SPIRIT OF ACHIEVEMENT

Bina Darulaman Berhad

ANNUAL REPORT 2023

Lubuk Semilang in Darulaman Sanctuary is the hidden gem of Langkawi in Kedah, the 10 million-year-old rainforest teeming with wildlife and lush flora.
(Source: National Geographic)

CHARTING A SUSTAINABLE COURSE

As we expand our footprint in the three core segments of Engineering, Construction & Quarry (ECQ), Property and Leisure, we are shifting our focus towards greening our products, services and practices, guided by a well-defined roadmap to bolster competitiveness. In another step forward we are embarking into the Renewable Energy sector via smart partnerships, tapping into vast opportunities within Kedah State and beyond.

We prioritise integrity, adaptability and resilience in our quest for growth. Our unwavering commitment to sustainability, anchored by EESG (Economic, Environmental, Social and Governance) principles. Our diverse team drives sustainability initiatives to surpass standards, ensuring long-term viability and value creation for stakeholders.

29th ANNUAL GENERAL MEETING

VENUE
DELIMA 2, RAIA HOTEL & CONVENTION CENTRE
ALOR SETAR
LOT 3860, MUKIM TITI GAJAH, SEKSYEN 2,
BANDAR ANAK BUKIT, 06550, ALOR SETAR,
KEDAH DARUL AMAN, MALAYSIA

THURSDAY, 30 MAY 2024 AT 10.00 A.M.

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BDB ANNUAL REPORT 2023
DIGITAL VERSION
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www.bdb.com.my

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Our 5-Star award winning sustainable granite quarry in Bukit Perak, Pendang, Kedah. Read more in our Annual Report 2023.

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BDB Embraces Greener Darulaman Sanctuary - A Commitment to Environmental Sustainability.

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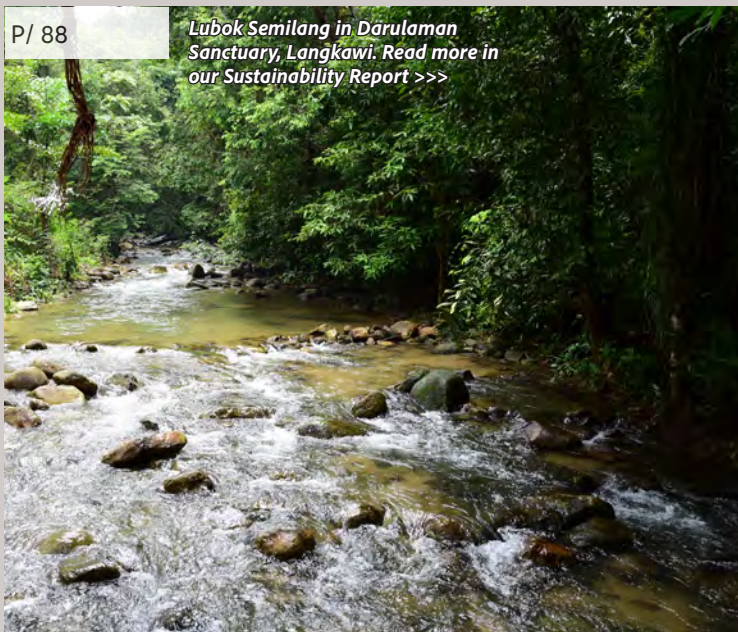

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Lubok Semilang in Darulaman Sanctuary, Langkawi. Read more in our Sustainability Report >>>

OUR VISION

To be a respected and leading conglomerate that delivers excellent products and services.

OUR MISSION

To deliver excellent standard of performance through township development, infrastructure, construction and tourism.

OUR CORPORATE OBJECTIVES

- To maximise returns to shareholders by maximising growth rate in net earnings.
- To ensure that subsidiaries achieve leadership positions in their respective industries.
- To create a conducive environment for the Group's employees to realise their potential.
- To ensure sustainability of our core businesses.
- To create diversified income and revenue sources.
- To contribute positively towards the social and environmental needs of the society in which we operate.

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CAUTIONARY STATEMENT

BDB makes no representation or warranty, whether expressed or implied, as to the accuracy or completeness of the facts highlighted in this Annual Report (the Report), disclaiming responsibility from any liability that might arise from the reliance on its contents. This Report may contain "forward-looking statements". Forward-looking statements involve inherent risks and uncertainties and other factors that are in many cases beyond our control. Although BDB believes that the expectations of its Management as reflected by such forward looking statements are reasonable based on current information, no assurance can be given that such expectations will prove to have been correct. Should one or more of the risks and uncertainties materialise, actual results may vary materially from those anticipated or projected. Accordingly, readers are cautioned not to place undue reliance on such forward-looking statements. In any event, these statements speak only as of their dates and we undertake no obligation to update or revise any of them, whether as a result of new information, future events, or otherwise.

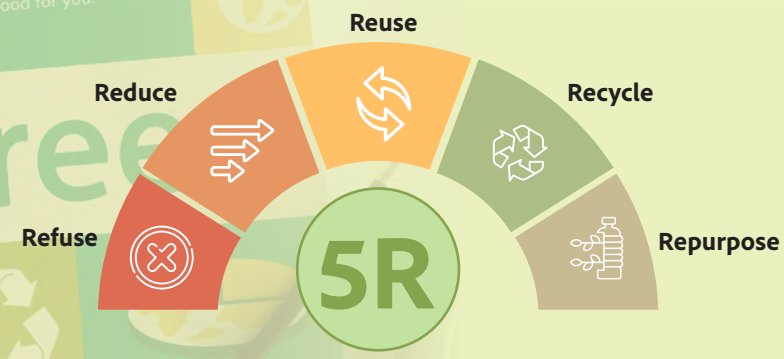
ABOUT US

BINA DARULAMAN BERHAD (BDB or the Group), the investment arm of the Kedah State Government, has established itself as a stalwart in various sectors over its illustrious three decade history. These include Engineering, Construction and Quarry (ECQ), Property Development, Leisure, Tourism and Investment Holding in the emerging green economy.

Since its inception on 7 February 1995 and subsequent listing on the Main Board of Bursa Malaysia on 2 February 1996, BDB has played a pivotal role in advancing Kedah's socioeconomic landscape. Bolstered by a dedicated and seasoned workforce, the Group has adeptly managed a diverse portfolio of projects across the State. Driven by a steadfast commitment to infrastructure development, affordable housing initiatives, wealth creation and employment opportunities, BDB has earned widespread recognition as one of Kedah's most esteemed entities. At the heart of its corporate culture lies the ethos encapsulated in the identity and tagline, **"SPIRIT OF ACHIEVEMENT"**, emphasising the importance of collaborative teamwork in achieving corporate objectives.

In anticipation of evolving market trends, BDB is focused on gaining a competitive edge by diversifying its revenue streams to mitigate risks. Looking ahead, the Group's strategic direction involves expanding into emerging sectors such as renewable energy and minerals, while prioritising cost optimisation, human capital development and digitalisation initiatives. In FY2023, BDB established multiple strategic partnerships to pursue business initiatives, with a particular focus on sustainability. These collaborations have led to initiatives in emerging sectors such as solar energy, hydrogen economy development and industrial waste management.

BDB aligns itself with the United Nations Sustainable Development Goals (UNSDGs), encompassing 17 overarching objectives. Through this alignment, BDB seeks to promote circular economy practices that embody the five fundamental principles of **5R: Refuse, Reduce, Reuse, Repurpose and Recycle.** These initiatives underscore BDB's commitment to exploring sustainability opportunities within the State of Kedah, positioning the Group as a catalyst for change in advancing sustainability solutions throughout the Northern Region of the country.



ENGINEERING, CONSTRUCTION AND QUARRY (ECQ)

BDB SYNERGY ACHIEVEMENTS FY2023

Successful completion of the primary water supply pipe construction project in Kulim Hi-Tech Park.

Completed the construction project factory unit with a two-floor office in KULIM HI-TECH PARK.

Secured construction works for 13 units of two-storey bungalows in Lakehome Phase 3B, Bandar Darulaman Kedah.

BDB SYNERGY SDN. BHD.

BDB Synergy is renowned as a leading provider of comprehensive engineering and construction management solutions in the state of Kedah and the Northern Region of Peninsular Malaysia. Armed with expansive capabilities, industry knowledge and resources, BDB Synergy has the ability to tackle projects of any scale, specialising in general construction, design and build services, pre-construction planning and project management. Since our establishment, BDB Synergy has earned a solid reputation for driving notable advancements across various industries.

Our project portfolio is diverse and impressive, spanning Commercial, Leisure and Residential developments as well as critical infrastructure projects, including Airports, Educational Institutions, Healthcare Facilities and Potable Water Supply systems. In addition, we have successfully delivered significant Industrial and Civil infrastructure projects, including jetties, roads and bridges.

Central to the success of BDB Synergy lies our key strengths: extensive experience, versatile planning and construction management capabilities, a highly skilled workforce and an unwavering commitment to delivering excellence in quality, safety and integrity. These attributes have positioned the company as a trusted partner in the industry. Committed to operational excellence, BDB Synergy adheres to industry-leading standards, including the Quality Assessment System In Construction (QLASSIC), ISO 9001:2015, ISO 14001:2015 and ISO 45001:2018, ensuring the highest levels of performance and compliance across its operations.

WATER TREATMENT PLANT, PELUBANG

Progress continues on the RM431 million upgrading initiative for the Water Treatment Plant in Pelubang, targeting the m

mitigation of water supply disruptions in Kuala Kedah and Kubang Pasu. With 23.13% of the project's scope completed as of 31 December 2023, BDB Synergy is committed to achieving project completion by 2025, thus substantially increasing the plant's daily production capacity upon completion.

BDB INFRA SDN. BHD.

BDB Infra Sdn. Bhd. (BDB Infra) leverages over five decades of industry prowess in road construction and quarrying. Founded in 1973 as Syarikat Bina dan Kuari Kedah Sdn. Bhd., BDB Infra swiftly established itself as a leader in the Northern Region quarrying sphere.

Renowned as a reputable G7 contractor for road construction in Northern Malaysia, BDB Infra is synonymous with cutting-edge technical proficiency and top-tier performance. It actively engages in numerous road construction and maintenance projects across the region. In 2023, the company restructured its operations, forming a new subsidiary BDB Construction & Maintenance Sdn. Bhd., exclusively dedicated to road infrastructure construction and maintenance projects. In a recent development, BDB Infra clinched a significant three-year contract worth RM204 million from the Kedah State Government for comprehensive road maintenance across multiple districts. The project, which commenced on 15 May 2023, entails maintenance operations in Kota Setar, Padang Terap/Pokok Sena, Sik, Kubang Pasu, Pendang and Yan, unfolding over a 36-month period.

Acknowledged as a Grade A workplace by the Department of Occupational Safety and Health Kedah, BDB Infra achieved an impressive rating of 97.82%. Simultaneously, its subsidiary, Gemi Puncak Quarry, effectively managed quarry operations following its acquisition in October 2023.

As of 31 December 2023, BDB Infra executed work orders amounting to RM51 million, underscoring its commitment to timely and efficient project delivery. BDB Infra's steadfast dedication to sustainability and safety has earned notable recognition. The Bukit Perak Quarry obtained a prestigious 5-star Sustainability in Mining and Quarrying 2021/2022 rating from the Department of Mineral and Geoscience Malaysia, distinguishing it as Kedah's premier granite quarry to achieve this esteemed recognition.

Presently, BDB Infra manages two granite quarries in Pendang and Langkawi, producing crushed aggregates with an annual capacity of one million metric tonnes. In addition, the company manufactures asphaltic bituminous mix products at its Bukit Perak and Padang Meha plants, boasting a combined daily capacity of 5,500 metric tonnes.

BDB Infra's illustrious track record and steadfast commitment to excellence and quality solidify its standing as an industry leader, poised for sustained growth and prosperity in the years ahead.

The Bukit Perak Quarry in Pendang, Kedah is the first granite quarry in Kedah to be awarded with a 5 Star rating for Sustainability in Mining and Quarrying 2021/2022. conferred by the Department of Mineral and Geoscience Malaysia.

BDB ROCK MINERAL SDN. BHD.

Initially founded as BDB Construction Sdn. Bhd., BDB Rock Mineral Sdn. Bhd. (BDB Rock Mineral) has, since 1996, positioned itself as a key mineral hub in Kedah. Our foundation is built on a legacy of excellence in providing complete solutions for the construction sector. Our core mission transcends the supply of construction materials to advancing sustainable mineral development, ensuring that every project we undertake or supply for is a step towards a greener, more sustainable future.

At the forefront of industry best practices, our operations in Kedah and throughout Peninsular Malaysia are benchmarks for environmental stewardship and innovation in the construction industry. BDB Rock Mineral's extensive network of contacts with numerous agencies allows it to speed up the licencing and operating permit application procedures, ensuring efficient project implementation.

We distinguish ourselves with our cutting-edge material monitoring system, which provides precise check-and-balance verification for project sites and real-time tracking accessed through personal digital devices. The reliability of the BDB Rock Mineral system enables accurate revenue measurement and efficient operating cost control.

Offering more than construction materials, BDB Rock Mineral provides complete and sustainable solutions, including surveys and project site rehabilitation to achieve higher health, safety and environmental preservation standards. We provide seamless logistics and transportation solutions to satisfy the various needs of our clients by utilising a network of reliable third-party contractors.

Sg Ular, which runs through BDB Rock Mineral's operational site, underscores our commitment to ensuring sustainable mineral development. This involves strict adherence to regulations and ongoing monitoring, extending to water bodies near our sites.

PROPERTY

BDB LAND SDN. BHD.

BDB Land Sdn. Bhd. (BDB Land) has firmly entrenched itself as a distinguished leader in the Northern Region of Malaysia, renowned for crafting enduring communities and pioneering lifestyles through innovative township development.

With a proud heritage spanning almost 44 years since its inception on 7 April 1981, BDB LAND has consistently earned acclaim for its remarkable property portfolio, epitomising a steadfast pursuit of excellence and sustainability. At the heart of BDB Land's achievements lies Bandar Darulaman, Jitra, the flagship township synonymous with the brand. Built upon foundational principles of seamless connectivity, self-sufficiency and environmental stewardship, Darulaman Park is a testament to these values, captivating both locals and visitors alike with its appeal as a hub for leisure and recreation.

BDB LAND FLAGSHIP PROJECTS

BANDAR DARULAMAN, JITRA

The flagship township, synonymous with the brand, is built upon foundational principles of seamless connectivity, self-sufficiency and environmental stewardship.

DARULAMAN PERDANA, SUNGAI PETANI

A transformative mixed residential development enhancing the living standards of Sungai Petani residents.

DARULAMAN UTAMA, KUALA KETIL

A pioneering township project reshaping the landscape of the Baling district.

DARULAMAN SAUJANA, HOSBA

A newly established township designed to foster sustainability and elevate quality of life.

DARULAMAN LAGENDA, SUNGAI PETANI

A collaborative venture with Lagenda Properties Berhad, offering an affordable and vibrant township.

BANDAR DARULAMAN 3.0 MASTER PLAN

BDB LAND TOWER - 5 LEVELS
4 Commercial units
Apartments
- 405 units Medium rise - 18 levels
- 208 units Low rise - 5 levels
- 112 units Service Apartments - 12 levels

GDV: RM1 billion

INDERA APARTMENT
216 Apartment Units
GDV RM43.5 million

AMAN NUSA, KUAH, LANGKAWI
176 terrace houses & 27 shops offices constructed over 16.89 acre
GDV: RM61.93 million

NEW LAUNCHES IN FY2023

SIMFONI EAST 5C
58 double-storey terrace units
5 single-storey bungalow lots

SIMFONI EAST 4D (NADA)
29 single-storey bungalow lots

LAKEHOMES 3B
13 double-storey bungalow lots

Combined GDV: RM61.99 million

On 12 January 2023, BDB Land unveiled the Bandar Darulaman 3.0 Master Plan, introducing the proposed development of BDB Tower & Serviced Apartments. Strategically positioned within the redevelopment of Darulaman Golf & Country Club, this landmark project is set to redefine Bandar Darulaman's skyline. With its proximity to essential amenities, the Serviced Apartments offer promising opportunities for both residential and commercial prospects.

Breaking new ground on 22 May 2023, BDB Land introduced Aman Nusa, the inaugural pocket development home project in Langkawi. Spanning 16.89 acres in Mukim Bandar Kuah, Daerah Langkawi, this venture, valued at RM61.93 million, encompasses 176 terrace houses and 27 shops/offices, marking a significant milestone in the company's expansion journey.

Driven by an unwavering commitment to sustainability and innovation, BDB Land aims to integrate cutting-edge ideas and technologies into its townships, ensuring an unparalleled living experience for residents.

Through this vision, we strive to make substantial contributions to Kedah's socioeconomic landscape, fostering growth and prosperity in the region.
In July 2023, BDB Land launched Simfoni East 5C, comprising 58 double-storey terrace units and 5 single-storey bungalows, alongside Simfoni East 4D (Nada), featuring single-storey bungalows and Lakehomes 3B, offering 13 double-storey bungalows in Bandar Darulaman, with a combined Gross Development Value (GDV) of RM61.99 million.

Furthering its commitment to strategic partnerships, on 30 November 2023, BDB Land initiated two significant Joint Venture (JV) Projects:

- Collaborating with Aman Setia Resources Sdn. Bhd. to develop 57 bungalow lots in Darulaman Lakehomes, Bandar Darulaman, Jitra, with a projected GDV of RM54.15 million.
- Partnering with OIB Properties (KV) Sdn. Bhd. to undertake the transformative Darulaman Saujana, Hosba project in Daerah Kubang Pasu, Kedah Darul Aman. Scheduled for completion in 2026, this venture represents a substantial investment with a GDV of RM187.68 million.

These strategic collaborations reinforce BDB Land's commitment to solidifying its position as a prominent player in property development, not only in Kedah but across the Northern Region. Upholding its reputation for delivering superior, sustainable homes tailored to diverse homeowner preferences, these partnerships underscore our dedication to excellence and customer satisfaction.

pg 9

Darulaman Lakehomes

JV PROJECTS

Darulaman Lakehomes
57 bungalow lots
GDV: RM54.15 million
JV: Aman Setia Resources Sdn. Bhd.

Darulaman Saujana, Hosba
GDV: RM187.68 million
JV: OIB Properties (KV) Sdn. Bhd.

KEDAH HOLDINGS SDN. BHD.

Kedah Holdings Sdn. Bhd. (Kedah Holdings), established on 2 February 1982, has served as a pillar in the property development sector for over 40 years. With a distinguished history that spans commercial, residential and office projects, Kedah Holdings has become synonymous with excellence and forward-thinking.

As a niche boutique developer, Kedah Holdings excels in crafting small to medium-scale residential and commercial development projects meticulously designed to cater to the discerning needs of targeted consumer segments within Kedah and the neighbouring states.

Our ongoing project, Aman Perdana in Serdang, features 39 units of competitively priced single-storey terrace homes. Concurrently, the development of 13 units of two-storey terraced residences and 11 commercial shop lots is on schedule, slated for completion in December 2024.

On 30 September 2023, Kedah Holdings initiated a JV with Vibrant Elite Sdn. Bhd. to develop affordable housing in Pekan Napoh, Daerah Kubang Pasu, Kedah, with a GDV of RM60.35 million.

Projected for completion in 2026, this collaboration highlights Kedah Holdings' commitment to establishing key partnerships and pursuing growth within the dynamic property development landscape.

Bandar Sejahtera

Aman Perdana

LEISURE

BDB DARULAMAN GOLF RESORT BERHAD

BDB Darulaman Golf Resort Berhad (BDGRB) boasts a world-class, 18-hole golf course spanning 190 acres, meticulously crafted by the renowned Australian golf course designer, Ted Parslow of E&G Parslow Associates. Since its inauguration in 1993, it has become a premier destination for golf enthusiasts nationwide.

Located in the heart of Kubang Pasu's scenic landscape, the golf course features wide stretches of Greenlees Park Bermuda fairways with immaculate Bermuda Tildwarf greens. This natural terrain presents golfers with a well-balanced mix of natural hazards, such as well-placed sand bunkers, tree-lined stretches, undulating terrain and tranquil water hazards

Recognised as the **"Pride of the North"**, BDGRB stands out among golf resorts for its comprehensive array of amenities. From swimming pools and badminton courts to a well-equipped gymnasium, conference facilities, enticing F&B outlets like the Classic Café and cosy chalets, it offers a holistic resort experience.

The resort's acclaim has soared with the hosting of prestigious professional tournaments, notably the BDB Masters, a highly anticipated three-day amateur event drawing 112 participants from across Malaysia, featured on the World Amateur Golf Ranking calendar. Additionally, BDGRB serves as the venue for the Perodua National Amateur Golf Series 2023, attracting 58 amateur golfers from the Northern Region.

In 2020, BDGRB prioritised community and member safety by implementing enhancements. Safety nets were installed at Hole 7 to mitigate stray ball incidents in the surrounding neighbourhood.

The resort undertook vital golf course maintenance, including hollow tine operations to rejuvenate and enhance the green surfaces.

A significant milestone was achieved on 13 February 2023, with the unveiling of the newly upgraded two-story driving range, featuring cutting-edge amenities and an expansive 26-bay practice area. This enhancement not only revitalised BDGRB but also garnered interest from newcomers to the sport, enriching the resort's appeal to a broader audience.

BDB LEISURE SDN. BHD.

BDB Leisure Sdn. Bhd. (BDB Leisure) specialises in managing diverse recreational facilities aimed at entertainment, sports and indoor/outdoor leisure pursuits. Our flagship venture, Darulaman Park, situated in the scenic Bandar Darulaman in Jitra, Kedah, spans 84 acres of lush terrain, featuring a serene lake and promoting wellbeing and a healthy lifestyle for residents, visitors and tourists.

BDB Leisure's philosophy prioritises a conscientious approach to conservation, emphasising ecological integrity alongside economic advancement. Darulaman Park, along with the Darulaman Trails catering to sports enthusiasts, exemplifies this commitment.

Fantasia Aquapark, another key component managed by BDB Leisure, offers a variety of water-themed attractions, attracting enthusiasts from Kubang Pasu district and other districts. Beyond its natural beauty, Darulaman Park features a 36-acre lake, a 2.4 km jogging track, outdoor fitness amenities and expansive grounds suitable for recreational activities for families and groups.

Visitors can enjoy access to kayak, boat, bicycle rentals, along with tram and buggy rides. The lake cruise, accommodating up to 15 passengers per trip, offer a captivating sightseeing experience.

Darulaman Park also offers versatile event spaces for rental, including the Tent & Gazebo event hall, suitable for various occasions and open field areas ideal for sporting events, concerts and carnivals.

In 2023, Darulaman Park distinguished itself on the national stage, earning a prestigious spot in the Malaysia Book of Records for hosting the Luna Lights Wonderland 2023 - Greatest Lighting Event in The Park and the grand Merdeka Countdown Celebrations. These events captivated more than 35,000 visitors, including the esteemed Kedah Menteri Besar, reinforcing Darulaman Park's reputation as a premier destination for spectacular gatherings.

BDB Leisure made its mark with the highly anticipated BDB Annual Running Event, featuring the BDB Jitra Half Marathon 2023. This event drew the participation of over 1,600 running enthusiasts from across the country, showcasing our dedication to promoting health, wellness and community spirit on a grand scale.

Darulaman Sanctuary

Thriving within the protected confines of Darulaman Sanctuary, the endangered Great Hornbill (Buceros bicornis) stands as a majestic symbol of Langkawi's biodiversity. As the largest avian inhabitants of the region, these magnificent birds form lifelong bonds, highlighting the importance of conservation efforts for their survival.

Situated at the foothills of Langkawi's highest peak, nestled in the heart of the island, Darulaman Sanctuary enjoys excellent accessibility from the main road connecting Kuah and Teluk Ewa. Just 8 km from Kuah, this hidden gem beckons to nature enthusiasts, boasting pristine forests despite its proximity to popular tourist destinations. Darulaman Sanctuary is poised to emerge as Langkawi's next eco-tourism hub, offering an untouched natural experience previously unexplored.

The Group acknowledges Lubuk Semilang's potential to develop into one of Langkawi's most popular eco-tourism destinations. Home to 73 bird species, 169 butterfly varieties, 160 types of herbs and 80 timber species in pristine condition, it promises an enriching biodiversity experience. Beyond its ecological richness, Darulaman Sanctuary attracts hiking enthusiasts eager to traverse the **'Thousand Memories Eagle Stairs'** spanning 4,287 steps over 3.1 km.

pg 13

The pink oysters mushrooms found on trees in the Darulaman Sanctuary rainforest provide ecological benefits such as contributing to nutrient cycling and serving as habitats for various forest organisms, enhancing biodiversity.

DARULAMAN SANCTUARY ECO-TOURISM HUB (DSETH)

The proposed DSETH presents a holistic vision for developing eco-tourism in Darulaman Sanctuary, Lubuk Semilang, Langkawi. The proposed initiatives encompass various components:

DSETH aims to harmonise human activities with the natural environment, ensuring mutual benefits for the ecosystem and local community.

COLLABORATIVE PARTNERSHIPS:

Partnerships with local NGOs, government bodies and experts in conservation and sustainable tourism enhance the effectiveness of the development proposal. Collaborative efforts amplify positive outcomes and foster a shared responsibility for sustainability.

LONG-TERM ECONOMIC BENEFITS:

Emphasising sustainable tourism, the development ensures economic benefits are distributed across the community. Local businesses, artisans and service providers stand to contribute to a resilient economy.

The sustainable impact of this proposal is multi-faceted, fostering:

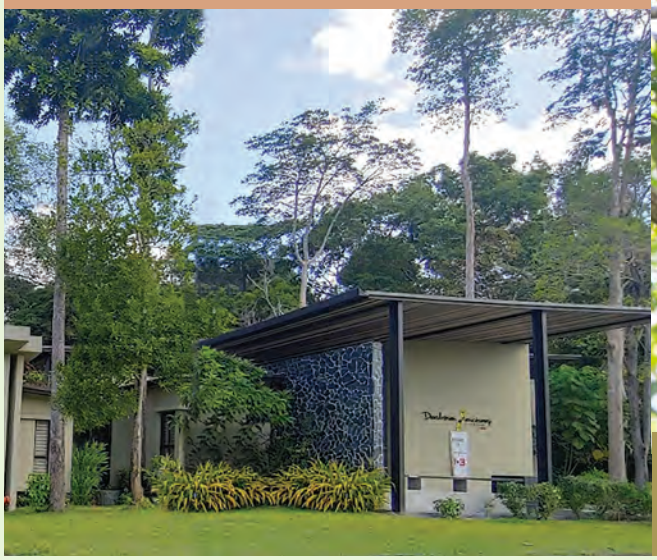
CONSERVATION OF BIODIVERSITY:

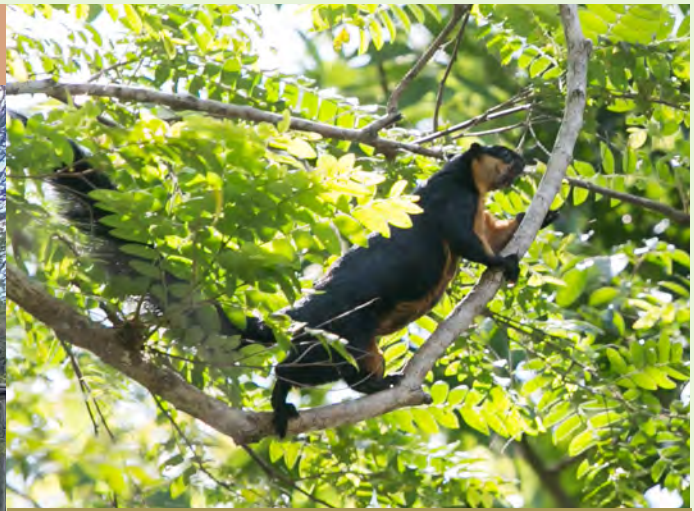
The development prioritises the preservation of Darulaman Sanctuary's diverse flora and fauna. Through sustainable construction practices, habitat restoration and minimal infrastructure intrusion, adverse effects on the natural ecosystem are mitigated

EDUCATION AND AWARENESS:

Educational components within the proposal raise visitor awareness about conservation, sustainability and the delicate balance between human activities and nature. Interpretive signages, guided tours and immersive experiences educate visitors about the sanctuary's ecosystem.

▼ *Darulaman Sanctuary: Embracing a commitment to environmental sustainability.*





▲ *The striking Black Giant Squirrel (Ratufa bicolour) ranks among the world's largest squirrel species, contributing to the diverse wildlife thriving within Darulaman Sanctuary. Its presence underscores the rich abundance of fauna inhabiting this natural haven.*

INVESTMENT HOLDING

BDB ENERGY SDN. BHD. (BESB)

Established on 5 July 2023, BDB Energy Sdn. Bhd. (BESB) is a pioneering company that focuses on solar photovoltaic technology. BESB aims to promote renewable energy (RE) solutions in Kedah State and other states in the Northern Region.

As a newly formed entity, BESB provides a wide range of services that include rooftop solar installations for various sectors and large-scale solar projects. BESB is committed to sustainability and innovation, aiming to meet the rising demand for clean energy while reducing our carbon footprint.

BESB prioritises Environmental, Social and Governance (ESG) principles, integrating sustainability into our operations, from energy production to supply chain management. Leveraging advanced technologies, we inculcate a culture of environmental responsibility to set new standards for sustainability in RE.

As BDB is a Government-Linked Company (GLC) in Kedah State, we focus on supporting green development initiatives and promoting RE solutions that benefit local communities and ecosystems.

Through collaboration with government agencies, industry partners and community stakeholders, BESB aims to lead as an RE provider in the region. With strategic partnerships and innovative initiatives, BESB is dedicated to driving sustainable growth and shaping a brighter, more sustainable future for all.

On 15 January 2024, BESB successfully obtained the Registered Solar PV Investor (RPVI) license from the Sustainable Energy Development Authority. This achievement boosts our confidence in supporting BDB Group's revenue targets in the coming years.

Tuan Sr. Haji Che Had, BDB Chairman (2nd from right), YM Raja Shahreen, Executive Director (2nd from left) and Mohd Hudzaifah, Chief Business Strategy Officer during the momentous signing ceremony of BDB Energy, marking a significant step towards sustainable energy solutions.

CORPORATE STRUCTURE

as of 29 February 2024

BINA DARULAMAN BERHAD
199501003751 (332945-X)

SPIRIT OF ACHIEVEMENT

ENGINEERING, CONSTRUCTION AND QUARRY (ECQ) SEGMENT

- 100% BDB Synergy Sdn Bhd
  198201002994 (82740-W)
- 100% BDB Infra Sdn Bhd
  197301002843 (16289-A)
  - 100% Gemi Puncak Sdn Bhd
    200301016496 (618916-D)
  - 100% Gemi Puncak Quarry Sdn Bhd
    200101025475 (561233-P)
  - 100% BDB Construction & Maintenance Sdn Bhd
    202301049590 (1543504-P)
- 100% BDB Rock Mineral Sdn Bhd
  199601001370 (373716-P)

PROPERTY DEVELOPMENT SEGMENT

- 100% BDB Land Sdn Bhd
  198101003170 (69284-P)
  - 50% BDB Lagenda Sdn Bhd
    202101012211 (1142510-A)
- 100% Kedah Holdings Sdn Bhd
  198201000874 (80618-U)
- 100% BDBMBI Langkawi Ventures Sdn Bhd
  199601014681 (387031-V)
- 100% Aman Lagenda Sdn Bhd
  201401040611 (1116761-P)

LEISURE SEGMENT

- 98.7% BDB Darulaman Golf Resort Berhad
  199201022806 (254310-M)
- 100% BDB Leisure Sdn Bhd
  201601029874 (1200815-K)
- 100% BDB Hotels Sdn Bhd
  199601011749 (384098-P)

INVESTMENT HOLDING

- 100% BDB Energy Sdn Bhd
  202301025585 (1519508-A)

CORPORATE INFORMATION

as of 29 February 2024

BOARD OF DIRECTORS

TUAN SR. HAJI CHE HAD BIN DHALI
SDK, BKM
Non-Independent Non-Executive Chairman

DATO' ZAKIAH BINTI KASSIM
Senior Independent Director

DATO' WIRA HAJI ISAHAK BIN MURAT
DGWK, DSSS, SDK, AMK, BCK
Non-Independent Non-Executive Director

YM RAJA SHAHREEN BIN RAJA OTHMAN
Executive Director

TUAN MOHAMAD IBRAHIM BIN GHAZALI
Independent Non-Executive Director

YB IR. TS. KHAIRIL NIZAM BIN KHIRUDIN
Independent Non-Executive Director

YB TS. DR. MOHD SUFFIAN BIN YUSOFF
Independent Non-Executive Director

PUAN NAWAL BINTI HANAFIAH
Independent Non-Executive Director

BOARD AUDIT COMMITTEE

Chairman
TUAN MOHAMAD IBRAHIM BIN GHAZALI

Members
DATO' ZAKIAH BINTI KASSIM

YB IR. TS. KHAIRIL NIZAM BIN KHIRUDIN

BOARD RISK COMMITTEE

Chairman
YB IR. TS. KHAIRIL NIZAM BIN KHIRUDIN

Member
TUAN MOHAMAD IBRAHIM BIN GHAZALI

BOARD NOMINATION, REMUNERATION & ESOS COMMITTEE

Chairman
DATO' ZAKIAH BINTI KASSIM

Members
DATO' WIRA HAJI ISAHAK BIN MURAT
DGWK, DSSS, SDK, AMK, BCK

PUAN NAWAL BINTI HANAFIAH

BOARD INVESTMENT COMMITTEE

Chairman
DATO' WIRA HAJI ISAHAK BIN MURAT
DGWK, DSSS, SDK, AMK, BCK

Member
YM RAJA SHAHREEN BIN RAJA OTHMAN

BOARD SUSTAINABILITY COMMITTEE

Chairman
PUAN NAWAL BINTI HANAFIAH

Members
TUAN MOHAMAD IBRAHIM BIN GHAZALI

YB TS. DR. MOHD SUFFIAN BIN YUSOFF

BOARD PROCUREMENT COMMITTEE

Chairman
YB TS. DR. MOHD SUFFIAN BIN YUSOFF

Member
DATO' ZAKIAH BINTI KASSIM

COMPANY SECRETARY

KHAIRULMUNA BINTI ABD GHANI
SSM PC No. 202208000505
LS 0008190

REGISTERED OFFICE

Level 9, Menara BDB,
88, Lebuhraya Darulaman,
05100, Alor Setar, Kedah Darul Aman
Tel : +604 7300 303
Fax : +604 734 2714
Email : bina_darulaman@bdb.com.my
Website : www.bdb.com.my

AUDITORS

KPMG PLT
Level 18, Hunza Tower, 163E,
Jalan Kelawei, 10250, Pulau Pinang
Tel : +604 375 1800
Fax : +604 238 2222

PRINCIPAL BANKS

MAYBANK ISLAMIC BANK BERHAD

1535, Jalan Sultan Badlishah,
05710, Alor Setar, Kedah Darul Aman
Tel : +604 731 3855
Fax : +604 733 1550

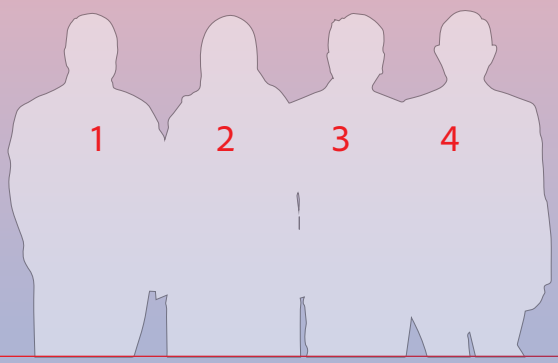
AFFIN ISLAMIC BANK BERHAD

147 & 148, Susuran Sultan Abdul Hamid 8, Kompleks Sultan Abdul Hamid Fasa 2,
Persiaran Sultan Abdul Hamid,
05050, Alor Setar,
Kedah Darul Aman
Tel : +604 772 1477
Fax : +604 771 4796

STOCK EXCHANGE LISTING

Listed on the Main Board of
Bursa Malaysia Securities Berhad
Stock Name : BDB
Stock Code : 6173

BOARD OF DIRECTORS



1 **TUAN SR. HAJI CHE HAD BIN DHALI**
SDK, BKM
Non-Independent Non-Executive Chairman

2 **DATO' ZAKIAH BINTI KASSIM**
Senior Independent Director

3 **DATO' WIRA HAJI ISAHAK BIN MURAT**
DSSS, SDK, AMK, BCK
Non-Independent Non-Executive Director

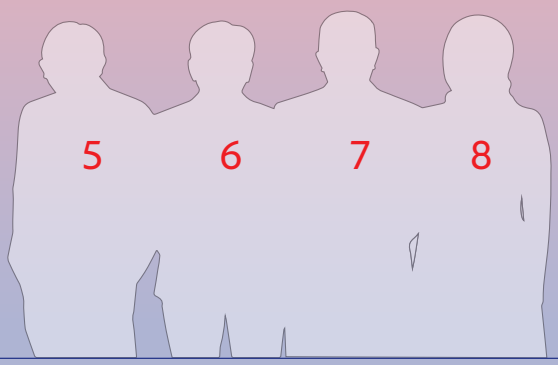
4 **YM RAJA SHAHREEN BIN RAJA OTHMAN**
Executive Director

5 TUAN MOHAMAD IBRAHIM BIN GHAZALI
Independent Non-Executive Director

6 YB IR. TS. KHAIRIL NIZAM BIN KHIRUDIN
Independent Non-Executive Director

7 YB TS. DR. MOHD SUFFIAN BIN YUSOFF
Independent Non-Executive Director

8 PUAN NAWAL BINTI HANAFIAH
Independent Non-Executive Director



BOARD OF DIRECTORS' PROFILE

TUAN SR. HAJI CHE HAD BIN DHALI

SDK, BKM

Chairman, Non-Independent Non-Executive

Age 59

DATE OF APPOINTMENT AS CHAIRMAN:
1 February 2022

DATE OF RE-DESIGNATION AS EXECUTIVE CHAIRMAN:
14 April 2022

DATE OF RE-DESIGNATION AS CHAIRMAN:
16 October 2022

DATE OF LAST RE-ELECTION:
26 May 2022

SECURITIES HOLDINGS IN THE COMPANY: None

BOARD COMMITTEE MEMBERSHIP: NIL

OTHER DIRECTORSHIPS IN PUBLIC LISTED COMPANIES:
None

ATTENDANCE AT BOARD MEETINGS IN 2023:
Present at all 10/10 meetings held during the Financial Year

ATTENDANCE AT PREVIOUS AGM: Present

ACADEMIC & PROFESSIONAL QUALIFICATIONS

- Bachelor in Surveying (Valuation & Property Management), Universiti Teknologi Malaysia (UTM)
- Master in Business Administration, Universiti Utara Malaysia (UUM)
- Registered Valuer, Estate Agent and Property Manager Board of Valuers, Estate Agents & Property Manager Malaysia (BOVEAP)
- International Valuation Specialist, International Association of Certified Valuation Specialists (IACVS)
- Fellow Member, Royal Institution of Surveyors Malaysia (FRISM)
- Fellow Member, Association of Valuers & Property Consultants in Private Practice (FPEPS)
- Member, Royal Institute of Chartered Surveyors (MRICS)
- Member, Malaysian Institute of Estate Agents (MMIEA)
- Member, Business Valuers Association Malaysia (MBVAM)

BACKGROUND

Tuan Sr. Haji Che Had Bin Dhali (Tuan Sr. Haji Che Had) was appointed as the Chairman of Bina Darulaman Berhad (BDB) on 1 February 2022. He was then redesignated as the Executive Chairman on 14 April 2022 until 15 October 2022. Thereafter, Tuan Sr. Haji Che Had was appointed as a Non-Independent and Non-Executive Chairman.

Tuan Sr. Haji Che Had his career in valuation and asset consultancy services with Jones Lang Wootton, moving on to Arthur Lim Valuers, Henry Butcher and Lim & Long (N) E. A. Sdn. Bhd. In 1992, he joined JB Jurunilai Bersekutu Sdn. Bhd. (JBSB) and he eventually left after serving as Executive Director. In 2008, he was invited to join the Kedah State Government (KSG) as Special Officer cum Economic and GLC (Government- Linked Company) Advisor to the former Chief Minister of Kedah, during which time he also served on the boards of other state GLCs until 2010.

During his tenure with the KSG, Tuan Sr. Haji Che Had was instrumental in promoting Kedah's products and services to numerous countries including Australia, Papua New Guinea, Thailand, Indonesia, the United Kingdom, Holland, Germany, Denmark, Qatar, Dubai, Bahrain, Egypt, Iran and Yemen.

In his 34 years in property consultancy, he specialised in corporate valuation and consultancy for various type of valuation as well as market and feasibility studies for large developments. He was recently certified by the International Association of Certified Valuation Specialists (IACVS) and is now a Registered Valuer cum Registered Estate Agent for IM Global Property Consultants and currently acts as the Group Executive Director of the Company.

Tuan Sr. Haji Che Had first joined Bina Darulaman Berhad (BDB) when he was appointed as a Non-Independent Non-Executive Director on 3 April 2008 and was subsequently re-designated as an independent director, before leaving BDB on 30 May 2013. He was awarded the "Bintang Kebaktian Masyarakat (BKM) and Setia DiRaja Kedah (SDK)" by the KDYMM Tuanku Sultan Kedah in 2009 and 2022, respectively, in recognition for his contribution to the state.

DISCLAIMER
Tuan Sr. Haji Che Had does not have any family relationship with any Director and/or any major shareholder of the Company and has no conflict of interest with the Company. He has not been convicted of any offence in the past five years (other than traffic offences, if any) and has not had any public sanction or penalty imposed by any relevant regulatory body during the financial year.

DATO' ZAKIAH BINTI KASSIM

Senior Independent Non-Executive Director

Age 65

DATE OF APPOINTMENT:
6 September 2020

DATE OF RE-DESIGNATION AS SENIOR INDEPENDENT DIRECTOR:
6 December 2021

DATE OF LAST RE-ELECTION:
23 September 2021

SECURITIES HOLDINGS IN THE COMPANY: None

BOARD COMMITTEE MEMBERSHIP:

- Chairman, Board Nomination, Remuneration & ESOS Committee
- Member, Board Audit Committee
- Member, Board Procurement Committee

OTHER DIRECTORSHIPS IN PUBLIC LISTED COMPANIES:
None

ATTENDANCE AT BOARD MEETINGS IN 2023:
Present at all 10/10 meetings held during the Financial Year

ATTENDANCE AT PREVIOUS AGM: Present

ACADEMIC & PROFESSIONAL QUALIFICATIONS

- Bachelor of Law, Universiti Malaya (UM)

BACKGROUND

Dato' Zakiah Binti Kassim (Dato' Zakiah) was appointed as an Independent Director of the Company on 6 September 2020 before being redesignated as Senior Independent Director on 6 December 2021.

Dato' Zakiah began her career as a Legal Officer at the High Court of Kuala Lumpur in June 1983 before moving on to the High Court of Pulau Pinang as Senior Assistant Registrar the following year.

Dato' Zakiah was appointed Director of the Legal Aid Bureau of Negeri Sembilan in 1984 and she left to become Magistrate of the Court of Kuala Lumpur in 1986. In 1991, she was promoted to Sessions Court Judge in Kuala Lumpur.

After being appointed as a legal advisor at the Ministry of Housing & Local Government, Dato' Zakiah entered the executive branch of the Government a year later. Prior to taking on the position of Federal Counsel at the Ministry of Finance in 1999, she was employed as a Secretary at Perbadanan Putrajaya in 1997.

Before joining the Kedah State as a legal advisor in 2005, Dato' Zakiah was appointed Legal Officer in the drafting division at the Attorney General's Chambers in 2000. She held this position for four years.

In 2009, Dato' Zakiah became Chairman of the Board Advisory in the Prime Minister's Department before returning to the judiciary following her appointment as Judicial Commissioner at the High Court of Johor Bahru, Johor, In 2010, she accepted a transfer to the High Court of Alor Setar, Kedah and remained with the High Court of Shah Alam, Selangor, for two years until her retirement in 2017.

DISCLAIMER
Dato' Zakiah does not have any family relationship with any Director and/or any major shareholder of the Company and has no conflict of interest with the Company. She has not been convicted of any offence in the past five years (other than traffic offences, if any) and has not had any public sanction or penalty imposed by any relevant regulatory body during the financial year.

DATO' WIRA HAJI ISAHAK BIN MURAT

DGWK, DSSS, SDK, AMK, BCK
Non-Executive Non-Independent Director

Age 61

DATE OF APPOINTMENT:
1 October 2023

DATE OF LAST RE-ELECTION:
N/A

SECURITIES HOLDINGS IN THE COMPANY: None

BOARD COMMITTEE MEMBERSHIP:

- Chairman, Board Investment Committee
- Member, Board Nomination, Remuneration & ESOS Committee

OTHER DIRECTORSHIPS IN PUBLIC LISTED COMPANIES:
None

ATTENDANCE AT BOARD MEETINGS IN 2023:
Present at all 2/10 meetings held during the Financial Year as he was appointed as PKNK Nominee in BDB on 1 October 2023.

ATTENDANCE AT PREVIOUS AGM: N/A

ACADEMIC & PROFESSIONAL QUALIFICATIONS:

- Bachelor Degree (B. Econs. Hons), Universiti Malaya (UM)

BACKGROUND

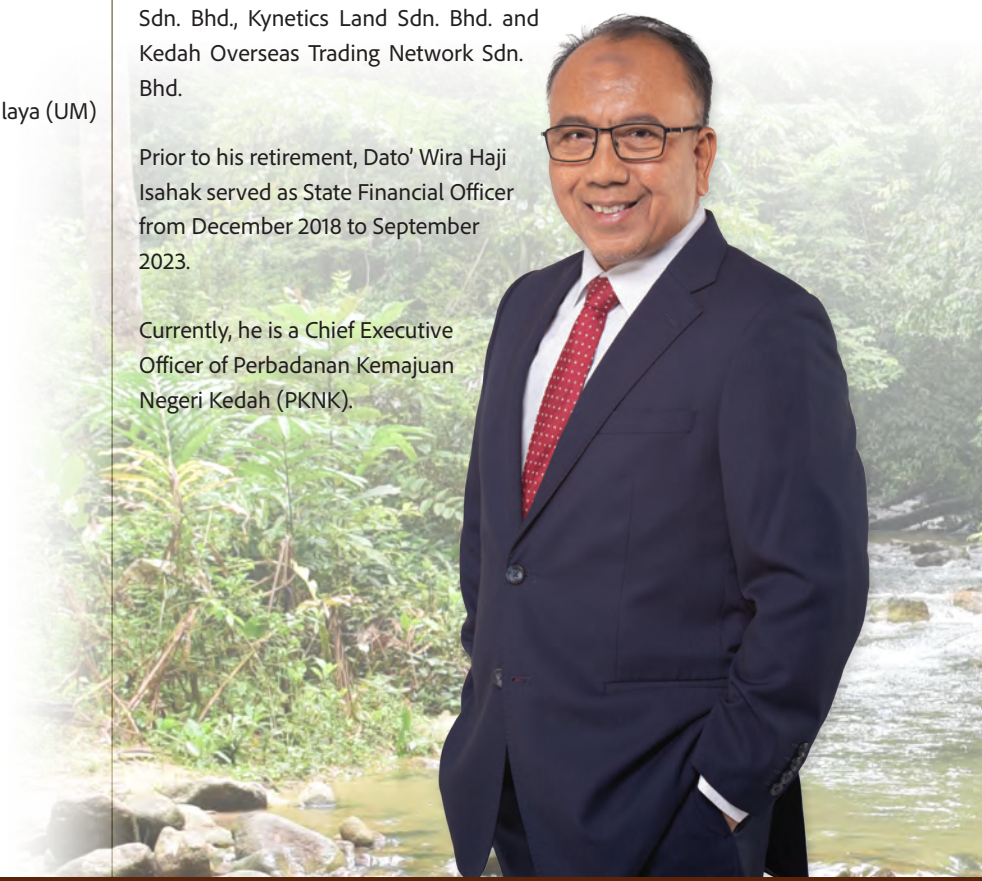
Dato' Wira Haji Isahak Bin Murat (Dato' Wira Haji Isahak) was appointed as Non-Independent Non-Executive Director of the Company, effective 1 October 2023. He was appointed a member of the Board Nomination, Remuneration & ESOS Committee and the Board Investment Committee on 14 December 2023.

Dato' Wira Haji Isahak has vast experience in civil service and served as a Kedah Civil Servant for more than 35 years, holding various senior positions such as Deputy Director of *Bahagian Perancang Ekonomi Negeri* (BPEN) in 2010, Kuala Muda District Officer in 2013, *Yang Dipertua Majlis Perbandaran Langkawi* in 2014, Langkawi District Officer in 2015 and Deputy State Secretary (*Pembangunan*) in 2018.

Besides BDB, Dato' Wira Haji Isahak is also a Board Member of Kedah Medical Centre Sdn. Bhd., Kumpulan Ladang-Ladang Perbadanan Kedah Sdn. Bhd., KSDC Insurance Brokers Sdn. Bhd/, PKNK Hotels Sdn. Bhd., Kulim Technology Park Corporation Sdn. Bhd., KXP Airportcity Holdings Sdn. Bhd., Kynetics Land Sdn. Bhd. and Kedah Overseas Trading Network Sdn. Bhd.

Prior to his retirement, Dato' Wira Haji Isahak served as State Financial Officer from December 2018 to September 2023.

Currently, he is a Chief Executive Officer of Perbadanan Kemajuan Negeri Kedah (PKNK).



DISCLAIMER
Dato' Wira Haji Isahak does not have any family relationship with any Director and/or any major shareholder of the Company and has no conflict of interest with the Company. He has not been convicted of any offence in the past five years (other than traffic offences, if any) and has not had any public sanction or penalty imposed by any relevant regulatory body during the financial year.

YM RAJA SHAHREEN BIN RAJA OTHMAN

Executive Director

Age 57

DATE OF APPOINTMENT:
1 November 2022

DATE OF LAST RE-ELECTION:
8 June 2023

SECURITIES HOLDINGS IN THE COMPANY: None

BOARD COMMITTEE MEMBERSHIP:
Member, Board Investment Committee

OTHER DIRECTORSHIPS IN PUBLIC LISTED COMPANIES:
None

ATTENDANCE AT BOARD MEETINGS IN 2023:
Present at all 10/10 meetings held during the Financial Year

ATTENDANCE AT PREVIOUS AGM: Present

ACADEMIC & PROFESSIONAL QUALIFICATIONS:

- Bachelor Degree in Accounting, La Trobe University, Melbourne, Australia
- Member, Malaysian Institute of Accountants
- Member, Australia Society of Certified Practising Accountants
- Completed Harvard Business School's Senior Management Development Program

BACKGROUND

YM Raja Shahreen Bin Raja Othman (YM Raja Shahreen) started his career at Ernst & Young in 1989, continuing to serve as Director from 2000 to 2004. On 1 March 2004, he accepted the Chief Financial Officer's position at Pos Malaysia Bhd., later moving on as General Manager cum Chief Financial Officer/Company Secretary at Oman Oil Marketing Company SAOG, a public listed Company in Oman from 1 November 2007 until 30 June 2013.

YM Raja Shahreen's illustrious career saw him serving as Chief Financial Officer of Duta Klasik Sdn. Bhd. for a year, following which he held the position of Group Chief Executive Officer of Menteri Besar Selangor (Incorporated). He was subsequently appointed as a Non-Independent Non-Executive Director of Kumpulan Perangsang Selangor Berhad on 31 March 2015 before being re-designated as Non-Executive Chairman on 21 June 2018.

He was appointed as BDB's Group Chief Executive Officer/Executive Director on 1 November 2022.

DISCLAIMER
YM Raja Shahreen does not have any family relationship with any Director and/or any major shareholder of the Company and has no conflict of interest with the Company. He has not been convicted of any offence in the past five years (other than traffic offences, if any) and has not had any public sanction or penalty imposed by any relevant regulatory body during the financial year.

TUAN MOHAMAD IBRAHIM BIN GHAZALI

Independent Non-Executive Director

Age 59

DATE OF APPOINTMENT:
14 December 2020

DATE OF LAST RE-ELECTION:
23 September 2021

SECURITIES HOLDINGS IN THE COMPANY: None

BOARD COMMITTEE MEMBERSHIP:

- Chairman, Board Audit Committee
- Member, Board Risk Committee
- Member, Board Sustainability Committee

OTHER DIRECTORSHIPS IN PUBLIC LISTED COMPANIES:
None

ATTENDANCE AT BOARD MEETINGS IN 2023
Present at all 10/10 meetings held during the Financial Year

ATTENDANCE AT PREVIOUS AGM: Present

ACADEMIC & PROFESSIONAL QUALIFICATIONS

- Advanced Diploma in Accountancy (ADIA), equivalent to Bachelor in Accountancy (Hons), Universiti Teknologi Mara (UiTM)
- Member, Malaysian Institute of Accountants (MIA 20637)
- Licensed Company Secretary (202005001136)

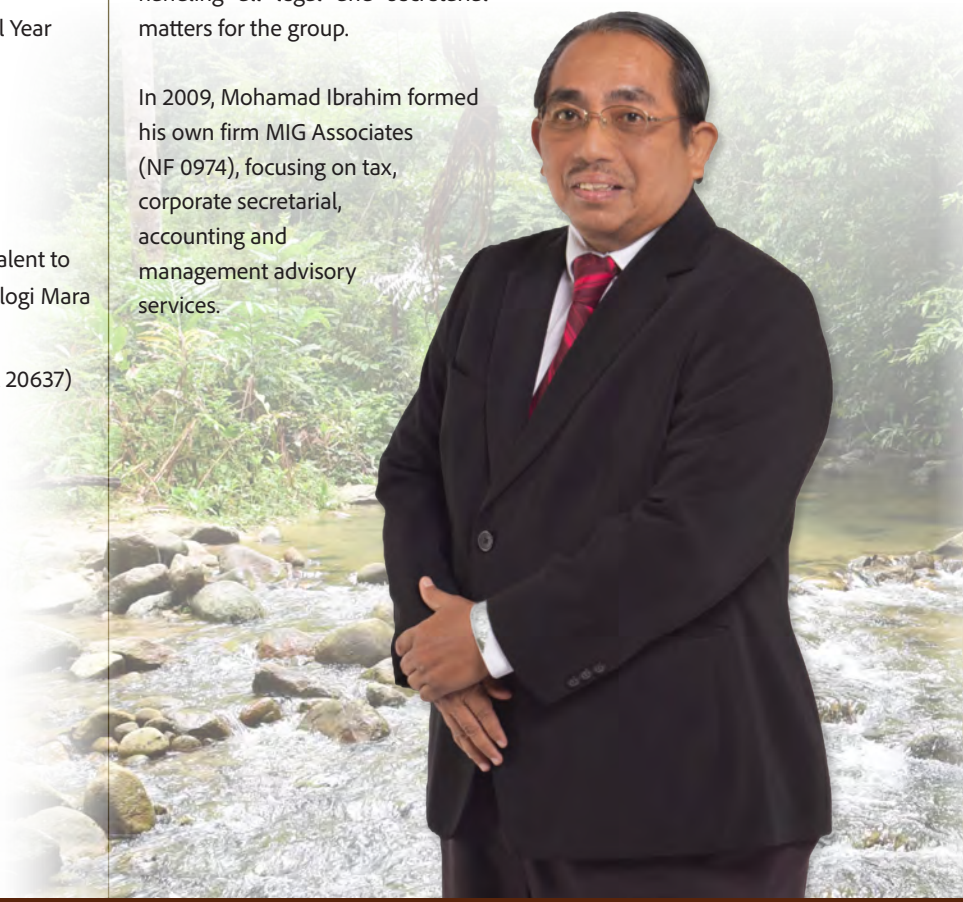
BACKGROUND

Mohamad Ibrahim Bin Ghazali (Mohamad Ibrahim) was appointed as a Non-Independent Director of the Company on 14 November 2020. Subsequently, he was appointed as Chairman of the Board Audit Committee on 5 April 2021.

Mohamad Ibrahim started his career as an auditor in May 1988 where he was involved in auditing various governmental agencies, legal firms and conglomerates. Two years later, he joined the Shapadu Group of Companies as an internal auditor.

In January 1995, Mohamad Ibrahim was appointed as Finance Manager at METC Holdings Sdn. Bhd. before assuming greater responsibilities as Senior Finance Manager from September 1996 to October 1999. He subsequently took on the role of Financial Controller at ARZ Group of Companies in November 1999. Promoted to General Manager in 2005, he was responsible for identifying future business opportunities, reviewing corporate planning and handling all legal and secretarial matters for the group.

In 2009, Mohamad Ibrahim formed his own firm MIG Associates (NF 0974), focusing on tax, corporate secretarial, accounting and management advisory services.



DISCLAIMER
Mohamad Ibrahim does not have any family relationship with any Director and/or any major shareholder of the Company and has no conflict of interest with the Company. He has not been convicted of any offence in the past five years (other than traffic offences, if any) and has not had any public sanction or penalty imposed by any relevant regulatory body during the financial year

YB IR. TS. KHAIRIL NIZAM BIN KHIRUDIN

Independent Non-Executive Director

Age 45

DATE OF APPOINTMENT:
6 September 2020

DATE OF LAST RE-ELECTION:
8 June 2023

SECURITIES HOLDINGS IN THE COMPANY: None

BOARD COMMITTEE MEMBERSHIP:

- Chairman, Board Risk Committee
- Member, Board Audit Committee

OTHER DIRECTORSHIPS IN PUBLIC LISTED COMPANIES:
None

ATTENDANCE AT BOARD MEETINGS IN 2023:
Present at all 9/10 meetings held during the Financial Year

ATTENDANCE AT PREVIOUS AGM: Present

ACADEMIC & PROFESSIONAL QUALIFICATIONS:

- Bachelor (Hons) in Mechanical Engineering, Universiti Teknologi PETRONAS (UTP)
- Master of Science in Asset Maintenance and Management, Universiti Teknologi PETRONAS (UTP)

BACKGROUND

YB Ir. Ts. Khairil Nizam Bin Khirudin (YB Ir. Ts. Khairil Nizam) began his career in PETRONAS Research and Scientific Services Malaysia in 2002. He continued his career path within PETRONAS, holding various positions in the Research & Technology Sector, the Gas Sector and the Exploration & the Production Sector.

He left PETRONAS in 2013 to expand his horizons and expanded his career with several International Oil and Gas companies namely, Talisman Malaysia Limited, REPSOL Oil & Gas Malaysia Limited and Hibiscus Oil and Gas Malaysia Limited.

YB Ir. Ts. Khairil Nizam was appointed by the Yang Di-Pertuan Agong, Al-Sultan Abdullah Ri'ayatuddin Al-Mustafa Billah Shah Ibni Almarhum Sultan Haji Ahmad Shah Al-Musta'in Billah, as Senator and Member of the Senate of the Parliament of Malaysia in 2020. He served as Senator until 19 November 2022 following his win in GE15.

DISCLAIMER
YB Ir. Ts. Khairil Nizam does not have any family relationship with any Director and/or any major shareholder of the Company and has no conflict of interest with the Company. He has not been convicted of any offence in the past five years (other than traffic offences, if any) and has not had any public sanction or penalty imposed by any relevant regulatory body during the financial year.

YB TS. DR. MOHD SUFFIAN BIN YUSOFF

Independent Non-Executive Director

Age 55

DATE OF APPOINTMENT:
16 June 2022

DATE OF LAST RE-ELECTION:
8 June 2023

SECURITIES HOLDINGS IN THE COMPANY: None

BOARD COMMITTEE MEMBERSHIP:

- Chairman, Board Procurement Committee
- Member, Board Sustainability Committee

OTHER DIRECTORSHIPS IN PUBLIC LISTED COMPANIES:
None

ATTENDANCE AT BOARD MEETINGS IN 2023
Present at all 10/10 meetings held during the Financial Year

ATTENDANCE AT PREVIOUS AGM: Present

ACADEMIC & PROFESSIONAL QUALIFICATIONS

- Doctor of Philosophy (PhD) in Environmental Engineering, Universiti Sains Malaysia (USM)
- MSc in Mineral Resources Engineering, Universiti Sains Malaysia (USM)
- Bachelor of Agricultural Science (Hons), Universiti Pertanian Malaysia (UPM)
- Qualified "*Teknologi Profesional*" – Atmospheric Science & Environment Technology (AC)

BACKGROUND

In 2000, YB Ts. Dr. Mohd Suffian Bin Yusoff (YB Ts. Dr. Suffian) was employed as a Research Assistant in the Landfill Leachate at Universiti Sains Malaysia (USM). Following this, he continued as a Research Fellow from 2001 until 2003. He worked as a Manager at Idaman Bersih Sdn. Bhd. from 2004 to 2006 before being promoted to Senior Manager in 2006. Leaving Idaman Bersih Sdn. Bhd. in 2007, YB Ts. Dr. Suffian joined USM as a lecturer in 2007 and in 2017 he became a Professor in Environmental Engineering. He is also the present Dean of Civil Engineering at the university. He was the Dean of Civil Engineering at the university since 2 February 2007 until 21 July 2023.

DISCLAIMER
YB Ts. Dr. Mohd Suffian does not have any family relationship with any Director and/or any major shareholder of the Company and has no conflict of interest with the Company. He has not been convicted of any offence in the past five years (other than traffic offences, if any) and has not had any public sanction or penalty imposed by any relevant regulatory body during the financial year.

PUAN NAWAL BINTI HANAFIAH

Independent Non-Executive Director

Age 60

DATE OF APPOINTMENT:
26 September 2022

DATE OF LAST RE-ELECTION:
8 June 2023

SECURITIES HOLDINGS IN THE COMPANY: None

BOARD COMMITTEE MEMBERSHIP:

- Chairman, Board Sustainability Committee
- Member, Board Nomination, Remuneration & ESOS Committee

OTHER DIRECTORSHIPS IN PUBLIC LISTED COMPANIES
None

ATTENDANCE AT BOARD MEETINGS IN 2023
Present all 10/10 meetings held during the Financial Year

ATTENDANCE AT PREVIOUS AGM: Present

ACADEMIC & PROFESSIONAL QUALIFICATIONS

- B.Sc. in Economics, Northern Illinois University
- Completed Harvard Business School's Senior Management Development Program

BACKGROUND

Puan Nawal Binti Hanafiah (Nawal) was appointed as an Independent Non-Executive Director of the Company on 26 September 2023. She was appointed as a member of the Board Nomination, Remuneration & ESOS Committee and the Chairman of the Board Sustainability Committee, on 26 September 2020 and 1 January 2023, respectively.

Nawal is an alumni of Harvard Business School's Senior Management Development Program 2010 with over 35 years' experience in both the professional services and the commercial sectors, primarily in human resources.

A dedicated and performance-driven human resource professional, she participated in the evolution of human resources, a field that has become increasingly complex and challenging.

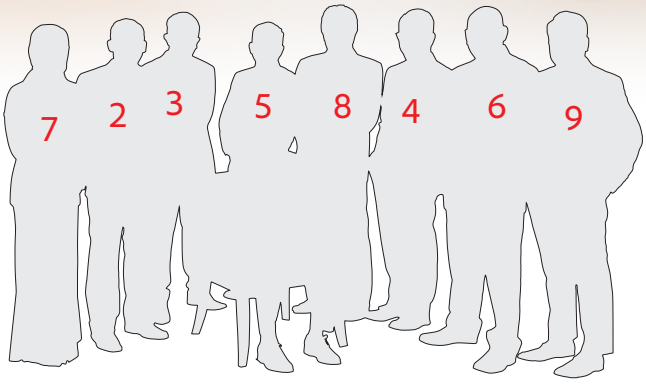
In her last executive role, Nawal was the human resource strategy architect for various human resource initiatives in a public listed investment holding company with diversified interests ranging from plantation, pharmaceuticals, property management & development, hotels, heavy industries and trading & finance. A strong leader and an astute business partner and motivator, she is mindful of balancing employee needs with company culture, vision and mission. She has strong interpersonal and organisational skills and is adept in conflict resolution and negotiation.

Nawal has held the positions of Secretary and Vice President in the Commercial Employers Association of Malaysia and has been an IR Panel member of the Malaysian Employers' Federation (MEF) as well as a member of *Jemaah Rayuan Keselamatan Sosial*, PERKESO and *Mahkamah Industri Malaysia*. She also has international exposure in Indonesia and Ghana.

In August 2021, she opted for early retirement to focus on her family and pursue other personal interests.

DISCLAIMER
Puan Nawal does not have any family relationship with any Director and/or any major shareholder of the Company and has no conflict of interest with the Company. She has not been convicted of any offence in the past five years (other than traffic offences, if any) and has not had any public sanction or penalty imposed by any relevant regulatory body during the financial year.

SENIOR MANAGEMENT



Note:
Please refer to page 23 for YM Raja Shahreen Bin Raja Othman's complete profile.

1 **YM RAJA SHAHREEN BIN RAJA OTHMAN**
Executive Director

2 **MOHD SOBRI BIN HUSSEIN**
Chief Operating Officer

3 **MOHD NASIR BIN ISMAIL**
Chief Financial Officer

4 **ABDUL SHUKOR BIN ABDUL RAHMAN**
Chief Support Officer

5 **MOHD HUDZAIFAH BIN MOHAMAD SAM**
Chief Business Strategy Officer

6 **MOHD TAUFIK BIN ABDULLAH**
Chief People Officer

7 **KHAIRULMUNA BINTI ABD GHANI**
Company Secretary & Head of Legal

8 **TAHIR BIN MD ZIN**
Head of Subsidiary, ECQ Division

9 **ZAWAWI BIN WAHAB**
Head of Subsidiary, Property Division

SENIOR MANAGEMENT PROFILE

MOHD SOBRI BIN HUSSEIN

Chief Operating Officer

Age 58

ACADEMIC & PROFESSIONAL QUALIFICATIONS:

- Bachelor of Engineering (Civil Engineering), University of Wollongong, Australia

OTHER DIRECTORSHIPS IN SUBSIDIARY COMPANIES:

- BDB Darulaman Golf Resort Berhad
- BDB Infra Sdn. Bhd.
- BDB Land Sdn. Bhd.
- Kedah Holdings Sdn. Bhd.
- BDB Langkawi Ventures Sdn. Bhd.
- BDB Rock Mineral Sdn. Bhd.
- BDB Leisure Sdn. Bhd.
- BDB Hotels Sdn. Bhd.

BACKGROUND

Mohd Sobri joined Kedah Sato Sdn. Bhd. (before it was rebranded as BDB Synergy Sdn. Bhd.) in 1994 as a Site Engineer.

Recognising his contribution to the BDB Group, Mohd Sobri was promoted to General Manager of BDB Construction Sdn. Bhd. in January 2003. He managed the company for 18 months before returning to BDB Synergy as General Manager in 2004.

In 2011, he was transferred to BDB Infra Sdn. Bhd. (BDB Infra) as General Manager. Commencing 1 January 2014, Mohd Sobri was appointed as Executive Director of BDB Infra, a position he currently holds. He was also appointed as an Exco Member on 16 March 2018 and served until 2 December 2018.

During the COVID-19 pandemic in 2021, Mohd Sobri managed to implement a chilli fertigation project as another source of income for BDB Leisure Sdn. Bhd. Besides this initiative, Mohd Sobri also successfully outsourced excess employees of BDB Darulaman Golf Resort Berhad and Fantasia Aquapark and was able to relocate them to other subsidiaries.

On 1 November 2020, he was appointed as BDB's Executive Vice President II (EVP II) – Operations@Chief Operating Officer to oversee the operations of BDB Group. Subsequently, on 4 February 2022, he was appointed to take the helm of BDB as Acting President/Group Chief Executive Officer until 30 June 2022. On 1 July 2022, Mohd Sobri resumed his previous position as EVP II – Operations@Chief Operating Officer of the Company.

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DISCLAIMER
Mohd Sobri does not have any family relationship with any Directors and/or major shareholder of BDB and has no personal interest in any business arrangements involving BDB. He has not been convicted of any offences within the past five years (other than traffic offences, if any) and no public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

MOHD NASIR BIN ISMAIL

Chief Financial Officer

Age 45

ACADEMIC & PROFESSIONAL QUALIFICATIONS

- Master of Business Administration, International Islamic University of Malaysia (IIUM)
- Bachelor of Accounting (Hons). Universiti Utara Malaysia (UUM)
- Member of Malaysian Institute of Accountants (MIA)

OTHER DIRECTORSHIPS IN SUBSIDIARY COMPANIES:

NIL

BACKGROUND

Mohd Nasir brings over two decades of experience to his role at Bina Darulaman Berhad (BDB). With a Bachelor's degree in Accounting (Hons) from Universiti Utara Malaysia and an MBA from the International Islamic University of Malaysia (IIUM), Nasir's academic qualifications complement his extensive practical expertise.

As a member of the Malaysian Institute of Accountants, Nasir's commitment to professional standards underscores his dedication to the field. Joining BDB in 2017 as Group Finance Manager, Nasir's strategic prowess led to his rapid promotion. He now oversees all financial aspects, driving realignment and implementing turnaround strategies. His prior roles in esteemed organisations, including Icon Offshore Berhad and Steelcase Inc. have enriched his understanding of diverse financial landscapes.

Nasir's leadership is characterised by strategic foresight and a commitment to excellence, making him an invaluable asset to BDB's success.

He was appointed as the Chief Financial Officer of the Company on 17 May 2023.

DISCLAIMER
Nasir does not have any family relationship with any Director and/or any major shareholder of the Company and has no conflict of interest with the Company. He has no conviction of any offences over the past five years (other than traffic offences, if any) and no public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

ABDUL SHUKOR BIN ABDUL RAHMAN

Chief Support Officer

Age 58

ACADEMIC & PROFESSIONAL QUALIFICATIONS

- BSc (Hons) Quantity Surveying, Northumbria University, Newcastle Upon Tyne, England

OTHER DIRECTORSHIPS IN SUBSIDIARY COMPANIES:

NIL

BACKGROUND

Abdul Shukor completed his tertiary education obtaining a BSc (Hons) Quantity Surveying degree from Northumbria University, Newcastle Upon Tyne, England.

With diverse experience in various technical and general management capacities, he has worked in different construction industry disciplines, including consultancy, construction and development.

Abdul Shukor commenced his career in Leeds, England, working with an established quantity surveying consultant immediately after graduation. Based on-site, he gained firsthand experience in the fast-track construction of a commercial building in the city, which instilled invaluable skills and knowledge.

Returning to Malaysia, Abdul Shukor assumed different roles in the construction industry. He started as a consultant involving in different types of projects from housing, commercial as well educational. His next move was to an international construction firm before taking a position in a development company to complete the cycle.

In retrospect, the years spent in different working environments have prepared his mindset to be receptive and ready for whatever challenges that lie ahead.

DISCLAIMER
Abdul Shukor does not have any family relationship with any Director and/or any major shareholder of the Company and has no conflict of interest with the Company. He has no conviction of any offences over the past five years (other than traffic offences, if any) and no public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

MOHD HUDZAIFAH BIN MOHAMAD SAM

Chief Business Strategy Officer

Age 48

ACADEMIC & PROFESSIONAL QUALIFICATIONS:

- Professional Master in Business Administration, Universiti Teknologi Malaysia (UTM)
- Bachelor in Accountancy, Universiti Tenaga Nasional (Uniten)

OTHER DIRECTORSHIPS IN SUBSIDIARY COMPANIES:

- BDB Energy Sdn. Bhd.

BACKGROUND

Mohd Hudzaifah's corporate journey began at Scomi Marine Bhd. in 2006, where he honed his financial analysis skills. This early experience equipped him with a deep understanding of the financial implications of strategic decisions, a critical foundation for his future success.

A pivotal turn in his career started in 2012 when he moved around within Scomi Group Bhd., a diversified conglomerate. He held various leadership roles within the group, across different subsidiaries. This diverse exposure to sectors like oil & gas, urban transportation, marine transportation and renewable energy broadened his business acumen and allowed him to apply his skills across a wider spectrum.

In 2020, Mohd Hudzaifah joined BDB, a leading listed company in Kedah, Malaysia. His initial role as Head of Group Corporate Planning and BPI (Business Planning & Improvement) allowed him to leverage his strategic planning expertise and implement performance-driven initiatives. His comprehensive skillset encompasses strategic planning, business development and corporate planning. This combined expertise allows him to approach strategic challenges holistically, considering both financial feasibility and long-term growth potential.

Recognising his exceptional talent and leadership qualities, BDB promoted him to Chief Business Strategy Officer in September 2023.

DISCLAIMER
Mohd Hudzaifah does not have any family relationship with any Director and/or any major shareholder of the Company and has no conflict of interest with the Company. He has no conviction of any offences over the past five years (other than traffic offences, if any) and no public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

MOHD TAUFIK BIN ABDULLAH
Chief People Officer

Age 57

ACADEMIC & PROFESSIONAL QUALIFICATIONS

- Bachelor of International Studies from Texas State University, Texas, USA

OTHER DIRECTORSHIPS IN SUBSIDIARY COMPANIES:

NIL

BACKGROUND

Mohd Taufik joined BDB in September 2023 as the Chief People Officer. His primary role is to lead and drive the Human Resources Department and Facilities Management Common Services of BDB.

He graduated in 1990 with a Bachelor of International Studies from Texas State University, Texas, USA. In 1994, he was selected for a year-long programme by the Japan Federation of Employers' Associations (Nikkeiren) to learn and study Human Resources practices in Japan.

Before joining BDB, Mohd Taufik served in numerous Japanese and American MNCs such as Matsushita (now Panasonic), Nichicon and Motorola Inc. He also worked for another public-listed company, KFC Holdings Berhad, as a Senior Manager in the Human Resources Department. He specialises in leading all matters related to Human Resources, including Compensation and Benefits, Industrial Relations, Training, Recruitment, Safety and Health and company administration matters.

DISCLAIMER
Taufik does not have any family relationship with any Director and/or any major shareholder of the Company and has no conflict of interest with the Company. He has no conviction of any offences over the past five years (other than traffic offences, if any) and no public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

KHAIRULMUNA BINTI ABD GHANI

Company Secretary & Head of Legal

Age 54

ACADEMIC & PROFESSIONAL QUALIFICATIONS

- Bachelor of Law, International Islamic University, Malaysia (IIUM)
- Licensed Company Secretary (SSM PC No. 202208000505 & LS 0008190)
- Affiliate Member of MAICSA (A000337)

OTHER DIRECTORSHIPS IN SUBSIDIARY COMPANIES:

- Aman Lagenda Sdn. Bhd.
- Sinergi Mayang Sdn. Bhd.

BACKGROUND

Khairulmuna was appointed as the Group Secretary on 30 June 2008. Previously, she was appointed as the Joint Secretary of BDB's subsidiary companies in 2001. Khairulmuna earned a Bachelor of Laws degree from the International Islamic University, Malaysia, in 1993 and was called to the Malaysian Bar in 1994.

Khairulmuna worked in the legal profession early in her career before joining BDB. She is a licensed secretary with the Companies Commission of Malaysia (SSM) and an affiliate of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA).

Khairulmuna has over 20 years of experience in corporate secretarial, compliance, governance and due diligence for special projects.

DISCLAIMER
Khairulmuna does not have any family relationship with any Director and/or any major shareholder of the Company and has no conflict of interest with the Company. She has no conviction of any offences over the past five years (other than traffic offences, if any) and no public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

TAHIR BIN MD ZIN

Head of Subsidiary, ECQ Division

Age 60

ACADEMIC & PROFESSIONAL QUALIFICATIONS

- BSc in Civil Engineering, California State University, USA
- Completed Harvard Business School's Senior Management Development Program

OTHER DIRECTORSHIPS IN SUBSIDIARY COMPANIES:

- BDB Synergy Sdn. Bhd.
- Darulaman Medical Centre Sdn. Bhd.
- Aman Lagenda Sdn. Bhd.
- Sinergi Mayang Sdn. Bhd.

BACKGROUND

Tahir is a qualified Engineer and he obtained his BSc in Civil Engineering in 1986 from University California State University, Chico, California, USA.

He joined the Group in 1997 when he was appointed Construction Manager in one of the Group subsidiaries, Kedah Sato Sdn. Bhd., which is now known as BDB Synergy Sdn. Bhd. (BSSB). He was promoted to the General Manager post in 2004 to head BSSB. Tahir was transferred to BDB in 2005 to assume a more significant role as the General Manager of Group Business Development.

His vast experience in dealing with land matters and good rapport with local authorities had benefited the Group in achieving its strategic target and business planning.

Tahir was promoted to Executive Director of BSSB on 1 January 2018. Currently, he is Head of the Engineering, Construction & Quarry division.

DISCLAIMER
Tahir does not have any family relationship with any Director and/or any major shareholder of the Company and has no conflict of interest with the Company. He has no conviction of any offences over the past five years (other than traffic offences, if any) and no public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

ZAWAWI BIN WAHAB

Head of Subsidiary, Property Development

Age 53

ACADEMIC & PROFESSIONAL QUALIFICATIONS

- Master of Science (Planning), Universiti Sains Malaysia (USM)
- Bachelor of Science (Housing, Building and Planning) with honours specialising in Urban and Regional Planning , Universiti Sains Malaysia (USM)
- Diploma in Urban and Regional Planning, Universiti Teknologi Malaysia (UTM)

OTHER DIRECTORSHIPS IN SUBSIDIARY COMPANIES:

- BDB Darulaman Golf Resort Berhad
- BDB Hotels Sdn. Bhd.
- BDBMBI Langkawi Ventures Sdn. Bhd.
- BDB Lagenda Sdn. Bhd.

BACKGROUND

Prior to joining BDB Land, Zawawi accumulated over 24 years of experience in senior positions within both Public-Listed Companies (PLCs) and other non-listed entities.

He possesses extensive expertise in strategic planning, financial performance management of subsidiary companies, project planning, sales and marketing, land administration, feasibility studies, business development and operations management within the property development sector.

His previous roles include notable tenures with PLCs, including Plenitude Berhad and Ahmad Zaki Resources Berhad.

DISCLAIMER
Zawawi does not have any family relationship with any Director and/or any major shareholder of the Company and has no conflict of interest with the Company. He has no conviction of any offences over the past five years (other than traffic offences, if any) and no public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

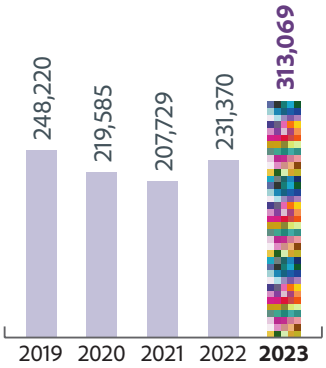
Situated across 240 acres in Pendang, Kedah, Darul Aman, the Bukit Perak Quarry is a testament to sustainable stewardship in the mining industry. Since the 1970s, BDB Infra has managed the quarry operations, owned by the Kedah State Economic Development Authority (PKNK). In a pioneering move, the quarry has been awarded a prestigious 5-Star rating for Sustainability in Mining and Quarrying 2021/2022 by the Department of Mineral and Geoscience Malaysia, marking a milestone as Malaysia's first granite quarry to achieve this distinction.

Emphasising sustainability, BDB Infra has implemented innovative practices such as utilising smart industrial equipment, optimising resource usage and integrating renewable energy sources to enhance energy efficiency. Moreover, legitimate miners are exclusively granted mining rights, ensuring adherence to stipulated area sizes and resource lifespans. Continuous and systematic mineral exploration activities are conducted to maintain a sustainable supply of minerals, underscoring a commitment to responsible resource utilisation.

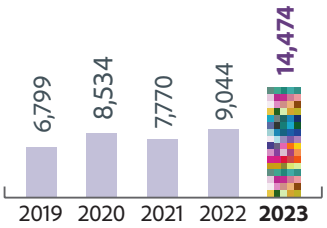
5-YEAR GROUP FINANCIAL HIGHLIGHTS

	2019 RM'000	2020 RM'000	2021 RM'000	2022 RM'000	2023 RM'000
FOR THE YEAR					
Revenue	248,220	219,585	207,729	231,370	**313,069**
Gross Profit	52,180	43,618	34,784	48,142	**53,549**
Earnings Before Interest, Taxes, Depreciation and Amortisation (EBITDA)	26,229	24,250	20,070	22,151	**27,162**
Profit Before Taxation	6,799	8,534	7,770	9,044	**14,474**
Net Profit Attributable to Owner of the Company	4,707	5,292	5,387	5,597	**12,655**
Profit After Tax and After Minority Interest (PATAMI)	4,707	5,270	5,366	5,559	**12,414**
PER SHARE					
Share Capital	331,020	331,020	331,020	331,020	**331,020**
Earnings Per Share (Sen)	1.55	1.74	1.77	1.84	**4.16**
Shareholders' Funds	463,369	468,639	471,752	475,032	**486,042**
Net Tangible Assets Per Share (RM)	1.52	1.54	1.55	1.56	**1.60**
Dividend Per Share (Sen)	Nil	Nil	0.75	0.75	**0.46**
Dividend Payment (Net)	Nil	Nil	2,273	2,279	**1,404**
FINANCIAL RATIOS					
Total Assets	745,627	734,308	716,321	717,129	**799,185**
Total Liabilities	282,258	265,669	244,569	242,097	**313,143**
Total Borrowings	131,603	124,433	104,975	91,517	**120,002**

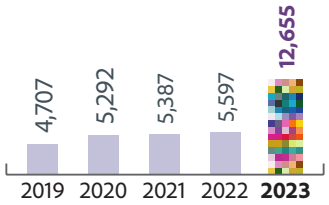
REVENUE (RM '000)



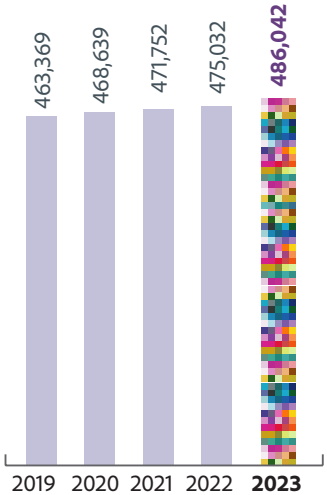
PROFIT BEFORE TAXATION (RM '000)



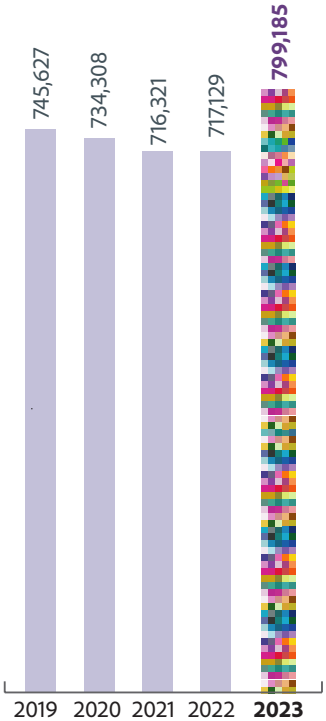
NET PROFIT ATTRIBUTABLE TO OWNER OF THE COMPANY (RM '000)



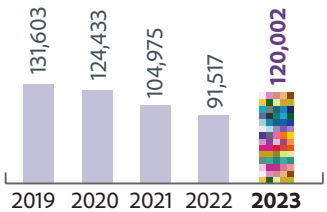
SHAREHOLDERS' FUNDS (RM '000)



TOTAL ASSETS (RM '000)



TOTAL BORROWINGS (RM '000)



INVESTOR RELATIONS

FOSTERING GROWTH AND SUSTAINABILITY THROUGH ROBUST INVESTOR RELATIONS

BDB, a leading force in the ECQ, Property and Leisure segments, strategically diversified its portfolio by venturing into the Renewable Energy domain in FY2023. For nearly three decades, BDB has been the epitome of Kedah State's commitment to advancing infrastructure development, facilitating affordable housing, fostering wealth generation and catalysing job creation.

BDB, a Kedah State Government-Linked Corporation (GLC) is 60.70% owned by State's investment arm, Perbadanan Kemajuan Negeri Kedah. We uphold the Group's **"Spirit of Achievement"** ethos by prioritising stakeholder value upholding exemplary standards of corporate governance, transparency, integrity and accountability. Central to this commitment is our resolute focus on investor relations (IR) and stakeholder engagement, ensuring the seamless dissemination of pertinent financial and non-financial corporate and operational information.

PERFORMANCE OVERVIEW

Amidst the challenges posed by the pandemic, BDB exhibited commendable resilience, delivering impressive results in the inaugural year post-pandemic. This success, driven by heightened demand across our existing businesses, has substantially strengthened our financial standing. It has also provided a solid platform for BDB to venture into the emerging green economy, including renewable energy and sustainable services ventures.

Throughout the reporting period, we have maintained an open line of communication with our stakeholders, furnishing them with timely updates on our strategic direction, growth initiatives, financial performance and sustainability endeavours. This proactive engagement has empowered investors and analysts to make well-informed decisions.

STAKEHOLDER ENGAGEMENT FRAMEWORK

At the forefront of our robust investor relations and stakeholder engagement efforts are key personnel including the Chief Financial Officer, Company Secretary, Corporate Communications, Human Resource and Administration teams.

Supported by the vigilant oversight of our Board of Directors and the collective dedication of our employees, we ensure that stakeholders are continuously informed and engaged.

SHARIAH COMPLIANCE

As of 29 February 2024, BDB's shareholder base of 3,343 with major shareholder Kedah state investment arm PKNK, holds a significant stake in the Company. Adhering to Shariah-compliance principles, we uphold a commitment to responsible investments that align with the economic objectives of both federal and State Governments while steering clear of usury, gambling and ambiguity.

Please refer to the Analysis of Shareholdings on page 242 and List of Top 30 Shareholders on page 243 of this Annual Report.

STRENGTHENING BONDS

BDB convened its 28th Annual General Meeting (AGM), held on 8 June 2023, where Encik Mohd Nasir Bin Ismail, the Chief Financial Officer, presented key highlights of the Group's performance in FY2022 and prospects moving forward.

Tuan Sr. Haji Che Had Bin Dhali, Chairman, presided over the AGM proceedings, enabling an interactive forum where shareholders actively engaged in the Q&A session. During the AGM, all resolutions were approved by shareholders and subsequently, a comprehensive summary was published on our corporate website, **www.bdb.com.my**.

COMMITMENT TO TRANSPARENCY

Aligned with the Main Market Listing Requirements of Bursa Malaysia and the Malaysian Code on Corporate Governance 2021 guidelines, we submit timely and comprehensive disclosures. Quarterly and annual financial results are promptly communicated to Bursa Malaysia and made accessible via our dedicated Investor Relations portal on the corporate website. We continuously update our website with pertinent information, including annual reports, Bursa Malaysia announcements, quarterly results and corporate developments.

In navigating the evolving business landscape, BDB pledges to improve its sustainability initiatives to achieve greater stakeholder value continuously. Through diligent investor relations and stakeholder engagement, we strive to build enduring relationships founded on good governance, trust and mutual prosperity, as well as upholding ethics and integrity at every turn.

For further details on our Stakeholder Engagement for FY2023, please refer to the Sustainability Statement segment of this Annual Report.

WEBSITE, IR WEBSITE/PORTAL & EMAIL ADDRESS

- For specific investor-related queries and feedback, we provide a dedicated email address **ir@bdb.com.my**.
- Please visit our Investor Relations portal: **https://bdb.com.my/investor-centre/** for more information.

BDB SHARE AVERAGE DAILY VOLUME 2023 (SHARES)
RM0.29

FINANCIAL CALENDAR

FINANCIAL YEAR ENDED 31 DECEMBER 2023

ANNOUNCEMENTS ON QUARTERLY RESULTS

FIRST QUARTER
31 May 2023

SECOND QUARTER
3 August 2023

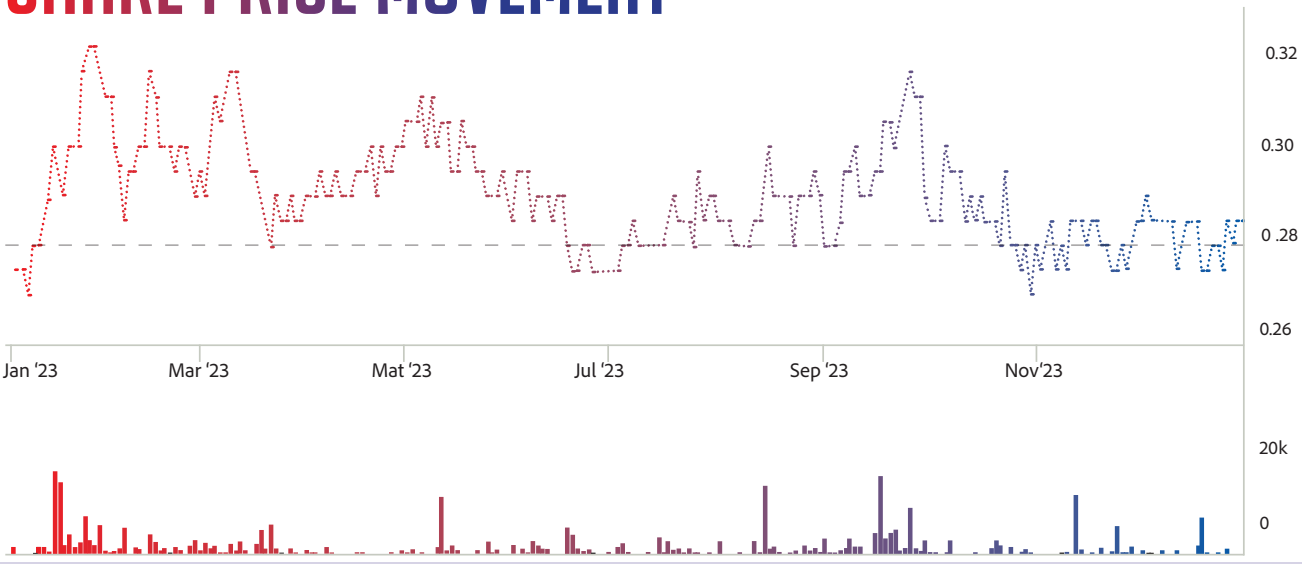
THIRD QUARTER
23 November 2023

FOURTH QUARTER
29 February 2024

NOTICE OF ANNUAL GENERAL MEETING
30 April 2024

ANNUAL GENERAL MEETING
30 May 2024

SHARE PRICE MOVEMENT



SUMMARY

Highest price during this period	:	RM0.32 0n 26 January 2023
Lowest price during this period	:	RM0.27 on 6 January 2023
Highest volume during this period	:	21.443 million on 16 January 2023

CREATING VALUE

In line with BDB's core operations spanning ECQ, Property, Leisure, and investments in sustainable businesses, we adopt a comprehensive approach to value creation. Our dedication to continuous improvement permeates every aspect of our operations. Prioritising innovation and efficiency, we strive for excellence, aiming to drive success while making meaningful contributions to sustainability initiatives that benefit communities and the environment.

Deeply committed to sustainable business practices, BDB recognises the transformative power of these endeavours in shaping our future. Beyond upholding best practices in our current operations, we are resolutely focused on expanding into sustainable business sectors, viewing them as integral to our long-term strategy. We underscore our unwavering commitment to environmental stewardship and social responsibility through active investment and cultivation of sustainable ventures.

The Chairman's Statement presents an overview of the progress achieved by Bina Darulaman Berhad (BDB or the Group) in the financial year ended 31 December 2023 (FY2023) in fulfiling its mandate as a Kedah state investment holding company and its responsibility towards shareholders and other stakeholders as a corporate entity.

This is followed by the Management Discussion & Analysis (MD&A) to convey the Management's perspective on the operating performance and financial review of the Group in FY2023. We recommend reading the MD&A along with the Financial Statements, notes thereto and other information included in the Annual Report.

Significant details on the Group's business operations, performance and strategy, as well as on its financial review and position, governance, risks and capital management, are covered in the MD&A. Your attention is also drawn to sections on our human capital development and sustainability efforts. This MD&A contains forward-looking statements that are provided to enable investors to gauge BDB's business prospects and make informed investment decisions. However, they involve inherent risks, uncertainties, and other factors often beyond our control. The forward-looking statements include, but are not limited to, for instance, our 2023 business prospects and outlook, as well as our expectations concerning the macroeconomic and socio-geographic conditions and their anticipated impact on the Group's business operations. We have endeavoured, wherever possible, to identify such statements by using words such as anticipate', expect', intend', plan', believe', and words of similar substance in connection with any discussion of future performance. Although BDB believes that the expectations of its Management as reflected by such forward-looking statements are reasonable based on current information, no assurance can be given that such expectations will prove correct. Should one or more risks and uncertainties materialise, actual results may vary materially from those anticipated or projected.

TUAN SR. HAJI CHE HAD BIN DHALI, SDK, BKM
Chairman

CHAIRMAN'S STATEMENT

Dear Valued Shareholders,

It is my pleasure and privilege to present on behalf of the Board of Directors (the Board) the Annual Report and Audited Financial Statements of Bina Darulaman Berhad (BDB or the Group) for the year ended 31 December 2023 (FY2023).

CHARTING A SUSTAINABLE COURSE

The perseverance and diligence demonstrated by the Management Team and employees, under the adept leadership of YM Raja Shahreen Bin Raja Othman, Group Chief Executive Officer and Executive Director, have unequivocally showcased their mettle. This steadfast dedication has led to the consistent generation of positive returns for the Group throughout the reporting period. While profit generation is undoubtedly important, what truly underscores BDB's elevation is the strategic identification of organic and inorganic growth opportunities and how these have significantly contributed to the company's advancement.

While the Group's performance has steadily recovered from the formidable challenges posed by the global pandemic, its three core segments of Engineering, Construction and Quarry (ECQ), Property Development and Leisure have displayed remarkable adaptability. Through rigorous financial management, operational prowess, and a steadfast commitment to innovation.

Their dedication to delivering substantial value to our stakeholders stems from a profound commitment to corporate objectives, the guiding principles driving daily operations. Through meticulous financial management, operational expertise and leveraging innovation, we persistently uphold these objectives, ensuring that BDB not only thrives but also fulfils its responsibilities to its stakeholders and the communities in which we operate. BDB is not merely embracing sustainability in our business practices but is boldly venturing into the rapidly evolving green business domain in response to the imperative national and global shift towards cleaner, renewable activities. Our evolving business strategy is succinctly encapsulated by the theme of this year's Annual Report 2023, **Charting a Sustainable Course.**

INCREASING MOMENTUM IN BUSINESS SUSTAINABILITY

BDB kicked off its expansion strategy in FY2023, with BDB Infra acquiring Gemi Puncak Sdn Bhd and Gemi Puncak Quarry Sdn Bhd in Quarter 1, 2023. This transaction had a substantial impact increasing the company's net worth besides pumping up BDB's quarry operations.

Step into the realm of home ownership at BDB Land's Lifestyle Gallery in Darulaman Park, Jitra, Kedah where your journey begins. Embrace the urban living township concept awaiting you. Discover our enticing promotions and take the leap towards owning your dream home. Experience the ultimate family adventure at Fantasia Aquapark, where the great outdoors come alive with joy and excitement.

Nestled adjacent to Darulaman Park lies the sustainable township of Darulaman Lake Homes, offering modern residences in a tranquil, low-density environment. Enveloped by pristine lakes and undulating hills, this property development is a coveted haven for those seeking serenity amidst contemporary living.

Solidifying partnerships with Energise Sdn. Bhd. for producing hydrogen fuel from biomass.

BDB and Shanghai Youzhu to explore potentials in waste management in addressing pressing environmental concerns.

Furthermore, FY2023 witnessed significant advancements across various facets of the Group's operations, driving notable growth in our headline Key Performance Indicators (KPIs). Despite enduring prolonged pandemic restrictions and navigating through challenging market conditions, BDB's two-pronged strategic focus on value creation has propelled the company towards achieving its short-, medium-, and long-term objectives.

- Firstly, we enhance value by seamlessly integrating Environmental, Social and Governance (ESG) considerations into our ongoing business operations across the ECQ, Property and Leisure sectors. We are actively implementing measures to minimise our environmental footprint, discharge our social obligations and adhere to the highest standards of integrity, accountability and transparency across all facets of our organisational endeavours.

- Secondly, the Group is aggressively exploring and capitalising on opportunities to immerse itself in the green economy, as we recognise that the transition towards a green economy is not merely a transient trend but an indispensable necessity is imperative. The global buzz surrounding hydrogen technology's potential in combating climate change has also resonated strongly in Malaysia, and this augurs well with our mission to drive the national transition towards a clean and renewable energy future by developing cutting-edge technologies and implementing environmentally friendly practices.

- BDB Energy and Pumar Solar Power Sdn Bhd (PSP) entered into a Memorandum of Understanding (MoU) aimed at exploring opportunities in the development and provision of solar energy for industrial, commercial, and residential use in Kedah and other states. This agreement underscores a strong commitment from both parties to leverage solar energy and other renewable sources to foster environmental benefits and advance sustainable business practices.

  The MoU aligns with Trust 6 of the Kedah 2035 development plan, emphasising 'Environmental Sustainability,' which is a key focus area across BDB's diverse portfolio.

- On 15 November 2023, BDB solidified a partnership with Energise Sdn Bhd (Energise) through a Memorandum of Understanding (MoU), signalling a strategic alliance to delve into, develop and champion green business initiatives. Among the key objectives of this collaboration is the exploration of innovative methods for producing hydrogen fuel from biomass, thus fostering advancements in renewable energy technology.

- Another noteworthy MoU was inked on 22 January 2024 with China-based Shanghai Youzhu Industry Co Ltd (Shanghai Youzhu), a collaboration that signifies a significant stride in pursuing environmental sustainability through an innovative industrial waste management project.

- The Group formed a new subsidiary, BDB Energy Sdn Bhd (BESB) in mid FY2023 to spearhead our entry into the green economy. We followed this with the establishment of a Strategic Business Unit (SBU), a wholly-owned subsidiary of BDB Energy Sdn Bhd (BDB Energy), on 5 July 2023.

- Our wholly-owned subsidiary, BDB Land Sdn Bhd (BDB Land), signed an MoU with Enfiniti Escapes (M) Sdn Bhd (Enfiniti) for a joint venture to develop eco-tourism products and services in the hospitality sector. We will be focusing on an environmentally sustainable development packaged with various activities that people can enjoy within this pristine over a million-year-old forest.

These landmark agreements serve as a springboard for establishing fresh revenue pathways, particularly in the emerging green-centric and eco-tourism sectors.

Further details of our diversification into the eco-tourism and green sectors are presented in the Management Discussion and Analysis section on pages 50 to 73 of this Annual Report 2023.

MoU signing with Enfiniti Escapes (M) Sdn. Bhd.

ACHIEVING SUSTAINABLE GROWTH THROUGH SOLID FINANCIAL PERFORMANCE

With great satisfaction, I highlight the Group's substantial progress across all principal financial indicators, marking a year of formidable results within our Engineering, Construction and Quarry (ECQ) and Property Development segments. This achievement is a testament to our strategic focus in FY2023 on expanding our core operations.

Revenue increased by 35.3%, reaching RM313.1 million, up from RM231.4 million in FY2022. The impressive results marked the highest revenue performance over the last seven fiscal years.

Correspondingly, Profit Before Tax (PBT) experienced a significant upswing of 61.1%, rising to RM14.5 million from RM9.0 million in FY2022. Profit After Tax (PAT) surged by an even higher quantum of 121.4%, amounting to RM12.4 million compared to RM5.6 million recorded in FY2022.

Reflecting on these solid financial gains, Earnings Per Share (EPS) more than doubled, escalating to 4.16 sen in the current reporting period from 1.84 sen in FY2022. This performance emphasises our capability to drive substantial growth and our commitment to delivering enhanced shareholder value through meticulous strategic planning and execution.

- **DIVIDEND**

  The Board has upheld its commitment to profit distribution among our shareholders, consecutively issuing dividends for the fourth year. For FY2023, a first and final dividend of 1.00 sen per share has been proposed for shareholders approval at the forthcoming AGM, an increase from 0.46 sen per share in FY2022 and 0.75 sen per share in the previous two fiscal years.

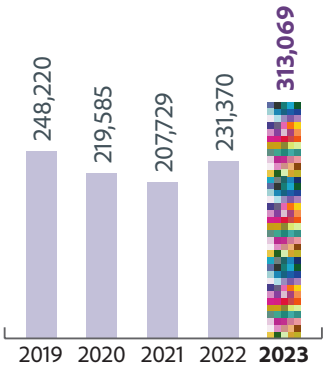
  The total dividend disbursement for FY2023 amounts to RM3.0 million, culminating in an aggregate payout of RM9.0 million since FY2020, depending on shareholders' approval in the forthcoming 29th Annual General Meeting to be held on 30 May 2024. This strategy underscores our dedication to delivering our shareholders a robust and consistent return on investment.

  We remain committed to this dividend distribution policy, aiming to continue rewarding our shareholders in the upcoming years, subject to the allocation of sufficient earnings for cash reserves and the capital necessary for seizing growth opportunities.

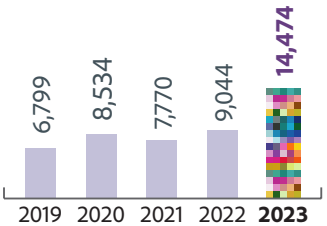
Further details of the Group's Financial Performance are presented in the Management Discussion and Analysis section on pages 50 to 73 of this Annual Report 2023.

FINANCIAL PERFORMANCE

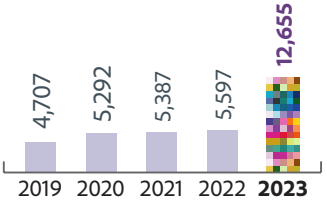
REVENUE (RM '000)



PROFIT BEFORE TAXATION (RM '000)



NET PROFIT ATTRIBUTABLE TO OWNER OF THE COMPANY (RM '000)



STRENGTHENING CORPORATE GOVERNANCE TO SUPPORT PERFORMANCE

We resolve to uphold exemplary corporate governance standards, focusing on safeguarding the Group's strategic interests and maximising shareholder value to elevate investor trust as per our Corporate Objectives. Our dedication to transparency, accountability and ethical business practices are crucial for steering our operations towards sustained profitability and operational excellence despite challenges during the year in review. In pursuing governance excellence, we consistently align our practices with the prevailing laws and regulatory frameworks, adhering to Bursa Malaysia Securities Berhad (Bursa Malaysia) standards and relevant authorities.

Significantly, on 1 February 2023, two new committees were formed, namely, the Investment Committee and the Sustainability Committee. Establishing these committees is instrumental in tapping into business opportunities in green economy eco-tourism and enhancing our sustainability across BDB.

BDB is also proactively gearing towards adopting enhanced practices as recommended by the Malaysian Code on Corporate Governance 2021 (MCCG 2021). This initiative involves transitioning to integrated reporting based on an internationally recognised framework, signaling our commitment to global best practices in corporate reporting. This strategic move mirrors our dedication to comprehensive and transparent disclosure and reinforces our position as a forward-thinking entity committed to excellence in governance and sustainability.

Further details are presented in the Corporate Governance Overview Statement on pages 146 to 160 in this Annual Report 2023 and the Corporate Governance Report on our website at https://www.bdb.com.my/investor-centre/

INTENSIFYING OUR INTEGRATION OF SUSTAINABILITY MEASURES

Having embarked on initiatives to assimilate ESG into every aspect of our operations in the past few years, the BDB focused on establishing a full suite of tracking and reporting mechanisms to monitor our sustainability performance throughout FY2023.

Recognising the multifaceted nature of sustainability, we acknowledge that embracing ESG principles reinforces our corporate governance and operational efficacy and resonates with our stakeholders' diverse interests.

Embracing sustainability as an evolving imperative, we remain steadfast in our dedication to comprehensive integration, understanding that this journey is perpetual and requires continuous refinement. Our collective efforts aim to maximise positive impacts while mitigating any adverse effects stemming from our business activities.

In the past year, I am pleased to note that the Sustainability Team has made commendable progress, including establishing a baseline for managing greenhouse gas (GHG) emissions and formulating an eco-tourism strategy to enhance our portfolio of green products and services within the Leisure sector.

"Breaking new ground, the Bukit Perak Quarry in Pendang, Kedah Darul Aman recently achieved a prestigious 5-Star rating for Sustainability in Mining and Quarrying 2021/2022, a distinction bestowed by the Department of Minerals and Geoscience Malaysia. This remarkable feat marks a significant milestone as Kedah's inaugural granite quarry to attain such recognition.

SYABAS! to the BDB Infra Team for their unwavering dedication and tireless efforts in achieving this prestigious award. Recognising the global imperative for sustainable practices, our alignment with international benchmarks underscores the profound importance of our activities. By setting a precedent for responsible resource utilisation, we not only uphold ethical standards but also pave the way for a sustainable future, both locally and on a broader scale."

SPOTLIGHT ON SUCCESS

On this note, I am thrilled to announce a remarkable achievement by BDB Infra's Bukit Perak Quarry in the fiscal year under review with being awarded a five-star by the Minerals and Geoscience Department Malaysia (Jabatan Mineral dan Geosains Malaysia or JMG). As the largest granite quarry in the state, Bukit Perak has set a new benchmark by becoming the first in the northern region to receive the highest rating conferred by JMG. SYABAS to the entire team at Bukit Perak Quarry for this well-deserved recognition. Your passion, proficiency and relentless pursuit of excellence and sustainability have made this achievement possible, and we are incredibly proud of your accomplishments.

Our Leisure segment made waves with Luna Lights Wonderland at Darulaman Park in Jitra, Kedah, which was acknowledged as the largest park lighting event by the Malaysia Book of Records. It showcased breathtaking displays and provided an enchanting experience for visitors to Jitra, Kedah.

SYABAS to all those involved in earning these recognitions. Let us continue our relentless pursuit of excellence, aiming to achieve new heights and surpass our performance with each passing year.

APPRECIATION AND ACKNOWLEDGEMENTS

On behalf of the Board, I extend our heartfelt appreciation to the esteemed Menteri Besar of Kedah, YAB Dato' Seri Haji Muhammad Sanusi Md Nor, the Kedah State Government, and government agencies for their unwavering support and confidence in BDB.

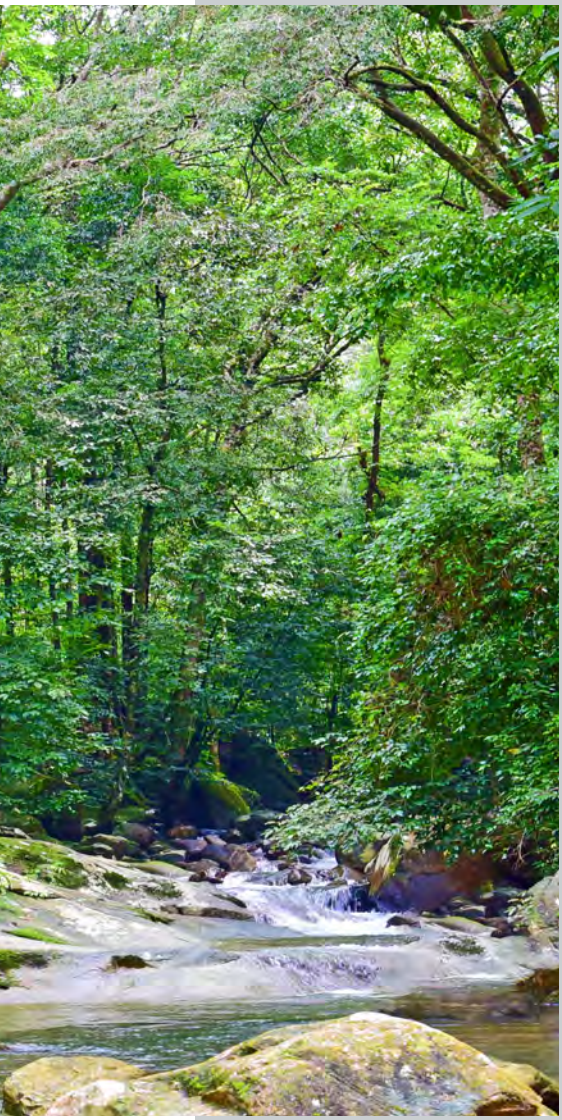
I also express our deepest gratitude to our valued shareholders, respected customers, business partners and associates, bankers and contractors, vendors and suppliers, and members of the media for their steadfast loyalty and unwavering support throughout our journey.

My fellow Board members have played an invaluable role in guiding our strategic direction, and I am grateful to each of them for their wisdom and counsel.

Our Senior Management Team has been instrumental in translating vision into action and driving forward our initiatives with passion and expertise. Their commitment to excellence has been truly commendable. To our hardworking and dedicated employees, I extend my sincerest appreciation. Your diligence and professionalism are the foundation of our success, and we recognise the invaluable contributions each of you makes to the Group's achievements.

As we embark on the next phase of our journey, I am enthusiastic about the renewed and rejuvenated interest in expanding our business horizons. With the continued support of our stakeholders and the commitment of our team, I am confident that we will surpass all expectations and achieve greater heights in the years ahead.

TUAN SR. HAJI CHE HAD BIN DHALI
SDK, BKM
Chairman



YM RAJA SHAHREEN BIN RAJA OTHMAN
Executive Director

MANAGEMENT DISCUSSION AND ANALYSIS

During the Financial Year ended 31 December 2023 (FY2023), Bina Darulaman Berhad (BDB or the Group) demonstrated exceptional performance, achieving solid results across all business sectors by strategically pivoting towards ESG principles and Sustainability as a core element of its business strategy.

In response to the global imperative to combat climate change, Malaysia is undergoing a significant transition towards renewable energy sources, aiming to reshape the national economic landscape for long-term sustainability. BDB is capitalising on this transformation, adopting decarbonisation as a strategic approach and seizing opportunities within the rapidly evolving green economy to generate sustainable value for its stakeholders.

Malaysia has unveiled a National Energy Transition Roadmap (NETR), outlining a Responsible Transition Pathway to generate 70% of its energy supply from renewables by 2050 while unlocking growth and contributing more than RM200 billion to gross domestic product (GDP).
(Source: https://www.ekonomi.gov.my/sites/default/files/202309/National%20Energy%20Transition%20Roadmap_0.pdf)

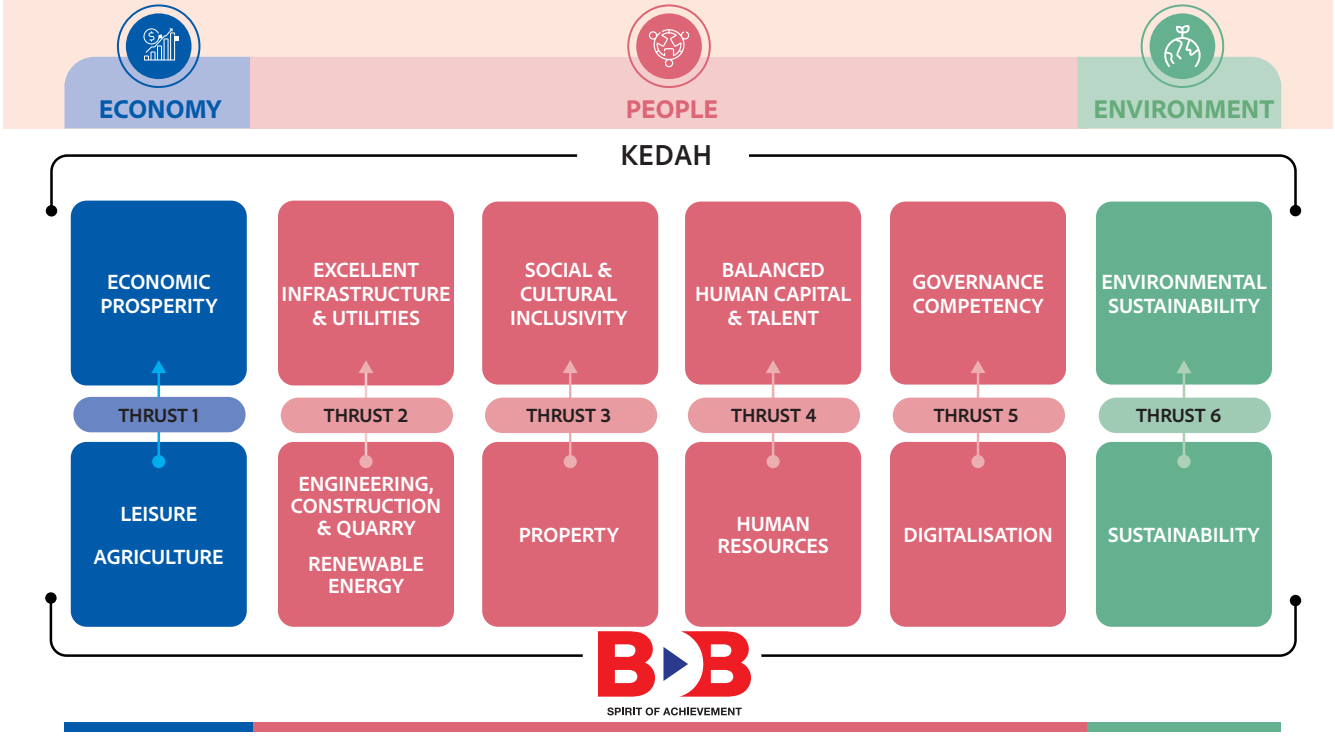
Against this backdrop, BDB is capitalising on this transformation, adopting decarbonisation as a strategic approach and seizing opportunities within the rapidly evolving green economy to generate sustainable value for its stakeholders. The Group's venture into the carbon-free hydrogen and renewable energy markets could not be timelier, coinciding with a remarkable performance for FY2023, capping five consecutive years of profit growth. With an impressive increase of one-third in revenue and two-thirds in profits year-on-year (YoY), BDB has decisively achieved its FY2023 objective of expanding its core sectors, particularly in Engineering, Construction, Quarry (ECQ) and Property.

Building on this success, we are now strategically positioned to diversify into green solutions encompassing energy supply, waste management, food production and tourism, aligning with national and state aspirations while ensuring our business sustains positive impacts on society and the environment. To spearhead this initiative, we have established a new subsidiary, BDB Energy Sdn. Bhd., dedicated to driving our entry into the green economy. Our efforts have already commenced with forming several strategic Memoranda of Understanding (MOUs) with prospective domestic and international partners renowned for their expertise in sustainable practices and solutions.

BUSINESS OBJECTIVES

BDB anchors its business approach on the aspirations of both the Kedah state and federal governments to generate economic growth, develop infrastructure, accelerate technology innovation, drive socioeconomic progress and nurture human capital. Our focus is invariably tied to goals outlined by the State Government, which has developed a 15-year framework to cultivate a high-income and holistically developed state via its Kedah 2035 Strategic Plan. Accordingly, we have aligned our business priorities with the Kedah Development Plan 2035's (*Pelan Pembangunan Kedah 2035* or Kedah 2035) six strategic thrusts to comprehensively address the Economy, People and Environment spheres.

BDB'S ALIGNMENT WITH KEDAH 2035



SNAPSHOT OF BUSINESS OBJECTIVES AND CONTRIBUTION

BUSINESS OBJECTIVE 01
INCOME GENERATION AND DISTRIBUTION

RM9.0 MILLION ▶ Dividend for shareholders

Taxation ◀ **RM21.6 MILLION**

Wages for employees:
RM123.61 MILLION
(cumulative 2019 – 2023)

BUSINESS OBJECTIVE 02
JOB CREATION

TOTAL NUMBER OF EMPLOYEES

642
FY2022: 602
FY2021: 623

BUSINESS OBJECTIVE 03
BUMIPUTERA PARTICIPATION IN ECONOMIC ACTIVITIES

Number of Bumiputera vendors (cumulative 2019–2023)

115
FY2022: 86
FY2021: 65

33.3%
FY2022: 29.0%
FY2021: 31.3%

Percentage of Bumiputera & Non-Bumiputera Vendors

BUSINESS OBJECTIVE 04
DEVELOPMENT OF AFFORDABLE HOMES

TOTAL RESIDENTIAL UNITS (2019-2023)

12,712

5,010 UNITS	5,713 UNITS	1,989 UNITS
MEDIUM-COST UNITS	AFFORDABLE UNITS	LOW-COST UNITS

BUSINESS OBJECTIVE 05
CORPORATE SOCIAL RESPONSIBILITY (CSR) FOR EDUCATION, RELIGIOUS PROGRAMMES, SPORTS AND COMMUNITY PROGRAMMES

▶ **RM396.0 MILLION**
FY2022: RM725.9 million
FY2021: RM307.5 million

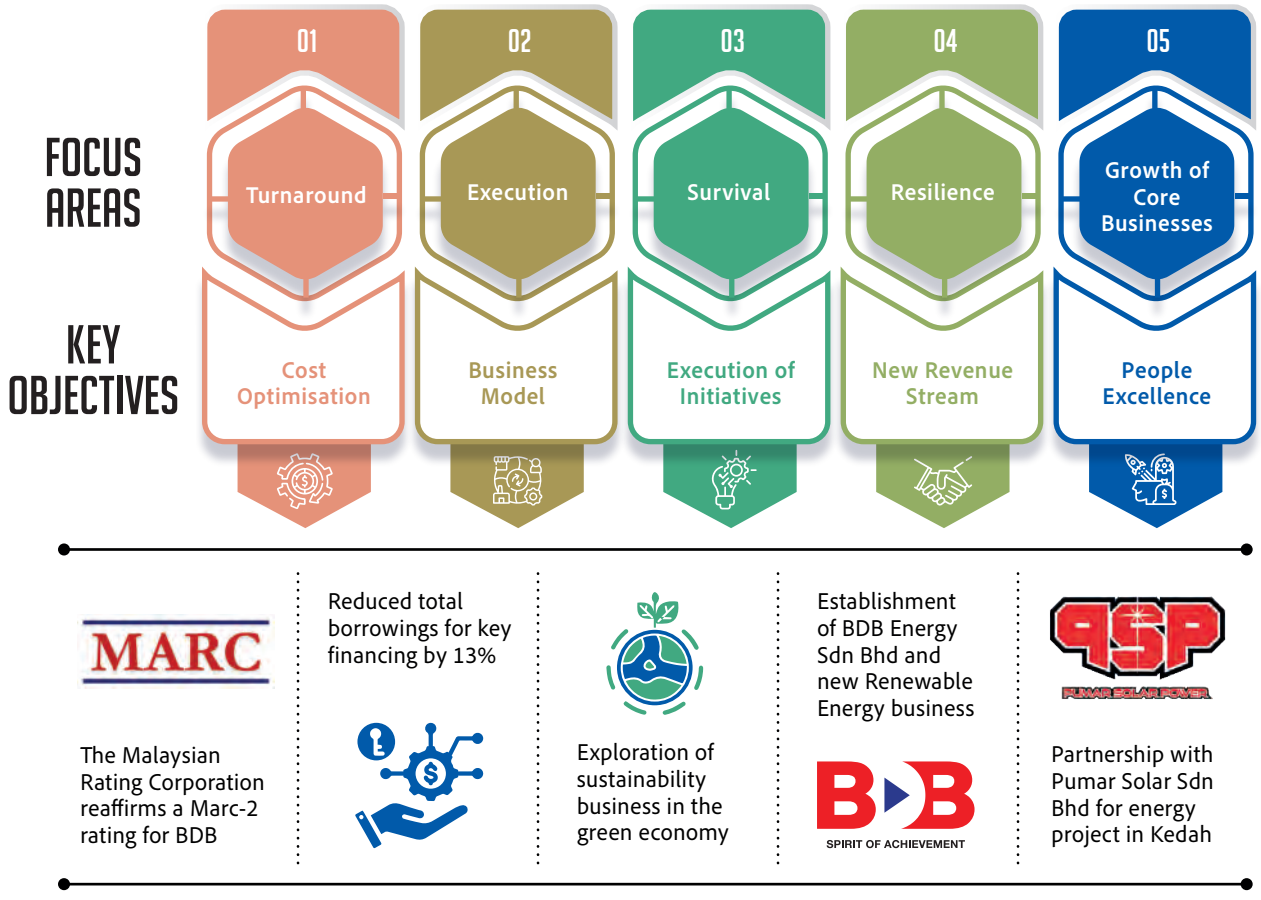
At the national level, BDB has promptly answered the call by the Federal Government to develop capabilities and pursue opportunities in renewable, hydrogen and bio energy sectors for the sustainability of Malaysia's economy, environment and society.

STRATEGIC BUSINESS APPROACH

BDB adopts dynamic three-year rolling plans, subject to annual updates reflecting evolving challenges and emerging trends across local, national and global landscapes. Over the preceding five years, these detailed crafted blueprints have served as the linchpin for our financial resurgence in FY2019, demonstrating steadfast resolve and resilience amidst the pandemic tumult spanning FY2020 to FY2022, and ultimately culminating in significant growth across our core operations in FY2023.

Throughout the fiscal period under review, our primary thrust has been on augmenting capacity within our ECQ, Property and Leisure segments. This strategic enhancement is underpinned by a concerted effort to fortify our human capital while simultaneously laying the groundwork for market expansion through strategic business diversification initiatives.

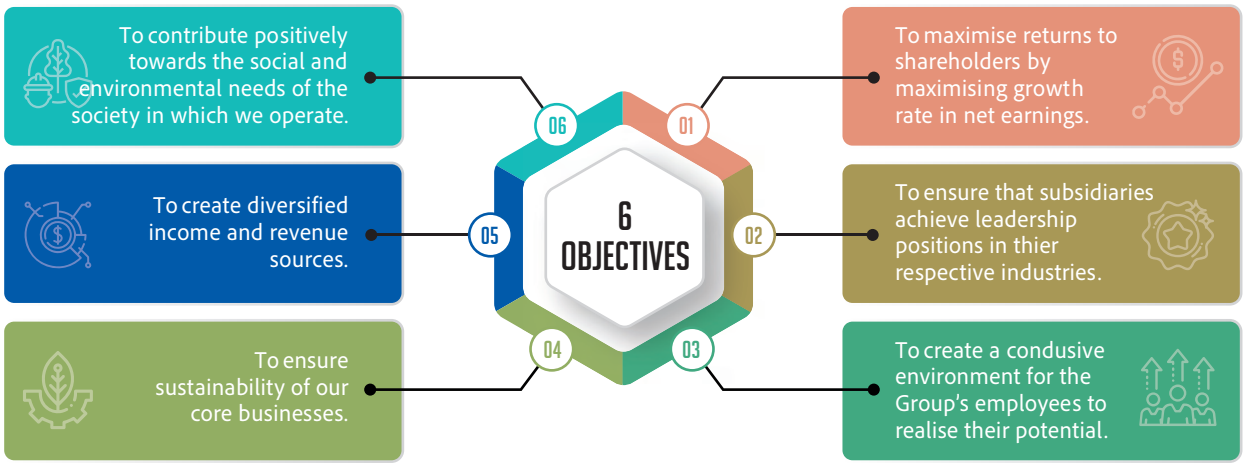
BUSINESS PLAN 2019-2023

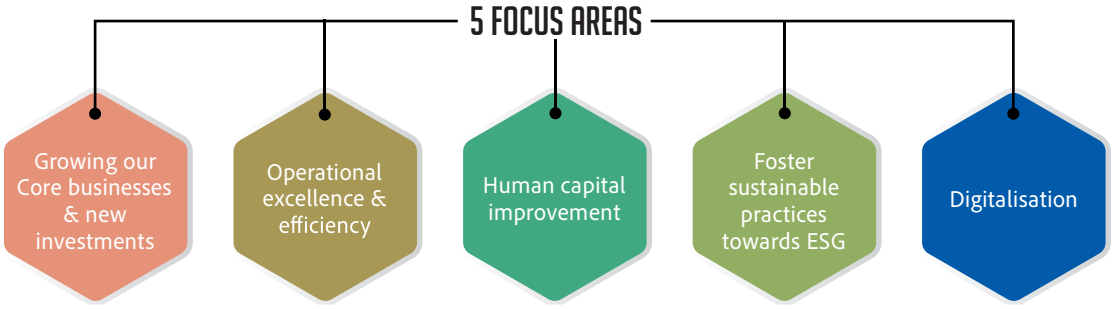


Meanwhile, we persistently addressed lingering challenges, including unproductive assets, competency gaps and historical project delivery delays. Concurrently, we intensified stakeholder engagement efforts to facilitate better transparency and accountability.

Anticipating the future landscape, we have meticulously developed a new three-year Strategic Plan spanning 2024 to 2026. This forward-looking blueprint builds upon its predecessors, channelling our resources and endeavours towards five defined Focus Areas to achieve six pivotal corporate objectives, as depicted in the accompanying infographic.

BUSINESS PLAN 2019-2023





CORPORATE ACTIVITIES

In FY2023, through meticulously scrutinising prevailing headwinds and assessing growth potentials, BDB has identified areas for expansion that resonate with the Group's core competencies, expertise and capabilities. Building on the momentum established towards the end of the reporting period, the Group continued to forge prospective partnerships for environmental projects with both local and international companies in early 2024. This included the establishment of a new business segment and the incorporation of a new subsidiary company. Furthermore, we executed a significant acquisition, securing a 60-acre granite quarry in Ulu Melaka, the largest in Langkawi. Concurrently, operations continued at the Bukit Perak Quarry in Pendang, Kedah Darul Aman.

- **EXPANDING OUR QUARRY SEGMENT**

29 March 2023: BDB Infra Sdb. Bhd. (BDB Infra) signed a share sale agreement with granite quarry owner and operator Gemi Puncak Sdn. Bhd. (Gemi Puncak) and Gemi Puncak Quarry Sdn. Bhd. (Gemi Puncak Quarry) for a total consideration of RM13 million. Under the helm of BDB Infra, the share sale agreement, inked on 29 March 2023, strengthens BDB's portfolio, particularly in the ECQ sector. This move significantly pumped up the company's net assets and net asset per share for the financial year ending 31 December 2023.

Notably, Gemi Puncak Quarry, with an annual production capacity of 240,000 metric tons, the acquisition ideally complements BDB's existing quarry portfolio, which includes the Bukit Perak Quarry in Pendang, Kedah. This pragmatic approach redefines our emergence as Langkawi's primary quarry product supplier, ensuring a reliable supply of high-quality quarry products to support the future development initiatives of the Northern Region.

- **HARNESSING GREEN HYDROGEN ENERGY**

15 November 2023: BDB entered into a collaboration with Energise Sdn. Bhd. (Energise) with an MoU to explore, develop and promote green business initiatives including the production of hydrogen fuel from biomass. Energise sustainable energy solutions specialise in Green Hydrogen production with Metal Hydride storage solutions, Advanced Biofuel production and Alternative Fuels supply.

This venture reaffirms BDB's commitment to environmental sustainability and opens avenues for economic growth and technological advancement in the renewable energy sector. By harnessing the potential of biomass for hydrogen fuel production, BDB and Energise aim to contribute towards reducing carbon emissions and mitigating environmental impact while simultaneously exploring potentials within the rising green economy.

Hydrogen energy, sourced from the most abundant element in the universe, offers a renewable energy solution with minimal environmental impact, producing only water as a by-product. Its versatility and energy storage capabilities make it a promising option for global power plants, particularly with the emergence of 'green hydrogen.' Despite its abundance, hydrogen must be separated from other elements before use, and the method of production, whether from biomass, coal, natural gas, or water, affects its environmental sustainability. Current global production stands at approximately 70 million metric tonnes annually.

- **ADDRESSING INDUSTRIAL WASTE CONCERNS**

22 January 2024: BDB formalised an MoU with Shanghai Youzhu Industry Co Ltd (Shanghai Youzhu) from China to develop innovative solutions for industrial waste management. The envisioned project mirrors the regional goals of Trust 6 of the Kedah 2035 blueprint, which prioritises 'Environmental Sustainability' and aligns with national and global imperatives such as the National Cleanliness Policy, National Climate Change Policy and United Nations Sustainable Development Goals (SDGs).

BDB partnered with Shanghai Youzhu based on their extensive 27 years of experience in managing the entire chemical supply chain process and achieving a three-decade track record in the recovery and utilisation of solid waste, including hazardous and scheduled waste, recycling and waste management. Shanghai Youzhu is currently providing waste management services to AT&S in Kulim, Kedah and Chongqing, China.

AT&S is an Austrian-based global high-tech leader in printed circuit boards (PCB) and integrated circuit (IC) substrates with production facilities in Austria, China, India and Korea and sales offices around the globe. The company has also invested in Malaysia by establishing Jiahui Industrial (Malaysia) Sdn. Bhd., which is directly involved in industrial waste management.

Solidifying partnerships with Energise Sdn. Bhd. for producing hydrogen fuel from biomass.

BDB and Shanghai Youzhu to explore potentials in waste management in addressing pressing environmental concerns.

- **LEVERAGING SOLAR ENERGY**

5 July 2023: BDB made even more headway in the green sector, as exemplified by its newly incorporated subsidiary, BDB Energy Sdn. Bhd. (BESB), marking an exciting chapter in the company's journey to providing solar photovoltaic (PV) technology in Kedah State and beyond.

Under the tagline "Lighting the Way for a Brighter Future", BESB has forged a strategic partnership with local solar energy firm Pumar Solar Power Sdn. Bhd. (PSP) by entering an MoU on 25 September 2023 to explore opportunities in the development and provision of solar energy for industrial, commercial and residential use in Kedah and also other states. This landmark agreement marks BDB's inaugural foray into the renewable energy sector and underpins its earnestness in harnessing solar energy and other renewable sources to drive positive environmental impact and promote sustainable business practices.

The collaboration between BESB and PSP is a testament to the Group's dedication to aligning its business ventures with the principles of environmental sustainability. BDB Energy's expertise encompasses electric power generation and transmission, renewable energy power production; engineering, procurement, construction, and commissioning (EPCC); solar development, operation of renewable generation facilities, maintenance, and energy efficiency solutions.

The MoU signifies BDB Energy's strategic approach to leverage PSP's technical expertise and established market presence to accelerate its growth in the renewable energy sector. This strategic partnership further strengthens both companies' shared vision to drive sustainable energy solutions in Malaysia and beyond.

As with the industrial waste management project, this initiative seamlessly aligns with Trust 6 of Kedah 2035 Kedah 2035, 'Environmental Sustainability' focusing on establishing environmental sustainability guidelines in development planning.

- **BLENDING ECO-TOURISM WITH ENDURING BUSINESS EXCELLENCE**

16 January 2024: Moving onto developments in the Group's Leisure sector, BDB Land Sdn. Bhd. (BDB Land) and Enfiniti Escapes (M) Sdn. Bhd. entered a collaboration on 16 January 2024 to develop an eco-resort in Darulaman Sanctuary's pristine forest. The partnership marks the Leisure sector's venture into the sustainable development of forest chalets and other eco-tourism-concept developments in the four-hectare forest in Lubuk Semilang in Langkawi, located adjacent to Dream Forest Langkawi.

Deemed as one of Langkawi's most popular night attractions, Dream Forest was launched in May 2023 by the Enfiniti Group, which won two major Malaysian Association of Themepark & Family Attractions (MATFA) Golden Horse Awards 2023 for its innovative approach. This partnership aligns with the Group's intention to maintain this forest's natural attractions in line with Langkawi's status as the UNESCO Global Geopark.

BDB Energy Sdn Bhd has signed a memorandum of understanding with Pumar Solar Power Sdn Bhd to jointly pursue solar opportunities in Malaysia.

MoU signing with Enfiniti Escapes (M) Sdn. Bhd.

AWARDS AND RECOGNITION

In the fiscal year under review, BDB Infra's Bukit Perak Quarry achieved noteworthy acclaim, receiving a prestigious five-star rating following a rigorous audit conducted by the Minerals and Geoscience Department Malaysia (Jabatan Mineral dan Geosains Malaysia) on the five Sustainable Development Indicators (SDI) for mining and quarry management. Positioned as the largest granite quarry in the state, Bukit Perak now holds the distinction of being the first in the northern region to attain the highest rating conferred by JMG.

Another remarkable achievement for BDB came in the form of Luna Lights Wonderland 2023, held at Darulaman Park in Jitra, Kedah. This event, recognised as the largest lighting event in a park by the Malaysia Book of Records, illuminated the park with breathtaking displays and decorations. This event offered visitors an enchanting experience with numerous photo booths, delectable food stalls and entertaining games.

This captivating night attraction drew crowds across Kedah State throughout its 38-day duration, from 18 May 2023 to 24 June 2023. The event not only showcased the natural beauty of Darulaman Park but also demonstrated the region's potential as a vibrant tourist destination.

FINANCIAL PERFORMANCE

FINANCIAL RESULTS AT A GLANCE

REVENUE
RM313.1 million
(2022: RM231.4 million)
(2021: RM207.7 million)

EARNINGS PER SHARE
4.16 sen
(2022: 1.84 sen)
(2021: 1.77 sen)

GROSS PROFIT
RM53.5 million
(2022: RM48.1 million)
(2021: RM34.7 million)

SHAREHOLDERS' FUNDS
RM486.3 million
(2022: RM475.0 million)
(2021: RM471.8 million)

PROFIT BEFORE TAX
RM14.5 million
(2022: RM9.0 million)
(2021: RM7.8 million)

TOTAL ASSETS
RM799.2 million
(2022: RM717.1 million)
(2021: RM716.3 million)

PROFIT AFTER TAX
RM12.4 million
(2022: RM5.6 million)
(2021: RM5.4 million)

NET TANGIBLE ASSETS PER SHARE
1.65 sen
(2022: 1.56 sen)
(2021: 1.55 sen)

REVENUE

The Group achieved a notable revenue of RM313.1 million for FY2023 (FY2022: RM231.4 million), marking a significant milestone as the highest recorded since FY2016 (RM356.6 million) and the first instance in seven years surpassing the RM300-million benchmark.

This remarkable revenue surge reflects a strong growth of 35.3% compared to the preceding fiscal year, which saw revenue at RM231.4 million. The uptick in revenue was primarily fuelled by substantial contributions from our ECQ and Property segments, which befitted from the post-pandemic recovery.

The ECQ segment, via wholly-owned subsidiary BDB Infra, secured a lucrative state road management contract valued at RM204.0 million from the Kedah Government, spanning three years from 2023 to 2026.

BDB Infra also clinched another significant contract earlier in FY2023, securing RM34.1 million from the Ministry of Agriculture and Food Security (Kementerian Pertanian dan Keterjaminan Makanan) for the development of a tertiary irrigation system aimed at enhancing rice production in Kedah and neighbouring Perlis.

Meanwhile, the Property segment also saw a positive performance, with BDB Land successfully launching five projects in Bandar Darulaman, Jitra, Darulaman Saujana in Hosba, and Aman Nusa in Langkawi. Additionally, the reopening of Darulaman Sanctuary on the island further contributed to the segment's success.

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PROFITS

Profit Before Tax (PBT) grew 61.1% year-on-year (YoY) to reach RM14.5 million from RM9.0 in FY2022. This increase was primarily attributed to the enhanced revenue streams from operations at the Bukit Perak Quarry and Langkawi Quarry. Additionally, the joint venture agreement in Kubang Pasu and Sungai Petani, Kedah within the Property segment, significantly contributed to these stellar results.

Although Gross Profit (GP) was up on account of the markedly higher revenue, we recorded a lower GP margin of 17.1% against 20.8% the previous year owing to the rising cost of materials, a persistent labour shortage and a new minimum monthly wage of RM1,500 set by the Malaysian Government, which came into force on 1 May 2023. Notwithstanding this, we continued to optimise resources and improve on cost efficiencies.

Profit After Tax (PAT) amounted to RM12.4 million, which was 121.4% higher than RM5.6 million in FY2022. As a result, Earnings Per Share (EPS) more than doubled to 4.16 sen in FY2023 from 1.84 sen in the previous reporting period.

DIVIDEND

The Board of Directors (the Board) has recommended a dividend of 1.00 sen for the year at an increased quantum of 117.4%, which is subject to shareholders approval at the 29th AGM. The recommended dividend is consistent with the rise in PAT 121.4%. Upon shareholders' approval, the dividend payout will amount to RM3.0 million (FY2022: RM1.4 million) or 24% of PAT.

This reflects the commitment of the Board to consistently share profits with our shareholders, a practice we are confident of maintaining over the years to ensure return on investment (ROI) for all our stakeholders.

Since FY2019, the Group has issued and paid out cumulative dividend payments of RM9.0 million to shareholders as a reward for their trust and loyalty as well as an incentive to sustain their equity interest in BDB.

SHAREHOLDINGS AND ASSETS

The Shareholders' Funds were marginally higher at RM486.0 million (FY2022: RM475.0 million) at the close of FY2023. Similarly, Total Assets rose to RM799.2 million against RM717.1 million previously with Net Tangible Assets Per Share at 1.65 sen as compared with 1.56 sen the year before.

Bandar Darulaman 3.0 represents the latest milestone in our Property segment, marking a successful launch with a commendable take-up rate.

OTHER FINANCIAL INDICATORS

ANCILLARY FINANCIAL METRICS AT A GLANCE

RETURN ON EQUITY (ROE)

2.55%
(2022: 1.17%)
(2021: 1.14%)

RETURN ON ASSETS (ROA)

1.55%
(2022: 0.78%)
(2021: 0.75%)

SHARE PRICE (AT CLOSE OF FY2023)

RM0.28
(2022: RM0.28)
(2021: RM0.58)

GEARING RATIO (X)

0.25
(2022: 0.19)
(2021: 0.22)

TOTAL BORROWINGS

RM120.0 million
(2022: RM91.5 million)
(2021: RM105.0 million)

CURRENT RATIO (X)

1.03
(2022: 1.07)
(2021: 1.02)

FINANCE COSTS

RM5.8 million
(2022: RM6.8 million)
(2021: RM5.3 million)

TAXATION

RM2.1 million
(2022: RM3.5 million)
(2021: RM2.4 million)

CASH AND CASH EQUIVALENT

RM73.3 million
(2022: RM80.0 million)
(2021: RM66.3 million)

- **RETURN ON EQUITY (ROE) AND RETURN ON ASSETS (ROA)**
  The Group recorded a much-improved ROE and ROA for the year at respectively, 2.55% against 1.17% previously and 1.55% compared with 0.78% the year before. This represents a significant mark-up for such critical financial metrics used by investors to evaluate the financial health of a company.

- **SHARE PRICE**
  Our counter closed the year at RM0.28, the same as the previous reporting period. BDB has maintained its share price in the range of between RM0.27 and RM0.32 throughout FY2023.

- **GEARING AND CURRENT RATIO**
  Total borrowings increased to RM120.0 million from RM91.5 million the previous year with loan drawdown outstripping loan repayment on account of financing for the expansion plans and future developments.

  This raised our gearing ratio to 0.25 times (FY2022: 0.19 times) while our current ratio (current assets against current liabilities) was lower at 1.03 times against 1.07 times previously.

- **CAPITAL MANAGEMENT**
  Our cash and cash equivalent amounted to RM73.3 million at the close of the financial year (FY2022: RM80.0 million), deemed sufficient for capital expenditure (CAPEX) and operational expenditure (OPEX).

VALUE CREATION MODEL

SPIRIT OF ACHIEVEMENT

INPUT CAPITALS

FINANCIAL CAPITAL (RM MILLION)

Our financial assets including cash generated from our operations and investments, and other sources of funding.

- Shareholders' Equity: **RM486,042**
- Total Assets: **RM799,185**
- Total Borrowings: **RM120,002**

MANUFACTURED CAPITAL

Our land banks, leased land or concession areas, physical assets including machinery and technologies.

- **ENGINEERING, CONSTRUCTION & QUARRY (ECQ):**
  - Infrastructure development
  - 2 quarries with combined annual capacity of 1,440,000 mt
  - 3 premix plants with combined daily capacity of 5,500 mt
- **PROPERTY:** 502 ha
- **LEISURE:** Darulaman Golf & Country Club, Fantasia Aquapark, Darulaman Sanctuary
- **INVESTMENT HOLDING**

HUMAN CAPITAL

Our visionary leadership, knowledgeable and skilled workforce, competencies, experience and contributions to growth and innovation.

- Total Employees: **642**
- Total Salaries & Benefits: **RM24.29 million**
- Investment in Training and Development: **RM303,253**
- Training and Development Total Hours: **10,811**

OUR VISION

To be a respected and leading conglomerate that delivers excellent products and services.

OUR MISSION

To deliver excellent standard of performance through township development, infrastructure, construction and tourism.

OUR CORPORATE OBJECTIVES

- To maximise returns to shareholders by maximising growth rate in net earnings.
- To ensure that subsidiaries achieve leadership positions in their respective industries.
- To create a conducive environment for the Group's employees to realise their potential.
- To ensure sustainability of our core businesses.
- To create diversified income and revenue sources.
- To contribute positively towards the social and environmental needs of the society in which we operate.

CORE BUSINESS

- ECQ SEGMENT
- LEISURE SEGMENT
- PROPERTY DEVELOPMENT SEGMENT
- INVESTMENT HOLDING

MATERIAL MATTERS

ECONOMIC/GOVERNANCE
FOCUS AREA 1
FACILITATING GOVERNMENT ASPIRATIONS

- Supporting Government Policies
- Accountability & Transparency

ENVIRONMENT
FOCUS AREA 2: PRESERVING THE ENVIRONMENT

- Compliance
- Conservation
- Waste Management
- Pollution Control

SOCIAL
FOCUS AREA 3: ENABLING AND EMPOWERING EMPLOYEES

- Health, Safety, Security & Environment (HSSE)
- Employee Training &Development
- Employee Engagement

SOCIAL
FOCUS AREA 4: ENGAGING EFFECTIVELY WITH STAKEHOLDERS

- Public & Community Engagement

OUTPUT CAPITALS AND OUTCOMES

FINANCIAL CAPITAL (RM MILLION)

Revenue
RM313.1
(FY2022: RM231.4)

Taxation
RM2.1
(FY2022:RM3.5)

Total Assets
RM799.2
(FY2022: RM717.1)

Zakat Contribution
RM0.1
(FY2022: RM0.5)

Please refer to About Us on pages 4 to 15 and the Sustainability Report for further information on our sustainability performance on pages 87 to 142 of this Annual Report 2023.

MANUFACTURED CAPITAL

ECQ:

- Maintainance of state roads
- Pelubang WTP
- Irrigation system

PROPERTY:

- 5 property launches in FY2023
- BDB Land Tower GDV: **RM1 billion**
- Indera Apartment GDV: **RM43.5 million**
- Simfoni East 5C, Simfoni East 4D (NADA) & Lakehomes 3B combined GDV: **RM61.99 million**
- Aman Nusa GDV: **RM61.93 million**
- JV Projects GDV: Darulaman Lakehomes **RM54.15 million** Darulaman Saujana **RM187.68 million**

LEISURE: Reviving the tourism industry in Kedah

HUMAN CAPITAL

No. of Employees
642 (FY2022: 602)
78% Male
22% Female

New Employees Hired
89 (FY2022: 73)
78% Male
22% Female

BUSINESS PLAN 2019 - 2023
5 KEY FOCUS AREAS

1. GROWING OUR CORE BUSINESS & NEW INVESTMENTS
2. OPERATIONAL EXCELLENCE & EFFICIENCY

VALUE CREATION MODEL

STAKEHOLDERS

Employees | Certification Bodies | Government Agencies/Regulators | Shareholders, Investors & Financial Institutions | Vendors and Suppliers | Local Communities | Business & Financial Analysts | Media

INTELLECTUAL CAPITAL

Our established and systematic procedures and processes, expertise and skills, brand value and reputation in our markets and industries.

- ISO Certification
- Our innovative material monitoring system offers robust verification for project sites and real-time tracking to personal devices. We hold exclusive rights for its use in Malaysia's Northern Region, making it accessible across different digital platforms. The system's reliability enables accurate revenue quantification and efficient cost management.

SOCIAL AND RELATIONSHIP CAPITAL

Our long-established, carefully nurtured, trust-filled and respect-based ties with stakeholders including shareholders, customers, associates, authorities and communities.

- Community Engagement Investment

NATURAL CAPITAL

The natural resources we consume and utilise in our products, services and solutions.

- Fuel – diesel (l): **1,210,912**
- Electricity (kWh): **2,976,636**
- Energy Intensity (gj): **56,731**
- Water (l): **116,740**
- GHG Emissions (co_2e mt): **5,042**
- Scheduled Waste (mt): **1.078**

STAKEHOLDERS IMPACTED

FINANCIAL CAPITAL

MANUFACTURED CAPITAL

HUMAN CAPITAL

INTELLECTUAL CAPITAL

SOCIAL AND RELATIONSHIP CAPITAL

NATURAL CAPITAL

ALIGNMENT TO THE *UNSDGS

** United Nations Sustainable Development Goals.*

INTELLECTUAL CAPITAL

- Training & audits for certifications to ensure quality of products and services offered.
- Marketing promotions for products and services.

SOCIAL AND RELATIONSHIP CAPITAL

Education
RM21,419 (FY2022: RM83,687)

Religious Programmes
RM23,990 (FY2022: RM197,210)

Sports and Recreation
RM53,500 (FY2022: RM248,675)

Stakeholder and Community Relations
RM297,093 (FY2022: RM196,300)

TOTAL : RM396,001
(FY2022:RM725,872)

NATURAL CAPITAL

- BDB stringently adheres to environmental laws and policy practices in Malaysia according to the Environmental Quality Act 1974.
- **Certifications:** ISO 45001:2018 Occupational Health & Safety Management System & ISO 14001:2015 Environmental Management Systems
- **Bukit Perak Quarry** awarded 5-Star Rating by the Minerals and Geoscience Department Malaysia (Jabatan Mineral dan Geosains Malaysia or JMG).
- **Darulaman Sanctuary:** Voluntary monitoring & recording of IUCN Red List species timber, birds plants & herb.
- Initiatives to preserve biodiversity.

3. HUMAN CAPITAL IMPROVEMENT

4. FOSTER SUSTAINABLE PRACTICES TOWARDS ESG GOALS

5. CULTIVATING SUCCESS THROUGH DIGITAL TRANSFORMATION

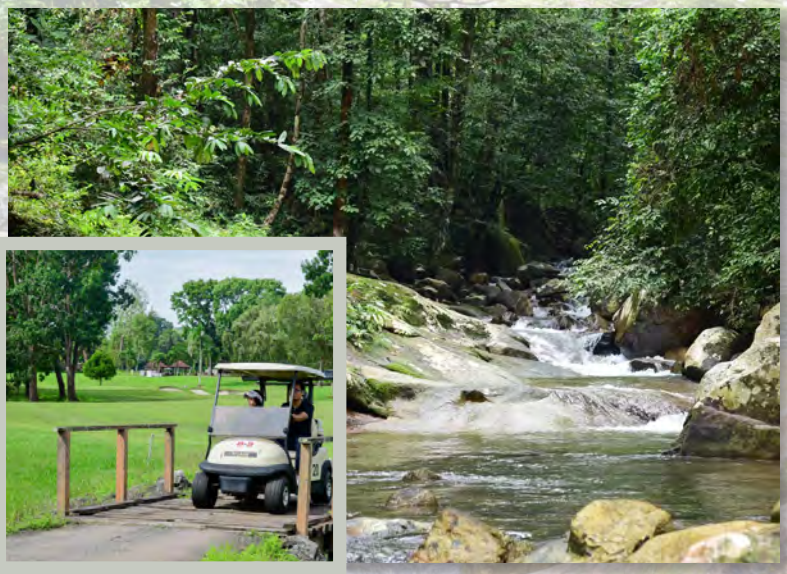
REVIEW OF OPERATIONS

Building upon our core ECQ and Property segments, the Group expanded its portfolio by establishing a Leisure segment in FY2022. During the reporting period, a new subsidiary was formed to spearhead BDB's strategic foray into Renewable Energy (RE).

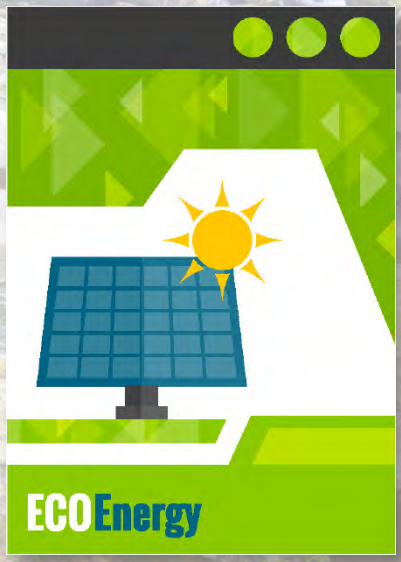
ENGINEERING, CONSTRUCTION AND QUARRY (ECQ) SEGMENT

PROPERTY DEVELOPMENT SEGMENT

LEISURE SEGMENT



INVESTMENT HOLDING



OPERATIONAL LANDSCAPE ANALYSIS

Despite a projected decline in GDP growth to 3.7% from the previous 22-year record high of 8.7%, economic and social activities remained robust throughout 2023. According to data released by the Department of Statistics (DOSM), all five key economic sectors exhibited positive growth trajectories, underscoring the resilience of the operating environment.

In particular, the Construction Sector grew by a higher 6.1% (2022: 5.0%) while the Service Sector, which includes tourism activities, expanded at a slower pace of 5.3% against 10.9% the year before. Meanwhile, the Mining Sector recorded marginal growth of 1.0% as compared with 2.6% in 2022. *(Source: https://www.bnm.gov.my/documents/20124/13494133/qb23q4_en_table1.pdf)*

The National Property Information Centre (NAPIC) has noted a consistent improvement in the property market, in the second half of 2023, citing as an example the 44% increase in new residential launches in Q3 2023 against the previous quarter. In addition, a review of the residential market in Kedah by the Malaysian Institute of Estate Agents (MIEA) was positive in 2023 and expected to be promising in 2024. *(Sources: https://www.thestar.com.my/business/business-news/2023/12/04/housing-market-resilient-in-2023*

https://www.edgeprop.my/content/1908414/prospects-and-possibilities-malaysia%E2%80%99s-property-market-2024)

Meanwhile, the tourism sector witnessed a surge throughout 2023, fuelled by an influx of international tourists drawn to Malaysia. This trend followed the reopening of our national borders in early 2022 and the gradual reopening of borders in major tourist-source countries, such as China, by early 2023.

Tourism Malaysia estimated the number of tourist arrivals for the year to reach 19.1 million, a figure revised from an earlier projection of 16.1 million. Langkawi was one of the main attractions, drawing a total of 2.82 million visitors from local and foreign shores, according to the Langkawi Development Authority (LADA). *(Sources: https://www.thestar.com.my/business/business-news/2023/12/07/tourist-arrivals-to-pick-up-significantly-next-year*

https://aviationweek.com/air-transport/airports-networks/interview-langkawis-tourism-outlook-sustainability-focus#)

During the year in review, the operating environment remained challenging, with material prices and construction costs continuing to be at elevated rates while there was increased competition for travel destinations.

The recently refurbished and upgraded Darulaman Golf & Country Resort has has experienced an uptick in iterest among members and golf enthusiasts both locally and from afar, establisging its status as a premier golfing destination in the Northern Region.

ENGINEERING, CONSTRUCTION AND QUARRYING (ECQ)

The ECQ segment is the Group's primary business arm, providing extensive expertise in infrastructure development, property construction and the supply of granite aggregates essential for building materials, including bitumen derivatives for road construction and maintenance. Apart from supporting and synergising with our property business activities, ECQ's projects provide the necessary infrastructure to enable and empower businesses and communities in Kedah.

In FY2023, segmental revenue jumped to RM189.8 million, marking a significant increase of 50% from RM126.7 million in FY2022. The segment's share of revenue also rose to 60.6% from 55.0% previously. During the reporting period, the segment experienced a reduction in losses, recording a Loss Before Tax (LBT) of RM1.2 million. This represents an improvement from the previous fiscal year's LBT of RM1.5 million, signaling a positive shift in financial performance despite the continued loss.

Padang Meha Quarry

Bukit Perak Quarry

Both subsidiary companies, BDB Infra and BDB Synergy Sdn. Bhd. (BDB Synergy), demonstrated improved financial performance despite navigating challenges such as escalating material costs and labour shortages.

During the year, BDB Infra secured a new state road maintenance contract valued at RM204 million from the Kedah State Government, following the successful completion of a similar three-year contract worth RM210 million in (month) 2023.

A clear indication of assurance in our operational and technical capabilities, the new contract award involves the maintenance of state roads in Kota Setar, Padang Terap/Pokok Sena, Kubang Pasu, Pendang, Yan and Sik during the period May 2023 to May 2026. This new contract stresses confidence in our operational and technical prowess, entailing the maintenance of state roads across key regions in Kedah.

Moreover, BDB Infra obtained another significant contract in February, amounting to RM34.1 million from MADA for the development of an irrigation system to support the agricultural sector in Kedah and Perlis, in line with the objectives outlined in Kedah 2035 for ensuring food security. As highlighted in Kedah 2035, the 109,000 ha of paddy fields in the state must be maintained for food security.

Meanwhile, BDB Synergy remained on track with the ongoing construction of the RM431 million Pelubang Water Treatment Plant (WTP) in Kubang Pasu slated for completion by May 2025. The WTP aims to enhance water pressure in Kedah's rural areas, catalysing the northern region's economic activities, including Kedah Rubber City and the Delapan Special Border Economic Zone (Delapan SBEZ).

Furthermore, BDB Infra's acquisition of Gemi Puncak Quarry in Langkawi adds to our quarry portfolio, with a production capacity of 240,000 mt. Gemi Puncak serves as the island's primary quarry product supplier, supporting Langkawi's present and future development needs. This acquisition complements the existing operations of Bukit Perak Quarry under BDB Infra's purview.

PROPERTY

Led by BDB Land, the Property segment is dedicated to advancing affordable housing initiatives, aligning with the State Government's vision of facilitating homeownership for every family in Kedah within the RM45,000 to RM300,000 price range.

In FY2023, the segment crossed a key milestone by successfully completing and delivering a cumulative total of 12,712 of affordable homes units. This achievement was punctuated by the launching of five new property projects across development sites in Jitra, Hosba, and Langkawi.

Noteworthy launches included Bandar Darulaman 3.0 in Jitra (featuring Simfoni West 5C, Simfoni East 4D, and Lakehomes 3B), Darulaman Saujana in Hosba (Phase 2A) and Aman Nusa in Langkawi.

For Darulaman Saujana Phase 2A, BDB Land joint ventured with OIB Properties (KV) Sdn. Bhd. (OIB) to develop 782 single-storey terrace units within the affordable housing segment. Under this agreement, OIB assumes responsibility for development costs.

Consistent with the previous year, the segment continues to leverage joint venture arrangements to accelerate affordable housing development, addressing prevailing challenges within the Kedah property market and nationwide.

These challenges include escalating construction costs due to rising material prices and labour wages, as well as limited demand from potential home buyers, many of whom face stringent credit assessments and high-interest rates imposed by commercial banks.

The latest launches contribute to the total gross development value (GDV) of the Group's property projects, estimated at RM1.5 billion. This aggregated GDV encompasses the Darulaman Lagenda township in Sungai Petani, where the planned number of affordable homes is targetted to reach 2,500 under another joint venture project between BDB Land and Lagenda Properties Sdn. Bhd. (BDB Lagenda Sdn. Bhd.).

Despite facing significantly higher costs and market challenges, the segment achieved segmental revenue of RM118.1 million in FY2023, a substantial increase from RM90.1 million in FY2022. Revenue from this segment accounted for 37.7% of the Group's total revenue, down from 39% in FY2022. Moreover, the Property segment's Profit Before Tax (PBT) rose to RM15.8 million, a substantial improvement from RM9.3 million in the preceding year.

Bandar Sejahtera Pokok Sena

Simfoni West

LEISURE

Reactivated in FY2022 following the pandemic's decline, the Leisure segment marks our dedication to rejuvenating Kedah's tourism landscape. Although this strategic revival is challenged, it has progressively yielded encouraging outcomes through deliberate and well-planned efforts. Central to this resurgence are our flagship assets, the Darulaman Golf & Country Club and the Fantasia Aquapark in Jitra, both of which are rooted in our deep appreciation for nature. These venues not only enhance the wellbeing of our visitors but also contribute positively to the local community, underscoring our commitment to environmental stewardship and community enrichment.

During the reporting period, the segment reported a modest revenue of RM4.6 million. However, it incurred an expected Loss Before Tax (LBT) amounting to RM2.2 million. Our hospitality and tourism offerings encountered persistent challenges, including escalating maintenance expenses, shifting consumer preferences and heightened competition from both local and out-of-state attractions.

Despite these challenges, two notable highlights emerged during the year. We successfully hosted the Luna Light Festival at Darulaman Park, earning recognition from the Malaysia Book of Records as the largest park lighting event in the country. Additionally, the Darulaman Golf & Country Club's BDB Masters 2023 golf tournament was successfully organised, further improving our presence in the leisure and entertainment sector.

Darulaman Park

Lubuk Semilang

Darulaman Golf & Country Club

MANAGING RISK

BDB and its subsidiary companies remain vigilant to risk mitigation, ensuring the preservation of shareholder investments and safeguarding all stakeholder interests. Our governance framework encompasses a vigorous risk management and internal control system, integrating Enterprise Risk Management (ERM) principles and a comprehensive Risk Register. This framework enables identifying, assessing and mitigating significant risks across strategic, operational, and project dimensions, aligning our objectives with our risk tolerance.

Throughout FY2023, our risk landscape comprised Strategic, Financial, Operational and Project risks, each carefully managed to sustain the integrity of our operations and strategic objectives.

Further details are presented in the Statement of Risk Management and Internal Control on pages 163 to 166t in this Annual Report 2023.

STRATEGIC/ CONCENTRATION RISK

Given our concentration of business activities in Kedah with its limited catchment of clients and customers, we are mindful of the need to expand our market presence beyond the state.

MITIGATION

Our plans to diversify into the green economy and sustainable business are intended to broaden our market across the country and region.

FINANCIAL RISK

The ability to meet our financial obligations is key to business sustainability. To ensure sufficient liquidity, we manage our capital resources to ensure our reserves can last at least six months.

MITIGATION

Measures include regular launches of development phases to generate upfront sales and cash flow while monitoring material prices and other costs of ECQ activities.

OPERATIONAL RISK

Health and safety remain paramount factors at all our operational sites as they pose risks not only to our valuable human capital, but also clients, consumers and the public.

MITIGATION

We enforce a work culture that stringently adheres to procedures and recommended practices to manage potential health, safety and environmental hazards.

PROJECT/INVESTMENT RISK

Our projects are subject to the capability and capacity of our joint venture partners and third-party contractors.

MITIGATION

We leverage on precise plans and clear communication to ensure timely and effective project delivery. In addition, we negotiate the challenges and opportunities of new ventures and endeavours with agility and flexibility.

STREAMLINING EFFIENCY THROUGH DIGITAL TRANSFORMATION

In our persistent quest for competitive advantage, the Group is cognisant of integrating cutting-edge technology into its operations. Since 2015, we have diligently leveraged advanced digital solutions to galvanise productivity and encourage sustainable growth.

Throughout the reporting period, we implemented a state-of-the-art cloud-based email filter system. Engineered to reinforce our cybersecurity infrastructure, this system is instrumental in safeguarding the integrity of our data and work programmes, while preserving the confidentiality of our customers' personal information.

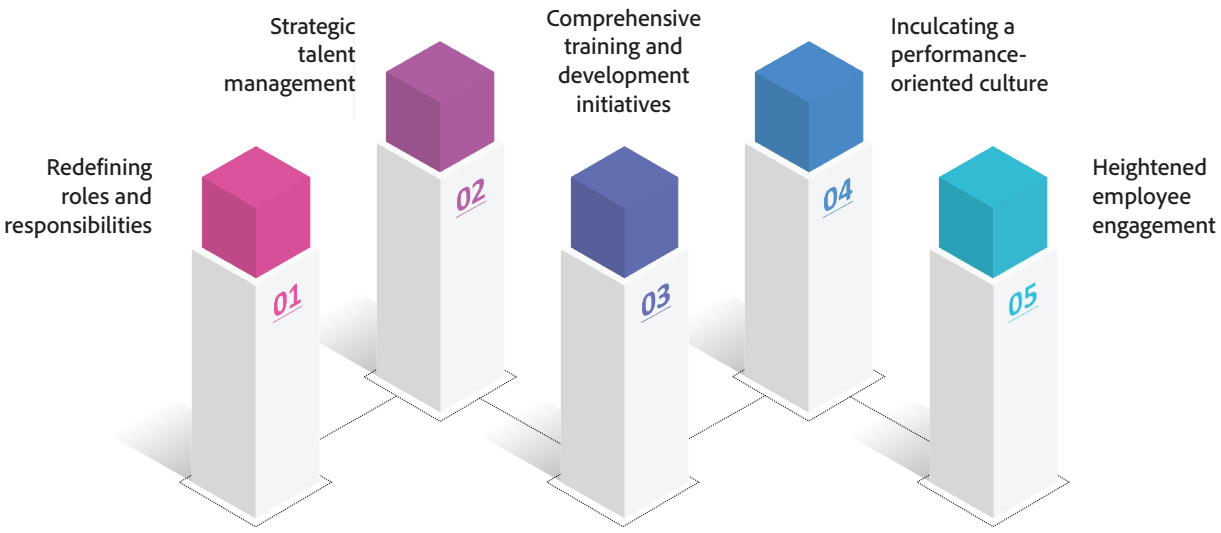
By swiftly identifying and isolating spam emails and phishing attempts, our users benefit from a more secure email environment.

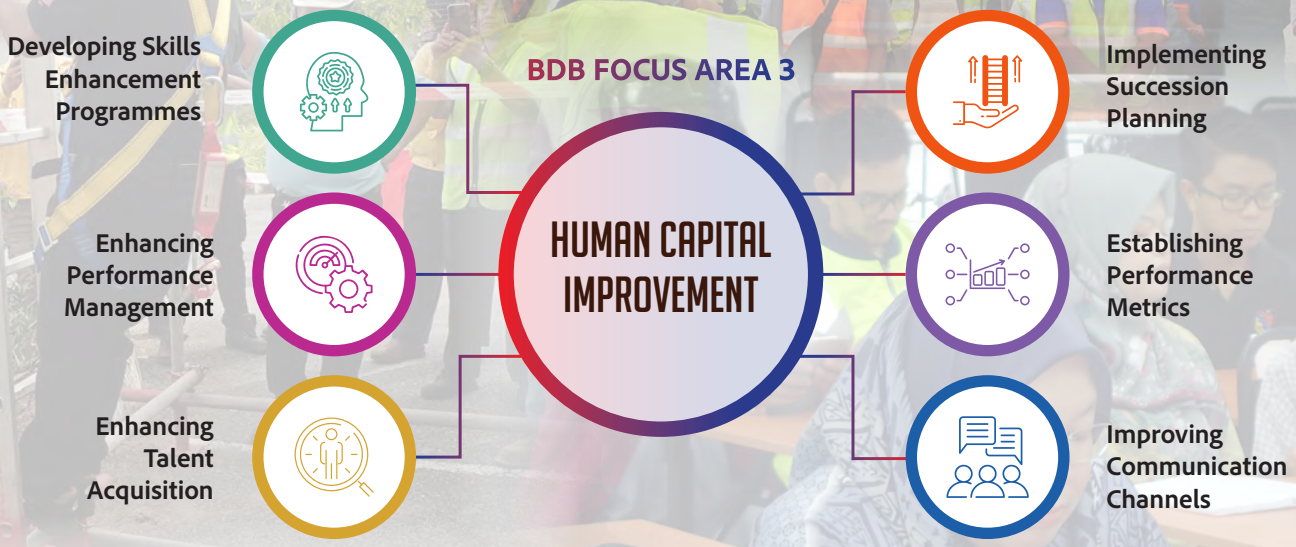
Beyond maintaining cybersecurity defences, our digital transformation initiatives are anticipated to reshape our operational workflows, optimise resource allocation, and drive cost efficiencies across BDB. Acknowledging the rapid advancements and dynamic nature of the cyber realm, BDB is committed to maintaining operational excellence and adopting future-ready business practices to ensure resilience and competitiveness.

EMPOWERING PROGRESS THROUGH HUMAN CAPITAL EXCELLENCE

Our strong performance during FY2023 was deeply rooted in a concerted group-wide effort to nurture excellence in our human capital, spanning from Senior Management to operational teams across our three business segments. This dedication to human resource development was orchestrated through an enhanced performance management system that will be progressing in stages throughout FY2024, emphasising five critical pillars:

In the Group's Key Focus Areas, "Human Capital Improvement" is highlighted under Focus Area 3, emphasising six critical components under Thrust 4 of the Kedah 2035 vision: "Balanced Human Capital & Talent." This strategic emphasis underlines the importance of developing a well-rounded and skilled workforce for achieving sustainable growth and competitiveness in alignment with the broader objectives of Kedah 2035.





In the areas mentioned above, Succession Planning is crucial for BDB to ensure business continuity, drive strategic growth and maintain competitive advantage as it navigates the complexities of its core sectors and expands into new markets. While this approach safeguards operational stability during leadership transitions, it also promotes talent retention by developing a pipeline of capable leaders aligned with BDB's growth ambitions and organisational values. Succinctly, succession planning is integral to BDB's resilience, enabling the company to adapt to market dynamics, mitigate risks, and maintain its momentum in striving for sustainable excellence and innovation.

Moreover, we tactically oriented our frontline personnel with the evolving needs and expectations of our clientele, focusing on customer satisfaction as key to client retention. Our efforts extended to refining HR processes in recruitment, training and active involvement in roles tied to ESG principles.

The approach to nurturing an ethos of perpetual learning and skill enhancement among our employees is fundamental to our strategy for branching into new markets and sustaining vigorous performance in our established operations. This ensures that our workforce remains a key enabler in accelerating the Group's objectives and penetrating avenues of growth potential in accordance with our Corporate Objectives to create a conducive environment for employees to realise their potential.

Please refer to the Sustainability Report on pages 87 to 142 in this Annual Report for more information on our Human Resource Development.

LOOKING AHEAD

OUTLOOK

The Malaysian economy is poised for a rebound, with growth projected to range between 4.0% and 5.0% in 2024, following a modest expansion of 3.7% in 2023, falling short of initial expectations, as reported by BNM. The upward revision in the forecast reflects an anticipated surge in global trade, which is expected to yield favourable outcomes for export-driven economies like Malaysia.

According to the Ministry of Finance, drawing insights from DOSM projections, the positive trajectory of the Malaysian economy in 2024 is underpinned by robust growth across all sectors. Construction is anticipated to lead the charge with a strong expansion of 6.8%, while the Service sector, particularly encompassing tourism, is forecasted to grow by 5.6%. Additionally, the Mining sector is expected to witness a recovery, with growth projected at 2.7%.

In the context of Kedah, the economic and socioeconomic outlook appears promising, buoyed by substantial investment inflows. The approval of RM14.6 billion in investments during the first half of 2023 positions Kedah as the third-highest recipient in the country, trailing only behind Kuala Lumpur and Selangor *(Source:https://www.nst.com.my/news/nation/2023/11/983059/kedah-records-rm146bil-approved-investment-ranks-3rd-highest-malaysia)*

PROSPECTS IN CORE BUSINESS & SUSTAINABILITY

In the constantly changing business environment marked by inherent uncertainties, BDB maintains cautious optimism and is acutely aware of the volatility of market environments. Embedding Environmental, Social and Governance (ESG) and Sustainability considerations and principles into our operational strategies are necessary to continue nurturing our core businesses and tapping into opportunities for expansion.

Mindful of the rise in stakeholder capitalism, we place paramount importance on strengthening our supply chain resilience and augmenting its traceability. This involves a concerted effort to build capacity and adapt to disruptions, ensuring good governance and transparency across our supply chain network.

In enhancing our human capital, we are focused on upskilling and reskilling our employees to power them through. In our commitment to cultivating competent human capital, we are diligently focused on continually upskilling and reskilling our workforce. By investing in comprehensive training programmes and educational initiatives, we aim to empower our employees with the required skills and knowledge to navigate evolving market dynamics and technological advancements effectively.

ECQ

Under Budget 2024, the Malaysian Government has earmarked a record-high allocation of RM393.8 million for infrastructure development, emphasising projects spanning transportation, energy, and social infrastructure. Furthermore, promoting eco-friendly construction practices by the Federal Government bodes well for green construction initiatives.

Notably, Kedah is witnessing an uptrend in high-impact projects such as developing a new international airport in Kulim, the Northern Corridor Highway (NCH), and the Kedah Science and Technology Park.

These developments present a plethora of opportunities for our ECQ segment, which has been steadfast in its efforts to upgrade capabilities and improve cost efficiencies amid challenges posed by escalating material costs and labour shortages.

LOOKING AHEAD

PROPERTY

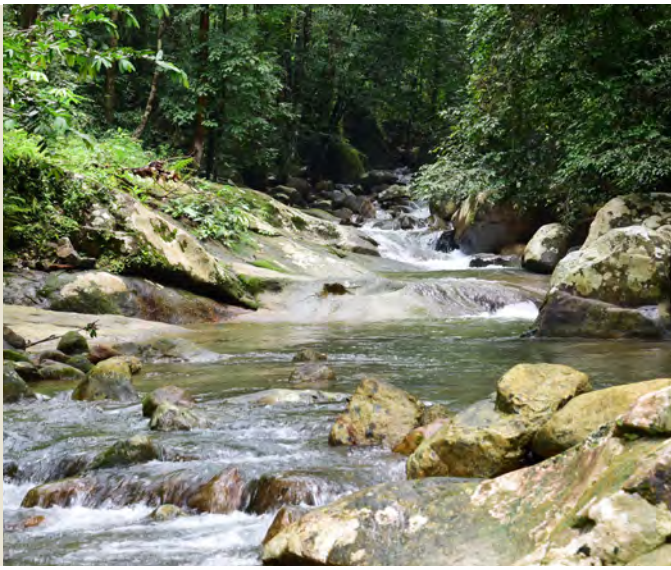
The property sector stands to gain from Budget 2024 initiatives to boost affordable homeownership, a central focus of the Mid-Term Review of the 12th Malaysia Plan (12MP) and the MADANI Neighbourhood Scheme.

In addition, Government support for homeownership among B40 and M40 households presents a conducive environment for our segment, which specialises in affordable housing development. Positioned strategically in populous districts such as Kuala Muda, Kota Setar, and Kulim, we are poised to capitalise on these opportunities.

LEISURE

With a resurgence in global travel post-pandemic, coupled with favourable currency exchange rates, Tourism Malaysia has set an ambitious target of 27.3 million international tourist arrivals in 2024. In Langkawi, where LADA aspires to attract three million visitors, our joint venture with Infiniti Escapes (M) Sdn. Bhd. for eco-tourism development holds significant promise.

Moreover, the Leisure segment anticipates reaping the benefits of domestic tourist spillover to Kedah. This joint venture represents yet another proactive initiative by BDB Land to develop new recreational attractions in Langkawi. By doing so, we indirectly contribute to the overarching objectives of the Kedah State Government in enhancing the allure and appeal of this renowned holiday destination.



RENEWABLE ENERGY

As Malaysia intensifies its focus on sustainable business practices, the renewable energy sector has spawned a wealth of opportunities for local companies venturing into the renewable energy sector. The solar industry, particularly, is poised for prominence, with technological advancements rendering solar solutions increasingly accessible and economically viable.

Our partnership with Pumar Solar Power Sdn Bhd (PSP) is geared towards providing solar products and services across residential, commercial, industrial and government segments. On the other hand, the collaboration with Energise for biomass conversion aligns with the Government's vision of promoting a hydrogen economy, as reflected in the Hydrogen Economy and Technology Roadmap (HETR). Lastly, the joint venture with Shanghai Youzhu for industrial waste management holds promise, given the anticipated industrial growth in Kedah and potential business prospects from neighbouring Penang's industrial landscape.

CORPORATE HIGHLIGHTS

FY2023 marked an eventful period for the Group, characterised by significant initiatives laying the groundwork for our forthcoming expansion into the green economy. Through strategic acquisitions, broadening our presence in quarrying activities and cementing partnerships to access fresh revenue streams, BDB is progressively enhancing its profile as a pioneering and forward-thinking entity driving progress in the State of Kedah and beyond.

We are committed to sharing our achievements with stakeholders, which is integral to our value-creation strategy. Particularly evident is utilising technology, investing in high-calibre human capital and responsible stewardship of natural resources, all aimed at advancing eco-consciousness across every facet of our operations.

12 JANUARY 2023

The launch of the Darulaman Saujana affordable housing project and Master Plan for Bandar Darulaman 3.0 in Kubang Pasu, Kedah was officiated by YAB Dato' Seri Haji Muhammad Sanusi Md Nor, Chief Minister of Kedah at The Tent, Darulaman Park in Jitra. In line with the State Government's commitment to advancing affordable housing for the citizens, BDB's sustainable and meticulously planned housing initiatives are catered to benefit the B40 and M40 demographics.

26 JANUARY 2023

Tuan Sr. Haji Che Had, BDB Chairman, accompanied by Senior Management, including YM Raja Shahreen, Executive Director, visited Radzuan Othman, Chief Executive Officer of Syarikat Air Darul Aman Sdn. Bhd. (SADA) at SADA's headquarters in Alor Setar, Kedah.

31 JANUARY 2023

Tuan Sr. Haji Che Had, Chairman, along with the Executive Director of BDB, visited the Kedah State Secretary, Yang Berhormat Dato' Seri Haji Norizan Bin Khazali.

31 JANUARY 2023

Tuan Sr. Haji Che Had, BDB Chairman, accompanied by YB Ts. Dr. Mohd Suffian, conducted a site visit to the Gemi Puncak Quarry at Mukim Ulu Melaka, Langkawi, which was acquired by BDB during FY2023.

1 FEBRUARY 2023

Tuan Sr. Haji Che Had, BDB Chairman and Senior Management, paid a courtesy call to Dato' Mohd Yusri Haji Md Daud, Alor Setar City Council Mayor, at the latter's office in Alor Setar, Kedah.

7 FEBRUARY 2023

Yang Teramat Mulia Dato' Seri DiRaja Tunku Shazuddin Ariff Ibni Sultan Salehuddin Tunku Mahkota Kedah granted an audience to BDB's Board Members headed by Tuan Sr. Haji Che Had, our Chairman and YM Raja Shahreen, Executive Director. His Royal Highness was briefed on BDB's progress and performance.

8 FEBRUARY 2023

Tuan Sr. Haji Che Had, Chairman and BDB Senior Management Team members called on Tuan Muhamad Mahazi Haji Ibrahim, Kubang Pasu District Officer, to discuss collaborative efforts for the area's development.

16 FEBRUARY 2023

Tuan Sr. Haji Che Had, BDB Chairman led a delegation to the Bandar Baharu District and Land Office to explore potential collaboration for development with District Officer Dato' Haji Elmi Yusoff.

7 MARCH 2023

Board members of Yayasan Sultanah Bahiyah, led by YBhg Dato' Bijaya Indera Dato' Paduka Syed Unan Mashri Syed Abdullah visited BDB's corporate office, where they were received by Tuan Sr. Haji Che Had, BDB Chairman.

20 MARCH 2023

During BDB Infra's 50th Anniversary celebrations, the Group extended invitations to community members, including 25 students from Sekolah Menengah Kebangsaan Model Khas, Sekolah Kebangsaan Bukit Jenun and Rumah Anak-Anak Yatim Amal Solehah in Pendang, to partake in the festivities.

30 MARCH 2023

BDB signed a Sale & Purchase Agreement to acquire the shareholdings of Gemi Puncak Sdn. Bhd. and Gemi Puncak Quarry Sdn. Bhd. for RM13 million, expanding its quarry operations in Langkawi.

Representing BDB were Tuan Sr. Haji Che Had, Chairman and YM Raja Shahreen, Executive Director while Ooi Chin Tong, Chua Ah Bah and Ng Ooi Chin signed on behalf of Gemi Puncak Sdn. Bhd. and Gemi Puncak Quarry Sdn. Bhd.

3 APRIL 2023

Representatives from the Kedah State Development Corporation (Perbadanan Kemajuan Negeri Kedah or PKNK) visited BDB's corporate headquarters.

10 APRIL 2023

BDB's Board members and employees attended an *Iftar* event with *Anak Kedah Di Perantauan* (Kedahans who are living outside of the state) that was graced by YAB Dato' Seri Haji Muhammad Sanusi Md Nor, Chief Minister of Kedah.

10 APRIL 2023

BDB organised the *Jom Moreh* event to bond with BDB employees, Lab Food & Fun Garden tenants and Madrasah Tarbiyah Auladiyah Darul Ulum students after the *terawih* prayers during Ramadan.

17 APRIL 2023

BDB's Executive Director had the honour of attending an *Iftar* gathering hosted by YAB Dato' Seri Haji Muhammad Sanusi Md Nor, Kedah Chief Minister alongside representatives from the media.

14 MAY 2023

DYTM Tengku Sarafudin Badlishah ibni Al-Aminul Karim Sultan Sallehuddin, Raja Muda Kedah Darul Aman granted an audience to YM Raja Shahreen, Executive Director and Senior Management Team members of BDB.

15 MAY 2023

BDB held its Aidilfitri Open House to celebrate Hari Raya Aidilfitri at the lobby and foyer of Menara BDB in Alor Setar, Kedah.

24 MAY 2023

The launch of the affordable housing project at Aman Nusa, Langkawi, developed by BDB Land was officiated by YAB Dato' Seri Haji Muhammad Sanusi Md Nor, Chief Minister of Kedah in Kuah, Langkawi.

8 JUNE 2023

The Group's 28th Annual General Meeting (AGM), held at the Raia Hotel & Convention Centre in Alor Setar, was the first physical AGM since the onset of the COVID-19 pandemic.

19 JUNE 2023

BDB employees came out in full force to participate in a parade to commemorate the coronation anniversary of KDYMM Sultan of Kedah.

22 JUNE 2023

Launch of Sustainability ESG Campaign to reaffirm our commitment to ESG responsibilities. Alongside this, we conducted a Health Check programme and organised an Emotional Wellbeing Programme to address both the physical and mental health needs of our employees. These initiatives aim to promote sustainable business practices throughout the Group.

25 JUNE 2023

Chairman of Langkawi Development Authority (LADA) Investment Advisory Panel, Tan Sri Abdul Wahid Omar and other officials paid a visit to The LAB at Padang Mat Sirat in Langkawi, Kedah.

25 JUNE 2023

The BDB Jom Kitar Semula Campaign was launched on 25 June 2023 to raise awareness about the importance of waste management among employees. Partnering with E-Idaman, the campaign kicked-off with a detailed briefing session outlining the various waste segregation methods essential for effective recycling.

The campaign emphasises the significance of the 3R principle (recycle, reuse, reduce), guiding employees towards more sustainable waste handling practices. The campaign's inaugural recycling programme was successfully launched on 6 July 2023.

26 JUNE 2023

Darulaman Park in Jitra was transformed into a magical land with the mesmerising Luna Lights Wonderland 2023. Drawing large crowds, the Malaysia Book of Records recognised theis unique public entertainment as the largest park lighting event in Malaysia.

5 JULY 2023

Officials from LADA were apprised of BDB's latest developments at The LAB by YM Raja Shahreen, Executive Director, during their visit.

26 JULY 2023

BDB was a significant contributor to the Lembaga Zakat Negeri Kedah - LZNK (Kedah Zakat Board), aligning with its commitment to social responsibility. In a collective effort, entities either owned or predominantly controlled by the Kedah State Development Corporation (PKNK) made a substantial contribution, amassing a total of RM2,077,473 towards the annual alms tax or zakat, underscoring their collective dedication to supporting community welfare and development initiatives in Kedah.

3 AUGUST 2023

BDB paid a courtesy call to the Northern Corridor Implementation Authority (NCIA), during which YM Raja Shahreen, Executive Director and Hasri A Hasan, NCIA COO, agreed on a greater collaboration to stimulate the economic landscape of Kedah.

30 AUGUST 2023

BDB employees proudly displayed the Jalur Gemilang, Malaysia's national flag, at the headquarters building and official vehicles in conjuction with the Merdeka celebrations.

11 SEPTEMBER 2023

During a guided tour led by BDB's Senior Management Team, including YM Raja Shahreen, Executive Director, NCIA officials visited the Darulaman Sanctuary. The visit showcased the sanctuary's conservation efforts, including habitat restoration and biodiversity initiatives, and highlighted BDB's commitment to environmental stewardship. This experience aimed to illustrate effective conservation management and the role of partnerships in sustaining the sanctuary's ecological health.

26 SEPTEMBER 2023

As a signal of our intent to diversify into renewable energy, BDB Energy Sdn. Bhd. signed a Memorandum of Understanding (MoU) with Pumar Solar Power Sdn. Bhd. The MoU aims to expand the utilisation of solar power within Kedah and beyond.

28 SEPTEMBER 2023

Tuan Sr. Haji Che Had, BDB Chairman visited YB Datuk Mohd Salleh Saidin, Kedah State Tourism, Culture & Entrepreneurship Committee Chairman to brief on the Group's Leisure segment development.

28 SEPTEMBER 2023

A delegation from BDB visited the Forest Research Institute Malaysia (FRIM) in Kuala Lumpur to deepen their understanding of forest management, emphasising the preservation, sustainability and importance of biodiversity in forest ecosystems.

4 OCTOBER 2023

Strengthening ties with the media fraternity at Sinar Harian's office.

4 OCTOBER 2023

BDB's Senior Management Team dropped by for a familiarisation visit to the publishing team at Utusan Malaysia, Kosmo! and the Malaysian Reserve.

12 OCTOBER 2023

Tuan Sr. Haji Che Had, BDB Chairman met with State Housing, Local Government and Health Committee Chairman YB Major (R) Mansor Zakaria to discuss the Group's progress and development within its Property segment.

13 OCTOBER 2023

YB Dzowahir Ab. Ghani, Kedah State Executive Councillor for Agriculture, Farming and Transport met with BDB's Chairman and Senior Management Team for updates on the Group's activities.

14 OCTOBER 2023

YB Dr. Haim Hilman Abdullah, Kedah State Committee Chairman for Industry & Investment, Higher Education, and Science, Technology and Innovation, engaged in discussions with representatives from BDB. The aim was to foster increased investment and development for the benefit of the people.

18 OCTOBER 2023

BDB Chairman and Senior Management actively engaged in discussions with YB Haji Mohamad Yusoff@Munir Haji Zakaria, Kedah State Committee Chairman for Works, Natural Resources, Water Supply, Water Resources and the Environment. The primary objective was to address critical concerns pertaining to improving infrastructure, natural resource management, water supply and environmental conservation.

22 OCTOBER 2023

BDB convened a meeting with President Yu Qiang of Shanghai Youzhu Industry Co. Ltd. to discuss a potential collaboration to provide industrial waste management solutions to industries in the Northern Region.

24 OCTOBER 2023

Officers from Bank Muamalat Malaysia Berhad visited BDB's Chairman and Senior Management at Menara BDB.

2 NOVEMBER 2023

Tuan Sr. Haji Che Had, Chairman of BDB, accompanied by YM Raja Shahreen, Executive Director and Senior Management of BDB, paid a courtesy visit to Datuk M Noor Azman Taib, the Chief Secretary of the Ministry of Local Government Development.

28 NOVEMBER 2023

A delegation from the Kubang Pasu District Office, led by District Officer Tuan Muhammad Mahazi Haji Ibrahim, met with the Chairman and Executive Director of BDB at Menara BDB.

28 NOVEMBER 2023

BDB employees and Kelab Media Elit Kedah (KMEK) members pitted their skills against each other in a friendly bowing match at Aman Bowl in Aman Central, Alor Setar, Kedah.

30 NOVEMBER 2023

The Bukit Perak Quarry, operated by BDB Infra, was conferred the National Sustainable Development Indicator (SDI) 5-Star Rating by Jabatan Mineral Dan Geosains Malaysia (JMG). BDB Infra scored highest across audited criteria, indicating the operations team's dedication to good ESG and Sustainability practices.

6 DECEMBER 2023

A Blood Donation Campaign was organised collaboratively by Hospital Sultanah Bahiyah's Department of Transfusion Medicine and BDB at Menara BDB. The event saw contributions from BDB employees and community members who donated blood.

Aimed at highlighting the critical need for blood donations and addressing shortages in both government and private hospital blood banks, the initiative specifically sought to replenish the blood supply for patients at HSB. The hospital has shown keen interest in sustaining its partnership with BDB for future campaigns.

14 DECEMBER 2023

Hosted by BDB Leisure Sdn. Bhd. (BDB Leisure), the BDB Jitra Half Marathon 2023 (BDB JHM 2023) was a resounding success, attracting 1,600 participants who competed across nine categories.

The event featured a competitive total cash prize pool of RM13,000, complemented by an array of enticing lucky draw prizes, adding excitement and motivation for all attendees.

14 DECEMBER 2023

A Malaysian Communications and Multimedia Commission (MCMC) delegation led by Kedah State MCMC Director Encik Mazlan Othman toured Darulaman Sanctuary. This visit was a critical step in the preliminary planning stages for the Digital Economic Centre Empowerment Programme (Pusat Ekonomi Digital Keluarga Malaysia, PEDi).

To facilitate this visit and offer in-depth insights, YM Raja Shahreen, Executive Director, and other senior management members from BDB joined the delegation. This was to aid MCMC in recognising the sanctuary's potential role in the PEDi initiative, demonstrating the impactful synergy between corporate entities and government agencies in advancing digital and economic empowerment programmes.

17 DECEMBER 2023

BDB Embraces Greener Darulaman Sanctuary - A Commitment to Environmental Sustainability.

The initiative involved a symbolic tree-planting ceremony, during which 60 saplings of indigenous species were planted at Darulaman Sanctuary. The launch of the Greener Darulaman Sanctuary marks a new chapter in our journey towards environmental sustainability. We remain committed to nurturing this sanctuary and embracing eco-conscious practices for generations to come.

18 DECEMBER 2023

The delegation from Mineral Resource Management, Green Technology & Renewable Energy SG4 visited Darulaman Sanctuary in Langkawi.

SUSTAINABILITY REPORT

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254 GRI CONTENTS INDEX 2023

GRI INDICATORS:
2-3, 2-22

OVERVIEW

BDB's Sustainability Report (the Report) 2023 has been prepared following the guidelines set forth by Bursa Malaysia's Sustainability Reporting Guide (3rd edition), incorporating criteria from the FTSE4Good Bursa Malaysia (F4GBM) Index. Reporting was also prepared with reference to the Global Reporting Initiative (GRI) Sustainability Standards and the Integrated Reporting Framework. The alignment with pertinent United Nations Sustainability Development Goals (UNSDGs) is highlighted, focusing on significant Economic, Environmental, Social and Governance (EESG) impact areas and corresponding performance indicators across each dimension.

The presentation is comprehensive and transparent, facilitating a deeper comprehension of the strategy and EESG performance. The Annual Report for 2023 encompasses information relating to the same set of GRI indicators as outlined in the Sustainability Report.

REPORTING PERIOD AND SCOPE

The Report covers the period from 1 January to December 2023 as part of the Group's annual review and updates on corporate sustainability. All business operations in Malaysia are included in the Report, while data and information from associate companies and joint ventures outside of management control are excluded.

ASSURANCE

In accordance with the disclosure requirements of Bursa Malaysia, selected aspects of our Sustainability Report has undergone a limited assurance review by our Internal Audit and have been approved by our Audit Committee. *Please refer to the Statement of Assurance on page 143 of this Sustainability Report.*

FEEDBACK

Your comments and feedback are valued. Please direct all enquiries and comments to:

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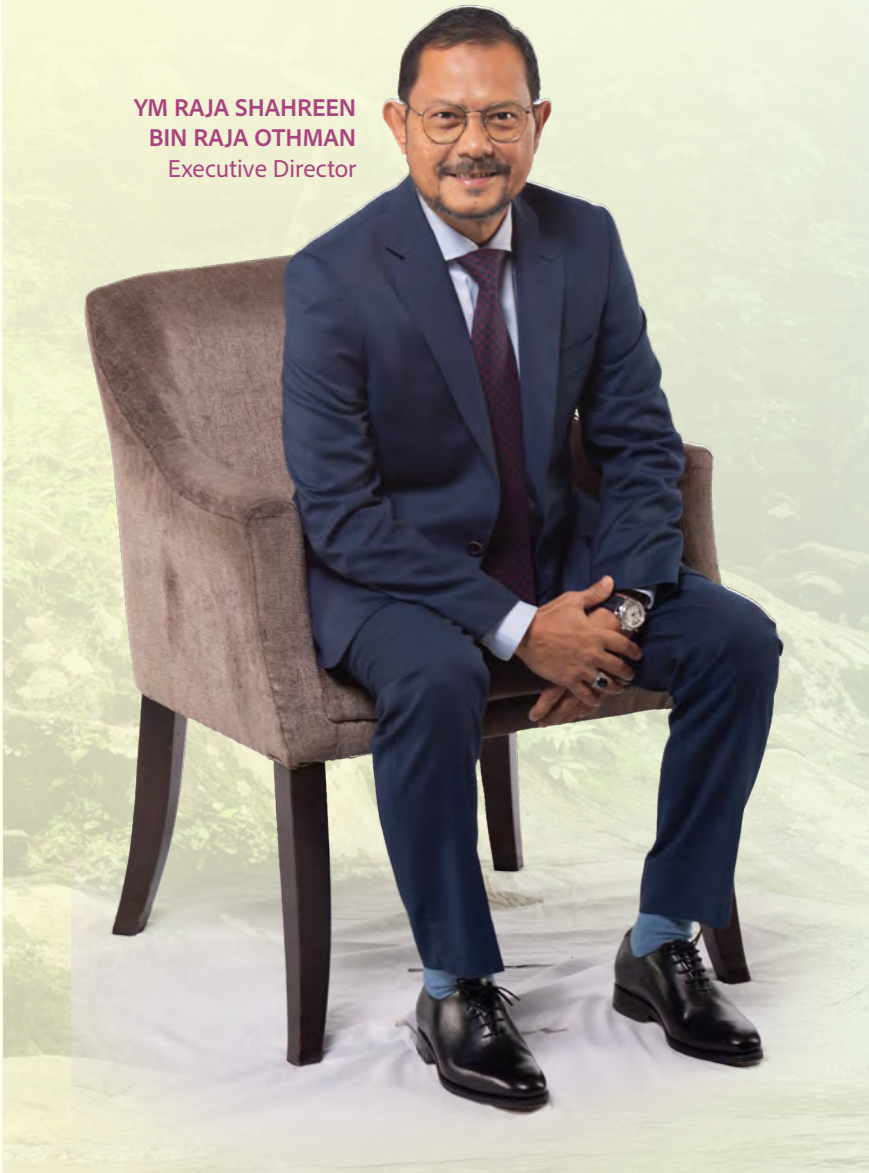
+604-730 0303

sustainability@bdb.com.my

TRANSITIONING TOWARD SUSTAINABLE BUSINESS PRACTICES

In 2017, BDB embarked on its sustainability journey, focusing on compliance before gradually evolving into a more robust approach. Over time, we strategically shifted from mere reporting to addressing stakeholder concerns and integrating sustainability into our business strategies across our four core business areas of Engineering, Construction & Quarry (ECQ), Property, Leisure and Investment Holding.



YM RAJA SHAHREEN BIN RAJA OTHMAN
Executive Director

In FY2023, BDB took another step forward to embed sustainability practices and initiatives with the launch of its Sustainability ESG Campign in June 2023.

Background: Breathtaking view of Darulaman Sanctuary, an ideal escapade for nature lover.

On June 22, 2023, we launched the BDB ESG Sustainability Campaign, signalling key milestones in our sustainability journey. This initiative highlights our progress and emphasises our dedication to embedding ESG principles into every facet of our operations and decision-making processes.

BDB is exploring sustainability as a business focus, particularly within the rapidly evolving green economy. This includes ventures into solar energy and hydrogen fuel, aligning with the global shift towards cleaner energy sources.

To support these initiatives, we have established a subsidiary, BDB Energy Sdn. Bhd., alongside signing Memorandums of Understanding (MoUs) with local and international partners. Besides renewable energy, these partnerships cover eco-tourism, industrial waste management and aquaculture.

Through these endeavours, BDB aims not only to enhance its sustainability, but also to contribute to the broader sustainability of businesses, industries, communities and the nation. In addition, we remain dedicated to improving our sustainability performance across key areas, including business and economic sustainability, environmental protection, employee empowerment and stakeholder engagement.

The Darulaman Sanctuary, a sprawling 226-acre green expanse owned by our Group, is a verdant haven nestled in Lubuk Semilang, Langkawi, Kedah. This hidden jewel of an untouched rainforest is a treasure trove of biodiversity, hosting a rich tapestry of flora and fauna. Darulaman Sanctuary is indispensable for biodiversity conservation, serving as a crucial site for protecting wildlife, tree species, current carbon stocks and future carbon accumulation.

Home to 73 bird species, including the majestic Great Hornbill, the pristine rainforest boasts more than 160 medicinal plants and 80 timber species. Through our unwavering commitment to preserve and safeguard the Darulaman Sanctuary, we not only prioritise environmental conservation, but also foster the prosperity and wellbeing of the local community.

InsyaAllah, as we venture into this promising yet dynamic landscape, BDB is pioneering meaningful sustainability initiatives within Kedah and Malaysia, aiming to inspire others through our journey. With determination and confidence, we are poised to carve a path to set new standards for success in sustainability.

YM RAJA SHAHREEN BIN RAJA OTHMAN
Executive Director

WHO WE ARE

For nearly three decades, Bina Darulaman Berhad (BDB) has spurred key developments and infrastructure projects, primarily focused on creating sustainable townships and affordable housing, and maintaining state-owned roads.

Over the years, BDB has undergone a strategic transformation to enhance its resilience and reinforce good governance and institutional integrity to remain relevant in the corporate world. BDB plays a crucial role in our nation's development, particularly in positively impacting socioeconomic development in Kedah and the Northern Region of Peninsular Malaysia.

01 ENGINEERING, CONSTRUCTION & QUARRY (ECQ)

BDB Infra and BDB Synergy are pioneering entities in advancing innovative and sustainable ECQ methodologies in Kedah and beyond.

The ECQ subsidiaries manage diverse projects across the state, contributing to infrastructure development, maintainance and employment opportunities.

02 LEISURE

BDB's strategic investments in Kedah State's tourism sector leverages smart partnerships in the development of sustainable tourism.

03 PROPERTY

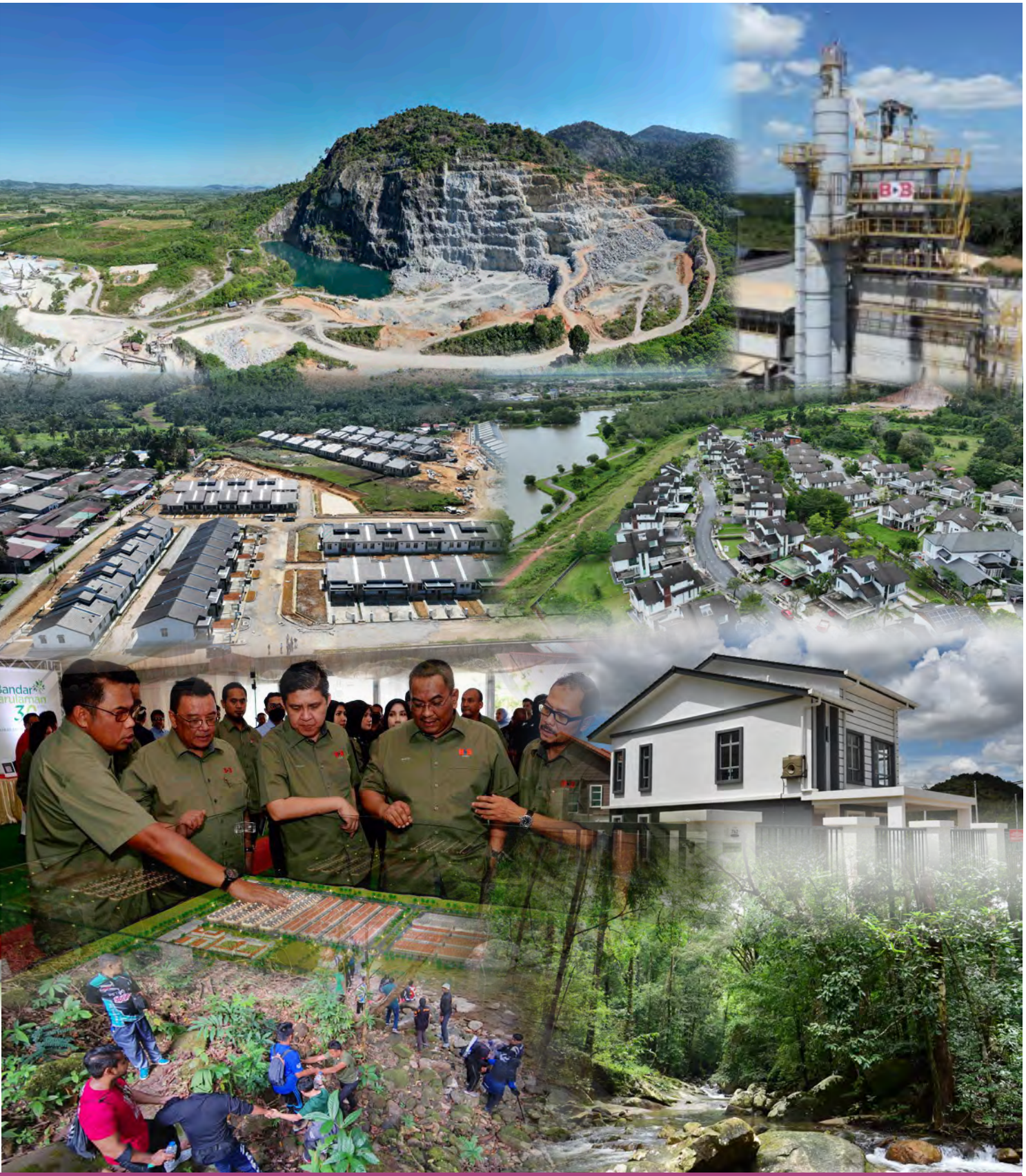
Catalysing sustainable growth in Kedah's socioeconomic landscape BDB Land focuses on sustainable and affordable housing initiatives, and wealth creation.

04 INVESTMENT HOLDING

Diversifying revenue streams to mitigate risks, BDB Energy is set to expand into emerging renewable energy and green economic sectors, prioritising sustainability and digitalisation initiatives.

Profile of BDB Group and its subsidiary companies are featured in About Us on pages 4 to 15 and the Corporate Structure on page 16 of the Annual Report 2023.

Scan the QR code to access ***www.bdb.com.my***



For further information on the Group's Strategic Plans, please refer to the Management Discussion and Analysis on pages 50 to 73 of the Annual Report 2023.

CHARTING A SUSTAINABLE COURSE

OUR SUSTAINABILITY APPROACH & STRATEGY

As our understanding of the importance and relevance of sustainability to business deepens, our Group's sustainability strategy progresses, aligning more closely with our commitment to integrating EESG principles into every aspect of our operations. We are dedicated to continuously monitor and assess our operations' impact on diverse stakeholders, including shareholders, investors, partners, associates, customers, employees, vendors, communities and authorities.

OUR VISION — B▶B SUSTAINABILITY FRAMEWORK — OUR MISSION

SPIRIT OF ACHIEVEMENT

- To lead in the transformation and innovation of cutting-edge Engineering, Construction & Quarry (ECQ) methodologies that prioritise sustainability.
- Within the Property segment, we aspire to create vibrant, sustainable communities within our townships.
- In developing and managing eco-conscious Leisure environments, we exemplify environmental stewardship.
- Through strategic investments, we aim to drive societal change, spearheading our nation's journey towards a net-zero carbon economy by embracing innovative green technologies and sustainable principles.

- To drive innovation in Engineering, Construction & Quarry (ECQ) technology, prioritising sustainability in all our infrastructure projects and products.
- We are committed to developing affordable and eco-friendly property solutions that ensure accessibility to sustainable living.
- Through our Leisure segment, we aim to curate unforgettable eco-conscious experiences for tourists and visitors, focusing on environmental stewardship and community engagement.
- Committed to our nation's objective of achieving net-zero carbon emissions by 2050, we actively pursue opportunities in green technology to contribute to a sustainable future. Simultaneously, we are dedicated to advancing people and uplifting communities.

SUSTAINABILITY PRINCIPLES

ECONOMIC
- Sustainable & Affordable Property Development
- Sustainable ECQ Technology
- Family-Oriented Eco-Friendly Leisure Development
- Capacity & Competency Building

ENVIRONMENT
- Responsible Sourcing
- Natural Resource Management & Renewable Energy

SOCIAL
- Green Certification for ECQ, Property & Leisure Segments
- Health, Safety, Security & Environment (HSSE)
- Employee Training Programmes
- Community Empowerment

GOVERNANCE
- Regulatory Compliance
- Comprehensive Risk & Sustainable Management in Corporate Strategy
- Certifications (ISO, Green Certification)

4 STRATEGIC FOCUS AREAS

1 SUPPORTING GOVERNMENT ASPIRATIONS FOR SUSTAINABLE GROWTH
- Sustainable Model in Engineering & Property Development Design
- Training (Employee Upskilling & Reskilling) for economic upscaling, feasibility & viability in green economy
- Green Financing

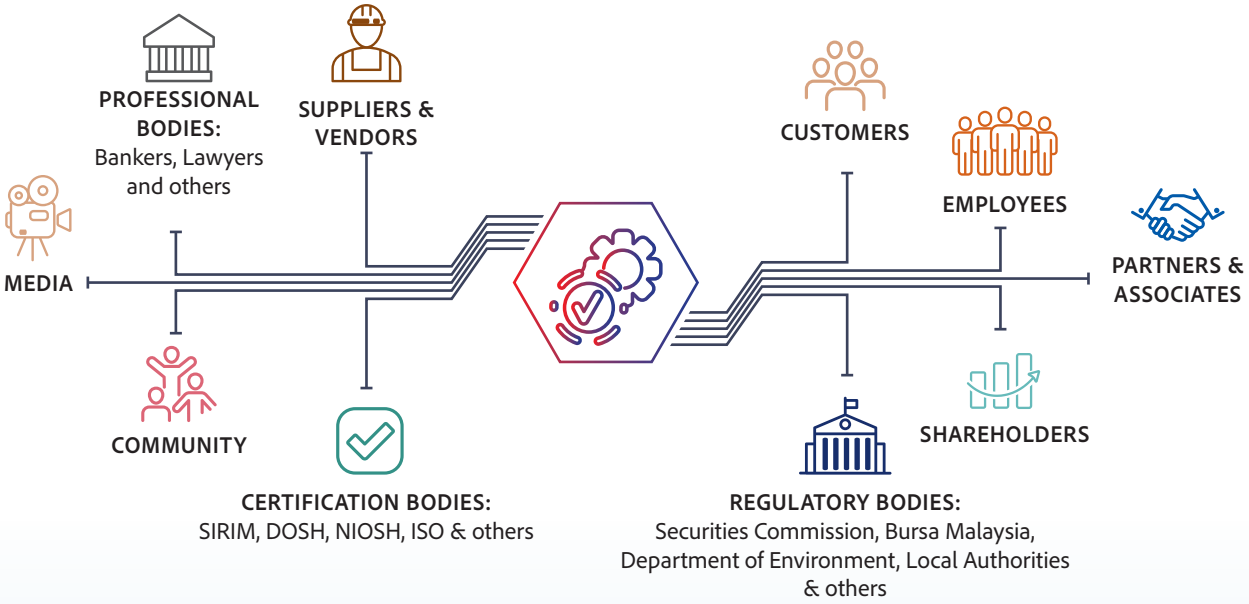
2 PRESERVING THE ENVIRONMENT
- Procurement Policies
- Energy Management Roadmap (Business & Products)

3 ENABLING AND EMPOWERING EMPLOYEES & COMMUNITIES
- Employee Safety, Health & Wellbeing
- Community Development

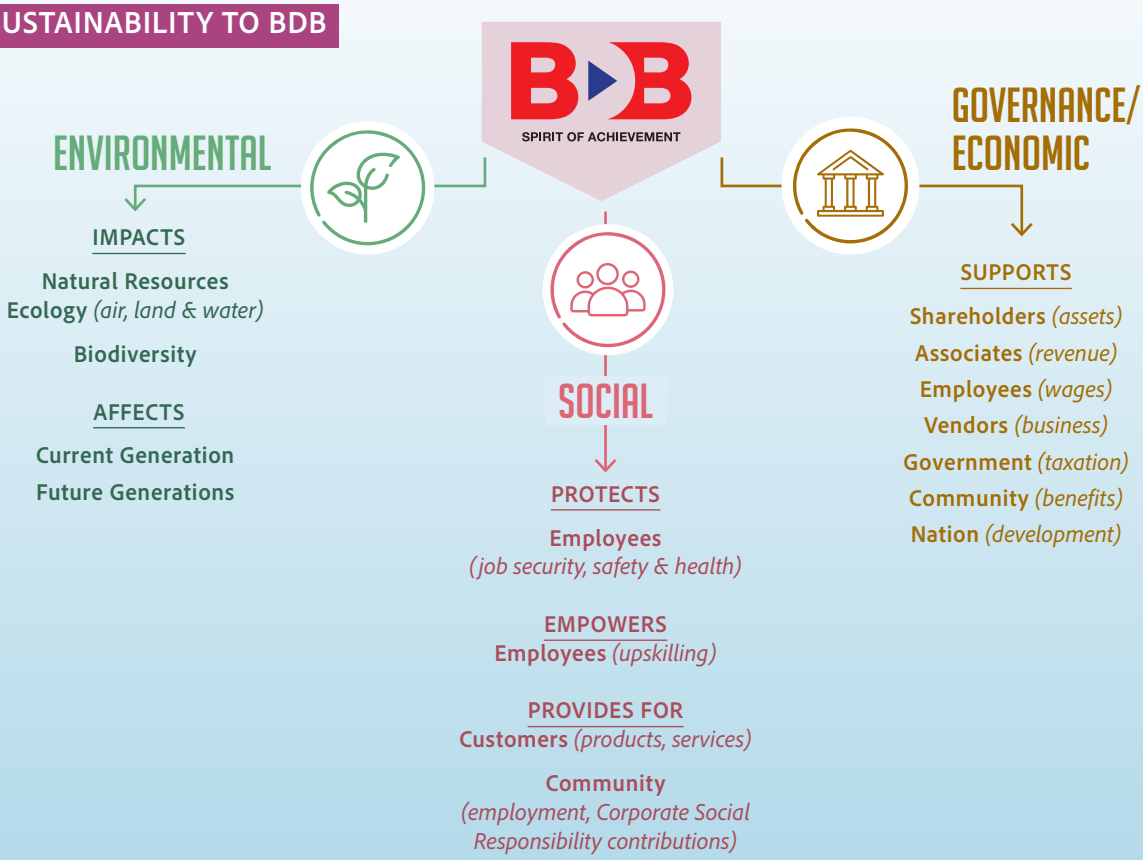
4 ENGAGING EFFECTIVELY WITH STAKEHOLDERS
- MCCG Requirements
- Bursa Malaysia Requirements
- Pursue and maintain industry-recognised certifications (Branding and Reputation)
- Smart Partnerships
- Sustainable Financing (for customers)
- Sustainable Supply Chain

IMPACT OF SUSTAINABILITY ON STAKEHOLDERS

Embedding sustainability into business operations and corporate activities is to effectively manage the impact of operations on all stakeholders and the environment. Our overarching objective is to maintain a harmonious equilibrium between BDB's objectives and the needs and concerns of our stakeholders. This is achieved by concerted efforts to optimise positive outcomes and mitigate adverse effects via purposeful plans and initiatives.



RELEVANCE OF SUSTAINABILITY TO BDB



OUR SUSTAINABILITY JOURNEY 2022 – 2024

BDB's Sustainability Strategy was unveiled in FY2022 as a blueprint for developing and implementing structured mechanisms to track and enhance performance across the ESG domains. The six main steps outlined in this strategy depict the incremental development and approaches taken, highlighting our focus on transparency and accountability in all sustainability initiatives.

2017-2021

COMPLIANCE-BASED REPORTING

- Published inaugural Sustainability Statement within the Annual Report 2017.
- The Board oversaw strategies in relation to sustainability matters.
- Senior Management identified and focused on key sustainability areas by assessing most material matters.

2022-2023

ENHANCEMENT AND ROLL-OUT

- Formation of Board Sustainability Committee.
- Extending functions of the Board's Sustainability Committee.
- Establishing short-, medium- and long-term sustainability objectives, targets and goals.
- Integrating plans and initiatives into business strategies, establishing KPIs and aligning the reporting framework with the UNSDGs, GRI Standards and F4GBM criteria.

2024

CONTINUITY OF JOURNEY

- Business ventures in renewable energy and other areas of the green economy

1 GOVERNANCE STRUCTURE

PURPOSE

- Establish structure to drive sustainability implementation and reporting.

STATUS

- Expansion of structure endorsed by the Board in FY2023.
- Board Sustainability Committee & Board Investment Committee were established in FY2023.

2 SUSTAINABILITY POLICY

PURPOSE

- Outline policy to determine overall direction.

STATUS

- Policy endorsed by the Board in FY2023.

3 MATERIALITY MATTERS

PURPOSE

- Identify and select concerns important to stakeholders and relevant to BDB.

STATUS

- New Materiality Survey to be conducted in FY2024.

4 FOCUS AREAS

PURPOSE

- Most Material Matters consolidated into 4 Focus Areas.

STATUS

- 4 Focus Areas to be maintained for FY2023 and FY2024.

5 KPIS & ACTION PLANS

PURPOSE

- Set KPIs for material matters.
- Formulate plans to meet KPIs.
- Assign responsibilities to compile results and track progress.

STATUS

- To be introduced after new Materiality Survey is conducted in FY2024.

6 UNSDGS, GRI & F4GBM

PURPOSE

- Align EESG areas to the UNSDGs.
- Track and report on EESG performance based on the GRI Sustainability Standards and F4GBM criteria.

STATUS

- Updated GRI disclosures.
- Included F4GBM disclosures.

SUSTAINABILITY GOVERNANCE STRUCTURE

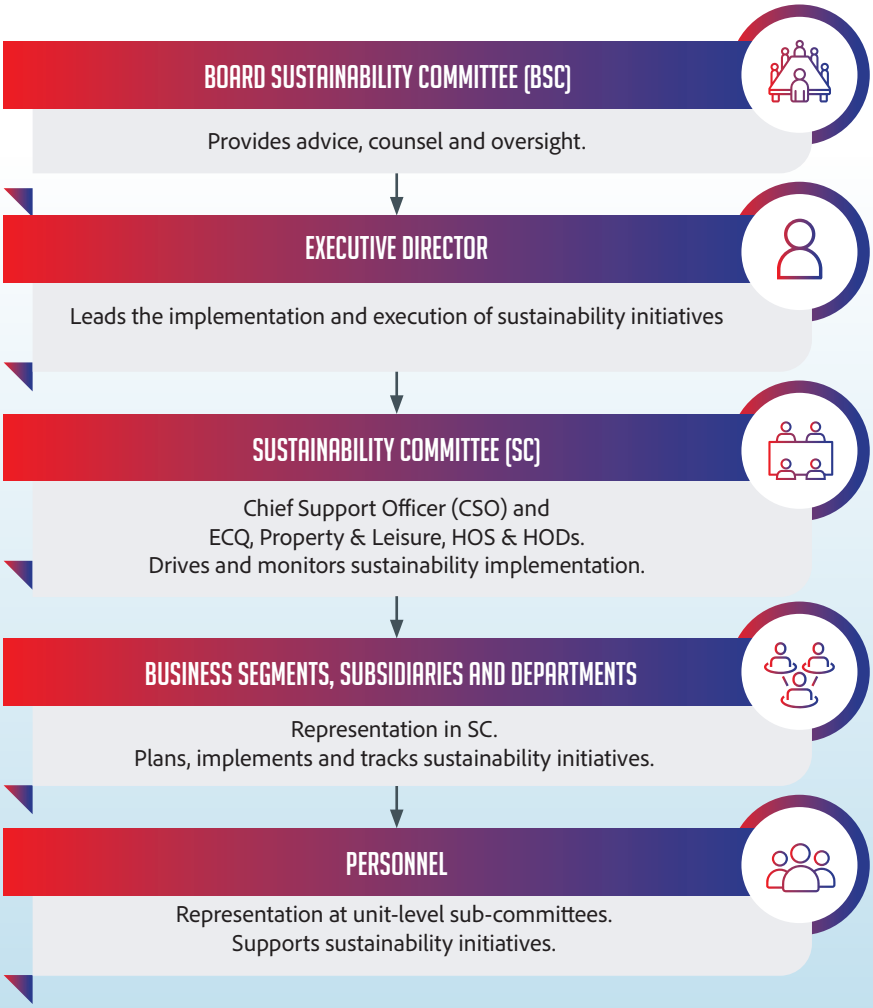
Endorsed by the Board in FY2023, BDB's enhanced governance framework establishes an inclusive and comprehensive chain of command to oversee the integration and reporting of sustainability initiatives across the Group.

This framework delineates clear roles and responsibilities for each level of our organisation, facilitating seamless coordination between the Board, Senior Management, subsidiaries and departments while streamlining reporting processes.

At the apex of the structure, the Board Sustainability Committee (BSC) assumes oversight of sustainability initiatives and activities. One tier below, the Executive Director leads the implementation and execution of sustainability initiatives, with a direct reporting line to the Board.

At the core of our governance structure lies the Sustainability Committee (SC), led by the Chief Support Officer (CSO), Heads of Business (HOB) of the ECQ, Property and Leisure segments, Heads of Subsidiaries (HOS) and Heads of Departments (HOD).

Collectively, diverse input from various people within the organisation is gathered to deliberate on suitable initiatives, which are then proposed at sustainability committee meetings. Action plans, KPIs and targets are subsequently formulated and presented to the Executive Director for review. If necessary, these plans are refined before being brought to the Board Sustainability Committee for additional deliberation and ultimate approval. This governance structure ensures that sustainability efforts are thoroughly considered, implemented and aligned with the organisation's overarching goals and values at BDB.



BOARD SUSTAINABILITY COMMITTEE

Puan Nawal Binti Hanafiah, Chairman (centre) and members of the BSC, Tuan Mohamad Ibrahim Bin Ghazali (right) and YB Ts. Dr. Mohd Suffian Bin Yusoff (left).

SUSTAINABILITY POLICY

During the year under review, BDB formulated the Sustainability Policy, which was subsequently endorsed by the Board. This policy aligns with our Sustainability Objectives, outlining the Group's evolution into a sustainable business with responsible practices prioritising environmental stewardship, social responsibility and solid governance.

SUSTAINABILITY OBJECTIVES

1. To generate profits while minimising negative impacts on the environment and society.
2. To prioritise sustainable practices that consider environmental and social impacts to ensure the long-term sustainability of our core businesses.
3. To ensure that our subsidiaries lead in their respective industries by prioritising the adoption of best practices towards environmental and social sustainability.
4. To diversify our income and revenue sources through sustainable practices that can positively impact our economic and ESG spheres.
5. To cultivate a conducive and sustainable work environment that fosters employee growth and development.
6. To embed sustainability in our efforts to contribute meaningfully to the social and environmental needs of the communities where we operate.

SUSTAINABILITY POLICY

1 ENVIRONMENTAL RESPONSIBILITY

- **REDUCE GREENHOUSE GAS EMISSIONS:** We are committed to continuously reduce our carbon footprint by implementing measures to reduce greenhouse gas (GHG) emissions across our operations and supply chain.
- **WASTE MANAGEMENT SYSTEM:** We promote effective waste management practices including waste reduction, recycling and responsible disposal to minimise environmental Impact.
- **CONSERVATION OF NATURAL RESOURCES:** We strive to conserve natural resources by promoting responsible use of resources, implementing sustainable practices and adopting efficient technologies.

2 SOCIAL RESPONSIBILITY

- **DIVERSITY AND INCLUSION:** We promote diversity and inclusion within our workforce, ensuring equal opportunities and fostering a respectful and inclusive work environment.
- **EMPLOYEE RIGHTS:** We respect and uphold the rights of our employees, including fair remuneration, safe working conditions and opportunities for professional growth and development.
- **COMMUNITY ENGAGEMENT:** We actively engage with local communities to understand their needs and concerns, support community development initiatives and contribute to the wellbeing of the communities in which we operate.
- **STAKEHOLDER ENGAGEMENT:** We actively engage with our stakeholders to understand their expectations, issues and concerns. We foster open dialogue and collaboration to Incorporate stakeholder perspectives into our sustainability strategies and decision-making process.

3 GOOD CORPORATE GOVERNANCE

- **STRONG CORPORATE GOVERNANCE PRACTICES:** We implement corporate governance practices that promote transparency, accountability and ethical behaviour throughout our organisation.
- **ETHICAL BUSINESS PRACTICES:** We embrace ethical business practices and ensure that relevant ESG issues are addressed in an ethical and profitable manner. Transparency, Integrity and accountability are fundamental values in our operations.
- **PERFORMANCE MONITORING AND REPORTING:** We monitor and evaluate our sustainability performance regularly, setting clear targets and reporting progress to stakeholders.
- **INTEGRATION INTO DECISION MAKING:** We embed sustainability considerations into our business decision-making process, ensuring sustainability is an integral part of our strategic planning and operations.
- **CONTINUOUS IMPROVEMENT:** We are committed to continuously improve our sustainability performance. Through regular assessments, performance monitoring and stakeholder engagements, we strive to identify areas for improvement, set challenging targets and implement initiatives to drive positive change.

MATERIALITY MATTERS

FY2023

THEME / MATERIALITY MATTER	UNSDGs	GRI STANDARDS DISCLOSURES
ECONOMIC / GOVERNANCE		
FOCUS AREA 1 **SUPPORTING GOVERNMENT ASPIRATIONS FOR SUSTAINABLE GROWTH** ■ Supporting Government Policy ■ Accountability & Transparency		201 Economic Performance 202 Market Presence 203 Indirect Economic Impacts 204 Procurement Practices 205 Anti-Corruption 206 Anti-Competitive Behaviour 207 Tax
ENVIRONMENTAL		
FOCUS AREA 2 **PRESERVING THE ENVIRONMENT** ■ Compliance ■ Conservation ■ Waste Management ■ Pollution Control		301 Materials 302 Energy 303 Water and Effluents 304 Biodiversity 305 Emissions 306 Waste 308 Supplier Environmental Assessment
SOCIAL		
FOCUS AREA 3 **ENABLING AND EMPOWERING EMPLOYEES** ■ Health, Safety, Security & Environment (HSSE) ■ Employee Training & Development ■ Employee Engagement		401 Employment 402 Labour/Management Relations 403 Occupational Safety & Health (OSH) 404 Training and Education 405 Diversity and Equal Opportunity 406 Non-Discrimination 407 Freedom of Association and Collective Bargaining 408 Child Labour 409 Forced or Compulsory Labour 410 Security Practices 411 Rights of Indigenous Peoples 413 Local Communities 414 Supplier Social Assessment 415 Public Policy 416 Customer Health and Safety 417 Marketing and Labelling 418 Customer Privacy
FOCUS AREA 4 **ENGAGING EFFECTIVELY WITH STAKEHOLDERS** ■ Public & Community Engagement		

F4GBM INDICATORS

1	Procurement Practices	**CLIMATE-RELATED FINANCIAL RISKS AND OPPORTUNITIES:** Encompassing both the potential positive and negative impacts of climate change on BDB's financial standing and operations.
2	Community Investment	
3	Indirect Economic Impact	
4	Climate-related Financial Risks & Opportunities	
5	Responsible/Sustainable Lending	
6	Emissions	**COMPLIANCE:** Pertaining to the extent to which an organisation's activities comply with pertinent environmental laws and regulations. It assesses the organisation's level of adherence to laws governing its operations and its efforts to evaluate the expected environmental consequences of its activities.
7	Waste & Effluent	
8	Water	
9	Energy	
10	Biodiversity	
11	Supply Chain (Environmental)	
12	Product & Services Responsibility (Environmental)	
13	Materials	
14	Compliance (Environmental)	
15	Land Remediation, Contamination or Degradation	**LAND REMEDIATION, CONTAMINATION OR DEGRADATION:** Land contamination can have adverse effects on land usability, rendering it unproductive. Such contamination may arise from current or past activities of the organisation or its previous occupants and can be of natural origin, occurring in various states (solid, liquid or gas), affecting soil quality and its surrounding ecological and environmental receptors. Land remediation, conversely, involves efforts to remove or reduce pollutants or contaminants from the soil. This area of concern entails disclosure on soil quality management and initiatives to remediate contaminated land.
16	Diversity	**PRODUCT AND SERVICES RESPONSIBILITY:** Focusing on the societal impact of BDB's products and services, including privacy, health and safety considerations.
17	Human Rights	
18	OSH	
19	Anti-Competitive Behaviour	
20	Anti-Corruption	
21	Labour Practices	
22	Society	
23	Product & Services Responsibility (Social)	
24	Supply Chain (Social)	
25	Compliance (Social)	**COMPLIANCE:** Evaluating how our activities comply with relevant social laws and regulations. It gauges our adherence to laws and guidelines governing its operations and its efforts to assess the expected societal impact of its activities.

MATERIALITY MATTERS (CONTINUED)

Materiality Matters reflect the concerns and priorities of all our stakeholder groups, whose interests in the Environmental, Social and Governance (ESG) domains may not always echo those of BDB or our employees. Identifying and prioritising the most significant material matters are crucial for directing resources and efforts towards enhancing performance in these areas of importance.

We carried forward the top 10 material matters from FY2022 to the reporting period. We intend to conduct a new Materiality Survey in FY2024, following which we will establish the respective KPIs and action plans for the identified most material matters. This exercise is essential to account for our expansion into the green economy and ensure that our sustainability efforts remain aligned with emerging industry trends and stakeholder expectations. The survey will incorporate the 25 materiality matters outlined in the Bursa Malaysia Sustainability Reporting Guide (3rd Edition), which are listed in the table on the previous page.

FOCUS AREAS

Since FY2022, we have consolidated our reporting on disclosures for our 10 most material matters and other relevant issues into four Focus Areas. Our aim is to streamline our efforts and concentrate on making a significant impact in these areas.

ALIGNMENT WITH UNSDGS

The Group's sustainability efforts address areas aligned with the UNSDGs, which were introduced in 2015 to address global challenges such as poverty, inequality, climate change, environmental damage, education and health, among others.

DISCLOSURES ACCORDING TO THE GRI AND F4GBM

We continued to expand the scale of our disclosures based on the GRI Standards, which is a framework and set of standards for the reporting of sustainability performance. While we have yet to reach a comprehensive level of disclosure, nevertheless, we are determined to gradually improve on our curation and collation of all required data and information under 34 applicable areas listed by the GRI. The Group has also prepared the Report based on the relevant F4GBM criteria. While there are numerous overlaps between the two standards, we have taken note of specific disclosure requirements under F4GBM that are not covered under GRI.

The BDB's ESG & Sustainability Workshop 2023 was a comprehensive and insightful event held over two days. The workshop brought together key internal stakeholders, including YM Raja Shahreen, Executive Director, the Senior Management Team and members of the Sustainability Committee. This gathering allowed for in-depth discussions, knowledge sharing, and strategic planning around ESG practices and sustainability initiatives within the organisation.

By convening a diverse group of attendees with a shared focus on sustainability, the workshop served as a platform for aligning priorities, setting goals and enabling collaboration across different organisational levels. The insights gained and strategies developed during this event are expected to guide BDB towards further integrating ESG considerations into its business strategies and driving positive impact in the broader community.

FOCUS AREA 1

SUPPORTING GOVERNMENT ASPIRATIONS FOR SUSTAINABLE GROWTH

MOST MATERIAL MATTERS

Supporting Government Policy

Accountability & Transparency

STANDARDS / INDICATORS

GRI 2-25, GRI 2-27, GRI 201-1, GRI 204-1, GRI 205-2, GRI 308-1, 308-2, F4GBM

As the primary state investment entity, partnering with Perbadanan Kemajuan Negeri Kedah (PKNK) as its principal stakeholder, BDB was established to lead sustainable economic and socioeconomic progress in alignment with the objectives of the Kedah State Government. Since its inception in 1996, for nearly three decades the Group has been actively supporting Kedah's growing small and medium enterprises (SMEs) while creating employment, especially for the youth and graduates in the Northern Region.

BDB, in its growth trajectory, has pursued a strategy centred on organic expansion, leveraging its expertise in its four core business segments of ECQ, Property, Leisure and Investment Holding. Through these strategic segments, BDB has positioned itself to capitalise on diverse opportunities, ranging from construction, large-scale infrastructure and road maintenance, sustainable and affordable townships and housing to eco-friendly leisure and tourism projects. Over time, this approach has facilitated its gradual but consistent development. In FY2023, BDB extended its reach into the clean and renewable energy technology sector. This move was marked by the exploration of solar and hydrogen technologies, aligning closely with the global momentum towards sustainable energy solutions.

This expansion into clean energy technologies reflects a broader global trend catalysed by the urgency of transitioning towards more environment-friendly energy sources. Following the country's National Energy Transition Roadmap (NETR), BDB's entry into this sector underscores this transformative shift while seizing emerging opportunities in the clean energy market.

Aligned with the Economic Prosperity Thrust delineated in the Kedah State Development Plan 2035 (KEDAH 2035), we resolve to chart the state's economic development, including attracting foreign direct investments (FDIs). Our business approach is anchored in the shared vision of the State and Federal Governments to foster sustainable economic growth, fortify infrastructure, propel technological innovation, advance socioeconomic indicators and cultivate human capital.

Opportunities for the population in Langkawi to buy cost-effective quality homes with the launch of the Aman Nusa housing project.

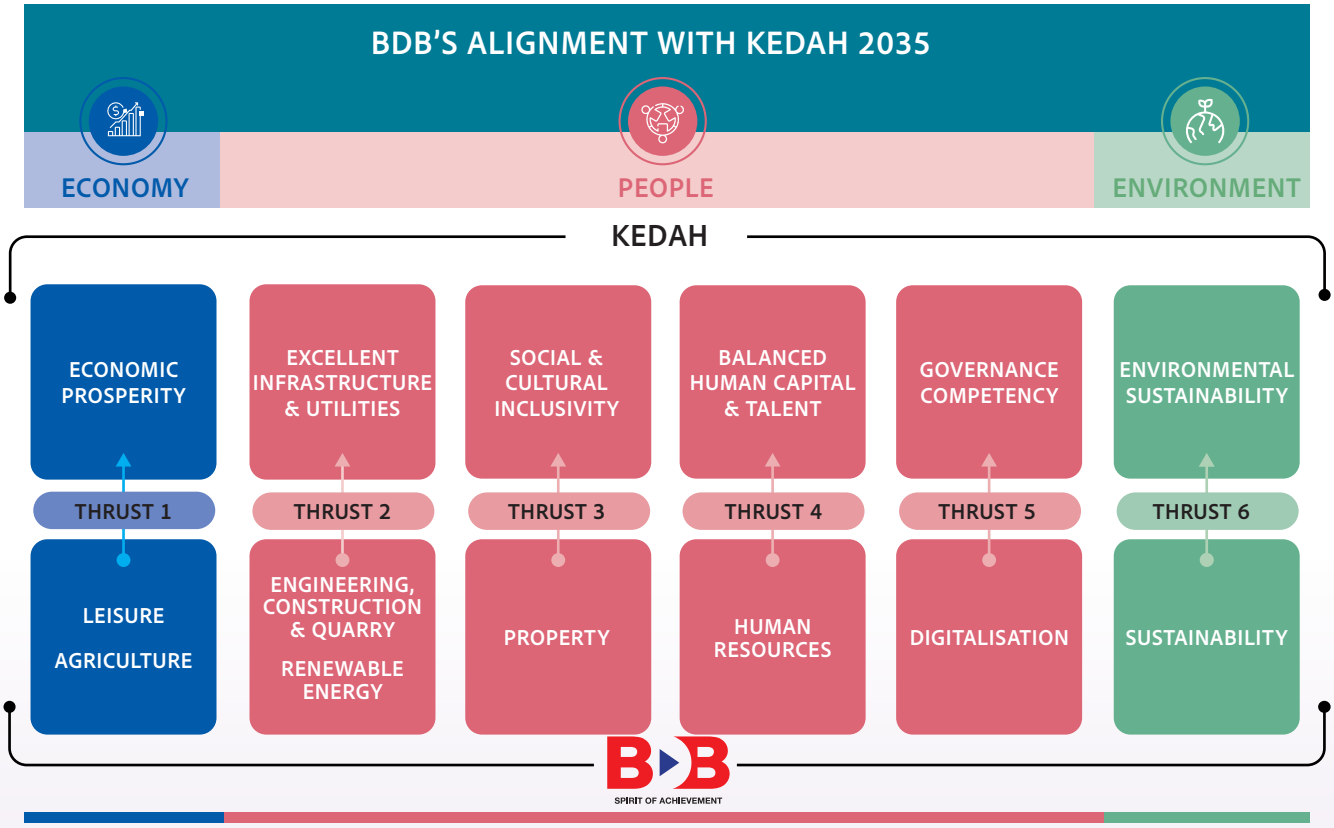
Upgrading the Pelubang WTP will mitigate the increase in water capacity due to the expanding population and industrial needs.

BDB has been instrumental in shaping Kedah's socioeconomic growth, meeting stakeholder demands and providing employment opportunities in line with the Group's expansion and diversification plans.

Recent refurbishment of the golf club to entice more sporting activities and recreation in the northern region.

FOCUS AREA 1

SUPPORTING GOVERNMENT ASPIRATIONS FOR SUSTAINABLE GROWTH



Our strategic focal points seamlessly intersect with the objectives of the State Government, which has outlined a comprehensive 15-year roadmap to propel Kedah into a high-income and well-rounded economic entity encapsulated in the Kedah 2035 Strategic Plan.

Accordingly, we have aligned our business imperatives with Kedah 2035's six strategic, encompassing the realms of Economy, People and Environment.

Beyond catalysing economic and employment opportunities, and uplifting community development via the Group's comprehensive Corporate Social Responsibility (CSR) programmes, BDB has emerged as a significant contributor to both Federal and State Government revenues through tax remittances and dividends stemming from a mandated share of our profits. Our commitment to social responsibility is evident in our substantial contributions to the Lembaga Zakat Negeri Kedah (LZKN) and various philanthropic endeavours to assist the underserved in our communities.

BDB's annual contribution to LZKN for the annual alms tax or zakat, emphasises its joint commitment to support the welfare and development of the underserved communities in Kedah.

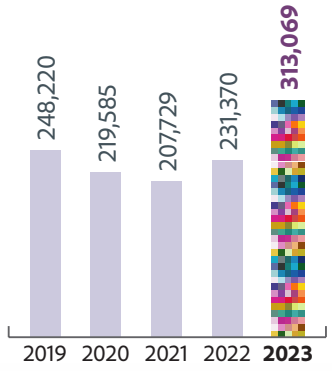
In FY2023, BDB maintained its largess following yet another financially-rewarding year. Group Revenue surged by an impressive 35.3%, accompanied by a remarkable 121.4% increase in Profit After Tax (PAT) and a notable 117.4% rise in dividend issuance. These creditable financial metrics were underpinned by the stellar performances of our core business segments, particularly ECQ and Property, alongside commendable returns from our Leisure segment.

To sustain the upswing of our growth momentum, the Group has embarked on a strategic diversification journey into the green economy, aligning with the Federal Government's progressive agenda to shift towards cleaner and renewable energy sources. In line with this vision, we have established the Renewable Energy segment and introduced a subsidiary entity, BDB Energy Sdn. Bhd. (BDB Energy), focused on developing solar power infrastructure.

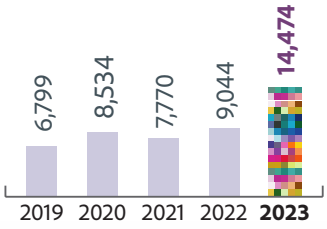
Simultaneously, we are actively pursuing opportunities in other sustainable business domains, including hydrogen fuel generation, industrial waste management, eco-tourism and aquaculture. Through strategic collaborations with industry experts, we are cultivating a resilient and environmentally-conscious business ecosystem to maximise our collective impact.

5-YEAR GROUP FINANCIAL SNAPSHOTS

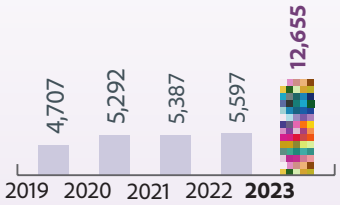
REVENUE (RM '000)



PROFIT BEFORE TAXATION (RM '000)



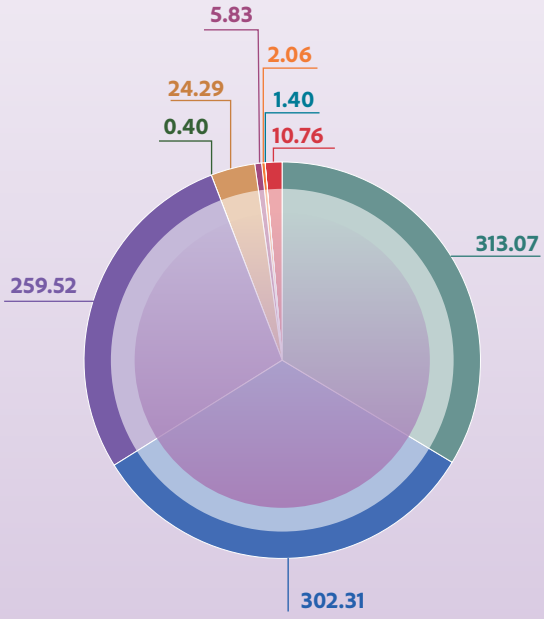
NET PROFIT ATTRIBUTABLE TO OWNER OF THE COMPANY (RM '000)



Further details on our financial performance, business plans and strategic diversification plans are presented in the Management Discussion & Analysis on pages 50 to 73 of this Annual Report 2023.

ECONOMIC VALUE DISTRIBUTION FY2019-FY2023 (RM MILLION)

	FY2023	FY2022	FY2021	FY2020	FY2019
• Economic value generated	**313.07**	231.37	207.73	219.59	248.22
• Economic value distributed	**302.31**	226.17	208.58	215.01	239.13
• Operating costs	**259.52**	183.23	172.95	175.97	196.04
• Community investment	**0.40**	0.73	1.56	0.52	0.61
• Total payout to employees in salaries and benefits	**24.29**	29.65	24.08	27.88	29.58
• Finance costs (repayment to financiers)	**5.83**	6.79	5.32	7.38	9.63
• Corporate taxation and zakat	**2.06**	3.49	2.40	3.26	2.09
• Dividend returns to shareholders	**1.40**	2.28	2.27	Nil	Nil
• Economic value retained	**10.76**	5.20	(0.85)	4.58	9.09



ENHANCING VITAL INFRASTRUCTURE: EXPANSION AND UPGRADING STRATEGIES ECQ SEGMENT

BDB's vital role in enhancing Kedah's infrastructure for economic growth and improved living standards is indisputable. Our ECQ segment harnesses the collective strengths of our subsidiaries to align with the Kedah State Government's objectives, generating value across diverse stakeholder groups engaged in Kedah's evolving infrastructure landscape.

Operating with a clear set of goals, we prioritise delivering high-quality projects on time while embracing innovation, safety and sustainability. BDB's ECQ segment has continually strengthened its operations to enhance operational efficiency, stakeholder satisfaction, market distinction and community welfare. These efforts are crucial for driving Kedah's economic growth, with cascading effects benefitting neighbouring states within the northern region.

Currently, we are engaged in a comprehensive road improvement initiative under a maintenance contract which was awarded on 15 May 2023 by the Kedah State Government. The project encompasses road networks in six districts of Kota Setar, Padang Terap/Pokok Sena, Kubang Pasu, Pendang, Yan, and Sik. Building upon the success of our earlier project, concluded in April 2023 and resulting in the enhancement of 2,700 km of roads across similar districts, including Kuala Muda, Kulim/Bandar Baharu and Baling, these efforts aim to provide residents, visitors and commuters with enhanced road user safety and convenience.

In addition to road maintenance, BDB Infra was awarded a vital project commissioned by the Ministry of Agriculture and Food Security (KPKM) to develop an irrigation system critical to the agricultural landscape of both Kedah and Perlis, commencing in February 2023. The RM34.08 million contract, aimed at strengthening and improving rice production in the states, is expected to contribute positively to BDB's revenue for FY2023 and FY2024. Given the region's significance in paddy cultivation, this project is paramount in ensuring the nation's food security.

BDB Infra secured an RM204 million state road maintenance contract from the Kedah Government on 15 May 2023 based on its competence as a G7 Grade contractor. The contract was awarded based on BDB Infra's experience and an excellent track record in carrying out road maintenance and construction works in the northern part of the country.

Ensuring Sustainable Rice Production: BDB Infra embarked on a crucial irrigation project commissioned by the Ministry of Agriculture and Food Security to ensure food security and contribute to the region's staple crop production.

Further reinforcing our commitment to infrastructure development, the RM431 million project to upgrade the Pelubang Water Treatment Plant (WTP) or Loji Rawatan Air (LRA) in Kubang Pasu to resolve issues with water supply is on track for completion in FY2025.

The Kedah State Government awarded the project to wholly-owned subsidiary, BDB Synergy Sdn. Bhd., in May 2021, and upon completion, the WTP will have an increased production capacity of over 50%, from the current 247 million litres to 457 million litres. As the first of five similar projects managed by state-owned Syarikat Air Darul Aman (SADA), these improvements are a top priority to ensure that basic amenities are provided for the affected people.

Masterplan of the 4,400-acre Delapan SBEZ in Bukit Kayu Hitam in northern Kedah.

Particularly benefiting Kuala Kedah and Kubang Pasu residents, the WTP is also anticipated to catalyse economic activities across the region. The WTP upgrade is expected to spur economic activities supporting the Northern Corridor Economic Region (NCER) Strategic Development Plan established in 2007 for two notable projects, namely Kedah Rubber City (KRC) and the Delapan Special Border Economic Zone (Delapan SBEZ).

The 4,400-acre Delapan SBEZ features a freehold commercial and industrial zone. It is strategically positioned at the northern terminus of the North-South Expressway, near the border with Thailand.

Further details on the Group's ECQ Division activities are presented in the Management Discussion & Analysis on pages 50 to 73 of this Annual Report 2023.

The RM431 million Pelubang WTP upgrading project is on track for completion by 2025. It will increase the daily water production capacity by over 50%, from 247 million litres to 457 million litres per day once fully operational. This enhancement aims to resolve water supply disruptions in Kuala Kedah and Kubang Pasu, Kedah.

EMPOWERING COMMUNITIES: AFFORDABLE HOUSING FOR THE RAKYAT

Aman Perdana

In the realm of affordable housing development within Kedah, BDB's Property segment has firmly established itself as a frontrunner, achieving a notable milestone by delivering 10,000 residential units priced below the RM300,000 threshold by the conclusion of FY2023.

The Group has diligently and consistently addressed the pressing societal need for increased home ownership, particularly among the B40 (households in the bottom 40% of the income bracket) and M40 (middle 40%) demographics, aligning closely with the directives issued by the Federal and State Governments.

At the Federal level, the Ministry of Housing and Local Government's 'Ownership of Affordable and Liveable Housing' initiative is geared towards achieving a bold target of 500,000 units to be developed during the 12th Malaysia Plan 2021-2025, reflecting the national emphasis on equitable access to housing.

Similarly, the Kedah State Government's visionary *'Kedah Sejahtera, Nikmat Untuk Semua'* concept places paramount importance on home ownership, aiming to realise 15,000 affordable homes over a span of 15 years starting from 2023.

During the year in review, our Property segment launched five projects, including 2,515 units of affordable homes in Darulaman Saujana 3.0, Hosba and 176 units in Aman Nusa, Langkawi. These property projects signify our proactive response to mitigate the housing scarcity experienced by the B40 and M40 segments within these localities.

Further insights on the Group's Property development activities are presented in the Management Discussion & Analysis on pages 50 to 73 of this Annual Report 2023.

Darulaman Saujana Phase 2A

Bandar Darulaman 3.0, Jitra, Kedah.

BDB LAND FLAGSHIP PROJECTS

BANDAR DARULAMAN, JITRA

The flagship township, synonymous with the brand, is built upon foundational principles of seamless connectivity, self-sufficiency and environmental stewardship.

DARULAMAN PERDANA, SUNGAI PETANI

A transformative mixed residential development enhancing the living standards of Sungai Petani residents.

DARULAMAN UTAMA, KUALA KETIL

A pioneering township project reshaping the landscape of the Baling district.

DARULAMAN SAUJANA, HOSBA

A newly established township designed to foster sustainability and elevate quality of life.

DARULAMAN LAGENDA, SUNGAI PETANI

A collaborative venture with Lagenda Properties Berhad, offering an affordable and vibrant township.

Scan the QR code to access our Property segment or visit:
https://property.bdb.com.my/?_gl=1%2A18goj1u%2A_ga%2AMTY2NDk4MDE0Mi4xNzA4MjU2Nzgy%2A_ga_J1SREC2W4G%2AMTcxMTgyNzY3MC4yLjAuMTcxMTgyNzY3MC4wLjAuMA..

REVITALISING KEDAH'S LEISURE AND HOSPITALITY LANDSCAPE

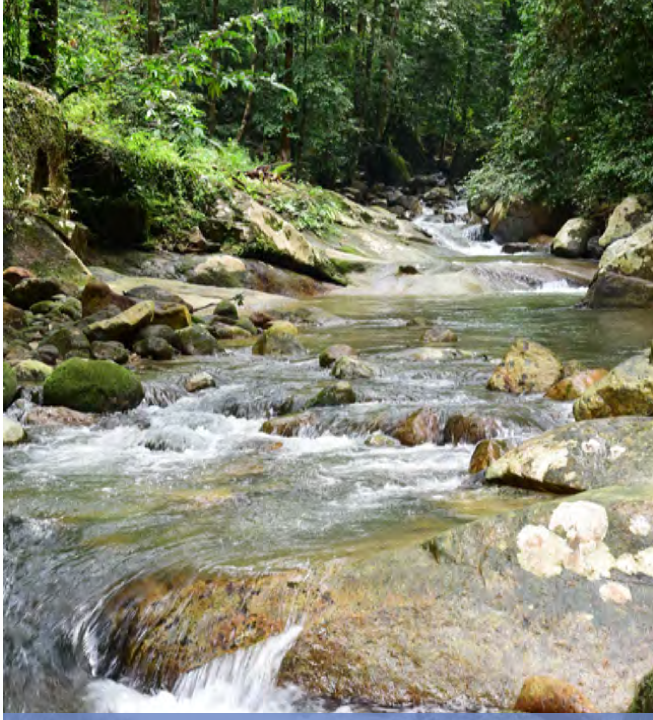
In tandem with BDB's concerted efforts to stimulate Kedah's leisure sector, there has been an uptick in local leisure activities across Malaysia, reflecting a broader trend of renewed interest in domestic tourism post the COVID-19 pandemic. Domestic tourism has witnessed a notable surge, with Malaysians increasingly seeking out leisure activities closer to home amidst ongoing travel restrictions and concerns over international travel safety. *(Source: Domestic Tourism Booms as Malaysians Rediscover Local Destinations, The Star, 2023).*

This shift towards domestic leisure pursuits has presented a unique opportunity for local businesses and recreational establishments to cater to the evolving preferences of Malaysian travellers. Initiatives aimed at promoting domestic tourism have gained traction, with various state governments rolling out campaigns and incentives to encourage local exploration and support homegrown leisure enterprises. The Kedah State Government is actively implementing a range of initiatives to secure the ambitious target of three million visitors to Langkawi for 2024, establishing the island's status as a premier tourist destination.

Drawing upon the current momentum, the State Tourism, Culture and Entrepreneurship Committee is confident of achieving this goal, particularly in light of recent statistics indicating positive progress. As of 31 January 2024, a total of 206,443 tourists have been recorded, underscoring the promising trajectory towards meeting the targeted visitor arrivals.

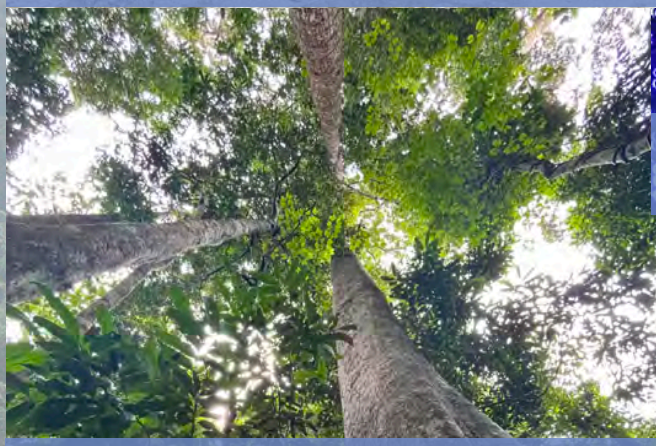
The Kedah State Economic Planning Division, in collaboration with the Langkawi Development Authority (LADA), is spearheading a series of strategic initiatives to enhance accessibility to Langkawi. Central to these efforts is enhancing transportation infrastructure and services, improving existing routes and elevating the quality of transport facilities. Through coordinated planning and implementation, these initiatives seek to facilitate seamless travel to and within Langkawi via better connectivity and to enhance the overall visitor experience on the island.

MoU between BDB Land and Enfiniti Escapes (M) Sdn. Bhd.



Alluring and idyllic in its natural beauty, plans are underway to expand eco-tourism within Lubuk Semilang in Darulaman Sanctuary, Langkawi.

The dedicated team at BDB ensures the conservation of Darulaman Sanctuary through diligent monitoring tracking and adhering to established guidelines. Their commitment safeguards the sanctuary's biodiversity and ecological balance.



The comprehensive inventory of timber types within Darulaman Sanctuary is a testament to the complex and nuanced habitat conditions present—ranging from the moist, shaded undergrowth to the sun-drenched canopy openings.

In this dynamic landscape, BDB's proactive stance in supporting Kedah's leisure sector not only aligns with broader national objectives, but also positions the region as a compelling destination for leisure travellers seeking enriching experiences closer to home. By leveraging its diverse portfolio of recreational assets and spearheading innovative initiatives, BDB is poised to play a pivotal role in driving the resurgence of Kedah's tourism landscape and contributing to the overall revitalisation of Malaysia's leisure sector.

Since the beginning of FY2022, our Leisure segment has assumed ownership and operations of two recreational venues: the Darulaman Golf & Country Club (DGCC), situated just outside Alor Setar, and the Fantasia Aquapark located in Jitra.

Throughout the reporting period, the Leisure segment has been diligently engaged in a myriad of initiatives aimed at showcasing and promoting our premier leisure assets. Notably, efforts have been directed towards invigorating eco-centric activities within the serene environs of Darulaman Sanctuary. These activities encompass diverse experiences, ranging from immersive jungle walks and invigorating jungle trekking adventures to eye-opening birdwatching excursions and enlightening educational tours delving into the intricacies of forest ecosystems and wildlife habitats.

In a strategic move to amplify our presence and promote tourism in the State and the northern region, we completed the construction of the Langkawi Art Box near the Langkawi Airport. This innovative platform offers a dynamic showcase for local SMEs to exhibit their tourism-related products and services, enabling economic growth and promoting local entrepreneurship. It also serves as a hub for advancing art and culture, embracing the nation's unique heritage.

Beyond this, the segment has staged standout events to captivate locals and tourists alike. Notably, the Luna Lights Wonderland 2023 held at Darulaman Park is a testament to our commitment to creating immersive and unforgettable experiences. This grand event, recognised by the Malaysia Book of Records as the largest park lighting event in the nation, has garnered widespread acclaim for its enchanting ambience and vibrant festivities. Additionally, we hosted the BDB Masters 2023 golf tournament at DGCC, further solidifying our reputation for excellence in leisure and sporting pursuits.

Swings of Glory: Irfan Syahmi Norshaharudin, a student of Akademi Golf Nasional Universiti Utara Malaysia (AGNUUM), emerged as the Champion of the three-day BDB Masters 2023 Golf Tournament at DGCC.

Luna Lights Wonderland 2023 captivated both tourists and Kedah residents, drawing a large crowd to Darulaman Park in Jitra. The event offered a delightful array of family-oriented activities, diverse food stalls and engaging games, transforming the park into a bustling hub of excitement and entertainment.

Renowned for its innovative architecture and vibrant atmosphere, the LAB, Food and Fun Garden, is conveniently situated adjacent to the Langkawi International Airport and within walking distance to the Mahsuri International Exhibition Centre

FUELLING SOCIOECONOMIC GROWTH AND OPPORTUNITIES

Beyond recreational and leisure pursuits, we are also focused on nurturing economic development and facilitating opportunities for local talent and small and medium-sized enterprises (SMEs).

As one of the leading companies in the state, we take pride in our role as a stimulus for employment and business expansion. As at the end of FY2023, we employed 642 individuals and actively supported the local economy through awarding of contracts to Kedah-based contractors and vendors.

Central to our approach is a procurement process characterised by fairness and transparency, guided by a Procurement Policy endorsed in 2019. This policy, meticulously crafted to encompass all salient aspects, is the cornerstone of our commitment to develop a robust and resilient supply chain, with a steadfast emphasis on cost optimisation, quality assurance and operational efficiency.

NAVIGATING RISKS: STRATEGIES FOR EFFECTIVE MANAGEMENT

Risk management is an intrinsic aspect of our practice of good corporate governance, forming the foundation for business sustainability in a volatile and evolving operating environment subject to rapid changes in the economic, technological and climatic landscapes.

Our established Enterprise Risk Management (ERM) framework necessitates periodic evaluations of the risk register, wherein risks and opportunities are meticulously identified, classified and accompanied by recommended control measures.

Further details on the Group's risk management are presented in the Management Discussion & Analysis on pages 50 to 73 and the Statement of Risks and Internal Control (SORMIC) on pages 163 to 166 of this Annual Report 2023.

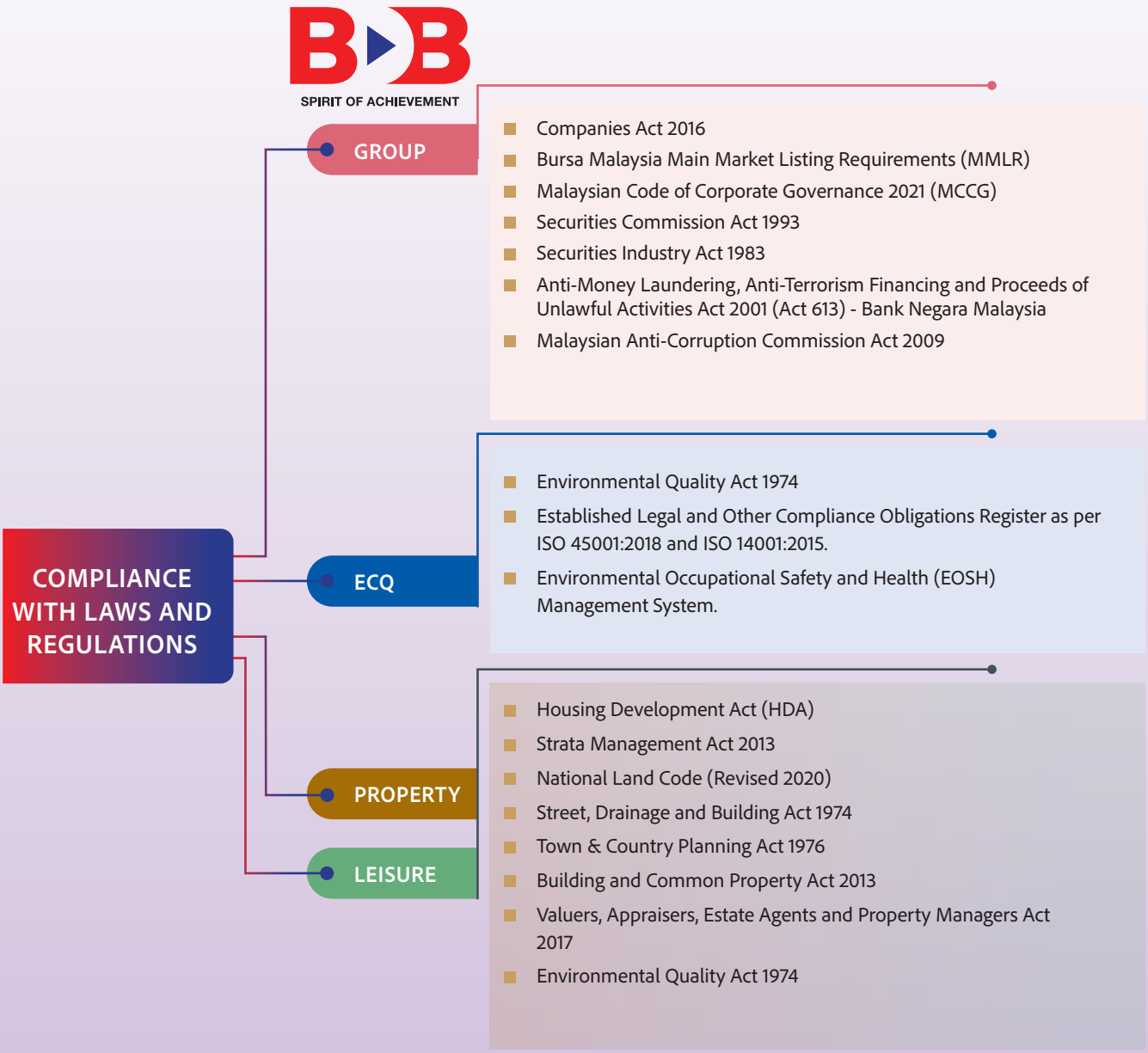
Risk management is an intrinsic aspect of our practice of good corporate governance, forming the foundation for business sustainability.

ETHICS, INTEGRITY AND COMPLIANCE

We fully subscribe to upholding integrity, accountability and transparency across all facets of our operations, recognising that adherence to these values is paramount to gaining trust and generating sustainable value for our stakeholders.

As part of our governance framework, the Anti-Bribery and Anti-Corruption Policy (ABAC) is designed to prevent and combat corrupt practices within our organisation. This policy, available on our corporate website, serves as a guiding document for the Board, Senior Management, employees, contractors and vendors. Its primary purpose is to establish clear guidelines and standards for ethical conduct, outlining the expectations regarding bribery and corruption, and detailing procedures for reporting and addressing any suspected violations. Our stance is zero tolerance towards transgressions in this domain, as we steadfastly uphold ethical standards and maintain the highest level of integrity in our business practices.

We comply strictly with all tax regulations and requirements, underscoring our commitment to responsible corporate citizenship and adherence to legal standards in all our jurisdictions.



FOCUS AREA 2
PRESERVING THE ENVIRONMENT

MOST MATERIAL MATTERS

Compliance

Conservation

Waste Management

Pollution Control

STANDARDS / INDICATORS

GRI 2-25, GRI 2-27, GRI 3-3, GRI 201-1, 201-2, GRI 204-1, GRI 302-1, GRI 303-1 to 303-5, GRI 304-1, 304-3, 304-4, GRI 305-1, 305-2, GRI 306-1 to 306-5, F4GBM

REGULATORY REQUIREMENTS

Environmental Quality (Industrial Effluent) Regulations 2009

Environmental Quality (Sewage) Regulations 2009

Environmental Quality (Control of Pollution from Solid Waste Transfer Station and Landfill) Regulations 2009

Environmental Quality (Scheduled Wastes) Regulations 2005

ENHANCING SUSTAINABLE PRACTICES AND INNOVATING FOR A GREENER FUTURE

The strategy of focusing on our core business and increasing our value propositions are the main drivers of our performance. Through our culture of continuous improvement, new initiatives have resulted in the improvement of operational efficiency and technical competence. This prepares BDB for the opportunities and challenges ahead of time in addressing the critical issue of reducing the consumption of non-renewable resources, which is pivotal in construction and infrastructure development. Our operational ethos is deeply rooted in acknowledging the environmental impacts of utilising building materials, relying on fossil fuels for machinery and transport, as well as the consumption of electricity and water. These practices, albeit essential, contribute significantly to the depletion of our planet's finite resources.

FY2023 marked a notable surge in business activities for BDB, driven by increased demand for our engineering and construction solutions, quarry products and real estate offerings. While beneficial from a business perspective, this upturn underscored the urgency for sustainable consumption patterns. True to our commitment to natural resource conservation, BDB has long championed the 3R principles: Reduce, Reuse and Recycle. The recent period, however, has seen us embrace an additional **'R' - Renew**, signalling a groundbreaking shift towards renewable energy sources.

This strategic pivot was highlighted by a Memorandum of Understanding (MoU) between BDB Energy and Pumar Solar Power Sdn. Bhd. (PSP), a partnership poised to revolutionise the energy landscape. Our collaboration with PSP is set to facilitate the supply of renewable solar energy across a spectrum of sectors, from industrial to residential, within Kedah and beyond. This initiative is not merely a stride towards reducing reliance on fossil-based electricity. It represents a leap into fostering a sustainable energy ecosystem.

Concurrently, BDB is pioneering the adoption of green practices within our operational blueprint. The transition to cloud-based digital platforms exemplifies our move towards a paperless work culture, aligning with global environmental sustainability trends. Moreover, we are optimising material use across all facets of our operations, a testament to our dedication to efficiency and sustainability.

Embracing the circular economy model, we are pushing the boundaries of innovation by recycling and repurposing materials. A notable initiative is BDB Land Sdn. Bhd.'s (BDB Land) restoration of recycled shipping containers into vibrant retail spaces, a project that exemplifies sustainable construction and breathes new life into discarded materials.

WASTE NOT, WANT NOT: DRIVING SUSTAINABILITY THROUGH CIRCULAR WASTE SOLUTIONS

Embracing a future where every waste stream is a potential resource, BDB has consistently upheld stringent waste management protocols, not merely as a regulatory obligation but as a core aspect of our sustainability principles. Adhering to rigorous environmental standards, including ISO 14001:2015 for Environmental Management Systems and ISO 45001:2018 for OSH Management Systems, we implement stringent oversight and proactive measures to mitigate the risks of soil and water pollution, thus preserving our planet's essential resources.

Our commitment to environmental stewardship extends to meticulous waste handling processes, ensuring that both non-hazardous and hazardous wastes are collected, segregated and responsibly disposed of by licensed contractors accredited by the Department of Environment (DoE). This vigilance in waste management underpins our broader sustainability objectives, seamlessly integrating operational efficiency with environmental protection.

The past year has been a landmark period for our sustainability journey, particularly with our quarry in Bukit Perak, Pendang, receiving a prestigious five-star rating from the Department of Mineral and Geoscience (JMG). This accolade, awarded for exceeding the Sustainable Development Indicator (SDI) benchmarks for mining and quarry management, underscores our commitment to recycling and repurposing waste materials, setting a new standard for environmental excellence in the sector.

Building on this foundation, we are expanding our vision to encompass a more holistic approach to waste management, venturing into the emerging field of biomass waste conversion to hydrogen fuel and offering specialised waste management solutions to third parties. This strategic diversification reflects our ambition to lead the transition towards a circular economy, where waste is not seen as an endpoint but as the beginning of a new value chain.

In November FY2023, we embarked on a compelling phase of this journey, formalising collaborations with Energise Sdn. Bhd. for pioneering biomass conversion technologies and with Shanghai Youzhu Industry (Shanghai Youzhu) Co. Ltd., a specialist in industrial waste management solutions from China. These partnerships mark our pursuit of sustainable business models and align us with global waste-to-energy technologies and industrial symbiosis advancements.

By converting biomass waste into hydrogen fuel, we are tapping into the enormous potential of renewable energy sources, mitigating climate change impacts and reducing reliance on fossil fuels. Our venture into industrial waste management services signifies a bold step towards addressing the complex challenges faced by industries today, offering scalable and sustainable solutions.

These initiatives reflect our strong commitment to sustainability and our efforts to improve waste management practices. Through innovation, collaboration and a relentless pursuit of excellence, we are not just adapting to the changing environmental landscape, but actively shaping a sustainable future for future generations.

Please refer to the Management Discussion & Analysis on the MoUs on pages 50 to 73 of this Annual Report 2023.

Building a secure future together with Shanghai Youzhu, a pioneering force in industrial waste management solutions from China, as we develop a path towards a greener economy.

FOCUS AREA 2
PRESERVING THE ENVIRONMENT

The sanctuary stands as a vivid demonstration of the complex network of existence flourishing within its ground, highlighted by the presence of dusky leaf monkeys at Darulaman Sanctuary in Langkawi Island.

ELEVATING BIODIVERSITY CONSERVATION: A SUSTAINABLE APPROACH TO ECO-TOURISM

Within our Leisure segment, the Darulaman Sanctuary, situated amidst the verdant landscapes of Lubuk Semilang, Langkawi, emerges as a leading advocate of biodiversity conservation. Spanning over 226 acres, this eco-tourism gem serves as a sanctuary for a rich tapestry of life, boasting a diverse array of flora and fauna. With 73 avian species, 169 butterfly varieties, 160 herbal species and 80 timber types, the sanctuary is a testament to the intricate web of life thriving within its boundaries.

Among its inhabitants are species listed on the International Union for Conservation of Nature (IUCN) Red List, including the endangered long-tailed macaque and dusky langur, the near-threatened black giant squirrel and the vulnerable great hornbill. We regard the responsibility of safeguarding these species and their habitats with the utmost seriousness in our approach to biodiversity conservation.

In FY2023, we reinforced our commitment to ecological enrichment by collaborating with the Kedah Forestry Department in a '*Tangga Helang Seribu Kenangan*' (Stairs of a Thousand Memories) initiative. This partnership, facilitated by the LADA, the Malaysia Civil Defence Force and the Recreation and Hiking Club Langkawi, involved planting 60 saplings at the sanctuary entrance. This symbolic gesture not only contributes to the preservation of biodiversity but also creates a tangible link to our collective memories and heritage.

By championing eco-tourism initiatives and integrating conservation efforts into our operational framework, we strive to uphold the intrinsic value of biodiversity while fostering meaningful connections between nature and humanity.

Tree marking at Darulaman Sanctuary to identify and record timber species.

MITIGATING POLLUTION AND ENSURING ENVIRONMENTAL INTEGRITY

The Group prioritises stringent compliance with regulatory frameworks to mitigate pollution and contamination risks across our operations. Through systematic monitoring of air and water quality, coupled with proactive measures, we uphold the integrity of our surroundings.

In the context of our quarry and construction projects, we employ a multifaceted approach to pollution control, encompassing various strategic interventions:

- Regular water spraying protocols are enforced for all vehicles and lorries traversing routes within the work sites, including machinery, to minimise dust emissions.
- A sprinkler system was installed to dampen conveyor belts at the crusher plant, significantly reducing particulate matter dispersion.
- Utilisation of the sprinkler system at the primary entrance gates ensures effective dust suppression for all vehicles exiting the quarry premises.
- Advanced air pollution control systems, including bag filter and scrubber operations, were installed at the premix plant to curb airborne pollutants.
- Purpose-built retention ponds were constructed to capture and treat water run-off, ensuring compliance with stringent quality standards before release into drains and streams, thus safeguarding local water resources.

At the Fantasia Aquapark, environmental preservation efforts extend to preventing the discharge of chlorinated water into nearby waterways. Through rigorous monitoring and periodic water quality assessments, we diligently monitor bacterial levels, protecting aquatic ecosystems and public health.

By implementing these comprehensive pollution mitigation strategies, we not only fulfil our regulatory obligations but also underscore our unwavering dedication to sustainable practices and preserving environmental quality, presently and for the future.

Making recycling a way life in BDB by transforming daily habits into impactful environmental action.

ECO-FORWARD INITIATIVES: DRIVING RENEWABLE ENERGY ADOPTION

In response to the urgent need to combat climate change, we are taking proactive steps to align with government directives, urging private enterprises to shift away from fossil fuels and embrace cleaner, renewable energy alternatives. Recognising the critical role of greenhouse gas (GHG) emissions in driving climate change and its cascading impacts on human health, livelihoods, food security and environmental stability, we acknowledge the imperative to reduce our carbon footprint.

In 2023, BDB ventured into the green economy by establishing BDB Energy, in collaboration with PSP, to explore and harness the potential of solar energy. This strategic move aligns with the Group's and Kedah State's ambitions towards sustainable development to position BDB as a pioneer in the renewable energy sector. By tapping into solar power, BDB Energy underscores our commitment to sustainability and innovation, aiming to drive broader climate action and encourage the adoption of green technologies across industries, businesses and households.

This initiative reflects BDB's dedication to environmental stewardship and presents an opportunity to stimulate economic growth within the green economy. Through BDB Energy, we aim to substantially reduce carbon emissions, create job opportunities and encourage a culture of sustainability. This calculated move forms part of the Group's plans to integrate environmental considerations into our core operations, ensuring our growth is responsible and aligned with global sustainability goals.

We have intensified our efforts to monitor and reduce emissions from fuel consumption in machinery and vehicles, along with electricity use across our facilities. In a proactive move, we organised two recycling collection sessions in July and August 2023, successfully diverting 982.7 kg of GHG emissions from landfills. This initiative not only underscores our commitment to environmental stewardship but also reflects our ongoing dedication to minimising our carbon footprint.

ENVIRONMENTAL DASHBOARD FY2023

FUEL (DIESEL) CONSUMPTION* (kilolitres)
1,210.9
FY2022: 1,258.9

ELECTRICITY CONSUMPTION (MWh)
2,976.6
FY2022: 3,315.9
FY2021: 2,407.8

ENERGY CONSUMPTION* (MW)
16,497.7
FY2022: 17,372.7

WATER CONSUMPTION (Litres)
116,740
FY2022: 179,114
FY2021: 79,854

SCHEDULED WASTE DISPOSAL (mt)
1.08
FY2022: 0.75
FY2021: 0.57

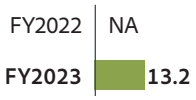
GHG EMISSIONS* (CO_2e mt)
5,042
FY2022: 5,379

** FY2022 serves as the baseline year for comparing consumption with subsequent years.*

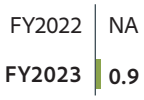
FUEL (DIESEL) CONSUMPTION* (LITRES)

ECQ

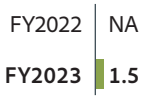
PROPERTY

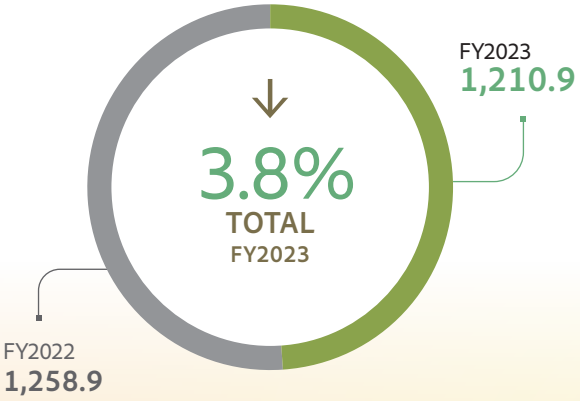


LEISURE



INVESTMENT HOLDING



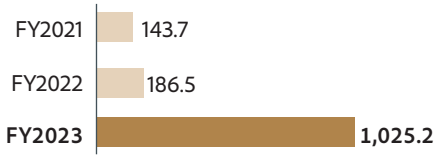


We effectively reduced our diesel consumption by 3.8% in FY2023 against the previous year.

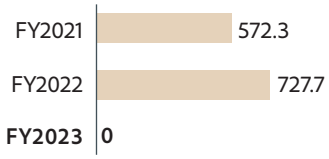
ELECTRICITY CONSUMPTION (MWh)

ECQ

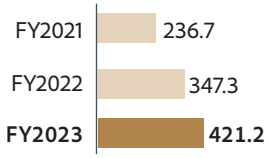
PROPERTY

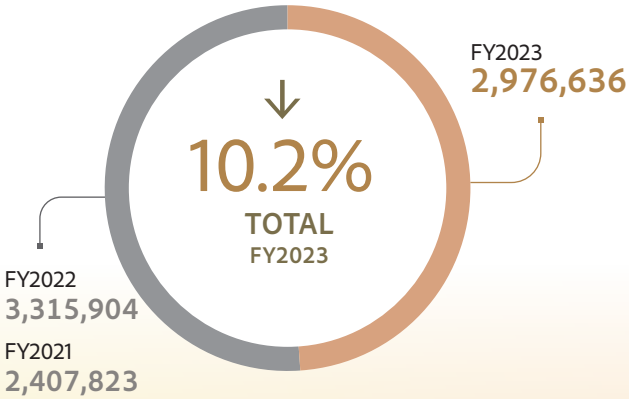


LEISURE



INVESTMENT HOLDING



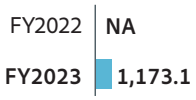


Electricity consumption for the Group was lower by 10.2% in FY2023, with a 17.5% reduction of power usage from our ECQ sector that offset the increase of electricity consumption of the Leisure and Investment Holding sectors. As the Leisure sector operations were halted temporarily during the year, there was no electricity consumption recorded for this sector in FY2023.

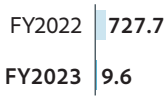
ENERGY CONSUMPTION (MW)

ECQ

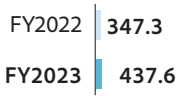
PROPERTY

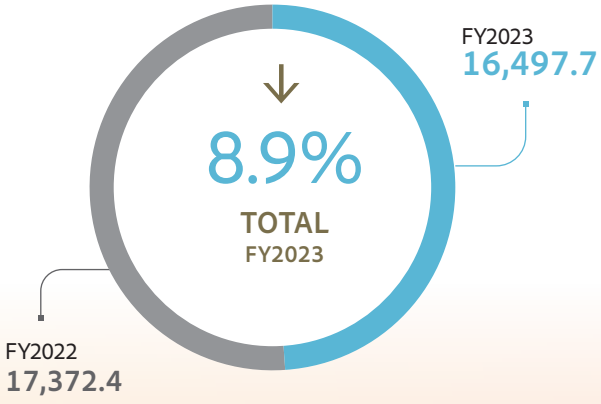


LEISURE



INVESTMENT HOLDING





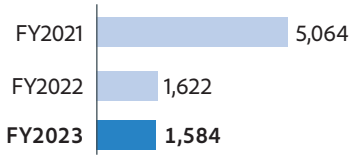
Energy consumption from the use of fuel and electricity dropped by 8.9% in FY2023. The reasons for the decrease were due to better optimisation of fuel usage and electricity consumption in the ECQ sector.

Fuel Diesel (kilolitres): *All figures were divided by 1,000 to convert litres to kilolitres.*
Electricity Consumption (MWh): *All figures were divided by 1,000 to convert kWh to MWh.*
Energy Consumption (MW): *Fuel Consumption in MW+Electricity Consumption in MW, with conversion of Fuel Consumption (kilolitres) to MW using unitconverters.net/energy.*

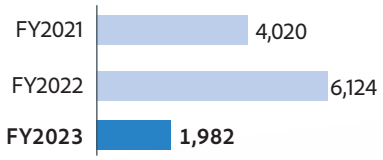
FOCUS AREA 2
PRESERVING THE ENVIRONMENT

WATER CONSUMPTION (LITRES)

ECQ



PROPERTY



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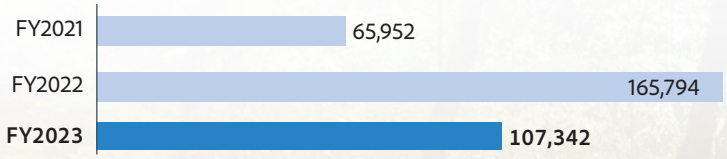
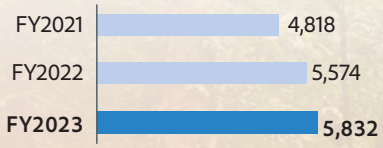
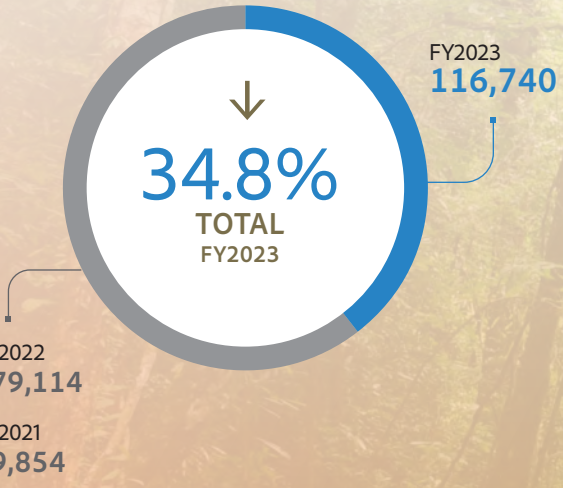


INVESTMENT HOLDING





Water consumption was slashed by a significant 34.8% during the year in review, with lower usage recorded by all business divisions and at Group level.

SCHEDULED WASTE DISPOSAL (mt)

SW305
Used lubricants

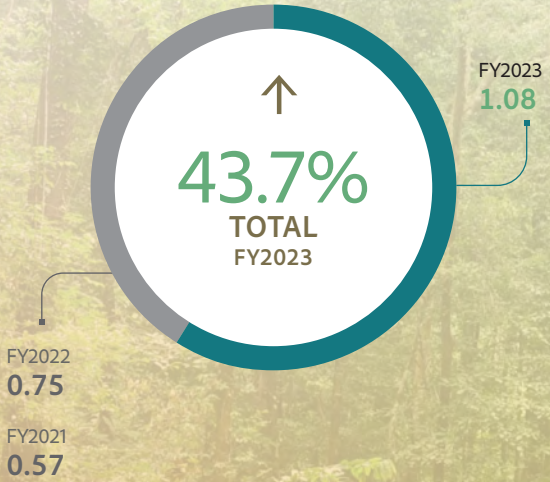
5.38
FY2022: 0.500
FY2021: 0.430

SW409
Used containers

0.45
FY2022: 0.055
FY2021: 0.070

SW410
Contaminated rags, plastics, paper and filters

0.090
FY2022: 0.195
FY2021: 0.070



The amount of scheduled waste increased by 43.7% in FY2023, with the bulk of the increase being used lubricants.

GHG EMISSIONS* (CO_2e mt)

SCOPE 1
MOBILE COMBUSTION

CONSUMPTION

1,210,911 litres

FY2022: 1,258,863 litres

GHG EMISSIONS (CO_2e mt)

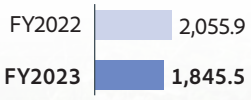
SCOPE 2
PURCHASED ELECTRICITY

CONSUMPTION

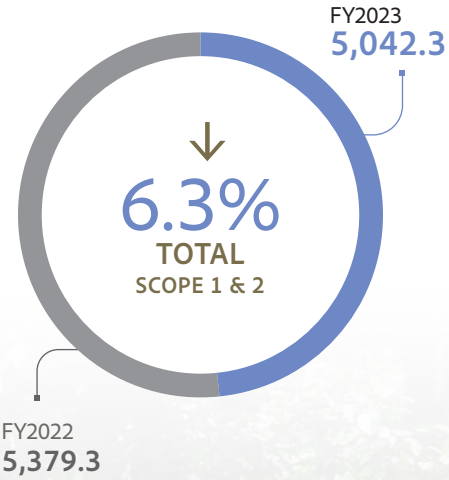
2,976,636 kWh

FY2022: 3,315,914 kWh

GHG EMISSIONS (CO_2e mt)



GHG EMISSIONS (CO_2e mt)



We recorded a lower carbon footprint in FY2023 with GHG emissions for the Group down by 6.3% compared to FY2022.

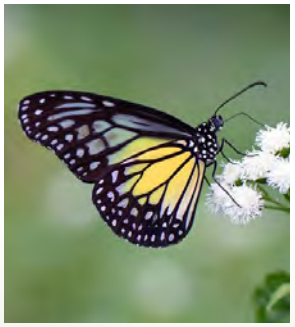
FY2022 serves as the baseline year for comparing consumption with subsequent years.

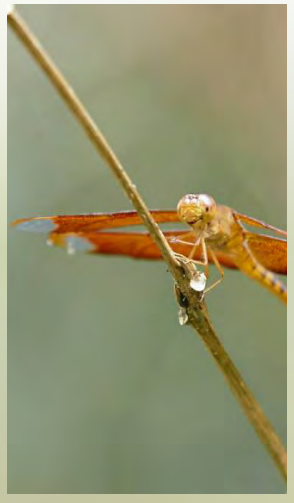
- *Conversion of diesel to CO_2e: litre x 2.64 kg (Source: www.ecoscore.be)*
- *Conversion of electricity to CO_2e (Malaysia): kWh x 0.62 kg (Source: www.worldbenchmarkingalliance.org)*
- *Rationale for conversion references:*
  - *Ecoscore offers a more accurate conversion rate than other US-based references as Malaysia's diesel and petrol sources are either from Europe or Asia. In any case, the difference in conversion rates between Ecoscore and US-based converters are marginal and in the second decimal point.*
  - *The conversion rate for electricity generation varies according to the types of power generators in each specific country. World Benchmarking Alliance has estimated that Malaysia's unique mix of power generation sources will emit 0.62 kg of CO_2e by 2023 from 0.59 kg in 2017 after taking into consideration the development of new power plants during the 5-year 2018-2022 period. As such, we have opted to use 0.62 kg (2023) as the emissions factor.*

FOCUS AREA 2
PRESERVING THE ENVIRONMENT

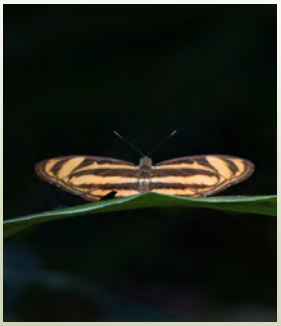
Common bird species recorded and expected to be found within Lubok Semilang, Langkawi.

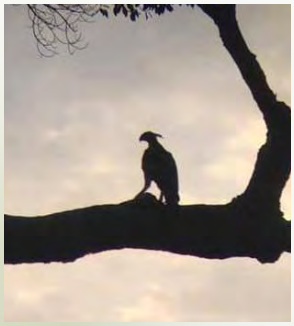
NO	FAMILY	SPECIES	STATUS/ CONSERVATION
1	Malacocincla abbotti	Abbott's Babbler	LC
2	Lacedo pulchella	Banded Kingfisher	LC
3	Merops philippinus	Blue-tailed Bee-eater	LC
4	Leptocoma calcostetha	Blue-winged Pitta	LC
5	Irena puella	Asian Fairy-bluebird	LC
6	Ninox scutulata	Brown Hawk-owl	LC
7	Pycnonotus atriceps	Black-headed Bulbul	LC
8	Pycnonotus plumosus	Olive-winged Bulbul	LC
9	Pycnonotus brunneus	Red-eyed Bulbul	LC
10	Pycnonotus finlaysoni	Stripe-throated Bulbul	LC
11	Centropus sinensis	Greater Coucal	LC
12	Spilornis cheela	Crested Serpent Eagle	LC
13	Aethopyga siparaja	Crimson Sunbird	T
14	Corvus macrorhynchos	Thick-billed Crow	LC
15	Surniculus lugubris	Drongo Cuckoo	LC
16	Eurystomus orientalis	Dollarbird	LC
17	Chalcophaps indica	Common Emerald Dove	LC
18	Geopelia striata	Peaceful Dove	LC
19	Spilopelia chinensis	Spotted Dove	LC
20	Dicrurus paradiseus	Greater Racket-tailed Drongo	LC
21	Dicrurus leucophaeus	Ashy Drongo	LC
22	Nisaetus cirrhatus	Changeable Hawk-eagle	LC
23	Nisaetus nipalensis	Mountain Hawk-eagle	LC
24	Dicaeum trigonostigma	Orange-bellied Flowerpecker	LC
25	Dicaeum cruentatum	Scarlet-backed Flowerpecker	LC
26	Muscicapa dauurica	Asian Brown Flycatcher	LC
27	Terpsiphone paradisi	Asian Paradise Flycatcher	LC
28	Cyornis tickelliae	Tickell's Blue Flycatcher	LC
29	Dendronanthus indicus	Forest Wagtail	LC
30	Buceros bicornis	Great Hornbill	NT
31	Anthracoceros albirostris	Oriental Pied Hornbill	LC
32	Corvus splendens	House Crow	LC
33	Alcedo atthis	Common Kingfisher	LC
34	Halcyon Smyrnensis	White-throated Kingfisher	LC





Note: Only 68 bird species on the IUCN list, out of a total 73, are included in our register displayed on these two pages.





NO	FAMILY	SPECIES	STATUS/ CONSERVATION
35	Haliastur Indus	Brahminy Kite	LC
36	Vanellus indicus	Red-Wattled Lapwing	LC
37	Phaenicophaeus curvirostris	Chesnut-Breasted Malkoha	LC
38	Hypothymis azurea	Black-naped Monarch	LC
39	Ficedula mugimaki	Mugimaki Flycatcher	LC
40	Gracula religiosa	Hill Myna	LC
41	Acridotheres tristis	Common Myna	LC
42	Hirundapus giganteus	Brown-backed Needletail	LC
43	Harpectes oreskios	Orange-breasted Trogon	LC
44	Otus sunia	Oriental Scops Owl	LC
45	Oriolus chinensis	Black-naped Oriole	LC
46	Treron vernans	Pink-necked Green Pigeon	LC
47	Treron curvirostra	Thick-billed Green Pigeon	LC
48	Mixornis gularis	Pin-stripped Tit-babbler	LC
49	Cacomantis merulinus	Plaintive cuckoo	LC
50	Leptocoma sperata	Purple-throated Sunbird	LC
51	Lonchura punctulata	Scaly-breasted Munia	LC
52	Kittacincia Malabarica	White-rumped Shama	LC
53	Lanius cristatus	Brown Shrike	LC
54	Lanius tigrinus	Tiger Shrike	LC
55	Aplonis panayensis	Asian Glossy Starling	T
56	Anthreptes malacensis	Brown-threated Sunbird	LC
57	Cinnyris jugularis	Olive-backed Sunbird	LC
58	Chalcoparia singalensis	Ruby-cheeked Sunbird	LC
59	Orthotomus atrogularis	Dark-necked Tailorbird	LC
60	Motacilla cinerea	Grey Wagtail	LC
61	Ploceus philippinus	Baya Weaver	LC
62	Mulleripicus pulverulentus	Great Slaty Woodpecker	V
63	Chrysocolaptes guttacristatus	Greater Flameback	LC
64	Picus vittatus	Laced Woodpecker	LC
65	Rhyticeros undulatus	Wreathed Hornbill	LC
66	Ficedula zenthopygia	Yellow-rumped Flycatcher	LC
67	Caprimulgus affinis	Savanna Nightjar	LC
68	Ducula bicolor	Pied Imperial Pigeon	LC

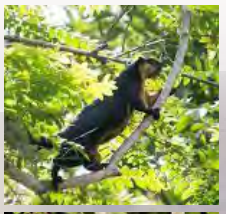
LC - Least Concern ***NT - Near Threatened***
T - Threatened ***V - Vulnerable***

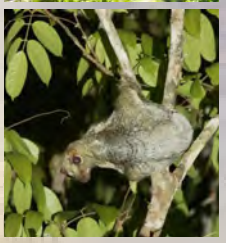
Common timber species recorded and expected to be found within Lubok Semilang, Langkawi

NO	FAMILY	SPECIES	LOCAL NAME	IUCN RED LIST
1	Dipterocarpaceae	Shorea guiso (Blanco)	Balau merbatu	CE, A1c.
2	Clusiaceae	Calophyllum spp.	Bintangor	LC
3	Hypericaceae	Cratoxylum formosum (Jacq.) Benth. & Hook.f. ex Dye	Derum	LC
4	Hypericaceae	Cratoxylum arborescens (Vahl) Blume	Geronggang	LC
5	Dipterocarpaceae	Parashorea lucida (Miq.) Kurz.	Gerutu-gerutu	CE, A1cd,B1+2c,C2a
6	Apocynaceae]	Dyera costulata (Miq.) Hook.f	Jelutong	LC
7	Phyllanthaceae	Baccaurea polyneura Hook f.	Jentik	LR/CD
8	Fabaceae	Koompassia malaccensis Benth	Kempas	LR/CD
9	Dipterocarpaceae	Dipterocarpus grandiflorus (Blanco) Blanco	Keriung belimbing	CE, A1cd+2cd
10	Dipterocarpaceae	Dipterocarpus baudii Korth.	Kerung bulu	CE, A1cd+2cd
11	Rosaceae	Prunus polystachya (Hook.f.) Kalkman	Medang pijat	LR/LC
12	Dipterocarpaceae	Shorea henryana Pierre	Meranti jerit	E, A1cd
13	Dipterocarpaceae	Shorea bracteolata Dyers	Meranti paang	E, A1cd+2cd
14	Dipterocarpaceae	Anisoptera costata Korth	Mersawa	E, A1cd+2cd
15	Sapotaceae	Palaquium sp.	Nyatoh	2 species are listed as vulnerable (P. impressinervium) and Low risk (P. maingayi
16	Myristicaceae	Myristica iners Blume	Penarahan arang	LR/LC
17	Celestraceae	Lophopetalum javanicum (Zoll.) Turcz.	Perupuk	LR/LC
18	Dipterocarpaceae	Vatica stapfiana Slooten	Resak	E, A1c

CE - Critically endangered
LC - Least concern
LR - Lower risk
CD - Conservation dependent
E - Endangered

Common wildlife species recorded and expected to be found within Lubok Semilang, Langkawi





NO	SPECIES	STATUS/ CONSERVATION
1	Long-Tailed Macaque	E
2	Dusky Langur	E
3	Black Giant Squirrel	NT
4	Sunda Squirrel	LC
5	Common Treeshrew	LC
6	Reticulated Phyton	LC
7	Wildboar	LC
8	Sunskink Lizard	LC
9	Tokay Gecko	LC
10	Golden Orb-Weaver	LC
11	Sunda Colugo	LC
12	Red Giant Flying Squirrel	LC
13	Red-Cheecked Flying Squirrel	LC
14	Sunda Slow Loris	E
15	Common Palm Civet	LC
16	Small Thot Palm Civet	LC
17	Lesser Mouse Deer	LC
18	Cobra	V
19	Pit Viper	V
20	Common Tree Frog	LC
21	Monitor Lizard	LC

E - Endangered
NT - Near Threatened
LC - Least concern
V - Vulnerable

FOCUS AREA 3
ENABLING AND EMPOWERING EMPLOYEES

MOST MATERIAL MATTERS

Occupational Safety & Health

Employee Engagement

STANDARDS / INDICATORS

GRI 2-7, GRI 2-26, GRI 2-28, GRI 401-1 to 401-3, GRI 403-1 to 403-9, GRI 404-1, 404-2, GRI 405-1, F4GBM

EMPOWERING SOCIOECONOMIC DEVELOPMENT: OUR COMMITMENT TO HUMAN CAPITAL GROWTH

As a Government-Linked Corporation (GLC), BDB remains resolute in its dual mandate of driving economic prosperity and fostering sustainable social development in Kedah and the northern states of Peninsular Malaysia. Central to our mission is developing competent human capital, recognising it as fundamental to achieving comprehensive and resilient business growth. BDB has been instrumental in driving talent development, aligning this effort with the evolving environmental and social goals of its diverse stakeholders.

As a leading employer in Kedah, our focus on employment goes beyond competitive pay to include an inclusive and supportive workplace culture guided by strong policies and fair labour standards. What truly sets us apart is our focus on ensuring the overall wellbeing of our employees, supported by ample career advancement opportunities.

At the close of FY2023, our workforce comprised 642 individuals, including 89 new employees at both Group and subsidiary levels. This expansion underscores our commitment to acquire individuals of high calibre and highlights our role to stimulate socioeconomic growth in the region.

By nurturing a skilled and empowered workforce, we not only enhance our organisational resilience, but also contribute meaningfully to the socioeconomic fabric of our communities. Through continued investment in human capital, we pave the way for sustainable development, fostering prosperity and opportunity for all stakeholders.

Fire Safety Seminar

BDB Infra Defensive Riding Training

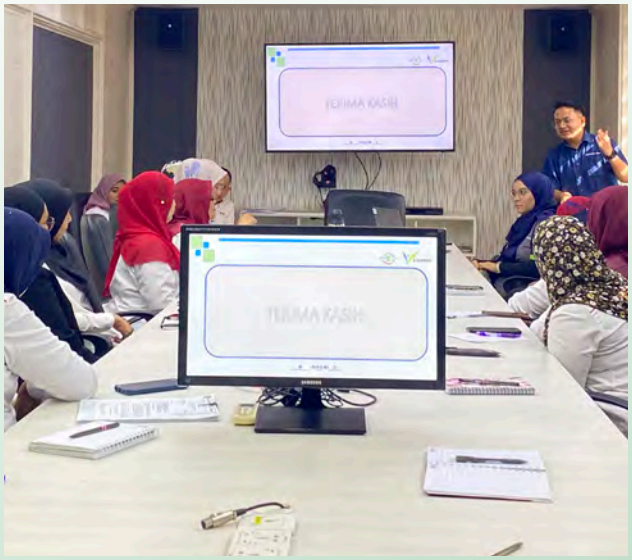
ESG & Sustainability Workshop 2023

SAFEGUARDING THE WELLBEING OF EMPLOYEES

BDB consistently places the health and safety of our employees at the forefront across all business segments and at Group level. Our HSSE framework is carefully and meticulously developed to align with guidelines recommended by local and international organisations and standards such as SIRIM and ISO. The comprehensive HSSE systems and procedures extend to all employees and workers, and incorporate regular training sessions and updates. This encompasses:

During the year in review, we carried out the following activities to strengthen the HSSE culture and landscape at our operational sites, including:

- Road Safety Awareness: Commuting Safety Induction
- ERT Training Basic Occupational First Aider
- Health and Mental Awareness, Health Check and Blood Donation
- Safe Riding Campaign and Road Safety Awareness Programme



Ensuring HSSE measures is paramount for the wellbeing of employees and to earn the sustained trust and confidence of stakeholders in the organisation's commitment to their welfare.

FOCUS AREA 3
ENABLING AND EMPOWERING EMPLOYEES

NURTURING ABILITIES, ADVANCING CAREERS

Embedded within our organisational values is our relentless focus on cultivating a culture of lifelong learning and development to harness the inherent talents and capabilities of our workforce. Aside from encouraging individual progression, we drive continuous improvement to intensify our collective capabilities and ensure the enduring prosperity of the Group and its stakeholders.

Our HR Key Focus Areas encompass tailored training programmes to meet the diverse needs of our employees. Whether through internal training sessions facilitated by seasoned experts or external programmes curated to hone specialised skills, we prioritise on empowering our employees to realise their full potential and propel their careers forward.

Throughout the reporting period, our workforce actively engaged in a myriad of training initiatives, comprising workshops and seminars focused on statutory compliance to immersive sessions to enhance business acumen and technical proficiencies. This multifaceted approach underscores our unwavering commitment to nurturing a dynamic and resilient workforce equipped with the skills and knowledge necessary to thrive in today's rapidly evolving business landscape.

By investing in the ongoing development of our talent, we not only support personal advancement, but also build a competitive advantage that contributes to the success and resilience of our organisation. As we continue to champion a culture of lifelong learning, we remain steadfast in our pursuit of excellence, poised to navigate future challenges with confidence and agility.

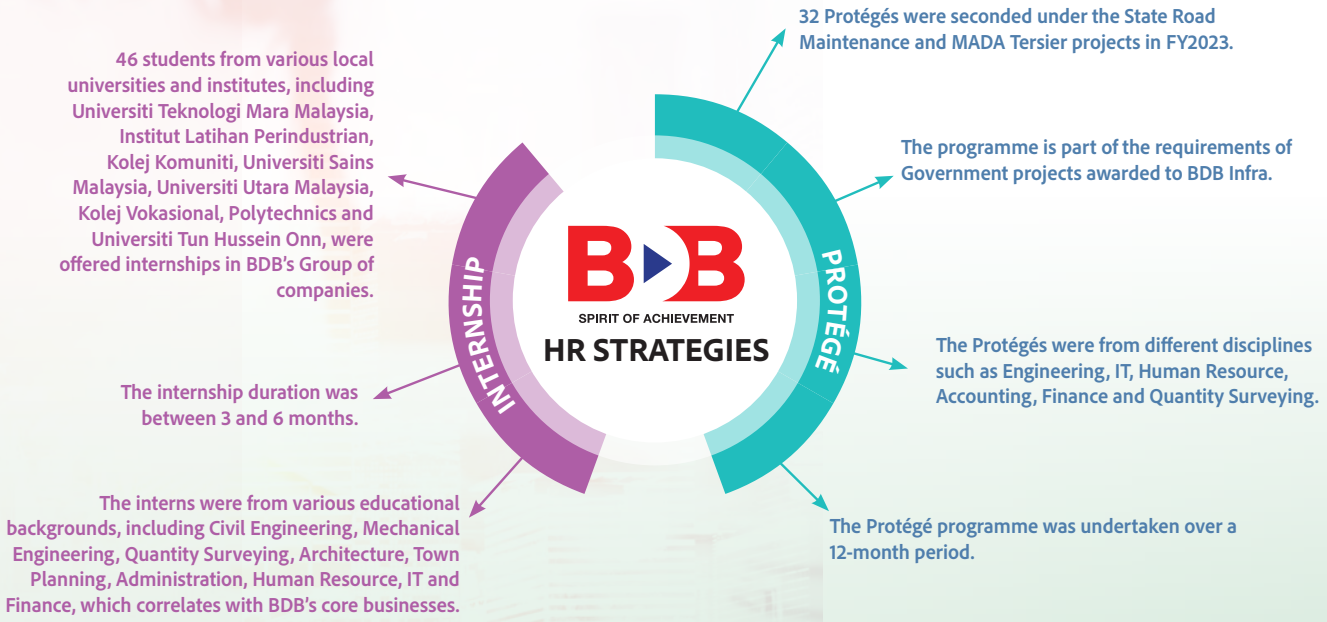
INCLUSIVITY AND DIVERSITY AT OUR CORE

Our commitment to diversity and inclusivity shapes our core values. We welcome and respect individuals irrespective of gender, race, religion and age group to enhance our collective experience and strengthen our capacity for innovation in a competitive business landscape.

We provide equal opportunities for all our employees, both current and prospective, to contribute their unique talents while growing and developing within our organisation. We recognise that a diverse and inclusive workplace is a strategic advantage that drives creativity, promotes innovation and enhances overall business performance.

Our commitment to diversity extends to every level of our organisation, including the composition of our Board of Directors. We take pride in maintaining a diverse and inclusive Board comprising a well-balanced blend of Non-Executive Directors from varied backgrounds and perspectives. This diverse representation ensures that a wide array of insights, experiences and viewpoints are considered in our decision-making processes, ultimately leading to outcomes more reflective of the interests and values of all our stakeholders.

In FY2023, BDB offered career opportunities to students and fresh graduates through the internship and Protégé programmes in efforts to build a solid employee pool.



MAINTAINING PRODUCTIVE EMPLOYEE RELATIONS

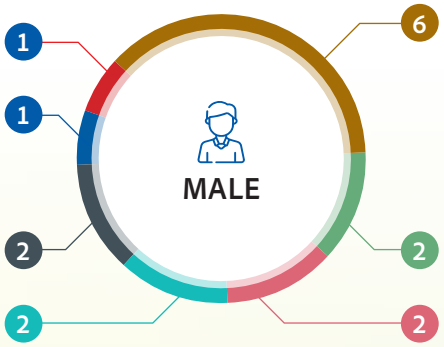
Recognising the importance of employee retention for our Group, we focus on nurturing positive and productive relationships with our employees. This commitment extends beyond the workplace, with a comprehensive approach that includes programmes to promote healthy living and work-life balance. We encourage participation in sports, support religious activitie, and organise community events, alongside offering work-related training. Regular townhall sessions serve as a cornerstone of this strategy, offering a forum for open engagement and interaction. These sessions not only facilitate direct communication, but also integrate our workforce into broader community initiatives, fostering a sense of belonging and collective purpose.

We offer a comprehensive benefits package, including salary increments, performance-based incentives and non-remuneration measures geared toward enhancing overall wellbeing and job satisfaction. Simultaneously, we proactively seek out emerging professionals and actively scout for the brightest young minds by leveraging various platforms including employment agencies along with social media outreach.

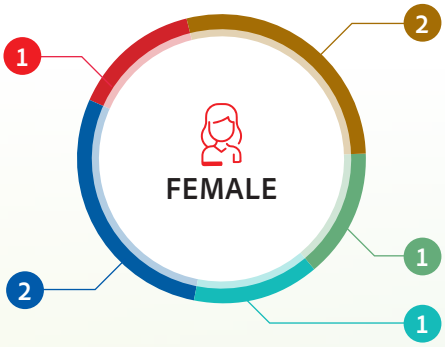
FOCUS AREA 3
ENABLING AND EMPOWERING EMPLOYEES

Embracing diversity at the highest level, our Board's varied composition is our strength. It brings unique perspectives, drives innovation and reflects the diverse industries BDB is involved in.

BOARD COMPOSITION



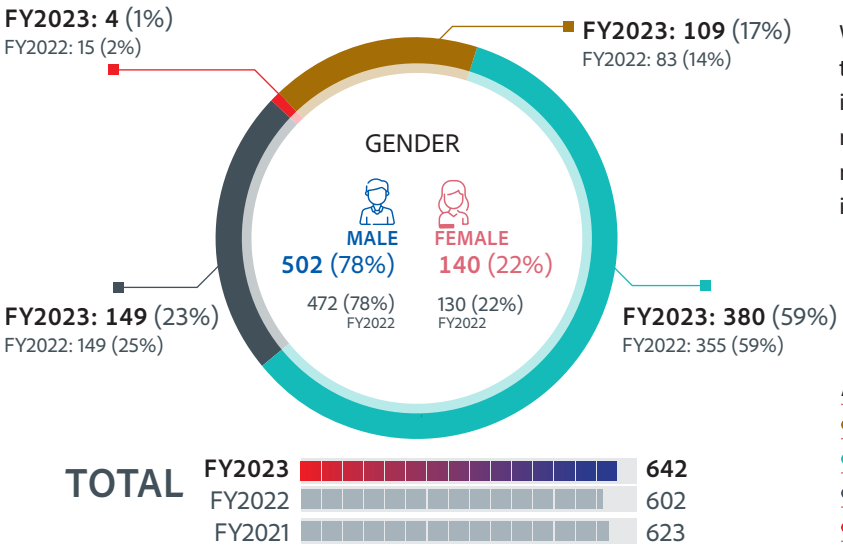
FY2023



BOARD / BOARD COMMITTEES		MALE	FEMALE		MALE	FEMALE
BOARD OF DIRECTORS	FY2023	6	2	FY2022	7	2
AUDIT COMMITTEE		2	1		2	1
RISK COMMITTEE		2	-		3	-
SUSTAINABILITY COMMITTEE		2	1		0	0
INVESTMENT COMMITTEE		2	-		0	0
REMUNERATION AND ESOS COMMITTEE		1	2		2	2
PROCUREMENT COMMITTEE		1	1		3	1

As of 31 December 2023, our Board members totalled eight individuals including two female directors.

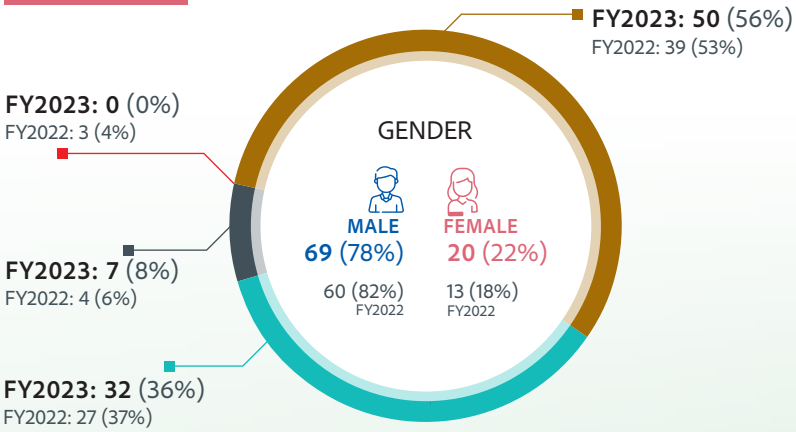
EMPLOYEE HEADCOUNT



We increased our number of employees by 6.7% to 642 during the year in review in response to increased activities at our core businesses. The ratio or male versus female employees, however, remained the same as the previous year with the inclusion of the new employees.

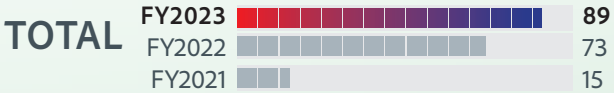
AGE PROFILE
- Below 30
- 30 – 49
- 50 – 59
- 60 and above

NEW HIRES

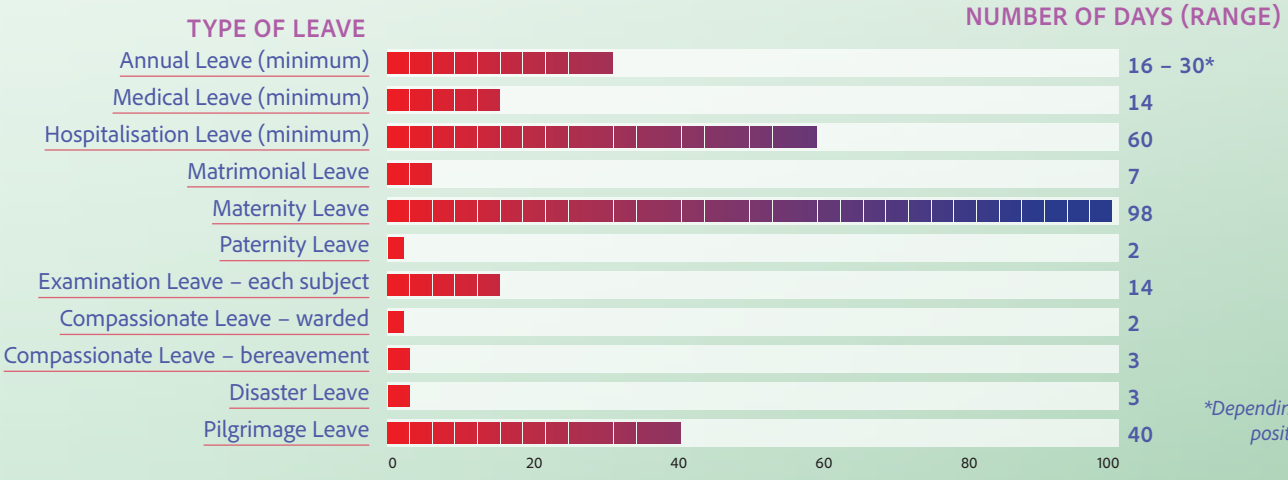


The Group hired 89 new employees in FY2023, comprising 69 males and 20 females. Our new employees, including more than half aged below 30, have effectively lowered the average age of our overall employee complement.

AGE PROFILE
- Below 30
- 30 – 49
- 50 – 59
- 60 and above



LEAVE ALLOCATION



*Depending on job position level

FOCUS AREA 3
ENABLING AND EMPOWERING EMPLOYEES

Training sessions, blending technical and soft skills, equip employees with industry-leading expertise and key interpersonal abilities, fostering innovation, teamwork and leadership. This strategy enhances our organisational success and adaptability.

WORK-RELATED INCIDENTS

2.06	17	0
LTIR* (DAYS)	NO. OF INCIDENTS	NO. OF FATALITIES
(FY2022: 1.60)	(FY2022: 10) (FY2021: 10)	(FY2022: 0) FY2021: 0)

**LTIR = Lost Time Incident Rate*

During the reporting period, we succeeded in reducing the number of days incurred for Recovery Time (RT) by almost four times. However, we recorded a higher number of incidents against the previous year.

HEALTH, SAFETY, SECURITY & ENVIRONMENT (HSSE) TRAINING

21	185	2,734
TOTAL SESSIONS	NO. OF EMPLOYEES	NO. OF HOURS
(FY2022: 151) (FY2021: 7)	(*FY2022: 138) (*FY2021: 37)	(FY2022: 1,756) (FY2021: 400)

**Restated*

Although only 21 training sessions on HSSE were conducted in FY2023 against 151 sessions in the previous year, the number of hours increased markedly by 55.7%. A total of 185 employees attended these sessions throughout the reporting period.

TRAINING

334	10,811	32
NO. OF EMPLOYEES	TOTAL TRAINING HOURS	AVERAGE TRAINING HOURS
(*FY2022: 236) (FY2021: 152)	(FY2022: 4,421) (FY2021: 1,908)	(FY2022: 12) (FY2021: 11)

**Restated*

The Group organised various skills-based and job-relevant training programmes for our employees. Attendance at these training sessions, as well as total training hours, increased during FY2023. On average, employees who participated in these sessions completed 32 hours of training throughout the reporting period. In FY2023, the cumulative investment in employee training and development for FY2023 amounted to RM303,253 reflecting a considerable increase compared to RM147,724 in FY2022 and RM67,432 in FY2021.

FOCUS AREA 4
ENGAGING EFFECTIVELY WITH STAKEHOLDERS

MOST MATERIAL MATTERS

Public & Community Engagement

STANDARDS / INDICATORS

GRI 2-28, GRI 2-29, GRI 203-2, GRI 413-1, 413-2, GRI 414-1, 414-2, GSRI 416-1, 416-2, GRI 417-1 to 417-3, GRI 418-1, F4GBM

In today's dynamic business terrain, the key to sustainable success lies in nurturing meaningful relationships with all stakeholders. Our commitment to proactive and inclusive engagement is at the heart of our operations, ensuring mutual growth and resilience in an ever-evolving market.

Shareholders are not just investors; they are our partners in progress. By offering them transparent insights into our performance, strategies and strategic plans, we not only build their confidence, but also co-create value by addressing their concerns and sharing our achievements. Their trust and support are indispensable pillars of our journey.

Partnerships are the lifeblood of our business ecosystem. Through open communication channels, we develop strong bonds that facilitate innovation and drive mutual success. By collaborating closely with our business partners and associates, we not only enhance the efficiency of our operations but also mitigate risks collectively, ensuring resilience in the face of challenges.

We see our clients and customers not merely as transactions, but as the very reason for our existence.]By actively engaging with them, we gain valuable insights into their evolving needs and preferences, enabling us to tailor our products and services to exceed their expectations. This customer-centric approach enhances our brand reputation and fuels sustainable growth by attracting new clientele and fostering loyalty among existing customers.

Human capital is our most valuable resource, and their engagement is central to our organisational success. Through transparent communication and a culture of empowerment, we cultivate a workplace environment where innovation thrives and productivity soars. By soliciting feedback and ideas from our employees, we harness the collective wisdom of our workforce to drive continuous improvement and nurture a mindset shift that goes beyond the norm.

Our ability to refine our skills, enhance service performance and enrich our product offerings is founded on a comprehensive 360-degree approach. This involves balancing feedback assessments and meeting the demands of discerning stakeholders.

The rise of stakeholder capitalism highlights the necessity for regular and transparent engagement, where inclusive dialogues supports the Group's growth towards mutually beneficial outcomes.

FOCUS AREA 4
ENGAGING EFFECTIVELY WITH STAKEHOLDERS

As we strive for excellence, we acknowledge the critical role of a solid supply chain encompassing contractors, vendors, suppliers and service providers. We identify and appoint suppliers of high calibre through a rigorous selection process, which involves upholding the highest standards of quality and reliability. Through ongoing dialogue and engagements, we mitigate the risk of disruptions to ensure high-quality products and services to our customers.

As a responsible corporate citizen, we are deeply committed to supporting the communities in which we operate. We conduct meaningful engagement and community development initiatives that create a positive social impact and empower community members to elevate their living standards, participate in opportunities for education and knowledge-sharing and develop local businesses.

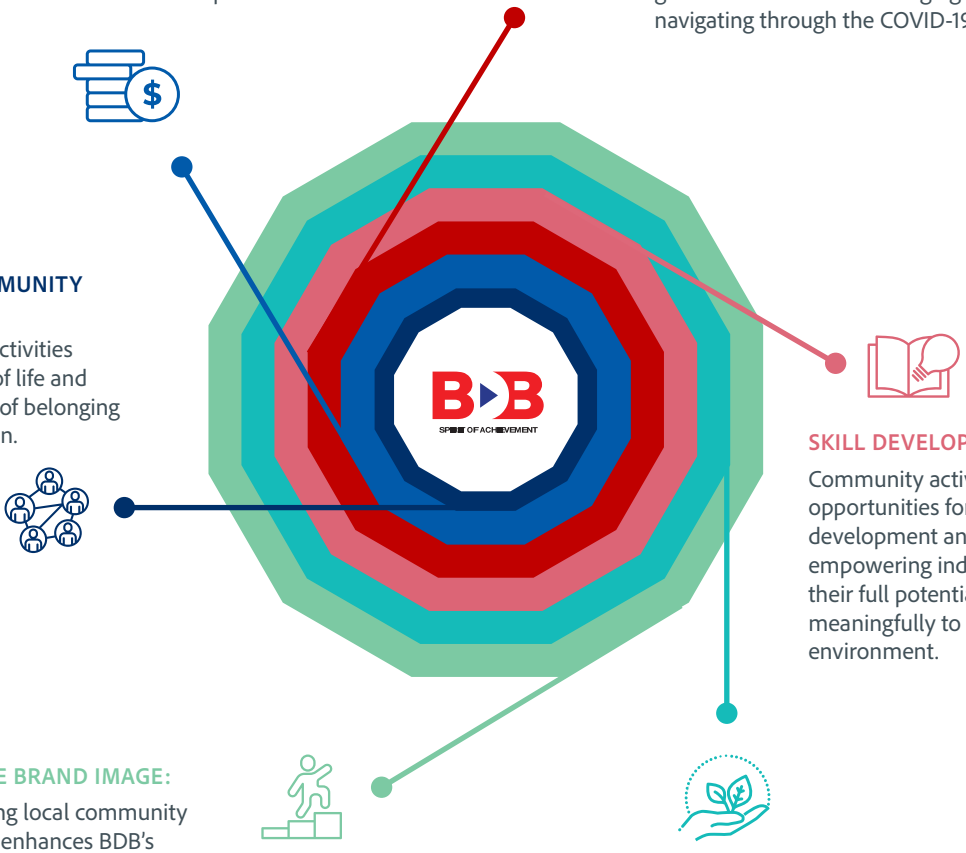
The ripple effects of investing in local community activities and programmes are far-reaching and yield positive outcomes, transcending business transactions to build upon enduring partnerships continuously.

ECONOMIC GROWTH:

By investing in local businesses and initiatives, communities can realise economic growth through job creation, increased consumer spending and local infrastructure development.

SOCIAL CAPITAL:

Engaging in community activities builds social capital and deepens trust, cooperation and collaboration among the population, leading to greater resilience in challenging times, such as navigating through the COVID-19 pandemic.



ENHANCED COMMUNITY WELLBEING:

Supporting local activities improves quality of life and promotes a sense of belonging and social cohesion.

SKILL DEVELOPMENT:

Community activities provide opportunities for skills development and lifelong learning, empowering individuals to reach their full potential and contribute meaningfully to society and the environment.

POSITIVE BRAND IMAGE:

Supporting local community activities enhances BDB's reputation, demonstrating a deep sense of social responsibility and ethical practices.

ENVIRONMENTAL SUSTAINABILITY:

Investing in ecological initiatives within the community results in a healthier environment, preserving natural resources and collectively attaining a more sustainable future for all residents.

By maintaining open and transparent communication with regulatory authorities, we ensure strict adherence to laws and regulations, mitigating the risk of legal issues and safeguarding our reputation. Through proactive engagement, we stay ahead of regulatory changes, enabling us to adapt swiftly and confidently navigate complexities.

Stakeholder engagement is not merely a priority for us; it stands as our guiding principle embedded into all areas of our operations. By actively involving stakeholders in our decision-making processes, we acknowledge their importance and recognise their invaluable contributions to our success.

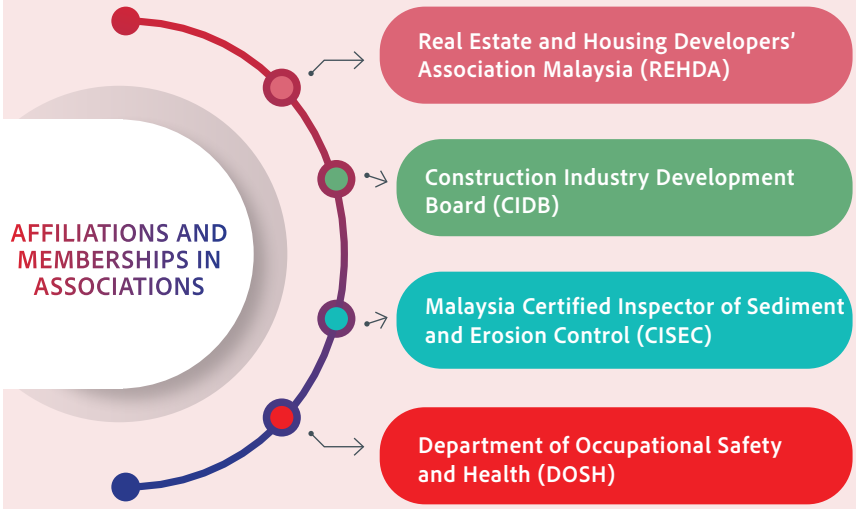
Through meaningful engagement, we foster a sense of ownership and shared responsibility among stakeholders, creating a collaborative ecosystem where ideas are exchanged, perspectives are valued, and mutual goals are pursued.

By prioritising stakeholder engagement, we tap into a wealth of diverse perspectives and insights, enabling us to make informed decisions that resonate with the needs and expectations of all involved parties. Besides improving the relevance and effectiveness of our strategies, these efforts establish the groundwork for enduring success and sustainable growth.

FACILITATING MULTIFACETED COMMUNICATION CHANNELS

We proactively engage with diverse stakeholder groups through a spectrum of communication avenues, leveraging both active and passive approaches. Active engagement channels encompass face-to-face meetings, events and virtual conferencing, fostering direct and dynamic interactions. Meanwhile, our corporate website and social media platforms serve as passive conduits for ongoing communication and dissemination of information.

Furthermore, we actively participate as corporate members in relevant industry associations. Through these affiliations, we contribute insights and perspectives on matters pivotal to our business and operations and effectively advocate for our interests. This proactive engagement also allows us to keep abreast of industry dynamics, further solidifying our commitment to ethical corporate stewardship.



EMPOWERING COMMUNITIES FOR SUSTAINABLE GROWTH

We allocate significant time, effort and financial resources towards supporting local community groups, with a particular emphasis on marginalised and underserved populations.

Our initiatives span a wide range of sectors, including education, religion, sports and recreation. Through active engagement in these diverse areas, we aim to foster positive and impactful change, contributing to the holistic development of the communities we serve.

FOCUS AREA 4
ENGAGING EFFECTIVELY WITH STAKEHOLDERS

EXCEEDING EXPECTATIONS, EVERY TIME

Customer satisfaction is a significant area in our operations due to its direct impact on reputation, customer loyalty and overall success. As customer satisfaction directly influences the reputation of BDB, satisfied customers are more likely to share positive experiences with others via word-of-mouth referrals, which enhances the Group's brand image. Conversely, dissatisfied customers may spread negative reviews, potentially deterring prospective customers. Satisfied customers are likelier to remain loyal to BDB, repurchase products or services and recommend the company to others. Protecting the interests of customers and clients leads to repeat business and reduces the cost of acquiring new customers, thereby improving profitability.

Our comprehensive system for handling customer feedback and complaints addresses routine defects in property units and resolves other concerns raised by our valued customers swiftly and efficiently.

By actively listening, responding and adapting to the evolving needs of our customers, we continuously reaffirm our commitment to delivering exceptional service and exceeding expectations in the competitive marketplace.

To manage issues related to customer satisfaction effectively, BDB employs a proactive and comprehensive approach.

1

ESTABLISHING CLEAR COMMUNICATION CHANNELS:
BDB provides multiple channels for customers to give feedback and raise concerns, such as customer service hotlines, email and online portals. This ensures that customers can easily communicate their issues and receive timely responses.

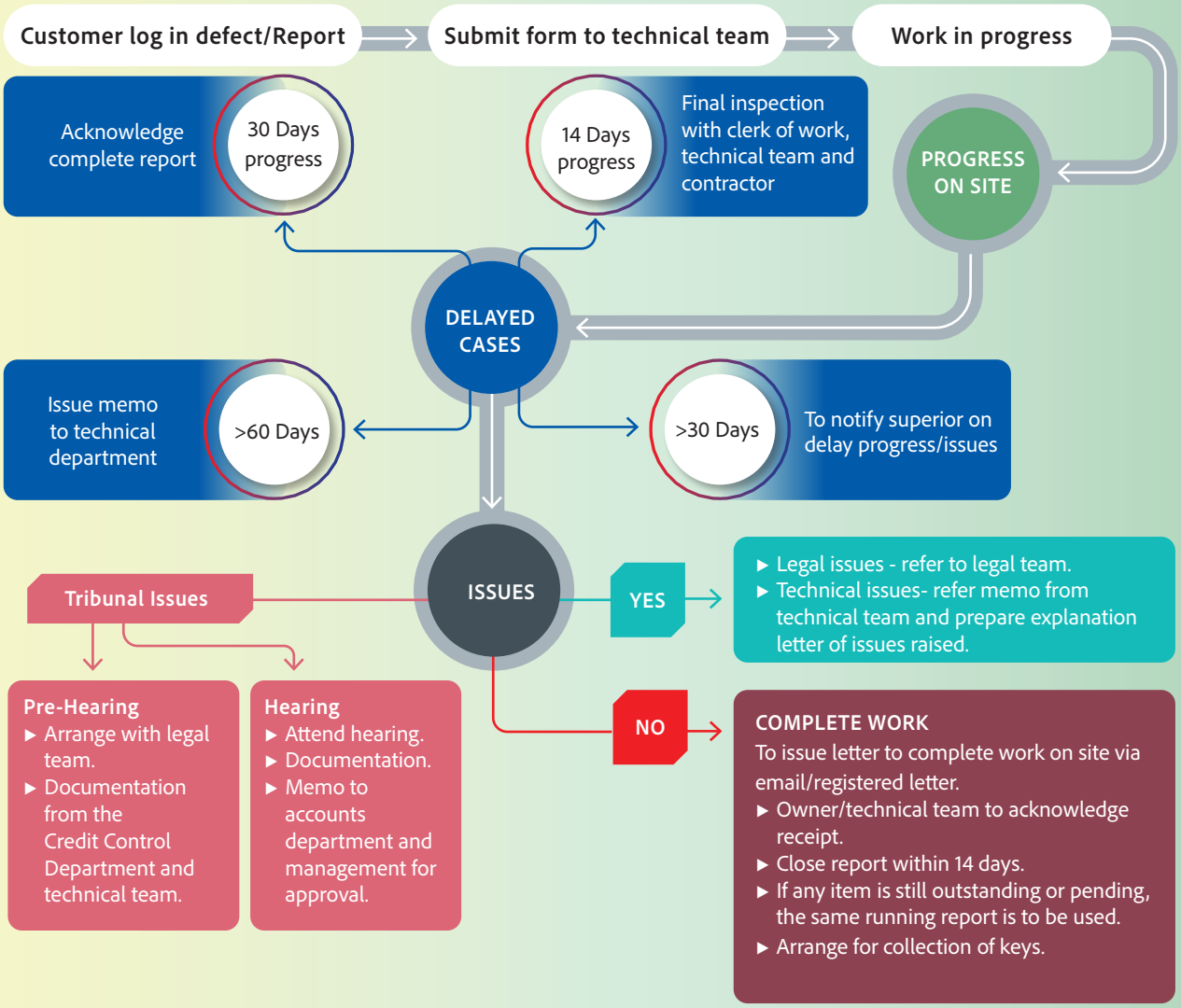
2

IMPLEMENTING ROBUST COMPLAINT HANDLING PROCEDURES:
BDB has well-defined processes to promptly and effectively address customer complaints. This includes assigning dedicated staff to handle customer inquiries, investigating issues thoroughly and resolving them promptly.

3

CONTINUOUS IMPROVEMENT INITIATIVES:
BDB regularly evaluates customer feedback and identifies areas for improvement in its products, services and processes. We aim to address recurring issues and enhance customer satisfaction by implementing continuous improvement initiatives.

DEFECT MANAGEMENT PROCESS FLOW (for Property Segment)



DEFECT SUMMARY REPORT (PROPERTY SEGMENT)

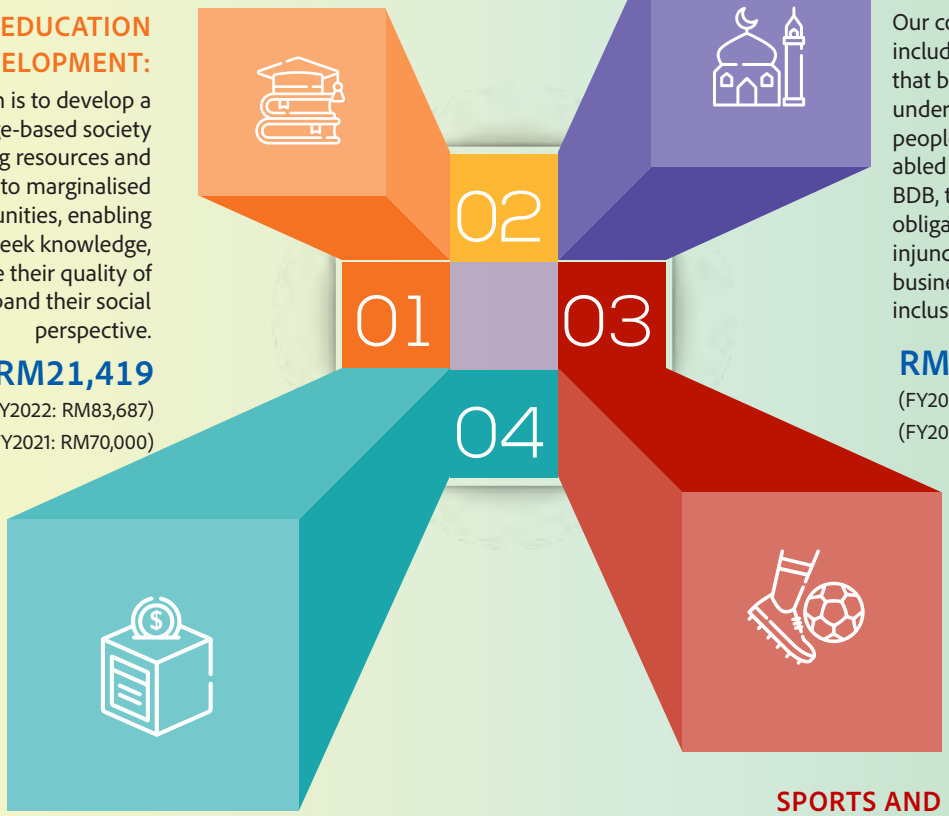
PROJECT		DEFECT LIABILITY PERIOD	TOTAL REPORTS RECEIVED	TOTAL REPORTS CLOSED
Bandar Darulaman, Jitra	(33 units)	21 Dec 2022 – 20 Dec 2024	67	67
Bandar Darulaman, Jitra	(42 units)	23 Nov 2023 – 22 Nov 2025	7	7
Bandar Darulaman, Jitra	(158 units)	10 May 2021 – 9 May 2023	60	60
Bandar Darulaman, Jitra	(72 units)		25	25
Bandar Darulaman, Jitra	(38 units)		18	18
Bandar Darulaman, Jitra	(28 units)		8	8
Bandar Darulaman, Jitra	(14 units)		8	8
Bandar Darulaman, Jitra	(5 units)		1	1
Darulaman Perdana, Sungai Petani	(72 units)	4 February 2021 – 3 February 2023	5	5
Bandar Sejahtera, Pokok Sena	(70 units)	13 September 2021 – 12 September 2023	33	33
		TOTAL	232	232

FOCUS AREA 4
ENGAGING EFFECTIVELY WITH STAKEHOLDERS

STAKEHOLDER ENGAGEMENT

	EXTERNAL STAKEHOLDERS	ENGAGEMENT CHANNELS	VALUE DELIVERY
Local Authorities, Municipalities and Regulators	■ Municipalities. ■ Regulators. ■ Ministries. ■ Certification Bodies.	■ Meetings and Discussions. ■ Compliance with Rules and Regulations. ■ Briefings and Training. ■ Periodic Visits and Inspections.	■ Governance and Regulatory Compliance. ■ Ethical Business Practices. ■ Health and Safety. ■ Social Management.
Shareholders and Investors	■ Shareholders. Potential Investors. ■ Potential Business Partners.	■ Annual General Meeting. ■ Bursa Malaysia Announcements. ■ Media Releases. ■ Meetings with Potential Investors. ■ Business Networking Sessions.	■ Growth in Company Performance.
Customers	■ ECQ's Customers. ■ Residential Property Buyers. ■ Commercial Property Buyers. ■ Land Buyers. ■ Leisure & Hospitality.	■ Meetings. Correspondences. Brochures. ■ Product and Services Briefings. ■ Media Releases. ■ Bursa Malaysia Announcements.	■ New Product and Services Development and Reliability. ■ Product and Service Quality. ■ Product Pricing and Credit Terms. ■ Value Creation.
Financiers and Financial Institutions	■ Financial Institutions.	■ Annual General Meetings. ■ Bursa Malaysia Announcements. ■ Meetings.	■ Safety and Regulatory Compliance. ■ Long-Term Viability of the Company.
Sub-contractors, Suppliers and Service Providers	■ Sub-Contractors. ■ Suppliers. ■ Service Providers.	■ Tenders. ■ Briefings and Meetings. ■ Compliance with Rules and Regulations.	■ Product and Service Quality Improvements. ■ Supply Chain Security and Sustainability.
Local Communities and Non-Governmental Organisations (NGOs)	■ Local Communities. ■ NGOs	■ Education, Entrepreneurship and Community Development Programmes. ■ Philanthropy.	■ Positively Impact on Environmental, Social and Health Concerns. ■ Job Opportunities. ■ Uplifting the underserved in the communities.
Industry Associations	■ Industry Associations.	■ The International Real Estate Federation (FIABCI). ■ Real Estate and Housing Developers' Association Malaysia (REHDA).	■ Strong Branding Visibility. Knowledge Sharing. ■ Industry Best Practices.
Media	■ Mainstream Media. Online Media Channels/Portals. ■ Social Media.	■ Business Analyst Briefings. ■ Press Releases. ■ Press Invites. ■ Press Conferences. ■ Interviews.	■ Brand Positioning, Image and Credibility. ■ Ethical Business Conduct and Regulatory Compliance. ■ Business Performance and Growth.

CSR FOUR CORE PILLARS



EDUCATION DEVELOPMENT:

Our aim is to develop a knowledge-based society by providing resources and capabilities to marginalised communities, enabling them to seek knowledge, enhance their quality of life and expand their social perspective.

RM21,419
(FY2022: RM83,687)
(FY2021: RM70,000)

RELIGIOUS PROGRAMMES:

Our community engagement includes religious programmes that bring together underprivileged individuals, people who are differently-abled and our employees. For BDB, this voluntary religious obligation is based on Shariah injunctions and aligns our business practices with social inclusion and upliftment.

RM23,990
(FY2022: RM197,210)
(FY2021: RM58,950)

STAKEHOLDER AND COMMUNITY RELATIONS:

We support and aid the underprivileged members of our society by organising donation drives, providing humanitarian relief, implementing environmental programmes and encouraging employee volunteerism.

RM297,093
(FY2022: RM196,300)
(FY2021: RM171,140)

SPORTS AND RECREATION:

We strive to encourage a healthy lifestyle among the vulnerable target group in our communities through sports and recreational activities.

RM53,500
(FY2022: RM248,675)
(FY2021: RM7,400)

TOTAL

RM396,001
FY2022: RM725,872
FY2021: RM307,490

CORPORATE SOCIAL RESPONSIBILITY (CSR) PROGRAMMES

FEBRUARY 2023

The Agihan Zakat Wakalah programme, a key pillar of our CSR initiatives under the Education Thrust, embodies our dedication to supporting the underserved in our community through a thoughtful and structured approach to charitable giving, as prescribed by Islamic teachings.

Zakat, one of the Five Pillars of Islam, is not just a form of charitable giving but a means of social welfare and a wealth redistribution system designed to ease the burden on the less fortunate. By purifying wealth through giving, Zakat helps to alleviate poverty and promote social equality.

Our programme represents a collaborative effort between BDB, primary and secondary educational institutions, and tertiary education bodies, ensuring our contributions reach those most in need. This partnership allows for a meticulous process of identifying eligible recipients according to Zakat guidelines, ensuring that our contributions are both meaningful and impactful.

Through this initiative, we extend our financial support and foster educational opportunities, recognising the transformative power of education in uplifting individuals and communities. By focusing on schools (both primary and secondary levels) and tertiary education (including colleges, TVET and universities), we can identify qualified recipients who can benefit most from our support, thereby investing in the future leaders of our community.

Sekolah Kebangsaan Seri Banai, Jitra

Sekolah Kebangsaan Dato' Shaari, Kubang Rotan

Sekolah Menengah Kebangsaan Baling, Baling

Sekolah Menengah Kebangsaan Langkawi, Pulau Tuba.

9 - 13 March 2023
SANTUNAN BUDI DARULAMAN YAYASAN FOOD BANK MALAYSIA PROGRAMME

BDB supported the Santunan Budi Darulaman Yayasan Food Bank Malaysia (YFBM) Programme, a five-day initiative that brought together volunteers from various corporations and non-governmental organisations (NGOs) for a noble cause. For this event, 1,000 residents across Baling, Sik and Langkawi in Kedah were beneficiaries of essential groceries and household items, significantly easing their daily burden.

The programme was launched by YAM Tengku Datin Paduka Setia Zatashah Sultan Sharafuddin Idris Shah, Advisor of YFBM, who ceremoniously flagged off the convoy. The convoy included personnel from the Malaysia Civil Defence Department (Angkatan Pertahanan Awam Malaysia - APM), Hulu Langat Division, alongside representatives from Sahabat Jariah Malaysia.

Together, they were responsible for the seamless transportation of supplies from Kajang, Selangor to the designated locations in Kedah. The event also received significant support and recognition from notable figures, including Encik Chee Yew Guan, Trustee of YFBM, and Prof. Dr. Mohammad Salmi Bin Sohod, Advisor of YFBM, whose presence underscored the importance of community engagement and support.

Adding to the programme's highlights, YS Kol (PA) Fazlishah Bin Muslim, Director of APM's Training Unit, presided over the CDERT APM Yayasan Food Bank Malaysia Award Ceremony. This ceremony was a proud moment as it involved the distribution of Certificates to APM personnel, acknowledging their dedication and contribution to the success of the food bank initiative.

Through its involvement in the YFBM Programme, BDB not only reinforced its commitment to social responsibility, but also played a crucial role in bringing communities together to support those in need, exemplifying the power of collective action in making a meaningful difference.

YFBM | Kuala Ketil, Kedah

FOCUS AREA 4
ENGAGING EFFECTIVELY WITH STAKEHOLDERS

As part of the Humanitarian Aid Mission in the programme, food stuff and supplies were handed over to officials of Masjid Kampung Badang, Karangan, Baling and Surau Kampung Ulu Seputeh in Baling, Kedah.

Masjid At-Taufiq Kampung Telaga Batu, Sik, Kedah

11 March 2023

Personnel from APM Hulu Langat and representatives from Sahabat Jariah Malaysia distributed food packages to 150 recipients at Pekan Rabu Kuala Pegang in Baling, Kedah.

Encik Johan Halid, Chief Executive Officer of YFBM, led the contingent to distribute aid to 55 residents at Kem Terap Kampung Asam Jawa in Baling, Kedah.

Kampung Teluk Bujur, Pulau Tuba.

12 March 2023

In a memorable gathering at Masjid An Nawawi Bohor Merah, Encik Johan Halid, the Chief Executive Officer of YFBM, along with Encik Roshidi Puteh from Sahabat Jariah Malaysia, personally met with 100 beneficiaries. This personal engagement underscored the direct impact of their collaborative efforts. The distribution effort at this location was further supported by the participation of the APM Langkawi Unit, illustrating a unified approach to community support.

BDB's commitment to the cause was represented by Encik Aswat Abu Bakar, Head of Sustainability and Puan Umi Kelsum Saidin. Their presence reinforced BDB's dedication to sustainable community development and support.

The initiative extended its reach beyond Masjid An Nawawi Bohor Merah, touching lives across several locations. These included Balai Raya Kampung Ewa and the mosques of Masjid Lubuk Cempedak and Masjid Al Falah Bagan Nyior, as well as the communities within Kampung Teluk Berembang and Kampung Teluk Bujur on Pulau Tuba. This expansive distribution network ensured that aid reached the heart of the community, showcasing the programme's comprehensive approach to providing assistance where it was most needed.

FOCUS AREA 4
ENGAGING EFFECTIVELY WITH STAKEHOLDERS

MARCH & APRIL 2023

In a heartfelt display of community spirit and CSR, employees from BDB took an active role in the Penyampaian Sumbangan Bubur Lambuk event, marking the holy month of Ramadan. This initiative saw BDB committing a generous RM9,000 to preparing and distributing *bubur lambuk*, a traditional savoury porridge emblematic of unity and generosity during Ramadan. This act of kindness touched 1,500 recipients across 30 locations throughout the fasting month.

Surau Taman Suria, Jitra

Originating from a practice deeply rooted in Malaysian culture, the distribution of this savoury porridge during Ramadan fosters a sense of belonging and community spirit. It is a time-honoured tradition that brings people together, breaking down barriers and promoting goodwill among diverse groups. It exemplifies CSR that goes beyond mere contributions, embracing and celebrating the cultural heritage and communal practices that define and unite us.

26 MARCH 2023

In the spirit of the holy month of Ramadan, BDB's commitment to community support was vividly showcased through a series of heartwarming acts of generosity. Encik Zawawi Wahab, Head of the Property Development segment at BDB, handed over groceries and financial assistance to 200 grateful recipients across two locations: Surau Darul Hanna in Kampung Tanjung Kapur and Surau An Nur Taman Mahsuri Fasa 2A in Jitra, Kedah.

This act of giving was mirrored by Encik Fadzli Mat Isa, Site Supervisor of BDB Synergy, who extended the warmth of BDB's philanthropy to the communities surrounding Masjid Nurul Iman in Pendang and Surau Al-Falah Pekan in Ayer Hitam.

These initiatives, timed to coincide with the reflective and benevolent season of Ramadan, highlighted BDB's deep-rooted commitment to fostering a sense of unity and support within the community, demonstrating that the Group goes beyond mere business operations to touch the lives of individuals in a meaningful way.

STATEMENT OF ASSURANCE

To the Shareholders and Stakeholders of Bina Darulaman Berhad,

I, Mohamad Ibrahim Bin Ghazali, in my capacity as the Audit Committee Chairman of Bina Darulaman Berhad, hereby provide this Statement of Assurance to confirm that the selected aspects of this Sustainability Report have been subjected to an internal review by the internal audit function of our company.

Our commitment to transparency and accountability is central to our corporate values, and we recognise the significance of accurate and reliable sustainability reporting. As part of our efforts to ensure the integrity of our 2023 Annual Report, we have conducted an internal review of the Sustainability Report included therein.

The internal review process of the Sustainability Report comprised the following key steps:

1. SCOPE DEFINITION

We acknowledge the 11 sustainability indicators by Bursa Malaysia. However, our review is limited to the following areas only:

a) Energy Management
b) Health and Safety
c) Water
d) Waste Management
e) Emissions Management

2. DATA COLLECTION AND VERIFICATION

We collected data relevant to our sustainability performance, which was subsequently subjected to thorough validation and verification processes to ensure accuracy and reliability.

3. ALIGNMENT WITH REPORTING STANDARDS

The selected aspects under review in the Sustainability Report align with recognised sustainability reporting frameworks and standards, such as the Bursa Malaysia Main Market Listing Requirements (MMLR), Bursa Malaysia Sustainability Reporting Guidelines (3rd Edition), FTSE4Good Bursa Malaysia Index (F4GBM) criteria, the Global Reporting Initiative (GRI) Standards and United Nations Sustainability Development Goals (UNSDGs).

4. REVIEW AND VERIFICATION

Our Internal Audit team, consisting of experienced professionals, conducted a comprehensive review and verification of the Sustainability Report to confirm its adherence to our sustainability objectives and the accuracy of the reported data.

5. THE MANAGEMENT'S RESPONSIBILITY

The Management of the Company was responsible for:

- The preparation of the information in accordance with the criteria detailed in the standards and guidelines; and
- Designing, implementing and maintaining internal control over information relevant to the preparation of the information that is free from material misstatement, whether due to fraud or error.

6. PUBLICATION AND ACCESSIBILITY

The final version of the Sustainability Report, after internal review and confirmation, was included in our 2023 Annual Report and made accessible to all stakeholders, including shareholders, investors, customers and the public, through various communication channels.

I hereby certify that the Sustainability Report published within our 2023 Annual Report has been reviewed by our Internal Audit Department, ensuring adherence to the standards of transparency, accuracy and compliance with reporting regulations.

Sincerely,

MOHAMAD IBRAHIM BIN GHAZALI
Audit Committee Chairman
BINA DARULAMAN BERHAD
23 March 2024

TRANSPARENCY

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CORPORATE GOVERNANCE OVERVIEW STATEMENT

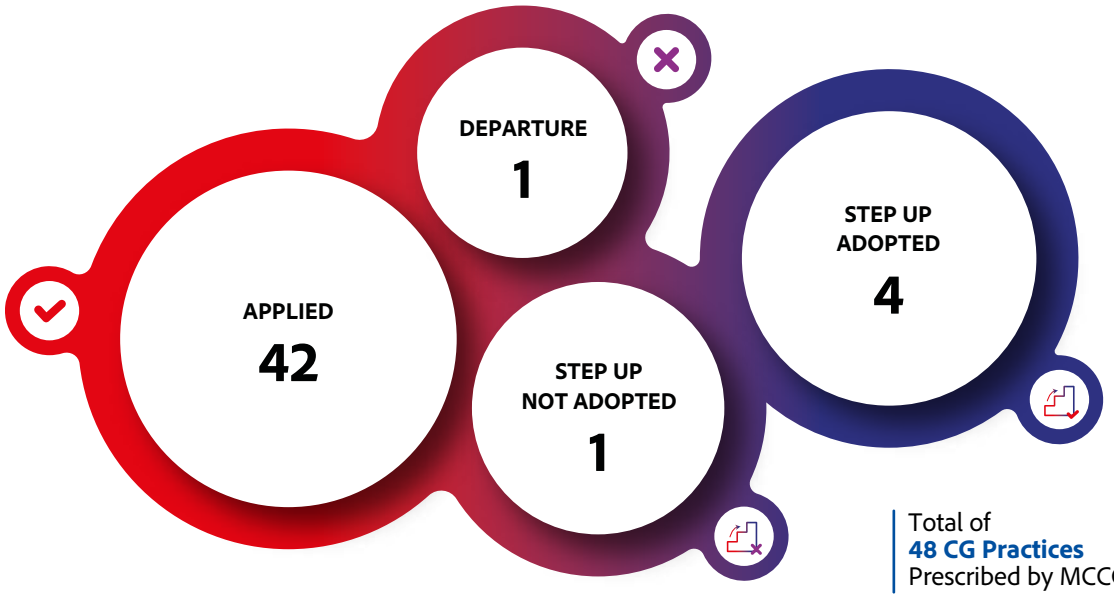
The Board of Directors at Bina Darulaman Berhad (BDB) is fully committed to upholding the highest standards of corporate governance, in line with the guidelines set out in the Malaysian Code on Corporate Governance 2021 (MCCG 2021). Despite facing challenges during the financial year ended 31 December 2023, BDB and its subsidiaries have consistently adhered to the best corporate practices, and continuously evaluate their governance procedures for further improvement. The corporate governance structure of the Group is a crucial aspect of the Board's responsibility to protect and enhance long-term shareholder value, and the financial performance of the Group, while also considering the interests of all stakeholders.

The Board has shared its Corporate Governance Overview Statement in compliance with the Main Market Listing Requirements (MMLR) of Bursa Malaysia Securities Berhad. This statement outlines how the Group has applied its corporate governance framework, specifically the principles and practices outlined by the MCCG 2021, during the financial year that ended on 31 December 2023. It is important to note that this overview statement should be read in conjunction with the Corporate Governance Report 2023, which is available on the Company's website at https://www.bdb.com.my/investor-centre/. The Board is committed to upholding good corporate governance practices.

At present, the Group is classified as a "Non-Large Company" according to the MCCG 2021 guidelines. However, the Board and management are making their best efforts to implement the recommended Practices of MCCG 2021 and have even adopted some of the Step-Up Practices.

The image below displays the number of practices that our Company has adopted in FY2023 out of the 48 Prescribed Practices outlined in the MCCG 2021. You can find more detailed information about this in our CG Report 2023, which is available on our website at https://www.bdb.com.my/investor-centre/. Additionally, you can also check our announcement on the Bursa Securities website at https:// www.bursamalaysia.com.

Summary Statistic Bina Darulaman Berhad for FY2023



BDB has implemented 42 out of the 48 recommended practices and adopted 4 additional practices. During FY2023, the Group deviated from 1 recommended practice and is currently pursuing another.

The one practice that BDB continues to pursue despite facing challenges is:

(1) Practice 12.2 - Large companies are encouraged to adopt integrated reporting based on a globally recognised framework.

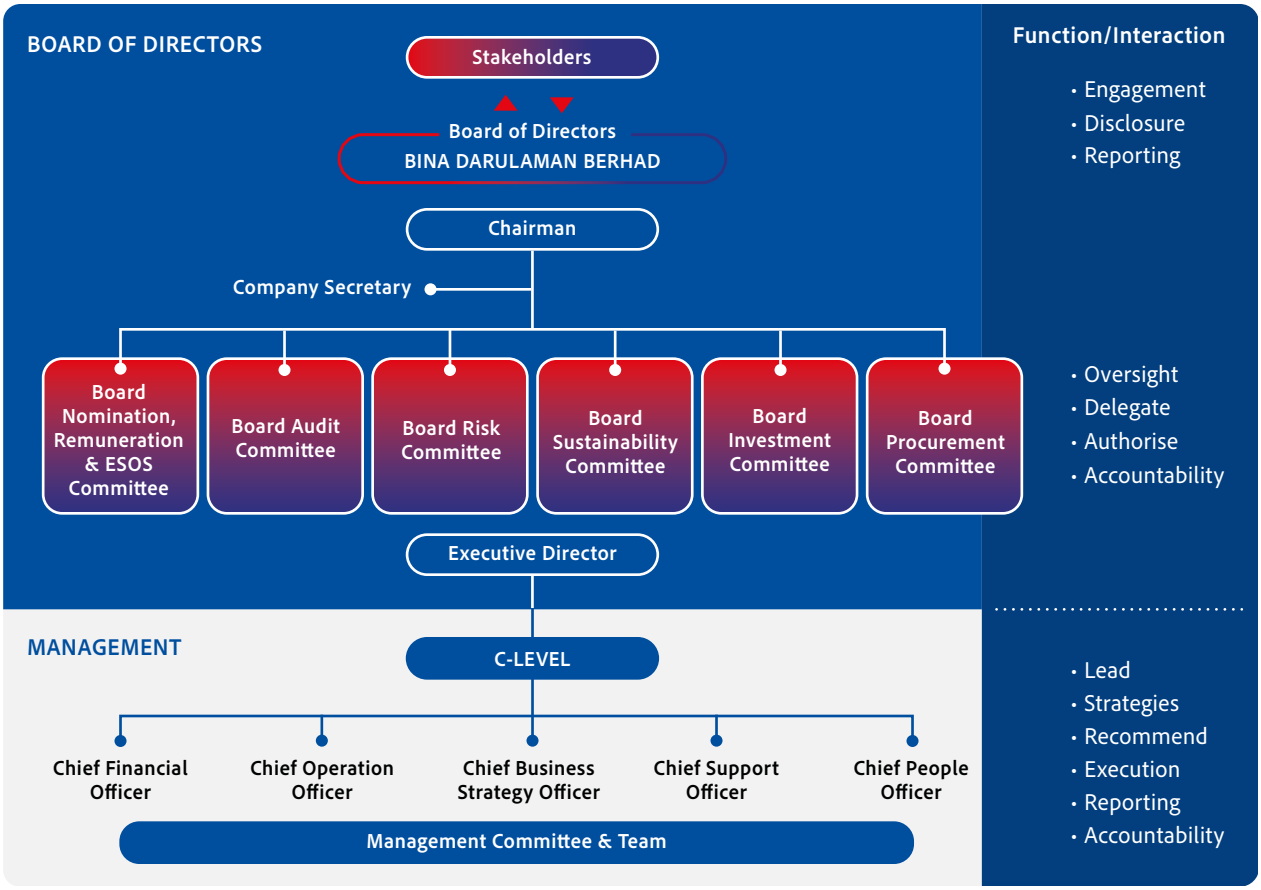
The one step-up practice that BDB is still pursuing, despite being a small company, is as follows:

(1) Practice 8.3 - Companies are encouraged to fully disclose the detailed remuneration of each member of senior management on a named basis.

CORPORATE GOVERNANCE FRAMEWORK

The Board periodically reviews BDB's CG structure with improvisation and revisions adjusted wherever and whenever appropriate to facilitate a two-way interaction among the Board, the Chairman, the Board Committees and the C-Level Management.

BDB's CG Structure



As guided by the MCCG 2021, BDB embraces amongst others, the following 3 Key Principles:

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

1.0 BOARD'S ROLES AND RESPONSIBILITIES

The primary responsibility of the Board is to promote the best interests of the Company and enhance the values of the shareholders and stakeholders. To achieve this goal, the Board oversees and evaluates the Group's strategies, policies and performance to ensure delivery of these values.

The Board has several principal responsibilities, including but not limited to the following:

- Reviewing and adopting strategic plans and goals of the Company, and ensuring that they support long-term value creation and include economic, environment and social factors that underpin sustainability;
- Establishing policies for strengthen the performance of the Company and ensuring that Management is pro-actively seeking to build the Business through innovation, initiative, technology, new products and the development of its business capital;
- Identifying principal risks and setting the risk appetite within which the Board expects the Management to operate and ensuring the implementation of appropriate systems to manage the significant financial and non-financial risks and ensuring there is a sound framework for internal controls and risk management;
- Reviewing the adequacy and the integrity of the Company's internal control systems and management information systems, including systems for compliance with applicable laws, regulations, rules, directives and guidelines;
- Ensuring the Company's financial stability and ability to fulfill its debts and other obligations as they become due by taking necessary step to protect its financial position;
- Ensuring that the Company's financial statements are true and fair and conform with any applicable laws and/or regulations; and
- Ensuring that the Company adheres to high standards of ethics and corporate behaviours.

In order to ensure effective functioning and responsibilities, the Board established Committees where specific powers are delegated. The Executive Director provides guidance and assistance to the Committees.

The C-Level Management will provide updates to the Directors during each Board Committee Meeting and Board Meeting, as where and when necessary. This is being done to keep the Board well-informed about the Group's operations, challenges, and plans, and to enable them to discuss and advise the Management on short-term and long-term business strategies. The efficient and effective deployment of resources towards achieving objectives will also be discussed. The Board will base its decisions on the Company's values, principles, and ethos.

To assist the Board in discharging its responsibilities, certain duties and responsibilities have been delegated to six (6) Board Committees. These Committees have clearly defined terms of reference (TOR).

i. Board Nomination, Remuneration & ESOS Committee (BNREC)
ii. Board Audit Committee (BAC)
iii. Board Risk Committee (BRC)
iv. Board Sustainability Committee (BSC)
v. Board Investment Committee (BIC)
vi. Board Procurement Committee (BPC)

Board Nomination, Remuneration & ESOS Committee (BNREC)

The members of the BNREC are as follows:

No.	Name	Directorial Status
1	**Dato' Zakiah Binti Kassim** *(Appointed on 06.12.2021)*	Chairman/Senior Independent Director
2	**Dato' Wira Haji Isahak Bin Murat** *(Appointed on 14.12.2023)*	Member/Non-Independent Non-Executive Director
3	**Puan Nawal Binti Hanafiah** *(Appointed on 26.09.2022)*	Member/Independent Non-Executive Director
4	**Dato' Haji Syed Yussof Bin Syed Othman** *(Appointed on 05.04.2021)* *(Retired on 01.10.2023)*	Member/Non-Independent Non-Executive Director

The BNREC duties are as follows and the TOR is available on the Company's website at https://www.bdb.com.my/bdbpolicies/.

a) Identify and nominate for the approval of the Board, candidates to fill Board vacancies as and when they arise.

b) Evaluate the balance of skills, knowledge and experience on the Board, and in the light of this evaluation, prepare a description of the role and capabilities required for a particular appointment of Director.

c) Review the time required from a Non-Executive Director. The performance evaluation should be used to assess whether the Non-Executive Director is spending enough time to fulfil their duties.

d) Consider candidates from a wide range of backgrounds and look beyond the "usual suspects".

The role of the BNREC is as follows:

a) To oversee the selection and assessment of Directors and to ensure that the Board Composition meets the requirements of MMLR and Companies Act 2016.

b) To recommend and approve, as the case may be based on the TOR, the appointment of Key Management of the Group.

c) Regularly review the structure, size and composition (including the skills, knowledge, and experience) of the Board and make recommendations to the Board with regard to any changes.

d) Reviewed and recommended renewal of fixed terms contract for C-Level Management.

Board Investment Committee (BIC)

The primary duty of the BIC is to review, monitor and advise the Board on significant matters that concern potential investments and divestments of the Group. They oversee the Company's assessment of potential investments and portfolio companies on behalf of the Board and report the results and recommendations of their activities to the Board.

The members of the BIC are as follows:

No.	Name	Directorial Status
1	**Dato' Wira Haji Isahak Bin Murat** *(Appointed on 14.12.2023)* *(Re-designated as Chairman on 21.03.2024)*	Chairman/Non-Independent Non-Executive Director
2	**YM Raja Shahreen Bin Raja Othman** *(Appointed on 29.03.2023)*	Member/Executive Director
3	**Dato' Haji Syed Yussof Bin Syed Othman** *(Appointed on 01.01.2023)* *(Retired w.e.f. 01.10.2023)*	Member/Non-Independent Non-Executive Director
4	**Tuan Sr. Haji Che Had Bin Dhali** *(Appointed on 01.01.2023)* *(Resigned w.e.f. 29.03.2023)*	Chairman/Non-Independent Non-Executive Director
5	**Tuan Mohamad Ibrahim Bin Ghazali** *(Appointed on 01.01.2023)* *(Resigned w.e.f. 29.03.2023)*	Member/Independent Non-Executive Director
6	**Tuan Haji Muhamad Sobri Bin Osman** *(Appointed on 01.01.2023)* *(Re-designated as Chairman on 29.03.2023)* *(Resigned w.e.f. 19.11.2023)*	Member/Non-Independent Non-Executive Director
7	**YB Ts. Dr. Mohd Suffian Bin Yusoff** *(Appointed on 01.01.2023)* *(Resigned w.e.f. 29.03.2023)*	Member/Independent Non-Executive Director

Board Procurement Committee (BPC)

The main responsibility of the BPC is to assess and designate sub-contractors who fall under the Delegated Authority Limit (DAL). Additionally, the Committee reviews and approve procurement policies. The BPC operates within a clearly defined scope of responsibility and has been authorized by the Board to handle and deliberate on matters that fall within their scope.

The members of the BPC are as follows:

No.	Name	Directorial Status
1	**YB Ts. Dr. Mohd Suffian Bin Yusoff** *(Appointed on 21.08.2022)* *(Re-designated as Chairman on 29.03.2023)*	Chairman/Independent Non-Executive Director
2	**Dato' Zakiah Binti Kassim** *(Appointed on 01.10.2020)*	Member/Senior Independent Director
3	**Tuan Haji Muhamad Sobri Bin Osman** *(Appointed on 01.10.2020)* *(Re-designated as Chairman on 16.06.2022)* *(Re-designated as Member on 29.03.2023)* *(Resigned on 19.11.2023)*	Member/Non-Independent Non-Executive Director

The Chairman of each Board Committee shall provide the Board with a report outlining the key issues discussed and outcomes of each Committee meeting.

1.1 KEY RESPONSIBILITIES OF THE BOARD CHAIRMAN

The Board of Directors appoints a Chairman whose responsibility is to ensure good corporate governance practices, leadership, and efficiency within the Board. Tuan Sr. Haji Che Had Bin Dhali is currently the Chairman of the Board, and therefore holds a leadership position within the Board.

The key responsibilities of the Chairman include but are not limited to the following:

- Providing leadership for the Board so that the Board can perform its responsibilities effectively;
- Through BDB's Board Committees and BDB Management, sets the Board agenda and ensures that Board members receive complete and accurate information in a timely manner;
- Leading Board meetings and discussions;
- Encouraging active participation and allowing dissenting views to be freely expressed;
- Managing the interface between Board and Management;
- Ensuring appropriate steps are taken to provide effective communication with stakeholders and that their views are communicated to the Board; and
- Leading the Board in establishing and monitoring good corporate governance practices in the Company.

1.2 SENIOR INDEPENDENT DIRECTOR (SID)

- Leads confidentiality discussions with Non-Executive Directors (NEDs) in any concerns which may not have been considered by the Board as a whole.
- Provides alternative channel of communication for shareholders and other stakeholders to convey their concerns and issues.
- Promote high standards of Corporate Governance and ensure that the Company's obligations to shareholders are understood and complied with.

Dato' Zakiah Binti Kassim has been serving as the SID since 6 December 2021, and has been playing an important role in maintaining governance and integrity. She also acts as a mediator for other directors when needed and provides valuable advice to the Chairman.

1.3 THE SEPARATION OF THE POSITIONS OF THE BOARD CHAIRMAN, THE BOARD COMMITTEE CHAIRMAN AND THE EXECUTIVE DIRECTOR

The Board of BDB follows a unitary structure in which the Chairman, Board Committee Chairman, and Executive Director have distinct and defined roles. The Chairman leads the Board in overseeing Management but is not involved in day-to-day operations of the Group.

Meanwhile, the Executive Director's roles and functions are guided by fixed-term contracts and the Board Charter, which clearly outlines the Chairman and Executive Director's roles in BDB's organisational and management structure.

1.4 COMPANY SECRETARY

The Company has a dedicated in-house Company Secretarial department led by Khairulmuna Binti Abd Ghani, a qualified and competent Company Secretary. Khairulmuna is a qualified Secretary under Section 235(2)(a) of the Companies Act 2016, registered with the Companies Commission of Malaysia, and an affiliate member of the Malaysian Association of the Institute of Chartered Secretaries and Administrators (MAICSA). She is ably assisted by a team of four (4) members.

All Directors are entitled to receive unrestricted access to advice and reports from the Company Secretary regarding Board policies and procedures, the Group's compliance with applicable rules and regulations, and corporate governance practices.

1.5 BOARD MEETINGS

The Board of the Company holds meetings at least every quarter, and as necessary, to review and approve various important matters such as quarterly financial results, statutory financial statements, the annual report, and business ventures. They also review the performance of the Company and its operating subsidiaries, governance matters, and business development matters.

At the fourth quarter Board meeting, the Company Secretary distributes a Board Meeting Planner to all the Directors and Management, which includes all scheduled meetings for the financial year. This is to help the Directors schedule and manage their time commitments.

The Directors must disclose to the Board before accepting directorships in other listed companies or groups.

It is expected that all Directors make themselves available to attend to any matters arising that require their attention individually or collectively. The attendance record of the Directors at Board and Committee meetings in respect of FY2023 is set out below:

Name of Directors	BOD	BAC	BNREC	BRC	BPC	BIC	BSC
Tuan Sr. Haji Che Had Bin Dhali *(Non-Independent Non-Executive Chairman)*	10/10	n/a	n/a	n/a	n/a	1/3	n/a
Dato' Zakiah Binti Kassim *(Senior Independent Non-Executive Director)*	10/10	6/6	4/4	n/a	1/1	n/a	n/a
YM Raja Shahreen Bin Raja Othman *(Executive Director)*	10/10	n/a	n/a	n/a	n/a	2/3	n/a
Mohamad Ibrahim Bin Ghazali *(Independent Non-Executive Director)*	10/10	6/6	n/a	5/5	n/a	1/3	4/4
YB Ir. Ts. Khairil Nizam Bin Khirudin *(Independent Non-Executive Director)*	9/10	6/6	n/a	5/5	n/a	1/3*	1/4
Dato' Haji Syed Yussof Bin Syed Othman *(Non-Independent Non-Executive Director) (Retired w.e.f. 01.10.2023)*	4/7	n/a	3/4	n/a	n/a	2/3	n/a
Haji Muhamad Sobri Bin Osman *(Non-Independent Non-Executive Director) (Resigned w.e.f. 19.11.2023)*	6/7	n/a	n/a	1/5	1/1	3/3	1/4
YB Ts. Dr. Mohd Suffian Bin Yusoff *(Independent Non-Executive Director)*	10/10	n/a	n/a	n/a	1/1	1/3	4/4
Puan Nawal Binti Hanafiah *(Independent Non-Executive Director)*	10/10	n/a	4/4	n/a	n/a	n/a	4/4
Dato' Wira Haji Isahak Bin Murat *(Non-Independent Non-Executive Director) (Appointment w.e.f. 01.10.2023)*	2/3	n/a	n/a	n/a	n/a	n/a	n/a

** by invitation*

1.6 TIME COMMITMENT

The Directors appointed should be able to devote the required time to serve the Board effectively.

The Company has established the Directors Fit and Proper Policy (DFP) with specific reference about "Time and Commitment" as mentioned in Item 2.1.3.

In FY2023, all the Directors attended more than 50% of the Board Meetings held, which is the minimum requirement stipulated under Paragraph 15.05 of the MMLR.

1.7 COMMITMENT TO TIMELY CIRCULATION OF MEETING MATERIALS

The Board and Management are aware of the significance of providing comprehensive and timely information to the Directors. This will enable them to make informed decisions and fulfill their duties and responsibilities. The Board Meeting notices and agendas are shared with the Board members and Board Committee at least five (5) days prior to the meetings. This allows the Directors to plan ahead and maximize their participation, except for urgent Special Board Meetings that may be called at short notice.

The overall calendar of meetings of the Board and Board Committees held in FY2023 is provided below:

No	Months	January		February		March		April		May		June		July		August		September		October		November		December	
	Tyeps of Meetings	Full	Special	Full	Special	Full	Special	Full	Special	Full	Special	Full	Special	Full	Special	Full	Special	Full	Special	Full	Special	Full	Special	Full	Special
1	Board	*	n/a	#	n/a	#	n/a	-	-	#	n/a	n/a	*	-	-	#	n/a	n/a	*	#	n/a	#	n/a	n/a	*
2	BAC	-	-	#	n/a	#	n/a	-	-	#	n/a	-	-	-	-	#	n/a	-	-	-	-	#	*	-	-
3	BNREC	-	-	#	n/a	#	n/a	-	-	-	-	-	-	-	-	#	n/a	-	-	-	-	-	-	#	n/a
4	BRC	-	-	#	n/a	n/a	*	-	-	n/a	*	-	-	-	-	#	n/a	-	-	-	-	#	n/a	-	-
5	BPC	-	-	-	-	-	-	-	-	-	-	-	-	-	-	#	n/a	-	-	-	-	-	-	-	-
6	BIC	#	n/a	-	-	-	-	-	-	-	-	-	-	-	-	-	-	#	n/a	#	n/a	-	-	-	-
7	BSC	#	n/a	-	-	-	-	-	-	#	n/a	-	-	-	-	-	-	-	-	#	n/a	-	-	#	n/a

Abbreviations/Symbol

1	Board	:	Board of Directors' Meeting	8	#	:	Full Meeting
2	BAC	:	Board Audit Committee Meeting	9	*	:	Special Meeting
3	BNREC	:	Board Nomination, Remuneration & ESOS Committee Meeting	10	n/a	:	Non-applicable
4	BRC	:	Board Risk Committee Meeting	11	-	:	No Meeting
5	BPC	:	Board Procurement Committee Meeting				
6	BIC	:	Board Investment Committee Meeting				
7	BSC	:	Board Sustainability Committee Meeting				

Total number of Meetings FY2023:

No	Type of Meetings	2022 Total Number of Meetings	Terms of Reference (TOR) for each Meeting	Complied with TOR
1	Board	10 times	6 times in each Financial Year	√
2	BAC	6 times	4 times a Year	√
3	BNREC	4 times	At least Twice a Year	√
4	BRC	4 times	At least Quarterly	√
5	BPC	1 times	Will be held once necessary	√
6	BIC	3 times	When the need arise	√
7	BSC	4 times	4 times a Year or Quarterly basis	√

1.8 REMUNERATION OF DIRECTORS OF THE COMPANY FOR FY2023 IS AS FOLLOWS:

The details of the disclosure of remuneration of Directors on a named basis are disclosed in the Corporate Governance Report (CG Report) which is available on the Company's website at https://www.bdb.com.my/corporate-governance/.

Key Senior Management's Remuneration

The Board understands the significance of being transparent in revealing the salaries of its top-level management. The compensation of Key Senior Management has been disclosed in increments of RM50,000, and the names of those whose remuneration falls within the necessary disclosure range are listed below, including FY2023.

Range of Remuneration (RM)	Key Senior Management							
	Chief Operating Officer	Chief Financial Officer	Chief Support Officer	Chief Business Strategy Officer	Chief People Officer	Company Secretary	Head of ECQ Division	Head of Property Division
150,000 & below	-	-	-	-	√	-	-	-
150,001 – 200,000	-	-	-	√	-	-	-	-
200,001 – 250,000	-	√	√	-	-	√	-	√
250,001 – 300,000	√	-	-	-	-	-	√	-
400,001 – 450,000	-	-	-	-	-	-	-	-
500,000 – 550,000	-	-	-	-	-	-	-	-
700,000 – 750,000	-	-	-	-	-	-	-	-
1,500,000 – 1,600,000	-	-	-	-	-	-	-	-

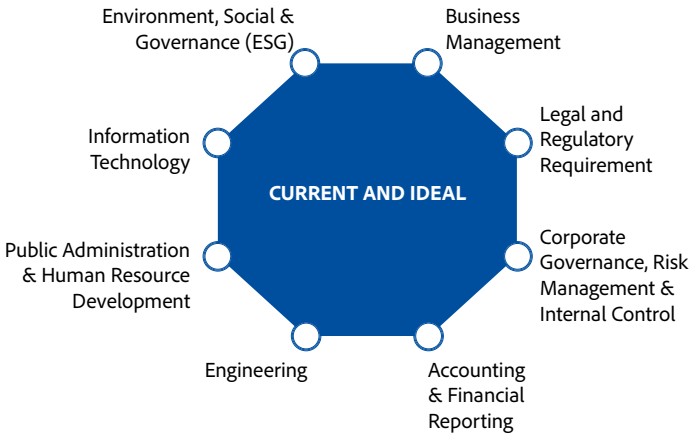
Notes:
COO=Mohd Sobri Bin Hussein, CFO=Mohd Nasir Bin Ismail, CSO=Abdul Shukor Bin Abdul Rahman, CBSO=Mohd Hudzaifah Bin Mohamad Sam, CPO=Mohd Taufik Bin Abdullah, Company Secretary=Khairulmuna Binti Abd Ghani, Head of ECQ Division=Tahir Bin Md Zin, Head of Property=Zawawi Bin Wahab

1.9 BOARD SKILLS AND EXPERTISE

The BNREC supports the Board in evaluating and ensuring that the Directors have the appropriate blend of skills, expertise, experience, and other qualities needed to manage the Company's business in line with its Strategic Business direction and Dreamboard. The BNREC supports the Board in evaluating and ensuring that the Directors have the appropriate blend of skills, expertise, experience, and other qualities needed to manage the Company's business in line with its Strategic Business direction and Dreamboard.

1.9 BOARD SKILLS AND EXPERTISE (Continued)

The following is the current Board skills matrix of the Company:

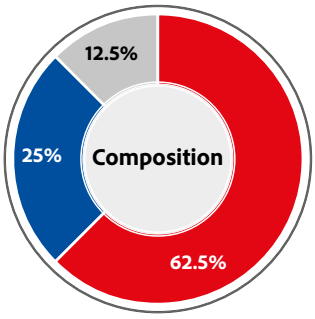


1. **Tuan Sr. Hj Che Had Bin Dhali**
   - Land Surveyor/Property Management
2. **Dato' Zakiah Binti Kassim**
   - Judiciary & Legal
3. **Dato' Wira Haji Isahak Bin Murat**
   - Financial/Public Administration
4. **YM Raja Shahreen Bin Raja Othman**
   - Chartered Accountant
5. **Tuan Mohamad Ibrahim Bin Ghazali**
   - Chartered Accountant & External Auditor
6. **YB Ir. Ts. Khairil Nizam Bin Khirudin**
   - Engineering/Technologies
7. **YB Ts. Dr. Mohd Suffian Bin Yusoff**
   - Environmental Engineering/Technologies.
8. **Puan Nawal Binti Hanafiah**
   - Human Resource Development & Sustainability Expert.

Expert Knowledge	Industry Knowledge
Academic qualifications in Law, Business Management, Finance and Economics, or professional experience as an Accountant or Lawyer.	Industry involvement through previous held positions such as: • Property expertise • Digital Technology • Professional Services • Financial Services/Banking

The following table illustrates the composition of the Company's Board.

- Independent Non-Executive Director
- Non-Independent Non-Executive Director
- Executive Director

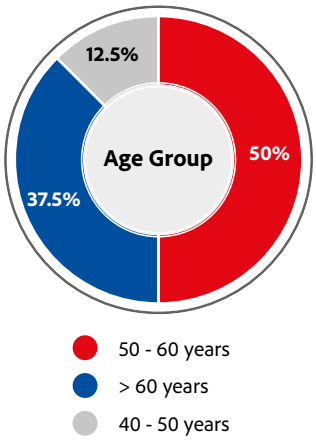


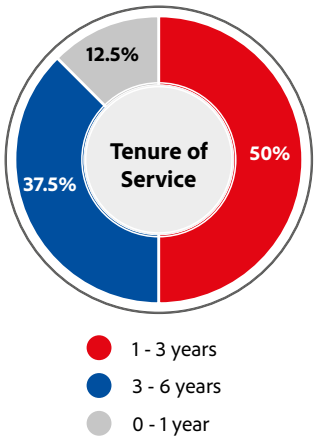
- Tuan Sr. Haji Che Had Bin Dhali
- Dato' Zakiah Binti Kassim
- YM Raja Shahreen Bin Raja Othman
- Dato' Wira Haji Isahak Bin Murat
- Tuan Mohamad Ibrahim Bin Ghazali
- YB Ir. Ts. Khairil Nizam Bin Khirudin
- YB Ts. Dr. Mohd Suffian Bin Yusoff
- Puan Nawal Binti Hanafiah

1.9 BOARD SKILLS AND EXPERTISE (Continued)

Based on the composition of the Board mentioned above, the gender diversity represents 75% male and 25% female.

The age gap analysis and tenure of services for the Board Members are as follows:





1.10 DIRECTORS' TRAINING

The directors of the Company have successfully attended the Mandatory Accreditation Programme (MAP) as required by the MMLR. Although there was no formal assessment of their training needs, they were encouraged to participate in relevant training programs, seminars, workshops, and briefings to enhance their skills and knowledge of the latest statutory and regulatory requirements. This will enable them to stay up-to-date with current business developments and perform their duties as directors more effectively.

Below is a summary of the attendance of the directors at training programs, seminars, workshops, and briefings:

No.	Training Details	Date & Method	Participants
1	Site Visit Project & Property in Langkawi (The LAB, Kuala Temoyong Land, The Sanctuary & Gemi Puncak Quarry)	16 - 17 January 2023 (Physical)	• Tuan Sr. Haji Che Had Bin Dhali • Dato' Zakiah Binti Kassim • Tuan Mohamad Ibrahim Bin Ghazali • YB Ir. Ts. Khairil Nizam Bin Khirudin • Tuan Haji Muhamad Sobri Bin Osman • Professor Dr. Mohd Suffian Bin Yusoff • Puan Nawal Binti Hanafiah
2	DCF Method of Valuation for Practitioners in Malaysia	7 June 2023 (Virtual)	Tuan Sr. Haji Che Had Bin Dhali
3	Bridging The Gap: Metaverse, Board of Directors, Net Zero & NFT	2 August 2023 (Virtual)	Puan Nawal Binti Hanafiah
4	Conflict of Interest and Governance of Conflict of Interest	15 August 2023 (Virtual)	YM Raja Shahreen Bin Raja Othman

1.10 DIRECTORS' TRAINING (continued)

No.	Training Details	Date & Method	Participants
5	Board Away & Onboarding Session	4 – 7 September 2023 (Physical)	• Tuan Sr. Haji Che Had Bin Dhali • Dato' Zakiah Binti Kassim • YM Raja Shahreen Bin Raja Othman • Tuan Mohamad Ibrahim Bin Ghazali • YB Ir. Ts. Khairil Nizam Bin Khirudin • YB Ts. Dr. Mohd Suffian Bin Yusoff • Puan Nawal Binti Hanafiah
6	Advocacy Session for Directors and CEOs of Main Market Listed Issuer	19 September 2023 (Virtual)	Tuan Mohamad Ibrahim Bin Ghazali
7	25th Asean Valuer Association (AVA) Congress 2023	18 – 20 September 2023 (Physical)	Tuan Sr. Haji Che Had Bin Dhali
8	Advocacy Session for Directors & CEOs of Main Market Listed Issuers	20 September 2023 (Virtual)	Tuan Sr. Haji Che Had Bin Dhali
9	Conflict of Interest and Governance of Conflict of Interest	11 October 2023 (Virtual)	Tuan Sr. Haji Che Had Bin Dhali
10	Mandatory Accreditation Programme (MAP)	30 – 31 January 2024 (Virtual)	Dato' Wira Haji Isahak Bin Murat

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

2.0 BOARD AUDIT COMMITTEE (BAC)

The Chairman of the BAC is not the Chairman of the Board. The BAC supports the Board in its responsibility to oversee the financial reporting and the effectiveness of the internal controls of the Group.

2.1 MEMBERS OF THE BOARD AUDIT COMMITTEE

Bina Darulaman Berhad adheres to Paragraph 15.09 of MMLR of Bursa Malaysia Securities Berhad. This requires all members of the BAC to be Non-Executive Directors, with the majority of them being Independent Directors.

The following individuals are the members of the BAC:

No.	Name	Directorial Status
1	**Tuan Mohamad Ibrahim Bin Ghazali** *(Appointed on 14.12.2020)*	Chairman/Independent Non-Executive Director
2	**Dato' Zakiah Binti Kassim** *(Appointed on 05.04.2021)*	Member/Senior Independent Director
3	**YB Ir. Ts. Khairil Nizam Bin Khirudin** *(Appointed on 01.10.2020)*	Member/Independent Non-Executive Director

The profiles of the BAC members are disclosed on pages 21, 24 and 25 of this Annual Report.

The role of the BAC is to:

- Monitor the financial risks along with its accounting and financial reporting practices.
- Review the Company's business processes and endeavor to ensure the efficiency of the Company's system of internal control.
- Deliberate on matters arising from internal audit and investigations.

2.2 TERMS OF REFERENCE

The terms of reference for the BAC are available on the Company's website at https://www.bdb.com.my/bdbpolicies/. The latest update was effective on 24 March 2023.

2.3 FINANCIAL REPORTING

The Board and the BAC are to ensure that:

- BDB's financial statements are prepared in accordance with applicable approved accounting standards;
- The disclosure timeline, format, and contents are compiled according to rules and regulations, including the provisions of the Bursa Malaysia MMLR;
- The Board, with the assistance of the BAC, shall oversee and manage the financial reporting and internal control policies and will maintain an appropriate relationship with the Company's Auditors; and
- The Board, through the BAC, shall also assess the suitability, objectivity, and independence of the Company's Auditors.

The Company's Auditors for the upcoming year will only be appointed with the approval of the shareholders. As per the recommendation of MCCG 2021, the BAC has implemented a policy which requires a cooling-off period of at least two (2) years for a former key audit partner before they can be appointed as a member of the BAC. The BDB has been complying with this policy.

The role of the BAC is to assist the Board in maintaining a robust system of internal control across the Group. To ensure that the financial statements use appropriate accounting policies, the BAC meets with the External Auditors without the presence of Management. During these meetings, the External Auditors can raise any concerns they may have pertaining to the compliance of the financial statements.

2.4 RISK AND INTERNAL CONTROL

The Board is responsible for maintaining a robust system of internal control that covers various areas like risk management, financial, organisational, operational, and compliance controls. The purpose of this system is to help the Group achieve its objectives within an acceptable risk profile. However, it's important to note that these controls can only provide reasonable, but not absolute, assurance against material misstatements, errors of judgment, loss, or fraud.

More information on the Group's internal control in the Group Statement of Risk Management & Internal Control (SORMIC) in this Annual Report and also in the CG Report.

2.5. RELATIONSHIP WITH EXTERNAL AUDITORS

The BAC is responsible for overseeing the relationship with the External Auditors. Annually, the BAC reviews and evaluates the re-appointment, remuneration, and terms of engagement of the auditors. More information on the role of the BAC in relation to the External Auditors can be found in the Report of the Audit Committee, as outlined in this Annual Report.

The External Auditors are requested to be present in the BAC meetings where the Group's yearly financial results are reviewed. They are also invited to participate in discussions regarding the Group's audit findings, internal controls, and accounting policies whenever necessary.

Representatives of the External Auditors are present at each AGM.

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

3.0 INTEGRITY IN CORPORATE REPORTING

The responsibility of preparing and approving the financial statements lies with the Board. The Directors are obliged to prepare financial statements for every financial year. These statements must accurately present the state of affairs of BDB Group in accordance with the Malaysian Financial Reporting Standards and the Companies Act 2016. It is important that they present a true and fair picture of the company's financial position.

The Board of Directors has thoroughly examined BDB's business plans, capital expenditure commitments, and expected cash flows to ensure that the company has sufficient resources to continue its operations in the near future. In light of this, the Board has decided to adopt the going concern basis while preparing the Financial Statements. The Directors are satisfied with the accuracy of BDB's accounting records, which have been maintained effectively and allow for the proper preparation of financial statements.

Additionally, the Directors have taken necessary steps to establish appropriate systems for safeguarding BDB's assets. These systems can only provide a reasonable level of protection and cannot guarantee complete security assurance against material misstatements, loss and fraud.

3.1 CORPORATE DISCLOSURE POLICIES AND PROCEDURES

The Board is responsible for reviewing and approving all important announcements, including quarterly reports and full-year results. These reports are made public via Bursa Link within the mandatory period to disseminate information about BDB in a timely, factual, accurate, and complete manner. The financial statements and other presentation materials presented at the company's general meetings are also disseminated in the same way. BDB Group has established a Disclosure Policy that applies to all Directors and those authorized to speak on behalf of BDB to ensure that communications to the public are done in accordance with established processes and procedures.

3.2. COMMUNICATION WITH SHAREHOLDERS

The Board believes that building a relationship with shareholders and dissemination of information should be through interaction during AGM, systematic engagement through briefings, media releases, public announcements, responses to shareholders' queries and updates on our Company's website.

3.3. CONDUCT OF GENERAL MEETINGS

The Board ensures that all general meetings are conducted following the best practices, and shareholders are informed about the meeting details. On 12 April 2023, the Annual Report 2022 and notice of the AGM were sent to the shareholders.

The Board ensures that shareholders receive ample notice and time to review the resolutions presented at the AGM. The Notice of AGM includes explanatory notes that provide further information on the proposed resolutions.

All resolutions were voted on by poll and verified by an independent scrutineer appointed by BDB.

All Board members will attend the general meetings to interact with shareholders. If a director is unable to attend in person, the Group will enable virtual attendance through an appropriate online platform. If that is not possible, the Director(s) will be updated on matters that require their attention and subsequent action.

4.0 CODE OF BUSINESS CONDUCT AND ETHICS

The Code of Business Conduct and Ethics lays out the moral principles and values that are expected of the Directors and employees. It serves as a guide to their responsibilities and is available on the Company's website. The Board has implemented proper systems and processes to support, promote and ensure adherence to these standards. The BNREC reviews the Code periodically.

Moreover, the Board has adopted a Whistle Blowing Policy (WBP) that outlines the procedures for reporting any suspected misconduct or malpractice. The policy ensures protection to whistle-blowers who report such incidents, ensures that the Group's ethical obligations are met. Employees and stakeholders are encouraged to raise any serious concerns in a responsible manner without fear of victimisation, avoiding or overlooking them.

The Company's Code of Business Conduct and Ethics and WBP are aligned with the Board's Anti-Bribery and Corruption Policy. The WBP can be found on the Company's website at https://www.bdb.com.my/bdbpolicies/.

5.0 SUSTAINABILITY

The Group has made sustainability its primary focus for FY2023 and onwards. The Sustainability Committee plays a vital role to ensure sustainability Agenda is implemented as rollout. The Board, in collaboration with Management, is fully committed to prioritising the ESG sustainability agenda at both the group and operational levels, as well as within the communities it serves.

6.0 GOVERNANCE INITIATIVE AND FUTURE PRIORITIES

The Company's future priorities include strengthening governance, compliance, and shareholder interaction, and becoming a reputable public listed company.

AUDIT COMMITTEE REPORT

The Board Audit Committee (BAC) assists the Board in fulfilling its fiduciary responsibilities relating to internal controls, accounting, and reporting practices of the Group. The BAC promotes the practices of good corporate governance by ensuring that adequate internal control systems are in place and that appropriate standards of responsibility, integrity and accountability are maintained across the Group.

MEMBERS OF THE BOARD AUDIT COMMITTEE (BAC)

Bina Darulaman Berhad complies with Paragraph 15.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad which requires all BAC members to be Non-Executive Directors, with a majority of them being Independent Directors. As at 31 December 2023, the Company has adhered to the step up practice set out in the Malaysian Code on Corporate Governance 2021 (MCCG 2021) for having solely Independent Directors on its Audit Committee.

The members of the BAC are as follows:

No.	Name	Directorial Status
1	**Tuan Mohamad Bin Ghazali***	Chairman/Independent Non-Executive Director
2	**Dato' Zakiah Binti Kassim**	Member/Senior Independent Non-Executive Director
3	**YB Ir. Ts. Khairil Nizam Bin Khirudin**	Member/Independent Non-Executive Director

* A member of the Malaysian Institute of Accountants

The profiles of the BAC members are disclosed on pages 21, 24 and 25 of this Annual Report.

TERMS OF REFERENCE

The terms of reference for the BAC are available on the Company's website at www.bdb.com.my under the Company Policies section. The latest update of the information therein was 24 March 2023.

SUMMARY OF THE ACTIVITIES OF THE BAC

Meetings and Minutes

During the year ended 31 December 2023, the BAC met six (6) times whereby five (5) times by way of ordinary meetings on 20 February 2023, 24 March 2023, 17 May 2023, 21 August 2023 and 19 November 2023 and one (1) time by way of Special Meeting held on 27 November 2023.

No.	Name	Number of Meetings	
		Held	Attendance
1	**Tuan Mohamad Bin Ghazali**	6	6/6
2	**Dato' Zakiah Binti Kassim**	6	6/6
3	**YB Ir. Ts. Khairil Nizam Bin Khirudin**	6	6/6

Permanent invitees to the BAC are the Executive Director, Chief Financial Officer, Company Secretary and Acting Head of Internal Audit Department (IAD). Other invitees from the management team are present to report on specific issues as per the meeting agenda. The Chairman of the BAC reports all key issues discussed to the Board.

The BAC continued to provide oversight to the external and internal audit functions and performed the following based on the meeting agenda:

External Audit

(i) Reviewed the External Auditors' scope of the audit prior to the commencement of the interim and annual audit;

(ii) Reviewed the audited year-end financial results of the Group prior to submission to the Board for consideration and approval;

(iii) Reviewed the audit reports of the External Auditors in relation to audit and accounting issues arising from the audit;

(iv) Discussed matters arising from the audit of the Group in a closed session meeting without the presence of management;

(v) Reviewed the performance of the External Auditors and proposed their re-appointment and remuneration to the Board;

(vi) Reviewed the findings of the External Auditors and followed up on their recommendations.

Internal Audit

(i) Reviewed and approved the 2023 Annual Internal Audit Plan and resources for the execution of audit activities across the Group;

(ii) Deliberated on major issues brought to the attention of the BAC and considered the appropriateness of management action plans in relation to the audit recommendations;

(iii) Ensured that Management resolved all audit issues within the agreed timeline and approved the extension of said timeline wherever necessary;

(iv) Review the Sustainability Assurance Statement on Sustainability Report for Annual Report publication.

(v) Raised concerns on certain operational issues for future audit reviews.

Other significant oversight activities were as follows:

(i) Reviewed the Statement on Risk Management and Internal Control and the Audit Committee Report and recommended to the Board their inclusion in the Annual Report;

(ii) Reviewed the unaudited quarterly financial results and the announcements thereof and made recommendations to the Board for consideration and approval for release to Bursa Securities;

(iii) Reviewed related party transactions as required under Bursa Malaysia Listing Requirements to ascertain that transactions were conducted at arm's length prior to submission for the Board's consideration and where appropriate, shareholders' approval;

(iv) Reviewed the renewal of the Shareholders' mandate for recurrent trading revenue related party transactions based on an established framework for the Board to recommend to shareholders for approval, and authorised the submission of the draft circular to Bursa Malaysia Securities Berhad;

(v) Reviewed management's tax planning and strategy initiatives towards improving BDB Group's tax framework.

INTERNAL AUDIT FUNCTION

The Group's Internal Audit function is to provide independent, objective assurance and consulting services designed to add value to and improve BDB's operations. The Internal Audit activities help BDB accomplish its objectives by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of governance, risk management and the adequacy of internal controls.

For 2023, the IAD conducted an audit review based on the approved Annual Audit Plan. Apart from conducting routine audit reviews of the approved audit scopes, members of the IAD also performed the following activities:

(i) Followed up and validated the completion of remedial action plans to close outstanding audit issues on a quarterly basis;

(ii) Conducted year-end stock take exercises at subsidiaries.

The total cost incurred for the Internal Audit Function for the financial year was approximately RM451,000.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

This statement is made in accordance with the Malaysian Code on Corporate Governance 2021 (MCCG 2021) and Paragraph 15.26(b) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (Bursa Malaysia). The Board's Statement on Risk Management and Internal Control has been prepared in accordance with the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers.

BOARD RESPONSIBILITY

The Board of Directors (the Board) acknowledges its responsibility for maintaining an adequate and sound framework for risk management and internal control system to safeguard the investment of shareholders and the assets of the Group.

The Board maintains overall responsibility for the Group's system of risk management and internal controls and has reviewed the effectiveness of the controls established and its alignment with the Group's business objectives. The Board has delegated the implementation of the risk management and internal control system within an established framework throughout the Group to the management.

The Board Risk Committee has established the ongoing process of identifying, evaluating, reviewing, validating, monitoring and managing business risks faced by the Group in achieving its business objectives. The Committee will continuously evaluate and review planned actions and implementation strategies on quarterly basis to ensure that key risks are mitigated and well managed.

In view of the limitations inherent in any system of risk management and internal control, the Board recognizes that such a system can only provide reasonable but not absolute assurance against material misstatement, loss, or fraud.

INTERNAL CONTROL SYSTEM AND STRUCTURE

The key features of the Group's internal control system comprise of the following components to assure the achievement of the Group's objective and its operational effectiveness:

- The Board Committees with the terms of reference including functions, authorities and responsibilities have been established as the oversight function to the Board. The Board Committees comprise of:
  - ➤ Board Audit Committee (BAC)
  - ➤ Board Risk Committee (BRC)
  - ➤ Board Nomination, Remuneration and ESOS Committee (BNREC)
  - ➤ Board Sustainability Committee (BSC)
  - ➤ Board Investment Committee (BIC)
  - ➤ Board Procurement Committee (BPC)
- The Board has adopted a Code of Conduct and Ethics (the Code) with the objective of upholding the highest standards of business conduct and ethical behaviour that are fundamental to the preservation of the reputation and success of the Group. All employees are required to adhere to the Code whilst carrying out their duties and responsibilities. The Code covers areas such as conflict of interest, business conduct in the workplace, confidentiality, gifts, entertainment and anti-bribery issues.
- The internal control system of the Group is supported by a formal organisational structure with lines of responsibility and accountability delegated to the Group's C-Level Management.
- The Delegated Authority Limit (DAL) is approved by the Board and is updated to reflect changing business conditions. The DAL provides a framework that defines and specifies the authority levels for personnel to carry out their assigned responsibilities and it also covers the basic decision-making policy throughout the BDB Group of Companies. Effective on 01 June 2023 the Board had approved a revision to the DAL to meet the current needs of the Company and designations.

- Relevant policies and procedures are recommended by the management and approved by the Board to ensure the Group's values and internal control mechanism are embedded in business operations. These policies and procedures are made available to guide Management and staff in their day-to-day operations and compliance with relevant laws and regulations. Updates will be made on a need basis to reflect any changes in operational requirements and/or statutory requirements.

- BDB Group performs Strategic Planning before being tabled to the Board for approval. The Board has reviewed and approved the BDB Strategic Plan for the year 2024 – 2026 within which the business objectives, strategies and targets were articulated, so as to enable the C-Level Management to focus on areas of concern. Key business risks were identified and mitigated during the strategic planning process and reviewed during the year.

- Internal and external training programmes and sessions are developed by Group Human Resources to facilitate the daily operations and enhance staff competencies.

- The Whistle Blowing Policy (WBP) provides an avenue for employees to communicate any instances of breach or suspected breach of any law or regulation, illegal and/or immoral conduct in a safe and confidential manner. It also provides proper investigation to be initiated on all allegations or reports within and about the Group.

- The Group is committed to conduct business dealings with integrity to avoid practices of bribery and corruption of all forms in the company's daily operations. The Group has adopted a zero-tolerance approach against all forms of bribery and corruption and takes a strong stance against such acts. Anti-Bribery and Corruption Policy (ABAC Policy) sets out the Group's position, on anti-bribery in all its forms and matters of corruption that might confront the Group in its day to day operations and in amplification to provide adequate procedures and information in defending and maintaining its position on anti-bribery and anti-corruption in line with the Adequate Procedure Principles pursuant to Guidelines on Adequate Procedures pursuant to subsection (5) of Section 17A of the Malaysian Anti -Corruption Commission Act 2009 (Amendment 2018).

- The Group has established a Business Continuity Plan that is designed to provide direction and pre-determined management decisions and action plans in managing a disasters.

- The preparation of quarterly and full-year financial results, as announced or otherwise published to shareholders. Analysis of actual financial performance versus business plans is carried out on a quarterly basis.

- The Executive Director and the C-Level Management make business visits to have first-hand knowledge of significant operational issues and risks.

- Annual review and improvement and the continuous management and controls of the quality products and services in accordance with ISO 9001:2015 Quality Management System.

- The Board has initiated an ongoing process to ensure the achievement of the Group business objectives which budgets, key business indicators and performance results on operations are in place to monitor performance. The system allows the Executive Director and the C-Level Management to review the performances of business unit against budgets and other performance indicators on a monthly basis. Key variances are followed up by the C-Level Management and reported on a quarterly basis to the Board.

- The Executive Director actively communicates the Board's expectations to management teams during management meetings. In these meetings, risks relating to strategy, operational, financial and external environment matters are discussed and mitigating action plans are deliberated.

- The Board has taken the necessary measures and reviewed the effectiveness of the system of internal control during the financial year through the review and monitoring processes set out above.

INTERNAL AUDIT FUNCTION

The Internal Audit Department (IAD) oversees internal auditing activities across BDB Group; it undertakes a systematic review and disciplined approach to evaluate the adequacy and effectiveness of the internal control system implemented by the Group.

IAD reports to the Board Audit Committee (BAC) and meets on a quarterly basis plus as and when required. IAD highlights issues concerning internal control failures and/or weaknesses and other observations to improve business processes. All issues identified must be agreed upon with the management team. Action plans to resolve issues are followed through and updated at subsequent meetings.

The BAC reviews the Internal Audit independence, adequacy of resources and scope of work. The annual Audit Plan and its revision is presented to the BAC for approval. The internal audit engagements are prioritised based on the Group risk profiles, audit cycle and discussion with the C-Level Management. The details of the oversight activities undertaken by the BAC are highlighted in the Audit Committee Report.

STATEMENT ON ENTERPRISE RISK MANAGEMENT FRAMEWORK

The Group has established an Enterprise Risk Management (ERM) framework to proactively identify, evaluate and manage key risks to an optimal level in line with the Group's commitment to deliver sustainable value. This framework aims to provide an integrated and organised approach entity-wide. The Group continuously executed the ERM initiatives based on the approved ERM framework which includes the establishment of mitigation strategies for the key risk areas identified and the tracking and monitoring of its implementation Group-wide.

ERM Policy

BDB Group is committed to meeting its vision, mission and corporate objectives. It is critical for BDB Group has the ability to manage risk to an acceptable level. Enterprise Risk Management had conducted three (3) BRC Meetings and two (2) Special BRC Meetings in 2023, during which risks were identified, reviewed, assessed, and ranked accordingly with regard to the mitigating actions.

The Board provides guidance to ensure all risks are managed in an organised and consistent manner. The policies of the Board for ERM are as follows:

- To integrate risk management into the work culture, business activities and decision-making processes.
- To anticipate and proactively respond to the changing operational, social, environmental and regulatory requirements.
- To manage risks pragmatically, to an acceptable level given the circumstances of each situation.
- To ensure that all approved business proposals, investments or divestments have been reviewed and validated within risk parameter which covers the compliance, business structure and investment from risk perspective.
- To implement a robust and sustainable ERM framework that is aligned with BDB Group's vision, mission, corporate objectives, and in accordance with best practices

The above policies will be adhered to through:

- Periodically reporting to the Board on ERM activities and keeping the Board updated on all ERM aspects including significant risks and risk trends;
- Provision of adequate and suitable resources, including tools and manpower, to ensure ERM framework and system are operating effectively;
- The provision of adequate education and communication channels to ensure staff understand the requirements and are cognisant of their roles and responsibilities associated with ERM; and
- Maintaining documented risk information (risk registers and action plans) for continuous ERM activities.

The Enterprise Risk Management Department (ERMD) is responsible for developing, coordinating and facilitating the Risk Management processes within the Group. A database of risks and control information is captured in the format of the risk register. Key risks of primary business units are identified, reviewed, assessed and categorised to highlight the source of risks, their impact and the likelihood of occurrence and are monitored by respective C-Level Management of the business units.

Roles and Responsibilities of the ERMD can be summarised as follows:

- To communicate, evaluate and improve the ERM Policy and Framework;
- Facilitate the processes of risk assessment and risk action plan;
- Provide independent input on risk assessment (risk type and rating);
- To monitor the effectiveness of the action plans and update C-Level Management and the BRC of the progress;
- To function as the coordinator of Business Continuity Management (BCM);
- To make timely reports to the BRC;
- To coordinate ERM educational programmes; and
- To share inputs on risks and market trends.

Assurance Received from Executive Director and Chief Financial Officer

In accordance with the Statement on Risk Management and Internal Control – Guidelines for Directors of Listed issuers, the Board has received assurance from the Executive Director and Chief Financial Officer that to the best of their knowledge, the risk management and internal control of the Group are operating effectively and adequately in all material aspects, based on the risk management and internal control framework adopted by the Group.

Review of Statements by the External Auditors

The external auditors have reviewed this Statement on Risk Management and Internal Control pursuant to the scope set out in The Audit and Assurance Practice Guide (AAPG) 3, Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report issued by the Malaysian Institute of Accountants (MIA) for inclusion in the annual report of the Group for the financial year ended 31 December 2023, and reported to the Board that nothing has come to their attention that cause them to believe that the statement intended to be included in the annual report of the Group, in all material respects:

(a) has not been prepared in accordance with the disclosures required by paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers, or

(b) is factually inaccurate.

AAPG 3 does not require the external auditors to consider whether the Directors' Statement on Risk Management and Internal Control covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control system including the assessment and opinion by the Board of Directors and management thereon. The auditors are also not required to consider whether the processes described to deal with material internal control aspects of any significant problems disclosed in the annual report will, in fact, remedy the problems.

Conclusion

For the financial year under review, the Board is of the view that the Group's existing system of internal controls that is in place is generally sound and adequate to safeguard the shareholders' investment, the interest of customers, regulators, employees and the Group's assets. None of the control weaknesses identified have resulted in any material loss, contingencies or uncertainties that would require disclosure in the Annual Report.

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DIRECTORS' REPORT

FOR THE YEAR ENDED 31 DECEMBER 2023

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the year ended 31 December 2023.

PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding, provision of management services, oil palm plantation and property development. There has been no significant change in the nature of these activities during the financial year.

The principal activities of the subsidiaries are as disclosed in Note 6 to the financial statements.

ULTIMATE HOLDING COMPANY

The Company is a subsidiary of Perbadanan Kemajuan Negeri Kedah, a statutory body formed in Malaysia and regarded by the Directors as the Company's ultimate holding company, during the financial year and until the date of this report.

SUBSIDIARIES

The principal activity and other details of the Company's subsidiaries are disclosed in Note 6 to the financial statements.

RESULTS

	Group RM'000	Company RM'000
Profit for the year attributable to :		
Owners of the Company	12,655	14,248
Non-controlling interests	(241)	-
	12,414	14,248

RESERVES AND PROVISIONS

There were no material transfers to or from reserves and provisions during the financial year under review.

DIVIDEND

Since the end of the previous financial year, the amount of dividend paid by the Company in respect of the financial year ended 31 December 2022 was a first and final single-tier dividend of 0.46 sen per ordinary share totalling RM1,404,050 declared on 12 April 2023 and paid on 18 July 2023.

A first and final single-tier dividend of 1 sen per ordinary share totaling RM3,038,550 in respect of the financial year ended 31 December 2023 have been recommended by the Directors, subject to approval to the shareholders of the forthcoming Annual General Meeting.

DIRECTORS OF THE COMPANY

Directors who served during the financial year until the date of this report are:

Tuan Sr. Haji Che Had Bin Dhali	
Dato' Zakiah Binti Kassim	
Dato' Wira Haji Isahak Bin Murat	(Appointed on 1 October 2023)
YM Raja Shahreen Bin Raja Othman	
Tuan Mohamad Ibrahim Bin Ghazali	
YB Ir. Ts. Khairil Nizam Bin Khirudin	
Puan Nawal Binti Hanafiah	
YB. Ts. Dr. Mohd Suffian Bin Yusoff	
Tuan Haji Muhamad Sobri Bin Osman	(Resigned on 19 November 2023)
Dato' Haji Syed Yussof Bin Syed Othman	(Retired on 1 October 2023)

DIRECTORS OF THE SUBSIDIARIES

Directors of the subsidiaries who served during the financial year until the date of this report are as follows :

Dato' Haji Abdul Rahman Bin Abdullah	
Dato' Syed Yussof Bin Syed Othman	
Mohd Sobri Bin Hussein	
Tahir Bin Md Zin	
Khairulmuna Binti Abd Ghani	
Zawawi Bin Wahab	(Appointed on 9 May 2023)
Mohd Hudzaifah Bin Mohamad Sam	(Appointed on 5 July 2023)
Dato' Armishah Bin Siraj	(Resigned on 9 May 2023)
Mohd Iskandar Dzulkarnain Bin Ramli	(Resigned on 9 May 2023)

DIRECTORS' INTEREST IN SHARES

None of the Directors holding office at 31 December 2023 had any interest in the ordinary shares of the Company and of its related companies during the financial year.

DIRECTORS' BENEFITS

Since the end of the previous financial year, no Director of the Company has received nor become entitled to receive any benefit (other than those shown below) by reason of a contract made by the Company or a related company 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.

DIRECTORS' BENEFITS (CONTINUED)

The Directors' benefits paid to or receivable by Directors in respect of the financial year ended 31 December 2023 are as follows:

	From the subsidiary companies RM'000	From the Company RM'000
Directors of the Company:		
Current Directors		
Fee	18	348
Remuneration and other benefits	9	1,162
Past Directors		
Fee	-	79
Remuneration and other benefits	-	60
	27	1,649

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

ISSUE OF SHARES AND DEBENTURES

There were no changes in the issued and paid-up capital of the Company and no debentures were issued during the financial year.

OPTIONS GRANTED OVER UNISSUED SHARES

No options were granted to any person to take up unissued shares of the Company during the financial year.

INDEMNITY AND INSURANCE COSTS

During the financial year, the total amount of insurance effected for the Directors and officers of the Group and the Company were RM126,786.

There was no indemnity given to Directors, officers or auditors of the Group and of the Company during the financial year.

OTHER STATUTORY INFORMATION

Before the financial statements of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that :

i) all known bad debts have been written off and adequate provision made for doubtful debts, and

ii) any current assets which were unlikely to be realised in the ordinary course of business have been written down to an amount which they might be expected so to realise.

OTHER STATUTORY INFORMATION (CONTINUED)

At the date of this report, the Directors are not aware of any circumstances:

i) that would render the amount written off for bad debts or the amount of the provision for doubtful debts in the Group and in the Company inadequate to any substantial extent, or

ii) that would render the value attributed to the current assets in the financial statements of the Group and of the Company misleading, or

iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate, or

iv) not otherwise dealt with in this report or the financial statements that would render any amount stated in the financial statements of the Group and of the Company misleading.

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

i) any charge on the assets of the Group or of the Company that has arisen since the end of the financial year and which secures the liabilities of any other person, or

ii) any contingent liability in respect of the Group or of the Company that has arisen since the end of the financial year.

No contingent liability or other liability of any company in the Group 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 as and when they fall due.

In the opinion of the Directors, the financial performances of the Group and of the Company for the year ended 31 December 2023 have not been substantially affected by any item, transaction or event of a material and unusual nature nor has any such item, transaction or event occurred in the interval between the end of that financial year and the date of this report.

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

AUDITORS

The auditors, KPMG PLT, have indicated their willingness to accept re-appointment.

The auditors' remuneration of the Group and of the Company during the year are RM415,000 and RM165,000 respectively.

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

.....

Tuan Sr. Haji Che Had Bin Dhali
Director

.....

YM Raja Shahreen Bin Raja Othman
Director

Alor Setar,

Date :

STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2023

	Note	Group 2023 RM'000	Group 2022 RM'000	Company 2023 RM'000	Company 2022 RM'000
Assets					
Property, plant and equipment	3	**86,849**	70,990	**12,969**	12,759
Investment properties	4	**101,428**	98,507	**10,135**	9,857
Quarry development expenditure	5	**2,379**	905	**-**	-
Interests in subsidiaries	6	**-**	-	**119,589**	119,248
Investment in a joint venture	7	**125**	125	**-**	-
Inventories	8	**245,267**	289,265	**179,542**	215,756
Deferred tax assets	9	**7,530**	4,920	**2,539**	103
Trade receivables	10	**103,258**	54,915	**39,505**	-
Total non-current assets		**546,836**	519,627	**364,279**	357,723
Inventories	8	**29,436**	27,839	**394**	394
Contract assets	11.1	**55,180**	32,737	**-**	-
Contract costs	11.2	**413**	1,673	**-**	-
Current tax assets		**110**	-	**-**	4
Trade and other receivables	10	**89,321**	50,083	**33,561**	21,701
Short term investments	12	**4,561**	5,190	**1,045**	1,322
Cash and cash equivalents	13	**73,328**	79,980	**4,854**	6,388
Total current assets		**252,349**	197,502	**39,854**	29,809
Total assets		**799,185**	717,129	**404,133**	387,532

STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2023 (CONTINUED)

	Note	Group		Company	
		2023	2022	2023	2022
		RM'000	RM'000	RM'000	RM'000
Equity					
Share capital	14	**331,020**	331,020	**331,020**	331,020
Retained earnings		**155,324**	144,073	**21,751**	8,907
Equity attributable to owners of the Company		**486,344**	475,093	**352,771**	339,927
Non-controlling interest		**(302)**	(61)	**-**	-
Total equity		**486,042**	475,032	**352,771**	339,927
Liabilities					
Deferred tax liabilities	9	**4,572**	214	**235**	192
Loans and borrowings	15	**31,085**	36,490	**13,286**	18,500
Trade and other payables	16	**11,072**	192	**10,880**	-
Lease liabilities		**20,988**	21,227	**-**	-
Total non-current liabilities		**67,717**	58,123	**24,401**	18,692
Contract liabilities	11.1	**1,338**	11,756	**-**	-
Loans and borrowings	15	**88,917**	55,027	**6,077**	6,000
Trade and other payables	16	**148,777**	113,244	**20,366**	22,913
Current tax liabilities		**5,405**	3,947	**518**	-
Lease liabilities		**989**	-	**-**	-
Total current liabilities		**245,426**	183,974	**26,961**	28,913
Total liabilities		**313,143**	242,097	**51,362**	47,605
Total equity and liabilities		**799,185**	717,129	**404,133**	387,532

The notes on pages 181 to 234 are an integral part of these financial statements.

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2023

	Note	Group		Company	
		2023	2022	2023	2022
		RM'000	RM'000	RM'000	RM'000
Revenue	17	**313,069**	231,370	**82,712**	31,006
Cost of sales	18	**(259,520)**	(183,228)	**(54,570)**	(8,132)
Gross profit		**53,549**	48,142	**28,142**	22,874
Distribution expenses		**(2,702)**	(3,862)	**(788)**	(1,505)
Administrative expenses		**(37,431)**	(32,708)	**(17,366)**	(15,472)
Other operating income		**3,705**	3,688	**1,351**	973
Net loss on impairment of financial instruments and contract assets	20	**(823)**	(118)	**-**	(159)
Other operating expenses		**(1,181)**	(319)	**-**	(1,784)
Results from operating activities		**15,117**	14,823	**11,339**	4,927
Interest income		**5,185**	1,007	**2,124**	1,690
Finance costs	19	**(5,828)**	(6,786)	**(1,091)**	(1,759)
Profit before tax	20	**14,474**	9,044	**12,372**	4,858
Income tax	22	**(2,060)**	(3,485)	**1,876**	168
Profit representing total comprehensive income for the year		**12,414**	5,559	**14,248**	5,026
Profit for the year attributable to :					
Owners of the Company		**12,655**	5,597	**14,248**	-
Non-controlling interests		**(241)**	(38)	**-**	-
Profit representing total comprehensive income for the year		**12,414**	5,559	**14,248**	-
Earnings per ordinary share (sen)	23	**4.16**	1.84		

The notes on pages 181 to 234 are an integral part of these financial statements.

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CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2023

	← Attributable to owners of the Company →				
	Share capital RM'000	Retained earnings RM'000	Total RM'000	Non-controlling interests RM'000	Total equity RM'000
At 1 January 2022	331,020	140,755	471,775	(23)	471,752
Profit for the year representing total comprehensive income for the year	-	5,597	5,597	(38)	5,559
Total transactions with owners of the Company					
- Dividend to owners of the Company (Note 24)	-	(2,279)	(2,279)	-	(2,279)
At 31 December 2022/1 January 2023	331,020	144,073	475,093	(61)	475,032
Profit for the year representing total comprehensive income for the year	-	12,655	12,655	(241)	12,414
Total transactions with owners of the Company					
- Dividend to owners of the Company (Note 24)	-	(1,404)	(1,404)	-	(1,404)
At 31 December 2023	**331,020**	**155,324**	**486,344**	**(302)**	**486,042**
	Note 14				

The notes on pages 181 to 234 are an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2023

	Share capital RM'000	Retained earnings RM'000	Total equity RM'000
At 1 January 2022	331,020	6,160	337,180
Profit for the year representing total comprehensive income for the year	-	5,026	5,026
Distributions to owners of the Company			
- Dividend to owners of the Company (Note 24)	-	(2,279)	(2,279)
At 31 December 2022/1 January 2023	331,020	8,907	339,927
Profit for the year representing total comprehensive income for the year	-	14,248	14,248
Distributions to owners of the Company			
- Dividend to owners of the Company (Note 24)	-	(1,404)	(1,404)
At 31 December 2023	**331,020**	**21,751**	**352,771**
	Note 14		

The notes on pages 181 to 234 are an integral part of these financial statements.

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2023

	Note	Group 2023 RM'000	Group 2022 RM'000	Company 2023 RM'000	Company 2022 RM'000
Cash flows from operating activities					
Profit before tax		**14,474**	9,044	**12,372**	4,858
Adjustments for :					
Depreciation of property, plant and equipment	3	**6,860**	6,321	**771**	656
Plant and equipment written off		**-**	-	**2**	-
Gain on disposal of :					
- Plant and equipment	20	**(79)**	(117)	**-**	-
- Money market funds	20	**-**	(16)	**-**	-
- Investment in an associate	20	**-**	(2,017)	**-**	-
Dividend income	20	**-**	-	**-**	(8,000)
Interest income		**(5,185)**	(1,007)	**(2,124)**	(1,690)
Interest expense	19	**5,828**	6,786	**1,091**	1,759
Loss on disposal of plant and equipment	20	**-**	-	**-**	50
Change in fair value of investment properties	20	**(1,109)**	(1,500)	**(278)**	1,682
Negative goodwill	30	**(872)**	-	**-**	-
Operating profit/(loss) before working capital changes		**19,917**	17,494	**11,834**	(685)
Changes in working capital :					
Contract assets		**(22,443)**	(1,743)	**-**	-
Trade and other receivables		**(86,821)**	(16,870)	**(55,365)**	(5,742)
Inventories		**45,904**	25,475	**36,214**	1,846
Trade and other payables		**45,532**	(4,253)	**8,333**	13,441
Contract liabilities		**(10,418)**	11,078	**-**	-
Contract costs		**1,260**	195	**-**	-
Cash (used in)/generated from operations		**(7,069)**	31,376	**1,016**	8,860
Interest paid		**(4,620)**	(6,786)	**(1,091)**	(1,759)
Tax paid		**(3,208)**	(3,346)	**-**	-
Tax refunded		**-**	-	**5**	14
Dividends received		**-**	-	**4,000**	4,000
Net cash (used in)/from operating activities		**(14,897)**	21,244	**3,930**	11,115

STATEMENTS OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2023 (CONTINUED)

	Note	Group		Company	
		2023	2022	2023	2022
		RM'000	RM'000	RM'000	RM'000
Cash flows from investing activities					
Purchase of property, plant and equipment	3.1	**(5,615)**	(3,910)	**(571)**	(779)
Purchase of investment properties	4	**(2,270)**	-	**-**	-
Investment in a joint venture		**-**	(125)	**-**	-
Acquisition of subsidiary, net of cash and cash equivalents acquired	30	**(12,526)**	-	**(1,000)**	-
Proceeds from disposal of :					
- Plant and equipment		**784**	520	**-**	132
- Investment in an associate		**-**	5,949	**-**	-
Decrease/(Increase) in advances to subsidiaries		**-**	-	**659**	(3,754)
Additions of quarry development expenditure	5	**(1,474)**	(905)	**-**	-
Interest income received		**5,185**	1,007	**2,124**	1,690
Net cash (used in)/from investing activities		**(15,916)**	2,536	**1,212**	(2,711)
Cash flows from financing activities					
(Repayment)/Drawdown of term loans	B	**(13,610)**	1,494	**(5,500)**	(3,000)
Movements of other borrowings, net	B	**39,475**	(16,276)	**-**	-
Repayment of hire purchase	B	**(2,636)**	(1,263)	**(49)**	(18)
Withdrawal of short term investments		**629**	7,177	**277**	983
Dividend paid	24	**(1,404)**	(2,279)	**(1,404)**	(2,279)
Net cash generated from/(used in) financing activities		**22,454**	(11,147)	**(6,676)**	(4,314)
Net (decrease)/increase in cash and cash equivalents		**(8,359)**	12,633	**(1,534)**	4,090
Cash and cash equivalents at beginning of year		**69,067**	56,434	**6,388**	2,298
Cash and cash equivalents at end of year	A	**60,708**	69,067	**4,854**	6,388

Notes

A. Cash and cash equivalents

Cash and cash equivalents	13	**73,328**	79,980	**4,854**	6,388
Less : Bank overdrafts	15	**(12,620)**	(10,913)	**-**	-
		60,708	69,067	**4,854**	6,388

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Notes (continued)

B. Reconciliation of movements of liabilities to cash flows arising from financing activities

Group	At 1 January 2022 RM'000	Acquisition of new hire purchase/ lease RM'000	Net changes from financing cash flows RM'000	At 31 December 2022/ 1 January 2023 RM'000	Acquisition of new hire purchase RM'000	Net changes from financing cash flows RM'000	Other changes RM'000	At 31 December 2023 RM'000
Term loans	47,534	-	1,494	49,028	-	(13,610)	-	35,418
Hire purchase liabilities	4,451	1,526	(1,263)	4,714	3,549	(2,636)	-	5,627
Revolving credits	37,300	-	(12,700)	24,600	-	36,400	-	61,000
Banker's acceptances	5,838	-	(3,576)	2,262	-	3,075	-	5,337
Lease liabilities	21,227	-	-	21,227	-	-	750	21,977
Total loans and borrowings	116,350	1,526	(16,045)	101,831	3,549	23,229	750	129,359

Company	At 1 January 2022 RM'000	Net changes from financing cash flow RM'000	At 31 December 2022/ 1 January 2023 RM'000	Acquisition of new hire purchase RM'000	Net changes from financing cash flow RM'000	At 31 December 2023 RM'000
Term loan	27,500	(3,000)	24,500	-	(5,500)	19,000
Hire purchase liabilities	18	(18)	-	412	(49)	363
Total loan and borrowings	27,518	(3,018)	24,500	412	(5,549)	19,363

The notes on pages 181 to 234 are an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

Bina Darulaman Berhad is a public limited liability company, incorporated and domiciled in Malaysia and is listed on the Main Market of Bursa Malaysia Securities Berhad. The address of the principal place of business and registered office of the Company is as follows:

Aras 9, Menara BDB
No. 88, Lebuhraya Darulaman
05100 Alor Setar
Kedah Darul Aman

The consolidated financial statements of the Company as at and for the year ended 31 December 2023 comprise the Company and its subsidiaries (together referred to as the "Group" and individually referred to as "Group entities") and the Group's interest in a joint venture.

The principal activities of the Company are investment holding, provision of management services, oil palm plantation and property development while the principal activities of the subsidiaries are as stated in Note 6 to the financial statements.

The immediate and ultimate holding company during the year is Perbadanan Kemajuan Negeri Kedah, a statutory body formed in Malaysia.

These financial statements were authorised for issue by the Board of Directors on .

1. BASIS OF PREPARATION

(a) Statement of compliance

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

The following are accounting standards, interpretations and amendments that have been issued by the Malaysian Accounting Standards Board ("MASB") but have not been adopted by the Group and the Company :

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2024

- Amendments to MFRS 16, *Leases – Lease Liability in a Sale and Leaseback*
- Amendments to MFRS 101, *Presentation of Financial Statements – Non-current Liabilities with Covenants and Classification of Liabilities as Current or Non-current*
- Amendments to MFRS 107, *Statement of Cash Flows* and MFRS 7, *Financial Instruments: Disclosures – Supplier Finance Arrangements*

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2025

- Amendments to MFRS 121, *The Effects of Changes in Foreign Exchange Rates – Lack of Exchangeability*

MFRSs, interpretations and amendments effective for annual periods beginning on or after a date yet to be confirmed

- Amendments to MFRS 10, *Consolidated Financial Statements* and MFRS 128, *Investments in Associates and Joint Ventures – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

The Group and the Company plan to apply the abovementioned accounting standards, interpretations and amendments, where applicable, in the respective financial years when the abovementioned accounting standards, interpretations and amendments become effective.

1. BASIS OF PREPARATION (CONTINUED)

(a) Statement of compliance (continued)

The initial application of the accounting standards, amendments or interpretations are not expected to have any material financial impacts to the current period and prior period financial statements of the Group and the Company.

(b) Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following items which are measured based on the measurement bases stated below :

Item	Measurement bases
Investment property	Fair value

(c) Functional and presentation currency

These financial statements are presented in Ringgit Malaysia ("RM"), which is the Company's functional currency. All financial information is presented in RM and has been rounded to the nearest thousand, unless otherwise stated.

(d) Use of estimates and judgements

The preparation of the financial statements in conformity with MFRSs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

There are no significant areas of estimation uncertainty and critical judgements in applying accounting policies that have significant effect on the amounts recognised in the financial statements other than those disclosed in the following notes :

- Note 4.4 Fair value of investment properties
- Note 9 Deferred tax assets/(liabilities)
- Note 17.2 Recognition of property development revenue and expenses

2. CHANGES IN MATERIAL ACCOUNTING POLICIES

2.1 Material accounting policy information

The Group also adopted amendments to MFRS 101, *Presentation of Financial Statements* and MFRS Practice Statement 2 – *Disclosures of Accounting Policies* from 1 January 2023. The amendments require the disclosure of 'material', rather than 'significant', accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies, assisting entities to provide useful, entity-specific accounting policy information that users need to understand other information in the financial statements.

Although the amendments did not result in any changes to the Group's accounting policies, it impacted the accounting policy information disclosed in the financial statements. The material accounting policy information is disclosed in the respective notes to the financial statements where relevant.

3. PROPERTY, PLANT AND EQUIPMENT

	* Land, buildings and estate development expenditure RM'000	Plant and machinery and site equipment RM'000	# Others RM'000	Motor vehicles RM'000	Construction work-in-progress RM'000	Total RM'000
Group						
Cost						
At 1 January 2022	72,097	65,653	20,553	14,698	-	173,001
Additions	13	2,919	966	1,112	426	5,436
Disposals	-	(1,236)	(957)	(434)	-	(2,627)
At 31 December 2022/1 January 2023	72,110	67,336	20,562	15,376	426	175,810
Acquisition through business combination	11,431	6,322	10	-	-	17,763
Additions	45	4,536	921	3,230	432	9,164
Disposals	(861)	(74)	(1,168)	(1,550)	-	(3,653)
Written off	-	-	(314)	-	-	(314)
Transfer to inventories	(3,682)	-	-	-	-	(3,682)
Reclassification	(250)	426	250	-	(426)	-
At 31 December 2023	**78,793**	**78,546**	**20,261**	**17,056**	**432**	**195,088**
Group						
Accumulated depreciation and impairment loss						
At 1 January 2022						
Accumulated depreciation	18,307	51,414	18,209	12,320	-	100,250
Accumulated impairment loss	-	-	473	-	-	473
	18,307	51,414	18,682	12,320	-	100,723
Depreciation charge for the year	1,209	3,219	960	933	-	6,321
Disposals	-	(1,021)	(939)	(264)	-	(2,224)
At 31 December 2022/1 January 2023						
Accumulated depreciation	19,516	53,612	18,703	12,989	-	104,820

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

	* Land, buildings and estate development expenditure RM'000	Plant and machinery and site equipment RM'000	# Others RM'000	Motor vehicles RM'000	Construction work-in-progress RM'000	Total RM'000
Group						
Accumulated depreciation and impairment loss (continued)						
Depreciation charge for the year	1,219	3,946	695	1,000	-	6,860
Disposals	(861)	(74)	(1,051)	(962)	-	(2,948)
Written off	-	-	(314)	-	-	(314)
Transfer to inventories	(179)	-	-	-	-	(179)
Reclassification	(20)	-	20	-	-	-
At 31 December 2023						
Accumulated depreciation	19,675	57,484	18,053	13,027	-	108,239
Carrying amounts						
At 1 January 2022	53,790	14,239	1,871	2,378	-	72,278
At 31 December 2022/1 January 2023	52,594	13,724	1,859	2,387	426	70,990
At 31 December 2023	**59,118**	**21,062**	**2,208**	**4,029**	**432**	**86,849**

Others comprise furniture and fittings, electrical installations and office equipment as well as renovation.

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

* Land, buildings and estate development expenditure for the Group :

	Freehold land RM'000	Long term leasehold land RM'000	Office building RM'000	Golf course RM'000	Club house, chalets and other buildings RM'000	Estate development expenditure RM'000	Total RM'000
Group							
Cost							
At 1 January 2022	7,033	6,316	16,374	9,606	31,907	861	72,097
Additions	-	-	-	-	13	-	13
At 31 December 2022/ 1 January 2023	7,033	6,316	16,374	9,606	31,920	861	72,110
Acquisition through business combination	-	10,938	-	-	493	-	11,431
Additions	-	-	-	-	45	-	45
Disposals	-	-	-	-	-	(861)	(861)
Transfer to inventories	(1,726)	-	(1,956)	-	-	-	(3,682)
Reclassification	711	-	(896)	-	(65)	-	(250)
At 31 December 2023	**6,018**	**17,254**	**13,522**	**9,606**	**32,393**	**-**	**78,793**
Accumulated depreciation							
At 1 January 2022	-	1,528	5,110	-	10,808	861	18,307
Depreciation charge for the year	-	79	279	-	851	-	1,209
At 31 December 2022/1 January 2023	-	1,607	5,389	-	11,659	861	19,516
Depreciation charge for the year	-	144	280	-	795	-	1,219
Disposals	-	-	-	-	-	(861)	(861)
Transfer to inventories	-	-	(179)	-	-	-	(179)
Reclassification	-	-	-	-	(20)	-	(20)
At 31 December 2023	**-**	**1,751**	**5,490**	**-**	**12,434**	**-**	**19,675**

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

* Land, buildings and estate development expenditure for the Group (continued):

	Freehold land RM'000	Leasehold land RM'000	Office building RM'000	Golf course RM'000	Club house, chalets and other buildings RM'000	Estate development expenditure RM'000	Total RM'000
Carrying amounts							
At 1 January 2022	7,033	4,788	11,264	9,606	21,099	-	53,790
At 31 December 2022/ 1 January 2023	7,033	4,709	10,985	9,606	20,261	-	52,594
At 31 December 2023	**6,018**	**15,503**	**8,032**	**9,606**	**19,959**	**-**	**59,118**

	Leasehold land RM'000	Office building RM'000	Estate development expenditure RM'000	Plant and machinery RM'000	# Others RM'000	Motor vehicles RM'000	Construction work-in-progress RM'000	Total RM'000
Company								
Cost								
At 1 January 2022	6,000	11,458	861	3,408	5,924	936	-	28,587
Additions	-	-	-	-	580	199	-	779
Disposals	-	-	-	-	(512)	(200)	-	(712)
At 31 December 2022/ 1 January 2023	6,000	11,458	861	3,408	5,992	935	-	28,654
Additions	-	-	-	-	295	635	53	983
Disposals	-	-	(861)	-	(660)	-	-	(1,521)
At 31 December 2023	**6,000**	**11,458**	**-**	**3,408**	**5,627**	**1,570**	**53**	**28,116**

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

	Leasehold land RM'000	Office building RM'000	Estate development expenditure RM'000	Plant and machinery RM'000	#Others RM'000	Motor vehicles RM'000	Construction wiork-in-progress RM'000	Total RM'000
Company								
Accumulated depreciation								
At 1 January 2022	1,462	4,125	861	3,362	5,294	665	-	15,769
Depreciation charge for the year	75	229	-	6	273	73	-	656
Disposals	-	-	-	-	(500)	(30)	-	(530)
At 31 December 2022/ 1 January 2023	1,537	4,354	861	3,368	5,067	708	-	15,895
Depreciation charge for the year	75	229	-	7	327	133	-	771
Disposals	-	-	(861)	-	(658)	-	-	(1,519)
At 31 December 2023	1,612	4,583	-	3,375	4,736	841	-	15,147
Carrying amounts								
At 1 January 2022	4,538	7,333	-	46	630	271	-	12,818
At 31 December 2022/ 1 January 2023	4,463	7,104	-	40	925	227	-	12,759
At 31 December 2023	4,388	6,875	-	33	891	729	53	12,969

Others comprise furniture and fittings, electrical installations and office equipment as well as renovation.

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

3.1 Assets under hire purchase

During the financial year, the Group and the Company acquired property, plant and equipment by the following means :

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Hire purchase	**3,549**	1,526	**412**	-
Cash and cash equivalents	**5,615**	3,910	**571**	779
	9,164	5,436	**983**	779

Included in the carrying amount of property, plant and equipment are the following assets acquired under hire purchase arrangement:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Plant and machinery	**5,314**	2,939	**-**	-
Motor vehicles	**3,163**	310	**404**	-
	8,477	3,249	**404**	-

3.2 Material accounting policy information

(a) Recognition and measurement

Items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any.

(b) Depreciation

Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment from the date that they are available for use. Freehold land and golf course are not depreciated. Property, plant and equipment under construction are not depreciated until the assets are ready for their intended use.

The estimated useful lives for the current and comparative periods are as follows :

Leasehold land	80 years
Office buildings, club house, chalets and other buildings	10 - 50 years
Estate development expenditure	10 years
Plant and machinery and site equipment	5 - 10 years
Furniture and fittings, electrical installations and office equipment	4 - 5 years
Renovation	5 years
Motor vehicles	5 years

4. INVESTMENT PROPERTIES

	Freehold land RM'000	Leasehold land RM'000	Building RM'000	Total RM'000
Group				
At fair value				
1 January 2022	36,156	39,002	21,849	97,007
Change in fair value recognised in profit or loss	1,700	-	(200)	1,500
At 31 December 2022/1 January 2023	37,856	39,002	21,649	98,507
Additions	-	-	2,270	2,270
Change in fair value recognised in profit or loss	(176)	913	372	1,109
Remeasurement of lease liability	-	(458)	-	(458)
At 31 December 2023	37,680	39,457	24,291	101,428

	Serviced apartment RM'000
Company	
At 1 January 2022	11,539
Change in fair value recognised in profit or loss	(1,682)
At 31 December 2022/1 January 2023	9,857
Change in fair value recognised in profit or loss	278
At 31 December 2023	10,135

Investment properties comprise a number of commercial properties leased to third parties.

4. INVESTMENT PROPERTIES (CONTINUED)

The Group had entered into an agreement with Langkawi Development Authority (LADA) to develop a plot of land in phases into an Integrated Development. The lease period with LADA is 30 years.

The Group applied judgement and assumptions in determining the incremental borrowing rates of the leases. The Group first determines the closest available borrowing rates before using significant judgement to determine the adjustments required to reflect the term, security, value or economic environment of the respective leases.

4.1 The following are recognised in profit or loss :

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Lease income	**1,816**	1,619	**57**	13
Direct operating expenses :				
- income generating investment property	**265**	83	**15**	12
- non-income generating investment property	**360**	1,301	**-**	-

4.2 Security

The carrying amount of the freehold land and leasehold land of RM20,725,000 (2022: RM20,725,000) and RM17,775,000 (2022 : RM17,775,000) respectively are pledged as security for borrowing (Note 15.1).

4.3 Operating lease payments receivable

The operating lease payments to be received are as follows:

	Group	
	2023 RM'000	2022 RM'000
Less than one year	**1,863**	1,425
One to two years	**1,800**	1,425
Two to three years	**881**	1,079
Three to four years	**310**	754
Four to five years	**321**	299
More than five years	**3,551**	3,912
Total undiscounted lease payments	**8,726**	8,894

4. Investment properties (continued)

4.4 Fair value information

Investment property of the Group comprises undeveloped land located at Langkawi, Fantasia water theme park, Axis commercial hub and petrol station. Investment property of the Company comprises serviced apartment. The fair value of the properties is classified as level 3.

Level 3 fair value is estimated using unobservable inputs for the investment properties. The valuation techniques used in the determination of fair values within Level 3, as well as the significant unobservable inputs used in the valuation models are disclosed in the following paragraphs.

Fair value is determined by the independent external valuer using the comparable approach with relevant adjustments being made to key attributes such as the timing of the transaction, land size and shape, accessibility of the location, zoning, tenure and etc.

The most significant input into this valuation approach is price per square foot of RM15 to RM260 (2022 : RM15 to RM300) and RM250 to RM260 (2022 : RM240 to RM255) for the Group and the Company respectively, which would increase/(decrease) the estimated fair value if the price per square foot is higher/(lower). The Group's and the Company's investment properties are currently valued at their highest and best use.

4.5 Material accounting policy information

Investment properties are measured subsequently at fair value with any changes therein recognised in profit or loss for the period in which they arise.

5. QUARRY DEVELOPMENT EXPENDITURE - GROUP

	RM'000
At 1 January 2022	-
Additions	905
At 31 December 2022/1 January 2023	905
Additions	1,474
At 31 December 2023	2,379

During the financial year, the Company is in the process of developing new quarry faces and all incidental expenses incurred are capitalised. The estimated development period is 3 years.

5. QUARRY DEVELOPMENT EXPENDITURE - GROUP (CONTINUED)

5.1 Material accounting policy information

Expenses incurred on the development of quarry faces are capitalised and amortised based on actual production volume over the estimated reserves available from the quarry faces developed, which is based on the higher of the existing or new quarry development phases. The overburden removal costs in the development of a quarry face is recognised as deferred expenditure if all the following conditions are met:

(a) It is probable that the future economic benefit (improved access to the quarry face) associated with the overburden removal activity will flow to the entity;
(b) The entity can identify the component of the quarry face for which access has been improved; and
(c) The costs relating to the overburden removal activity associated with that component can be measured reliably.

Where an indication of impairment exists, the carrying value of the asset is assessed and written down immediately to its recoverable amount.

6. INTERESTS IN SUBSIDIARIES - COMPANY

	Note	2023 RM'000	2022 RM'000
Unquoted shares, at cost		**78,805**	77,805
Impairment loss		**(15,485)**	(15,485)
		63,320	62,320
Amount due from subsidiaries	6.1	**63,795**	64,454
Impairment loss		**(7,526)**	(7,526)
		56,269	56,928
		119,589	119,248

6.1 Amount due from subsidiaries

The amount due from subsidiaries is regarded as net interests in subsidiaries. These amounts are unsecured, interest-free and with no fixed terms of repayment.

6. INTERESTS IN SUBSIDIARIES - COMPANY (CONTINUED)

6.2 The details of the subsidiaries are as follows:

Name of subsidiaries	Country of incorporation	Principal activities	Effective ownership interest and voting interest	
			2023 %	2022 %
BDB Land Sdn. Bhd.*	Malaysia	Property development, investment holding and project management services	**100**	100
BDB Synergy Sdn. Bhd.	Malaysia	Building and general contractor	**100**	100
BDB Infra Sdn. Bhd.	Malaysia	Granite quarry operator and civil engineering contractor	**100**	100
Kedah Holdings Sdn. Bhd.*	Malaysia	Property development and property investment	**100**	100
BDBMBI Langkawi Ventures Sdn. Bhd*	Malaysia	Granite quarry operator and construction material supplier	**80**	80
Aman Lagenda Sdn. Bhd.*	Malaysia	Property investment	**100**	100
BDB Leisure Sdn. Bhd.*	Malaysia	Entertainment, sport activities and indoor and outdoor recreation	**100**	100
BDB Rock Minerals Sdn.Bhd.	Malaysia	Trading building material	**100**	100
BDB Hotels Sdn. Bhd.*	Malaysia	Dormant	**100**	100
BDB I Holdings Berhad*	Malaysia	Dormant	Dissolved in March 2023	
BDB Energy Sdn. Bhd.	Malaysia	Electrical energy operator and installation of non-electric solar energy collections	**100**	-
Subsidiary of BDB Land Sdn. Bhd.				
BDB Darulaman Golf Resort Berhad*	Malaysia	Golf resort owner and operator	**99**	99
Subsidiary of BDB Infra Sdn. Bhd.				
Gemi Puncak Sdn. Bhd. #	Malaysia	Quarry manager	**100**	-
Gemi Puncak Quarry Sdn. Bhd. #	Malaysia	Quarry operation	**100**	-
BDB Construction & Maintenance Sdn. Bhd. #	Malaysia	Road maintenance and construction	**100**	-

* The Company has provided financial support to these subsidiaries.

\# Not audited by KPMG PLT

The Group does not have any material non-controlling interests during the year.

6. INTERESTS IN SUBSIDIARIES - COMPANY (CONTINUED)

6.3 Material accounting policy information

Investments in subsidiaries are measured in the Company's statement of financial position at cost less any impairment losses.

7. INVESTMENT IN A JOINT VENTURE - GROUP

	2023 RM'000	2022 RM'000
Unquoted shares, at cost	**125**	125

BDB Lagenda Sdn. Bhd. ("BDB Lagenda") is the only joint arrangement in which the Group participates, and is principally engaged in the property development.

BDB Lagenda is structured as a separate vehicle and provides the Group rights to the net assets of the entity. The Group has classified the investment in BDB Lagenda as a joint venture.

	2023 RM'000	2022 RM'000
Percentage of ownership interest	**50%**	50%
Percentage of voting interest	**50%**	50%

During the financial year ended 31 December 2023, the Group agreed that all landowners' entitlements for Phase 2 of the project under BDB Lagenda will be attributed and payable to the Group. Hence, there was no share of profit/loss of the joint venture being recognised as at 31 December 2023.

7.1 Material accounting policy information

Investment in joint venture is measured in the Company's statement of financial position at cost less any impairment losses.

8. INVENTORIES

	Note	Group 2023 RM'000	Group 2022 RM'000	Company 2023 RM'000	Company 2022 RM'000
Non-current					
Land held for property development	8.1	**245,267**	289,265	**179,542**	215,756
Current					
At cost :					
Property development costs	8.2	**9,864**	11,849	**-**	-
Properties held for sale	8.3	**7,153**	3,650	**394**	394
Consumables and spares		**2,456**	3,773	**-**	-
Block and aggregates		**9,963**	8,567	**-**	-
		29,436	27,839	**394**	394

8. INVENTORIES (CONTINUED)

8.1 Land held for property development

8.1.1 Other outgoing costs

Included in land held for property development of the Group and of the Company are amounts of RM63,331,194 (2022 : RM70,458,000) and RM8,572,388 (2022 : RM15,270,000) respectively representing other outgoing cost incurred.

8.1.2 Security

Freehold land of the Group with carrying amount of RM5,779,548 (2022: RM12,892,723) are pledged as security for borrowings (Note 15.1).

8.2 Property development costs

Included in the property development costs is the freehold land with carrying amount of RM4,480,594 (2022 : RM4,480,594) of the Group are pledged as security for borrowings (Note 15.1).

8.3 Properties held for sale

During the year, the amount of inventories recognised as an expense in cost of sales of the Group was RM Nil (2022 : RM5,946,705).

8.4 Material accounting policy information

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is calculated using the weighted average method.

9. DEFERRED TAX ASSETS/(LIABILITIES)

Recognised deferred tax assets and liabilities

Deferred tax assets and liabilities are attributable to the following :

	Assets		Liabilities		Net	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Group						
Property, plant and equipment - capital allowances	**-**	-	**(4,898)**	(727)	**(4,898)**	(727)
Unutilised business loss	**-**	1,280	**-**	-	**-**	1,280
Interest income	**3,701**	-	**-**	-	**3,701**	-
Other temporary differences	**4,603**	5,025	**-**	(214)	**4,603**	4,811
Real Property Gain Tax (RPGT) on changes in fair value of investment properties	**-**	-	**(448)**	(658)	**(448)**	(658)
Tax assets/(liabilities)	**8,304**	6,305	**(5,346)**	(1,599)	**2,958**	4,706
Set-off of tax	**(774)**	(1,385)	**774**	1,385	**-**	-
	7,530	4,920	**(4,572)**	(214)	**2,958**	4,706
Company						
Interest income	**2,113**	-	**-**	-	**2,113**	-
RPGT on changes in fair value of investment properties	**-**	-	**(235)**	(192)	**(235)**	(192)
Other temporary differences	**426**	103	**-**	-	**426**	103
	2,539	103	**(235)**	(192)	**2,304**	(89)

Deferred tax assets and liabilities are offset when there are legally enforceable rights to set off current tax assets against current tax liabilities and when the deferred taxes relate to the same taxation authority. Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised.

9. DEFERRED TAX ASSETS/(LIABILITIES) (CONTINUED)

Recognised deferred tax assets and liabilities (continued)

Movements in temporary differences during the year are as follows :

	At 1 January 2022 RM'000	Charged to profit or loss (Note 22) RM'000	At 31 December 2022/1 January 2023 RM'000	Charged to profit or loss (Note 22) RM'000	Arising from business combination (Note 30) RM'000	At 31 December 2023 RM'000
Group						
Property, plant and equipment-capital allowances	(284)	(443)	(727)	164	(4,335)	**(4,898)**
Unutilised business loss	-	1,280	1,280	(1,280)	-	**-**
Interest income	-	-	-	3,701	-	**3,701**
Other temporary differences	1,510	3,301	4,811	(208)	-	**4,603**
RPGT on changes in fair value of investment properties	(508)	(150)	(658)	210	-	**(448)**
	718	3,988	4,706	2,587	(4,335)	**2,958**
Company						
Interest income	-	-	-	2,113	-	**2,113**
RPGT on changes in fair value of investment property	(360)	168	(192)	(43)	-	**(235)**
Other temporary differences	103	-	103	323	-	**426**
	(257)	168	(89)	2,393	-	**2,304**

Unrecognised deferred tax assets

No deferred tax assets have been recognised for the following items (stated at gross) :

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Unutilised tax losses	**27,860**	44,839	**-**	23,027
Unabsorbed capital allowances	**38,500**	36,473	**5,214**	4,983
Other temporary differences	**1,092**	1,705	**-**	-
	67,452	83,017	**5,214**	28,010

9. DEFERRED TAX ASSETS/(LIABILITIES) (CONTINUED)

Unrecognised deferred tax assets (continued)

The unutilised tax losses shall be deductible against statutory income for a maximum period of ten consecutive years of assessment immediately following that year of assessment. The unabsorbed capital allowances do not expire under current tax legislation.

The expiry of the various unutilised tax losses are as shown below :

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Unutilised tax losses				
- Expire in YA2028	**8,273**	24,250	**-**	11,757
- Expire in YA2029	**4,604**	8,878	**-**	4,274
- Expire in YA2030	**2,497**	7,186	**-**	4,690
- Expire in YA2031	**2,708**	2,764	**-**	920
- Expire in YA2032	**4,370**	1,761	**-**	1,386
- Expire in YA2033	**5,408**	-	**-**	-
	27,860	44,839	**-**	23,027

Deferred tax assets have not been recognised in respect of these items as it is not probable that future taxable profits will be available against which the Group and the Company can utilise the benefits therefrom.

9.1 Material accounting policy information

Where investment properties are carried at their fair value, the amount of deferred tax recognised is measured using the tax rates that would apply on sale of those assets at their carrying values at the reporting date unless the property is depreciable and is held with the objective to consume substantially all of the economic benefits embodied in the property over time, rather than through sale. In all other cases, the amount of deferred tax recognised is measured based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, using tax rates enacted or substantively enacted at the reporting date.

10. TRADE AND OTHER RECEIVABLES

	Note	Group		Company	
		2023	2022	2023	2022
		RM'000	RM'000	RM'000	RM'000
Non-current					
Trade					
Third parties	10.1	**103,258**	54,915	**39,505**	-

10. TRADE AND OTHER RECEIVABLES (CONTINUED)

	Note	Group 2023 RM'000	Group 2022 RM'000	Company 2023 RM'000	Company 2022 RM'000
Current					
Trade					
Third parties		**54,721**	36,300	**18,499**	56
Less : Allowance for impairment		**(4,222)**	(3,840)	**-**	-
		50,499	32,901	**18,499**	56
Amount due from ultimate holding company	10.2	**13**	-	**-**	-
Amount due from state government-related entities	10.3	**27,997**	7,637	**-**	-
Less : Allowance for impairment		**(441)**	(441)	**-**	-
		27,556	7,196	**-**	-
Amount due from federal government-related entities	10.3	**2,835**	2,259	**-**	-
		80,903	42,356	**18,499**	56
Non-trade					
Other receivables		**2,923**	5,542	**402**	23
Amount due from subsidiaries	10.4	**-**	-	**20,430**	31,542
Less : Allowance for impairment		**(464)**	(464)	**(10,190)**	(10,190)
		2,459	5,078	**10,642**	21,375
Amount due from ultimate holding company	10.2	**1,426**	12	**-**	-
Amount due from a related company	10.2	**-**	1	**-**	-
Prepayments		**908**	324	**135**	7
Refundable deposits		**3,625**	2,312	**285**	263
Dividend receivable		**-**	-	**4,000**	-
		8,418	7,727	**15,062**	21,645
		89,321	50,083	**33,561**	21,701

10.1 Non-current trade receivables

The non-current trade receivables are discounted at amortised rates of 2.17% - 5.60% (2022 : 2.17% - 4.73%) per annum based on repayment term extended to customers and are not expected to be recoverable within the next 12 months.

10.2 Amounts due from ultimate holding company and a related company

The amount due from ultimate holding company and a related company are unsecured, interest-free and repayable on demand.

10.3 Amount due from subsidiaries

The non-trade amount due from subsidiaries was unsecured, interest-free and repayable on demand.

11. CONTRACT WITH CUSTOMERS - GROUP

11.1 Contract assets/(liabilities)

	2023 RM	2022 RM
Contract assets	**55,180**	32,737
Contract liabilities	**(1,338)**	(11,756)
	53,842	20,981

Significant changes to contract assets and contract liabilities balances during the period are as follows :

	2023 RM	2022 RM
Opening balance	**20,981**	30,316
Contract liabilities at the beginning of the period recognised as revenue	**11,756**	678
Revenue recognised during the financial year	**139,673**	106,407
Progress billings raised during the financial year	**(118,568)**	(116,420)
Closing balance	**53,842**	20,981

The contract assets primarily relate to the Group's rights to consideration for work performed but not yet billed at the reporting date for its property development and construction activities. The contract assets will be transferred to trade receivables when the rights become unconditional.

The contract liabilities primarily relate to the advance consideration received from a customer for construction contract, which revenue is recognised over time during the property development and constructions activities.

11.2 Contract costs

	2023 RM'000	2022 RM'000
Cost to fulfill a contract	**413**	1,669
Cost to obtain a contract	**-**	4
	413	1,673

12. SHORT TERM INVESTMENTS

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
At fair value through profit or loss				
Money market funds	**1,045**	1,322	**1,045**	1,322
At amortised cost				
Fixed deposits with licensed bank - with tenure more than 3 months	**3,516**	3,868	**-**	-
	4,561	5,190	**1,045**	1,322

Fixed deposits of the Group placed with the licensed banks which are government-related entities amounted to RM3,020,000 (2022 : RM2,661,000).

Fixed deposits of the Group amounting to RM3,516,000 (2022 : RM3,482,000) are pledged for banking facilities to the Group (Note 15.1).

13. CASH AND CASH EQUIVALENTS

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Fixed deposits with licensed banks - with tenure within 3 months	**2,109**	4,107	**-**	-
Cash and bank balances	**71,219**	75,873	**4,854**	6,388
	73,328	79,980	**4,854**	6,388

Included in cash and bank balances of the Group are amounts of RM15,483,000 (2022: RM22,491,000), where the utilisation is subject to the Housing Development (Housing Development Account) Regulations 1991.

Cash and cash equivalents of the Group and of the Company that were placed in banks which are government-related entities amounting to RM38,493,000 (2022: RM50,957,000) and RM4,844,000 (2022: RM6,372,000) respectively.

14. SHARE CAPITAL

	Group/Company			
	2023		2022	
	Amount RM'000	Number of shares '000	Amount RM'000	Number of shares '000
Issued and fully paid ordinary shares with no par value classified as equity instruments	331,020	303,855	331,020	303,855

Ordinary shares

The holders of ordinary shares are entitled to receive dividends as declared from time to time, and are entitled to one vote per share at meetings of the Company.

15. LOANS AND BORROWINGS

	Note	Group		Company	
		2023	2022	2023	2022
		RM'000	RM'000	RM'000	RM'000
Current					
Secured :					
Term loan 1	15.1	**-**	2,417	**-**	-
Term loan 2	15.1	**-**	3,894	**-**	-
Term loan 3	15.1	**6,000**	6,000	**6,000**	6,000
Term loan 4	15.1	**-**	1,217	**-**	-
Bankers' acceptances	15.1	**5,337**	2,262	**-**	-
Unsecured :					
Term loan 5	15.1	**1,685**	1,700	**-**	-
Bank overdrafts		**12,620**	10,913	**-**	-
Revolving credit	15.1	**61,000**	24,600	**-**	-
Hire purchase liabilities	15.2	**2,275**	2,024	**77**	-
		88,917	55,027	**6,077**	6,000
Non-current					
Secured :					
Term loan 3	15.1	**13,000**	18,500	**13,000**	18,500
Unsecured :					
Term loan 5	15.1	**14,733**	15,300	**-**	-
Hire purchase liabilities	15.2	**3,352**	2,690	**286**	-
		31,085	36,490	**13,286**	18,500
		120,002	91,517	**19,363**	24,500

15. LOANS AND BORROWINGS (CONTINUED)

15.1 Security

Term loan 1

Term loan 1 relates to Murabahah Term Financing-i up to RM25.6 million by Affin Islamic Bank Berhad to finance 80% of the purchase price of 2 parcels of industrial land located at Langkawi and is secured by way of :

(a) first legal charge over the land as disclosed in Note 4.2; and
(b) corporate guarantee by the Company of RM25.6 million.

Term loan 2

Term loan 2 relates to facility from Maybank Islamic Bank Berhad to finance the construction cost and development expenditures and was secured by way of:

(a) first legal charge over the land held for development as disclosed in Note 8.1.2 and 8.2.; and
(b) corporate guarantee by the Company of RM280 million.

Term loan 3

Term loan 3 relates to facility from Maybank Islamic Bank Berhad and subscribed by Maybank Global Market amounting to RM30 million. Term loan 3 is secured by way of:

(a) first legal charge over agriculture land located at Langkawi and Kulim as disclosed in Note 8.1.2; and
(b) charge over agriculture land located at Jitra.

Term loan 4

Term loan 4 relates to facility from Small Medium Development Bank Malaysia Berhad to part finance mixed development expenditures at Pokok Sena amounting to RM18 million. Term loan 4 is secured by way of :

(a) first legal charge over the property at Kulim;
(b) first party second legal charge over land held for development as disclosed in Note 8.1.2; and
(c) Corporate guarantee by the Company of RM5 million.

Term loan 5

Term loan 5 relates to Tawarruq Term Financing-i up to RM17 million by Affin Islamic Bank Berhad to finance the construction cost and development expenditure and is secured by way of corporate guarantee by the Company of RM30 million.

Bankers' acceptances

Bankers' acceptances which bear interest at 4.70% (2022: 4.40%) per annum relate to facility from OCBC Al-Amin Bank Berhad for working capital purposes and was secured by cash deposits (Note 12) and a corporate guarantee from the Company.

Revolving credit

Revolving credit which bears interest at 6.80% (2022: 6.12%) per annum relates to facility from Affin Islamic Bank Berhad and Bank Islam Malaysia Berhad for working capital purposes.

16. TRADE AND OTHER PAYABLES

	Note	Group 2023 RM'000	Group 2022 RM'000	Company 2023 RM'000	Company 2022 RM'000
Non-current non-trade					
Accrued expenses	16.4	**10,880**	-	**10,880**	-
Refundable deposits		**192**	192	**-**	-
		11,072	192	**10,880**	-
Current					
Trade					
Trade payables		**108,872**	81,499	**-**	-
Amount due to ultimate holding company	16.2	**193**	132	**-**	-
		109,065	81,631	**-**	-
Non-trade					
Other payables and accruals	16.1	**31,864**	26,693	**6,305**	4,175
Refundable deposits		**2,982**	715	**255**	312
Amount due to ultimate holding company	16.2	**4,807**	4,102	**4,637**	4,101
Amount due to related companies	16.3	**59**	103	**57**	11
Amount due to subsidiaries	16.3	**-**	-	**9,112**	14,314
		39,712	31,613	**20,366**	22,913
		148,777	113,244	**20,366**	22,913

16.1 Other payables and accruals

Included in the other payables of the Group is RM1,436,000 (2022: RM258,000) representing advances received from customers.

16.2 Amount due to ultimate holding company - Group/Company

The trade amount due to ultimate holding company is unsecured and subject to credit terms of 30 days.

The non-trade amount due to ultimate holding company is unsecured, interest-free and payable on demand.

16.3 Amount due to related companies and subsidiaries - Group/Company

The non-trade amounts due to related companies and subsidiaries are unsecured, interest-free and payable on demand.

16.4 Non-current accrued expenses

The non-current accrued expenses of the Group represent cost relating to the disposal of land which is not expected to be paid within 12 months.

17. REVENUE

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Revenue from contract customers				
Over time				
- Sale of development properties	**24,730**	38,380	**-**	-
- Revenue from road paving and construction contracts	**151,429**	107,085	**-**	-
- Management fees	**-**	-	**11,657**	11,466
	176,159	145,465	**11,657**	11,466
At a point in time				
- Sale of completed properties and land	**92,008**	60,573	**70,404**	10,172
- Revenue from sand quarry and premix aggregate	**38,323**	19,564	**-**	-
- Revenue from water theme park, golf resort and hotel operations	**3,971**	2,825	**-**	-
- Sale of oil palm fresh fruit bunches	**651**	1,368	**651**	1,368
	134,953	84,330	**71,055**	11,540
	311,112	229,795	**82,712**	23,006
Other revenue				
Dividend income from subsidiaries	**-**	-	**-**	8,000
Rental income	**1,336**	1,236	**-**	-
Others	**621**	339	**-**	-
	1,957	1,575	**-**	8,000
	313,069	231,370	**82,712**	31,006

17. REVENUE (CONTINUED)

17.1 Transaction price allocated to the remaining performance obligations

The following table shows revenue from performance obligations that are unsatisfied (or partially unsatisfied) at the reporting date. The disclosure is only providing information for contracts that have a duration of more than one year.

	2024 RM'000	2025 RM'000	2026 RM'000	Total RM'000
Group				
2023				
Sale of development properties	14,656	373	-	15,029
Revenue from road paving	65,000	65,000	25,560	155,560
Revenue from construction contracts	162,797	168,630	-	331,427
	242,453	234,003	25,560	502,016

	2023 RM'000	2024 RM'000	2025 RM'000	Total RM'000
2022				
Sale of development properties	18,017	673	-	18,690
Revenue from road paving	6,279	-	-	6,279
Revenue from construction contracts	115,270	147,838	151,944	415,052
	139,566	148,511	151,944	440,021

The above revenue does not include variable consideration.

The Group applies the following practical expedients:

- exemption on disclosure of information on remaining performance obligations that have original expected durations of one year or less.
- exemption not to adjust the promised amount of consideration for the effects of a significant financing component when the period between the transfer of a promised good or service to a customer and when the customer pays for that good or service is one year or less.

17.2 Significant judgements and assumptions arising from revenue recognition

The Group applied the following judgements and assumptions that significantly affect the determination of the amount and timing of revenue recognised from contracts with customers:

- The Group recognised property development revenue and expenses in profit or loss by using the stage of completion method. The stage of completion is determined by the proportion that property development costs incurred for work performed to date compared to the estimated total property development costs.

  Significant judgement is required in determining the stage of completion, the extent of the property development costs incurred, the estimated total property development revenue and costs, as well as the recoverability of the development projects. In making the judgement, the Group evaluates based on past experience and by relying on the work of architects and quantity surveyors.

- For construction contracts, the Group measured the performance of construction work done by comparing the actual costs incurred with the estimated total costs required to complete the construction. Significant judgements are required to estimate the total contract costs to complete. In making the judgement, the Group evaluated based on past experience and by relying on the work of architects. A change in the estimates will directly affect the revenue to be recognised.

17. REVENUE (CONTINUED)

17.3 Revenue

Nature of goods and services

The following information reflects the typical transactions of the Group:

Nature of goods or services	Timing of recognition or method used to recognised revenue	Significant payment terms	Variable element in consideration	Obligation for returns or refunds	Warranty
Sale of development properties	Revenue is recognised over time as costs are incurred. These contracts would meet the no alternative use and the Group and the Company have rights to payment for work performed.	Credit period of 30 days from invoice date.	Not applicable.	Not applicable.	Defect liability period of 2 years is given to the customer.
Sale of completed properties and land	Revenue is recognised when the goods are delivered and accepted by the customers.	Credit period of 90 days from invoice date.	Not applicable.	Not applicable.	Defect liability period of 0.5 year is given to the customer.
Revenue form sand quarry, and premix aggregate	Revenue is recognised when the goods are delivered and accepted by the customers.	Credit period of 60 days from invoice date.	Not applicable.	Not applicable.	Not applicable.
Revenue from road paving and construction contracts	Revenue is recognised over time using the cost incurred method.	Based on agreed milestones, certified by architects.	Not applicable.	Not applicable.	Defect liability period of 1 year is given to the customer.
Revenue from water theme park, golf resort and hotel operations	Revenue is recognised at point in time when the goods and services are rendered.	Cash or credit period of 30 days from invoice date.	Not applicable.	Not applicable.	Not applicable.
Sale of oil palm fresh fruit bunches	Revenue is recognised at point in time when the goods and services are rendered.	Credit period of 30 days from invoice date.	Not applicable.	Not applicable.	Not applicable.
Management fees	Revenue is recognised over time when the services are rendered.	Credit period of 30 days from invoice date.	Not applicable.	Not applicable.	Not applicable.

18. COSTS OF SALES

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Cost of development properties and land sold	**19,346**	34,192	**-**	-
Cost of land and completed units	**60,840**	34,709	**54,066**	7,380
Sand quarry and premix aggregate costs	**37,973**	12,324	**-**	-
Road paving and construction contract costs	**135,440**	97,430	**-**	-
Cost of water theme park, golf resort and hotel operations	**3,575**	2,723	**-**	-
Cost of oil palm fresh fruit bunches sold	**504**	752	**504**	752
Others	**1,842**	1,098	**-**	-
	259,520	183,228	**54,570**	8,132

19. FINANCE COSTS

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Interest expenses of financial liabilities that are not at fair value through profit or loss				
- Interest expense on lease liabilities	**668**	-	**-**	-
- Islamic financing facilities	**4,940**	6,225	**1,086**	1,414
- Other finance costs	**220**	561	**5**	345
	5,828	6,786	**1,091**	1,759

20. PROFIT BEFORE TAX

Profit before tax is arrived at after charging/(crediting) :

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Auditors' remuneration :				
- Statutory audit	**415**	417	**165**	165

20. PROFIT BEFORE TAX (CONTINUED)

Profit before tax is arrived at after charging/(crediting) (continued):

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Non-audit fees				
- KPMG PLT	**52**	58	**10**	10
- affiliate of KPMG PLT	**101**	101	**31**	31
Material expenses/(income)				
Depreciation of property, plant and equipment	**6,860**	6,321	**771**	656
Expenses relating to short-term leases	**318**	144	**43**	111
Expenses relating to leases of low-value assets	**113**	109	**50**	50
Tax penalty	**919**	50	**-**	-
Royalties and tributes	**1,520**	1,355	**-**	-
Fair value (gain)/loss on investment properties	**(1,109)**	(1,500)	**(278)**	1,682
Loss on disposal of plant and equipment	**-**	-	**-**	50
Plant and equipment written off	**-**	-	**2**	-
Lease income	**(1,116)**	(870)	**(1,060)**	(813)
Gain on disposal of :				
- Plant and equipment	**(79)**	(117)	**-**	-
- Money market funds	**-**	(16)	**-**	-
- Investment in an associate	**-**	(2,017)	**-**	-
Interest income				
- Money market funds	**(76)**	(46)	**(76)**	(46)
- Subsidiaries	**-**	-	**(1,483)**	(1,644)
- Others	**(5,109)**	(961)	**(565)**	-
Dividend income from subsidiaries	**-**	-	**-**	(8,000)
Government grants*	**-**	(95)	**-**	-
Net loss on impairment of financial instruments and contract assets				
Financial assets at amortised cost				
- Trade receivables	**823**	118	**-**	-
- Subsidiaries	**-**	-	**-**	159
	823	118	**-**	159

* The Group received government grants as wage subsidies to retain local employees during the approved period of economic uncertainty brought about by the Coronavirus (COVID-19) outbreaks.

21. EMPLOYEE BENEFITS

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Personnel expense (including key management personnel)				
Wages and salaries	**25,934**	23,502	**8,060**	7,806
Social security costs	**305**	313	**93**	85
Contributions to Employees' Provident Fund	**2,817**	2,937	**1,042**	980
Other benefits	**4,045**	2,898	**1,378**	671
	33,101	29,650	**10,573**	9,542

22. INCOME TAX

Recognised in profit or loss

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Tax expense	**2,060**	3,485	**(1,876)**	(168)

Major components of income tax include :

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Income tax expense				
- Current year	**4,362**	6,342	**517**	-
- Under provision in prior years	**285**	1,131	**-**	-
	4,647	7,473	**517**	-
Deferred tax expense				
- Origination and reversal of temporary differences	**(2,226)**	(4,210)	**(2,322)**	(168)
- (Over)/Under provision in prior years	**(361)**	222	**(71)**	-
	(2,587)	(3,988)	**(2,393)**	(168)
Total tax expense	**2,060**	3,485	**(1,876)**	(168)

22. INCOME TAX (CONTINUED)

Reconciliation of tax expense

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Profit before tax	**14,474**	9,044	**12,372**	4,858
Tax calculated using Malaysian tax rate at 24%	**3,474**	2,171	**2,969**	1,166
Non-deductible expenses	**2,228**	932	**654**	1,561
Non-taxable income	**(40)**	-	**-**	(1,920)
Effect of deferred tax assets recognised	**(3,736)**	(1,120)	**(5,471)**	(807)
Fair value adjustment on investment properties	**210**	150	**43**	(168)
(Over)/Under provision in prior years	**(76)**	1,352	**(71)**	-
Income tax expense recognised in profit or loss	**2,060**	3,485	**(1,876)**	(168)

23. EARNINGS PER ORDINARY SHARE - GROUP

The calculation of basic earnings per ordinary share at 31 December was based on the profit attributable to ordinary shareholders and number of ordinary shares in issue during the year, calculated as follows :

	2023	2022
Profit for the year attributable to owners (RM'000)	12,655	5,597
Number of ordinary shares at 31 December ('000)	303,855	303,855
Basic earnings per ordinary share (sen)	4.16	1.84

24. DIVIDEND - GROUP/COMPANY

Dividends recognised in the current year by the Company are :

	Sen per share	RM'000	Date of payment
2023			
In respect of financial year ended 31 December 2022			
- first and final single-tier dividend	**0.46**	**1,404**	**18 July 2023**
2022			
In respect of financial year ended 31 December 2021			
- interim single-tier dividend	0.75	2,279	25 May 2022

A first and final single-tier dividend of 1 sen per ordinary share totaling RM3,038,550 in respect of the financial year ended 31 December 2023 have been recommended by the Directors, subject to approval to the shareholders of the forthcoming Annual General Meeting. The dividend which was declared after the end of the reporting period will be accounted for as an appropriation of retained earnings in the financial year ending 31 December 2024.

25. COMMITMENTS

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Property, plant and equipment				
Contracted but not provided for	-	1,625	-	565

26. RELATED PARTY TRANSACTIONS

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

The Group has related party relationship with its significant investors, subsidiaries of the Company and significant investors, government related entities, Directors and key management personnel.

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

(a) In addition to the related party information disclosed elsewhere in the financial statements, the following significant transactions between the Group and related parties were transacted based on negotiated terms during the financial year :

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Subsidiaries:				
Dividend income	-	-	-	8,000
Rental income	-	-	**56**	13
Management fees receivable	-	-	**11,657**	11,466
Interest income	-	-	**1,483**	1,644
Rental expenses	-	-	**6**	5
Ultimate holding company :				
Rental of quarry land	**108**	100	-	-
Tributes charged	**645**	574	-	-
Profit sharing on the sale of a development land	-	386	-	-
Related party -subsidiaries of ultimate holding company :				
Insurance payable	**1,671**	1,481	**316**	286
Property management fee payable	**36**	25	**36**	25
Sale of fresh fruit bunches	**651**	1,368	**651**	1,368
Estate agency fee payable	**140**	84	**140**	84
Rental income	-	92	-	92

26. RELATED PARTY TRANSACTIONS (CONTINUED)

(a) In addition to the related party information disclosed elsewhere in the financial statements, the following significant transactions between the Group and related parties were transacted based on negotiated terms during the financial year : (continued)

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Government-related financial institutions:				
Interest income	**701**	552	**53**	46
Interest expenses	**4,247**	6,391	**1,086**	1,759
State Government-related entities:				
Quit rent and assessment	**1,033**	763	**143**	122
Water expenses	**105**	115	**12**	8
Progress billing	**122,330**	85,566	**-**	-
Royalties payable	**875**	781	**-**	-
Federal Government-related entities:				
Sewerage expenses	**75**	37	**8**	7
Electricity expenses	**2,082**	1,722	**213**	211
Progress billing	**7,398**	11,727	**-**	-

(b) Transaction with Directors and key management personnel

There were no transactions with the Directors and key management personnel other than the remuneration package paid to them in accordance with the terms and conditions of their appointment.

The key management personnel compensation are as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Current Non-Executive Directors :				
Fees	**318**	345	**300**	323
Other emoluments	**456**	843	**447**	831
	774	1,188	**747**	1,154
Current Executive Director :				
Fees	**48**	8	**48**	8
Other emoluments	**715**	115	**715**	115
	763	123	**763**	123

26. RELATED PARTY TRANSACTIONS (CONTINUED)

The key management personnel compensation are as follows: (continued)

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Past Non-Executive Directors :				
Fees	**79**	19	**79**	19
Other emoluments	**60**	55	**60**	55
	139	74	**139**	74
Total Directors' emoluments	**1,676**	1,385	**1,649**	1,351
Other key management personnel :				
Salaries and other emoluments	**2,726**	1,612	**1,906**	1,124
	4,402	2,997	**3,555**	2,475

27. FINANCIAL INSTRUMENTS

27.1 Categories of financial instruments

The table below provides an analysis of financial instruments categorised as follows:

(a) Amortised cost ("AC"); and

(b) Fair value through profit or loss ("FVTPL").

	Carrying amount RM'000	AC RM'000	FVTPL RM'000
2023			
Financial assets			
Group			
Trade and other receivables (excluding prepayments)	**191,671**	**191,671**	**-**
Short term investments	**4,561**	**3,516**	**1,045**
Cash and cash equivalents	**73,328**	**73,328**	**-**
	269,560	**268,515**	**1,045**
2023			
Financial assets			
Company			
Trade and other receivables (excluding prepayments)	**72,931**	**72,931**	**-**
Short term investments	**1,045**	**-**	**1,045**
Cash and bank balances	**4,854**	**4,854**	**-**
	78,830	**77,785**	**1,045**

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.1 Categories of financial instruments (continued)

	Carrying amount RM'000	AC RM'000
2023		
Financial liabilities		
Group		
Loans and borrowings	**(120,002)**	**(120,002)**
Trade and other payables (excluding advances received from customers)	**(158,413)**	**(158,413)**
	(278,415)	**(278,415)**
Company		
Loans and borrowings	**(19,363)**	**(19,363)**
Trade and other payables	**(31,246)**	**(31,246)**
	(50,609)	**(50,609)**

	Carrying amount RM'000	AC RM'000	FVTPL RM'000
2022			
Financial assets			
Group			
Trade and other receivables (excluding prepayments)	104,674	104,674	-
Short term investments	5,190	3,868	1,322
Cash and cash equivalents	79,980	79,980	-
	189,844	188,522	1,322
Company			
Trade and other receivables (excluding prepayments)	21,694	21,694	-
Short term investments	1,322	-	1,322
Cash and bank balances	6,388	6,388	-
	29,404	28,082	1,322

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27. FINANCIAL INSTRUMENTS (CONTINUED)

27.1 Categories of financial instruments (continued)

	Carrying amount RM'000	AC RM'000
2022		
Financial liabilities		
Group		
Loans and borrowings	(91,517)	(91,517)
Trade and other payables (excluding advances received from customers)	(113,178)	(113,178)
	(204,695)	(204,695)
Company		
Loans and borrowings	(24,500)	(24,500)
Trade and other payables	(22,913)	(22,913)
	(47,413)	(47,413)

27.2 Net gains and losses arising from financial instruments :

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Net gains/(losses) arising on :				
- Fair value through profit or loss	**76**	46	**76**	46
- Financial assets at amortised cost	**4,286**	843	**2,048**	1,485
- Financial liabilities measured at amortised cost	**(5,828)**	(6,786)	**(1,091)**	(1,759)
	(1,466)	(5,897)	**1,033**	(228)

27.3 Financial risk management

The Group has exposures to the following risks from its financial instruments:

- Credit risk
- Liquidity risk
- Interest rate risk

27.4 Credit risk

Credit risk is the risk of a financial loss if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's exposure to credit risk arises principally from the individual characteristics of each customer. The Company's exposure to credit risk arises principally from loans and advances to subsidiaries and financial guarantees given to banks for credit facilities granted to subsidiaries. There are no significant changes as compared to prior periods.

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.4 Credit risk (continued)

Trade receivables and contract assets

Risk management objectives, policies and processes for managing the risk

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

At each reporting date, the Group or the Company assesses whether any of the trade receivables and contract assets are credit impaired.

The gross carrying amounts of credit impaired trade receivables and contract assets are written off (either partially or full) when there is no realistic prospect of recovery. This is generally the case when the Group or the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. Nevertheless, trade receivables and contract assets that are written off could still be subject to enforcement activities.

There are no significant changes as compared to previous year.

Exposure to credit risk, credit quality and collateral

As at the end of the reporting period, the maximum exposure to credit risk arising from trade receivables and contract assets are represented by the carrying amounts in the statement of financial position.

Concentration of credit risk

The exposure of credit risk for trade receivables and contract assets as at the end of the reporting period by major customers is as shown below :

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Customer A	**53,666**	14,320	**-**	-
Customer B	**35,058**	-	**35,058**	-
Customer C	**22,891**	-	**22,891**	-
Customer D	**23,689**	28,500	**-**	-
Customer E	**-**	17,507	**-**	-
Customer F	**-**	15,187	**-**	-
	135,304	75,514	**57,949**	-

Other than the above, the Group and the Company have no significant concentration of credit risk that may arise from exposures to a single debtor or to groups of debtors.

The disclosure of the credit risk exposure for trade receivables as at the end of the reporting period by geographic region is not disclosed as the Group's and the Company's businesses are operated solely in Malaysia.

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.4 Credit risk (continued)

Financial assets that are neither past due nor impaired

Trade and other receivables that are neither past due nor impaired are creditworthy debtors with good payment records with the Group. Cash and cash equivalents and derivatives that are neither past due nor impaired are placed with or entered into with reputable financial institutions with high credit ratings and no history of default.

Recognition and measurement of impairment losses

In managing credit risk of trade receivables, the Group manages its debtors and takes appropriate actions (including but not limited to legal actions) to recover long overdue balances.

The Group uses an allowance matrix to measure ECLs of trade receivables for all segments except for construction, road paving and property development segments. Consistent with the debt recovery process, invoices which are past due 90 days will be considered as credit impaired.

For construction contracts and road paving, as there are only a few customers, the Group assessed the risk of loss of each customer individually based on their financial information, past trend of payments and external credit ratings, where applicable. All of these customers have low risk of default.

The Group does not have any significant credit risk from its property development activities as its products are predominantly sold to a large number of property purchasers with end financing facilities from reputable financiers. In addition, the credit risk is limited as the ownership and rights to the properties revert to the Group in the event of default, and the products do not suffer from physical, technological nor fashion obsolescence.

The following table provides information about the exposure to credit risk and ECLs for trade receivables and contract assets which are grouped together as they are expected to have similar risk nature.

	2023		
	Gross carrying amount	Loss allowances	Net balance
	RM'000	RM'000	RM'000
Group			
Not past due	**223,525**	**-**	**223,525**
1 - 30 days past due	**5,119**	**-**	**5,119**
31 - 60 days past due	**3,062**	**-**	**3,062**
61 - 90 days past due	**1,809**	**-**	**1,809**
	233,515	**-**	**233,515**
Credit impaired			
More than 90 days past due	**5,826**	**-**	**5,826**
Individually impaired	**4,633**	**(4,633)**	**-**
	243,974	**(4,633)**	**239,341**
Trade receivables	188,794	(4,633)	184,161
Contract assets	55,180	-	55,180
	243,974	(4,633)	239,341
Company			
Not past due	**58,004**	**-**	**58,004**

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.4 Credit risk (continued)

Trade receivables and contract assets (continued)

Recognition and measurement of impairment losses (continued)

	2022		
	Gross carrying amount RM'000	Loss allowances RM'000	Net balance RM'000
Group			
Not past due	109,122	-	109,122
1 - 30 days past due	1,535	-	1,535
31 - 60 days past due	8,157	-	8,157
61 - 90 days past due	6,685	-	6,685
	125,499	-	125,499
Credit impaired			
More than 90 days past due	4,509	-	4,509
Individually impaired	3,840	(3,840)	-
	133,848	(3,840)	130,008
Trade receivables	101,111	(3,840)	97,271
Contract assets	32,737	-	32,737
	133,848	(3,840)	130,008
Company			
Not past due	56	-	56

The movements in the allowance for impairment losses in respect of trade receivables during the year is as follows:

	Group RM'000
Trade receivable credit impaired	
Balance at 1 January 2022	3,731
Amount written off	(9)
Net remeasurement of loss allowance	118
Balance at 31 December 2022/1 January 2023	3,840
Net remeasurement of loss allowance	823
Balance at 31 December 2023	**4,663**

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.4 Credit risk (continued)

Inter company balances

Recognition and measurement of impairment loss

Generally, the Company considers loans and advances to subsidiaries to be with low credit risk. 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 subsidiaries' loans and advances when they are payable, the Company considers the loans and advances to be in default when the subsidiaries are not able to pay when demanded. The Company considers a subsidiary's loan or advance to be credit impaired when:

- The subsidiary is unlikely to repay its loan or advance to the Company in full;
- The subsidiary's loan or advance is overdue for more than 365 days; or
- The subsidiary is continuously loss making and is having a deficit shareholders' fund.

The Company determines the probability of default for these loans and advances individually using internal information available.

The following table provides information about the exposure to credit risk and ECLs for subsidiaries' loans and advances.

	Gross carrying amount RM'000	Loss allowances RM'000	Net balance RM'000
Company			
2023			
Low credit risk	**10,240**	**-**	**10,240**
Credit impaired	**10,190**	**(10,190)**	**-**
	20,430	**(10,190)**	**10,240**
2022			
Low credit risk	21,352	-	21,352
Credit impaired	10,190	(10,190)	-
	31,542	(10,190)	21,352

The movements in the allowance for impairment losses of inter-company loans and advances during the financial year were :

	2023 RM'000	2022 RM'000
Balance at 1 January	**10,190**	10,031
Impairment loss recognised	**-**	159
Balance at 31 December	**10,190**	10,190

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.4 Credit risk (continued)

Financial guarantees

Risk management objectives, policies and processes for managing the risk

The Company provides unsecured financial guarantees to banks in respect of banking facilities granted to certain subsidiaries. The Company monitors on an ongoing basis the results of the subsidiaries and repayments made by the subsidiaries.

Exposure to credit risk, credit quality and collateral

The maximum exposure to credit risk amounts to RM95.4 million (2022: RM62.3 million) representing the outstanding banking facilities granted to certain subsidiaries as at the end of the reporting period.

As at the end of the reporting period, there was no indication that any subsidiary would default on repayment.

The financial guarantees have not been recognised since the fair value on initial recognition was not material.

27.5 Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities.

The Group actively manages its debt maturity profile, operating cash flows and the availability of funding so as to ensure that all repayment and funding needs are met. As part of its overall prudent liquidity management, the Group maintains sufficient levels of cash, cash convertible investments and committed credit lines to meet its working capital requirements.

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.5 Liquidity risk (continued)

Maturity analysis

The table below summarises the maturity profile of the Group's and the Company's financial liabilities as at the end of the reporting period based on undiscounted contractual payments:

	Carrying amount RM'000	Contractual interest rates discount rates per annum %	Contractual cash flows RM'000	Under 1 year RM'000	1 - 2 years RM'000	2 - 5 years RM'000	More than 5 years RM'000
2023							
Group							
Non-derivative financial liabilities							
Term loans	**35,418**	**5.60 - 6.55**	**37,162**	**8,610**	**8,274**	**12,345**	**7,933**
Revolving credit	**61,000**	**4.70 - 6.80**	**61,000**	**61,000**	**-**	**-**	**-**
Hire purchase liabilities	**5,627**	**2.20 - 6.36**	**5,960**	**2,425**	**2,005**	**1,530**	**-**
Bank overdraft	**12,620**	**6.65 - 8.31**	**12,620**	**12,620**	**-**	**-**	**-**
Bankers' acceptances	**5,337**	**4.50 - 4.80**	**5,337**	**5,337**	**-**	**-**	**-**
Trade and other payables* (excluding advances received from customers)	**158,413**	**-**	**158,413**	**147,533**	**6,804**	**4,076**	**-**
Lease liabilities	**21,977**	**3.17**	**29,236**	**1,024**	**1,024**	**3,135**	**24,053**
	300,392		**309,728**	**238,549**	**18,107**	**21,086**	**31,986**

* Included in trade and other payables are subcontractors retention sums of RM5,441,000 (2022 : RM5,529,000) which are expected to be settled within the Company's normal operating cycle of 2 to 3 years.

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.5 Liquidity risk (continued)

Maturity analysis (continued)

	Carrying amount RM'000	Contractual interest rates %	Contractual cash flows RM'000	Under 1 year RM'000	1 - 2 years RM'000	2 - 5 years RM'000	More than 5 years RM'000
2023							
Company							
Non-derivative financial liabilities							
Term loan	**19,000**	**5.60**	**20,729**	**6,910**	**6,574**	**7,245**	**-**
Hire purchase liabilities	**363**	**2.36**	**399**	**92**	**92**	**215**	**-**
Trade and other payables	**31,246**	**-**	**31,246**	**20,368**	**6,804**	**4,074**	**-**
Financial guarantee	**-**		**95,375**	**95,375**	**-**	**-**	**-**
	50,609		**147,749**	**122,745**	**13,470**	**11,534**	**-**

27.5 Liquidity risk (continued)

Maturity analysis (continued)

	Carrying amount RM'000	Contractual interest rates/ discount rates per annum %	Contractual cash flows RM'000	Under 1 year RM'000	1 - 2 years RM'000	2 - 5 years RM'000	More than 5 years RM'000
2022							
Group							
Non-derivative financial liabilities							
Term loans	49,028	4.19 - 7.06	54,056	14,068	9,415	20,820	9,753
Revolving credit	24,600	4.71 - 6.58	24,600	24,600	-	-	-
Hire purchase liabilities	4,714	2.20 - 3.10	5,075	2,255	1,469	1,351	-
Bank overdraft	10,913	5.40 - 8.06	10,913	10,913	-	-	-
Bankers' acceptances	2,262	3.25 - 4.40	2,262	2,262	-	-	-
Trade and other payables* (excluding advances received from customers)	113,178	-	113,178	113,178	-	-	-
Lease liabilities	21,227	3.17	30,261	-	1,024	3,094	26,143
	225,922		240,345	167,276	11,908	25,265	35,896

* Included in trade and other payables are subcontractors retention sums of RM5,529,000 which are expected to be settled within the Company's normal operating cycle of 2 to 3 years.

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.5 Liquidity risk (continued)

Maturity analysis (continued)

	Carrying amount RM'000	Contractual interest rates/ discount rates per annum %	Contractual cash flows RM'000	Under 1 year RM'000	1 - 2 years RM'000	2 - 5 years RM'000	More than 5 years RM'000
2022							
Company							
Non-derivative financial liabilities							
Term loan	24,500	4.19 - 5.39	27,238	6,580	6,873	13,785	-
Trade and other payables	22,913	-	22,913	22,913	-	-	-
Financial guarantee	-	-	62,303	62,303	-	-	-
	47,413		112,454	91,796	6,873	13,785	-

27.6 Interest rate risk

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

The Group's interest rate risk arises primarily from interest-earning financial assets and interest-bearing financial liabilities. Borrowings and deposits at floating rates expose the Group to cash flow interest rate risk. Borrowings and receivables at fixed rates expose the Group to fair value interest rate risk. The Group manages its interest rate exposure by maintaining a mix of fixed and floating rate borrowings.

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.6 Interest rate risk (continued)

Exposure to interest rate risk

The interest rate profile of the Group's and of the Company's significant interest-bearing financial instruments, based on carrying amounts as at the end of the reporting period was :

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Fixed rate instruments				
Financial assets				
- Money market funds	**1,045**	1,322	**1,045**	1,322
- Fixed deposits with licensed banks	**5,625**	7,975	**-**	-
- Trade receivables	**131,130**	68,183	**63,800**	-
	137,800	77,480	**64,845**	1,322
Financial liability				
- Hire purchase liabilities	**5,627**	4,714	**363**	-
Floating rate instruments				
Financial liabilities				
- Term loans	**35,418**	49,028	**19,000**	24,500
- Revolving credit	**61,000**	24,600	**-**	-
- Bank overdraft	**12,620**	10,913	**-**	-
- Bankers' acceptances	**5,337**	2,262	**-**	-
	114,375	86,803	**19,000**	24,500

Interest rate risk sensitivity analysis

Fair value sensitivity analysis for fixed rate instruments

The Group does not account for any fixed rate financial assets and liabilities at fair value through profit or loss, and the Group does not designate derivatives as hedging instruments under a fair value hedge accounting model. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

Sensitivity analysis for interest rate risk

At the reporting date, if interest rates had been 50 basis points lower/higher, with all other variables held constant, the Group's post-tax loss or profit would have been increased/decreased by RM435,000 (2022: RM330,000) and the Company's post-tax profit would have been decreased by RM72,000 (2022: RM93,000). The assumed movement in basis points for interest rate sensitivity analysis is based on the currently observable market environment.

27.7 Fair value information

The carrying amounts of cash and cash equivalents, deposits with licensed banks, short term investments, receivables and payables approximate their fair values due to the relatively short term nature of these financial instruments.

The table below analyses financial instruments carried at fair value and those not carried at fair value for which fair value is disclosed, together with their fair values and carrying amounts shown in the statements of financial position.

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.7 Fair value information (continued)

	Fair value of financial instruments carried at fair value				Fair value of financial instruments not carried at fair value				Total fair value	Carrying amount
	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000	RM'000	RM'000
Group										
2023										
Financial assets										
Money market fund	**1,045**	**-**	**-**	**1,045**	**-**	**-**	**-**	**-**	**1,045**	**1,045**
Trade receivables	**-**	**-**	**-**	**-**	**-**	**-**	**129,613**	**129,613**	**129,613**	**131,130**
	1,045	**-**	**-**	**1,045**	**-**	**-**	**129,613**	**129,613**	**130,658**	**132,175**
Financial liabilities										
Term loans	**-**	**-**	**-**	**-**	**-**	**-**	**35,418**	**35,418**	**35,418**	**35,418**
Hire purchase liabilities	**-**	**-**	**-**	**-**	**-**	**-**	**5,627**	**5,627**	**5,627**	**5,627**
	-	**-**	**-**	**-**	**-**	**-**	**41,045**	**41,045**	**41,045**	**41,045**
2022										
Financial assets										
Money market fund	1,322	-	-	1,322	-	-	-	-	1,322	1,322
Trade receivables	-	-	-	-	-	-	62,626	62,626	62,626	63,800
	1,322	-	-	1,322	-	-	62,626	62,626	63,948	65,122
Financial liabilities										
Term loans	-	-	-	-	-	-	49,028	49,028	49,028	49,028
Hire purchase liabilities	-	-	-	-	-	-	4,714	4,714	4,714	4,714
	-	-	-	-	-	-	53,742	53,742	53,742	53,742

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.7 Fair value information (continued)

	Fair value of financial instruments carried at fair value				Fair value of financial instruments not carried at fair value				Total fair value	Carrying amount
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total		
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Company										
2023										
Financial assets										
Money market fund	**1,045**	**-**	**-**	**1,045**	**-**	**-**	**-**	**-**	**1,045**	**1,045**
Trade receivables	**-**	**-**	**-**	**-**	**-**	**-**	**57,949**	**57,949**	**57,949**	**57,949**
	1,045	**-**	**-**	**1,045**	**-**	**-**	**57,949**	**57,949**	**58,994**	**58,994**
Financial liabilities										
Term loans	**-**	**-**	**-**	**-**	**-**	**-**	**19,000**	**19,000**	**19,000**	**19,000**
Hire purchase liabilities	**-**	**-**	**-**	**-**	**-**	**-**	**363**	**363**	**363**	**363**
	-	**-**	**-**	**-**	**-**	**-**	**19,363**	**19,363**	**19,363**	**19,363**
2022										
Financial asset										
Money market funds	1,322	-	-	1,322	-	-	-	-	1,322	1,322
Financial liabilities										
Term loans	-	-	-	-	-	-	24,500	24,500	24,500	24,500

The Company provides guarantees to banks for credit facilities extended to certain subsidiaries. The fair value of such financial guarantee is negligible as the probability of the subsidiaries defaulting on the credit lines is remote.

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.7 Fair value information (continued)

Policy on transfer between levels

The fair value of an asset to be transferred between levels is determined as of the date of the event or change in circumstances that caused the transfer.

Level 1 fair value

Level 1 fair value is derived from quoted price (unadjusted) in active markets for identical financial assets or liabilities that the entity can access at the measurement date.

Level 2 fair value

Level 2 fair value is estimated using inputs other than quoted prices included within Level 1 that are observable for the financial assets or liabilities, either directly or indirectly.

Transfers between Level 1 and Level 2 fair values

There has been no transfer between Level 1 and 2 fair values during the financial year. (2022 : no transfer in either directions)

Level 3 fair value

Level 3 fair value is estimated using unobservable inputs for the financial assets and liabilities.

Non-derivative financial liabilities

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the end of the reporting period. The carrying amount of floating rate term loans approximately fair value as their effective interest rate changes accordingly to movements in the market interest rate.

28. SEGMENT INFORMATION

During the financial year, the Group presented its segment information, broadly classified into four (4) major segments as described below. For each of the strategic business units, the Chief Operating Decision Maker ("CODM") (ie. The Group's Chief Executive Officer) reviews internal management reports at least on a quarterly basis.

(i) Property development - the development of residential and commercial properties,

(ii) Engineering, construction and quarry - civil engineering contractor, building and general contractor and granite quarry operator

(iii) Leisure - golf resort owner and operator, indoor and outdoor recreation

(iv) Investment holding - provision of management services and others

Segment profit

Performance is measured based on segment from profit as included in the internal management reports that are reviewed by the CODM. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

28. SEGMENT INFORMATION (CONTINUED)

Segment assets

The total of segment asset is measured based on all assets of a segment, as included in the internal management reports that are reviewed by the CODM. Segment total asset is used to measure the return on assets of each segment.

Segment liabilities

Segment liabilities is measured based on all liabilities of a segment, as included in the internal management reports that are reviewed by CODM.

Segment capital expenditure

Segment capital expenditure is the total cost incurred during the financial year to acquire property, plant and equipment and land held for development.

28. SEGMENT INFORMATION (CONTINUED)

	Property development RM'000	Engineering, Construction and Quarry RM'000	Leisure RM'000	Investment holding RM'000	Total reportable segments RM'000	Elimination RM'000	Consolidated RM'000
2023							
Revenue							
External sales	118,101	189,752	4,565	651	313,069	-	313,069
Inter-segment sales	283	-	10	11,657	11,950	(11,950)	-
Total revenue	118,384	189,752	4,575	12,308	325,019	(11,950)	313,069
Segment profit/(loss)	15,795	(1,198)	(2,230)	2,415	14,782	(308)	14,474
Included in the measure of segment profit are:							
- Finance income	4,529	791	3	1,561	6,884	(1,699)	5,185
- Finance costs	5,420	942	250	1,091	7,703	(1,875)	5,828
Assets							
Segment assets	488,407	235,732	29,433	404,912	1,158,484	(359,299)	799,185
Included in the measure of segment assets are:							
Additions to non-current assets other than financial instruments and deferred tax assets							
- Property, plant and equipment	68	7,500	613	983	9,164	-	9,164
- Land held for development	5,148	-	-	-	5,148	-	5,148
- Investment properties	-	-	2,270	-	2,270	1,801	4,071
- Quarry development expenditure	-	1,474	-	-	1,474	-	1,474
Liabilities							
Segment liabilities	264,815	151,579	32,978	51,165	500,537	(187,394)	313,143
Other information							
Tax expense	473	2,384	411	(1,876)	1,392	668	2,060
Depreciation of property, plant and equipment	224	5,389	385	771	6,769	91	6,860

28. SEGMENT INFORMATION (CONTINUED)

	Property development RM'000	Engineering, Construction and Quarry RM'000	Leisure RM'000	Investment holding RM'000	Total reportable segments RM'000	Elimination RM'000	Consolidated RM'000
2022							
Revenue							
External sales	90,145	126,650	3,035	11,540	231,370	-	231,370
Inter-segment sales	264	431	618	19,466	20,779	(20,779)	-
Total revenue	90,409	127,081	3,653	31,006	252,149	(20,779)	231,370
Segment profit/(loss)	9,338	(1,512)	(3,548)	4,858	9,136	(92)	9,044
Included in the measure of segment profit are:							
- Finance income	597	355	52	1,690	2,694	(1,687)	1,007
- Finance costs	6,186	485	205	1,759	8,635	(1,849)	6,786
2022							
Assets							
Segment assets	480,649	187,390	29,912	387,430	1,085,381	(368,252)	717,129
Included in the measure of segment assets are:							
Additions to non-current assets other than financial instruments and deferred tax assets							
- Property, plant and equipment	50	4,553	53	780	5,436	-	5,436
- Land held for development	16,745	-	-	-	16,745	-	16,745
- Quarry development expenditure	-	905	-	-	905	-	905
Liabilities							
Segment liabilities	261,236	100,793	30,838	47,843	440,710	(198,613)	242,097
Other information							
Tax expense	1,993	1,492	-	(168)	3,317	168	3,485
Depreciation of property, plant and equipment	465	4,783	510	656	6,414	(93)	6,321

Geographical segments

No information on geographical segment is presented as the Group's business is operated solely in Malaysia.

28. SEGMENT INFORMATION (CONTINUED)

Major customers

The following are the major customers with revenue equal to or more than 10% of the Group's revenue :

	2023 RM'000	2022 RM'000
Customer A	**137,048**	90,150
Customer B	**-**	24,120
Customer C	**39,758**	-

29. CAPITAL MANAGEMENT

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholders value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. No changes were made in the objectives, policies or processes during the year ended 31 December 2023. The Directors monitor and are determined to maintain an optimal debt-to-equity ratio.

The debt-to-equity ratios are as follows :

	2023 RM'000	2022 RM'000
Total loans and borrowings	**120,002**	91,517
Lease liabilities	**21,977**	21,227
Less : Cash and cash equivalents	**(73,328)**	(79,980)
Net debt	**68,651**	32,764
Total equity	**486,042**	475,032
Debt-to-equity ratio	**0.14**	0.07

30. ACQUISITION OF SUBSIDIARIES

On 31 October 2023, the Group acquired the entire share capital in Gemi Puncak Sdn. Bhd. and Gemi Puncak Quarry Sdn. Bhd. for a total consideration of RM13 million, satisfied in cash. The companies are involved in quarry manager and operator respectively. During the period from 1 November 2023 to 31 December 2023, the subsidiaries contributed revenue of RM0.5 million and loss of RM0.6 million.

30. ACQUISITION OF SUBSIDIARIES (CONTINUED)

The following summarises the major classes of consideration transferred, and the recognised amounts of assets acquired and liabilities assumed at the acquisition date:

Fair value of consideration transferred

	Note	Group 2023 RM'000
Cash and cash equivalents		13,000

Identifiable assets acquired and liabilities assumed

	Note	Group 2023 RM'000
Property, plant and equipment		17,763
Trade and other receivables		760
Current tax assets		91
Cash and cash equivalents		474
Deferred tax liabilities	9	(4,335)
Trade and other payables		(881)
		13,872

The fair value of property, plant and equipment is determined by the independent valuer using the following approaches:

- Cost Approach – Fair value of building is derived based on estimated replacement cost from today's labour and material prices and present construction technique. Adjustment is made for accrued depreciation.
- Comparison Approach - Fair value of land is determined with relevant adjustments being made to key attributes such as timing of transaction, land size and shape, accessibility of the location, zoning, tenure and etc.
- Depreciated Replacement Cost Approach – Fair value of plant, machinery and equipment is determined based on the gross value of assets with relevant deductions being made with the considerations of general condition, standard of maintenance, workload to which the asset is subjected and other relevant factors.

Negative goodwill

	Group 2023 RM'000
Negative goodwill was recognised as a result of the acquisition as follows:	
Total consideration transferred	**13,000**
Fair value of identifiable net assets	**(13,872)**
Negative goodwill recognised	**(872)**

Net cash outflow arising from acquisition of subsidiaries

	Group 2023 RM'000
Purchase consideration settled in cash and cash equivalents	**13,000**
Cash and cash equivalents acquired	**(474)**
	12,526

STATEMENT BY DIRECTORS

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

In the opinion of the Directors, the financial statements set out on pages 173 to 234 are drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as of 31 December 2023 and of their financial performance and cash flows for the financial year then ended.

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

.....
Tuan Sr Haji Che Had Bin Dhali
Director

.....
YM Raja Shahreen Bin Raja Othman
Director

Alor Setar,

Date :

STATUTORY DECLARATION

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

I, **Mohd Nasir Bin Ismail**, the officer primarily responsible for the financial management of Bina Darulaman Berhad, do solemnly and sincerely declare that the financial statements set out on pages 173 to 234 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 abovenamed **Mohd Nasir Bin Ismail**, NRIC: 790806-02-5637, MIA CA29437 at George Town in the State of Penang on .

.....
Mohd Nasir Bin Ismail
Chief Financial Officer

Before me:

Goh Suan Bee
(No. P125)
Commissioner for Oaths
Penang

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BINA DARULAMAN BERHAD

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Bina Darulaman Berhad, which comprise the statements of financial position as at 31 December 2023 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 6 to 82.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 December 2023, and of their financial performance and their cash flows for the year then ended in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards as issued by the International Accounting Standards Board ("IFRS Accounting Standards") and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our auditors' 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 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.

Revenue recognition (for property development and constructions)	
Refer to the Note 17 – Revenue.	
The key audit matter	**How the matter was addressed in our audit**
The Group recognises revenue relating to properties under construction and construction contracts based on the stage of completion. The stage of completion of the projects is determined by the proportion that the actual development costs incurred for work performed to date to the estimated total development costs. The recognition of revenue is therefore dependent on the Group's estimated gross development costs, which includes estimates and judgement by the Directors on costs to be incurred in the development. There is a risk that the actual development costs are different to those estimated, resulting in percentage of completion computed not reflecting the actual progress of the development. This is a key audit matter because evaluating the estimates of development costs and the reasonableness of the percentage of completion used require us to exercise significant judgments.	Our audit procedures performed in this area included, among others: • Test the design and implementation as well as operating effectiveness of Group's controls by checking for evidence of reviews and approvals over development cost, budgets setting, authorising and recording of actual costs incurred; • Challenge the assumptions in deriving at the estimates of development costs. This includes comparing the actual margins achieved of previous similar completed projects to estimates and/or compare the estimated cost to supplier's letter of award or contracts and consider allowance for cost increase included in these estimates; and • Agreed a sample of costs incurred to date to invoice and or progress claim, checked that they were allocated to the appropriate development projects, and met the definition of development costs.

We have determined that there is no key audit matter in the audit of the separate financial statements of the Company to communicate in our auditors' 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 annual report 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 annual report and, in doing so, consider whether the annual report 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 the annual report, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Statements

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

In preparing the financial statements of the Group and of the Company, the Directors are responsible for assessing the ability of the Group and of the Company 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 internal control of the Group and of the Company.

- 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 ability of the Group or of the Company 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.

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

- 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 gives a true and fair view.

- 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.

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

From the matters communicated with the Directors, we determine those matters that were of most significance in the audit of the financial statements of the Group and of the Company for the current year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our auditors' 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 6 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.

KPMG PLT
(LLP0010081-LCA & AF 0758)
Chartered Accountants

Penang

Date : 19 April 2024

Lee Phaik Im
Approval Number : 03177/05/2025 J
Chartered Accountant

MATERIAL PROPERTIES OF BINA DARULAMAN BERHAD

AS AT 31 DECEMBER 2023

No	Title/Location	Brief Description/ Existing Use	Land Area	Tenure	Date/ Year of Acquisition/ Purchase	Net Book Value 2023 (RM)
1	GRN 11523, 1659 Mukim Hosba, Kubang Pasu, Kedah Darul Aman	Land for Development	83.49 hectares	Freehold	2014	63,068,886
2	HS (D) 1149 & 1150, PT 2042 & 2043, Mukim Ulu Melaka, Langkawi, Kedah Darul Aman	Land for Development	79.30 hectares	Leasehold (Expiring 2111)	2014	48,178,544
	HS (D) 1151, PT 2044 Mukim Ulu Melaka, Langkawi, Kedah Darul Aman	Building	12.26 hectares			
3	HS (D) 126043, PT 2416 HS (D) 126045, PT 2418 HS (D) 126050, PT 2423 HS (D) 34392, PT 65003 Bandar Amanjaya, Kuala Muda, Kedah Darul Aman	Land for Development	60.03 hectares	Freehold	2014	46,686,168
	HS (D) 90453, PT 48856 Bandar Sungai Petani Kuala Muda Kedah Darul Aman	Land for Development	33.04 hectares	Freehold	2014	
4	HS (D) 69188 - 69197, PT 2333 - 2342 Mukim Sungai Ular, Kulim, Kedah Darul Aman	Land for Development	151.41 hectares	Freehold	2014	40,000,603
5	GRN131746 Lot 1237 & HS(D) 21872 PT 4936 Mukim Naga Kedah Darulaman	Residential	17.687 hectares	Freehold	1983	27,100,000
6	HS (M) 353, PT 1304 Mukim Kedawang Daerah Langkawi Kedah Darul Aman	Industrial Land	5.487 acres	Freehold	2015	20,354,788
7	HS (M) 354, PT 1301 Mukim Kedawang Daerah Langkawi Kedah Darul Aman	Industrial Land	6.926 acres	Leasehold (Expiring 2089)	2015	18,145,212
8	HS (D) 2979, PT 2516 Bandar Pokok Sena, Pokok Sena, Kedah Darul Aman	Land for Development	51.45 hectares	Freehold	2014	17,153,652
9	GRN131746 Lot 1237 & HS(D) 21872 PT 4936 Mukim Naga Kedah Darulaman	Building		Freehold	2017	13,090,475
10	HS(D)21358 PT.4152 Update : HS (D) 23593 PT 6341 - HS (D) 23594	Land & Building	2.1 acres	Freehold	1983	10,000,000

ANALYSIS OF SHAREHOLDINGS

AS AT 29 FEBRUARY 2024

Total Number of Issued Shares	:	303,854,977 Ordinary Shares
Class of Shares	:	Ordinary Shares
Voting Rights	:	1 vote per share on a poll
Number of Shareholders	:	3,343

Distribution of Shareholdings

Holdings	No. of Holders	%	Total Holdings	%
Less than 100	235	7.03	3,153	0.00
100 - 1,000	517	15.47	216,684	0.07
1,001 - 10,000	1,547	46.28	7,039,662	2.33
10,001 - 100,000	883	26.41	29,599,190	9.74
100,001 - and below 5%	160	4.79	82,551,900	27.17
5% and above	1	0.02	184,444,388	60.69
TOTAL	**3,343**	**100.00**	**303,854,977**	**100.00**

Substantial Shareholders

Holdings	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Perbadanan Kemajuan Negeri Kedah	184,444,388	60.70	0	0
TOTAL	**184,444,388**	**60.70**	**0.00**	**0.00**

LIST OF TOP 30 SHAREHOLDINGS

AS AT 29 FEBRUARY 2024

No.	Name	Shareholdings	%
1	PERBADANAN KEMAJUAN NEGERI KEDAH	184,444,388	60.70
2	TA NOMINEES (TEMPATAN) SDN BHD BENEFICIARY: LOH ENG CHEANG	5,088,100	1.67
3	LIEW FOOK MENG	4,590,000	1.51
4	LOH ENG CHEANG	4,157,000	1.37
5	CIMSEC NOMINEES (TEMPATAN) SDN BHD BENEFICIARY: GENERAL TECHNOLOGY SDN. BHD. (PB)	4,125,300	1.36
6	MAYBANK SECURITIES NOMINEES (ASING) SDN BHD BENEFICIARY: CHUMPONCHANTHARAKULPONGSA @ CHAN TEIK CHUAN	3,762,400	1.24
7	CGS-INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN BHD BENEFICIARY: NG GEOK WAH	3,000,000	0.99
8	LEE SEE JIN	2,700,900	0.89
9	PUBLIC NOMINEES (TEMPATAN) SDN BHD BENEFICIARY: TUNG AH KIONG	1,721,000	0.57
10	TEH SENG HOCK	1,705,000	0.56
11	CHENG HON SANG	1,577,000	0.52
12	RESON SDN BHD	1,554,600	0.51
13	TOH AH SAN	1,542,300	0.51
14	TEN KIN KOK	1,458,900	0.48
15	RHB NOMINEES (TEMPATAN) SDN BHD BENEFICIARY: NG HAR CHAI	1,411,400	0.46
16	ANG HIOH	1,381,900	0.45
17	MAYBANK NOMINEES (TEMPATAN) SDN BHD BENEFICIARY: MOKHTAR BIN MD ISA	1,288,700	0.42
18	ANG HIOH	1,124,700	0.37
19	ONN PING LAN	1,093,500	0.36
20	ONG YENG TIAN @ ONG WENG TIAN	1,000,000	0.33
21	KWAN CHE TONG	997,500	0.33
22	OOI BENG LIEW & SONS SDN. BHD.	997,300	0.33
23	CARTABAN NOMINEES (ASING) SDN BHD BENEFICIARY: THE BANK OF NEW YORK MELLON FOR ACADIAN EMERGING MARKETS MICRO-CAP EQUITY MASTER FUND	946,900	0.31
24	PUBLIC NOMINEES (TEMPATAN) SDN BHD BENEFICIARY: ANG HONG LIM	880,000	0.29
25	PUBLIC NOMINEES (TEMPATAN) SDN BHD BENEFICIARY: LING SII GING	822,500	0.27
26	KHOR KENG SAW @ KHAW AH SOAY	725,000	0.24
27	GOH LEE HIAN	717,800	0.24
28	FONG CHEONG KOK	675,000	0.22
29	CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN BHD BENEFICIARY: SUNRISE MATRIX SDN BHD	661,300	0.22
30	SEE KIM LEONG	630,200	0.21
	TOTAL	**236,780,588**	**77.93**

NOTICE OF 29TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 29th Annual General Meeting of Bina Darulaman Berhad (BDB or the Company) will be held at the **Delima 2, Raia Hotel & Convention Centre Alor Setar, Lot 3860, Mukim Titi Gajah, Seksyen 2, Bandar Anak Bukit, 06550, Alor Setar, Kedah Darul Aman, Malaysia**, on **Thursday, 30 May 2024** at **10.00 a.m.** for the following purposes:

AGENDA

As Ordinary Business

1. To receive the Audited Financial Statements for the Financial Year Ended 31 December 2023 together with the Reports of the Directors and Auditors thereon. **(Refer Explanatory Note 1)**

2. To re-elect the following Directors who retire by rotation in accordance with Article 88(ii) of the Company's Constitution and who being eligible,offer themselves for re-election.

   i. Tuan Sr. Haji Che Had Bin Dhali **(Resolution 1)**
   (Refer to Explanatory Note 2)

   ii. Dato' Zakiah Binti Kassim **(Resolution 2)**
   (Refer to Explanatory Note 2)

   iii. Tuan Mohamad Ibrahim Bin Ghazali **(Resolution 3)**
   (Refer to Explanatory Note 2)

3. To re-elect Dato' Wira Haji Isahak Bin Murat, who retires in accordance with Article 89 of the Company's Constitution and being eligible offers himself for re-election. **(Resolution 4)**
   (Refer to Explanatory Note 3)

4. To approve the Directors' Fees of RM648,000 for the Financial Year 2024. **(Resolution 5)**
   (Refer to Explanatory Note 4)

5. To approve the payment of Directors' Benefits (excluding Directors' Fees) in accordance with Section 230(1) of the Companies Act 2016 with effect from the 29th Annual General Meeting until the next Annual General Meeting of the Company. **(Resolution 6)**
   (Refer to Explanatory Note 5)

6. To approve the payment of the first and final single-tier dividend of 1.00 cents per ordinary share in respect of the financial year ended 31 December 2023. **(Resolution 7)**
   (Refer to Explanatory Note 6)

7. To re-appoint Messrs. KPMG PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. **(Resolution 8)**
   (Refer to Explanatory Note 7)

8. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Company's Constitution.

FURTHER NOTICE IS HEREBY GIVEN THAT for the purpose of determining a member who shall be entitled to attend, speak and vote at the 29th Annual General Meeting, the Company shall request Bursa Malaysia Depository Sdn Bhd (Bursa Depository) in accordance with Article 54 (iii) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositors as of 21 May 2024. Only a depositor whose name appears on the Record of Depositors as of 21 May 2024 shall be entitled to attend the said meeting or appoint proxy(ies) to attend and/or vote on his/her behalf.

By Order of the Board
FOR BINA DARULAMAN BERHAD

KHAIRULMUNA BINTI ABD GHANI
SSM PC No. 202208000505
LS 0008190
Company Secretary

Alor Setar,
Kedah Darul Aman.

30 April 2024

Notes:

1. With regards to the deposited securities, only members whose names appear in the Record of Depositors as of 21 May 2024 shall be eligible to participate in this 29th AGM.
2. A member of the Company entitled to participate in this 29th AGM is entitled to appoint up to two (2) proxies to participate in his stead. A member shall specify the shareholding proportion where two (2) proxies are appointed. A proxy need not be a member of the Company.
3. Every member including Authorised Nominees as defined under the Securities Industry (Central Depositories) Act 1991 (SICDA), and Exempt Authorised Nominees who hold ordinary shares in the Company for multiple beneficial owners in one securities account (Omnibus Account), is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate and vote instead of him at the AGM and that such proxy need not be a member.
4. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or if the appointer is a corporation either under its common seal or under the hand of an officer or attorney duly authorised in writing.
5. The instrument appointing a proxy shall:

i. In the case of an individual, be signed by the appointer or by his/her attorney.

ii. In the case of a corporation, be either under its common seal or under the hand of its duly authorised attorney or officer on behalf of the corporation.

6. The form of proxy together with the power of attorney or other authority, shall be deposited at the **Company's Registered Office at Aras 9, Menara BDB, 88, Lebuhraya Darulaman, 05100 Alor Setar, Kedah Darul Aman, OR** via the email address at **agm@bdb.com.my** not less than forty-eight (48) hours before the time set for holding the meeting or at any adjournment thereof.
7. By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote in this 29th AGM and/or any adjournment thereof, a member of the Company: (i) consents to the processing of the member's personal data by the Company (or its agents): (a) for processing and administration of proxies and representatives appointed for the AGM; (b) preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (which includes any adjournments thereto); and (c) for the Company's (or its agents) compliance with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that he or she has obtained such proxy(ies) and/or representative's(s') prior consent for the Company's (or its agents) processing of such proxy(ies) and/or representative's(s') personal data for the Purposes, and (iii) agrees that the member will indemnify the Company for any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Voting by Poll

8. Pursuant to Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of 29th AGM will be put to vote on poll. Poll Administrator and Independent Scrutineers will be appointed to conduct the voting session and verify the results of the poll respectively.
9. Pursuant to Article 61 of the Constitution of the Company, all resolutions set out in this Notice will be put to vote by way of poll.

Members Entitled to Attend

10. For the purpose of determining who shall be entitled to attend this meeting, the Company shall request the Bursa Malaysia Depository Sdn Bhd (Depository) in accordance with the Rules of the Depository, to issue a Record of Depositors and make available to the Company pursuant to Article 54 (iii) of the Company's Constitution and Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

EXPLANATORY NOTES ON ORDINARY BUSINESSES:

AGENDA 1

1. AUDITED FINANCIAL STATEMENTS

The Audited Financial Statements for the financial year ended 31 December 2023 (FY2023) under Agenda 1 are laid before shareholders pursuant to provisions of Section 340(1)(a) of the Companies Act 2016 for discussion only and will not be put forward for voting.

AGENDA 2: RESOLUTION 1 TO RESOLUTION 3

2. RE-ELECTION OF DIRECTORS PURSUANT TO ARTICLE 88 (ii) OF THE COMPANY'S CONSTITUTION

The following directors will be up for re-election or re-appointment at the upcoming 29th Annual General Meeting: Tuan Sr. Haji Che Had Bin Dhali, Dato' Zakiah Binti Kassim and Tuan Mohamad Ibrahim Bin Ghazali. You can find detailed profiles of each of these directors on pages 20, 21 & 24 of the Annual Report 2023. It should be noted that all directors who retire from office will be eligible for re-election.

The Annual Report 2023 is available at https://www.bdb.com.my/29th-agm/.

AGENDA 3 – RESOLUTION 4

3. RE-ELECTION OF DIRECTOR PURSUANT TO ARTICLE 89 OF THE COMPANY'S CONSTITUTION

Dato' Wira Haji Isahak Bin Murat is a director who is standing for re-election in accordance with Article 89 of the Company's Constitution at the 29th Annual General Meeting of the Company. The profile of Dato' Wira is provided on pages 22 of the Annual Report 2023. It is important to note that he is entitled for re-election.

The Annual Report 2023 is available at https://www.bdb.com.my/29th-agm/.

AGENDA 4 – RESOLUTION 5

4. DIRECTORS' FEES

Pursuant to Section 230(1) of the Companies Act 2016, any Directors' Remuneration including Directors' Fees provide amongst others, that the "fees" of the directors and "any benefits" payable to the directors of a listed company shall be approved at the AGM. In this respect, the Board of Directors (Board) agreed that the shareholders' approval shall be sought at the 29th AGM on the Directors' Remuneration in two (2) separate resolutions as follows:

Resolution 5 : Payment of Directors' Fees in respect of the preceding Year 2024. Details of Directors' Fees for the FY2023 are disclosed in the Corporate Governance Report which is available on the Company's website at https://www.bdb.com.my/corporate-governance/. The Directors' Fees for FY2023 amount to RM48,000 per director and the proposal for FY2024 is as follows:

A. Proposed Increase Directors' Fees FY2024

No.	Description	FY2024 (RM)
1.	Chairman	72,000
2.	Executive Director (ED)	72,000
3.	Non-Executive Directors (NEDs) (7 x RM6,000 x 12 months)	504,000
	TOTAL	**648,000**

The proposed increase in Directors' Fees takes into account several factors, including the time required to perform duties, the added fiduciary and statutory responsibilities of the directors under various law and regulations. Additionally, the proposed increase aims to reflect the additional responsibilities of the NEDs as well as ED. It's important to note that the proposed increase in fees will not affect the budget. The pool of funds was derived from training expenses. The Company will consider training expenses within its annual budget.

The proposed Resolution 5 will allow the Chairman, NEDs, and ED of the Company to receive their Directors' Fees on a monthly basis of RM6,000 a month for the Financial Year 2024 if resolution 5 is approved.

AGENDA 5 – RESOLUTION 6

5. DIRECTORS' BENEFITS

Resolution 6 : Benefits payable to Chairman, NEDs and ED (excluding Directors' Fees) for the period from 29th AGM until the next AGM of the Company (the Relevant Period) the proposed Resolution 6, if passed, will authorise the payment of Directors' Benefits of the Chairman, NEDs and ED at the Relevant Period. The Benefits comprise Allowances, Benefits in-kind and other emoluments payable to the Chairman, NEDs and ED.

The Directors' Remuneration (excluding Directors' Fees) comprises meeting allowances and other emoluments payable to the Chairman and members of the Board and Board Committees are as follows:

B. Directors' Remuneration (Excluding Directors' Fees)

Description			Chairman 2024 (RM)	NEDs & ED 2024 (RM)
a.	**Monthly Fixed Allowance**		10,000	Not Applicable
Description			**Chairman of Meeting (RM)**	**Member (RM)**
b.	**Meeting allowances per meeting:** (Increase of RM500 for Board Meeting & Board Committees Meeting)			
	- Board Meeting		4,000	3,500
	- Board Committee Meetings			
	i.	Board Audit Committee Meeting	3,000	2,500
	ii.	Board Nomination, Remuneration and ESOS Committee Meeting	3,000	2,500
	iii.	Board Risk Committee Meeting	3,000	2,500
	iv.	Board Procurement Committee Meeting	3,000	2,500
	v.	Board Investment Committee Meeting	3,000	2,500
	vi.	Board Sustainability Committee Meeting	3,000	2,500
c.	**Annual General Meeting & Extraordinary General Meeting**		3,000	2,500
d.	**Other Allowances:**			
	Leave passage/Study Trip for NEDs (Previously referred as Training Expenses)		16,000	

- Propose to increase meeting allowance is referred to Resolution 6 of RM500.00 for Board Meeting and all Board Committee Meeting due to number of meetings held.
- A meeting allowance review was due every 3 years, but it was deferred for several years due to various considerations. The most recent review was conducted in the year 2019.
- BNREC deliberated and recommended reducing training expenses from RM40,000.00 to RM16,000.00. The saved amount will be used for director fees. Training expenses will be renamed as Leave Passage/Study Trip for board members except the ED.
- The proposed increase in meeting allowances, if approved, will be effective from the Financial Year 2024 until the next AGM.

AGENDA 6 – RESOLUTION 7

6. NOTICE OF DIVIDEND PAYMENT & BOOK CLOSURE

NOTICE IS HEREBY GIVEN THAT, a first and final single-tier to be same as notice dividend of 1.00 cents per ordinary share in respect of the financial year ended 31 December 2023, if approved by the shareholders, will be paid on 18 July 2024 to Depositors whose names appear in the Record of Depositors on 28 June 2024.

A depositor shall qualify for entitlement to the dividend only in respect of:

a. Shares transferred into the Depositor's Securities Account before 5.00 p.m. on 28 June 2024 in respect of ordinary transfer; and

b. Shares bought on the Bursa Malaysia Securities Berhad (Bursa Malaysia) on a cum entitlement basis according to the Rules of the Bursa Malaysia.

AGENDA 7 – RESOLUTION 8

7. APPOINTMENT OF AUDITORS

The proposed re-appointment of Messrs. KPMG PLT as Auditors of the Company is based on criteria prescribed under Paragraph 15.21 of the Main Market Listing Requirements.

Personal Data Privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, you hereby agree and consent that any of your personal data in our possession shall be processed by us in accordance with our Personal Data Protection Notice set out in www.bdb.com.my/privacy-policy.

This serves to warrant that relevant consent has been obtained for us to process any third party's personal data provided by you in accordance with our said Personal Data Protection Notice.

ADMINISTRATIVE GUIDE FOR 29TH ANNUAL GENERAL MEETING

Dear Shareholders of **BINA DARULAMAN BERHAD**,

It is our pleasure to invite you to the 29th Annual General Meeting (29th AGM) of the Company, which will be held as below:

Day and Date	:	Thursday, 30 May 2024
Time	:	10.00 a.m.
Venue	:	Delima 2, Raia Hotel & Convention Centre Alor Setar, Lot 3860, Mukim Titi Gajah, Seksyen 2, Bandar Anak Bukit, 06550, Alor Setar, Kedah Darul Aman.

Please scan the QR Code for all the documents mentioned here and below can be viewed and downloaded from the following designated website link: http://www.bdb.com.my/29th-agm/.

No.	Documents
1	Annual Report 2023
2	Notice of the 29th AGM, Proxy Form & Administrative Guide

As part of our drive to support the green environment by reducing paper usage and pursuant to paragraph 2.19B of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and Clause 116 of the Company's Constitution, we wish to notify you by this letter that we have discontinued the delivery of any document to our shareholders in printed copies.

REGISTRATION

Registration will start at 8.30 a.m. at Delima 2, Raia Hotel & Convention Centre Alor Setar, Lot 3860, Mukim Titi Gajah, Seksyen 2, Bandar Anak Bukit, 06550, Alor Setar, Kedah Darul Aman and will end at a time directed by the Chairman of the Meeting. There will be signages to the registration area and you will have to queue for registration.

Please note that you will not be allowed to register on behalf of another person even with the original IC of that person produced/presented.

Please read the signage to ascertain where you should register yourself as a member or proxy for the meeting and join the queue accordingly.

Please produce your **ORIGINAL** Identification Card (MYKAD) during registration for verification. Please make sure you collect your MYKAD thereafter.

The registration counter will handle ONLY verification of identity and registration. After the registration, please vacate the registration area immediately.

VERIFICATION

You will be provided with an identification barcode upon verification and registration.

If you are attending the AGM as a shareholder as well as a proxy, you will be registered once and will be given only one (1) identification barcode.

The identification barcode must be worn throughout the AGM. No person will be allowed to enter the meeting room without the identification barcode.

There will be no replacement in the event that you lose or misplace the identification barcode.

APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE

If you wish to appoint a proxy to attend and vote on your behalf at the AGM, you may deposit your proxy form to the **Company's Registered Office** at **Aras 9, Menara BDB, 88, Lebuhraya Darulaman, 05100, Alor Setar, Kedah Darul Aman**, **OR** via the email address at **agm@bdb.com.my** not later than **Tuesday, 28 May 2024 at 10.00 a.m.**

Please ensure all the particulars as required in the proxy form are completed, signed and dated accordingly.

Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the **Company's Registered Office at Aras 9, Menara BDB, 88, Lebuhraya Darulaman, 05100 Alor Setar, Kedah Darul Aman, OR** via the email address at **agm@bdb.com.my** not later than **Tuesday, 28 May 2024 at 10.00 a.m.** to participate in the 29th AGM. 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.

For a corporate member who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment at the **Company's Registered Office at Aras 9, Menara BDB, 88, Lebuhraya Darulaman, 05100 Alor Setar, Kedah Darul Aman, OR** via the email address at **agm@bdb.com.my** not later than **Tuesday, 28 May 2024 at 10.00 a.m.** to participate in the 29th AGM. The certificate of appointment should be executed in the following manner:

i If the corporate member has a common seal, the certificate of appointment 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 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.

GENERAL MEETING RECORD OF DEPOSITORS (ROD)

Only a depositor whose name appears on the ROD as of 21 May 2024 shall be entitled to attend, speak and vote at the AGM or appoint a proxy(ies) to attend and/or vote on his/her behalf.

POLL VOTING

The voting at the 29th AGM will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements.

Shareholders can proceed to vote on the resolutions at any time from the commencement of the 29th AGM at 10.00 a.m. but before the end of the voting session, which will be announced by the Chairman of the Meeting.

Upon completion of the voting session for the 29th AGM, the Scrutineers will verify and announce the poll results followed by the Chairman's declaration of whether the resolutions are duly passed.

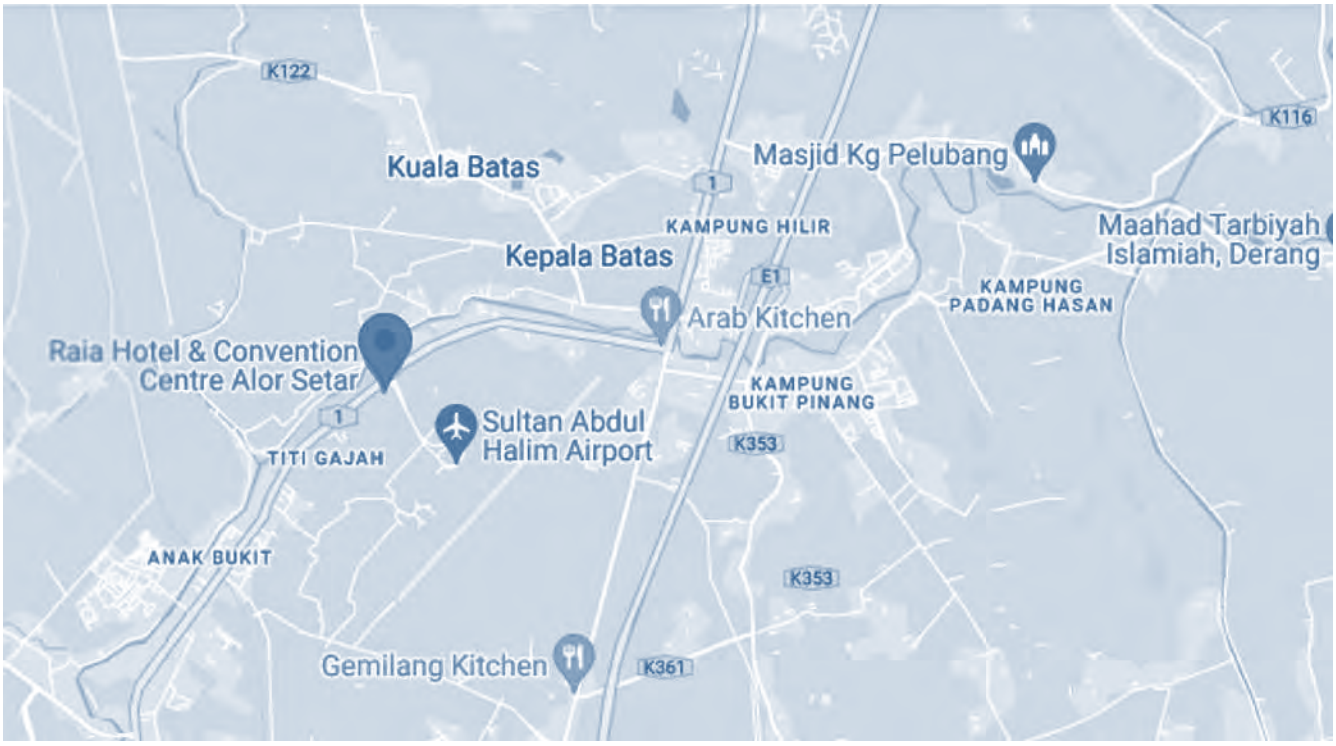
Q&A SESSION

Please keep all questions and comments to a reasonable length of time to allow as many shareholders as possible who wish to speak at the AGM an opportunity to do so and the questions should be confined to matters before the meeting only.

NO RECORDING OR PHOTOGRAPHY

No recording or photography of the AGM proceedings is allowed without the prior written permission of the Company.

LOCATION OF VENUE



PARKING

Ample parking spaces are available at the AGM venue and free of charge.

PERSONAL BELONGINGS

Please take care of your personal belongings. The organiser will not be held responsible for any item that has gone missing.

NO SMOKING POLICY

A non-smoking policy is maintained inside the AGM venue. Your co-operation is much appreciated**.**

ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Bina Management (M) Sdn. Bhd.

General Line	:	+603-7784 3922
Fax Number	:	+603-7784 1988
Email	:	binawin@binamg168.com
Contact Person(s)	:	Mr. Chew / Email: chew@binamg168.com

Personal Data Privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, you hereby agree and consent that any of your personal data in our possession shall be processed by us in accordance with our Personal Data Protection Notice set out in https://www.bdb.com.my/bdbpolicies/.

This serve to warrant that relevant consent has been obtained for us to process any third party's personal data provided by you in accordance our said Personal Data Protection Notice.

FORM OF PROXY

CDS Account No.	No. of Shares held

*I/We [Full name and in block letters] _____

*NRIC/Passport/Company No. [compulsory] _____

Mobile Phone No.: _____

Address [in block letters]: _____

_____

_____

Being a Shareholder of **BINA DARULAMAN BERHAD** ["the Company"] hereby appoint:

First Proxy

Full Name [in block letters]	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	**%**
Address:			
Email:		**Contact No.:**	

*or failing *him/her.

Second Proxy [as the case may be]

Full Name [in block letters]	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	**%**
Address:			
Email:		**Contact No.:**	

or failing *him/her, the ****CHAIRMAN OF THE MEETING** as *my/our Proxy to attend and vote for *me/us on *my/our behalf at the 29th Annual General Meeting of Bina Darulaman Berhad (BDB or the Company) will be held at the **Delima 2, Raia Hotel & Convention Centre Alor Setar, Lot 3860, Mukim Titi Gajah, Seksyen 2, Bandar Anak Bukit, 06550, Alor Setar, Kedah Darul Aman, Malaysia**, on **Thursday, 30 May 2024** at **10.00 a.m.** or any adjournment thereof, as indicated below:

FORM OF PROXY

No.	Resolutions		For	Against
Ordinary Business				
1	To re-elect Tuan Sr. Haji Che Had Bin Dhali who is retiring pursuant to Article 88(ii) of the Company's Constitution.	**ORDINARY RESOLUTION 1**		
2	To re-elect Dato' Zakiah Binti Kassim who is retiring pursuant to Article 88(ii) of the Company's Constitution.	**ORDINARY RESOLUTION 2**		
3	To re-elect Tuan Haji Mohamad Ibrahim Bin Ghazali who is retiring pursuant to Article 88(ii) of the Company's Constitution.	**ORDINARY RESOLUTION 3**		
4	To re-elect Dato' Wira Haji Isahak Bin Murat who is retiring pursuant to Article 89 of the Company's Constitution.	**ORDINARY RESOLUTION 4**		
5	To approve the Directors' Fees of RM648,000.00 for the Financial Year 2024.	**ORDINARY RESOLUTION 5**		
6	To approve the payment of Directors' Benefits (excluding Directors' Fees) in accordance with Section 230(1) of the Companies Act 2016 with effect from the 29th Annual General Meeting until the next Annual General Meeting of the Company.	**ORDINARY RESOLUTION 6**		
7	To approve the payment of the first and final single-tier dividend of 1.00 cents per ordinary share in respect of the financial year ended 31 December 2023.	**ORDINARY RESOLUTION 7**		
8	To re-appoint Messrs. KPMG PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.	**ORDINARY RESOLUTION 8**		

[Please indicate with an "X" in the appropriate box against the resolution how you wish your Proxy to vote. If no instruction is given, this form will be taken to authorise the Proxy to vote at his/her discretion].

* Strike out whichever applicable.

** If you do not wish to appoint the Chairman of the Meeting as your proxy/one (1) of your proxies, please strike out the words "the Chairman of the Meeting" and insert the name(s) of the proxy/proxies you wish to appoint in the blank spaces provided.

Signed this _____ day of _____, 2024.

_____

Signature/Common Seal of Shareholder

Notes:

1. With regards to the deposited securities, only members whose names appear in the Record of Depositors as of 21 May 2024 shall be eligible to participate in this 29th AGM.
2. A member of the Company entitled to participate in this 29th AGM is entitled to appoint up to two (2) proxies to participate in his stead. A member shall specify the shareholding proportion where two (2) proxies are appointed. A proxy need not be a member of the Company.
3. Every member including Authorised Nominees as defined under the Securities Industry (Central Depositories) Act 1991 (SICDA), and Exempt Authorised Nominees who hold ordinary shares in the Company for multiple beneficial owners in one securities account (Omnibus Account), is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate and vote instead of him at the AGM and that such proxy need not be a member.
4. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or if the appointer is a corporation either under its common seal or under the hand of an officer or attorney duly authorised in writing.
5. The instrument appointing a proxy shall:
   i. In the case of an individual, be signed by the appointer or by his/her attorney.
   ii. In the case of a corporation, be either under its common seal or under the hand of its duly authorised attorney or officer on behalf of the corporation.
6. The form of proxy together with the power of attorney or other authority, shall be deposited at the **Company's Registered Office at Aras 9, Menara BDB, 88, Lebuhraya Darulaman, 05100 Alor Setar, Kedah Darul Aman, OR** via the email address at **agm@bdb.com.my** not less than forty-eight (48) hours before the time set for holding the meeting or at any adjournment thereof.
7. By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote in this 29th AGM and/or any adjournment thereof, a member of the Company: (i) consents to the processing of the member's personal data by the Company (or its agents): (a) for processing and administration of proxies and representatives appointed for the AGM; (b) preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (which includes any adjournments thereto); and (c) for the Company's (or its agents) compliance with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that he or she has obtained such proxy(ies) and/or representative's(s') prior consent for the Company's (or its agents) processing of such proxy(ies) and/or representative's(s') personal data for the Purposes, and (iii) agrees that the member will indemnify the Company for any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Voting by Poll

8. Pursuant to Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of 29th AGM will be put to vote on poll. Poll Administrator and Independent Scrutineers will be appointed to conduct the voting session and verify the results of the poll respectively.
9. Pursuant to Article 61 of the Constitution of the Company, all resolutions set out in this Notice will be put to vote by way of poll.

Members Entitled to Attend

10. For the purpose of determining who shall be entitled to attend this meeting, the Company shall request the Bursa Malaysia Depository Sdn Bhd (Depository) in accordance with the Rules of the Depository, to issue Record of Depositors and make available to the Company pursuant to Article 54 (iii) of the Company's Constitution and Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

Personal Data Privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, you hereby agree and consent that any of your personal data in our possession shall be processed by us in accordance with our Personal Data Protection Notice set out in www.bdb.com.my/privacy-policy.

This serves to warrant that relevant consent has been obtained for us to process any third party's personal data provided by you in accordance our said Personal Data Protection Notice.

GRI CONTENTS INDEX 2023

Page indications in this Index refer to Bina Darulaman Berhad Annual Report 2023 unless otherwise noted. The Sustainability Report is contained in the report on pages 88 to 142. BDB's Annual Report 2023 has been prepared with reference to the GRI Universal Standards: 2016, 2018 and 2021, which refer to standards' issue date, not the date of the information presented in this report.

GRI STANDARD/OTHER SOURCE	DISCLOSURE		SDG	PAGE NUMBER	REMARKS
GENERAL DISCLOSURES					
GRI 2: General Disclosures 2021	**2-1**	Organisational details	-	4-15	About Us
	2-2	Entities included in the organisation's sustainability reporting	-	4-15 16	About Us Corporate Structure
	2-3	Reporting period, frequency and contact point	-	88	Reporting Period and Scope Feedback
	2-4	Restatements of information	-	-	Some information and performance data for FY2022 and FY2021 published in the Sustainability Report has been restated and has been indicated with and asterisks (*) where applicable.
	2-5	External assurance	-	-	No external assurance
	2-6	Activities, value chain and other business relationships	-	4-15 17 50-73 74-86	About Us Corporate Information Management Discussion & Analysis Corporate Highlights
	2-7	Employees	8; 10	124-130	FOCUS AREA 3: Enabling and Empowering Employees
	2-8	Workers who are not employees	5; 8; 16	-	Not Applicable
	2-9	Governance structure and composition	5; 16	95-96 146-160	Sustainability Governance Structure Corporate Governance Overview Statement
	2-10	Nomination and selection of the highest governance body	5; 6; 16	17 146-160	Corporate Information Corporate Governance Overview Statement
	2-11	Chair of the highest governance body	16	146-160	Corporate Governance Overview Statement
	2-12	Role of the highest governance body in overseeing the management of impacts	16	95-96	Sustainability Governance Structure
	2-13	Delegation of responsibility for managing impacts	-	95-96 98-100 163-166	Sustainability Governance Structure Materiality Matters Statement on Risk Management and Internal Control
	2-14	Role of the highest governance body in sustainability reporting	-	95-96	Sustainability Governance Structure
	2-15	Conflicts of interest	16	146-160 163-166	Corporate Governance Overview Statement Statement on Risk Management and Internal Control
	2-16	Communication of critical concerns	-	98-100 146-160 161-162 163-166	Materiality Matters Corporate Governance Overview Statement Audit Committee Report Statement on Risk Management and Internal Control
	2-17	Collective knowledge of the highest governance body	-	20-27	Board of Directors' Profile
	2-18	Evaluation of the performance of the highest governance body	-	 146-160	HR Policy at https://bdb.com.my/bdbpolicies Corporate Governance Overview Statement
	2-19	Remuneration policies	-	146-160 161-162 163-166	Corporate Governance Overview Statement Audit Committee Report Statement on Risk Management and Internal Control
	2-20	Process to determine remuneration	-	146-160 161-162 163-166	Corporate Governance Overview Statement Audit Committee Report Statement on Risk Management and Internal Control
	2-21	Annual total compensation ratio	-	-	The compensation we offer is based on the market rate and internal equity of the respective positions as well as the employee's skill set and experience. As far as possible, we strive to offer all our employees comparable compensation structures and monitor compliance with minimum standards.
	2-22	Statement on sustainable development strategy	-	50-73 92-100	Management Discussion & Analysis Our Sustainability Approach and Strategy

GRI STANDARD/OTHER SOURCE	DISCLOSURE		SDG	PAGE NUMBER	REMARKS
GENERAL DISCLOSURES (continued)					
GRI 2: General Disclosures 2021	**2-23**	Policy commitments	16	96-97	Sustainability Policy
				110	Procurement Policy
				111	Anti-Bribery and Anti-Corruption Policy, Code of Conduct, Supplier Code of Conduct, Procurement Policy and HR Policy at https://bdb.com.my/bdbpolicies
	2-24	Embedding policy commitments	16	96-97	Sustainability Policy
				110	Procurement Policy
				111	Anti-Bribery and Anti-Corruption Policy, Code of Conduct, Supplier Code of Conduct, Procurement Policy and HR Policy at https://bdb.com.my/bdbpolicies
				146-160	Corporate Governance Overview Statement
				163-166	Statement on Risk Management and Internal Control
	2-25	Processes to remediate negative impacts	-	50-73	Management Discussion & Analysis
				69	Managing Risks
				98-100	Materiality Matters
				163-166	Statement on Risk Management and Internal Control
	2-26	Mechanisms for seeking advice and raising concerns	16	40-41	Investor Relations
				88	Feedback
				134-135	Exceeding Expectations, Every Time
				135	Defect Management Process Flow (for Property Development Segment)
	2-27	Compliance with laws and regulations	-	98-100	Materiality Matters
				101-111	FOCUS AREA 1: Supporting Government Aspirations for Sustainable Growth
				112-123	FOCUS AREA 2: Preserving the Environment
				124-130	FOCUS AREA 3: Enabling and Empowering Employees
				131-142	FOCUS AREA 4: Engaging Effectively with Stakeholders
				146-160	Corporate Governance Overview Statement
				163-166	Statement on Risk Management and Internal Control
				167-234	Financial Statements
	2-28	Membership associations	-	133	Affiliations and Memberships in Associations
	2-29	Approach to stakeholder engagement	-	40-41	Investor Relations
				131-142	FOCUS AREA 4: Engaging Effectively with Stakeholders
				136	Stakeholder Engagement
	2-30	Collective bargaining agreements	8	-	Not Applicable
MATERIAL TOPICS					
GRI 3: Material Topics 2021	**3-1**	Process to determine material topics	-	98-100	Materiality Matters
	3-2	List of material topics	-	98-100	Materiality Matters
ECONOMIC PERFORMANCE					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	All material matters sections	Throughout the Annual Report and Sustainability Statement
GRI 201: Economic Performance 2016	**201-1**	Direct economic value generated and distributed	8; 9	38-39	5-Year Group Financial Highlights
				50-73	Management Discussion & Analysis
				62-63	Value Creation Model
				101-111	FOCUS AREA 1: Supporting Government Aspirations for Sustainable Growth
				168-240	Financial Statements
GRI 201: Economic Performance 2016	**201-2**	Financial implications and other risks and opportunities due to climate change	13	38-39	5-Year Group Financial Highlights
				50-73	Management Discussion & Analysis
				101-111	FOCUS AREA 1: Supporting Government Aspirations for Sustainable Growth
				112-123	FOCUS AREA 2: Preserving the Environment
				168-240	Financial Statements
	201-3	Defined benefit plan obligations and other retirement plans	-	-	None
	201-4	Financial assistance received from government	-	-	Employee training and development claimable courses under HRD Corp. PERKESO Penjana Subsidy. Tax relief from utilisation of unabsorbed tax losses and capital allowance and training costs under the Professional Training and Education for Growing Entrepreneurs (PROTÉGÉ-Ready to Work (RTW) Programme).

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GRI STANDARD/OTHER SOURCE	DISCLOSURE		SDG	PAGE NUMBER	REMARKS
MARKET PRESENCE					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	4-15	About Us
GRI 202: Market Presence 2016	**202-1**	Ratios of standard entry level wage by gender compared to local minimum wage	1; 5; 8	-	The compensation we offer is based on the minimum wage and internal equity of the respective positions as well as the employee's skill set and/ or experience. As far as possible, we strive to offer all our employees comparable compensation structures and monitor compliance with minimum standards.
	202-2	Proportion of senior management hired from the local community	1; 5; 8	100%	
INDIRECT ECONOMIC IMPACTS					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	62-63 103 131-142	Value Creation Model Economic Value Distribution FOCUS AREA 4: Engaging Effectively with Stakeholders
GRI 203: Indirect Economic Impacts 2016	**203-1**	Infrastructure investments and services supported	5; 6; 8; 9; 11	4-15 44-49 50-73	About Us Chairman's Statement Management Discussion & Analysis
	203-2	Significant indirect economic impacts	1; 3; 6; 8	4-15 44-49 50-73 62-63 103 107	About Us Chairman's Statement Management Discussion & Analysis Value Creation Model Value Distribution 2019-2023 CSR Four Core Pillars
PROCUREMENT PRACTICES					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	89-94 98-100 146-160 163-166	FOCUS AREA 1: Supporting Government Aspirations for Sustainable Growth Materiality Matters Corporate Governance Overview Statement Statement on Risk Management and Internal Control
GRI 204: Procurement Practices 2016	**204-1**	Proportion of spending on local suppliers	8	-	Total number of vendors & suppliers: 77 100% local suppliers
ANTI-CORRUPTION					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	92-100 111 146-160 163-166	Our Sustainability Approach Ethics, Integrity & Compliance Corporate Governance Overview Statement Statement on Risk Management and Internal Control
GRI 205: Anti-corruption 2016	**205-1**	Operations assessed for risks related to corruption	16	163-166	Statement on Risk Management and Internal Control
	205-2	Communication and training about anti-corruption policies and procedures	16	111 146-160 163-166	Ethics, Integrity & Compliance Corporate Governance Overview Statement Statement on Risk Management and Internal Control
	205-3	Confirmed incidents of corruption and actions taken	16	-	There were no incidences reported during FY2023
ANTI-COMPETITIVE BEHAVIOUR					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	-	The Group's Procurement Policy is available on the Group's website https://bdb.com.my/bdbpolicies.
GRI 206: Anti-competitive Behaviour 2016	**206-1**	Legal actions for anti-competitive behaviour, anti-trust, and monopoly practices	16	-	None
TAX					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	168-240	Financial Statements
GRI 207: Tax 2019	**207-1**	Approach to tax	1; 10; 17	38-39 50-73 92-100 101-111 161-162 168-240	5 Year Group Financial Highlights Management Discussion & Analysis Our Sustainability Approach & Strategy FOCUS AREA 1: Supporting Government Aspirations for Sustainable Growth Audit Committee Report Financial Statements
	207-2	Tax governance, control and risk management	1; 10; 17	161-162 163-166	Audit Committee Report Statement on Risk Management and Internal Control

GRI STANDARD/OTHER SOURCE	DISCLOSURE		SDG	PAGE NUMBER	REMARKS
GRI 207: Tax 2019 (continued)	**207-3**	Stakeholder engagement and management of concerns related to tax	1; 10; 17	40-41 50-73 101-111 131-142 168-240	Investor Relations Management Discussion & Analysis FOCUS AREA 1: Supporting Government Aspirations for Sustainable Growth FOCUS AREA 4: Engaging Effectively with Stakeholders Financial Statements
	207-4	Country-by-country reporting	-	-	Not Applicable
MATERIALS					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	-	Establishing baseline in FY2024
GRI 301: Materials 2016	**301-1**	Materials used by weight or volume	8; 12	-	Establishing baseline in FY2024
	301-2	Recycled input materials used	8; 12	-	Establishing baseline in FY2024
	301-3	Reclaimed products and their packaging materials	8; 12	-	Establishing baseline in FY2024
ENERGY					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	62-63 92-100 98-100 112-123	Value Creation Model Our Sustainability Approach & Strategy Materiality Matters FOCUS AREA 2: Preserving the Environment
GRI 302: Energy 2016	**302-1**	Energy consumption within the organisation	6; 7; 8 ; 9; 11; 12; 13; 14; 15; 17	62-63 116 117	Value Creation Model Environmental Dashboard FY2023 Electricity Consumption
	302-2	Energy consumption outside of the organisation	7; 8; 12; 13	-	Establishing baseline in FY2024
	302-3	Energy intensity	6; 7; 8 ; 9; 11; 12; 13; 14; 15; 17	-	Intensity of energy use to be quantified for FY2022 - FY2024 in reporting for FY2024
	302-4	Reduction of energy consumption	6; 7; 8; 12; 13	115	Eco-Forward Initiatives: Driving Renewable Energy Adoption
	302-5	Reductions in energy requirements of products and services	7; 8 ;12; 13	112	Enhancing Sustainable Practices and Innovating for a Greener Future
WATER AND EFFLUENTS					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	62-63 92-100 98-100 112-113	Value Creation Model Our Sustainability Approach & Strategy Materiality Matters FOCUS AREA 2: Preserving the Environment
GRI 303: Water and Effluents 2018	**303-1**	Interactions with water as a shared resource	3; 6; 12	111 112-123	Compliance with Laws and Regulations FOCUS AREA 2: Preserving the Environment
	303-2	Management of water discharge-related impacts	3; 6; 12	112-123	FOCUS AREA 2: Preserving the Environment
	303-3	Water withdrawal	6; 12	112-123	FOCUS AREA 2: Preserving the Environment
	303-4	Water discharge	3; 6; 12	112-123	FOCUS AREA 2: Preserving the Environment
	303-5	Water consumption	6	118	Water Consumption
BIODIVERSITY					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	62-63 92-100 98-100 112-123	Value Creation Model Our Sustainability Approach & Strategy Materiality Matters FOCUS AREA 2: Preserving the Environment
GRI 304: Biodiversity 2016	**304-1**	Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	3; 6; 13; 14; 15	4-15 112-123	About Us FOCUS AREA 2: Preserving the Environment
	304-2	Significant impacts of activities, products and services on biodiversity	3; 6; 13; 14; 15	-	None
	304-3	Habitats protected or restored	6; 13; 14; 15	12 13-14 112-123	BDB Leisure Sdn. Bhd. Darulaman Sanctuary FOCUS AREA 2: Preserving the Environment
	304-4	IUCN Red List species and national conservation list species with habitats in areas affected by operations	6; 13; 14; 15	12 13-14 112-123	BDB Leisure Sdn. Bhd. Darulaman Sanctuary FOCUS AREA 2: Preserving the Environment

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GRI STANDARD/OTHER SOURCE	DISCLOSURE		SDG	PAGE NUMBER	REMARKS
EMISSIONS					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	62-63	Value Creation Model
				92-100	Our Sustainability Approach & Strategy
				98-100	Materiality Matters
				112-123	FOCUS AREA 2: Preserving the Environment
GRI 305: Emissions 2016	**305-1**	Direct (Scope 1) GHG emissions	3; 12; 13; 14; 15	98	GHG Emissions
	305-2	Energy indirect (Scope 2) GHG emissions	3; 12; 13; 14; 15	98	GHG Emissions
	305-3	Other indirect (Scope 3) GHG emissions	3; 12; 13; 14; 15	-	Establishing Baseline in FY2024
	305-4	GHG emissions intensity	3; 13; 14; 15	-	Intensity of GHG emissions to be quantified in reporting for FY2024
	305-5	Reduction of GHG emissions	3; 12; 13; 14; 15	-	Establishing Baseline in FY2024
	305-6	Emissions of ozone-depleting substances (ODS)	3; 12; 13; 14; 15	-	Establishing Baseline in FY2024
	305-7	Nitrogen oxides (NOx), sulfur oxides (SOx) and other significant air emissions	3; 12; 13; 14; 15	-	Establishing Baseline in FY2024
WASTE					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	62-63	Value Creation Model
				92-100	Our Sustainability Approach & Strategy
				98-100	Materiality Matters
				112-123	FOCUS AREA 2: Preserving the Environment
GRI 306: Waste 2020	**306-1**	Waste generation and significant waste-related impacts	3; 6; 11; 12	118	Scheduled Waste Disposal
	306-2	Management of significant waste-related impacts	3; 8; 11; 12	92-100	Our Sustainability Approach & Strategy
				98-100	Materiality Matters
				112-123	FOCUS AREA 2: Preserving the Environment
	306-3	Waste generated	3; 6; 11; 12; 15	118	Scheduled Waste Disposal
	306-4	Waste diverted from disposal	3; 11; 12	-	Establishing Baseline in FY2024
	306-5	Waste directed to disposal	3; 6; 11; 12; 15	118	Scheduled Waste Disposal
SUPPLIER ENVIRONMENTAL ASSESSMENT					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-		The Group's Procurement Policy is available on the Group's website at https;/www.bdb.com.my/bdbpolicies
				101-111	FOCUS AREA 1: Supporting Government Aspirations for Sustainable Growth
				131-142	FOCUS AREA 4: Engaging Effectively with Stakeholders
GRI 308: Supplier Environmental Assessment 2016	**308-1**	New suppliers that were screened using environmental criteria	-	-	None
	308-2	Negative environmental impacts in the supply chain and actions taken	-	-	None
EMPLOYMENT					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-		HR Policy at https;/www.bdb.com.my/bdbpolicies Employee Handbook and offer letters
				124-130	FOCUS AREA 3: Enabling and Empowering Employees
GRI 401: Employment 2016	**401-1**	New employee hires and employee turnover	5; 8; 10	129	New Hires
	401-2	Benefits provided to full-time employees that are not provided to temporary or part-time employees	3; 5; 8	124-130	FOCUS Area 3: Enabling and Empowering Employees
	401-3	Parental leave	3; 5; 8	129	Leave Allocation
LABOUR/MANAGEMENT RELATIONS					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-		HR Policy at https;/www.bdb.com.my/bdbpolicies Employee Handbook and offer letters
				124-130	FOCUS AREA 3: Enabling and Empowering Employees
GRI 402: Labour/Management Relations 2016	**402-1**	Minimum notice periods regarding operational changes	8	-	Minimum 24 Hours Notice Period

GRI STANDARD/OTHER SOURCE	DISCLOSURE		SDG	PAGE NUMBER	REMARKS
OCCUPATIONAL HEALTH AND SAFETY					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-		HR Policy at https;/www.bdb.com.my/bdbpolicies Employee Handbook and offer letters
				124-130	FOCUS AREA 3: Enabling and Empowering Employees
GRI 403: Occupational Health and Safety 2018	**403-1**	Occupational health and safety management system	3; 8	111	Compliance with Laws and Regulations
				125	Safeguarding the Wellbeing of Employees
	403-2	Hazard identification, risk assessment, and incident investigation	3; 8	111	Compliance with Laws and Regulations
				125	Safeguarding the Wellbeing of Employees
	403-3	Occupational health services	3; 8	111	Compliance with Laws and Regulations
				125	Safeguarding the Wellbeing of Employees
	403-4	Worker participation, consultation, and communication on occupational health and safety	3; 8; 16	125	Health, Safety, Security & Environment (HSSE) Training
	403-5	Worker training on occupational health and safety	3; 8	125	HSSE Training
	403-6	Promotion of worker health	3; 8	125	HSSE Training
	403-7	Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	3; 8	125	HSSE Training
	403-8	Workers covered by an occupational health and safety management system	3; 8	111	Compliance with Laws and Regulations
				125	Safeguarding the Wellbeing of Employees
				125	HSSE Training
				130	Work Related Incidents
	403-9	Work-related injuries	3; 5; 8	130	Work Related Incidents
	403-10	Work-related ill health	3; 8; 16	130	Work Related Incidents
TRAINING AND EDUCATION					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-		HR Policy at https;/www.bdb.com.my/bdbpolicies
				124-130	FOCUS AREA 3: Enabling and Empowering Employees
GRI 404: Training and Education 2016	**404-1**	Average hours of training per year per employee	4; 5; 8	130	Training FY2023
	404-2	Programmes for upgrading employee skills and transition assistance programmes	4; 5; 8	130	Training FY2023
	404-3	Percentage of employees receiving regular performance and career development reviews	5; 8; 10	-	100%
DIVERSITY AND EQUAL OPPORTUNITY					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-		HR Policy at https;/www.bdb.com.my/bdbpolicies
				124-130	FOCUS AREA 3: Enabling and Empowering Employees
GRI 405: Diversity and Equal Opportunity 2016	**405-1**	Diversity of governance bodies and employees	5; 8	127	Inclusivity and Diversity at Our Core
				128	Board Composition
				129	Employee Headcount
	405-2	Ratio of basic salary and remuneration of women to men	5; 8; 10	-	The basic salary and remuneration we offer is based on the market rate and internal equity of the respective positions as well as the employee's skill set and experience. As far as possible, we strive to offer all our employees comparable compensation structures and monitor compliance with minimum standards.
NON-DISCRIMINATION					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-		HR Policy at https;/www.bdb.com.my/bdbpolicies
				124-130	FOCUS AREA 3: Enabling and Empowering Employees
GRI 406: Non-discrimination 2016	**406-1**	Incidents of discrimination and corrective actions taken	5; 8	-	No incidents reported during FY2023

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GRI STANDARD/OTHER SOURCE	DISCLOSURE		SDG	PAGE NUMBER	REMARKS
FREEDOM OF ASSOCIATION AND COLLECTIVE BARGAINING					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-		HR Policy at https;/www.bdb.com.my/bdbpolicies
				124-130	FOCUS AREA 3: Enabling and Empowering Employees
GRI 407: Freedom of Association and Collective Bargaining 2016	**407-1**	Operations and suppliers in which the right to freedom of association and collective bargaining may be at risk	8	-	Not Applicable
CHILD LABOUR					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-		HR Policy at https;/www.bdb.com.my/bdbpolicies
				124-130	FOCUS AREA 3: Enabling and Empowering Employees
GRI 408: Child Labour 2016	**408-1**	Operations and suppliers at significant risk for incidents of child labour	5; 8; 16	-	None
FORCED OR COMPULSORY LABOUR					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-		HR Policy at https;/www.bdb.com.my/bdbpolicies
				124-130	FOCUS AREA 3: Enabling and Empowering Employees
GRI 409: Forced or Compulsory Labour 2016	**409-1**	Operations and suppliers at significant risk for incidents of forced or compulsory labour	5; 8; 16	-	None
SECURITY PRACTICES					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-		HR Policy at https;/www.bdb.com.my/bdbpolicies
				124-130	FOCUS AREA 3: Enabling and Empowering Employees
GRI 410: Security Practices 2016	**410-1**	Security personnel trained in human rights policies or procedures	16	-	BDB does not hire any security personnel.
RIGHTS OF INDIGENOUS PEOPLES					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	112-123	FOCUS AREA 2: Preserving the Environment
				131-142	FOCUS AREA 4: Engaging Effectively with Stakeholders
GRI 411: Rights of Indigenous Peoples 2016	**411-1**	Incidents of violations involving rights of indigenous peoples	2; 16	-	No Incidents reported during FY2023
LOCAL COMMUNITIES					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	112-123	FOCUS AREA 2: Preserving the Environment
				131-142	FOCUS AREA 4: Engaging Effectively with Stakeholders
GRI 413: Local Communities 2016	**413-1**	Operations with local community engagement, impact assessments, and development programmes	1; 2; 3, 4, 8, 9, 11, 16, 17	112-123	FOCUS AREA 2: Preserving the Environment
				131-142	FOCUS AREA 4: Engaging Effectively with Stakeholders
	413-2	Operations with significant actual and potential negative impacts on local communities	1; 2; 3, 4, 8, 9, 11, 16, 17	112-123	FOCUS AREA 2: Preserving the Environment
				131-142	FOCUS AREA 4: Engaging Effectively with Stakeholders
SUPPLIER SOCIAL ASSESSMENT					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	112-123	FOCUS AREA 2: Preserving the Environment
				131-142	FOCUS AREA 4: Engaging Effectively with Stakeholders
GRI 414: Supplier Social Assessment 2016	**414-1**	New suppliers that were screened using social criteria	5; 8; 16	-	None
	414-2	Negative social impacts in the supply chain and actions taken	5; 8; 16	-	None
PUBLIC POLICY					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-		None
GRI 415: Public Policy 2016	**415-1**	Political contributions	16	-	None

GRI STANDARD/OTHER SOURCE	DISCLOSURE		SDG	PAGE NUMBER	REMARKS
CUSTOMER HEALTH AND SAFETY					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	112-123 131-142	FOCUS AREA 2: Preserving the Environment FOCUS AREA 4: Engaging Effectively with Stakeholders
GRI 416: Customer Health and Safety 2016	**416-1**	Assessment of the health and safety impacts of product and service categories	3; 16	112-123	FOCUS AREA 2: Preserving the Environment
	416-2	Incidents of non-compliance concerning the health and safety impacts of products and services	3; 16	-	No incidents reported during FY2023
MARKETING AND LABELLING					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	111	Compliance with Laws & Regulations
GRI 417: Marketing and Labelling 2016	**417-1**	Requirements for product and service information and labeling	12	-	We primarily sell our quarry products to construction companies, concrete batching plants, premix plants, hardware stores, government agencies, plantations and traders. Purchase of products are available on cash-and-carry, prepaid or approved credit terms. Customers can opt to purchase our products either ex-quarry or with delivery to their sites. Property Development segment abides by policies and guidelines under the Housing Development Act (HDA) and the Strata Management Act.
	417-2	Incidents of non-compliance concerning product and service information and labeling	16	-	In FY2023, BDB has not been notified through the available channels of any significant sanction for non-compliance concerning product and service information and labeling
	417-3	Incidents of non-compliance concerning marketing communications	16	-	In FY2023, BDB has not been notified through the available channels of any significant sanction for non-compliance concerning marketing communications
CUSTOMER PRIVACY					
GRI 3: Material Topics 2021	**3-3**	Management of material topics	-	-	The Personal Data Protection Act (PDPA) policy and guidelines are available on the Group's website https://bdb.com.my/bdbpolicies
GRI 418: **Customer Privacy 2016**	**418-1**	Substantiated complaints concerning breaches of customer privacy and losses of customer data	16	-	In FY2023, BDB has not been notified through the available channels of any significant sanction for the breach of the customer´s privacy and personal data protection rules

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