



# TOUCHING LIVES, **IMPROVING LIFE.**



Annual Report  
**2025**

**LYC MOTHER & CHILD CENTRE PRIMARILY FEATURES CONFINEMENT CARE THAT INCORPORATES TRADITIONAL CHINESE CONFINEMENT METHODS AND PROFESSIONAL WESTERN MEDICAL PRACTICE, WHICH AIMS TO HELP NEW MOTHERS TO RECOVER FROM RIGOURS OF PREGNANCY, LABOUR AND BIRTH.**

LYC Healthcare Services



# Confinement

## Helping Mom to **Embrace Motherhood**

Having been awarded one of the “Best Confinement Centre in Malaysia”, we provide exclusive guidance and psychological support with the aim of helping mothers to regain good health whilst being capable of taking care of newborn when they return home. Further, mothers will be educated with all the information needed to prepare them for the imminent adjustment in their lives with a newborn. With our extensive experience in all the facets of confinement centre, our team is dedicated to ensure new mothers are able to smoothly ease into motherhood.

Currently, our existing prime location for confinement centres are in TTDI, Puchong, Bukit Jalil and Johor Bahru with 33-bedroom, 29-bedroom, 41-bedroom and 67-bedroom facilities respectively. As at 31 Mar 2025, we had served more than more than 10,000 mothers and babies.



We are helping  
moms to embrace

# Motherhood By Giving Them.

## Our Services:

Professional Baby Care

Regular Doctor Visits

Postnatal Therapy By Tanamera

Meals By Certified Nutritionists

Weekly Parenthood Activities

24-Hour Top-Tier Security Control

We had served  
more than

**10,000**  
mothers and babies.

Postnatal  
therapy to get  
back in shape



Proper  
breastfeeding  
techniques



Meals by  
certified  
nutritionists



Bonding  
activities with  
their babies



Parenting  
workshop



Spacious &  
comfortable  
rooms





**AQRATE INGREDIENTS IS AN INTERNATIONAL PLAYER IN SUPPLYING FUNCTIONAL INGREDIENTS AND PROVIDING INNOVATIVE SOLUTIONS TO THE FOOD & BEVERAGE, NUTRACEUTICAL, PHARMACEUTICAL AND COSMECEUTICAL INDUSTRY. WE BELIEVE, A SATISFIED CUSTOMER IS A REPEAT CUSTOMER.**

LYC Healthcare Services



# Aqurate

We aim to improve  
**the quality of life  
across the Globe.**

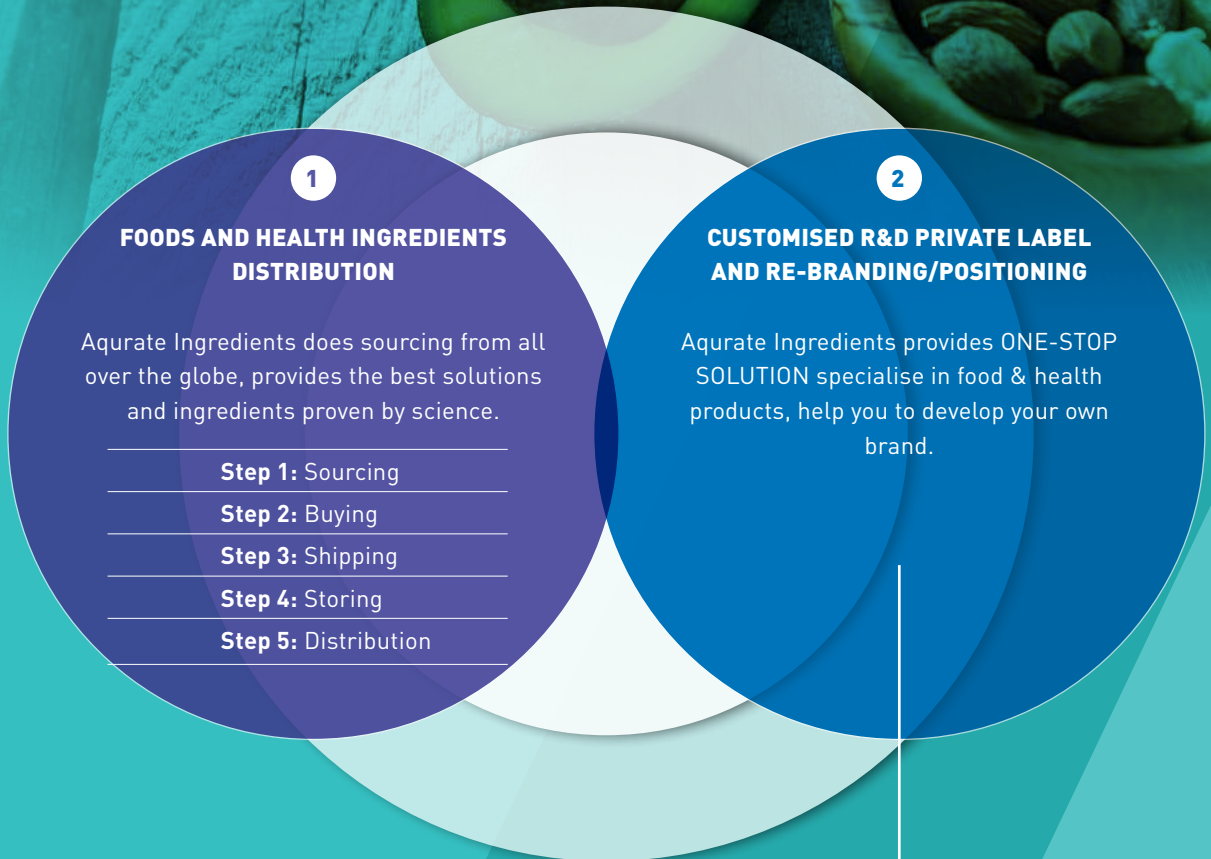
Our ability to spot and innovate within market trends stems from our decade long experience in the industry. As an international player, we take the efforts to study various market trends, keep abreast with the latest influences and market forces through our network of partners and media. We have also built a long and trusting relationship with the media. For example, our relationship with the Malaysia Media goes beyond press releases. We have been under the spotlight i.e. on the radio and television networks, and frequently being mentioned and prominently quoted in newspaper articles. Our presence in the media is not just about education, it brings recognition that greatly elevates our customers' business portfolio. Due to these measures, consumers buy with confidence.



# The Leading Ingredient Supplier for:



## Our Services:



### **Research & Development**

We develop innovative concepts based on key global trends, providing customers convincing alternatives. We can modify your existing formulations or develop new custom formulations.

### **Label & Packaging**

We provide custom design for packaging of the product, to help bring your product to market.

### **Regulatory Compliance & Product Registration**

We ensure your product is comply with the rules and regulation, assist in product registration, allows our customers to better focus on other areas of product launch.

### **Production & Manufacturing**

We partner with different contract manufacturers in Malaysia and overseas, with different facilities to accommodate the production for different kinds of products.

### **Marketing & Training**

We provide tip-top, accurate, custom education materials and training, to support your business comprehensively.



LYC Healthcare Services



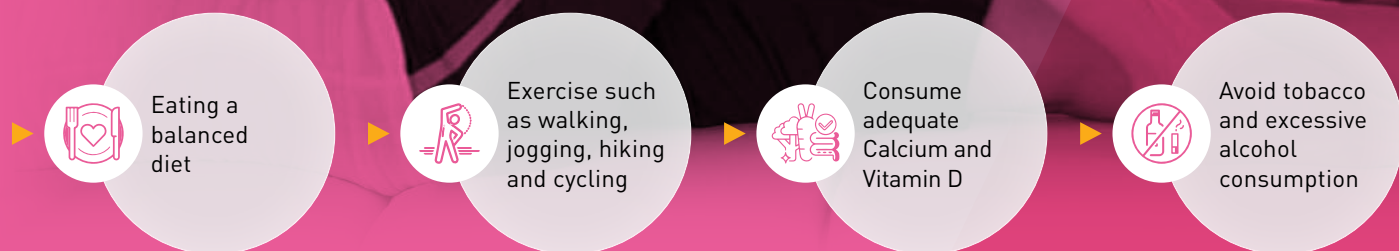
# Orthopaedic & Chronic Disease

Giving you a  
**Healthy bone living**

T&T operates a one-stop chronic disease center focusing on chronic degenerative joint diseases and spine, pain management and metabolic diseases like Diabetes Mellitus, hypertension and high cholesterol. T&T also provides general medical care under its family health clinic arm. T&T serves patients of all age groups. Being a one-stop chronic disease operator, it is able to provide integrated service/treatment offerings including Osteoporosis centre, X-Ray imaging including Bone Mineral Densitometry (BMD) and full-fledged physiotherapy center for chronic and acute cases, including sports injury and rehabilitation post-surgery. In 2022, T&T also set up a new imaging facility which includes CT and MRI machines to broaden our range of services.

Whereas for HCOS primarily serves patients requiring various orthopaedic specialist treatments, including surgeries. The range of HCOS's specialist treatments are generally catered towards management of adult and paediatric fractures and trauma, general orthopaedic, sports injuries with torn ligaments and meniscus, and degenerative spine conditions including prolapsed intervertebral discs (slipped discs).





## 10 COMMON CHRONIC CONDITIONS FOR ADULTS 65+

**68%**  
have 2 or more  
chronic conditions

**80%**  
have at least  
1 chronic condition

**58%**

Hypertension  
(High blood pressure)

**18%**

Chronic Kidney Disease

**58%**

High Cholesterol

**14%**

Heart Failure

**31%**

Arthritis

**14%**

Depression

**29%**

Ischemic Heart Disease

**27%**

Diabetes

**11%**

Alzheimer's Disease and Dementia

**11%**

Chronic Obstructive Pulmonary Disease



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# VISION, MISSIONS & VALUES

## OUR VISION

To always be ranked among the top choice companies in the markets we serve.

## OUR MISSIONS

- a. We will deliver products, solutions and services that are superior.
- b. We will only sell what we can value add to.
- c. We will be efficient.
- d. We will be transparent, ethical and fair in all our dealings.

## OUR VALUES

### a. Trustworthiness

Trust is the foundation for successful relationships with our customers, business partners, employees and suppliers. The motto we value is simple yet powerful: Say what you can do, and do what you say. These words hold within them the added values of Integrity, Honesty, Truth, Reliability and Consistency.

### b. Team Spirit

The culture of mutual respect and consideration for each other, together with participation for the greater good of everyone is instilled in every employee. This inspires a sense of unity which we believe translates into delivering results.

### c. Passion

We always remind ourselves that passion is the difference between mediocrity and excellence. It is the quality that transforms work into a labour of love which makes the difference between a satisfied customer and a delighted customer.

### d. Resourcefulness

Being resourceful enables us to solve complex problems speedily and effectively in the fast-paced environment in which we operate. As the world becomes smaller and its borders blurred, one person or, for that matter, one company alone does not have all the answers to the growing complexity of business challenges. Resourcefulness is the will to collaborate and draw on resources and knowledge both within and without the Company to deliver the best solutions to our clients and customers.

### e. Being Positive

We believe that a positive attitude towards work and life is the secret to achieving universal success. At LYC Healthcare, we create an environment that nurtures growth and encourages our employees to develop a “can do” spirit. We meet challenges head-on and seek to go beyond the client’s expectations in every job we do.

# CORPORATE INFORMATION

## BOARD OF DIRECTORS

- ▶ **DATO' SERI ABDUL AZIM BIN MOHD ZABIDI**  
(Chairman / Independent Non-Executive Director)
- ▶ **SUI DIONG HOE**  
(Managing Director cum Group Chief Executive Officer)
- ▶ **MOHD KHASAN BIN AHMAD**  
(Independent Non-Executive Director)
- ▶ **DATO' MURALY DARAN A/L M NARAYANA MENON**  
(Independent Non-Executive Director)  
(Resigned on 1 August 2025)
- ▶ **MS POH ZUAN YIN**  
(Independent Non-Executive Director)
- ▶ **MR KONG SIN SENG**  
(Independent Non-Executive Director)  
(Appointed on 11 October 2024)

## AUDIT & RISK MANAGEMENT COMMITTEE

<b>MR KONG SIN SENG</b> (Chairman / Independent Non-Executive Director) (Appointed on 11 October 2024)	<b>DATO' MURALY DARAN A/L M NARAYANA MENON</b> (Independent Non-Executive Director) (Resigned on 1 August 2025)	<b>MOHD KHASAN BIN AHMAD</b> (Independent Non-Executive Director)	<b>MS POH ZUAN YIN</b> (Independent Non-Executive Director)
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## NOMINATION COMMITTEE

<b>MOHD KHASAN BIN AHMAD</b> (Chairman / Independent Non-Executive Director)	<b>DATO' MURALY DARAN A/L M NARAYANA MENON</b> (Independent Non-Executive Director) (Resigned on 1 August 2025)	<b>MS POH ZUAN YIN</b> (Independent Non-Executive Director)	<b>MR KONG SIN SENG</b> (Independent Non-Executive Director) (Appointed on 11 October 2024)
---------------------------------------------------------------------------------	-----------------------------------------------------------------------------------------------------------------------	----------------------------------------------------------------	---------------------------------------------------------------------------------------------------

## REMUNERATION COMMITTEE

<b>MOHD KHASAN BIN AHMAD</b> (Chairman / Independent Non-Executive Director)	<b>DATO' MURALY DARAN A/L M NARAYANA MENON</b> (Independent Non-Executive Director) (Resigned on 1 August 2025)	<b>MS POH ZUAN YIN</b> (Independent Non-Executive Director)	<b>MR KONG SIN SENG</b> (Independent Non-Executive Director) (Appointed on 11 October 2024)
---------------------------------------------------------------------------------	-----------------------------------------------------------------------------------------------------------------------	----------------------------------------------------------------	---------------------------------------------------------------------------------------------------

### COMPANY SECRETARIES

Chin Wai Yi (MAICSA 7069783)  
(SSM PC No. 202008004409)

Lim Zhi Xuan (MAICSA 7076624)  
(SSM PC No. 202408000432)

### REGISTERED OFFICE

GAP Advisory Sdn. Bhd.  
Registration No. 202001042098  
(1398419-T)  
E-10-4, Megan Avenue 1,  
189, Jalan Tun Razak,  
50400 Kuala Lumpur,  
W.P. Kuala Lumpur, Malaysia.  
Tel: (603) 2181 0516  
Fax: (603) 2181 0516  
Email address: office@gapadvisory.my  
Website: www.gapadvisory.my

### HEAD OFFICE

2<sup>nd</sup> & 3<sup>rd</sup> Floor, Podium Block,  
Plaza VADS,  
No.1, Jalan Tun Mohd Fuad,  
Taman Tun Dr. Ismail,  
60000 Kuala Lumpur, Malaysia.  
Tel: (603) 7733 9222  
Fax: (603) 7733 4886  
Email address: sales@lychealth.com  
Website: www.lychealth.com

### SHARE REGISTRAR

Boardroom Share Registrars Sdn. Bhd.  
Registration No.199601006647 (378993-D)  
11th Floor, Menara Symphony,  
No. 5, Jalan Prof. Khoo Kay Kim,  
Seksyen 13,  
46200 Petaling Jaya,  
Selangor Darul Ehsan, Malaysia.  
Tel: (603) 7890 4700  
Fax: (603) 7890 4670  
Email address: bsr.helpdesk@  
boardroomlimited.com  
Website: www.boardroomlimited.com

### AUDITORS

Crowe Malaysia PLT  
Registration No. 201906000005  
(LLP0018817-LCA) & AF 1018  
Level 16, Tower C, Megan Avenue 2,  
12, Jalan Yap Kwan Seng,  
50450 Kuala Lumpur, Malaysia.  
Tel: (603) 2788 9999

### PRINCIPAL BANKERS

CIMB Bank Berhad  
Registration No. 197201001799 (13491-P)  
RHB Bank Berhad  
Registration No. 196501000373 (6171-M)

### STOCK EXCHANGE LISTING

ACE Market  
Bursa Malaysia Securities Berhad  
Stock Name: LYC  
Stock Code: 0075



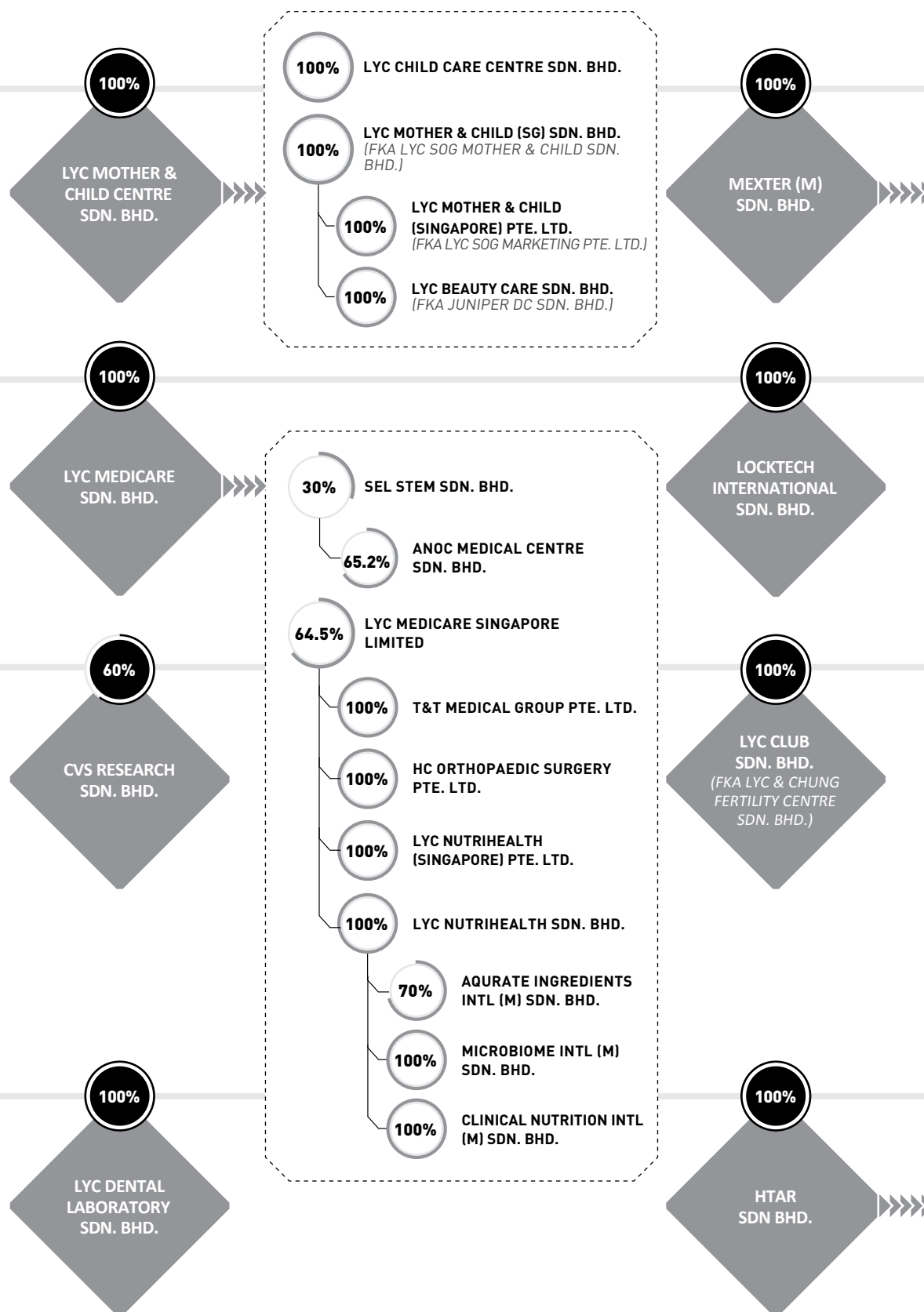
# FINANCIAL HIGHLIGHTS

	31.3.2021 RM mil (Restated)	31.3.2022 RM mil	31.3.2023 RM mil (Restated)	31.3.2024 RM mil (Restated)	31.3.2025 RM mil
Revenue	26.4	64.6	92.3	129.0	155.5
Loss before tax	(11.2)	(1.2)	(11.9)	(12.8)	(8.1)
Loss after tax & non-controlling interest	(11.5)	(4.3)	(14.8)	(16.5)	(12.2)
Property and equipment	19.7	26.5	29.0	57.5	46.5
Current assets	30.1	51.9	66.3	61.4	53.7
Total assets	136.0	183.2	214.4	250.5	235.3
Share Capital	77.7	57.6	90.6	101.4	101.4
Reserves	(58.0)	(30.0)	(46.0)	(66.4)	(86.2)
Shareholders' funds	19.7	27.6	44.6	35.0	15.2
(Loss)/Earnings per share (cent)	(3.27)	(2.11)	(3.94)	(3.15)	(2.39)
Net assets per share (cent)	0.07	0.09	0.12	0.10	0.08

# CORPORATE STRUCTURE

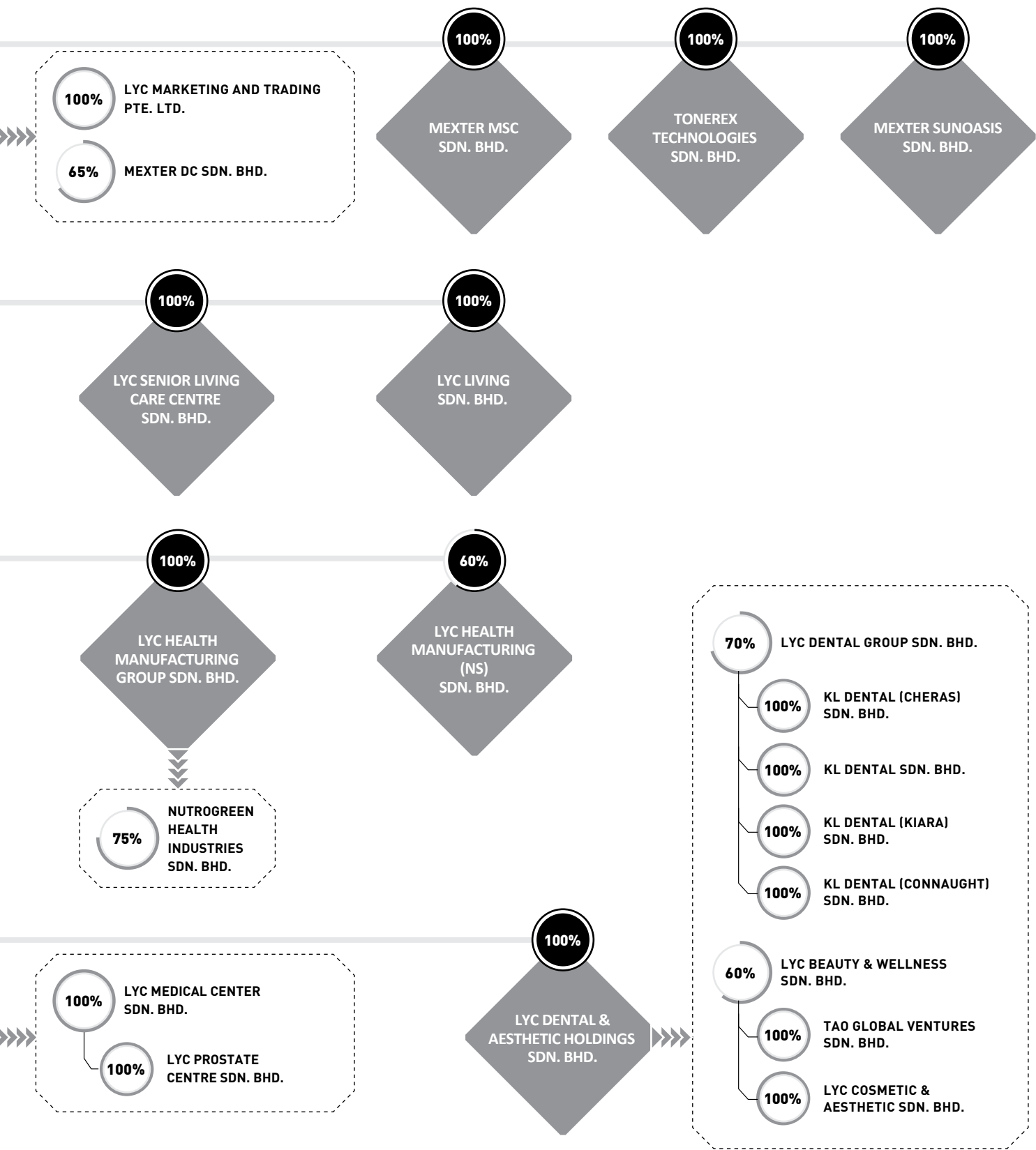


**LYC HEALTHCARE  
BERHAD**  
200401009170 (647673-A)





CORPORATE  
STRUCTURE



# DIRECTORS' PROFILES

## DATO' SERI ABDUL AZIM BIN MOHD ZABIDI

Chairman /  
Independent Non-Executive Director

aged 66

Malaysian

Male

Dato' Seri Abdul Azim Bin Mohd Zabidi ("Dato' Seri Azim") was appointed to the Board of Director on 23 February 2021. He is a Fellow of the Chartered Institute of Secretaries, United Kingdom, Fellow of The Malaysian Association of the Institute of Chartered Secretaries and holds an MA (Business Law) from London Metropolitan University, United Kingdom.

With a professional career spanning more than 40 years, Dato' Seri Azim has been involved in a varied number of companies and organisations covering a wide spectrum of industry encompassing from banking to telecommunications. His vast wealth of experience has brought him to the pinnacle of most of the fields he was involved with, both locally and abroad.

From Chairman of Bank Simpanan Nasional, Vice President and Treasurer of the World Savings Banks Institute, President of the Federation of Malaysian Investment Managers, Board Member and Chairman of Audit and Risk Management Committee of the International Investment Funds Association, Chairman of the National Art Gallery and Chairman of the National Sports Institute, his contributions to these establishments had brought about immense positive changes.

Being passionate about sports, had led to his appointment by the Minister of Youth and Sports to serve on the Sports Advisory Council, a committee tasked to offer suggestions to the Government on amendments to the Sports Development Act. Subsequent to that, he was appointed Malaysia's Chef-de-Mission to the Asian Games 2018 in Jakarta and Palembang, Indonesia. He was also elected Deputy President of the Olympic Council of Malaysia, for the period 2018 – 2021.

Dato' Seri Azim currently sits on numerous local boards of companies, both public and private, amongst which he is the Independent Non-Executive Chairman of Fintec Global Berhad, Seacera Group Berhad and LYC Healthcare Berhad.

He has no family relationship with any Director and/or major shareholder of the Company and has no conflict of interest with the Company. He has no convictions for offences within the past five (5) years other than traffic offences (if any) nor public sanctions or penalty imposed by the relevant regulatory bodies.

He has attended all eight (8) Board of Directors' Meetings during the financial year ended 31 March 2025.

## SUI DIONG HOE

Managing Director  
cum Group Chief Executive Officer

aged 69

Malaysian

Male

Mr. Sui Diong Hoe was appointed to the Board of Directors of LYC on 12 July 2016. He is a Fellow Member of the Association of Chartered Certified Accountants ("ACCA") and member of Malaysian Institute of Accountants ("MIA"). He was a practicing accountant since 1983 by providing management, corporate and other related services. In January 2007, he was appointed as the Executive Director of Ralco Corporation Berhad and subsequently appointed as Managing Director in May 2008. He resigned as the Managing Director of Ralco Corporation Berhad on 9 July 2011 and retired as the Director of Ralco Corporation Berhad on 18 June 2012. He served as an Independent Non-Executive Director of Timberwell Berhad since year 2005 and retired on 12 May 2017.

He has no family relationship with any Director and/or major shareholder of the Company. He is deemed interested in 37,000,000 ordinary shares or 5.00% equity interest in the Company by virtue of his direct interest held in Suicap Venture Sdn. Bhd., a substantial shareholder of the Company.

He has no convictions for offences within the past five (5) years other than traffic offences (if any) nor public sanctions or penalty imposed by the relevant regulatory bodies.

He does not hold any directorships in any other public companies and listed issuers. He has attended all eight (8) Board of Directors' Meetings during the financial year ended 31 March 2025.



## DIRECTORS' PROFILES

### MOHD KHASAN BIN AHMAD

Independent Non-Executive Director

aged 64

Malaysian

Male

#### Committees:

Chairman of Nomination Committee

Chairman of Remuneration Committee

Member of Audit and Risk Management Committee

Encik Mohd Khasan Bin Ahmad was appointed to the Board of Directors of LYC on 29 November 2016. He graduated from Universiti Teknologi MARA with a degree in Accountancy. He is a member of the Malaysian Institute of Accountants. He served in Bank Negara Malaysia for a period of about 7 years from 1986, the last 2 years of which he was seconded to the Capital Issues Committee as its Principal Assistant Secretary. Subsequently, he joined the Securities Commission in 1993 for a period of about 5 years and his last capacity was an Assistant Manager in its Issues and Investment Division. During the tenure of his above appointments, he was involved in reviewing various corporate exercises, ranging from initial public offerings, mergers and acquisitions, reverse take-overs, issuance of bonds and other capital raising exercises.

He left the Securities Commission and joined the private sector in 1997. He currently sits on the Boards of several other private limited companies.

He has no family relationship with any Director and/or major shareholder of the Company and has no conflict of interest with the Company. He has no convictions for offences within the past five (5) years other than traffic offences (if any) nor public sanctions or penalty imposed by the relevant regulatory bodies.

He has attended all eight (8) Board of Directors' Meetings during the financial year ended 31 March 2025.

### POH ZUAN YIN

Independent Non-Executive Director

aged 34

Malaysian

Female

#### Committees:

Member of Nomination Committee

Member of Remuneration Committee

Member of Audit and Risk Management Committee

Ms. Poh Zuan Yin was appointed to the Board of Directors of the Company on 29 May 2023. She holds Bachelor of Laws ("LL.B.") degree from the University of Leeds and was called to the Malaysian Bar in 2014. Specialising in corporate and commercial law, she began her career at Rahmat Lim & Partners, an associated law firm of Allen & Gledhill LLP in Singapore, from 2013 to 2016. Subsequently, she joined Trowers & Hamlins LLP, the first United Kingdom-based Qualified Foreign Law Firm licensed by the Malaysia Bar Council. She worked as a lawyer there from 2016 to 2018, and during her employment, she was seconded to the Middle East offices of Trowers & Hamlins in the United Arab Emirates, Kingdom of Bahrain, and Sultanate of Oman. Currently, she serves as the Managing Partner in Lee & Poh Partnership since October 2020.

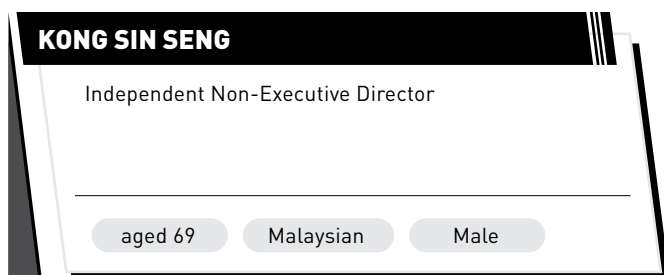
Drawing upon her knowledge and experience in the legal, compliance, and regulatory realms, she has honed her expertise in diverse fields such as mergers and acquisitions, general commercial contracts, and corporate advisory work.

She does not have any family relationship with any Director and/or major shareholder of the Company, nor any conflict of interest with the Company. Furthermore, she has not been convicted of any offences (excluding traffic offences, if any) over the past five (5) years, and there are no public sanctions or penalties on her by any relevant regulatory bodies.

She has attended all eight (8) Board of Directors' Meeting during the financial year ended 31 March 2025.

She also serves as an Independent Non-Executive Director of LYC Healthcare Berhad and Go Hub Capital Berhad, both of which are listed on the ACE Market of Bursa Malaysia. In addition, she has been appointed as an Independent Non-Executive Director of Cheeding Holdings Berhad, a company currently applying for listing on the ACE Market.

## DIRECTORS' PROFILES



### Committees:

Chairman of Audit and Risk Management Committee

Member of Nomination Committee

Member of Remuneration Committee

Mr. Kong Sin Seng ("Mr. Kong") was appointed to the Board of Directors of the Company on 11 October 2024. He started his career as an Article Clerk with Reeves & Neylan, an Accounting firm in England from 1978 to 1982 and subsequently with Pricewaterhouse in Kuala Lumpur in 1983. He has held various positions from Financial Controller, Chief Financial Officer, Director of Financial Services Division, Managing Director of Heavy Equipment Division to Chief Executive Officer of a public listed company.

Mr. Kong has spent more than 45 years working in various capacities in wide range of industry which includes Audit, Financial Services, Medical Aesthetics & Healthcare, Manufacturing, Oil & Gas, Commodities Trading, Property Development, Gaming and Heavy Equipment Distributorship. He has worked in many countries like the UK, Malaysia, Singapore, Indonesia, Vietnam, Cambodia, Laos and Nepal.

His last held position was the Chief Executive Officer of MyTech Group Berhad, retired in 2015 and assumed the position as a Non-Independent and Non-Executive Director until 2021.

Mr. Kong sat on the Board of Beverly JCG Ltd, a company listed in the Catalist Market in the Singapore Stock Exchange as an Independent Director and Audit Chairman from 2023 to 2024. From 2001 to 2014, he sat on the Board of Fitters Diversified Berhad as an Independent Non-Executive Director, Audit and Risk Management Committee Chairman, Head of Risk Committee and member of the Nominations Committee.

Mr. Kong graduated with an Accounting degree from the Kent University, England. He is also a member of the Institute of Chartered Accountants in England and Wales.

He has no family relationship with any Director and/or major shareholder of the Company and has no conflict of interest with the Company. He has no convictions for offences within the past five (5) years other than traffic offences (if any) nor public sanctions or penalty imposed by the relevant regulatory bodies.

He has attended all four (4) Board of Directors' Meetings during the financial year ended 31 March 2025.

# KEY SENIOR MANAGEMENT PROFILES

## SUI DIONG HOE

Managing Director cum Group Chief Executive Officer

aged 69

Malaysian

Male

His profile is disclosed in the Directors' Profiles on page 12 of this Annual Report.

## LEE AI VI

Group Chief Financial Officer

aged 47

Malaysian

Female

Ms. Lee Ai Vi ("Ms. Lee") joined LYC Healthcare Bhd ("LYC") as the Group Accountant on 12 August 2024 and was subsequently appointed as the Chief Financial Officer on 30 May 2025.

She brings with her over 20 years of experience in financial leadership roles across healthcare, telecommunications, financial services, and multinational corporations. Ms. Lee has extensive expertise in financial reporting, taxation, treasury management, corporate advisory, and leading finance teams in both operational and strategic capacities.

Ms. Lee holds a Bachelor of Arts (Hons) in International Business Administration from the University of Northumbria, Newcastle. She is a member of the Malaysian Institute of Accountants (MIA) and a Fellow of the Association of Chartered Certified Accountants (FCCA).

She has no family relationship with any Director and /or major shareholder of the Company and has no conflict of interest with the Company. She has no convictions for offences within the past five (5) years other than traffic offences (if any) nor public sanctions or penalty imposed by the relevant regulatory bodies.

## LIM YAN TONG

Chief Investment Officer cum Chief Operating Officer of Confinement Centres

aged 30

Malaysian

Female

Ms. Lim Yan Tong ("Ms. Lim") graduated from King's College London, United Kingdom with Bachelor Degree of Economics and Management in 2017, and from University of Warwick, United Kingdom with a Master in Behavioural and Economic Sciences in 2018. She previously worked in the investment division of Khazanah Nasional Berhad, and was involved in the execution of multiple transactions and deals as well as monitoring and management of assets in the healthcare sector. She joined LYC as Chief Operating Officer of Confinement Centres in March 2021.

Ms. Lim is the daughter of Mr. Lim Yin Chow, who is the major shareholder of the Company.

Save for the above, she has no family relationship with any Director of the Company and has no conflict of interest with the Company. She has no convictions for offences within the past five (5) years other than traffic offences (if any) nor public sanctions or penalty imposed by the relevant regulatory bodies.



## KEY SENIOR MANAGEMENT PROFILES

### DR. HENRY CHAN YING HO

Executive Director &  
Managing Director of LYC Medicare Singapore Limited ("LYCMS")

aged 46

Singaporean

Male

Dr. Henry Chan Ying Ho ("Dr. Henry") is the Executive Director and Managing Director of LYC Medicare Singapore Limited ("LYCMS"), and is responsible for the overall management, strategic planning and business development of LYCMS. Dr. Henry Chan was appointed as director in December 2021 and was a director of HC Orthopaedic Surgery Pte. Ltd. ("HCOS") since September 2017. He is also currently the principal specialist at HCOS and is responsible for overseeing and managing the operations of HCOS clinics.

Dr. Henry is a certified Orthopaedic Surgeon in Singapore by the MOH. He became a member of the Royal College of Surgeons of Edinburgh in 2008 and obtained his Master of Medicine (Orthopaedic Surgery) from the National University of Singapore in 2009. Subsequently, he completed his advanced surgical training and became a certified fellow of the Royal College of Surgeons of Edinburgh in the specialty of Orthopaedic Surgery in 2013. Dr Henry Chan was awarded the prestigious scholarship by the Human Manpower Development Program (HMDP) from the MOH and completed his Revision Hip and Knee arthroplasty fellowship at the Helios Endo-Klinik in Hamburg, Germany in 2014, which is the largest hip and knee reconstruction

centre in Europe. Since then, Dr. Henry Chan was a valued member of the Joint Replacement Unit in Department of Orthopaedic Surgery in Tan Tock Seng Hospital during his time there and had performed more than 1,000 joint replacements till date. He is well respected in the region and had been invited as an instructor for basic and advanced joint replacement courses in various countries including Malaysia, Vietnam, Thailand and India. He was also appointed the Adjunct Assistant Professor in the Department of Orthopaedic Surgery in Yong Loo Lin School of Medicine, National University of Singapore as well as a core faculty member of the orthopaedic residency program in the National Healthcare Group.

Dr. Henry graduated from the National University of Singapore with a Bachelor of Medicine and Bachelor of Surgery in 2004.

He has no family relationship with any Director and/or major shareholder of the Company and has no conflict of interest with the Company. He has no convictions for offences within the past five (5) years other than traffic offences (if any) nor public sanctions or penalty imposed by the relevant regulatory bodies.

### DR. TING CHOON MENG

Managing Director of T&T Medical Group Pte Ltd ("T&T")

aged 66

Singaporean

Male

Dr. Ting Choon Meng ("Dr. Ting") joined the private medical practice in January 1987 and founded T&T Medical Group Pte Ltd ("T&T") in 1989. Dr. Ting was appointed a director of T&T in April 1989. To date he has more than 36 years of private medical practice.

Dr. Ting is currently the Managing Director of T&T and principal doctor at our T&T clinic where he also oversees the operations of the clinic, including the management of all the patients. Since the 1990s he has pioneered disruptive techniques and approaches in the treatment of patients suffering from chronic degenerative painful conditions.

Dr. Ting graduated from the National University of Singapore with Bachelor of Medicine and Bachelor of Surgery in 1984.

He has no family relationship with any Director and/or major shareholder of the Company and has no conflict of interest with the Company. He has no convictions for offences within the past five (5) years other than traffic offences (if any) nor public sanctions or penalty imposed by the relevant regulatory bodies.

### MR. STEVEN ONG

General Manager of Nutraceutical Ingredients

aged 49

Malaysian

Male

Mr. Ong Kee Leong ("Mr. Ong") is the founder and Managing Director of Aqurate Ingredients Intl (M) Sdn. Bhd. ("Aqurate"), and is responsible for overseeing and managing the operations, the research and development and product development and conceptualisation functions, as well as the business development initiatives of our Nutraceutical Supplements and Ingredients segment. Mr. Ong has over 22 years of experience in the nutraceutical industry.

Mr. Ong began his career with Fisher CW Medical (M) Sdn. Bhd., where he was a Product Specialist from January 1996. In May 2003, he joined DPO Malaysia (M) Sdn. Bhd., a food ingredients company, as a Country Manager, where he was responsible for managing sales, marketing and regulatory compliance across multiple territories, including Malaysia and Singapore. Mr. Ong left DPO Malaysia in October 2010 and subsequently set up Aqurate in March 2012 and has since led

the growth of Aqurate, by establishing strong links with suppliers, expanding the range of supplements and ingredients offered by Aqurate, and offering unique branded raw ingredients not found in Malaysia. Mr. Ong has also expanded the suite of services offered to customers, providing a one-stop service from formulation, product registration, packaging, manufacturing and delivery.

Mr. Ong obtained an Executive Diploma in Entrepreneurship Management from HELP University in 2021.

He has no family relationship with any Director and/or major shareholder of the Company and has no conflict of interest with the Company. He has no convictions for offences within the past five (5) years other than traffic offences (if any) nor public sanctions or penalty imposed by the relevant regulatory bodies.

# MANAGEMENT DISCUSSION AND ANALYSIS

**THE BOARD IS PLEASED TO PRESENT THE MD&A FOR FINANCIAL YEAR ENDED 31 MARCH 2025, WHICH PROVIDES AN INSIGHT INTO THE GROUP'S BUSINESS OPERATIONS, STRATEGIES, FUTURE GROWTH AND EXPANSION PLANS, AS WELL AS FINANCIAL PERFORMANCE AND POSITION FOR FINANCIAL YEAR ENDED 31 MARCH 2025.**

## OUR BUSINESSES

LYC Healthcare Berhad ("the Group") is an investment holding company. Since 2017, the Group has undergone a significant transformation to diversify from computing and electronic service into healthcare business by providing mother and childcare related services such as postnatal and postpartum care, and confinement care. Over the years, the Group has built up other healthcare businesses such as family clinic, childcare services, and cosmetic & aesthetic and have acquired specialized medical service providers focusing on orthopedic, osteoporosis and chronic diseases, nutraceutical industry and dental services.

## OUR CONFINEMENT BUSINESS

LYC Mother & Child Centre specializes in premium confinement care that thoughtfully blends traditional Chinese postnatal practices with modern Western medical expertise. Our aim is to support new mothers in recovering from the physical and emotional demands of pregnancy, childbirth, and early motherhood.

Recognized as one of the Best Confinement Centres in Malaysia, we provide personalized care, professional guidance, and psychological support to help mothers regain their health and confidence. Our comprehensive program prepares mothers for the transition back home and equips them with essential knowledge and skills to care for their newborns effectively.

Currently, we have three confinement centres in central of Malaysia which located in TTDI, Puchong and Bukit Jalil with 33-bedroom, 29-bedroom and 41-bedroom facilities respectively. On top of that, we have our fourth and the largest confinement centre with a 67-bedroom facility in southern of Malaysia, Danga Bay in Johor Bahru. As of 31 March 2025, we had served more than 10,000 mothers and babies.

The Johor Bahru centre was initially established as a joint venture with SOG Health Pte Ltd., and is now a wholly owned subsidiary of the Group.

## OUR COSMETIC & AESTHETIC BUSINESS

On 4 October 2022, LYC, via its 60% indirect owned subsidiary LYC Beauty & Wellness Sdn Bhd now has a 100% stake in Tao Global Ventures Sdn Bhd ("Tao Global"), which owns and operates a medical aesthetic clinic and beauty and wellness centre located in Bandar Sri Damansara known as Dr D Clinic and iBody by Dr D which was acquired for RM4.0 million.

With the inclusion of Dr D Clinic and iBody by Dr D, LYC is now able to provide a range of aesthetic services which covers facework, bodywork, hairwork and regenerative medicine as well as treatments that focus on body contouring and wellness for post pregnancy, urinary incontinence, sexual/intimacy wellness, Diastasis Recti treatment, non-invasive "butt-lift" and abdominal/core strengthening.

We intend to offer our cosmetic & aesthetic services to our confinement customers which are in the middle to upper income category and who wish to seek beautification services / treatments for themselves or their loved ones.

## MANAGEMENT DISCUSSION AND ANALYSIS

### OUR NUTRACEUTICAL BUSINESS

On 28 September 2021, the Company completed the 70% acquisition of Aqurate Ingredient Intl (M) Sdn. Bhd. For a purchase consideration of RM36.4 million.

Aqurate is principally involved in product formulation, R&D and supply of functional food ingredients, and the provision of innovative solutions to the F&B, nutraceutical, pharmaceutical, healthcare and cosmeceutical industry. Aqurate commenced its business in 2012 when it first formulated and supply probiotic food supplement to a medical centre under an OEM arrangement. Since inception, Aqurate has conceptualized and launched various formulations designed on market specific needs for customers mainly within the F&B, nutraceutical, pharmaceutical, healthcare and cosmeceutical industry in Malaysia.

Aqurate is a well-established company specializing in product formulation, research and development (R&D), and the supply of functional food ingredients. It also provides innovative solutions tailored to the food and beverage (F&B), nutraceutical, pharmaceutical, healthcare, and cosmeceutical industries.

Founded in 2012, Aqurate began its journey by formulating and supplying probiotic food supplements under OEM arrangements for a medical centre. Since then, it has launched a wide array of formulations designed to meet the specific needs of clients across its key industries, with a primary focus on the Malaysian market.

With the acquisition of Aqurate, we can capture the growing demand for supplements and a renewed focus on preventive healthcare due to the COVID-19 pandemic. The venture into Nutraceutical Business, which falls within the overall scheme of its healthcare business objectives and direction, would provide LYC Group an avenue for future growth potential through the expansion of its range of healthcare service offering, deriving business synergy with the complementary nutraceutical segment, and potential enhancement to its income stream going forward.

Since the completion of the acquisition of Aqurate, we have through their assistance developed our own range of in-house supplements under the LYC brand which we intend to use to target our customer base within the mother and child platform and the senior care platform.

### OUR DENTAL BUSINESS

On 4 October 2022, LYC, through its 70%-owned indirect subsidiary, LYC Dental Group Sdn Bhd ("LYC Dental Group"), acquired three KL Dental clinics strategically located in high-traffic areas—Kiara 163, SS15 Courtyard in Subang Jaya, and Taman Connaught in Cheras—for a total purchase consideration of RM3.2 million. Building on this expansion, the Group launched a fourth KL Dental branch in Sunway Velocity, Cheras, which commenced operations in April 2023.

The Group remains optimistic about the outlook for dental services, driven by rising affluence, increasing health awareness, and Malaysia's growing population. This expansion is aligned with the Group's strategy to strengthen its footprint in the healthcare segment and tap into the increasing demand for accessible and quality dental care.



## MANAGEMENT DISCUSSION AND ANALYSIS

### VENTURE INTO HEALTHCARE BUSINESS IN SINGAPORE

On 23 September 2020, we received shareholder's approval for the proposed acquisition of 51% shareholding of T&T Medical Group Pte. Ltd. ("T&T") and 51% shareholding of HC Orthopedic Surgery Pte. Ltd. ("HCOS") for a total purchase consideration of SGD14.23 million. The acquisitions of T&T and HCOS were completed on 13 November 2020 and 2 December 2020 respectively.

On 10 October 2022, LYC had completed the acquisition of an additional 49% shareholding in T&T and HCOS, via its 64.5% indirect owned subsidiary, LYC Medicare (Singapore) Pte Ltd ("LYC Medicare Singapore") for a total purchase consideration of SGD8.1 million and SGD9.163 million respectively. The above acquisitions will allow LYC Singapore to recognise 100% financial results contribution from T&T and HCOS, which will ultimately benefit the financial performance of the Group.

T&T operates a one-stop chronic disease center focusing on chronic degenerative joint diseases and spine, and pain management, and metabolic diseases like Diabetes Mellitus, hypertension and high cholesterol. T&T also provides general medical care under its family health clinic arm. T&T serves patients of all age groups. Being a one-stop chronic disease operator, it is able to provide integrated service/ treatment offerings including Osteoporosis centre (in collaboration with Amgen Inc., an American multinational biopharmaceutical company headquartered in Thousand Oaks, California), X-Ray imaging including Bone Mineral Densitometry (BMD), and full-fledged physiotherapy center for chronic and acute cases, including sports injury and rehabilitation post-surgery. In 2022, T&T also set up a new imaging facility which includes CT and MRI machines to broaden our range of services.

Meanwhile, HCOS primarily serves patients requiring various orthopaedic specialist treatments, including surgeries. The range of HCOS's specialist treatments are generally catered towards management of adult and paediatric fractures and trauma, general orthopaedic, sports injuries with torn ligaments and meniscus, and degenerative conditions including prolapsed intervertebral discs (slipped discs).

In 2023, the Group had opened its third specialist clinic located in Mount Elizabeth Novena and in 2024, its fourth specialist clinic located at Gleneagles Medical Centre. This is expected to broaden our reach to our customers and is expected to boost our topline figures. We have hired an additional senior surgeon under HCOS in 2023 and is looking to hire the third surgeon in 2024 to meet the increased demand and also to reduce our dependency on single orthopaedic surgeon.

By being discerning in our acquisitions and greenfield projects via the geographical cluster strategy to pursue growth, we can focus on assets that complement and are synergistic to our portfolio to achieve higher returns for the business.

### OUR IT BUSINESS, COMPUTING & ELETRONICS SERVICES

The Group provides a one-stop shop service to source, supply, implement and maintain IT hardware including servers, desktop workstations, laptops, barcode and printing equipment, storage, network equipment, electronic and security products. In addition, the Group also provides electronics manufacturing services to a range of established manufacturers. This entails custom designing, fabricating, assembling and testing special purpose printed circuit boards and electronic components.

# MANAGEMENT DISCUSSION AND ANALYSIS

## GUIDANCE NOTE 3

On 30 May 2025, the board of directors of LYC Healthcare Berhad ("LYC" or the "Company") ("Board") had announced that LYC is an affected lister issuer under Guidance Note 3 ("GN3") of the ACE Market Listing Requirements of Bursa Securities ("LR").

The Company has triggered the prescribed criteria pursuant to Rule 8.04 of the Listing Requirements and Rule 2.1(a) of Guidance Note 3 ("GN3") by virtue of the shareholders' equity being less than 25% of the issued share capital based on the Company's latest unaudited financial statements for the financial period ended 31 March 2025.

On 1 July 2025, the Company announced that it is in the process of appointing a sponsor and is currently formulating and reviewing its business and regularisation plan.

## REGULATORY COMPLIANCE

The Board of Directors' of LYC had made announcement on 28 July 2025 that the Company may be unable to release to Bursa Malaysia Securities Berhad ("Bursa Securities") and shareholders its Annual Report that includes the annual audited financial statements together with the auditors' and directors' reports in respect of the financial year ended 31 March 2025 by 31 July 2025 which is a period not exceeding four (4) months from the close of the financial year ended 31 March 2025 as required under Paragraph 9.23(1) of the ACE Market Listings Requirements ("AMLR") of Bursa Securities.

The reasons that the Company is unable to issue the Annual Report 2025 by 31 July 2025 are as follows:-

1. Management requiring additional time to resolve the outstanding matters and to provide the necessary information to the External Auditors to enable them to complete the audit for the financial year ended 31 March 2025;
2. The Company is working with the External Auditors to finalise the audit expeditiously; and
3. Notwithstanding the above, the Company expects to issue and submit its Annual Report 2025, together with its Financial Statements on or before 7 August 2025

## GROUP FINANCIAL PERFORMANCE

The Group recorded a revenue of RM155.52 million and a loss before tax of RM8.09 million in FY2025 compared to a revenue of RM128.99 million and a loss before tax of RM12.84 million in FY2024.

In FY2025, the Healthcare division accounted for 98% of the overall Group's revenue with approximately 2% by the IT Business, Computing & Electronics and other divisions accounting for the rest.

## MANAGEMENT DISCUSSION AND ANALYSIS

### SEGMENTAL FINANCIAL PERFORMANCE

	FYE 2025		FYE 2024		Variances	
	RM'000	%	RM'000	%	RM'000	%
<b>Revenue</b>						
- Healthcare	152,290	98	125,784	98	26,506	21
- IT	2,723	2	2,924	2	(201)	(7)
- Other	506	0	282	0	224	79
<b>Total</b>	<b>155,519</b>	<b>100</b>	<b>128,990</b>	<b>100</b>	<b>26,528</b>	<b>21</b>
<b>PBT/(LBT)</b>						
- Healthcare	1,709	(21)	1,426	25	283	20
- IT	(357)	3	(224)	(2)	(133)	59
- Other	(9,442)	118	14,046	(123)	4,604	(33)
<b>Total</b>	<b>(8,090)</b>	<b>100</b>	<b>12,844</b>	<b>100</b>	<b>4,754</b>	<b>(37)</b>

### HEALTHCARE SEGMENTAL

The healthcare segment reported a revenue of RM152.29 million and a profit before tax of RM1.71 million in FY2025 compared to a revenue of RM125.78 million and a profit before tax of RM1.42 million in FY2024, representing an increase in revenue and profit before tax of 21% and 20% respectively. The improvement in revenue performance in the current year was mainly driven by the full acquisitions of the remaining 49% equity interest in SOG Mummy & Baby Centre Pte Ltd in March 2024, enabling the Group to recognise its full-year contribution in FY2025. Additionally, Singapore's operation under T&T Medical Group Pte Ltd and HC Orthopaedic Surgery Pte Ltd delivered stronger performance with revenue of RM21.46 million and RM36.78 million respectively in FY2025 compared to revenue of RM18.78 million and RM30.98 million in FY2024 respectively, representing an increase in revenue of RM2.68 million and RM5.8 million respectively, due to the higher demand for their services.

### IT SEGMENTAL

The IT segment recorded a revenue of RM2.72 million and a loss before tax of RM0.36 million in FY2025, compared to a revenue of RM2.92 million and a profit before tax of RM0.22 million in FY2024. The decline in revenue was primarily attributed to lower demand for electronic components. In addition to the reduced revenue, the segment reported a loss before tax mainly due to increase in finance cost of RM0.17mil.

### OTHER SEGMENTAL

The Other segment reported a revenue of RM0.51 million and a loss before tax of RM9.4 million in FY2025, compared to a revenue of RM0.28 million and a loss before tax of RM14.05 million in FY2024. The lower loss before tax was mainly due to a reduction in personnel costs across the Group.

### GROUP FINANCIAL POSITION

The Group's total assets decreased from RM250.51 million on 31 March 2024 to RM235.31 million on 31 March 2025 and increased in group total liabilities from RM176.95 million on 31 March 2024 to RM179.57 million on 31 March 2025. The increase in the Group's total liabilities was mainly attributable to new lease liabilities arising from the leasing of business premises for the Prostate Centre.

The total shareholders' equity reduced from RM73.56 million on 31 March 2024 to RM55.74 million on 31 March 2025, mainly due to the losses recorded in subsidiaries.

# MANAGEMENT DISCUSSION AND ANALYSIS

## GROUP CASH FLOW

### Operating Activities

Net cash generated from operating activities was RM28.70 million in FY2025 compared to RM10.74 million in FY2024.

### Investing Activities

The Group divested RM0.51 million in investing activities in FY2025 compared to RM25.75 million in the preceding year. The amount used in the current year was mainly due to the disposal of the investment in subsidiaries of the company Sigma Dental Laboratory and Elite Dental Group of companies.

## CAPITAL MANAGEMENT

Our core capital management strategy involves maintaining a robust financial position to secure favorable financing terms to support the Group's businesses. In addition, the Group ensures that the sources of borrowings are well diversified and appropriately structured in terms of maturity to mitigate interest rate and liquidity risks. The Group implements a centralised treasury operation that actively monitors and manages these risks.

LYC practices prudent financial management with an efficient capital structure that accords the Group a level of flexibility to ensure optimal operational performance and liquidity to fund the Group's investment requirements.

We continue to build investor, creditor and market trust and confidence by showing our resilience and flexibility as we align our resources to mitigate risks, seize opportunities and support growth in all areas of our business.

## OUTLOOK AND PROSPECT

### Malaysia

The Group remains focused on expanding our confinement care network, targeting high-demand areas and greenfield locations. This strategic expansion is a key element in sustaining our leadership position in Malaysia's mother and child care sector.

With the acquisition of the remaining 49% equity interest in the Johor confinement centre, LYC now holds full ownership. This allows the Group to strengthen its presence and increase market share in the confinement care segment, while streamlining operations and delivering greater value to customers.

For our nutraceutical business, our 70% shareholding in Aqurate Ingredients Intl (M) Sdn. Bhd. ("AQ") continues to perform strongly riding on demand for pharmaceutical and nutraceutical related products. In the recent COVID-19 pandemic, we find that more and more Malaysians are increasingly turning to natural and clinically proven supplements such as Probiotics to strengthen their immune system and Complete Nutrition to fulfil their daily nutrient intake. As the consumer learns how to appreciate functional foods, AQ will grow in tandem by making and supplying the functional food ingredients into the healthcare and wellness industry. AQ has three new properties to expand its warehouse and office facility to cater for higher demand in the future.

To ensure a sustainable pipeline of leadership talent to support the management of our expanded and enhanced healthcare network, we will be focusing on effective succession development planning. The Group's talent management strategies are ensuring that we can attract and retain the best people in the sector, will continue to focus on building, nurturing and sustaining a performance driven culture, in line with our business objectives. To remain as employer of choice, we aim to bring about a holistic employee experience, within a diverse, talented and engaged workforce, whilst embedding a culture of innovation groupwide.



## MANAGEMENT DISCUSSION AND ANALYSIS

### **Singapore**

LYC's presence in Singapore is mainly via its 64.5% indirectly owned subsidiary via LYC Medicare Singapore, which wholly owns T&T and HCOS. Both companies are well established in Singapore and have good operating and financial track records.

Singapore is internationally recognised as one of the most efficient healthcare systems in the world. Singapore's medical tourism industry has experienced extensive growth in recent years driven by a rise in quality and greater cross-border mobility among the region's population. As Singapore is facing an ageing population and becomes increasingly conscious of personal health, patients will seek earlier diagnoses to enable preventive care.

LYC intends to continue with the existing healthcare operations and business directions of T&T and HCOS together with the respective stakeholders involved. The acquisitions allow LYC Group to mark its foray into the Singapore healthcare sector, which is generally renowned as one of the leading healthcare service hub in the Asia Pacific region. By expanding into Singapore, the Group may attain a wider market presence and marketability for its range of healthcare services

During the financial year, there were no additional clinics added to the HCOS portfolio. However, an additional surgeon joined the team in November 2024. As a result, HCOS operated with four clinics and three surgeons during FY2025.

Subsequently, on May 5, 2025, HCOS established a health screening centre and hired a general practitioner (GP) to support its operations. As of that date, HCOS operates five clinics, staffed by three surgeons and one GP.

We remain optimistic that our focused efforts in line with our strategy will keep us on track to achieve our goal of long-term sustainable growth for the business.

### **UPCOMING**

#### **Proposed listing of LYC Healthcare (Cayman) Limited ("the Company") on National Association of Securities Dealers Automated Quotations Listing ("Nasdaq") Capital Markets**

On 31 December 2024, The Company has announced proposed listing of LYC Healthcare (Cayman) Ltd (LYC Cayman), on the Nasdaq Capital Market. LYC Cayman plans to undertake an initial public offering (IPO) of new ordinary shares on the Nasdaq.

The rationale and benefits of the IPO to LYC Cayman are as follows:-

- (i) enable LYC Cayman to leverage on the Nasdaq listing status to enhance its reputation and gain recognition for its business in the provision of medical and surgical advisory service, particularly focusing on medical and specialist treatment in the field of musculoskeletal-related medical care, thereby improving its visibility and public image to achieve greater market reputation and gain broader client base; and
- (ii) accord LYC Cayman the financial flexibility to raise future funding requirement through the equity capital market independently from LYC, to reinforce its equity position and raise the necessary capital to fund its future investment/expansion opportunities and growth.

Upon completion of the Internal Reorganisation, LYC Cayman proposes to undertake an initial public offering ("IPO") of new Class A ordinary shares in LYC Cayman ("Class A Shares") and the listing of Class A Shares on the Nasdaq Capital Markets.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

**The Board of Directors (“the Board”) of LYC Healthcare Berhad (“LYC” or “the Company”) recognises the importance of good corporate governance and is committed to ensuring that the principles and best practices in corporate governance as set out in the Malaysian Code on Corporate Governance 2021 (“MCCG”) are observed and practised throughout the Company and its subsidiaries (collectively referred to as “the Group”) so that the affairs of the Group are conducted with integrity and professionalism with the objective of safeguarding shareholders’ investment and ultimately enhancing shareholders’ value.**

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

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

In making this Corporate Governance (“CG”) Overview Statement, the Company is guided by Guidance Note 11 of ACE Market Listing Requirements (“AMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and the CG Guide (4<sup>th</sup> edition) issued by Bursa Malaysia Berhad. This statement provides an overview of the Company’s application of the three principles set out in the MCCG and is to be read together with a CG Report, which is available on the Company’s website, [www.lychealth.com](http://www.lychealth.com), as well as via an announcement on the website of Bursa Securities.

## PRINCIPLE A

### BOARD LEADERSHIP AND EFFECTIVENESS

#### I. Board Responsibilities

##### 1. Board’s roles and responsibilities

The Board is accountable and responsible for the performance and affairs of the Group by overseeing and appraising the Group’s strategies, policies and performance.

All Board members are expected to show good stewardship and act in a professional manner, as well as upholding the core values of integrity and enterprise with due regard to their fiduciary duties and responsibilities.

The Board assumes, amongst others, the following duties and responsibilities:-

- 1) Together with Senior Management, promote good corporate governance culture within the Group which reinforces ethical, prudent and professional behaviour.
- 2) Reviewing, challenging and deciding on Management’s proposals for the Group, and monitor its implementation by Management.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## PRINCIPLE A

### BOARD LEADERSHIP AND EFFECTIVENESS

#### I. Board Responsibilities (Continued)

##### 1. Board's roles and responsibilities (Continued)

- 3) Ensuring that the overall corporate strategic plans of the Group support long-term value creation and includes strategies on economic, environmental and social considerations underpinning sustainability.
- 4) Supervising and assessing Management performance to determine whether the business is being properly managed.
- 5) Ensuring there is a sound framework for Internal Controls and Risk Management.
- 6) Understanding the principal risk of the Group's business and recognising that business decisions involve the taking of appropriate risks.
- 7) Setting the risk appetite within which the Board expects Management to operate and ensure that there is an appropriate Risk Management framework to identify, analyse, evaluate, manage and monitor significant financial and non-financial risks.
- 8) Ensuring that Senior Management has the necessary skills and experience, and there are measures in place to provide for the orderly succession of Board and Senior Management.
- 9) Ensuring that the Group has in place procedures to enable effective communication with stakeholders.
- 10) Ensuring the integrity of the Group's financial and non-financial reporting.

In carrying out its responsibilities and functions, the Board may delegate any of its powers to a Board Committee, a Director, employee or other person subject to ultimate responsibility of the directors under the Companies Act 2016.

##### 2. Separation of positions of the Chairman and Managing Director

The Board has established clear roles and responsibilities in discharging its fiduciary and leadership functions. The roles of the Chairman and Managing Director of the Company are distinct and separate to engender accountability and facilitate clear division of responsibilities for ensuring there is a balance of power and authority in the Company. The segregation of roles also facilitates a healthy open, exchange of views between the Board and Management in their deliberation of the business, strategic aims and key activities of the Company.

The Chairman is responsible for the leadership, effectiveness, conduct and governance of the Board. The Chairman encourages active and effective engagement, participation and contribution from all Directors and facilitates constructive relations between Board and Management. The Managing Director is responsible for executing the Company's strategies, policies and day-to-day management of the business with powers, discretions and delegations authorised from time to time by the Board. The details of the responsibilities of the Chairman and Managing Director is clearly set out in the Board Charter.

During the financial year under review, Dato' Seri Abdul Azim Bin Mohd Zabidi was the Independent Non-Executive Chairman of the Board who provides strong leadership and is responsible for ensuring the adequacy and effectiveness of the Board's governance process. The Chairman's key responsibility, amongst others, includes the following:-

- 1) Providing leadership for the Board so that the Board can perform its responsibilities effectively.
- 2) Leading Board meetings and discussions.
- 3) Encouraging active participation and allowing dissenting views to be freely expressed.
- 4) Managing the interface between Board and Management.
- 5) Ensuring appropriate steps are taken to provide effective communication with stakeholders and that their views are communicated to the Board as a whole.
- 6) Leading the Board in establishing and monitoring good corporate governance practices in the Group.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## PRINCIPLE A

### BOARD LEADERSHIP AND EFFECTIVENESS

#### I. Board Responsibilities (Continued)

##### 2. Separation of positions of the Chairman and Managing Director (Continued)

The Managing Director, Mr. Sui Diong Hoe, oversees the day-to-day operations to ensure the smooth and effective running of the Group. He is assisted and supported by the Management team. The Managing Director also implements the policies, strategies, decisions adopted by the Board, monitors the operating financial results against plans and budgets and acts as a conduit between the Board and Management in ensuring the success of the Group's governance and Management functions.

During Board meetings, the Chairman maintains a collaborative atmosphere and ensures that all Directors contribute to the discussion. The Chairman and Managing Director arrange informal meetings and events from time to time to build constructive relationships between the Board members.

##### 3. Company Secretary

The Board is supported by two (2) qualified and competent Company Secretaries. The Directors have ready and unrestricted access to the advice and services of the Company Secretaries to enable them to discharge their duties effectively. The Board is regularly updated and advised by the Company Secretaries who are qualified, experienced and knowledgeable on new statutory and regulatory requirements, and the resultant implications to the Group and the Directors in relation to their duties and responsibilities. In this respect, the Company Secretaries play an advisory role to the Board, particularly with regard to the Company's Constitution, Board policies and procedures, and its compliance with regulatory requirements, corporate governance and legislations. The Company Secretaries, who oversee adherence with Board policies and procedures, brief the Board on the proposed contents and timing of material announcements to be made to regulators. The Company Secretaries also keep the Directors and Principal Officers informed of the closed period for trading in the Company's shares.

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

##### 4. Access to Information

The Board recognises that the decision-making process is highly dependent on the quality of information furnished.

In furtherance to this, every Director has access to all information within the Group. The Directors have access to information through the following means:

- members of Senior Management attend Board and Committee meetings by invitation to report areas of the business within their responsibility including financial, operational, corporate, regulatory, business development, audit matters and information technology updates, for the Board's informal decision making and effective discharge of the Board's responsibilities;
- the Board and Committees' papers are prepared and issued to the Directors or Committee Members at least five (5) business days before the Board and Committees meetings to enable the Board or Committee Members receive the information in a timely manner; and
- the Audit and Risk Management Committee Chairman meets with the Management, Internal Auditors and External Auditors regularly to review the reports regarding internal control system, financial reporting and Risk Management.



# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## PRINCIPLE A

### BOARD LEADERSHIP AND EFFECTIVENESS

#### I. Board Responsibilities (Continued)

##### 4. Access to Information (Continued)

Besides direct access to the Management, Directors can obtain independent professional advice at the Company's expense and service via Audit and Risk Management Committee on the implementation of Risk Management system during the year under review in accordance with established procedures set out in the Board Charter in furtherance of their duties. The Directors also consulted the Chairman and other Board members prior to seeking any independent advice.

To facilitate robust Board discussions, all Board meetings are furnished with proper agenda with due notice issued and board papers and reports are prepared by the Management to provide updates on financial, operational, legal and circulated prior to the meetings to all Directors with sufficient time to review them for effective discussions and decision making during the meetings.

##### 5. Board Charter

The Board has established a Board Charter to promote high standards of corporate governance and is designed for providing the guidance and clarity for the Directors and Management with regards to the roles, functions, composition, operation and processes of the Board, having regard to the principles of good corporate governance and requirements of AMLR of Bursa Securities. The Board Charter further defines the matters that are reserved for the Board and its Committees as well as the roles and responsibilities of the Chairman and the Managing Director.

The Board Charter is reviewed from time to time by the Board to ensure it complies with legislations and best practices and remains effective and relevant to the Board's objectives.

The Board Charter is published on the Company's website at [www.lychealth.com](http://www.lychealth.com).

##### 6. Code of Conduct and Ethics

The Company has established a Code of Conduct and Ethics to promote a corporate culture which engenders ethical conduct that permeates throughout the Group. The Code of Conduct and Ethics is based on the principles in relation to sincerity, integrity, responsibility and corporate social responsibility.

The Board is focused on creating corporate culture which engenders ethical conduct that permeates throughout the Group. The Group practices the relevant principles and values in the Group's dealings with employees, customers, suppliers and business associates. The Directors, officers and employees of the Group are also required to observe, uphold and maintain high standards of integrity in carrying out their roles and responsibilities and to comply with the relevant laws and regulations as well as the Group's policies. Ongoing training is provided to staff on the Code of Conduct and Ethics and general workplace behaviour to ensure they continuously uphold high standard of conduct when performing their duties.

The Board is provided guidance on disclosure of conflict of interest and other disclosure information/requirements to ensure that the Directors comply with the relevant regulations and practices. In order to address and manage possible conflicts of interest that may arise between Directors' interests and those of the Group, the Company has put in place appropriate procedures including requiring such Directors to abstain from participating in deliberations during meetings and abstaining from voting on any matter in which they may also be interested or conflicted.

A copy of the Code of Conduct and Ethics can be found in the Company's website at [www.lychealth.com](http://www.lychealth.com).

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## PRINCIPLE A

### BOARD LEADERSHIP AND EFFECTIVENESS

#### I. Board Responsibilities (Continued)

##### 7. Whistleblowing Policy and Procedures

As part of the Board's focus areas on corporate governance, the Company is committed to the highest standard of integrity, openness and accountability in the conduct of its business and operations. It aspires to conduct its affairs in an ethical, responsible and transparent manner. Recognizing these values, the Company provides avenues for all employees and members of the public to disclose any improper conduct or irregularities within the Group with assurance that they will be protected from possible reprisals or victimisation.

The Policy outlines the relevant procedures such as when, how and to whom a concern may be properly raised about the genuinely suspected or instances of wrongdoing at the Company and its subsidiaries. The identity of the whistleblower is kept confidential and protection is accorded to the whistleblower against any form of reprisal or retaliation. All such concerns shall be set forth in writing and forwarded in a sealed envelope to either the Managing Director or the Chairman of the Audit and Risk Management Committee.

The Whistleblowing Policy and Procedures can be found on the Company's website at [www.lychealth.com](http://www.lychealth.com).

#### II. Board Composition

##### 1. Board Composition and Balance

During the financial year under review, the Board has six (6) Directors, comprising the Chairman (Independent Non-Executive), four (4) Independent Non-Executive Directors and one (1) Executive Director. However, following the recent resignation of Dato' Muraly Daran A/L M Narayana Menon on 1 August 2025, the Board of Directors now comprises five (5) members, consisting of a Chairman (Independent Non-Executive Director), three (3) Independent Non-Executive Directors, and one (1) Executive Director. The Company fulfils Rule 15.02(1) of the AMLR of Bursa Securities which stipulates that at least two (2) Directors or one third (1/3) of the Board, whichever is the higher, are Independent Directors. The Company also meets the requirements of MCCG to have majority Independent Directors to allow more effective oversight of Management.

The Board is satisfied that the composition of Directors provides the appropriate balance and size in the Board necessary to promote all shareholders' interests and to govern the Group effectively. It also fairly represents the ownership structure of the Group, with appropriate representations of minority interests through the Independent Non-Executive Directors. The Independent Directors fulfill a pivotal role in providing unbiased and independent views, advice and judgment, taking into account the interest not only of the Group but also shareholders, employees, customers and communities in which the Group conducts business.

The profile of each Director is set out on page 12 to page 14 of this Annual Report.

##### 2. Gender Diversity

The Board recognises the benefits of having a diverse Board to ensure that the mix and profiles of the Board members in terms of age, ethnicity and gender to provide the necessary range of perspectives, experience and expertise required to achieve effective stewardship and management. The Board believes that a truly diverse and inclusive Board will leverage on different thought, perspective, cultural and geographical background, age, ethnicity and gender which will ensure that the Group has a competitive advantage.

The Board currently does not have a gender diversity policy and target in place. Nonetheless, the Board has one (1) female Director, which contributes 16.667% of the Board composition. Ms. Poh Zuan Yin was appointed to the Board as Independent Non-Executive Director on 29 May 2023. With the current Board composition, the Board is of the view that its members have the necessary knowledge, experience, diverse range of skills and competence to enable them to discharge their duties and responsibilities effectively.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### PRINCIPLE A

#### BOARD LEADERSHIP AND EFFECTIVENESS

#### II. Board Composition (Continued)

##### 3. Board Independence

The Board is aware on the importance of independence and objectivity in its decision-making process in line with MCCG which is one of its focus areas on corporate governance.

The Independent Directors play a vital role in corporate accountability and provide unbiased views to the Board's deliberations and decision-making process. In addition, the Independent Directors ensure that matters and issues brought to the Board are given due consideration, fully discussed and examined, taking into account the interest of all the stakeholders.

The Independent Directors who has exceeded a cumulative term of nine (9) years, the Board would justify and seek annual shareholders' approval. Once an Independent Director has served a cumulative term of his/her twelfth (12th) year, he/she will either be re-designated as a Non-Independent Non-Executive Director or retire as Director of the Company. As at the date of this Statement, Encik Khasan has reached nine (9) years of service since his appointments.

The Board, via Nomination Committee assesses each Director's independence to ensure ongoing compliance with this requirement annually. The Nomination Committee is satisfied that the Independent Directors are independent of Management and free of any business or other relationship that could interfere with the exercise of independent judgment, taking into account the best interest, not only of the Group but also of shareholders, employees, customers and communities in which the Group conducts business.

During the financial year under review, the Board assessed the independence of its Independent Non-Executive Directors and confirmed that they are to be independent and objective during Board's deliberations.

##### 4. Board Committees

In order to discharge the responsibilities, the Board has established the following Board Committees to perform certain of its functions and to provide it with recommendations and advice:-

1. Audit and Risk Management Committee;
2. Nomination Committee; and
3. Remuneration Committee.

Each Board Committee operates in accordance with the written Terms of Reference which approved by the Board. The Board reviews the Terms of Reference of the Board Committees from time to time. The terms of office and performance of the Audit and Risk Management Committee is reviewed on annual basis by the Nomination Committee. The Board approves the appointments of the members and the Chairman of each Board Committee.

The Chairman of the respective Board Committees will report to the Board on the outcome of any discussions and make recommendations thereon to the Board. The ultimate responsibility for the final decision on all matters, however, lies with the Board.

The Board may form other committees delegated with specific authorities to act on their behalf. These committees will operate under approved Terms of Reference or guidelines and are formed whenever required.

The Terms of Reference of the Board Committees are published on the Company's website at [www.lychealth.com](http://www.lychealth.com).

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## PRINCIPLE A

### BOARD LEADERSHIP AND EFFECTIVENESS

#### II. Board Composition (Continued)

##### 4. Board Committees (Continued)

##### **Audit and Risk Management Committee ("ARMC")**

The ARMC serves as a focal point for communication between ARMC, Directors, External Auditors, Internal Auditors and the Management. The ARMC also assists the Board in discharging the fiduciary responsibilities and to maintain the integrity of financial reporting.

The ARMC Report is set out on page 40 to page 42 of this Annual Report.

##### **Nomination Committee ("NC")**

The NC of the Company is to assist the Board in relation to the nomination of new Directors, annually review the mix of skills, experience and other requisite qualities of the Directors as well as the annual assessment of the effectiveness of the Board as a whole, its Committees and the contribution of each individual Director as well as identify candidates to fill board vacancies and nominate them for approval by the Board.

The Company's NC comprised exclusively of Non-Executive Directors a majority of whom are independent and at least three (3) members in total. The composition of the NC is as follows:

Director	Designation
Encik Mohd Khasan Bin Ahmad	Chairman (Independent Non-Executive Director)
Dato' Muraly Daran A/L M Narayana Menon	Member (Independent Non-Executive Director)
Ms. Poh Zuan Yin	Member (Independent Non-Executive Director)
Mr. Kong Sin Seng <i>(appointed as member of NC on 11 October 2024)</i>	Member (Independent Non-Executive Director)

During the financial year ended 31 March 2025, the NC held two (2) meetings. Below is a summary of the key activities undertaken by the NC in discharging of its duty:-

- Determined the Directors whom are subject to re-election by rotation;
- Annual assessment of the Board, the Board Committees and the individual Directors;
- Reviewed the performance and term of office of ARMC;
- Identified and discussed suitable Directors' training programmes for continuous development of Directors;
- Assessed the level of independence of Independent Directors;
- Assessed the composition of the Board and Board Committees;
- Assessed the suitability of candidate to be appointed as Director of the Company with due regard for diversity in skills, experience, age, background of the candidate;
- Identified appropriate trainings, seminars and courses for continuous development of Directors; and
- Assessed the fit and properness of the Director who is due for retirement by rotation and recommended Directors who are eligible to stand for re-election to the Board for recommendation to the shareholders for approval at the Annual General Meeting.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## PRINCIPLE A

### BOARD LEADERSHIP AND EFFECTIVENESS

#### II. Board Composition (Continued)

##### 4. Board Committees (Continued)

##### **Nomination Committee (“NC”) (Continued)**

The NC is responsible to assess and recommend the most appropriate Board size composition to the Board. In making the recommendations to the Board, the NC develops certain criteria used in the recruitment process and annual assessment of Directors. In evaluating the suitability of candidates, the NC considers the following factors, the details are stated in the Terms of Reference of the NC which is available on the Company’s website at [www.lychealth.com](http://www.lychealth.com):-

- skills, knowledge, expertise and experience;
- commitment (including time commitment) and contribution;
- professionalism and integrity;
- boardroom diversity;
- background, character and competence; and
- in the case of candidates for the position of Independent Non-Executive Directors, the NC shall also evaluate the candidates’ ability to discharge such responsibilities/functions which are expected from Independent Non-Executive Directors.

The Board may appoint an individual to be a Director by having selection process for new appointees as recommended by the NC to the Board. The appointed individual will stand for election at the next Annual General Meeting (“AGM”) in accordance with the Constitution of the Company. The Board did not engage any independent sources to identify suitably qualified candidates during the year. The suitable candidate to be considered for the appointment as Director is facilitated through recommendations from the Directors, Management and shareholders of the Company and the NC will assess and consider the suitability of the candidates based on the criteria set before recommending to the Board for appointment.

##### **Remuneration Committee (“RC”)**

The RC was established on 27 February 2007 and is responsible for recommending the remuneration framework and policy as well as the remuneration package of the Executive Directors and Senior Management to ensure rewards commensurate with their contributions to the profit and growth of the Group. In the case of Non-Executive Directors, the level of remuneration reflects the experience and level of responsibilities undertaken.

The RC of the Company comprises wholly Independent Non-Executive Directors and at least three (3) members in total.

The RC consists of the following members:-

Director	Designation
Encik Mohd Khasan Bin Ahmad	Chairman (Independent Non-Executive Director)
Dato’ Muraly Daran A/L M Narayana Menon	Member (Independent Non-Executive Director)
Ms. Poh Zuan Yin	Member (Independent Non-Executive Director)
Mr. Kong Sin Seng <i>(appointed as member of NC on 11 October 2024)</i>	Member (Independent Non-Executive Director)



# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## PRINCIPLE A

### BOARD LEADERSHIP AND EFFECTIVENESS

#### II. Board Composition (Continued)

##### 4. Board Committees (Continued)

###### Remuneration Committee ("RC") (Continued)

During the financial year ended 31 March 2025, the RC held one (1) meetings. Below is a summary of the key activities undertaken by the RC in discharging of its duty:-

- Reviewed, assessed and recommended the remuneration packages of the Managing Director and Senior Management;
- Reviewed the remuneration packages of Non-Executive Directors and their Meeting Allowances; and
- Reviewed and recommended the benefit payable for the Directors of the Company.

A copy of the RC's Terms of Reference can be found in the Company's website at [www.lychealth.com](http://www.lychealth.com).

##### 5. Directors' Commitment

The Directors are aware of the time commitment expected to attend to matters of the Group in general, including attending meetings of the Company in discharging of their roles and responsibilities. The Directors endeavours to meet at least four (4) times a year, at quarterly intervals which are scheduled well in advance before the end of the preceding financial year to facilitate the Directors in planning their meeting schedule for the year. Additional meetings are convened where necessary to deal with urgent and important matters that require attention from the Board. All Board meetings are furnished with proper agendas with due notice given and Board papers are prepared by the Management and circulated to all Directors prior to the meetings.

The Board is satisfied with the level of commitment given by the Directors toward fulfilling their roles and responsibilities as Directors of the Company as most of the Directors had attended all the Board Meetings under the financial year review.

All pertinent issues discussed at the Board meetings in arriving at the decisions and conclusions are properly recorded by the Company Secretaries.

The Board met six (6) times during the financial year under review. The details of Directors' attendance are set out as follows:-

Name of Directors	Number of meetings attended	%
Dato' Seri Abdul Azim Bin Mohd Zabidi Independent Non-Executive Chairman	6/6	100
Mr. Sui Diong Hoe Managing Director cum Group Chief Executive Officer	6/6	100
Encik Mohd Khasan Bin Ahmad Independent Non-Executive Director	6/6	100
Dato' Muraly Daran A/L M Narayana Menon Independent Non-Executive Director	6/6	100
Ms. Poh Zuan Yin Independent Non-Executive Director	6/6	100
Mr. Kong Sin Seng Independent Non-Executive Director (appointed as at 11 October 2024)	3/3	100

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### PRINCIPLE A

#### BOARD LEADERSHIP AND EFFECTIVENESS

#### II. Board Composition (Continued)

##### 5. Directors' Commitment (Continued)

It is the Board's policy for Directors to notify the Chairman before accepting any new directorship notwithstanding that the Rule 15.06 of Bursa Securities AMLR allows a Director to sit on the Board of not more than five (5) Listed Issuers. Such notification is expected to include an indication of time that will be spent on the new appointment.

In order to enable Directors to sustain active participation in Board deliberations, the Directors have access to continuing education programmes. The Directors have devoted sufficient time to update their knowledge and enhance their skills by attending trainings, details as set out in page 34 of this Statement.

##### 6. Board Assessment and Annual Evaluation

The NC is responsible to review and evaluate the required mix of skills and experience of the Directors; effectiveness of the Board as a whole; succession plans and boardroom diversity, including gender, age, ethnicity, diversity, training courses for Directors and other qualities of the Board, including core-competencies which Non-Executive Directors should bring to the Board on a yearly basis.

The evaluation process is led by the NC's Chairman and assisted by the Company Secretary via the questionnaires. The NC reviews the outcome of the assessment and recommends to the Board as well as recommends the relevant Directors for re-election at the AGM.

The principles used in the assessment of Board and individual Directors are including the required mix of skill and experience, Board diversity, size and experience of the Board, core competencies and contribution of each Director. The Board Committees were assessed based on their roles and responsibilities, scope and knowledge, frequency and length of meetings, supply of sufficient and timely information to the Board and also overall effectiveness and efficiency in discharging their function.

The evaluation of the suitability of candidates is solely based on the candidates' competency, character, time commitment, integrity and experience in meeting the needs of the Company. The assessment and comments by Directors are summarised in a questionnaire regarding the effectiveness of the Board and its Board Committees and discussed at the NC meeting and reported at the Board Meeting by the NC Chairman. All assessments and evaluations carried out by the NC in the discharge of its functions are properly documented.

During the financial year under review, the NC had held one (1) meeting to review and assess the mix of skills, expertise, composition, size and experience of the Board, including the core competencies of both Executive and Non-Executive Directors, the contribution of each individual Director (including the Managing Director), effectiveness of the Board as a whole and the Board Committees; and the changes to the Board's composition.

In line with the AMLR, the Board has on 1 July 2022 adopted the Directors' Fit & Proper Policy to provide guidance and transparent process for the appointment and re-election of Directors of the Company and its subsidiaries. This policy shall be reviewed by the Board at any time as it may deem necessary in accordance with the needs of the Company. The Fit & Proper Policy can be downloaded from the Company's website at [www.lychealth.com](http://www.lychealth.com).

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## PRINCIPLE A

### BOARD LEADERSHIP AND EFFECTIVENESS

#### II. Board Composition (Continued)

##### 7. Re-election to the Board

The NC reviewed the Directors' re-election to the Board on 24 July 2025. In accordance with the Company's Constitution, the following Directors are standing for retirement by rotation and subject to re-election at the forthcoming AGM:-

Director(s)	Designation(s)	Clause(s) of the Constitution
Dato' Muraly Daran A/L M Narayana	Independent Non-Executive Director	Clause 104(1)
Ms. Poh Zuan Yin	Independent Non-Executive Director	Clause 104(1)
Mr. Kong Sin Seng	Independent Non-Executive Director	Clause 111

##### 8. Directors' Training

The Board, via the NC, continues to identify for the Directors to attend appropriate briefings, seminars, conferences and courses to keep abreast with changes in legislations and regulations affecting the Group.

All Directors have completed the MAP Part I. All the Directors will endeavour to attend MAP Part II within the stipulated timeline given by Bursa Securities. The Directors are mindful that they would continue to enhance their skills and knowledge to maximise their effectiveness as Directors during their tenure. Throughout their period in office, the Directors are continually being updated on the Group's business and regulatory requirements.

During the financial year, the Board had attended collectively and individually conference(s), seminar(s), forum(s) and training(s) to continuously upgrade their skills and to keep abreast with current developments as follows:

Director	Briefing/Conference/Forum/Seminar/Training attended
Dato' Seri Abdul Azim Bin Mohd Zabidi	<ul style="list-style-type: none"> <li>Future Strategies Towards A Malaysia For All</li> </ul>
Encik Mohd Khasan Bin Ahmad	<ul style="list-style-type: none"> <li>Mandatory Accreditation Programme Part II: Leading for Impact (LIP)</li> <li>Driving Growth through IPO : Introduction to SGX and Singapore's Capital Market Confirmation</li> <li>AOB Conversation with Audit and Risk Management Committee</li> </ul>
Mr. Sui Diong Hoe	<ul style="list-style-type: none"> <li>Capital Gains Tax on Domestic and International Transactions</li> <li>Updates In Transfer Pricing Recent Developments, TP Planning and Compliance Strategy for Taxpayers</li> <li>Building a Culture of Good Governance and Sustainability: The Role of the Board and Management</li> <li>Corporate Valuation Modelling</li> <li>Tax and Law Relating to Property Transaction, Capital Gains Tax, Estates and Trusts</li> </ul>

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## PRINCIPLE A

### BOARD LEADERSHIP AND EFFECTIVENESS

#### II. Board Composition (Continued)

##### 8. Directors' Training (Continued)

Director	Briefing/Conference/Forum/Seminar/Training attended
Dato' Muraly Daran A/L M Narayana Menon	<ul style="list-style-type: none"> <li>Mandatory Accreditation Programme Part II: Leading for Impact (LIP)</li> <li>Unlocking the path to Bursa Malaysia: Essential Steps and Strategies</li> <li>Corporate Governance Trends in Malaysia</li> <li>Navigating Risks and Crises: Is your Board prepared for the unexpected</li> </ul>
Ms. Poh Zuan Yin	<ul style="list-style-type: none"> <li>Mandatory Accreditation Programme Part II: Leading for Impact (LIP)</li> </ul>
Mr. Kong Sin Seng	<ul style="list-style-type: none"> <li>Bursa Malaysia Mandatory Accreditation Programme</li> <li>Listed Entity Director (LED) 1 - Listed Entity Director Essentials</li> <li>LED 2 - Board Dynamics</li> <li>LED 3 - Board Performance</li> <li>LED 4 - Stakeholder Engagement</li> <li>LED 9 - Environmental, Social &amp; Governance Essential</li> </ul>

All the Directors will continue to attend relevant training and education programmes and events in order to keep themselves abreast of the latest economic, technological, commercial and industry-related developments with a view to continuing to discharge their duties and responsibilities effectively.

The Board encourages its Directors to attend talks, seminars, workshops, events and conferences to enhance their skills and knowledge to enable them to carry out their roles effectively as Directors in discharging their responsibilities.

The Company Secretaries briefed and highlighted the relevant guidelines on statutory and regulatory requirements from time to time to the Board, amongst others, the amendments to the Listing Requirements of Bursa Securities, the new requirements of MCCG and the Companies Act, 2016. The External Auditors also briefed the Board members on any current and future changes to the Malaysian Financial Reporting Standards that affect the Company's financial statements.

#### III. Remuneration

##### Directors' Remuneration

The RC establishes sets of policy and framework to provide a fair and competitive remuneration to its Board and Senior Management in order to ensure that the Company is able to attract and retain capable Directors for running the Group successfully. The responsibilities for developing the remuneration policy and determining the remuneration packages of Executive Directors and Senior Management lie with the RC. Nevertheless, it is ultimately the responsibility of the Board to approve the remuneration of Executive Directors and Senior Management. The same Remuneration Policy had been revised to be aligned with MCCG, Companies Act, 2016 and AMLR on 11 July 2018.

The determination of the remuneration packages is a matter for the Board as a whole. The Executive Directors concerned abstained from deliberating their own remuneration but may attend the RC meetings at the invitation of the Chairman of the RC if their presence is required.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## PRINCIPLE A

### BOARD LEADERSHIP AND EFFECTIVENESS

#### III. Remuneration (Continued)

##### Directors' Remuneration (Continued)

During the financial year under review, the RC reviewed and recommended the remuneration of the Managing Director of the Company for Board's approval pursuant to the Terms of Reference of RC. The Directors' fees and benefits payable to Directors have also been reviewed and recommended by the RC to the Board to seek shareholders' approval at the Company's forthcoming Annual General Meeting pursuant to the Constitution of the Company. No Director is involved in deciding his own remuneration. The RC further recommended providing the Directors' fees to the Managing Director of the Company subject to the shareholders' approval at the forthcoming Annual General Meeting as well. The detailed disclosure of the remuneration of the individual Director and top ten (10) Key Senior Management (on bands of RM100,000) of the Company comprising during the financial year under review are set out below:-

Name of Directors	Salary (RM'000)	Directors' Fee (RM'000)	#Benefits Payable (RM'000)	*Other (RM'000)	Total (RM'000)
<b>Executive Director</b>					
Mr. Sui Diong Hoe	924	72	-	112	1,108
<b>Non-Executive Director</b>					
Dato' Seri Abdul Azim Bin Mohd Zabidi	-	108	13	-	122
Dato' Muraly Daran A/L M Narayana Menon	-	72	16	-	88
Encik Mohd Khasan Bin Ahmad	-	72	16	-	88
Ms. Poh Zuan Yin	-	72	16	-	88
Mr. Kong Sin Seng	-	34	7	-	41
<b>Total</b>	<b>924</b>	<b>430</b>	<b>68</b>	<b>112</b>	<b>1,534</b>

#Note: Benefits Payable comprise of attendance allowance.

\*Note: Others comprise of allowances, bonus and contribution to the Employees Provident Fund.

Range of Remuneration	Number of Key Senior Management
RM50,000 – RM250,000	2
RM250,001 – RM500,000	2
RM500,001 – RM1,000,000	1
RM1,000,001 – RM1,500,000	1
RM1,500,001 – RM2,000,000	0
RM2,000,001 – RM2,500,000	0
RM2,500,001 – RM3,000,000	1
RM3,000,001 – RM3,500,000	0
RM3,500,001 – RM4,000,000	1



# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## PRINCIPLE B

### EFFECTIVE AUDIT AND RISK MANAGEMENT

#### I. Audit and Risk Management Committee ("ARMC")

##### Composition

The ARMC consists of four (4) members comprises wholly Non-Executive Directors, a majority of whom are independent. All the members of the ARMC undertook continuous professional development to keep abreast of relevant developments in accounting and auditing standards, practices and rules. The composition of the following members:-

Director	Designation
<b>Mr. Kong Sin Seng</b> <i>(appointment as Chairman of ARMC on 11 October 2024)</i>	Chairman (Independent Non-Executive Director)
<b>Encik Mohd Khasan Bin Ahmad</b>	Member (Independent Non-Executive Director)
<b>Ms. Poh Zuan Yin</b>	Member (Independent Non-Executive Director)
<b>Dato' Muraly Daran A/L M Narayana Menon</b> <i>(redesignation as Member of ARMC on 11 October 2024)</i>	Member (Independent Non-Executive Director)

The Chairman of the ARMC is not the Chairman of the Board, ensuring that the impairment of objectivity on the Board's review of the ARMC's findings and recommendation remains intact.

In presenting the annual audited financial statements and interim financial statements on a quarterly basis to the shareholders, the Board is responsible to present the integrity in financial reporting. The ARMC is entrusted to provide advice and assistance to the Board in fulfilling its statutory and fiduciary responsibilities relating to the Company's internal and external audit functions, Risk Management, compliance systems and practices, financial statements, accounting and control systems and matters that may significantly impact the financial condition or affairs of the business. The ARMC is also responsible in ensuring that the financial statements of the Company comply with the applicable financial reporting standards in Malaysia.

The ARMC's Term of Reference has been adopted which sets out its criteria on the composition of the ARMC, authority, responsibilities, duties and functions which includes a former key audit partner of the Group to observe a cooling-off period of at least three (3) years before being able to be appointed as a member of the ARMC.

The External Auditors would meet the ARMC without the presence of the executive Board members and Management at least two (2) times a year on matters relating to the Group and its audit activities. During such meetings, the External Auditors highlight and discuss the nature and scope of the audit, audit programme, internal controls and any other issues that may require the attention of the ARMC or the Board.

The ARMC ensures the external audit function is independent of the activities it audits and reviews the contracts for the provision of non-audit services by the External Auditors in order to make sure that it does not give rise to conflict of interests. The excluded contracts would include Management consulting, internal audit and standard operating policies and procedures documentation.

In safeguarding and supporting the external auditors' independence and objectivity, the Board had established an External Auditors' Assessment Policy to spell out the selection process of new external auditors, basic principles on the prohibition of non-audits services and the approval process for the provision of non-audit services. The same Policy had been approved and adopted to be aligned with MCGG, Companies Act. 2016 and AMLR on 11 July 2018.

The External Auditors have confirmed to the ARMC that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the independence criteria set out by the Malaysian Institute of Accountants.

Further information on its roles and responsibilities, number of meetings and attendance of ARMC, summary of ARMC activities and Internal Auditors' activities during the financial year under review are set out on pages 40 to 42 under the ARMC Report of this Annual Report.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### PRINCIPLE B

#### EFFECTIVE AUDIT AND RISK MANAGEMENT

##### II. Risk Management and Internal Control Framework

The Board recognises its responsibilities over the Company's Internal Control and Risk Management framework. In order to achieve such objective, an Enterprise Risk Management framework ("ERM") has been adopted by the Group. The Group's Risk Management systems are designed to manage and eliminate risks (where possible) to achieve business objectives and can only provide reasonable and not absolute assurance against material misstatement or loss.

The Board has delegated its responsibility for reviewing the effectiveness of the Group's systems of internal control to the ARMC. The Board through its ARMC regularly reviews this process to ensure the internal control and ERM are adequate and effective.

The Board has via the AC established the ERM and clear governance structure that takes into account for all significant aspects of internal control including risk identification, assessment, prioritisation, mitigation and monitoring.

Details on internal control and ERM are set out on page 44 to page 49 under the Statement on Risk Management and Internal Control of the Annual Report. As a priority, the Board will continue to review the Company's ERM and oversee the Company's strategic Risk Management and Internal Control framework.

### PRINCIPLE C

#### INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

##### I. Communication with Stakeholders

The Board always recognises that an effective communication with stakeholders is an essential requirement of the Group's sustainability. In view thereof, stakeholders are informed of all material business events and risks of the Group in a factual, timely and widely available manner. A corporate disclosure policies and procedures has been formalised on 11 July 2018 to enable comprehensive, accurate and timely information relating to the Group are disclosed to the shareholders and other stakeholders not only to comply with the disclosure requirements as stipulated in the AMLR, but also set out the persons authorised and responsible to approve and disclose material information to shareholders and stakeholders in compliance with the AMLR of Bursa Securities.

The Board also established a dedicated section for corporate information on the Company's website ([www.lychealth.com](http://www.lychealth.com)) where information on the Company's announcements, financial information, share price information and the Company's annual report can be found. The contact details of designated persons to address any queries are also published on this website.

The Company's financial performance, major corporate developments and other relevant information are promptly disseminated to shareholders and investors via announcements of its quarterly results, annual report, corporate announcements to Bursa Securities and press conferences.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

### PRINCIPLE C

#### INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

##### II. Conduct of General Meetings

The Annual General Meeting ("AGM") provides a platform for the shareholders to interact or engage directly with the Board and Senior Management, as well as allowing shareholders to review the Group's performance via the Annual Report and pose questions to the Board for any clarification before proceeding to poll voting. At the AGM, an overview on the Company's performance and major activities being carried out during the financial year under review is presented. Shareholders are encouraged to enquire or comment about the Company's financial performance and business operations in general. To ensure shareholders have sufficient time to go through the Annual Report, it is circulated at least twenty-eight (28) clear days before the date of the AGM. Shareholders are encouraged to vote on the proposed motions by appointing a proxy in the event they are unable to attend the meeting.

During the Twentieth (20<sup>th</sup>) AGM, the Board encouraged participation from shareholders by having a question and answer session during the AGM which the Directors (inclusive of the Chairman of the AC, NC and RC) are available to provide meaningful response to questions raised by the shareholders. All Directors will endeavour to attend the upcoming AGM, which shall provide shareholders opportunities to enquire the Directors in person on the Group's performance and operations.

Notice of the 21<sup>st</sup> AGM was circulated at least twenty-eight (28) days before the date of the meeting to enable shareholders to go through the Annual Report and papers supporting the resolutions proposed, which is in line with Section 316(2) of Companies Act 2016 and Rule 7.15 of AMLR of Bursa Securities. Notice of AGM was also circulated in a nationally circulated newspaper alongside an announcement on the website of Bursa Securities. This allows shareholders to have immediate access of the notice of AGM and make the necessary preparations for the AGM.

The CG Overview Statement was approved by the Board of Directors on 7 August 2025.

# AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

## COMPOSITION AND ATTENDANCE AT MEETINGS

The Audit and Risk Management Committee ("ARMC") comprises the following members:-

Director	Designation
<b>Mr. Kong Sin Seng</b> <i>(appointed as Chairman of ARMC on 11 October 2024)</i>	Chairman (Independent Non-Executive Director)
<b>Dato' Muraly Daran A/L M Narayana Menon</b> <i>(Redesignation as Member of ARMC on 11 October 2024)</i>	Member (Independent Non-Executive Director)
<b>Encik Mohd Khasan Bin Ahmad</b>	Member (Independent Non-Executive Director)
<b>Ms. Poh Zuan Yin</b>	Member (Independent Non-Executive Director)

Details of the Members of the ARMC are contained in the Profile of Directors as set out on pages 13 to 14 of this Annual Report.

A total of five (6) meetings were held during the financial year ended 31 March 2025. The attendance records of the members of the ARMC are as follows:-

Name of Directors	Number of Meetings Attended	%
<b>Mr. Kong Sin Seng</b> Chairman (Independent Non-Executive Director)	3/3	100
<b>Dato' Muraly Daran A/L M Narayana Menon</b> Member (Independent Non-Executive Director) <i>(Resigned on 1 August 2025)</i>	6/6	100
<b>Encik Mohd Khasan Bin Ahmad</b> Member (Independent Non-Executive Director)	6/6	100
<b>Ms. Poh Zuan Yin</b> Member (Independent Non-Executive Director)	6/6	100

The Company Secretary and/or her representatives were present at all the meetings. Upon invitation, representatives of the External Auditors and the Senior Management also attended specific meetings to facilitate direct communication and to provide clarifications on significant audit findings and issues and the operations of the Group.

The Chairman of the ARMC reported to the Board of Directors on matters deliberated during the ARMC meetings and minutes of ARMC meetings were circulated to all the members of the Board.

For the financial year under review, the ARMC met with the Internal Auditors and the External Auditors without the presence of the Executive Director and Management to discuss any issues or significant matters.

## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

### SUMMARY OF ACTIVITIES DURING THE FINANCIAL YEAR

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

- (a) Reviewed the Audit Planning Memorandum with the External Auditors;
- (b) Assessed the External Auditors' findings on audit and accounting matters arising from the audit of the Group's financial statements, as well as updates on changes in financial reporting requirements as at 31 March 2025;
- (c) Reviewed the External Auditors' report and the audited financial statements of the Group;
- (d) Reviewed the independence, objectivity and effectiveness of the External Auditors and the services provided, including non-audit services and corresponding fees;
- (e) Reviewed the adequacy of the scope, function, competency and resources of the internal audit functions;
- (f) Examined the findings of the Internal Auditors and Management's response;
- (g) Discussed the internal audit plan with the Internal Auditors, Governanceadvisory.com Sdn. Bhd.;
- (h) Reviewed the quarterly financial statements and the final audited financial statements before recommending to the Board of Directors ("Board") for consideration and approval prior to release to Bursa Malaysia Securities Berhad ("Bursa Securities") focusing particularly on:
  - any changes in or implementation of any accounting policies and practices;
  - significant adjustments and unusual events arising from the audit;
  - going concern assumptions; and
  - compliance with accounting standards and other legal requirements.
- (i) Reviewed the related party transactions entered into by the Company and the disclosure of such transaction in the Annual Report of the Company;
- (j) Conducted private session with the External Auditors in the absence of the Executive Director and Senior Management to ensure there were no restrictions and that the scope of their audit is in line with the Malaysian Code on Corporate Governance;
- (k) Ensure adequacy of the Group's Internal Control and Risk Management. ARMC continues to monitor and review the effectiveness of the system of Internal Control and Risk Management with the support of the Internal Auditors;
- (l) Reviewed the Corporate Governance Overview Statement, Corporate Governance Report, ARMC Report and Statement on Risk Management and Internal Control prior to submission to the Board for consideration and approval for inclusion in the Annual Report 2025;
- (m) Reported to the Board on significant issues and concerns discussed during the ARMC meetings together with applicable recommendations. Minutes of the ARMC meetings were tabled and noted by the Board; and
- (n) Reviewed the Management Discussion and Analysis for the financial year ended 31 March 2025.

### TERMS OF REFERENCE OF THE AUDIT AND RISK MANAGEMENT COMMITTEE

The Terms of Reference is available on the Company's website at [www.lychealth.com](http://www.lychealth.com) for further reference.

### TRAINING AND EDUCATION

During the financial year, the ARMC members attended individually or collectively seminar(s), conference(s) and/or training(s) to continuous upgrade their skills and to keep abreast with current developments to enhance their knowledge and enable them to discharge their duties more effectively.



## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

### INTERNAL AUDIT FUNCTION

The internal audit function of the Group has been outsourced to GovernanceAdvisory.com Sdn. Bhd., a professional services provider. The professional service provider is headed by Mr. Wong Tchen Cheg who reports to the ARMC. He is a member of Malaysian Institute of Accountants and CPA Australia. He is supported by a team of qualified and experienced internal audit professionals.

The Internal Auditors are required to conduct regular and systematic reviews on all operating units and submit independent reports to the ARMC. Amongst the assignments undertaken for the financial year under review are:

1. Property Management (Additional Coverage) – Standard Operating Policy and Procedure, Property Maintenance Budget, Execution of Property Management Activity, Property Management Payment.
2. Sales and Collection Management – Standard Operating Policy and Procedure, Sales Planning, Sales Order Processing, Collection.
3. Information Technology Management (Focus on Safeguarding System Data & Information) – Standard Operating Policies & Procedures, System Data Protection, System Backup and Recovery.

The principal roles of the internal audit include:-

- (a) assisting the Board in the review of the adequacy and effectiveness of the system of internal controls of the Group to enable the Board to prepare the Statement on Risk Management and Internal Control in the Annual Report;
- (b) allocating adequate resources, in accordance with the internal audit plan approved by the ARMC, to carry out internal audits on key operations of the Group so as to provide the Board with effective and efficient audit coverage; and
- (c) providing independent and objective reports on the state of internal controls of the various operating units within the Group to the ARMC so that remedial actions and continuous improvements can be taken in relation to any weaknesses noted in the systems and controls of the respective operating units.

Further information on the Internal Audit Function is disclosed in the Statement on Risk Management and Internal Control set out in page 44 to page 49 of this Annual Report.

The total fees incurred for the outsourcing of the internal audit function for the financial year ended 31 March 2025 was RM26,000.

The ARMC Report was approved by the Board of Directors on 7 August 2025.

## STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are required by the Companies Act 2016, to ensure that the financial statements prepared for each financial year have been made in accordance with applicable approved accounting standards and give a true and fair view of the state of affairs of the Group and of the Company at the end of the financial year and to the results and cash flows of the Group and of the Company for the financial year.

The Directors are responsible for ensuring that the Group and the Company maintain accounting records which disclose with reasonable accuracy in the financial position of the Group and of the Company, which enable them to ensure that the financial statements comply with the requirements of the Companies Act 2016 in Malaysia.

In preparing the financial statements, the Directors have considered the following:-

- that the Group and the Company have applied appropriate accounting policies consistently;
- that reasonable and prudent judgements and estimates were made;
- that all applicable approved accounting standards have been adhered to; and
- the appropriateness of preparing the financial statements of the Group and of the Company on going concern basis is dependent upon:-
  - (i) Formulation of a viable plan to regularise the financial conditions of the Group and of the Company ("Regularisation Plan") for submission to Bursa Securities and other relevant authorities for approval;
  - (ii) Approvals obtained from all related parties on the Regularisation Plan;
  - (iii) Timely and successful implementation of the Regularisation Plan; and
  - (iv) Ability of the Group and of the Company to achieve sustainable and viable operations to generate sufficient cash flows to enable them to meet their obligations as and when they fall due.

The Statement of Directors' Responsibilities was approved by the Board of Directors on 7 August 2025.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

**The Board of Directors (“Board”) of LYC Healthcare Berhad is pleased to present its Statement on Risk Management and Internal Control for the financial year ended 31 March 2025. This statement is made in accordance with Paragraph 15.26(b) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad; the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers; and the Malaysian Code on Corporate Governance 2021 (“MCCG”).**

## BOARD’S RESPONSIBILITY

The Board is responsible to ensure that Group risks are identified, measured and managed with an appropriate system of risk management and internal controls, and to ensure the effectiveness, adequacy and integrity of the risk management and internal control systems are reviewed on an ongoing basis.

In view of the limitations inherent in any system of risk management and internal control, the system is designed to manage, rather than eliminate, the risk of failure to achieve the Group’s business and corporate objectives. The system can therefore only provide reasonable, but not absolute assurance, against material misstatement or loss.

The Board has established proper key governance activities to ensure the process for reviewing and reporting on the adequacy and effectiveness of the system of risk management and internal controls are defined, appropriately documented and monitored on regular basis to ensure proper management of risks and measures are taken to mitigate any weaknesses in the control environment. The review of the adequacy and effectiveness of risk management and internal control processes is delegated by the Board to the Audit and Risk Management Committee (“ARMC”).

The ARMC evaluates and monitors the significant risks relevant to the Group and appraises and assesses the efficacy of controls implemented to mitigate those risks through a formalised monitoring and reporting process.

Internal control and risk-related matters which warranted the attention of the Board were recommended by the ARMC to the Board for its deliberation and approval. Any matters or decisions made within the ARMC’s purview were escalated to the Board for its notation.

These initiatives would ensure that the Group has in place a formalised ongoing process for identifying, evaluating, managing and monitoring the significant risks affecting the achievement of its business objectives.

## ENTERPRISE RISK MANAGEMENT (“ERM”) FRAMEWORK

LYC Healthcare Berhad recognises that commitment to risk management contributes to sound management practice and good corporate governance as it improves decision making and enhances outcomes and accountability. Management is committed to practice risk management practices across LYC.

The Board of Directors (the “Board”) is accountable to the shareholders of LYC for the development and implementation of a risk management framework specific to the organisation’s business and the organisational context. The design of this framework reflects the principles and the process outlined in the Enterprise-wide Risk Management (“ERM”) framework of the Committee of Sponsoring Organizations of the Treadway Commission (“COSO”), ISO 31000 Principles and Generic Guidelines on Risk Management.

Risk management is underpinned by the key principle that:

**“Risk management contributes to the creation of sustainable value.”**

## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

The consistent and systematic application of risk management is central to maximising shareholders' value, effectively leveraging the benefit of opportunities, managing uncertainty and minimising the impact of adverse events. Risk management forms an integral part of LYC's decision making and routine management and are incorporated within the strategic and operational planning processes of LYC.

Risk assessment is integrated into planning and all other activities of LYC. The risk information obtained is a fundamental consideration in measured risk taking and decision making.

An ongoing risk management communication strategy (depicted in the following diagram) will address how LYC will communicate and distribute risk management policies, procedures and key principles on an ongoing basis.



The ARMC reviews the Enterprise-Wide Risk Management Report ["ERM"] prepared by the Senior Management. The ERM provides update on risks that the Senior Management views as having a potential negative impact on the Group's performance. Mitigating actions, as well as key indicators measuring the extent of the risks, are included as part of the ERM. The ARMC provides feedback and input on the ERM and monitors the mitigating actions taken by the Management. The ARMC reviews the SORMIC and recommends it to the Board for approval.

Risk assessments are conducted on new ventures and activities, including projects, processes, systems and commercial activities to ensure that these are aligned with the LYC's objectives and goals. Any risks or opportunities arising from these assessments will be identified, analysed and reported to the appropriate management level. LYC will maintain a risk register containing strategic and operational risks of the business, including financial and compliance risks. LYC is committed to ensuring that all staff, particularly Senior Management are provided with adequate guidance on the principles of risk management and their responsibilities to implement risk management effectively.

LYC will review and monitor the implementation and effectiveness of the risk management process, including the development of an appropriate risk management culture across LYC. The Board via the ARMC is responsible for reviewing the effectiveness of risk management framework of LYC, based on information provided by the Senior Management.

### SIGNIFICANT OR MAIN PRINCIPAL RISK RELATING TO GROUP'S BUSINESS

The Group has identified the significant risks that have high potential of impact and likelihood to the overall Group's operation and at the same time maintains the risk management system and internal control to ensure that the corporate objectives and strategies are achieved within the acceptable risk appetite of the Group.

These risks are tabled by the Senior Management via a series of risk management process including risks identification, analysis, evaluation, treatment, and monitoring. Considerations were made on the macro environment to identify and assess the Group's exposures to risk and uncertainty. Existing mitigation controls are identified to evaluate the current risks level and consider improvements/management actions to further manage the risks.

## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

### SIGNIFICANT OR MAIN PRINCIPAL RISK RELATING TO GROUP'S BUSINESS (CONTINUED)

The significant risks relating to the Group's Business, among others, include:

Risk Profiles	Causes	Mitigation Controls
<b>Non-compliance to regulatory requirements</b>	<ul style="list-style-type: none"> <li>Changes in the rules and regulations</li> <li>Oversight / negligence by staff</li> <li>Ineffective training on knowledge / understanding of the operational procedures</li> <li>Inadequate monitoring in deciphering the statutory and regulatory requirements</li> <li>Non-compliance to policies and procedures</li> <li>Unfamiliar / insufficient knowledge of statutory laws and regulatory requirements</li> </ul>	<p><b>[Preventive]</b></p> <ul style="list-style-type: none"> <li>Establish SOPs.</li> <li>Conduct / attend training.</li> <li>Continuous engagement with regulatory authorities.</li> </ul> <p><b>[Detective]</b></p> <ul style="list-style-type: none"> <li>Regular internal audit review performed by Internal Auditors.</li> <li>Continuously update on regulatory changes through training, seminars and conferences.</li> <li>Strict Quality Control.</li> </ul> <p><b>[Corrective]</b></p> <ul style="list-style-type: none"> <li>Rectify breaches.</li> <li>Appeal and explain to authorities.</li> </ul>
<b>Unable to meet desired level of service</b>	<ul style="list-style-type: none"> <li>Staff lackadaisical attitude and discipline issue</li> <li>Inexperienced and lack of knowledgeable staff</li> <li>Lack of SOPs/policies and procedures</li> <li>Poor quality in sourcing food ingredients</li> <li>Poor quality of service from outsourced service providers (i.e., masseuse, doctors / consultants, cleaners, security)</li> </ul>	<p><b>[Preventive]</b></p> <ul style="list-style-type: none"> <li>Appointed confinement specialists and experienced registered nurses.</li> <li>Ongoing SOP training to the employees.</li> <li>On-the-job training and supervision.</li> <li>Conduct training (external training and internal trainings).</li> <li>Established SOPs.</li> <li>Formalise service level agreement with service providers.</li> </ul> <p><b>[Detective]</b></p> <ul style="list-style-type: none"> <li>Conduct weekly Sales and Operations meeting.</li> <li>Annual review of staff competencies and skills adequacy.</li> <li>Established SOPs.</li> <li>Customer feedback.</li> <li>Food quality control.</li> <li>Market intelligence.</li> </ul> <p><b>[Corrective]</b></p> <ul style="list-style-type: none"> <li>To respond to customers' complaints and take necessary action.</li> <li>Disciplinary action.</li> <li>Established SOPs.</li> </ul>



## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

### SIGNIFICANT OR MAIN PRINCIPAL RISK RELATING TO GROUP'S BUSINESS (CONTINUED)

The significant risks relating to the Group's Business, among others, include:

Risk Profiles	Causes	Mitigation Controls
<b>Litigation Risk</b>	<ul style="list-style-type: none"> <li>• Non-compliance / breach of obligations with stakeholders (i.e, contractors, consultants, suppliers, customers, etc.)</li> <li>• Unaware of legal implications on actions / inactions taken by the company</li> <li>• Possible breach of conditions in contracts</li> <li>• Negligence / fraud of employees</li> </ul>	<p><b>[Preventive]</b></p> <ul style="list-style-type: none"> <li>• Non-standard legal documentation to be vetted by legal advisors prior to signing.</li> <li>• Keep track on the expiry of Contracts and Agreements.</li> <li>• Established practice to refer legal matters and/or legal documents to company external solicitors.</li> </ul> <p><b>[Corrective]</b></p> <ul style="list-style-type: none"> <li>• Out of court settlement.</li> <li>• Resolve issues through arbitration, negotiation and •compensation with customers, suppliers, contractors, etc.</li> <li>• Seeking experienced and competent solicitors to represent the company upon dispute.</li> </ul>
<b>Safety, health and environmental risk</b>	<ul style="list-style-type: none"> <li>• Lack of / ineffective training</li> <li>• Employee negligence</li> <li>• Poor housekeeping</li> <li>• Non-compliance to policies and procedures</li> <li>• Hazardous events (e.g., fire, accidents, theft / intruders etc.)</li> <li>• Wear and tear, ageing of equipment</li> <li>• Improper handling of healthcare product disposal</li> <li>• Epidemic / Pandemic</li> </ul>	<p><b>[Preventive]</b></p> <ul style="list-style-type: none"> <li>• Proper food receiving, storing, cooking, preparing, and serving.</li> <li>• Established SOPs.</li> <li>• Strict security control.</li> </ul> <p><b>[Corrective]</b></p> <ul style="list-style-type: none"> <li>• Disciplinary action.</li> <li>• Various insurance policies.</li> <li>• Fire fighting equipment.</li> </ul>
<b>Competition Risk</b>	<ul style="list-style-type: none"> <li>• Competition with new entrants or smaller industry players with leaner cost structures to tap certain segments of existing market share</li> <li>• Potential expansion of existing healthcare providers to increase market share</li> <li>• Intensified competition with existing market players</li> </ul>	<p><b>[Detective]</b></p> <ul style="list-style-type: none"> <li>• Market intelligence.</li> <li>• Study of customers' behaviour and demands.</li> </ul> <p><b>[Corrective]</b></p> <ul style="list-style-type: none"> <li>• To expand business model by entering strategic business alliances with local/foreign partners.</li> <li>• Advertising and promotion with bundles and packages.</li> <li>• Cross-selling between healthcare services.</li> </ul>

## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

Risk Profiles	Causes	Mitigation Controls
<b>Liquidity Risk</b>	<ul style="list-style-type: none"> <li>• Inadequate cashflow planning</li> <li>• Inability to achieve targeted revenue</li> <li>• High asset acquisition</li> <li>• Prolonged financial losses</li> <li>• Cost overruns</li> <li>• High Accounts Receivables</li> </ul>	<p><b>[Preventive]</b></p> <ul style="list-style-type: none"> <li>• Working Capital Management.</li> <li>• Established credit policies</li> <li>• Timely billing.</li> </ul> <p><b>[Detective]</b></p> <ul style="list-style-type: none"> <li>• Cost variance analysis.</li> <li>• Cash flow forecast.</li> <li>• Monitor unutilized bank facilities.</li> <li>• Weekly detail analysis of actual fund utilization for better cash flow planning.</li> </ul> <p><b>[Corrective]</b></p> <ul style="list-style-type: none"> <li>• Inter-company advances.</li> <li>• Equity funding.</li> </ul>
<b>Funding Risk</b>	<ul style="list-style-type: none"> <li>• Financial institutions / shareholders have adverse appetite for certain types of development, location, credit worthiness / rating.</li> <li>• Interest rate risk</li> <li>• Inaccurate assessment of funding requirements</li> </ul>	<p><b>[Preventive]</b></p> <ul style="list-style-type: none"> <li>• Joint venture with local / foreign partners.</li> <li>• Securing financing lines.</li> </ul> <p><b>[Detective]</b></p> <ul style="list-style-type: none"> <li>• Weekly detail analysis of actual fund utilization for better cash flow planning.</li> </ul> <p><b>[Corrective]</b></p> <ul style="list-style-type: none"> <li>• Equity funding.</li> </ul>

In today's environment of change and uncertainty, risk management is a critical success factor for achieving LYC's strategic and operational goals. Embedding risk management into existing processes is a key to making informed decisions and proactively planning for possible future events stemming from internal as well as external sources.

The implementation of an effective ERM process is a strategic initiative that has the full support of LYC's Board and Senior Management.

### INTERNAL AUDIT FUNCTION

The Group's internal audit function is outsourced to a professional service firm to assist the ARMC in providing an independent assessment on the adequacy and effectiveness of the Group's internal control system. The outsourced internal auditors conduct their works by referring to a recognised framework, the International Professional Practices Framework ("IPPF") issued by the Institute of Internal Auditors.

During the financial year ended 31 March 2025, internal audits were carried out in accordance to the internal audit plan that has been reviewed and approved by the ARMC. The business processes reviewed were Property Management, Sales and Collection Management and Information Technology Management. The internal audit review reports that were tabled to the ARMC for their deliberation on a semi-annually basis include management response and corrective actions taken or to be taken in relation to the specific findings and recommendations. The management as a whole is responsible for ensuring that the necessary corrective actions on reported weaknesses are promptly taken. The ARMC presents its findings to the Board. Further details of the activities of the internal audit function are provided in the ARMC Report.

The associated company has not been dealt with as part of the Group for the purpose of this Statement. The Group's system of internal controls does not apply to associated company where the Group does not have any direct control over its operation. However, the Group's interest is served through representation on the boards of the associated company and the Board meets to discuss and review the financial performance of this company when necessary.

## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

### OTHER KEY ELEMENTS OF INTERNAL CONTROL

The key elements of the Group's internal control system are described below:

- **Limits of authority and responsibility**  
Clearly defined and documented lines and limits of authority, responsibility and accountability have been established through the relevant charters/terms of reference, organisational structures and appropriate authority limits;
- **Written policies and procedures**  
Clearly defined internal policies and procedures as set out in the Group's Standard Operating Procedures Manual are updated, as and when required, to reflect changing risks or to address operational deficiencies;
- **Planning, monitoring and reporting**  
The ARMC reviews the Group's quarterly financial performance, together with Management, which is subsequently reported to the Board; and
- **Related Party Transactions**  
Related party transactions (if any) are disclosed, reviewed, and monitored by the ARMC and Board on a quarterly basis.

### REVIEW BY THE EXTERNAL AUDITORS

The External Auditors have conducted a limited assurance engagement on this Statement for inclusion in the Annual Report of the Group for the financial year ended 31 March 2025 pursuant to the scope set out in Audit and Assurance Practice Guide 3 ("AAPG 3") issued by Malaysian Institute of Accountants ("MIA") and have reported to the Board that nothing has come to their attention that causes them to believe that this Statement intended to be included in the Annual Report is not prepared, in all material respects, in accordance with the disclosures required by paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers to be set out, nor is the statement factually inaccurate.

AAPG 3 does not require the external auditors to:

- (i) consider whether the Statement on Risk Management and Internal Control covers all risks and controls;
- (ii) form an opinion on the adequacy and effectiveness of the Company's risk management and internal controls system including the assessment and opinion by the Board and Management thereon; and
- (iii) consider whether the processes described to deal with material internal control aspects of any significant problems will in fact, remedy the problems.

### CONCLUSION

Based on reviews of the adequacy and effectiveness of the operation of the internal control and risk management frameworks and information and together with the written assurance provided to the Board by the management, the Board is of the view that the risk management and internal control systems are satisfactory and have not resulted in any material losses, contingencies or uncertainties that would require disclosure in the Group's Annual Report. The Board continues to take pertinent measures to sustain and, where required, to improve the Group's risk management and internal control systems in meeting the Group's strategic objectives.

This Statement on Risk Management and Internal Control was approved by the Board of Directors on 7 August 2025.

# SUSTAINABILITY STATEMENT

## ABOUT THIS REPORT (GRI 2-3)

This Sustainability Statement outlines LYC Healthcare Berhad's ("the Group") Environmental, Social, and Governance (ESG) performance for the financial year ended 31 March 2025 (FY2025). It provides an overview of the Group's sustainability performance for the period from 1 April 2024 to 31 March 2025, unless stated otherwise. This Statement reflects our ongoing commitment to transparency and accountability in addressing sustainability-related matters relevant to our business and stakeholders.

## ABOUT LYC HEALTHCARE BERHAD

Listed on the ACE Market of Bursa Malaysia and operating under "LYC Healthcare" brand, the Group has diversified its operations into specialised divisions, providing high quality services such as confinement care, family clinic, childcare and aesthetic service.

Established in May 2018, LYC Mother & Child Centre in TTDI is the flagship confinement centre for our Group Healthcare Division and has since expanded to Puchong and Bukit Jalil in the following years and has further expanded its wings to Johor in 2021. We currently have a combined room capacity of 170 rooms, making us the largest confinement centre in Malaysia.

Through T&T Medical Group Pte. Ltd. ("T&T"), HC Orthopaedic Surgery Pte. Ltd. ("HCOS") and Aqurate Ingredients Intl (M) Sdn. Bhd. ("AQ"), LYC enhances its capability as a healthcare provider to provide wider range of services, including but not limited to, postpartum care, cosmetic & aesthetic, general medical and specialised medical services. Further, the T&T and HCOS acquisitions marks LYC Group's foray into the Singapore healthcare sector, which is generally renowned as one of the leading healthcare service hub in the Asia Pacific region.

In view of continuous pipeline for long term future growth, the Group will continue to actively pursue its domestic development and expansion plan in overseas. LYC is also exploring opportunities in relevant and synergistic new healthcare related projects.

## SCOPE AND BASIS OF SCOPE (GRI 2-2)

This Statement covers the confinement operations of LYC Healthcare Berhad, including LYC Beauty Care Sdn. Bhd., LYC Mother & Child Centre Sdn. Bhd. and its subsidiaries, namely LYC Mother & Child (SG) Sdn. Bhd and LYC Mother & Child (Singapore) Pte. Ltd. Other business segments will be included in a phased manner as our sustainability reporting framework continues to mature.

## REPORTING FRAMEWORKS AND STANDARDS

This Statement has been developed according to Bursa Malaysia's Listing Requirements, with reference to Bursa Malaysia's Sustainability Reporting Guide (3<sup>rd</sup> Edition). It has also been developed in reference to the Global Reporting Initiative (GRI) Standards 2021.

## ASSURANCE STATEMENT

This Statement has not been externally assured at this stage. However, internal verification processes have been conducted to ensure the accuracy and completeness of the information disclosed.

# SUSTAINABILITY STATEMENT

## SUSTAINABILITY GOVERNANCE (GRI 2-9, GRI 2-12, GRI 2-14)

At LYC Healthcare, sustainability is integrated into our corporate governance framework, ensuring that Environmental, Social, and Governance (ESG) considerations are embedded into business decision-making and operational practices. Our governance structure supports effective oversight, implementation, and accountability of sustainability strategies across the Group.

The Board of Directors holds ultimate responsibility for the Group's sustainability direction and performance. It provides strategic oversight and ensures that ESG risks and opportunities are considered in line with the Group's long-term goals. The Board reviews sustainability-related matters as part of its regular agenda, including updates on material sustainability issues and key ESG performance indicators.

The execution of sustainability strategies is led by senior management, who are responsible for implementing ESG initiatives across their respective business units. The Group's sustainability efforts are coordinated by a dedicated ESG working group, which comprises representatives from key functions and subsidiaries.

The ESG Working Group plays a central role in embedding sustainability across the Group. Its key responsibilities include: Collecting and validating ESG data and disclosures, Supporting stakeholder engagement on material issues, and Reporting progress and findings to senior management and the Board.



## STAKEHOLDER ENGAGEMENT (GRI 2-29)

At LYC Healthcare, we recognise that strong relationships with our stakeholders are essential to sustaining long-term value creation. We are committed to engaging stakeholders in a transparent and inclusive manner to understand their concerns, manage expectations, and incorporate their feedback into our business and sustainability strategies.

We identify stakeholders based on their level of influence and impact on our operations, and vice versa. Our stakeholder engagement process is guided by regular interactions through formal and informal channels, allowing us to stay responsive to emerging ESG risks and opportunities.

The table below outlines our key stakeholder groups, their areas of interest, and the engagement channels we use: announcements, financial results, etc. The stakeholder engagement table highlighting the key stakeholders is presented below:

Stakeholder Group	Key Areas of Interest	Engagement Methods	Frequency
<b>Shareholders and Investors</b>	Corporate governance, financial performance, business transparency	Annual General Meeting, Annual Report, media conferences, Bursa Malaysia announcements	Annual / As needed
<b>Patients and Customers</b>	Quality service, compliance with health standards, patient satisfaction	Quality control and assurance processes, regular meetings and visits, websites, ongoing communication	Ongoing

## SUSTAINABILITY STATEMENT

Stakeholder Group	Key Areas of Interest	Engagement Methods	Frequency
<b>Employees</b>	Safe and conducive working environment, performance recognition, career growth, welfare and insurance benefits	Regular meetings, on-the-job training, SOPs, annual performance appraisals, company events	Ongoing / Annual
<b>Suppliers</b>	Product quality, fair payment terms, reasonable pricing, business continuity	Regular meetings, purchase orders and quotations, ongoing communication	Periodic
<b>Regulators and Government Authorities</b>	Regulatory compliance, licensing, audits, environmental and safety standards	Compliance with Bursa listing requirements, newsletters, updates on acts and regulations, licensing and permits, discussions and email correspondence	As required
<b>Local Communities</b>	Social responsibility, job creation, community support	Participation in local projects and initiatives, corporate social responsibility programmes	As scheduled

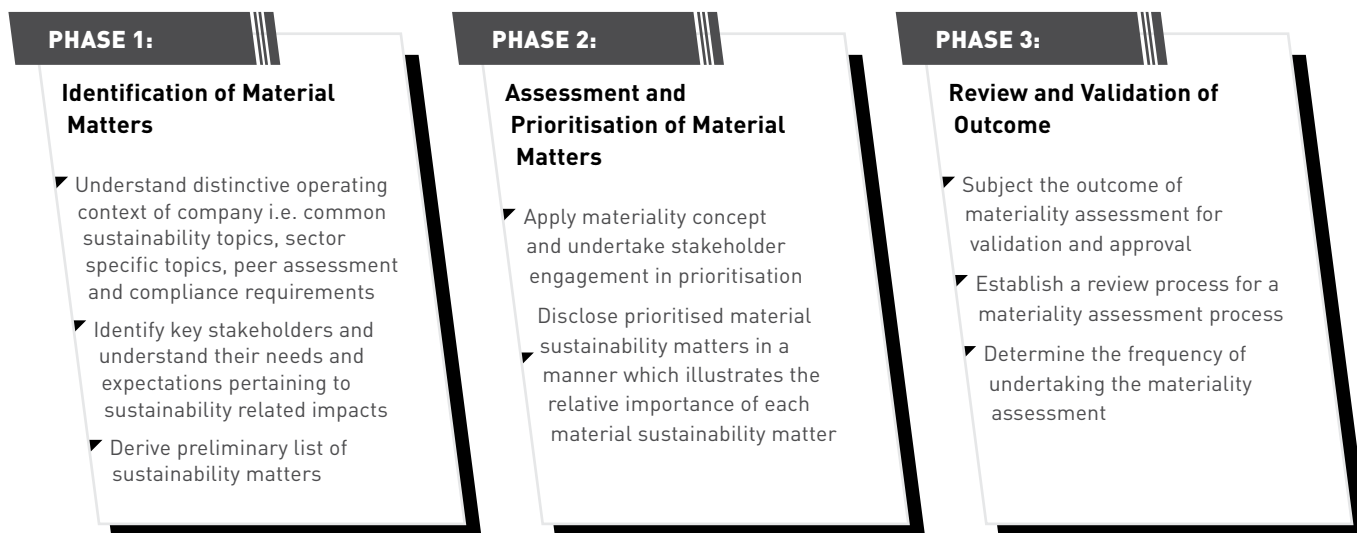
### MATERIALITY ASSESSMENT (GRI 3-1)

In FY2025, LYC Healthcare conducted its inaugural materiality assessment to identify and prioritise the Environmental, Social, and Governance (ESG) topics most relevant to our business and stakeholders. This forms a critical foundation for our sustainability strategy and disclosures, ensuring we focus on areas that have the greatest impact on our operations and are of highest concern to our stakeholders.

The materiality assessment was guided by the Global Reporting Initiative (GRI) Standards 2021 and aligned with Bursa Malaysia's Sustainability Reporting Guide. It adopted a structured approach involving both internal and external stakeholders:

- Internal stakeholders included heads of key functions and subsidiaries, who provided insights into business risks, opportunities, and operational priorities.
- External stakeholders included independent sustainability consultants who offered an external perspective on sector-specific ESG trends, stakeholder expectations, and reporting best practices.

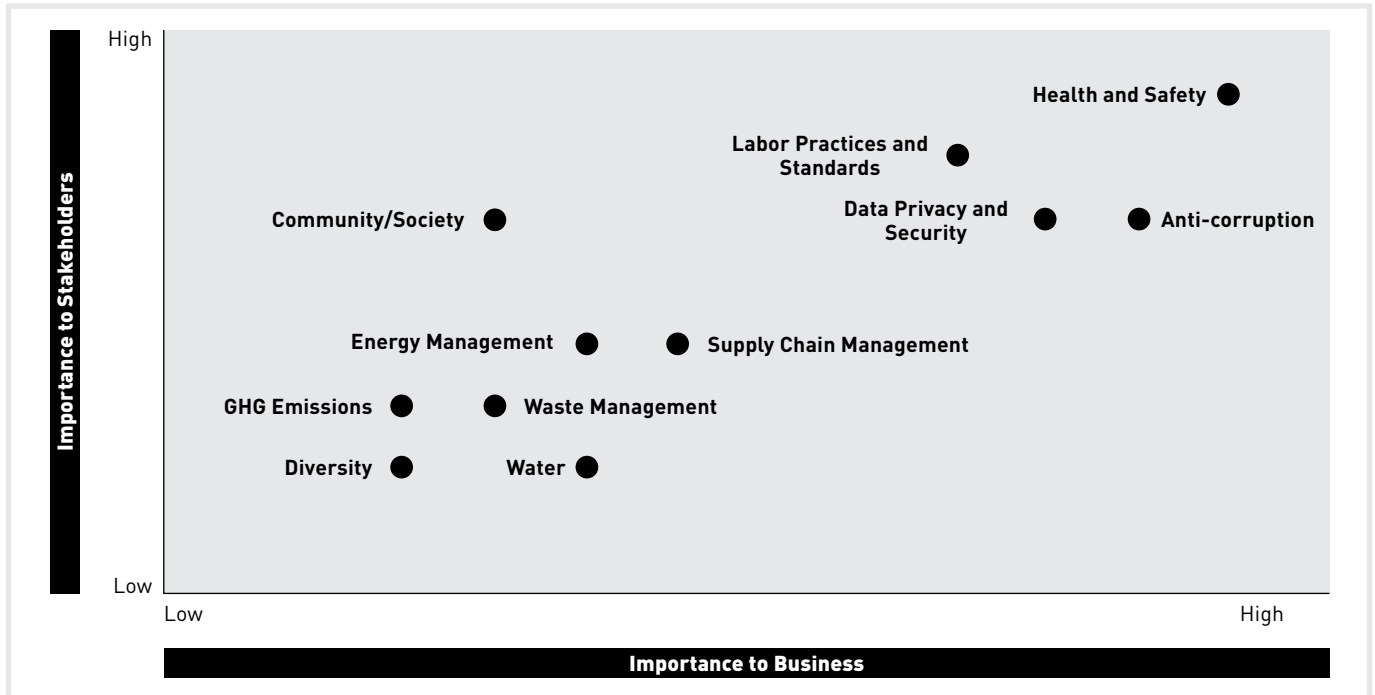
We acknowledge that our material matters can have direct or indirect impacts on our capacity to generate lasting value for our stakeholders. The step-by-step methodology of our Materiality Assessment is illustrated below:





# SUSTAINABILITY STATEMENT

## MATERIALITY MATRIX (GRI 3-2)



MATERIAL TOPICS		
SOCIAL	GOVERNANCE	ENVIRONMENT
Health & Safety	Anti-corruption	Energy Management
Labour Practices and Standards	Data Privacy and Security	Water
Community / Society	Supply Chain Management	Waste Management
Diversity		GHG Emissions

## MATERIAL TOPICS

### SOCIAL

#### Health and Safety (GRI 403-1, 403-2, 403-5, 403-9, 416-1, 416-2)

At LYC Healthcare, the safety and wellbeing of our employees, patients, and visitors is a top priority. Our commitment to health and safety is embedded across all our confinement centres. Our comprehensive approach to health and safety covers both occupational health and safety (OHS) for our employees and customer health and safety, ensuring a hygienic, secure, and risk-managed environment across our confinement centres.

#### Occupational Health and Safety

We have implemented strict occupational Health and Safety ("OHS") protocols across our confinement operations, particularly in response to the heightened risks posed by infectious diseases. Our initiatives include:

- Wearing full Personal Protective Equipment ("PPE") and changing footwear before entering restricted areas
- Regular sanitation and disinfection of all premises, including customers' rooms
- Periodic COVID-19 testing for both staff and customers

## SUSTAINABILITY STATEMENT

These practices are integral to our efforts to prevent workplace hazards and maintain a clean, controlled environment for postnatal care.

To cultivate a safety-first culture, we provide regular health and safety training to our employees. In FY2025, a total of 18 employees underwent formal training related to occupational health and safety.

	FY2025
Number of employees trained on health and safety	18

All workplace incidents are documented through our internal Incident Report system, which is reviewed by the respective Heads of Department (HOD) to identify root causes and preventive actions. This ensures timely corrective measures and continuous improvement of safety practices.

Performance	FY2025
Number of fatalities	0
Number of Lost time incidents	0
Lost time incident rate <sup>1</sup>	0

Our zero-incident performance in FY2025 reflects the effectiveness of our safety protocols and the awareness of our staff in upholding high standards of workplace safety.

In compliance with national fire safety regulations, we coordinate with the Building Management to participate in fire drills and inspections led by the Fire and Rescue Department of Malaysia ("BOMBA"). All inspections and drill schedules are communicated to us via the Building Management.

### Customer Health and Safety

In addition to employee safety, LYC Healthcare is committed to protecting the health and safety of our customers—new mothers and their infants—by providing a clean, controlled, and responsive care environment. Our confinement centres operate under strict hygiene and infection control standards.

At present, no formal assessment has been conducted on the health and safety impacts of our products and services, but we recognise its importance and aim to initiate such assessments in future reporting periods. We plan to improve our internal systems to begin collecting and analysing customer health and safety related data moving forward, as part of our broader service quality enhancement efforts.

<sup>1</sup> Lost time incident rate = (No. of lost time incidents / Total number of hours worked) \* 200,000

## SUSTAINABILITY STATEMENT

### Labour Practices and Standards (GRI 2-7, 401-1, 401-2, 404-1, 406-1)

LYC Healthcare is committed to upholding responsible labour practices in line with all applicable employment laws and human rights principles. We comply with the Employment Act 1955 (Malaysia) as well as statutory requirements such as the Employees Provident Fund ("EPF"), Social Security Organisation ("SOCSO"), Employment Insurance Scheme ("EIS"), and Monthly Tax Deduction (PCB). In support of fair wages, we conduct online salary benchmarking to ensure alignment with prevailing market rates and maintain internal equity. We also adhere to the latest national minimum wage.

Our commitment to fairness and dignity in the workplace extends to safeguarding human rights across our operations. In FY2025, we recorded zero substantiated complaints concerning human rights violations, reflecting our ongoing efforts to uphold a respectful and equitable work environment.

	FY2025
Number of substantiated complaints concerning human rights violations	0

Workforce retention remains an important focus area. In FY2025, 16% of our employees were contract or temporary staff. We monitor turnover across all employee categories to identify trends and areas for intervention.

	FY2025
Percentage of employees that are contractors or temporary staff	16%

Total number of employee turnover by employee category	FY2025
Executive Director	0
Management	1
Manager	26
Executive	129
Non-executive/Technical Staff	2
<b>Overall turnover</b>	<b>158</b>

To strengthen employee engagement and reduce turnover, we offer a comprehensive suite of benefits that go beyond statutory requirements. These include group insurance, medical outpatient coverage, compassionate and marriage leave, as well as dental and optical subsidies. These initiatives are designed to support employee wellbeing and create a positive work culture.

We also recognise the importance of continuous learning and career development in driving employee satisfaction and retention. In FY2025, we delivered a total of 35 hours of training, targeted primarily at managerial and executive-level staff. As we move forward, we aim to broaden training opportunities across all employee levels, including technical and non-executive staff.

Total Hours of training by employee category (hours)	FY2025
Executive Director	0
Management	7
Manager	14
Executive	14
Non-executive/Technical Staff	0
<b>Overall hours</b>	<b>35</b>

Through these ongoing efforts in fair employment, employee support, and skills development, LYC Healthcare strives to foster a workplace that attracts, retains, and nurtures talent in a competitive healthcare landscape.

## SUSTAINABILITY STATEMENT

### Community & Society (GRI 203-1, 413-1)

At LYC Healthcare, we recognise the vital role we can play in supporting the wellbeing of the communities in which we operate, particularly in the area of maternal and child health. While there were no formal community investment programmes, partnerships, or outreach initiatives conducted during FY2025, we acknowledge the importance of contributing meaningfully to society as part of our broader sustainability commitment.

Looking ahead, we aim to explore opportunities to engage with local stakeholders and healthcare-related organisations to develop impactful initiatives that can benefit new mothers, children, and underserved groups. These efforts will be shaped by a clearer community engagement strategy and informed by materiality, relevance to our operations, and stakeholder expectations.

Performance	FY2025
Total amount invested where the target beneficiaries are external (MYR)	0
Total number of beneficiaries of the investment in communities	0

### Diversity (GRI 405-1)

LYC Healthcare is committed to fostering a diverse and inclusive workplace, as outlined in our Diversity Policy. This policy underscores our dedication to promoting diversity across all levels of the organisation, including the Board and workforce, by embracing differences in age, gender, ethnicity, nationality, and other attributes. We believe that such diversity enhances decision-making, drives innovation, and reflects the diverse communities we serve.

As of FY2025, women make up the majority of our workforce, representing 107 out of 149 employees (72%), with female employees holding significant roles across all employee categories. Notably, women occupy 100% of management positions and hold 17 out of 23 manager roles, demonstrating our ongoing commitment to gender inclusion in decision-making functions. In the executive and non-executive categories, women comprise the larger share as well — a reflection of the Group's supportive policies for female participation in the workforce, particularly in the healthcare and maternal care sector.

Employees by gender and employee category		FY2025
Executive Director	Male	1
	Female	1
Management	Male	0
	Female	2
Manager	Male	6
	Female	17
Executive	Male	35
	Female	82
Non-executive	Male	0
	Female	5
Overall	Male	42
	Female	107

## SUSTAINABILITY STATEMENT

From an age diversity perspective, our workforce is relatively balanced across generations. Employees aged under 30 make up 46 employees (31%), those between 30–50 comprise 59 employees (40%), and 44 employees (29%) are aged above 50. This multigenerational workforce brings a blend of fresh perspectives and seasoned experience, which is crucial for service excellence, patient care, and internal mentoring.

Employees by gender and employee category		FY2025
Executive Director	Under 30	0
	Between 30-50	1
	Above 50	1
Management	Under 30	1
	Between 30-50	0
	Above 50	1
Manager	Under 30	0
	Between 30-50	12
	Above 50	11
Executive	Under 30	42
	Between 30-50	44
	Above 50	31
Non-executive	Under 30	3
	Between 30-50	2
	Above 50	0
Overall	Under 30	46
	Between 30-50	59
	Above 50	44

We continue to uphold equal opportunity principles in our hiring and promotion practices, ensuring that diversity is embedded into all aspects of our people management approach. Our Diversity Policy serves as a guiding framework to maintain and enhance this commitment, fostering an inclusive environment where all employees can thrive.

Board of Directors by gender	FY2025
Male	5
Female	1

Board of Directors by age group	FY2025
Under 30	0
Between 30-50	1
Above 50	5

## SUSTAINABILITY STATEMENT

### GOVERNANCE

#### Anti-Corruption (GRI 205-1, 205-2, 205-3)

At LYC Healthcare, we are firmly committed to operating with integrity and upholding the highest standards of ethical conduct. Our stance against bribery and corruption is formalised in the Anti-Bribery and Anti-Corruption Policy, which applies to all employees and business partners. This policy outlines clear prohibitions against offering, soliciting, or accepting bribes, and is designed to align with applicable legal requirements and best practices in corporate governance.

All new employees are required to read, acknowledge, and sign the Anti-Bribery and Anti-Corruption Policy upon joining the company. This document is included in their onboarding package alongside the offer letter and must be initialled on each page to ensure thorough review. Through this approach, we aim to cultivate a culture of integrity from the outset of employment. While the policy is currently used for internal purposes, its principles extend to all aspects of our operations and interactions with third parties.

Percentage of employees who have received training on anti-corruption by employee category	FY2025
Overall	100%
Executive Director	100%
Management	100%
Manager	100%
Executive	100%
Non-executive	100%

In FY2025, we recorded zero confirmed incidents of corruption across our operations, and no areas were assessed to be exposed to significant corruption-related risks. Nonetheless, we remain vigilant and committed to strengthening our internal controls and monitoring mechanisms to uphold ethical conduct as a non-negotiable standard across the organisation.

	FY2025
Percentage of operations assessed for corruption-related risks	0
Confirmed incidents of corruption and action taken	0

#### Data Privacy and Security (GRI 418-1)

As a healthcare service provider, LYC Healthcare manages a significant volume of sensitive patient and employee data. We recognise the critical importance of protecting personal health information and are committed to upholding the highest standards of data privacy, confidentiality, and security.

In line with the Personal Data Protection Act ("PDPA"), LYC Healthcare adheres to strict internal protocols that govern the collection, use, storage, and disposal of personal data. We only collect data that is necessary for service delivery and operational needs, and we do not retain data longer than required.

Patient and employee data is managed through a secure Customer Management System ("CMS"). This system is password-protected and accessible only to authorised personnel. It is designed to ensure restricted access and traceability, maintaining confidentiality, and compliant with both internal policies and regulatory requirements.

These measures form the backbone of our data governance structure, safeguarding the trust of patients and employees alike.

Performance	FY2025
Number of substantiated complaints concerning breaches of customer privacy	0

This outcome reflects our ongoing commitment to maintaining secure and trusted systems that support patient care and operational excellence.



## SUSTAINABILITY STATEMENT

### Supply Chain Management (GRI 204-1)

LYC Healthcare recognises the importance of a reliable and ethical supply chain in delivering high-quality healthcare services to our customers. Our suppliers play a critical role in ensuring the smooth operation of our confinement centres and clinics, and we strive to work with partners who align with our operational standards and values.

To ensure basic quality and integrity, all suppliers are evaluated through a standardised Supplier Evaluation Form. This form assesses the quality and reliability of their products and services, as well as the authenticity of the business and the goods provided. While the current process serves as a baseline control for vendor onboarding and performance, it is not yet extended to cover formal ethical, environmental, or labour-related criteria.

In FY2025, 94.5% of our procurement spending was directed to local suppliers, highlighting our commitment to supporting the domestic economy and maintaining efficient logistics.

Performance	FY2025
Proportion of spending on local suppliers	94.5%

As we continue strengthening our supply chain practices, LYC Healthcare recognises the opportunity to enhance due diligence by incorporating more robust sustainability-related assessments in future supplier evaluations.

### ENVIRONMENTAL

### Energy Management (GRI 302-1, 302-4)

Energy use is a critical aspect of LYC Healthcare's operational footprint, particularly in our confinement centres and clinics where continuous, comfortable, and hygienic environments are essential for maternal and infant care. In FY2025, our primary source of energy remained electricity supplied by the national utility provider, Tenaga Nasional Berhad (TNB). In addition to electricity, other fuels such as diesel, petrol, and liquified petroleum gas (LPG) were used to support auxiliary operations, including transportation and cooking.

While we have not yet adopted renewable energy sources, energy efficiency remains a key operational priority. Several energy-saving initiatives have been implemented across our premises to curb unnecessary consumption. These include:

- Installation of energy-efficient LED lighting,
- Use of inverter air-conditioning systems that automatically adjust cooling power based on room conditions, and
- Deployment of motion sensors and lighting timers in areas with low occupancy, such as storage rooms and corridors.

These ongoing measures aim to improve energy efficiency without compromising the comfort or safety of our customers and staff.

In FY2025, LYC Healthcare recorded the following energy consumption figures:

Energy Consumption	FY2025
Electricity (KWh)	2,874,353
Diesel (Litre)	2,350
Petrol (Litre)	3,954
Cooking Gas/ Liquified Petroleum Gas (MJ)	2,003,815
Total Energy Consumption (GJ) <sup>2</sup>	12,574

As we continue to monitor and manage our energy consumption, future plans include exploring the feasibility of incorporating renewable energy sources and more robust building energy management systems to further reduce our environmental impact.

<sup>2</sup> The conversion factors for 2023 are based on the methodology provided by US Energy Information Administration, eia.gov. and Third assessment report of IPCC on Climate Change

## SUSTAINABILITY STATEMENT

### Water (GRI 303-1, 303-5)

Water plays a vital role in maintaining hygiene and patient comfort across LYC Healthcare's confinement centres. Recognising its importance as a shared and finite resource, we have taken steps to promote water conservation through low-cost, awareness-driven efforts. Informative signage is displayed in rooms and restrooms to remind staff and customers to use water responsibly. Additionally, laundry schedules for linens are optimised on a weekly basis, balancing hygiene requirements with the need to reduce unnecessary water usage.

Performance	FY2025
Water Consumption (m <sup>3</sup> )	39,158

As we continue to monitor and manage our energy consumption, future plans include exploring the feasibility of incorporating renewable energy sources and more robust building energy management systems to further reduce our environmental impact.

### Waste Management (GRI 306-1, 306-2, 306-3, 306-4, 306-5)

Effective waste management is central to LYC Healthcare's commitment to providing a safe and sustainable environment for our patients, employees, and the wider community. We follow established practices to ensure that both general and medical waste are properly segregated, stored, and disposed of in compliance with the Environmental Quality (Scheduled Wastes) Regulations 2005.

Medical waste, which includes items such as used test kits and sharps, is segregated at the source and stored in dedicated, clearly marked containers. This waste stream is collected separately and managed by licensed private contractors, who ensure compliant handling, transportation, and disposal in accordance with healthcare waste regulations.

Other general waste, including non-medical refuse generated by patients and staff, is disposed of through the building's contracted garbage disposal services. These waste streams are not handled separately and are combined for common disposal, subject to routine removal schedules across our centres.

Internally, employees are trained to segregate waste into labelled disposal bins, supporting a culture of responsibility and hygiene.

In our flagship confinement centre, we have implemented green building features, including recycling bins clearly labelled for paper, cans, and plastics. Other centres also practise recycling wherever feasible, particularly for high-volume items such as paper and cardboard.

Hazardous waste handling is not applicable to our operations, as LYC Healthcare does not generate significant quantities of such waste.

Performance	FY2025
Total Waste Generated (Metric Tonnes)	74.25
Medical Waste, include test kits (Metric Tonnes)	0.33
Other Waste, excluding medical waste (Metric Tonnes)	73.92
Waste directed to disposal (Metric Tonnes)	74.23
Waste diverted from disposal (Metric Tonnes)	0

## SUSTAINABILITY STATEMENT

### Greenhouse Gas Emissions (GRI 305-1, 305-2)

LYC Healthcare recognises the importance of managing and mitigating greenhouse gas ("GHG") emissions as part of our commitment to environmental responsibility. We monitor and report our emissions across Scope 1 and Scope 2 categories to assess our carbon footprint and guide future reduction strategies.

In FY2025, the majority of LYC Healthcare's emissions were attributed to electricity consumption, which constitutes our Scope 2 emissions. This includes electricity supplied by the national utility provider ("TNB") to power our confinement centres and operational facilities. Our total Scope 2 emissions for the year amounted to approximately 897.11 tonnes of CO<sub>2</sub> equivalent (tCO<sub>2</sub>e).

Our Scope 1 emissions, arising from direct energy sources such as diesel, petrol, and liquified petroleum gas ("LPG") used in our operations and cooking processes, accounted for a total of approximately 133.77 tCO<sub>2</sub>e. LPG, commonly used in our centres for cooking, was the largest contributor within this category.

GHG Emissions	FY2025
Scope 1 emissions (tCO <sub>2</sub> e) <sup>3</sup>	133.77
Scope 2 emissions (tCO <sub>2</sub> e) <sup>4</sup>	1593.73
Total emissions (Scope 1 + Scope 2)	1727.51

Together, the combined total GHG emissions for FY2025 were approximately 1030.88 tCO<sub>2</sub>e. Moving forward, we are exploring opportunities to enhance energy efficiency and reduce emissions through the adoption of greener technologies and behavioural changes across our operations.

### MOVE FORWARD

We acknowledge the challenges of global warming and diverse environmental concerns, along with the international commitment to address climate change by striving to restrict the rise in the global average temperature to under 2 degrees Celsius from pre-industrial levels. Recognising our company's substantial responsibility, our Board of Directors pledges to integrate climate change strategies into our overall business plans when suitable. We will set specific objectives to diminish our carbon footprint, align our value creation with a low-carbon economy, and adhere to national environmental policy guidelines.

<sup>3</sup> Emission factors are sourced from World Resource Institute (2015). GHG Protocol tool for stationary combustion. Version 4.1 & IPCC Special Report on Carbon dioxide Capture and Storage

<sup>4</sup> Malaysia grid emission factor sourced from 2021 Peninsular Grid Emission Factor by Energy Commission.

# ADDITIONAL COMPLIANCE INFORMATION

## I. PRIVATE PLACEMENTS

### A. 30% of the Total Number of Issued Shares

On 8 June 2022, the Company had proposed to undertake a private placement of up to 30% of the total number of issued shares of LYC ("LYC Share(s)" or "Share(s)").

On 19 September 2022, 80,000,000 Placement Shares issued pursuant to the Private Placement at price of RM0.1390 per unit.

On 3 October 2022, 3,000,000 Placement Shares issued pursuant to the Private Placement at price of RM0.166 per unit.

Bursa Securities had, vide its letter dated 10 January 2023, resolved to grant the Company an extension of time of 6 months from 30 November 2022 to 30 May 2023 to complete the implementation of the Private Placement.

On 28 March 2023, 56,000,000 Placement Shares issued pursuant to the Private Placement at price of RM0.21 per unit.

Purpose	Proceed raised RM'000	Actual utilisation RM'000	Remaining Balance RM'000	Intended Timeframe
Partial redemption of the outstanding redeemable non-cumulative preference shares ("RPS")	10,000	-	10,000	Within 36 months
To part of fully finance businesss expansion/future viable invesment	6,689	6,689	-	Within 24 months
Working Capital	6,689	6,689	-	Within 12 months
<b>Total</b>	<b>23,378</b>	<b>13,378</b>	<b>10,000</b>	

### B. 10% of the Total Number of Issued Shares

On 17 May 2023, the Company proposed to undertake a private placement of up to 10% of the total number of issued shares of LYC at an issue price to be determined and announced later.

On 30 May 2023, the application pursuant to the proposed private placement has been submitted to Bursa Securities and additional information regarding the Group's financial position and steps to improve the Group's financial condition has been announced on 9 June 2023.

Bursa Securities had, vide its letter dated 13 June 2023, resolved to approve the listing of and quotation for up to 64,997,824 Placement Shares to be issued pursuant to the Private Placement, on the ACE Market of Bursa Securities subject to few conditions as stated in the announcement 13 June 2023.

On 6 December 2023, 19,392,000 Placement Shares issued pursuant to the Private Placement at price of RM0.1970 per unit.

Bursa Malaysia Securities Berhad had, vide its letter dated 15 December 2023, resolved to grant the Company an extension of time of 6 months from 13 December 2023 to 12 June 2024 to complete the implementation of the Proposed Private Placement.

On 28 February 2024, 22,926,000 Placement Shares issued pursuant to the Private Placement at price of RM0.1550 per unit.

On 25 March 2024, 22,650,000 Placement Shares issued pursuant to the Private Placement at price of RM0.1550 per unit.

On 15 April 2025, 25,000,000 Placement Shares issued pursuant to the Private Placement at price of RM0.059 per unit.

## ADDITIONAL COMPLIANCE INFORMATION

### II. MEMORANDUM OF UNDERSTANDING ENTERED BETWEEN AQURATE INGREDIENTS INTL (M) SDN. BHD., BEREUM CO LTD AND HYUNDAI C SQUARE CO LTD

On 9 August 2023, Aqurate Ingredients Intl (M) Sdn. Bhd. ("Aqurate"), a subsidiary of the Company had entered into a Memorandum of Understanding ("MOU") with Bereum Co Ltd ("Bereum") and Hyundai C Square Co Ltd ("HCSCCL") (collectively referred to as the "Parties") with the intention to confirm the mutual understandings among the Parties with regard to the postbiotics distribution and product development while expressing the Parties' common aim of reaching definitive agreements for the benefit of the Parties through mutual cooperation.

### III. MEMORANDUM OF UNDERSTANDING ENTERED BETWEEN LYC AND LYC WELLNESS SDN. BHD.

On 29 September 2023, LYC had entered into a MOU with LYC Wellness Sdn. Bhd. with the intention to negotiate in good faith towards finalising and entering into a formal agreement with regards to the intention to lease part of the Medical and or Wellness Assets.

### IV. PROPOSED LISTING OF LYC HEALTHCARE (CAYMAN) LTD ("LYC CAYMAN") ON THE NATIONAL ASSOCIATION OF SECURITIES DEALERS AUTOMATED QUOTATIONS ("NASDAQ") CAPITAL MARKETS

On 31 December 2024, LYC had made announcement for the proposed listing of LYC Cayman, being the proposed ultimate holding company of LYC's operating subsidiaries, namely HCOS and T&T, on the Nasdaq Capital Markets.

Rule 8.26 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements") stipulates that a listed corporation must obtain shareholder approval if it wishes to list the securities of any of its subsidiaries on any stock exchange. Accordingly, the Board intends to seek the approval of the shareholders of the Company for the Proposed Listing at an extraordinary general meeting ("EGM") to be convened.

### V. WINDING-UP PETITION (IN THE HIGH COURT OF MALAYA AT KUALA LUMPUR, WINDING UP PETITION NO. WA-28NCC-397-04/2025) SERVED BY SOG MUMMY & BABY CENTRE PTE LTD AGAINST THE COMPANY

The Company was served with a winding-up petition filed by SOG Mummy & Baby Centre Pte Ltd against the Company. The petition arose from a payment dispute under a SSA dated 30 December 2023, involving a total settlement sum of RM3.3 million.

Although partial payments have been made, delays in the February and March 2025 instalments led to the filing of the petition on 18 April 2025. Subsequent payments were made, and the Group has requested withdrawal of the petition. As of 6 June 2025, the hearing is scheduled for 8 July 2025, and the petitioner has indicated intent to withdraw but reserves the right to claim legal costs.

On 24 April 2025, the Company had made a full payment to the petitioner. On 19 June 2025, the Registrar of the High Court approved the withdrawal of the winding-up petition by SOG Mummy.

### AUDIT AND NON-AUDIT FEES

During the financial year ended 31 March 2025, the amount of audit and non-audit fees paid/payable by the Company and the Group to the External Auditors and its affiliates are as follows:

	Company RM'000	Group RM'000
Audit services rendered	144	636
Non-statutory audit services rendered*	6	6
<b>Total</b>	<b>150</b>	<b>642</b>

\* During the financial year, the amount comprised review of Statement of Risk Management and Internal Control.

# Reports and Financial Statements

For the Financial Year Ended 31 March 2025

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# DIRECTORS' REPORT

The directors hereby submit their report and the audited financial statements of the Group and of the Company for the financial year ended 31 March 2025.

## PRINCIPAL ACTIVITIES

The Company is principally engaged in the business of investment holding. The principal activities of the subsidiaries are set out in Note 5 to the financial statements. There have been no significant changes in the nature of these activities during the financial year.

## RESULTS

	The Group RM'000	The Company RM'000
Loss after taxation for the financial year	(12,215)	(15,875)
Attributable to:-		
Owners of the Company	(17,068)	(15,875)
Non-controlling interests	4,853	-
	(12,215)	(15,875)

## DIVIDEND

No dividend was recommended by the directors for the financial year.

## RESERVES AND PROVISIONS

There were no material transfers to or from reserves or provisions during the financial year other than those disclosed in the financial statements.

## ISSUES OF SHARES AND DEBENTURES

During the financial year:-

- (a) there were no changes in the issued and paid-up share capital of the Company; and
- (b) there were no issues of debentures by the Company.

## OPTIONS GRANTED OVER UNISSUED SHARES

During the financial year, no options were granted by the Company to any person to take up any unissued shares in the Company.

## DIRECTORS' REPORT

### BAD AND DOUBTFUL DEBTS

Before the financial statements of the Group and of the Company were made out, the directors took reasonable steps to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for impairment losses on receivables and satisfied themselves that all known bad debts have been written off and that adequate allowance had been made for impairment losses on receivables.

At the date of this report, the directors are not aware of any circumstances that would further require the writing off of bad debts, or the additional allowance for impairment losses on receivables in the financial statements of the Group and of the Company.

### CURRENT ASSETS

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

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

### VALUATION METHODS

At the date of this report, the directors are not aware of any circumstances which have arisen which render adherence to the existing methods of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate. The financial statements of the Group and of the Company are prepared on the basis of accounting principles applicable to going concerns as disclosed in Note 3.3 to the financial statements.

### CONTINGENT AND OTHER LIABILITIES

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

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

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

## DIRECTORS' REPORT

### CHANGE OF CIRCUMSTANCES

At the date of this report, the directors are not aware of any circumstances not otherwise dealt with in this report or the financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading.

### ITEMS OF AN UNUSUAL NATURE

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

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

### DIRECTORS

The names of directors of the Company who served during the financial year and up to the date of this report are as follows:-

Sui Diong Hoe	
Mohd Khasan Bin Ahmad	
Dato' Sri Abdul Azim Bin Mohd Zabidi	
Poh Zuan Yin	
Kong Sin Seng	(Appointed on 11 October 2024)
Dato' Muraly Daran A/L M Narayana Menon	(Resigned on 1 August 2025)

The names of directors of the Company's subsidiaries who served during the financial year and up to the date of this report, not including those directors mentioned above, are as follows:-

Beh Wee Ren	
Dato' Foo Ho Cheng	
Dinesh A/L Kanasen	
Dr Chan Ying Ho	
Dr Ting Choon Meng	
Dr Mahmood Awang Kecik	
Fona Virgin D'cruz	
Lim Yan Tong	
Ong Kee Leong	
Soh Hoo Hong	
Wong See Kit	
Andy Ooi Yet Lee	(Resigned on 28 June 2024)
Ahmad Rafique Bin Mat Tahir	(Resigned on 12 July 2024)
Tan Sri Dato' Sri Liow Tiong Lai	(Resigned on 23 December 2024)
Dr. Chew Shih May	(Resigned on 30 April 2025)

## DIRECTORS' REPORT

### DIRECTORS' INTERESTS

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

< ----- Number of Ordinary Shares ----- >			
At			At
1.4.2025	Bought	Sold	31.3.2025

#### The Company

##### Direct Interests

LYC Healthcare Berhad  
Sui Diong Hoe

37,000,000	-	-	37,000,000
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The other directors holding office at the end of the financial year had no interest in shares, options over unissued shares or debentures of the Company or its related corporations during the financial year.

### DIRECTORS' BENEFITS

Since the end of the previous financial year, no director has received or become entitled to receive any benefit (other than directors' remuneration as disclosed in the "Directors' Remuneration" of this report) by reason of a contract made by the Company or a related corporation with the director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest except for any benefits which may be deemed to arise from transactions entered into in the ordinary course of business with companies in which certain directors have substantial financial interests as disclosed in Note 35(b) to the financial statements.

Neither during nor at the end of the financial year was the Group or the Company a party to any arrangements whose object is to enable the directors to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

### DIRECTORS' REMUNERATION

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

	From the Company RM'000	From the Subsidiaries RM'000	Total RM'000
Fee	430	-	430
Salaries, bonuses and other benefits	992	-	992
Defined contribution benefits	112	-	112
	<u>1,534</u>	<u>-</u>	<u>1,534</u>

## DIRECTORS' REPORT

### INDEMNITY AND INSURANCE COST

During the financial year, the total amounts of indemnity coverage and insurance premium paid for the directors and certain officers of the Company were RM5,000,000 and RM25,000, and for certain subsidiaries was RM4,500,000 and RM9,280 respectively.

### SUBSIDIARIES

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

### SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

The significant events during the financial year are disclosed in Note 39 to the financial statements.

### SIGNIFICANT EVENTS OCCURRING AFTER THE REPORTING PERIOD

The significant events occurring after the reporting period are disclosed in Note 40 to the financial statements.

# DIRECTORS’ REPORT

## AUDITORS

The auditors, Crowe Malaysia PLT, have expressed their willingness to continue in office.

The details of the auditors’ remuneration for the financial year are as follows:-

	The Group RM’000	The Company RM’000
Audit fees	636	144
Non-audit fees	6	6
	642	150

Signed in accordance with a resolution of the directors dated 7 August 2025.

Mohd Khasan Bin Ahmad

Sui Diong Hoe



# STATEMENT BY DIRECTORS

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

We, Mohd Khasan Bin Ahmad and Sui Diong Hoe, being two of the directors of LYC Healthcare Berhad, state that, in the opinion of the directors, the financial statements set out on pages 77 to 191 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as of 31 March 2025 and of their financial performance and cash flows for the financial year ended on that date.

Signed in accordance with a resolution of the directors dated 7 August 2025.

**Mohd Khasan bin Ahmad**

**Sui Diong Hoe**

# STATUTORY DECLARATION

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

I, Lee Ai Vi, MIA Membership Number: 37249, being the officer primarily responsible for the financial management of LYC Healthcare Berhad, do solemnly and sincerely declare that the financial statements set out on pages 77 to 191 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the declaration to be true, and by virtue of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by the abovementioned  
Lee Ai Vi  
at Kuala Lumpur  
in the Federal Territory  
on this

**Lee Ai Vi**

Before me

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF LYC HEALTHCARE BERHAD

(Incorporated in Malaysia)

Registration No: 200401009170 (647673 - A)

## REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

### Disclaimer of Opinion

We were engaged to audit the financial statements of LYC Healthcare Berhad, which comprise the statements of financial position as at 31 March 2025 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 financial year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 77 to 191.

We do not express an opinion on the accompanying financial statements of the Group and of the Company. Because of the significance of the matters described in the *Basis for Disclaimer of Opinion* section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these financial statements.

### Basis for Disclaimer of Opinion

We have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion after considering the implications of the following matters:

#### 1. Going concern assumption

As disclosed in Note 3.3 to the financial statements, the following events and conditions indicate that material uncertainties exist that may cast significant doubt on the Group's and the Company's ability to continue as going concerns:

- (i) The Group and the Company incurred net losses of RM12.215 million and RM15.875 million respectively. As of 31 March 2025, the Group's current liabilities exceeded their current assets by RM63.516 million.
- (ii) The redeemable preference shares of a subsidiary amounted to RM14.820 million and RM41.370 million respectively (totaling RM56.190 million), as disclosed in Note 20 to the financial statements, will be expiring in September 2025 and October 2025 respectively. Subsequent to the reporting date, as disclosed in the same note, an extension of the redemption period for the RM14.820 million and RM41.370 million redeemable preference shares will be granted by the third-party subscriber until 23 September 2026 and 19 October 2026 respectively, subject to settlement of all dividends and related expenses, and the extension documents being duly stamped.
- (iii) On 3 June 2025, the Company announced that the Company was classified as an affected listed issuer pursuant to Paragraph 2.1(a) of Guidance Note 3 ("GN3") of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), as the shareholders' equity of the Group of RM25.360 million is 25% or less of its issued and paid-up capital as at 31 March 2025. As an affected listed issuer, the Company is required to submit a proposed regularisation plan to the relevant authorities for approval and to implement the regularisation plan within the stipulated time frame.

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF LYC HEALTHCARE BERHAD

(Incorporated in Malaysia)

Registration No: 200401009170 (647673 - A)

## Basis for Disclaimer of Opinion (Cont'd)

### 1. Going concern assumption (Cont'd)

#### (iii) Cont'd

The management of the Company is currently in the process of formulating a regularisation plan and consequently, there is insufficient information available on the eventual regularisation plan and how it would address the present financial conditions of the Group and of the Company.

The financial statements of the Group and of the Company are prepared on a going concern basis, which presumes that the realisation of assets and settlement of liabilities will occur in the ordinary course of business. The appropriateness of preparing the financial statements of the Group and of the Company on going concern basis is dependent upon:

- (a) Formulation of a viable plan to regularise the financial conditions of the Group and of the Company ("Regularisation Plan") for submission to Bursa Securities and other relevant authorities for approval;
- (b) Approvals obtained from all relevant parties on the Regularisation Plan;
- (c) Timely and successful implementation of the Regularisation Plan; and
- (d) Ability of the Group and of the Company to achieve sustainable and viable operations to generate sufficient cash flows to enable them to meet their obligations as and when they fall due.

- (iv) On 31 December 2024, the Company announced the proposed listing of a foreign subsidiary, the proposed holding company of its operating subsidiaries in Singapore, on the Nasdaq Capital Market. The proposed initial public offering is expected to raise between USD5 million up to USD15 million.

Up to the agreed cut-off date, we have not been provided with the cash flow forecast incorporating management's plan for the next 12-months to assess the ability of the Group and of the Company to continue as going concerns. Due to the limitation of time, we were unable to obtain sufficient appropriate audit evidence to determine whether the management's use of going concern basis in the preparation of the financial statements of the Group and of the Company was appropriate.

In view of the matters set above, there are material uncertainties relating to the ability of the Group and of the Company to realise its assets and settle its liabilities in the ordinary course of business.

We were unable to obtain sufficient appropriate audit evidence to support the assumptions used by the directors in preparing the financial statements on a going concern basis. Accordingly, we were unable to determine whether any adjustments might be necessary in respect of the recoverability and classification of assets, or the completeness and measurements of liabilities in the financial statements of the Group and of the Company.

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF LYC HEALTHCARE BERHAD

(Incorporated in Malaysia)

Registration No: 200401009170 (647673 - A)

## Basis for Disclaimer of Opinion (Cont'd)

### 2. Inability to obtain sufficient appropriate audit evidence on a component disposed

The Group disposed of its investment in Elite Dental Team Sdn. Bhd., comprising 178,200 ordinary shares representing a 55% equity interest, on 1 October 2024, with the disposal completed on 31 December 2024. As the disposal occurred during the financial year, the financial performance of Elite Dental Team Sdn. Bhd. and its subsidiaries ("Elite Dental Group") up to 31 December 2024 remains included in the Group's consolidated financial statements for the financial year ended 31 March 2025.

The revenue, cost of sales, other operating income, administrative expenses and finance costs of Elite Dental Group included in the Group's statements of profit or loss and other comprehensive income for the financial year ended 31 March 2025 amounted to RM15,550,810, RM2,004,528, RM700,302, RM13,479,606 and RM132,618, respectively, which represent 10.0%, 2.3%, 10.2%, 18.4% and 1.3% of the corresponding consolidated balances. The Elite Dental Group contributed RM634,360 profit before taxation to the Group's loss before taxation of RM8.090 million and RM633,878 profit after taxation to the Group's loss after taxation of RM12.215 million, which represent 7.8% and 5.2%, respectively, of the corresponding Group figures.

As disclosed in Note 5 to the financial statements, we were unable to obtain full access to the necessary underlying financial information of Elite Dental Group within the audit timeline, as required by ISA 600 (Revised), *Special Considerations - Audits of Group Financial Statements (Including the Work of Component Auditors)*.

In particular, we were unable to obtain sufficient appropriate audit evidence to verify the accuracy and completeness of administrative expenses recorded for Elite Dental Group up to the date of disposal. Accordingly, we were unable to determine whether adjustments were necessary to the Group's consolidated financial statements in respect of this component.

The matters above formed the basis of our disclaimer of opinion on the financial statements of the Group and of the Company for the financial year ended 31 March 2025.

### *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.

## INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF LYC HEALTHCARE BERHAD

(Incorporated in Malaysia)

Registration No: 200401009170 (647673 - A)

### Responsibilities of the Directors for the Financial Statements

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

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

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

Our responsibility is to conduct an audit of the Group's and of the Company's financial statements in accordance with approved standards on auditing in Malaysia and International Standards on Auditing and to issue an auditors' report. However, because of the matters described in the *Basis for Disclaimer of Opinion* section of our report, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these financial statements.

### REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

- (a) Except as disclosed in the *Basis for Disclaimer of Opinion*, in our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiaries have been properly kept in accordance with the provision of the Act.
- (b) We have not obtained all the information and explanation that we required for the matters as described in the *Basis for Disclaimer of Opinion*.
- (c) The subsidiaries of which we have not acted as auditors are disclosed in Note 5 to the financial statements.

## INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF LYC HEALTHCARE BERHAD

(Incorporated in Malaysia)

Registration No: 200401009170 (647673 - A)

### OTHER MATTERS

1. 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.
2. The financial statements of the Group and of the Company for the preceding financial year were audited by another firm of auditors whose report dated 31 July 2024, expressed an unmodified opinion on those statements.

**Crowe Malaysia PLT**  
201906000005 (LLP0018817-LCA) & AF 1018  
Chartered Accountants

**Lou Hoe Yin**  
03120/04/2026 J  
Chartered Accountant

Kuala Lumpur

7 August 2025

# STATEMENTS OF FINANCIAL POSITION

AS AT 31 MARCH 2025

		<b>31.3.2025</b>	<b>The Group</b>	<b>1.4.2024</b>
	Note	RM'000	31.3.2024 RM'000 (Restated)	RM'000 (Restated)
<b>ASSETS</b>				
<b>NON-CURRENT ASSETS</b>				
Investment in an associate	6	293	812	935
Investment in joint ventures	7	-	-	5,172
Property and equipment	8	46,468	57,500	29,007
Investment properties	9	3,238	3,251	-
Right-of-use assets	10	54,818	42,395	40,620
Intangible assets	11	76,774	85,152	72,191
Deferred tax assets	12	37	41	124
		<u>181,628</u>	<u>189,151</u>	<u>148,049</u>
<b>CURRENT ASSETS</b>				
Inventories	13	8,866	11,491	7,781
Trade and other receivables	14	26,005	24,088	17,592
Contract assets	15	56	122	204
Amount due from joint ventures		-	-	91
Current tax assets		1,032	953	475
Cash and short-term deposits	17	17,723	24,705	40,204
		<u>53,682</u>	<u>61,359</u>	<u>66,347</u>
<b>TOTAL ASSETS</b>		<u>235,310</u>	<u>250,510</u>	<u>214,396</u>



## STATEMENTS OF FINANCIAL POSITION

AS AT 31 MARCH 2025

		31.3.2025	The Group 31.3.2024	1.4.2024
	Note	RM'000	RM'000 (Restated)	RM'000 (Restated)
<b>EQUITY AND LIABILITIES</b>				
<b>EQUITY</b>				
Share capital	18	101,443	101,443	90,558
Other reserves	19	2,055	4,773	4,368
Accumulated losses		(88,279)	(71,211)	(50,367)
Equity attributable to owners of the Company		15,219	35,005	44,559
Non-controlling interests		40,517	38,557	33,693
<b>TOTAL EQUITY</b>		<b>55,736</b>	<b>73,562</b>	<b>78,252</b>
<b>NON-CURRENT LIABILITIES</b>				
Loans and borrowings	20	4,401	21,638	57,119
Lease liabilities	21	55,245	36,971	37,912
Amount due to a non-controlling shareholder/director of subsidiaries	22	-	-	1,180
Provisions	23	1,887	2,438	1,479
Deferred tax liabilities	12	843	1,202	574
		<b>62,376</b>	<b>62,249</b>	<b>98,264</b>
<b>CURRENT LIABILITIES</b>				
Trade and other payables	24	30,053	26,882	13,273
Contract liabilities	15	6,207	6,874	2,986
Provisions	23	600	345	288
Amount due to non-controlling shareholder/director of subsidiaries	22	210	4,983	10,715
Loans and borrowings	20	67,817	54,197	857
Lease liabilities	21	10,517	20,356	8,444
Current tax liabilities		1,794	1,062	1,317
		<b>117,198</b>	<b>114,699</b>	<b>37,880</b>
<b>TOTAL LIABILITIES</b>		<b>179,574</b>	<b>176,948</b>	<b>136,144</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>235,310</b>	<b>250,510</b>	<b>214,396</b>

## STATEMENTS OF FINANCIAL POSITION

AS AT 31 MARCH 2025

		The Company	
	Note	2025 RM'000	2024 RM'000
ASSETS			
NON-CURRENT ASSETS			
Investments in subsidiaries	5	33,037	40,444
Property and equipment	8	10	10
		<hr/> 33,047	<hr/> 40,454
CURRENT ASSETS			
Trade and other receivables	14	38	40
Amount due from subsidiaries	16	18,443	22,993
Cash and short-term deposits	17	91	614
		<hr/> 18,572	<hr/> 23,647
TOTAL ASSETS		<hr/> 51,619	<hr/> 64,101
EQUITY AND LIABILITIES			
EQUITY			
Share capital	18	101,443	101,443
Accumulated losses		(55,243)	(39,368)
TOTAL EQUITY		<hr/> 46,200	<hr/> 62,075
CURRENT LIABILITIES			
Trade and other payables	24	1,013	478
Amount due to subsidiaries	16	4,406	1,548
		<hr/> 5,419	<hr/> 2,026
TOTAL LIABILITIES		<hr/> 5,419	<hr/> 2,026
TOTAL EQUITY AND LIABILITIES		<hr/> 51,619	<hr/> 64,101

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

# STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

	Note	The Group		The Company	
		2025 RM'000	2024 RM'000 (Restated)	2025 RM'000	2024 RM'000
REVENUE	25	155,519	128,990	3,980	4,517
COST OF SALES	26	(86,551)	(60,723)	-	-
GROSS PROFIT		68,968	68,267	3,980	4,517
OTHER INCOME		4,171	6,012	446	-
SELLING AND DISTRIBUTION EXPENSES		(8,977)	(7,493)	-	-
ADMINISTRATIVE AND OTHER EXPENSES		(61,589)	(67,802)	(12,259)	(17,992)
FINANCE COSTS, NET	27	(10,554)	(9,148)	-	-
NET IMPAIRMENT LOSSES ON FINANCIAL ASSETS AND CONTRACT ASSETS		77	(1,278)	(8,042)	(1,703)
SHARE OF RESULT OF AN ASSOCIATE		(186)	(123)	-	-
SHARE OF RESULT OF JOINT VENTURES		-	(1,279)	-	-
LOSS BEFORE TAXATION	28	(8,090)	(12,844)	(15,875)	(15,178)
INCOME TAX EXPENSE	29	(4,125)	(3,679)	-	-
LOSS AFTER TAXATION		(12,215)	(16,523)	(15,875)	(15,178)
OTHER COMPREHENSIVE INCOME					
<u>Items That Will Not be Reclassified Subsequently to Profit or Loss</u>					
Revaluation of property and equipment		8	-	-	-
<u>Items That Will be Reclassified Subsequently to Profit or Loss</u>					
Foreign currency translation differences		(2,901)	1,884	-	-
TOTAL OTHER COMPREHENSIVE (EXPENSE)/INCOME		(2,893)	1,884	-	-

# STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

		<b>The Group</b>		<b>The Company</b>	
		<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	Note	RM'000	RM'000 (Restated)	RM'000	RM'000
<b>TOTAL COMPREHENSIVE EXPENSES FOR THE FINANCIAL YEAR</b>		<b>(15,108)</b>	<b>(14,639)</b>	<b>(15,875)</b>	<b>(15,178)</b>
<b>(LOSS)/PROFIT AFTER TAXATION FOR THE FINANCIAL YEAR</b>					
<b>ATTRIBUTABLE TO:-</b>					
Owners of the Company		(17,068)	(20,779)	(15,875)	(15,178)
Non-controlling interests		4,853	4,256	-	-
		<b>(12,215)</b>	<b>(16,523)</b>	<b>(15,875)</b>	<b>(15,178)</b>
<b>TOTAL COMPREHENSIVE (EXPENSES)/INCOME</b>					
<b>ATTRIBUTABLE TO:-</b>					
Owners of the Company		(19,786)	(20,374)	(15,875)	(15,178)
Non-controlling interests		4,678	5,735	-	-
		<b>(15,108)</b>	<b>(14,639)</b>	<b>(15,875)</b>	<b>(15,178)</b>
<b>LOSS PER SHARE (SEN)</b>					
- Basic	30	(2.39)	(3.15)		
- Diluted	30	(2.39)	(3.15)		

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

# STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

	Note	Share capital RM'000	Other reserves RM'000	Accumulated losses RM'000	Attributable to owners of the Company RM'000	Non-controlling interests RM'000	Total equity RM'000
<div> <div>&lt; ----- Distributable ----- &gt;</div> </div>							
<b>The Group</b>							
Balance at 1.4.2023		90,558	4,368	(48,016)	46,910	33,693	80,603
- As previously reported	41	-	-	(2,351)	(2,351)	-	(2,351)
- Prior year adjustments							
- As restated		90,558	4,368	(50,367)	44,559	33,693	78,252
Loss after taxation for the financial year							
- As previously reported	41	-	-	(19,160)	(19,160)	4,256	(14,904)
- Prior year adjustments		-	-	(1,619)	(1,619)	-	(1,619)
- As restated		-	-	(20,779)	(20,779)	4,256	(16,523)
Other comprehensive income for the financial year		-	405	-	405	1,479	1,884
Total comprehensive income/(expenses) for the financial year		-	405	(20,779)	(20,374)	5,735	(14,639)

## STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

		< ----- Distributable ----- >						
	Note	Share capital RM'000	Other reserves RM'000	Accumulated losses RM'000	Attributable to owners of the Company RM'000	Non-controlling interests RM'000	Total Equity RM'000	
<b>The Group</b>								
Issue of ordinary shares	18	10,885	-	-	10,885	-	10,885	
Acquisition of non-controlling interests		-	-	(97)	(97)	(23)	(120)	
Changes in ownership interests in subsidiaries		-	-	32	32	368	400	
Disposal of subsidiaries		-	-	-	-	7	7	
Non-controlling interests arising from acquisition of subsidiaries	31	-	-	-	-	617	617	
Dividend paid to non-controlling shareholders of the subsidiaries		-	-	-	-	(1,840)	(1,840)	
Total contributions by and distributions to owners		10,885	-	(65)	10,820	(871)	9,949	
Balance at 31.3.2024, as restated		101,443	4,773	(71,211)	35,005	38,557	73,562	

## STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

		Distributable				
		Share capital RM'000	Other reserves RM'000	Accumulated losses RM'000	Attributable to owners of the Company RM'000	Non-controlling interests RM'000
	Note					Total equity RM'000
<b>The Group</b>						
Balance at 1.4.2024, as restated		101,443	4,773	(71,211)	35,005	38,557
Loss after taxation for the financial year		-	-	(17,068)	(17,068)	4,853
Other comprehensive income for the financial year		-	(2,718)	-	(2,718)	(175)
Total comprehensive (expenses)/income for the financial year		-	(2,718)	(17,068)	(19,786)	4,678
Disposal of subsidiaries	32	-	-	-	-	(868)
Dividend paid to non-controlling shareholders of the subsidiaries		-	-	-	-	(1,850)
Total contributions by and distributions to owners		-	-	-	-	(2,718)
Balance at 31.3.2025		101,443	2,055	(88,279)	15,219	40,517
						55,736



## STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

	Note	Share capital RM'000	Accumulated losses RM'000	Total equity RM'000
<b>The Company</b>				
Balance at 1.4.2023		90,558	(24,190)	66,368
Loss after taxation/Total comprehensive expenses for the financial year		-	(15,178)	(15,178)
Transaction with owners				
Issue ordinary shares	18	10,885	-	10,885
Total contributions by owners		10,885	-	10,885
Balance at 31.3.2024/1.4.2024		101,443	(39,368)	62,075
Loss after taxation/Total comprehensive expenses for the financial year		-	(15,875)	(15,875)
Balance at 31.3.2025		101,443	(55,243)	46,200

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

# STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

	The Group		The Company	
	2025	2024	2025	2024
	RM'000	RM'000	RM'000	RM'000
		(Restated)		
<b>CASH FLOWS FROM/(FOR) OPERATING ACTIVITIES</b>				
Loss before taxation	(8,090)	(12,844)	(15,875)	(15,178)
Adjustments for:-				
Amortisation of intangible assets	67	44	-	-
Bad debts written off	379	-	-	-
Deposits written off	-	7	-	-
Depreciation of investment properties	13	12	-	-
Depreciation of property and equipment	7,972	7,171	3	1
Depreciation of right-of-use assets	9,525	7,865	-	-
Impairment losses:-				
- amount due from subsidiaries	-	-	8,042	1,703
- intangible assets	1,874	-	-	-
- investment in an associate	333	-	-	-
- investments in subsidiaries	-	-	7,407	12,500
- property and equipment	818	290	-	-
- right-of-use assets (net)	826	525	-	-
- trade and other receivables	81	1,294	-	-
Interest expense	10,707	9,471	-	-
Interest income	(230)	(393)	-	-
Inventories written down	678	121	-	-
Gain on remeasurement of previously held interest in joint venture	-	(796)	-	-
Gain on disposal of property and equipment	(55)	(405)	-	-
Gain on settlement of contingent consideration	-	(1,836)	-	-
(Gain)/Loss on disposal of subsidiaries	(1,805)	7	-	-
Loss on lease modification	-	104	-	-
Loss on termination leases	-	184	-	-
Reversal of impairment losses:-				
- amount due from subsidiaries	-	-	(428)	-
- trade and other receivables	(158)	(16)	-	-
Net provision for unutilised leave	255	41	-	-
Net provision for restoration costs	196	15	-	-
Property and equipment written off	224	74	-	-
Reversal of inventories written down	(30)	(86)	-	-
Unrealised loss/(gain) on foreign exchange	408	(4)	11	(21)
Unwinding of discount on provision for restoration costs	77	70	-	-
Waiver of debts	-	(419)	-	-
Share of result of an associate	186	123	-	-

## STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

		<b>The Group</b>		<b>The Company</b>	
	Note	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
		RM'000	RM'000	RM'000	RM'000
			(Restated)		
<b>CASH FLOWS FROM/(FOR) OPERATING ACTIVITIES (CONT'D)</b>					
Share of result of joint ventures		-	1,279	-	-
Operating profit/(loss) before working capital changes		24,251	11,898	(840)	(995)
Decrease/(Increase) in inventories		1,977	(3,612)	-	-
(Increase)/Decrease in trade and other receivables		(6,990)	(4,663)	2	(3,029)
Increase in trade and other payables		13,590	5,915	524	182
Decrease in contract assets		66	-	-	-
(Decrease)/Increase in contract liabilities		(667)	3,970	-	-
<b>CASH FROM/(FOR) OPERATIONS</b>		<b>32,227</b>	<b>13,508</b>	<b>(314)</b>	<b>(3,842)</b>
Income tax paid		(3,837)	(4,156)	-	-
Income tax refunded		-	100	-	-
<b>NET CASH FROM/(FOR) OPERATING ACTIVITIES</b>		<b>28,390</b>	<b>9,452</b>	<b>(314)</b>	<b>(3,842)</b>
<b>CASH FLOWS FROM/(FOR) INVESTING ACTIVITIES</b>					
Interest received		230	393	-	-
Net advances from subsidiaries		-	-	(206)	(5,924)
Repayment from joint ventures		-	91	-	-
Acquisition of subsidiaries, net cash acquired		-	(6,739)	-	-
Acquisition of subsidiary previously held in joint venture, net cash acquired		-	(4,117)	-	-
Acquisition of non-controlling interests		-	(120)	-	-
Subscription of shares in subsidiaries		-	-	-	(600)
Withdrawal/(Placement) of deposits with licensed bank		575	(10,024)	-	-
Proceeds from disposal of:-					
- property and equipment		55	465	-	-
- subsidiaries		5,302	-	-	-
Purchase of property and equipment	33(a)	(5,648)	(5,702)	(3)	(11)
Purchase of investment properties	33(a)	-	(303)	-	-
<b>NET CASH FROM/(FOR) INVESTING ACTIVITIES</b>		<b>514</b>	<b>(26,056)</b>	<b>(209)</b>	<b>(6,535)</b>

# STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

		<b>The Group</b>		<b>The Company</b>	
	Note	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
		RM'000	RM'000	RM'000	RM'000
			(Restated)		
<b>CASH FLOWS FOR FINANCING ACTIVITIES</b>					
Proceeds from issuance of ordinary shares		-	10,885	-	10,885
Interest paid		(8,278)	(8,419)	-	-
Drawdown of term loans		-	562	-	-
Redemption of redeemable preference shares		(5,547)	-	-	-
Repayment of term loans		(601)	(738)	-	-
Repayment of hire purchase payables		(2,120)	(1,490)	-	-
Payment of lease liabilities		(11,516)	(8,074)	-	-
Repayment to non-controlling shareholder/director of subsidiaries		(4,773)	(8,511)	-	-
Dividend paid to non-controlling shareholder/director of subsidiary		(1,850)	(1,840)	-	-
<b>NET CASH FOR FINANCING ACTIVITIES</b>		<b>(34,685)</b>	<b>(17,625)</b>	<b>-</b>	<b>10,885</b>
<b>NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS</b>		<b>(5,781)</b>	<b>(34,229)</b>	<b>(523)</b>	<b>508</b>
<b>EFFECT OF FOREIGN EXCHANGE TRANSLATION</b>		<b>(688)</b>	<b>(1,250)</b>	<b>-</b>	<b>-</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL YEAR</b>		<b>4,174</b>	<b>39,653</b>	<b>614</b>	<b>106</b>
<b>CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL YEAR</b>	17	<b>(2,295)</b>	<b>4,174</b>	<b>91</b>	<b>614</b>

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

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 1. GENERAL INFORMATION

The Company is a public limited liability company, incorporated and domiciled in Malaysia and listed on the ACE Market of Bursa Malaysia Securities Berhad. The registered office and principal place of business are as follows:-

Registered office	: E-10-4, Megan Avenue 1, 189, Jalan Tun Razak, 50400 Kuala Lumpur Wilayah Persekutuan
Principal place of business	: 2nd & 3rd Floor, Podium Block Plaza VADS, No. 1, Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail, 60000 Kuala Lumpur.

These financial statements comprise both separate and consolidated financial statements. The financial statements of the Company are separate financial statements, while the financial statements of the Group are consolidated financial statements that include those of the Company and its subsidiaries as of the end of the reporting period. The Company and its subsidiaries are collectively referred to as "the Group".

The consolidated financial statements are presented in Ringgit Malaysia ("RM"), which is the Company's functional and presentation currency and has been rounded to the nearest thousand, unless otherwise stated.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors dated 7 August 2025.

## 2. PRINCIPAL ACTIVITIES

The Company is principally engaged in the business of investment holding. The principal activities of the subsidiaries are set out in Note 5 to the financial statements. There have been no significant changes in the nature of these activities during the financial year.

## 3. BASIS OF PREPARATION

The financial statements of the Group and of the Company are prepared under the historical cost convention and modified to include other bases of valuation as disclosed in other sections under material accounting policy information, and in compliance with Malaysian Financial Reporting Standards ("MFRSs"), IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

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

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

Amendments to MFRS 16: Lease Liability in a Sale and Leaseback

Amendments to MFRS 101: Classification of Liabilities as Current or Non-current

Amendments to MFRS 101: Non-current Liabilities with Covenants

Amendments to MFRS 107 and MFRS 7: Supplier Finance Arrangements

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

- 3.2 The Group and the Company have not applied in advance the following accounting standards and/or interpretations (including the consequential amendments, if any) that have been issued by the Malaysian Accounting Standards Board ("MASB") but are not yet effective for the current financial year:-

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

	<b>Effective Date</b>
MFRS 18 Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19 Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 9 and MFRS 7: Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Amendments to MFRS 9 and MFRS 7: Contracts Referencing Nature-dependent Electricity	1 January 2026
Amendments to MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred
Amendments to MFRS 121: Lack of Exchangeability	1 January 2025
Annual Improvements to MFRS Accounting Standards – Volume 11	1 January 2026

The adoption of the above accounting standards and/or interpretations (including the consequential amendments, if any) is expected to have no material impact on the financial statements of the Group and of the Company upon their initial application, except as follows:-

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

- 3.2 The Group and the Company have not applied in advance the following accounting standards and/or interpretations (including the consequential amendments, if any) that have been issued by the Malaysian Accounting Standards Board ("MASB") but are not yet effective for the current financial year:- (Cont'd)

### MFRS 18 Presentation and Disclosure in Financial Statements

MFRS 18 'Presentation and Disclosure in Financial Statements' will replace MFRS 101 'Presentation of Financial Statements' upon its adoption. This new standard aims to enhance the transparency and comparability of financial information by introducing new disclosure requirements. Specifically, it requires that income and expenses be classified into 3 defined categories: "operating", "investing" and "financing" and introduces 2 new subtotals: "operating profit or loss" and "profit or loss before financing and income tax". In addition, MFRS 18 requires the disclosure of management-defined performance measures and sets out principles for the aggregation and disaggregation of information, which will apply to all primary financial statements and the accompanying notes. The statement of financial position and the statement of cash flows will also be affected. The potential impact of the new standard on the financial statements of the Group and of the Company has yet to be assessed.

- 3.3 Going concern

### Guidance Note 3 ("GN3") status

On 30 May 2025, the directors of the Company announced that the Group had triggered the prescribed criteria under Paragraph 2.1(a) of Guidance Note 3 ("GN3") of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), as the shareholders' equity of the Group of RM25.36 million is 25% or less of its issued and paid-up capital as at 31 March 2025.

The Group is required to submit a regularisation plan to Bursa Securities within a period of twelve months from the date of the first announcement on 30 May 2025. The Company is in the midst of preparing and in the process of finalising its regularisation plan to address the financial condition of the Group for submission to Bursa Securities for approval.

The directors are of the opinion that the proposed regularisation plan once formulated and implemented, will enable the Group and the Company to operate profitably in the foreseeable future, and therefore continue as a going concern and to realise their assets and discharge their liabilities in the normal course of business.

The appropriateness of preparing the financial statements of the Group and of the Company on going concern basis is dependent upon:-

- (i) Formulation of a viable plan to regularise the financial conditions of the Group and of the Company ("Regularisation Plan") for submission to Bursa Securities and other relevant authorities for approval;
- (ii) Approvals obtained from all related parties on the Regularisation Plan;
- (iii) Timely and successful implementation of the Regularisation Plan; and



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

### 3.3 Going concern (Cont'd)

#### Guidance Note 3 ("GN3") status (Cont'd)

The appropriateness of preparing the financial statements of the Group and of the Company on going concern basis is dependent upon:- (Cont'd)

- (iv) Ability of the Group and of the Company to achieve sustainable and viable operations to generate sufficient cash flows to enable them to meet their obligations as and when they fall due.

#### Financial results of the Group and of the Company

During the financial year ended 31 March 2025, the Group and the Company incurred a net loss of RM12.215 million and RM15.875 million respectively. As of 31 March 2025, the Group's current liabilities exceeded the current assets by RM63.516 million.

The redeemable preference shares of a subsidiary amounting to RM14.820 million and RM41.370 million respectively (totaling RM56.190 million), as disclosed in Note 20 to the financial statements, were originally due for redemption in September 2025 and October 2025, respectively. Subsequent to the reporting date, as disclosed in the same note, an extension of the redemption period for the RM14.820 million and RM41.370 million redeemable preference shares will be granted by the third-party subscriber until 23 September 2026 and 19 October 2026 respectively, subject to settlement of all dividends and related expenses, and the extension documents being duly stamped.

The Group did not default on any repayment obligations as of the date when these financial statements were approved by the board of directors.

On 31 December 2024, the Company announced the proposed listing of LYC Healthcare (Cayman) Ltd., the proposed holding company of its operating subsidiaries, T&T Medical Group Pte. Ltd. and HC Orthopaedic Surgery Pte. Ltd., on the Nasdaq Capital Market. The proposed initial public offering is expected to raise between USD5 million to USD15 million.

The circumstances highlighted above indicate material uncertainties that may cast significant doubt over the abilities of the Group and of the Company to continue as a going concern and therefore, the Group and the Company may be unable to realise their assets and discharge their liabilities in the ordinary course of business.

The Group believes that the regularisation plan when formulated and successfully implemented, will enable the Group and the Company to generate sufficient cash flows to meet their financial obligations. The board of directors are of the opinion that the Group and the Company will be able to continue in operational existence for the foreseeable future and to realise their assets and settle their liabilities in the ordinary course of business. Accordingly the preparation of the financial statements on a going concern basis is highly dependent on the approval and successful implementation of the regularisation plan.

The financial statements of the Group and of the Company do not include any adjustment and classification relating to the recorded assets and liabilities that may be necessary should the Group and the Company be unable to continue as going concern.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 4. MATERIAL ACCOUNTING POLICY INFORMATION

### 4.1 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

#### *Key Sources of Estimation Uncertainty*

Management believes that there are no key assumptions made concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year other than as disclosed below:-

#### **(a) Impairment of Investments in Subsidiaries, Property and Equipment, Investment Properties, Right-of-Use Assets and Investment in an Associate**

The Group determines whether an item of its investments in subsidiaries, property and equipment, investment properties, right-of-use assets and investment in an associate is impaired by evaluating the extent to which the recoverable amount of the asset is less than its carrying amount. This evaluation is subject to changes such as market performance, economic and political situation of the country. A variety of methods is used to determine the recoverable amount, such as valuation reports and discounted cash flows. For discounted cash flows, significant judgement is required in the estimation of the present value of future cash flows generated by the assets, which involve uncertainties and are significantly affected by assumptions used and judgements made regarding estimates of future cash flows and discount rates. The carrying amounts of property and equipment, investment properties, investments in subsidiaries and an associate as at the reporting date are disclosed in Notes 5, 6, 8, 9 and 10 to the financial statements respectively.

#### **(b) Impairment of Goodwill**

The assessment of whether goodwill is impaired requires an estimation of the value in use of the cash-generating unit to which the goodwill is allocated. Estimating a value in use amount requires management to make an estimate of the expected future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The carrying amount of goodwill as at the reporting date and the key assumptions and sensitivity analysis are disclosed in Note 11 to the financial statements.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

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

##### *Critical Judgements Made in Applying Accounting Policies*

Management believes that there are no instances of application of critical judgement in applying the Group's and the Company's accounting policies which will have a significant effect on the amounts recognised in the financial statements other than as disclosed below:-

##### **Lease Terms**

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

#### 4.2 FINANCIAL INSTRUMENTS

##### **(a) Financial Assets**

###### Financial Assets Through Profit or Loss

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

###### Financial Assets at Amortised Cost

The financial assets are initially measured at fair value plus transaction costs except for trade receivables without significant financing component which are measured at transaction price only. Subsequent to the initial recognition, all financial assets are measured at amortised cost less any impairment losses.

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

The Group and the Company have elected to designate the equity instruments as financial assets through other comprehensive income at initial recognition.

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

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

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

##### (b) Financial Liabilities

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

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

###### Financial Liabilities at Amortised Cost

The financial liabilities are initially measured at fair value less transaction costs. Subsequent to the initial recognition, the financial liabilities are measured at amortised cost.

##### (c) Equity

###### Ordinary Shares

Ordinary shares are recorded on initial recognition at the proceeds received less directly attributable transaction costs incurred. The ordinary shares are not remeasured subsequently.

#### 4.3 GOODWILL

Goodwill is initially measured at cost. Subsequent to the initial recognition, the goodwill is measured at cost less accumulated impairment losses, if any. A bargain purchase gain is recognised in profit or loss immediately.

#### 4.4 BASIS OF CONSOLIDATION

##### (a) Subsidiaries and business combination

The Group applies the acquisition method to account for business combinations from the acquisition date when the acquired set of activities meets the definition of a business and control is transferred to the Group.

##### (b) Non-controlling interests

At the acquisition date, components of non-controlling interests of the Group are measured at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

#### 4.4 BASIS OF CONSOLIDATION (CONT'D)

##### (c) Associates

Investment in an associate is accounted for in the consolidated financial statements of the Group using the equity method.

Contributions to associate are amounts for which the settlement is neither planned nor likely to occur in the foreseeable future is, in substance, considered as part of the Company's investment in the associate.

##### (d) Joint arrangements

The Group classified its joint arrangements as disclosed in Note 7 as joint venture and accounts its interests using the equity method as the Group has rights to the net assets of the arrangements.

Contributions to joint ventures are amounts for which the settlement is neither planned nor likely to occur in the foreseeable future is, in substance, considered as part of the Company's investment in the joint ventures.

#### 4.5 INVESTMENTS IN SUBSIDIARIES

Investments in subsidiaries, which are eliminated on consolidation, are stated in the separate financial statements of the Company at cost less impairment losses, if any.

#### 4.6 PROPERTY AND EQUIPMENT

All items of property and equipment are initially measured at cost including the estimated costs of dismantling and removing the items and restoring that site on which they are located.

Subsequent to the initial recognition, all property and equipment, other than freehold land and buildings, are stated at cost less accumulated depreciation and any accumulated impairment losses.

Freehold land and buildings are stated at revalued amounts based on periodic valuations, at least once in every 3 or 5 years, less subsequent depreciation for building. Surpluses arising from the revaluation are recognised in other comprehensive income and accumulated in equity under the revaluation reserve to the extent that it reverses a revaluation deficit of the same asset previously recognised in profit or loss. Deficits arising from the revaluation, to the extent that they are not supported by any previous revaluation surpluses, are recognised in profit or loss.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

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

Freehold land is not depreciated. Depreciation on other property and equipment is calculated using the straight-line method to allocate their depreciable amounts over the estimated useful lives. The principal annual depreciation rates are:-

Buildings	2.5%
Equipment	10% - 20%
Furniture and fittings	7% - 20%
Office and medical equipment and renovation	10% - 50%
Computers equipment	10% - 33%
Motor vehicles	10% - 20%

Capital work-in-progress represents leasehold improvement and renovation costs incurred on leased buildings. They are not depreciated until such time when the asset is available for use.

#### 4.7 INVESTMENT PROPERTIES

Investment properties are initially measured at cost. Subsequent to the initial recognition, the investment properties are stated at cost less accumulated depreciation and any accumulated impairment losses.

Freehold land is not depreciated. Depreciation on other investment properties is calculated using the straight-line method to allocate the depreciable amounts over the estimated useful lives. The principal annual depreciation periods and rates are:-

Buildings	2%
-----------	----

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

##### (a) Short-term Leases and Leases of Low-value Assets

The Group and the Company apply the "short-term lease" and "lease of low-value assets" recognition exemption. For these leases, the Group and the Company recognise the lease payments as an operating expense on a straight-line method over the term of the lease unless another systematic basis is more appropriate.

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

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

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

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

#### 4.8 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONT'D)

##### (c) Lease Liabilities

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

#### 4.9 INTANGIBLE ASSETS

Intangible assets other than goodwill (Note 4.3) are initially measured at cost. The cost of intangible assets recognised in a business combination is their fair values as at the date of acquisition. Subsequent to the initial recognition, the intangible assets are measured at cost less accumulated amortisation and any accumulated impairment losses.

Capitalised development costs are amortised on a straight-line basis by allocating their depreciable amount over their remaining useful lives of 5 years.

Intellectual property rights are amortised on a straight-line basis by allocating their depreciable amount over their remaining useful lives of 15 years.

#### 4.10 INVENTORIES

Inventories are stated at the lower of cost and net realisable value. Costs incurred in bringing the inventories to their present location and condition are accounted for as follows:-

- computer and electronic parts and healthcare supplies: the costs are assigned on a first-in first-out basis.
- nutraceutical supplements and ingredients: the costs are determined on the weighted average basis.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

#### 4.11 PREFERENCE SHARES

The Group classifies preference shares as financial liability as the preference shares are redeemable on a specific date at the option of the equity holders and the dividend payments are not discretionary. Dividends thereon are recognised as interest expense in profit or loss as accrued.



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 5. INVESTMENTS IN SUBSIDIARIES

	<b>The Company</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
Unquoted shares, at cost	33,182	33,182
Loans that are part of net investment	59,799	59,799
Less: Accumulated impairment loss	(59,944)	(52,537)
	<u>33,037</u>	<u>40,444</u>

During the current financial year, an impairment loss of RM7,407,000 (2024: RM12,500,000) was recognised on LYC Mother & Child Centre Sdn. Bhd. ("LYCM&C") and Mexter MSC Sdn. Bhd. (2024: LYCM&C) in "Administrative and Other Expenses" line item of the statement of profit or loss and other comprehensive income as its financial performance was deteriorating due to keen competition. This impairment loss belongs to the Healthcare services segment.

The details of the subsidiaries are as follows:-

Name of Subsidiaries	Principal Place of Business and Country of Incorporation	Percentage of Issued Share Capital Held by Parent		Principal Activities
		2025 %	2024 %	
Held by the Company				
Mexter (M) Sdn. Bhd. (“MMSB”)	Malaysia	100	100	Provision of information technology (“IT”) solution, IT outsourcing services and business management consultant services.
Mexter MSC Sdn. Bhd. (“MMSC”)	Malaysia	100	100	Performing research and development and the provision of e-manufacturing solutions and IT outsourcing services.
Tonerex Technologies Sdn. Bhd. (“TTSB”)	Malaysia	100	100	Temporarily ceased operation.
LYC Medicare Sdn. Bhd. (“LYCM”)	Malaysia	100	100	Provision healthcare related services.
LYC Mother & Child Centre Sdn. Bhd. (“LYCM&C”)	Malaysia	100	100	Provision confinement care services.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

The details of the subsidiaries are as follows:- (Cont'd)

Name of Subsidiaries	Principal Place of Business and Country of Incorporation	Percentage of Issued Share Capital Held by Parent		Principal Activities
		2025 %	2024 %	
Held by the Company (Cont'd)				
Mexter SunOasis Sdn. Bhd. ("MSO")	Malaysia	100	100	Temporarily ceased operation.
Locktech International Sdn. Bhd. ("LISB")	Malaysia	100	100	Temporarily ceased operation.
LYC Living Sdn. Bhd. ("LYCL")	Malaysia	100	100	Temporarily ceased operation.
LYC Senior Living Care Centre Sdn. Bhd. ("LYCSL")	Malaysia	100	100	Dormant.
LYC Dental Laboratory Sdn. Bhd. ("LYCDL")	Malaysia	51	51	Dormant.
CVS Research Sdn. Bhd. ("CVS")	Malaysia	51	51	Dormant.
LYC Club Sdn. Bhd. ("LYCCSB")	Malaysia	100	100	Dormant.
LYC Health Manufacturing Group Sdn. Bhd. ("LYCHMG")	Malaysia	100	100	Manufacture food and health supplements and activities of investment holding company.
LYC Health Manufacturing (NS) Sdn. Bhd. ("LYCHMNS")	Malaysia	60	60	Manufacture food and health supplements and activities of investment holding company.
LYC Dental & Aesthetic Holdings Sdn. Bhd. ("LYCD&A")	Malaysia	100	100	Investment holding and dental and medical-related institutions for consultation and treatment.
HTAR Sdn. Bhd. ("HTAR")	Malaysia	100	100	Investment holding.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

The details of the subsidiaries are as follows:- (Cont'd)

Name of Subsidiaries	Principal Place of Business and Country of Incorporation	Percentage of Issued Share Capital Held by Parent		Principal Activities
		2025 %	2024 %	
Held through LYCHM				
Nutrogreen Health Industries Sdn. Bhd. (“NHI”)	Malaysia	75	75	Trading all kinds of pharmaceuticals and healthcare supplement products.
Held through MMSB				
Mexter DC Sdn. Bhd. (“MDC”)	Malaysia	65	65	Provision of infrastructure for hosting, data processing services and related activities, data processing activities and research development on information communication technology (“ICT”).
LYC Marketing and Trading Pte. Ltd. (“LYCM&T”) *	Singapore	100	100	Provision IT solution and management consultancy services.
Held through LYCM&C				
LYC Child Care Centre Sdn. Bhd. (“LYCCCC”)	Malaysia	100	100	Provision of child daycare services.
LYC Mother & Child (SG) Sdn. Bhd. (“LYCSG”)	Malaysia	100	100	Provision confinement care services.
Held through LYCM				
LYC Medicare Singapore Limited (“LYCMS”) *	Singapore	64.5	64.5	Investment holding.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

The details of the subsidiaries are as follows:- (Cont'd)

Name of Subsidiaries	Principal Place of Business and Country of Incorporation	Percentage of Issued Share Capital Held by Parent		Principal Activities
		2025 %	2024 %	
Held through LYCD&A				
LYC Dental Group Sdn. Bhd. ("LYCDG")	Malaysia	70	70	Investment holding and provision of dental treatment and consultation services.
LYC Beauty & Wellness Sdn. Bhd. ("LYCBW") #	Malaysia	60	60	Provision of cosmetics personal care, wellness related products and services.
LYC Medical Center Sdn. Bhd. ("LYCMC")	Malaysia	100	100	Dormant.
LYC Prostate Centre Sdn. Bhd. ("LYCPC")	Malaysia	100	100	Specialist in prostate cancer treatment.
Elite Dental Team Sdn. Bhd. ("EDT") *	Malaysia	-	55	Provision of consultancy services and dental treatments.
Held through MDC				
LYC Beauty Care Sdn. Bhd. (Formerly known as Juniper DC Sdn. Bhd. ("JDC"))	Malaysia	100	100	Provision of infrastructure for hosting, data processing services and related activities, information technology business activities of holding company.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

The details of the subsidiaries are as follows:- (Cont'd)

Name of Subsidiaries	Principal Place of Business and Country of Incorporation	Percentage of Issued Share Capital Held by Parent		Principal Activities
		2025 %	2024 %	
Held through LYCSG				
LYC Mother & Child (Singapore) Pte. Ltd. (“LYCMCSG”) *	Singapore	100	100	Provision management consultancy services.
Held through LYCMS				
T & T Medical Group Pte. Ltd. (“T&T”) *	Singapore	100	100	Provision medical and surgical advisory services.
HC Orthopaedic Surgery Pte. Ltd. (“HCOS”) *	Singapore	100	100	Provision of specialised medical services (including day surgical centres) and clinics and other general medical services (western).
LYC Nutrihealth (Singapore) Pte. Ltd. (“LYCNS”) *	Singapore	100	100	Wholesale of health supplements.
LYC Nutrihealth Sdn. Bhd. (“LYCN”)	Malaysia	100	100	Manufacture, wholesale and retail sale of nutraceuticals, pharmaceutical and healthcare products.
Held through LYCDG				
KL Dental Sdn. Bhd. (“KLD”) #	Malaysia	100	100	Provision dental treatment and consultancy services.
KL Dental (Connaught) Sdn. Bhd. (“KLDC”) #	Malaysia	100	100	Provision dental treatment and consultancy services.
KL Dental (Kiara) Sdn. Bhd. (“KLDK”) #	Malaysia	100	100	Provision dental treatment and consultancy services.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

The details of the subsidiaries are as follows:- (Cont'd)

Name of Subsidiaries	Principal Place of Business and Country of Incorporation	Percentage of Issued Share Capital Held by Parent		Principal Activities
		2025 %	2024 %	
Held through LYCDG (Cont'd)				
KL Dental (Cheras) Sdn. Bhd. ("KLD Cheras") <sup>#</sup>	Malaysia	100	100	Provision dental and medical related institution for consultation and treatment and activities of investment holding company.
Sigma Dental Laboratory Sdn. Bhd. ("SDL")	Malaysia	-	60	Provision dental laboratory services.
Held through LYCBW				
LYC Cosmetic & Aesthetic Sdn. Bhd. ("LYCCA") <sup>#</sup>	Malaysia	100	100	Provision of cosmetics personal care, wellness related products and services and medical aesthetic treatment.
Tao Global Ventures Sdn. Bhd. ("TGV") <sup>#</sup>	Malaysia	100	100	Provision of cosmetics personal care, wellness related products and services and medical aesthetic treatment.
Held through LYCN				
Aqurate Ingredients Intl (M) Sdn. Bhd. ("AQ")	Malaysia	70	70	Dealing in raw material finished, consumable food ingredients.
Microbiome Intl (M) Sdn. Bhd. ("MB")	Malaysia	100	100	Retail sale of any kind of products over the internet, organisation, promotion and/or management of event, export and import of other food products.
Clinical Nutrition Intl (M) Sdn. Bhd. ("CNI")	Malaysia	100	100	Supply of nutraceutical ingredients.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

The details of the subsidiaries are as follows:- (Cont'd)

Name of Subsidiaries	Principal Place of Business and Country of Incorporation	Percentage of Issued Share Capital Held by Parent		Principal Activities
		2025 %	2024 %	
Held through EDT				
Elite Dental Team (Avenue K) Sdn. Bhd. ("EDT (AK)") *	Malaysia	-	60	Dental services.
Elite Dental Team (Cheras) Sdn. Bhd. ("EDT (CHR)") *	Malaysia	-	60	Dental services.
Elite Dental Team (Equine) Sdn. Bhd. ("EDT (EQ)") *	Malaysia	-	60	Dental services.
Elite Dental Team (Kuchai) Sdn. Bhd. ("EDT (KU)") *	Malaysia	-	60	Dental services.
Elite Dental Team (Mahkota Cheras) Sdn. Bhd. ("EDT (MC)") *	Malaysia	-	60	Dental services.
Elite Dental Team (Penang) Sdn. Bhd. ("EDT (PNG)") *	Malaysia	-	60	Dental services.
Elite Dental Team (Selayang) Sdn. Bhd. ("EDT (SL)") *	Malaysia	-	60	Dental services.
Elite Dental Team (Sri Bintang) Sdn. Bhd. ("EDT (SB)") *	Malaysia	-	60	Dental services.
Elite Dental Team (SS14) Sdn. Bhd. ("EDT (SS14)") *	Malaysia	-	60	Dental services.
Elite Dental Team (Sabah) Sdn. Bhd. ("EDT (SBH)") *	Malaysia	-	60	Dental services.
Elite Dental Team (Damansara) Sdn. Bhd. ("EDT (UT)") *	Malaysia	-	60	Dental services.
Elite Dental Team (Gombak) Sdn. Bhd. *	Malaysia	-	100	Dental services.
Elite Dental Team (Lite) Sdn. Bhd. *	Malaysia	-	100	Dental services.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

The details of the subsidiaries are as follows:- (Cont'd)

Name of Subsidiaries	Principal Place of Business and Country of Incorporation	Percentage of Issued Share Capital Held by Parent		Principal Activities
		2025 %	2024 %	
Held through EDT (Cont'd)				
Elite Dental Team (Northern) Sdn. Bhd. ("EDT Northern") *	Malaysia	-	100	Dental services.
Elite Dental Team (Pelali) Sdn. Bhd. ("EDT (PLL)") *	Malaysia	-	60	Dental services.
Elite Dental Team (Seksyen 17) Sdn. Bhd. ("EDT (S17)") *	Malaysia	-	60	Dental services.
Elite Dental Team (Sri Kembangan) Sdn. Bhd. ("EDT (SK)") *	Malaysia	-	60	Dental services.
Held through EDT SBH				
Elite Dental Team (Jauhar) Sdn. Bhd. ("EDT (JHR)") *	Malaysia	-	60	Dental services.
Held through EDT Northern				
Quay Dental Sdn. Bhd. ("QDSB") *	Malaysia	-	60	Dental services.
Other interests				
LYC Clinic Sdn. Bhd. ("LYCC") ^	Malaysia	-	-	Provision healthcare services.
LYC Beauty Clinic Sdn. Bhd. ("LYCBC") ^^	Malaysia	-	-	Provision of general medical services.

\* These subsidiaries were audited by other firms of chartered accountants.

^ Pursuant to the service agreement entered into between LYCM and LYCC, the Group has control over LYCC by virtue of its ability to direct the relevant activities of the subsidiary, and is exposed to and has right to variable returns from its involvement with the subsidiary. As such, the Group has 100% effective interest in the profit of LYCC.



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

The details of the subsidiaries are as follows:- (Cont'd)

<sup>^^</sup> Pursuant to the service agreement entered into between LYCCA and LYCBC, the Group has control over LYCBC by virtue of its ability to direct the relevant activities of the subsidiary, and is exposed to and has right to variable returns from its involvement with the subsidiary. As such, the Group has 100% effective interest in the profit of LYCBC.

<sup>#</sup> Consolidated using unaudited management financial statements.

### (a) Incorporation of subsidiaries

#### 2024

On 18 April 2023, Sigma Dental Laboratory Sdn. Bhd. ("SDL") became a subsidiary of LYC Dental Group Sdn. Bhd. ("LYCDG") by way of subscription of 600 ordinary shares in SDL for a total cash consideration of RM600. Consequently, SDL became an indirect subsidiary of the Company.

On 7 September 2023, LYC Prostate Centre Sdn. Bhd. ("LYCPC") became a wholly-owned subsidiary of LYC Dental & Aesthetic Holdings Sdn. Bhd. ("LYCD&A") by way of subscription of 1,000 ordinary shares in LYCPC for a total cash consideration of RM1,000. Consequently, LYCPC became an indirect subsidiary of the Company.

On 10 October 2023, LYC Nutrihealth (Singapore) Pte. Ltd. (LYCNS) became a wholly-owned subsidiary of LYC Medicare Singapore Limited ("LYCMS") by way of subscription of 1 ordinary shares in LYCMS for a total cash consideration of SGD1. Consequently, LYCNS became an indirect subsidiary of the Company.

On 28 February 2024, the Company subscribed for 1,000 ordinary shares in HTAR Sdn. Bhd. ("HTAR") for a total cash consideration of RM1,000, representing 100% equity interest in HTAR. Consequently, HTAR became a wholly-owned subsidiary of the Company.

### (b) Acquisition of subsidiaries

In previous financial year, the Group has acquired the following subsidiaries:-

- 55% equity interest in Elite Dental Team Sdn. Bhd. ("EDT"),
- 75% equity interest in Nutrogreen Health Industries Sdn. Bhd. ("NHI"), and
- 100% equity interest in Clinical Nutrition Intl (M) Sdn. Bhd. ("CNI").

The details of the acquisition are disclosed in Note 31 to the financial statements.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

#### (c) Disposal of subsidiaries

During the current financial year, the Group disposed of its subsidiaries, Sigma Dental Laboratory Sdn. Bhd. and Elite Dental Team Sdn. Bhd. for total considerations of RM380,000 and RM6,500,000 respectively.

In previous financial year, the Group disposed of its 60% equity investment in Elite Dental Team (Shah Alam) Sdn. Bhd. for a total consideration of RM50,000.

The details of the disposal are disclosed in Note 32 to the financial statements.

#### (d) Acquisition of non-controlling interest

On 1 November 2023, LYCN acquired the remaining 30% equity interest in Microbiome Intl (M) Sdn. Bhd. ("MB") for a total consideration of RM120,000. Consequently, MB became wholly-owned subsidiary of LYCN.

#### (e) Changes in ownership interest

On 15 July 2022, LYCHMNS had entered into a business sale agreement with Wong See Kit and Wong Looi Cheng for the acquisition of its business. The purchase consideration for the acquisition of this business is satisfied by way of:-

- (i) cash of RM600,000; and
- (ii) the allotment and issuance of 400,000 ordinary shares in LYCHMNS.

Consequently, LYCHMNS became 60% owned subsidiary of the Company.

The transfer was completed on 4 October 2023.

The consideration received are as follows:-

	<b>LYCHMNS</b> RM'000
Ordinary shares	400
Less: Carrying value of shares sold	(32)
Excess charged directly to equity	<u>368</u>

On 3 May 2023, LYCD&A acquired 55% of equity interest in the shares of Elite Dental Team Sdn. Bhd. ("EDT") and the shares sale agreement ("SSA") stated that there will be restructuring of ownership of Elite Dental Team (Sri Bintang) Sdn. Bhd. ("EDT(SB)") from 100% to 60%. As a result of the acquisition, EDT(SB) transferred EDT's 40% equity interest in EDT(SB) to a director of EDT and third parties for a total consideration of RM40.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

### (e) Changes in ownership interest (Cont'd)

Consequently, EDT(SB) became a 60% owned subsidiary of EDT.

	<b>EDT(SB)</b> RM'000
Cash consideration	*
Less: Carrying value of shares sold	(113)
Excess charged directly to equity	(113)

\* Represents RM40.

### (f) The non-controlling interests at the end of reporting period comprise the following:-

	<b>Effective Equity Interest</b>		<b>The Group</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	%	%	RM'000	RM'000
LYCMS	35.50	35.50	24,715	22,424
T&T	35.50	35.50	1,697	1,152
HCOS	35.50	35.50	5,497	1,541
AQ	54.85	54.85	13,159	12,588
EDT	-	45.00	-	418
Other individually immaterial subsidiaries	-	-	(4,551)	434
			40,517	38,557

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

- (g) The summarised financial information (before intra-group elimination) for the subsidiaries with non-controlling interest that are material to the Group are as follows:-

	LYCMS RM'000	T&T RM'000	HCOS RM'000	AQ RM'000	EDT RM'000
<u>At 31 March 2025</u>					
Non-current assets	67,475	25,512	3,522	13,901	-
Current assets	2,735	4,750	16,582	17,415	-
Non-current liabilities	-	(17,067)	(1,759)	(2,943)	-
Current liabilities	(591)	(8,415)	(2,861)	(4,382)	-
Net assets	69,619	4,780	15,484	23,991	-
<u>Financial Year Ended 31 March 2025</u>					
Revenue	2,120	21,455	36,903	41,340	15,551
Profit for the financial year	23,114	3,646	4,886	7,348	634
Total comprehensive income	24,694	1,524	2,543	7,348	634
Total comprehensive expenses attributable to non-controlling interests	59	944	1,340	4,030	285
Dividends paid to non-controlling interests	-	-	-	1,800	50
Net cash from operating activities	22,702	8,485	7,034	7,144	-
Net cash (for)/from investing activities	(12)	(691)	5,917	(352)	-
Net cash for financing activities	(22,901)	(8,125)	(13,573)	(6,463)	-

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

- (g) The summarised financial information (before intra-group elimination) for the subsidiaries with non-controlling interest that are material to the Group are as follows:- (Cont'd)

	LYCMS RM'000	T&T RM'000	HCOS RM'000	AQ RM'000	EDT RM'000
<u>At 31 March 2024</u>					
Non-current assets	67,883	10,979	1,474	13,327	8,850
Current assets	841	3,337	9,280	17,080	4,487
Non-current liabilities	(153)	(4,599)	(604)	(3,806)	(2,730)
Current liabilities	(5,405)	(4,472)	(5,810)	(3,660)	(9,559)
Net assets	63,166	3,245	4,340	22,949	928
<u>Financial Year Ended 31 March 2024</u>					
Revenue	-	18,781	30,980	36,745	16,093
(Loss)/Profit for the financial year	(3,694)	1,669	4,772	7,713	(345)
Total comprehensive (expenses)/income	(5,673)	4,620	7,952	7,713	(345)
Total comprehensive expenses attributable to non-controlling interests	(506)	849	2,094	2,497	
Dividends paid to non-controlling interests	-	-	-	1800	40
Net cash (for)/from operating activities	(2,408)	4,251	5,830	7,322	2,291
Net cash (for)/from investing activities	(7)	(1,501)	(7,775)	(6,196)	39
Net cash from/(for) financing activities	3,347	3,411	(511)	(522)	(2,499)

- (h) The shareholders' agreements for LYCMS restrict LYCMS and its subsidiaries to declare dividends to shareholders unless approval is obtained from all the directors of the subsidiaries, which include the non-controlling shareholders. The assets to which such restriction applied are the cash and cash equivalents of these subsidiaries included in the consolidated financial statements amounting to RM6,929,907 (2024: RM8,712,630).
- (i) The audit for group reporting purposes of Elite Dental Team Sdn. Bhd. and its subsidiaries ("Elite Dental Group") for the financial year ended 31 March 2025 was not completed as at the date of this financial statements, due to the unavailability of supporting documents following its disposal. The absence of these documents has prevented the completion of the audit for group reporting purposes in respect of contribution of by Elite Dental Group up to the date of disposal. For the financial year ended 31 March 2025, the revenue, cost of sales, other operating income, and administrative expenses of Elite Dental Group represented approximately 10.0%, 2.3%, 10.2%, and 8.4% of the Group's respective totals.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 6. INVESTMENT IN AN ASSOCIATE

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM'000</b>	<b>RM'000</b>
Unquoted shares, at cost	300	300
Loans that are part of net investment	900	900
Share of post-acquisition profits	(574)	(388)
	<hr/>	<hr/>
	626	812
Accumulated impairment losses	(333)	-
	<hr/>	<hr/>
	293	812
	<hr/>	<hr/>

Loans that are part of net investments represent amount due from associate which is non-trade in nature, unsecured and non-interest bearing. The settlement of the amount is neither planned nor likely to occur in the foreseeable future as it is the intention of the Group to treat these amounts as long term source of capital to the associate. As these amounts are, in substance, a part of the Group's net investment in the associate, they are stated at cost less accumulated impairment loss, if any.

(a) The details of the associate is as follows:-

Name of Associate	Principal Place of Business and Country of Incorporation	Percentage of Ownership		Principal Activities
		2025 %	2024 %	
Sel Stem Sdn. Bhd. ("SSSB") *	Malaysia	30	30	Investment holding with its subsidiary involves in medical and healthcare related fields which is strategic to the Group's healthcare services.

\* This associate was audited by other firms of chartered accountants.

- (b) SSSB has a different financial year end from the Group. In applying the equity method of accounting, the financial statements of the associate for the financial year ended 31 December 2024 have been used and appropriate adjustments have been made for the effects of significant transactions between 1 January 2025 and 31 March 2025.
- (c) The shareholders' agreement provides that no distribution of dividends shall be made to the shareholders until all shareholders' advances have been paid and settled by SSSB, unless otherwise agreed by the shareholders.
- (d) Summarised financial information has not been presented as the associate was not individually material to the Group.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 7. INVESTMENT IN JOINT VENTURES

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
Unquoted shares, at cost	-	7,650
Share of post-acquisition reserves	-	(3,757)
Derecognised	-	(3,893)
	<u>-</u>	<u>-</u>

Loans that are part of net investments represent amount due from joint venture which is non-trade in nature, unsecured and non-interest bearing. The settlement of the amount is neither planned nor likely to occur in the foreseeable future as it is the intention of the Group to treat these amounts as long term source of capital to the joint venture. As these amounts are, in substance, a part of the Group's net investment in the joint venture, they are stated at cost less accumulated impairment loss, if any.

On 2 January 2024, LYCM&C acquired the remaining 49% equity interest in LYC Mother & Child (SG) Malaysia Sdn. Bhd. ("LYCSG") for a total cash consideration of RM4,500,000. Consequently, LYCSG became a wholly-owned subsidiary of LYCM&C.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 8. PROPERTY AND EQUIPMENT

	At 1.4.2024 RM'000 (Restated)	Additions RM'000	Revaluation Reserve (Note 19) RM'000	Reclassi- fication RM'000	Disposal of Subsidiaries (Note 32) RM'000	Disposal RM'000	Impairment Loss RM'000	Written Off RM'000	Exchange Differences RM'000	Depreciation Charges RM'000	At 31.3.2025 RM'000
<b>The Group</b>											
<b>2025</b>											
<i>Carrying Amount</i>											
Freehold land	6,116	-	(215)	-	-	-	-	-	-	-	5,901
Buildings	2,052	-	226	-	-	-	-	-	-	(45)	2,233
Equipment	143	94	-	-	-	-	(11)	(10)	34	(59)	191
Furniture and fittings	8,925	95	-	(456)	(450)	-	(294)	(15)	821	(1,315)	7,732
Office and medical equipment and renovation	37,547	2,110	-	456	(6,575)	-	(485)	(191)	(1,199)	(5,996)	25,246
Computers	562	321	-	-	(138)	-	(13)	(8)	(29)	(180)	515
Motor vehicles	2,155	569	-	-	-	-	(15)	-	(416)	(377)	1,916
Capital work- in-progress	-	2,734	-	-	-	-	-	-	-	-	2,734
	57,500	5,923	11	-	(7,163)	-	(818)	(224)	(789)	(7,972)	46,468

During the current financial year, the Group disposed of property and equipment with a nil carrying amount for total sales proceeds of RM55,000.



## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

	At 1.4.2023 RM'000	Acquisition of Subsidiaries (Note 31) RM'000	Additions RM'000	Reclassifi- cation RM'000	Disposal of Subsidiaries (Note 32) RM'000	Disposal RM'000	Impairment Loss RM'000	Written Off RM'000	Exchange Differences RM'000	Depreciation Charges RM'000	At 31.3.2024 RM'000 (Restated)
<b>The Group</b>											
<b>2024</b>											
<i>Carrying Amount</i>											
Freehold land	4,955	-	1,161	-	-	-	-	-	-	-	6,116
Buildings	1,807	-	290	-	-	-	-	-	-	(45)	2,052
Equipment	69	78	27	-	-	-	-	-	-	(31)	143
Furniture and fittings	6,143	3,275	262	161	(1)	(19)	(3)	(52)	14	(855)	8,925
Office and medical equipment and renovation Computers	14,159	14,948	5,532	9,085	(262)	(41)	(287)	(22)	165	(5,730)	37,547
equipment	316	147	230	-	(4)	-	-	-	2	(129)	562
Motor vehicles	1,278	160	635	512	-	-	-	-	(49)	(381)	2,155
Capital work- in-progress	280	-	-	(280)	-	-	-	-	-	-	-
	29,007	18,608	8,137	9,478	(267)	(60)	(290)	(74)	132	(7,171)	57,500

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

The Group	At Cost RM'000	At Valuation RM'000	Accumulated Depreciation and Impairment Losses RM'000	Carrying Amount RM'000
<b>2025</b>				
Freehold land	-	5,901	-	5,901
Buildings	-	2,340	(107)	2,233
Equipment	497	-	(306)	191
Furniture and fittings	12,077	-	(4,345)	7,732
Office and medical equipment and renovation	39,673	-	(14,427)	25,246
Computers equipment	1,901	-	(1,386)	515
Motor vehicles	3,782	-	(1,866)	1,916
Capital work-in-progress	2,734	-	-	2,734
	60,664	8,241	(22,437)	46,468
<b>2024 (Restated)</b>				
Freehold land	-	6,116	-	6,116
Buildings	-	2,150	(98)	2,052
Equipment	372	-	(229)	143
Furniture and fittings	12,896	-	(3,971)	8,925
Office and medical equipment and renovation	51,795	-	(14,248)	37,547
Computers equipment	1,794	-	(1,232)	562
Motor vehicles	3,378	-	(1,223)	2,155
	70,235	8,266	(21,001)	57,500

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

<b>The Company</b>	<b>At 1.4.2024 RM'000</b>	<b>Additions RM'000</b>	<b>Depreciation Charges RM'000</b>	<b>At 31.3.2025 RM'000</b>
<b>2025</b>				
<i>Carrying Amount</i>				
Computer equipment	10	3	(3)	10

	<b>At 1.4.2023 RM'000</b>	<b>Additions RM'000</b>	<b>Depreciation Charges RM'000</b>	<b>At 31.3.2024 RM'000</b>
<b>2024</b>				
<i>Carrying Amount</i>				
Computer equipment	-	11	(1)	10

<b>The Company</b>	<b>At Cost RM'000</b>	<b>Accumulated Depreciation RM'000</b>	<b>Carrying Amount RM'000</b>
<b>2025</b>			
Computer equipment	14	(4)	10
<b>2024</b>			
Computer equipment	11	(1)	10

- (a) The carrying amounts of property and equipment have been pledged as securities to secure loans and borrowings of the Group as disclosed in Note 20 are as follows:-

	<b>The Group 2025 RM'000</b>	<b>2024 RM'000</b>
Freehold land	1,161	1,161
Buildings	279	285
Motor vehicles	1,469	1,531
Office and medical equipment and renovation	4,137	5,157
	<b>7,046</b>	<b>8,134</b>

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

(b) The Group's freehold land and buildings amounting to RM0.620 million and RM7.621 million were revalued by independent professional valuers on 7 May 2025 and 26 March 2024 respectively. The surpluses arising from the revaluations, net of deferred taxation, have been credited to other comprehensive income as disclosed in Note 19 to the financial statements and accumulated in equity under the revaluation reserve.

(c) The details of the Group's property and equipment carried at fair value are analysed as follows:-

The Group	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000
<b>2025</b>				
Freehold land	-	-	5,901	5,901
Buildings	-	-	2,340	2,340
	-	-	8,241	8,241
<b>2024</b>				
Freehold land	-	-	6,116	6,116
Buildings	-	-	2,150	2,150
	-	-	8,266	8,266

The Level 3 fair values have been determined based on existing use method that makes reference to the indicative market value of similar properties in the vicinity on a price per square foot basis.

The following table shows the valuation techniques used in the determination of fair values within Level 3, as well as the significant unobservable inputs used in valuation models.

Description	Valuation technique	Significant unobservable inputs	Relationship of unobservable inputs to fair value
Freehold land and buildings	Comparison method and cost method	Price per square foot of RM389 - RM672 and RM632 - RM774 (2024: RM246 and RM632 - RM774)	The higher the price/cost per square foot, the higher the fair value

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

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

- (c) The details of the Group's property and equipment carried at fair value are analysed as follows:-  
(Cont'd)

There were no transfers between Level 1, Level 2 and Level 3 during the financial year.

The fair value measurements of the freehold land and buildings are based on the highest and best use which does not differ from their actual use.

- (d) If the freehold land and buildings were measured using the cost model, the carrying amounts would be as follows:-

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
Freehold land	5,379	5,379
Buildings	1,378	1,409
	<u>6,757</u>	<u>6,788</u>

- (e) During the financial year, the Group has carried out a review of the recoverable amount of its property and equipment and right-of-use assets (Note 10) with net carrying amount of RM54,911,000 in view of the performance of the subsidiaries. An impairment loss of RM817,527 and RM826,000 (2024: RM290,000 and RM525,000), in respect of certain property and equipment and right-of-use assets was recognised in "Administrative and Other Expenses" line item of the consolidated statement of profit or loss and other comprehensive income as disclosed in Note 28 to the financial statements. The recoverable amount was based on its value in use and the pre-tax discount rate used was approximately 14% (2024: 14%).

- (f) The Group has entered into non-cancellable operating lease arrangements for the use of office equipment. The leases are for a period of 5 years.

As at the reporting date, the future minimum rentals payable under the non-cancellable operating leases are as follows:-

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
Not later than one year	29	29
Later than one year but not later than five years	66	66
	<u>95</u>	<u>95</u>

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 9. INVESTMENT PROPERTIES

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
Cost:-		
At 1 April	3,263	-
Addition (Note 33(a))	-	3,263
At 31 March	3,263	3,263
Accumulated depreciation:-		
At 1 April	12	-
Depreciation during the financial year	13	12
At 31 March	25	12
Net carrying amount	3,238	3,251

(a) The following are recognised in profit or loss in respect of investment properties:-

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
Rental income	(125)	(102)
Direct operating expenses:-		
- income generating investment	-	2

As at the reporting date, the future minimum rentals receivable under the non-cancellable operating leases are as follows:-

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
Within 1 year	126	125
Between 1 and 2 years	21	126
Between 2 and 3 years	-	21
	147	272

(b) The freehold land and buildings have been pledged to a licensed bank as security for banking facilities granted to the Group as disclosed in Note 20 to the financial statements.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 10. RIGHT-OF-USE ASSETS

The Group	Buildings RM'000	Medical Equipment RM'000	Total RM'000
<b>2025</b>			
<i>Carrying Amount</i>			
At 1 April 2024	42,395	-	42,395
Additions	32,577	-	32,577
Depreciation charges	(9,525)	-	(9,525)
Disposal	(8,916)	-	(8,916)
Disposal of subsidiaries (Note 32)	(1,156)	-	(1,156)
Impairment loss (Note 28)	(826)	-	(826)
Exchange differences	269	-	269
At 31 March 2025	54,818	-	54,818
<b>2024 (Restated)</b>			
<i>Carrying Amount</i>			
At 1 April 2023 (Restated)	32,109	8,511	40,620
Acquisition of subsidiaries (Note 31)	14,483	-	14,483
Additions	4,228	-	4,228
Depreciation charges	(7,865)	-	(7,865)
Impairment loss (Note 28)	(525)	-	(525)
Reassessment/modification of lease liabilities	28	-	28
Reclassification to Property and Equipment (Note 8)	(512)	(8,966)	(9,478)
Exchange differences	449	455	904
At 31 March 2024 (Restated)	42,395	-	42,395

- (a) The Group leases office units and apartments for its office use, confinement care centres, clinics, childcare centre and staffs' hostels. The leases typically run for a period of 1 to 8 (2024: 2 to 8) years. The leases include renewal option for additional terms of 1 to 15 (2024: 1 to 15) years upon expiry of the initial term.
- (b) The Group reassessed whether it is reasonably certain to exercise the options granted in the lease contracts if there is a significant change in circumstances within its control. In the previous financial year, the Group performed a reassessment and the financial effect of revising the lease terms to reflect the effect of exercising the extension and termination options was an increase in recognised lease liabilities and right-of-use assets of approximately RM91,000.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 11. INTANGIBLE ASSETS

The Group	Note	Goodwill RM'000	Software Development RM'000	Patent RM'000	Total RM'000
Cost:-					
At 1 April 2023		72,234	1,942	-	74,176
Acquisition of subsidiaries	31	8,838	-	2,000	10,838
Exchange differences		2,167	-	-	2,167
At 31 March 2024/1 April 2024		83,239	1,942	2,000	87,181
Disposal of subsidiaries	32	(4,072)	-	-	(4,072)
Exchange differences		(2,365)	-	-	(2,365)
At 31 March 2025		76,802	1,942	2,000	80,744
Accumulated amortisation and impairment loss:-					
At 1 April 2023		43	1,942	-	1,985
Amortisation charge		-	-	44	44
At 31 March 2024/1 April 2024		43	1,942	44	2,029
Amortisation charge		-	-	67	67
Impairment loss		1,874	-	-	1,874
At 31 March 2025		1,917	1,942	111	3,970
Net carrying amount:-					
31 March 2024		83,196	-	1,956	85,152
31 March 2025		74,885	-	1,889	76,774



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 11. INTANGIBLE ASSETS (CONT'D)

### (a) Goodwill

The carrying amounts of goodwill allocated to each cash-generating unit are as follows:-

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM'000</b>	<b>RM'000</b>
Aqurate Ingredients Intl (M) Sdn. Bhd. ("AQ")	25,688	25,688
Clinical Nutrition Intl (M) Sdn. Bhd. ("CNI")	1,979	2,079
Elite Dental Team Sdn. Bhd. ("EDT")	-	4,072
HC Orthopaedic Surgery Pte. Ltd. ("HCOS")	21,066	22,395
KL Dental (Connaught) Sdn. Bhd. ("KLDC")	1,270	1,270
KL Dental (Kiara) Sdn. Bhd. ("KLDK")	889	889
KL Dental Sdn. Bhd. ("KLD")	-	1,102
Microbiome Intl (M) Sdn. Bhd. ("MB")	-	189
Nutrogreen Health Industries Sdn. Bhd. ("NHI")	-	283
LYC Health Manufacturing (NS) Sdn. Bhd. ("LYCHMNS")	855	855
LYC Mother & Child (SG) Sdn. Bhd. ("LYCSG")	1,549	1,549
Tao Global Ventures Sdn. Bhd. ("TGV")	3,581	3,781
T&T Medical Group Pte. Ltd. ("T&T")	18,008	19,044
	<b>74,885</b>	<b>83,196</b>

Goodwill is assessed at each reporting date regardless of any indication of impairment by comparing the carrying amount with the recoverable amount of each cash generating units ("CGUs").

The recoverable amount of CGUs has been determined based on value-in-use calculations using cash flows projection from financial budgets and forecasts approved by management covering a five-year period. Cash flows beyond five-year period are extrapolated.

The key assumptions used in the determination of the recoverable amounts are as follows:-

	<b>Revenue Growth</b>	<b>Gross Margin</b>	<b>Discount Rate</b>	<b>Terminal Growth Rate</b>
<b>2025</b>				
Healthcare services	10% - 30%	32% - 80%	9% - 11%	0% - 2%
Nutraceutical supplements and ingredients	10% - 11%	16% - 36%	7.5% - 9.5%	2%
<b>2024</b>				
Healthcare services	7% - 28%	43% - 87%	7% - 16%	2%
Nutraceutical supplements and ingredients	10% - 35%	35% - 57%	14% - 16%	2%

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 11. INTANGIBLE ASSETS (CONT'D)

#### (a) Goodwill (Cont'd)

During the current financial year, an impairment loss of RM1,874,000 (2024: Nil) was recognised on KLD, NHI, TGV, MB and CNI in “Administrative and Other Expenses” line item of the statement of profit or loss and other comprehensive income as its financial performance was deteriorating due to keen competition. This goodwill belongs to the Healthcare services segment.

The Group has assessed the recoverable amounts of goodwill allocated and determined that no additional impairment is required. The recoverable amounts of the cash-generating units are determined using the value-in-use approach, and this is derived from the present value of the future cash flows from each cash-generating unit computed based on the projections of financial budgets approved by management covering a period of 5 years. The key assumptions used in the determination of the recoverable amounts are as follows:-

- (i) Revenue growth – compound average growth rate based on strategies in place such as increase in number of patients and sales volumes.
- (ii) Gross margin – average based on past experience and projected gross margin.
- (iii) Discount rate – based on the industry weighted average cost of capital of the CGU. The discount rate applied to the cash flow projections is pre-tax and reflects estimate of the risk specific to the CGU at the date of assessment.
- (iv) Terminal growth rate – based on forecasted Gross Domestic Product growth rate.

The values assigned to the key assumptions represent management’s assessment of future trends in the cash-generating units and are based on both external sources and internal historical data.

Management believes that there is no reasonably possible change in the above key assumptions applied that is likely to materially cause the respective cash-generating unit carrying amount to exceed its recoverable amount.

#### (b) Patent

Intellectual property rights arose from the acquisition of a subsidiary and is in relation to the purchase of patent of the probiotic strain.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 12. DEFERRED TAX ASSETS/(LIABILITIES)

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
		(Restated)
At 1 April	(1,161)	(450)
Recognised in profit or loss (Note 29)	6	(236)
Recognised in revaluation reserve (Note 19)	(3)	-
Acquisition of subsidiaries (Note 31)	-	(507)
Disposal of subsidiaries (Note 32)	328	-
Exchange differences	24	32
At 31 March	<u>(806)</u>	<u>(1,161)</u>

Presented after appropriate offsetting as follows:-

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
		(Restated)
Deferred tax assets	37	41
Deferred tax liabilities	(843)	(1,202)
At 31 March	<u>(806)</u>	<u>(1,161)</u>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 12. DEFERRED TAX ASSETS/(LIABILITIES) (CONT'D)

The estimated deferred tax assets and liabilities of the Group arising from temporary differences recognised in the financial statements are as follows:-

	At 1 April RM'000	Recognised in Profit or Loss (Note 29) RM'000	Recognised in Revaluation Reserve (Note 19) RM'000	Acquisition of subsidiaries (Note 31) RM'000	Disposal of subsidiaries (Note 32) RM'000	Exchange Differences RM'000	At 31 March RM'000
<b>The Group</b>							
<b>2025</b>							
Contract liabilities	354	(61)	-	-	-	-	293
Intangible assets	(240)	-	-	-	-	-	(240)
Property and equipment	(2,542)	71	-	-	387	24	(2,060)
Right-of-use assets	1,399	(4)	-	-	(59)	-	1,336
Land and buildings <sup>^</sup>	(132)	-	(3)	-	-	-	(135)
	(1,161)	6	(3)	-	328	24	(806)
<b>2024 (Restated)</b>							
Contract liabilities	354	-	-	-	-	-	354
Intangible assets	-	-	-	(240)	-	-	(240)
Property and equipment	(1,877)	(430)	-	(267)	-	32	(2,542)
Right-of-use assets	1,205	194	-	-	-	-	1,399
Land and buildings <sup>^</sup>	(132)	-	-	-	-	-	(132)
	(450)	(236)	-	(507)	-	32	(1,161)

<sup>^</sup> Being deferred tax recognised on the revaluation surplus of land and buildings.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 12. DEFERRED TAX ASSETS/(LIABILITIES) (CONT'D)

At the end of the reporting period, the amounts of deferred tax assets not recognised (stated at gross) due to uncertainty of their realisation are as follows:-

	<b>The Group</b>		<b>The Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	RM'000	RM'000	RM'000	RM'000
Unused tax losses				
- expires year of assessment ("YA") 2028	9,001	9,001	-	-
- expires YA 2029	3,940	3,940	-	-
- expires YA 2030	5,267	5,267	163	163
- expires YA 2031	6,595	6,595	166	166
- expires YA 2032	9,899	9,899	184	184
- expires YA 2033	10,716	10,716	192	192
- expires YA 2034	7,548	7,548	206	206
- expires YA 2035	9,926	-	406	-
	62,892	52,966	1,317	911
Unabsorbed capital allowances	13,477	12,791	-	-
Difference between carrying amounts of property and equipment and their tax base	64	105	-	-
Right-of-use assets	741	987	-	-
	<u>77,174</u>	<u>66,849</u>	<u>1,317</u>	<u>911</u>

Based on the current legislation, the unused tax losses up to the year of assessment 2018 can be carried forward until the year of assessment 2028 and the unused tax losses for 2019 onwards are allowed to be utilised for 10 consecutive years of assessment immediately following that year of assessment; whereas, the unabsorbed capital allowances are allowed to be carried forward indefinitely.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 13. INVENTORIES

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
		(Restated)
Computer and electronics parts	98	93
Nutraceutical supplements and ingredients	7,225	9,595
Healthcare supplies	1,543	1,803
	<u>8,866</u>	<u>11,491</u>
Recognised in profit or loss:-		
Inventories recognised as cost of sales	33,825	39,518
Amount written down to net realisable value	678	121
Reversal of inventories previously written down	<u>(30)</u>	<u>(86)</u>

### 14. TRADE AND OTHER RECEIVABLES

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
		(Restated)
<u>Trade</u>		
External parties	13,081	9,563
Related party	700	900
Less: Allowance for impairment losses	<u>(913)</u>	<u>(1,025)</u>
	<u>12,868</u>	<u>9,438</u>
<u>Non-Trade</u>		
Other receivables	3,522	2,198
Related party	614	574
Less: Allowance for impairment losses	<u>(739)</u>	<u>(713)</u>
	<u>3,397</u>	<u>2,059</u>
Deposits	7,362	8,855
Prepayments	745	3,517
GST refundable	3	130
Advance payment to suppliers	<u>1,630</u>	<u>89</u>
	<u>13,137</u>	<u>14,650</u>
Total trade and other receivables	<u>26,005</u>	<u>24,088</u>

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 14. TRADE AND OTHER RECEIVABLES (CONT'D)

	<b>The Company</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
<u>Non-Trade</u>		
Other receivables	5	4
Deposits	2	2
Prepayments	31	34
	<u>38</u>	<u>40</u>

(a) Trade receivables

The Group's and the Company's normal trade credit terms range from 7 to 90 (2024: 7 to 90) days. Other credit terms are assessed and approved on a case-by-case basis.

The related party refers to a company in which a major shareholder of the Company has substantial financial interest. The amount is scheduled to be settled on instalment basis within the financial year 2026 and is guaranteed by the director of the related party, who is also a major shareholder of the Company.

(b) Other receivables

The related party refers to a company in which a major shareholder of the Company has substantial financial interest. The amount is scheduled to be settled on instalment basis within the financial year 2025 and is guaranteed by the director of the related party, who is also a major shareholder of the Company.

In the previous financial year, included in other receivables was an amount of RM638,000, being contingent consideration asset recognised in relation to the acquisition of Elite Dental Team Sdn. Bhd.

(c) Deposits

Included in deposits of the Group are:-

- (i) amounts of RM4,198,240 (2024: RM3,625,980) being rental, utilities and security deposits paid for rented properties;
- (ii) amounts of RM1,922,039 (2024: RM2,722,105) being advance payment for the purchase of property and equipment; and
- (iii) amounts of RM300,000 in the previous financial year being deposit paid for the acquisition of Kee Vee Dental Laboratory Sdn. Bhd. as disclosed in Note 39(b).

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 15. CONTRACT ASSETS/(LIABILITIES)

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
<b>Contract Assets</b>		
Medical Services	56	122
<b>Contract Liabilities</b>		
Confinement services	(3,118)	(3,823)
Cosmetic services	(4)	(566)
Other services	(268)	(24)
Sale of goods	(2,817)	(2,461)
	<u>(6,207)</u>	<u>(6,874)</u>

No information is provided for the performance obligations that have original expected durations of 1 year or less, as allowed by MFRS 15.121(a).

### 16. AMOUNT DUE FROM/(TO) SUBSIDIARIES

	<b>The Company</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
Amount due from subsidiaries		
- Trade	3,980	7,040
- Non-trade	27,653	21,529
Less: Allowance for impairment losses	(13,190)	(5,576)
	<u>18,443</u>	<u>22,993</u>
Amount due to subsidiaries		
- Non-trade	<u>(4,406)</u>	<u>(1,548)</u>

The amount due from/(to) subsidiaries are non-trade in nature, unsecured, interest free, repayable on demand and are expected to be settled in cash. Trade balances are in respect of unpaid management fees charged by the Company whereas the non-trade balances are in respect of advances to/from subsidiaries.



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 17. CASH AND SHORT-TERM DEPOSITS

	2025 RM'000	2024 RM'000
<b>The Group</b>		
Cash and bank balances	5,604	12,985
Deposits placed with licensed banks	12,119	11,720
	<u>17,723</u>	<u>24,705</u>
Less: Bank overdrafts (Note 20)	(10,018)	(9,956)
Less: Non-short-term deposits	(10,000)	(10,575)
	<u>(2,295)</u>	<u>4,174</u>
<b>The Company</b>		
Bank balances	<u>91</u>	<u>614</u>

- (a) The deposits placed with licensed banks of the Group at the end of the reporting period bore effective interest rates ranging from 2.60% to 3.10% (2024: 2.50% to 3.10%) per annum. The fixed deposits have maturity periods ranging from 1 month to 12 months (2024: 30 days to 12 months for the Group).
- (b) Included in the fixed deposits with licensed banks of the Group at the end of the reporting period was an amount of RM10,000,000 (2024: RM10,575,000) which has been pledged to a licensed bank as security for banking facilities granted to the Group as disclosed in Note 20 to the financial statements.

## 18. SHARE CAPITAL

	The Group/The Company			
	2025 Number of Shares'000	2024 Number of Shares'000	2025 RM'000	2024 RM'000
<b>Ordinary Shares</b>				
Issued and Fully Paid-Up				
At 1 April	714,946	649,978	101,443	90,558
Issued during the year	-	64,968	-	10,885
At 31 March	<u>714,946</u>	<u>714,946</u>	<u>101,443</u>	<u>101,443</u>

- (a) The holders of ordinary shares are entitled to receive dividends as and when declared by the Company and are entitled to one vote per ordinary share at meetings of the Company. The ordinary shares have no par value.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 18. SHARE CAPITAL (CONT'D)

- (b) In the previous financial year, the Company issued a total of 64,968,000 new ordinary shares pursuant to private placements at issue price ranging from RM0.155 each to RM0.197 each mainly for the purpose of working capital.

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

### 19. OTHER RESERVES

The Group	Foreign Exchange Translation Reserve RM'000	Revaluation Reserve RM'000	Total RM'000
At 1 April 2023	3,940	428	4,368
<i>Other comprehensive income:- Items that will be reclassified subsequently to profit or loss</i>			
Foreign currency translation differences for foreign operations	405	-	405
At 31 March 2024/1 April 2024	4,345	428	4,773
<i>Other comprehensive income:- Items that will be reclassified subsequently to profit or loss</i>			
Foreign currency translation differences for foreign operations	(2,726)	-	(2,726)
<i>Items that will not be reclassified subsequently to profit or loss</i>			
Revaluation of property and equipment (Note 8)	-	11	11
Less: Deferred taxation (Note 12)		(3)	(3)
	-	8	8
At 31 March 2025	1,619	436	2,055

- (a) Foreign exchange translation reserve

The foreign exchange translation reserve arose from the translation of the financial statements of foreign subsidiaries whose functional currencies are different from the Group's presentation currency.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 19. OTHER RESERVES (CONT'D)

### (b) Revaluation reserve

The revaluation reserve represents the revaluation surpluses (net of deferred taxation) of the freehold land and buildings of the Group presented under property and equipment.

## 20. LOANS AND BORROWINGS

		The Group 2025 RM'000	2024 RM'000
	Note		
<b>Non-current</b>			
<u>Secured</u>			
Term loans	(b)	2,942	3,699
Redeemable preference shares	(c)	-	14,820
Hire purchase payables	(d)	1,459	3,119
		<u>4,401</u>	<u>21,638</u>
<b>Current</b>			
<u>Secured</u>			
Bank overdrafts	(a)	10,018	9,956
Term loans	(b)	392	674
Redeemable preference shares	(c)	56,190	41,430
Hire purchase payables	(d)	1,217	2,137
		<u>67,817</u>	<u>54,197</u>
		<u>72,218</u>	<u>75,835</u>

### (a) Bank Overdrafts

Bank overdraft bore an effective interest of 4.60% (2024: 4.60%) per annum and are secured by a pledge of fixed deposits.

### (b) Term Loans

The term loans bore interest at rates ranging from 3.90% to 5.75% (2024: 3.90% to 6.40%) per annum.

The term loans are secured by:-

- (i) corporate guarantee by the Company;
- (ii) 80% guarantee by Syarikat Jaminan Pembiayaan Perniagaan ("SJPP");
- (iii) letter of guarantee from Credit Guarantee Corporation Malaysia Berhad ("CGC");
- (iv) joint and several guarantee by the directors;
- (v) personal guarantee by a director of a subsidiary; and
- (vi) freehold land and buildings of a subsidiary (Note 8).

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 20. LOANS AND BORROWINGS (CONT'D)

#### (b) Term Loans (Cont'd)

The repayment terms of the term loans are as follows:-

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
Within the next twelve months	392	674
After the next twelve months		
- not later than two years	722	751
- later than two years but not later than five years	2,072	2,948
- later than five years	148	-
	<u>2,942</u>	<u>3,699</u>
Total term loans	<u>3,334</u>	<u>4,373</u>

#### (c) Redeemable Preference Shares

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
Redeemable preference shares ("RPS")	57,000	57,000
Less: Transaction costs	(810)	(750)
	<u>56,190</u>	<u>56,250</u>

#### Redeemable preferences shares 1

On 15 October 2020, LYCM, a wholly-owned subsidiary of the Company, entered into a Subscription Agreement with a third party subscriber for the issuance and subscription of 45,000,000 RPS of RM1 each.

The proceeds raised from the RPS shall be utilised by LYCM for the following purposes:-

- (i) to acquire shares in T&T and HCOS;
- (ii) to pay for the fees and expenses incurred in the issuance of the RPS;
- (iii) as working capital of LYCM;
- (iv) to reimburse the Company and/or its subsidiaries for any advances made to LYCM and/or expenses that were paid earlier by the Company and/or its subsidiaries on behalf of LYCM; and/or
- (v) to pay for any other payments in the ordinary course of business.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 20. LOANS AND BORROWINGS (CONT'D)

#### (c) Redeemable Preference Shares (Cont'd)

##### Redeemable preferences shares 1 (Cont'd)

The salient features of the RPS are as follows:-

- (i) The RPS does not carry any voting rights at any general meeting of LYCM, except in the following circumstances:-
  - (a) upon any resolution or proposal which varies or is deemed to vary the rights and privileges attaching to the RPS;
  - (b) upon any resolution for the winding-up of LYCM and during the winding up of LYCM;
  - (c) during such period as any dividends on the RPS may have been proposed by the Board of LYCM and approved by the shareholders of LYCM but remains in arrears and unpaid for more than 6 months;
  - (d) on a proposal to reduce the share capital of the Company; and/or
  - (e) on a proposal for the disposal of the whole of the property, business and undertaking of the Company.
- (ii) The holder of the RPS is not entitled to any conversion rights;
- (iii) The RPS are not transferable by the RPS holder;
- (iv) The holder of the RPS is entitled to annual dividend payable on semi-annual basis of 9% per annum from year one to year three, annual dividend of 9.5% per annum from year four to year five and profit sharing equivalents to 15% of net profits of LYCM based on the latest audited accounts in year four to year five;
- (v) No dividend shall be declared in respect of the ordinary shares unless all the dividends are first declared and paid to the RPS holder. All dividends declared shall be paid to the RPS holder in preference to any dividends declared over the ordinary shares or any other class of shares in the share capital of LYCM;
- (vi) The RPS are to be redeemed by LYCM for cash at the redemption price (equivalent to the issue price of RM1.00 of each RPS) at the end of 5th year from the subscription date or such other extended period as mutually agreed by both parties;
- (vii) Administrative fee equivalent to 1% of the Subscription Amount shall also be paid by LYCM to the RPS holder on redemption of the RPS;
- (viii) LYCM shall have the right to redeem all the subscription shares for cash at the redemption price at any time before the maturity date; and
- (ix) In the event of any liquidation, dissolution, winding up or other repayment of capital of LYCM, the RPS holder shall rank as first creditors and subject to insolvency laws, be entitled to receive, in preference to holders of all other ordinary shares and unsecured trade or financial creditors, plus any accrued but unpaid dividends in arrears.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 20. LOANS AND BORROWINGS (CONT'D)

#### (c) Redeemable Preference Shares (Cont'd)

##### Redeemable preferences shares 1 (Cont'd)

The RPS are secured by corporate guarantee by the Company.

##### Redeemable preferences shares 2

On 1 September 2021, LYCM, a wholly-owned subsidiary of the Company, entered into a Subscription Agreement with a third party subscriber for the issuance and subscription of 42,000,000 RPS of RM1 each.

The proceeds raised from the RPS shall be utilised by LYCM for the following purposes:-

- (i) to acquire shares in AQ and MB;
- (ii) to pay for the fees and expenses incurred in the issuance of the RPS;
- (iii) as working capital of LYCM; and/or
- (iv) to pay for any other payments in the ordinary course of business.

The salient features of the RPS are as follows:-

- (i) The RPS does not carry any voting rights at any general meeting of LYCM, except in the following circumstances:-
  - (a) upon any resolution or proposal which varies or is deemed to vary the rights and privileges attaching to the RPS;
  - (b) upon any resolution for the winding-up of LYCM and during the winding up of LYCM;
  - (c) during such period as any dividends on the RPS may have been proposed by the Board of LYCM and approved by the shareholders of LYCM but remains in arrears and unpaid for more than 6 months;
  - (d) on a proposal to reduce the share capital of the Company; and/or
  - (e) on a proposal for the disposal of the whole of the property, business and undertaking of the Company.
- (ii) The holder of the RPS is not entitled to any conversion rights;
- (iii) The RPS are not transferable by the RPS holder;

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 20. LOANS AND BORROWINGS (CONT'D)

#### (c) Redeemable Preference Shares (Cont'd)

##### Redeemable preferences shares 2 (Cont'd)

The salient features of the RPS are as follows:- (Cont'd)

- (iv) The holder of the RPS is entitled to annual dividend payable on semi-annual basis of 9% per annum in year one, annual dividend of 9.5% per annum in year two, annual dividend of 10% per annum in year three and profit sharing equivalents to 10% of net profits of LYCM based on the latest audited accounts in year three;
- (v) No dividend shall be declared in respect of the ordinary shares unless all the dividends are first declared and paid to the RPS holder. All dividends declared shall be paid to the RPS holder in preference to any dividends declared over the ordinary shares or any other class of shares in the share capital of LYCM;
- (vi) The RPS are to be redeemed by LYCM for cash at the redemption price (equivalent to the issue price of RM1.00 of each RPS) at the end of 3rd year from the subscription date or such other extended period as mutually agreed by both parties;
- (vii) Administrative fee equivalent to 1% of the Subscription Amount shall also be paid by LYCM to the RPS holder on redemption of the RPS;
- (viii) LYCM shall have the right to redeem all the subscription shares for cash at the redemption price at any time before the maturity date; and
- (ix) In the event of any liquidation, dissolution, winding up or other repayment of capital of LYCM, the RPS holder shall rank as first creditors and subject to insolvency laws, be entitled to receive, in preference to holders of all other ordinary shares and unsecured trade or financial creditors, plus any accrued but unpaid dividends in arrears.

The RPS are secured by corporate guarantee by the Company.

The redeemable preference shares of a subsidiary amounting to RM14.820 million and RM41.370 million respectively (totaling RM56.190 million), as disclosed in Note 20 to the financial statements, were originally due for redemption in September 2025 and October 2025, respectively. Subsequent to the reporting date, as disclosed in the same note, an extension of the redemption period for the RM14.820 million and RM41.370 million redeemable preference shares will be granted by the third-party subscriber until 23 September 2026 and 19 October 2026 respectively, subject to settlement of all dividends and related expenses, and the extension documents being duly stamped.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 20. LOANS AND BORROWINGS (CONT'D)

#### (d) Hire purchase payables

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM'000</b>	<b>RM'000</b>
Minimum hire purchase payments		
- not later than one year	1,746	2,390
- later than one year and not later than five years	1,084	3,319
	<u>2,830</u>	<u>5,709</u>
Less: Future finance charges	(154)	(453)
Present value of minimum payments	<u>2,676</u>	<u>5,256</u>
	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM'000</b>	<b>RM'000</b>
Present value of minimum hire purchase payments:-		
- not later than one year	1,217	2,137
- later than one year and not later than five years	1,459	3,119
	<u>2,676</u>	<u>5,256</u>
Less: Amount due within 12 months	(1,217)	(2,137)
Amount due after 12 months	<u>1,459</u>	<u>3,119</u>



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 21. LEASE LIABILITIES

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
		(Restated)
At 1 April	57,327	46,356
Additions (Notes 10 and 33(b))	21,623	4,228
Acquisition of subsidiaries (Note 31(a))	-	15,088
Disposal of subsidiaries (Note 32)	(979)	-
Interest expense recognised in profit or loss (Note 27)	2,982	2,387
Changes due to lease modification (Notes 10 and 33(b))	-	132
Repayment of principal	(11,516)	(8,074)
Repayment of interest expense	(3,028)	(2,115)
Exchange differences	(647)	(675)
At 31 March	<u>65,762</u>	<u>57,327</u>
<b>Analysed by:-</b>		
Current liabilities	10,517	20,356
Non-current liabilities	55,245	36,971
	<u>65,762</u>	<u>57,327</u>

## 22. AMOUNT DUE TO NON-CONTROLLING SHAREHOLDER/DIRECTOR OF SUBSIDIARIES

The amount due to non-controlling shareholder/director of subsidiaries is non-trade in nature, unsecured, interest free and repayable on demand (2024: repayable on demand) and is expected to be settled in cash. All non-trade balances are in respect of advances from non-controlling shareholder/directors of subsidiaries.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 23. PROVISIONS

	Restoration Costs RM'000	Unutilised Annual Leave RM'000	Total RM'000
At 1 April 2023	1,479	288	1,767
Acquisition of subsidiaries (Note 31)	852	-	852
Provisions made during the financial year	255	84	339
Provisions reversed during the financial year (Restated)	(240)	(43)	(283)
Unwinding of discount factor (Note 27)	70	-	70
Exchange differences	22	16	38
At 31 March 2024/1 April 2024 (Restated)	2,438	345	2,783
Disposal of subsidiaries (Note 32)	(823)	-	(823)
Provisions made during the financial year	217	600	817
Provisions reversed during the financial year	(21)	(345)	(366)
Unwinding of discount factor (Note 27)	77	-	77
Exchange differences	(1)	-	(1)
At 31 March 2025	1,887	600	2,487
<b>Analysed by:-</b>			
Current liabilities	-	345	345
Non-current liabilities	2,438	-	2,438
At 31 March 2024 (Restated)	2,438	345	2,783
Current liabilities	-	600	600
Non-current liabilities	1,887	-	1,887
At 31 March 2025	1,887	600	2,487

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

**24. TRADE AND OTHER PAYABLES**

	<b>The Group</b>		<b>The Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
		<b>(Restated)</b>		
<u>Trade</u>				
Trade payables	7,896	9,196	-	-
<u>Non-trade</u>				
Other payables	10,829	9,342	249	54
Deposits	230	196	-	-
Accruals	9,986	7,634	764	424
GST payables	1,112	514	-	-
	<u>22,157</u>	<u>17,686</u>	<u>1,013</u>	<u>478</u>
Total trade and other payables	<u>30,053</u>	<u>26,882</u>	<u>1,013</u>	<u>478</u>

**(a) Trade payables**

Trade payables are non-interest bearing and the normal credit terms granted to the Group ranges from 30 to 90 days (2024: 30 to 90 days).

**(b) Other payables**

Included in other payables are:-

- (i) an amount of RM656,215 (2024: RM694,368) in respect of the renovation costs owing to contractors;
- (ii) an amount of RM1,799,220 (2024: RM3,900,765) in respect of the purchase consideration for the acquisition of remaining 49% equity interest in LYCSG; and
- (iii) an amount of RM1,504,872 in the previous financial year due to companies in which the non-controlling shareholder/directors of the subsidiaries have interest.

**(c) Accruals**

Included in accruals are:-

- (i) an amount of RM75,200 (2024: RM75,200) in respect of the renovation costs; and
- (ii) an amount of RM2,954,007 (2024: RM932,271) in respect of accrued interest on redeemable preference shares.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 25. REVENUE

	The Group		The Company	
	2025	2024	2025	2024
	RM'000	RM'000	RM'000	RM'000
		(Restated)		
<u>Revenue from Contracts with Customers</u>				
Sales of goods	48,347	38,484	-	-
Rendering of services	107,172	90,506	3,980	4,517
	<u>155,519</u>	<u>128,990</u>	<u>3,980</u>	<u>4,517</u>
<u>Revenue recognised at a point in time</u>				
At a point in time	133,800	110,400	-	-
Over time	21,719	18,590	3,980	4,517
	<u>155,519</u>	<u>128,990</u>	<u>3,980</u>	<u>4,517</u>

(a) The information on the disaggregation of revenue by geographical market is disclosed in Note 36 to the financial statements.

(b) The information about the performance obligations in contracts with customers is summarised below:-

The Group and the Company do not have performance obligations that are unsatisfied for contracts that have an original duration of more than one year at the reporting date.

The Group applies the practical expedient in paragraph 121(a) of MFRS 15 and accordingly, do not disclose information about remaining performance obligations that have original expected durations of one year or less.

(c) The information of the revenue is summarised below:-

(i) Sales of goods

Revenue from the sales of goods are recognised at a point in time when control of the products has been transferred, being when the customer accepts the delivery of the goods. Sales are made with a credit term ranging from 30 to 90 days, which is consistent with market practice, therefore, no element of financing is deemed present. A receivable is recognised when the customer accepts the delivery of the goods as the consideration is unconditional other than the passage of time before the payment is due.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 25. REVENUE (CONT'D)

(c) The information of the revenue and is summarised below:- (Cont'd)

### (i) Sales of goods (Cont'd)

Revenue is recognised based on the price specified in the contract, net of any discounts, excluding amounts collected on behalf of third parties such as sales and services tax.

Where consideration is collected from customer in advance for sale of goods, a contract liability is recognised for the customer deposits. Contract liability would be recognised as revenue upon sales of goods to the customer.

No element of significant financing is deemed present as the sales are made with credit terms not exceeding 12 months which are consistent with prevailing market practice.

### (ii) Rendering of services

Revenue from confinement, child daycare and dental services mainly are recognised as services rendered over time as customers simultaneously receive and consume the benefits provided by the Group's performance, measured using time elapsed method. Revenue from medical services is recognised as services rendered at a point in time upon completion of the specified services.

There is no significant financing component in the selling price as the sales of services are generally made on cash term.

Where consideration is collected from customer in advance for services, a contract liability is recognised for the customer deposits. Contract liability would be recognised as revenue upon rendering of services to the customer.

## 26. COST OF SALES

	The Group	
	2025	2024
	RM'000	RM'000
		(Restated)
Cost of goods	45,488	39,003
Cost of services	41,063	21,720
	<u>86,551</u>	<u>60,723</u>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 27. FINANCE COSTS, NET

	The Group	
	2025	2024
	RM'000	RM'000
		(Restated)
Interest income	(230)	(393)
Interest expenses on:-		
- lease liabilities	2,982	2,387
- hire purchase	219	241
- bank overdrafts	453	287
- term loans	146	177
- redeemable preference shares	6,907	6,379
- unwinding discount on provision for restoration costs (Note 23)	77	70
	10,784	9,541
	10,554	9,148

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 28. LOSS BEFORE TAXATION

	<b>The Group</b>		<b>The Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	RM'000	RM'000 (Restated)	RM'000	RM'000
Loss before taxation is arrived at after charging/(crediting):-				
Auditors' remuneration:-				
- audit fees:				
- auditors of the Company	400	521	144	133
- other auditors	236	381	-	-
- non-audit fees:-*				
- auditors of the Company	6	36	6	6
- other auditors	-	43	-	-
Directors' remuneration:				
- fees	430	344	430	344
- salaries and other benefits	992	1,042	992	1,042
- defined contribution benefits	112	121	112	121
Subsidiaries' directors' remuneration:				
- fees	-	718	-	-
- emoluments	10,852	9,472	-	-
<b>Material Expenses/(Income)</b>				
Amortisation of intangible assets	67	44	-	-
Bad debts written off	379	-	-	-
Deposits written off	-	7	-	-
Depreciation of investment properties	13	12	-	-
Depreciation of property and equipment	7,972	7,171	3	1
Depreciation of right-of-use assets	9,525	7,865	-	-
Expenses relating to:-				
- low value leases	52	63	-	-
- short-term leases	-	1,136	-	-
Impairment losses:-				
- property and equipment	818	290	-	-
- right-of-use assets	826	530	-	-
- investments in subsidiaries	-	-	7,407	12,500
- investment in an associate	333	-	-	-
- amount due from subsidiaries	-	-	8,042	1,703
- trade and other receivables	81	1,294	-	-

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 28. LOSS BEFORE TAXATION (CONT'D)

	The Group		The Company	
	2025	2024	2025	2024
	RM'000	RM'000	RM'000	RM'000
Loss before taxation is arrived at after charging/(crediting):- (Cont'd)				
<b>Material Expenses/(Income) (Cont'd)</b>				
Impairment losses:- (Cont'd)				
- intangible assets	1,874	-	-	-
Inventories written down	678	121	-	-
Loss/(Gain) on foreign exchange:-				
- realised	222	(99)	-	-
- unrealised	408	(4)	11	(21)
Property and equipment written off	224	74	-	-
(Gain)/Loss on disposal of:-				
- subsidiaries	(1,805)	7	-	-
- property and equipment	(55)	(405)	-	-
Loss on termination leases	-	184	-	-
Loss on lease modification	-	104	-	-
Gain on remeasurement of previously held interest in joint venture	-	(796)	-	-
Gain on settlement of contingent consideration	-	(1,836)	-	-
Government wages subsidies	(57)	(287)	-	-
Rental income	(792)	(572)	-	-
Reversal of impairment losses:-				
- amount due from subsidiaries	-	-	(428)	-
- right-of-use assets	-	(5)	-	-
- trade and other receivables	(158)	(16)	-	-
Reversal of inventories written down	(30)	(86)	-	-
Staff costs:-				
- wages, salaries and other	34,319	29,381	2,086	2,409
- defined contribution benefits	3,116	2,383	413	273
Waiver of debts	-	(419)	-	-

\* This amount comprised professional fees in relation to review of Statement of Risk Management and Internal Control and audit of interim financial statements for the Proposed Listing in SGX-ST.



## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 29. INCOME TAX EXPENSE

	The Group		The Company	
	2025	2024	2025	2024
	RM'000	RM'000	RM'000	RM'000
		(Restated)		
Current tax expense:-				
Malaysian Income Tax:-				
- current financial year	2,520	2,587	-	-
- under/(over)provision in the previous financial year	13	(122)	-	-
Overseas Income Tax:-				
- current financial year	1,665	882	-	-
- (over)/underprovision in the previous financial year	(67)	96	-	-
	<u>4,131</u>	<u>3,443</u>	<u>-</u>	<u>-</u>
Deferred tax (Note 12):-				
- origination and reversal of temporary differences	(2)	163	-	-
- (over)/underprovision in the previous financial year	(4)	73	-	-
	<u>(6)</u>	<u>236</u>	<u>-</u>	<u>-</u>
	<u>4,125</u>	<u>3,679</u>	<u>-</u>	<u>-</u>

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 29. INCOME TAX EXPENSE (CONT'D)

A reconciliation of income tax expense applicable to the loss before taxation at the statutory tax rate to income tax expense at the effective tax rate of the Group and of the Company is as follows:- (Cont'd)

	<b>The Group</b>		<b>The Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	RM'000	RM'000 (Restated)	RM'000	RM'000
Loss before taxation	(8,090)	(12,844)	(15,875)	(15,178)
Tax at the statutory tax rate of 24% (2024: 24%)	(1,942)	(3,083)	(3,810)	(3,643)
Tax effects of:-				
Lower tax rates in foreign jurisdiction	(369)	(278)	-	-
Non-deductible expenses	4,073	4,381	3,713	3,642
Non-taxable income	-	(75)	-	-
Tax exemptions	(57)	(60)	-	-
Utilisation of deferred tax assets previously not recognised	-	(13)	-	-
Deferred tax assets not recognised during the financial year	2,478	2,760	97	1
Overprovision of current tax in the previous financial year	(54)	(26)	-	-
(Over)/Underprovision of deferred taxation in the previous financial year	(4)	73	-	-
	<u>4,125</u>	<u>3,679</u>	<u>-</u>	<u>-</u>

Domestic income tax is calculated at the Malaysian statutory tax rate of 24% (2024: 24%) on the estimated assessable profit for the financial year. The taxation of other jurisdictions is calculated at the rates prevailing in the respective jurisdiction.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 30. LOSS PER SHARE

#### (a) Basic Loss Per Share

The basic loss per share is calculated by dividing the consolidated loss attributable to owners of the Company by the weighted average number of ordinary shares in issue during the financial year.

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
		(Restated)
Loss attributable to owners of the Company (Basic)	(17,068)	(20,779)
Weighted average number of ordinary shares:		
Number of shares in issue as of 1 April	714,946	649,978
Effect of issuance of ordinary shares pursuant to placements	-	8,805
	714,946	658,783
Basic loss per share (sen)	(2.39)	(3.15)

#### (b) Diluted Loss Per Share

The diluted loss per share is equal to the basic loss per share because there were no potential dilutive ordinary shares during the financial year.

### 31. ACQUISITIONS OF SUBSIDIARIES AND NON-CONTROLLING INTERESTS

#### (a) Acquisition of Subsidiaries

##### 2025

There were no acquisitions of subsidiaries during the current financial year.

##### 2024

On 30 June 2023, LYCD&A acquired 55% of equity interest in the shares of Elite Dental Team Sdn. Bhd. ("EDT"). EDT is involved in the provision of consultancy services and dental treatments.

On 4 October 2023, LYCHMG acquired 75% of equity interest in the shares of Nutrogreen Health Industries Sdn. Bhd. ("NHI") and LYCHMNS entered into a business sale agreement to acquire Kitta Enterprise ("KITTA"). NHI and Kitta are involved in the trading and manufacturing in all kinds of food products and food supplement products that mainly targets the nutraceutical segment.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 31. ACQUISITIONS OF SUBSIDIARIES AND NON-CONTROLLING INTERESTS (CONT'D)

#### (a) Acquisition of Subsidiaries (Cont'd)

##### 2024 (Cont'd)

On 31 October 2023, LYCN acquired 100% of equity interest in the shares of Clinical Nutrition Intl (M) Sdn. Bhd. ("CNI"). CNI is involved in supply of nutraceutical ingredients.

#### (i) Provisional fair value of consideration transferred:-

	EDT RM'000	CNI RM'000	NHI RM'000	KITTA RM'000	Total RM'000
Cash consideration	4,862	3,200	525	600	9,187
Ordinary shares	-	-	-	400	400
<b>Total</b>	<b>4,862</b>	<b>3,200</b>	<b>525</b>	<b>1,000</b>	<b>9,587</b>

As part of the share sale agreement, the vendors of EDT provided a profit guarantee on a cumulative basis over the two financial years up to the financial year ending 31 March 2025, which translated to an average profit guarantee of RM1,250,000 per financial year. Contingent consideration asset was recognised amounting to RM638,000 as the directors believe that the guaranteed profit is not achievable.

#### (ii) Provisional fair values of identifiable assets acquired and liabilities recognised:-

	EDT RM'000	CNI RM'000	NHI RM'000	KITTA RM'000	Total RM'000
<b>Assets</b>					
Property and equipment (Note 8)	8,193	-	6	108	8,307
Right-of-use assets (Note 10)	1,217	-	79	-	1,296
Intangible assets (Note 11)	-	2,000	-	-	2,000
Deferred tax assets	2	-	-	-	2
Current tax assets	187	8	41	-	236
Trade and other receivables	2,266	37	96	74	2,473
Cash and cash equivalents	1,519	714	187	28	2,448
<b>Total assets</b>	<b>13,384</b>	<b>2,759</b>	<b>409</b>	<b>210</b>	<b>16,762</b>

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 31. ACQUISITIONS OF SUBSIDIARIES AND NON-CONTROLLING INTERESTS (CONT'D)

(a) Acquisition of Subsidiaries (Cont'd)

**2024 (Cont'd)**

(ii) Provisional fair values of identifiable assets acquired and liabilities recognised:- (Cont'd)

	<b>EDT</b> RM'000	<b>CNI</b> RM'000	<b>NHI</b> RM'000	<b>KITTA</b> RM'000	<b>Total</b> RM'000
<b>Liabilities</b>					
Deferred tax liabilities	269	240	-	-	509
Provision	688	-	-	-	688
Lease liabilities	1,041	-	82	-	1,123
Loans and borrowings	3,051	-	-	-	3,051
Amount due to director	1,599	-	-	-	1,599
Amount due to holding company	-	598	-	-	598
Current tax liabilities	63	-	-	-	63
Trade and other payables	5,347	800	4	66	6,217
<b>Total liabilities</b>	<b>12,058</b>	<b>1,638</b>	<b>86</b>	<b>66</b>	<b>13,848</b>
<b>Total identifiable net assets acquired</b>	<b>1,326</b>	<b>1,121</b>	<b>323</b>	<b>144</b>	<b>2,914</b>
Goodwill arising on acquisition (Note 11)	4,072	2,079	283	856	7,290
Non-controlling interest	(536)	-	(81)	-	(617)
<b>Provisional fair value of consideration transferred</b>	<b>4,862</b>	<b>3,200</b>	<b>525</b>	<b>1,000</b>	<b>9,587</b>

The purchase price allocation for acquisitions is provisional and adjustments will be made, if any, upon completion of the purchase price allocations within the measurement period of up to 12 months after the acquisition date.

#### Goodwill

Goodwill comprises the value of expected synergies arising from the acquisition and non-identifiable intangible assets which are not separately recognised.

#### Acquisition-related costs

Acquisition-related costs of the business combination amounted to RM70,900, which were recognised in profit or loss as administrative and other expenses.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 31. ACQUISITIONS OF SUBSIDIARIES AND NON-CONTROLLING INTERESTS (CONT'D)

#### (a) Acquisition of Subsidiaries (Cont'd)

##### 2024 (Cont'd)

##### (iii) Effects of acquisitions on cash flows:-

	EDT RM'000	CNI RM'000	NHI RM'000	KITTA RM'000	Total RM'000
Provisional fair value of consideration transferred	4,862	3,200	525	1,000	9,587
Less: Non-cash consideration					
- Ordinary shares	-	-	-	(400)	(400)
Consideration paid in cash	4,862	3,200	525	600	9,187
Less: Cash and cash equivalents of subsidiaries acquired	(1,519)	(714)	(187)	(28)	(2,448)
Net cash outflows on acquisitions	3,343	2,486	338	572	6,739

##### (iv) Effects of acquisition in statements profit or loss and other comprehensive income are as follows:-

From the date of acquisition, the subsidiaries' contributed revenue and loss net of tax are as follows:-

	EDT RM'000	CNI RM'000	NHI RM'000	KITTA RM'000
Revenue	16,092	356	100	301
Loss for the financial year	(367)	(7)	(67)	(44)

If the acquisition had occurred on 1 April 2023, the consolidated results for the financial year ended 31 March 2024 would have been as follows:-

	RM'000
Revenue	136,317
Loss for the financial year	(15,194)

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 31. ACQUISITIONS OF SUBSIDIARIES AND NON-CONTROLLING INTERESTS (CONT'D)

### (a) Acquisition of Subsidiaries (Cont'd)

#### 2024 (Cont'd)

On 2 January 2024, LYCM&C acquired the remaining 49% equity interest in LYC Mother & Child (SG) Sdn. Bhd. ("LYCSG") for a total purchase consideration of RM4,500,000. Consequently, LYCSG became a wholly-owned subsidiary of LYCM&C.

The purchase consideration of RM4,500,000 for the acquisition of 49% in LYCSG is satisfied in cash via 15 monthly instalments in the amount of RM300,000 starting from 10 January 2024.

#### (i) Provisional fair value of consideration transferred:-

	<b>LYCSG</b> RM'000
Cash consideration	4,500

#### (ii) Provisional fair values of identifiable assets acquired and liabilities recognised:-

	<b>LYCSG</b> RM'000
<b>Assets</b>	
Property and equipment (Note 8)	10,301
Right-of-use assets (Note 10)	13,187
Inventories	133
Trade and other receivables	651
Cash and cash equivalents	383
Total assets	24,655
<b>Liabilities</b>	
Provisions	164
Lease liabilities	13,965
Loans and borrowings	40
Trade and other payables	2,845
Total liabilities	17,014

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 31. ACQUISITIONS OF SUBSIDIARIES AND NON-CONTROLLING INTERESTS (CONT'D)

#### (a) Acquisition of Subsidiaries (Cont'd)

##### 2024 (Cont'd)

#### (ii) Provisional fair values of identifiable assets acquired and liabilities recognised:- (Cont'd)

	<b>LYCSG</b>
	RM'000
<b>Total identifiable net assets acquired</b>	7,641
Fair value of previously held equity interests in joint venture	(4,689)
Goodwill arising on acquisition (Note 11)	1,548
Provisional fair value of consideration transferred/payable	<u>4,500</u>

The purchase price allocation for acquisitions is provisional and adjustments will be made, if any, upon completion of the purchase price allocations within the measurement period of up to 12 months after the acquisition date.

#### Goodwill

Goodwill comprises the value of expected synergies arising from the acquisition and non-identifiable intangible assets which are not separately recognised.

#### Acquisition-related costs

Acquisition-related costs of the business combination amounted to RM2,000, which were recognised in profit or loss as administrative and other expenses.

#### (iii) Gain on remeasurement:-

	<b>LYCSG</b>
	RM'000
Fair value of previously held equity interests in joint venture	4,689
Less: Carrying amount immediately before acquisition date	(3,893)
Gain on remeasurement of previously held interest in joint venture	<u>796</u>



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 31. ACQUISITIONS OF SUBSIDIARIES AND NON-CONTROLLING INTERESTS (CONT'D)

### (a) Acquisition of Subsidiaries (Cont'd)

#### 2024 (Cont'd)

#### (iv) Effects of acquisitions on cash flows:-

	<b>LYCSG</b> RM'000
Consideration paid/payable in cash	4,500
Less: Cash and cash equivalents of subsidiaries acquired	(383)
Net cash outflows on acquisitions	<u>4,117</u>

#### (v) Effects of acquisition in statements of profit or loss and other comprehensive income:-

From the date of acquisition, the subsidiaries' contributed revenue and loss net of tax are as follows:-

	<b>LYCSG</b> RM'000
Revenue	620
Loss for the financial year	<u>(454)</u>

If the acquisition had occurred on 1 April 2023, the consolidated results for the financial year ended 31 March 2024 would have been as follows:-

	<b>RM'000</b>
Revenue	134,133
Loss for the financial year	<u>(17,268)</u>

### (b) Acquisition of Non-Controlling Interests

#### 2025

There were no acquisitions of non-controlling interests during the current financial year.

#### 2024

On 1 November 2023, LYCN acquired the remaining 30% equity interest in Microbiome Intl (M) Sdn. Bhd. ("MB") for a total consideration of RM120,000. Consequently, MB became a wholly-owned subsidiary of LYCN.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 32. DISPOSAL OF SUBSIDIARIES

#### 2025

During the current financial year, the Group disposed of its subsidiaries, Sigma Dental Laboratory Sdn. Bhd. and Elite Dental Team Sdn. Bhd. for total considerations of RM380,000 and RM6,500,000 respectively.

The financial effects of the disposal at the date of disposal are summarised below:-

	<b>The Group 2025 RM'000</b>
Goodwill	4,072
Property and equipment	7,163
Right-of-use assets	1,156
Trade and other receivables	2,733
Current tax assets	359
Cash and bank balances	1,578
Trade and other payables	(7,825)
Loans and borrowings	(1,163)
Lease liabilities	(979)
Provision for restoration costs	(823)
Deferred tax liabilities	(328)
Non-controlling interests	(868)
Carrying amount of net assets disposed of	5,075
Gain on disposal of subsidiaries	1,805
Consideration received, satisfied in cash	6,880
Less: Cash and bank balances of subsidiaries disposed	(1,578)
Net cash inflow from the disposal of subsidiaries	5,302

#### 2024

On 1 March 2024, EDT disposed of its 60% equity investment in Elite Dental Team (Shah Alam) Sdn. Bhd. for a total consideration of RM50,000.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 33. CASH FLOW INFORMATION

- (a) The cash disbursed for the purchase of property and equipment, investment properties and the addition of right-of-use assets is as follows:-

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
<b>Property and Equipment</b>		
Cost of property and equipment purchased (Note 8)	5,923	8,137
Less: Acquired through hire purchase arrangements (Note 33(b))	(275)	(2,435)
	<u>5,648</u>	<u>5,702</u>
<b>Investment Properties</b>		
Cost of investment properties purchased (Note 9)	-	3,263
Less: Acquired through term loans (Note 33(b))	-	(2,960)
	<u>-</u>	<u>303</u>
<b>Right-of-use Assets</b>		
Cost of right-of-use assets acquired (Note 10)	32,577	4,228
Less: Addition of new lease liabilities (Note 33(b))	(21,623)	(4,228)
Less: Reclassification from prepayments/advances	(2,038)	-
Less: Disposal during the financial year	(8,916)	-
	<u>-</u>	<u>-</u>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 33. CASH FLOW INFORMATION (CONT'D)

(b) The reconciliations of liabilities arising from financing activities are as follows:-

The Group	Term loans RM'000	Hire purchase payables RM'000	RCPSs RM'000	Lease liabilities RM'000	Total RM'000
<b>2025</b>					
At 1 April 2024	4,373	5,256	56,250	57,327	123,206
<u>Changes in Financing Cash Flows</u>					
Repayment in principals	(601)	(2,120)	(5,547)	(11,516)	(19,784)
Repayment of interests	(146)	(219)	(4,885)	(3,028)	(8,278)
	(747)	(2,339)	(10,432)	(14,544)	(28,062)
<u>Non-Cash Changes</u>					
Acquisition of new leases (Notes 10 and 21)	-	-	-	21,623	21,623
Acquisition of property and equipment	-	275	-	-	275
Disposal of subsidiaries	(438)	(725)	-	(979)	(2,142)
Interest expense recognised in profit or loss	146	219	6,907	2,982	10,254
Others	-	(10)	3,465	(647)	2,808
	(292)	(241)	10,372	22,979	32,818
At 31 March 2025	3,334	2,676	56,190	65,762	127,962

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 33. CASH FLOW INFORMATION (CONT'D)

(b) The reconciliations of liabilities arising from financing activities are as follows:- (Cont'd)

The Group 2024	Term loans RM'000	Hire purchase payables RM'000	RCPs RM'000	Lease liabilities RM'000	Total RM'000
At 1 April 2023	806	2,003	55,470	46,356	104,635
Changes in Financing Cash Flows					
Proceeds from drawdown	562	-	-	-	562
Repayment in principals	(738)	(1,490)	-	(8,074)	(10,302)
Repayment of interests	(177)	(241)	(5,886)	(2,115)	(8,419)
	(353)	(1,731)	(5,886)	(10,189)	(18,159)
<u>Non-Cash Changes</u>					
Acquisition of new leases (Notes 10 and 21)	-	-	-	4,228	4,228
Acquisition of subsidiaries	783	2,308	-	15,088	18,179
Acquisition of property and equipment	2,960	2,435	-	-	5,395
Modification of leases (Notes 10 and 21)	-	-	-	132	132
Interest expense recognised in profit or loss	177	241	6,379	2,387	8,640
Others	-	-	287	(675)	1,742
	3,920	4,984	6,666	21,160	38,316
At 31 March 2024	4,373	5,256	56,250	57,327	123,206

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 33. CASH FLOW INFORMATION (CONT'D)

(c) The total cash outflows for leases as a lessee are as follows:-

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
Payment of short-term leases	-	1,136
Payment of low-value assets	52	63
Interest paid on lease liabilities	3,028	2,115
Payment of lease liabilities	11,516	8,074
	<u>14,596</u>	<u>11,388</u>

### 34. KEY MANAGEMENT PERSONNEL COMPENSATION

The key management personnel of the Group and of the Company include executive directors and non-executive directors of the Company and certain members of senior management of the Group.

The key management personnel compensation during the financial year are as follows:-

	<b>The Group</b>		<b>The Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	RM'000	RM'000	RM'000	RM'000
<b>(a) Directors</b>				
<u>Directors of the Company</u>				
Short-term employee benefits:-				
- fees	430	344	430	344
- salaries, bonuses and other benefits	992	1,042	992	1,042
	<u>1,422</u>	<u>1,386</u>	<u>1,422</u>	<u>1,386</u>
Defined contribution benefits	112	121	112	121
	<u>1,534</u>	<u>1,507</u>	<u>1,534</u>	<u>1,507</u>
<u>Directors of the Subsidiaries</u>				
Short-term employee benefits:-				
- fees	-	718	-	-
- salaries, bonuses and other benefits	10,453	9,472	-	-
	<u>10,453</u>	<u>10,190</u>	<u>-</u>	<u>-</u>
Defined contribution benefits	399	-	-	-
	<u>10,852</u>	<u>10,190</u>	<u>-</u>	<u>-</u>
Total directors' remuneration (Note 28)	<u>12,386</u>	<u>11,697</u>	<u>1,466</u>	<u>1,507</u>

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 34. KEY MANAGEMENT PERSONNEL COMPENSATION (CONT'D)

The key management personnel compensation during the financial year are as follows:- (Cont'd)

	<b>The Group</b>		<b>The Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	RM'000	RM'000	RM'000	RM'000
<b>(b) Other Key Management Personnel</b>				
Short-term employee benefits	848	3,240	621	783
Defined contribution benefits	106	334	78	93
Total compensation for other key management personnel (Note 28)	<u>954</u>	<u>3,574</u>	<u>699</u>	<u>876</u>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 35. RELATED PARTY DISCLOSURES

### (a) Subsidiaries

The subsidiaries are disclosed in Note 5 to the financial statements.

### (b) Significant Related Party Transactions and Balances

Other than those disclosed elsewhere in the financial statements, the Group and the Company also carried out the following significant transactions with the related parties during the financial year:-

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
<b>Transactions with firms which directors are sole proprietor</b>		
Professional fees	(3)	(6)
<b>Transactions with a director of the subsidiary</b>		
License fee	(20)	(24)
<b>Transactions with a company which a director of the subsidiary has substantial financial interest</b>		
Sales	-	4
	<hr/>	<hr/>
	<b>The Company</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
<b>Transactions with subsidiaries</b>		
Management services	3,980	4,517
	<hr/>	<hr/>

The significant outstanding balances of the related parties (including the allowance for impairment loss made) together with their terms and conditions are disclosed in Notes 14, 16, 22 and 24 to the financial statements.



## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 36. OPERATING SEGMENTS

Operating segments are prepared in a manner consistent with the internal reporting provided to the Group Managing Director as its chief operating decision maker in order to allocate resources to segments and to assess their performance. For management purpose, the Group is organised into business units based on their services provided.

The Group is organised into 3 main reportable segments as follows:-

- Healthcare services segment
  - involved in the provision of mother and child care related services such as postnatal and postpartum care, post-delivery confinement care and aesthetics, provision of healthcare related services, provision of cosmetics related services and medical aesthetic treatment, provision of child daycare services, provision of medical and surgical advisory services, provision of dental treatment and consultancy services, dealing in raw and finished consumable and non-consumable food ingredients.
- Computing and electronic segment
  - performing research and development and provision of e-manufacturing solutions and IT outsourcing service, dealers of computers and its related products.
- Other segments
  - investment holding and provision of management services.

- (a) The Group Managing Director assesses the performance of the reportable segments based on their profit earned or loss incurred before finance income/costs and income tax expense. The accounting policies of the reportable segments are the same as the Group's accounting policies.

Borrowings and investment-related activities are managed on a group basis by the central treasury function and are not allocated to reportable segments.

- (b) Each reportable segment assets is measured based on all assets of the segment other than investments in associates and tax-related assets.
- (c) Each reportable segment liabilities is measured based on all liabilities of the segment other than borrowings and tax-related liabilities.
- (d) Assets, liabilities and expenses which are common and cannot be meaningfully allocated to the reportable segments are presented under unallocated items. Unallocated items comprise mainly corporate assets (primarily the Company's headquarters) and head office expenses.

Transactions between reportable segments are carried out on agreed terms between both parties. The effects of such inter-segment transactions are eliminated on consolidation.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 36. OPERATING SEGMENTS (CONT'D)

### 36.1 BUSINESS SEGMENTS

	Healthcare Services		Computing and Electronic Services		Other Segments		Consolidation Adjustments		Total	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
The Group	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<b>Revenue</b>										
External revenue	152,290	125,784	2,723	2,924	506	282	-	-	155,519	128,990
Inter-segment revenue	854	3,519	112	128	7,057	4,761	(8,023)	(8,408)	-	-
	153,144	129,303	2,835	3,052	7,563	5,043	(8,023)	(8,408)	155,519	128,990
<b>Results</b>										
Results from operating activities	12,135	11,888	(134)	(186)	(9,351)	(13,996)	-	-	2,650	(2,294)
Interest income	-	144	230	249	-	-	-	-	230	393
Finance costs	(10,240)	(9,204)	(453)	(287)	(91)	(50)	-	-	(10,784)	(9,541)
Share of results of an associate, net of tax	(186)	(123)	-	-	-	-	-	-	(186)	(123)
Share of results of joint ventures, net of tax	-	(1,279)	-	-	-	-	-	-	-	(1,279)
Profit/(Loss) before tax	1,709	1,426	(357)	(224)	(9,442)	(14,046)	-	-	(8,090)	(12,844)
Income tax expense	(4,097)	(3,679)	-	-	4	-	(32)	-	(4,125)	(3,679)
Loss for the financial year	(2,388)	(2,253)	(357)	(224)	(9,438)	(14,046)	(32)	-	(12,215)	(16,523)



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 36. OPERATING SEGMENTS (CONT'D)

### 36.1 BUSINESS SEGMENTS (CONT'D)

	Healthcare services		Computing and Electronic Services		Other Segments		Consolidation Adjustments		Total	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<b>The Group</b>										
<u>Other Information (Cont'd)</u>										
<b>Other material non-cash items other than depreciation (Cont'd)</b>										
Impairment losses on:-										
- property and equipment	818	290	-	-	-	-	-	-	818	290
- right-of-use assets	826	530	-	-	-	-	-	-	826	530
- trade and other receivables	40	1,294	-	-	41	-	-	-	81	1,294
Inventories written down	678	23	-	98	-	-	-	-	678	121
Loss on termination leases	-	184	-	-	-	-	-	-	-	184
Property and equipment written off	224	74	-	-	-	-	-	-	224	74
Reversal of impairment losses on:-										
- amount due from subsidiaries	(160)	-	-	(200)	(427)	-	587	200	-	-
- trade and other receivables	(49)	(16)	-	-	(109)	-	-	-	(158)	(16)

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 36. OPERATING SEGMENTS (CONT'D)

### 36.1 BUSINESS SEGMENTS (CONT'D)

The Group	Healthcare services		Computing and Electronic Services		Other Segments		Consolidation Adjustments		Total	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Other Information (Cont'd)										
Other material non-cash items other than depreciation (Cont'd)										
Reversal of inventories written down	(22)	-	(8)	(69)	-	(17)	-	-	(30)	(86)
Waiver of debts	-	(419)	-	-	-	-	-	-	-	(419)
<b>Assets</b>										
Segments assets	299,296	469,677	15,355	20,171	211,647	232,511	(290,988)	(471,849)	235,310	250,510
Unallocated assets	-	-	-	-	-	-	-	-	-	-
Total assets	299,296	469,677	15,355	20,171	211,647	232,511	(290,988)	(471,849)	235,310	250,510
<b>Liabilities</b>										
Segments liabilities	226,288	260,200	12,062	17,275	30,282	60,712	(89,058)	(161,239)	179,574	176,948
Unallocated liabilities	-	-	-	-	-	-	-	-	-	-
Total liabilities	226,288	260,200	12,062	17,275	30,282	60,712	(89,058)	(161,239)	179,574	176,948

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 36. OPERATING SEGMENTS (CONT'D)

#### 36.2 GEOGRAPHICAL INFORMATION

Revenue is based on the country in which the customers are located.

Non-current assets are determined according to the country where these assets are located. The amounts of non-current assets do not include financial instruments and deferred tax assets.

	Revenue		Non-current assets	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Malaysia	97,117	79,076	152,583	124,594
Singapore	58,402	49,914	29,008	64,516
	<u>155,519</u>	<u>128,990</u>	<u>181,591</u>	<u>189,110</u>

#### 36.3 MAJOR CUSTOMERS

There is no single customer that contributed 10% or more to the Group's revenue.

### 37. CAPITAL COMMITMENTS

	The Group	
	2025 RM'000	2024 RM'000
Purchase of property and equipment	<u>13,243</u>	<u>11,854</u>

### 38. FINANCIAL INSTRUMENTS

The activities of the Group and of the Company are exposed to a variety of market risk (including foreign currency risk, interest rate risk and equity price risk), credit risk and liquidity risk. The overall financial risk management policy focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group and of the Company.

The Board of Directors reviews and agrees policies and procedures for the management of these risks, which are executed by the Group's senior management. The audit committee provides independent oversight to the effectiveness of the risk management process.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 38. FINANCIAL INSTRUMENTS (CONT'D)

### 38.1 FINANCIAL RISK MANAGEMENT POLICIES

The Group's policies in respect of the major areas of treasury activity are as follows:-

#### (a) Market Risk

##### (i) Foreign Currency Risk

The Group is exposed to foreign currency risk on transactions and balances that are denominated in currencies other than the respective functional currencies of entities within the Group. The currencies giving rise to this risk are primarily Singapore Dollar ("SGD"), United States Dollar ("USD"), Europe ("EURO") and Australian Dollar ("AUD"). Foreign currency risk is monitored closely on an ongoing basis to ensure that the net exposure is at an acceptable level. In the management of foreign currency risk, the Group does not hedge these exposures by purchasing forward currency contracts.

The Group is also exposed to foreign currency risk in respect of its investment in foreign subsidiaries. The Company does not hedge this exposure by having foreign currency loans and borrowings in view of the insignificant amount of investment in the foreign subsidiaries.

The exposure to foreign currency risk (a currency which is other than the functional currency of the entities within the Group) based on the carrying amounts of the financial instruments at the end of the reporting period is summarised below:-

#### *Foreign Currency Exposure*

The Group	SGD RM'000	USD RM'000	EURO RM'000	AUD RM'000	Total RM'000
<b>2025</b>					
<u>Financial Assets</u>					
Trade and other receivables	2	1,454	60	-	1,516
Cash and short-term deposits	1,097	135	287	-	1,519
	1,099	1,589	347	-	3,035
<u>Financial Liabilities</u>					
Trade payables	-	(382)	(45)	-	(427)
Net financial assets					
Currency Exposure	1,099	1,207	302	-	2,608

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 38. FINANCIAL INSTRUMENTS (CONT'D)

#### 38.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (a) Market Risk (Cont'd)

##### (i) Foreign Currency Risk (Cont'd)

##### *Foreign Currency Exposure*

<b>The Group</b>	<b>SGD</b> RM'000	<b>USD</b> RM'000	<b>EURO</b> RM'000	<b>AUD</b> RM'000	<b>Total</b> RM'000
<b>2024</b>					
<u>Financial Assets</u>					
Trade receivables	-	29	-	-	29
Cash and short-term deposits	475	207	208	124	1,014
	475	236	208	124	1,043
<u>Financial Liabilities</u>					
Trade payables	-	(371)	(344)	-	(715)
Net financial assets/(liabilities)					
Currency Exposure	475	(135)	(136)	124	328

Any reasonably possible change in the foreign currency exchange rates at the end of the reporting period against the respective functional currencies of the entities within the Group does not have a material impact on the loss after taxation and equity of the Group and hence, no sensitivity analysis is presented.



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 38. FINANCIAL INSTRUMENTS (CONT'D)

### 38.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

#### (a) Market Risk (Cont'd)

##### (ii) Interest Rate

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to interest rate risk arises mainly from borrowings with variable rates. The Group's policy is to obtain the most favourable interest rates/Islamic profit rates available and by maintaining a balanced portfolio mix of fixed and floating rate borrowings.

The Group's exposure to interest rate risk based on the carrying amounts of the financial instruments at the end of the reporting period is disclosed in Note 20 to the financial statements.

#### *Interest Rate Risk Sensitivity Analysis*

The following table details the sensitivity analysis to a reasonably possible change in the interest rates at the end of the reporting period, with all other variables held constant:-

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
<b>Effects on Loss After Taxation</b>		
Increase of 50 basis points	51	55
Decrease of 50 basis points	(51)	(55)

There is no impact on the Group's equity.

##### (iii) Equity Price Risk

The Group and the Company does not have any quoted investments and hence, is not exposed to equity price risk.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 38. FINANCIAL INSTRUMENTS (CONT'D)

#### 38.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk

The exposure to credit risk, or the risk of counterparties defaulting, arises mainly from trade and other receivables. The Group and the Company manage its exposure to credit risk by the application of credit approvals, credit limits and monitoring procedures on an ongoing basis. Credit quality of a customer is assessed based on an individual credit limits are defined in accordance with this assessment.

Also, the Company's exposure to credit risk includes loans and advances to subsidiaries, and corporate guarantee given to financial institutions for credit facilities granted to certain subsidiaries. The Company monitors the ability of the subsidiaries to serve their loans on an individual basis.

##### (i) Credit Risk Concentration Profile

The Group does not have any significant credit risk related to any individual or counterparty.

##### (ii) Maximum Exposure to Credit Risk

At the end of the reporting period, the maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised in the statement of financial position of the Group and of the Company after deducting any allowance for impairment losses (where applicable).

##### (iii) Assessment of Impairment Losses

The Group's exposure to credit risk is monitored on an on-going basis through periodic review of the ageing of the trade receivables. The Group closely monitors the trade receivables' financial strength to reduce the risk of loss.

At each reporting date, the Group evaluates whether any of the financial assets at amortised cost and contract assets are credit impaired.

The gross carrying amounts of financial assets are written off against the associated impairment, if any, when there is no reasonable expectation of recovery despite the fact that they are still subject to enforcement activities.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 38. FINANCIAL INSTRUMENTS (CONT'D)

#### 38.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk (Cont'd)

##### (iii) Assessment of Impairment Losses (Cont'd)

A financial asset is credit impaired when any of following events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred:-

- Significant financial difficulties of the receivable;
- A breach of contract, such as a default or past due event;
- Restructuring of a debt in relation to the receivable's financial difficulty; and
- It is becoming probable that the receivable will enter bankruptcy or other financial reorganisation.

The Group considers a receivable to be in default when the receivable is unlikely to repay its debt to the Group in full or is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more a lagging default criterion is more appropriate.

##### Trade Receivables and Contract Assets

The Group applies the simplified approach to measure expected credit losses using a lifetime expected credit loss allowance for all trade receivables and contract assets.

##### *Inputs, Assumptions and Techniques used for Estimating Impairment Losses*

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. Therefore, the Group concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

For certain large customers or customers with a high risk of default, the Group assesses the risk of loss of each customer individually based on indicators such as changes in financial capability of the receivables, payment trends of the receivable and default or significant delay in payments.

The determination of impairment losses also incorporates economic conditions during the period of historical data, current conditions and forward-looking information on the economic conditions over the expected settlement period of the receivables. The Group believes that changes in economic conditions, over these periods would not materially impact the impairment calculation of the receivables.

There are no significant changes in the estimation techniques and assumptions as compared to the previous financial year.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 38. FINANCIAL INSTRUMENTS (CONT'D)

### 38.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

#### (b) Credit Risk (Cont'd)

##### (iii) Assessment of Impairment Losses (Cont'd)

##### Trade Receivables and Contract Assets (Cont'd)

##### *Allowance for Impairment Losses*

The information about the credit exposure and loss allowances recognised for trade receivables and contract assets are as follows:-

The Group	Gross Amount RM'000	Individual Impairment RM'000	Collective Impairment RM'000	Carrying Amount RM'000
<b>2025</b>				
Current (not past due)	4,386	-	-	4,386
1 to 30 days past due	3,491	-	-	3,491
31 to 60 days past due	2,215	-	(2)	2,213
61 to 120 days past due	1,602	-	-	1,602
More than 121 days	2,087	(710)	(201)	1,176
Trade receivables	13,781	(710)	(203)	12,868
Contract assets	56	-	-	56
	13,837	(710)	(203)	12,924
<b>2024</b>				
Current (not past due)	5,297	-	(44)	5,253
1 to 30 days past due	1,531	-	(19)	1,512
31 to 60 days past due	1,330	(1)	(18)	1,311
61 to 120 days past due	729	(2)	(22)	705
More than 121 days	1,576	(850)	(69)	657
Trade receivables	10,463	(853)	(172)	9,438
Contract assets	122	-	-	122
	10,585	(853)	(172)	9,560

Trade receivables and contract assets that are individually determined to be impaired relate to debtors who are in significant financial difficulties and have defaulted on payments. These debtors are not secured by any collateral or credit enhancements.

Trade receivables and contract assets that are collectively determined to be impaired relate to expected credit losses measured based on the Group's observed default rates.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 38. FINANCIAL INSTRUMENTS (CONT'D)

### 38.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

#### (b) Credit Risk (Cont'd)

##### (iii) Assessment of Impairment Losses (Cont'd)

##### Trade Receivables and Contract Assets (Cont'd)

##### *Allowance for Impairment Losses (Cont'd)*

The movement of allowance for impairment losses is as follows:-

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
<u>Trade Receivables</u>		
Balance at 1 April	1,025	311
Impairment loss during the financial year		
- Individually assessed	10	712
- Collectively assessed	31	8
Reversal	(144)	(16)
Exchange differences	(9)	10
Balance at 31 March	<u>913</u>	<u>1,025</u>

The Group believes that no impairment allowance is necessary in respect of its contract assets because the probability of default by these receivables were negligible.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 38. FINANCIAL INSTRUMENTS (CONT'D)

#### 38.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk (Cont'd)

##### (iii) Assessment of Impairment Losses (Cont'd)

##### Other Receivables

For other receivables and other financial assets (including deposits and cash and bank balances), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties. At the reporting date, the Group's and the Company's maximum exposure to credit risk arising from other receivables and other financial assets is represented by the carrying amount of each class of financial assets recognised in the statements of financial position.

The Group and the Company consider the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the Group and the Company compare the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information.

Intercompany loans between entities within the Group are repayable on demand. The Group monitors the results of the subsidiaries in determining the recoverability of intercompany balances. For loans that are repayable on demand, impairment losses are assessed based on the assumption that repayment of the loan is demanded at the reporting date. If the borrower does not have sufficient liquid reserves when the loan is demanded, the Group will consider the expected manner of recovery and recovery period of the advances.

##### *Allowance for Impairment Losses*

The movement of allowance for impairment losses is as follows:-

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
<u>Other Receivables</u>		
Balance at 1 April	713	139
Impairment loss during the financial year	40	574
Reversal	(14)	-
Balance at 31 March	<u>739</u>	<u>713</u>

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 38. FINANCIAL INSTRUMENTS (CONT'D)

### 38.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

#### (b) Credit Risk (Cont'd)

##### (iii) Assessment of Impairment Losses (Cont'd)

##### Other Receivables (Cont'd)

##### *Allowance for Impairment Losses (Cont'd)*

The allowance for impairment losses (determined on an individual basis) relates to credit impaired other receivables who are in significant financial difficulties and have defaulted on payments. No impairment losses are provided for the remaining other receivables because there have been no significant changes in their credit quality and the amounts are considered recoverable but with slower repayment records.

There have not been any significant change in the gross amounts of other receivables that impacted the allowance for impairment losses.

##### Fixed Deposits with Licensed Banks, Cash and Bank Balances

The Group and the Company consider the licensed banks have low credit risks. In addition, some of the bank balances are insured by Government agencies. Therefore, the Group and the Company are of the view that the loss allowance is immaterial and hence, it is not provided for.

##### Amount Due from Subsidiaries (Non-trade Balances)

The Company applies the 3-stage general approach to measuring expected credit losses for all inter-company balances.

##### *Inputs, Assumptions and Techniques used for Estimating Impairment Losses*

The Company measures the expected credit losses on individual basis, which is aligned with its credit risk management practices on the inter-company balances.

The Company considers loans and advances to subsidiaries have low credit risks. The Company assumes that there is a significant increase in credit risk when a subsidiary's financial position deteriorates significantly. As the Company is able to determine the timing of payments of the 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.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 38. FINANCIAL INSTRUMENTS (CONT'D)

#### 38.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

##### (b) Credit Risk (Cont'd)

##### (iii) Assessment of Impairment Losses (Cont'd)

##### Amount Due from by Subsidiaries (Non-trade Balances)

##### *Inputs, Assumptions and Techniques used for Estimating Impairment Losses (Cont'd)*

For loans and advances that are repayable on demand, impairment loss is assessed based on the assumption that repayment of the outstanding balances is demanded at the reporting date. If the subsidiary does not have sufficient highly liquid resources when the loans and advances are demanded, the Company will consider the expected manner of recovery to measure the impairment loss; the recovery manner could be either through 'repayable over time' or a fire sale of less liquid assets by the subsidiary.

For loans and advances that are not repayable on demand, impairment loss is measured using techniques that are similar for estimating the impairment losses of other receivables as disclosed above.

There are no significant changes in the estimation techniques and assumptions as compared to the previous financial year.

##### *Allowance for Impairment Losses*

The movement of allowance for impairment losses is as follows:-

	<b>The Company</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
<u>Other Receivables</u>		
Balance at 1 April	5,576	3,873
Impairment loss during the financial year	8,042	1,703
Reversal	(428)	-
Balance at 31 March	<u>13,190</u>	<u>5,576</u>



# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 38. FINANCIAL INSTRUMENTS (CONT'D)

### 38.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

#### (b) Credit Risk (Cont'd)

##### (iii) Assessment of Impairment Losses (Cont'd)

##### Financial Guarantee Contracts

Corporate guarantees for borrowing facilities granted to subsidiaries are financial guarantee contract.

##### *Inputs, Assumptions and Techniques used for Estimating Impairment Losses*

The Company closely monitors the subsidiaries' financial strength to reduce the risk of loss.

The Company considers there is a significant increase in credit risk when a subsidiary's financial position deteriorates significantly. A financial guarantee contract is credit impaired when:-

- The subsidiary is unlikely to repay its obligation to the bank in full; or
- The subsidiary is having a deficit in equity and is continuously loss making.

The Company determines the probability of default of the guaranteed amounts individually using internal information available.

##### *Allowance for Impairment Losses*

All of the financial guarantee contracts are considered to be performing, have low risks of default and historically there were no instances where these financial guarantee contracts were called upon by the parties of which the financial guarantee contracts were issued to. Accordingly, no loss allowances were identified based on 12-month expected credit losses.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 38. FINANCIAL INSTRUMENTS (CONT'D)

### 38.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

#### (c) Liquidity Risk

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

#### Maturity Analysis

The following table sets out the maturity profile of the financial liabilities at the end of the reporting period based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on the rates at the end of the reporting period):-

The Group	Interest Rate %	Carrying Amount RM'000	Contractual Undiscounted Cash Flows RM'000	Within 1 Year RM'000	1 - 5 Years RM'000	Over 5 Years RM'000
<b>2025</b>						
Non-derivative Financial Liabilities						
Trade and other payables#		28,941	28,941	28,941	-	-
Amount due to non-controlling shareholder/director of subsidiaries		210	210	210	-	-
Loan and borrowings	3.90 - 5.75	72,218	72,943	68,472	3,396	1,075
Lease liabilities	4.15 - 6.40	65,762	81,732	12,131	47,062	22,539
		167,131	183,826	109,754	50,458	23,614

# Exclude GST payables.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 38. FINANCIAL INSTRUMENTS (CONT'D)

### 38.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

#### (c) Liquidity Risk (Cont'd)

##### Maturity Analysis (Cont'd)

The following table sets out the maturity profile of the financial liabilities at the end of the reporting period based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on the rates at the end of the reporting period):- (Cont'd)

The Group	Interest Rate %	Carrying Amount RM'000	Contractual Undiscounted Cash Flows RM'000	Within 1 Year RM'000	1 - 5 Years RM'000	Over 5 Years RM'000
<b>2024</b>						
<u>Non-derivative Financial Liabilities</u>						
Trade and other payables		26,368	26,368	26,368	-	-
Amount due to non-controlling shareholder/director of subsidiaries		4,983	4,983	4,983	-	-
Loan and borrowings	3.90 - 6.40	75,835	81,250	58,122	21,128	2,000
Lease liabilities	4.15 - 6.40	57,327	61,547	10,719	29,076	21,752
		164,513	174,148	100,192	50,204	23,752

# Exclude GST payables.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 38. FINANCIAL INSTRUMENTS (CONT'D)

### 38.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

#### (c) Liquidity Risk (Cont'd)

##### *Maturity Analysis (Cont'd)*

The following table sets out the maturity profile of the financial liabilities at the end of the reporting period based on contractual undiscounted cash flows (including interests payments computed using contractual rates or, if floating, based on the rates at the end of the reporting period):- (Cont'd)

	<b>Carrying Amount</b>	<b>Contractual Undiscounted Cash Flows</b>	<b>Within 1 Year</b>	<b>1 - 5 Years</b>	<b>Over 5 Years</b>
<b>The Company</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
<b>2025</b>					
<u>Non-derivative Financial Liabilities</u>					
Other payables	1,013	1,013	1,013	-	-
Amount due to subsidiaries	4,406	4,406	4,406	-	-
Financial guarantee contracts	-	60,094	60,094	-	-
	<b>5,419</b>	<b>65,513</b>	<b>65,513</b>	<b>-</b>	<b>-</b>
<b>2024</b>					
<u>Non-derivative Financial Liabilities</u>					
Other payables	478	478	478	-	-
Amount due to subsidiaries	1,548	1,548	1,548	-	-
Financial guarantee contracts	-	61,694	61,694	-	-
	<b>2,026</b>	<b>63,720</b>	<b>63,720</b>	<b>-</b>	<b>-</b>

The contractual undiscounted cash flows represent the outstanding credit facilities of the subsidiaries at the end of the reporting period. The financial guarantees have not been recognised in the financial statements since their fair values on initial recognition were not material.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 38. FINANCIAL INSTRUMENTS (CONT'D)

### 38.2 CAPITAL RISK MANAGEMENT

The Group manages its capital to ensure that entities within the Group will be able to maintain an optimal capital structure so as to support its businesses and maximise shareholders' value. To achieve this objective, the Group may make adjustments to the capital structure in view of changes in economic conditions, such as adjusting the amount of dividend payment, returning of capital to shareholders or issuing new shares.

The Group managed its capital based on gearing ratio that complies with debt covenants and regulatory, if any. The gearing ratio is calculated as net debt divided by total capital plus net debt. The Group includes within net debt, loans and borrowings from financial institutions less cash and short-term deposits. Capital includes equity attributable to the owners of the Company.

The gearing ratio of the Group at the end of the reporting period was as follows:-

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	RM'000	RM'000
Loans and borrowings (Note 20)	72,218	75,835
Less: Cash and short-term deposits (Note 17)	(17,723)	(24,705)
Net debt	54,495	51,130
Equity attributable to the owners of the Company	15,219	35,005
Capital and net cash	69,714	86,135
Debt-to-equity ratio	0.78	0.59

There was no changes in the Group's approach to capital management during the financial year.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 38. FINANCIAL INSTRUMENTS (CONT'D)

#### 38.3 CLASSIFICATION OF FINANCIAL INSTRUMENTS

	<b>The Group</b>		<b>The Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	RM'000	RM'000	RM'000	RM'000
<b>Financial Assets</b>				
<u>Amortised Cost</u>				
Trade and other receivables*	23,627	20,352	7	6
Amount due from subsidiaries	-	-	18,443	22,993
Cash and short-term deposits	17,723	24,705	91	614
	<u>41,350</u>	<u>45,057</u>	<u>18,541</u>	<u>23,613</u>
<b>Financial Liabilities</b>				
<u>Amortised Cost</u>				
Loans and borrowings	72,218	75,835	-	-
Trade and other payables#	28,941	26,368	1,013	478
Amount due to subsidiaries	-	-	4,406	1,548
Amount due to non-controlling shareholder/director of subsidiaries	210	4,983	-	-
	<u>101,369</u>	<u>107,186</u>	<u>5,419</u>	<u>2,026</u>

\* Exclude prepayments, GST refundable and advance payment to suppliers.

# Exclude GST payables.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 38. FINANCIAL INSTRUMENTS (CONT'D)

### 38.4 GAINS OR LOSSES ARISING FROM FINANCIAL INSTRUMENTS

	<b>The Group</b>		<b>The Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	RM'000	RM'000	RM'000	RM'000
<u>Amortised Cost</u>				
Net losses recognised in profit or loss	(10,303)	(11,522)	(7,624)	(1,682)

### 38.5 FAIR VALUE INFORMATION

The fair values of the financial assets and financial liabilities of the Group and of the Company which are maturing within the next 12 months approximated their carrying amounts due to the relatively short-term maturity of the financial instruments or repayable on demand terms.

As the Group and the Company do not have any financial instruments carried at fair value, the following table sets out only the fair value profile of financial instruments that are not carried at fair value at the end of the reporting period:-

	<b>Fair Value of Financial Instruments not Carried at Fair Value</b>			<b>Total Fair Value</b>	<b>Carrying Amount</b>
	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>		
	RM'000	RM'000	RM'000	RM'000	RM'000
<b>The Group</b>					
<b>2025</b>					
<u>Financial Liabilities</u>					
Redeemable preference shares	-	-	56,190	56,190	56,190
Hire purchase payables	-	-	2,651	2,651	2,676
<b>2024</b>					
<u>Financial Liabilities</u>					
Redeemable preference shares	-	-	56,250	56,250	56,250
Hire purchase payables	-	-	5,017	5,017	5,256

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 38. FINANCIAL INSTRUMENTS (CONT'D)

#### 38.5 FAIR VALUE INFORMATION (CONT'D)

##### **Fair Value of Financial Instruments Not Carried at Fair Value**

The fair values, which are for disclosure purposes, have been determined using the following basis:-

- (i) Cash and bank balances, trade and other receivables and payables

The carrying amounts of cash and bank balances, trade and other receivables and payables are reasonable approximation of fair values due to short term nature of these financial instruments.

The carrying amounts of long term amount due from/(to) non-controlling shareholder/director of subsidiaries is estimated using discounted cash flow analysis, based on current lending rate for similar types of instrument.

- (ii) Loans and borrowings

The carrying amounts of the current portion of borrowings are reasonable approximation of fair values due to the insignificant impact of discounting.

The carrying amounts of long term floating rate loans are reasonable approximation of fair values as the loans will be re-priced to market interest rate on or near reporting date.

The fair value of redeemable preferences shares is estimated using discounted cash flow analysis, based on current lending rate for similar types of borrowings.

### 39. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

Other than as disclosed elsewhere in the financial statements, the significant events during the financial year are as follows:-

- (a) On 12 June 2024, the Company announced the withdrawal of its proposed listing on the Catalist Board of the Singapore Exchange Securities Trading Limited ("SGX-ST"), citing prevailing market conditions in the Singapore equity market.
- (b) On 22 December 2023, LYCD&A, a wholly-owned subsidiary of the Company, entered into a conditional Share Sale Agreement ("SSA") for the proposed acquisition of 60% equity interest in Kee Vee Dental Laboratory Sdn. Bhd. for a purchase consideration of RM300,000.

The SSA was subsequently revoked on 25 July 2024. Following the revocation, the purchase consideration of RM300,000 was refunded, and LYCD&A received RM170,000 in compensation.



## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 39. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR (CONT'D)

Other than as disclosed elsewhere in the financial statements, the significant events during the financial year are as follows:- (Cont'd)

- (c) On 16 May 2024, the Group undertook an internal reorganisation of subsidiaries as follows:-
  - (i) transferred LYCMC's entire 100% equity interest from LYCD&A to HTAR. As a result, LYCMC became a wholly-owned subsidiary of HTAR; and
  - (ii) transferred LYCP's entire 100% equity interest from LYCD&A to LYCMC. As a result, LYCP became a wholly-owned subsidiary of LYCMC.
- (d) On 1 October 2024, LYCD&A, a wholly-owned subsidiary of the Company entered into a SSA with a director of Elite Dental Team Sdn. Bhd., Dr. Wong Chew Weng, for the proposed disposal of its 55% equity interest in Elite Dental Team Sdn. Bhd. for a cash consideration of RM6.500 million.  
  
The disposal was completed on 31 December 2024.
- (e) On 31 December 2024, the Company announced the proposed listing of LYC Cayman, intended to be the ultimate holding company of HCOS and T&T, both wholly-owned subsidiaries of the Company, on Nasdaq Capital Market.
- (f) On 28 March 2025, the Company announced that the Bursa Malaysia Securities Berhad, via its letter dated 28 March 2025, had approved the listing and quotation of up to 25,918,624 new ordinary shares in the Company to be issued pursuant to the Private Placement, subject to certain conditions.

### 40. SIGNIFICANT EVENTS OCCURRING AFTER THE REPORTING PERIOD

- (a) On 15 April 2025, the Company announced that 25,000,000 Placement Shares issued pursuant to the first tranche of the Private Placement had been listed and quoted on the market.
- (b) On 24 April 2025, the Company announced that it had on 23 April 2025 received a winding-up petition served by SOG Mummy & Baby Centre Pte. Ltd.. The Group made full payment of RM600,000 to the petitioner on 25 April 2025 to settle the matter.  
  
On 25 June 2025, the Registrar of the High Court confirmed that the winding-up petition had been withdrawn on 19 June 2025.
- (c) On 30 May 2025, the directors of the Company announced that the Group had triggered the prescribed criteria under Paragraph 2.1(a) of Guidance Note 3 ("GN3") of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), as the shareholders' equity of the Group of RM25.36 million is 25% or less of its issued and paid-up capital as at 31 March 2025.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 40. SIGNIFICANT EVENTS OCCURRING AFTER THE REPORTING PERIOD (CONT'D)

(c) (Cont'd)

The Group is required to submit a regularisation plan to Bursa Securities within a period of twelve months from the date of the first announcement on 30 May 2025. The Company is in the midst of preparing and in the process of finalising its regularisation plan ("Regularisation Plan") to address the financial condition of the Group for submission to Bursa Securities for approval.

The Company is in the process of formulating a proposed regularisation plan to address the financial conditions of the Group and of the Company.

- (d) On 4 August 2025 and 5 August 2025, the subsidiary received extension letters from the third-party subscriber for the redemption period of the redeemable preference shares amounting to RM14.820 million and RM41.370 million, originally maturing in September 2025 and October 2025 respectively. The redemption periods have been extended to 23 September 2026 and 19 October 2026, respectively, subject to the settlement of all dividends and related expenses, and the extension documents being duly stamped, as stated in the extension letters.

### 41. PRIOR YEAR ADJUSTMENTS ("PYAs")

During the financial year, the Group made prior year adjustments in respect of the following:-

- (a) rectification of the recognition of right-of-use assets and lease liabilities in the prior years' financial results of certain subsidiaries, including the corresponding impact on depreciation of right-of-use assets, interest expenses on lease liabilities and related income tax and deferred tax effects;
- (b) adjustment for the understatement of inventories in transit in a subsidiary's prior year financial position;
- (c) recognition of an impairment loss on a third party that was previously omitted from a subsidiary's prior year financial results;
- (d) inclusion of depreciation of property and equipment that was previously omitted from a subsidiary's prior year financial results;
- (e) adjustment for the deferred recognition of revenue and cost of sales in the prior years' financial results of a subsidiary, and the related income tax effect, due to goods received after the previous year end;
- (f) correction of an error relating to provisions in a subsidiary's prior year financial results; and
- (g) adjustment for the overstatement of an administrative expense in a subsidiary's prior year financial results.

# NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

## 41. PRIOR YEAR ADJUSTMENTS (“PYAs”) (CONT'D)

The following table shows the effects of (a), (b), (c), (d), (e), (f) and (g) to each of the line items in the Group statements of financial position for the financial year ended 1 April 2023 and 31 March 2024 and statements of profit or loss for the financial year ended 31 March 2024:-

	<b>As Previously Reported RM'000</b>	<b>Effects of PYAs RM'000</b>	<b>As Restated RM'000</b>
<u>1 April 2023</u>			
Consolidated Statements of Financial Position (Extract):-			
Right-of-use assets	41,960	(1,340)	40,620
Accumulated losses	(48,016)	(2,351)	(50,367)
Lease liabilities (non-current liability)	37,899	13	37,912
Lease liabilities (current liability)	7,446	998	8,444
<u>31 March 2024</u>			
Consolidated Statements of Financial Position (Extract):-			
Property and equipment*	48,405	634	49,039
Right-of-use assets*	42,801	8,055	50,856
Inventories	10,141	1,350	11,491
Trade and other receivables	26,562	(2,474)	24,088
Current tax assets	857	96	953
Accumulated losses	(67,241)	(3,970)	(71,211)
Lease liabilities (non-current liability)	36,903	68	36,971
Deferred tax liabilities	1,369	(167)	1,202
Trade and other payables	26,907	(25)	26,882
Lease liabilities (current liability)	8,893	11,463	20,356
Current tax liabilities	1,197	(135)	1,062
Consolidated Statements of Profit or Loss and Other Comprehensive Income (Extract):-			
Revenue	130,190	(1,200)	128,990
Cost of sales	(61,516)	793	(60,723)
Other income	7,647	(1,635)	6,012
Administrative expenses*	(71,262)	1,571	(69,691)
Finance costs, net	(8,876)	(272)	(9,148)
Net impairment losses on financial assets and contract assets	(4)	(1,274)	(1,278)
Income tax expense	(4,077)	398	(3,679)

\* before the restatement of comparative figures, as disclosed in Note 43 to the financial statements

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 42. MATERIAL LITIGATIONS

- (a) The Group was involved in a defamation case against a third-party individual. In November 2024, the court ruled in favour of the Group and awarded RM550,000 in damages, along with orders to stop and remove defamatory content and publish an apology.

The third party individual appealed the decision. In May 2025, the High Court reduced the general damages from RM500,000 to RM250,000 but kept the rest of the orders, including RM50,000 in aggravated damages and RM40,000 in legal costs.

As at the reporting date, the Group is now taking legal steps to enforce the judgement.

- (b) The Company was served with a winding-up petition filed by SOG Mummy & Baby Centre Pte. Ltd. ("SOG Mummy") against the Company. The petition arose from a payment dispute under a SSA dated 30 December 2023, involving a total settlement sum of RM3.300 million.

Although partial payments have been made, delays in the February and March 2025 instalments led to the filing of the petition on 18 April 2025. Subsequent payments were made, and the Group has requested withdrawal of the petition. As of 6 June 2025, the hearing is scheduled for 8 July 2025, and the petitioner has indicated intent to withdraw but reserves the right to claim legal costs.

On 24 April 2025, the Company had made a full payment to the petitioner. On 19 June 2025, the Registrar of the High Court approved the withdrawal of the winding-up petition by SOG Mummy & Baby Centre Pte. Ltd.

The estimated remaining liability is RM900,000 (covering May to July 2025 instalments). The outstanding liability of RM900,000 has been fully settled on 28 July 2025.

## NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

### 43. COMPARATIVE FIGURES

The following figures have been reclassified to conform with the presentation of the current financial year:-

	After effect of PYAs (Note 41)	As Restated
	RM'000	RM'000
Consolidated Statements of Financial Position (Extract):-		
Property and equipment	49,039	57,500
Right-of-use assets	50,856	42,395
Consolidated Statements of Profit or Loss and Other Comprehensive Income (Extract):-		
Selling and distribution expenses	4,177	7,458
Administrative expenses	69,691	-
Other expenses	1,427	-
Administrative and other expenses	-	67,837

# LIST OF PROPERTIES HELD

The details of the properties of LYC Group as at 31 March 2025:

Location	Description/ Existing use	Tenure	Date of acquisition	Approximate age of building (years)	Land area (square feet)	Built- up area (square feet)	Audited NBV as at 31.3.2025 (RM'000)
H.S.(M) 441 for PT No. 4787 in the Mukim of Bachang, District of Melaka.  Bearing the postal address No. 15, 1-15, 2-15 Jalan Bachang Jaya 1, Taman Bachang Jaya, Off Jalan Tun Fatimah, 75250 Melaka.	3-storey shophouse used as Melaka branch office for sales, support & engineering	Freehold	16.12.1994	28	1,561	4,620	620
Geran 204917, Lot 32008, Pekan Cheras, District of Ulu Langat, Selangor Darul Ehsan.  Bearing the postal address No. 33, Jalan Awana 15, Taman Cheras Awana Batu 9, 43200 Cheras, Selangor Darul Ehsan.	1 1/2 storey Mid Terraced Factory used as office	Freehold	18.12.2018	11	2,691	5,930	1,965
Geran 204918, Lot 32009, Pekan Cheras, District of Ulu Langat, Selangor Darul Ehsan.  Bearing the postal address No. 31 Jalan Awana 15, Taman Cheras Awana Batu 9, 43200 Cheras, Selangor Darul Ehsan.	1 1/2 storey Mid Terraced Factory used as office	Freehold	18.12.2018	11	2,002	5,050	1,492
Geran 204921, Lot 32012, Pekan Cheras, District of Ulu Langat, Selangor Darul Ehsan.  Bearing the postal address No. 25 Jalan Awana 15, Taman Cheras Awana Batu 9, 43200 Cheras, Selangor Darul Ehsan.	1 1/2 storey Mid Terraced Factory used as office	Freehold	20.06.2014	11	2,002	3,250	1,332
Geran 204922, Lot 32013, Pekan Cheras, District of Ulu Langat, Selangor Darul Ehsan.  Bearing the postal address No. 23 Jalan Awana 15, Taman Cheras Awana Batu 9, 43200 Cheras, Selangor Darul Ehsan.	1 1/2 storey Mid Terraced Factory used as office	Freehold	20.06.2014	11	2,002	2,750	1,285



# ANALYSIS OF SHAREHOLDINGS

As at 30 June 2025

## SHARE CAPITAL

Issued Share Capital : RM103,766,599.50 (739,946,240 Units)  
Class of Shares : Ordinary Shares with equal voting rights  
Number of Shareholders : 3,103

## DISTRIBUTION OF SHAREHOLDERS

Holdings	No. of Holders	%	Total Holdings	%
1 - 99	22	0.709	724	0.000
100 - 1,000	338	10.893	190,375	0.026
1,001 - 10,000	1,186	38.221	7,483,105	1.011
10,001 - 100,000	1,202	39.737	45,603,001	6.163
100,001 - 36,997,312 (*)	350	11.279	389,134,535	52.590
36,997,312 and above (**)	5	0.161	29,7534,500	40.210
<b>Total</b>	<b>3,103</b>	<b>100</b>	<b>739,946,240</b>	<b>100</b>

Remark: \* - Less than 5% of issued shares

\*\* - 5% and above of issued shares

## THIRTY LARGEST ORDINARY SHARES ACCOUNT HOLDERS

Name	Shareholdings	%
1. CITIGROUP NOMINEES (TEMPATAN) SDN BHD KENANGA INVESTORS BERHAD FOR LYC CAPITAL SDN. BHD.	95,432,000	12.897
2. CARTABAN NOMINEES (TEMPATAN) SDN BHD RHB TRUSTEES BERHAD FOR KENANGA ISLAMIC ABSOLUTE RETURN FUND	68,650,000	9.278
3. CITIGROUP NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR KENANGA ISLAMIC INVESTORS BERHAD	50,000,000	6.757
4. CITIGROUP NOMINEES (TEMPATAN) SDN BHD KENANGA INVESTORS BERHAD FOR BLM HOLDINGS SDN. BHD.	46,452,500	6.278
5. CITIGROUP NOMINEES (TEMPATAN) SDN BHD KENANGA INVESTORS BERHAD FOR SUICAP VENTURE SDN BHD	37,000,000	5.000
6. CITIGROUP NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR KENANGA INVESTORS BHD	30,000,000	4.054
7. HLB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR WONG AH CHIEW	25,170,000	3.402
8. AU CHUN CHOONG	25,000,000	3.379
9. KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR KOO WENG SENG	16,507,000	2.231
10. CHONG YOKE BEEY	13,306,600	1.798
11. CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB FOR LIM YIN CHOW (PB)	12,773,700	1.726
12. KOH ALAN	9,503,100	1.284
13. AMSEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR KOH KIN LIP	8,700,000	1.176
14. GUNUNG RESOURCES SDN BHD	8,662,300	1.171



# ANALYSIS OF SHAREHOLDINGS

As at 30 June 2025

## THIRTY LARGEST ORDINARY SHARES ACCOUNT HOLDERS (CONTINUED)

Name	Shareholdings	%
15. CHONG KWEE SIONG	8,120,000	1.097
16. LIM SIN KHONG	7,200,000	0.973
17. LU WEI	7,100,000	0.960
18. TEE CHEE CHIANG	6,516,500	0.881
19. MAXXILLION CAPITAL PTE. LTD.	6,346,000	0.858
20. CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR MOHAMMED AMIN BIN MAHMUD (MM1004)	5,409,000	0.731
21. SOUTHERN REALTY RESOURCE SDN. BHD.	4,756,600	0.643
22. WING KWONG @ CHAN WING KWONG	4,629,200	0.626
23. LEE CHOONG KONG	4,608,500	0.623
24. KENANGA NOMINEES (TEMPATAN) SDN BHD KONG TIONG KIAN	4,360,000	0.589
25. LEE CHOONG KONG	4,330,300	0.585
26. LIM SOOK NYI	4,000,000	0.541
27. KEH SUK LAN	3,700,000	0.500
28. CHOO KWANG WAH	3,300,000	0.446
29. LOO KUAN CHIN	3,290,000	0.445
30. KAO NENG WEAI	3,009,000	0.407

## SUBSTANTIAL SHAREHOLDERS

Name	Direct No. of Shares Held	%	Indirect No. of Shares Held	%
1. LYC Capital Sdn Bhd	95,432,000	12.90	-	-
2. Lim Yin Chow	12,773,700	1.73	95,432,000*	12.90
3. Kenanga Islamic Absolute Return Fund	68,650,000	9.28	-	-
4. Exempt AN for Kenanga Islamic Investors Berhad	50,000,000	6.76	-	-
5. Kenanga Investors Berhad for BLM Holdings Berhad	46,452,500	6.28	-	-
6. Suicap Venture Sdn Bhd	37,000,000	5.00	-	-
7. Sui Diong Hoe	-	-	37,000,000**	5.00

\* Deemed interested by virtue of his direct interest in LYC Capital Sdn Bhd pursuant to Section 8 of the Companies Act 2016.

\*\* Deemed interested by virtue of his direct interest in Suicap Venture Sdn Bhd pursuant to Section 8 of the Companies Act 2016.

## DIRECTORS' SHAREHOLDINGS

Name	Direct No. of Shares Held	%	Indirect No. of Shares Held	%
1. Dato' Seri Abdul Azim Bin Mohd Zabidi	-	-	-	-
2. Sui Diong Hoe	-	-	37,000,000*	5.00
3. Mohd Khasan Bin Ahmad	-	-	-	-
4. Dato' Muraly Daran A/L M Narayana Menon (Resigned on 1 August 2025)	-	-	-	-
5. Poh Zuan Yin	-	-	-	-
6. Kong Sin Seng (Appointed on 11 October 2024)	-	-	-	-

\* Deemed interested by virtue of his direct interest in Suicap Venture Sdn Bhd pursuant to Section 8 of the Companies Act 2016.

# NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Twenty-First (“**21<sup>st</sup>**”) Annual General Meeting (“**AGM**”) of LYC Healthcare Berhad (“**LYC**” or the “**Company**”) will be at Dewan Berjaya, Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Monday, 29 September 2025, 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 March 2025 together with the Reports of the Directors’ and Auditors’ thereon.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | <b>Please refer to<br/>Explanatory Note 1</b> |                              |               |                              |    |               |            |                              |  |
| 2. | To approve the payment of Directors’ fees and benefit payable to the Directors of the Company of up to RM850,000 from 30 September 2025 until the conclusion of the next AGM.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | <b>Ordinary Resolution 1</b>                  |                              |               |                              |    |               |            |                              |  |
| 3. | To re-elect the following Directors retiring in accordance with the Constitution of the Company, and who being eligible, offered themselves for re-election:- <table border="0" style="margin-left: 40px;"> <tr> <td style="vertical-align: top;">a)</td> <td>Poh Zuan Yin</td> <td style="vertical-align: top; text-align: right;">Clause 104(1)</td> <td style="vertical-align: top; text-align: right;"><b>Ordinary Resolution 2</b></td> </tr> <tr> <td style="vertical-align: top;">b)</td> <td>Kong Sin Seng</td> <td style="vertical-align: top; text-align: right;">Clause 111</td> <td style="vertical-align: top; text-align: right;"><b>Ordinary Resolution 3</b></td> </tr> </table> | a)                                            | Poh Zuan Yin                 | Clause 104(1) | <b>Ordinary Resolution 2</b> | b) | Kong Sin Seng | Clause 111 | <b>Ordinary Resolution 3</b> |  |
| a) | Poh Zuan Yin                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Clause 104(1)                                 | <b>Ordinary Resolution 2</b> |               |                              |    |               |            |                              |  |
| b) | Kong Sin Seng                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Clause 111                                    | <b>Ordinary Resolution 3</b> |               |                              |    |               |            |                              |  |
| 4. | To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | <b>Ordinary Resolution 4</b>                  |                              |               |                              |    |               |            |                              |  |

### As Special Business

To consider and, if thought fit, to pass the following resolution :-

- |    |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                              |
|----|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|
| 5. | <b>AUTHORITY TO ALLOT AND ISSUE SHARES BY THE DIRECTORS AND WAIVER OF PRE-EMPTIVE RIGHTS PURSUANT TO THE COMPANIES ACT 2016</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | <b>Ordinary Resolution 5</b> |
|    | <p>“THAT pursuant to Sections 75 and 76 of the Companies Act 2016 (“the Act”), the Directors be and are hereby authorised to allot and issue shares in the Company at any time until the conclusion of the next AGM and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being, subject always to the approval of all relevant regulatory bodies being obtained for such allotment and issuance.</p> <p>THAT pursuant to Section 85 of the Act, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued Company’s shares arising from any issuance of new Company’s shares pursuant to Section 75 and 76 of the Act.</p> <p>THAT the Directors be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares to be issued on Bursa Malaysia Securities Berhad and THAT such authority shall continue to be in force until the conclusion of the next AGM of the Company.”</p> |                              |
| 6. | <b>AUTHORITY FOR ENCIK MOHD KHASAN BIN AHMAD TO CONTINUE IN OFFICE AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | <b>Ordinary Resolution 6</b> |
|    | <p>“THAT approval be and is hereby given to Encik Mohd Khasan bin Ahmad who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, to continue to act as an Independent Non-Executive Director of the Company.”</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                              |

## NOTICE OF ANNUAL GENERAL MEETING

7. To transact any other business, of which due notice shall have been given in accordance with the Constitution of the Company and the Act.

### By Order of the Board

**CHIN WAI YI (MAICSA7069783)(SSM PC NO.: 202008004409)**  
**LIM ZHI XUAN (MAICSA 7076624)(SSM PC NO.: 202408000432)**  
Company Secretaries

Kuala Lumpur  
7 August 2025

### Notes:-

1. A member entitled to attend, participate, speak and vote at the meeting is entitled to appoint more than one (1) proxy to attend, participate, speak and vote in his/ her stead. A proxy may but need not be a member of the Company.
2. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/ she specifies the proportions of his/ her shareholdings to be represented by each proxy.
3. Where a member of the Company is authorised nominee as defined under the Central Depositories Act, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
4. If the appointor is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.
5. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited with the Share Registrar of the Company at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting and in default the instrument of proxy shall not be treated as valid. Any notice of termination of person's authority to act as a proxy must be forwarded to the Company prior to the commencement of the AGM or Adjourned AGM.
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7. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
8. Last date and time for lodging the proxy form is 27 September 2025, 10.00 a.m.

## NOTICE OF ANNUAL GENERAL MEETING

### Explanatory Notes:-

#### 1. Item 1 of the agenda

Agenda item no. 1 is meant for discussion only as the provision of Section 340 of the Act does not require a formal approval of shareholders for the Audited Financial Statements. Hence, this item on the Agenda is **not put forward for voting**.

#### 2. Item 3(A) and 3(B) of the agenda

The Nomination Committee ("NC") have considered the performance and contribution of each of the retiring Directors. Based on the results of the Board Evaluation conducted for the financial year ended 31 March 2025, the performance of each of the retiring Directors was found to be satisfactory. In addition, each of the retiring Directors had provided their annual declaration/confirmation on their fitness and propriety as well as independence, where applicable.

Based on the recommendation of the NC, the Board supports the re-election of the Directors based on the following justifications:

Poh Zuan Yin : Poh Zuan Yin fulfils the requirements of independence set out in Listing Requirements of Bursa Securities. She remains objective and independent in expressing her view and participating in Board's deliberations and decision-making process.

Poh Zuan Yin has exercised her due care and carried out her professional duties proficiently during his tenure as Independent Non-Executive Director of the Company.

Kong Sin Seng : Kong Sin Seng fulfils the requirements of independence set out in Listing Requirements of Bursa Securities. He remains objective and independent in expressing his view and participating in Board's deliberations and decision-making process.

Kong Sin Seng has exercised his due care and carried out his professional duties proficiently during his tenure as Independent Non-Executive Director of the Company.

#### 3. Item 5 of the agenda

The Company had, during its Twentieth AGM held on 27 September 2024, obtained its shareholders' approval for the general mandate for issuance of shares pursuant to Section 76 of the Act.

The proposed Ordinary Resolution 5 is a renewal of the general mandate for the issuance of shares by the Company under Sections 75 and 76 of the Act. The mandate, if passed, will provide flexibility for the Company and empower the Directors to allot and issue new shares speedily in the Company up to an amount not exceeding in total ten per centum (10%) of the total issued shares/ total number of voting shares of the Company capital for such purpose as the Directors consider would be in the interest of the Company. This would eliminate any delay arising from and cost involved in convening a general meeting to obtain approval of the shareholders for such issuance of shares. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM. The authority will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding investment project(s) and/or working capital.

The waiver of pre-emptive rights pursuant to Section 85 of the Act will allow the Directors of the Company to issue new shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares in the Company under the general mandate.

## NOTICE OF ANNUAL GENERAL MEETING

#### 4. **Item 6 of the agenda**

The Board of Directors applied Practice 5.3 of the Malaysian Code on Corporate Governance ("MCCG") and seek the shareholders' approval to continue retain Encik Mohd Khasan bin Ahmad who has served as Independent Non-Executive Director of the Company for a cumulative term of office of more than Nine (9) years through a two-tier voting process at this AGM.

The Board through the NC had conducted an annual evaluation on the independence of Encik Mohd Khasan bin Ahmad and determined that Encik Mohd Khasan bin Ahmad is fair and impartial in carrying out his duties to the Company. As Director, he continues to bring independent and objective judgements to Board deliberations and decision-making process as a whole. Encik Mohd Khasan bin Ahmad also has vast and diverse range of experiences and brings the right mix of skills to the Board. The Board therefore, endorsed the NC's recommendation for Encik Mohd Khasan bin Ahmad to be retained as Independent Non-Executive Director of the Company based on the following justifications:

- (a) Encik Mohd Khasan bin Ahmad has fulfilled the criteria under the definition of Independent Director as stated in the Main Market Listing Requirements of Bursa Securities, and hence, he would be able to provide an element of objectivity, independent judgement and balance to the Board;
- (b) His length of services on the Board of more than Nine (9) years does not in any way interfere with his exercise of objective judgement or their ability to act in the best interests of the Company and Group. In fact, Encik Mohd Khasan bin Ahmad, has been with the Company for more than Nine (9) years, is familiar with the Group's business operations and have devoted sufficient time and commitment to his role and responsibilities as an Independent Director for informed and balance decision making; and
- (c) He has exercised due care during his tenures as Independent Director of the Company and has discharged his duties with reasonable skill and competence, bringing independent judgement and depth into the Board's decision making in the interest of the Company and its shareholders.

#### **PERSONAL DATA PRIVACY:**

*By registering for the remote participation and electronic voting meeting and/or submitting the instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.*

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**LYC HEALTHCARE BERHAD**

Registration No. 200401009170 (647673-A)  
(Incorporated in Malaysia)

# Proxy Form

<b>No. of Shares Held</b>	
<b>CDS Account No.</b>	

I/We \_\_\_\_\_ \*NRIC No./Passport No./Company No. \_\_\_\_\_  
(NAME OF SHAREHOLDER AS PER NRIC, IN BLOCK CAPITAL)

\*Tel No.: \_\_\_\_\_ of \_\_\_\_\_  
(FULL ADDRESS)

being \*a member/members of **LYC HEALTHCARE BERHAD** hereby appoint(s):-

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Email Address			
Contact No.			

and/or\* (\*delete as appropriate)

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Email Address			
Contact No.			

or failing \*him/ her, the Chairman of the Meeting as \*my/ our proxy to attend and to vote for \*me/ us on \*my/ our behalf at the Twenty First ("21<sup>st</sup>") Annual General Meeting ("AGM") of the Company to be conducted at Dewan Berjaya, Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Monday, 29 September 2025, at 10.00 a.m. or any adjournment thereof.

\*My/ our proxy/ proxies is/ are to vote as indicated below:-

RESOLUTIONS		FOR	AGAINST
<b>ORDINARY RESOLUTION 1</b>	To approve the payment of Directors' Fees and benefit payable to the Directors of the Company of up to RM850,000 from 30 September 2025 until the conclusion of the next AGM to be in 2026.		
<b>ORDINARY RESOLUTION 2</b>	To re-elect Poh Zuan Yin as Director in accordance with Clause 104(1) of the Constitution of the Company.		
<b>ORDINARY RESOLUTION 3</b>	To re-elect Kong Sin Seng as Director in accordance with Clause 111 of the Constitution of the Company.		
<b>ORDINARY RESOLUTION 4</b>	To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.		
<b>ORDINARY RESOLUTION 5</b>	To approve the authority to allot and issue shares by the Directors and waiver of pre-emptive rights pursuant to the Companies Act 2016.		
<b>ORDINARY RESOLUTION 6</b>	To grant authority to Encik Mohd Khasan bin Ahmad to continue in office as an Independent Non-Executive Director.		

Please indicate with an "X" in the spaces provided whether you wish your vote to be cast for or against the resolution. If the absence of specific directions, your proxy/ proxies will vote or abstain at he/ she thinks fit.

\* *Strike out whichever is not applicable*

For appointment of two (2) proxies, percentage of shareholdings to be represented by the proxies:-

	No. of Shares	Percentage
Proxy 1		%
Proxy 2		%
<b>Total</b>		<b>100%</b>

Signature/Common Seal

Contact No.: \_\_\_\_\_

Date: \_\_\_\_\_

NOTES:

- 1. A member entitled to attend, participate, speak and vote at the meeting is entitled to appoint more than one (1) proxy to attend, participate, speak and vote in his/ her stead. A proxy may but need not be a member of the Company.
- 2. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/ she specifies the proportions of his/ her shareholdings to be represented by each proxy.
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AFFIX  
STAMP

The Share Registrar

LYC HEALTHCARE BERHAD

Registration No. 200401009170 (647673-A)  
11th Floor, Menara Symphony,  
No. 5, Jalan Prof. Khoo Kay Kim,  
Seksyen 13, 46200 Petaling Jaya,  
Selangor Darul Ehsan,  
Malaysia.

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[www.lychealth.com](http://www.lychealth.com)

**LYC HEALTHCARE BERHAD**

Registration No. 200401009170 [647673-A]

2<sup>nd</sup> & 3<sup>rd</sup> Floor, Podium Block Plaza VADS,  
No.1 Jalan Tun Mohd Fuad, Taman Tun Dr. Ismail,  
60000 Kuala Lumpur, Malaysia.

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