designated discharge points. These assessments evaluate key parameters in accordance with Malaysia's National Water Quality Standards (NWQS).

Monitoring focuses on indicators such as:

- **Biological Oxygen Demand (BOD)** and **Chemical Oxygen Demand (COD)** to assess organic and chemical loads in discharged water.
- **Total Suspended Solids (TSS)** to ensure effective removal of sediments and particulates.

The results of these assessments are reviewed against national benchmarks to ensure compliance with environmental regulations and to enable timely corrective actions where necessary. Through this structured monitoring approach, GDB strengthens our oversight of effluent management and minimises potential risks to surrounding aquatic ecosystems.

WATER DISCHARGE OR EFFLUENTS				
Period	Surface Water discharge (River, lake, stream, Pond) (m ³)	Sub Surface Discharge Public Sewer (m ³)	Off Site water treatment discharge Kualiti Alam (m ³)	Total (m ³)
FY2025	0	216	0	216
FY2024	0	99	0	99
FY2023	0	82	0	82

Waste Management

Waste management is a material environmental matter for GDB due to the nature of construction activities, which generate various waste streams throughout the project lifecycle. The Group manages waste through a disciplined approach supported by our Sustainability Policy and integrated QESH Management System. Waste-related risks are identified and managed at project sites through clear procedures covering segregation, storage, handling and disposal, with particular attention given to scheduled and hazardous waste. Performance is monitored through regular site inspections and wastage tracking, with outcomes reviewed by management to support compliance, operational efficiency and continuous improvement.

SUSTAINABILITY STATEMENT (CONT'D)

Segregation and Recycling

In line with the Group's waste management approach, the 3R principles are implemented across all project sites, beginning with proper waste segregation. Clearly labelled and designated storage areas are provided for different waste categories, including the identification of scheduled and hazardous waste to prevent cross-contamination.

Daily housekeeping activities are carried out by designated workers to maintain orderly and safe site conditions. Where feasible, waste materials are identified for reuse or recycling to minimise landfill disposal. For example, concrete waste is repurposed for construction-related applications, while timber and scrap metal are collected and sent for recycling. Excavated sand that is unsuitable for immediate use may be washed to remove impurities before being reused in construction materials.

In addition, wastage levels for major construction materials are monitored and reviewed during management meetings to track performance and identify opportunities for improvement.

Waste Generation and Recycling Performance

Construction activities generate various waste streams, including general construction waste and smaller quantities of hazardous waste. GDB monitors waste generation across all project sites and implements waste segregation and recycling practices to minimise landfill disposal and support responsible resource management.

During the year under review, the Group recorded an increase in total waste generated compared to the previous reporting period, reflecting the scale of construction activities undertaken. Nevertheless, recycling efforts continued to improve, with **65.63% of total waste generated in FY2025 diverted from disposal through recycling and reuse initiatives**, compared to **60.56% in FY2024**. These outcomes demonstrate the effectiveness of the Group's waste management practices and our continued commitment to the 3R principles in managing construction waste.

TOTAL WASTE GENERATED (Tonnes)							
Period	Hazardous Waste	General Waste	Total Waste Generated	Recycled (diverted from disposal)	Waste Sent for Disposal	Total Waste Managed	Recycling Rate (%)
FY2025	2.54	3,222.95	3,225.49	6,155.31	3,222.95	9,378.26	65.63
FY2024	1.72	2,799.30	2,801.02	4,298.54	2,799.30	7,097.84	60.56
FY2023	0.29	3,593.79	3,594.08	1,325.86	3,593.79	4,919.65	26.95

RESOURCE MANAGEMENT

Resource management is a material consideration for GDB, given the construction sector's reliance on natural resources such as raw materials, water and energy. Inefficient resource utilisation can increase environmental impacts, operational costs and supply-related risks across the project lifecycle.

The Group adopts a responsible approach to resource management by promoting the efficient use of materials, reducing waste and minimising environmental impacts associated with construction activities. These practices support effective risk management, operational efficiency and sustainable project delivery, while contributing to the Group's broader environmental sustainability objectives.

SUSTAINABILITY STATEMENT (CONT'D)

Sustainable Material Management

For our projects that are or seeking for Green Building Index ("GBI"), GreenRE or LEED certification, we practise purchasing with an Eco-Friendly Material Management process. This approach ensures that the materials we use are not only environmentally responsible but also contribute to the broader goals of sustainable development.

A key component of our process is material tracking, which requires our suppliers to provide detailed information on the recycled content and reuse value of their raw materials. We aim to reduce waste and promote circular economy principles by prioritising materials with high recycled content and reuse potential. Additionally, we carefully evaluate the distance between project sites and material sources, opting for locally sourced materials whenever feasible. This practice not only minimises the carbon footprint associated with transportation but also supports local economies and community development.

Our emphasis on local purchasing further enhances the eco-friendliness of our activities. By sourcing materials from nearby suppliers, we reduce logistical emissions, foster regional economic growth, and build stronger relationships with local stakeholders. These efforts are integral to our sustainability strategy, ensuring that our projects align with environmental best practices while delivering long-term benefits to the communities we serve.

Through responsible sourcing practices and sustainable material selection framework, GDB aims to minimise environmental impacts associated with construction materials while promoting more sustainable and efficient use of resources across our projects.

Sustainable Material Selection and Certification Framework

To ensure that project materials support high environmental performance standards, GDB implements a structured material selection and certification framework. This multi-stage process ensures that materials used throughout the construction lifecycle align with sustainability requirements and contribute to the achievement of recognised green building certifications.

Stage 1: Technical Identification and Strategic Sourcing

Upon the award of a project, we identify sustainable material requirements based on the Architect's technical specifications outlined in the contract documentation. The Group then works with our network of suppliers and subcontractors to source materials that comply with these sustainability and performance requirements.

Stage 2: Technical Review and Approval

Material catalogues and technical data sheets are compiled and submitted to the Architect for review and approval. This process ensures that proposed materials meet the required technical, functional and aesthetic standards for the project.

Stage 3: Procurement and Operational Execution

Once approval is obtained, the procurement process proceeds with the sourcing and delivery of approved materials to the project site. Logistical controls are implemented to ensure that only verified and compliant materials are incorporated into construction activities.

Stage 4: Compliance Documentation and Sustainability Verification

To support green building certification requirements, all approved material documentation and technical specifications are submitted to the project's Sustainability Consultant. These records serve as supporting evidence for sustainability performance scoring under recognised certification systems such as LEED (Leadership in Energy and Environmental Design), GreenRE, and the Green Building Index (GBI).

Stage 5: Final Verification and Certification

Upon project completion, the Sustainability Consultant coordinates with the relevant green certification bodies to verify compliance with the applicable sustainability standards. This process enables the project to obtain the targeted certification, providing independent assurance of the project's environmental performance and GDB's commitment to sustainable construction practices.

SUSTAINABILITY STATEMENT (CONT'D)

Construction Material

The construction sector relies heavily on a wide range of raw materials, including timber, steel and quarry materials, which are essential for structural integrity and project delivery. The responsible management and efficient utilisation of these materials are therefore important considerations in reducing environmental impacts, controlling material wastage and supporting sustainable construction practices.

As part of our resource management approach, we monitor the consumption of key construction materials across our projects. Tracking material usage provides greater visibility over resource utilisation and enables the Group to identify opportunities to improve material efficiency, minimise waste generation and optimise procurement planning.

The table below presents the quantity of selected construction materials used during the reporting period.

CONSTRUCTION MATERIALS UTILISATION					
Period	Timber (Tonnes)	Plywood (Pieces)	Steel Bar (Tonnes)	BRC Mesh (m2)	Quarry Materials (Tonnes)
FY2025	601.97	49,822.00	27,210.31	393,294.00	16,171.67
FY2024	319.39	20,685.00	8,291.28	133,426.99	6,797.56
FY2023	142.86	8,590.00	5,791.37	53,766.80	4,833.38

Construction Materials Utilisation

The Group's consumption of construction materials, including timber, steel bar, BRC mesh and quarry materials, increased in FY2025 compared to previous reporting periods, reflecting the progression of key projects into more advanced stages of construction. As projects move beyond preliminary and foundation works into structural and superstructure phases, material intensity typically increases.

Material usage trends are therefore closely aligned with project timelines, scale and construction phases. GDB continues to monitor the utilisation of key construction materials across project sites as part of our resource management approach, providing visibility over consumption patterns and supporting efforts to optimise material use and minimise wastage.

Through structured procurement processes, material tracking and the implementation of **3R (Reduce, Reuse and Recycle) practices**, the Group seeks to enhance material efficiency while managing environmental impacts associated with construction activities.

BIODIVERSITY

Biodiversity plays an important role in maintaining ecological balance and supporting the well-being of communities and natural ecosystems. GDB recognises the importance of protecting biodiversity in areas where the Group operates and remains mindful that construction activities may have potential impacts on surrounding habitats and ecosystems. Responsible project planning and effective site management therefore play an important role in minimising potential disturbances to flora, fauna and natural habitats. These considerations support GDB's broader commitment to environmental stewardship and sustainable development, and contribute to SDG 15: Life on Land.

Biodiversity considerations are addressed through the Group's environmental management practices, guided by our **Sustainability Policy** and **ISO 14001:2015-certified Environmental Management System**. This includes implementing site controls to prevent pollution, managing waste and surface runoff, and ensuring compliance with applicable environmental laws and regulatory requirements. Where relevant, the Group adopts appropriate measures to minimise disturbance to natural habitats and promote responsible resource use as part of its broader environmental stewardship efforts.

SUSTAINABILITY STATEMENT (CONT'D)

Site-Level Biodiversity Practices

For projects where construction activities may have the potential to affect surrounding ecosystems, GDB undertakes **Environmental Impact Assessments (EIA)** to establish project-specific environmental and biodiversity profiles and to identify potential risks. Based on the findings of these assessments, suitable mitigation measures are implemented during the planning and construction phases. These measures may include controls to manage land disturbance, prevent pollution and protect nearby environmental features.

At present, the Group's ongoing projects are **not located within or adjacent to designated biodiversity-protected areas**. Based on project-level assessments conducted during the reporting period, no habitats of species listed under the **International Union for Conservation of Nature (IUCN) Red List of Threatened Species** or national conservation lists were identified within areas affected by the Group's operations.

GDB remains attentive to potential biodiversity considerations and will undertake the necessary environmental assessments should future projects be located in environmentally sensitive areas.

SOCIAL SUSTAINABILITY

Social sustainability at GDB is grounded in our commitment to understanding, respecting and responsibly managing the impacts of our operations on people, both within our organisation and across our value chain. We recognise that our business activities influence livelihoods, working conditions and community well-being in meaningful and lasting ways.

Building strong and trusted relationships with stakeholders is therefore central to how we operate. From our employees and supply chain workers to customers and the communities surrounding our project sites, we strive to foster safe, respectful and inclusive environments where individuals are treated with dignity and are able to contribute and grow alongside our business.



Material Matters	Related SDGs
Human Rights	SDG 1: Supporting poverty reduction in communities where we operate through community initiatives and socio-economic support.
Safety & Health	SDG 3: Prioritising the prevention of injuries, occupational illnesses and fatalities at project sites.
Human Capital Development	SDG 5: Promoting gender equality and empowering women in the workplace. SDG 8: Promoting sustained, inclusive economic growth and decent work through fair employment practices and workforce development.
Corporate Social Responsibility ("CSR")	SDG 10: Supporting fair labour practices, safe working conditions and inclusive access to opportunities.

Our social sustainability priorities focus on four key material matters: Human Rights, Safety and Health, Human Capital Development, and CSR. These priorities are aligned with the United Nations Sustainable Development Goals, guiding how we safeguard worker welfare, promote responsible labour practices and support the communities where we operate.

SUSTAINABILITY STATEMENT (CONT'D)

In line with SDG 3 (Good Health and Well-Being), we place strong emphasis on protecting the safety and health of our employees and workers across our value chain by prioritising the prevention of workplace injuries, occupational illnesses and fatalities. Our commitment to SDG 8 (Decent Work and Economic Growth) and SDG 10 (Reduced Inequalities) is reflected in our efforts to promote fair labour practices, safe working conditions, social inclusion and equitable access to opportunities.

We also support SDG 5 (Gender Equality) by encouraging inclusive participation and strengthening capabilities through continuous human capital development. Beyond our operational footprint, our corporate social responsibility initiatives contribute to community well-being and socio-economic resilience, supporting efforts to reduce poverty in the communities where we operate in line with SDG 1 (No Poverty).

Through these efforts, GDB seeks to create a work environment and project ecosystem where safety, respect and shared progress are fundamental to how we deliver our projects and engage with society.

Human Rights

GDB is committed to respecting and upholding the fundamental human rights of all individuals affected by our operations, in line with our Sustainability Policy, which applies to all directors, employees and business associates of the Group. We recognise that our responsibilities extend across our workforce, supply chain and the communities in which we operate.

Guided by our commitment to ethical and transparent business practices, we strive to provide fair, safe and respectful working environments, while rejecting all forms of discrimination based on race, religion, gender, age, disability, nationality or ethnicity.

While a dedicated Human Rights Policy is currently under development, our existing Sustainability Policy, Code of Ethics and Conduct, and operational practices establish clear expectations on merit-based employment, workforce development and the protection of dignity and well-being in the workplace. These commitments are embedded within our sustainability governance framework, which assigns accountability across the Group to identify, manage and mitigate social and human rights-related risks responsibly.

These principles are reflected in our approach to labour practices, particularly in the management of foreign workers and site personnel across our projects.

Fair Labour Practices

We believe that a sustainable business is built on the foundation of ethical treatment and mutual respect. Under our human rights framework, GDB is committed to upholding fair labour practices that safeguard the rights and dignity of individuals across our workforce.

- *Ethical Recruitment & Compliance:* We maintain a zero-tolerance approach to illegal labour practices. All foreign workers are onboarded through transparent processes in compliance with national immigration and labour regulations, ensuring that recruitment is conducted fairly, legally and on a voluntary basis.
- *Dignified Living Standards:* We provide worker accommodations that comply with, and in many instances exceed, the Workers' Minimum Standards of Housing, Accommodations and Amenities (Amendment) Act 2019 (Act 446). Cleanliness, safety and adequate living conditions are prioritised to ensure workers have a secure and comfortable environment outside of working hours.
- *Safety, Health and Welfare:* The well-being of our workforce remains a priority. In addition to regulatory compliance, we implement welfare initiatives and site safety measures designed to safeguard the physical health and overall welfare of our workers.

GDB does not view labour standards as a compliance exercise alone. We continue to monitor and strengthen our practices to maintain a workplace environment that is respectful, safe and free from exploitation.

SUSTAINABILITY STATEMENT (CONT'D)

Child Labour

The Group maintains a firm commitment to protecting the rights and well-being of children. Child labour, forced labour and all forms of modern slavery are strictly prohibited across our operations and business relationships.

In line with our Sustainability Policy, we ensure that all individuals employed across our projects meet the legal age requirements for employment. Our hiring and workforce management processes are designed to prevent exploitative labour practices while promoting a workplace grounded in ethical and lawful employment. Operations are conducted in accordance with Malaysian labour laws and regulatory requirements.

Supply Chain Accountability & Oversight

Human rights responsibilities extend beyond our direct workforce to include contractors, subcontractors and other business partners involved in our projects. Maintaining consistent labour standards across this extended value chain is therefore an important part of our sustainability approach.

To support this commitment, the Group implements several measures:

Contractual Obligations: Contractors, subcontractors and business partners are required to comply with applicable labour laws and adhere to our labour and human rights expectations as stipulated in contractual agreements.

Site-Level Controls: Project teams carry out site-level monitoring and identity verification processes to ensure that only authorised personnel are present at project sites and that all workers meet legal employment requirements.

These practices help ensure that contractors and business partners operating on our project sites uphold responsible labour standards and comply with applicable employment laws and regulations.

Anti-Harassment and Workplace Conduct

The Group maintains a zero-tolerance stance towards harassment of any kind, including sexual harassment, bullying, discrimination and any form of abuse of power. We recognise that dignity, safety and psychological well-being are fundamental to a healthy workplace.

In line with our Sustainability Policy and Code of Ethics and Conduct, we are committed to fostering a work environment that is respectful, inclusive and free from harassment, intimidation or discrimination. These expectations for professional conduct apply to all employees and business associates across our operations.

To support this commitment, clear reporting and escalation channels have been established to allow concerns to be raised in good faith and addressed in a timely manner. Reported cases are handled fairly and confidentially, with due consideration given to the rights and well-being of all parties involved.

Through ongoing awareness efforts and active management oversight, we aim to prevent workplace harassment and foster a culture of accountability, mutual respect and ethical conduct across the organisation.



SUSTAINABILITY STATEMENT (CONT'D)

Human Rights & Labour Standards Performance Record

In FY2025, the Group recorded zero reported incidents or complaints across key human rights and labour indicators, reflecting our continued commitment to responsible labour practices and workplace integrity.

Human Rights & Labour Standards Performance FY2025



Safety and Health

As a CIDB G7 contractor, the Group recognises that large-scale construction activities involve inherent safety risks. Protecting the health and safety of employees, subcontractors and site personnel is therefore a fundamental priority across all our operations.

Our approach to Safety and Health ("S&H") is guided by a culture of prevention, strong regulatory compliance and continuous improvement. By maintaining safe working environments and disciplined safety practices, we aim to minimise workplace incidents while supporting the efficient delivery of our projects.

This commitment is reinforced through a set of internationally recognised management systems. The Group operates an Integrated Management System that embeds safety, quality and environmental considerations throughout the project lifecycle.

- **Occupational Health & Safety:** ISO 45001:2018 & SHASSIC
- **Quality Management:** ISO 9001:2015, QCLASSIC, & BUILDQAS
- **Environmental Management:** ISO 14001:2015



SUSTAINABILITY STATEMENT (CONT'D)

Our Strategic S&H Framework

In addition to regulatory compliance, structured risk management practices are implemented to safeguard workers and partners across our project sites.

HIRARC & Safe Work Methods: At the heart of our operations is the Hazard Identification, Risk Assessment, and Risk Control (HIRARC) framework. This framework is integrated into Safe Work Method Statements ("SWMS"), ensuring that work activities are planned with appropriate safety controls to mitigate potential hazards before work begins.

Collaborative Oversight: Safety is a shared responsibility. We conduct regular S&H meetings involving both GDB staff and subcontractor representatives. These engagements help ensure that safety procedures are clearly communicated and consistently implemented across all project stakeholders.

The Productivity Link: We recognise that strong safety practices contribute to a more stable and productive work environment. By prioritising the well-being of workers and maintaining disciplined safety management, we seek to reduce disruptions, support workforce morale and deliver projects more efficiently.

Safety Practices and Monitoring Procedures

S&H monitoring practices are implemented across project sites to proactively identify safety risks, determine root causes and implement corrective measures. Onsite personnel are provided with a dedicated manual outlining S&H roles and responsibilities tailored to construction site operations.

Monthly Environmental, Safety and Health (ESH) committee meetings are conducted with the subcontractors' project managers and relevant site personnel in attendance. These meetings review key safety matters, including ESH statistics on manpower, accident and near-miss occurrences, safety observations and audit findings.

An inspection checklist is also regularly completed to assess workplace conditions, covering welfare facilities, fire and emergency equipment, first aid provisions, scaffolding, plant and machinery, and other essential safety equipment.

To further reduce the risk of injuries, particularly falls from height, enhanced safe working practices have been implemented. These include fall prevention systems at floor openings, hard barricade systems for edge protection up to the highest working floor, designated safe access routes, and strengthened electrical safety practices.



SUSTAINABILITY STATEMENT (CONT'D)

Sustainability Compliance Framework for Sub-contractors and Suppliers

Prior to being accredited into our supply chain, contractors are informed of the requirement to comply with the Group's Anti-Bribery and Corruption Policy (ABC Policy), Quality, Environmental, Safety and Health Management System (QESHMS), as well as relevant ISO standards.

They are also made aware of applicable statutory, regulatory and safety requirements aimed at hazard prevention and risk minimisation throughout project execution.

Material suppliers requiring on-site storage are required to provide Safety Data Sheets (SDS) and coordinate with the site Environmental, Safety and Health officer to ensure compliance with established environmental and safety protocols.

Compliance and Quality Assurance

Business practices across the Group are periodically reviewed by an independent internal auditor to ensure compliance with internal policies, procedures and applicable regulatory requirements.

The Quality, Environmental, Safety and Health (QESH) Department oversees the implementation of the Group's QESHMS and conducts regular quality, environmental, safety and health assessments at project sites throughout the construction period.

These inspections follow structured monitoring and control procedures, including periodic internal audits and site assessments to evaluate compliance with established standards.

Subcontractors found to be non-compliant with QESHMS requirements may face corrective actions ranging from non-compliance reports and financial penalties to potential blacklisting, depending on the severity of the breach.

To further strengthen workmanship quality and safety performance, projects are assessed through QCLASSIC, BuildQAS and SHASSIC, benchmarking performance against recognised construction industry standards.

Safety & Health Target and Performance

The Group is guided by a **"Vision Zero" philosophy**, reflecting our aspiration that workplace incidents can be prevented through strong safety leadership, disciplined work practices and continuous vigilance across project sites. This philosophy reinforces our commitment to maintaining safe working environments and strengthening safety awareness among employees, subcontractors and site personnel.

Through consistent implementation of safety management systems, risk assessments and site monitoring practices, we strive to minimise workplace incidents and safeguard the well-being of everyone involved in our projects.

Safety performance is monitored through key indicators such as hours worked, lost time incidents and fatalities across both employees and contractors operating at project sites.

SUSTAINABILITY STATEMENT (CONT'D)

SAFETY AND HEALTH PERFORMANCE				
Period	Total Number of Hours Worked	Amount of Time Lost Due to Workplace Injuries	Lost Time Incident Rate ("LTIR")	Fatality
EMPLOYEES				
FY2025	75,179.76	0	0	0
FY2024	88,607.52	0	0	0
FY2023	92,192.00	0	0	0
CONTRACTORS (PROJECT SITES)				
FY2025	4,717,860	0	0	0
FY2024	3,960,827	0	0.05	1
FY2023	3,484,182	0	0	0

Notes:

- ^[1] Injury, fatality rates and lost days are calculated based on the GRI Standards recommendation of per 200,000 hours worked.
- ^[2] The Lost Time Incident Rate (LTIR) measures workplace safety by calculating the number of incidents resulting in employees and contract workers being unable to work due to injury or illness, expressed as the number of such incidents per 200,000 hours worked. OSH data is scoped to all development sites.

In FY2025, the Group recorded **zero lost time incidents** and **zero fatalities** across both employees and contractors. This performance reflects continued efforts to strengthen site safety management, reinforce compliance with established safety procedures and promote greater safety awareness across project teams and subcontractors.



SUSTAINABILITY STATEMENT (CONT'D)

FY2025 Safety Performance vs. Targets

For FY2025, the Group achieved its key safety targets, reflecting continued emphasis on proactive risk management, disciplined safety practices and strong safety leadership across project sites.

Key Performance Indicator (KPI)	FY2025 Target	FY2025 Actual	Status
Lost Time Injury Rate (LTIR)	Zero	0.00	Achieved
Time Lost due to Workplace Injury	Zero	0.00	Achieved
Workplace Fatalities	Zero	0.00	Achieved

FY2025 Safety Target Achievement



SUSTAINABILITY STATEMENT (CONT'D)

Training and Awareness

Building strong safety awareness across our workforce remains an important component of the Group's S&H management approach. Regular training programmes are conducted to strengthen employees' safety competencies and ensure that safe work practices are consistently applied across project sites.

Safety & Health Training Participation

Strengthening Safety Awareness and Competency Across Our Workforce



During the year under review, employees participated in a range of S&H training programmes designed to enhance technical knowledge and reinforce safety awareness. These programmes were attended by both office- and site-based employees, as well as contractors, subcontractors and suppliers involved in project activities. In FY2025, **119 employees completed a total of 218 hours of Safety and Health training** across various courses, reflecting our continued commitment to strengthening safety knowledge and maintaining a proactive safety culture.

NUMBER OF EMPLOYEES TRAINED ON SAFETY AND HEALTH STANDARDS

Period	Total Number of Employees	Total Number of employees trained on safety and health standards
FY2025	253	119
FY2024	203	66
FY2023	197	42

SUSTAINABILITY STATEMENT (CONT'D)

The table below shows the types of safety and health training conducted in FY2025.

FY2025 Safety and Health Training Topics	No of Hours	No. of Employees
Flagman/ Banksman Awareness Training	4	5
CDM Regulation 2024 for Contractor	7	13
Seminar & Dialog - Safety Matters 2025	14	3
Scaffold Supervisor Courses (Basic, Intermediate & Advance)	42	1
2025 Commuting Safety : Road Safety Heroes	14	1
OSH Revolution in Construction	7	2
Lifting Plan	14	1
Seminar Pengenalan Asas Pengurusan Keselamatan Dan Kesihatan Pekerja Binaan - "Misi Zero Kemalangan"	7	5
Fire Protection Insight Series 2025	5	1
Forklift Safety Competency Training	7	1
Basic Occupational First Aid, CPR & AED Training Program	7	20
Kursus Pengukuhan Kawalan Denggi Kepada Kontraktor Tapak Bina WPKL & WPP Tahun 2025	7	7
Cranes and Lifting Gears Safety Inspection (CLGSI)	14	2
Plant & Construction Machinerics Inspections Course	14	1
National Occupational Safety & Health Seminar & workplace self Regulation Convention and OSH Seminar in the Construction Sector 2025	14	3
OSHCAN 2025 - Occupational Safety & Health Conference (Accident Prevention)	14	1
Designated Person for Excavation Safety and Excavation Inspector Training	7	5
Taklimat Latihan Organisasi Keselamatan Kebakaran	4	19
Fire Drill and Emergency Response Training with BOMBA Shah Alam	14	1
Introduction on Scaffold TG20	2	27
Total	218	119



Fire & Chemical Spillage Drill Training with BOMBA

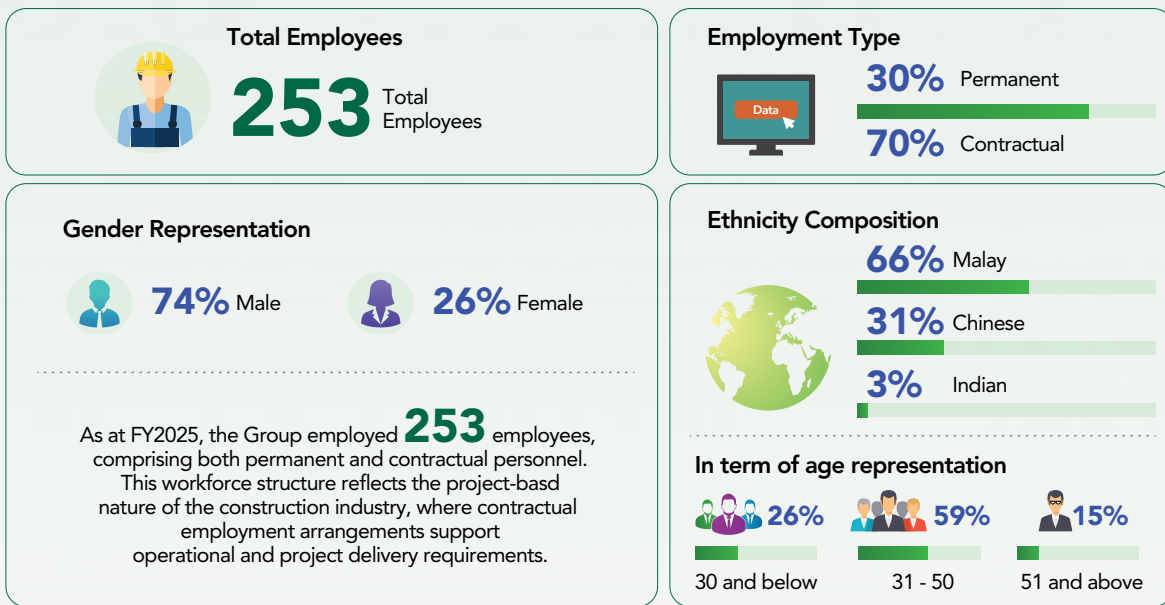


Workers undergoing scaffold safety training to reinforce safe work practices.

SUSTAINABILITY STATEMENT (CONT'D)

Human Capital Development

GDB Workforce Snapshot FY2025



Our Workforce

Human capital plays a central role in supporting the Group’s operational performance. Our people are at the heart of what we do and are key contributors to our sustainability journey. We therefore place strong emphasis on attracting, retaining and developing capable individuals who share our values and are committed to growing together with the organisation.

Strong human capital practices and sustainability standards reinforce one another, enabling employees to grow alongside the business while strengthening organisational resilience in response to evolving workforce and societal expectations.

Diversity and Inclusivity

We believe that a diverse and inclusive workplace strengthens both our people and our organisation. By bringing together individuals with different backgrounds, experiences and perspectives, we create an environment where ideas can be shared openly and collaboration can flourish across both office and project site teams.

Fostering a workplace that respects the rights and contributions of every individual helps us attract and retain talent while building a culture of mutual respect, trust and belonging.

Diversity in the Workforce

As a construction company, we recognise that improving workforce diversity presents both opportunities and challenges within the industry. The Group therefore seeks to enhance representation across different demographics and organisational levels, from the Board of Directors to site management teams.

Balancing experience with fresh perspectives supports knowledge sharing and innovation, while efforts to encourage gender inclusivity in traditionally male-dominated roles help build a more adaptable and resilient organisation.

SUSTAINABILITY STATEMENT (CONT'D)

The composition of our workforce reflects the range of skills, experience and backgrounds required to support our operations across both office functions and construction project sites.

WORKFORCE DIVERSITY						
	FY2025		FY2024		FY2023	
	Number	%	Number	%	Number	%
BY EMPLOYMENT TYPE						
Permanent	76	30	77	38	95	48
Contractual	177	70	126	62	102	52
BY GENDER						
Male	187	74	145	71	132	67
Female	66	26	58	29	65	33
BY AGE GROUP						
30 and below	63	25	32	16	40	20
31 - 50	149	59	126	62	115	59
51 and above	41	16	45	22	42	21
BY ETHNICITY						
Malay	167	66	121	60	95	48
Chinese	78	31	77	38	95	48
Indian	7	3	3	1	4	2
Other Ethnic Minorities	1	0	2	1	3	2
Non-Malaysian	0	0	0	0	0	0
Total	253	100	203	100	197	100

As at FY2025, the Group employed 253 employees, comprising both permanent and contractual personnel. This workforce structure reflects the project-based nature of the construction industry, where contractual employment arrangements often support project delivery requirements.

In terms of gender representation, the workforce continues to be predominantly male, reflecting broader industry trends within the construction sector. Nevertheless, the Group supports efforts to encourage greater female participation across both office and technical roles within the organisation.

Inclusivity in the Workforce

The Group continues to monitor workforce inclusivity across different organisational levels to ensure balanced representation in terms of gender and age. As shown in the table below, employees across various age groups contribute to the organisation's operational and leadership capabilities, while gender representation remains broadly reflective of industry trends within the construction sector.

Monitoring these trends enables the Group to better understand workforce composition and support a more inclusive and sustainable talent pipeline across management, executive and non-executive roles.

SUSTAINABILITY STATEMENT (CONT'D)

WORKFORCE DISTRIBUTION CATEGORY GENDER AND AGE

	FY2025					FY2024					FY2023				
	GENDER		AGE			GENDER		AGE			GENDER		AGE		
	Male	Female	< 30	30-50	> 50	Male	Female	< 30	30-50	> 50	Male	Female	< 30	30-50	> 50
Senior Management	78%	22%	0%	39%	61%	81%	19%	0%	33%	67%	83%	17%	0%	25%	75%
Managerial	68%	32%	0%	62%	38%	59%	41%	0%	59%	41%	68%	32%	0%	62%	38%
Executive	67%	33%	20%	68%	12%	65%	35%	18%	67%	15%	60%	40%	17%	70%	13%
Non-Executive	81%	19%	41%	53%	6%	82%	18%	23%	63%	14%	74%	26%	41%	46%	13%

Workforce Retention And Turnover

The Group's talent strategy focuses on strengthening workforce stability by attracting capable individuals and supporting their professional growth within the organisation. Recruitment processes are conducted in accordance with established procedures that are audited annually under ISO 9001:2015, with no non-compliances recorded in FY2025.

Our workplace is guided by the principles of **meritocracy and equal opportunity**, where recruitment, promotion and career advancement are based on merit, competencies and performance. The Group also maintains a work environment that promotes fairness and prohibits discrimination on the basis of race, religion, gender, age, marital status, disability, ethnicity or nationality.

Employee engagement initiatives, including training programmes, coaching sessions, workshops and internal briefings, are regularly organised to support employee development and strengthen workplace engagement. Periodic employee feedback and engagement surveys are also conducted to better understand workforce needs and improve the overall working environment.

To further support workforce retention, employee resignations are managed through formal exit interviews, allowing the Group to gather feedback and identify opportunities to enhance workplace practices and employee satisfaction. Employee turnover is monitored as part of the Group's workforce management approach to better understand employee retention trends and support effective workforce planning.

Workforce Movement

New Hires



Employee Turnover



Breakdown:



EMPLOYEE TURNOVER BY CATEGORY

	FY2025		FY2024		FY2023	
	Number	%	Number	%	Number	%
Senior Management	1	1	1	2	0	0
Managerial	8	11	4	9	9	12
Executive	21	30	26	61	25	34
Non-Executive	41	58	12	28	40	54
Total	71		43		74	

SUSTAINABILITY STATEMENT (CONT'D)

In FY2025, a total of 71 employees left the organisation, representing an overall turnover rate of approximately 28.1%, compared with 21.2% in FY2024 and 37.6% in FY2023. The majority of turnover occurred within the Executive and Non-Executive categories, which reflects the operational nature of the construction industry where workforce mobility is generally higher in project-based roles.

The Group continues to monitor turnover trends and strengthen employee engagement, development and workplace initiatives to support workforce stability and long-term talent retention.

Succession Planning

The Group recognises that long-term organisational resilience depends on developing capable leaders and skilled professionals across all levels of the workforce. Succession planning therefore forms an important part of our human capital strategy, supporting leadership continuity and the sustainable growth of the organisation.

Through structured training and development initiatives, the Human Resources Department identifies high-potential employees and provides opportunities for skills development, mentorship and career progression within the Group. These efforts support internal mobility while strengthening the pipeline of future leaders and technical specialists.

In FY2025, the Group continued to enhance our succession planning initiatives, with a focus on career development and building leadership capabilities aligned with GDB's long-term strategic objectives.

Training and Upskilling

The Group views employee development as an important investment in strengthening workforce capabilities and supporting long-term organisational growth. By equipping employees with relevant knowledge and skills, we aim to maintain a workforce that is adaptable, competent and prepared to meet the evolving demands of the construction industry.

Our training framework adopts a structured approach to identifying development needs and supporting employee growth.

Performance Appraisal Integration

Employee development needs are identified through the annual performance appraisal process, which evaluates competencies, performance and career aspirations. This helps ensure that training opportunities are aligned with both individual development goals and organisational requirements.

Annual Training Plans

Based on these assessments, tailored training plans are developed to address skill gaps, enhance technical capabilities and support continuous professional development across the organisation.

Diverse Learning Pathways

To support workforce development, the Group provides a range of learning opportunities that combine practical experience with structured training.

On-the-Job Learning and Coaching

Employees benefit from hands-on learning and guidance from experienced managers and technical leaders, facilitating the transfer of practical knowledge and industry expertise.

Technical and Skills Training

Employees participate in technical training programmes that support operational excellence and maintain compliance with industry standards and certifications.

SUSTAINABILITY STATEMENT (CONT'D)

Workshops and Seminars

Participation in professional workshops and industry seminars enables employees to remain updated on new technologies, safety practices and sustainable construction approaches.

Training and Development Performance

In FY2025, the Group continued to invest in workforce development through a range of training programmes covering safety, environmental management, technical competencies and career development. A total of **507 hours of training** programmes were conducted across various training categories, with **308 participations recorded**, reflecting the Group's commitment to strengthening employee competencies and professional growth.

Safety and Health training recorded the highest participation, with **218 training hours attended by 119 employees**, highlighting the Group's continued emphasis on maintaining strong safety awareness and operational discipline across project sites. Additional programmes covering environmental training, human rights awareness, career development and operational skills were also conducted to support continuous learning across the organisation.

Across employee categories, a total of **2,533 employee training hours** were recorded in FY2025, excluding training undertaken by the Board of Directors. The majority of training hours were undertaken by Executive and Non-Executive employees, reflecting the operational nature of the Group's activities and the importance of continuous skills development among site personnel and operational teams. While training hours increased significantly compared with FY2023, the Group continues to review training needs annually to ensure programmes remain aligned with operational requirements and workforce development priorities.

The training programmes conducted in FY2025 are summarised in the tables below.

Training & Upskilling FY2025



2533
Training Hours



308
Training Participations



119
Employees in
Safety Training



308
Average Training Hours
Per Employee

Types of Training	Total No. of Hours	No. of Attendees
Human Rights	22	7
Safety and Health	218	119
Environmental Training	39	49
Career Development (with certification)	112	38
Operational (finance, technical, risk mgt, IT and others.)	116	95
Total	507	308

TOTAL HOURS OF TRAINING BY EMPLOYEE CATEGORY			
	FY2025	FY2024	FY2023
Board of Directors	15	39	24
Senior Management	265	222	80
Managerial	654	308	18
Executive	922	682	124
Non -Executive	677	1,628	858
Total	2,533	2,879	1,104

SUSTAINABILITY STATEMENT (CONT'D)

Employee Welfare & Benefits

Employee welfare and benefits play an important role in sustaining a resilient and productive workforce, particularly within the construction industry where working conditions can be physically demanding and project-based. Supporting employees therefore extends beyond remuneration to include their physical well-being, financial security and overall quality of working life.

Our approach to employee welfare is guided by principles of fairness, care and responsibility. Benefits and support mechanisms are designed to meet the needs of our workforce while complying with applicable labour laws and industry standards. By prioritising employee welfare, we seek to foster stronger engagement, support workforce retention and maintain a stable workforce capable of delivering safe and high-quality outcomes across our projects.

The Group provides a combination of statutory and non-statutory benefits to support the well-being and financial security of employees throughout their employment lifecycle. Statutory benefits are provided in accordance with applicable labour regulations, while additional benefits are designed to enhance employee welfare, engagement and retention, and are periodically reviewed to ensure they remain relevant to workforce needs and operational requirements.

In recognition of the physically demanding nature of construction activities, particular emphasis is placed on site-based welfare provisions and their linkages to safety, health and productivity outcomes. These include access to rest areas, sanitation facilities, drinking water and other basic amenities at project sites in line with regulatory and industry standards. By supporting the physical and mental well-being of our workforce, the Group aims to reduce fatigue-related risks, strengthen on-site safety performance and sustain consistent productivity across projects.

Employee Recognition and Service Benefits

Supporting the well-being and long-term security of our workforce is an important component of GDB's people management approach. In addition to statutory employment benefits, the Group provides several initiatives aimed at recognising employee dedication and supporting their long-term well-being. These programmes reflect the Group's commitment to valuing employee contributions while fostering a supportive and inclusive workplace culture.

Permanent employees are eligible for a *Long Service Holiday Award*, granted upon the completion of every four years of continuous service with the Group. This benefit recognises the loyalty and commitment of long-serving employees and provides them with the opportunity to enjoy a well-deserved break with their families.

For fixed-term contract employees, the Group provides an *End-of-Service Gratuity* upon completion of their contractual tenure. This gratuity serves as financial recognition of employees' contributions throughout the duration of their service and supports their financial transition at the end of their employment period.

The Group also organises an *annual staff gathering*, providing employees with an opportunity to connect in a more informal setting beyond the workplace. The gathering strengthens camaraderie among employees, celebrates shared achievements and reinforces a sense of belonging across the organisation.

Through these initiatives, the Group aims to cultivate a workplace environment where employees feel valued, supported and motivated to contribute to the organisation's continued growth.



Recipients of the 10-Year Service Award recognised during the GDB Staff Get-Together Dinner 2025.

SUSTAINABILITY STATEMENT (CONT'D)

Employee Engagement and Volunteerism

Employee engagement and volunteerism play an important role in fostering a positive workplace culture and strengthening the Group’s connection with the communities in which we operate. The Group encourages employees to contribute beyond their core roles by participating in initiatives that promote teamwork, social responsibility and community well-being.

Through various engagement activities and volunteer initiatives, employees are provided opportunities to support community programmes while strengthening collaboration and a shared sense of purpose across the organisation. These efforts help build stronger connections between our people, the organisation and the wider community.

These initiatives form part of the Group’s broader corporate social responsibility (“CSR”) approach, which focuses on supporting community development and enhancing social well-being in the areas where we operate. By encouraging employees to participate in volunteer programmes, the Group aims to create shared value for both communities and our workforce, while fostering empathy, collaboration and greater social awareness among employees.

Through these efforts, the Group seeks to contribute positively to the communities around us while reinforcing our commitment to responsible corporate citizenship and long-term social resilience.

DATE	ACTIVITY	NUMBER OF PARTICIPANTS	CONTRIBUTION (RM)
23 April 2025	University Tunku Abdul Rahman (UTAR) Career Fair	50 – 100 Students	3,764.00
25 September 2025	Jabatan Keselamatan dan Kesihatan Pekerja (JKKP) Friendly Football Match	20	
5 & 6 August 2025	Staff Engagement Day & Leadership Training	27	

Staff Engagement and Leadership Development

GDB recognises that meaningful staff engagement contributes to a collaborative workplace culture and supports the personal and professional growth of our employees. The Group encourages both formal and informal engagement initiatives that strengthen teamwork, develop leadership capabilities and foster stronger connections among employees and industry stakeholders.

In line with this approach, the Group organised a Staff Engagement Day and Leadership Training programme on 5 and 6 August 2025. The programme brought employees together through interactive activities and leadership development sessions designed to enhance teamwork, communication and problem-solving skills. These initiatives support a positive workplace culture while equipping employees with the leadership competencies needed to contribute effectively to the Group’s long-term growth.



Employees participating in a team-building activity during GDB’s Staff Engagement Day and Leadership Training programme held on 5–6 August 2025.



Interactive team-building exercise designed to strengthen collaboration and problem-solving among employees.



Participants receiving leadership training certificates during the Staff Engagement and Leadership Training programme.

SUSTAINABILITY STATEMENT (CONT'D)

The Group also encourages informal engagement activities that strengthen relationships among employees and industry stakeholders.



GDB and DOSH's football teams participating in a friendly football match to foster teamwork and engagement.

GDB and DOSH representatives exchanging pennants ahead of a friendly football match on 25 September 2025

Industry–Academia Collaboration

As part of our efforts to support talent development within the construction industry, the Group actively engages with universities and higher learning institutions to introduce students to career opportunities in the built environment sector. These engagements provide a platform to share industry insights, promote technical career pathways and encourage young talent to pursue careers in construction and engineering.

In FY2025, the Group participated in a career fair organised by Universiti Tunku Abdul Rahman (UTAR), where representatives engaged with students and graduates to share information about career opportunities within GDB. Through such initiatives, the Group aims to strengthen industry–academia collaboration while supporting the development of future professionals for the construction sector.



GDB representatives engaging with students during the UTAR Career Fair on 23 April 2025.



Students interacting with GDB representatives to learn about career opportunities in the construction industry.

SUSTAINABILITY STATEMENT (CONT'D)

Foreign Worker Welfare

Foreign workers form an important part of the construction workforce, and the Group recognises the importance of ensuring their welfare and living conditions are properly safeguarded. GDB therefore places strong emphasis on providing suitable accommodation and welfare provisions that support the safety, dignity and well-being of our foreign workforce.



Foreign Worker Welfare and Accommodation

GDB places strong emphasis on the welfare and living conditions of its foreign workforce. Worker accommodations are provided in accordance with the Workers' Minimum Standards of Housing, Accommodations and Amenities Act 2019 (Act 446) and are regularly monitored to ensure they remain safe, clean and suitable for workers' well-being.

Key welfare provisions include:

- ✓ **Purpose-built** accommodation with adequate living space
- ✓ **Access to sanitation** facilities and clean water
- ✓ **Secure storage** facilities for personal belongings
- ✓ **Compliance** with national labour and immigration regulations Site-level safety, health and welfare oversight

These measures support the well-being of workers while reinforcing the Group's commitment to responsible labour practices.



Worker Accommodation

Where required, the Group provides accommodation for foreign workers to support their welfare while deployed at project sites. Worker living quarters are maintained in accordance with applicable regulatory standards, including the Workers' Minimum Standards of Housing, Accommodations and Amenities Act 1990 (Act 446).

Accommodation facilities are equipped with basic amenities such as bunk beds, mattresses, lockers for personal belongings, ventilation and shared facilities to provide a safe, clean and comfortable living environment. By maintaining appropriate living conditions, the Group aims to safeguard the welfare of site personnel while supporting their health, well-being and overall productivity.

Accommodation facilities provided for project site workers

SUSTAINABILITY STATEMENT (CONT'D)

Corporate Social Responsibility

Corporate Social Responsibility ("CSR") reflects the Group's commitment to conducting business responsibly while contributing positively to the communities in which we operate. Beyond regulatory compliance, our CSR efforts aim to balance business growth with meaningful social and environmental contributions, supporting sustainable development and long-term stakeholder value.

By integrating responsible practices into our operations and community engagements, the Group seeks to contribute to the well-being of local communities while strengthening trust and collaboration with stakeholders. These efforts reflect our belief that responsible business practices play an important role in building resilient and inclusive societies.

Our Approach to Social Responsibility

Strong and respectful relationships with local stakeholders are fundamental to the successful delivery of our projects. The Group's community engagement approach is guided by three key principles:

- *Active Stakeholder Engagement:* Open and transparent communication is maintained with a wide range of stakeholders, including neighbouring businesses, community representatives, local authorities, law enforcement agencies and educational institutions. This engagement allows potential concerns to be identified early while ensuring that project activities remain aligned with community expectations.
- *Empowerment Through Opportunity:* Where feasible, the Group supports local economic participation by creating employment and procurement opportunities for nearby communities. This approach allows the economic benefits of our projects to be shared with local stakeholders.
- *Targeted CSR Initiatives:* CSR initiatives are designed to address the needs of the communities surrounding our projects. These initiatives may include support for local infrastructure, educational outreach and community engagement activities, contributing to long-term community well-being and resilience.

Community Welfare

As a leading G7 contractor, GDB operates across a diverse range of project sites, each embedded within unique local ecosystems. We acknowledge that our presence leaves a lasting footprint on the surrounding environment and the lives of those within it. We are committed to ensuring that our operations serve as a catalyst for positive social change, transforming our physical construction activities into long-term community value. By integrating community welfare into operations, GDB ensures that our growth contributes to the broader advancement and well-being of the Malaysian society.

CSR Contributions and Community Impact

In FY2025, the Group contributed **RM20,206** towards community and social initiatives, benefiting **four external organisations and community groups**. These contributions reflect the Group's commitment to supporting local communities and participating in initiatives that promote social well-being and community development.

During the year, the Group supported a range of charitable and community initiatives, including contributions towards **school upgrading works, community fundraising activities, and local cultural and festive events**. Notable contributions included support for upgrading works at **SJKC Soo Jin, Pekan Kapar**, participation in the **UOB Heartbeat Run fundraiser organised in partnership with SOLS Foundation**, and contributions to community activities organised by **Persatuan Penganut Dewa Lin San Kuala Lumpur**. The Group also extended support to the **Klang Fire and Rescue Department (Bomba Klang)** for its Hari Raya celebration event.

These initiatives demonstrate the Group's continued efforts to support local institutions and community organisations while contributing positively to the social fabric of the communities where we operate.

SUSTAINABILITY STATEMENT (CONT'D)

COMMUNITY AND SOCIETY

COMMUNITY AND SOCIETY		
Period	Total amount invested in the community where the target beneficiaries are external to the Group:	Total number of beneficiaries of the investment in communities
	RM	
FY2025	20,206	4
FY2024	14,400	4
FY2023	6,576	1

FY2025 CHARITABLE INITIATIVES AND DONATIONS		
Beneficiary	Purpose	Amount (RM)
SJKC Soo Jin, Pekan Kapar	Donation for school upgrading works	9,530.00
UOB Malaysia's CSR Partner, SOLS Foundation	UOB Heartbeat Run Fundraiser	2,000.00
Persatuan Penganut Dewa Lin San Kuala Lumpur	Contributions towards the Temple's dinner events	3,988.00
Persatuan Penganut Dewa Lin San Kuala Lumpur	Contributions for Temple anniversary	4,288.00
Bomba Klang	Contributions for Majlis Hari Raya	400.00

Minimising Impact to Communities

Construction activities may affect surrounding communities, particularly in relation to noise, traffic flow and general site disruptions. As our projects are often located within or near established neighbourhoods, the Group places strong emphasis on engaging with local communities and managing potential impacts responsibly throughout the project lifecycle.

To minimise disruptions, the Group implements appropriate mitigation measures at project sites, such as managing construction schedules, controlling noise levels and coordinating traffic movements where necessary. These measures are supported by site-level monitoring and compliance with relevant regulatory requirements, with the aim of reducing inconvenience to nearby residents and businesses while maintaining safe and efficient project delivery.

Through these efforts, the Group seeks to foster positive relationships with surrounding communities while upholding its responsibility as a considerate and responsible contractor.

SUSTAINABILITY STATEMENT (CONT'D)



KL International Hospital project under construction (approximately 75% completed), illustrating the importance of managing construction activities responsibly within an urban environment.

Product Quality and Safety

Ensuring that the final built product is safe, well-designed and fit for its intended use is a key consideration for GDB, as the quality of our projects has a direct impact on the health, safety and well-being of end-users. The Group recognises that product quality and safety are fundamental to maintaining customer trust, meeting regulatory requirements and supporting long-term business sustainability.

Disciplined quality and safety management practices are applied throughout the project lifecycle, from design and construction through to completion and handover. These practices are supported by established standards, control processes and site-level oversight to ensure that projects meet applicable regulatory, safety and quality requirements. Through a continued focus on delivering reliable and well-constructed outcomes, the Group aims to contribute positively to the built environment while safeguarding the interests of customers and end-users.



Logistics Hub – Plot B development under construction (approximately 73% completed), reflecting the Group's commitment to delivering high-quality and reliable built environments.

Looking ahead, the Group will continue to strengthen its social sustainability practices by enhancing human capital development, maintaining high standards of workplace safety and health, and deepening engagement with the communities surrounding its projects. Through these efforts, GDB aims to cultivate a safe, inclusive and supportive work environment while contributing positively to the well-being of the communities in which it operates.

SUSTAINABILITY STATEMENT (CONT'D)

Date & Time: 2026-04-28_17:23:01
FYE 31/12/2025

GDB Holdings Berhad
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance	Remarks
GHG Emissions	C1(a) Scope 1	tCO2e	2,838.43	—	Internal	
GHG Emissions	C1(b) Scope 2	tCO2e	1,983.45	—	Internal	
GHG Emissions	C1(c) Scope 3 - Category 6: Business Travel	tCO2e	0.048	—	Internal	
GHG Emissions	C1(c) Scope 3 - Category 7: Employee Commuting	tCO2e	1,528.67	—	Internal	
Anti-Corruption	C1(a) Percentage of employees who have received training on anti-corruption by employee category - Senior Management	Percentage (%)	100	100%	Internal	18 out of 18 employees completed the anti-corruption training
Anti-Corruption	C1(a) Percentage of employees who have received training on anti-corruption by employee category - Middle Management	Percentage (%)	100	100%	Internal	34 out of 34 employees completed the anti-corruption training
Anti-Corruption	C1(a) Percentage of employees who have received training on anti-corruption by employee category - Executive	Percentage (%)	100	100%	Internal	95 out of 95 employees completed the anti-corruption training
Anti-Corruption	C1(a) Percentage of employees who have received training on anti-corruption by employee category - Technical / Others	Percentage (%)	100	100%	Internal	106 out of 106 employees completed the anti-corruption training
Anti-Corruption	C1(b) Percentage of operations assessed for corruption-related risks	Percentage (%)	100	100%	Internal	19 total number of operations assessed for corruption risk
Anti-Corruption	C1(c) Confirmed incidents of corruption and action taken	Number	0	—	Internal	0 number of confirmed incidents of corruption

SUSTAINABILITY STATEMENT (CONT'D)

Date & Time: 2026-04-28_17:23:01
FYE 31/12/2025

GDB Holdings Berhad
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance	Remarks
Community / Society	C2(b) Total amount invested in the community where the target beneficiaries are external to the listed issuer	RM	20,206	—	Internal	
Community / Society	C2(b) Total amount invested in the community where the target beneficiaries are external to the listed issuer	Number of beneficiaries	4	—	Internal	
Supply Chain	C7(a) Proportion of spending on local suppliers	Percentage (%)	99.77	Above 95%	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Male	Percentage (%)	74	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Female	Percentage (%)	26	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Under 30 Years	Percentage (%)	26	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - 30-50 years	Percentage (%)	59	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Above 50 Years	Percentage (%)	15	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Senior Management, 30 - 50 Years	Percentage (%)	39	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Senior Management, Above 50 Years	Percentage (%)	61	—	Internal	

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SUSTAINABILITY STATEMENT (CONT'D)

GDB Holdings Berhad
BMLR Transition Period

Date & Time: 2026-04-28_17:23:01
FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance	Remarks
Diversity	C3(a) % of Employees by Gender & Age Group Category - Managerial, 30 - 50 Years	Percentage (%)	62	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Managerial, Above 50 Years	Percentage (%)	38	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Executive, Under 30 Years	Percentage (%)	20	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Executive, 30 - 50 Years	Percentage (%)	68	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Executive, Above 50 Years	Percentage (%)	12	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Non-Executive, Under 30 Years	Percentage (%)	41	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Non-Executive, 30 - 50 Years	Percentage (%)	53	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Non-Executive, Above 50 Years	Percentage (%)	6	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Senior Management Male	Percentage (%)	78	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Senior Management Female	Percentage (%)	22	—	Internal	

SUSTAINABILITY STATEMENT (CONT'D)

Date & Time: 2026-04-28_17:23:01
FYE 31/12/2025

GDB Holdings Berhad
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance	Remarks
Diversity	C3(a) % of Employees by Gender & Age Group Category - Managerial Male	Percentage (%)	68	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Managerial Female	Percentage (%)	32	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Executive Male	Percentage (%)	67	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Executive Female	Percentage (%)	33	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Non-Executive Male	Percentage (%)	81	—	Internal	
Diversity	C3(a) % of Employees by Gender & Age Group Category - Non-Executive Female	Percentage (%)	19	—	Internal	
Diversity	C3(b) % of Directors by gender and age group - Male	Percentage (%)	86	—	Internal	
Diversity	C3(b) % of Directors by gender and age group - Female	Percentage (%)	14	—	Internal	
Diversity	C3(b) % of Directors by gender and age group - 30 to 50 Years	Percentage (%)	29	—	Internal	
Diversity	C3(b) % of Directors by gender and age group - Above 50 Years	Percentage (%)	71	—	Internal	
Labour Practices & Standards	C6(a) Total hours of training by employee category - BOD	Hours	15	—	Internal	

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SUSTAINABILITY STATEMENT (CONT'D)

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FYE 31/12/2025

GDB Holdings Berhad
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance	Remarks
Labour Practices & Standards	C6(a) Total hours of training by employee category - Senior Management	Hours	265	—	Internal	
Labour Practices & Standards	C6(a) Total hours of training by employee category - Mid Management	Hours	654	—	Internal	
Labour Practices & Standards	C6(a) Total hours of training by employee category - Executive	Hours	922	—	Internal	
Labour Practices & Standards	C6(a) Total hours of training by employee category - Non-Executive	Hours	677	—	Internal	
Labour Practices & Standards	C6(b) % of Employees that are contractors or temporary staff	Percentage (%)	70	—	Internal	
Labour Practices & Standards	C6(c) Total number of Employee turnover by Employee category - Senior Management	Percentage (%)	1	—	Internal	
Labour Practices & Standards	C6(c) Total number of Employee turnover by Employee category - Managerial	Percentage (%)	11	—	Internal	
Labour Practices & Standards	C6(c) Total number of Employee turnover by Employee category - Executive	Percentage (%)	30	—	Internal	
Labour Practices & Standards	C6(c) Total number of Employee turnover by Employee category - Non-Executive	Percentage (%)	58	—	Internal	
Labour Practices & Standards	C6(d) Number of substantiated complaints concerning human rights violations	Number	0	—	Internal	

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SUSTAINABILITY STATEMENT (CONT'D)

Date & Time: 2026-04-28_17:23:01
FYE 31/12/2025

GDB Holdings Berhad
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance	Remarks
Health & Safety	C5(a) Number of work related fatalities	Number	0	0	Internal	
Health & Safety	C5(b) Lost time incident rate (LTIR)	Number	0	Lower than 0.55	Internal	
Health & Safety	C5(c) Number of employees trained on health & safety standards	Number	119	—	Internal	
Data Privacy / Security	C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	—	Internal	
Energy Management	C4(a) Total energy consumption	Gigajoules (GJ)	50,858.33	—	Internal	
Water	C9(a) Total volume of water used	m3	75,031	—	Internal	
Waste Management	C10(a) Total Waste generated	Metric Tonnes	9,378.26	—	Internal	
Waste Management	C10(a)(i) Total Waste diverted from disposal	Metric Tonnes	6,155.31	—	Internal	
Waste Management	C10(a)(ii) Total Waste diverted to disposal	Metric Tonnes	3,222.95	—	Internal	
Waste Management	C10(a) % of Waste recycled vs generated	Percentage (%)	65.63	Above 25%	Internal	

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Corporate Governance Overview Statement is augmented with a Corporate Governance Report based on a prescribed format as enumerated in Paragraph 15.25 of the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") so as to provide a detailed articulation on the application of GDB Holdings Berhad ("GDB" or "the Company") and its subsidiaries ("Group") corporate governance practices vis-à-vis the Malaysian Code on Corporate Governance ("MCCG").

The Board of Directors ("Board") of GDB is committed to ensuring good corporate governance practices are implemented and maintained throughout the Group as a fundamental part of discharging its duties to enhance shareholders' values consistent with the principles and recommendations for best practices set out in the MCCG and the Listing Requirements of Bursa Securities.

This Corporate Governance Statement ("Statement") should also be read together with the Company's Corporate Governance Report for the financial year ended 31 December 2025 ("FYE 2025") which is available on the Company's website at www.gdbhb.com.my, as well as via an announcement on the website of Bursa Securities at www.bursamalaysia.com.

This Statement gives the shareholders an overview of the corporate governance practices of the Company for the FYE 2025.

This Statement makes reference to the following three (3) key principles of the MCCG:-

Principle A - Board leadership and effectiveness

Principle B - Effective audit and risk management

Principle C - Integrity in corporate reporting and meaningful relationship with stakeholders

PRINCIPLE A - BOARD LEADERSHIP AND EFFECTIVENESS

PART I – BOARD RESPONSIBILITIES

1.1 Board and Board Committees

The Board consistently acknowledges its crucial responsibility in guiding the direction and operations of the Company towards achieving sustainable, long-term success for its businesses and, ultimately, enhancing shareholder value. To fulfil this responsibility, the Board establishes strategic objectives and policies for the Group, ensuring the business's sustainability.

The Board holds accountability for the overall performance and operational matters of the Group, including but not limited to the review and adoption of corporate strategies, the enhancement of corporate values, oversight of the Group's business conduct to assess proper management, and evaluation of the adequacy and effectiveness of the Group's internal control systems and management information systems to ensure compliance with relevant laws, regulations, rules, directives, and guidelines.

An effective Board is one that is made up of a combination of Executive Directors with intimate knowledge of the business and Non-Executive Directors from diversified industry/business backgrounds to bring broad business and commercial experience to the Group.

To support the effectiveness in discharging its fiduciary duties and responsibilities, the Board has put in place the relevant Board Committees as follows to assist the Board in the running of its functions:-

- a. Audit Committee ("AC");
- b. Nomination Committee ("NC");
- c. Remuneration Committee ("RC"); and
- d. Risk Management Committee ("RMC").

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

Each Committee operates in accordance with clearly defined Terms of Reference. These Committees are authorised by the Board to deal with and to deliberate on matters delegated to them within their respective Terms of Reference and report to the Board on their proceedings and deliberation together with its recommendations to the Board for approval.

Apart from the responsibility of the Board Committees, the chief officers and other Senior Management are also delegated certain authorities to enable them to effectively discharge their responsibilities on the day-to-day operations of the Group.

1.2 The Chairman of the Board

In 12 June 2025, Tan Sri Dato' Ir. Hj. Zaini Bin Omar resigned as the Board Chairman due to health issues. Following his resignation, Datuk Sr. Chia Lui Meng ("Datuk Chairman") was redesignated from Independent Non-Executive Director to Independent Non-Executive Chairman to assume the role.

The Chairman is primarily responsible for leading the Board to ensure its effectiveness and integrity and the entrenchment of good corporate governance practices within the Group.

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

- a. To provide leadership to the Board.
- b. To oversee the effective discharge of the Board's supervisory role.
- c. To facilitate the effective contribution of all Directors.
- d. To conduct and chair Board Meetings and general meetings of the Company.
- e. To manage communications and effectiveness at the Board level and effective supervision over the Management.
- f. To ensure that quality information to facilitate decision-making is delivered to the Board in a timely manner.
- g. To ensure that Board and general meetings are conducted in accordance with good governance and best practices.
- h. To promote constructive and respectful relations between Board members and between the Board and the Management.
- i. To jointly represent the Company together with the Group Managing Director ("GMD") to external groups such as shareholders, creditors, consumer groups, local communities and federal, state, and local governments.

Datuk Chairman does not assume the position of chairman of the Board Committees but as a member of the Board Committees. Nevertheless, Datuk Chairman also does not chair these Board Committees. Through his participation and corporate experience, it is believed that the Board's objectivity in receiving or reviewing the committees' reports has not been diminished in any way.

1.3 Chairman and GMD

The positions of the Chairman and GMD are held by two (2) different individuals, and each has a clearly accepted division of responsibilities to ensure there is a balance of power and authority to promote accountability.

The Chairman of the Board is primarily responsible for the leadership, effectiveness, conduct and governance of the Board while the GMD has overall responsibilities over the business operations and day-to-day management of the Group and implementation of the Board's policies and decisions.

1.4 Qualified and Competent Company Secretaries

The Board is supported by two (2) Company Secretaries nominated by Cospec Management Services Sdn. Bhd. ("CMS") who are experienced and qualified to act as Company Secretaries under Section 235(2) of the Companies Act 2016 and are registered holders of the Practising Certificate issued by the Companies Commission of Malaysia. All Directors have access to the advice and services of the Company Secretaries.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

The Company Secretaries consistently participate in relevant training programs, conferences, or seminars organised by authorities and professional bodies. This ensures they stay updated on corporate governance developments and regulatory changes pertinent to their role, enabling them to provide valuable advisory services to the Board.

The Board acknowledges that the Company Secretaries play an important role and will ensure that the Company Secretaries fulfil the functions for which they have been appointed.

During the FYE 2025, all Board and Board Committees meetings were properly convened, accurate and proper records of the proceedings and resolutions passed were taken and maintained in the statutory records of the Company.

Overall, the Board is satisfied with the performance and support rendered by the Company Secretaries and their team to the Board in the discharge of her duties and functions.

1.5 Access to Information and Advice

The Board acknowledges the critical role of high-quality information in the decision-making process. To support this, each Director has access to all information within the Company or the Group through the following avenues:-

- a. Senior Management members participate in Board and/or Board Committee meetings by invitation, providing reports on areas within their responsibilities to facilitate the Board's decision-making process and ensure effective discharge of the Board's duties, as necessary.
- b. Meeting notices and materials are prepared and circulated to the Directors and/or Board Committees Members at least five (5) working days before the scheduled Board Meetings, ensuring ample time for them to prepare for the meetings.
- c. The meeting calendar with scheduled dates for meetings of the Board and Board Committees as well as the Annual General Meeting is prepared in advance of each new year by the Company Secretaries to facilitate the Directors' time planning.
- d. The Company Secretaries, or their representative of the Company Secretaries, attend all the Board and Board Committees' meetings to ensure that the deliberations and decisions on matters discussed at the Board and Board Committees' meetings are accurately recorded and properly documented in the minutes of the meetings.
- e. Regular updates and advices on new regulations, guidelines or directives issued by Bursa Securities, Securities Commission of Malaysia and any other relevant regulatory authorities.
- f. The Directors, collectively or individually, may seek independent professional advice and information in the furtherance of their duties at the Company's expense, if so required.
- g. For matters which require the Board's decision on an urgent basis outside of Board Meetings, board papers along with Directors' Written Resolution will be circulated for the Board's consideration. All written resolutions approved by the Board will be tabled for notation at the next Board Meeting.

1.6 Board Charter

The Board Charter provides guidance to the Board in the fulfilment of its roles, duties and responsibilities which are in line with the principles of good corporate governance and it is available at the Company's website at www.gdbhb.com.my.

In addition to the Board Charter, the governance framework of the Company is supported by the Group's Limit of Authority, which was last reviewed, revised and approved by the Board on 25 August 2025. This Group's Limit of Authority defines further the matters as well as the applicable limits specifically reserved for the Board's approval and those delegated to the GMD, Group Executive Director, Executive Director, and Management.

The Board Charter would be periodically reviewed and updated in accordance with the needs of the Company and any new regulations that may have an impact on the discharge of the Board's responsibilities.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

1.7 Code of Ethics and Conduct

The Board has adopted a Code of Ethics and Conduct which is incorporated in the Board Charter of the Company. The Code of Conduct is to be observed by all Directors and employees of the Group and will be reviewed by the Board regularly to ensure that it continues to remain relevant and appropriate.

The Code of Ethics and Conduct set out the general principles and standards of business conduct and ethical behaviour expected of the Group's Directors and employees in carrying out their duties and responsibilities or when representing the Group. It also sets the expectation for professionalism and trustworthiness from all Directors and employees.

The Code of Ethics and Conduct is published on the Company's website at www.gdbhb.com.my.

1.8 Whistle Blowing Policy

The Group is committed to the highest standard of integrity, openness and accountability in the conduct of its business and operations. The Group has established the whistleblowing policy setting out the appropriate communication and feedback channels to facilitate whistleblowing. The implementation of the whistleblowing policy is in line with the Companies Act 2016 and Section 17A of the MACC Act ("the Acts"), where provisions have been made to protect the officers who make disclosures on breach or non-observance of any requirement or provision of the Acts or on any serious offence involving fraud and dishonesty.

The Board commits to reviewing and updating the Whistleblowing Policy at least once every three (3) years to ensure its effectiveness and alignment with governing legislation and regulatory requirements.

The Whistle Blowing Policy is published on the Company's website at www.gdbhb.com.my.

1.9 Anti-Bribery & Corruption Policy ("ABC Policy")

In line with the Malaysian Anti-Corruption Commission (Amendment) Act 2018 ("MACC Act 2018"), the Company has put in place ABC Policy to encourage a culture of integrity and transparency in all of the Group's activities. This policy which adheres to the Listing Requirements of Bursa Securities and the Guidelines on Adequate Procedures issued pursuant to Section 17A(5) of the MACC Act 2018, generally set out the responsibilities of the Company, and all individuals who work for the Group, in observing and upholding the Group's position on bribery and corruption and provides key anti-bribery and corruption principles that apply to all interactions with the Group's customers, business partners, and other third parties, as well as guidelines for the prevention, management, and remediation of bribery and corruption related risks.

The ABC Policy will be reviewed at least once every three (3) years and in accordance with the needs of the Company. The ABC Policy is published on the Company's website at www.gdbhb.com.my.

1.10 Directors' Fit and Proper Policy

In line with Paragraph 15.01A of the Listing Requirements of Bursa Securities, the Board had adopted the Directors' Fit and Proper Policy which serves as a guide to the NC and the Board in their review and assessment of the potential candidates for appointment to the Board of the Group as well as the retiring Directors who are seeking re-election at the annual general meeting.

The Directors' Fit and Proper Policy shall be reviewed periodically by the Board and be revised at any time as it may deem necessary to ensure that they remain consistent with the Board's objectives, current law and practices. The Directors' Fit and Proper Policy is published on the Company's website at www.gdbhb.com.my.

The Board has also adopted the Nomination and Appointment of New Directors Process and Procedures to formalise the process for the nomination and appointment of a new Director to be undertaken by the NC and the Board in discharging their responsibilities in terms of the nomination and appointment of new Directors of the Group.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

1.11 Conflict of Interest Policy

The Board had adopted a Conflict of Interest Policy which sets forth guidelines and procedures to identify, disclose, and address conflicts of interest that may arise within the Group. This ensures that any actual, potential and perceived conflicts of interest are effectively managed. This policy is also designed to ensure compliance with the Listing Requirements of Bursa Securities and the provisions under the Companies Act 2016, as well as to uphold the highest standards of corporate governance and transparency.

The Board will review the Conflict of Interest Policy from time to time and make any necessary amendments to ensure it remains consistent with the Board's objectives, current law, and practices.

1.12 Sustainability Governance

The Board underscores the importance of sustainable business practices in delivering long-term value, recognising that responsible business conduct is essential to achieving operational excellence.

The Board maintains structural oversight of sustainability matters, including the formulation of strategies, priorities, and targets. Management, on the other hand is entrusted for the execution of these strategies, integrating Environmental, Social, and Governance (ESG) considerations into the Group's overall corporate strategy.

As stewards of shareholders' interests, the Board is committed to upholding high standard of corporate governance, driven by integrity, ethical conduct, and a strong sense of corporate responsibility. Additionally, the Board also ensures transparent communication of the Company's sustainability strategies, priorities, targets, and performance to both internal and external stakeholders, as outlined in the Sustainability Statement of this Annual Report.

Furthermore, the Board has incorporated an assessment of its understanding of key sustainability issues into the annual performance evaluation, recognising the critical role such issues play in the Company's success.

PART II – COMPOSITION OF THE BOARD

2.1 Board Composition

The Board currently comprises seven (7) Directors and one (1) Alternate Director. As of the date of this statement, the composition of the current Board is set out in the table below:-

No.	Names	Designation
1.	Clement Wong Teck Hoo <i>(Appointed on 16 December 2025 and Redesignated on 6 February 2026)</i>	Independent Non-Executive Director/Acting Chairman
2.	Andy Lai Wee Young <i>(Appointed on 16 December 2025)</i>	Executive Director/Acting Group Managing Director
3.	Alexander Lo Tzone Leong	Group Executive Director
4.	Dasmand Wong Wei Ming <i>(Appointed on 6 February 2026)</i>	Executive Director
5.	Cheah Jun Kai	Executive Director
6.	Kow Poh Gek	Independent Non-Executive Director
7.	Winston Bong Ting Yan <i>(Appointed on 15 October 2025)</i>	Independent Non-Executive Director
8.	Cheah Ham Cheia <i>(Resigned as Group Managing Director on 16 December 2025 and Appointed as Alternate Director to Mr. Cheah Jun Kai on 16 December 2025)</i>	Alternate Director to Cheah Jun Kai

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

This current Board composition complies with Paragraph 15.02 of the Listing Requirements of Bursa Securities, which requires that at least two (2) Directors or one-third (1/3) of the Board, whichever is the higher, are Independent Directors.

The Board members have diverse backgrounds and experiences in various fields. Collectively, they bring a wide range of skills, experience and knowledge to manage the Group's business. The profiles of these Directors are provided in this Annual Report.

2.2 Tenure of Independent Non-Executive Directors

The Board acknowledges the recommendation by the MCCG that the tenure of an Independent Director should not exceed a cumulative term of nine (9) years. However, if the Board intends to retain a director who has served as an Independent Director of the Company for a cumulative term of more than nine (9) years, the Board must provide a justification for the decision and obtain approval from the shareholders through a two-tier voting process at a general meeting. Furthermore, the Board recognises that as per the Listing Requirements of Bursa Securities, the tenure of an Independent Director should not exceed a cumulative term of twelve (12) years.

The Board has not adopted a policy that limits the tenure of its Independent Directors to nine (9) years, being a step-up practice. Notwithstanding that, the assessment of the independence of Independent Directors will be conducted annually via the Annual Evaluation of Independence of Directors to ensure that they are independent of management and free from any business or other relationship which could materially interfere with the exercise of their independent judgement or the ability to act in the best interests of the Company.

During the FYE 2025, none of the Directors has served the Board as an Independent Director of the Company for a cumulative term of more than nine (9) years. Further, based on the independence assessment carried out during the financial year under review, the Board is satisfied with the level of independence demonstrated by all the Independent Non-Executive Directors and their abilities to act in the best interest of the Company.

2.3 New Appointment to the Board

The principal responsibility for making recommendations on the appointment of new Directors and the re-election of retiring Directors has been delegated to the NC.

In evaluating potential candidates, the NC considers not only academic qualifications but also relevant industry experience, to ensure that candidates are able to contribute meaningfully to the Board and support the Company's growth. In making recommendations to the Board on candidates for directorship, the NC assesses and nominates candidates based on objective criteria, including, inter alia:-

- (a) skills, knowledge, expertise and experience;
- (b) professionalism;
- (c) integrity;
- (d) time commitment to the Company, taking into account the number of directorships held; and
- (e) for candidates to the position of Independent Non-Executive Director, the ability to discharge the roles and responsibilities expected of an Independent Non-Executive Director.

All Directors comply with the requirement under Paragraph 15.06 of the Listing Requirements of Bursa Securities, which limits the number of directorships held in listed issuers to not more than five (5).

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

As of the date of this statement, there were five (5) new appointment of Directors, as recommended by the NC, as follows:-

Name	Date of Appointment	Designation
Dasmand Wong Wei Ming	6 February 2026	Executive Director
Clement Wong Teck Hoo	16 December 2025	Independent Non-Executive Director/Acting Chairman
Andy Lai Wee Young	16 December 2025	Executive Director/Acting Group Managing Director
Winston Bong Ting Yan	15 October 2025	Independent Non-Executive Director
Cheah Ham Cheia	16 December 2025	Alternate Director to Cheah Jun Kai

2.4 Board Diversity and Senior Management Team

The Board is supportive of the diversity of the Board and Senior Management Team. The Group strictly adheres to the practice of non-discrimination of any form, whether based on race, age, religion and gender throughout the organisation, including the selection of Board members and Senior Management. The Board encourages a dynamic and diverse composition by nurturing suitable and potential candidates equipped with competency, skills, experience, character, time commitment, integrity and other qualities in meeting the future needs of the Group.

In the event that a vacancy occur on the Board, the Board, facilitated by the NC, will take female representation into account when identifying suitable candidates. However, the selection of a new Board member will not be based solely on gender. The candidate's qualifications, including relevant skills, experience, and knowledge, will also be key considerations. The Company's primary objective in new appointment is to select the most qualified individual. Therefore, the standard selection criteria, which prioritise a strong combination of competencies, expertise, and experience, to enhance the Board's effectiveness, remain paramount.

In view of the gained attention of boardroom diversity as an important element of a well functioned organisation, the Board had adopted a Gender Diversity Policy which provides a framework for the Company to improve its gender diversity at the Board and Senior Management level.

Currently, there is one (1) female Director on the Board, namely, Madam Kow Poh Gek.

2.5 Board Committees

The Board Committees are set up to manage specific tasks for which the Board is responsible within clearly defined Terms of Reference. This ensures that the Board members can spend their time more efficiently while the Board Committees are entrusted with the authority to examine particular issues.

The Board has established four (4) Board Committees and the membership of each committee is set out in the table below:-

Composition	AC	NC	RC	RMC
<i>Clement Wong Teck Hoo (Appointed on 16 December 2025 and Redesignated on 6 February 2026) (Independent Non-Executive Director/Acting Chairman)</i>	Member	Member	Member	Member
<i>Kow Poh Gek (Independent Non-Executive Director)</i>	Chairperson	Chairperson	Member	Member

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

Composition	AC	NC	RC	RMC
Winston Bong Ting Yan (<i>Appointed on 15 October 2025</i>) (<i>Independent Non-Executive Director</i>)	Member	Member	Chairman	Chairman
Andy Lai Wee Young (<i>Appointed on 16 December 2025</i>) (<i>Executive Director/Acting Group Managing Director</i>)	N/A	N/A	N/A	Member
Alexander Lo Tzone Leong (<i>Group Executive Director</i>)	N/A	N/A	N/A	Member
Dasmand Wong Wei Ming (<i>Appointed on 6 February 2026</i>) (<i>Executive Director</i>)	N/A	N/A	N/A	Member

The Terms of Reference of the respective Board Committees are published on the Company's website, www.gdbhb.com.my.

2.6 NC

The NC is chaired by Mdm. Kow Poh Gek, an Independent Non-Executive Director of the Company.

The NC is responsible for identifying and recommending suitable candidates for Board membership and also for assessing the performance of the Directors on an ongoing basis. The Board will have the ultimate responsibility and final decision on the appointment of the Directors. This process shall ensure that the Board membership accurately reflects the long-term strategic direction and needs of the Company and determine a skills matrix to support the strategic direction and needs of the Company.

The NC has written TOR dealing with its authority and duties which include the selection and assessment of Directors. The TOR of the NC had incorporated the relevant practices recommended under the MCCG. The TOR of the NC is published on the Company's website at www.gdbhb.com.my.

During the FYE 2025, the following is the summary of activities undertaken by the NC:-

- a. Evaluated the balance of skills, knowledge and experience of the Board. Carried out the assessment and rating of each Director's performances against the criteria as set out in the annual assessment form. The performance of Non-Executive Directors was also carefully considered, including whether he/she could devote sufficient time to the role.
- b. Undertaken an effectiveness evaluation exercise of the Board and its Committees as a whole with the objective of assessing its effectiveness.
- c. Reviewed and assessed the independence of the Independent Directors of the Company.
- d. Reviewed and recommended to the Board the contribution and performance of the AC.
- e. Reviewed and recommended to the Board for consideration, the re-election of the Directors who were due to retire at the Annual General Meeting ("AGM").
- f. Reviewed and recommended to the Board for consideration, the appointment of new Director(s) to the Board.

2.7 Board Appointment and Re-appointment Process

The NC is tasked by the Board to make independent recommendations for appointments to the Board. In evaluating the suitability of candidates, the NC considers, inter-alia, the character, experience, integrity, commitment, competency, qualification and track record of the proposed new nominee for appointment to the Board. In the case of a nominee for the position of Independent Non-Executive Director, NC evaluates the nominee's ability to discharge such responsibilities/functions as expected from Independent Non-Executive Directors. The Board has in the review of the skills of Directors, including information technology, legal, public relations and experience in the retailing industry as the matrix of skills of Directors that would be prioritised when selecting candidates for appointment to the Board.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

In accordance with the Listing Requirements of Bursa Securities and the Company's Constitution, one-third (1/3) of the Directors of the Company for the time being shall retire at the AGM of the Company provided always that all Directors, shall retire from office at least once in every three (3) years but shall be eligible for re-election at the AGM. Additionally, the Directors appointed to fill a casual vacancy or as an addition to the Board shall hold office only until the conclusion of the next AGM and shall be eligible for re-election.

In assessing the directors' eligibility for re-election, the NC considers their competencies, commitment, contribution, performance based on their respective performance evaluation to the Board and their ability to act in the best interest of the Company.

The Board makes recommendations concerning the re-election, re-appointment and continuation in office of any Director for shareholders' approval at the AGM.

2.8 Annual Evaluation of the Directors, Board and Board Committees as a whole

The Board has, through the NC, undertaken a formal and objective annual evaluation to assess the effectiveness of the Board and the Board Committees as a whole and the contribution of each Director, including the independence of the Independent Non-Executive Directors, referring to the guides available and the good corporate governance compliance.

In evaluating the performance of Non-Executive Directors, the assessment comprises amongst others, the attendance at Board or Committee meetings, adequate preparation for Board and/or Board Committees' meetings, regular contribution to Board or Board Committees' meetings, personal input to the role and other contributions to the Board or Board Committees as a whole.

Whilst, in evaluating the performance of Executive Directors, the assessment was carried out against diverse key performance indicators including amongst others, financial, strategic and sustainability, conformance and compliance, business acumen or increase shareholders' wealth, succession planning and personal input to the role.

2.9 Attendance of Board and Board Committees' Meetings

The Board meets at least once in every quarter on a scheduled basis and additional meetings are to be convened as and when deemed necessary by the Board. All the current Directors fulfilled the requirements of the Listing Requirements of Bursa Securities of having attended at least 50% of the Board meetings held by the Company for the FYE 2025.

The attendance records of the Directors at Board and Board Committees' meetings for the FYE 2025 are set out as follows:-

Meeting Attendance	Board	AC	NC	RC	RMC
Clement Wong Teck Hoo (<i>Appointed on 16 December 2025 and Redesignated on 6 February 2026</i>)	N/A	N/A	N/A	N/A	N/A
Andy Lai Wee Young (<i>Appointed on 16 December 2025</i>)	N/A	N/A	N/A	N/A	N/A
Dasmand Wong Wei Ming (<i>Appointed on 6 February 2026</i>)	N/A	N/A	N/A	N/A	N/A
Cheah Ham Cheia (<i>Resigned as Group Managing Director on 16 December 2025 and Appointed as Alternate Director to Mr. Cheah Jun Kai on 16 December 2025</i>)	5/5	N/A	N/A	N/A	2/2
Alexander Lo Tzone Leong	5/5	N/A	N/A	N/A	2/2

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

Meeting Attendance	Board	AC	NC	RC	RMC
Cheah Jun Kai	5/5	N/A	N/A	N/A	N/A
Kow Poh Gek	5/5	5/5	1/1	1/1	2/2
Tan Sri Dato' Ir. Hj. Zaini Bin Omar (Resigned on 12 June 2025)	0/3	0/3	0/1	0/1	0/1
Datuk Sr. Chia Lui Meng ⁽¹⁾ (Redesignated on 12 June 2025 and Resigned on 6 February 2026)	5/5	4/4	1/1	1/1	2/2
Dato' Abdul Manap Bin Abd Wahab (Appointed on 16 June 2025 and Resigned on 16 December 2025)	2/2	2/2	N/A	N/A	1/1
Winston Bong Ting Yan (Appointed on 15 October 2025)	1/1	1/1	N/A	N/A	N/A

Note:

⁽¹⁾ Datuk Sr. Chia Lui Meng has ceased as a member of AC, NC, RC and RMC on 15 October 2025.

2.10 Directors' Training

The Directors are encouraged to attend relevant seminars and training programmes to equip themselves with the knowledge to effectively discharge their duties as Directors. The Board will assess the training needs of the Directors and ensure Directors have access to a continuing education programme to keep abreast of changes in both the regulatory and business environments as well as with new developments within the industry in which the Group operates.

During the FYE 2025, the current Directors have attended the following training programmes in compliance with Paragraph 15.08 of the Listing Requirements of Bursa Securities:-

Name of Directors	Training /seminar attended
Clement Wong Teck Hoo (Appointed on 16 December 2025 and Redesignated on 6 February 2026)	<ul style="list-style-type: none"> Mandatory Accreditation Programme Part I in relation to the Directors' roles, duties and liabilities ("MAP Part I")
Andy Lai Wee Young (Appointed on 16 December 2025)	<ul style="list-style-type: none"> MAP Part I
Kow Poh Gek	<ul style="list-style-type: none"> Key Amendments to the Listing Requirements of Bursa Securities Governance of Generative AI Enhanced Conflict of Interest Obligations of Directors & other Key Persons of the Group ICDM Advocacy: E-invoicing for Directors - MyInvois & MyTax Portal Walkthrough with EY Malaysia Key Amendments to the Listing Requirement of Bursa Securities in relation to enhance continuing disclosure requirements and exempted related party transaction 2025 MFRS Updates

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

Name of Directors	Training /seminar attended
Cheah Ham Cheia <i>(Resigned as Group Managing Director on 16 December 2025 and Appointed as Alternate Director to Mr. Cheah Jun Kai on 16 December 2025)</i>	<ul style="list-style-type: none"> • Key Amendments to the Listing Requirements of Bursa Securities • Key Amendments to the Listing Requirement of Bursa Securities in relation to enhance continuing disclosure requirements and exempted related party transaction
Alexander Lo Tzone Leong	<ul style="list-style-type: none"> • Key Amendments to the Listing Requirements of Bursa Securities • Key Amendments to the Listing Requirement of Bursa Securities in relation to enhance continuing disclosure requirements and exempted related party transaction
Cheah Jun Kai	<ul style="list-style-type: none"> • Key Amendments to the Listing Requirements of Bursa Securities • Key Amendments to the Listing Requirement of Bursa Securities in relation to enhance continuing disclosure requirements and exempted related party transaction
Winston Bong Ting Yan <i>(Appointed on 15 October 2025)</i>	<ul style="list-style-type: none"> • MAP Part I • Key Amendments to the Listing Requirement of Bursa Securities in relation to enhance continuing disclosure requirements and exempted related party transaction

Tan Sri Dato' Ir. Hj. Zaini Bin Omar did not attend any training during the financial year under review as he resigned from the Board on 12 June 2025 due to health issues.

The Board would continuously, evaluate and assess the training needs of each Director to keep them abreast with the state of the economy, technological advances, regulatory updates, management strategies and development in various aspects of the business environment to enhance the Board's skills and knowledge in discharging its responsibilities.

PART III – REMUNERATION

3.1 Remuneration Policy

The Board has in place a formal Remuneration Policy for Directors and/or Senior Management. The Remuneration Policy establishes a formal and transparent procedure for developing a structure for determining the remuneration of Directors and/or Senior Management of the Company with the objective of supporting and driving business strategy and the long-term interests of the Company.

The Remuneration Policy aims to:-

- a. Determine the level of remuneration of Directors and/or Senior Management;
- b. Attract, retain and reward high performing, experienced and qualified Directors and/or Senior Management by providing remuneration which commensurate with their responsibilities and contributions, and be competitive with the industry; and
- c. Encourage value creation for the Company by aligning the interests of Directors with the long-term interests of shareholders.

The Remuneration Policy is available at the Company's website at www.gdbhb.com.my.

I) Executive Directors and/or Senior Management

The RC reviews and recommends the remuneration package of the Executive Directors for the Board's deliberation and it is the responsibility of the Board as a whole to approve the total remuneration package of the Executive Directors, giving due consideration to the individual performance, responsibility and sustainable development of the Group, and shall take into account the size and complexity of the business.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

II) Independent Non-Executive Directors

Independent Non-Executive Directors' fees consist of annual fees that reflect the expected diverse experience, skill sets and the roles and responsibilities of the Independent Non-Executive Directors concerned. The Independent Non-Executive Directors are also paid a meeting allowance for each meeting they attend.

The Board, through the RC, will periodically review the criteria used to recommend the remuneration packages of Directors ensuring alignment with current market practices and needs.

The Board endorses the annual Directors' fees and benefits payable to the Non-Executive Directors for approval by the shareholders of the Company at the AGM.

Directors are required to abstain from any deliberations or voting related to their own remuneration packages.

3.2 Remuneration of Directors

The breakdowns of the remuneration of each Director of the Company and the Group for the FYE 2025 are as follows:-

The Company

Name of Directors	RM'000						Total
	Fees	Allowance	Salary	Bonus	Benefits-in Kind	Other emoluments [#]	
Clement Wong Teck Hoo <i>(Appointed on 16 December 2025 and Redesignated on 6 February 2026)</i>	3.4	-	-	-	-	-	3.4
Andy Lai Wee Young <i>(Appointed on 16 December 2025)</i>	-	2.2	23.2	162.1	-	22.4	209.9
Cheah Ham Cheia <i>(Resigned as Group Managing Director on 16 December 2025 and Appointed as Alternate Director to Cheah Jun Kai on 16 December 2025)</i>	-	-	574.2	-	-	33.9	608.1
Alexander Lo Tzone Leong	-	-	612.0	-	-	74.8	686.8
Cheah Jun Kai	-	-	270.4	-	-	33.9	304.3
Kow Poh Gek	97.2	3.8	-	-	-	-	101.0
Winston Bong Ting Yan <i>(Appointed on 15 October 2025)</i>	17.3	0.8	-	-	-	-	18.1
Tan Sri Dato' Ir. Hj. Zaini Bin Omar <i>(Resigned on 12 June 2025)</i>	47.5	-	-	-	-	68.1	115.6
Datuk Sr. Chia Lui Meng <i>(Redesignated on 12 June 2025 and Resigned on 6 February 2026)</i>	99.2	3.7	-	-	-	-	102.9
Dato' Abdul Manap Bin Abd Wahab <i>(Appointed on 16 June 2025 and Resigned on 16 December 2025)</i>	49.5	1.5	-	-	-	-	51.0
TOTAL	314.1	12.0	1,479.8	162.1	-	233.1	2,201.1

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

The Group

Name of Directors	RM'000						
	Fees	Allowance	Salary	Bonus	Benefits-in Kind	Other emoluments [#]	Total
Clement Wong Teck Hoo (Appointed on 16 December 2025 and Redesignated on 6 February 2026)	3.4	-	-	-	-	-	3.4
Andy Lai Wee Young (Appointed on 16 December 2025)	-	2.2	23.2	162.1	-	22.4	209.9
Cheah Ham Cheia (Resigned as Group Managing Director on 16 December 2025 and Appointed as Alternate Director to Mr. Cheah Jun Kai on 16 December 2025)	-	48.0	574.2	215.3	-	545.5	1,383.0
Alexander Lo Tzone Leong	-	-	612.0	318.8	10.6	862.7	1,804.1
Cheah Jun Kai	-	27.3	270.4	123.4	-	139.9	561.0
Kow Poh Gek	97.2	3.8	-	-	-	-	101.0
Winston Bong Ting Yan (Appointed on 15 October 2025)	17.3	0.8	-	-	-	-	18.1
Tan Sri Dato' Ir. Hj. Zaini Bin Omar (Resigned on 12 June 2025)	47.5	-	-	-	-	68.1	115.6
Datuk Sr. Chia Lui Meng (Redesignated on 12 June 2025 and Resigned on 6 February 2026)	99.2	3.7	-	-	-	-	102.9
Dato' Abdul Manap Bin Abd Wahab (Appointed on 16 June 2025 and Resigned on 16 December 2025)	49.5	1.5	-	-	-	-	51.0
TOTAL	314.1	87.3	1,479.8	819.6	10.6	1,638.6	4,350.0

Note:-

[#] Other emoluments include end of service gratuity, project incentives, EPF, SOCSO, EIS, petrol card, and other benefits.

3.3 Remuneration of Senior Management

The remuneration paid to the Senior Management of the Group for the FYE 2025 are as follows:-

Remuneration Band	Number of Senior Management
RM350,001 to RM400,000	1
RM450,001 to RM500,000	1
RM600,001 to RM650,000	1
RM650,001 to RM700,000	1
RM950,001 to RM1,000,000	1

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

Due to the confidentiality and sensitivity of the remuneration packages of Key Senior Management as well as security concerns, the Board opts not to disclose the Key Senior Management's remuneration components on a named basis in the bands of RM50,000.

The Board is of the view that the disclosure of the remuneration of Key Senior Management on a named basis would be not in the best interest of the Group given the competitive human resources environment that may give rise to recruitment and talent retention issues. The Board is of the opinion that the disclosure of Key Senior Management's aggregated remuneration on an unnamed basis in the bands of RM50,000 is adequate.

PRINCIPLE B - EFFECTIVE AUDIT AND RISK MANAGEMENT

PART I – AUDIT COMMITTEE

4.1 Effective and Independent AC

The AC is relied upon by the Board to, amongst others, provide advice and oversee in the areas of financial reporting, external audit, internal control environment and internal audit processes, review of related party transactions as well as conflict of interest situations.

The AC comprises three (3) Independent Non-Executive Directors and is chaired by an Independent Non-Executive Director namely Madam Kow Poh Gek. As the Chairperson of the AC is distinct from the Chairman of the Board, it ensures that the objectivity of the Board's review of the AC's findings and recommendations is not impaired.

The composition of the AC complies with Paragraphs 15.09 and 15.10 of the Listing Requirements of Bursa Securities and the recommendation of MCCG whereby all three (3) AC members are Independent Non-Executive Directors. None of the Independent Non-Executive Directors has appointed alternate directors.

None of the members of AC were former key audit partners and in order to uphold utmost independence, the Board has no intention to appoint any former key audit partner as a member of the AC.

The AC members possess the necessary skills and knowledge to discharge their duties in accordance with the TOR of the AC and they are able to understand matters under the purview of the AC including the financial reporting process.

It is expected that they dedicate ample time to updating their knowledge and enhancing their skills through relevant continuing education programs. This ensures their active engagement and informed participation during deliberations. The AC members have consistently stayed informed about developments in accounting and auditing standards, practices, and regulations.

The term of office and performance of the AC and its members are reviewed by the NC annually to determine whether such AC and members have carried out their duties in accordance with the Terms of Reference.

4.2 External Auditors

The Group has established a transparent and appropriate relationship with the External Auditors which has been accorded the authority to communicate directly with the External Auditors. The External Auditors in turn are able to highlight matters which require the attention of the Board to the AC in terms of compliance with the accounting standards and other related regulatory requirements.

The Board had also established the External Auditors Assessment Policy together with the Annual Performance Evaluation Form. The said policy aims to outline the guidelines and procedures for AC to review, assess and monitor the performance, suitability and independence of the External Auditors. The factors considered by the AC in its assessment include the adequacy of professionalism and experience of the staff, the resources of the External Auditors, fees, independence, and the level of non-audit services rendered to the Group.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

The AC is satisfied with the performance, suitability and independence of the External Auditors of the Company and its subsidiaries, Crowe Malaysia PLT. Having assessed their performance, the AC is satisfied with the competence and independence of the External Auditors and had recommended to the Board, the re-appointment of the External Auditors upon which the shareholders' approval will be sought at the forthcoming AGM of the Company.

PART II – RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

5.1 Risk Management and Internal Control Framework

The Board acknowledges its overall responsibilities in establishing a sound risk management framework and internal control system within the Group. The risk management framework and internal control system are designed to manage the Group's risks within an acceptable risk appetite, rather than eliminate the risk of failure to achieve the policies, goals and objectives of the Group. It provides reasonable assurance against material misstatement of financial information and records or against financial losses or fraud.

The internal audit function of the Group is outsourced to an independent professional firm. The Internal Auditors conduct regular reviews and appraisals of the effectiveness of the governance, risk management, anti-corruption, whistle blowing and internal control system within the Group. The Internal Auditors are also required to assist the Group in enhancing its existing risk management framework and adopting a risk-based approach. The assessment and findings of the internal audit are reported periodically to the AC. The recommendations arising from the internal audit and its implementations would be monitored.

Besides that, AC undertakes an annual assessment of the suitability and performance of the Internal Auditors. The AC, in its assessment, has considered several factors, which included adequacy and resources of the Internal Auditors, quality control processes, the professional staff assigned to the audit, independence and objectivity of the Internal Auditors, discussion on audit scope, plan and fees and communication from the Internal Auditors.

Further details of the internal audit functions are set out in the Statement on Risk Management and Internal Control in this Annual Report.

5.2 RMC

The members of the RMC are nominated and appointed by the Board to assist the Board in discharging its fiduciary duties and responsibilities to review the effectiveness of the Group's internal control system and ensure that there is a process in place for identifying, evaluating and managing the significant risks to the achievement of the Group's strategic objectives.

This ensures confidence in risk management and entails receiving reports on the efficiency and effectiveness of internal controls. Each business unit and functional management team is responsible for identifying principal and emerging risks and uncertainties. The Board recognises that these units and teams are in the best position to identify such risks and uncertainties within their respective areas of operation. Risks identified, along with their corresponding mitigating controls, undergo regular review by the RMC and the Board.

The process for identifying, evaluating and managing risks has been in place throughout the FYE 2025. The internal control system is designed to manage and mitigate, rather than eliminate, the risk of failure to achieve business objectives. The internal control system can only provide reasonable assurance, rather than absolute assurance, against material misstatement or loss.

The RMC comprises a majority of Independent Non-Executive Directors and its scope and function are set out in the Terms of Reference which is available on the Company's website at www.gdbhb.com.my.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

5.3 Internal Audit Function

The Group's internal audit function is outsourced to an independent professional firm namely Sterling Business Alignment Consulting Sdn. Bhd. ("Sterling" or "Internal Auditors") to assist in managing the risks and establishing the internal control system and processes of the Group by providing an independent assessment of the adequacy, efficiency and effectiveness of the Group's risk management and internal control system and processes.

The Internal Auditors are free from any relationship or conflict of interest, which could impair their objectivity and independence.

The Board had established the Internal Auditors Assessment Policy ("IA Assessment Policy") together with an annual performance evaluation form. The IA Assessment Policy outlines the guidelines and procedures for the AC to review, assess and monitor the performance, suitability and independence of the Internal Auditors.

The AC had obtained assurance from the Internal Auditors confirming that they are, and have been, independent throughout the conduct of the internal audit engagement in accordance with the terms of all relevant professional and regulatory requirements.

The internal audit functions and activities carried out during the FYE 2025 are as disclosed in the AC Report in this Annual Report.

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

PART I – COMMUNICATION WITH STAKEHOLDERS

6.1 Continuous Communication with Stakeholders

The Board values the importance of the dissemination of information on major developments of the Group to the shareholders, potential investors and the general public in a timely and equitable manner and hence, a Corporate Disclosure Policy has been adopted. A copy of the policy is published on the Company's website at www.gdbhb.com.my.

The quarterly results, announcements, annual reports and circulars serve as primary means of dissemination of information so that the shareholders are constantly kept abreast of the Group's progress and development.

The Company's website at www.gdbhb.com.my serves as one of the most convenient ways for shareholders and members of the public to gain access to corporate information, news and events relating to the Group.

The Company's AGM remains a principal forum used by the Group for communication with its shareholders. At the AGM, shareholders will be accorded time and opportunity to raise questions on the proposed resolutions and also matters relating to the performance, developments within and the future direction of the Group. The Board will also ensure that each item of special business that is included in the notice of meeting is accompanied by a full written explanation of that resolution and its effects to facilitate its understanding and evaluation.

6.2 Corporate Disclosure Policy

The Board is dedicated to ensuring transparent communication with both shareholders and the general public concerning the Group's business, operations, and financial performance. Furthermore, it ensures that information submitted to regulators complies with all relevant legal and regulatory obligations.

The Corporate Disclosure Policy was formalised to promote comprehensive, accurate and timely disclosures pertaining to the Company and the Group to regulators, shareholders and stakeholders.

The Corporate Disclosure Policy is available on the Company's website at www.gdbhb.com.my. The Board will review this policy from time to time and make any necessary amendments to ensure it remains consistent with the Board's objective and responsibilities.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PART II – CONDUCT OF GENERAL MEETING

7.1 Conduct of General Meetings

The AGM remains the principal forum for dialogue with shareholders where they may seek clarifications on the Company's business and reports. Shareholders are encouraged to meet and communicate with the Board at the AGM and to vote on all resolutions.

In line with Practice 13.1 of MCCG, the notice convening the Twelfth AGM ("12th AGM") was issued to shareholders at least 28 days before the 12th AGM date, which gives shareholders sufficient time to prepare themselves to attend the 12th AGM or to appoint a proxy to attend and vote on their behalf.

Members of the Board and Key Senior Management of the Company as well as the External Auditors of the Company are available to respond to shareholders' questions during the meeting. During the proceedings of the 12th AGM convened on 11 June 2025, the Chairman ensured that the shareholders are given the opportunity to comment or raise issues and questions pertaining to issues on the agenda, in the annual report, Group's strategy and business developments. All questions raised by the shareholders were answered and addressed accordingly.

All resolutions set out in the Notice of 12th AGM were put to vote by poll and the votes cast were validated by an independent scrutineer appointed by the Company. The outcome of all resolutions proposed at the general meetings is announced to Bursa Securities at the end of the meeting day.

7.2 Effective Communication and Proactive Engagement

Save and except for Tan Sri Dato' Ir. Hj. Zaini Bin Omar, who was absent due to health reasons, all Directors and Key Senior Management attended the 12th AGM and be accountable to the shareholders for their stewardship of the Company. The Board Committees members were available to respond to shareholders' queries concerning the Company and the Group at the 12th AGM. The External Auditors were also invited to attend the AGM and assist the Board in addressing relevant queries made by the shareholders.

From the Company's perspective, the AGM also serves as a forum for Directors to engage with the shareholders personally to understand their needs and seek their feedback. The Board welcomes questions and feedback from the shareholders during and at the end of shareholders' meetings and ensures their queries are responded to properly and systematically.

The Chairman ensures that a reasonable time is provided to the shareholders for discussion at the AGM before each resolution is proposed. The summary of the key matters discussed at the 12th AGM was also published on the Company's website for the shareholders' information.

STATEMENT BY THE BOARD ON CORPORATE GOVERNANCE STATEMENT

The Board has deliberated, reviewed and approved this statement. The Board considers and is satisfied that to the best of its knowledge, the Company has fulfilled its obligations under the MCCG, the relevant chapters of the Listing Requirements of Bursa Securities on corporate governance and all applicable laws and regulations throughout the FYE 2025, except for those departures set out in the CG Report.

The Company shall continue to strive for high standards of corporate governance through the Group, and the highest level of integrity and ethical standards in all of its business dealings.

AUDIT COMMITTEE REPORT

The Board of Directors ("Board") of GDB Holdings Berhad ("GDB" or the "Company") is pleased to present the Audit Committee ("AC") Report, providing a comprehensive overview of the AC's activities, functions, and responsibilities carried out during the financial year ended 31 December 2025 ("FYE 2025").

1. OBJECTIVES

The AC plays a vital role in assisting the Board in discharging its oversight responsibilities, ensuring that the Group upholds ethical business practices and complies with applicable standards and regulatory requirements. The AC's principal responsibilities include overseeing the Group's financial reporting process, monitoring the effectiveness of internal controls, and overseeing both the internal and external audit functions. In addition, the AC promotes transparent communication and effective communication with the External and Internal Auditors, ensuring their independence and enhancing the effectiveness, and efficiency of the audit process.

2. COMPOSITION

The AC comprises the following members, all of whom are Independent Non-Executive Directors.

The current composition of the Committee is as follows:

Name	Designation
Madam Kow Poh Gek	Chairperson, Independent Non-Executive Director
Mr. Winston Bong Ting Yan <i>(Appointed on 15 October 2025)</i>	Member, Independent Non-Executive Director
Mr. Clement Wong Teck Hoo <i>(Appointed on 16 December 2025)</i>	Member, Independent Non-Executive Director/Acting Chairman

The Company has complied with Paragraph 15.09(1)(a) and (b) of the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") as well as Practice 9.1 and Practice 9.4 under the Principle B of the Malaysian Code of Corporate Governance.

The AC Chairperson, Madam Kow Poh Gek is a member of the Malaysian Institute of Accountants and fellow member of the Chartered Institute of Management Accountants. Accordingly, the composition of AC members complies with Paragraph 15.09(1)(c)(i) and Paragraph 15.10 of the Listing Requirements of Bursa Securities.

3. TERMS OF REFERENCE

The authorities and duties of the AC are outlined in the AC's Terms of Reference, which can be accessed from the Company's website at <https://www.gdbhb.com.my>.

AUDIT COMMITTEE REPORT (CONT'D)

4. ATTENDANCE OF MEETINGS

During the FYE 2025, the AC had held a total of five (5) meetings. The meeting attendance record of each AC members is as follows:

Name	Meetings Attended
Madam Kow Poh Gek	5 of 5
Winston Bong Ting Yan (Appointed on 15 October 2025)	1 of 1
Clement Wong Teck Hoo (Appointed on 16 December 2025)	N/A
Dato' Abdul Manap Bin Abd Wahab (Appointed on 16 June 2025 and Cessation of Office on 16 December 2025)	2 of 2
Datuk Sr. Chia Lui Meng (Cessation of Office on 15 October 2025)	4 of 4
Tan Sri Dato' Ir. Hj. Zaini Bin Omar (Cessation of Office on 12 June 2025)	0 of 3

To enhance the effectiveness of the Group's internal controls and seek professional guidance for fulfilling the AC's duties, Sterling Business Alignment Consulting Sdn Bhd ("Sterling") has been appointed as the Internal Auditors. Sterling conducts reviews of the internal control system and reports their findings directly to the AC.

During the AC meetings, Group Managing Director, Executive Directors, selected Key Senior Management, External Auditors, and Internal Auditors were invited to facilitate direct communication and provide clarifications on audit matters, areas of concern, operational issues, findings from internal audit reports and other relevant matters.

5. SUMMARY OF ACTIVITIES DURING THE FYE 2025

The works carried out by the AC, amongst others, included the review and deliberation of the following prior presenting its recommendations to the Board for consideration, approval and adoption:

- a. The audit plan and scope are carefully reviewed to ensure comprehensive coverage of the external audit before commencing the statutory audit of the financial statement for the FYE 2025.
- b. The Audit Review Memorandum with the External Auditors upon completion of the annual audit, covering findings on the results and issues arising from their audit of the financial statements of the Group and their resolutions of such issues highlighted in their report to the AC.
- c. The Company's quarterly and year-end financial results prior presenting its recommendations to the Board for consideration and approval for release of the announcements of the financial results to Bursa Securities.
- d. The Group's annual audited financial statements to ensure compliance with accounting standards and legal requirements. Engaging in discussions with the External Auditors regarding their audit findings, particularly focusing on matters related to changes in accounting standards and other disclosure requirements.
- e. Held meeting with the External Auditors without the presence of the Group Managing Director, Executive Directors and Management to discuss audit findings, assistance given by the Management to the External Auditors or any observations noted during the audit process.
- f. The performance of the External Auditors based on competency, efficiency and transparency as demonstrated during their audit, recommendation on their re-appointment and proposed audit fee to the Board for consideration and approval.

AUDIT COMMITTEE REPORT (CONT'D)

5. SUMMARY OF ACTIVITIES DURING THE FYE 2025 (CONT'D)

The works carried out by the AC, amongst others, included the review and deliberation of the following prior presenting its recommendations to the Board for consideration, approval and adoption: (Cont'd)

- g. Reviewed and recommend both audit and non-audit services rendered by the External Auditors to the Board for consideration, to ensure the provision of the non-audit services does not impair their independence or objectivity as External Auditors throughout FYE 2025.
- h. The risk-based annual internal audit plan and its adequacy of scope and coverage as proposed by the Internal Auditors. The findings of the quarterly internal audit reports and follow-up audit status as well as considered the management responses thereto, and ensured that appropriate actions were taken by the management on the recommendations raised by Internal Auditors.
- i. Related party transactions and/or recurrent related party transactions that transpired during the financial year under review entered into by the Group (if any), to ascertain that such transactions are carried out on arm's length basis
- j. The Corporate Governance Overview Statement, Corporate Governance Report, AC Report and Statement on Risk Management and Internal Control to ensure compliance with legal and regulatory reporting also disclosure requirements, prior recommendation to the Board for inclusion in the Annual Report.
- k. Appropriate measures are implemented to identify corporate liability risks, including those associated with bribery, corruption, and compliance. Additionally, any findings from whistleblowing, anti-bribery and anticorruption efforts within the Group are reviewed and reported to the AC on a quarterly basis.
- l. Evaluation of recoverability of trade receivables and contract assets, wherein contract assets encompass retention amounts and work completed but not yet certified.
- m. The assessment of the Internal Auditors' performance is based on various criteria, among others, including calibre and quality of the engagement team, the level of its audit governance and independence, as well as the effectiveness and efficiency of their internal audit reviews.
- n. Annual self-appraised performance of the AC and submission of the evaluation forms to the Nomination Committee for assessment.
- o. Questionnaires for the review of the Conflict of Interest ("COI") were submitted by the Group's Directors and key senior management. Based on the review, there were no actual, potential or perceived COI declared to the AC's attention.

6. INTERNAL AUDIT FUNCTION

The Group has engaged a professional services firm to undertake its internal audit function. This outsourcing arrangement provides an independent assessment and supports the AC in evaluating the adequacy and effectiveness of the Group's governance and internal control systems. In addition, the Internal Auditors present their key audit findings and recommend appropriate measures to enhance and strengthen the Group's internal control system.

The total cost incurred by the Group for outsourced internal audit services for FYE 2025 amounted to RM46,000 (2024: RM40,000).

AUDIT COMMITTEE REPORT (CONT'D)

6. INTERNAL AUDIT FUNCTION (CONT'D)

The internal audit function conducts independent and systematic audit reviews in accordance with the approved annual internal audit plan. These reviews encompass the key functional areas and business activities of the Group, with an emphasis on best practices and the management of critical business risks. The primary objective is to provide reasonable assurance that the following aspects are operating effectively and efficiently:

- Operational effectiveness and efficiency;
- Reliability of financial and operational reporting;
- Compliance with applicable laws and regulations; and
- Safeguarding of assets.

The internal audits are carried out by functional areas and serve as an important mechanism for evaluating processes and ensuring that identified issues, audit findings, and recommendations are appropriately addressed. Follow-up audits are subsequently performed, where necessary, to assess the implementation of corrective actions and improvements undertaken by Management.

The AC is satisfied that the internal audit function operates independently, and that the Internal Auditors perform their audit assignments with impartiality, proficiency, and due professional care.

7. RELATIONSHIP WITH AUDITORS

The Board fosters a transparent and effective relationship with both External and Internal Auditors through the AC. The AC maintains direct communication channels with the auditors and, when necessary, may conduct discussions in the absence of the Executive Directors and Management. Both the External and Internal Auditors report directly to the AC, thereby ensuring unrestricted access to present their findings and concerns. This framework facilitates the independent, objective, and impartial consideration of matters, free from any undue influence from Management.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTRODUCTION

The Board of Directors ("Board") of GDB Holdings Berhad ("the Company") is pleased to present its Statement on Risk Management and Internal Control ("Statement") for the financial year ended 31 December 2025 ("FYE 2025"), which details the nature and scope of risk management and internal control within the Group. This Statement is made in accordance with Paragraph 15.26(b) of the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and is guided by the Statement on Risk Management and Internal Control – Guidelines for Directors of Listed Issuers.

1. BOARD'S RESPONSIBILITY

The Board is responsible for establishing and maintaining a robust risk management and internal control framework to safeguard shareholders' interests and the Group's assets, as explicit in the Malaysian Code on Corporate Governance ("MCCG").

The Board acknowledges its responsibilities to regularly reviews the adequacy and effectiveness of the framework and controls in managing risks throughout the year under review. However, given the inherent limitations of any risk management process and the fact that some risks cannot be entirely eliminated, the Group has established an internal control and risk management designed to mitigate, rather than eliminate, risks that may impact the achievement of its business objectives. As a result, the Group can provide reasonable, but not absolute, assurance against material misstatements, losses, or unforeseen circumstances such as errors, fraud and irregularities.

To fulfil its responsibilities, the Board is supported by the Risk Management Committee ("RMC") and the Audit Committee ("AC") in overseeing the Group's risk management framework and internal control system. The RMC provides oversight, direction, and guidance on the Group's risk management structure, processes and support systems. It also reviews and assesses the adequacy of risk management policies and frameworks for identifying, measuring, and controlling risks across the Group's business and operations, particularly in relation to key operational risks. Meanwhile, the AC is responsible for overseeing the adequacy, integrity, and effectiveness of the internal control systems while ensuring compliance with laws and regulations.

The Group's risk management framework encompasses systematic processes of risk identification, assessment, evaluation, mitigation, monitoring and reporting. During the year under review, both the RMC and AC were supported by Sterling Business Alignment Consulting Sdn Bhd ("Sterling"), an independent professional consulting firm engaged by the Group. Sterling conducted a thorough review and assessment of the Group's risk management framework and internal control systems, providing independent assurance of their effectiveness. Additionally, Sterling assisted in evaluating the adequacy of risk management policies and frameworks for identifying, measuring and controlling risks across the Group's operations, including ongoing management of key risks encountered in the Group's business.

2. RISK MANAGEMENT

The Board regards the management of core risks as an integral and critical part of the day-to-day operations of the Group. The experience, knowledge and expertise to identify and manage such risks throughout the financial year under review enabled the Group to make cautious, mindful and well-informed decisions through the formulation and implementation of requisite action plans and monitoring regimes which are imperative in ensuring the accomplishment of the Group's objectives.

The Board, through the RMC, reviews the effectiveness of the system on a periodic basis, at least twice a year which provides oversight on the overall risk management framework of the Group, establishes risk management policies and procedures on risk and control by identifying and assessing risks, and making recommendations designed to monitor, evaluate, manage and mitigate such risks throughout the business operations, particularly in respect of key risks which the Group faces on a regular basis in the conduct of its business. The risk management practices serve as an on-going process to identify, evaluate and put into effect necessary actions to remedy any significant failings or weaknesses identified from the review. This is to enable the Group to respond effectively to the changing business and competitive environment which are critical for the Group's sustainability.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

2. RISK MANAGEMENT (CONT'D)

The independent review of the Group's Risk Management Framework, Risk Register, Risk Impact and Likelihood Classification, Risk Appetite, Risk Management Action Plan and Risk Management Review Report by Sterling has provided a certain degree of reasonable assurance to the RMC that the Group's risk management is adequate and effective in providing feedback for further improvement.

The Group maintains a risk register, which comprises a list of identified key risk areas critical to the Group and the corresponding risk mitigating measures in the following aspects:

(a) Legal and Regulatory Risk

Ensuring compliance with laws and regulations is essential to managing the Group's exposure to potential legal liabilities arising during business operations, including adherence to industry legislation as well as Listing Requirements are well managed to prevent disruptions. Therefore, staying informed about new regulations and assessing their potential impact on the Group's business operations is crucial. This includes compliance with the following requirements, which are monitored as part of the risk register, among others:

- (i) Section 17A of the Malaysian Anti-Corruption Commission ("MACC") Act on corporate liability for corruption and anti-bribery & whistle-blowing measures;
- (ii) MCCG;
- (iii) Workers' Minimum Standards of Housing and Amenities (Amendment) Act 2019;
- (iv) Accreditation and certification of a construction site supervisor and skilled construction worker by CIDB; and
- (v) Validity of work permits for foreign workers working at construction sites.

(b) Political, Governance and Economic Risk

Ensuring the Group remains informed about any updates and associated risk factors related to the political environment, government economic plans and policy development in Malaysia.

(c) Financial Risk

The Group's financial risk management processes for liquidity and credit risk are designed to ensure the effective and efficient management of financial resources while meeting financial obligations and liquidity needs. These processes focus on the following key areas:

- (i) Monitoring and maintaining minimum liquidity levels to ensure the Group can cover immediate operating expenses;
- (ii) Assessing cash reserves and available credit facilities to support contingency payments and capitalise on new contracts opportunities; and
- (iii) Closely tracking the aging profile of overdue receivables and implementing appropriate measures to manage credit risk exposure.

(d) Business Risk

Strategic business risk management involves identifying internal and external factors that may impact the Group's objectives. Key focus areas include market competition, fluctuations in major material prices, reliance on key customers, and environmental, social and governance ("ESG") risks. These risks are assessed and ranked based on their potential impact and likelihood, allowing the Group to capitalise on opportunities while implementing effective mitigating strategies.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

2. RISK MANAGEMENT (CONT'D)

(d) Business Risk (Cont'd)

Ensuring a high level of competence, readiness, and preparedness is essential for the Group to recover and restore critical business operations within a reasonable timeframe in the event of disruption, thereby safeguarding sustainability and continuity.

(e) Operational Risk

Key operational risks, including budgetary control to ensure accurate cost planning and timely materials requisition, as well as those affecting project quality, timeliness, and adherence to specifications, are monitored by risk owners. Remedial and mitigating measures, such as tracking major construction materials wastage at all project sites and conducting continuous internal quality assessment, and regular tracking projects progress and project budget performance.

Additionally, Management oversees risk monitoring to evaluate the effectiveness of these measures. Where necessary, further actions are implemented to mitigate risks, such as addressing labour shortages. The performance of subcontractors and suppliers are closely monitored throughout the construction duration, as they directly impact our ability to meet contractual delivery commitments to customers.

(f) Cybersecurity Risk

Cybersecurity risks related to IT networks and information systems are managed through a Cyber Security Policy, which includes preventive measures to enhance protection. These measures include access controls to prevent data breaches, system backups for critical data and recovery, antivirus software, and appropriate IT access restrictions. These measures are implemented to prevent unauthorised access, data loss, confidential information leakage, and disruptions to the Group's business operations including controls over financial systems, data integrity, and access management.

(g) Safety and Health Risk

The Group implements and adopts stringent monitoring controls to uphold safety and health standards across all project sites, which are critical to its business operations. These controls include well-documented procedures, clear delegation of responsibilities, structured task scheduling, and the application of industry-standards control measures and best practices.

Management also conducts presentations on environmental, safety and health ("ESH") practices, highlighting both good practices and areas for improvement, while regular assessments are carried out across all project sites.

In addition, the Group has established an Emergency Responses Operating Procedures Manual together with a comprehensive Emergency Response Plan to ensure that prompt and effective actions are taken in the event of emergencies or incidents.

(h) Environmental, Social and Governance (ESG) Risk

The ESG risks are monitored and managed to ensure the Group's compliance with the enhanced sustainability reporting requirements. The Group remains committed to keeping abreast of the latest developments and regulatory updates relating to sustainability reporting to ensure timely adoption and alignment with applicable standards and best practices.

With regards to the environmental perspective, the Group places emphasis on environmental protection through effective management of effluents and waste, responsible water management, energy efficiency initiatives, and pollution control measures. The Group also strives to progressively transitions towards renewable energy solutions, promote circular economy practices, and deploy effective low-carbon technologies in its operations in order to reduce its environmental footprint.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

2. RISK MANAGEMENT (CONT'D)

(h) Environmental, Social and Governance (ESG) Risk (Cont'd)

In terms of social responsibility, the Group is committed to promoting environmental protection while safeguarding the health and safety of employees and the surrounding communities. Various corporate social responsibility initiatives are undertaken to support community well-being and sustainability development. The Group also aims to foster a harmonious and inclusive relationship between its employees and the communities in which it operates, thereby contributing to long-term social value creation.

(i) Human Capital Risk

Effective human capital management is essential for sustaining business operations and driving long-term growth. The key risks identified include succession planning for key personnel, staff retention, and reward systems.

Our staff retention strategy includes recognition on a fair, performance-based reward system, along with competitive compensation and benefits based on merit. We also prioritize employees' development by providing training opportunities and career advancement pathways within the Group.

By proactively addressing these human capital risks, the Group aims to enhance workforce stability, maintain operational resilience, and support long-term business sustainability.

(j) Investment Risk

Understanding investment risks is crucial for making informed decisions. We thoroughly assess and monitor various risks, such as market volatility and regulatory changes, to safeguard our investments and optimize returns. Our proactive risk management approach emphasizes prudent decision-making, ensuring a comprehensive due diligence is carried out before any investment or acquisition, thereby safeguarding stakeholders' interests.

3. INTERNAL AUDIT FUNCTION

The Group's internal audit function is performed by Sterling, who has no family relationships with any Director and has no conflicts of interest with the Group. The internal audit function reports functionally to the Audit Committee. Sterling is not involved in any implementation and development of internal controls, procedures, or engagement in any activity of the Group which may impair its judgement. Accordingly, Sterling provides independent review and objective assurance to the Board on the adequacy and integrity as well as the efficiency and effectiveness of the Group's internal control systems.

In performing its audit engagements, Sterling refers to the internal control integrated framework issued by the Committee of Sponsoring Organisations of the Treadway Commission (COSO). COSO is an internationally recognised organisation providing guidance on internal control and enterprise risk management.

During the FYE 2025, Sterling has undertaken independent audit assignments on business units and projects of the Group in accordance with the annual audit plan 2025 approved by the AC on 26 February 2025 which the scope of coverage is set-out in the table below.

The relevant internal audit reports were presented directly to the AC during the quarterly AC meetings for deliberation and Management has acted accordingly on the corrective actions as well as noted Sterling's recommendations for necessary improvement and enhancement measures.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

3. INTERNAL AUDIT FUNCTION (CONT'D)

For the FYE 2025, four (4) internal audit reports together with quarterly follow-up status reports on previous audit findings were tabled to AC by Sterling:

Financial Reporting Period	Reporting Timeline	Audit Coverage
1st Quarter (January to March)	May 2025	Safety, Environment and Quality Follow up Status Review on previously reported outstanding issues
2nd Quarter (April to June)	August 2025	Human Resources Management and Administration Follow up Status Review on previously reported outstanding issues
3rd Quarter (July to September)	November 2025	<ul style="list-style-type: none"> • Tender and Contract Management • Managing Sub-contractors Follow up Status Review on previously reported outstanding issues
4th Quarter (October to December)	February 2026	<ul style="list-style-type: none"> • Malaysian Code on Corporate Governance and Corporate Policies • Anti-bribery Management Gap Assessment Follow up Status Review on previously reported outstanding issues

The cost incurred in outsourcing the internal audit function and the review of risk management for the FYE 2025 amounted to RM46,000 and RM6,600 respectively (2024: RM40,000 and RM6,000 respectively).

4. OTHER KEY ELEMENTS OF RISK MANAGEMENT AND INTERNAL CONTROLS

The other key elements of the Group's internal control system include: -

- (a) Clearly defined terms of reference, authorities and responsibilities of the various Board committees which include the AC, Nomination Committee, Remuneration Committee and RMC;
- (b) Well-defined organisational structure with clear lines of authority, limits of authority, accountability and responsibilities of the Senior Management;
- (c) Clearly documented internal procedures for operational processes have been established in accordance with the ISO 9001: 2015 Quality Management System, ISO 14001 Environmental Management System, and ISO 45001 Occupational Safety and Health Management System;
- (d) Clearly defined procedures for budgeting and monitoring, financial reporting controls, limits of authority and periodic performance reviews;
- (e) Regular reporting of operational performance and financial results at timely intervals to enable proper review by the Group Managing Director, Group Executive Director, Executive Director and Senior Management;
- (f) Clearly defined and formalised internal policies and procedures are in place to support the Group in achieving its corporate objectives. These policies and procedures provide a basis for ensuring compliance with applicable laws and regulations, and also internal controls with respect to the Group's conduct of business;

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

4. OTHER KEY ELEMENTS OF RISK MANAGEMENT AND INTERNAL CONTROLS (CONT'D)

The other key elements of the Group's internal control system include: - (Cont'd)

- (g) An entirely independent AC composed solely of Independent Non-Executive Directors, ensuring full and unrestricted access to both Internal and External Auditors. The AC conducts reviews of the quarterly financial results and annual audited report prior approval by the Board;
- (h) Decision of the Board to outsource its internal audit function to Sterling for greater independence and accountability in the internal audit function;
- (i) The Anti-Bribery & Corruption Policy sets out measures to prevent bribery and corruption across the Group's operations, reinforcing a zero-tolerance approach to all forms of bribery and corruption;
- (j) Whistle Blowing Policy which provides an avenue for employees and all stakeholders to report suspected fraud, malpractices, misconduct, illegal acts or violations of the Group's policies and regulations in a secure and confidential manner; and
- (k) Sustainability Policy ensuring that ESG considerations are embedded into business operations. This policy guides decision-making, risk management, and resource allocation to promote long-term sustainability while maintaining compliance with regulatory requirements and industry best practices.

5. ASSURANCE FROM MANAGEMENT

Based on reports provided by Management, which include insights from reviews, updates to the risk management framework and internal control systems, as well as Internal Audit reports detailing audit findings together with Management's responses and explanations, the Board is satisfied, to the best of its knowledge, that the Group's risk management framework and internal control systems have been adequately and effectively implemented and have operated effectively in all material aspects during the financial year under review.

Nevertheless, the Board remains committed to continuously enhancing the Group's risk management and internal control systems to ensure alignment with its strategic objectives and evolving business environment.

In addition, the Board has received written assurance from the Executive Director/Acting Group Managing Director and Chief Financial Officer, confirming that, to the best of their knowledge, the Group's risk management and internal control systems are operating adequately and effectively in all material respects, in accordance with the internationally recognised risk management framework adopted by the Group. The Board confirms that the Group's risk management and internal control system is an ongoing process that has been in place throughout the financial year and up to the date of approval of this Statement.

6. REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

Pursuant to Paragraph 15.23 of the Listing Requirements, the External Auditors have reviewed this Statement on Risk Management and Internal Control for inclusion in the Annual Report for FYE 2025. The review was performed in accordance with Malaysian Approved Standard on Assurance Engagements, ISAE 3000 (Revised), Assurance Engagements Other than Audits or Reviews of Historical Financial Information and Audit and Assurance Practice Guide 3 ("AAPG 3"), Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control Included in the Annual Report issued by Malaysian Institute of Accountants.

The External Auditors have reported to the Board that, based on their review procedures performed and the evidence obtained, nothing has come to their attention that would cause them to believe that this Statement has not been prepared, or is not factually accurate, in all material respects, in accordance with the disclosures required by Paragraphs 41 and 42 of the Statement on Risk Management and Internal Control Guidelines: Guidelines for Directors of Listed Issuers.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

6. REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS (CONT'D)

AAPG 3 does not require the External Auditors to assess whether the Directors' Statement on Risk Management and Internal Control comprehensively addresses all risks and controls, nor to express an opinion on the adequacy and effectiveness of the Group's risk management and internal control systems, including the assessments and conclusions made by the Board and Management. In addition, the External Auditors are not required to evaluate whether the processes described for addressing material internal control aspects of significant issues disclosed in the Annual Report will effectively resolve such issues.

7. CONCLUSION

The Board acknowledges that the Group's risk management and internal control systems in place during the review period have been satisfactory, adequate, and effective in safeguarding the Group's assets, shareholders' investments, and the interests of all stakeholders, including customers, employees, and regulatory authorities. The Board confirms that there were no material losses incurred during the financial year as a result of weaknesses in internal control. Where minor control weaknesses were identified, appropriate corrective actions have been taken. There is no internal control failures, material losses, or significant weaknesses that could have resulted in substantial losses were identified during the periods under review.

Furthermore, the Board affirms that the processes for identifying, evaluating, monitoring, and managing risks in support of the Group's objectives have been consistently implemented throughout the year under review and remain in place as at the date of this report.

ADDITIONAL COMPLIANCE INFORMATION

The information set out below are disclosed in compliance with the Main Market Listing Requirements (“Listing Requirements”) of Bursa Malaysia Securities Berhad (“Bursa Securities”):-

1. RECURRENT RELATED PARTY TRANSACTIONS (“RRPT”)

The Group did not seek a shareholders’ mandate for RRPT. Any RRPT of a revenue and trading nature undertaken during the financial year ended 31 December 2025 (“FYE 2025”) did not exceed the threshold prescribed under Paragraph 10.09(1) of the Listing Requirements of Bursa Securities.

2. MATERIAL CONTRACTS

The Group did not enter into any material contracts involving the interests of Directors or major shareholders, either still in effect at the end of the FYE 2025 or entered into since the end of the previous financial year.

3. AUDIT AND NON-AUDIT FEES

The audit and non-audit fees paid and payable by the Group and the Company, to the External Auditors for the FYE 2025 are as follows:-

Type of Services	Fee (RM)	
	Group	Company
Audit	131,000	50,000
- Financial audit		
Non-Audit		
- Review of Statement on Risk Management and Internal Control	7,000	7,000
- Tax advisory & compliance fees	43,800	5,500
Total	181,800	62,500

4. UTILISATION OF PROCEEDS RAISED FROM PUBLIC ISSUE (“IPO PROCEEDS”)

The Company had on 12 February 2026 resolved to extend the timeframe for the utilisation of the remaining IPO Proceeds of RM8.0 million which have been earmarked for the acquisition of land for storage of construction machinery and equipment for a further twenty-four (24) months period up to 26 March 2028 (“Further Extension of Time”).

As of 31 December 2025, the Company did not utilised the remaining IPO Proceeds totalling RM8.0 million for the intended purpose.

ADDITIONAL COMPLIANCE INFORMATION (CONT'D)

4. UTILISATION OF PROCEEDS RAISED FROM PUBLIC ISSUE ("IPO PROCEEDS") (CONT'D)

Details of the variation, Further Extension of Time and status of utilisation of the IPO proceeds are as set out below:

Description of Utilisation	Utilisation of IPO Proceeds				Timeframe from the Listing Date			
	Initial Allocation RM'000	Deviation ^(a) RM'000	Variation RM'000	Actual Utilisation RM'000	Balance Unutilised RM'000	Initial Intended Timeframe	Previously Revised Timeframe	Further Extension of Time
Capital expenditure:								
• Purchase of new construction machinery and equipment	8,670	-	(6,845) ^(b)	(1,825)	-	Within 3 years	No change	No change
• Acquisition of a new office building	8,000	-	-	(8,000)	-	Within 3 years	No change	No change
• Acquisition of land for storage	8,000	-	-	-	8,000 ^(d)	Within 1 year	Within 8 years	Within 10 years
Working capital:								
• Payment to suppliers and subcontractors	14,900	673	7,525	(23,098)	-	Within 1 year	Within 5 years	No change
• Payment of salaries for new employees (for infrastructure project team) to be based at the head office	680	-	(680) ^(c)	-	-	Within 1 year	Within 3 years	No change
Listing expenses	3,500	(673)	-	(2,827)	-	Within 3 months	No change	No change
Total	43,750	-	-	(35,750)	8,000			

Notes:

- The actual listing expenses are lower than the estimated amount hence, the excess of RM0.67 million was used for working capital purposes.
- RM6.845 million of the RM8.670 million budgeted for the purchase of new construction machinery and equipment has been re-allocated as payment to suppliers and subcontractors.
- RM0.68 million as budgeted for the payment of salaries for new employees (for infrastructure project team) to be based at the head office has been re-allocated as payment to suppliers and subcontractors.
- Timeframe for utilisation of the RM8.0 million is by 26 March 2028.

ADDITIONAL COMPLIANCE INFORMATION (CONT'D)

5. UTILISATION OF PROCEEDS RAISED FROM PRIVATE PLACEMENT

The Company completed the Private Placement on 16 October 2025 for the listing of and quotation for the 93,750,000 Placement Shares on the Main Market of Bursa Securities. The gross proceeds raised amounted to approximately RM39.28 million. The intended purposes, timeframe, and utilisation of the proceeds as at 31 December 2025 are as follows:

Proposed Utilisation	Allocation RM'000	Deviation RM'000	Actual Utilisation RM'000	Balance Unutilised RM'000	Intended timeframe for utilisation (from the date of listing of the Placement Shares)
Working Capital					
• On going projects KLIH LHPB Metrohub 4	30,000		(30,000)	-	Within 12 months
• Future projects to be secured, including infrastructure-related opportunities	9,021	22	-	9,043	Within 12 months
Fees and expenses in relation to the Private Placement	260	(22)	(238)	-	Within one (1) month
Total	39,281	-	(30,238)	9,043	

6. EMPLOYEES' SHARE SCHEME

The Company did not establish any employee share scheme and does not have any subsisting employee share scheme during the financial year under review.

DIRECTORS' RESPONSIBILITY STATEMENT

THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

The Board of Directors ("Board") is responsible for ensuring that the annual financial statements of the Group and of the Company are prepared in accordance with applicable Malaysian Financial Reporting Standards (MFRSs), the IFRS Accounting Standards, and the requirements of the Companies Act 2016 ("CA 2016").

The Board is responsible for ensuring that the financial statements are probably prepared based on the accounting records of the Group and of the Company, and that they present a true and fair view of the financial position of the Group and of the Company as at 31 December 2025, as well as the financial performance and cash flows of the Group and of the Company for the financial year then ended.

In preparing the financial statements, the Directors have:

- consistently applied appropriate and relevant accounting policies;
- exercised reasonable and prudent judgements and estimates; and
- prepared the financial statements on a going concern basis, as the Board reasonably expects that the Group and the Company have adequate resources to continue their operations for the foreseeable future.

The Board's responsibilities also include:

- ensuring that the Group and the Company maintain proper accounting records that accurately reflect their financial position and enable compliance with the provisions of the CA 2016; and
- taking reasonable steps to establish and maintain adequate systems to safeguard the assets of the Group and the Company, and to detect and prevent fraud and other irregularities.



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DIRECTORS' REPORT

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

PRINCIPAL ACTIVITIES

The Company is principally engaged in the business of investment holding.

The information on the name, place of incorporation, principal activities, and percentage of issued share capital held by the holding company in each subsidiary company are set out in the "Subsidiaries" section of this report. There have been no significant changes in the nature of these activities during the financial year.

RESULTS

	The Group RM	The Company RM
Profit after taxation for the financial year	54,433,903	10,187,442
Attributable to:-		
Owners of the Company	54,260,957	10,187,442
Non-controlling interest	172,946	-
	54,433,903	10,187,442

DIVIDENDS

Dividends paid or declared by the Company since 31 December 2024 are as follows:-

	RM
<u>In respect of the financial year ended 31 December 2024</u>	
A single-tier interim dividend of RM0.007 per ordinary share, paid on 26 March 2025	6,562,500
<u>In respect of the financial year ended 31 December 2025</u>	
A first single-tier interim dividend of RM0.005 per ordinary share, paid on 26 June 2025	4,687,500
A second single-tier interim dividend of RM0.005 per ordinary share, paid on 25 September 2025	4,687,500
	15,937,500

The directors do not recommend the payment of any further dividends for the financial year.

RESERVES AND PROVISIONS

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

DIRECTORS' REPORT (CONT'D)

ISSUES OF SHARES AND DEBENTURES

During the financial year:-

- (a) the Company increased its issued and paid-up share capital from RM62,564,078 to RM101,607,157 through a private placement involving the issuance of 93,750,000 new ordinary shares for a cash consideration of RM0.419 each for working capital purpose as disclosed in Note 13 to the financial statements; and
- (b) there were no issues of debentures by the Company.

OPTIONS GRANTED OVER UNISSUED SHARES

During the financial year, no options were granted by the Company to any person to take up any unissued shares in the Company.

WARRANTS 2021/2026

The Company issued 250,000,000 warrants ("Warrant(s)") which were listed on Bursa Malaysia Securities Berhad ("Bursa Malaysia") on 30 June 2021 pursuant to the bonus issue on the basis of two Warrants for every five existing ordinary shares held in the Company.

The Warrants are constituted by a Deed Poll dated 9 June 2021 executed by the Company. Each Warrant entitles the registered holder during the exercise period to subscribe for one new ordinary share at the exercise price of RM0.60 per Warrant, subject to adjustment in accordance with the provisions of the Deed Poll. The Warrants not exercised at the date of the maturity will thereafter lapse and cease to be valid for any purpose.

Issue Date	Expiry Date	At 1.1.2025	Granted	Exercised	At 31.12.2025
25.06.2021	24.06.2026	250,000,000	-	-	250,000,000

BAD AND DOUBTFUL DEBTS

Before the financial statements 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 had been made for impairment losses on receivables.

At the date of this report, the directors are not aware of any circumstances that would require the writing off of bad debts, or the additional allowance for impairment losses on receivables in the financial statements of the Group and of the Company.

CURRENT ASSETS

Before the financial statements of the Group and of the Company were made out, the directors took reasonable steps to ensure that any current assets, 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.

DIRECTORS' REPORT (CONT'D)

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:-

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

No contingent or other liability of the Group and of the Company has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the directors, will or may substantially affect the ability of the Group and of the Company to meet their obligations 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 year 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 year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the directors, to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made.

DIRECTORS

The names of directors of the Company who served during the financial year and up to the date of this report are as follows:-

Andy Lai Wee Young (Appointed on 16 December 2025)

Alexander Lo Tzone Leong

Cheah Jun Kai

Kow Poh Gek

Cheah Ham Cheia (Resigned as Group Managing Director on 16 December 2025 and Appointed as Alternate Director to Cheah Jun Kai on 16 December 2025)

Winston Bong Ting Yan (Appointed on 15 October 2025)

Clement Wong Teck Hoo (Appointed on 16 December 2025)

Dasmand Wong Wei Ming (Appointed on 6 February 2026)

Dato' Abdul Manap Bin Abd Wahab (Appointed on 16 June 2025 and resigned on 16 December 2025)

Tan Sri Dato' Ir. Hj. Zaini Bin Omar (Resigned on 12 June 2025)

Datuk Sr. Chia Lui Meng (Resigned on 6 February 2026)

DIRECTORS' REPORT (CONT'D)

DIRECTORS (CONT'D)

The names of directors of the Company's subsidiaries who served during the financial year and up to the date of this report, not including those directors mentioned above, are as follows:-

Goh Eng Ngai
Izhan Goh Bin Abdullah @ Eng Tew (Alternate Director to Goh Eng Ngai)
Toh Fong Eng (Alternate Director to Alexander Lo Tzone Leong)
Choong Jiaang Czher (Appointed as Alternate Director to Andy Lai Wee Young on 16 December 2025)

DIRECTORS' INTERESTS

According to the register of directors' shareholdings, the interests of directors holding office at the end of the financial year in shares of the Company and its related corporations during the financial year are as follows:-

	<----- Number of Ordinary Shares ----->			
	At 1.1.2025/ Date of Appointment	Bought	Sold	At 31.12.2025
The Company				
<i>Direct Interests</i>				
Andy Lai Wee Young	134,062,500	-	-	134,062,500
Alexander Lo Tzone Leong	197,539,350	-	(80,595,000)	116,944,350
Cheah Jun Kai	2,450,000	-	-	2,450,000
Datuk Sr. Chia Lui Meng	450,000	-	(250,000)	200,000
Kow Poh Gek	250,000	-	-	250,000
Clement Wong Teck Hoo	3,782,052	-	-	3,782,052
<i>Indirect Interests</i>				
Cheah Ham Cheia*	458,850,000	-	(153,780,000)	305,070,000
Cheah Jun Kai^	75,000	-	-	75,000

	<----- Number of Warrants ----->			
	At 1.1.2025	Bought	Sold	At 31.12.2025
The Company				
<i>Direct Interests</i>				
Alexander Lo Tzone Leong	49,525,160	-	-	49,525,160
Cheah Jun Kai	800,000	-	-	800,000
Datuk Sr. Chia Lui Meng	120,000	-	-	120,000
<i>Indirect Interest</i>				
Cheah Jun Kai^	20,000	-	-	20,000

Notes:-

* Deemed interested by virtue of his substantial shareholding in CHC Holdings Sdn. Bhd.

^ Deemed interested through spouse's shareholding in the Company.

DIRECTORS' REPORT (CONT'D)

DIRECTORS' INTERESTS (CONT'D)

Other than as disclosed herein, the other directors holding office at the end of the financial year had no interest in shares of the Company or its related corporations during the financial year.

By virtue of his substantial shareholding in CHC Holdings Sdn. Bhd., Cheah Ham Cheia is deemed to have interests in shares in the Company and its related corporation during the financial year to the extent of CHC Holdings Sdn. Bhd.'s interests, in accordance with Section 8 of the Companies Act 2016.

DIRECTORS' BENEFITS

Since the end of the previous financial year, no director has received or become entitled to receive any benefit (other than directors' remuneration as disclosed in the "Directors' Remuneration" of this report) by reason of a contract made by the Company or a related corporation with the director or with a firm of which the director is member, or with a company in which the director has a substantial financial interest.

Neither during nor at the end of the financial year that the Group or the Company a party to any arrangements whose object is to enable the directors to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

DIRECTORS' REMUNERATION

The details of the directors' remuneration paid or payable to the directors of the Company during the financial year are as follows:-

	From the Company RM	From the Subsidiary RM	Total RM
Fees	314,145	-	314,145
Salaries, bonuses and other benefits	1,741,826	832,455	2,574,281
Contributions to defined contribution benefits	151,100	61,676	212,776
Estimated money value of benefits-in-kind	-	10,625	10,625
	2,207,071	904,756	3,111,827

The total project incentives and defined contribution benefits paid to the executive directors amounted to RM1,244,165.

INDEMNITY AND INSURANCE COST

During the financial year, the amount of insurance effected for the directors of the Company and its subsidiaries was RM2,000,000.

DIRECTORS' REPORT (CONT'D)

SUBSIDIARIES

The details of the Company's subsidiaries are as follows:-

Name of Subsidiary	Country of Incorporation	Percentage of Issued Share Capital Held by the Company	Principal Activities
Grand Dynamic Builders Sdn. Bhd. ("GDBSB")	Malaysia	100%	Provision of construction services.
GDB Geotechnics Sdn. Bhd. ("GDBGSB")	Malaysia	70%	Provision of construction services specialising in geotechnical and foundation engineering works.
GDB Infra Sdn. Bhd. ("GDBISB")	Malaysia	100%	Construction of infrastructure related works.
GDB Development Sdn. Bhd. ("GDBDSB")	Malaysia	100%	Property development and property investment holding.

The available auditors' reports on the financial statements of the subsidiaries did not contain any qualification.

SIGNIFICANT EVENTS OCCURRING AFTER THE REPORTING PERIOD

The significant event occurring after the reporting period is disclosed in Note 33 to the financial statements.

AUDITORS

The auditors, Crowe Malaysia PLT, have expressed their willingness to continue in office.

The details of the auditors' remuneration for the financial year are as follows:-

	The Group RM	The Company RM
Audit fees	131,000	50,000
Non-audit fees	7,000	7,000
	138,000	57,000

Signed in accordance with the Board of Directors' Meeting held on 24 April 2026

Andy Lai Wee Young

Alexander Lo Tzone Leong

STATEMENT BY DIRECTORS

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

We, Andy Lai Wee Young and Alexander Lo Tzone Leong, being two of the directors of GDB Holdings Berhad, state that, in the opinion of the directors, the financial statements set out on pages 156 to 200 are drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements 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 of 31 December 2025 and of their financial performance and cash flows for the financial year ended on that date.

Signed in accordance with the Board of Directors' meeting held on 24 April 2026

Andy Lai Wee Young

Alexander Lo Tzone Leong

STATUTORY DECLARATION

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

I, Toh Fong Eng, MIA Membership Number: 16576, being the officer primarily responsible for the financial management of GDB Holdings Berhad, do solemnly and sincerely declare that the financial statements set out on pages 156 to 200 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the declaration to be true, and by virtue of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by the abovementioned
Toh Fong Eng
at Kuala Lumpur
in the Federal Territory
on this 24 April 2026

Toh Fong Eng

Before me

Commissioner for Oaths
Shaiful Hilmi Bin Halim
No. W 804

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF GDB HOLDINGS BERHAD
(INCORPORATED IN MALAYSIA)
REGISTRATION NO: 201301006623 (1036466-U)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of GDB Holdings Berhad, which comprise the statements of financial position of the Group and of the Company as at 31 December 2025, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 156 to 200.

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

Basis for Opinion

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

Independence and Other Ethical Responsibilities

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

Key Audit Matters

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

**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF GDB HOLDINGS BERHAD (CONT'D)**
(INCORPORATED IN MALAYSIA)
REGISTRATION NO: 201301006623 (1036466-U)

Key Audit Matters (Cont'd)

Recoverability of amount owing by Damai City Sdn. Bhd. ("DCSB") in relation to the 8 Conlay Project Refer to Notes 7, 8 and 35 to the financial statements	
Key Audit Matter	How our audit addressed the key audit matter
<p>The balance of trade receivables and contract assets owing by DCSB as at the reporting date amounted to approximately RM37.42 million and RM48.32 million respectively, which are also the subject matter of the Group's ongoing litigations as disclosed in Note 35(1) to the financial statements.</p> <p>On 19 April 2023, Grand Dynamic Builders Sdn. Bhd. ("GDBSB") a wholly-owned subsidiary of the Company has received a Notice of Determination from DCSB to determine the Letter of Award dated 9 November 2020 for the development of the 8 Conlay Project.</p> <p>On the same day, GDBSB exercised its rights to immediately determine the contract for the 8 Conlay Project by serving a Notice of Determination to DCSB.</p> <p>The Group has pursued all appropriate avenues to recover the outstanding sums owed and payable by DCSB, including initiating legal action against DCSB and its holding company. The management applied certain assumptions in assessing the recoverability of the trade receivables and contract assets owing by DCSB based on the following:-</p> <ul style="list-style-type: none"> • Status and updates of the litigations against DCSB; and • Specific known facts or circumstances of DCSB's ability to pay. <p>The directors are of the opinion that the remaining trade receivables and contract assets are recoverable and accordingly, no further impairment loss is made in the financial statements.</p> <p>We focused on this area as the amounts are significant and the impairment assessment on trade receivables and contract assets involved significant management judgement.</p>	<p>Our procedures included, amongst others:-</p> <ul style="list-style-type: none"> • Verified billings to architect's certificate; • Reviewed contractual terms in the Letter of Award and other agreements signed; • Enquired management of action plans to recover outstanding amounts; • Reviewed the legal files and sought solicitor confirmation in respect of the ongoing litigations against DCSB; • Communicated with the Company's external legal counsel to discuss the status and likely outcomes of ongoing litigations; • Reviewed the justification provided by the management and management's impairment assessment on the amount owing by DCSB; and • Assessed adequacy of disclosures in the financial statements.

**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF GDB HOLDINGS BERHAD (CONT'D)**
(INCORPORATED IN MALAYSIA)
REGISTRATION NO: 201301006623 (1036466-U)

Key Audit Matters (Cont'd)

Revenue recognition and contract assets Refer to Notes 7 and 17 to the financial statements	
Key Audit Matter	How our audit addressed the key audit matter
<p>The recognition of revenue on contracts is based on the percentage of completion method. The stage of completion is measured by reference to the proportion of actual costs incurred for work performed to date to the estimated total costs for the project.</p> <p>The determination of the percentage of completion requires the management to exercise significant judgement in estimating the total costs to complete the contracts.</p>	<p>Our procedures included, amongst others:-</p> <ul style="list-style-type: none"> • Reviewed the contract value secured and budgeted costs; • Assessed the estimated total costs to complete the project through enquiries with the management of the Group; • Inspected documentation to support cost estimates made including contract variations and cost contingencies; • Verified progress billings issued and costs incurred for the financial year; and • Recomputed revenue recognised and checked calculation of the percentage of completion.

There are no key audit matters to report for the Company.

Information Other than the Financial Statements and Auditors' Report Thereon

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

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

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

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

Responsibilities of the Directors for the Financial Statements

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

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

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GDB HOLDINGS BERHAD (CONT'D)

(INCORPORATED IN MALAYSIA)
REGISTRATION NO: 201301006623 (1036466-U)

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 of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

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

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF GDB HOLDINGS BERHAD (CONT'D)
(INCORPORATED IN MALAYSIA)
REGISTRATION NO: 201301006623 (1036466-U)

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiaries of which we have not acted as auditors, are disclosed in Note 5 to the financial statements.

Other Matters

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

Crowe Malaysia PLT
201906000005 (LLP0018817-LCA) & AF 1018
Chartered Accountants

Kuala Lumpur

24 April 2026

Elvina Tay Choon Choon
03329/10/2027 J
Chartered Accountant

STATEMENTS OF FINANCIAL POSITION

AT 31 DECEMBER 2025

	Note	The Group		The Company	
		2025 RM	2024 RM	2025 RM	2024 RM
ASSETS					
NON-CURRENT ASSETS					
Investments in subsidiaries	5	-	-	21,875,357	19,875,357
Property, plant and equipment	6	16,431,279	14,622,823	8,095,750	8,279,744
		16,431,279	14,622,823	29,971,107	28,155,101
CURRENT ASSETS					
Contract assets	7	162,809,844	123,520,805	-	-
Trade receivables	8	91,101,498	146,600,147	-	-
Other receivables, deposits and prepayments	9	9,335,527	6,849,521	34,128	31,230
Amount owing by a subsidiary	10	-	-	-	6,785,000
Current tax assets		-	-	95,518	93,434
Short-term investments	11	151,930,110	47,899,448	65,417,328	27,311,254
Fixed deposits with a licensed bank	12	26,347,751	9,170,536	-	-
Cash and bank balances		27,794,585	24,041,885	1,053,371	832,743
		469,319,315	358,082,342	66,600,345	35,053,661
TOTAL ASSETS		485,750,594	372,705,165	96,571,452	63,208,762
EQUITY AND LIABILITY					
EQUITY					
Share capital	13	101,607,157	62,564,078	101,607,157	62,564,078
Retained profits/(Accumulated losses)		170,935,013	132,611,556	(5,210,257)	539,801
Equity attributable to owners of the Company		272,542,170	195,175,634	96,396,900	63,103,879
Non-controlling interest	5	983,437	810,491	-	-
TOTAL EQUITY		273,525,607	195,986,125	96,396,900	63,103,879
CURRENT LIABILITIES					
Contract liabilities	7	13,019,946	-	-	-
Trade payables	14	51,691,628	69,422,497	-	-
Other payables and accruals	15	133,482,398	92,250,997	174,552	104,883
Provision	16	10,398,069	9,973,572	-	-
Current tax liabilities		3,632,946	5,071,974	-	-
		212,224,987	176,719,040	174,552	104,883
TOTAL LIABILITY		212,224,987	176,719,040	174,552	104,883
TOTAL EQUITY AND LIABILITY		485,750,594	372,705,165	96,571,452	63,208,762

The annexed notes form an integral part of these financial statements.

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Note	The Group		The Company	
		2025 RM	2024 RM	2025 RM	2024 RM
REVENUE	17	748,091,738	258,228,996	10,062,500	6,785,000
COST OF SALES	18	(622,394,464)	(202,441,756)	-	-
GROSS PROFIT		125,697,274	55,787,240	10,062,500	6,785,000
OTHER INCOME	19	8,026,800	6,848,013	3,251,019	2,835,597
		133,724,074	62,635,253	13,313,519	9,620,597
ADMINISTRATIVE EXPENSES	20	(11,850,062)	(11,394,493)	(2,971,698)	(2,631,896)
OTHER EXPENSES	21	(816,378)	(1,224,450)	(183,994)	(356,994)
IMPAIRMENT LOSSES ON FINANCIAL ASSETS	22	(52,000,000)	(10,000,000)	-	-
FINANCE COSTS	23	-	(3,082)	-	-
PROFIT BEFORE TAXATION		69,057,634	40,013,228	10,157,827	6,631,707
INCOME TAX (EXPENSE)/CREDIT	24	(14,623,731)	(13,280,293)	29,615	6,241
PROFIT AFTER TAXATION/TOTAL COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR		54,433,903	26,732,935	10,187,442	6,637,948
PROFIT/(LOSS) AFTER TAXATION/TOTAL COMPREHENSIVE INCOME/(EXPENSES) ATTRIBUTABLE TO:-					
- Owners of the Company		54,260,957	26,754,722	10,187,442	6,637,948
- Non-controlling interest		172,946	(21,787)	-	-
		54,433,903	26,732,935	10,187,442	6,637,948
EARNINGS PER SHARE (SEN)					
- Basic	25	5.67	2.85		
- Diluted	25	5.67	2.85		

The annexed notes form an integral part of these financial statements.

STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

The Group	Note	Share Capital RM	Retained Profits RM	Attributable to Owners of the Company RM	Non-controlling Interest RM	Total Equity RM
Balance at 1.1.2024		62,564,078	105,856,834	168,420,912	832,278	169,253,190
Profit/(Loss) after taxation/ Total comprehensive income/(expenses) for the financial year		-	26,754,722	26,754,722	(21,787)	26,732,935
Balance at 31.12.2024/ 1.1.2025		62,564,078	132,611,556	195,175,634	810,491	195,986,125
Profit after taxation/ Total comprehensive income for the financial year		-	54,260,957	54,260,957	172,946	54,433,903
Issuance of shares, net of transaction costs	13	39,043,079	-	39,043,079	-	39,043,079
Dividends	26	-	(15,937,500)	(15,937,500)	-	(15,937,500)
Total contributions by and distributions to owners		39,043,079	(15,937,500)	23,105,579	-	23,105,579
Balance at 31.12.2025		101,607,157	170,935,013	272,542,170	983,437	273,525,607

The annexed notes form an integral part of these financial statements.

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025
(CONT'D)

The Company	Note	Share Capital RM	(Accumulated Losses)/ Retained Profits RM	Total Equity RM
Balance at 1.1.2024		62,564,078	(6,098,147)	56,465,931
Profit after taxation/Total comprehensive income for the financial year		-	6,637,948	6,637,948
Balance at 31.12.2024/1.1.2025		62,564,078	539,801	63,103,879
Profit after taxation/Total comprehensive income for the financial year		-	10,187,442	10,187,442
Issuance of shares, net of transaction costs	13	39,043,079	-	39,043,079
Dividends	26	-	(15,937,500)	(15,937,500)
Total contributions by and distributions to owners		39,043,079	(15,937,500)	23,105,579
Balance at 31.12.2025		101,607,157	(5,210,257)	96,396,900

The annexed notes form an integral part of these financial statements.

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
CASH FLOWS FROM/(FOR) OPERATING ACTIVITIES				
Profit before taxation	69,057,634	40,013,228	10,157,827	6,631,707
Adjustments for:-				
Depreciation of property, plant and equipment	3,765,359	3,376,813	183,994	183,994
Impairment losses on:				
- investment in a subsidiary	-	-	-	173,000
- trade receivables	52,000,000	10,000,000	-	-
Interest expense	-	3,082	-	-
Property, plant and equipment written off	22,151	10,693	-	-
Provision for defect works	3,199,459	5,586,847	-	-
Dividend income	-	-	(10,062,500)	(6,785,000)
Gain on disposal of property, plant and equipment	(57,799)	(68,163)	-	-
Interest income	(2,998,715)	(2,399,112)	(1,146,019)	(930,597)
Reversal of provision for defect works	(2,774,962)	(1,837,300)	-	-
Operating profit/(loss) before working capital changes	122,213,127	54,686,088	(866,698)	(726,896)
Changes in working capital:				
- contract assets	(39,289,039)	(23,102,624)	-	-
- trade and other receivables	1,012,643	(11,711,975)	(2,898)	(100)
- amount owing by a subsidiary	-	-	-	1,695,973
- contract liabilities	13,019,946	(13,298,087)	-	-
- trade and other payables	23,500,532	4,577,564	69,669	1,538
CASH FROM/(FOR) OPERATIONS	120,457,209	9,150,966	(799,927)	970,515
Income tax paid	(16,113,627)	(9,051,405)	(18,769)	(20,168)
Income tax refunded	50,868	-	46,300	-
NET CASH FROM/(FOR) OPERATING ACTIVITIES	104,394,450	2,099,561	(772,396)	950,347

The annexed notes form an integral part of these financial statements.

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025
(CONT'D)

	Note	The Group		The Company	
		2025 RM	2024 RM	2025 RM	2024 RM
CASH FLOWS FOR INVESTING ACTIVITIES					
Dividends received		-	-	16,847,500	-
Interest income received		2,998,715	2,399,112	1,146,019	930,597
Additional investments in an existing subsidiary		-	-	-	(145,200)
(Increase)/Decrease in pledged fixed deposits with a licensed bank		(17,177,215)	798,296	-	789,547
Investments in subsidiaries		-	-	(2,000,000)	-
Proceeds from disposal of property, plant and equipment		142,343	107,613	-	-
Purchase of property, plant and equipment		(5,680,510)	(2,479,956)	-	-
Placement in short-term investments		(75,755,809)	(5,002,896)	(25,298,464)	(5,002,896)
NET CASH FOR INVESTING ACTIVITIES		(95,472,476)	(4,177,831)	(9,304,945)	(3,427,952)
CASH FLOWS FROM FINANCING ACTIVITIES					
Net proceeds from issuance of ordinary shares		39,043,079	-	39,043,079	-
Dividends paid		(15,937,500)	-	(15,937,500)	-
NET CASH FROM FINANCING ACTIVITIES		23,105,579	-	23,105,579	-
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		32,027,553	(2,078,270)	13,028,238	(2,477,605)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL YEAR		66,938,437	69,016,707	23,141,101	25,618,706
CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL YEAR	(a)	98,965,990	66,938,437	36,169,339	23,141,101

The annexed notes form an integral part of these financial statements.

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

(a) The cash and cash equivalents comprise the following:-

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Short-term investments (Note 11)	71,171,405	42,896,552	35,115,968	22,308,358
Fixed deposits with a licensed bank	26,347,751	9,170,536	-	-
Cash and bank balances	27,794,585	24,041,885	1,053,371	832,743
	125,313,741	76,108,973	36,169,339	23,141,101
Less:				
Fixed deposits pledged to a licensed bank (Note 12)	(26,347,751)	(9,170,536)	-	-
	98,965,990	66,938,437	36,169,339	23,141,101

(b) The total cash outflows for leases as a lessee are as follows:-

	The Group	
	2025 RM	2024 RM
Payment of short-term leases:		
- Cost of sales (Note 18)	6,334,289	1,418,452
- Administrative expenses (Note 20)	9,916	26,448
	6,344,205	1,444,900

The annexed notes form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

1. GENERAL INFORMATION

The Company is a public limited liability company, incorporated and domiciled in Malaysia and listed on the Main Market of Bursa Malaysia Securities Berhad. The registered office and principal place of business are as follows:-

Registered office : Third Floor, No. 77, 79 & 81,
Jalan SS 21/60,
Damansara Utama,
47400 Petaling Jaya,
Selangor Darul Ehsan.

Principal place of business : A-02-01, F-02-01 & F-02-02,
Sekitar 26 Enterprise,
Persiaran Hulu Selangor, Seksyen 26,
40400 Shah Alam,
Selangor Darul Ehsan.

These financial statements comprise both separate and consolidated financial statements. The financial statements of the Company are separate financial statements, while the financial statements of the Group are consolidated financial statements that include those of the Company and its subsidiaries as of the end of the reporting period. The Company and its subsidiaries are collectively referred to as "the Group".

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

The financial statements were authorised for issue by the Board of Directors in Board of Directors' Meeting held on 24 April 2026.

2. PRINCIPAL ACTIVITIES

The Company is principally engaged in the business of investment holding. The principal activities of the subsidiaries are set out in Note 5 to the financial statements. There have been no significant changes in the nature of these activities during the financial year.

3. BASIS OF PREPARATION

The financial statements of the Group and of the Company are prepared under the historical cost convention and modified to include other bases of valuation as disclosed in other sections under material accounting policy information, and in compliance with Malaysian Financial Reporting Standards ("MFRSs"), IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

3.1 During the current financial year, the Group and the Company have adopted the following new accounting standard and/or interpretation (including the consequential amendments, if any):-

MFRSs and/or IC Interpretations (Including the Consequential Amendments)

Amendments to MFRS 121: Lack of Exchangeability

The adoption of the above accounting standard and/or interpretation (including the consequential amendments, if any) did not have any material impact on the financial statements of the Group and of the Company.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

3. BASIS OF PREPARATION (CONT'D)

- 3.2 The Group and the Company have not applied in advance the following accounting standards and/or interpretations (including the consequential amendments, if any) that have been issued by the Malaysian Accounting Standards Board (MASB) but are not yet effective for the current financial year:-

MFRSs and/or IC Interpretations (Including the Consequential Amendments)	Effective Date
Amendments to MFRS 9 and MFRS 7: Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Amendments to MFRS 9 and MFRS 7: Contracts Referencing Nature-dependent Electricity	1 January 2026
Annual Improvements to MFRS Accounting Standards – Volume 11	1 January 2026
MFRS 18 Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19 Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 19: Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 121: Translation to a Hyperinflationary Presentation Currency	1 January 2027
Amendments to MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred

The adoption of the above accounting standards and/or interpretations (including the consequential amendments, if any) is expected to have no material impact on the financial statements of the Group and of the Company upon their initial application except as follows:

MFRS 18 Presentation and Disclosure of Financial Statements

MFRS 18 'Presentation and Disclosure in Financial Statements' will replace MFRS 101 'Presentation of Financial Statements' upon its adoption. This new standard aims to enhance the transparency and comparability of financial information by introducing new disclosure requirements. Specifically, it requires that income and expenses be classified into 3 defined categories: "operating", "investing" and "financing" and introduces 2 new subtotals: "operating profit or loss" and "profit or loss before financing and income tax". In addition, MFRS 18 requires the disclosure of management-defined performance measures and sets out principles for the aggregation and disaggregation of information, which will apply to all primary financial statements and their accompanying notes. The statement of financial position and the statement of cash flows will also be affected. The potential impact of the new standard on the financial statements of the Group and of the Company has yet to be assessed.

4. MATERIAL ACCOUNTING POLICY INFORMATION

4.1 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Key Sources of Estimation Uncertainty

Management believes that there are no key assumptions made 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 other than as disclosed below:-

(a) Depreciation of Property, Plant and Equipment

The estimates for the residual values, useful lives and related depreciation charges for the property, plant and equipment are based on commercial factors that could change significantly due to technical innovations and competitors' actions in response to the market conditions. The Group and the Company anticipate that the residual values of its property, plant and equipment will be insignificant. As a result, residual values are not being taken into consideration for the computation of the depreciable amount. Changes in the expected usage levels and technological development could affect the economic useful lives and the residual values of these assets, therefore, future depreciation charges may be revised. The carrying amount of property, plant and equipment as at the reporting date is disclosed in Note 6 to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

4. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

4.1 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONT'D)

Key Sources of Estimation Uncertainty (Cont'd)

(b) Impairment of Investments in Subsidiaries

The Company determines whether its investments in subsidiaries is impaired by evaluating the extent to which the recoverable amount of the asset is less than its carrying amount. This evaluation is subject to changes such as market performance, economic and political situation of the country. The carrying amount of investment in subsidiaries as at reporting date is disclosed in Note 5 to the financial statements.

(c) Impairment of Contract Assets and Trade Receivables

The Group uses the simplified approach to estimate a lifetime expected credit loss allowance for all contract assets and trade receivables. The contract assets are grouped with trade receivables for impairment assessment because they have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group develops expected loss rates based on the payment profiles of past sales and the corresponding historical credit losses, and adjusts them for qualitative and quantitative, reasonable and supportable, forward-looking information, where applicable. If the expectation is different from the estimation, such difference will impact the carrying amounts of contract assets and trade receivables. The carrying amounts of contract assets and trade receivables as at the reporting date are disclosed in Notes 7 and 8 to the financial statements respectively.

(d) Revenue Recognition for Construction Contracts

The Group recognises construction revenue by reference to the construction progress using the input method, determined based on the proportion of construction costs incurred for work performed to date over the estimated total construction costs. The total estimated costs are based on approved budgets, which require assessment and judgement to be made on changes in, for example, work scope, costs incurred and costs to completion. In making the judgement, management relies on past experience and the work of specialists. The carrying amounts of contract assets and contract liabilities as at the reporting date are disclosed in Note 7 to the financial statements.

(e) Income Taxes

There are certain transactions and computations for which the ultimate tax determination may be different from the initial estimate. The Group and the Company recognise tax liabilities based on its understanding of the prevailing tax laws and estimates of whether such taxes will be due in the ordinary course of business. Where the final outcome of these matters is different from the amounts that were initially recognised, such difference will impact the income tax expense and deferred tax balances in the period in which such determination is made. The carrying amount of current tax assets/(liabilities) of the Group and of the Company are as below:-

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Current tax assets	-	-	95,518	93,434
Current tax liabilities	(3,632,946)	(5,071,974)	-	-

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

4. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

4.1 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONT'D)

Key Sources of Estimation Uncertainty (Cont'd)

(f) Provision

The Group recognises a provision for liabilities associated with completed contract based on past experience of the level of repair of defects. The Group's provision of defect works is affected by claims due to actual repair of defects, which may result in the actual costs differing from the Group's estimates. The carrying amount of provision as at the reporting date is disclosed in Note 16 to the financial statements.

Critical Judgements Made in Applying Accounting Policies

Management believes that there are no instances of application of critical judgement in applying the accounting policies of the Group and of the Company which will have a significant effect on the amounts recognised in the financial statements.

4.2 FINANCIAL INSTRUMENTS

(a) Financial Assets

Financial Assets Through Profit or Loss

The financial assets are initially measured at fair value. Subsequent to the initial recognition, the financial assets are remeasured to their fair values at the reporting date with fair value changes recognised in profit or loss. The fair value changes include interest and dividend income.

Financial Assets at Amortised Cost

The financial assets are initially measured at fair value plus transaction costs except for trade receivables without significant financing component which are measured at transaction price only. Subsequent to the initial recognition, all financial assets are measured at amortised cost less any impairment losses.

(b) Financial Liability

Financial Liabilities at Amortised Cost

The financial liabilities are initially measured at fair value less transaction costs. Subsequent to the initial recognition, the financial liabilities are measured at amortised cost.

(c) Equity

Ordinary Shares

Ordinary shares are recorded on initial recognition at the proceeds received less directly attributable transaction costs incurred. The ordinary shares are not remeasured subsequently.

(d) Financial Guarantee Contracts

Financial guarantee contracts are recognised initially as liabilities at fair value, net of transaction costs. Subsequent to the initial recognition, the financial guarantee contracts are recognised as income in profit or loss over the period of the guarantee or, when there is no specific contractual period, upon discharge of the guarantee. If the debtor fails to make payment relating to a financial guarantee contract when it is due and the Company, as the issuer, is required to reimburse the holder for the associated loss, the reimbursement is recognised as a liability and measured at the higher of the amount of loss allowance determined using the expected credit loss model and the amount of financial guarantee initially recognised less cumulative amortisation.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

4. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

4.3 INVESTMENTS IN SUBSIDIARIES

Investments in subsidiaries, which are eliminated on consolidation, are stated in the financial statements of the Company at cost less impairment losses, if any.

4.4 PROPERTY, PLANT AND EQUIPMENT

All items of property, plant and equipment are initially measured at cost.

Subsequent to the initial recognition, all property, plant and equipment, are stated at cost less accumulated depreciation and any accumulated impairment losses.

Depreciation on property, plant and equipment is calculated using the straight-line method to allocate their depreciable amounts over the estimated useful lives. The principal annual depreciation rates are:-

Freehold buildings	2%
Computer software and hardware	20% - 33%
Motor vehicles	20%
Office equipment	20% - 33%
Plant and machinery	20%
Renovation	20%
Site equipment	20% - 33%

4.5 LEASES

Short-term Leases and Leases of Low-value Assets

The Group applies the "short-term lease" and "lease of low-value assets" recognition exemption. For these leases, the Group recognises the lease payments as an operating expense on a straight-line method over the term of the lease unless another systematic basis is more appropriate.

5. INVESTMENTS IN SUBSIDIARIES

	The Company	
	2025	2024
	RM	RM
Unquoted shares, at cost	30,148,357	28,148,357
Accumulated impairment losses	(8,273,000)	(8,273,000)
	21,875,357	19,875,357

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

5. INVESTMENTS IN SUBSIDIARIES (CONT'D)

The details of the subsidiaries are as follows:-

Name of Subsidiary	Principal Place of Business/Country of Incorporation	Percentage of Issued Share Capital Held by the Company		Principal Activities
		2025	2024	
		%	%	
Grand Dynamic Builders Sdn. Bhd. ("GDBSB")	Malaysia	100	100	Provision of construction services.
GDB Geotechnics Sdn. Bhd. ("GDBGSB")	Malaysia	70	70	Provision of construction services specialising in geotechnical and foundation engineering works.
GDB Infra Sdn. Bhd. ("GDBISB")*	Malaysia	100	-	Construction of infrastructure related works.
GDB Development Sdn. Bhd. ("GDBDSB")	Malaysia	100	-	Property development and property investment holding.

Note:-

* These subsidiaries were incorporated during the financial year, and their first statutory audits have not yet become due. Accordingly, the consolidation has been prepared based on the management accounts.

- On 21 October 2025, the Company has incorporated a subsidiary, GDBISB, with an issued and paid-up share capital of RM1,000,000 comprising of 1,000,000 ordinary shares.
- On 27 November 2025, the Company has incorporated a subsidiary, GDBDSB, with an issued and paid-up share capital of RM1,000,000 comprising of 1,000,000 ordinary shares.
- The non-controlling interest at the end of the reporting period comprise the following:-

	Effective Equity Interest		The Group	
	2025	2024	2025	2024
	%	%	RM	RM
GDBGSB	30	30	983,437	810,491

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

5. INVESTMENTS IN SUBSIDIARIES (CONT'D)

- (d) The summarised financial information (before intra-group elimination) for the subsidiary that has non-controlling interest that are material to the Group is as follows:-

	GDBGSB	
	2025 RM	2024 RM
<u>At 31 December</u>		
Non-current asset	227	1,377
Current assets	3,446,795	2,832,445
Current liabilities	(168,900)	(132,188)
Net assets	3,278,122	2,701,634
<u>Financial Year Ended 31 December</u>		
Revenue	-	(11,018)
Total comprehensive income/(expense) for the financial year	576,488	(72,623)
Total comprehensive income/(expense) attributable to non-controlling interest	172,946	(21,787)
Net cash flows from/(for) operating activities	2,304,297	(1,663,514)
Net cash flows from investing activity	-	2,000,000

- (e) In the previous financial year, the Company had assessed the recoverable amounts of its investments in a subsidiary that had been persistently making losses. A total impairment loss of RM173,000, representing the write-down of the investment in a subsidiary to its recoverable amount, was recognised in other expenses in the statement of profit or loss and other comprehensive income.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

6. PROPERTY, PLANT AND EQUIPMENT

	At 1.1.2025 RM	Additions RM	Disposals RM	Write Off RM	Depreciation Charges RM	At 31.12.2025 RM
The Group						
2025						
<i>Carrying Amount</i>						
Freehold buildings	8,279,744	-	-	-	(183,994)	8,095,750
Computer software and hardware	159,567	259,878	(567)	(13)	(111,855)	307,010
Motor vehicles	7,633	125,261	(3)	-	(23,593)	109,298
Office equipment	23,097	67,927	-	-	(23,039)	67,985
Plant and machinery	3,163,236	787,000	(74,917)	-	(1,448,134)	2,427,185
Renovation	5,672	-	-	(1)	(2,011)	3,660
Site equipment	2,983,874	4,440,444	(9,057)	(22,137)	(1,972,733)	5,420,391
	14,622,823	5,680,510	(84,544)	(22,151)	(3,765,359)	16,431,279
2024						
<i>Carrying Amount</i>						
Freehold buildings	8,463,738	-	-	-	(183,994)	8,279,744
Computer software and hardware	167,876	99,066	-	(631)	(106,744)	159,567
Motor vehicles	84,218	-	(4)	-	(76,581)	7,633
Office equipment	85,092	-	-	(2)	(61,993)	23,097
Plant and machinery	2,574,166	1,779,240	-	-	(1,190,170)	3,163,236
Renovation	123,815	-	-	-	(118,143)	5,672
Site equipment	4,070,918	601,650	(39,446)	(10,060)	(1,639,188)	2,983,874
	15,569,823	2,479,956	(39,450)	(10,693)	(3,376,813)	14,622,823

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

6. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

	At Cost RM	Accumulated Depreciation RM	Carrying Amount RM
The Group			
2025			
Freehold buildings	9,199,715	(1,103,965)	8,095,750
Computer software and hardware	1,757,316	(1,450,306)	307,010
Motor vehicles	1,756,808	(1,647,510)	109,298
Office equipment	882,122	(814,137)	67,985
Plant and machinery	23,352,200	(20,925,015)	2,427,185
Renovation	590,746	(587,086)	3,660
Site equipment	19,020,999	(13,600,608)	5,420,391
	56,559,906	(40,128,627)	16,431,279

2024			
Freehold buildings	9,199,715	(919,971)	8,279,744
Computer software and hardware	1,561,343	(1,401,776)	159,567
Motor vehicles	1,812,657	(1,805,024)	7,633
Office equipment	824,455	(801,358)	23,097
Plant and machinery	22,710,200	(19,546,964)	3,163,236
Renovation	595,046	(589,374)	5,672
Site equipment	15,012,978	(12,029,104)	2,983,874
	51,716,394	(37,093,571)	14,622,823

	At 1.1.2025 RM	Depreciation Charge RM	At 31.12.2025 RM
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The Company

2025

Carrying Amount

Freehold buildings	8,279,744	(183,994)	8,095,750
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	At 1.1.2024 RM	Depreciation Charge RM	At 31.12.2024 RM
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2024

Carrying Amount

Freehold buildings	8,463,738	(183,994)	8,279,744
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NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

6. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

	At Cost RM	Accumulated Depreciation RM	Carrying Amount RM
2025			
Freehold buildings	9,199,715	(1,103,965)	8,095,750
2024			
Freehold buildings	9,199,715	(919,971)	8,279,744

7. CONTRACT ASSETS/(LIABILITIES)

	The Group	
	2025 RM	2024 RM
Contract assets/(liabilities) relating to construction contracts		
At 1 January	123,520,805	87,120,094
Revenue recognised in profit or loss during the financial year	748,091,738	258,228,996
Billings to customers during the financial year	(721,822,645)	(221,828,285)
At 31 December	149,789,898	123,520,805
Analysed by:-		
Contract assets	162,809,844	123,520,805
Contract liabilities	(13,019,946)	-
	149,789,898	123,520,805

- (a) The contract assets primarily relate to the Group's right to consideration for work completed but not yet billed as at the reporting date. The amount will be billed progressively in the future upon the fulfilment of contractual milestones.
- (b) Included in the contract assets are retention sums receivable amounting to RM117,811,418 (2024 - RM71,032,088). The retention sums are to be settled in accordance with the terms of the respective contracts.
- (c) The contract liabilities primarily relate to timing differences between construction works certified by customers and construction costs incurred plus attributable profit.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

7. CONTRACT ASSETS/(LIABILITIES) (CONT'D)

- (d) The transaction price allocated to the unsatisfied or partially unsatisfied performance obligations as at the reporting date are as below:-

	The Group	
	2025 RM	2024 RM
Within 1 year	548,731,860	789,591,310
Between 1 and 3 years	-	520,392,863
	548,731,860	1,309,984,173

- (e) Included in the contract assets at the end of the reporting period is an amount of approximately RM48.32 million (2024 - RM48.32 million) (including retention sum receivable amounting to RM21.80 million (2024 - RM21.80 million)) relating to the 8 Conlay Project which is the subject matter of the Group's ongoing litigations as disclosed in Note 35 to the financial statements.

The Group will pursue all appropriate options to recover the outstanding sums which is owed and payable by the contract owner, Damai City Sdn. Bhd. ("DCSB"). The management applied certain assumptions in assessing the recoverability of the contract assets owing by DCSB based on the following:-

- Status and updates of the litigations against DCSB; and
- Specific known facts or circumstances of DCSB's ability to pay.

The directors are of the opinion that this contract asset is recoverable, as legal proceedings are still ongoing, with certain cases already ruled in GDBSB's favour.

8. TRADE RECEIVABLES

	The Group	
	2025 RM	2024 RM
Third parties	153,101,498	156,600,147
Allowance for impairment losses (Note 32.1(b)(iii))	(62,000,000)	(10,000,000)
	91,101,498	146,600,147

- (a) The Group's normal trade credit terms range from 30 to 60 (2024 - 30 to 60) days.
- (b) Included in the trade receivables at the end of the reporting period is an amount of approximately RM37.42 million (2024 - RM89.42 million) relating to the 8 Conlay Project which is the subject matter of the Group's ongoing litigations as disclosed in Note 35 to the financial statements.

The Group will pursue all appropriate options to recover the outstanding sums which is owed and payable by the contract owner, DCSB. The management applied certain assumptions in assessing the recoverability of the amount owing by DCSB based on the following:-

- Status and updates of the litigations against DCSB; and
- Specific known facts or circumstances of DCSB's ability to pay.

The directors are of the opinion that the remaining trade receivable is recoverable and no further impairment is required, as legal proceedings are still ongoing, with certain cases already ruled in GDBSB's favour.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

9. OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Other receivables:-				
Third parties	2,412,273	1,464,886	-	100
Advances to subcontractors/suppliers	4,219,729	2,984,194	-	-
Deposits	6,632,002	4,449,080	-	100
Prepayments	2,302,167	2,308,348	34,128	31,130
	401,358	92,093	-	-
	<u>9,335,527</u>	<u>6,849,521</u>	<u>34,128</u>	<u>31,230</u>

The advance payments to subcontractors/suppliers are unsecured and interest-free. The amount owing will be offset against future works performance/purchases from the subcontractors/suppliers.

10. AMOUNT OWING BY A SUBSIDIARY

In the previous financial year, the amount owing by a subsidiary was the interim dividend declared for financial year 2024, which was received in cash on 24 March 2025.

11. SHORT-TERM INVESTMENTS

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Money market funds, at fair value	151,930,110	47,899,448	65,417,328	27,311,254

Included in money market funds of the Group and of the Company are RM71,171,405 and RM35,115,968 respectively (2024 - RM42,896,552 and RM22,308,358), representing investments in highly liquid money market instruments and deposits with financial institutions in Malaysia which are redeemable within one (1) to four (4) days (2024 - one (1) to four (4) days) notice at known amounts of cash and are subject to an insignificant risk of changes in value.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

12. FIXED DEPOSITS WITH A LICENSED BANK

- (a) The interest rate profile and maturity periods of the fixed deposits with a licensed bank at the end of the reporting period are as follows:-

	The Group 2025	2024
Effective interest rate	2.10% to 2.70%	2.60% to 2.70%
Maturity periods	(c) 180 to 365 days	

- (b) The fixed deposits with a licensed bank of the Group at the end of the reporting period had been pledged to a licensed bank as security for banking facilities granted to a subsidiary.
- (c) Included in the fixed deposits with a licensed bank is an amount of RM20,095,257 placed as collateral as security for bank guarantee. These deposits do not have a fixed maturity date and will only be released upon discharge of the related bank guarantees. These balances are restricted in use and not freely withdrawable. The remaining fixed deposits with a licensed bank has maturity ranging from 180 to 365 days.

13. SHARE CAPITAL

	2025	The Group/The Company 2024	2025	2024
	Number Of Shares		RM	RM
Issued and Fully Paid-Up				
Ordinary Shares				
At 1 January	937,500,000	937,500,000	62,564,078	62,564,078
Issuance of new shares for cash	93,750,000	-	39,043,079	-
At 31 December	1,031,250,000	937,500,000	101,607,157	62,564,078

- (a) The holders of ordinary shares are entitled to receive dividends as and when declared by the Company and are entitled to one vote per ordinary share at meetings of the Company. The ordinary shares have no par value.
- (b) During the financial year, the Company increased its issued and paid-up share capital from RM62,564,078 to RM101,607,157 through a private placement involving the issuance of 93,750,000 new ordinary shares at RM0.419 each for a cash consideration of RM39,043,079.

The new ordinary shares issued rank equally in all respects with the existing ordinary shares of the Company.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

13. SHARE CAPITAL (CONT'D)

WARRANTS 2021/2026

In year 2021, a total 250,000,000 bonus warrants were issued by the Company on the basis of two (2) Warrants for every five (5) existing ordinary shares held. Each Warrant entitles the holder the right to subscribe for one (1) new ordinary share of the Company at an exercise price of RM0.60. The Warrants will expire on 24 June 2026.

The salient terms of the above Warrants 2021/2026 are as follows:-

- (i) The Warrants are issued in registered form and constituted by a deed poll executed on 9 June 2021 ("Deed Poll") and as may be supplemented from time to time.
- (ii) The Warrants' tenure is 5 years commencing from and inclusive of the date of issuance and allotment of the Warrants on 25 June 2021. Any Warrants which have not then been exercised will lapse and every Warrant not exercised by then will cease to be valid for any purpose.
- (iii) Each Warrant entitles the registered Warrant holder to subscribe for one (1) new share at the exercise price at any time during the exercise period, subject to the provisions of the Deed Poll.
- (iv) Subject to the provisions of the Deed Poll, the exercise price and/or the number of unexercised Warrants held by each Warrant holder shall be adjusted by the board in consultation with an approved adviser appointed by the Company and certified by the auditors of the Company.
- (v) The Warrants are listed and quoted on the Main Market of Bursa Securities.

14. TRADE PAYABLES

	Note	The Group	
		2025 RM	2024 RM
Trade payables	(a)	13,903,233	24,087,290
Retention sums	(b)	37,788,395	45,335,207
		51,691,628	69,422,497

- (a) The normal trade credit terms granted to the Group range from 30 to 60 (2024 - 30 to 60) days.
- (b) The retention sums are to be settled in accordance with the terms of the respective contracts.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

15. OTHER PAYABLES AND ACCRUALS

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Other payables:-				
Third parties	1,647,520	12,985,984	35,875	773
Advances from customers	3,846,110	11,463,999	-	-
	5,493,630	24,449,983	35,875	773
Sales and services tax payable	734,134	-	-	-
Accruals	127,254,634	67,801,014	138,677	104,110
	133,482,398	92,250,997	174,552	104,883

Included in accruals of the Group are accrued costs of construction for projects amounting to RM109,147,474 (2024 - RM52,815,662).

16. PROVISION

	The Group	
	2025 RM	2024 RM
<i>Provision for defect works</i>		
At 1 January	9,973,572	6,224,025
Provision made during the financial year	3,199,459	5,586,847
Provision reversed during the financial year	(2,774,962)	(1,837,300)
At 31 December	10,398,069	9,973,572

Provision is made in respect of the rectification costs for defect works which are expected to be incurred on the completed projects during the defect liability periods based on respective terms of contracts.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

17. REVENUE

	Note	The Group		The Company	
		2025 RM	2024 RM	2025 RM	2024 RM
Revenue from Contracts with Customers					
<u>Recognised over time</u>					
Construction contracts	(b)	748,091,738	258,228,996	-	-
Revenue from Other Sources					
Dividend income from a subsidiary	(c)	-	-	10,062,500	6,785,000
		748,091,738	258,228,996	10,062,500	6,785,000

- (a) The information on transaction price allocated to unsatisfied and/or partially unsatisfied performance obligations as at the reporting date is disclosed in Note 7(d) to the financial statements.
- (b) The revenue of the Group and of the Company are derived entirely in Malaysia.

Revenue from construction contracts is recognised over time in the period when the services are rendered using the input method, determined based on the proportion of construction costs incurred for work performed to date over the estimated total construction costs.

Billings to customers are based on agreed milestones under the agreement, certified by architects. The credit period ranges from 30 to 60 days from the invoice date. There is no significant financing component in the selling price as the billings are made on the normal credit terms not exceeding 12 months.

A defect liability period ranges from 18 to 27 months is given to the customers.

- (c) The information of the revenue from other sources is summarised below:-

Dividend Income

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

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

18. COST OF SALES

	The Group	
	2025 RM	2024 RM
Depreciation of property, plant and equipment	2,948,994	2,152,367
Short-term lease expenses	6,334,289	1,418,452
Project cost, incentives and related expenses	587,973,555	176,966,483
Provision for defect works	3,199,459	5,586,847
Property, plant and equipment written off	22,138	10,689
Reversal of provision for defect works	(2,774,962)	(1,837,300)
Staff costs:		
- salaries and other emoluments	22,469,236	16,487,049
- defined contribution benefits	2,221,755	1,657,169
	622,394,464	202,441,756

19. OTHER INCOME

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Included are the following items:-				
Gain on disposal of property, plant and equipment	57,799	68,163	-	-
Interest income:				
- fixed deposits with a licensed bank	329,036	229,921	-	1,676
- short-term investments	2,030,661	1,470,490	1,106,074	883,689
- cash and bank balances	639,018	698,701	39,945	38,041
- advance owing by a subsidiary	-	-	-	7,191
Lease income:				
- office	-	-	165,000	165,000
- property, plant and equipment	3,043,829	3,097,656	-	-
Management services income	-	-	1,940,000	1,740,000
Scrap sales	1,003,267	532,491	-	-
Forfeited debt claim recovery	385,406	-	-	-
Insurance claim received	320,126	-	-	-

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

20. ADMINISTRATIVE EXPENSES

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Included are the following items:-				
Auditors' remuneration:				
- audit fees	131,000	114,000	50,000	36,000
- non-audit fees	7,000	6,000	7,000	6,000
Directors' remuneration (Note 27)	3,101,202	2,339,568	2,207,071	1,792,354
Staff costs (including other key management personnel as disclosed in Note 27):				
- salaries and other emoluments	5,079,103	5,463,540	472,698	448,454
- defined contribution benefits	529,579	541,980	32,256	30,528
Short-term lease expenses	9,916	26,448	-	-

21. OTHER EXPENSES

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Depreciation of property, plant and equipment	816,365	1,224,446	183,994	183,994
Property, plant and equipment written off	13	4	-	-
Impairment loss on investment in a subsidiary	-	-	-	173,000
	816,378	1,224,450	183,994	356,994

22. IMPAIRMENT LOSSES ON FINANCIAL ASSETS

	The Group	
	2025 RM	2024 RM
Impairment losses on trade receivables (Note 32.1(b)(iii))	52,000,000	10,000,000

23. FINANCE COSTS

	The Group	
	2025 RM	2024 RM
Interest expenses on advances owing to a related party	-	3,082

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

24. INCOME TAX EXPENSE/(CREDIT)

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Current tax expense	17,013,236	13,288,118	-	3,483
Overprovision in the previous financial year	(2,389,505)	(7,825)	(29,615)	(9,724)
	14,623,731	13,280,293	(29,615)	(6,241)

A reconciliation of income tax expense/(credit) applicable to the profit before taxation at the statutory tax rate to income tax expense/(credit) at the effective tax rate of the Group and of the Company is as follows:-

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Profit before taxation	69,057,634	40,013,228	10,157,827	6,631,707
Tax at the statutory tax rate of 24% (2024 - 24%)	16,573,832	9,603,175	2,437,878	1,591,610
Tax effects of:-				
Non-taxable income	(460,569)	(279,734)	(2,666,247)	(1,806,229)
Non-deductible expenses	551,493	350,037	228,369	218,102
Deferred tax assets not recognised during the financial year	480,960	3,614,640	-	-
Utilisation of deferred tax assets previously not recognised	(132,480)	-	-	-
Overprovision of current tax in the previous financial year	(2,389,505)	(7,825)	(29,615)	(9,724)
	14,623,731	13,280,293	(29,615)	(6,241)

Domestic income tax is calculated at the Malaysian statutory rate of 24% (2024 - 24%) of the estimated assessable profit for the financial year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

24. INCOME TAX EXPENSE/(CREDIT) (CONT'D)

At the end of the reporting period, the amounts of deferred tax assets not recognised (stated at gross) due to uncertainty of their realisation are as follows:-

	The Group	
	2025 RM	2024* RM
<u>Deferred tax assets:-</u>		
Unused tax losses:		
- expires year of assessment 2029	1,467,000	2,052,000
- expires year of assessment 2030	2,621,000	2,621,000
- expires year of assessment 2031	837,000	837,000
- expires year of assessment 2032	1,426,000	1,426,000
- expires year of assessment 2033	922,000	922,000
- expires year of assessment 2034	220,000	220,000
	7,493,000	8,078,000
Provision for defect works	10,398,000	9,974,000
	17,891,000	18,052,000
<u>Deferred tax liability:-</u>		
Accelerated capital allowances	(799,000)	(2,412,000)
	17,092,000	15,640,000

* Certain comparative figures have been restated to reflect the revised tax losses carry-forward and other temporary differences available to the Group.

Based on the current legislation, the unused tax losses are allowed to be utilised for 10 consecutive years of assessment immediately following that year of assessment.

25. EARNINGS PER SHARE

	The Group	
	2025	2024
Profit after taxation attributable to owners of the Company (RM)	54,260,957	26,754,722
Weighted average number of ordinary shares in issue	957,277,397	937,500,000
Earnings per share (sen):		
- Basic	5.67	2.85
- Diluted	5.67	2.85

The effects of potential ordinary shares arising from the conversion of warrant is anti-dilutive and accordingly, it has been ignored in the calculation of dilutive earnings per share. As a result, the diluted earnings per ordinary share is the same as basic earnings per share.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

26. DIVIDENDS

	The Company	
	2025 RM	2024 RM
Ordinary Shares		
<u>In respect of the financial year ended 31 December 2024</u>		
A single-tier interim dividend of RM0.007 (2024 - Nil) per ordinary share, paid on 26 March 2025	6,562,500	-
<u>In respect of the financial year ended 31 December 2025</u>		
A first single-tier interim dividend of RM0.005 per ordinary share, paid on 26 June 2025	4,687,500	-
A second single-tier interim dividend of RM0.005 per ordinary share, paid on 25 September 2025	4,687,500	-
	15,937,500	-

27. KEY MANAGEMENT PERSONNEL COMPENSATION

The key management personnel ("KMP") of the Group and of the Company include executive directors, non-executive directors and certain members of senior management of the Group and of the Company.

The KMP compensation during the financial year are as follows:-

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Directors				
<u>Directors of the Company</u>				
Short-term employee benefits:				
- fees	314,145	270,000	314,145	270,000
- salaries, bonuses and other benefits	2,574,281	1,910,453	1,741,826	1,403,746
- defined contribution benefits	212,776	159,115	151,100	118,608
Total directors' remuneration (Note 20)	3,101,202	2,339,568	2,207,071	1,792,354
Other KMP:-				
Short-term employee benefits	2,033,830	1,434,916	472,698	448,454
Defined contribution benefits	173,911	125,961	32,256	30,528
Total compensation for other KMP (Note 20)	2,207,741	1,560,877	504,954	478,982

The total project incentives and defined contribution benefits paid to the executive directors and other KMP amounted to RM1,244,165 (2024 - RM1,030,204) and RM899,215 (2024 - RM756,205) respectively.

The estimated monetary value of benefits-in-kind provided by the Group to a director and other KMP were RM10,625 (2024 - RM10,625) and RM5,000 (2024 - RM5,000) respectively.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

28. RELATED PARTY DISCLOSURES

(a) Subsidiaries

The subsidiaries are disclosed in Note 5 to the financial statements.

(b) Significant Related Party Transactions and Balances

The Group and the Company carried out the following significant transactions with the related parties during the financial year:-

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Expenses paid on behalf by a subsidiary	-	-	35,048	6,171
Interest on advances paid/payable to a related party	-	3,082	-	-
Interest on advances received/receivables from a subsidiary	-	-	-	(7,191)
Dividend income from a subsidiary	-	-	10,062,500	6,785,000
Management fees received/receivables from subsidiaries	-	-	(1,940,000)	(1,740,000)
Office rental income received/receivables from subsidiaries	-	-	(165,000)	(165,000)
Store rental expenses paid/payable to a related party	-	18,000	-	-

The significant outstanding balances of the related parties together with their terms and conditions are disclosed in Note 10 to the financial statements.

29. OPERATING SEGMENTS

Segment information has not been prepared as the Group's business is focused only in the businesses of provision of construction services and this forms the focus of the Group's internal reporting systems.

The Executive Director/Acting Group Managing Director reviews the business performance of the Group as a whole and management monitors the operating results of its business for the purposes of making decisions on resources allocation and performance assessment.

29.1 BUSINESS SEGMENT AND GEOGRAPHICAL INFORMATION

The Group operates predominantly in one business segment in Malaysia. Accordingly, the information by business segments and geographical segment is not presented.

29.2 MAJOR CUSTOMERS

The following are major customers with revenue equal to or more than 10% of the Group's total revenue.

	2025 RM	2024 RM
Customer A	422,949,908	107,315,564
Customer B	198,086,095	*
Customer C	123,855,044	51,087,419
Customer D	*	86,883,020

* Not applicable

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

30. CAPITAL COMMITMENTS

	The Group	
	2025 RM	2024 RM
Purchase of property, plant and equipment	-	501,668

31. CONTINGENT LIABILITY

No provisions are recognised on the following matter as it is not probable that a future sacrifice of economic benefits will be required or the amount is not capable of reliable measurement:-

	The Group	
	2025 RM	2024 RM
Performance bond and tender bond guarantees extended by subsidiaries to third parties	114,716,409	99,716,409

32. FINANCIAL INSTRUMENTS

The activities of the Group and of the Company are exposed to a variety of market risk (including foreign currency risk, interest rate risk and equity price risk), credit risk and liquidity risk. The overall financial risk management policy focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group and of the Company.

32.1 FINANCIAL RISK MANAGEMENT POLICIES

The policies in respect of the major areas of treasury activity are as follows:-

(a) Market Risk

(i) Foreign Currency Risk

The Group and the Company do not have any transactions or balances denominated in foreign currencies and hence, are not exposed to foreign currency risk.

(ii) Interest Rate Risk

The Group and the Company do not have any interest-bearing borrowings and hence, are not exposed to interest rate risk.

(iii) Equity Price Risk

The Group and the Company do not have any quoted investments and hence, is not exposed to equity price risk.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

32. FINANCIAL INSTRUMENTS (CONT'D)

32.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(b) Credit Risk

The exposure to credit risk, or the risk of counterparties defaulting, arises mainly from trade and other receivables. The Group and the Company manage their exposures 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 and fixed deposits with licensed banks), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties.

(i) Credit Risk Concentration Profile

At the end of the reporting period, the Group's major concentration of credit risk relates to the amounts owing by 3 (2024 - 3) customers which constituted approximately 100% (2024 - 91%) of its trade receivables net of loss allowance.

(ii) Maximum Exposure to Credit Risk

At the end of the reporting period, the maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised in the statements of financial position of the Group and of the Company after deducting any allowance for impairment losses (where applicable). The Group's maximum exposure to credit risk also includes corporate guarantees for performance of contract works provided to its subsidiary's customer of RM15,300,000 (2024 - RM15,300,000). These corporate guarantees have not been recognised in the Group's financial statements since their fair value on initial recognition were not material.

In addition, the Company's maximum exposure to credit risk also includes corporate guarantees provided to its subsidiary and subsidiary's customer of RM130,016,409 (2024 - RM115,016,409). These corporate guarantees have not been recognised in the Company's financial statements since their fair value on initial recognition were not material.

(iii) Assessment of Impairment Losses

At each reporting date, the Group and the Company evaluate whether any of the financial assets at amortised cost and contract assets are credit impaired.

The gross carrying amounts of financial assets are written off against the associated impairment, if any, when there is no reasonable expectation of recovery despite the fact that they are still subject to enforcement activities.

The management considers the following factors when assessing whether an impairment is required on a receivable:

- Significant financial difficulty of the receivable;
- A breach of contract, such as a default or past due event;
- Restructuring of a debt in relation to the receivable's financial difficulty;
- It is becoming probable that the receivable will enter bankruptcy or other financial reorganisation; or
- The recovery amount from the receivable's net assets.

The Group and the Company consider a receivable to be in default when the receivable is unlikely to repay its debt to the Group and the Company in full or is more than 90 days past due unless the Group and the Company have reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate, except as disclosed in Notes 7, 8 and 35 to the financial statements where the directors have assessed the remaining outstanding balances related to the 8 Conlay Project to be recoverable. The Group uses a more lagging past due criterion for trade receivables when it is more appropriate to reflect their loss patterns.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

32. FINANCIAL INSTRUMENTS (CONT'D)

32.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(b) Credit Risk (Cont'd)

(iii) Assessment of Impairment Losses (Cont'd)

Trade Receivables and Contract Assets

The Group applies the simplified approach to measure expected credit losses using a lifetime expected credit loss allowance for all trade receivables and contract assets.

Inputs, Assumptions and Techniques used for Estimating Impairment Losses

The Group assessed the expected credit loss of each customer individually based on their financial information and past trends of payments as there are only a few customers. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. Therefore, the Group concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets. All of these customers have a low risk of default as they have a strong capacity to meet their debts except as disclosed in Notes 7, 8 and 35 to the financial statements where the directors have assessed the remaining outstanding balances related to the 8 Conlay Project to be recoverable.

The expected loss rates are based on the payment profiles of sales over 12 months (2024 - 12 months) before the reporting date and the corresponding historical credit losses experienced within this period. The historical loss rates were not adjusted to reflect forward-looking information on macroeconomic factors affecting the ability of the trade receivables to settle their debts as the Group has not identified any forward-looking assumptions that correlate to the historical loss rates.

There are no significant changes in the estimation techniques and assumptions as compared to the previous financial year.

Allowance for Impairment Losses

The reconciliations of allowance for impairment losses are as follows:-

	2025 RM	2024 RM
The Group		
Credit Impaired		
<u>Trade receivables</u>		
Balance at 1 January	10,000,000	-
Additions (Note 22)	52,000,000	10,000,000
Balance at 31 December	62,000,000	10,000,000

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

32. FINANCIAL INSTRUMENTS (CONT'D)

32.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(b) Credit Risk (Cont'd)

(iii) Assessment of Impairment Losses (Cont'd)

Trade Receivables and Contract Assets (Cont'd)

Allowance for Impairment Losses (cont'd)

The information about the credit exposure and loss allowances recognised for trade receivables and contract assets are as follows:-

	Gross Amount RM	Lifetime Individual Allowance RM	Carrying Amount RM
The Group			
2025			
Current (not past due)	53,326,278	-	53,326,278
1 to 30 days past due	-	-	-
31 to 60 days past due	303,035	-	303,035
More than 60 days past due	99,472,185	(62,000,000)	37,472,185
Trade receivables	153,101,498	(62,000,000)	91,101,498
Contract assets	162,809,844	-	162,809,844
	315,911,342	(62,000,000)	253,911,342
The Group			
2024			
Current (not past due)	43,973,526	-	43,973,526
1 to 30 days past due	6,404,872	-	6,404,872
31 to 60 days past due	5,454,863	-	5,454,863
61 to 90 days past due	13,454	-	13,454
More than 90 days past due	100,753,432	(10,000,000)	90,753,432
Trade receivables	156,600,147	(10,000,000)	146,600,147
Contract assets	123,520,805	-	123,520,805
	280,120,952	(10,000,000)	270,120,952

The Group believes that no further impairment allowance is necessary in respect of its trade receivables and contract assets because probability of default by these receivables was negligible, except as disclosed in Notes 7, 8 and 35 to the financial statements where the directors have assessed the remaining outstanding balances related to the 8 Conlay Project to be recoverable.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

32. FINANCIAL INSTRUMENTS (CONT'D)

32.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(b) Credit Risk (Cont'd)

(iii) Assessment of Impairment Losses (Cont'd)

Other Receivables

The Group applies the 3-stage general approach to measuring expected credit losses for its other receivables.

Under this approach, loss allowance is measured on either 12-month expected credit losses or lifetime expected credit losses, by considering the likelihood that the receivable would not be able to repay during the contractual period (probability of default, PD), the percentage of contractual cash flows that will not be collected if default happens (loss given default, LGD) and the outstanding amount that is exposed to default risk (exposure at default, EAD).

In deriving the PD and LGD, the Group considers the receivable's past payment status and its financial condition as at the reporting date. The PD is adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the receivable to settle its debts.

Allowance for Impairment Losses

No expected credit loss is recognised on other receivables as it is negligible.

Fixed Deposits with A Licensed Bank, Cash and Bank Balances

The Group and the Company consider the licensed banks to be of low credit risks. In addition, some of the bank balances are insured by Government agencies. Therefore, the Group and the Company are of the view that the loss allowance is immaterial and is therefore not provided for.

Amount Owing by Subsidiaries

The Company applies the 3-stage general approach to measure expected credit losses for all inter-company balances. The Company considers loans and advances to subsidiaries have low credit risks. The Company assumes that there is a significant increase in credit risk when a subsidiary's financial position deteriorated significantly.

The Company measures the expected credit losses on individual basis, which is aligned with its credit risk management practices on the inter-company balances.

For loans and advances that are repayable on demand, impairment loss is assessed based on the assumption that repayment of the outstanding balances is demanded at the reporting date. If the subsidiary does not have sufficient highly liquid resources when the loans and advances are demanded, the Company will consider the expected manner of recovery to measure the impairment loss; the recovery manner could be either through 'repayable over time' or a fire sale of less liquid assets by the subsidiary.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

32. FINANCIAL INSTRUMENTS (CONT'D)

32.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(b) Credit Risk (Cont'd)

(iii) Assessment of Impairment Losses (Cont'd)

Amount Owing by Subsidiaries (Cont'd)

Allowance for Impairment Losses

At the end of the reporting period, there was no indication that the amount owing is not recoverable.

Financial Guarantee Contracts

Corporate guarantees for borrowing facilities granted to subsidiaries are a financial guarantee contract.

Inputs, Assumptions and Techniques used for Estimating Impairment Losses

The Company closely monitors the subsidiaries' financial strength to reduce the risk of loss.

The Company considers there is a significant increase in credit risk when a subsidiary's financial position deteriorates significantly. A financial guarantee contract is credit impaired when:

- The subsidiary is unlikely to repay its obligation to the bank in full; or
- The subsidiary is having a deficit in equity and is continuously loss making.

The Company determines the probability of default of the guaranteed amounts individually using internal information available.

Allowance for Impairment Losses

All of the financial guarantee contracts are considered to be performing, have low risks of default and historically there were no instances where these financial guarantee contracts were called upon by the parties of which the financial guarantee contracts were issued. Accordingly, no loss allowances were identified based on 12-month expected credit losses.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

32. FINANCIAL INSTRUMENTS (CONT'D)

32.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(c) Liquidity Risk

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

Maturity Analysis

The following table sets out the maturity profile of the financial liabilities at the end of the reporting period based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on the rates at the end of the reporting period):-

The Group	Carrying Amount RM	Contractual Undiscounted Cash Flows RM	Within 1 Year RM
2025			
<u>Non-derivative Financial Liabilities</u>			
Trade payables	13,903,233	13,903,233	13,903,233
Other payables and accruals	128,902,154	128,902,154	128,902,154
Financial guarantee contracts in relation to corporate guarantee given to a subsidiary's customer *	-	15,300,000	15,300,000
	142,805,387	158,105,387	158,105,387
2024			
<u>Non-derivative Financial Liabilities</u>			
Trade payables	24,087,290	24,087,290	24,087,290
Other payables and accruals	80,786,998	80,786,998	80,786,998
Financial guarantee contracts in relation to corporate guarantee given to a subsidiary's customer *	-	15,300,000	15,300,000
	104,874,288	120,174,288	120,174,288

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

32. FINANCIAL INSTRUMENTS (CONT'D)

32.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(c) Liquidity Risk (Cont'd)

Maturity Analysis (Cont'd)

The following table sets out the maturity profile of the financial liabilities at the end of the reporting period based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on the rates at the end of the reporting period) (Cont'd):-

The Company	Carrying Amount RM	Contractual Undiscounted Cash Flows RM	Within 1 Year RM
2025			
<u>Non-derivative Financial Liabilities</u>			
Other payables and accruals	174,552	174,552	174,552
Financial guarantee contracts in relation to corporate guarantee given to *:-			
- subsidiary	-	114,716,409	114,716,409
- subsidiary's customer	-	15,300,000	15,300,000
	174,552	130,190,961	130,190,961
2024			
<u>Non-derivative Financial Liabilities</u>			
Other payables and accruals	104,883	104,883	104,883
Financial guarantee contracts in relation to corporate guarantee given to *:-			
- subsidiary	-	99,716,409	99,716,409
- subsidiary's customer	-	15,300,000	15,300,000
	104,883	115,121,292	115,121,292

* The financial guarantees have not been recognised in the financial statements since their fair value on initial recognition were not material.

32.2 CAPITAL RISK MANAGEMENT

The Group and the Company manage their capital to ensure that entities within the Group will be able to maintain an optimal capital structure so as to support their businesses and maximise shareholders' value. To achieve this objective, the Group and the Company may make adjustments to the capital structure in view of changes in economic conditions, such as adjusting the amount of dividend payment, returning of capital to shareholders or issuing new shares.

The Group and the Company manage their capital based on debt-to-equity ratio. The debt-to-equity ratio is calculated as net debt divided by total equity. The debt-to-equity of the Group and the Company at the end of the reporting period are not presented as there is no external borrowing.

There was no change in the approach to capital management during the financial year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

32. FINANCIAL INSTRUMENTS (CONT'D)

32.3 CLASSIFICATION OF FINANCIAL INSTRUMENTS

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Financial Assets				
<u>Fair Value Through Profit or Loss</u>				
Short-term investments	151,930,110	47,899,448	65,417,328	27,311,254
<u>Amortised Cost</u>				
Trade receivables	91,101,498	146,600,147	-	-
Other receivables	2,412,273	1,464,886	-	100
Amount owing by a subsidiary	-	-	-	6,785,000
Fixed deposits with a licensed bank	26,347,751	9,170,536	-	-
Cash and bank balances	27,794,585	24,041,885	1,053,371	832,743
	147,656,107	181,277,454	1,053,371	7,617,843
Financial Liability				
<u>Amortised Cost</u>				
Trade payables	13,903,233	24,087,290	-	-
Other payables and accruals	128,902,154	80,786,998	174,552	104,883
	142,805,387	104,874,288	174,552	104,883

32.4 GAINS OR LOSSES ARISING FROM FINANCIAL INSTRUMENTS

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Financial Assets				
<u>Fair Value Through Profit or Loss</u>				
Net gains recognised in profit or loss by:				
- mandatorily required by MFRS 9	2,030,661	1,470,490	1,106,074	883,689
<u>Amortised Cost</u>				
Net (losses)/gains recognised in profit or loss	(50,646,540)	(9,071,378)	39,945	46,908
Financial Liability				
<u>Amortised Cost</u>				
Net losses recognised in profit or loss	-	(3,082)	-	-

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

32. FINANCIAL INSTRUMENTS (CONT'D)

32.5 FAIR VALUE INFORMATION

The fair value of the financial asset of the Group and of the Company which is maturing within the next 12 months approximated its carrying amount due to the relatively short-term maturity of the financial instrument or repayable on demand terms.

The following table sets out the fair value profile of financial instrument that is carried at fair value at the end of the reporting period:-

	Fair Value Of Financial Instruments Carried At Fair Value			Total Fair Value RM	Carrying Amount RM
	Level 1 RM	Level 2 RM	Level 3 RM		
The Group					
2025					
<u>Financial Asset</u>					
Short-term investments	-	151,930,110	-	151,930,110	151,930,110
2024					
<u>Financial Asset</u>					
Short-term investments	-	47,899,448	-	47,899,448	47,899,448
The Company					
2025					
<u>Financial Asset</u>					
Short-term investments	-	65,417,328	-	65,417,328	65,417,328
2024					
<u>Financial Asset</u>					
Short-term investments	-	27,311,254	-	27,311,254	27,311,254

Fair Value of Financial Instruments Carried at Fair Value

The fair value of short-term investments is determined by reference to statements provided by the respective financial institutions, with which the investments were entered into at the reporting date.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

33. SIGNIFICANT EVENTS OCCURRING AFTER THE REPORTING PERIOD

- (a) On 30 January 2026, the subsidiary of the Company, GDBISB, increased its issued and paid-up share capital from RM1,000,000 to RM10,000,000 by way of issuance of 9,000,000 new ordinary shares. The Company subscribed for the additional 9,000,000 ordinary shares.
- (b) On 13 February 2026, GDBDSB, a wholly-owned subsidiary of the Company, had entered into separate sale and purchase agreements with Mighty Metaverse Sdn. Bhd., Borneo 1 Stop Business Services Sdn. Bhd. and Sport Pavillion Sendirian Berhad for the acquisition of three (3) parcels of land measuring approximately 21,926 square metres in total, all situated in the State of Sarawak for a total cash consideration of RM32.72 million.
- (c) On 18 March 2026, the Company has incorporated a subsidiary, GDB Resources Sdn. Bhd., with an issued and paid-up share capital of RM1,000 comprising of 1,000 ordinary shares.

34. COMPARATIVE FIGURES

The following figures have been reclassified to conform with the presentation of the current financial year:-

	The Group		The Company	
	As Previously Reported RM	As restated RM	As Previously Reported RM	As restated RM
Statements of Cash Flows (Extract):-				
NET CASH FROM OPERATING ACTIVITIES	99,561	2,099,561	*	*
NET CASH FROM/(FOR) INVESTING ACTIVITIES	2,026,769	(4,177,831)	785,397	(3,427,952)
NET CASH FROM FINANCING ACTIVITIES	798,296	-	789,547	-
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	2,924,626	(2,078,270)	2,525,291	(2,477,605)
CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL YEAR	71,941,333	66,938,437	28,143,997	23,141,101

* Not applicable.

35. MATERIAL LITIGATION

Material Litigation in respect of the 8 Conlay Project

(1) Disputes between GDBSB and DCSB/KSK Land Sdn. Bhd. ("KSKL")

The 8 Conlay Project contract determination since 19 April 2023 resulted in the institution of several legal suits initiated by the Group against DCSB for the recovery of the outstanding sum based on work performed for the 8 Conlay Project as well as late payment interest which DCSB had failed, refused, and/or neglected to pay GDBSB. Legal action was also taken against KSKL for breach of Corporate Guarantee dated 5 August 2022 provided by KSKL in favour of GDBSB ("Corporate Guarantee"). GDBSB has further taken legal action against Paradise City Sdn Bhd ("PCSB"), a subsidiary of KSKL, to enforce a security issued by PCSB in favour of GDBSB that was intended to be created to cover the debts owed by DCSB to GDBSB.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

35. MATERIAL LITIGATION (CONT'D)

Material Litigation in respect of the 8 Conlay Project (Cont'd)

(1) Disputes between GDBSB and DCSB/KSK Land Sdn. Bhd. ("KSKL") (Cont'd)

- (a) The Adjudication Decision dated 10 February 2023 under the Construction Industry Payment Adjudication Act ("CIPAA") 2012 which was delivered in favour of GDBSB with Adjudication Sum of RM97,792,870.96, late payment interest (still accruing until full payment) and adjudication costs of RM90,600 [AIAC Reference No: AIAC/D/ADJ-4479-2022] ("CIPAA I Adjudication Decision").

The Company had filed into the High Court for enforcement of the CIPAA I Adjudication Decision whilst DCSB filed also into the High Court the Setting Aside Originating Summon ("OS") and Stay OS respectively against the CIPAA I Adjudication Decision. On 11 October 2024 where an announcement was made, the High Court of Kuala Lumpur has delivered its decision on the following:-

- (i) the Setting Aside OS by DCSB have been dismissed with costs payable by DCSB to GDBSB;
- (ii) the Stay OS filed by DCSB have been dismissed with costs payable by DCSB to GDBSB; and
- (iii) the Enforcement OS filed by GDBSB have been allowed with costs in favour of GDBSB.

As a result of the above High Court decisions, the CIPAA I Adjudication Decision has been enforced by virtue of Section 28 of CIPAA 2012 as if it is a judgment or order of the High Court.

- (b) On 2 May 2023, an announcement was made by the Company pertaining to the Notice of Arbitration dated 28 April 2023 from DCSB pursuant to clause 34 of the PAM Contract which is a notice on commencing arbitration proceedings against GDBSB. In that respect, GDBSB had on 11 May 2023 issued a reply to DCSB in response to the Notice of Arbitration, stating that the Notice of Arbitration by DCSB was issued under the wrong arbitration rules and GDBSB contends that the Purported Notice of Arbitration by DCSB was defective and flawed.

As a result of the High Court decision on 16 May 2025 where an application was made by DCSB to stay a High Court Proceedings on the basis of section 10 Arbitration Act 2005, the Arbitration Agreement is now held to be null and void. See below (1)(d).

- (c) On 3 May 2023, GDBSB has issued a Payment Claim under the Section 5 of CIPAA 2012 to DCSB to claim for due and outstanding payments based on a construction contract for construction works carried out but not paid by DCSB ("CIPAA II"). On 19 May 2023 GDBSB, has served a Notice of Adjudication pursuant to Sections 7 and 8 of the CIPAA 2012 to DCSB, seeking the remedy of an adjudication decision in favour of GDBSB for DCSB to pay GDBSB as follows:

- (i) the due and outstanding certified sums under the Interim Certificates for the 8 Conlay construction contract together with outstanding late payment interests accrued pursuant to Clause 30.17 of the PAM Contract;
- (ii) costs arising from and/or in connection with the adjudication proceedings; and
- (iii) such further and other reliefs that the Learned Adjudicator may deem fit.

On 26 August 2024, an announcement was made by the Company that the Adjudication Decision dated 20 August 2024 under the CIPAA 2012 [AIAC Reference No. AIAC/D/ADJ-4811-2023] has been released and received on 26 August 2024, the Learned Adjudicator has determined and delivered her decision in favour of GDBSB. The Adjudication Amount of RM59,154,600.34 (consisting of Interim Certificates 19 to 24 and late payment interest pursuant to Clause 30.17 PAM Contract), together with costs of the adjudication proceedings of RM161,613.38, both amounts are to be paid by DCSB to GDBSB on or before 3 September 2024 in one lump sum ("CIPAA II Adjudication Decision").

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

35. MATERIAL LITIGATION (CONT'D)

Material Litigation in respect of the 8 Conlay Project (Cont'd)

(1) Disputes between GDBSB and DCSB/KSK Land Sdn. Bhd. ("KSKL") (Cont'd)

- (c) On 10 September 2024, an announcement was made by the Company that DCSB has served the cause papers unto the solicitors to Stay and Set-Aside the CIPAA II Adjudication Decision. GDBSB on the other hand, filed an Originating Summons at the High Court of Malaya at Kuala Lumpur in respect of an enforcement proceedings pursuant to Section 28 of CIPAA 2012 to enforce the said CIPAA II Adjudication Decision as if it is a judgment of court.

On 21 April 2025, an announcement was made by the Company that the Originating Summons comprising the Setting Aside Application (Enclosure 1) and the Stay Application (Enclosure 11) filed by DCSB have been dismissed with costs payable by DCSB to GDBSB; and the Enforcement Originating Summons (Enclosure 1) filed by GDBSB has been allowed with costs in favour of GDBSB. As a result of the abovementioned decision, the CIPAA II Adjudication Decision has been enforced by virtue of Section 28 of CIPAA 2012 as if it is a judgement or order of the High Court.

- (d) On 3 October 2024, an announcement has been made by the Company that GDBSB has on 2 October 2024 filed a Writ of Summons and Statement of Claim at the High Court of Malaya at Kuala Lumpur to claim against DCSB amongst others, the following reliefs and remedies (not exhaustive):-

- (i) outstanding certified sums;
- (ii) late payment interest;
- (iii) value of uncertified work executed;
- (iv) retention sum;
- (v) post determination losses and damages;
- (vi) general damages;
- (vii) costs; and
- (viii) such further and/or other relief as the Honourable Court deems fit and/or appropriate.

The filing was made upon advisement by solicitors as a result of DCSB's deemed repudiation of the arbitration agreement allowing GDBSB to escalate the dispute resolution to the High Court for recovery of debts.

Since the announcement, DCSB had filed an application into Court seeking a stay of GDBSB's court action by citing section 10 Arbitration Act however this application was dismissed by the High Court on 16 May 2025.

On 10 June 2025, an announcement was made by the Company pertaining to a Statement of Defence and Counterclaim filed by DCSB in Court on 9 June 2025 in which DCSB is counterclaiming, amongst others, for the following reliefs:-

- (i) A declaration that the determination of contract by GDBSB is invalid and that the determination of contract by DCSB is valid;
- (ii) A declaration that DCSB need not make any payment to GDBSB;
- (iii) An indemnity that GDBSB shall pay DCSB such sums as determined upon the completion of third-party accounts;
- (iv) In the alternative, an indemnity that GDBSB shall pay DCSB for all losses and damages allegedly suffered by DCSB as a result of GDBSB's breaches, including the costs of completing outstanding works and rectifying alleged defects and/or non-compliances in GDBSB's works;
- (v) An order or declaration that GDBSB indemnifies DCSB for all losses incurred or to be incurred, including but not limited to claims or actions by third parties;
- (vi) Interests;
- (vii) Costs; and
- (viii) Such further and/or other relief as the Court deems fit and/or appropriate.

GDBSB has since filed its Statement of Reply to Defence and a Statement of Defence to Counterclaim on 26 June 2025 and further announcements will be made as and when there are material developments on the above matter.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

35. MATERIAL LITIGATION (CONT'D)

Material Litigation in respect of the 8 Conlay Project (Cont'd)

(1) Disputes between GDBSB and DCSB/KSK Land Sdn. Bhd. ("KSKL") (Cont'd)

- (e) On 15 May 2023, GDBSB served upon KSKL the sealed copy of the Writ of Summons and Statement of Claim in connection with the Corporate Guarantee to claim against KSKL the following:-
- (i) the Outstanding Sum due and owing to GDBSB by DCSB;
 - (ii) interest at a rate of 5% per annum (or at such other rate the High Court of Malaya at Kuala Lumpur deems fit and reasonable) on the judgment sum from the date of the judgment until the date of the final and full settlement is paid to GDBSB or GDBSB's solicitors;
 - (iii) costs; and
 - (iv) such further and/or other relief as the High Court of Malaya at Kuala Lumpur deems fit and proper to grant.

On 12 February 2026, an announcement was made by the Company that GDBSB's was informed by its solicitors that the Honourable High Court has entered judgment on 12 February 2026 in favour of GDBSB (as the Plaintiff), and against the KSKL (in liquidation) (as the Defendant) as follows:

- (i) the Claimed Sum of RM102,076,171.93 to be payable by KSKL to GDBSB;
- (ii) interest at the rate of 5% per annum on RM93,393,742.77 from the date of judgment until the date of the full and final settlement; and
- (iii) costs of RM80,000.00 payable by KSKL to GDBSB.

On 12 March 2026, the Company announced that KSKL (in liquidation) filed a Notice of Appeal dated 6 March 2026 in the Court of Appeal against the entirety of the High Court judgment dated 12 February 2026 that was delivered in favour of GDBSB.

- (f) On 9 January 2024, an announcement was made by the Company that GDBSB has filed an application of winding-up petition against KSKL pursuant to Section 465(1)(e) and/or Section 465(1)(h) of the Companies Act 2016 in the High Court of Malaya at Kuala Lumpur.

On 12 August 2024, an announcement was made by the Company that the winding up petition has been struck off by the High Court with liberty to file afresh and with no order as to costs.

- (g) On 2 September 2024, an announcement was made by the Company that GDBSB has on 29 August 2024 filed a Writ of Summons and Statement of Claim at the High Court of Malaya at Kuala Lumpur against Paradise City Sdn. Bhd. ("PCSB") vide Suit Number WA-22NCvC-573-08/2024, seek to, amongst others, compel PCSB to register a charge over the land held under Grant 25711, Lot 240, Seksyen 63, Bandar Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, in favour of GDBSB under the National Code 1965. PCSB is a related company to DCSB whereby PCSB and DCSB are wholly owned subsidiaries of KSKL.

- (h) On 7 October 2024, an announcement was made by the Company that GDBSB has on 4 October 2024 issued a Notice of Adjudication to DCSB under the CIPAA 2012 in relation to the disputes and differences arising between GDBSB and DCSB to claim against DCSB the following reliefs and remedies (not exhaustive) ("CIPAA III"):-

- (i) outstanding certified sums in the final account claim;
- (ii) outstanding uncertified sums in the final account claim;
- (iii) retention sum;
- (v) late payment interest;
- (vi) interests and costs; and
- (vii) such further and/or other relief as the Adjudicator deems fit and/or appropriate.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

35. MATERIAL LITIGATION (CONT'D)

Material Litigation in respect of the 8 Conlay Project (Cont'd)

(1) Disputes between GDBSB and DCSB/KSK Land Sdn. Bhd. ("KSKL") (Cont'd)

On 18 February 2025, an announcement was made by the Company that GDBSB has been notified by its solicitors that the Adjudication Decision dated 17 February 2025 under the CIPAA III, has been released and received. Based on the Adjudication Decision, the Adjudicator has determined and delivered his decision in favour of GDBSB, brief details of the Adjudication Decision ("CIPAA III Adjudication Decision") are as follows:-

- DCSB to pay GDBSB the sum of RM82,673,486.57;
- DCSB to pay GDBSB simple interest on the sum of RM5,934,233.09 at Maybank Base Lending Rate plus 1% calculated from 17 October 2023 to the date of full settlement;
- DCSB to pay GDBSB simple interest on the sum of RM76,551,447.20 at Maybank Base Lending Rate plus 1% calculated 21 days from the date of the Adjudication Decision is served on DCSB by GDBSB, up to the date of full settlement; and
- DCSB to pay GDBSB the sum of RM158,844.80 being the costs of the Adjudication Proceedings.

On 7 May 2025, an announcement was made by the Company that DCSB has served the cause papers unto the solicitors to Stay and Set-Aside the CIPAA III Adjudication Decision. GDBSB on the other hand, had filed an Originating Summons at the High Court of Malaya at Kuala Lumpur in respect of an enforcement proceedings pursuant to Section 28 of CIPAA 2012 to enforce the said CIPAA III Adjudication Decision as if it is a judgment of court.

On 6 November 2025, an announcement was made by the Company that the Originating Summons comprising the Setting Aside Application (Enclosure 1) and the Stay Application (Enclosure 7) filed by DCSB have been dismissed with costs payable by DCSB to GDBSB; and the Enforcement Originating Summons (Enclosure 1) filed by GDBSB has been allowed with costs in favour of GDBSB. As a result of the abovementioned decision, the CIPAA III Adjudication Decision has been enforced by virtue of Section 28 of CIPAA 2012 as if it is a judgement or order of the High Court.

- (i) On 12 February 2026, an announcement was made by the Company that the parent company of DCSB (In Receivership), KSKL (In Liquidation) ("the Applicant"), had filed an *ex-parte* application in the Kuala Lumpur High Court for (a) leave of court for DCSB to call a Creditors' Meeting to approve a proposed scheme of arrangement between DCSB and its creditors ("the Scheme Creditors") pursuant to Sections 366 and 368 of the Companies Act 2016 ("the Act"); and (b) for all proceedings in any action and or any proceedings against DCSB including but not limited to enforcement of any security, winding up proceedings and any execution proceedings against DCSB be restrained for 3 months from the date of the court order (i) except with leave of court and subject to terms the court may impose (ii) with the exception of proceedings under Originating Summonses WA-24NCC-509-09/2025 and WA-24NCC-510-09/2025 respectively. Section 368(1A) of the Companies Act 2016 provides for an automatic two-month moratorium upon filing an application pursuant to Section 368 of the Companies Act 2016, and as a result, the following actions have been temporarily suspended:-
- (a) Kuala Lumpur High Court WA-22C-72-10/2024; and
- (b) Kuala Lumpur High Court WA-37J-74-11/2024.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

35. MATERIAL LITIGATION (CONT'D)

Material Litigation in respect of the 8 Conlay Project (Cont'd)

(1) Disputes between GDBSB and DCSB/KSK Land Sdn. Bhd. ("KSKL") (Cont'd)

- (i) GDBSB's solicitors had on 10 February 2026 filed a Notice of Application in the Kuala Lumpur High Court to intervene and to strike out the Applicant's Originating Summons WA-24NCC(SOA)-3-01/2026.

GDBSB's solicitors have in the past been successful in meeting the challenges of DCSB's and KSKL's applications that seek to impede the legal proceedings against DCSB and/or KSKL by having these applications struck off by the High Court.

The Group will continue with legal proceedings towards its debt recovery from both DCSB and KSKL amidst these challenges.

(2) Disputes between GDBSB and Signature Cabinet Sdn. Bhd. ("SCSB")

On 10 December 2024, SCSB, the nominated sub-contractor for the supply and installation of tower A & B wardrobe and tower B kitchen cabinet for the 8 Conlay Project, had served a Notice of Adjudication to GDBSB commences an adjudication proceeding under CIPAA Act 2012 to claim against GDBSB for the following reliefs and remedies:-

- (i) payment of the sum of RM6,725,905.54;
- (ii) interest at 7.65% per annum on RM6,725,905.54 from date that it is due until actual payment;
- (iii) legal costs;
- (iv) costs for adjudication proceedings; and
- (v) such further and/or other relief as the Adjudicator deems fit and/or appropriate.

On 8 September 2025, the Company announced that SCSB has agreed to resolve the adjudication proceedings against GDBSB by agreement to withdraw and discontinue its Payment Claim dated 20 November 2024 and Notice of Adjudication dated 9 December 2024.

DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

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

(a) **Group Total Income and Total Assets**

Total Income	Group	
	2025 RM'000	2024 RM'000
Revenue	748,092	258,229
Finance Income	2,999	2,399
Other Income	5,028	4,449
Total	756,119	265,077
Total Assets	485,751	372,705

(b) **Business Activities**

Shariah Non-Compliant Activities	Group	
	2025 RM'000	2024 RM'000
Other Shariah non-compliant activities	-	-
Total	-	-

(c) **Component of Financial Position**

(i) **Cash Component**

Islamic Account / Instruments	Group	
	2025 RM'000	2024 RM'000
Short-term deposits	71,172	42,897
Cash at bank (exclude cash in hand)	21,563	22,578
Cash in hand	62	62
Total	92,797	65,537

Conventional Account / Instruments	Group	
	2025 RM'000	2024 RM'000
Deposits with licensed bank	26,348	9,171
Short-term deposits	80,759	5,003
Cash at bank (exclude cash in hand)	6,169	1,401
Total	113,276	15,575

DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING (CONT'D)

(c) Component of Financial Position (Cont'd)

(ii) Debt Component

Islamic Financing	Group	
	2025 RM'000	2024 RM'000
Current	-	-
Non-Current	-	-
Total	-	-

Conventional Borrowing	Group	
	2025 RM'000	2024 RM'000
Current	-	-
Non-Current	-	-
Total	-	-

LIST OF PROPERTY

AS AT 31 DECEMBER 2025

Location of Property	Description and Existing Use	Date of Acquisition	Tenure	Approximate Age of the Building	Approximate Area	Net Book Value as at 31 Dec 2025 RM
A-02-01, F-02-01 & F-02-02 Sekitar 26 Enterprise Persiaran Hulu Selangor Seksyen 26 40400 Shah Alam Selangor Darul Ehsan	3 units of shop offices used as GDB Head Office and subsidiaries offices	10-Jun-19	Freehold	Less than 7 years	Built-up: 1,451 square meter	8,095,750

ANALYSIS OF SHAREHOLDINGS

AS AT 31 MARCH 2026

Class of equity securities	:	Ordinary Shares ("Shares")
Total number of issued Shares	:	1,031,250,000 Shares
Voting rights	:	One (1) vote for every Share held

DISTRIBUTION SCHEDULE OF SHAREHOLDERS

Size of Holdings	No. of Holders	%	No. of Shares	%
Less than 100	178	4.46	7,477	0.00
100 - 1,000	426	10.68	189,089	0.02
1,001 - 10,000	1,440	36.09	8,264,707	0.80
10,001 - 100,000	1,483	37.17	53,270,225	5.17
100,001 - less than 5% of issued Shares	461	11.55	735,629,152	71.33
5% and above of issued Shares	2	0.05	233,889,350	22.68
Total	3,990	100.00	1,031,250,000	100.00

DIRECTORS' SHAREHOLDINGS

(As per the Register of Directors' Shareholdings)

Name of Directors	Direct Interest		Indirect Interest	
	No. of Shares	%	No. of Shares	%
Clement Wong Teck Hoo	6,859,052	0.66	-	-
Andy Lai Wee Young	135,309,700	13.12	-	-
Alexander Lo Tzone Leong	116,944,350	11.34	-	-
Dasmand Wong Wei Ming	-	-	-	-
Cheah Jun Kai	2,450,000	0.24	75,000 ⁽¹⁾	0.01
Cheah Ham Cheia (Alternate Director to Cheah Jun Kai)	-	-	116,945,000 ⁽²⁾	11.34
Kow Poh Gek	250,000	0.02	-	-
Winston Bong Ting Yan	-	-	-	-

Notes:

⁽¹⁾ Deemed interested by virtue of his wife, Yeo Tze Lin's shareholdings in the Company.

⁽²⁾ Deemed interested by virtue of his shareholdings in CHC Holdings Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016.

ANALYSIS OF SHAREHOLDINGS

AS AT 31 MARCH 2026
(CONT'D)

SUBSTANTIAL SHAREHOLDERS' SHAREHOLDINGS

(As per the Register of Substantial Shareholders)

Name of Directors	Direct Interest		Indirect Interest	
	No. of Shares	%	No. of Shares	%
Andy Lai Wee Young	135,309,700	13.12	-	-
CHC Holdings Sdn. Bhd.	116,945,000	11.34	-	-
Cheah Ham Cheia	-	-	116,945,000 ⁽¹⁾	11.34
Alexander Lo Tzone Leong	116,944,350	11.34	-	-

Note:

(1) Deemed interested by virtue of his shareholdings in CHC Holdings Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016.

30 LARGEST SECURITIES ACCOUNT HOLDERS AS PER RECORD OF DEPOSITORS

(without aggregating the securities from different securities accounts belonging to the same registered holder)

No	Name	No. of Shares held	%
1.	CHC Holdings Sdn. Bhd.	116,945,000	11.34
2.	Alexander Lo Tzone Leong	116,944,350	11.34
3.	Mercsec Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Andy Lai Wee Young	50,908,654	4.94
4.	Affin Hwang Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Andy Lai Wee Young	47,401,046	4.60
5.	Santraprise Sdn Bhd	44,117,600	4.28
6.	Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Lim Nyuk Sang @ Freddy Lim (8071811)	37,000,000	3.59
7.	Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Andy Lai Wee Young	37,000,000	3.59
8.	Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tan Kar Leong	18,000,000	1.75
9.	Kenanga Nominees (Tempatan) Sdn Bhd Leong Eek Tuo	16,282,200	1.58
10.	Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Lim Fei Nee (7000197)	15,625,000	1.52
11.	Digital Trustees Berhad	15,625,000	1.52
12.	Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Chong Mee Fah @ Frederick Chong	15,000,000	1.45
13.	Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tommy Tiong Sung Kui	14,705,900	1.46
14.	RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tan Aik Hwa	9,375,000	0.91
15.	Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Gan Boon Tian	9,330,950	0.91
16.	Leong Eek Tuo	9,311,700	0.90
17.	HLB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Chiau Haw Choon	9,000,000	0.87

ANALYSIS OF SHAREHOLDINGS

AS AT 31 MARCH 2026

(CONT'D)

30 LARGEST SECURITIES ACCOUNT HOLDERS AS PER RECORD OF DEPOSITORS (CONT'D)

(without aggregating the securities from different securities accounts belonging to the same registered holder)

No	Name	No. of Shares held	%
18.	Sin Boon Fei	8,758,300	0.85
19.	Vong Chee Kian	8,756,400	0.85
20.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Pledged Securities Account for Tan Hwa Sing (Mp0486)	8,000,000	0.77
21.	RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Ian Shang Kuan Chou Chuen	7,880,000	0.76
22.	Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Ian Shang Kuan Chou Chuen	7,070,000	0.69
23.	HLB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Leong Kong Foo	6,752,000	0.66
24.	HSBC Nominees (Asing) Sdn Bhd Morgan Stanley & Co. International PLC (Firm A/C)	6,410,300	0.62
25.	HLIB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Por Teong Eng	6,250,000	0.61
26.	Affin Hwang Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Chai Chan Chieh (M04)	6,100,000	0.59
27.	Vong Chee Kian	5,333,300	0.52
28.	Affin Hwang Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Liew Ban Lee (M04)	5,316,400	0.52
29.	RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Chew Hun Seng	5,300,000	0.51
30.	RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Ian Shang Kuan Chou Chuen	5,250,000	0.51

ANALYSIS OF WARRANTS HOLDINGS

AS AT 31 MARCH 2026

Type of Securities	: Warrants (2021/2026) ("Warrants")
No. of Unexercised Warrants	: 250,000,000
Exercise Price	: RM0.60
Exercise Period	: 25 June 2021 to 24 June 2026

DISTRIBUTION SCHEDULE OF WARRANTS HOLDINGS

Size of Holdings	No. of Warrant Holders	%	No. of Shares	%
Less than 100	276	15.60	12,260	0.01
100 - 1,000	351	19.84	183,151	0.07
1,001 - 10,000	652	36.86	3,148,029	1.26
10,001 - 100,000	332	18.77	19,543,620	7.82
100,001 - less than 5% of issued Warrants	156	8.82	55,227,780	22.09
5% and above of issued	2	0.11	171,885,160	68.75
Total	1,769	100.00	250,000,000	100.00

DIRECTORS' WARRANTS HOLDINGS

(As per the Register of Directors' Warrants Holdings)

Name of Directors	Direct Interest		Indirect Interest	
	No. of Shares	%	No. of Shares	%
Clement Wong Teck Hoo	-	-	-	-
Andy Lai Wee Young	-	-	-	-
Alexander Lo Tzone Leong	49,525,160	19.81	-	-
Dasmand Wong Wei Ming	-	-	-	-
Cheah Jun Kai	800,000	0.32	20,000 ⁽¹⁾	0.01
Cheah Ham Cheia (Alternate Director to Cheah Jun Kai)	-	-	-	-
Kow Poh Gek	-	-	-	-
Winston Bong Ting Yan	-	-	-	-

Notes:

⁽¹⁾ Deemed interested by virtue of his wife, Yeo Tze Lin's Warrants held in the Company.

ANALYSIS OF WARRANTS HOLDINGS AS AT 31 MARCH 2026 (CONT'D)

30 LARGEST WARRANTS HOLDERS AS PER RECORD OF DEPOSITORS

(without aggregating the securities from different securities accounts belonging to the same registered holder)

No	Name	No. of Shares held	%
1.	CHC Holdings Sdn. Bhd.	122,360,000	48.94
2.	Alexander Lo Tzone Leong	49,525,160	19.81
3.	Kong Goon Khing	3,438,900	1.38
4.	Teh Chong Siang	2,700,000	1.08
5.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Pledged Securities Account for Cheang Wai Kett (MY4704)	2,545,600	1.02
6.	Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Chia Lai Peng	2,000,000	0.80
7.	Ling Sew Sing	1,652,400	0.66
8.	Moomoo Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Khok Khar Poh	1,424,400	0.57
9.	Iven Kong Siong Nan	1,290,400	0.52
10.	Cheang Jeng Wen	1,217,400	0.49
11.	Maybank Nominees (Tempatan) Sdn Bhd Soo Fook Chai	1,000,000	0.40
12.	Yeap Koo Liang	928,300	0.37
13.	Aizuddin Bin Ahmad	900,000	0.36
14.	Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Theam Kam Kee	900,000	0.36
15.	Leong Chian Tat	887,700	0.36
16.	Public Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Chong Woon Khong (E-TCS)	850,000	0.34
17.	Sai Mui Chin	840,500	0.34
18.	Cheah Jun Kai	800,000	0.32
19.	Bibiana Ong Wan Siew	778,000	0.31
20.	Kelvin Kong Siong Kang	771,000	0.31
21.	Kenanga Nominees (Tempatan) Sdn Bhd Rakuten Trade Sdn Bhd for Loh Khee Yung	750,700	0.30
22.	Tiong Yee Fan	730,000	0.29
23.	IFAST Nominees (Tempatan) Sdn Bhd Chau Vicky	700,000	0.28
24.	Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Theam Kam Kee	700,000	0.28
25.	Tan Meng Luck	650,000	0.26
26.	Mohamad Zulhelmi Bin Zakaria	631,500	0.25
27.	Kenanga Nominees (Tempatan) Sdn Bhd Rakuten Trade Sdn Bhd for Mah Swee Buoy	626,400	0.25
28.	Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Soo Fook Chai	600,000	0.24
29.	Pang Vui How	600,000	0.24
30.	Lim Show Hooi	550,000	0.22

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirteenth Annual General Meeting (“13th AGM” or “Meeting”) of GDB HOLDINGS BERHAD (“GDB” or “the Company”) will be held at Greens III, Sports Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, Off Jalan Tropicana Utama, 47410 Petaling Jaya, Selangor Darul Ehsan on Wednesday, 10 June 2026 at 10.30 a.m. or at any adjournment thereof, to transact the following businesses, with or without any modifications:-

A G E N D A

AS ORDINARY BUSINESS:

- | | | |
|----|--|---|
| 1. | To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon. | PLEASE REFER TO EXPLANATORY NOTE 1 |
| 2. | To approve the payment of additional Directors’ fees and benefits of RM15,895.00 for the financial year ended 31 December 2025. | ORDINARY RESOLUTION 1 |
| 3. | To approve the payment of Directors’ fees and benefits of up to RM443,500.00 for the financial year ending 31 December 2026. | ORDINARY RESOLUTION 2 |
| 4. | To re-elect Mdm. Kow Poh Gek who retires as Director by rotation pursuant to Clause 85 of the Company’s Constitution. | ORDINARY RESOLUTION 3 |
| 5. | To re-elect the following Directors who will retire pursuant to Clause 91 of the Company’s Constitution: | |
| | (a) Mr. Andy Lai Wee Young | ORDINARY RESOLUTION 4 |
| | (b) Mr. Dasmand Wong Wei Ming | ORDINARY RESOLUTION 5 |
| | (c) Mr. Clement Wong Teck Hoo | ORDINARY RESOLUTION 6 |
| | (d) Mr. Winston Bong Ting Yan | ORDINARY RESOLUTION 7 |
| 6. | To re-appoint Crowe Malaysia PLT as Auditors of the Company until the conclusion of the next Annual General Meeting of the Company and to authorise the Directors to fix their remuneration. | ORDINARY RESOLUTION 8 |

AS SPECIAL BUSINESS:

To consider and if thought fit, pass with or without any modifications, the following resolutions:-

- | | | |
|----|---|------------------------------|
| 7. | GENERAL AUTHORITY FOR THE DIRECTORS TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 (“ACT”) | ORDINARY RESOLUTION 9 |
|----|---|------------------------------|

“THAT subject always to the Constitution of the Company, the Act, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and the approvals of the relevant governmental/regulatory authorities, where required, the Directors of the Company, be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act, to issue and allot new ordinary shares in the Company (“New Shares”) to such persons, at any time, and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares, if any) at any point of time (“Mandate”) AND the Directors be and also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities AND the Mandate such authority shall continue in force until the conclusion of the next Annual General Meeting (“AGM”) of the Company held next after the approval was given or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is the earlier;

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

AND THAT the New Shares to be issued pursuant to the Mandate, shall, upon issuance and allotment, rank pari passu in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution that may be declared, made or paid before the date of allotment of such New Shares.”

8. PROPOSED GRATUITY PAYMENTS TO FORMER INDEPENDENT NON-EXECUTIVE DIRECTORS OF THE COMPANY ORDINARY RESOLUTION 10

“THAT, pursuant to Section 230(1) of the Act, approval be and is hereby given for the payment of gratuity amounting to a total sum of RM141,944.00 to the following former Independent Non-Executive Directors of the Company, in recognition of their past services and contributions to the Company:

- (i) RM68,112.00 to Tan Sri Dato' Ir Hj. Zaini Bin Omar
- (ii) RM73,832.00 to Datuk Sr. Chia Lui Meng

AND THAT the Board of Directors of the Company (“Board”) be and is hereby authorised to do all such acts, deeds and things as may be necessary and/or expedient to give full effect to the foregoing, with full power to assent to any conditions, modifications, variations and/or amendments as may be required by any relevant authorities or deemed necessary by the Board.”

9. To transact any other business of which due notice shall have been given.

By order of the Board

TEA SOR HUA (MACS 01324) (SSM PC No.: 201908001272)
LEE SIEW FUN (MAICSA 7063623) (SSM PC No.: 202008000735)
 Company Secretaries

Petaling Jaya, Selangor Darul Ehsan
 30 April 2026

Notes:

- a) A member who is entitled to present, participate, speak and to vote at the Meeting shall be entitled to appoint more than one (1) proxy to attend and vote in his/her stead. Where a member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
- b) A proxy may, but need not, be a member of the Company. A member may appoint any person to be his proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak and vote at the Meeting.
- c) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under its common seal or signed by an officer or attorney duly authorised.
- d) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

- e) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- f) For the purpose of determining a member who shall be entitled to attend the Meeting, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 63(b) of the Company's Constitution to issue a General Meeting Record of Depositors as at 3 June 2026. Only members whose names appear in the General Meeting Record of Depositors as at 3 June 2026 shall be regarded as members and entitled to attend, speak and vote at the Meeting.
- g) To be valid, the instrument appointing a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time for holding the Meeting or adjourned meeting:
- (i) In hardcopy form

In the case of an appointment made in hardcopy form, the proxy form must be deposited at the Company's Share Registrars, Boardroom Share Registrars Sdn. Bhd. at **11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.**
 - (ii) By Electronic Form

The proxy form can be electronically lodged via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>. Please refer to the Administrative Notes on the procedures for electronic lodgement of proxy forms via the Boardroom Smart Investor Portal be valid, the instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of the Share Registrar situated at **11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia** not less than forty-eight (48) hours before the time for holding the Meeting or adjourned Meeting at which the person named in the instrument proposes to vote.
- h) All the resolutions set out in this Notice of Meeting will be put to a vote by poll.
- i) Kindly check Bursa Securities' website and the Company's website at <https://www.gdbhb.com.my/> for the latest updates on the status of the Meeting.

EXPLANATORY NOTES

1. Item 1 of the Agenda – Audited Financial Statements for the financial year ended 31 December 2025

The Agenda is meant for discussion only, as the provision of Section 340(1)(a) of the Act does not require a formal approval of members for the Audited Financial Statements. Hence, this Agenda is not put forward for voting.

2. Item 2 of the Agenda – Additional Directors' Fees and Benefits

At the Twelfth Annual General Meeting ("12th AGM") held on 11 June 2025, the shareholders had approved the payment of Directors' fees and benefits of up to RM308,000.00 for the financial year ended 31 December 2025 ("FYE 2025"). Subsequently, the approved amount was insufficient, primarily due to an increase in the size of the Board during FYE 2025, which resulted in higher Directors' fees and meeting allowances than originally anticipated.

Accordingly, this proposed resolution seeks shareholders' approval for the payment of an additional sum of RM15,895.00, representing the shortfall in Directors' fees and benefits for FYE 2025.

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

3. Item 3 of the Agenda – Directors' Fees and Benefits

The proposed Directors' fees and benefits payable for the financial year ending 31 December 2026 ("FYE 2026") have been estimated based on the current composition of the Board, as well as the anticipated number of Board and Board Committee meetings to be convened during the financial year. This resolution, if approved, will authorise the Company to make payment of Directors' fees and benefits on a current financial year basis, as and when incurred.

In the event the proposed amount is insufficient due to, among others, an increase in the number of meetings held or changes in the composition or size of the Board, the Board will seek further approval from shareholders at the next AGM for any additional amount required.

4. Items 4 and 5 of the Agenda – Re-election of Retiring Directors

Clause 85 of the Company's Constitution provides that one-third (1/3) of the Directors of the Company for the time being or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3) shall retire from office and be eligible for re-election PROVIDED ALWAYS that all Directors shall retire from office at least once every three (3) years but shall be eligible for re-election.

Clause 91 of the Company's Constitution provides that the Directors shall have power at any time and from time to time, to appoint any person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors. Any Director so appointed shall hold office only until the next AGM, and shall then be eligible for re-election, but shall not be taken into account in determining the number of Directors to retire by rotation at such meeting.

Following thereto, Mdm. Kow Poh Gek shall retire by rotation pursuant to Clause 85 of the Company's Constitution. Mr. Andy Lai Wee Young, Mr. Dasmand Wong Wei Ming, Mr. Clement Wong Teck Hoo and Mr. Winston Bong Ting Yan shall retire pursuant to Clause 91 of the Company's Constitution (collectively referred to as "Retiring Directors"). All these Retiring Directors, being eligible, have offered themselves for re-election at the forthcoming 13th AGM.

The Board has endorsed the recommendation of the Nomination Committee's recommendation to seek shareholders' approval for the re-election of the Retiring Directors. The Board is satisfied that each of the Retiring Directors possesses the requisite experience, competence, and skill sets, as well as the commitment necessary to effectively discharge their duties and contribute meaningfully to the Board and the Company.

The Retiring Directors had abstained from all deliberations and decisions on their own eligibility to stand for re-election at the relevant Board meeting.

The details and profiles of the Retiring Directors are provided in the Profile of Directors of the Company's Annual Report 2025.

5. Item 6 of the Agenda – Re-appointment of Auditors

The Audit Committee ("AC") has undertaken an annual assessment of the suitability, effectiveness, and independence of Crowe Malaysia PLT as Auditors. Based on the outcome of the assessment, the AC is satisfied that Crowe Malaysia PLT has maintained its independence and has performed its duties effectively. Accordingly, the AC recommended to the Board that Crowe Malaysia PLT be re-appointed as the Auditors of the Company.

The Board has endorsed the AC's recommendation and will seek shareholders' approval for the re-appointment of Crowe Malaysia PLT as Auditors for the financial year ending 31 December 2026, and to hold office until the conclusion of the next AGM.

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

6. Item 7 of the Agenda – General Authority for the Directors to issue and allot shares pursuant to Sections 75 and 76 of the Act

The Ordinary Resolution 9 proposed under item 7 of the Agenda is to seek a general mandate for issuance and allotment of ordinary shares ("Shares") by the Company pursuant to Sections 75 and 76 of the Act. This Ordinary Resolution, if passed, will empower the Directors to issue and allot new Shares in the Company up to an amount not exceeding in total ten per centum (10%) of the total number of issued Shares of the Company (excluding treasury shares) for such purposes as the Directors consider would be in the interest of the Company. This would avoid any delay and cost involved in convening a general meeting to approve the issuance and allotment of such Shares. This authority, unless revoked or varied by the Company at a general meeting, will expire at the conclusion of the next AGM or the expiration of the period within which the next AGM is required by law to be held, whichever is earlier.

This general mandate will provide flexibility for the Directors of the Company for issuance and allotment of new Shares for any possible fund raising activities, including but not limited to further placing of shares for the purpose of funding current and/or future project(s), working capital, acquisitions, investments and/or for issuance of shares as a form of settlement of purchase consideration or repayment of borrowings or debt settlement/repayment or such other applications as the Directors may deem fit and expedient in the best interest of the Company.

The Company had at its 12th AGM, obtained a general mandate pursuant to Sections 75 and 76 of the Act from its shareholders, to empower the Directors to issue and allot Shares in the Company to such persons, at any time, and upon such terms and conditions and for such purposes, as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of Shares to be issued does not exceed 10% of the total number of issued Shares of the Company (excluding treasury shares, if any) at any point of time ("General Mandate"). This General Mandate will expire at the conclusion of the 13th AGM.

The Company had undertaken a private placement exercise pursuant to the General Mandate ("Private Placement"). As at 15 October 2025, the Company had issued a total of 93,750,000 new ordinary shares under the Private Placement and raised total proceeds of RM39,281,250.

The details of utilisation of proceeds raised from the Private Placement were as follows:

Details of utilisation	Proposed Utilisation (RM'000)	Deviation (RM'000)	Actual Utilisation (RM'000)	Balance Unutilised (RM'000)
Working Capital				
• On going projects - KLIH, LHPB and Metrohub 4	30,000	-	(30,000)	-
• Future projects to be secured, including infrastructure-related opportunities	9,021	22	-	9,043
Fees and expenses in relation to the Private Placement	260	(22)	(238)	-
Total	39,281	-	(30,238)	9,043

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

7. Item 8 of the Agenda – Proposed Gratuity Payments to the Former Independent Non-Executive Directors of the Company

The proposed gratuity payments to the former Independent Non-Executive Directors of the Company are intended to recognise their respective services and contributions during their tenure on the Board. The proposed amounts are determined with reference to each Director's seniority, responsibilities and length of service with the Company.

Details of the former Directors, gratuity amounts, and periods of service are as follows:

(a) Tan Sri Dato' Ir. Hj. Zaini Bin Omar – RM68,112.00

He served as Independent Non-Executive Chairman, having been appointed on 18 September 2017 and subsequently resigned on 12 June 2025 due to health reasons. During his tenure, he provided leadership to the Board, oversaw corporate governance matters, and guided strategic decision-making.

(b) Datuk Sr. Chia Lui Meng – RM73,832.00

He was appointed as an Independent Non-Executive Director on 18 September 2017 and was redesignated as Independent Non-Executive Chairman on 12 June 2025. He resigned from the Board on 6 February 2026. During his tenure, he served on all Board Committees, providing oversight on governance, strategy, and risk management, and contributed significantly to the Company's development and corporate objectives.

The Board, having considered the recommendations of the Remuneration Committee, is of the view that the proposed gratuity payments are fair and reasonable, taking into account the respective service periods and contributions of the former Independent Non-Executive Directors to the Company's growth and corporate governance.

Shareholders' approval is being sought pursuant to Section 230(1) of the Act for the payment of gratuity to the former Independent Non-Executive Directors.

If Ordinary Resolution 10 is approved by the shareholders, the gratuity payments will be made in recognition of their dedicated service and significant contributions to the Company.

ADMINISTRATIVE NOTES

FOR THE THIRTEENTH ANNUAL GENERAL MEETING OF GDB HOLDINGS BERHAD (“GDB” OR “COMPANY”) (“13TH AGM” OR “MEETING”)

Day & Date : Wednesday, 10 June 2026
Time : 10:30 a.m.
Venue : Greens III, Sports Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, Off Jalan Tropicana Utama, 47410 Petaling Jaya, Selangor Darul Ehsan

APPOINTMENT OF PROXY

1. A member who is entitled to present, participate, speak and to vote at the Meeting is entitled to appoint more than one (1) proxy to attend and vote in his/her stead. If you are not able to participate in the 13th AGM, you are encouraged to appoint the Chairman of the Meeting as your proxy and indicate the voting instructions in the Proxy Form.
2. To be valid, the instrument appointing a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time for holding the Meeting or adjourned meeting:

(i) In hardcopy form

In the case of an appointment made in hardcopy form, the proxy form must be deposited at the Company's Share Registrars, Boardroom Share Registrars Sdn. Bhd. at **11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.**

(ii) By Electronic Form

The proxy form can be electronically lodged via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>. Please refer to the Administrative Notes on the procedures for the electronic lodgement of Proxy Forms via the Boardroom Smart Investor Portal.

3. Kindly follow the steps below to register online with Boardroom Smart Investor Portal and to lodge the Proxy Form electronically.

Step 1 – Register Online with Boardroom Smart Investor Portal (for first time registration only)

[Note: If you have already signed up with Boardroom Smart Investor Portal, you are not required to register again. You may proceed to Step 2 to lodge your Proxy Form electronically.]

- a. Access website at <https://investor.boardroomlimited.com>
- b. Click <<**Register**>> to sign up as a user, by creating your own user ID and password.
- c. Complete registration and upload a softcopy of your MyKad/Identification Card (front and back) or Passport in JPEG, PNG or PDF format.
- d. Please enter a valid email address and wait for Boardroom's email verification.
- e. Once your email address is verified, you will be re-directed to BSIP Online for verification of mobile number. Click on "Request OTP Code" and an OTP code will be sent to the registered mobile number. You will need to enter the OTP Code and click "Enter" to complete the process.
- f. Your registration will be verified and approved within one (1) business day and an email notification will be sent to you.

ADMINISTRATIVE NOTES

FOR THE THIRTEENTH ANNUAL GENERAL MEETING OF GDB HOLDINGS BERHAD
 (“GDB” OR “COMPANY”) (“13TH AGM” OR “MEETING”)
 (CONT'D)

Step 2 – E-Proxy Lodgement

- a. Access the website at <https://investor.boardroomlimited.com>
- b. Login with your user ID and password which you have created in Step 1(b) above.
- c. Select “GDB HOLDINGS BERHAD (13th) ANNUAL GENERAL MEETING” from the list of Corporate Meetings and click “Enter”.
- d. Go to “PROXY” and click on “Submit eProxy Form”
- e. Read the Terms & Conditions and confirm the Declaration.
- f. Enter your CDS Account number and the total number of securities held.
- g. Select your proxy – either the Chairman of the Meeting or individual named proxy(ies) and enter the required particulars of your proxy(ies).
- h. Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your votes.
- i. Review and confirm your proxy(ies) appointment.
- j. Click submit.
- k. Download or print the eProxy Form acknowledgement.

4. If you wish to participate in the Meeting yourself, please do not submit any Proxy Form for the Meeting. You will not be allowed to participate in the 13th AGM together with the proxy(ies) appointed by you.
5. If you have submitted your Proxy Form prior to the Meeting and subsequently decide to personally participate in the Meeting, please write to bsr.proxy@boardroomlimited.com to revoke the earlier appointment of your proxy(ies) at least forty-eight (48) hours before the commencement of the Meeting. Upon revocation, your proxy(ies) will not be allowed to participate in the 13th AGM. In such an event, kindly advise your proxy(ies) accordingly.

PROCEDURES OF THE MEETING

In the interest of public health including the well-being of our members, members must cooperate with the following precautionary measures put in place by the Company should members or proxies wish to attend the Meeting in person. Your safety and health are the Company’s top priority.

- (a) A member is required to register ahead of the Meeting to allow the Company to make the necessary arrangements in relation to the Meeting, i.e. infrastructure, logistics and meeting venue(s) to accommodate the meeting participants by providing the below details by email to enquiry@gdbhb.com.my:-
 - i) Full name;
 - ii) Identity Card or Passport Number;
 - iii) Contact number (optional – for better co-ordination); and
 - iv) CDS account number.

The date of Record of Depositors for the 13th AGM is 3 June 2026. As such, only members whose name appears in the Record of Depositors of the Company as at 3 June 2026 shall be entitled to attend the 13th AGM and to present, participate, speak and vote thereat.

ADMINISTRATIVE NOTES
FOR THE THIRTEENTH ANNUAL GENERAL MEETING OF GDB HOLDINGS BERHAD
("GDB" OR "COMPANY") ("13TH AGM" OR "MEETING")
(CONT'D)

- (b) Members are encouraged to appoint the Chairman of the Meeting to act as a proxy to attend and vote at the Meeting on their behalf by submitting the proxy form with predetermined voting instructions.
- (c) Members or proxies are advised to arrive early at the Meeting venue given the above-mentioned precautionary measures which may cause a delay in the registration process.
- (d) **NO** door gift will be provided to the members/proxies.
- (e) The Company will closely monitor the situation and reserve the right to take further measures or short-notice arrangements as and when appropriate in order to minimise any risk to the Meeting.
- (f) **Recording/Photography**

By participating in this 13th AGM, you agree that no part of the 13th AGM proceedings may be recorded, photographed, stored in any retrieval systems, reproduced, transmitted or uploaded in any form, platform or social media or by any means whether it is mechanical, electronic, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the right to take appropriate legal actions against anyone who violates this rule.

Kindly check Bursa Malaysia Securities Berhad's and Company's website at <https://www.gdbhb.com.my/> for the latest updates on the status of the Meeting.

ENQUIRY

If you have any questions regarding the Meeting, please contact the following persons during office hours on Monday to Friday from 8.30 a.m. to 5.30 p.m. (except public holidays) prior to the Meeting: -

For Registration matters:		For Proxy Form matters:	
Name	: Siti Hawa Binti Saleh	BSR Helpdesk Team	
Telephone No.	: 603-5103 8162 (Ext. 153)	Helpdesk No.	: 603-7890 4700
Email	: sitihawa@gdbsb.com	Fax	: 603-7890 4670
		Email	: bsr.proxy@boardroomlimited.com

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I/We* _____ NRIC/Registration No.* _____
 (full name in capital letters)

of _____

 (full address/ email address/ contact no)

being (a) member(s) of GDB HOLDINGS BERHAD [201301006623 (1036466-U)] ("the Company") hereby appoint _____
 _____ NRIC No. _____
 (full name in capital letters)

of _____
 (full address/ email address/ contact no)

Contact No.: _____ Email address: _____

and/or failing him/her*, _____ NRIC No. _____
 (full name in capital letters)

of _____
 Contact No.: _____ Email address: _____
 (full address/ email address/ contact no)

or failing him/her*, the Chairman of the Meeting as my/our* proxy to vote for me/us* on my/our* behalf at the Thirteenth Annual General Meeting ("13th AGM" or "Meeting") of the Company to be held at Greens III, Sports Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, Off Jalan Tropicana Utama, 47410 Petaling Jaya, Selangor Darul Ehsan on Wednesday, 10 June 2026 at 10.30 a.m. or at any adjournment thereof.

Please indicate with an "X" in the appropriate spaces how you wish your votes to be cast. If no specific direction as to vote is given, the Proxy will vote or abstain from voting at his/her* discretion.

No.	Ordinary Resolutions	For	Against
1.	To approve the payment of additional Directors' fees and benefits of RM15,895.00 for the financial year ended 31 December 2025.		
2.	To approve the payment of Directors' fees and benefits of up to RM443,500.00 for the financial year ending 31 December 2026.		
3.	To re-elect Mdm. Kow Poh Gek as Director who retires by rotation pursuant to Clause 85 of the Company's Constitution.		
4.	To re-elect Mr. Andy Lai Wee Young as Director who retires pursuant to Clause 91 of the Company's Constitution.		
5.	To re-elect Mr. Dasmand Wong Wei Ming as Director who retires pursuant to Clause 91 of the Company's Constitution.		
6.	To re-elect Mr. Clement Wong Teck Hoo as Director who retires pursuant to Clause 91 of the Company's Constitution.		
7.	To re-elect Mr. Winston Bong Ting Yan as Director who retires pursuant to Clause 91 of the Company's Constitution.		
8.	To re-appoint Crowe Malaysia PLT as Auditors of the Company until the conclusion of the next Annual General Meeting of the Company and to authorise the Directors to fix their remuneration.		
9.	To approve the general authority for the Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016.		
10.	To approve the payment of gratuity amounting to a total sum of RM141,944.00 to the former Independent Non-Executive Directors of the Company.		

*delete whichever is not applicable

Dated this _____ day of _____ 2026.

 Signature of Member(s) / Common Seal

CDS Account No.	No. of Shares Held

Percentage of shareholdings to be represented by the proxies:		
	No. of shares	%
Proxy 1		
Proxy 2		
TOTAL		100

Fold this flap for sealing

Notes:

- a) A member who is entitled to present, participate, speak and to vote at the Meeting shall be entitled to appoint more than one (1) proxy to attend and vote in his/her stead. Where a member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
- b) A proxy may, but need not, be a member of the Company. A member may appoint any person to be his proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak and vote at the Meeting.
- c) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under its common seal or signed by an officer or attorney duly authorised.
- d) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- e) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- f) For the purpose of determining a member who shall be entitled to attend the Meeting, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 63(b) of the Company's Constitution to issue a General Meeting Record of Depositors as at 3 June 2026. Only members whose names appear in the General Meeting Record of Depositors as at 3 June 2026 shall be regarded as members and entitled to attend, speak and vote at the Meeting.

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AFFIX
STAMP

The Share Registrar

GDB HOLDINGS BERHAD

c/o Boardroom Share Registrars Sdn Bhd
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan

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- g) To be valid, the instrument appointing a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time for holding the Meeting or adjourned meeting:
 - (i) In hardcopy form
In the case of an appointment made in hardcopy form, the proxy form must be deposited at the Company's Share Registrars, Boardroom Share Registrars Sdn. Bhd. at **11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.**
 - (ii) By Electronic Form
The proxy form can be electronically lodged via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>. Please refer to the Administrative Notes on the procedures for electronic lodgement of proxy forms via the Boardroom Smart Investor Portal be valid, the instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of the Share Registrar situated at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time for holding the Meeting or adjourned Meeting at which the person named in the instrument proposes to vote.
- h) All the resolutions set out in this Notice of Meeting will be put to a vote by poll.
- i) Kindly check Bursa Securities' website and the Company's website at <https://www.gdbhb.com.my/> for the latest updates on the status of the Meeting.