



**CENGILD G. I. MEDICAL CENTRE**  
Centre for Gastrointestinal and Liver Diseases

**CENGILD MEDICAL BERHAD**  
(Registration No.: 202101004143 (1404442-P))  
(Incorporated in Malaysia under the Companies Act 2016)



DRIVING EXCELLENCE IN  
**DIGESTIVE CARE**

ANNUAL REPORT 2024

# 4<sup>th</sup>

## Annual General Meeting

### DATE

Friday,  
29 November 2024

### TIME

3.00 p.m.

### BROADCAST VENUE

Tricor Business Centre, Manuka  
2 & 3, Unit 29.01 Level 29, Tower  
A, Vertical Business Suite, Avenue  
3, Bangsar South, No. 8 Jalan  
Kerinchi, 59200 Kuala Lumpur



### MISSION

To provide top-class medical care in Gastrointestinal and Liver Diseases, as well as Obesity, through the skilled expertise of specialist doctors in an optimal outpatient and hospital setting.



### VISION

To become the Center of Excellence for Gastrointestinal, Liver Diseases, and Obesity in Malaysia and internationally.



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## ABOUT US



Commencing operations in October 2017, Cengild G.I. Medical Centre (CGI) is a dedicated healthcare provider specialising in the diagnosis and treatment of gastrointestinal and liver diseases, as well as obesity. CGI stands out as a unique healthcare facility in Malaysia and Asia, offering a focused range of services, including gastroenterology, hepatology, gastrointestinal surgery (covering upper gastrointestinal, hepatobiliary, pancreatic, colorectal surgery, and bariatric surgery) and chemotherapy. These services are complemented by a range of diagnostic tools, including interventional radiology, and are all led and provided by specialists in these fields who collaborate as a multidisciplinary team to deliver optimal care.

Located in the heart of Kuala Lumpur, CGI offers convenient transportation access and on-site hotel accommodation for patients from other parts of Malaysia and overseas.

This 36,588 sq. ft. medical center boasts state-of-the-art facilities, featuring 36 licensed beds, 2 fully equipped operating theaters, 3 endoscopy suites, and advanced imaging equipment, including fibroscan, ultrasonography, CT scan, fluoroscopy, and angiography equipment for ERCPs and other procedures.

CGI not only provides comprehensive on-site laboratory services but also offers 24-hour accident and emergency care, health screenings, physiotherapy, histopathology, and more. Our mission is not only to deliver the highest quality treatment and care to our patients but also to provide tailored and suitable solutions for individuals dealing with gastrointestinal and liver diseases, as well as obesity.

# OUR SERVICES

Our Operating Theatre is fully equipped with the latest cutting-edge technology, dedicated to minimally invasive procedures such as keyhole surgery and open surgery, manned by an experienced team.

## OPERATING THEATRE

Comprising a team of dedicated Gastroenterologists & Hepatologists.

Our Radiology Department is equipped with the latest diagnostic scans essential for your diagnostic needs.

## RADIOLOGY DEPARTMENT

As one of Malaysia's leading centers for advanced gastrointestinal, liver diseases, and obesity care, we are dedicated to delivering exceptional healthcare and comprehensive medical treatments to our patients. With the expertise of our medical specialists and our experienced healthcare staff, patients can expect to receive the highest quality treatment and services in state-of-the-art facilities, all complemented by personalised consultations.

## MEDICAL SPECIALITIES

## PHARMACY

Our pharmacy comprises a team of highly skilled professionals who prioritise your safety, ensuring that all processes related to medication selection, preparation, storage, compounding, and dispensing for our patients adhere to regulated standards.

## LABORATORY

In our clinical laboratory, clinical pathology tests are conducted on specimens to gather information about a patient's health, aiding in the diagnosis, treatment, and prevention of diseases.

# CORPORATE INFORMATION

## BOARD OF DIRECTORS

### Dato' Dr. Tan Huck Joo

Executive Chairman

### Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi

Executive Director

### Mr. Kua Choo Kai

Independent Non-Executive  
Director

### Dr. Chong Su-Lin

Independent Non-Executive  
Director

### Dr. Azrina Binti Abu Bakar

Independent Non-Executive  
Director



## AUDIT AND RISK MANAGEMENT COMMITTEE

Mr. Kua Choo Kai (Chairman)  
Dr. Chong Su-Lin (Member)  
Dr. Azrina Binti Abu Bakar (Member)

## REMUNERATION COMMITTEE

Dr. Chong Su-Lin (Chairperson)  
Mr. Kua Choo Kai (Member)  
Dr. Azrina Binti Abu Bakar (Member)

## NOMINATING COMMITTEE

Dr. Azrina Binti Abu Bakar  
(Chairperson)  
Mr. Kua Choo Kai (Member)  
Dr. Chong Su-Lin (Member)

## LONG TERM INCENTIVE PLAN COMMITTEE

Mr. Kua Choo Kai (Chairman)  
Dr. Chong Su-Lin (Member)  
Dr. Azrina Binti Abu Bakar (Member)

## KEY SENIOR MANAGEMENT

Dr. Ramesh A/L K Gurnathan  
(*Head of Department, Inpatient*)

Dr. Ong Siew Kuen  
(*Head of Department, Medicine and  
Endoscopy*)

Dr. Mustafa Mohammed Taher  
(*Head of Department, Outpatient*)

Ms. Yap Soh Kim  
(*Acting Chief Executive Officer of  
Cengild Sdn Bhd*)

Mr. John Lian Yoon Ahn  
(*Financial Controller*)

## PRINCIPAL PLACE OF BUSINESS

Unit 2-3 & 2-4  
Level 2, Nexus @ Bangsar South  
No. 7, Jalan Kerinchi  
59200 Kuala Lumpur  
Telephone No. : +603 2242 7000

## REGISTERED OFFICE

Unit 30-01, Level 30  
Tower A Vertical Business Suite  
Avenue 3, Bangsar South  
No. 8, Jalan Kerinchi  
59200 Kuala Lumpur  
Telephone No. : +603 2783 9191  
Facisimile No. : +603 2783 9111  
Email : info@my.tricorglobal.com

## CORPORATE INFORMATION (CONT'D)



### SHARE REGISTRAR

#### Tricor Investor & Issuing House Services Sdn Bhd

Unit 32-01, Level 32  
Tower A, Vertical Business Suite  
Avenue 3, Bangsar South  
No. 8, Jalan Kerinchi  
59200 Kuala Lumpur  
Telephone No. : +603 2783 9299  
Facsimile No. : +603 2783 9222  
Email : is.enquiry@my.tricorglobal.com

### AUDITORS

#### Messrs Crowe Malaysia PLT

201906000005  
(LLP0018817-LCA) & AF 1018  
Level 16, Tower C, Megan Avenue II  
12, Jalan Yap Kwan Seng  
50450 Kuala Lumpur  
Telephone No. : +603 2788 9999  
Facsimile No. : +603 2788 9998

### CORPORATE WEBSITE

<https://www.cengild.com>

### COMPANY SECRETARIES

Ms. Wong Siew Yeen (MAICSA  
7018749)  
(SSM PC No. 202008001471)

Mr. Tee Thiam Chai (MAICSA  
7066679)  
(SSM PC No. 202008002297)

### STOCK EXCHANGE

ACE Market of  
Bursa Malaysia Securities Berhad  
Stock Name : CENGILD  
Stock Code : 0243  
Category : HEALTH CARE

### PRINCIPAL BANKER

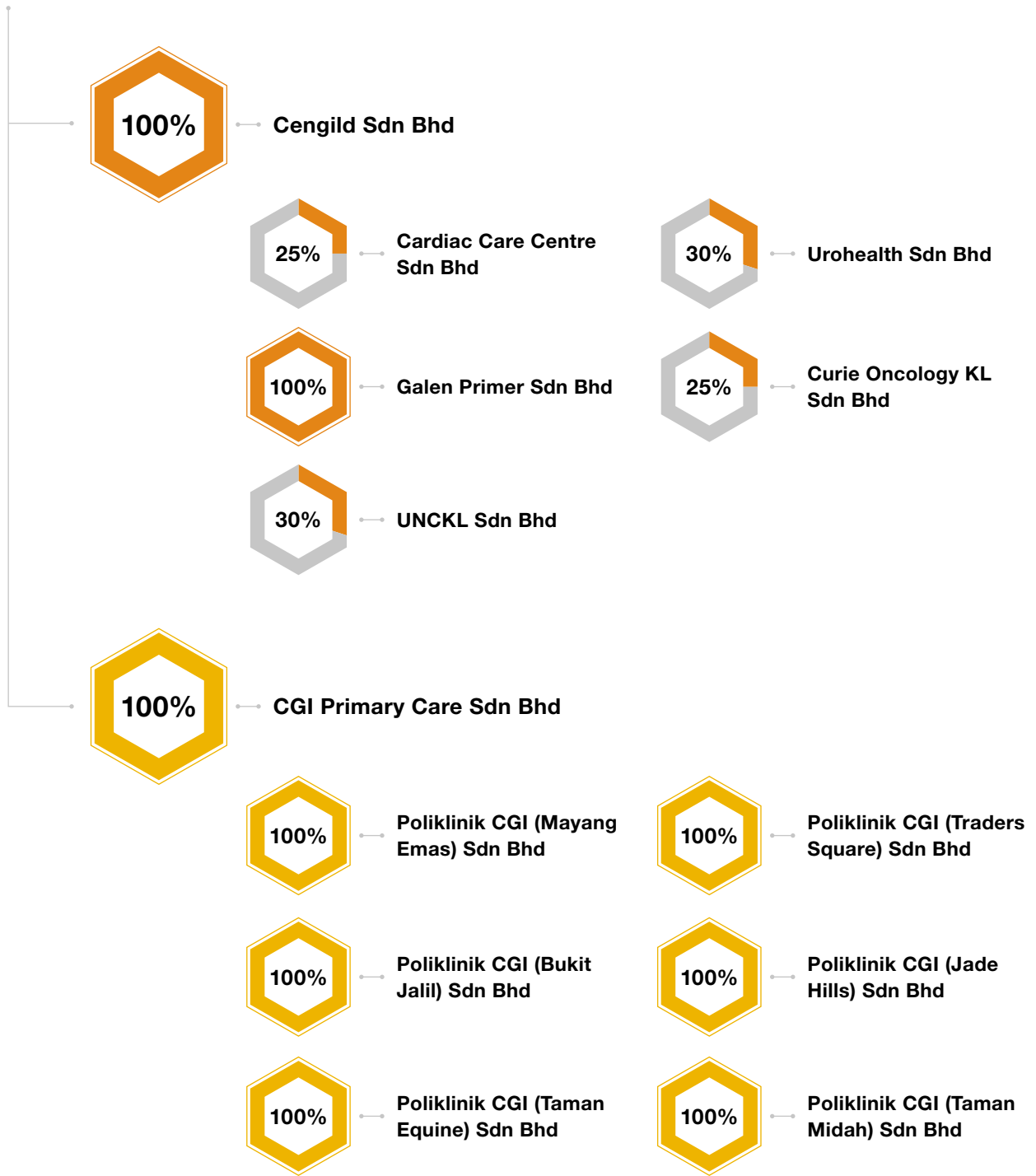
RHB Bank Berhad

# CORPORATE STRUCTURE



**CENGILD G. I. MEDICAL CENTRE**  
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# CORPORATE MILESTONE

Our key achievements/milestones are as follows:



## 2017

- We commenced operations at Nexus @ Bangsar South, Kuala Lumpur, with six (6) clinics, 10 inpatient beds, three (3) endoscopy rooms, one (1) operating theatre, a radiology department, an accident and emergency department, a pharmacy, a laboratory, and a central sterile supply department

## 2018

- We became part of a corporate panel with insurance companies and third-party administrators.
- We expanded our services to include gastrointestinal-related oncology and gynaecology services.

## 2019

- Expanded our medical center, where we added one (1) clinic and 10 inpatient beds.
- Received the “Gastroenterology Service Provider of the Year in Asia Pacific” award from Global Health and Travel.
- Received the “Malaysia Health and Wellness Brand Award 2019 – Private Hospital category” from Sin Chew Daily and Life Magazine.
- Became part of a corporate panel with IA International Assistance Sdn Bhd, which serves the Indonesian market, to offer patients in Indonesia the opportunity to seek medical treatment in Malaysia

## 2021

- Expanded our services to include cardiology and urology services.
- Expanded our medical centre where we added one (1) operating theatre and three (3) clinics.
- Received the “Bariatric Medical Centre of the Year in Asia Pacific” award from Global Health and Travel.



## 2022

- Listed on the ACE Market of Bursa Malaysia Securities Berhad.
- Received the “Gastroenterology Service Provider of the Year in Asia Pacific” award from Global Health and Travel.
- Received the “Bariatric Medical Centre of the Year in Asia Pacific” award from Global Health and Travel.

## CORPORATE MILESTONE (CONT'D)

### 2023

- Received the “Gastroenterology Service Provider of the Year in Asia Pacific” award from Global Health and Travel.
- Received the “Bariatric Medical Centre of the Year in Asia Pacific” award from Global Health and Travel.
- Received the “Colorectal Service Provider of the Year in Asia Pacific” award from Global Health and Travel.
- Member of International Excellence Federation for Bariatric and Metabolic Surgery.



- Expanded our medical centre where we added eight (8) daycare beds.
- Became part of a hospital panel with PT Global Solusi Jakarta, Rumah Sakit Kalbu Intan Medika Kota Pangkalpinang, PT i-Care Jawa Timur, and MS Elite Global Sdn Bhd. This partnership serves the Indonesian market and offers patients in Indonesia the opportunity to seek medical treatment in Malaysia.
- Became Health Screening centre under Corporate Partnership Program with Anaika Collection Sdn Bhd, Brisk Supply Solutions Sdn Bhd, Ceeve Luxury Sdn Bhd, Envico Enterprise Sdn Bhd, Envico Travel Retail Sdn Bhd, Harum Aspirasi Sdn Bhd, Jesselton Duty Free Sdn Bhd, Luxitalia Sdn Bhd, Naresh Global Concepts Sdn Bhd, Ranesza Sdn Bhd, Swiss Watch Gallery Sdn Bhd, & Valiram Global Concepts Sdn Bhd

- Entered into a joint venture with Urohealth Sdn Bhd to expand our services, providing urology assessment and treatment.
- Entered into a joint venture with Curie KL Sdn Bhd (formerly known as Curie Oncology Sdn Bhd) and Oncocare Holdings Sdn Bhd to expand our services, providing oncology services.



## CORPORATE MILESTONE (CONT'D)

2024

In great respect and admiration for Late Emeritus Professor Dato' Dr. Goh Khean Lee's contributions to gastroenterology and hepatology in Malaysia, we rename our Endoscopy Centre to K.L. Goh Centre as a tribute to his lasting influence and impact.



Expanded our services to include ENT & Oncology.

- Member of MHTC.
- Acquisition of a stratified property with a combined strata floor area of 100,442 sq ft with 182 carpark bays forming part of a purpose-built private medical centre.



Received the "Gastroenterology Service Provider of the Year in Asia Pacific" award from Global Health and Travel.

- Received the "Bariatric Medical Centre of the Year in Asia Pacific" award from Global Health and Travel.
- Received the "Colorectal Service Provider of the Year in Asia Pacific" award from Global Health and Travel.
- Received "Medical Centre of the Year in Asia Pacific 2024" award

# CHAIRMAN'S STATEMENT



## Dearest Stakeholders,

As I reflect upon the journey of Cengild Medical Berhad and its subsidiaries, (“Cengild” or “the Group”) for the year ending 30 June 2024, I am filled with a profound sense of pride and optimism. The year has presented its challenges amidst which we saw opportunities to grow, testament to our hard work, dedication and focused strategy. I am pleased to present our Annual Report 2024, which reflects our journey this fiscal year, and our roadmap for the future we envision for our company and the community we serve.

### HIGHLIGHTS 2024

- Revenue

**RM66.85** million

- Profit After Tax

**RM11.08** million

- Total Assets

**RM132.44** million

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**DATO' DR. TAN HUCK JOO**  
Executive Chairman

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## CHAIRMAN'S STATEMENT (CONT'D)

### Turning Challenges into Pathways for Growth

The healthcare landscape in Malaysia remains robust, buoyed by supportive government policies, the healthcare insurance ecosystem, as well as the accessibility to affordable medical treatment and consultancy. Malaysia's healthcare expenditure is projected to grow at a compound annual growth rate of 8.3% from 2023 to 2028, with the private sector set to grow at 8.1%<sup>1</sup>. While the year 2023/2024 did pose some challenges, we remained resilient and delivered commendable revenue, a testament to the strength of our business model, underpinned by our specialised approach to healthcare.

The Group's revenue for the year remained comparable to the previous year, at RM66.85 million (FYE 2023: RM70.28 million), reflecting our ability to maintain a steady financial position in a dynamic market environment. The marginal decrease of 4.88% in revenue is largely due to a dip in patient volume, endoscopic procedures and surgeries performed during the review period.

Nevertheless, despite the challenging landscape in the highly competitive domestic healthcare market, we held our own in maintaining a consistent performance, highlighting the effectiveness of our strategic initiatives – focusing on customer retention, operational efficiency, and competitive pricing. With the new insurance regulations coming into effect, we quickly and successfully adapted, ensuring that we continue to deliver value to our patients, stakeholders, and shareholders alike. We remain focused on our core medical services in gastrointestinal, liver diseases, and obesity, driving excellence in patient care and advancements in treatments for our esteemed patients.

### Impact of the New Co-payment Clause

With the recent implementation of the co-payment clause in medical insurance by Bank Negara Malaysia, we anticipate several effects on the healthcare services sought by our patients. Firstly, we expect an increased demand for preventive care, as patients may focus more on early intervention services to manage costs effectively. Additionally, there could be a noticeable shift towards more cost-effective or conservative treatments as individuals seek to minimise out-of-pocket expenses.

Patients may also reassess and adjust their insurance plans to opt for those with lower co-payment requirements, which will influence their choice of medical services, and we anticipate a growing preference for generic medications over brand-name drugs as a way to reduce medication costs. For services not fully covered by insurance or those with high co-payments, patients might delay or forgo certain procedures, potentially impacting overall access to healthcare.

In response, we will focus on managing patient flow, offering financial counselling, adapting service packages, and providing cost-effective treatment options. We anticipate insurance companies will adjust their plans accordingly, and we aim to continue delivering high-quality care while addressing these evolving patient needs. Additionally, offering more cost-effective treatment options and exploring ways to reduce overall patient expenses will be key priorities. Through these adaptations, we aim to continue delivering high-quality care while addressing the changing needs of our patients amidst the evolving insurance landscape.

### Navigating the Industry Headwinds

As with any business, we faced some challenges this year, including fluctuating economic conditions, inflation, and workforce constraints. The healthcare industry, in particular, has seen a rising demand for specialised skills and talent, compounded by shifting workforce expectations.

To address these challenges, we embraced agility and innovation. Our ability to pivot quickly has been crucial in overcoming economic uncertainty. Additionally, we have invested in fostering collaborations and partnerships that enhance our capabilities and resilience. Our data-driven approach has enabled us to anticipate trends and make informed decisions, allowing us to remain competitive in this ever-evolving industry.

<sup>1</sup> <https://www.bernama.com/en/news.php?id=2308806>

## CHAIRMAN'S STATEMENT (CONT'D)



### Defining Our Distinction

Since our inception in 2017, the Group has been driven by a singular mission – to provide specialised, high-quality medical care with a focus on gastrointestinal and liver diseases, and obesity. Our specialisation allows us to offer in-depth diagnostic services, complex procedures, and targeted treatments in these areas. Our dedicated team of nurses and clinical staff ensures that patients receive personalised attention, allowing for a high-quality patient experience from documentation to discharge.

Furthermore, our reputation for exceptional care, leveraging the extensive knowledge and experience of our consultants has earned us a robust referral network, from clinics and hospital, ensuring the continuity of new patients and reinforcing our position as a leading provider in specialised medical services. This distinction has been the cornerstone of our growth and continues to drive our competitive advantage.

### Dividend



#### SINGLE-TIER INTERIM DIVIDEND

**0.37** sen per ordinary share

In line with our commitment to rewarding our investors, I am pleased to share that our dividend policy for FYE 2024 aims to maintain a minimum payout ratio of 25% from the consolidated net profit attributable to the owners of our Company. On 27 August 2024, we declared a single-tier interim dividend of 0.37 sen per ordinary share for the financial year ending 30 June 2024, to be paid on 27 September 2024. This declaration will bring our cumulative dividend for the fiscal year to RM6,163,554, representing a commendable payout ratio of 55.64% of our profit after tax. This reflects our strong financial performance and our prudent approach to balancing shareholder returns with our ongoing need for capital reinvestment.



### Driving Innovation and Patient Care Excellence

Exciting developments lie ahead for Cengild Medical Berhad, as we strategise the acquisition of a new property that will greatly enhance our operational capacity. We have acquired a stratified property with a net floor area of 100,442 sq ft for a cash consideration of approximately RM122.34 million. This purpose-built medical centre will allow us to relocate from our current rented premises, facilitating a significant increase in our patient capacity and enabling us to better meet the growing demand for our medical services.

## CHAIRMAN'S STATEMENT (CONT'D)



### Driving Innovation and Patient Care Excellence (Cont'd)

Since our initial public offering, we have successfully expanded our service offerings through strategic alliances and joint ventures such as Urohealth Sdn Bhd and Curie Oncology KL Sdn Bhd, which have enhanced our capabilities in urology and oncology, further diversifying our specialties, and ultimately improving patient care.

We remain committed to our two-pronged strategy of enhancing our existing medical centre while also expanding into new geographical markets. Our approach reflects a dual focus that positions us well to serve our patients and grow our influence in the healthcare landscape.

### Industry Outlook

The future of the healthcare industry is both promising and challenging, driven by technological advancements and a growing emphasis on preventive care and chronic disease management. The global healthcare market is projected to reach US\$12.48 trillion (approximately RM54.39 trillion) by 2025<sup>2</sup>, creating opportunities for innovation and expansion. Cengild is strategically positioned to capitalise on these trends, and our recent partnerships align seamlessly with the evolving needs of the healthcare sector.

As we invest in cutting-edge medical technologies and equipment, we remain dedicated to providing high-quality, patient-centred care. The expertise and commitment of our team are our greatest assets, and we will continue to foster a culture of innovation and improvement that keeps us at the forefront of the industry.



### Acknowledgements

As we navigate this exciting chapter in our evolution, it is essential to acknowledge those whose efforts have been instrumental in our success. I would like to extend my heartfelt gratitude to our stakeholders, patients, shareholders, business partners, suppliers, consultants, management team, and dedicated staff members. Your support and trust are invaluable, and together, we will continue to drive Cengild towards a future of growth and excellence.

I am optimistic about what lies ahead for the Group, and our ability to positively impact the healthcare landscape. Our proactive strategies, coupled with an unwavering commitment to excellence, have positioned us for sustained success in the years to come.

Thank you for your ongoing trust and support.

Sincerely,  
**Dato' Dr. Tan Huck Joo**  
 Executive Chairman

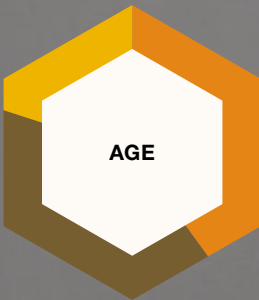
<sup>2</sup> <https://wifitalents.com/statistic/global-healthcare-market-size/#:~:text=The%20global%20healthcare%20market%20is,reach%20%24155%20billion%20by%202027>






# BOARD OF DIRECTORS

## BOARD AT A GLANCE





- Executive Director ▶ 2  
- Independent Non-Executive Directors ▶ 3   



- < 51 years old ▶ 1 
- 51 - 60 years old ▶ 2  
- > 60 years old ▶ 2  



- 4 - 8 years ▶ 5     



FROM LEFT TO RIGHT:

**DATO' DR. TAN HUCK JOO**  
Executive Chairman and  
Medical Director

**DR. MOHAMED AKHTAR BIN MOHAMED DITALI QURESHI**  
Executive Director, Head of Medical Advisory Board and Head of Operating Theatre  
and Central Sterile Supply Department



## BOARD OF DIRECTORS (CONT'D)



**DR. AZRINA BINTI ABU BAKAR**  
*Independent Non-Executive Director*

**MR. KUA CHOO KAI**  
*Independent Non-Executive Director*

**DR. CHONG SU-LIN**  
*Independent Non-Executive Director*

## PROFILE OF DIRECTORS



**DATO' DR. TAN HUCK JOO**  
*Executive Chairman and Medical Director*

**Date of Appointment**

3 February 2021 and 1 May 2021

**Length of Tenure as Director:**

> 3 years

Dato' Dr. Tan Huck Joo ("**Dato Dr. Tan**") is the Executive Chairman of the Company and Medical Director of the Group's medical centre. He was appointed as the Executive Chairman and Medical Director on 3 February 2021 and 1 May 2021 respectively.


Dato' Dr. Tan graduated with a Bachelor of Medicine and Surgery (Bachelor of Medicine, Bachelor of Surgery, Bachelor in the Art of Obstetrics) from University College Dublin, National University of Ireland and subsequently received his doctorate degree in Gastroenterology & Hepatology from the same university. He received his postgraduate training in the United Kingdom and is currently a member of the Royal College of Physicians (United Kingdom), a fellow of the Royal College of Physicians (London), the Royal College of Physicians of Edinburgh and the Royal College of Physicians and Surgeons of Glasgow, a fellow of the Academy of Medicine, Malaysia, a fellow of the American College of Gastroenterology and a fellow of the American Society for Gastrointestinal Endoscopy.

Dato' Dr. Tan was a council member of the National Specialist Register for gastroenterology and hepatology for many years. He was the Chairman of the Network Committee, Asia Pacific Association of Gastroenterology ("**APAGE**") and the Chairman of Awards Committee, APAGE. He was the President of the Malaysian Society of Gastroenterology and Hepatology (MSGH) from 2009 to 2010 and Secretary General of the Organising Committee of the Asia Pacific Digestive Week 2010. Dato' Dr. Tan sits in the Editorial Board of the Journal of Gastroenterology & Hepatology and World Journal of Gastroenterology. Dato' Dr. Tan was one of the expert panellists of the Asia Pacific Consensus Guidelines for the management of Helicobacter pylori in 2008. He was also the Chairman of the Malaysian Society of Gastroenterology and Hepatology - National Heart Association Malaysia Working Party Statement for antiplatelet therapy in the prevention of bleeding peptic ulcer disease. Dato' Dr. Tan has been the Scientific Chairman for the annual scientific meeting of the Malaysian Society of Gastroenterology and Hepatology from 2007 to 2017.

Dato' Dr. Tan, together with five other founding doctors set up the Group's medical centre in October 2017.

Dato' Dr. Tan does not hold any directorship in other public companies and listed issuer in Malaysia. He has no family relationship with any Director and/or major shareholder of the Company. The recurrent related party transactions entered into had been disclosed in the Circular to shareholders and the shareholders' mandate was obtained at the Annual General Meeting. He has no conviction for any offences (other than traffic offences, if any) within the past five (5) years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial year.

## PROFILE OF DIRECTORS (CONT'D)



Age:  
63

Icon of a person in a suit

Icon of the Malaysian flag

**DR. MOHAMED AKHTAR BIN MOHAMED DITALI QURESHI**

*Executive Director, Head of Medical Advisory Board and Head of Operating Theatre and Central Sterile Supply Department*

<p><b>Date of Appointment</b> 4 May 2021, 1 May 2021 and 1 July 2023</p>	<p><b>Length of Tenure as Director:</b> &gt; 3 years</p>
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Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi (“**Dr. Qureshi**”) is the Executive Director, Head of Medical Advisory Board and Head of Operating Theatre and Central Sterile Supply Department of the Group’s medical centre. He was appointed as the Executive Director, Head of Operating Theatre and Central Sterile Supply Department and Head of Medical Advisory Board on 4 May 2021, 1 May 2021 and 1 July 2023 respectively.

He graduated with a Bachelor of Medicine, Bachelor of Surgery and Bachelor of Obstetrics from the Royal College of Surgeons in Ireland and was awarded a Licentiate in Medicine and Obstetrics of the Royal College of Physicians of Ireland in 1987. He subsequently obtained a Bachelor of Science and Master of Surgery from the National University of Ireland, Ireland.

Dr. Qureshi is a fellow of the Royal College of Surgeons (Ireland), a fellow of the Royal College of Surgeons England (United Kingdom) and a fellow of the Royal College of

Surgeons of England (General Surgery) (United Kingdom). He is also a fellow of the International College of Surgeons (United Kingdom Chapter), a fellow of the Association of Surgeons (United Kingdom) and a fellow of the Academy of Medicine of Malaysia. He is also a member of the editorial board of Malaysian Journal, a member of the College of Surgeons of Malaysia, a member of the Malaysian Medical Association, and a member of the Malaysian Society of Colorectal Surgeons. He also served as a member, president and committee member of the Malaysian Society of Gastroenterology and Hepatology.

Dr. Qureshi began his medical practise from 1987 to 1996 at various hospitals in Ireland and England before returning to Malaysia. Upon his return, he was appointed as a lecturer in colorectal and general surgery at Universiti Kebangsaan Malaysia, a position that he held until 1997. Subsequently, he was appointed as a senior registrar in general surgery at Scarborough General Hospital, England.

Dr. Qureshi returned to Malaysia in 1998 as a lecturer/ associate professor in colorectal and general surgery at Universiti Kebangsaan Malaysia, Malaysia. He was later appointed as professor of surgery at International Medical University (IMU). Subsequently, he joined Sunway Medical Centre as a consultant in General and Colorectal Surgeon.

Dr. Qureshi does not hold any directorship in other public companies and listed issuer in Malaysia. He has no family relationship with any Director and/or major shareholder of the Company. The recurrent related party transactions entered into had been disclosed in the Circular to shareholders and the shareholders’ mandate was obtained at the Annual General Meeting. He has no conviction for any offences (other than traffic offences, if any) within the past five (5) years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial year.

## PROFILE OF DIRECTORS (CONT'D)



Age:  
64




**MR. KUA CHOO KAI**  
*Independent Non-Executive Director*

<p><b>Date of Appointment</b> 4 May 2021</p>	<p><b>Length of Tenure as Director:</b> &gt; 3 years</p>
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Mr. Kua Choo Kai (“**Mr. Kua**”) is the Independent Non-Executive Director of the Company and he was appointed on 4 May 2021. He is the Chairman of the Audit and Risk Management Committee and Long-Term Incentive Plan Committee and a member of the Nominating Committee and Remuneration Committee.

He graduated with a Bachelor of Economics from Monash University, Australia in 1983 and later obtained a Master of Business Administration from the University of Bath (in association with The Malaysian Institute of Management) in 1995. He is a member of the Malaysian Institute of Accountants (“**MIA**”), a member of the Malaysian Institute of Certified Public Accountants and a fellow of the Chartered Practising Accountants, Australia. He was also a Certified Information Systems Auditor (CISA) from 2001 to 2020.

He began his career with Ernst & Whinney (Malaysia) (currently known as Ernst & Young PLT) after his graduation and was with the firm for 38 years.

He started as a junior audit assistant performing financial audits. From 1987 to 1989, he was seconded to Ernst & Young’s London office to gain experience in computer security review of mainframe computers and mini computers. From 1989 to 1992, he was in the management consultancy department and project managed various assignments in the areas of process improvement/transformation, strategic planning, organisational reviews and privatisation feasibility studies. From 1993 to 1997, he held the position of a senior manager to principal where he was in charge of several financial and computer security engagements of large conglomerates and multinational corporations.

He was promoted as a partner in 1997 and underwent an expatriate secondment to Ernst & Young’s London and Cleveland offices and was involved in risk management services and business risk framework methodology development. From 1998 to 2005, he was the head of Ernst & Young (Malaysia) advisory services and was instrumental in the start-up of the risk and assurance business services in Ernst & Young (Malaysia). In 2005, he returned to


assurance practice and was the engagement partner in charge of financial audit engagements of several large conglomerate and multinational corporations. Prior to his retirement in 2020, he was a partner of Ernst & Young (Malaysia) within the Kuala Lumpur Assurance Practice and was the Professional Practice Director for East Malaysia.

He was an elected council member of MIA and served the council in the period of 2012 to 2014. He was in the committee of Ethics Board, Education and Disciplinary.

Currently, he is also an Independent Non-Executive Director of REDtone Digital Berhad and Berjaya Land Berhad.

He has no family relationship with any Director and/or major shareholder of the Company. He has no conflict of interest with the Group. He has no conviction for any offences (other than traffic offences, if any) within the past five (5) years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial year.

## PROFILE OF DIRECTORS (CONT'D)



**DR. CHONG SU-LIN**  
*Independent Non-Executive Director*

<b>Date of Appointment</b> 4 May 2021	<b>Length of Tenure as Director:</b> > 3 years
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Dr. Chong Su-Lin (“**Dr. Chong**”) is an Independent Non-Executive Director of the Company and she was appointed on 4 May 2021. She is the Chairperson of the Remuneration Committee and a member of the Audit and Risk Management Committee, Nominating Committee and Long Term Incentive Plan Committee.

She is a graduate of the Royal Free School of Medicine, University of London (currently known as UCL Medical School, University of London). She subsequently obtained a Master of Business Administration (“**MBA**”) at London Business School, University of London, United Kingdom in 1992.

Dr. Chong began her career in 1984 with the National Health Service in the United Kingdom as a medical practitioner. Having obtained her MBA, she joined Cambridge Pharma Consultancy Ltd as a management consultant of ‘pharmaco-economics’, conducting analyses of clinical trial research on active pharmaceutical compounds, especially in oncology, for health economic modelling and justification for drug inclusion in European Union countries’ drug reimbursement.

Upon her return to Malaysia in 1995, Dr. Chong joined Subang Jaya Medical Centre as a management trainee, and was subsequently promoted to the role of Director of Ancillary Services in 1996. Since then she has been CEO of Sunway Medical Centre, CEO of Prince Court Medical Centre, Executive Director of Beacon Specialist Hospital as well as CEO of the Healthcare arm of the International Medical University.

Dr. Chong was the Lab leader for the healthcare National Key Economic Areas (“**NKEA**”) blueprint planning by the Malaysian Government in 2010, and more recently a member of the task force appointed by the Minister of Health to look into workplace culture in the Ministry of Health hospitals.

Dr. Chong is an Independent Non-Executive Director of AIA Berhad and ECRI Bhd and Chairperson of Naluri Life Sdn Bhd.

Dr. Chong does not hold any executive directorships in any public companies and listed issuers in Malaysia. She has no family relationship with any Director and/or major shareholder of the Company. She has no conflict of interest with the Group. She has no conviction for any offences (other than traffic offences, if any) within the past five (5) years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial year.

## PROFILE OF DIRECTORS (CONT'D)



**DR. AZRINA BINTI ABU BAKAR**  
*Independent Non-Executive Director*

<b>Date of Appointment</b> 4 May 2021	<b>Length of Tenure as Director:</b> > 3 years
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Dr. Azrina Binti Abu Bakar (“**Dr. Azrina**”) is an Independent Non-Executive Director of the Company, and she was appointed on 4 May 2021. She is the Chairperson of the Nominating Committee and a member of the Audit and Risk Management Committee, Remuneration Committee and Long-Term Incentive Plan Committee.

She graduated from Universiti Sains Malaysia, Malaysia with a Bachelor of Medicine and subsequently obtained a Master of Surgery from the Universiti Kebangsaan Malaysia, Malaysia. She is also a founding member of the Malaysian Upper Gastrointestinal Surgical Society since its inception in 2013.

She began her career in 1999 as a houseman in Sarawak General Hospital in Kuching. She moved on to become a medical officer attached to Miri Hospital, Sarawak and Tuanku Ja’afar Hospital in Seremban, Negeri Sembilan. While in Tuanku Ja’afar Hospital, she started her four-year-out campus Master’s program under Universiti Kebangsaan Malaysia and was attached to Kuala Lumpur Hospital, Hospital Canselor Tuanku Muhriz (formerly known as Hospital Universiti Kebangsaan Malaysia) and Tunku Ja’afar Hospital in Seremban as medical officer as part of the Master program.

Upon completing her Master program, she joined Tuanku Ampuan Najihah Hospital in Kuala Pilah, Negeri Sembilan as a specialist leading the general surgery department. She left in 2009 and joined Tuanku Ja’afar Hospital in Seremban for post graduate study (a fellowship program) as a specialist in training for the upper gastrointestinal surgeries where she worked as a general surgeon and training in training for the upper gastrointestinal surgery.

In 2011, she joined the Prince of Wales Hospital in Shatin, Hong Kong as a fellow as part of her upper gastrointestinal training. She returned to Malaysia in 2012 and was attached to Tuanku Ja’afar Hospital in Seremban as a specialist in the general and upper gastrointestinal division in the surgical department. In 2018, she joined Sunway Medical Centre as a specialist in the general and upper gastrointestinal surgery.

Dr. Azrina does not hold any directorship in other public companies and listed issuers in Malaysia. She has no family relationship with any Director and/or major shareholder of the Company. She has no conflict of interest with the Group. She has no conviction for any offences (other than traffic offences, if any) within the past five (5) years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial year.

# KEY SENIOR MANAGEMENT



STANDING FROM LEFT TO RIGHT:

**JOHN LIAN YOON AHN**  
*Financial Controller*

**MS. YAP SOH KIM**  
*Acting Chief Executive Officer*

SEATING FROM LEFT TO RIGHT:

**DR. MUSTAFA MOHAMMED TAHER**  
*Head of Department, Outpatient*

**DR. ONG SIEW KUEN**  
*Head of Department, Endoscopy  
and Head of Department, Medicine*

**DR. RAMESH A/L K GURUNATHAN**  
*Head of Department, Inpatient*

# PROFILE OF KEY SENIOR MANAGEMENT

## DR. RAMESH A/L K GURUNATHAN

HEAD OF DEPARTMENT, INPATIENT



Date of Appointment : 1 May 2021

Dr. Ramesh A/L K Gurunathan (“**Dr. Ramesh**”) joined the Group in 2017 as consultant in general, upper gastrointestinal and obesity surgeon. He was appointed as the Head of Department, Inpatient for the Group’s medical centre on 1 May 2021. He is responsible for the strategic direction of the Inpatient Department as well as for the development and implementation of adequate policies and procedures for the Inpatient Department.

He graduated from Mangalore University, India with a Bachelor of Medicine and Bachelor of Surgery and subsequently obtained a Master of Surgery from Hospital Universiti Kebangsaan Malaysia (currently known as Hospital Canselor Tuanku Muhriz).

He obtained his fellowship from the Royal College of Surgeons in Ireland and is a member of the Academy of Medicine of Malaysia and College of Surgeons. He

is a member of the Malaysian Society of Gastroenterology and Hepatology and has served as president and committee member for various terms. He is also a member of the Malaysian Upper Gastrointestinal Surgical Society and a member of the International Society of Diseases of Esophagus, Canada.

Dr. Ramesh began his career with the Ministry of Health in 1993 where he was placed in Kuala Lumpur General Hospital as a house officer and was posted to Queen Elizabeth Hospital in Kota Kinabalu, Sabah as a medical officer. In 1997, he joined Hospital Kebangsaan Malaysia (currently known as Hospital Canselor Tuanku Muhriz) in the same year as a Master of Surgery in general surgery.

Subsequently, he joined Malacca General Hospital as a specialist in the general surgery and subsequently was transferred to Tuanku Ja’afar Hospital in Seremban,

Negeri Sembilan as a consultant in general surgery. In 2005, he took a sabbatical from his duties in Tuanku Ja’afar Hospital. During his sabbatical, he joined the Queen Alexandra Hospital, United Kingdom as a clinical fellow as part of his overseas training. He returned to Malaysia in 2006 and resumed his position with Tuanku Ja’afar Hospital. In 2010, he joined Sunway Medical Centre as a resident consultant in general, upper gastrointestinal and obesity surgeon, a position he holds until today.

Dr. Ramesh does not hold directorship in any public companies and listed issuers in Malaysia. He has no family relationship with any Director and/or major shareholder of the Company. He has no conflict of interest with the Group. He has no conviction for any offences (other than traffic offences, if any) within the past five (5) years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial year.

## DR. ONG SIEW KUEN

HEAD OF DEPARTMENT, ENDOSCOPY AND HEAD OF DEPARTMENT, MEDICINE



Date of Appointment : 1 May 2021

Dr. Ong Siew Kuen (“**Dr. Ong**”) joined in 2017 as a consultant in gastroenterology and hepatology. She was appointed as the Head of Department, Medicine and Head of Department, Endoscopy for the Group’s medical centre on 1 May 2021 and 1 July 2023 respectively. She is responsible for the strategic direction, development and implementation of adequate policies and procedures of the Medical and Endoscopy departments.

She graduated from University College Dublin, National University of Ireland in Ireland with a Bachelor of Medicine, Bachelor of Surgery and Bachelor of Obstetrics. She is also a member of the Malaysian Society of Gastroenterology and Hepatology since 2004.

She began her career as an intern in Our Lady’s Hospital in Cashel, Ireland and Mater Misericordiae Hospital (currently known as Mater Misericordiae University Hospital) in Dublin. Upon completion, she become a senior house officer in several discipline in hospitals in Ireland such as St. Columcille’s Hospital, St. Michael’s Hospital and Lough County Hospital. She was also a medical registrar in St. Vincent’s Hospital (currently known as St Vincent’s University Hospital) and Our Lady’s Hospital in Drogheda, Ireland. During her time at Our Lady’s Hospital, she also acted as a medical tutor at the Royal College of Surgeons, Ireland.

She returned to Malaysia in 1997 and was placed at Ipoh General Hospital as a specialist where she was responsible for care of patients. She was later transferred

to the Kuala Lumpur General Hospital as a gastroenterologist. Subsequently, she joined Taman Desa Medical Centre as a consultant in gastroenterology and hepatology and later moved on to join Sunway Medical Centre as a resident consultant in gastroenterology and hepatology, where she still practices today.

Dr. Ong does not hold directorship in any public companies and listed issuers in Malaysia. She has no family relationship with any Director and/or major shareholder of the Company. She has no conflict of interest with the Group. She has no conviction for any offences (other than traffic offences, if any) within the past five (5) years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial year.



## PROFILE OF KEY SENIOR MANAGEMENT (CONT'D)

### DR. MUSTAFA MOHAMMED TAHER

HEAD OF DEPARTMENT, OUTPATIENT



Date of Appointment : 1 May 2021

Dr. Mustafa Mohammed Taher (“**Dr. Mustafa**”) joined the Group in 2019 as consultant general, upper gastrointestinal and obesity surgeon and was appointed as the Head of Department, Outpatient of the Group’s medical centre on 1 May 2021. He is responsible for the strategic direction of the outpatient department as well as for the development and implementation of adequate policies and procedures for the outpatient department.

Dr. Mustafa graduated from the College of Medicine, Baghdad, University in Baghdad, Iraq with a Bachelor of Medicine and Bachelor of Surgery. He subsequently obtained a Master of Surgery and Master of Upper Gastro-Intestinal & Bariatric Surgery from the Universiti Kebangsaan Malaysia.

He is a member of the Parenteral and Enteral Nutrition Society of Malaysia, Malaysian Upper Gastrointestinal Surgical Society, Malaysia Metabolic & Bariatric Surgical Society, the International Federation for the Surgery of Obesity and Metabolic Disorders, International Excellence Federation for Bariatric and Metabolic Surgery as well as the Society of Endoscopic and Laparoscopic of Surgery Malaysia. Further, he is also a fellow of the Fellowship of Upper Gastro-Intestinal and Bariatric Division of Hospital Universiti Kebangsaan Malaysia (currently known as Hospital Canselor Tuanku Muhriz).

He began his career in 2000 with the Ministry of Health of Iraq as a medical officer in General Medicine and Surgery. He thereafter began his employment

in Malaysia in 2008 with the Hospital Universiti Kebangsaan Malaysia (currently known as Hospital Canselor Tuanku Muhriz), as a general surgeon as part of his Master of General Surgery Training and was subsequently promoted to the position of consultant general surgeon, upper gastrointestinal and obesity surgeon.

Dr. Mustafa does not hold directorship in any public companies and listed issuers in Malaysia. He has no family relationship with any Director and/or major shareholder of the Company. He has no conflict of interest with the Group. He has no conviction for any offences (other than traffic offences, if any) within the past five (5) years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial year.

### YAP SOH KIM

ACTING CHIEF EXECUTIVE OFFICER



Date of Appointment : 22 April 2024

Yap Soh Kim (“**Ms. Yap**”) is the Chief Executive Officer of Cengild Sdn Bhd and she was appointed on 2 October 2017. She is responsible in the planning, monitoring, managing direction, and coordinating day-to-day business operations of the medical centre and to ensure compliance of the relevant regulations by the regulatory bodies such as the renewal of the licenses and approvals required for the operation of the medical centre as well as the implementation of the hospital policies and procedures set by the Medical Director. She is also involved in working with key management staff in planning and managing internal control standard practices and procedures.

Ms. Yap started her career in the banking industry in 1983 before joining the healthcare sector in 1996.

Her involvement in healthcare sector has equipped her with knowledge and experience which includes formulation of short and long-term strategies to improve the effectiveness and efficiency of the department, formulate and review policies regularly to further strengthen the internal control and enhance the workflow and services

She heads and oversees in the development of the hospital information system and participated in the hospital migration system project.

Ms. Yap does not hold directorship in any public companies and listed issuers in Malaysia. She has no family relationship with any Director and/or major shareholder of the Company. She has no conflict of interest with the Group. She has no conviction for any offences (other than traffic offences, if any) within the past five (5) years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial year.

## PROFILE OF KEY SENIOR MANAGEMENT (CONT'D)

### JOHN LIAN YOON AHN

FINANCIAL CONTROLLER



Date of Appointment : 10 September 2024

John Lian Yoon Ahn ("**Mr. Lian**") joined the Group in 10<sup>th</sup> September 2024.

He obtained his qualification in Association of Chartered Certified Accountants ("ACCA") in 2008. He was admitted as a member of the ACCA in 2011 and has been a member of the Malaysian Institute of Accountants since 2012 and a fellow member of ACCA since 2016.

He is responsible for overseeing the activities relating to accounts, treasury, and purchasing in the finance department. Additionally, he is responsible for budget planning and providing the management support by offering insights and financial advice. He is also involved in monitoring compliance of the financial processes with statutory and regulatory mandates, accounting standards, and company policies and procedures.

Mr. Lian does not hold directorship in any public companies and listed issuers in Malaysia. He has no family relationship with any Director and/or major shareholder of the Company. He has no conflict of interest with the Group. He has no conviction for any offences (other than traffic offences, if any) within the past five (5) years and has no public sanctions and/or penalties imposed by the relevant regulatory bodies during the financial year.

# FINANCIAL HIGHLIGHTS

Financial Year Ended 30 June ("FYE")	2020 <sup>(1)</sup> RM'000	2021 RM'000	2022 RM'000	2023 RM'000	2024 RM'000
<b>Statements of Profit or Loss</b>					
Revenue	39,180	63,470	64,442	70,280	66,854
Gross Profit	17,515	26,679	26,051	30,725	31,092
Listing expenses	-	711	1,274	-	-
Special Issue expenses	-	-	-	151	-
Profit before tax ("PBT")	5,534	13,469	12,114	17,374	15,843
Net profit after tax for the year ("PAT")	3,952	10,005	9,391	13,288	11,078
Net profit attributable to owners of the Company	3,952	10,005	9,391	13,288	11,078
Adjusted Net Profit Attributable to Owners of the Company (excluding listing expenses)	3,952	10,716	10,665	13,439	11,078
<b>Statements of Financial Position</b>					
Total equity attributable to owners of the Company	9,788	13,778	92,950	106,108	111,297
Total assets	47,091	45,977	119,544	131,729	132,443
Cash and bank balances, deposits with financial institution	5,714	6,398	86,390	98,308	89,538
Bank borrowings	6,018	2,018	-	-	-
<b>Financial ratios</b>					
Basic earnings per share ("EPS") (sen)	0.66 <sup>(2)</sup>	1.67 <sup>(2)</sup>	1.46 <sup>(3)</sup>	1.62 <sup>(4)</sup>	1.33 <sup>(5)</sup>
Net assets per share (sen)	1.63 <sup>(2)</sup>	2.30 <sup>(2)</sup>	14.43 <sup>(3)</sup>	12.95 <sup>(4)</sup>	13.36 <sup>(5)</sup>
Current ratio (times)	0.81	1.16	8.04	9.32	6.73
Gross profit margin (%)	44.7	42.0	40.4	43.7	46.51
PBT margin (%)	14.1	21.2	18.8	24.7	23.70
PAT margin (%)	10.1	15.8	14.6	18.9	16.57

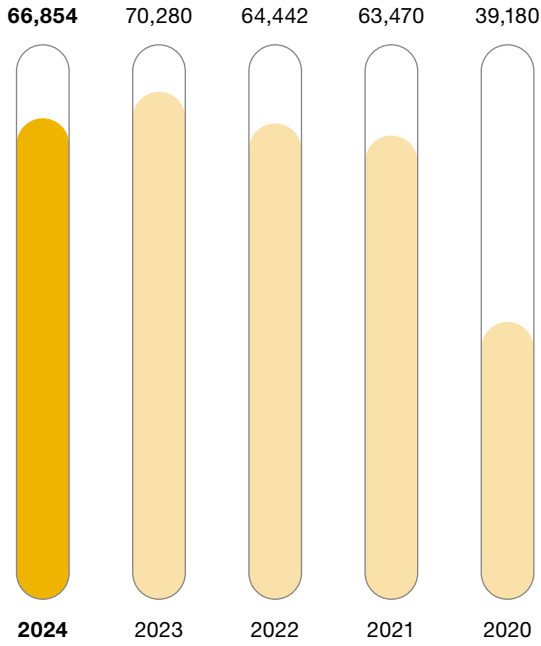
## NOTES:

- (1) Cengild Medical Berhad was incorporated on 3 February 2021. The financial information presented for FYE 2020 are the combined financial statements which were prepared based on the audited financial statements of Cengild Sdn Bhd.
- (2) Computed based on the issued share capital of 600,000,000 ordinary shares after the completion of acquisition but prior to the IPO.
- (3) Computed based on the weighted average number of issued share capital of 600,000,000 ordinary shares after the completion of acquisition but before the IPO and 818,800,000 ordinary shares after the completion of the IPO.
- (4) Based on the weighted average number of issued share capital of 819,265,886 ordinary shares.
- (5) Computed based on the weighted average number of issued share capital of 832,910,812.

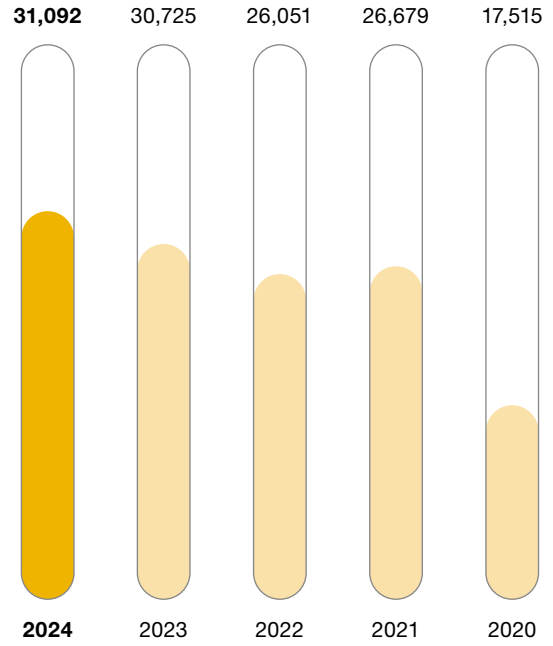
## FINANCIAL HIGHLIGHTS (CONT'D)



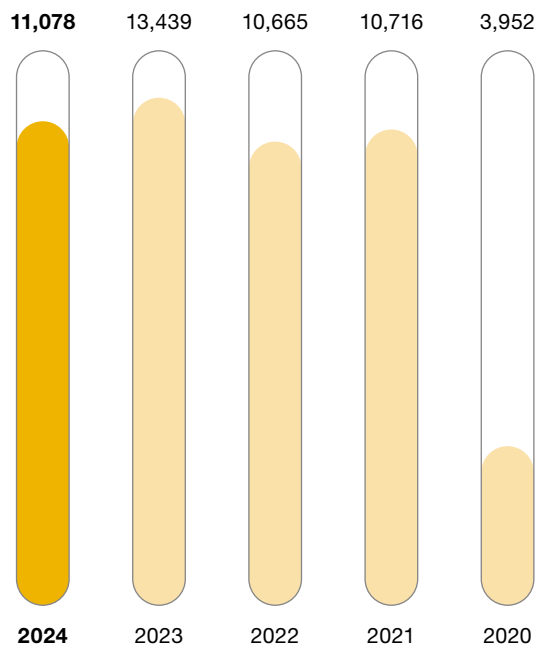
→ **REVENUE** (RM'000)  
**66,854**



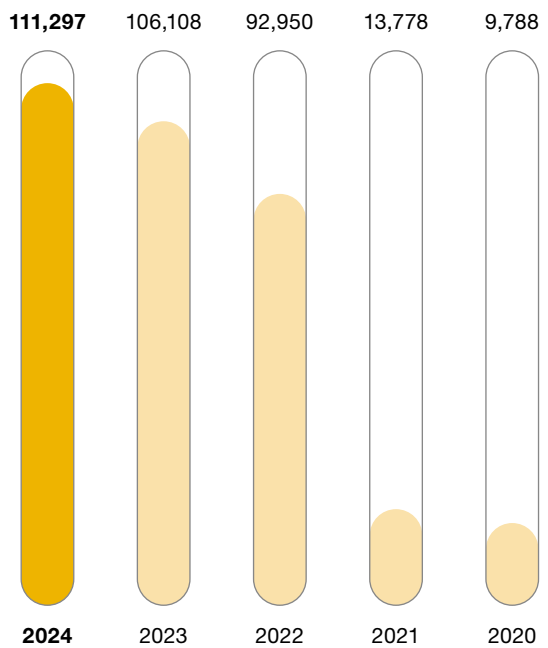
→ **GROSS PROFIT** (RM'000)  
**31,092**




→ **ADJUSTED PAT** (RM'000)  
**11,078**



→ **TOTAL EQUITY** (RM'000)  
**111,297**



## MANAGEMENT'S DISCUSSION AND ANALYSIS



During the year ended 30 June 2024, Cengild Medical Berhad (“Cengild” or “the Group”) continued to strengthen our position as a leading healthcare provider in the fields of gastrointestinal, liver diseases, and obesity management. Our operations are anchored by two key services: Consultant Services and Medical Management Services, both of which are instrumental in delivering comprehensive and patient-centred care.

### SEGMENTAL REVENUE

- CONSULTANT SERVICES  
(RM'000)

**RM22,098**

- MEDICAL MANAGEMENT SERVICES  
(RM'000)

**RM44,756**

- GROUP'S GROSS PROFIT  
(RM'000)

**RM31,092**

## MANAGEMENT'S DISCUSSION AND ANALYSIS (CONT'D)

### OPERATIONS REVIEW

Cengild's operations during the review period have been marked by strategic growth and an unwavering commitment to patient care. The expansion of our services into oncology, urology, and ENT has broadened the scope of our medical centre, enabling us to meet the evolving needs of our patients. Our investment in advanced facilities, coupled with the dedication of our nursing and clinical support teams, ensures that we remain at the forefront of specialised medical care in Malaysia. Additionally, we have ventured into primary care services through Poliklinik CGI, with two clinics currently in operation. Strategically located in densely populated areas, these clinics are positioned to address the healthcare needs of local communities, with the goal of becoming the go-to choice for general medical services in their respective areas. These clinics offer a comprehensive range of services, including vaccinations, antenatal care, family planning, health screenings, wound care, dressing, and minor surgical procedures. We look forward to building on these achievements in the coming year, as we continue to deliver world-class healthcare services.



**CONSULTANT  
SERVICES**

**MEDICAL  
MANAGEMENT  
SERVICES**

**NURSING AND  
CLINICAL  
SUPPORT  
SERVICES**

#### (i) Consultant Services

Our Group remains at the forefront of offering expert care and treatment for gastrointestinal and liver diseases, supported by highly skilled and renowned doctors in these specialties. Over the past year, we successfully expanded our range of services to include oncology and urology, thereby broadening the scope of treatment options available to our patients. Additionally, we integrated general cardiology and gynaecology assessments into our holistic approach, enhancing our capacity to provide well-rounded treatment plans for patients with gastrointestinal and liver conditions.

This expansion has allowed us to address a wider spectrum of medical needs, ensuring that patients benefit from multi-disciplinary expertise under one roof. Our commitment to offering specialised care, paired with a comprehensive approach to patient health, has reinforced our reputation for excellence in the medical field.

## MANAGEMENT'S DISCUSSION AND ANALYSIS (CONT'D)

### OPERATIONS REVIEW (CONT'D)

#### (ii) Medical Management Services

The success of our Consultant Services is underpinned by our robust Medical Management Services, which ensure that our medical centre operates seamlessly and efficiently. Our facilities are designed to support a wide range of medical procedures, and over the past year, we have made significant investments to further enhance our capabilities.

Key facilities include:

#### Operating Theatres



Two fully equipped operating theatres that facilitate a range of surgical procedures, from minimally invasive keyhole surgeries to more extensive open surgeries, ensuring that our patients receive the highest standard of care irrespective of the complexity of their conditions.

#### Endoscopy Rooms



We operate three endoscopy rooms that are fitted with advanced equipment, including endoscopic ultrasound devices and video imaging systems, facilitating precise diagnosis and treatment of gastrointestinal conditions.

#### Radiology Department



Our radiology department plays a critical role in supporting our consultants, offering a range of imaging services such as CT scans, ultrasonography, fluoroscopy, and angiography. These facilities enhance our ability to deliver accurate and timely diagnoses.

#### Clinical Laboratory



Our in-house clinical laboratory, operational 24 hours a day, provides essential pathology services, including blood testing, which allows us to deliver swift and reliable test results for patient treatment.

#### Accident & Emergency and Inpatient Wards



Our 24-hour accident and emergency department, coupled with our inpatient ward, ensures that we can provide round-the-clock care for urgent medical cases.

#### Pharmacy Department



Our pharmacy team is integral to patient care, preparing and dispensing medications while working closely with consultants to ensure accurate and effective treatment plans.

## MANAGEMENT'S DISCUSSION AND ANALYSIS (CONT'D)

### OPERATIONS REVIEW (CONT'D)

#### (iii) Nursing and Clinical Support Services

Our nursing team is at the core of our healthcare services, the nursing team exemplifies dedication and professionalism, significantly enhancing the quality of patient care. From meticulous pre-operative preparations to vigilant post-operative monitoring, our nurses ensure that every phase of patient treatment is handled with utmost care and precision. Their critical role in surgeries and endoscopic procedures is pivotal, not only in facilitating successful outcomes but also in providing continuous support to consultants. This seamless integration of efforts exemplifies our commitment to delivering superior healthcare experiences.

Our nurses are distinguished not only by their fundamental skills but also by their specialised training, such as post-basic qualifications in areas like intensive care, operating theatre, and infection control. These specialisations enable them to handle complex clinical situations with enhanced expertise, further bolstering our healthcare services. The advanced training of our nursing staff ensures a higher level of patient care and adherence to the latest practices in medical treatment, reflecting our ongoing investment in professional development and excellence in healthcare.

In compliance with Ministry of Health (MoH) regulations, we meticulously maintain required nurse-to-patient ratios, ensuring each patient receives individualised attention and care. This compliance is critical for both safety and the effectiveness of patient care. By adhering to these standards, we not only meet legal requirements but also uphold our promise of quality and safety in patient care. Our nurses' commitment to maintaining sterile environments and their rigorous adherence to safety protocols are central to our mission of providing safe, high-quality care to every patient we serve.

We remain committed to ensuring operational efficiency by proactively addressing future workforce needs for our nursing team. We continue to engage with universities to sponsor nursing students and provide professional development opportunities. This initiative not only helps to cultivate a pipeline of skilled nursing professionals but also reinforces our commitment to maintaining high standards of patient care and operational excellence within our medical centre.

Our clinical support team is equally vital, working in tandem with our consultants to deliver comprehensive care. This team includes professionals in radiology, pharmacy, dietetics and nutrition, physiotherapy, and medical record services, ensuring that every aspect of a patient's care is meticulously managed. Their expertise in these areas enables accurate diagnoses, tailored treatment plans, and effective rehabilitation, further enhancing the overall patient experience.



### FUTURE BUSINESS STRATEGIES

Our business strategy focuses on advancing our core expertise in diagnosing and treating gastrointestinal and liver diseases, along with our commitment to addressing obesity-related healthcare needs, urology, and our newly introduced ENT and oncology daycare services. To achieve these goals, we have adopted a dual-pronged approach to expansion: enhancing our current medical centre while strategically expanding into key cities across Malaysia. This growth plan includes strengthening our medical team by recruiting highly skilled consultants and surgeons.

Recognising the importance of our dedicated staff, we are also actively expanding our workforce. This includes recruiting nursing professionals such as nurse managers and registered nurses, as well as clinical support and administrative personnel, including clinic assistants, radiographers, CSSU technicians, and executives to support IT, human resources, finance, and business operations. These staffing efforts are essential to the growth of our current medical centre and the establishment of two new full-fledged centres, positioning us to offer enhanced healthcare services to a broader patient base.



## MANAGEMENT'S DISCUSSION AND ANALYSIS (CONT'D)

### GROUP FINANCIAL PERFORMANCE

During the review period ended 30 June 2024 ("FYE 2024"), the Group achieved a total revenue of RM66.85 million, 4.88% lower than the RM70.28 million recorded in FYE 2023. However, the gross profit margin improved marginally by 2.8% to record 46.5% in FYE 2024 (FYE 2023: 43.7%) due to efficiency in operations, despite the lower patient volume and a decrease in the number of endoscopic procedures and surgeries performed.

The Group's profit before tax declined by RM1.53 million, or 8.81%, during the review period, primarily due to reduced revenue and higher payroll cost.

#### Revenue Review by Segment

Cengild's key segments are Consultant Services and Medical Management Services, with the latter contributing to more than half to revenue generation. The Group's segmental results for FYE 2024 and FYE 2023 are as follows:

Revenue	FYE 2024		FYE 2023	
	(RM'000)	(%)	(RM'000)	(%)
Consultant Services	22,098	33.1	25,958	36.9
Medical Management Services	44,756	66.9	44,322	63.1
<b>Total</b>	<b>66,854</b>	<b>100.0</b>	<b>70,280</b>	<b>100.0</b>

The medical management services segment, contributed RM44.76 million or 66.9% of total revenue earned in FYE 2024 (FYE 2023: RM44.32 million, 63.1%), a 1% increase from the preceding year. Meanwhile, Consultant Services recorded RM22.10 million (FYE 2023: RM25.96 million) or a 14.9% decline from FYE 2023. The decrease in revenue was mainly due to lower patient volume, coupled with the decrease in number of endoscopic procedures and surgeries performed. (FYE 2024: approximately 6,929 procedures were carried out, compared with FYE 2023: approximately 7,680 procedures).

#### Gross Profit and Gross Profit Margin by Segment

The Group's gross profit and gross profit margin by business segment for FYE 2024 and FYE 2023 are as follows:

Gross Profit	FYE 2024		FYE 2023	
	(RM'000)	(%)	(RM'000)	(%)
Consultant Services	3,187	10.2	4,212	13.7
Medical Management Services	27,905	89.8	26,513	86.3
<b>Total</b>	<b>31,092</b>	<b>100.0</b>	<b>30,725</b>	<b>100.0</b>

Gross Profit Margin	FYE 2024	FYE 2023
	(%)	(%)
Consultant Services	14.4	16.2
Medical Management Services	62.3	59.8
<b>Total</b>	<b>46.5</b>	<b>43.7</b>

Our Group's gross profit for FYE 2024 amounted to RM31.10 million, an increase of RM0.37 million or 1.19% from RM30.73 million in FYE 2023. The gross profit was mainly derived from the medical management services segment at 89.8% of the total gross profit, followed by the consultant services segment at 10.2% of the total gross profit.

The overall increase in gross profit margin by 2.8% from 43.7% in FYE 2023 to 46.5% in FYE 2024, is mainly due to lower consignment costs incurred from the decrease in number of surgeries performed.

## MANAGEMENT'S DISCUSSION AND ANALYSIS (CONT'D)

### REVIEW OF CAPITAL EXPENDITURE

During the review year, the group entered into an agreement to acquire a stratified property with a combined net floor area of 100,442 sq. ft. together with at least 182 carpark bays forming part of a purpose-built private medical centre to be erected on a parcel of leasehold land held under Pajakan Negeri 46331, Lot 58194, Mukim and Daerah Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur ("the Property") for a cash consideration of approximately RM122.34 million.

The relocation to this property, which offers more than double the space of our current 36,588 sq. ft. medical centre, will allow us to expand our core specialties in gastroenterology and hepatology, as well as our complementary services in urology, oncology, cardiology, and gynaecology. This larger facility will not only increase patient intake but also enable the recruitment of more consultants and surgeons, ensuring the provision of comprehensive medical care.

To partially finance this acquisition, we have obtained the necessary approval on the variation of RM36.26 million, of our IPO proceeds, aimed at supporting the business expansion. Our Board believes this acquisition aligns with our Group's future plans, particularly the expansion of our medical centre, and is expected to positively contribute to our operations following the completion of the proposals.

### DIVIDEND

In line with our commitment to rewarding our investors, the Group is pleased to share that our dividend policy for FY2024 aims to maintain a minimum payout ratio of 25% from the consolidated net profit attributable to the owners of our Company. On 27 August 2024, Cengild declared an interim single-tier dividend of 0.37 sen per ordinary share for the financial year ending 30 June 2024, to be paid on 27 September 2024. This declaration will bring the cumulative dividend for the fiscal year to RM6,163,554, representing a commendable payout ratio of 55.64% of our profit after tax. This reflects our strong financial performance and our prudent approach to balancing shareholder returns with our ongoing need for capital reinvestment.



## MANAGEMENT'S DISCUSSION AND ANALYSIS (CONT'D)

### INDUSTRY OUTLOOK FYE 2025

As we look ahead, Cengild remains steadfast in its commitment to innovation and patient-centric care, anticipating continued growth in Malaysia's evolving healthcare landscape. The healthcare sector is expected to witness increasing demand driven by demographic changes, advancements in medical technology, and a heightened focus on specialised treatments. We are well-positioned to harness these opportunities by proactively managing risks and aligning our services with the emerging needs of patients.

While global economic uncertainties persist, we are optimistic about the resilience of Malaysia's domestic economy and the positive outlook for the healthcare sector. Our strategic initiatives, focused on expanding our capabilities in specialised care and enhancing operational excellence, are set to sustain our growth trajectory in the upcoming financial year. By staying agile and forward-thinking, we are confident in our ability to navigate potential challenges and continue delivering quality healthcare services that meet the rising expectations of the market.

### RISKS IDENTIFIED AND MITIGATION STRATEGIES

#### 1. Ensuring business continuity through consultant retention and recruitment strategies.

At present, we have five specialists in gastrointestinal, liver diseases, and obesity, who serve as the primary revenue generators for our medical centre. The departure of any of these consultants, without a suitable and timely replacement, or challenges in attracting and retaining qualified candidates, could hinder our ability to retain existing patients and attract new ones, potentially impacting our operations, financial performance, and growth prospects.

To address this risk, we have implemented strategies to attract and retain highly skilled, reputable consultants with proven track records. These include offering competitive remuneration packages, such as minimum guaranteed income and opportunities to participate in our Long-Term Incentive Plan (LTIP).

#### 2. Ensuring operational continuity through regulatory approvals and compliance

As a private healthcare facility and service provider (i.e., medical centre), our operations are governed by federal, state, and local laws, along with regulations enforced by authorities such as the Ministry of Health (MOH). Over the years, these regulations have become increasingly stringent, with penalties and potential liabilities rising accordingly. Furthermore, these existing laws and regulations may evolve in response to new national policies or amendments, which could lead to significant changes in our operations.

To date, we have successfully renewed all necessary approvals, licenses, permits, and certificates required for the operation of our medical centre. These renewals are contingent on our ongoing compliance with the relevant regulations, which may be subject to reviews, inspections, and assessments, as well as the evolving practices and requirements of the respective authorities. In addition, we continuously monitor changes in applicable laws and regulations, evaluate their potential impact on our operations, and maintain contingency plans to ensure our adaptability to the changing regulatory landscape.



## MANAGEMENT'S DISCUSSION AND ANALYSIS (CONT'D)



### RISKS IDENTIFIED AND MITIGATION STRATEGIES (CONT'D)

#### 3. Safeguarding operations through insurance strategies for litigation and natural disasters

We are exposed to liability risks, including malpractice or medical negligence claims arising from alleged misconduct or deficiencies in the services we provide. Regardless of the merit or outcome of such claims, they could have a materially adverse impact on the professional reputation and market standing of our medical centre in relation to the quality and standard of care we deliver.

Our current insurance policies provide coverage for various risks, including medical malpractice liability, natural disasters such as floods and fires, and public liability, to safeguard our business operations. Specifically, our medical malpractice liability coverage amounts to RM5.0 million, fire insurance coverage stands at RM21.4 million, with an additional RM5.0 million in all-risk coverage, and fire consequential loss insurance totals RM60.0 million.

We are pleased to report that to date, no material claims have been made against these policies, nor have there been any instances of damage or loss not covered by our insurance. Additionally, this insurance coverage is supplemented by the individual malpractice insurance maintained by our consultants for their medical practice. Our consultants and medical officers comply with the relevant laws and regulations concerning professional indemnity and will continue to do so.

#### 4. Mitigating cyber risks and safeguarding our Information Systems and data integrity


Our business operations rely heavily on our information system, which is essential for managing the administration of our medical centre and maintaining critical patient data, including medical records and financial information. However, like all digital systems, it is vulnerable to unforeseen disruptions, security breaches, cyberattacks, and viruses.

To mitigate these risks, we have implemented several precautionary measures, including a comprehensive backup system and server replication at an off-site location. Additionally, we have conducted thorough penetration testing to assess and strengthen our system's defences against potential security threats, ensuring the protection and integrity of our critical data.

Furthermore, we are actively exploring the procurement of cybersecurity insurance, with the sourcing process currently underway.



# SUSTAINABILITY STATEMENT



**Cengild Medical Berhad (“Cengild Medical” or “the Group”) is proud to present our Sustainability Statement (“Sustainability Statement”) for the financial year ended 30 June 2024 (“FYE 2024”).**

## SUSTAINABILITY STATEMENT (CONT'D)

### ABOUT THIS STATEMENT

Cengild Medical Berhad (“**Cengild Medical**” or “**the Group**”) is proud to present our Sustainability Statement (“**Sustainability Statement**”) for the financial year ended 30 June 2024 (“**FYE 2024**”).

This Sustainability Statement articulates our continued commitment towards sustainability and the impact on economics, environment, social and governance. It presents information and developments related to our practices and performances concerning sustainability matters during the financial year under review.

In this report, we will highlight and discuss Environmental, Social and Governance (“**ESG**”) related matters and our approach and efforts in improving and integrating sustainability into our day-to-day operations and business planning.

As a result, this Sustainability Statement provides a clear and concise account of what sustainability means to us, and how Cengild Medical will strive to deliver long-term value to our shareholders and stakeholders.

### SUSTAINABILITY APPROACH

As a responsible corporation, we are committed to upholding responsible management and embedding sustainability into our business and approach towards all our stakeholders, which include our employees, customers, suppliers, contractors and community.

The Sustainability Approach of Cengild Medical is based on the pillars of Economic, Environmental and Social (“**EES**”) which form the main pillars of sustainability, and we place importance on governance factors, to strengthen our support in sustainability. The emphasis is to incorporate economic, environmental, social and governance factors into our day-to-day operations.

We ensure all our internal stakeholders are aware of their commitment to sustainability, in terms of the approaches and initiatives. Hence, we continue to encourage our directors and employees especially our head of divisions and departments to attend seminars, workshops and talks related to sustainability or ESG matters that are relevant to our business planning, risk management and business operations.



**ECONOMIC  
SUSTAINABILITY**



**ENVIRONMENT  
SUSTAINABILITY**

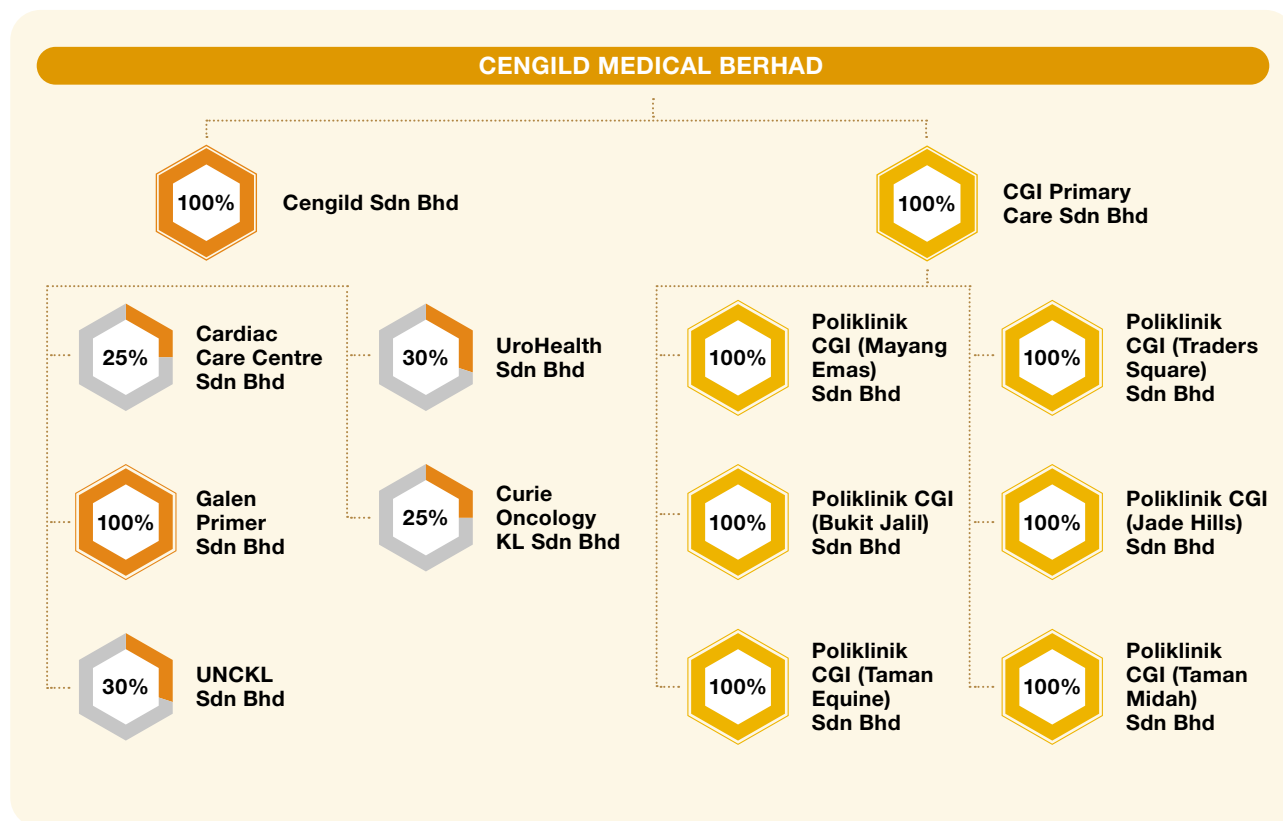


**SOCIAL  
SUSTAINABILITY**

## SUSTAINABILITY STATEMENT (CONT'D)

### REPORTING SCOPE

This Sustainability Statement covers the sustainability performance of our Group during the FYE 2024 as follows:



### REPORTING FRAMEWORK

This statement adheres to the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“**Bursa Securities**”), the Sustainability Reporting Guidelines (“**SRG**”) issued by Bursa Securities and the United Nation’s Sustainable Development Goals (“**UNSDG**”). The SRG is guided by the Global Reporting Initiative (“**GRI**”) Standards and serves as the basis for the reporting framework of this statement. Compliance to relevant regulations and legislation and being sustainable is a core part of our business decision making process especially in our risk management planning.

### ASSURANCE STATEMENT

All information in this statement has been reviewed and approved by Senior Management within the Group and the Board of Directors (“**Board**”). To improve the integrity of our Sustainability Statement, gap analysis and audit activities have been conducted by the appointed internal auditor to verify the accuracy and integrity of our sustainability disclosures to accord stakeholders the assurance of accuracy of data reported.

### FORWARD-LOOKING STATEMENTS

The Sustainability Statement includes forward-looking information based on Cengild Medical’s current expectations regarding its ESG goals, commitments, and initiatives. While terms like “expect”, “plan”, “aim”, “anticipate”, and similar terms are used, actual outcomes may differ from projections. Various factors could cause actual results to differ materially from those expressed or implied by these forward-looking statements. As such, the forward-looking statement will be reviewed for its relevancy in our upcoming reports as needed.

## SUSTAINABILITY STATEMENT (CONT'D)

### SUSTAINABILITY GOVERNANCE STRUCTURE

We believe in the importance of having a proper and functional governance structure. Most importantly, we must ensure that the governance structure has the transparency and accountability in executing its approach and strategies in sustainability, with clearly defined roles and responsibilities for effective decision-making and implementation.






The Senior Manager of Total Quality Management and Clinical Support has been identified as the designated person within the Management to provide dedicated focus in sustainability strategies, to co-ordinate, facilitate and monitor implementation of risk management and sustainability strategies across all operations within the Group. The activities performed are overseen by the Chief Executive Office (“**CEO**”) of the Group during the financial year under review.

Cengild Medical convenes quarterly meetings with the Audit and Risk Management Committee (“**ARMC**”) to address sustainability matters. The Chairman of the ARMC then reports the outcomes to the Board at the Company’s quarterly Board meetings. The Board is responsible for the overall oversight of the Group’s sustainability matters.

### STAKEHOLDER ENGAGEMENT

We believe in engaging with various groups of stakeholders regularly to provide them with updates on our latest sustainability initiatives and address areas of concern, as well as ensuring our Group carries out sustainable practices and create long term value for our stakeholders. Most importantly, we want to achieve a win-win situation for our Group and stakeholders.

Our stakeholders are our business partners and play an important role in providing solutions to our day-to-day business operations and growth amid the challenges in the local and global economy. As such, it is important for us to ensure that all legitimate concerns and expectations from our stakeholders are taken into various considerations through the established measures and processes.

Key Stakeholder	Areas of Concern	Engagement Channel
 <b>Employees (including consultants, medical staff, and nurses)</b>	<ul style="list-style-type: none"> <li>• Safe and conducive working environment</li> <li>• Rewards and recognition for performance</li> <li>• Career development</li> <li>• Employee satisfaction</li> </ul>	<ul style="list-style-type: none"> <li>• Meetings/briefings</li> <li>• Performance appraisals</li> <li>• Training programmes</li> <li>• Other communications/feedback via grievance mechanism and staff satisfaction survey</li> </ul>
 <b>Patients and Customers</b>	<ul style="list-style-type: none"> <li>• Provision of quality services</li> <li>• Products compliances with certifications</li> <li>• Customer satisfaction</li> </ul>	<ul style="list-style-type: none"> <li>• Quality control and assurance</li> <li>• Regular meetings/visits</li> <li>• Other communications/feedback via grievance mechanism and feedback form</li> </ul>
 <b>Suppliers</b>	<ul style="list-style-type: none"> <li>• Transparent procurement practices</li> <li>• Safety compliance</li> </ul>	<ul style="list-style-type: none"> <li>• Evaluation and performance reviews</li> <li>• Onsite visits and field audits.</li> <li>• Other communications/feedback via regular meeting with outsource service providers</li> </ul>
 <b>Regulators</b>	<ul style="list-style-type: none"> <li>• Regulatory compliance</li> <li>• Approvals and permits.</li> <li>• Occupational safety and health</li> <li>• Environmental management and compliance</li> </ul>	<ul style="list-style-type: none"> <li>• Audit and verification</li> <li>• Inspections by local authorities and regulators</li> <li>• Training programmes for employees</li> <li>• Meetings with employees</li> <li>• Meetings with management team responsible for compliance</li> </ul>
 <b>Community</b>	<ul style="list-style-type: none"> <li>• Corporate social responsibility</li> <li>• Impact on community</li> </ul>	<ul style="list-style-type: none"> <li>• Participation in community programmes and initiatives</li> <li>• Providing jobs</li> </ul>



## SUSTAINABILITY STATEMENT (CONT'D)

### STAKEHOLDER ENGAGEMENT (CONT'D)

Key Stakeholder	Areas of Concern	Engagement Channel
 <b>Shareholders and investors</b>	<ul style="list-style-type: none"> <li>• Current and projected growth opportunities and threats</li> <li>• Funding needs</li> <li>• Risk management</li> <li>• Corporate governance</li> <li>• ESG-compliant initiatives</li> <li>• Board representation and diversity</li> <li>• Succession plan</li> </ul>	<ul style="list-style-type: none"> <li>• Timeliness and periodic Bursa announcements</li> <li>• Analysts/fund managers presentations and briefing</li> <li>• Analyst reports</li> <li>• Media write-ups</li> <li>• Annual General Meeting</li> <li>• Annual Report</li> </ul>
 <b>Media</b>	<ul style="list-style-type: none"> <li>• Financial reporting</li> <li>• Transparency</li> <li>• Business continuity</li> </ul>	<ul style="list-style-type: none"> <li>• Media Release</li> <li>• Media Interview</li> <li>• Press Conference</li> </ul>

### SUSTAINABILITY THEMES

In our efforts to achieve a sustainable growth, we constantly monitor and deliberate on the industry trends, challenges faced in our business operations, and stakeholder expectations, in order to produce sustainable long-term value to shareholders and stakeholders, especially the community around us.

We regularly work with industry experts and subject matter experts to devise sustainable business plans and strategies according to the material aspects for business growth and needs of our stakeholders based on ESG.

### MATERIALITY ASSESSMENT

In financial year ended 30 June 2022, Cengild Medical established the pillars of Economic, Environmental and Social. The emphasis is to incorporate economic environmental, social and governance factors into our day-to-day operations.

In financial year ended 30 June 2023 (“**FYE 2023**”), the Group reviewed the existing group sustainability strategy and established an additional 5 Sustainability Pillars. The 5 pillars were derived from the key stakeholder’s areas of concern. 15 material matters have been identified in alignment with our Core pillars: Our Patients, Our People, Organisation, Environment and Community. Cengild Medical has chosen to concentrate on 6 UNSDG’s Global Goals. Each pillar is linked with the identified material matters and UNSDG’s Global Goals 2030.

Our commitment is reflected in both our materiality assessment and sustainability performance. Despite having the 5 sustainability Pillars, the Group decided to maintain the focus in Economic, Environmental and Social Sustainability.

For FYE 2024, the Group decided to maintain the sustainability strategies and material matters as implemented in FYE 2023.



## SUSTAINABILITY STATEMENT (CONT'D)

### MATERIALITY ASSESSMENT (CONT'D)

PILLARS				
 <b>Our Patients</b>	 <b>Our People</b>	 <b>Organisation</b>	 <b>Environment</b>	 <b>Community</b>
MATERIAL MATTER				
<p>Patient Safety</p> <hr/> <p>Quality of Care and Patient Satisfaction</p>	<p>Occupational Safety and Health</p> <hr/> <p>Recruitment and Retention</p> <hr/> <p>Training and Development</p>	<p>Corporate Governance</p> <hr/> <p>Ethics and Integrity</p> <hr/> <p>Regulatory Compliance</p> <hr/> <p>Economic Performance</p> <hr/> <p>Supply Chain Management</p> <hr/> <p>Technology and Innovation</p>	<p>Waste Management</p> <hr/> <p>Energy Conservation</p>	<p>Corporate Social Responsibility</p> <hr/> <p>Community Engagement</p>
 <p><b>UNSDG 3</b> Good Health and Well-Being</p>	 <p><b>UNSDG 4</b> Quality Education</p>  <p><b>UNSDG 8</b> Decent Work and Economic Growth</p>	 <p><b>UNSDG 8</b> Decent Work and Economic Growth</p>  <p><b>UNSDG 9</b> Industry Innovation and Infrastructure</p>  <p><b>UNSDG 16</b> Peace, Justice and Strong Institution</p>	 <p><b>UNSDG 12</b> Responsible Consumption and Production</p>	 <p><b>UNSDG 3</b> Good Health and Well-Being</p>  <p><b>UNSDG 4</b> Quality Education</p>

## SUSTAINABILITY STATEMENT (CONT'D)

### MATERIALITY ASSESSMENT (CONT'D)

After the 15 material matters were confirmed in FYE 2023, an assessment was performed to generate a materiality matrix. Each matter is ranked based on its relative importance from the matrix's stakeholder and business perspective. Through this assessment, Top 3 material matters for the Group are Patient Safety, Quality of Care and Patient Satisfaction and Ethics and Integrity. For FYE 2024, the Group has decided to maintain its material sustainability matters, which were assessed in FYE 2023.

Cengild Medical Berhad's Materiality Matrix for FYE 2023 which is still applicable for FYE 2024 is presented below:

#### Materiality Matrix



#### Material Sustainability Matters

<p><b>Our Patients</b></p> <ul style="list-style-type: none"> <li>Patient Safety <b>A</b></li> <li>Quality of Care and Patient Satisfaction <b>B</b></li> </ul>	<p><b>Organisation</b></p> <ul style="list-style-type: none"> <li>Corporate Governance <b>F</b></li> <li>Ethics and Integrity <b>C</b></li> <li>Regulatory Compliance <b>E</b></li> <li>Economic Performance <b>K</b></li> <li>Supply Chain Management <b>H</b></li> <li>Technology and Innovation <b>G</b></li> </ul>	<p><b>Environment</b></p> <ul style="list-style-type: none"> <li>Waste Management <b>L</b></li> <li>Energy Conservation <b>M</b></li> </ul>
<p><b>Our People</b></p> <ul style="list-style-type: none"> <li>Occupational Safety and Health <b>D</b></li> <li>Recruitment and Retention <b>J</b></li> <li>Training and Development <b>I</b></li> </ul>		<p><b>Community</b></p> <ul style="list-style-type: none"> <li>Corporate Social Responsibility <b>N</b></li> <li>Community Engagement <b>O</b></li> </ul>

## SUSTAINABILITY STATEMENT (CONT'D)

### AWARDS AND RECOGNITION

In FYE 2024, Cengild Medical received the following awards:



**Medical Centre of the Year in Asia-Pacific - 2024**



**Bariatric Medical Centre of the Year in Asia-Pacific - 2024**



**Colorectal Medical Centre of the Year in Asia-Pacific - 2024**



**Gastroenterology Medical Centre of the Year in Asia-Pacific - 2024**

## SUSTAINABILITY STATEMENT (CONT'D)

### SUSTAINABILITY PERFORMANCE

The subsequent table summarises our sustainability achievements listed by their respective Pillars and Material Matters. The 5 pillars identified material matters and the KPI's are aligned with relevant UNSDGs.

Pillars	Material Matter	Achievement/Milestone
<b>Our Patients</b> 	Patient Safety	Zero serious reportable incidents were reported for FYE 2024.
	Quality of Care and Patient Satisfaction	<b>Quality improvement activities FYE 2024:</b> <ol style="list-style-type: none"> <li>Food Committee Meeting – 7 &amp; 21 July 2023 &amp; 18 August 2023</li> <li>Case Review Session – 21 July 2023, 5 January 2024 &amp; 31 May 2024</li> <li>Basic Fire Safety Training – 11 September 2023</li> <li>Hazard Identification Training – 11 September 2023</li> <li>Clinical Waste Management – 13 September 2023</li> <li>Medication Errors in IV Drug Preparation – 14 September 2023</li> <li>Patient Safety Week – 11 to 15 September 2023</li> <li>Safety &amp; Health Committee Meeting – 16 August 2023, 14 November 2023 &amp; 8 February 2024</li> <li>Safety &amp; Health Policy Training – 28 November 2023 to 22 January 2024</li> <li>Infection Prevention and Infection Control Meeting – 7 December 2023</li> <li>E-Hospital Incident Reporting (eHIR) Training – 5 December 2023 to 10 January 2024</li> <li>Emergency Response Team Training – 5 &amp; 7 February 2024</li> <li>MSQH 6<sup>th</sup> Edition Hospital Accreditation Standards Training – 4 March 2024</li> <li>Oncology Department Meeting – 4 April 2024</li> <li>Pharmacy Therapeutic Committee Meeting – 29 April 2024</li> <li>Blood Transfusion Committee Meeting – 25 June 2024</li> </ol>
<b>Our People</b> 	Occupational Safety and Health	1 workplace injury for FYE 2024 (Needle Stick Injury).
	Recruitment and Retention	Implementation of the hospital-wide orientation programme.
	Training and Development	70% of staff attended internal and external training.
<b>Organisation</b> 	Corporate Governance	100% of suppliers and vendors were notified of the implementation of the Anti-Bribery/Corruption Policy.
	Ethics and Integrity	
	Regulatory Compliance	Zero monetary losses as a result of legal proceedings associated with data security and privacy.
	Economic Performance	
	Supply Chain Management	
	Technology and Innovation	
<b>Environment</b> 	Waste Management	“Save The Earth Campaign” 100% usage of paper bags and woven bags for take-home medication.
	Energy Conservation	
<b>Community</b> 	Corporate Social Responsibility	Patient Safety Awareness Educational Talk at SMK Seri Pantai – 20 September 2023 Environmental CSR event Green Project at Zoo Negara – 25 February 2024
	Community Engagement	Blood Donation Campaign – 14 June 2024

## SUSTAINABILITY STATEMENT (CONT'D)

### CENGILD MEDICAL'S SUSTAINABLE JOURNEY IN FYE 2024

Infection Control  
Committee Meeting



Case Review Session



MSQH 6<sup>th</sup> Edition Hospital  
Accreditation Standards Training



Blood Transfusion  
Committee Meeting



Safety & Health  
Committee Meeting



E-Hospital Incident  
Report System Training



Patient Safety Week



Inspection by Cawangan Kawalan Amalan  
Perubatan Swasta (CKAPS)



## SUSTAINABILITY STATEMENT (CONT'D)

### CENGILD MEDICAL'S SUSTAINABLE JOURNEY IN FYE 2024 (CONT'D)

Emergency Response Team (ERT) Training



Unveiling of Prof Goh Khean Lee Endoscopy Centre



## SUSTAINABILITY STATEMENT (CONT'D)

Cengild Medical remains focused on the key pillars of sustainability Economic, Environmental, and Social to assess the impact of its operations on both the environment and the communities in which it operates.



### ECONOMIC SUSTAINABILITY

We are a dedicated healthcare provider with wide-reaching impact on the Malaysian economy. We recognise that the sustainability of our business rests on our ability to produce the highest standard of quality in services surpassing the high expectations of our patients and customers. Meanwhile, we continue to strive to achieve commercial success and scale greater heights as a responsible corporate entity.

Our commitment towards sustainability remains intact. We continue to introduce and implement sustainable innovations in our daily business operations. We believe we play an important role to the economic development of local communities by employing locals, purchasing goods, services and capital equipment from local suppliers who meet our stringent standards, and we support social development programmes. We trust that these efforts will improve long-term business viability and achieve a sustainable growth.

In addition, good customer relationship is important where we place great importance on patients' satisfaction. To ensure patients' satisfaction, we listen to the feedback of our patients by conducting regular patient satisfaction survey. We understand the importance of listening to our patients and we strive to rectify negative feedback or work on constructive suggestions from our valued patients. Their feedback allows us to measure our performance in categories such as quality performance, lead time and commitment participation, responsiveness, cost competitiveness and post-discharge service and support.

Our business relies on our committed workforce to drive our healthcare operations and execute our business goals. We encourage staff to raise their concern or grievances. We are aware that listening to our staff and meeting their needs contributes significantly towards talent retention. A highly engaged workforce leads to increased productivity, improved retention, enhanced customer satisfaction and better teamwork, which is advantageous to staff and organisation's profitability.

We also emphasise the importance of a strong and healthy supply chain as it is key to delivering a high standard of service and meeting the sustainability criteria of our long-term growth.

The Group has in place a comprehensive Policy for Whistleblowing that outlines the Group's commitment to promote the highest standards of governance, ethics and integrity in all aspects of business dealings. Thus, all staff, stakeholders (i.e. shareholders / suppliers / customers/ patients) and any other parties are encouraged to report genuine concerns about unethical behavior, malpractices, illegal acts or failure to comply with regulatory requirements without fear of reprisal should they act in good faith when reporting such concerns.

During the financial year under review, our group's Consultant Services, Nursing Services and Clinical Support Services are the main revenue segments contributing to a total of RM66.85 million revenue achieved by the Group. Our Consultant Services contributed RM22.10 million (33.1%), Nursing Services contributed RM18.40 million (27.5%), while RM26.35 million (39.4%) came in from the Clinical Support Services. [FYE 2023: RM25.96 million (36.9%), RM19.8 million (28.2%) and RM24.52 million ( 34.9%)].

#### Consultant Services



**RM22.10 million**  
(2023: RM25.96 million)

#### Nursing Services



**RM18.40 million**  
(2023: RM19.80 million)

#### Clinical Support Services



**RM26.35 million**  
(2023: RM24.52 million)

Cengild Medical maintains a strategic focus on driving profitable and sustainable growth, aligned with our commitment to achieving long-term success as a listed company. We recognise that our performance directly impacts our ability to meet financial obligations to stakeholders, including employee salaries, tax contributions to the government, economic returns to shareholders, and procurement from suppliers.



## SUSTAINABILITY STATEMENT (CONT'D)

### (1) FUTURE GROWTH

We intend to grow our business through the implementation of the following future plans and strategies:

#### (a) Continuous Expansion

The needs, expectations, and well-being of our patients continue to be our top priority and is a driving force for us to improve the existing facilities. Our total investment for the Group's renovation and equipment purchased is RM1.1 million.

Since our Initial Public Offering ("**IPO**"), we have expanded our services by establishing strategic alliances via joint venture entities, namely Urohealth Sdn Bhd and Curie Oncology KL Sdn Bhd. Urohealth Sdn Bhd provides urology assessment and treatment while Curie Oncology KL Sdn Bhd provides oncology services. Our Group is now able to offer complementary medical services in urology, oncology, cardiology and gynecology, which support and complement our Group's core business specialising in the diagnosis and treatment of gastrointestinal and liver diseases, and obesity.

#### New Purpose - built Hospital

The acquisition of a stratified property with a combined net floor area of 100,442 square feet together with at least 182 carpark bays forming part of a purpose-built private medical centre to be erected on a parcel of leasehold land held under Pajakan Negeri 46331, Lot 58194, Mukim and Daerah Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur ("the Property") for a cash consideration of approximately RM122.34 million.

From regulatory perspective, The Group has successfully obtained pre-establishment approval on 22 January 2024.

This acquisition positions our company to expand our existing medical centre in Kuala Lumpur by transitioning from our current rented premises to the newly acquired Property, which will be owned by the Group. This strategic move will enable us to serve more patients and address the growing demand for our medical services, particularly since our IPO.

The Property's larger built-up area will provide ample space for the Group to recruit additional consultants and surgeons, allowing us to expand our core specialties in gastroenterology and hepatology, as well as our complementary medical services. This will ensure a more comprehensive range of care and treatment options for our patients.

The construction of the medical centre building on the Property commenced in July 2024 and is expected to be completed by December 2026. All the units in the Property intend to be utilised by our Group for our existing core business operations as a healthcare service provider. The development order with endorsed development plans were obtained on 28 December 2023.

The Property will be outfitted with key medical facilities, including an endoscopy department, radiology department, intensive care units (ICU), high dependency units (HDU), operating theatres, inpatient wards, and a central sterile services department. Medical equipment to be acquired includes, but is not limited to, diagnostic magnetic resonance imaging (MRI) machines, x-ray systems, ultrasound devices, medical pendants for operating theatres, beds, and endoscopy equipment. The exact number of units to be purchased will be determined based on the Group's operational needs upon relocating to the Property.

The renovation, fit-out, and installation of medical equipment are expected to take up to a year, starting from December 2026, when Cengild Medical anticipates obtaining vacant possession of the Property. Operations at the new medical centre are projected to commence by December 2027.

## SUSTAINABILITY STATEMENT (CONT'D)

### (1) FUTURE GROWTH (CONT'D)

#### (a) Continuous Expansion (Cont'd)

##### Poliklinik CGI

The Group has evaluated the potential to offer primary care services through Poliklinik CGI, strategically positioned in densely populated areas to meet the community's healthcare needs. Each Poliklinik CGI aims to become the preferred general practitioner clinic within its locality, offering a range of services such as vaccinations, antenatal care, family planning, health screenings, wound care and dressing, as well as minor surgical procedures.

As of 30 June 2024, Poliklinik CGI Taman Bukit Mayang Emas and Poliklinik CGI Bukit Jalil have officially commenced operations. Both clinics have obtained the necessary licensing from the Ministry of Health and fully comply with the requirements of the Private Healthcare Facilities and Services Act 1998. License application for Poliklinik CGI Traders Square, Taman Equine, Jade Hills and Taman Midah has been processed by Ministry of Health.

#### (b) Geographical expansion of our services

We remain committed to advancing our two-pronged strategy with unwavering determination. First, we will continue to enhance our existing medical centre in Bangsar South, further strengthening its capabilities and expanding its capacity.

Simultaneously, we are steadfast in our goal to broaden our geographical presence by strategically establishing operations in other key locations. This deliberate approach underscores our dedication to fulfilling our mission and addressing the evolving needs of our valued patients.

We have allocated RM18.55 million or approximately 30.68% of the IPO proceeds for this establishment of a new full-fledged medical centre. We expect to utilise the funds allocated for this purpose within 36 months from the date of listing.

Following the announcement of the acquisition of the new building, the allocations has now been revised to RM18.55 million to fulfil this purpose.

#### (c) Expansion of our Medical team

In order to support the expansion of our existing medical centre as well as into other major cities in Malaysia, we intend to strengthen our medical team by attracting and recruiting consultants specialising in gastroenterology and hepatology. These consultants and surgeons will be based either at our existing medical centre or at the new full-fledged medical centre as part of the expansion plan.

The full-fledged medical centre provides facilities for both inpatient and outpatient care and will be equipped with an operating theatre, inpatient ward and accident and emergency department, in addition to services such as outpatient clinics, a radiology room, endoscopy rooms, laboratory, pharmacy and day care beds for the recovery areas. We will also recruit new staff which include nursing and administrative staff to support the expansion of our existing medical centre as well as the setting up of new full-fledge medical centre.

## SUSTAINABILITY STATEMENT (CONT'D)

### (1) FUTURE GROWTH (CONT'D)

#### (c) Expansion of our Medical team (Cont'd)

We have allocated RM12.00 million or approximately 16.62% of the IPO proceeds to recruit 12 new consultants and surgeons and provide them with guaranteed minimum income up to a period of 24 months. In addition, we have also allocated RM3.77 million or 5.21% of the IPO proceeds to recruit new staff which include nursing staffs, clinical support and administrative staffs. This is coming from our working capital allocated from the IPO Proceeds. We expect to utilise the funds allocated for the recruitment of consultant, surgeons, nursing and administrative staffs within 36 months from the date of listing. As of todate, we have utilised RM4.2mil of our working capital allocated from the IPO Proceeds.

### (2) SUPPLY CHAIN

We expect the highest standard of support and service from our vendors as a solid supply chain is needed to achieve long-term growth on a sustainable basis. We conduct on-site annual supplier audits, yearly ongoing reviews based on vendor's risk level for our frequently used suppliers in accordance with the stringent guidelines for vendor selection and evaluation of Standard Operating Procedures ("SOP"). Findings of any non-conformance from the supplier audits are communicated to such suppliers, and they are required to set out their action plans and implement them within 2 weeks.



### (3) QUALITY AND VALUE

At Cengild Medical, our commitment to quality management is guided by the Patient Safety, Quality, and Clinical Governance Framework, which is designed to deliver the best possible clinical outcomes and patient experiences. Our framework ensures adherence to the Private Healthcare Act 1998 and the MSQH 6<sup>th</sup> Edition Standards, which set the benchmarks for patient safety and quality.

To maintain high standards, we adhere strictly to the MSQH 6<sup>th</sup> Edition Accreditation Standards. On March 4, 2024, our Head of Department participated in specialised training on these standards, reinforcing our dedication to compliance and continuous improvement.

Additionally, we uphold the requirements of the Private Healthcare Facilities and Services Act 1998, ensuring that our practices and operations meet all regulatory and quality expectations. This rigorous approach helps us maintain excellence in patient care and safety across all aspects of our healthcare services.

## SUSTAINABILITY STATEMENT (CONT'D)



### ENVIRONMENT SUSTAINABILITY

#### Electronic Medical Records

We have invested in and implemented the Electronic Medical Records (“EMR”) system through our Hospital Information System. As we integrate technology into our operations, the benefits of EMR for the Group are substantial. EMR enables our staff and doctors to access up-to-date patient records, allowing for more accurate diagnoses and treatments by providing comprehensive patient information at the point of care. Additionally, it reduces paper usage and the need for physical storage space.

While we benefit from the efficiencies of the EMR system, we are fully aware of the risks posed by data breaches that could compromise doctor-patient confidentiality. Therefore, we place significant emphasis on safeguarding this sensitive information by enforcing stringent cybersecurity protection practices and policies.

#### Clinical Waste

We have designed and implemented a Hospital Environmental Policy for our medical centre to control clinical waste. Under the Environmental Quality Act 1974 and Environmental Quality (Scheduled Wastes) Regulations 2005, every waste generator shall ensure that the generated waste is properly stored, treated on-site, recovered on-site, or delivered to a prescribed premises for treatment, disposal or recovery of material.

Waste generated from our Group’s operations is responsibly disposed of by a licensed clinical waste contractor, via the incineration process at a Clinical Waste incinerator plant. Our contractors are registered with the Department of Environment. We have established a comprehensive system to manage our medical supplies, ensuring minimal wastage. Expired medications are disposed of in accordance with the Pharmacy Standard Operating Procedure to maintain compliance and safety standards.

We implemented the strategies below to reduce our clinical waste: -

- i) conduct awareness training on handling of clinical waste for medical staffs,
- ii) conduct a random site inspection for our clinical waste bins, and
- iii) monitor feedback from our housekeeping staffs and other relevant sources.

#### Clinical Waste (Weight)

	Weight	Revenue	Weight per Revenue
Year	(kg)	(RM'000)	(kg /revenue)
YA 2022	14,777.0	64,442	0.000229
YA 2023	16,249.0	70,280	0.000231
YA 2024	16,083.1	66,854	0.000241

The table above demonstrates our success in improving clinical waste management efficiency, even as our revenue has increased. This is evidenced by the decreasing trend in the percentage of total clinical waste relative to total revenue, from FYE 2022 through FYE 2024.

## SUSTAINABILITY STATEMENT (CONT'D)



### SOCIAL SUSTAINABILITY

We strongly believe that our employees are important to our Group. We continuously invest in our employees as we strongly believe that they will propel us towards achieving a sustainable growth in the long term. We constantly engage with our employees to ensure that they understand our mission, culture, best practices and most importantly, our commitment to sustainability and ESG matters.

We strive to ensure that our employees derive satisfaction working while providing them a structured career development path with opportunities to grow with our Group.

#### Staff satisfaction and grievance

We actively engage with our employees to understand their needs and work challenges, encouraging open feedback. This began with a direct outreach initiative where the CEO personally engaged with employees to foster dialogue.

Recently, we intensified these efforts by conducting surveys to assess employee satisfaction and workplace happiness. Based on the results, we promptly addressed key concerns raised. We recognise that listening to our employees and addressing their needs is crucial for retaining talent, and we are committed to closing the gaps identified.

Moving forward, we will enhance and expand our employee engagement sessions to ensure more effective feedback collection and response.

#### Employee Benefits

##### Insurance and Medical Benefits

As we place a great importance on the health of our employees, we ensure that our employees are covered by insurance and medical benefits as follows:

- Outpatient (Employees and employee's dependent) Coverage
- Inpatient (Employees and employee's dependent) Coverage
- Dental and Optical Benefits
- Personal accident, hospitalisation and surgical insurance card (Employees and employee's dependent)
- Hospitalisation Leave
- Maternity and Paternity Leave

##### Health and Wellness

All employees who have direct contact with patients, including those in operating theatres, critical care units, intensive care units, hospital aides, and porters assigned to general nursing wards, are entitled to free Hepatitis screening and immunisation. This entitlement excludes staff in clerical and administrative roles.

##### Remuneration, Rewards and Recognition

- Annual increment and bonus
- Staff's referral programme
- Perfect attendance reward programme

##### Other Benefits

- Travelling Allowance
- Supporting symbolic occasions in our employee's lives, such as Chinese New Year, Deepavali, Hari Raya and Christmas.
- Special leave (compassionate leave and disaster effecting leave)

## SUSTAINABILITY STATEMENT (CONT'D)

### Gender Diversity

While we do not set specific gender targets, we strive to maintain a balanced gender representation at both departmental and Group levels.

In terms of Board diversity, we adhere to the gender diversity guidelines set by the Malaysian Code on Corporate Governance (“MCCG”) issued by the Securities Commission of Malaysia. Our Board, through the Nominating Committee (“NC”), regularly reviews its composition, considering the necessary competence, experience, character, integrity, and time commitment required for each director to effectively fulfill their role. We have met the MCCG’s Practice 5.9 recommendation of having 30% women directors. Currently, our Board includes two women directors, representing 40% of its composition.

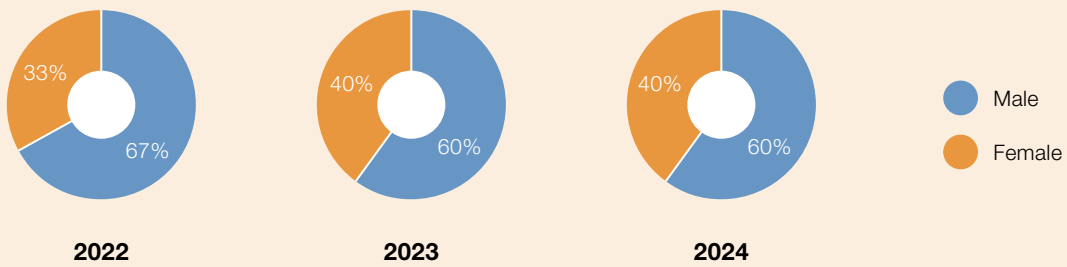
Gender	2022	2023	2024
Male	67%	60%	60%
Female	33%	40%	40%

### Age Group

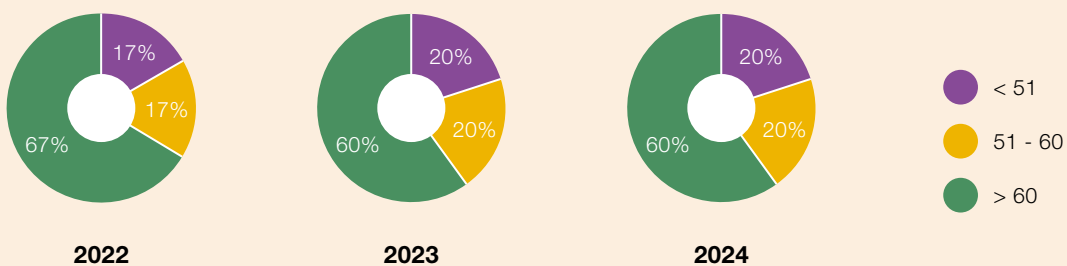
< 51	17%	20%	20%
51 – 60	17%	20%	20%
> 60	67%	60%	60%

### Directors

#### Breakdown of Directors By Gender



#### Breakdown of Directors By Age Group



## SUSTAINABILITY STATEMENT (CONT'D)

### Gender Diversity (Cont'd)

We are committed to ensuring that our Board composition reflects a suitable level of diversity, aligning with the varied nature of our operations. This approach supports the realisation of our long-term strategic vision and sustainable operating objectives.

As at 30 June 2024, we have a total of 159 employees and the breakdown of our employees by age and gender are as follow:

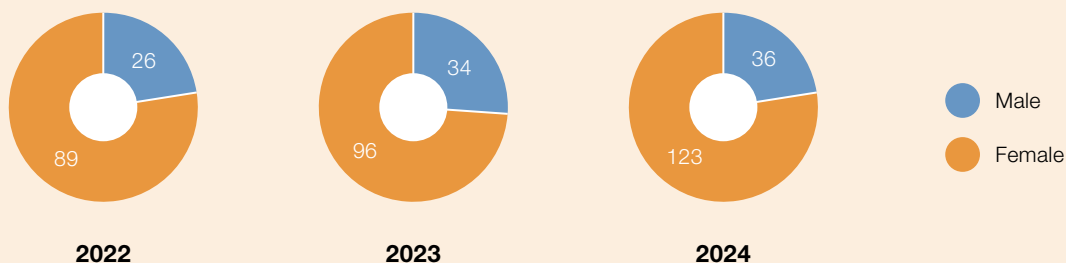
Gender	2022	2023	2024
Male	26	34	36
Female	89	96	123

### Age Group

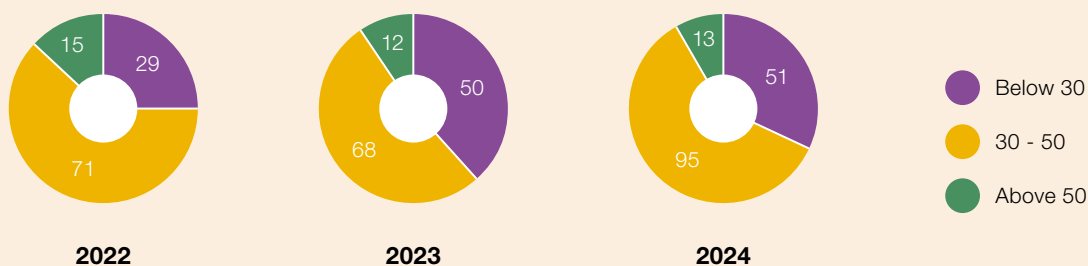
Below 30	29	50	51
30 - 50	71	68	95
Above 50	15	12	13

### Employee

#### Breakdown of Employee By Gender



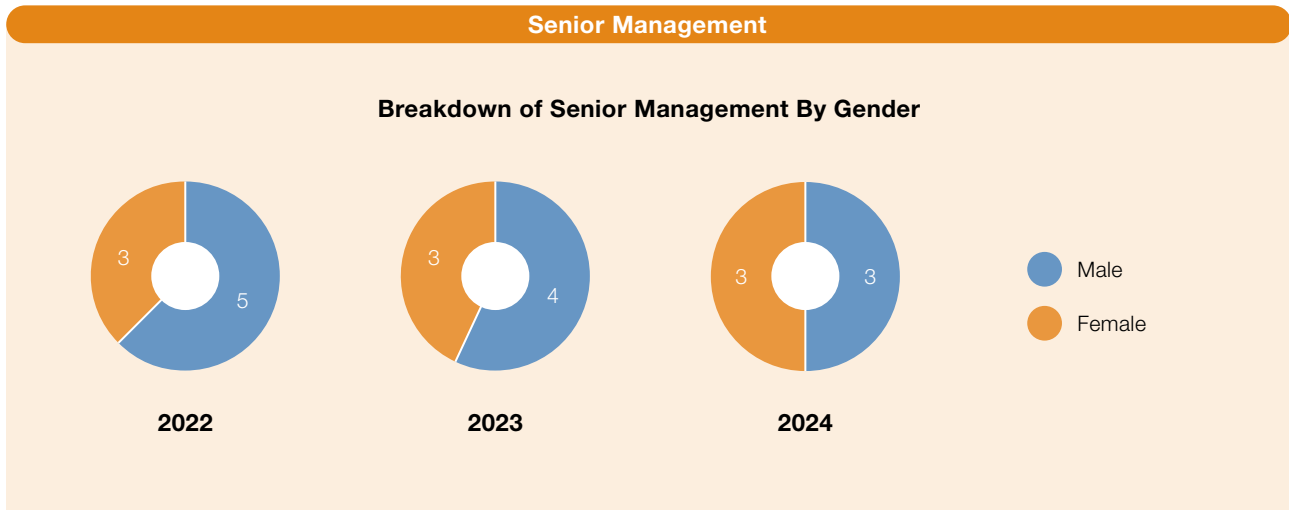
#### Breakdown of Employee By Age Group



## SUSTAINABILITY STATEMENT (CONT'D)

### Gender Diversity (Cont'd)

Gender	2022	2023	2024
Male	5	4	3
Female	3	3	3



### Talent Management

At Cengild Medical, we prioritise effective employee management through several key initiatives. Upon starting their duties, all employees receive a comprehensive handbook, which was recently updated to align with the latest employment regulations, effective from 1 January 2023.

To enhance talent acquisition, we leverage the Group’s strong reputation and high professional standards to attract top talent. We are committed to retaining our current employees by offering competitive remuneration and benefits that adhere to market rates and relevant wage regulations.

Our engagement with universities continues as we provide sponsorships for nursing students, with a total of 6 students sponsored to date.

### Succession Planning

Succession planning is a critical focus for us. We actively identify and nurture talented employees, offering clear pathways for career development and progression. In FYE 2024, we proudly promoted eight employees as part of our commitment to their career growth.

### Employee Engagement

In an effort to enhance employee engagement and communication, the Social and Sports Club committee was reactivated on 18<sup>th</sup> September 2023. Comprised primarily of non-managerial staff, the committee provides a platform for employees to voice concerns, offer feedback, and share suggestions directly with management. This initiative fosters teamwork as members actively participate in various hospital activities, including organising the annual dinner and supporting Cengild Medical’s CSR programs. Through these efforts, the committee plays a vital role in strengthening collaboration and promoting a positive work environment across the organisation.



## SUSTAINABILITY STATEMENT (CONT'D)

### Employee Engagement (Cont'd)

The following activities were held to further enhance the informal employee engagement and communications at Cengild Medical:

8 August 2023, 8 September 2023, 7 November 2024 and 8 December 2023

#### Distribution of Staff Meal



10 -15 September 2023

#### Patient Safety Week



9 October 2023

#### Cengild Medical 6<sup>th</sup> Anniversary



28 October 2023

#### Badminton Match



8 January 2024

#### Unveiling of Prof K. L. Goh Centre



12 January 2024

#### Annual Dinner



21 February 2024

#### Chinese New Year Celebration



15 April 2024

#### Healthy Lifestyle Campaign



## SUSTAINABILITY STATEMENT (CONT'D)

### Employee Training & Development

Our staff training programmes are identified based on business strategies and operational needs, meeting regulatory requirements and ensuring the development of our people's technical, interpersonal, business and management skills. The training programmes that we have arranged for our staff during the FYE 2024 are as follows:

#### FYE 2024

TRAINING	NO OF PARTICIPANTS	INTERNAL / EXTERNAL	NO OF HOURS
AHA Advanced Cardiovascular Life Support (ACLS)	9	EXTERNAL	16
AHA Basic Life Support (BLS)	14	EXTERNAL	6
Minimum Transfer Pricing 2023: Get Your Practical Guidance To Analyse, Prepare and Writing the Complete Minimum TP Documentation	2	EXTERNAL	24
BLS Instructor Training Course	1	EXTERNAL	16
Seminar Guidelines on Medical Surveillance Program at Workplace 2023	1	EXTERNAL	16
Procurement Transformation & Innovation in Healthcare	1	EXTERNAL	16
Microsoft Teams With Focus on Onedrive and Others Apps Training To User	4	EXTERNAL	4
Endonurse Workshop	2	EXTERNAL	8
PDPA Training	1	EXTERNAL	4
Nothern Dermatology Summit 2024	1	EXTERNAL	16
Basic Life Support (BLS) Course	1	EXTERNAL	8
A Journey Into The Realm of Ultrasound 2024	4	EXTERNAL	8
World Day for Safety and Health at Work	1	EXTERNAL	7
Kursus Operator Sterilizer	3	EXTERNAL	32
BLS Instructor Training Course	2	EXTERNAL	16
The Rise of Bariatric and Metabolic Endoscopy	2	EXTERNAL	14
Nurses Day 2024	5	EXTERNAL	4.5
Society of Endoscopic & Laparoscopic Surgeons of Malaysia	3	EXTERNAL	24
MSSA - Annual General Meeting, Conference and Exhibition	2	EXTERNAL	24
2 <sup>nd</sup> National Gia Endoscopy Workshop: Strategy in Handling Clinical Risk in Endoscopy	2	EXTERNAL	6
MSQH 6 <sup>th</sup> Edition Hospital Accreditation Standards Training	30	EXTERNAL	8
MSQH 6 <sup>th</sup> Edition Standards Interpretation	21	INTERNAL	2
Electronic Hospital Incident Reporting	77	INTERNAL	1
Introduction to Basic Fire Safety	10	INTERNAL	1
Hazard Identification	18	INTERNAL	1
Clinical Waste Management	10	INTERNAL	1
Safety & Health Policy	75	INTERNAL	0.5
Emergency Response Team Training	17	EXTERNAL	16

## SUSTAINABILITY STATEMENT (CONT'D)

### Patient data protection

As a healthcare provider, we manage sensitive patient health data on a daily basis, which includes patients' historical health data. It is our duty to handle sensitive information with care and integrity. We comply with Personal Data Protection Act 2010 (Act 709) and implement practical steps to protect Personal Data from any threat of breach.

Approval is required from our Management or Head of Departments for access to our Hospital Information System based on the user roles in order to ensure we manage our patients' data carefully. We do not keep patients' data that we do not need and do not collect information that we do not require.

### Patient Satisfaction and Grievance Mechanism

Our patients play a central role in CMB's business growth. Our role is to enhance the quality of life of our patients by providing comprehensive and high-quality healthcare services.

We strive to understand patients' experience, treat them with empathy and help them to feel as comfortable as possible. We use patient satisfaction surveys to identify opportunities for service improvement and to fulfil patient needs. We will continue to hold patient satisfaction surveys to gather feedback and gauge the satisfaction level of our patients, to ensure our hospital grows sustainably.

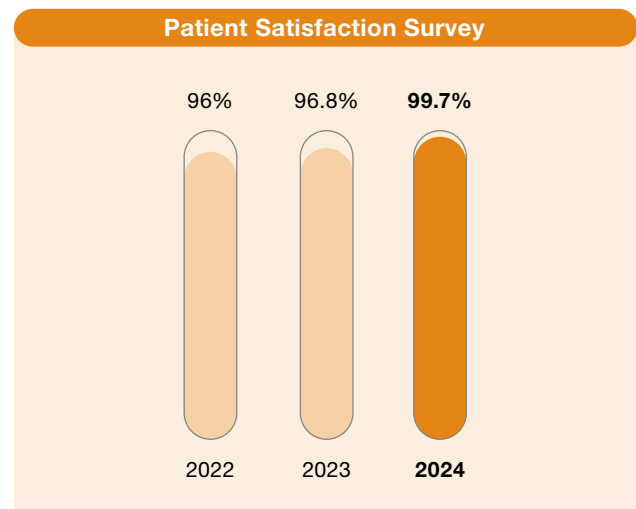
Surveys were administered to patients, their families and visitors to assess their level of satisfaction with the services provided. The survey covered healthcare services such as Accident & Emergency, Administration, Allied Health, Consultants, Nursing, Outsource and others.

As of 30<sup>th</sup> June 2024, Patient Satisfaction Survey: 99.7% Services and Facilities, 99.8% Nursing Services, 99.9% Doctor's Care, 99.3% Clinical Support Services.

YA 2022	YA 2023	YA 2024
96%	96.8%	99.7%

In addition to collecting feedback through patient satisfaction surveys, the Group remains committed to addressing all customer and patient feedback or complaints within the designated timeframe of 7 working days. For this financial year, we are proud to report that 100% of complaints were responded to and resolved within this period.

Moving forward, we will continue to conduct regular audits and monitoring to ensure that our services, facilities, and environment consistently meet the needs and expectations of our patients and visitors.



## SUSTAINABILITY STATEMENT (CONT'D)

### Ethics and integrity

In shaping our business strategy, we place a strong emphasis on human rights and maintain a zero-tolerance policy toward all forms of discrimination and unethical practices. We are committed to operating ethically and responsibly, with proactive measures to prevent incidents of sexual harassment, child labor, and forced labor. To address human rights-related risks, we have implemented several safeguards, including our Code of Ethical Conduct and Conflicts of Interest ("Code"). This Code provides a comprehensive framework to ensure that no employee, regardless of gender or status, is subjected to any form of harassment or discrimination.

The Code also ensures that all employees and Directors should act responsibly in their personal capacity and when conducting business dealing, in compliance with applicable laws, rules and regulations of the government, commission and exchange in jurisdiction which Cengild Medical operates when discharging duties.

### Anti-Bribery

Our Group has zero tolerance towards bribery. Bribery includes those in the form of exchange of money, goods, services, property, privilege, employment position or preferential treatment in attempting to illicitly influence the decision or actions of a person in a position of trust within an organisation, either for the intended benefit of our Group or the persons involved in the transaction.

Public Listed Companies ("PLCs") is to establish and implement policies and procedures on anti-corruption and whistleblowing to prevent corrupt practices, which will enable PLCs to have a measure of defense against corporate liability for corruption under Section 17A of the Malaysian Anti-Corruption Commission Act ("MACC") Act. In addition, the Anti-Corruption Amendments require PLCs and their board of directors to review the policies and procedures periodically or at least once every three years to assess their effectiveness. The Anti-Corruption Amendments also require PLCs to ensure that corruption risks are included in the annual risk assessment of PLCs and their group of companies.

Our Anti-Bribery policy can be accessed from our website at <https://cengild.com/corporate-governance/>.

### Whistle Blowing

We have established a Whistleblowing Policy that provides the assurance and confidence to our employees and external parties that we have an effective channel to report any activity that breaches our Code of Conduct and/or any breach of ethics by our employees, and offers protection from reprisal or victimisation.

We also provide a platform for complaints or whistle blow. The Whistleblowing Policy can be accessed from our website at <https://cengild.com/corporate-governance/>. Whistleblowers may send a complaint or whistle blow to: [cengild.whistleblower@cengild.com](mailto:cengild.whistleblower@cengild.com) or post it to Unit 2-3 & 2-4, Nexus @ Bangsar South, No. 7, Jalan Kerinchi, 59200 Kuala Lumpur.

To safeguard the whistleblowers, we assure that all reports will be treated with strict confidentiality and upon verification of genuine cases, prompt investigation will be carried out.

As at to date, we have not received any whistleblowing complaint.

## SUSTAINABILITY STATEMENT (CONT'D)

### COMMUNITY

#### Patient Safety Awareness Educational Talk at Sekolah Menengah Kebangsaan Seri Pantai – 20<sup>th</sup> September 2023

In conjunction with Patient Safety Week, Cengild G.I. Medical Centre organised a patient safety awareness programme at SMK Seri Pantai on 20 September 2023. This initiative was held in collaboration with SMK Seri Pantai and the Ministry of Education, Federal Territory. The primary goal of the event was to raise public health awareness among youth, focusing on patient rights and responsibilities. Topics covered included Basic First Aid, Medication Safety, Hand Hygiene, and Patient and Family Rights and Responsibilities. A total of 100 Form 4 students participated in the programme.

In addition, complimentary health screenings, including glucose checks, body composition analysis, and dietary counseling, were provided to teachers and school staff, with 100 participants taking part.

The Group firmly believes that family involvement in patient care is crucial in ensuring the safest care, whether in private or government hospitals.



## SUSTAINABILITY STATEMENT (CONT'D)

### COMMUNITY (CONT'D)

#### UOA Community Wellness Day – 24<sup>th</sup> November 2023

Cengild G.I. Medical Centre participated in the Community Wellness Day 2023 hosted by UOA Group! We have managed to set up a booth to showcase some of our amazing products and services.

We also had some insightful wellness talks, especially from one of our affiliates' sessions by our respective specialist Dr Prabhjot Singh Sidhu, Consultant Gastroenterologist & Hepatologist and Dr Thevaraajan Jayaraman, consultant Gastroenterologist & Hepatologist.

It was also inspiring to connect with YB Hannah Yeoh regarding the importance of wellness and practice health and wellness in our daily lives.



#### Environmental CSR event Green Project at Zoo Negara – 25 February 2024

Cengild Medical has partnered with Zoo Negara Malaysia to advance its CSR goals focused on environmental stewardship through wildlife conservation awareness. This collaboration is centred on fostering public understanding of wildlife preservation.

The initiative emphasises four key elements for environmental sustainability: 'Grow' (landscaping), 'Glow' (painting), 'Green' (enrichment), and 'Groom' (cleaning). The Group has chosen to focus on the 'Green' (enrichment) element, which aims to raise awareness about wildlife and demonstrate how animal activity can be maintained by stimulating their natural instincts through scent enrichment.



## SUSTAINABILITY STATEMENT (CONT'D)

### COMMUNITY (CONT'D)

#### Environmental CSR event Green Project at Zoo Negara – 25 Feb 2024 (Cont'd)

The CSR partnership with Zoo Negara Malaysia has made significant progress in areas such as conservation education, habitat enrichment, and community engagement. These initiatives have improved the living conditions of zoo animals, educated the public on the importance of wildlife protection, and fostered a collective responsibility for conservation. As we reflect on these achievements, our focus is on sustaining and expanding these efforts. Cengild Medical remains committed to supporting Zoo Negara Malaysia and looks forward to making an even greater impact in the future.



#### Blood Donation Campaign - 14 June 2024

The Blood Donation Campaign held on 14 June 2024, was a pivotal initiative organised in conjunction with World Blood Donor Day. This global event highlights the indispensable role of voluntary blood donors in saving lives and maintaining a robust healthcare system. Our campaign, supported by the DATS Property Management, National Blood Centre and Wiki Lab Sdn. Bhd., aimed to capitalise on this observance to encourage more individuals to participate in blood donation.

The National Blood Centre provided the necessary clinical expertise and resources, ensuring the safe and effective collection of blood, while Wiki Lab Sdn. Bhd. managed the community outreach. This collaborative effort was crucial in addressing the ongoing challenges of blood supply shortages and reinforcing the importance of regular donations.

The positive outcomes and increased donor turnout demonstrate the effectiveness of our collaborative approach. As we conclude this campaign, we are inspired to continue our efforts in promoting regular blood donation and improving public health outcomes.



## SUSTAINABILITY STATEMENT (CONT'D)

### Performance Data Table

No	Indicator	Measurement Unit	2022	2023	2024
<b>Patient Safety</b>					
1.	Number of serious reportable incidents	Number	-	0	0
<b>Occupational Safety and Health</b>					
2.	Number of workplace injury	Number	-	0	1
<b>Training and Development</b>					
3.	Percentage of staff attended internal and external training	Percentage	-	70	70
<b>Anti-corruption &amp; Ethics &amp; Integrity</b>					
4.	Percentage of suppliers and vendors notified of the implementation of the Anti-Bribery/Corruption Policy.	Percentage	-	100	100
<b>Data Privacy and Security</b>					
5.	Monetary losses as a result of legal proceedings associated with data security and privacy.	RM	-	0	0
<b>Waste Management</b>					
6.	Usage of paper bags and woven bags for take-home medication.	Percentage	-	100	100
7.	Clinical Waste (Weight)	kg	14,777.0	16,249.0	16,083.1
8.	Revenue of Clinical waste	(RM'000)	64 442	70 210	66 854
9.	Clinical Waste Weight Per Revenue	(kg/revenue)	0.000229	0.000231	0.000241
<b>Diversity</b>					
Percentage of directors by gender					
10.	Male	Percentage	67	60	60
11.	Female	Percentage	33	40	40
Percentage of directors by age group					
12.	Below 51	Percentage	17	20	20
13.	In between 51 - 60	Percentage	17	20	20
14.	Above 60	Percentage	67	60	60
Breakdown of employees by gender					
15.	Male	Number	26	34	36
16.	Female	Number	89	96	123
Breakdown of employees by gender by age group					
17.	Below 30	Number	29	50	51
18.	In between 30 - 50	Number	71	68	95
19.	Above 50	Number	15	12	13
Breakdown of employees by gender (Senior Management)					
20.	Male	Number	5	4	3
21.	Female	Number	3	3	3
<b>Health and safety</b>					
22.	Number of employees trained on health and safety standards	Number	-	-	130
<b>Social</b>					
23.	Patient Satisfaction Survey	Percentage	96	96.8	99.7



# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors (“**Board**”) of Cengild Medical Berhad (“**Cengild Medical**” or “**the Company**”) commits itself to instilling good corporate governance practices in the Company and its group of companies (“**Group**”) in accordance with the principles set out in the Malaysian Code on Corporate Governance (“**MCCG**”). The Board strives to ensure our Group adopts the best practices of corporate governance in an effort to protect the interest of the stakeholders and enhance shareholders’ value.

This statement outlines the following principles and recommendations which the Group has comprehended and applied within the standards outlined in the MCCG and the Board will continue to take measures to improve compliance with principles and recommended best practices in the ensuing years: -

- **Principle A:** Board Leadership and Effectiveness;
- **Principle B:** Effective Audit and Risk Management; and
- **Principle C:** Integrity in Corporate Reporting and Meaningful Relationship with Stakeholders.

This statement is prepared in compliance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) (“**ACE LR**”) and should be read together with the Corporate Governance Report 2024 which is available on the Company’s corporate website at <https://cengild.com/corporate-governance/> as well as via an announcement on the website of Bursa Securities.

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

### A. BOARD RESPONSIBILITIES

#### BOARD ROLES AND RESPONSIBILITIES

The Board has the overall responsibility for the long-term success of the Group and delivery of sustainable value to its stakeholders. In discharging its fiduciary duties and responsibilities, the Board assumed the following corporate governance guidelines:

- (a) together with management, promoting good corporate governance culture within the Group which reinforces ethical, prudent and professional behaviour;
- (b) reviewing and setting a strategic plan for the Group to ensure that the strategic plan of the Group supports long-term value creation and includes strategies on economic, environmental and social considerations underpinning sustainability;
- (c) reviewing, challenging and deciding on management’s proposals for the Group, and monitoring its implementation by management;
- (d) overseeing the conduct of the Group’s business to ensure it is properly managed, including supervising and assessing corporate behaviour and conduct of the business of the Group;
- (e) identifying the principal risks and ensuring implementation of appropriate internal controls and mitigation measures to achieve a proper balance between risks incurred and potential returns to the shareholders;
- (f) reviewing the management information system, risk management framework and internal control system, along with their effectiveness;
- (g) ensuring there is an orderly succession of Senior Management positions who are of high caliber and have the necessary skills and experience. The Board delegates to the Nominating Committee (“**NC**”) and Remuneration Committee (“**RC**”) to review succession plans and remuneration packages for the Directors respectively as well as the Group’s policies and procedures on remuneration for the employees of the Group. The Board also ensures that there are appropriate policies for training, appointment and performance monitoring of management positions;
- (h) developing and implementing an investor relations programme or shareholders’ communications policy for the Group to enable effective communication with stakeholders;
- (i) reviewing and approving financial statements;

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

#### A. BOARD RESPONSIBILITIES (CONT'D)

##### BOARD ROLES AND RESPONSIBILITIES (CONT'D)

The Board has the overall responsibility for the long-term success of the Group and delivery of sustainable value to its stakeholders. In discharging its fiduciary duties and responsibilities, the Board assumed the following corporate governance guidelines (Cont'd):

- (j) reviewing and approving the reports of the Audit and Risk Management Committee (“**ARMC**”) (including the status of compliance of the Undertakings\* by employee consultants to the Group), NC and RC at the end of each financial year;
- (k) reviewing and approving the Company’s annual report;
- (l) ensuring the integrity of the Company’s financial and non-financial reporting; and
- (m) undertaking a formal and objective annual evaluation to determine the effectiveness of the Board, the Board Committees and each individual Director.

The roles and responsibilities of the Board are clearly stated in the Board Charter and appropriately segregated between those of the Chairman, Group Chief Executive Officer, Executive and Non-Executive Directors. A copy of the Board Charter can be accessed through the Company’s website, <https://cengild.com/corporate-governance/>.

Note: -

\* Employee Consultants shall not practice at other medical centres:

- (i) after three (3) years from the date the Company is listed on the ACE Market of Bursa Securities; or
- (ii) on full commencement of operations at the expanded area of the Group’s existing medical centre,

whichever is the earlier, unless written approval from the Company has been obtained and the following conditions are met:

- (i) employee consultants only consult and treat patients at other medical centre where such patients have other illnesses that require the attention of other specialists not available at the Group’s medical centre; and
- (ii) employee consultants shall not practice at other medical centres more than two (2) clinic sessions a week.

#### BOARD AND BOARD COMMITTEES’ MEETINGS ATTENDANCE

The minutes of meetings are circulated to the Board and Board Committees respectively as soon as practicable after the meetings for review and comment. The meetings held during the financial year ended 30 June 2024 (“**FYE 2024**”) and the Directors’ attendance are shown below:

Directors	Board	ARMC	RC	NC	LTIPC
Dato’ Dr. Tan Huck Joo	8/8	N/A	N/A	N/A	N/A
Dr. Mohamed Akhtar					
Bin Mohamed Ditali Qureshi	8/8	N/A	N/A	N/A	N/A
Dr. Chong Su-Lin	8/8	5/5	2/2	1/1	1/1
Kua Choo Kai	8/8	5/5	2/2	1/1	1/1
Dr. Azrina Binti Abu Bakar	8/8	5/5	2/2	1/1	1/1
<b>Total Numbers of Meetings</b>	<b>8</b>	<b>5</b>	<b>2</b>	<b>1</b>	<b>1</b>

All Board and Board Committee members had full attendance of the meetings held during the FYE 2024.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

#### A. BOARD RESPONSIBILITIES (CONT'D)

##### BOARD TRAINING

The Board, continues to identify appropriate briefings, seminars, conferences and courses for the Directors to attend to keep abreast with the latest economic and corporate developments as well as changes in legislations and regulations affecting the Group.

The Directors are mindful that they would continue to enhance their skills and knowledge to maximise their effectiveness as Directors during their tenure. Throughout their period in office, the Directors are continually being updated on the Group's business and regulatory requirements.

During the financial year under review, the Directors have attended the following training programmes, seminars and/or conferences:

Name of Director	Training Program	Date
Dato' Dr. Tan Huck Joo	• Cengild's Gastro Guru Symposium 2024	27 April 2024
	• Cengild's Gastro Guru Symposium 2023	15 July 2023
Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi	• Cengild's Gastro Guru Symposium 2023	15 July 2023
	• Novel treatment of symptoms associated with hemorrhoidal disease and its complications	2 September 2023
	• Cengild's Gastro Guru Symposium 2024	27 April 2024
	• Shangri-La KL:Coloproctology 2024	1 March 2024 to 3 March 2024
	• Tumor Board Case Presentation	28 August 2024
Kua Choo Kai	• Institute of Corporate Directors Malaysia (ICDM): Mandatory Accreditation Programme Part 2, Leading for Impact	4 September 2023 to 7 September 2023
	• Bursa Malaysia Berhad: Advocacy Session for Directors and CEOs of Main Market Listed Issuers	12 September 2023
	• MIA & IIIAM: Audit Committee Conference 2023: Catalyst of Change	14 September 2023
	• MIA: Special Pathway & talk on how to add value to your organisation and business	20 June 2024
	• MIA: Awareness Programme on Unclaimed Money Act 1965	28 June 2024
Dr. Azrina Binti Abu Bakar	• 2 <sup>nd</sup> Sunway Oncology & Palliative Care Symposium 8-9/7/23	8 July 2023 and 9 July 2023
	• Annual Scientific Congress, College of Surgeons, Academy of Medicine of Malaysia	25 August 2023 to 27 August 2023
Dr. Chong Su-Lin	• ICDM: Mandatory Accreditation Programme Part II: Leading For Impact (LIP)	16 October 2023 and 17 October 2023
	• Nomination Committee Chairs Network Session 2024: A Discussion on its Functionalities & Enhancing Its Effectiveness in Alignment with BNM's Corporate Governance	29 February 2024
	• Executive Education Corporate Governance – Future Proofing Your Business What You Need to Know about the “S” in “ESG”	6 March 2024
	• AIA Cloud Risk Master Class	23 April 2024
	• E-invoicing briefing	8 August 2024

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

#### A. BOARD RESPONSIBILITIES (CONT'D)

##### CHAIRMAN

The Chairman, Dato' Dr. Tan Huck Joo acts independently in the best interest of the Group and provides the lead at Board level and represents the Board to the shareholders and other stakeholders. The Chairman is responsible for ensuring Board effectiveness and promoting the highest standards of integrity, probity and corporate governance throughout the Group. The responsibilities of Chairman are as follows: -

- (a) setting the Board agenda and ensuring that Board members receive complete and accurate information in a timely manner;
- (b) leading the Board in establishing and monitoring good corporate governance practices in the Group;
- (c) leading Board meetings and discussions and acting as a facilitator at Board and ensuring appropriate level of interaction among Board members;
- (d) encouraging active participation at Board meetings and allowing dissenting views to be freely expressed;
- (e) promoting constructive and respectful relations between Directors and senior management;
- (f) ensuring compliance with all relevant regulations and legislation; and
- (g) representing the Board to shareholders and ensuring appropriate steps are taken to provide effective communication with stakeholders and that their views are communicated to the Board as a whole.

##### CHIEF EXECUTIVE OFFICER ("CEO")

During the FYE 2024, Mr. Micheal Bong Enn Chung @ Micheal Wong Enn Chung was appointed as the Group CEO on 1 July 2023 and served his role until the date of his resignation on 22 April 2024.

Currently, Ms. Yap Soh Kim assumes the role of acting CEO on 22 April 2024 and henceforth resumed the responsibilities of the CEO. She is the highest-ranking executive in the Group and whose primary responsibilities include making major corporate decisions, managing the overall operations and resources of the Group, acting as the main point of communication between the Board and corporate operations and being the public face of the Group. Her responsibilities are as follows:

- (a) managing the day-to-day business operations of the Group;
- (b) ensuring that the applicable rules and regulations for the conduct of affairs of the Board are complied with and for all matters associated with the maintenance of the Board or otherwise required for its efficient operation;
- (c) representing the Group as the key spokesperson with all stakeholders including investors, regulators and business partners;
- (d) leading the development of the Group's operations and businesses and recommending short and long-term strategies to the Board;
- (e) assessing all business opportunities which are potentially benefit to the Group;
- (f) maintaining awareness of the competitive market landscape, expansion opportunities and industry developments;
- (g) ensuring that the Group maintains high social responsibility wherever it does business;

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

#### A. BOARD RESPONSIBILITIES (CONT'D)

##### CHIEF EXECUTIVE OFFICER (“CEO”) (CONT'D)

During the financial year ended 30 June 2024, Ms. Yap Soh Kim was the highest-ranking executive in the Group and whose primary responsibilities include making major corporate decisions, managing the overall operations and resources of the Group, acting as the main point of communication between the Board and corporate operations and being the public face of the Group. Her responsibilities were as follows (Cont'd):

- (h) creating and implementing the Company's vision and mission; and
- (i) serving as a focal point for stakeholders' communication and engagement on corporate governance issues.

##### CODE OF CONDUCT AND ETHICS

The Directors observe the Company Directors' Code of Conduct and Code of Ethics established by the Companies Commission of Malaysia. The Code of Conduct and Ethics is based on the principles in relation to sincerity, integrity, responsibility and corporate social responsibility and applies to all employees of the Group. A copy of the Code of Conduct and Ethics can be accessed through the Company's website at <https://cengild.com/corporate-governance/>.

##### CONFLICT OF INTEREST POLICY

The Conflict of Interest Policy was adopted and approved by the Board in October 2023 as it aims to protect the business of the Company and identifies situation in which employees, the Board and agent of the Company may have the opportunity to advance their own personal interests with or against the interest of the Company that presents potential conflict of interest and to assure that the conflict of interest is eliminated or, where appropriate, that internal controls are implemented, or disclosure is made to mitigate the effect of the conflict of interest.

The Conflict of Interest Policy is made available for reference on the Company's website at <https://cengild.com/corporate-governance/>.

##### ANTI-BRIBERY AND CORRUPTION AND WHISTLEBLOWING POLICIES

As part of the Board's focus area on corporate governance, the Company is committed to the highest standard of integrity, openness and accountability in the conduct of its business and operations. The following policies have been adopted by the Board to ensure proper governance is practiced by the Company and across the Group:

#### (a) Anti-Bribery and Corruption Policy

The Group is committed to conduct its business in an ethical and honest manner, and to implement and enforce a system that ensures corrupt gratification is prevented. The Group has adopted a zero-tolerance approach against all forms of bribery and corrupt gratification and its associated activities.

The Board and top-level management are committed to acting professionally, fairly and with integrity in all of the Group's business, in whichever country we operate.

This Anti-Bribery and Corruption Policy sets out the responsibilities of the Group and those who work for the Group to observe and uphold the Group's zero-tolerance position on “Bribery and Corruption”.

The Anti-Bribery and Corruption Policy is made available for reference on the Company's website at <https://cengild.com/corporate-governance/>.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

#### A. BOARD RESPONSIBILITIES (CONT'D)

##### ANTI-BRIBERY AND CORRUPTION AND WHISTLEBLOWING POLICIES (CONT'D)

###### (b) Policy for Whistleblowing

The Company adopts the Policy for Whistleblowing which serves as the guidelines for managing improper conduct within the Group and provides a channel of communication to encourage the report of any misconduct so that appropriate actions can be taken to resolve these issues.

The Policy for Whistleblowing will be periodically reviewed and is available on the Company's corporate website at <https://cengild.com/corporate-governance/>.

##### COMPANY SECRETARY

The Board is supported by two (2) qualified and competent Company Secretaries, Ms Wong Siew Yeen and Mr. Tee Thiam Chai, who both are member of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA) and qualified to act as Company Secretary under Section 235(2) of the Companies Act 2016. The Directors have ready and unrestricted access to the advice and services of the Company Secretaries to enable them to discharge their duties effectively. The Board is regularly updated and advised by the Company Secretaries on new statutory and regulatory requirements, and the resultant implications to the Group and the Directors in relation to their duties and responsibilities.

The Company Secretaries ensure that deliberations at Board and Board Committee Meetings are well documented, and subsequently communicated to the relevant management for appropriate actions.

#### B. BOARD COMPOSITION

##### BOARD COMPOSITION, INDEPENDENCE AND DIVERSITY

The Board currently consists of five (5) Directors with three (3) Independent Non-Executive Directors, one (1) Executive Chairman and one (1) Non-Independent Executive Director. Currently, there are two (2) female Directors on the Board, namely Dr. Chong Su-Lin and Dr. Azrina Binti Abu Bakar.

The Board composition meets the requirements of ACE LR, which requires at a minimum of two (2) or one-third (1/3) of the Board, whichever is higher to be Independent Directors and the MCCG which requires at least half of the Board to consist of Independent Directors.

The Independent Directors are independent of management and are able to provide check and balance during Boardroom deliberations and decision making.

No Independent Directors have served on the Board for more than nine (9) consecutive years as the Company was only listed on 18 April 2022. However, a policy on the tenure of Independent Directors was adopted and forms part of the Board Charter. Should the Board intend to retain the Independent Directors whose tenure exceeds the term of nine (9) years, it shall seek shareholders' approval.

The significance of the diversity of the Board and the Senior Management in regard to skills, experience, age, cultural background and gender have always been emphasised by the Board to ensure that there is variety of professional opinion and where there is value that can be contributed to the growth of the Company. The NC is responsible to develop policies on diversity, as well as to identify and recommend suitable candidates for appointment as Directors or Senior Management.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

#### B. BOARD COMPOSITION (CONT'D)

##### BOARD COMMITTEES

To ensure the Board is able to effectively supervise the operations of the Company and to discharge their duties, the following Board Committees were formed to assist the Board:

- (a) Audit and Risk Management Committee (“**ARMC**”);
- (b) Nominating Committee (“**NC**”);
- (c) Remuneration Committee (“**RC**”); and
- (d) Long Term Incentive Plan Committee (“**LTIPC**”).

Apart from the abovementioned Board Committees, the Board may from time to time establish other Board Committees to assist the Board in discharging its responsibilities more effectively.

These Board Committees do not make decision on behalf of the Board. Each Board Committee will have the authority to examine particular issues within its terms of reference and make the necessary recommendations to the Board for its consideration and decision making.

The duties and powers delegated to these Board Committees are set out in the Terms of Reference of each Board Committee as approved by the Board. The Terms of Reference of each Board Committee is available on the Company’s website at <https://cengild.com/corporate-governance/>.

##### NOMINATING COMMITTEE

The Company’s NC comprises three (3) members, all of whom are Independent Non-Executive Directors. The composition of the NC is as follows:

**Chairperson:** Dr. Azrina Binti Abu Bakar

**Members:** Dr. Chong Su-Lin  
Mr. Kua Choo Kai

The composition, authority, duties and responsibilities of the NC are set out in its Terms of Reference, which can be accessed through the Company’s website at <https://cengild.com/corporate-governance/>.

The Board delegates to the NC the responsibility of making recommendations on any potential candidates for the appointment of new Director or Senior Management. The NC is responsible to ensure that the procedures to appoint new Director or Senior Management are transparent and based on merits.

Under the provision of the Constitution of the Company, one-third (1/3) of the Directors for the time being, or if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3), shall retire from office at the conclusion of the Annual General Meeting in every year provided always that all Directors shall retire from office once at least in each three (3) years, but shall be eligible for re-election.

The NC is also responsible to review annually the effectiveness of the Board and Board Committees as well as the performance of individual Directors. The criteria for the evaluation are guided by the Corporate Governance Guide issued by Bursa Malaysia Berhad.

During the FYE 2024, the NC conducted one (1) meeting. Some activities carried out by the NC in discharging its duties were as below:

- Reviewed and assessed the mix of skills, experience and size of the Board;
- Reviewed and assessed the performance and effectiveness of the Board as a whole, Board Committees and the performance of each Director for the FYE 2024;

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

#### B. BOARD COMPOSITION (CONT'D)

##### NOMINATING COMMITTEE (CONT'D)

During the FYE 2024, the NC conducted one (1) meeting. Some activities carried out by the NC in discharging its duties were as below:

- Reviewed and assessed the performance and effectiveness of the Key Senior Management for the FYE 2024;
- Reviewed and assessed the independence of the Independent Non-Executive Directors;
- Reviewed and assessed the terms of office and performance of the ARMC and each of its members to determine whether the ARMC and its members have carried out their duties in accordance with their Terms of Reference;
- Reviewed and recommended the re-election of Directors at the Third Annual General Meeting of the Company held on 30 November 2023; and
- Assessed the training programs of each Director.

Based on the Directors' Fit and Proper Policy, the NC would assess any appointment of new Directors as well as Directors who are seeking for re-election of the Company and its group of subsidiaries, taking into account the following fit and proper criteria and declarations made by each individual candidate or Director:

- Character and integrity, which would be assessed on probity, personal integrity, financial integrity and reputation;
- Experience and competence, which would be assessed on qualifications, training and skills, relevant experience and expertise, and relevant past performance or track record; and
- Time commitment, which would be assessed on ability to discharge role having regard to other commitments, and participation and contribution in the board or track record (applicable to re-election of existing Directors only).

The performance of the Board and individual Directors would be assessed annually by the NC via a Board Effectiveness Evaluation ("**BEE**") exercise. During the financial year, the NC had conducted the BEE exercise internally and facilitated by the Company Secretary. Directors are assessed based on the following:-

- Board Assessment Form;
- Board Committee's Assessment Form;
- Individual Director Self and Peer Evaluation Form;
- ARMC's Self and Peer Evaluation Form;
- Mix of skills and experience of the Board; and
- Declaration of Independence.

The process of the BEE exercise is summarised as follows:

1. The Company Secretary circulates questionnaires for each Director's completion.
2. Upon receiving the completed questionnaires, the responses are compiled and summarised for the NC.
3. The NC reviews and assesses the results of the BEE exercise and the Chairman of the NC reports the NC's views and recommendations to the Board for consideration and approval.



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

#### B. BOARD COMPOSITION (CONT'D)

##### LONG TERM INCENTIVE PLAN COMMITTEE ("LTIPC")

The Company's LTIPC comprises three (3) members, all of whom are Independent Non-Executive Directors. The composition of the LTIPC is as follows:

<b>Chairman:</b>	Mr. Kua Choo Kai
<b>Members:</b>	Dr. Chong Su-Lin Dr. Azrina Binti Abu Bakar

The primary function of the LTIPC is to provide assistance to the Board in implementing and administering of the Long-Term Incentive Plan ("LTIP") of the Group. Currently the LTIP consists of two (2) plans which are Executive Share Option Scheme ("ESOS") and Executive Share Grant Scheme ("ESGS").

The composition, authority, duties and responsibilities of the LTIPC are set out in its Terms of Reference, which can be accessed through the Company's website at <https://cengild.com/corporate-governance/>.

The role of the LTIPC is to administer the ESOS and ESGS as stated in the By-Laws and the powers and duties conferred upon by the Board.

During the FYE 2024, the LTIPC conducted one (1) meeting. At the said meeting, the LTIPC had:

- Discussed and reviewed the proposed reallocation of ESOS.

##### REMUNERATION COMMITTEE

The Company's RC comprises three (3) members, all of whom are Independent Non-Executive Directors. The composition of the RC is as follows:

<b>Chairperson:</b>	Dr. Chong Su-Lin
<b>Members:</b>	Mr Kua Choo Kai Dr. Azrina Binti Abu Bakar

The primary function of the RC is to develop a remuneration package that is competitive and in line with the current market practice to attract, retain and reward talented Directors and Senior Management, while aligning with the Group's strategy. The remuneration package is determined by taking into account both the short-term and long-term objectives and growth of the Group.

The composition, authority, duties and responsibilities of the RC are set out in its Terms of Reference which can be accessed through the Company's website at <https://cengild.com/corporate-governance/>.

During the FYE 2024, the RC conducted two (2) meetings. At the said meetings, the RC had:

- Reviewed and recommended the proposed Directors' fees and benefits from 1 December 2022 until the next Annual General Meeting to the Board for approval;
- Reviewed and recommended the Remuneration Policy and Procedures for Directors and Senior Management to the Board for approval; and
- Reviewed and proposed the remuneration package of the previous Group CEO, Mr. Micheal Bong Enn Chung @ Micheal Wong Enn Chung.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

## B. BOARD COMPOSITION (CONT'D)

## REMUNERATION COMMITTEE (CONT'D)

The details of the remuneration of the Directors of the Company and the Group on a named basis for the FYE 2024 are as below:

## DIRECTORS REMUNERATIONS

	Directors' Fees	Salaries, EPF and SOCSO	Bonuses, EPF and SOCSO	External Consultant Fee <sup>^</sup>	Allowances	Benefit-in-kind	Total
	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)
<b>Executive Directors (Group)</b>							
Dato' Dr. Tan Huck Joo	-	3,000	1,488	954	-	-	5,442
Dr. Mohamed Akhtar bin Mohamed Ditali Qureshi	-	960	343	676	-	-	1,979
<b>Non-Executive Directors (Group)</b>							
Mr. Kua Choo Kai	45	-	-	-	6	-	51
Dr. Chong Su-Lin	45	-	-	-	6	-	51
Dr. Azrina Binti Abu Bakar	45	-	-	-	6	-	51

## TOP FIVE (5) SENIOR MANAGEMENT REMUNERATION

## Group

	Remuneration (including EPF and SOCSO) (in bands of RM50,000)	External Consultant Fee <sup>^</sup> (including EPF and SOCSO) (in bands of RM50,000)	Total (in bands of RM50,000)
	(RM)	(RM)	(RM)
<b>Key Senior Management</b>			
Dr. Ramesh A/L K Gurunathan	950,001 – 1,000,000	500,001 - 550,000	1,500,001 - 1,550,000
Dr. Ong Siew Kuen	900,001 – 950,000	400,001 - 450,000	1,300,001 - 1,350,000
Dr. Mustafa Mohammed Taher	4,000,001 – 4,050,000	-	4,000,001 – 4,050,000
Mr. Micheal Bong Enn Chung @ Micheal Wong Enn Chung (resigned on 22 April 2024)	450,001 - 500,000	-	450,001 - 500,000
Ms. Yap Soh Kim (appointed on 22 April 2024)	200,001 - 250,000	-	200,001 - 250,000
Ms. Cheah Wen Lih (resigned on 26 July 2024)	250,001 - 300,000	-	250,001 - 300,000

None of the above-mentioned Directors and Key Senior Management received any benefit-in-kind during the financial year under review other than allocated ESOS.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

#### B. BOARD COMPOSITION (CONT'D)

##### TOP FIVE (5) SENIOR MANAGEMENT REMUNERATION (CONT'D)

<sup>^</sup> The Group's employee consultants may perform consultation and undertake treatments for their patients in other medical centres, pursuant to the employment agreements and deeds of assignment they have entered into with Cengild Sdn Bhd, with effect from 1 September 2021:

- (a) they will assign to the Group all the income earned by them in other medical centres; and
- (b) the Group will pay them 80% of the income earned by them in other medical centres.

### PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

#### A. AUDIT AND RISK MANAGEMENT COMMITTEE ("ARMC")

The ARMC comprises three (3) members, all of whom are Independent Non-Executive Directors. The ARMC members possess a mix of skill, knowledge and appropriate level of expertise and experience to enable them to discharge their duties and responsibilities as set out in the Terms of Reference. Collectively, the ARMC members are financially literate and able to understand, analyse and challenge matters under the purview of the ARMC including the financial reporting process.

The Terms of Reference of the ARMC is available on the Company's website, <https://cengild.com/corporate-governance/>.

During the FYE 2024, the ARMC had carried out an annual assessment of the independence and performance of the external auditors, Messrs Crowe Malaysia PLT, and was satisfied that the external auditors have been independent throughout their audit engagement. The ARMC had also met with the external auditors without the present of Management during the financial year to discuss on any matters that the external auditors may wish to bring up to the attention of the ARMC.

#### B. RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

The Board has overall responsibility for risk governance and ensures that Group management maintains an effective risk management and internal control framework.

The Board is well aware of the importance of a sound internal control and risk management framework in ensuring that the operations run smoothly and potential risks are mitigated. The Company has engaged Baker Tilly Monteiro Heng Governance Sdn Bhd, an independent internal audit firm ("**BTMHG**" or "**Internal Auditors**") to assist in formalizing the Group's risk management framework and provide assurance on the adequacy and integrity of the internal control system. The Internal Auditors report directly to the ARMC.

The ARMC is responsible for reviewing the risk management framework and internal control system and ensure that it aligns with the business objectives of the Group. The ARMC's roles include updating the Board on current major risks, potential risks identified, changes of risk profile and management action plans taken to manage those identified risks. The ARMC also reviews the clinical governance, quality framework and reports to ensure delivery of high quality and safe patient care across the Group in accordance with the appropriate standards. Annual assessment and periodic testing on the effectiveness of the risk management framework and internal control system are conducted, and the assessment results together with recommendations for improvements are reported to the Board.

Details on the key features of the risk management and internal control system together with its adequacy and effectiveness are described in the Statement on Risk Management and Internal Control.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

#### A. COMMUNICATION WITH STAKEHOLDERS

The Company is fully committed in providing continuous communication with the stakeholders and emphasises the importance of transparency. Hence, the Board has established an effective and transparent method to keep the stakeholders informed on corporate information, policies on governance, economic, environmental and social responsibility.

The Company has posted the following on the Company's website, <https://www.cengild.com/>, with the intention of building a communication channel between the Company with the stakeholders:

##### (a) Financial information submitted to Bursa Securities

The Company has all its financial information submitted to Bursa Securities posted on the Company's website and stakeholders may access the information from its website.

##### (b) Investor section which provides relevant corporate information

The Company's website consists of an Investor section dedicated to provide corporate information to the stakeholders' such as general corporate information, Directors' profiles, and policies approved by the Board.

##### (c) General telephone number, fax number and email address.

The general line number, fax number and general enquiry email address of the Company are provided for the stakeholders to send in any enquiries to the Company directly.

#### B. CONDUCT OF ANNUAL GENERAL MEETING ("AGM")

The AGM of the Company serves as a principal forum for the Company and the shareholders to be informed on the Company's growth and to seek for shareholders' approval on resolutions.

The notice and agenda of the AGM together with the proxy form are given to the shareholders at least twenty-eight (28) days prior to the date of the AGM. This will give the shareholders sufficient time to consider the resolutions to be tabled at the AGM and make the necessary arrangement to attend in person or to submit proxy form to attend the AGM on their behalf. The notice of AGM was also accompanied by explanatory notes which provide further explanation on each resolution proposed to facilitate informed decision-making by the shareholders.

# AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

The Board of Directors (“**Board**”) of the Cengild Medical Berhad (“**Cengild Medical**” or “**the Company**”) is pleased to present the Audit and Risk Management Committee (“**ARMC**”) Report for the financial year ended 30 June 2024 (“**FYE 2024**”).

## AUDIT AND RISK MANAGEMENT COMMITTEE COMPOSITION

The ARMC comprises three (3) members, all of whom are Independent Non-Executive Directors. All of the Independent Non-Executive Directors satisfied the test of independence under the ACE Market Listing Requirements (“**ACE LR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”). The ARMC meets the requirements of Rule 15.09 of the ACE LR.

The present composition in the ARMC during the financial year under review are as follows:

<b>Chairman:</b>	Mr. Kua Choo Kai
<b>Members:</b>	Dr. Chong Su-Lin Dr. Azrina Binti Abu Bakar

The Chairman of ARMC, Mr. Kua Choo Kai, is a member of the Malaysian Institute of Accountants (“**MIA**”).

## ROLE AND RESPONSIBILITIES

The role and responsibilities of the ARMC are as follows:

### **Financial Reporting**

- (a) Review the quarterly results and the year-end financial statements of the Group, before submission to the Board for approval, focusing particularly on:-
  - Any changes or implementation of major accounting policies;
  - Any significant matters highlighted including financial reporting issues, significant judgement made by management, significant and unusual events or transactions and how these matters are addressed;
  - Any significant adjustment arising from the audit;
  - Any major judgemental areas and others;
  - The going concern assumption;
  - Whether significant contingent liabilities and commitments have been properly disclosed; and
  - Compliance with accounting standards, regulatory and other legal requirements.
- (b) Review and provide advice on whether the financial statements taken as a whole provide a true and fair view of the Company’s financial position and performance; and
- (c) Ask probing questions to ascertain whether the financial statements are consistent with operational and other information known, where there are significant matters requiring judgement.

### **External Auditors**

- (a) Consider and recommend to the Board on the appointment or re-appointment of external auditors and to fix their fees (audit and non-audit), after assessing their independence and capabilities as well as the effectiveness of the external audit process;
- (b) Review and report the re-appointment or resignation or removal of external auditors to the Board;
- (c) Assess the suitability, objectivity and independence of the external auditors on an annual basis based on the policies and procedures that have been established and the annual performance evaluation of the external auditors undertaken by the Committee; and
- (d) Review the audit plan, scope, nature, audit report, evaluation of the system of internal controls, assistance given by the employees to the external auditors, and external auditors’ management letter and management’s response.

## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

### ROLE AND RESPONSIBILITIES (CONT'D)

The role and responsibilities of the ARMC are as follows (Cont'd):

#### **Internal Audit**

- (a) review the adequacy of the scope, competency and resources of the internal audit function, and that it has the necessary authority to carry out its work;
- (b) review the internal audit plan, programme, processes, and the reporting structure;
- (c) review whether the internal audit function is carried out in accordance with a recognised framework;
- (d) review the findings of the internal auditor's reports, investigations undertaken and whether or not appropriate actions are taken by the management, based on the recommendations of the internal auditors;
- (e) review the appraisal or assessment of the performance of the internal audit function on an annual basis; and
- (f) review any special audit which the Committee deems necessary.

#### **Related Party Transactions ("RPT") Recurrent RPT ("RRPT") and Conflict of Interest**

- (a) Monitor, review and report to the Board any RPT, RRPT and conflict of interest situation that arose, persist or may arise within the Company or Group, any other transaction, procedures or code of conduct that raises questions of management integrity, and the measures taken to resolve, eliminate, or mitigate such conflicts of interest;
- (b) In reviewing any RPT or RRPT, the ARMC shall review the terms thereof to determine whether such RPT or RRPT will be conducted at arm's length basis and on normal commercial terms in the ordinary course of business and on terms not more favourable to the related party than those generally available to the public and will not prejudice the shareholders or disadvantage to the Group;
- (c) Determining whether the arrangement for the employee consultants to perform consultations and treatments in other medical centre are satisfactory, essential and favourable to the Group and is not detrimental to the shareholders; and
- (d) To conduct a review on the declaration and all relevant documents pertaining to the arrangement for the employee consultants of the Group to perform consultations and treatments in other medical centres are satisfactory, essential and favourable to the Group, and to recommend the same to the Board for approval.

#### **Risk Management**

- (a) Ensure that an appropriate risk reporting structure is established to facilitate reporting of risks to management and the Board;
- (b) Oversee the Group's overall risk management framework and policies;
- (c) Review and assess the adequacy and effectiveness of the risk management framework, policies and processes, which include identifying, managing, monitoring, treating and mitigating significant risks of the Group, and recommend for approval by the Board;
- (d) Review and assess the risk appetite and risk tolerance for the Group;
- (e) Review the regulatory and clinical compliance reports and any other reports within the purview of the ARMC;
- (f) Review the significant risks identified and assess the mitigating actions put in place to manage these risks;

## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

### ROLE AND RESPONSIBILITIES (CONT'D)

The role and responsibilities of the ARMC are as follows (Cont'd):

#### **Risk Management (Cont'd)**

- (g) Review the Statement on Risk Management and Internal Control for inclusion in the Company's Annual Report, and recommend for approval by the Board;
- (h) Ensure the key risks are effectively managed in accordance with the Group's risk management policies and strategies;
- (i) Review the adequacy of resources for managing the risk management framework;
- (j) Review and deliberate reports on non-compliance findings by regulatory agencies;
- (k) Carry out other responsibilities, functions or assignments as may be defined by the Board from time to time; and
- (l) Has the right to call for Ad-Hoc or emergency meeting for any occurrence of sentinel event incident.

#### **Others**

- (a) Review all financial related reports/statements as required by the ACE LR, for inclusion in the Annual Report;
- (b) Verify allocation of units or options issued pursuant to the various incentive or retention schemes implemented by the Group (if any);
- (c) Obtain regular updates from the management regarding compliance matters;
- (d) Review findings, queries or investigation by the regulatory agencies (if any);
- (e) Review and report to the Board on the status of compliance of the Undertakings\* by the employee consultants to the Group;
- (f) Review the adequacy and appropriateness of Anti-Bribery and Corruption Policy, and Policy for Whistleblowing, when necessary; and
- (g) Carry out any other functions that may be mutually agreed upon by the Committee and the Board.

Note: -

\* Employee Consultants shall not practice at other medical centres:

- (i) after three (3) years from the date the Company is listed on the ACE Market of Bursa Securities; or
- (ii) on full commencement of operations at the expanded area of the Group's existing medical centre,

whichever is the earlier, unless written approval from the Company has been obtained and the following conditions are met:

- (i) employee consultants only consult and treat patients at other medical centre where such patients have other illnesses that require the attention of other specialists not available at the Group's medical centre; and
- (ii) employee consultants shall not practice at other medical centres more than two (2) clinic sessions a week.

## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

### MEETINGS ATTENDANCE

Audit and Risk Management Committee Meeting	Numbers of Meetings	
	Attended	Held
<b><u>Independent Directors</u></b>		
Dr. Chong Su-Lin	5	5
Mr. Kua Choo Kai	5	5
Dr. Azrina Binti Abu Bakar	5	5

### SUMMARY OF ACTIVITIES DURING THE FINANCIAL YEAR UNDER REVIEW

The main activities undertaken by the ARMC during the financial year are as follows:

#### **Financial reporting**

- (a) Reviewed the quarterly financial results of the Group and made recommendations to the Board of Directors ("Board") for approval. The reviews served to ensure that the Group's financial reporting and disclosure are in compliance with Bursa Securities ACE LR and applicable accounting standards in Malaysia;
- (b) Reviewed and made the recommendation to the Board in respect of the annual audited financial statements of the Company and of the Group for the financial year ended 30 June 2024; and
- (c) Reviewed and made the recommendation to the Board in respect of the proposed dividend after reviewing and considering the solvency test presented;

#### **External Audit and re-appointment of External Auditors**

- (a) Reviewed the Audit Planning Memorandum with the External Auditors;
- (b) Reviewed with the External Auditors, the results of their audit for the financial year ended 30 June 2023, and their audit report;
- (c) Reviewed and recommended to the Board for approval, the fees for the audit and non-audit services for the financial year ended 30 June 2023;
- (d) Assessed the suitability and independence of the External Auditors;
- (e) Conducted private session with the External Auditors in the absence of the Executive Directors and Management to ensure there were no restrictions in the scope of their audit and there were no other significant matters to bring to the attention of the ARMC; and
- (f) Reviewed and recommended to the Board to table the approval on the re-appointment of the External Auditors, Messrs Crowe Malaysia PLT for the FYE 2024 at the Third Annual General Meeting;

#### **Internal Audit**

- (a) Reviewed with the Internal Auditors, the Internal Audit Plan to ensure adequacy of the scope and coverage of work for the FYE 2024 and financial year ending 30 June 2025;
- (b) Reviewed and discussed on the internal audit reports with respect to the following business processes:
  - Human Resource and Payroll Management
  - Patient Administration and Registration Process;
  - Financial Controls Management
  - Environmental, Social and Governance Review;
  - Information Technology ("IT") General Controls; and
  - Risk Management Framework Review.



## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

### SUMMARY OF ACTIVITIES DURING THE FINANCIAL YEAR UNDER REVIEW (CONT'D)

The main activities undertaken by the AC and RMC as well as ARMC during the financial year are as follows (Cont'd):

#### **Internal Audit (Cont'd)**

- (c) Reviewed the effectiveness of audit process and the performance of the overall Internal Audit function.

#### **Related Party Transactions**

- (a) Reviewed and monitored the related party transactions of the Group and ensured that they were not more favorable to the related parties than those generally available to the public and complied with Bursa Securities ACE LR and will not be detrimental to the shareholders or disadvantage to the Group;
- (b) Reviewed and ensured the Group has in place adequate procedures and processes to monitor, track and identify RRPTs in a timely and orderly manner;
- (c) Reviewed the declaration and relevant documents pertaining to the arrangement for the employee consultants to perform consultations and treatments in other medical centres to ensure that the arrangement is satisfactory, essential and favourable to the Group and not detrimental to the shareholders, and recommended to the Board for approval. As at the date of this report, the employee consultants are in compliance with the said Undertakings as the Company was only listed on 18 April 2022 and the expansion of the Group's existing medical centre is yet to be in place; and
- (d) Received the update on the draft Circular to Shareholders in relation to the Proposed Renewal of Existing Shareholders' Mandate for RRPTs of a Revenue or Trading Nature.

#### **Risk Management**

- (a) Reviewed the risk management framework, policies and procedures, which include identifying, managing, monitoring, treating and mitigating significant risks of the Group, and recommended to the Board for approval;
- (b) Reviewed the adequacy of resources for managing the risk management framework;
- (c) Reviewed the content of the Risk Management Standard Operating Procedures;
- (d) Reviewed the Balanced Scorecard;
- (e) Reviewed the Risk Register and received the updated on the Hospital incident and Case review;
- (f) Reviewed the Statement on Risk Management and Internal Control for inclusion in the Company's Annual Report;
- (g) Reviewed and proposed amendments to the Terms of Reference of ARMC and recommended to the Board for approval; and
- (h) Updates on IT and Cybersecurity matters.

#### **Other activities**

- (a) Reviewed and recommended to the Board for approval, the Corporate Governance Overview Statement, Corporate Governance Report, Audit and Risk Management Committee Report, and Statement on Risk Management and Internal Control for inclusion in the Annual Report 2023;
- (b) Reviewed and recommended to the Board for approval on the draft Corporate Governance Report; and
- (c) Reviewed and discussed on the corporate calendar for FYE 2024.

The ARMC Report was approved by the Board of Directors on 11 October 2024.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## INTRODUCTION

The Board of Directors (“**Board**”) of Cengild Medical Berhad (“**Cengild Medical**” or “**the Company**”) is pleased to present the Statement on Risk Management and Internal Control (“**Statement**”) in compliance with Rule 15.26(b) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“**Bursa Securities**”), the relevant principles and practices of the Malaysian Code on Corporate Governance (“**MCCG 2021**”) and the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers.

This Statement outlines the nature and scope of risk management and internal control of Cengild Medical and its subsidiary (hereinafter referred to as “**the Group**”) for the financial year ended 30 June 2024 (“**FYE 2024**”) and up to the date of approval of this Statement for inclusion in the Annual Report.

## ROLES AND RESPONSIBILITIES OF THE BOARD

The Board acknowledges its overall responsibility in establishing a sound risk management framework and internal control system. The Board recognises that continuous review of the effectiveness, adequacy and integrity of the risk management framework and internal control system in a dynamic business environment is fundamental to governance framework and would ultimately better safeguard shareholder’s investment and the Group’s assets.

The Board’s focus on effective risk oversight is crucial to setting the tone and culture for effective risk management and internal control. Hence, to discharge its oversight roles and responsibilities more effectively, the Board has authorised the Audit and Risk Management Committee, to review the Company’s risk management framework, policies and processes and staff responsibilities and assess whether they provide reasonable assurance that the principal risks can be mitigated with the implementation of appropriate internal controls and / or mitigation measures.

## RISK MANAGEMENT FRAMEWORK

Risk management is an integral part of the business strategy and is embedded into the day-to-day operations to both ensure patient safety and to achieve sustainable long-term growth and profitability. Effective risk management remains the responsibility and accountability of the entire Group.

As of FYE 2024, Audit Committee and Risk Management Committee had been merged into one committee, known as the Audit and Risk Management Committee (“**ARMC**”).

The key roles and responsibilities of the ARMC are set out in the TOR, as follows:

The ARMC shall:-

- i. have oversight of the integrity of the Group’s accounting and financial reporting;
- ii. evaluate the performance of internal auditors and external auditors;
- iii. enhance the effectiveness and independence of both the external and internal auditors’ functions through active participation in the audit process;
- iv. oversee the effectiveness of the systems of internal controls and risk management framework and policies: such policies include the proposal to the Board of the risk appetite of the Group, and ensuring that operating processes operate within this risk appetite threshold; and
- v. ensure that proper processes and procedures are in place to comply with relevant laws, rules and regulations, directives and guidelines established by the relevant regulatory bodies of Malaysia.

## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

### RISK MANAGEMENT FRAMEWORK (CONT'D)

The Senior Manager of Total Quality Management and Clinical Support has been appointed to co-ordinate, facilitate and monitor the implementation of risk management activities across all operations within the Group. The Enterprise Risk Management (“**ERM**”) Framework to be formalised by the Group encompasses the following risk management processes as depicted in the below diagram:



The Group recognises that Enterprise Risk Management (ERM) is proactive management system for anticipating emerging risks and putting in place pre-emptive action plans so that the effect of uncertainties on fulfilling business goals and objectives are minimised.

The Group has in place a Risk Management Standard Operating Procedure which is consistent with the definition of an ‘appropriate framework’ in Standard ISO 31000:2018 Risk Management – Guidelines.

### INTERNAL CONTROL SYSTEM

Internal control system is embedded into various day-to-day operational policies and procedures of business segments across the Group to ensure that the Group’s business is being managed effectively and sustainably.

Key elements of the Group’s internal control system include:

- i) The Board of Directors and the respective Board Committees meet regularly to review business plans and business strategies, and the Group’s performance from financial and operational perspectives;
- ii) Expected integrity and ethical behaviours from the Directors and employees are incorporated in the Code of Conduct and Ethics. Ethical practices throughout the Group are further enhanced with the formalisation of Anti-Bribery and Corruption Policy and Whistleblowing Policy to prevent and better manage bribery risks and conflict of interest.
- iii) Financial performance is measured against approved annual budgets and financial forecasts of the Group to identify significant variances for prompt actions to be taken;
- iv) Formalisation of other high-level Policies such as Personal Data Protection Act Policy, Succession Plan Policy, Emergency Evacuation Policy;
- v) A well-defined organisation structure with clear reporting line and appropriate segregation of duties and accountabilities.
- vi) Establishment of Discretionary Authority Limits for clear delegation of authority limit that governs decision making powers to act on behalf of the Group and limits to those power;
- vii) Formalisation of Standard Operating Procedures (“**SOP**”) on key functions and / or processes to ensure the uniformity, continuity and consistency of business process and practices within the Group;

## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

### INTERNAL CONTROL SYSTEM (CONT'D)

Key elements of the Group's internal control system include (Cont'd):

- viii) Establishment of Compliance Monitoring Framework to ensure the Group conducts its business in compliance with the law, regulations; and
- ix) Periodic management review meetings to discuss key operational and management issues.

### INTERNAL AUDIT FUNCTION

The Board shall ensure and maintain independence of the risk and internal control environment in compliance with Rule 15.27(1) of ACE Market Listing Requirements of Bursa Securities. The Group has appointed BTMHG as the outsourced internal auditors to assist both the Board and Audit and Risk Management Committee ("**ARMC**") by conducting independent internal audit review on the adequacy, efficiency and effectiveness of the Group's internal control system. The Internal Auditors report directly to the ARMC and carry out internal audit work based on a risk-based annual internal audit plan reviewed and approved by the ARMC.

The Internal Auditors use the Committee of Sponsoring Organisation of the Treadway Commission - Internal Control ("**COSO - IC**") Integrated Framework as a basis for evaluating the effectiveness of the internal control system. The Internal Auditors also refer to the International Professional Practices Framework ("**IPPF**") during the audit reviews. The Internal Auditors shall highlight any key area of weakness in the risks and internal control management system of the Group to the ARMC and make recommendation on the remedial action to be taken to address the areas of weaknesses. The internal audit findings which include audit recommendations shall be highlighted for the reviews and recommendations of the ARMC for implementation. In addition, the Internal Auditors shall perform follow-up review on previously reported internal audit findings and provide an update to the ARMC on the status of implementation.

During the FYE 2024, internal audit work was carried out in accordance with the risk assessment based internal audit plan that was reviewed and approved by the ARMC on 22 August 2023. The internal audit during the year reviewed, identified areas of risk and evaluated the efficiency and effectiveness of internal controls that are in place with respect to the following business processes:

- Human Resource & Payroll Management
- Patient Administration and Registration
- Financial Control Management

Based on the internal audit reviews conducted, no noted weaknesses resulted in any material losses, contingencies or uncertainties that would require separate disclosure in this report. The total costs incurred for the internal audit function for FYE 2024 was approximately RM50,000.

### REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

This Statement on Risk Management and Internal Control has been reviewed by our external auditors in accordance with Rule 15.23 of ACE Market Listing Requirements of Bursa Securities for FYE 2024.

Their limited assurance review was performed in accordance with the Audit and Assurance Practice Guide ("**AAPG**") 3 issued by the Malaysian Institute of Accountants. AAPG 3 does not require the external auditors to form an opinion on the adequacy and effectiveness of the risk management and internal control system of the Group.

Based on their review, the external auditors have reported to the Board that nothing had come to their attention that causes them to believe that this Statement is not prepared, in all material aspects, in accordance with the disclosures required under Paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers and Practice 10.1 and Practice 10.2 of MCCG 2021, nor that this Statement is factually incorrect.

## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

### CONCLUSION

During the financial year under review up to the date of approval of this Statement for inclusion in the Annual Report, the Board remains committed to ensure that risk management is embedded in the Group's activities and the internal controls have been duly assessed throughout the period.

There were no significant internal control deficiencies or weaknesses that have resulted in material losses or contingencies that would require separate disclosure in the Group's Annual Report. The Group's risk management and internal controls systems do not apply to the associate companies and joint ventures.

The Board has also received assurance from the CEO and Financial Controller that the Company's risk management and internal control system is operating adequately and effectively, in all material aspects, based on the risk management and internal control system of the Company.

This Statement has been tabled and approved by the Board on 11 October 2024.

## ADDITIONAL COMPLIANCE INFORMATION

### 1. Audit and Non-Audit Fees

During the financial year ended 30 June 2024 (“**FYE 2024**”), the amount for audit and non-audit fees payable by the Group were RM122,400 and RM6,000 respectively.

The non-audit fees paid or payable to the external auditors, or a firm or corporation affiliated to the auditors’ firm by the Company during the FYE 2024 were RM6,000. The non-audit fees were in relation to the service rendered for the review of Statement of Risk Management and Internal Control.

### 2. Material Contracts

During the FYE 2024, there was no material contract entered into by the Company or its subsidiaries involving Directors and major shareholders.

### 3. Material Contracts relating to Loans

During the FYE 2024, there was no material contract relating to loans entered into by the Company or its subsidiaries involving Directors and major shareholders.

### 4. Recurring Related Parties Transactions

The RRPTs of the Group have been entered into in the normal course of business. The aggregate value of the RRPTs from 30 September 2023 to 30 September 2024 are as follows:

Related Party	Relationship	Nature of transactions	RM
Dato’ Dr. Tan Huck Joo	Interested Director and major shareholder	External Consultant Fee	1,044,421
Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi	Interested Director	External Consultant Fee	821,197

The Company will seek shareholders’ approval for proposed renewal of existing shareholders’ mandate for the recurrent related party transactions at the upcoming 4<sup>th</sup> Annual General Meeting to be convened on 29 November 2024.

# DIRECTORS' RESPONSIBILITY STATEMENT

The Board is responsible for ensuring that the financial statements are properly drawn up in accordance with the Malaysia Financial Reporting Standards, International Financial Reporting Standards, and the requirements of the Companies Act 2016 so as to give a true and fair view of the financial position of our Group and of our Company as at the end of the financial year and of the financial performance and cash flows for the financial year then ended.

In preparing these financial statements, the Board has considered the following:

- (i) Applied appropriate accounting policies consistently;
- (ii) Made judgements and estimations that were reasonable and prudent; and
- (iii) Ensured compliance with applicable approved financial reporting standards in Malaysia and the financial statements were prepared on a going concern basis.

The Board is responsible for ensuring that our Group and our Company maintain proper and adequate accounting records which disclose the financial position of our Group and of our Company with reasonable accuracy to ensure compliance with the provisions of the Companies Act 2016.

The Board is also responsible to take reasonable steps to safeguard the assets of our Group and of our Company to prevent and detect fraud and other irregularities.



# FINANCIAL STATEMENTS

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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 30 June 2024.

## 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.

## RESULTS

	<b>The Group RM</b>	<b>The Company RM</b>
Profit after taxation for the financial year	11,077,788	6,898,732
<hr/>		
Attributable to:- Owners of the Company	11,077,788	6,898,732
<hr/>		

## DIVIDENDS

Dividends paid or declared by the Company since 30 June 2023 are as follows:-

	<b>RM</b>
<u>In respect of the financial year ended 30 June 2023</u>	
A single-tier interim dividend of 0.37 sen per ordinary share, paid on 25 September 2023	3,081,777
<u>In respect of the financial year ended 30 June 2024</u>	
A single-tier interim dividend of 0.37 sen per ordinary share, paid on 29 March 2024	3,081,777
<hr/>	
	6,163,554
<hr/>	

On 27 August 2024, the Company declared a single-tier interim dividend of 0.37 sen per ordinary share amounting to RM3,081,777 in respect of the current financial year, paid on 27 September 2024, to shareholders whose names appeared in the record of depositors on 11 September 2024. The financial statements for the current financial year do not reflect this interim dividend. Such dividend will be accounted for in equity as an appropriation of retained profits in the financial year ending 30 June 2025.

## 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 RM87,472,106 to RM87,487,306 by way of issuance of 38,500 new ordinary shares from the exercise of options under the Company's Long Term Incentive Plan at the exercise price of RM0.33 per share which amounted to RM12,705 and transfer from Long Term Incentive Plan reserve of RM2,495 to share capital.

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

- (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 except for the share options granted pursuant to the Company's Long Term Incentive Plan below.

### LONG TERM INCENTIVE PLAN

The Long Term Incentive Plan ("LTIP") of the Company is governed by the LTIP By-Laws and was approved by the shareholders on 15 April 2022. The LTIP is to be in force for a period of 5 years effective from 15 April 2022.

The details of the LTIP are disclosed in Note 18(b) to the financial statements.

### 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.

### 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.

## DIRECTORS' REPORT (CONT'D)

### 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:-

Dato' Dr. Tan Huck Joo  
Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi  
Dr. Azrina Binti Abu Bakar  
Dr. Chong Su-Lin  
Mr. Kua Choo Kai

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:-

Dr. Mustafa Mohammed Taher  
Dr. Ong Siew Kuen  
Dr. Ramesh A/L K Gurunathan

## DIRECTORS' REPORT (CONT'D)

### DIRECTORS' INTERESTS

According to the register of directors' shareholdings, the interests of directors holding office at the end of the financial year in shares, options over unissued shares or debentures of the Company and its related corporations during the financial year are as follows:-

	<----- Number of Ordinary Shares ----->			
	At	Bought	Sold	At
	1.7.2023			30.6.2024
<b>The Company</b>				
<i>Direct Interests</i>				
Dato' Dr. Tan Huck Joo	134,728,570	-	-	134,728,570
Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi	56,327,438	-	-	56,327,438
Dr. Azrina Binti Abu Bakar	200,000	-	-	200,000

	<----- Number of Options under LTIP ----->			
	At	Granted	Exercised	At
	1.7.2023			30.6.2024
<b>The Company</b>				
<i>Direct Interests</i>				
Dato' Dr. Tan Huck Joo	6,224,400	-	-	6,224,400
Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi	2,445,300	-	-	2,445,300

The other director holding office at the end of the financial year had no interest in shares, options over unissued shares or debentures of the Company or its related corporations during the financial year.

### 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 a member, or with a company in which the director has a substantial financial interest except for any benefits which may be deemed to arise from transactions entered into in the ordinary course of business with companies in which certain directors have substantial financial interests as disclosed in Note 33(b) to the financial statements.

Neither during nor at the end of the financial year was 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 other than the share options granted to certain directors pursuant to the LTIP of the Company.

### DIRECTORS' REMUNERATION

The details of the directors' remuneration paid or payable to the directors of the Company during the financial year are as follows:-

	<b>The Group</b>	<b>The Company</b>
	<b>RM</b>	<b>RM</b>
Fees	135,000	135,000
Salaries, bonuses and other benefits	6,780,903	19,200
Defined contribution benefits	658,814	-
LTIP expenses	95,842	-
	<b>7,670,559</b>	<b>154,200</b>

## DIRECTORS' REPORT (CONT'D)

### INDEMNITY AND INSURANCE COST

During the financial year, the amount of indemnity coverage and insurance premium paid for the directors and certain officers of the Group were RM10,000,000 and RM14,250 respectively. There was no indemnity given to or insurance effected for the auditors of the Company.

### SUBSIDIARIES

The details of the subsidiary name, place of incorporation, principal activities and percentage of issued share capital held by the Company in each subsidiary are disclosed in Note 5 to the financial statements.

The available auditors' reports on the financial statements of the subsidiaries did not contain any qualification.

### SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

The significant events during the financial year are disclosed in Note 36 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:-

	<b>The Group RM</b>	<b>The Company RM</b>
Audit fees	122,400	30,000
Non-audit fee	6,000	6,000
	128,400	36,000

Signed in accordance with a resolution of the directors dated 11 October 2024.

**Dato' Dr. Tan Huck Joo**

**Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi**

## **STATEMENT BY DIRECTORS**

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

We, Dato' Dr. Tan Huck Joo and Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi, being two of the directors of Cengild Medical Berhad, state that, in the opinion of the directors, the financial statements set out on pages 96 to 140 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting 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 30 June 2024 and of their financial performance and cash flows for the financial year ended on that date.

Signed in accordance with a resolution of the directors dated 11 October 2024.

**Dato' Dr. Tan Huck Joo**

**Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi**

## **STATUTORY DECLARATION**

### **PURSUANT TO SECTION 251(1)(b) OF THE COMPANIES ACT 2016**

I, John Lian Yoon Ahn, MIA Membership Number: 34722, being the officer primarily responsible for the financial management of Cengild Medical Berhad, do solemnly and sincerely declare that the financial statements set out on pages 96 to 140 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  
John Lian Yoon Ahn, NRIC Number: 870903-14-5411  
at Kuala Lumpur  
in the Federal Territory  
on this 11 October 2024

**John Lian Yoon Ahn**

Before me

Shaiful Hilmi Bin Halim  
No. W-804  
Commissioner For Oaths

# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CENGILD MEDICAL BERHAD

(Incorporated in Malaysia)

Registration No: 202101004143 (1404442 - P)

## REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

### Opinion

We have audited the financial statements of Cengild Medical Berhad, which comprise the statements of financial position of the Group and of the Company as at 30 June 2024, 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 96 to 140.

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 30 June 2024, and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting 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"), 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. We have determined that there are no key audit matters to be communicated in our report.

### Information Other than the Financial Statements and Auditors' Report Thereon

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

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

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

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

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CENGILD MEDICAL BERHAD (CONT'D)

(Incorporated in Malaysia)

Registration No: 202101004143 (1404442 - P)

### Responsibilities of the Directors for the Financial Statements

The directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia. The directors are also responsible for such internal control as the directors determine is necessary to enable the preparation of financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

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

### Auditors' Responsibilities for the Audit of the Financial Statements

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

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

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

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.



## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CENGILD MEDICAL BERHAD (CONT'D)

(Incorporated in Malaysia)

Registration No: 202101004143 (1404442 - P)

### Auditors' Responsibilities for the Audit of the Financial Statements (Cont'd)

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

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

### REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiaries of which we have not acted as auditors, are disclosed in Note 5 to the financial statements.

### OTHER MATTER

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

#### **Crowe Malaysia PLT**

201906000005 (LLP0018817-LCA) & AF 1018  
Chartered Accountants

Kuala Lumpur

11 October 2024

#### **Tan Keng Chiew**

03709/01/2025 J  
Chartered Accountant

# STATEMENTS OF FINANCIAL POSITION

## AS AT 30 JUNE 2024

	Note	The Group		The Company	
		2024 RM	2023 RM	2024 RM	2023 RM
<b>ASSETS</b>					
NON-CURRENT ASSETS					
Investment in subsidiaries	5	-	-	12,981,766	12,720,047
Investment in associates	6	920,663	600	-	-
Investment in joint ventures	7	2,905	-	-	-
Plant and equipment	8	26,448,367	13,661,088	-	-
Right-of-use assets	9	3,753,235	10,231,668	-	-
Deferred tax assets	10	1,930,250	1,669,521	-	-
		33,055,420	25,562,877	12,981,766	12,720,047
CURRENT ASSETS					
Inventories	11	1,715,855	1,380,632	-	-
Trade receivables	12	6,545,815	5,077,314	-	-
Other receivables, deposits and prepayments	13	1,588,477	1,399,525	216,713	251,547
Amount owing by subsidiaries	14	-	-	13,632,116	29,646
Dividend receivable	15	-	-	3,081,777	-
Fixed deposits with licensed banks	16	87,620,701	97,548,740	60,510,984	76,862,706
Cash and bank balances		1,917,042	759,435	798,465	112,768
		99,387,890	106,165,646	78,240,055	77,256,667
<b>TOTAL ASSETS</b>		<b>132,443,310</b>	<b>131,728,523</b>	<b>91,221,821</b>	<b>89,976,714</b>
<b>EQUITY AND LIABILITIES</b>					
EQUITY					
Share capital	17	87,487,306	87,472,106	87,487,306	87,472,106
Reserves	18	2,266,933	2,007,709	736,483	477,259
Retained profits		21,542,869	16,628,635	2,286,918	1,551,740
<b>TOTAL EQUITY</b>		<b>111,297,108</b>	<b>106,108,450</b>	<b>90,510,707</b>	<b>89,501,105</b>

The annexed notes form an integral part of these financial statements.

## STATEMENTS OF FINANCIAL POSITION AS AT 30 JUNE 2024 (CONT'D)

	Note	The Group		The Company	
		2024 RM	2023 RM	2024 RM	2023 RM
NON-CURRENT LIABILITIES					
Lease liabilities	19	5,665,010	13,602,193	-	-
Provision for restoration costs	20	715,711	622,840	-	-
		6,380,721	14,225,033	-	-
CURRENT LIABILITIES					
Trade payables	21	3,669,360	2,589,059	-	-
Other payables and accruals	22	7,480,704	7,033,868	150,877	201,836
Amount owing to a subsidiary	14	-	-	-	141
Amount owing to directors	23	154,200	150,200	154,200	150,200
Lease liabilities	19	2,478,485	1,330,987	-	-
Current tax liabilities		982,732	290,926	406,037	123,432
		14,765,481	11,395,040	711,114	475,609
TOTAL LIABILITIES		21,146,202	25,620,073	711,114	475,609
TOTAL EQUITY AND LIABILITIES		132,443,310	131,728,523	91,221,821	89,976,714

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 30 JUNE 2024

	Note	The Group		The Company	
		2024 RM	2023 RM	2024 RM	2023 RM
REVENUE	24	66,853,533	70,280,026	6,163,554	9,140,754
COST OF SALES		(35,761,585)	(39,554,942)	-	-
GROSS PROFIT		31,091,948	30,725,084	6,163,554	9,140,754
OTHER INCOME		4,493,983	3,657,283	2,449,266	2,141,800
		35,585,931	34,382,367	8,612,820	11,282,554
ADMINISTRATIVE EXPENSES		(18,758,283)	(16,237,325)	(927,387)	(871,597)
OTHER EXPENSES		(2,899)	(9,335)	-	-
FINANCE COSTS		(629,404)	(734,317)	(379)	(192)
NET IMPAIRMENT LOSS ON FINANCIAL ASSET	25	(1,434)	(27,234)	-	-
SHARE OF LOSS OF EQUITY ACCOUNTED ASSOCIATES		(354,637)	-	-	-
SHARE OF PROFIT OF EQUITY ACCOUNTED JOINT VENTURES		3,686	-	-	-
PROFIT BEFORE TAXATION	26	15,842,960	17,374,156	7,685,054	10,410,765
INCOME TAX EXPENSE	27	(4,765,172)	(4,085,727)	(786,322)	(428,432)
PROFIT AFTER TAXATION		11,077,788	13,288,429	6,898,732	9,982,333
OTHER COMPREHENSIVE INCOME		-	-	-	-
TOTAL COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR		11,077,788	13,288,429	6,898,732	9,982,333
<b>PROFIT AFTER TAXATION ATTRIBUTABLE TO:-</b>					
Owners of the Company		11,077,788	13,288,429	6,898,732	9,982,333
<b>TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:-</b>					
Owners of the Company		11,077,788	13,288,429	6,898,732	9,982,333
<b>EARNINGS PER SHARE (SEN)</b>					
Basic	28	1.33	1.62		
Diluted	28	1.33	1.61		

The annexed notes form an integral part of these financial statements.

# STATEMENTS OF CHANGES IN EQUITY

## FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

	Note	<----- Non-Distributable ----->			Distributable	Total Equity RM
		Share Capital RM	Reorganisation Reserve RM	Incentive Plan Reserve RM	Long Term Retained Profits RM	
<b>The Group</b>						
Balance at 1.7.2022		81,932,561	1,530,450	87,698	9,399,326	92,950,035
Profit after taxation/ Total comprehensive income for the financial year		-	-	-	13,288,429	13,288,429
Contribution by and distributions to owners of the Company:						
- Issuance of shares	17(c)(i)	5,618,600	-	-	-	5,618,600
- Share issuance expenses	17(c)(i)	(89,951)	-	-	-	(89,951)
- Share options exercised	17(c)(ii)	10,896	-	(1,788)	-	9,108
- Share options lapsed	18(b)	-	-	(1,504)	-	(1,504)
- Share options to executives	18(b)	-	-	392,853	-	392,853
- Dividends	29	-	-	-	(6,059,120)	(6,059,120)
Total transactions with owners		5,539,545	-	389,561	(6,059,120)	(130,014)
Balance at 30.6.2023/1.7.2023		87,472,106	1,530,450	477,259	16,628,635	106,108,450
Profit after taxation/ Total comprehensive income for the financial year		-	-	-	11,077,788	11,077,788
Contribution by and distributions to owners of the Company:						
- Share options exercised	17(b)	15,200	-	(2,495)	-	12,705
- Share options to executives	18(b)	-	-	261,719	-	261,719
- Dividends	29	-	-	-	(6,163,554)	(6,163,554)
Total transactions with owners		15,200	-	259,224	(6,163,554)	(5,889,130)
Balance at 30.6.2024		87,487,306	1,530,450	736,483	21,542,869	111,297,108

The annexed notes form an integral part of these financial statements.

## STATEMENTS OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

	Note	Share Capital RM	Long Term Incentive Plan Reserve RM	(Accumulated Loss)/ Retained Profits RM	Total Equity RM
<b>The Company</b>					
Balance at 1.7.2022		81,932,561	87,698	(2,371,473)	79,648,786
Profit after taxation /Total comprehensive income for the financial year		-	-	9,982,333	9,982,333
Contribution by and distributions to owners of the Company:					
- Issuance of shares	17(c)(i)	5,618,600	-	-	5,618,600
- Share issuance expenses	17(c)(i)	(89,951)	-	-	(89,951)
- Share options exercised	17(c)(ii)	10,896	(1,788)	-	9,108
- Share options lapsed	18(b)	-	(1,504)	-	(1,504)
- Share options to executives	18(b)	-	392,853	-	392,853
- Dividends	29	-	-	(6,059,120)	(6,059,120)
Total transactions with owners		5,539,545	389,561	(6,059,120)	(130,014)
Balance at 30.6.2023/1.7.2023		87,472,106	477,259	1,551,740	89,501,105
Profit after taxation/ Total comprehensive income for the financial year		-	-	6,898,732	6,898,732
Contribution by and distributions to owners of the Company:					
- Share options exercised	17(b)	15,200	(2,495)	-	12,705
- Share options to executives	18(b)	-	261,719	-	261,719
- Dividends	29	-	-	(6,163,554)	(6,163,554)
Total transactions with owners		15,200	259,224	(6,163,554)	(5,889,130)
Balance at 30.6.2024		87,487,306	736,483	2,286,918	90,510,707

The annexed notes form an integral part of these financial statements.

# STATEMENTS OF CASH FLOWS

## FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

	Note	The Group		The Company	
		2024 RM	2023 RM	2024 RM	2023 RM
CASH FLOWS FROM/(FOR)					
OPERATING ACTIVITIES					
Profit before taxation		15,842,960	17,374,156	7,685,054	10,410,765
Adjustments for:-					
Depreciation of plant and equipment		2,550,171	1,865,079	-	-
Depreciation of right-of-use assets		1,460,624	1,304,763	-	-
Rent concessions		(8,800)	-	-	-
Impairment loss on:					
- trade receivables		1,434	27,234	-	-
Interest expense on lease liabilities		596,142	703,226	-	-
Unwinding of discount		30,741	29,783	-	-
Plant and equipment written off		1,868	9,335	-	-
Loss on reduction in stake in a joint venture		1,031	-	-	-
Share of net loss of equity accounted associates		354,637	-	-	-
Share of net profit of equity accounted joint ventures		(3,686)	-	-	-
Special issue on shares expenses		-	151,157	-	151,157
Share options lapsed		-	(1,504)	-	-
Share options to executives		261,719	392,853	-	-
Interest income		(3,355,900)	(2,783,381)	(2,449,266)	(2,141,800)
Operating profit before working capital changes		17,732,941	19,072,701	5,235,788	8,420,122
Increase in inventories		(335,223)	(228,123)	-	-
(Increase)/Decrease in trade and other receivables		(1,658,887)	(301,792)	34,834	139,217
Increase in amount owing by subsidiaries		-	-	(16,684,247)	(29,646)
Increase/(Decrease) in trade and other payables		1,527,137	(282,327)	(50,959)	(112,329)
Decrease in amount owing to a subsidiary		-	-	(141)	(8,702,008)
Increase/(Decrease) in amount owing to directors		4,000	(5,600)	4,000	(5,600)
CASH FROM/(FOR) OPERATIONS		17,269,968	18,254,859	(11,460,725)	(290,244)
Income tax paid		(4,334,095)	(4,341,996)	(503,717)	(332,000)
NET CASH FROM/(FOR) OPERATING ACTIVITIES		12,935,873	13,912,863	(11,964,442)	(622,244)
CASH FLOWS (FOR)/					
FROM INVESTING ACTIVITIES					
Incorporation of new subsidiaries		-	-	-	(1,000)
Interest income received		3,355,900	2,783,381	2,449,266	2,141,800
Investment in an associate		(1,275,000)	(300)	-	-
Proceeds from reduction in stake in a joint venture		50	-	-	-
Proceeds from disposal of plant and equipment		394,803	-	-	-
Purchase of plant and equipment	30(a)	(15,734,121)	(2,129,411)	-	-
(Placement)/Withdrawal of fixed deposits with tenure more than 3 months		(66,173,915)	50,000,000	(52,893,492)	47,300,000
NET CASH (FOR)/FROM INVESTING ACTIVITIES		(79,432,283)	50,653,670	(50,444,226)	49,440,800

The annexed notes form an integral part of these financial statements.

## STATEMENTS OF CASH FLOWS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

	Note	The Group		The Company	
		2024 RM	2023 RM	2024 RM	2023 RM
CASH FLOWS FOR FINANCING ACTIVITIES					
Dividends paid		(6,163,554)	(6,059,120)	(6,163,554)	(6,059,120)
Interest paid	30(b)	(596,142)	(703,226)	-	-
Payment of share issuance expenses		-	(241,108)	-	(241,108)
Proceeds from issuance of ordinary shares		-	5,618,600	-	5,618,600
Proceeds from exercise of share options		12,705	9,108	12,705	9,108
Repayment of lease liabilities	30(b)	(1,700,946)	(1,272,526)	-	-
NET CASH FOR FINANCING ACTIVITIES		(8,447,937)	(2,648,272)	(6,150,849)	(672,520)
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS		(74,944,347)	61,918,261	(68,559,517)	48,146,036
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL YEAR		98,308,175	36,389,914	76,975,474	28,829,438
CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL YEAR	30(d)	23,363,828	98,308,175	8,415,957	76,975,474

The annexed notes form an integral part of these financial statements.



# NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

## 1. GENERAL INFORMATION

The Company is a public limited liability company, incorporated and domiciled in Malaysia. The registered office and principal place of business are as follows:-

Registered office : Unit 30-01, Level 30, Tower A, Vertical Business Suite,  
Avenue 3, Bangsar South, No. 8, Jalan Kerinchi,  
59200 Kuala Lumpur.

Principal place of business : Unit 2-3 & 2-4, Level 2, Nexus @ Bangsar South,  
No. 7, Jalan Kerinchi, 59200 Kuala Lumpur.

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 accordance with a resolution of the directors dated 11 October 2024.

## 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"), International Financial Reporting 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 standards and/or interpretations (including the consequential amendments, if any):-

### **MFRSs and/or IC Interpretations (Including The Consequential Amendments)**

MFRS 17 Insurance Contracts

Amendments to MFRS 17 Insurance Contracts

Amendment to MFRS 17: Initial Application of MFRS 17 and MFRS 9 - Comparative Information

Amendments to MFRS 101: Disclosure of Accounting Policies

Amendments to MFRS 108: Definition of Accounting Estimates

Amendments to MFRS 112: Deferred Tax related to Assets and Liabilities arising from a Single Transaction

Amendments to MFRS 112: International Tax Return - Pillar Two Model Rules

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 3. BASIS OF PREPARATION (CONT'D)

- 3.1 During the current financial year, the Group and the Company have adopted the following new accounting standards and/or interpretations (including the consequential amendments, if any) (Cont'd):-

The adoption of the above accounting standards and/or interpretations (including the consequential amendments, if any) did not have any material impact on the financial statements of the Group and of the Company except as follows:-

*Amendments to MFRS 101: Disclosure of Accounting Policies*

The Amendments to MFRS 101 'Disclosure of Accounting Policies' did not result in any changes to the existing accounting policies of the Group and of the Company. However, the amendments require the disclosure of 'material' rather than 'significant' accounting policies and provide guidance on how entities apply the concept of materiality in making decisions about the material accounting policy disclosures. The Group and the Company have made updates to the accounting policies presented in Note 4 to the financial statements in line with the amendments.

- 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:-

<b>MFRSs and/or IC Interpretations (Including The Consequential Amendments)</b>	<b>Effective Date</b>
MFRS 18 Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19 Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 9 and MFRS 7: Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Amendments to MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred
Amendments to MFRS 16: Lease Liability in a Sale and Leaseback	1 January 2024
Amendments to MFRS 101: Classification of Liabilities as Current or Non-current	1 January 2024
Amendments to MFRS 101: Non-current Liabilities with Covenants	1 January 2024
Amendments to MFRS 107 and MFRS 7: Supplier Finance Arrangements	1 January 2024
Amendments to MFRS 121: Lack of Exchangeability	1 January 2025
Annual Improvements to MFRS Accounting Standards - Volume 11	1 January 2026

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.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 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 Plant and Equipment**

The estimates for the residual values, useful lives and related depreciation charges for the plant and equipment are based on commercial factors which could change significantly as a result of technical innovations and competitors' actions in response to the market conditions. The Group anticipates that the residual values of its 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 level of usage and technological development could impact the economic useful lives and the residual values of these assets, therefore future depreciation charges could be revised. The carrying amount of plant and equipment as at the reporting date is disclosed in Note 8 to the financial statements.

##### **(b) Impairment of Investment in Subsidiaries, Investment in Associates, Investment in Joint Ventures, Plant and Equipment and Right-of-use Assets**

The Group and the Company determine whether its investment in subsidiaries, investment in associates, investment in joint ventures, an item of its plant and equipment and right-of-use assets 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. A variety of methods is used to determine the recoverable amount, such as valuation reports and discounted cash flows. The carrying amounts of investment in subsidiaries, investment in associates, investment in joint ventures, plant and equipment and right-of-use assets as at the reporting date are disclosed in Notes 5, 6, 7, 8 and 9 to the financial statements respectively.

##### **(c) Write-down of Inventories**

Reviews are made periodically by management on damaged, obsolete and slow-moving inventories. These reviews require judgement and estimates. Possible changes in these estimates could result in revisions to the valuation of inventories. The carrying amount of inventories as at the reporting date is disclosed in Note 11 to the financial statements.

##### **(d) Impairment of Trade Receivables**

The Group uses the simplified approach to estimate a lifetime expected credit loss allowance for all trade receivables. The Group develops the expected loss rates based on the payment profiles of past sales and the corresponding historical credit losses, and adjusts for qualitative and quantitative reasonable and supportable forward-looking information. If the expectation is different from the estimation, such difference will impact the carrying value of trade receivables. The carrying amount of trade receivables as at the reporting date is disclosed in Note 12 to the financial statements.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (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)*

##### **(e) Impairment of Non-Trade Receivables**

The loss allowances for non-trade receivables are based on assumptions about risk of default (probability of default) and expected loss if a default happens (loss given default). It also requires the Group and the Company to assess whether there is a significant increase in credit risk of the non-trade financial asset at the reporting date. The Group and the Company use judgement in making these assumptions and selecting appropriate inputs to the impairment calculation, based on the past payment trends, existing market conditions and forward-looking information. The carrying amounts of other receivables and amount owing by subsidiaries as at the reporting date are disclosed in Notes 13 and 14 to the financial statements respectively.

##### **(f) 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 amounts of current tax liabilities of the Group and of the Company as at the reporting date are RM982,732 and RM406,037 (2023 - RM290,926 and RM123,432) respectively.

##### **(g) Deferred Tax Assets**

Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that future taxable profits would be available against which the deductible temporary differences could be utilised. Management judgement is required to determine the amount of deferred tax assets that can be recognised, based on the assessment of the probability of the future taxable profits. The carrying amount of deferred tax assets as at the reporting date is disclosed in Note 10 to the financial statements.

##### **(h) Discount Rates used in Leases**

Where the interest rate implicit in the lease cannot be readily determined, the Group uses the incremental borrowing rate to measure the lease liabilities. The incremental borrowing rate is the interest rate that the Group would have to pay to borrow over a similar term, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. Therefore, the incremental borrowing rate requires estimation particularly when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Group estimates the incremental borrowing rate using observable inputs when available and is required to make certain entity-specific estimates.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 4. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

#### 4.1 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONT'D)

##### *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 other than as disclosed below:-

##### **(a) Lease Terms**

Some leases contain extension options exercisable by the Group before the end of the non-cancellable contract period. In determining the lease term, management considers all facts and circumstances including the past practice and any cost that will be incurred to change the asset if an option to extend is not taken. An extension option is only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

##### **(b) Share-based Payments**

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity investments at the date at which they are granted. The estimating of the fair value requires determining the most appropriate valuation model for a grant of equity instruments, which is dependent on the terms and conditions of the grant. This also requires determining the most appropriate inputs to the valuation model including the expected life of the option volatility and dividend yield and making assumptions about them.

#### 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 do not 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.

###### Financial Assets Through Other Comprehensive Income

The financial assets are initially measured at fair value plus transaction costs. Subsequent to the initial recognition, the financial assets are remeasured to their fair values at the reporting date with fair value changes taken up in other comprehensive income and accumulated in the fair value reserve, except for the recognition of impairment, interest income and foreign exchange difference of a debt instrument which are recognised directly in profit or loss. The fair value changes do not include interest and dividend income.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 4. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

#### 4.2 FINANCIAL INSTRUMENTS (CONT'D)

##### (b) Financial Liabilities

###### Financial Liabilities Through Profit or Loss

The financial liabilities are initially measured at fair value. Subsequent to the initial recognition, the financial liabilities are remeasured to their fair values at the reporting date with fair value changes recognised in profit or loss. The fair value changes do not include interest expense.

###### 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.

#### 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 INVESTMENTS IN ASSOCIATES

Investments in associates are accounted for using the equity method in the financial statements of the Group.

#### 4.5 INVESTMENTS IN JOINT VENTURES

Investments in joint ventures are stated in the financial statements of the Company at cost less impairment losses, if any. The Group recognises its interest in the joint ventures using the equity method.

#### 4.6 PLANT AND EQUIPMENT

All items of plant and equipment are initially measured at cost.

Subsequent to the initial recognition, all plant and equipment, are stated at cost less accumulated depreciation and any accumulated impairment losses.

Depreciation on 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:-

Computer equipment	33.33%
Furniture and fittings	12.5%
Electrical equipment	20%
Medical equipment	20%
Office equipment	20%
Renovation	5% - 30.77%

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 4. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

#### 4.6 PLANT AND EQUIPMENT (CONT'D)

Capital work-in-progress represent building under construction and maintenance of computer equipment. They are not depreciated until such time when the asset is available for use.

During the financial year, the Group has reviewed the useful life and changed the depreciation rate for the following asset:-

Renovation	From 5% per annum to 30.77% per annum
------------	---------------------------------------

The change in the depreciation rate has decreased the profit before taxation of the Group by RM628,544 for the current financial year.

#### 4.7 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

##### (a) Right-of-use Assets

Right-of-use assets are initially measured at cost. Subsequent to the initial recognition, the right-of-use assets are stated at cost less accumulated depreciation and any accumulated impairment losses, and adjusted for any remeasurement of lease liabilities.

The right-of-use assets are depreciated using the straight-line method from the commencement date to the earlier of the end of the estimated useful lives of the right-of-use assets or the end of the lease term.

##### (b) Lease Liabilities

Lease liabilities are initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the entities' incremental borrowing rate. Subsequent to the initial recognition, the lease liabilities are measured at amortised cost and adjusted for any lease reassessment or modifications.

#### 4.8 INVENTORIES

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the weighted average cost method and comprises all costs of purchase plus other costs incurred in bringing the inventories to their present location and condition.

### 5. INVESTMENT IN SUBSIDIARIES

	<b>The Company</b>	
	<b>2024</b>	<b>2023</b>
	<b>RM</b>	<b>RM</b>
At 1 July 2023/2022	12,720,047	12,327,698
Addition during the financial year	-	1,000
Share options granted to executives of a subsidiary	261,719	391,349
At 30 June	12,981,766	12,720,047

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 5. INVESTMENT 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 Parent		Principal Activities
		2024 %	2023 %	
<i>Subsidiaries of the Company</i>				
Cengild Sdn. Bhd. ("Cengild")	Malaysia	100	100	Business of healthcare specialising in the diagnosis and treatment of gastrointestinal, liver disease and morbid obesity.
CGI Primary Care Sdn. Bhd. ("CPCSB") ^	Malaysia	100	100	Business of general medical services.
<i>Subsidiary of Cengild</i>				
Galen Primer Sdn. Bhd. ("GPSB") ^	Malaysia	100	100	Activities of holding companies; specialised medical services; and to set up a specialist medical practice to provide consultancy on the medical treatment that deals with the diagnosis and treatment of cancer. Currently, GPSB is dormant.
<i>Subsidiaries of CPCSB</i>				
Poliklinik CGI (Mayang Emas) Sdn. Bhd. (formerly known as CGI Polyclinic (Taman Bukit Mayang Emas) Sdn. Bhd.) ("PCMESB") ^	Malaysia	100	100	Business of general medical services.
Poliklinik CGI (Bukit Jalil) Sdn. Bhd. (formerly known as CGI Poliklinik (Bukit Jalil) Sdn. Bhd.) ("PCBJSB") ^	Malaysia	100	-	Business of general medical services.
Poliklinik CGI (Jade Hills) Sdn. Bhd. ("PCJHSB") ^	Malaysia	100	-	Business of general medical services. Currently, PCJHSB is dormant.
Poliklinik CGI (Traders Square) Sdn. Bhd. ("PCTSSB") ^	Malaysia	100	-	Business of general medical services. Currently, PCTSSB is dormant.
Poliklinik CGI (Taman Equine) Sdn. Bhd. ("PCTESB") ^	Malaysia	100	-	Business of general medical services. Currently, PCTESB is dormant.
Poliklinik CGI (Taman Midah) Sdn. Bhd. ("PCTMSB") ^	Malaysia	100	-	Business of private medical clinic. Currently, PCTMSB is dormant.

^ These subsidiaries were audited by other firm of chartered accountants.



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 5. INVESTMENT IN SUBSIDIARIES (CONT'D)

(a) During the current financial year:-

- (i) a wholly-owned subsidiary of the Company, CPCSB, incorporated PCBJSB with 100% equity interest comprising 1,000 units of ordinary shares for RM1 each on 10 October 2023.
- (ii) a wholly-owned subsidiary of the Company, CPCSB, incorporated PCJHSB with 100% equity interest comprising 1,000 units of ordinary shares for RM1 each on 21 November 2023.
- (iii) a wholly-owned subsidiary of the Company, CPCSB, incorporated PCTSSB with 100% equity interest comprising 1,000 units of ordinary shares for RM1 each on 21 November 2023.
- (iv) a wholly-owned subsidiary of the Company, CPCSB, incorporated PCTESB with 100% equity interest comprising 1,000 units of ordinary shares for RM1 each on 4 December 2023.
- (v) a wholly-owned subsidiary of the Company, CPCSB, incorporated PCTMSB with 100% equity interest comprising 1,000 units of ordinary shares for RM1 each on 19 March 2024.

(b) In the previous financial year:-

- (i) the Company incorporated CPCSB with 100% equity interest comprising 1,000 units of ordinary shares for RM1 each on 30 May 2023.
- (ii) a wholly-owned subsidiary of the Company, CPCSB, incorporated PCMESB with 100% equity interest comprising 1,000 units of ordinary shares for RM1 each on 1 June 2023.

### 6. INVESTMENT IN ASSOCIATES

	<b>The Group</b>	
	<b>2024</b>	<b>2023</b>
	<b>RM</b>	<b>RM</b>
Unquoted shares, at cost	1,275,300	600
Share of post-acquisition loss	(354,637)	-
	920,663	600

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 6. INVESTMENT IN ASSOCIATES (CONT'D)

The details of the associates are as follows:-

Name of Associate	Principal Place of Business/ Country of Incorporation	Percentage of Ownership		Principal Activities
		2024 %	2023 %	
UNCKL Sdn. Bhd. ("UNCKL")	Malaysia	30	30	Activities of holding companies; specialised medical services; and to set up a specialist medical practice to provide consultancy on the medical treatment relating to the function and disorders of urinary system. Currently, UNCKL is dormant.
Urohealth Sdn. Bhd. ("USB")	Malaysia	-	30	Business of specialised medical services.
Curie Oncology KL Sdn. Bhd. ("COKL")	Malaysia	25	-	Principally engaged in oncology clinic.

- (a) On 11 July 2023, a wholly-owned subsidiary of the Company, Cengild, entered into a shareholders' agreement with a third party to mutually cooperate and carry out the business and affairs of USB as a joint venture. USB has subsequently transferred to investment in joint venture.
- (b) On 31 July 2023, a wholly-owned subsidiary of the Company, Cengild, subscribed for 25,000 ordinary shares of RM1 each in COKL for a total cash consideration of RM25,000, representing 25% of the entire issued and paid-up capital of COKL.
- (c) On 22 December 2023, COKL increased its issued and paid-up share capital from 100,000 to 5,100,000 ordinary shares by the issuance of 5,000,000 new ordinary shares. On the same day, a wholly-owned subsidiary of the Company, Cengild, subscribed for additional 1,250,000 ordinary shares of RM1 each in COKL for a total cash consideration of RM1,250,000 representing 25% of the entire newly issued and paid-up capital of COKL.
- (d) COKL has a different financial year end from the Group. In applying the equity method of accounting, the financial statements of the associate for the financial year ended 29 February 2024 have been used and appropriate adjustments have been made for the effects of significant transactions between 1 March 2024 to 30 June 2024.
- (e) The summarised financial information has not been presented as the associates are not individually material to the Group.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 7. INVESTMENT IN JOINT VENTURES

	The Group	
	2024 RM	2023 RM
Unquoted shares, at cost	550	300
Share of post-acquisition profit/(loss)	3,386	(300)
Loss on reduction in stake	(1,031)	-
	2,905	-

The details of the joint ventures are as follows:-

Name of Joint Venture	Principal Place of Business/ Country of Incorporation	Percentage of Ownership		Principal Activities
		2024 %	2023 %	
Cardiac Care Centre Sdn. Bhd. ("CCCSB")	Malaysia	25	30	Specialist in medical practice and to provide consultancy on the medical treatment in treating heart-related disorder and issues.
Urohealth Sdn. Bhd. ("USB")	Malaysia	30	-	Business of specialised medical services.

- (a) The Group's involvement in joint arrangement is structured through a separate vehicle which provides the Group rights to the net assets of the entity. Accordingly, the Group has classified these investments as joint venture.
- (b) Although the Group holds less than 50% of the voting power in CCCSB and USB, the Group has determined that the strategic and financial decisions of the relevant activities of the investee require unanimous consent by all shareholders.
- (c) On 5 December 2023 and 25 March 2024, a wholly-owned subsidiary of the Company, Cengild, disposed 30 and 20 ordinary shares of RM1 each in CCCSB for a total cash consideration of RM30 and RM20 respectively. CCCSB became a 25% owned joint venture of Cengild.
- (d) The summarised financial information has not been presented as the joint ventures are not individually material to the Group.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 8. PLANT AND EQUIPMENT

The Group	Capital work- in-progress RM	Computer equipment RM	Furniture and fittings RM	Electrical equipment RM	Medical equipment RM	Office equipment RM	Renovation RM	Total RM
Carrying amount as at								
1 July 2022	178,600	62,422	206,246	37,083	1,931,840	4,105	10,985,795	13,406,091
Additions	1,071,305	73,166	34,743	8,881	810,173	2,489	128,654	2,129,411
Transfer between categories	(703,000)	-	-	-	-	-	703,000	-
Written off	-	(1)	-	(1)	-	-	(9,333)	(9,335)
Depreciation charges	-	(50,792)	(61,631)	(16,049)	(987,761)	(1,207)	(747,639)	(1,865,079)
Carrying amount as at								
30 June 2023/1 July 2023	546,905	84,795	179,358	29,914	1,754,252	5,387	11,060,477	13,661,088
Additions	12,638,245	390,590	4,842	6,779	2,155,796	81,033	456,836	15,734,121
Disposals	(394,803)	-	-	-	-	-	-	(394,803)
Transfer between categories	(83,732)	21,192	-	-	-	-	62,540	-
Written off	-	-	-	-	(1,868)	-	-	(1,868)
Depreciation charges	-	(123,043)	(63,721)	(16,127)	(927,140)	(10,753)	(1,409,387)	(2,550,171)
Carrying amount as at								
30 June 2024	12,706,615	373,534	120,479	20,566	2,981,040	75,667	10,170,466	26,448,367

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 8. PLANT AND EQUIPMENT (CONT'D)

The Group	Capital work- in-progress RM	Computer equipment RM	Furniture and fittings RM	Electrical equipment RM	Medical equipment RM	Office equipment RM	Renovation RM	Total RM
As at 30 June 2023								
At cost	546,905	1,356,071	507,532	139,450	11,328,414	13,263	15,230,032	29,121,667
Accumulated depreciation	-	(1,271,276)	(328,174)	(109,536)	(9,574,162)	(7,876)	(4,169,555)	(15,460,579)
Carrying Amount	546,905	84,795	179,358	29,914	1,754,252	5,387	11,060,477	13,661,088
As at 30 June 2024								
At cost	12,706,615	1,767,853	512,374	146,229	13,467,209	94,296	15,749,408	44,443,984
Accumulated depreciation	-	(1,394,319)	(391,895)	(125,663)	(10,486,169)	(18,629)	(5,578,942)	(17,995,617)
Carrying Amount	12,706,615	373,534	120,479	20,566	2,981,040	75,667	10,170,466	26,448,367

### 9. RIGHT-OF-USE ASSETS

The Group	At 1.7.2023 RM	Addition (Note 30(a)) RM	Depreciation Charges RM	Reassessment of Lease Liabilities RM	At 30.6.2024 RM
2024					
Carrying Amount					
Premises	10,231,668	667,958	(1,160,337)	(7,165,113)	2,574,176
Office	-	234,157	(58,536)	-	175,621
Shoplots	-	1,245,189	(241,751)	-	1,003,438
	10,231,668	2,147,304	(1,460,624)	(7,165,113)	3,753,235

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 9. RIGHT-OF-USE ASSETS (CONT'D)

	At 1.7.2022 RM	Addition (Note 30(a)) RM	Depreciation Charge RM	At 30.6.2023 RM
<b>The Group</b>				
<b>2023</b>				
<i>Carrying Amount</i>				
Premises	10,943,374	593,057	(1,304,763)	10,231,668

The Group leases various premises, office and shoplots of which the leasing activities are summarised below:-

- (a) Premises The Group has leased premises that run between 0.9 and 3 (2023 - 3) years, with an option to renew the lease for a further of 2 to 2.2 (2023 - 6) years. Lease payments are increased every 3 years at the revised rent rate to be based on the prevailing market rate.
- (b) Office The Group has leased an office that run for 2 (2023 - Nil) years, with an option to renew for a further 2 (2023 - Nil) years.
- (c) Shoplots The Group has leased a number of shoplots that run between 2 and 3 (2023 - Nil) years.

### 10. DEFERRED TAX ASSETS

	At 1.7.2023 RM	Recognised in Profit or Loss (Note 27) RM	At 30.6.2024 RM
<b>The Group</b>			
<b>2024</b>			
<i>Deferred Tax (Liabilities)/Assets</i>			
Plant and equipment	(256,383)	167,656	(88,727)
Right-of-use assets	1,128,363	(78,944)	1,049,419
Provisions	797,541	172,017	969,558
	1,669,521	260,729	1,930,250

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 10. DEFERRED TAX ASSETS (CONT'D)

	At 1.7.2022 RM	Recognised in Profit or Loss (Note 27) RM	At 30.6.2023 RM
<b>The Group</b>			
<b>2023</b>			
<i>Deferred Tax (Liabilities)/Assets</i>			
Plant and equipment	(249,000)	(7,383)	(256,383)
Right-of-use assets	1,263,000	(134,637)	1,128,363
Provisions	436,000	361,541	797,541
	1,450,000	219,521	1,669,521

The deferred tax assets have been recognised by the Group on the basis of its previous history of recording profits and to the extent that it is probable that future profits will be available against which the temporary differences can be utilised.

### 11. INVENTORIES

	<b>The Group</b>	
	<b>2024 RM</b>	<b>2023 RM</b>
Medical supplies and consumable goods	1,715,855	1,380,632
Recognised in profit or loss:- Inventories recognised as cost of sales	7,461,760	6,713,065

### 12. TRADE RECEIVABLES

	<b>The Group</b>	
	<b>2024 RM</b>	<b>2023 RM</b>
Third parties	6,169,005	4,731,824
Unbilled receivables	405,478	372,724
	6,574,483	5,104,548
Allowance for impairment losses	(28,668)	(27,234)
	6,545,815	5,077,314
Allowance for impairment losses:- At 1 July 2023/2022	27,234	-
Addition during the financial year (Note 25)	1,434	27,234
At 30 June	28,668	27,234

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 12. TRADE RECEIVABLES (CONT'D)

The Group's normal trade credit terms range from 15 to 60 (2023 - 15 to 60) days. Other credit terms are assessed and approved on a case-by-case basis.

Unbilled receivables represent to services provided but not yet billed.

### 13. OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	The Group		The Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Other receivables:				
- third parties	340,534	349,183	215,160	249,729
- a joint venture	41,953	64,911	-	-
	382,487	414,094	215,160	249,729
Deposits	879,055	725,357	1,500	1,500
Prepayments	326,935	260,074	53	318
	1,588,477	1,399,525	216,713	251,547

The amount owing by a joint venture is unsecured, interest-free and receivable on demand. The amount owing is to be settled in cash.

### 14. AMOUNTS OWING BY/(TO) SUBSIDIARIES

The amounts owing are non-trade in nature, unsecured, interest-free and receivable/(repayable) on demand. The amounts owing are to be settled in cash.

### 15. DIVIDEND RECEIVABLE

	The Company	
	2024 RM	2023 RM
A single-tier interim dividend of RM0.23 per ordinary share from a subsidiary	3,081,777	-

### 16. FIXED DEPOSITS WITH LICENSED BANKS

The fixed deposits with licensed banks of the Group and of the Company at the end of the reporting period bore effective interest rates ranging from 2.30% to 3.95% (2023 - 2.20% to 4.00%) per annum and 3.60% to 3.70% (2023 - 3.40% to 4.00%) per annum respectively. The fixed deposits have maturity periods ranging from 25 to 184 (2023 - 14 to 92) days and 92 to 184 (2023 - 30 to 92) days for the Group and the Company respectively.



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 17. SHARE CAPITAL

	The Group/The Company			
	2024		2023	
	Number of Shares	RM	Number of Shares	RM
<b>Issued and Fully Paid-Up:</b>				
Ordinary Shares				
At 1 July 2023/2022	832,874,100	87,472,106	818,800,000	81,932,561
Issuance of new shares:				
- public issue	-	-	14,046,500	5,618,600
- share options exercised	38,500	12,705	27,600	9,108
- share option reserve	-	2,495	-	1,788
Share issuance expenses	-	-	-	(89,951)
At 30 June	832,912,600	87,487,306	832,874,100	87,472,106

- (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 RM87,472,106 to RM87,487,306 by way of issuance of 38,500 new ordinary shares from the exercise of options under the Company's Long Term Incentive Plan at the exercise price of RM0.33 per share which amounted to RM12,705 and transfer from Long Term Incentive Plan reserve of RM2,495 to share capital.
- The new ordinary shares issued rank pari passu in all respects with the existing ordinary shares of the Company.
- (c) In the previous financial year, the Company increased its issued and paid-up share capital from RM81,932,561 to RM87,472,106 by way of:-
- (i) issuance of 14,046,500 new ordinary shares at an issue price of RM0.40 per share to Bumiputera Investors identified and approved by the Ministry of International Trade and Industry for a total cash consideration of RM5,618,600. The listing expenses arising from the issuance of new ordinary shares amounted to RM89,951 were offset against the share capital and the remaining listing expenses of RM151,157 was expensed off to profit or loss; and
  - (ii) issuance of 27,600 new ordinary shares from the exercise of options under the Company's Long Term Incentive Plan at the exercise price of RM0.33 per share which amounted to RM9,108 and transfer from Long Term Incentive Plan reserve of RM1,788 to share capital.

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

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 18. RESERVES

	Note	The Group		The Company	
		2024 RM	2023 RM	2024 RM	2023 RM
Reorganisation reserve	(a)	1,530,450	1,530,450	-	-
Long Term Incentive Plan reserve	(b)	736,483	477,259	736,483	477,259
		2,266,933	2,007,709	736,483	477,259

#### (a) Reorganisation Reserve

The reorganisation reserve arises from the difference between the carrying value of the investment and the nominal value of shares of a direct subsidiary upon consolidation under the pooling-of-interests method of accounting.

#### (b) Long Term Incentive Plan Reserve

	The Group/The Company	
	2024 RM	2023 RM
At 1 July 2023/2022	477,259	87,698
Addition during the financial year	261,719	392,853
Share options exercised	(2,495)	(1,788)
Share options lapsed	-	(1,504)
At 30 June	736,483	477,259

This represents the equity-settled share options granted to executives. The reserve is made up of the cumulative value of services received from executives recorded over the vesting period commencing from the grant date of equity-settled share options, and is reduced by the expiry or exercise of the share options.

The Long Term Incentive Plan ("LTIP") of the Company is governed by the LTIP By-Laws and was approved by shareholders on 15 April 2022. The LTIP is to be in force for a period of 5 years effective from 15 April 2022.

The main features of the LTIP are as follows:-

- (i) Eligible persons are employees and/or directors of the Group, save for companies which are dormant, who have been confirmed in the employment of the Group;
- (ii) The maximum number of new ordinary shares of the Company, which may be available under the scheme, shall not exceed in aggregate 10%, or any such amount or percentage as may be permitted by the relevant authorities of the issued and paid-up share capital of the Company at any one time during the existence of the LTIP;
- (iii) The option price shall be determined by the Option Committee based on the 5-day weighted average market price of ordinary shares of the Company immediately preceding the offer date of the option, with a discount of not more than 10%;

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 18. RESERVES (CONT'D)

#### (b) Long Term Incentive Plan Reserve (Cont'd)

The main features of the LTIP are as follows (Cont'd):-

- (iv) The option may be exercised by the grantee by notice in writing to the Company in the prescribed form during the option period in respect of all or any part of the new ordinary shares of the Company comprised in the LTIP; and
- (v) All new ordinary shares issued upon exercise of the options granted under the LTIP will rank pari passu in all respects with the existing ordinary shares of the Company, provided always that new ordinary shares so allotted and issued, will not be entitled to any dividends, rights, allotments and/or other distributions declared, where the entitlement date of which is prior to date of allotment and issuance of the new ordinary shares.

The option prices and the details in the movement of the options granted are as follows:-

Date of Offer	Exercise Price	Remaining Contractual Life of Options	<- Number of Options over Ordinary Shares ->		
			At 1 July 2023	Exercised	At 30 June 2024
<b>2024</b>					
15 April 2022	RM0.33	2.80 Years	23,298,900	(38,500)	23,260,400
20 March 2023	RM0.40	2.80 Years	73,500	-	73,500
			23,372,400	(38,500)	23,333,900

Date of Offer	Exercise Price	Remaining Contractual Life of Options	<----- Number of Options over Ordinary Shares ----->				
			At 1 July 2022	Granted	Exercised	Lapsed	At 30 June 2023
<b>2023</b>							
15 April 2022	RM0.33	3.80 Years	23,400,000	-	(27,600)	(73,500)	23,298,900
20 March 2023	RM0.40	3.80 Years	-	73,500	-	-	73,500
			23,400,000	73,500	(27,600)	(73,500)	23,372,400

No person to whom the share option has been granted above has any right to participate by virtue of the option in any share issue of any other company.

The share options which lapsed in the previous financial year were due to the resignation of employees.

For options exercised during the financial year, the weighted average share price at the date of exercise was RM0.37 (2023 - RM0.46).

In the previous financial year, the Company has granted 73,500 share options under the LTIP. These options expire on 14 April 2027, may subject to an extension of up to a maximum of 10 years.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 18. RESERVES (CONT'D)

#### (b) Long Term Incentive Plan Reserve (Cont'd)

The number of options vested and exercisable as at 30 June 2024 was 4,613,900 (2023 - 2,308,725) and have exercise prices in the range of RM0.33 to RM0.40 and a weighted average contractual life of 2.8 (2023 - 3.8) years.

The fair values of the share options granted were estimated using a black-scholes model, taking into account the terms and conditions upon which the options were granted. The fair value of the share options measured at grant date and the assumptions used are as follows:-

	<----- Grant Date ----->	
	20 March 2023	15 April 2022
Fair value of share options (RM)		
- First tranche, which vests on 18 April 2023	0.16	0.06
- Second tranche, which vests on 18 April 2024	0.15	0.06
- Third tranche, which vests on 18 April 2025	0.12	0.04
- Fourth tranche, which vests on 18 April 2026	0.09	0.03
<hr/>		
Weighted average ordinary share price (RM)	0.46	0.42
Exercise price of share option (RM)	0.40	0.33
Expected volatility (%)	45.00	20.00
Expected life (years)	4.07	4.80
Risk free rate (%)	3.45	3.57
Expected dividend yield (%)	1.70	1.00

### 19. LEASE LIABILITIES

	The Group	
	2024	2023
	RM	RM
At 1 July 2023/2022	14,933,180	16,205,706
Additions (Notes 9 and 30(b))	2,085,174	-
Interest expense recognised in profit or loss (Note 26)	596,142	703,226
Rent concessions	(8,800)	-
Changes due to lease reassessment (Note 30(b))	(7,165,113)	-
Repayment of principal	(1,700,946)	(1,272,526)
Repayment of interest expense	(596,142)	(703,226)
<hr/>		
At 30 June	8,143,495	14,933,180
<hr/>		
Analysed by:-		
Current liabilities	2,478,485	1,330,987
Non-current liabilities	5,665,010	13,602,193
<hr/>		
	8,143,495	14,933,180

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 20. PROVISION FOR RESTORATION COSTS

	The Group	
	2024 RM	2023 RM
At 1 July 2023/2022	622,840	-
Provision made during the financial year	62,130	593,057
Unwinding of discount factor (Note 26)	30,741	29,783
	<hr/>	<hr/>
At 30 June	715,711	622,840

Under the lease arrangements, the Group has an obligation to dismantle and remove structures on certain sites and restore the premises to its original condition at the end of the lease terms to an acceptable condition consistent with the lease agreements.

The provisions are estimated using the assumption that decommissioning, removal and restoration will only take place upon expiry of the lease terms (inclusive of option to renew terms) of 5 years (2023 - 9 years). The discount rate and inflation rate used to determine the obligation as at the reporting date were 4.18% and 3.20% (2023 - 4.91% and 3.20%) respectively.

While the provisions are based on the best estimate future costs and the economic lives of the affected assets, there is uncertainty regarding both the amount and timing of incurring these costs. All the estimates are reviewed on an annual basis or more frequently, where there is indication of a material change.

### 21. TRADE PAYABLES

	The Group	
	2024 RM	2023 RM
Trade payables:		
- consultant payables	1,475,855	1,094,289
- third parties	2,193,505	1,494,770
	<hr/>	<hr/>
	3,669,360	2,589,059

- (a) The normal trade credit terms granted to the Group are range from 30 to 90 (2023 - 30 to 60) days.
- (b) Included in the Group's trade payables is an amount of RM84 (2023 - RM913) owing to the directors of the Company. The amount is unsecured, interest-free and repayable on demand. The amount owing is to be settled in cash.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 22. OTHER PAYABLES AND ACCRUALS

	The Group		The Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Other payables:				
- third parties	2,521,101	2,482,056	32,272	9,380
- an associate	111,699	2,050	-	-
- a joint venture	33,132	-	-	-
Deposit from customers	537,930	499,464	-	-
Accruals	4,276,842	4,050,298	118,605	192,456
	<hr/>	<hr/>	<hr/>	<hr/>
	7,480,704	7,033,868	150,877	201,836

The amount owing to an associate and a joint venture are unsecured, interest-free and repayable on demand. The amounts owing are to be settled in cash.

### 23. AMOUNT OWING TO DIRECTORS

The amount owing is non-trade in nature, unsecured, interest-free and repayable on demand. The amount owing is to be settled in cash.

### 24. REVENUE

	The Group		The Company	
	2024 RM	2023 RM	2024 RM	2023 RM
<b>Revenue from Contracts with Customers</b>				
<u>Recognised at a point in time:-</u>				
Medical management services	44,755,595	44,321,673	-	-
Consultant services	22,097,938	25,958,353	-	-
	<hr/>	<hr/>	<hr/>	<hr/>
	66,853,533	70,280,026	-	-
<b>Revenue from Other Sources</b>				
Dividend income	-	-	6,163,554	9,140,754
	<hr/>	<hr/>	<hr/>	<hr/>
	66,853,533	70,280,026	6,163,554	9,140,754

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 24. REVENUE (CONT'D)

- (a) The revenue of the Group are derived entirely in Malaysia.
- (b) The information of the revenue from contracts with customers is summarised below:-

#### Medical Management Services

Medical management services income is recognised at a point in time upon completion of the service and acceptance by the customers.

Medical management services generally relate to contracts with patients in which performance obligations are to provide nursing and clinical support services. The performance obligations for inpatient services are generally satisfied over a short period, and revenue from inpatients is recorded when the healthcare services is performed. The performance obligations for outpatient and day care services are generally satisfied over a period of less than one day, and revenue is also recorded when the healthcare services is performed. The Group has a range of credit terms which are typically short-term, in line with market practice, and without any financing component. There are no variable considerations, and no obligation for returns or refunds or warranties for healthcare-related services.

#### Consultant Services

Consultant services income is recognised at a point in time upon completion of the service and acceptance by the customers.

Consultant services represent consultation and treatment services provided to patients.

There is no significant financing component in the selling prices as the sales are made on normal credit terms not exceeding 12 months.

- (c) The information of the revenue from other sources is summarised below:-

#### Dividend income

Dividend income from investment is recognised when the right to receive dividend payment is established.

### 25. NET IMPAIRMENT LOSS ON FINANCIAL ASSET

	<b>The Group</b>	
	<b>2024</b>	<b>2023</b>
	<b>RM</b>	<b>RM</b>
Impairment losses on trade receivables (Note 12)	1,434	27,234

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 26. PROFIT BEFORE TAXATION

	The Group		The Company	
	2024 RM	2023 RM	2024 RM	2023 RM
<b>Profit before taxation is arrived at after charging/ (crediting):-</b>				
Auditors' remuneration:				
- audit fees:				
- current financial year	122,400	101,500	30,000	25,000
- under/(over)provision in the previous financial year	375	(750)	-	-
- non-audit-fees	6,000	5,000	6,000	5,000
Directors' remuneration (Note 31(a))	7,670,559	9,133,074	154,200	150,200
<b>Material Expenses/(Income)</b>				
Depreciation of:				
- plant and equipment	2,550,171	1,865,079	-	-
- right-of-use assets	1,460,624	1,304,763	-	-
Rent concessions	(8,800)	-	-	-
Interest expense on lease liabilities (Note 19)	596,142	703,226	-	-
Unwinding of discount (Note 20)	30,741	29,783	-	-
Plant and equipment written off	1,868	9,335	-	-
Loss on reduction in stake in a joint venture	1,031	-	-	-
Special issue on shares expenses	-	151,157	-	151,157
Professional fees	503,273	319,848	393,332	301,300
Staff costs (including other key management personnel as disclosed in Note 31(b)):				
- short-term employee benefits	16,090,939	17,596,114	-	-
- defined contribution benefits	1,849,963	1,902,068	-	-
- LTIP expenses	165,877	198,144	-	-
Total interest income on financial assets measured at amortised cost	(3,355,900)	(2,783,381)	(2,449,266)	(2,141,800)

### 27. INCOME TAX EXPENSE

	The Group		The Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Current tax expense:				
- for the financial year	4,902,022	4,671,141	788,204	510,432
- under/(over)provision in the previous financial year	123,879	(365,893)	(1,882)	(82,000)
	5,025,901	4,305,248	786,322	428,432
Deferred tax (Note 10):				
- origination and reversal of temporary differences	(254,805)	(133,236)	-	-
- overprovision in the previous financial year	(5,924)	(86,285)	-	-
	(260,729)	(219,521)	-	-
	4,765,172	4,085,727	786,322	428,432



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 27. INCOME TAX EXPENSE (CONT'D)

A reconciliation of income tax expense applicable to the profit before taxation at the statutory tax rate to income tax expense at the effective tax rate of the Group and of the Company is as follows:-

	The Group		The Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Profit before taxation	15,842,960	17,374,156	7,685,054	10,410,765
Tax at the statutory tax rate of 24% (2023 - 24%)	3,802,310	4,169,797	1,844,413	2,498,584
Tax effects of:-				
Share of results in associates	85,113	-	-	-
Share of results in joint ventures	(885)	-	-	-
Non-deductible expenses	721,155	368,108	423,044	205,629
Non-taxable income	(1,392)	-	(1,479,253)	(2,193,781)
Deferred tax assets not recognised during the financial year	40,916	-	-	-
Under/(Over)provision of current tax in the previous financial year	123,879	(365,893)	(1,882)	(82,000)
Overprovision of deferred taxation in the previous financial year	(5,924)	(86,285)	-	-
	4,765,172	4,085,727	786,322	428,432

Domestic income tax is calculated at the Malaysian statutory tax rate of 24% (2023 - 24%) of the estimated assessable profit for the financial year.

At the end of the reporting period, the Group has unused tax losses and unabsorbed capital allowances (stated at gross) of RM142,990 and RM122,865 respectively that are available for offset against future taxable profits of the subsidiaries in which the losses arose. No deferred tax assets are recognised in respect of these items as it is not probable that taxable profits of the subsidiaries will be available against which the deductible temporary differences can be utilised.

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 while the unabsorbed capital allowances are allowed to be carried forward indefinitely.

The Group's unused tax losses of RM142,990 can be carried forward up to the years of assessment 2034.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 28. EARNINGS PER SHARE

#### (a) Basic Earnings Per Share

The basic earnings per share is calculated by dividing the consolidated profit attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the financial year.

	<b>The Group</b>	
	<b>2024</b>	<b>2023</b>
	<b>RM</b>	<b>RM</b>
Profit attributable to owners of the Company (Basic)	11,077,788	13,288,429
<hr/>		
	<b>The Group</b>	
	<b>2024</b>	<b>2023</b>
Weighted average number of ordinary shares in issue (Basic)	832,910,812	819,265,886
<hr/>		
Basic earnings per share (sen)	1.33	1.62
<hr/>		

#### (b) Diluted Earnings Per Share

The diluted earnings per share is calculated by dividing the consolidated profit attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the financial year after adjusted for the effects of dilutive potential ordinary shares.

	<b>The Group</b>	
	<b>2024</b>	<b>2023</b>
	<b>RM</b>	<b>RM</b>
Profit attributable to owners of the Company (Diluted)	11,077,788	13,288,429
<hr/>		
	<b>The Group</b>	
	<b>2024</b>	<b>2023</b>
Weighted average number of ordinary shares in issue (Basic)	832,910,812	819,265,886
Effect of LTIP	957,138	6,383,262
<hr/>		
Weighted average number of ordinary shares in issue (Diluted)	833,867,950	825,649,148
<hr/>		
	<b>The Group</b>	
	<b>2024</b>	<b>2023</b>
Diluted earnings per share (sen)	1.33	1.61
<hr/>		

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 29. DIVIDENDS

	<b>The Group/The Company</b>	
	<b>2024</b>	<b>2023</b>
	<b>RM</b>	<b>RM</b>
<u>In respect of the financial year ended 30 June 2022</u>		
A single-tier interim dividend of 0.37 sen per ordinary share, paid on 27 September 2022	-	3,029,560
<u>In respect of the financial year ended 30 June 2023</u>		
A single-tier interim dividend of 0.37 sen per ordinary share, paid on 29 March 2023	-	3,029,560
A single-tier interim dividend of 0.37 sen per ordinary share, paid on 25 September 2023	3,081,777	-
<u>In respect of the financial year ended 30 June 2024</u>		
A single-tier interim dividend of 0.37 sen per ordinary share, paid on 29 March 2024	3,081,777	-
	6,163,554	6,059,120

Subsequent to the end of the financial year, the Company has declared a single-tier interim dividend of 0.37 sen per ordinary share in respect of the current financial year, paid on 27 September 2024.

### 30. CASH FLOW INFORMATION

- (a) The cash disbursed for the purchase of plant and equipment and the addition of right-of-use assets is as follows:-

	<b>The Group</b>	
	<b>2024</b>	<b>2023</b>
	<b>RM</b>	<b>RM</b>
<b>Plant and equipment</b>		
Cost of plant and equipment purchased (Note 8)	15,734,121	2,129,411
<b>Right-of-use assets</b>		
Cost of right-of-use assets acquired (Note 9)	2,147,304	593,057
Less: Addition of lease liabilities (Note 19)	(2,085,174)	-
Less: Provision for restoration costs (Note 20)	(62,130)	(593,057)
	-	-

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 30. CASH FLOW INFORMATION (CONT'D)

(b) The reconciliations of liabilities arising from financing activities are as follows:-

	<b>Lease Liabilities RM</b>
<b>The Group</b>	
<b>2024</b>	
At 1 July 2023	14,933,180
<u>Changes in Financing Cash Flows</u>	
Repayment of principal	(1,700,946)
Repayment of interests	(596,142)
	(2,297,088)
<u>Other Changes</u>	
Acquisition of new leases (Note 19)	2,085,174
Interest expense recognised in profit or loss (Note 26)	596,142
Rent concessions	(8,800)
Reassessment of leases (Note 19)	(7,165,113)
At 30 June	8,143,495
<b>2023</b>	
At 1 July 2022	16,205,706
<u>Changes in Financing Cash Flows</u>	
Repayment of principal	(1,272,526)
Repayment of interest	(703,226)
	(1,975,752)
<u>Other Changes</u>	
Interest expense recognised in profit or loss (Note 26)	703,226
At 30 June	14,933,180

(c) The total cash outflows for leases as a lessee are as follows:-

	<b>The Group</b>	
	<b>2024 RM</b>	<b>2023 RM</b>
Payment of lease liabilities	1,700,946	1,272,526
Interest paid on lease liabilities	596,142	703,226
	2,297,088	1,975,752

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 30. CASH FLOW INFORMATION (CONT'D)

(d) The cash and cash equivalents comprise the following:-

	The Group		The Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Fixed deposits with licensed banks	87,620,701	97,548,740	60,510,984	76,862,706
Cash and bank balances	1,917,042	759,435	798,465	112,768
	89,537,743	98,308,175	61,309,449	76,975,474
Less:				
- Fixed deposits with tenure of more than 3 months	(66,173,915)	-	(52,893,492)	-
	23,363,828	98,308,175	8,415,957	76,975,474

### 31. KEY MANAGEMENT PERSONNEL COMPENSATION

The key management personnel of the Group and of the Company includes executive directors and non-executive directors of the Company and certain members of senior management of the Group and of the Company.

The key management personnel compensation during the financial year are as follows:

#### (a) Directors

	The Group		The Company	
	2024 RM	2023 RM	2024 RM	2023 RM
<u>Directors of the Company</u>				
Short-term employee benefits:				
- fees	135,000	135,000	135,000	135,000
- salaries, bonuses and other benefits	6,780,903	7,984,715	19,200	15,200
	6,915,903	8,119,715	154,200	150,200
Defined contribution benefits	658,814	820,154	-	-
LTIP expenses	95,842	193,205	-	-
Total directors' remuneration (Note 26)	7,670,559	9,133,074	154,200	150,200

#### (b) Other Key Management Personnel

	The Group	
	2024 RM	2023 RM
Short-term employee benefits	6,900,547	9,104,102
Defined contribution benefits	908,665	1,160,859
Share options expenses	165,877	198,144
Total compensation for other key management personnel	7,975,089	10,463,105

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 32. CAPITAL COMMITMENTS

	The Group	
	2024 RM	2023 RM
Renovation and expansion of hospital	110,106,601	1,019,385
Maintenance of computer equipment	273,480	-
	110,380,081	1,019,385

### 33. RELATED PARTY DISCLOSURES

#### (a) Subsidiaries

The subsidiaries are disclosed in Note 5 to the financial statements.

#### (b) Significant Related Party Transactions and Balances

Other than those disclosed elsewhere in the financial statements, the Group also carried out the following significant transactions with the related parties during the financial year:-

	The Group	
	2024 RM	2023 RM
External consultant fee contributed by directors	(413,289)	(582,553)
External consultant fee contributed by other key management personnel	(247,251)	(277,003)
Ancillary services paid to a joint venture	11,793	-
Consultant fee paid to joint ventures	326,265	208,316
Hospital cost paid to joint ventures	132,978	135,789
Rental income charged to an associate	(70,416)	-
Management fee charged to an associate	(297,000)	-
Management fee charged to joint ventures	(13,298)	(13,579)
Disposal of plant and equipment to an associate	(394,803)	-

The significant outstanding balances of the related parties together with their terms and conditions are disclosed in the respective notes to the financial statements.

### 34. OPERATING SEGMENTS

The Group operates predominantly in one business segment in Malaysia. Accordingly, the information by business and geographical segments is not presented.

There is no single customer that contributed 10% or more to the Group's revenue.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 35. 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.

#### 35.1 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, are not exposed to equity price risk.

##### (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), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties.

###### (i) Credit Risk Concentration Profile

The Group does not have any significant credit risk related to any individual customer or counterparty.

###### (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).

###### (iii) Assessment of Impairment Losses

The exposure to credit risk of the Group and the Company is monitored on an on-going basis through periodic review of the ageing of the receivables. The Group and the Company closely monitor the receivables' financial strength to reduce the risk of loss.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 35. FINANCIAL INSTRUMENTS (CONT'D)

#### 35.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk (Cont'd)

###### (iii) Assessment of Impairment Losses (Cont'd)

At each reporting date, the Group and the Company evaluate whether any of the financial assets at amortised cost 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.

A financial asset is credit impaired when any of following events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred:

- 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; or
- It is becoming probable that the receivable will enter bankruptcy or other financial reorganisation.

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 one year past due unless the Group and the Company have reasonable and supportable information to demonstrate that a more a lagging default criterion is more appropriate.

##### Trade Receivables

The Group applies the simplified approach to measure expected credit losses using a lifetime expected credit loss allowance for all trade receivables.

##### *Inputs, Assumptions and Techniques used for Estimating Impairment Losses*

To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due.

The Group measures the expected credit losses of certain major customers, trade receivables that are credit impaired and trade receivables with a high risk of default on an individual basis.

The expected loss rates are based on the payment profiles of sales over 12 months (2023 - 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 which correlate to the historical loss rates.

There are no significant changes in the estimation techniques and assumptions as compared to the previous financial year.



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 35. FINANCIAL INSTRUMENTS (CONT'D)

#### 35.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk (Cont'd)

##### (iii) Assessment of Impairment Losses (Cont'd)

##### Trade Receivables (Cont'd)

##### *Allowance for Impairment Losses*

The information about the credit exposure and loss allowances recognised for trade receivables and unbilled receivables are as follows:-

	<b>Gross Amount RM</b>	<b>Individual Impairment RM</b>	<b>Collective Impairment RM</b>	<b>Carrying Amount RM</b>
<b>The Group</b>				
<b>2024</b>				
Current (not past due)	5,383,408	-	-	5,383,408
1 to 30 days past due	162,934	-	-	162,934
31 to 120 days past due	428,588	-	-	428,588
More than 120 days past due	165,407	-	-	165,407
Credit impaired	28,668	(28,668)	-	-
Trade receivables	6,169,005	(28,668)	-	6,140,337
Unbilled receivables	405,478	-	-	405,478
	<b>6,574,483</b>	<b>(28,668)</b>	<b>-</b>	<b>6,545,815</b>
<b>2023</b>				
Current (not past due)	4,068,822	-	-	4,068,822
1 to 30 days past due	276,738	-	-	276,738
31 to 120 days past due	237,309	-	-	237,309
More than 120 days past due	121,721	-	-	121,721
Credit impaired	27,234	(27,234)	-	-
Trade receivables	4,731,824	(27,234)	-	4,704,590
Unbilled receivables	372,724	-	-	372,724
	<b>5,104,548</b>	<b>(27,234)</b>	<b>-</b>	<b>5,077,314</b>

Trade receivables that are individually determined to be impaired relate to debtors who are in significant financial difficulties and have defaulted on payments. These debtors are not secured by any collateral or credit enhancements.

There has not been any significant change in the gross amounts of trade receivables that impacted the allowance for impairment losses.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 35. FINANCIAL INSTRUMENTS (CONT'D)

#### 35.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk (Cont'd)

###### (iii) Assessment of Impairment Losses (Cont'd)

###### Other Receivables

The Group and the Company apply the 3-stage general approach to measure 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 and the Company consider 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.

###### Amount Owing by Subsidiaries (Non-trade balances)

The Company also applies the 3-stage general approach to measuring expected credit losses for all inter-company balances.

###### *Inputs, Assumptions and Techniques used for Estimating Impairment Losses*

The Company measures the expected credit losses on individual basis, which is aligned with its credit risk management practices on the inter-company balances.

The Company considers 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 deteriorates significantly. As the Company is able to determine the timing of payments of the advances when they are payable, the Company considers the advances to be in default when the subsidiaries are not able to pay when demanded.

For 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 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.

There are no significant changes in the estimation techniques and assumptions as compared to the previous financial year.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 35. FINANCIAL INSTRUMENTS (CONT'D)

#### 35.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk (Cont'd)

###### (iii) Assessment of Impairment Losses (Cont'd)

###### *Allowance for Impairment Losses*

Based on the assessment performed, the identified impairment loss was immaterial and hence, it is not provided for.

###### Fixed Deposits with Licensed Banks, Cash and Bank Balances

The Group and the Company consider the licensed banks have 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 hence, it is not provided for.

##### (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):-

	<b>Effective Interest Rate %</b>	<b>Carrying Amount RM</b>	<b>Contractual Undiscounted Cash Flows RM</b>	<b>Within 1 Year RM</b>	<b>1 - 5 Years RM</b>
<b>The Group</b>					
<b>2024</b>					
<u>Non-derivative</u>					
<u>Financial Liabilities</u>					
Trade payables	-	3,669,360	3,669,360	3,669,360	-
Other payables and accruals	-	6,942,774	6,942,774	6,942,774	-
Amount owing to directors	-	154,200	154,200	154,200	-
		10,766,334	10,766,334	10,766,334	-
<u>Other liability</u>					
Lease liabilities	4.18	8,143,495	8,668,938	2,766,233	5,902,705
		18,909,829	19,435,272	13,532,567	5,902,705

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 35. FINANCIAL INSTRUMENTS (CONT'D)

#### 35.1 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):-

	Effective Interest Rate %	Carrying Amount RM	Contractual Undiscounted Cash Flows RM	Within 1 Year RM	1 - 5 Years RM	Over 5 Years RM
<b>The Group</b>						
<b>2023</b>						
<u>Non-derivative</u>						
<u>Financial Liabilities</u>						
Trade payables	-	2,589,059	2,589,059	2,589,059	-	-
Other payables and accruals	-	6,534,404	6,534,404	6,534,404	-	-
Amount owing to directors	-	150,200	150,200	150,200	-	-
		9,273,663	9,273,663	9,273,663	-	-
<u>Other liability</u>						
Lease liabilities	4.50	14,933,180	17,847,627	1,975,752	9,154,318	6,717,557
		24,206,843	27,121,290	11,249,415	9,154,318	6,717,557
<b>The Company</b>						
<b>2024</b>						
<u>Non-derivative Financial Liabilities</u>						
Other payables and accruals			150,877	150,877		150,877
Amount owing to directors			154,200	154,200		154,200
			305,077	305,077		305,077
<b>2023</b>						
<u>Non-derivative Financial Liabilities</u>						
Other payables and accruals			201,836	201,836		201,836
Amount owing to a subsidiary			141	141		141
Amount owing to directors			150,200	150,200		150,200
			352,177	352,177		352,177

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 35. FINANCIAL INSTRUMENTS (CONT'D)

#### 35.2 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 its 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 of the Group at the end of the reporting period is not presented as its cash and cash equivalents exceeded the total external borrowings.

There was no change in the approach to capital management during the financial year.

#### 35.3 CLASSIFICATION OF FINANCIAL INSTRUMENTS

	The Group		The Company	
	2024 RM	2023 RM	2024 RM	2023 RM
<b>Financial Assets</b>				
<u>Amortised Cost</u>				
Trade receivables	6,545,815	5,077,314	-	-
Other receivables	382,487	414,094	215,160	249,729
Amount owing by subsidiaries	-	-	13,632,116	29,646
Dividend receivables	-	-	3,081,777	-
Fixed deposits with licensed banks	87,620,701	97,548,740	60,510,984	76,862,706
Cash and bank balances	1,917,042	759,435	798,465	112,768
	96,466,045	103,799,583	78,238,502	77,254,849
<b>Financial Liabilities</b>				
<u>Amortised Cost</u>				
Trade payables	3,669,360	2,589,059	-	-
Other payables and accruals	6,942,774	6,534,404	150,877	201,836
Amount owing to a subsidiary	-	-	-	141
Amount owing to directors	154,200	150,200	154,200	150,200
	10,766,334	9,273,663	305,077	352,177

#### 35.4 GAINS AND LOSSES ARISING FROM FINANCIAL INSTRUMENTS

	The Group		The Company	
	2024 RM	2023 RM	2024 RM	2023 RM
<b>Financial Assets</b>				
<u>Amortised Cost</u>				
Net gains recognised in profit or loss	3,354,466	2,756,147	2,449,266	2,141,800

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024 (CONT'D)

### 35. FINANCIAL INSTRUMENTS (CONT'D)

#### 35.5 FAIR VALUE INFORMATION

At the end of the reporting period, there were no financial instruments carried at fair values in the statements of financial position.

The fair values of the financial assets and financial liabilities of the Group and of the Company that maturing within the next 12 months approximated their carrying amounts due to the relatively short-term maturity of the financial instruments or repayable on demand terms.

### 36. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

- (a) On 11 July 2023, a wholly-owned subsidiary of the Company, Cengild, entered into a shareholders' agreement with a third party to mutually cooperate and carry out the business and affairs of Urohealth Sdn. Bhd. as a joint venture.
- (b) On 31 July 2023, a wholly-owned subsidiary of the Company, Cengild, subscribed for 25,000 ordinary shares of RM1 each in Curie Oncology KL Sdn. Bhd. for a total cash consideration of RM25,000, representing 25% of the entire issued and paid-up capital of Curie Oncology KL Sdn. Bhd.
- (c) On 5 December 2023 and 25 March 2024, a wholly-owned subsidiary of the Company, Cengild, disposed 30 and 20 ordinary shares of RM1 each in Cardiac Care Centre Sdn. Bhd. for a total cash consideration of RM30 and RM20 respectively. Cardiac Care Centre Sdn. Bhd. became a 25% owned joint venture of Cengild.
- (d) On 22 December 2023, Curie Oncology KL Sdn. Bhd. increased its issued and paid-up share capital from 100,000 to 5,100,000 ordinary shares by the issuance of 5,000,000 new ordinary shares. On the same day, a wholly-owned subsidiary of the Company, Cengild, subscribed for additional 1,250,000 ordinary shares of RM1 each in Curie Oncology KL Sdn. Bhd. for a total cash consideration of RM1,250,000 representing 25% of the entire newly issued and paid-up capital of Curie Oncology KL Sdn. Bhd.

# ANALYSIS OF SHAREHOLDINGS AS AT 30 SEPTEMBER 2024

## STATISTICS OF ORDINARY SHAREHOLDINGS

Class of Shares	: Ordinary shares
Total Number of Issued Shares	: 832,912,600
Voting Rights	: One vote for each ordinary share held

## DISTRIBUTION OF SHAREHOLDINGS

Size of Holdings	No. of Shareholders	%	No. of Shares	%
1 - 99	7	0.150	74	0.000
100 - 1,000	391	8.379	200,450	0.024
1,001 - 10,000	1,719	36.840	11,250,608	1.350
10,001 - 100,000	2,077	44.513	78,466,300	9.420
100,001 to less than 5% of issued shares	469	10.051	495,969,198	59.546
5% and above of issued shares	3	0.064	247,025,970	29.658
<b>Total</b>	<b>4,666</b>	<b>100.000</b>	<b>832,912,600</b>	<b>100.000</b>

## SUBSTANTIAL SHAREHOLDERS' SHAREHOLDINGS BASED ON REGISTER OF SUBSTANTIAL SHAREHOLDERS

No	Name of Substantial Shareholders	No. of Ordinary Shares Held			
		Direct	%	Indirect	%
1	Dato' Dr. Tan Huck Joo	134,728,570	16.175	-	-
2	Anne Marie Loh Foong Han	80,294,704	9.640	-	-
3	Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi	56,327,438	6.762	-	-

## DIRECTORS' SHAREHOLDINGS BASED ON REGISTER OF DIRECTORS' SHAREHOLDINGS

No	Name of Directors	No. of Ordinary Shares Held			
		Direct	%	Indirect	%
1	Dr. Azrina Binti Abu Bakar	200,000	0.024	-	-
2	Dr. Chong Su-Lin	-	-	-	-
3	Kua Choo Kai	-	-	-	-
4	Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi	56,327,438	6.762	-	-
5	Dato' Dr. Tan Huck Joo	134,728,570	16.175	-	-

## ANALYSIS OF SHAREHOLDINGS AS AT 30 SEPTEMBER 2024 (CONT'D)

### LIST OF TOP 30 HOLDERS

No	Name of Shareholders	No. of Shares	%
1	Dato' Dr. Tan Huck Joo	134,728,570	16.175
2	Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi	56,327,438	6.762
3	HLB Nominees (Asing) Sdn Bhd Pledged Securities Account for Anne Marie Loh Foong Han (SIN8000079)	55,969,962	6.719
4	HLIB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tan Kar Tek	40,256,463	4.833
5	Ramesh A/L K Gurunathan	39,319,656	4.720
6	Teoh Su Lin	38,215,121	4.588
7	Ong Siew Kuen	32,195,253	3.865
8	HLIB Nominees (Asing) Sdn Bhd Pledged Securities Account for Tony Tan Choon Keat (CCTS)	27,250,092	3.271
9	Anne Marie Loh Foong Han	24,324,742	2.920
10	Transmetro Sdn Bhd	23,424,636	2.812
11	Medic Quest Sdn Bhd	13,497,100	1.620
12	Koon Poh Keong	13,000,000	1.560
13	Tan Soon Wah	12,987,017	1.559
14	Lai Kwong Choy	12,882,619	1.546
15	Goh Li Yen	11,000,000	1.320
16	Goh Li Syuen	10,968,000	1.316
17	CGS International Nominees Malaysia (Tempatan) Sdn Bhd Pledged Securities Account for Tang Vee Mun (Datuk) (MY4553)	9,243,610	1.109
18	Fong Ah Chai	5,500,000	0.660
19	Amir Azlan Zain	5,414,302	0.650
20	Tan Lim Tneah Kooi	3,932,777	0.472
21	HLIB Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Foong Siew Ee (CCTS)	3,919,000	0.470
22	Wang Phaik Mear	3,902,800	0.468
23	Affin Hwang Nominees (Tempatan) Sdn Bhd Pledged Securities Account for Tang Vee Mun (Datuk)	3,855,500	0.462
24	Wong Chee Kong	3,591,000	0.431
25	Kuok Su Sim	3,492,803	0.419
26	IFAST Nominees (Tempatan) Sdn Bhd Yong Wan Yee	3,400,000	0.408
27	Jason Lim Meng Hock	3,104,000	0.372
28	Tan Lai Huan	2,699,100	0.324
29	Kang Hoo Chong	2,657,810	0.319
30	Lim Ban Hock	2,265,600	0.272



# NOTICE OF THE FOURTH ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Fourth Annual General Meeting of CENGILD MEDICAL BERHAD will be conducted virtually through live streaming from the broadcast venue at Tricor Business Centre, Manuka 2 & 3, Unit 29.01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur ("Broadcast Venue") on Friday, 29 November 2024 at 3.00 p.m. or at any adjournment thereof, to transact the following businesses:-

## AGENDA

### Ordinary Businesses

1. To receive the Audited Financial Statements for the financial year ended 30 June 2024 and the Reports of the Directors and Auditors thereon. **(Please refer to Explanatory Note 1)**
2. To re-elect the following Directors who shall retire by rotation pursuant to Clause 76(3) of the Constitution of the Company:-
  - i. Dato' Dr. Tan Huck Joo **(Ordinary Resolution 1)**
  - ii. Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi **(Ordinary Resolution 2)**
3. To approve the payment of Directors' Fees and Benefits for an amount not exceeding RM201,600.00 for the period commencing from the date immediately after the Fourth Annual General Meeting until the next Annual General Meeting of the Company. **(Ordinary Resolution 3)**
4. To re-appoint Crowe Malaysia PLT as Auditors of the Company and authorise the Directors to fix their remuneration. **(Ordinary Resolution 4)**

### Special Businesses

To consider and, if thought fit, to pass the following resolutions, with or without modifications, as Ordinary Resolutions of the Company:-

5. **Authority to issue and allot shares of the Company pursuant to Sections 75 and 76 of the Companies Act 2016 ("the Act")** **(Ordinary Resolution 5)**

"THAT pursuant to Sections 75 and 76 of the Act, ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and subject to the approval of the relevant regulatory authorities, the Directors of the Company be and are hereby authorised to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option of offer ("New Shares") from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregated with the total number of any such New Shares issued during the preceding 12 months does not exceed ten per centum (10%) of the total number of issued shares (excluding any treasury shares) of the Company for the time being ("Proposed General Mandate").

THAT such approval on the Proposed General Mandate shall continue to be in force until:

- a. the conclusion of the next Annual General Meeting of the Company after the approval was given;
- b. the expiration of the period within which the next Annual General Meeting of the Company is required to be held after the approval was given; or
- c. revoked or varied by an ordinary resolution passed by the shareholders of the Company at a general meeting,

## NOTICE OF THE FOURTH ANNUAL GENERAL MEETING (CONT'D)

whichever is earlier.

THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation for such New Shares on the ACE Market of Bursa Securities.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

AND THAT the Directors of the Company be and are hereby authorised to implement, finalise, complete and take all necessary steps and do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate.”

### 6. **Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

“THAT pursuant to Rule 10.09 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”), the Company and its subsidiaries (“the Group”) be and are hereby authorised to enter into and give effect to the recurrent related party transactions of a revenue or trading nature with the related party as set out in Section 2.3 of the Circular to Shareholders dated 30 October 2024 (“the Related Parties”) provided that such transactions and/or arrangements are:-

**(Ordinary Resolution 6)**

- a. necessary for the day-to-day operations;
- b. undertaken in the ordinary course of business at arm's length basis and on normal commercial terms and transaction prices which are not more favourable to the Related Parties than those generally available to the public; and
- c. not detrimental to the minority shareholders of the Company.

(collectively known as “Shareholders' Mandate”);

THAT such approval, shall continue to be in force until:-

- a. the conclusion of the next Annual General Meeting (“AGM”) of the Company at which the Shareholders' Mandate was passed, at which time it will lapse, unless by a resolution passed at such AGM, the authority is renewed; or
- b. the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (“the Act”) but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act; or
- c. revoked or varied by ordinary resolution passed by the shareholders of the Company in general meeting,

whichever is earlier;

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Shareholders' Mandate.”

7. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.

## NOTICE OF THE FOURTH ANNUAL GENERAL MEETING (CONT'D)

### BY ORDER OF THE BOARD

Wong Siew Yeen (MAICSA 7018749) (SSM PC No. 202008001471)

Tee Thiam Chai (MAICSA 7066679) (SSM PC No. 202008002297)

Company Secretaries

Kuala Lumpur

30 October 2024

Notes:

#### 1. IMPORTANT NOTICE

The Broadcast Venue is **strictly for the purpose of complying with Section 327(2) of the Companies Act 2016** which requires the Chairman of the meeting to be present at the main venue of the meeting.

Shareholders **will not be allowed** to attend the Fourth Annual General Meeting ("4<sup>th</sup> AGM") in person at the Broadcast Venue on the day of the meeting.

Shareholders are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at the 4<sup>th</sup> AGM using the Remote Participation and Voting facilities ("RPV") provided by Tricor Investor & Issuing House Services Sdn. Bhd. via its **TIIH Online** website at <https://tiih.online>.

**Please read these Notes carefully and follow the procedures in the Administrative Details for the 4<sup>th</sup> AGM in order to participate remotely via RPV.**

2. For the purpose of determining who shall be entitled to participate in this General Meeting via RPV, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the Record of Depositors as at **22 November 2024**. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this General Meeting via RPV.
3. A member who is entitled to participate in this General Meeting via RPV is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.
4. A member of the Company who is entitled to attend and vote at a General Meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at the General Meeting.
5. If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.
6. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
7. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Sections 25A(1) of the Central Depositors Act.
8. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

## NOTICE OF THE FOURTH ANNUAL GENERAL MEETING (CONT'D)

9. A member who has appointed a proxy or attorney or authorised representative to participate at the 4<sup>th</sup> AGM via RPV must request his/her proxy or attorney or authorised representative to register himself/herself for RPV via TIIH Online website at <https://tjih.online>. Procedures for RPV can be found in the Administrative Guide for the 4<sup>th</sup> AGM.
10. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned general meeting at which the person named in the appointment proposes to vote:
  - (i) In hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
  - (ii) By electronic means

The proxy form can be electronically lodged with the Share Registrar of the Company via TIIH Online at <https://tjih.online>. Please follow the procedures set out in the Administrative Guide.
11. Please ensure ALL the particulars as required in the proxy form are complete, signed and dated accordingly.
12. Last date and time for lodging the proxy form is Wednesday, 27 November 2024 at 3.00 p.m.
13. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
14. For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia. The certificate of appointment of authorised representative should be executed in the following manner:
  - (i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
  - (ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
    - (a) at least two (2) authorised officers, of whom one shall be a director; or
    - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
15. Shareholders are advised to check the Company's website at [www.cengild.com](http://www.cengild.com) and announcements from time to time for any changes to the administration of the 4<sup>th</sup> AGM.

## NOTICE OF THE FOURTH ANNUAL GENERAL MEETING (CONT'D)

### Explanatory Notes on Ordinary Businesses:

#### 1. **Agenda Item No. 1 - Audited Financial Statements for the financial year ended 30 June 2024**

The Audited Financial Statements is meant for discussion only as an approval from shareholders is not required pursuant to the provision of Sections 248(2) and 340(1)(a) of the Companies Act 2016. Hence, this item on the Agenda is **not put forward for voting** by shareholders of the Company.

#### 2. **Agenda Item No. 2 (i) and (ii) – Re-election of Directors**

Pursuant to Clause 76(3) of the Constitution of the Company, Dato' Dr. Tan Huck Joo and Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi are due for retirement as Directors of the Company and being eligible, have offered themselves for re-election at the Fourth Annual General Meeting.

The profile of the Directors standing for re-election are set out in the Annual Report 2024. The details of their interest in the securities of the Company can be found under the Analysis of Shareholdings.

The Board has through the Nominating Committee ("NC"), considered the assessment of the aforesaid Directors and agreed that they met the criteria as prescribed under Rule 2.20A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad on skills, expertise, experience, professionalism, commitment, integrity, character, competence and time to effectively discharge their roles as Directors. Both Directors have also met the relevant requirements under the fit and proper assessment.

#### 3. **Agenda Item No. 3 – Payment of Directors' Fees and Benefits**

Pursuant to Section 230(1) of the Companies Act 2016, the fees of the directors and any benefits payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting.

Proposed Ordinary Resolution 3 is calculated based on the current board size and the number of scheduled Board and Committee meetings for the period commencing from the date immediately after the Fourth Annual General Meeting until the next Annual General Meeting of the Company. In the event the proposed amount is insufficient, (due to enlarged Board size or more meetings), approval will be sought at the next Annual General Meeting for the shortfall.

#### 4. **Agenda Item No. 4 – Re-appointment of Auditors**

The Board has through the Audit and Risk Management Committee, considered the re-appointment of Messrs Crowe Malaysia PLT as Auditors of the Company. The factors considered by the Audit and Risk Management Committee in making the recommendation to the Board to table the resolution on re-appointment of the Auditors at the Fourth Annual General Meeting disclosed in the Corporate Governance Overview Statement of this Annual Report.

### Explanatory Note on Special Business:

#### 5. **Agenda Item No. 5 - Authority to issue and allot shares of the Company pursuant to Sections 75 and 76 of the Companies Act 2016**

The proposed ordinary resolution, if passed, will empower the Directors of the Company to issue and allot ordinary shares of the Company from time to time and grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer, provided that the aggregate number of shares allotted pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being ("Proposed General Mandate").

The authority for the Proposed General Mandate will, unless revoked or varied by the Company in a general meeting, expire at the conclusion of the next Annual General Meeting ("AGM") or the expiration of the period within which the next AGM is required by law to be held, whichever is earlier.

## NOTICE OF THE FOURTH ANNUAL GENERAL MEETING (CONT'D)

This proposed Resolution is a renewal of the previous year's mandate. The mandate is to provide flexibility to the Company to issue new securities without the need to convene separate general meeting to obtain its shareholders' approval so as to avoid incurring additional costs and time.

As at the date of this notice, the Company did not implement its proposal for new allotment of shares under the general mandate pursuant to Sections 75 and 76 of the Companies Act 2016 which was approved by shareholders at the 3<sup>rd</sup> AGM held on 29 November 2023 and lapse at the conclusion of the 4<sup>th</sup> AGM to be held on 29 November 2024. As at the date of this notice, there is no decision to issue new shares. Should there be a decision to issue new shares after the general mandate is sought, the Company will make an announcement of the actual purpose and utilisation of proceeds arising from such issuance of shares.

6. **Agenda Item No. 6 – Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

The Ordinary Resolution 6 if passed, will enable the Company and/or its subsidiary companies to enter into recurrent transactions involving the interest of Related Parties, which are necessary for the Group's day-to-day operations and undertaken at arm's length, subject to the transactions being carried out in the ordinary course of business and on terms that are not detrimental to the minority shareholders of the Company.

Please refer to the Circular to Shareholders dated 30 October 2024 for further details.

# **STATEMENT ACCOMPANYING NOTICE OF THE FOURTH ANNUAL GENERAL MEETING**

Pursuant to Rule 8.29(2) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad

There are no individuals standing for election or appointment as Directors at the Fourth Annual General Meeting.



<b>CDS Account No.</b>	
<b>No. of shares held</b>	

\*I/We \_\_\_\_\_ Tel: \_\_\_\_\_  
(Full name in block, NRIC/Passport/Company No)

of \_\_\_\_\_

being member(s) of **CENGILD MEDICAL BERHAD**, hereby appoint:

Full Name (in Block as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and / or (\*delete as appropriate)

Full Name (in Block as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing him/her, the Chairman of the Meeting, as \*my/our proxy/proxies to vote for \*me/us and on \*my/our behalf at the Fourth Annual General Meeting ("4<sup>th</sup> AGM") of the Company which will be conducted virtually through live streaming from the broadcast venue at Tricor Business Centre, Manuka 2 & 3, Unit 29.01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur ("Broadcast Venue") on **Friday, 29 November 2024 at 3.00 p.m.** or any adjournment thereof, and to vote as indicated below:

No.	Description of Resolutions	Ordinary Resolutions	For	Against
1.	Re-election of Dato' Dr. Tan Huck Joo as Director	<b>1</b>		
2.	Re-election of Dr. Mohamed Akhtar Bin Mohamed Ditali Qureshi as Director	<b>2</b>		
3.	Approval of Directors' fees and benefits	<b>3</b>		
4.	Re-appointment of Crowe Malaysia PLT as Auditors of the Company and authorising the Directors to fix their remuneration	<b>4</b>		
5.	Authority to issue and allot shares	<b>5</b>		
6.	Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature	<b>6</b>		

Please indicate with an "X" in the space provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific direction, your proxy will vote or abstain as he/she thinks fit.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2024

\_\_\_\_\_  
Signature/Common Seal of Shareholder(s)

\* Delete whichever is inapplicable

**Notes:**

**1. IMPORTANT NOTICE**

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Shareholders **will not be allowed** to attend the Fourth Annual General Meeting ("4<sup>th</sup> AGM") in person at the Broadcast Venue on the day of the meeting.

**Please read these Notes carefully and follow the procedures in the Administrative Details for the 4<sup>th</sup> AGM in order to participate remotely via Remote Participation and Voting facilities ("RPV").**

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- A member of the Company who is entitled to attend and vote at a General Meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at the General Meeting.
- If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.
- Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
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(ii) By electronic means

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- Please ensure ALL the particulars as required in the proxy form are complete, signed and dated accordingly.
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  - If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
  - If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
    - at least two (2) authorised officers, of whom one shall be a director; or
    - any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
- Shareholders are advised to check the Company's website at [www.cengild.com](http://www.cengild.com) and announcements from time to time for any changes to the administration of the 4<sup>th</sup> AGM.



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**AFFIX  
STAMP**

**CENGILD MEDICAL BERHAD**

202101004143 (1404442-P)

c/o Tricor Investor & Issuing House Services Sdn Bhd  
Unit 32-01, Level 32, Tower A  
Vertical Business Suite, Avenue 3  
Bangsar South, No. 8, Jalan Kerinchi  
59200 Kuala Lumpur

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1<sup>st</sup> fold here

