

NEXGRAM HOLDINGS BERHAD

(Company No. 660055-H)

(Incorporated in Malaysia)

**UNAUDITED INTERIM FINANCIAL REPORT
FOR THE SIXTH QUARTER ENDED 31 JULY 2025**

NEXGRAM HOLDINGS BERHAD
 Company No. 660055-H
 (Incorporated in Malaysia)

**UNAUDITED INTERIM FINANCIAL REPORT FOR THE SIXTH QUARTER
 ENDED 31 JULY 2025**

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (UNAUDITED)

NOTE	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	CURRENT PERIOD QUARTER 31 JULY 2025	PRECEDING YEAR CORRESPONDING QUARTER 31 JULY 2024	CURRENT PERIOD TO-DATE 31 JULY 2025	PRECEDING YEAR CORRESPONDING PERIOD 31 JULY 2024
	RM	RM	RM	RM
Revenue	13,354,887	-	73,349,765	-
Cost of sales	(9,438,036)	-	(54,013,928)	-
Gross Profit	3,916,851	-	19,335,837	-
Operating expense	(27,307,522)	-	(13,596,299)	-
Profit/(loss) from operations	(23,390,671)	-	5,739,538	-
Depreciation	2,049,388	-	(979,904)	-
Share of loss from an associate	(506,500)	-	(379,645)	-
Finance costs	835,364	-	(1,365,308)	-
Interest income	40,076	-	567,246	-
Profit/(loss) before taxation	(20,972,343)	-	3,581,927	-
Taxation	B5	(1,074,810)	-	(1,072,020)
Profit/(loss) for the period	(22,047,153)	-	2,509,907	-
Other comprehensive loss, net of tax				
Foreign currency translation	40,262	-	-	-
Profit/(loss) on fair value changes of equity investment	39,520	-	(1,474,235)	-
	79,782	-	(1,474,235)	-
Total comprehensive income/(loss) for the period, net of tax	(21,967,371)	-	1,035,672	-
Profit/(loss) for the period attributable to:				
Equity holders of the Company	(22,088,592)	-	(435,257)	-
Non-controlling interests	41,439	-	2,945,164	-
Profit/(loss) for the period	(22,047,153)	-	2,509,907	-
Total comprehensive income/(loss) attributable to:				
Equity holders of the Company	(22,008,810)	-	(1,909,492)	-
Non-controlling interests	41,439	-	2,945,164	-
Total comprehensive income/(loss) for the period	(21,967,371)	-	1,035,672	-
Earnings per share attributable to equity holders of the Company:-				
- Basic (sen)	B12	(2.49)	-	(0.05)
- Diluted (sen)		-	-	-

(Due to the change in the current financial year end from 31 January to 31 July, there were no comparative financial information available for the preceding year corresponding period ended 31 January 2024)

(The Unaudited Condensed Consolidated Statements of Comprehensive Income should be read in conjunction with the audited financial statements for the financial period ended 31 January 2024 and the accompanying Notes to the Unaudited Interim Financial Report on pages 5 to 22)

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ENDED 31 JULY 2025**

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (UNAUDITED)

	AT 31 JULY 2025 (UNAUDITED)	AT 31 JANUARY 2024 (AUDITED) RESTATED
	RM	RM
ASSETS		
Non-current assets		
Property, plant and equipment	4,336,807	1,145,781
Right of use assets	4,536,168	8,437,720
Investment properties	46,000,000	7,500,000
Investment in an associate	1,923,246	2,302,891
Other investments	32,738,104	6,665,628
Goodwill on consolidation	7,533,466	7,519,264
Total non-current assets	<u>97,067,791</u>	<u>33,571,284</u>
Current assets		
Investment properties	-	38,500,000
Inventories	6,741,709	5,298,074
Receivables	41,272,069	75,778,900
Fixed deposits with licensed banks	18,385,893	8,308,733
Cash and bank balances	3,632,629	2,596,603
Tax recoverable	36,938	183,089
Amount owing by an associate	321,213	-
Total current assets	<u>70,390,451</u>	<u>130,665,399</u>
Total assets	<u>167,458,242</u>	<u>164,236,683</u>
EQUITY AND LIABILITIES		
EQUITY		
Equity attributable to owners of the parent:		
Share capital	149,597,608	130,622,990
Reserves	(3,427,486)	7,843,110
Accumulated losses	(46,600,021)	(46,164,764)
Shareholders' funds	99,570,101	92,301,336
Non controlling interests	21,547,850	10,431,103
Total equity	<u>121,117,951</u>	<u>102,732,439</u>
LIABILITIES		
Non-current liabilities		
Loans and borrowings	2,502,609	3,324,974
Deferred tax liabilities	2,841,247	1,293,650
Lease liability payables	-	98,586
Total non-current liabilities	<u>5,343,856</u>	<u>4,717,210</u>
Current liabilities		
Payables	19,433,842	21,455,166
Amount owing to directors	390,600	5,419,741
Loans and borrowings	9,170,190	9,920,144
Provisions	-	24,927
Redeemable Convertible Preference Shares	11,146,024	17,690,585
Lease liability payables	855,778	105,690
Tax payables	-	572,204
Deferred tax liabilities	-	1,598,577
Total current liabilities	<u>40,996,434</u>	<u>56,787,034</u>
Total liabilities	<u>46,340,290</u>	<u>61,504,244</u>
Total equity and liabilities	<u>167,458,242</u>	<u>164,236,683</u>
Net assets per share attributable to ordinary equity holders of the Company (sen)	<u>11.20</u>	<u>15.86</u>

(The Unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the financial period ended 31 January 2024 and the accompanying Notes to the Unaudited Interim Financial Report on pages 5 to 22)

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CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

	Attributable to owners of the parent - - - - -										Distributable			
	Non-Distributable													
	Share capital	Warrants reserve	Fair value reserve	Revaluation reserve	Treasury share	Translation reserve	Irredeemable Convertible Preference Share	Redeemable Convertible Preference Share	Accumulated losses	Total				
	RM	RM	RM	RM	RM	RM	RM	RM	RM	RM	RM	RM		
Balance as at 1 February 2024	130,622,990	-	(2,491,060)	2,374,133	(245,000)	(3,984,895)	8,877,635	25,812,297	(44,489,235)	116,476,865	3,946,159	120,423,024		
Prior period adjustment	-	-	-	-	-	-	-	(22,500,000)	(1,675,529)	(24,175,529)	6,484,944	(17,690,585)		
Balance at 1 February 2024	130,622,990	-	(2,491,060)	2,374,133	(245,000)	(3,984,895)	8,877,635	3,312,297	(46,164,764)	92,301,336	10,431,103	102,732,439		
Total comprehensive (expenses)/income for the financial year:-														
Loss for the financial year	-	-	-	-	-	-	-	-	(435,257)	(435,257)	2,945,164	2,509,907		
Other comprehensive income for the financial year	-	-	-	(120,318)	-	1,016,345	-	-	-	896,027	-	896,027		
- Fair value of equity Investment	-	-	-	-	-	-	-	-	-	-	-	-		
- Foreign currency translation	-	-	-	-	-	-	-	-	-	-	-	-		
Total comprehensive income/(expenses)	-	-	-	(120,318)	-	1,016,345	-	-	(435,257)	460,770	2,945,164	3,405,934		
Transaction with owners:														
- Issuance of ordinary shares	1,464,866	-	-	-	-	-	-	-	-	1,464,866	-	1,464,866		
- Conversion of ICPs	8,877,635	-	-	-	-	-	(8,877,635)	-	-	-	-	-		
- Redemption of RCPS	8,632,117	-	-	-	-	-	-	-	-	8,632,117	-	8,632,117		
- Effect of disposal of subsidiaries	-	-	-	-	-	23,309	-	(3,312,297)	-	(3,288,988)	7,957,301	4,668,313		
Total transactions with owners	18,974,618	-	-	-	-	23,309	(8,877,635)	(3,312,297)	-	6,807,995	7,957,301	14,765,296		
Transaction with non-controlling interest:														
- Issuance of shares to non-controlling interest	-	-	-	-	-	-	-	-	-	-	18,282	18,282		
- New subsidiaries	-	-	-	-	-	-	-	-	-	-	196,000	196,000		
- TSW	-	-	-	-	-	-	-	-	-	-	214,282	214,282		
Total transaction with non-controlling interest:	-	-	-	-	-	-	-	-	-	-	214,282	214,282		
Balance as at 31 July 2025	149,597,608	-	(2,491,060)	2,253,815	(245,000)	(2,945,241)	-	-	(46,600,021)	99,570,101	21,547,850	121,117,951		
Balance as at 1 August 2022	109,408,507	1,903,140	(1,898,179)	2,144,074	(245,000)	(4,473,820)	-	3,312,297	(18,260,589)	91,890,430	3,268,168	95,158,598		
Prior period adjustment				46,258					(117,721)	(71,463)	(101,658)	(173,121)		
Total comprehensive (expenses)/income for the financial year:-														
Loss for the financial year	-	-	-	-	-	-	-	-	(28,123,151)	(28,123,151)	603,372	(27,519,779)		
Other comprehensive (expenses)/income for the financial year	-	-	(592,881)	-	-	-	-	-	(592,881)	-	(592,881)			
- Revaluation gain on leasehold land and building	-	-	-	302,233	-	-	-	-	302,233	-	129,527	431,760		
- Realisation of revaluation reserve	-	-	-	(118,432)	-	-	-	-	109,086	(9,346)	46,750	37,404		
- Fair value of equity investment	-	-	-	-	-	-	-	-	-	-	-	-		
- Foreign currency translation	-	-	-	-	-	488,925	-	-	-	488,925	-	488,925		
Total comprehensive (expenses)/income	-	(592,881)	183,801	-	488,925	-	-	(28,014,065)	(27,934,220)	779,649	(27,154,571)			
Transaction with owners:														
- Issuance of ordinary shares	21,214,483	-	-	-	-	-	-	-	-	21,214,483	-	21,214,483		
- Issuance of RCPS	-	-	-	-	-	-	22,500,000	-	-	22,500,000	-	22,500,000		
- Issuance of ICPs	-	-	-	-	-	-	8,877,635	-	-	8,877,635	-	8,877,635		
- Expiry of warrants	-	(1,903,140)	-	-	-	-	-	1,903,140	-	-	-	-		
Total transactions with owners	21,214,483	(1,903,140)	-	-	-	-	8,877,635	22,500,000	1,903,140	52,592,118	-	52,592,118		
Balance as at 31 January 2024	130,622,990	-	(2,491,060)	2,374,133	(245,000)	(3,984,895)	8,877,635	25,812,297	(44,489,235)	116,476,865	3,946,159	120,423,024		

(The Unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the financial period ended 31 January 2024 and the accompanying Notes to the Unaudited Interim Financial Report on pages 5 to 22)

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CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

	CUMULATIVE QUARTER	
	CURRENT PERIOD	PRECEDING PERIOD
	TO-DATE	TO-DATE
	31 JULY 2025	31 JANUARY 2024
	RM	RM
Cash flows for operating activities		
Profit before taxation	3,581,927	-
Adjustments for non-cash flow:		
Non-cash items	1,401,591	-
Finance costs	39,083	-
Interest income	(567,246)	-
Derecognition ROU	3,479,865	-
Gain on disposal of subsidiary	(31,198,663)	-
Operating loss before working capital changes	(23,263,443)	-
Changes in working capital:		
Net change in current assets	281,458	-
Net change in current liabilities	28,317,901	-
Cash generated from operations	5,335,916	-
Tax paid	(1,245,179)	-
Cash generated from operating activities	<u>4,090,737</u>	<u>-</u>
Cash flows for investing activities		
Purchase of investments	(2,207,565)	-
Interest received	567,246	-
Proceeds from disposal of subsidiary	1,196,414	-
Purchase of property, plant and equipment	(5,321,732)	-
Share of associate profit	168,005	-
Cash used in from investing activities	<u>(5,597,632)</u>	<u>-</u>
Cash flows from financing activities		
Proceeds from issue of shares	10,096,983	-
Dividend paid	(39,083)	-
Proceeds from term loan	2,618,674	-
Proceeds from lease/finance lease liabilities	1,139,044	-
Net changes in short term borrowings	(1,020,692)	-
Net cash used in financing activities	<u>12,794,926</u>	<u>-</u>
Net increase in cash and cash equivalents	<u>11,288,031</u>	<u>-</u>
Effect of foreign exchange rate changes	-	-
Cash and cash equivalents at beginning of period	<u>10,905,336</u>	<u>-</u>
Cash and cash equivalents at end of period	<u>22,193,367</u>	<u>-</u>
Cash and cash equivalents comprise of :-		
Cash and bank balances	3,632,629	-
Fixed deposits with licensed banks	18,385,893	-
Bank overdrafts	-	-
Fixed deposits with tenure more than 3 months and pledged to licensed banks	22,018,522	-
	174,845	-
	<u>22,193,367</u>	<u>-</u>

(The Unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the financial period ended 31 January 2024 and the accompanying Notes to the Unaudited Interim Financial Report on pages 5 to 22)

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NOTES TO THE INTERIM FINANCIAL REPORT

A. EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARD (“MFRS”) 134 INTERIM FINANCIAL REPORTING

A1. Basis of preparation

The interim financial statements are unaudited and have been prepared in accordance with MFRS 134 “Interim Financial Reporting” and Rule 9.22 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”).

The interim financial report should be read in conjunction with the latest audited financial statements of Nexgram Holdings Berhad (“Nexgram” or the “Company”) and its subsidiaries (“Group”) for the financial period ended 31 January 2024.

The accounting policies adopted by the Group in these interim financial statements are consistent with those of the audited financial statements for the quarter ended 31 July 2025.

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2024

- Amendments to MFRS 16, *Leases - Lease Liability in a Sale and Leaseback*
- Amendments to MFRS 101, *Presentation of Financial Statements* – Non-current Liabilities with Covenants and Classification of Liabilities as Current or Non-current
- Amendments to MFRS 107, *Statement of Cash Flows* and MFRS 7, *Financial Instruments: Disclosures* – Supplier Finance Arrangements

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2025

- MFRS 121, *The Effects of Changes in Foreign Exchange Rates* - Lack of Exchangeability

MFRSs, Interpretations and amendments effective for annual periods on or after a date yet to be confirmed

- Amendments to MFRS 10, *Consolidated Financial Statements* and MFRS 128, *Investments in Associates and Joint Ventures* - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

The Group and the Company plan to apply the abovementioned accounting standards, interpretations and amendments, where applicable from the annual period beginning on 1 February 2024 for those accounting standards, interpretations and amendments that are effective for annual periods beginning on or after 1 January 2024.

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A1. Basis of preparation (cont'd)

The Group and the Company do not plan to apply MFRS 17, *Insurance Contracts* that is effective for annual period beginning on 1 January 2023 as it is not applicable to the Group and the Company.

A2. Qualification of financial statements

The auditors have expressed an unmodified opinion with an emphasis of matters on material uncertainties relating to going concern, in respect of Nexgram Holdings Berhad's audited financial statement for the financial period ended 31 January 2024.

The Emphasis of matters by Independent Auditors are as follows:

We draw attention to Note 2.1 to the financial statements, which indicates that: -

- a) The Group and the Company incurred a net loss of RM27,519,779/- and RM16,010,879/- respectively, during the financial period ended 31 January 2024;
- b) The Company has been served with a winding-up petition by Teng Bee Ling;
- c) Nextnation Datacity Sdn Bhd, a wholly-owned subsidiary of the Company, went into liquidation after High Court has granted the winding-up orders as disclosed in B9(a) to the financial statements; and
- d) Tri-G Technologies Sdn Bhd (“Tri-G”), a 51% owned subsidiary of the Company, has not complied with the repayment terms of its bank borrowings with Maybank Islamic Berhad as disclosed in B9(b) to the financial statements.

Below are the steps taken or propose to be taken to address the key audit matters that related to the above indicators:

- a) Upon fully redemption of RCPS for the acquisition of the management right as announced on 10 March 2023, its will enable the Group to group the Hotel Service Management Business, which is an industry with positive outlook and allows the Group to add value and contribute positively to its earnings recovery;
- b) The Company has proposed and settled the outstanding amount to pay Teng Bee Ling claim in six (6) monthly instalments commencing 7 June 2024;
- c) Loan under Nextnation Datacity Sdn Bhd had been fully settled on 30 November 2024. The Order was filed in the High Court and the winding-up orders had been terminated on 11 July 2025 and Nextnation Datacity Sdn Bhd is no longer be in liquidation; and

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A2. Qualification of financial statements (cont'd)

- d) Maybank Islamic Berhad had agreed on the settlement monthly payment sum of RM50,000.00 commencing May until September 2025 and full settlement of outstanding loan by end of September 2025. The Group is requesting for further extension on the full settlement of outstanding loan with the bank.

A3. Seasonal or cyclical factors

The results of the Group were not materially affected by any significant seasonal or cyclical factors during the current quarter under review.

A4. Unusual items affecting assets, liabilities, equity, net income or cash flows

There were no unusual items affecting assets, liabilities, equity, net income or cash flows of the Group during the current quarter under review.

A5. Material changes in estimates

There were no changes in the nature and number of estimates reported in prior financial years that have a material effect in the current quarter under review.

A6. Debts and equity securities

There were no issuance, repurchase, cancellation, resale, and repayment of debt and equity securities of the Company for the current quarter under review except the following:-

- a) On 28 December 2023 and 5 February 2024, the Company share capital increased from private placement under first and second tranches. Total number of ordinary shares issued under the private placement is 14,492,000 ordinary shares and 50,371,900 ordinary shares, with the latest issued number of share capital after taken into consideration of the abovementioned private placement is amounting to 64,863,900 ordinary shares. Upon taken into consideration of the private placement, the total allotted shares amounting to 713,676,483 ordinary shares in the market; and
- b) The Company share capital increased from conversion of Irredeemable Convertible Preference Shares (“ICPS”) to ordinary shares as follows:

Date	No. of ordinary shares
8 March 2024	4,000,000
18 March 2024	36,800,000
26 March 2024	27,000,000

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A6. Debts and equity securities (cont'd)

- b) The Company share capital increased from conversion of Irredeemable Convertible Preference Shares ("ICPS") to ordinary shares as follows (cont'd):

Date	No. of ordinary shares
4 April 2024	26,000,000
12 April 2024	8,000,000
23 April 2024	31,850,700
25 April 2024	1,000,000
30 April 2024	5,948,600
7 May 2024	27,376,510
13 May 2024	9,576,980
Total	177,552,790

Upon taken into consideration of the conversion of ICPS, the total allotted shares amounting to 888,814,808 ordinary shares in the market.

A7. Dividend paid

There was no dividend paid during the current quarter under review.

A8. Segmental information

The segmental analysis of revenue and loss before taxation of the Group for the financial period ended 31 July 2025 is tabulated below:

Segment	Investment holding company RM	ICT Malaysia RM	Property Investment RM	Elimination RM	Total RM
Revenue	30,000	73,797,701	-	(477,936)	73,349,765
(Loss)/ Profit before taxation	(10,923,515)	9,366,205	12,077,705	(6,938,468)	3,581,927

A9. Valuation of property, plant and equipment

The Group did not revalue any of its property, plant and equipment during the current quarter under review.

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A10. Valuation of investment properties

The Group did not revalue any of its investment properties during the current quarter under review.

A11. Material events subsequent to the end of the quarter

As at the date of the report, being the latest practicable date of this Report, there is no material events subsequent to the quarter ended 31 July 2025.

A12. Changes in composition of the Group

There are the changes made in the composition of the Group during the quarter ended 31 July 2025.

The changes are as follows: -

- i) On 11 September 2024, Nexgram Holdings Berhad acquire Nexgram Biomedic Sdn Bhd from Nexgram Industries Sdn Bhd.
- ii) The disposal of Transeaways Shipping Sdn Bhd to Asdion Logistics Sdn Bhd as announced by the Company on 13 September 2024; and
- iii) On 20 September 2024, Nexgram Industries Sdn Bhd and its subsidiaries had been disposed.

A13. Contingent assets or liabilities

Save as disclosed below, the Company does not have any contingent assets or liabilities as at the date of the report except the following:

<u>Contingent liability:</u>	RM
Corporate guarantee granted to subsidiary companies	<u>9,453,130</u>

A14. Capital commitments

There were no capital commitments during the period under review.

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A15. Restatement

(a) Restatement of Redeemable Convertible Preference Shares

During the period under review, the Group undertook a reassessment of the contractual terms and conditions of its Redeemable Convertible Preference Shares (“RCPS”). Based on this reassessment, management determined that the RCPS comprise both a financial liability component, and an equity component.

In the prior financial statements, the RCPS had been presented in full as equity. In accordance with the requirements of MFRS 132 Financial Instruments: Presentation, management has concluded that a bifurcated presentation more appropriately reflects the substance of the instrument. Accordingly, the comparative financial information has been restated to reclassify the RCPS into their respective liability and equity components.

The effect of the restatement on the comparative financial statements is as follows:

Statement of Financial Position

	Previously reported RM	Restatement RM	As Restated RM
31 January 2024			
Equity			
Reserves	30,343,110	(22,500,000)	7,843,110
Accumulated losses	(44,489,235)	(1,675,529)	(46,164,764)
Non-controlling interests	3,946,157	6,484,944	10,431,101
Current liabilities			
Redeemable Convertible Preference Shares	-	16,015,056	16,015,056

Statement of Comprehensive Income

	Previously reported RM	Restatement RM	As Restated RM
31 January 2024			
Finance costs	(4,327,441)	(1,675,529)	(6,002,970)
Loss for the financial period	<u>(27,519,779)</u>	<u>(1,675,529)</u>	<u>(29,195,308)</u>

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A15. Restatement (cont'd)

(a) Restatement of Redeemable Convertible Preference Shares (cont'd)

Statement of Cashflow

31 January 2024	Previously reported RM	Restatement RM	As Restated RM
Cashflow from operating activities			
Loss before taxation	(26,009,821)	(1,675,529)	(27,685,350)
Adjustments:			
Finance costs	<u>4,327,441</u>	<u>1,675,529</u>	<u>6,002,970</u>

(b) Restatement of Refurbishment

During the period under review, the Group undertook a reassessment of the contractual terms and conditions of one of its Refurbishment in Medic Asset Group Sdn Bhd. Based on this reassessment, management determined that the Refurbishment is treated as advances.

In the prior financial statements, the Refurbishment had been presented as non-current assets. In accordance with the requirements of MFRS 9 Financial Instruments, management has concluded that a bifurcated presentation more appropriately reflects the substance of the instrument. Accordingly, the comparative financial information has been restated to reclassify the Refurbishment into advances.

The effect of the restatement on the comparative financial statements is as follows:

Statement of Financial Position

31 January 2024	Previously reported RM	Restatement RM	As Restated RM
Non-current assets			
Property, plant and equipment	<u>36,958,949</u>	<u>(35,813,168)</u>	<u>1,145,781</u>
Current assets			
Receivables	<u>39,965,732</u>	<u>35,813,168</u>	<u>75,778,900</u>

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**ADDITIONAL INFORMATION REQUIRED BY THE ACE MARKET LISTING
REQUIREMENTS OF BURSA SECURITIES**

B1. Review of performance

(a) Overall review of the Group's financial performance

	Individual Period	Cumulative Period
	Current Quarter	Current Year To-date
	31 July 2025 RM'000	31 July 2025 RM'000
Revenue	13,355	73,350
Cost of sales	(9,438)	(54,014)
Gross Profit	3,917	19,336
Operating expense	(27,308)	(13,596)
Profit/(Loss) from operation	(23,391)	5,740
Profit/(Loss) before interest and tax	(21,848)	4,380
Profit/(Loss) before taxation	(20,972)	3,582
Profit/(Loss) for the period	(22,047)	2,510
Profit/(Loss) attributable to Ordinary Equity Holders of the parent	(22,089)	(435)

The Group recorded a revenue of RM73.35 million for the financial period ended 31 July 2025. The Group's revenue is mainly derived from the ICT Malaysia division which represented 100.00% of the total revenue of the Group.

The Group recorded a loss before taxation of RM20.97 million in the current quarter are mainly due to the increase in other operating expense for the Group mainly due to the interest on RCPS (Liability) of RM2.17 million, impairment on investment in Wings RM5.2 million and related expense adjustment from the disposal of subsidiaries.

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B1. Review of performance (cont'd)

(b) Performance of the current quarter against the preceding quarter

	Current Quarter 31 July 2025 RM'000	Immediate Preceding Quarter 30 April 2025 RM'000	Changes %
Revenue	13,355	12,524	6.63
Cost of sales	(9,438)	(8,451)	11.68
Gross Profit	3,917	4,073	(3.83)
Operating income/(expense)	(27,308)	20,921	(230.53)
Profit/(Loss) from operation	(23,391)	24,994	(193.59)
Profit/(Loss) before interest and tax	(21,848)	24,057	(190.82)
Profit/(Loss) before taxation	(20,972)	23,157	(190.56)
Profit/(Loss) for the period	(22,047)	23,159	(195.20)
Profit/(Loss) attributable to Ordinary Equity Holders of the parent	(22,089)	22,391	(198.65)

For the current quarter ended 31 July 2025, the Group recorded revenue of RM13.35 million compared to RM12.52 million recorded in the previous quarter ended 30 April 2025. The Group's revenue increased by 6.63% due to the increase in revenue contribution from ICT Malaysia division.

The Group recorded a loss before taxation of RM20.97 million for the current quarter ended 31 July 2025, as compared to a profit before taxation of RM23.16 million recorded in the previous quarter ended 30 April 2025. The loss recorded in the current quarter are mainly due to the increase in other operating expense for the Group mainly due to the interest on RCPS (Liability) of RM2.17 million, impairment on investment in Wings RM5.2 million and related expense adjustment from the disposal of subsidiaries.

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B2. Current year's prospect

The Management views that financial period ending 2025 expect to expand at a moderate pace. Slower external demand will continue to weigh on economic activity particularly for the export-oriented sectors. Growth for the remainder of the period will continue to be driven by resilient domestic demand. The Group will continue to involve in the trading, distribution and maintenance of security and video surveillance equipment and hospitality industry in preparation for next economic recovery cycle.

On 9 March 2023, MAGSB had entered into a Conditional Sale and Purchase Agreement (“CSPA”) with WINGS for the proposed acquisition of the entire management right of a piece of land held under individual title H.S.(D) 110, PT 445, Bandar Padang Mat Sirat, Daerah Langkawi, Kedah measuring approximately 16,900 square metres together with the hotel known as Wings By Croske Resort Langkawi (formerly known as Century One Helang Hotel Langkawi) with 218 guest rooms and all the facilities (“the Management Rights of the said Property”) for a total purchase consideration of RM22.50 million to be satisfied via the issuance of 250,000 RCPS at an issue price of RM90.00 only per RCPS in MAGSB to the Vendor (“Proposed Acquisition”). The sale and purchase transaction has yet to be completed.

The upcoming year will be a tougher year as the economic is in the process of recovery from the endemic of COVID-19, currency downturn and rise of commodity prices. However, our objective remains unchanged. Sensorlink Group is focusing on video surveillance and cybersecurity especially in financial sector to provide excellent service to the end users. In the upcoming year, we will venture into data centre, blockchain, artificial intelligence (“AI”) and robotics development. We believe that Malaysia will becoming the next regional data centre hub. Continuously effort and engagement of new business development team allows us to tender government projects and secure government retrofit projects relate to security surveillance and IT infrastructure. Sensorlink Group will be investing in new businesses to develop own local brand access control system, time attendance and visitor management system to capture new market share and increase the company product portfolio.

The Management expects financial year ending 2025 will be challenging but cautiously confident with the business opportunities identified and will act cautiously to ensure continue business growth.

B3. Variance of actual profit from forecast profit

The Group has not published or issued any profit forecast for the current period and financial period as at the date of the report.

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B4. Loss before taxation is stated after charging/(crediting):

	Quarter ended 31 July 2025 <u>RM</u>	Year to date 31 July 2025 <u>RM</u>
Depreciation charges	(2,049,388)	979,904
Interest expense	(835,364)	1,365,308
Interest income	(40,076)	(567,246)
Fair value gain/(loss) on quoted shares	(39,520)	1,474,235
Realised gain/(loss) on foreign exchange	<u>(40,262)</u>	<u>-</u>

B5. Taxation

	Individual Quarter	Cumulative Quarter
	Current period quarter	Current period to- date
	31 July 2025 <u>RM</u>	31 July 2025 <u>RM</u>
Current period provision	(1,074,810)	(1,072,020)
Deferred tax provision	-	-
Total	(1,074,810)	(1,072,020)

B6. Status of corporate proposals

As at the date of the report, there were no other corporate proposals announced by the Company and pending for completion except the following: -

On 3 July 2024, the Company through its advisor, Malacca Securities Sdn Bhd (“Malacca Securities”), had announced that the Company proposes to undertake:

- i) proposed bonus issue of up to 433,497,316 free warrants in Nexgram (“Warrant(s) E”) on the basis of 4 free Warrants E for every 9 existing ordinary shares in Nexgram (“Nexgram Share(s)” or “Share(s)”) held by the shareholders whose name appear in the Record of Depositors of the Company on an entitlement date to be determined later (“Entitlement Date”) (“Entitled Shareholder(s)”) (“Proposed Bonus Issue of Warrants E”);

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B6. Status of corporate proposals (cont'd)

- ii) proposed part settlement of redeemable convertible preference shares ("RCPS") in Medic Asset Group Sdn Bhd, a wholly-owned subsidiary of Nexgram ("MAGSB"), via the issuance of 555,120,000 new Shares ("RCPS Settlement Share(s)") to Wings By Croske Resort Langkawi Sdn Bhd ("Wings") at an issue price of RM0.025 per RCPS Settlement Share together with 246,720,000 free Warrants E on the basis of 4 free Warrants E for every 9 RCPS Settlement Shares for the redemption of 154,200 units of RCPS for a total consideration value of RM13,878,000 ("Proposed Part Settlement of RCPS");
- iii) proposed settlement of debts owing to Weststar Invest Holdings Ltd ("Weststar") and RFC Holdings Sdn Bhd ("RFC") (collectively referred to as the "Creditors") in aggregate sum of RM11,614,804.19 ("Settlement Sum") to be fully satisfied via the issuance of 464,592,120 new Shares ("Debt Settlement Share(s)") at an issue price of RM0.025 per Debt Settlement Share together with 206,485,386 free Warrants E on the basis of 4 free Warrants E for every 9 Debt Settlement Shares ("Proposed Debt Settlement"); and
- iv) proposed diversification of the existing business of Nexgram and its subsidiaries ("Nexgram Group" or "Group") to include the provision of hotel service management ("Hotel Service Management Business") ("Proposed Diversification").

(Collectively referred to as "Proposals")

On 7 August 2024, the Company through its advisor, Malacca Securities, had announced that the Company, Weststar and RFC had mutually agreed to terminate the debt settlement agreements dated 3 July 2024 in relation to the Proposed Debt Settlement. Subsequently, the Company, Weststar and RFC had entered into revised debt settlement agreements dated 7 August 2024.

On 4 October 2024, the Company through its advisor, Malacca Securities, had announced that the Company has submitted the listing application in relation to the Proposals to Bursa Securities.

On 27 March 2025, the Company through its advisor, Malacca Securities, had announced that the listing application in relation to the Proposals have been withdrawn.

On 14 August 2025, the Company through its advisor, Malacca Securities, had announced that the listing application in relation to the Proposals has been submitted to Bursa Securities on 13 August 2025.

As at the date of the report, the submitted listing application in relation to the Proposals are still pending approval from Bursa Securities.

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B6. Status of corporate proposals (cont'd)

On 24 September 2025, the Company through its advisor, TA Securities Holdings Berhad (“TA Securities”) had announced that the Company proposes to undertake the Proposed Private Placement of up to 10% of the number of issued shares in the Company (“Placement Shares”) (excluding treasury shares) pursuant to the general mandate obtained from the Company’s shareholders up to 97,685,000 Placement Shares in Nexgram.

As at the date of the report, the submitted listing application in relation to the Proposals are still pending approval from Bursa Securities.

B7. Borrowings and debt securities

Save as disclosed below, the Group does not have any loan outstanding or created, convertible debt securities, mortgages or charges outstanding as at 31 July 2025.

Secured borrowings	Payable within 12 months (RM)	Payable after 12 months (RM)
Denominated in: - Malaysian Ringgit	9,170,190	2,502,609

The above borrowings are in the Malaysian currency. There has been no default on payment of either interest and/or principal sum, in respect of the abovementioned borrowings throughout the past one (1) financial year.

B8. Off balance sheet financial instruments

The Group does not have any off-balance sheet financial instruments as at the date of the report.

B9. Material litigation

There is no material litigation as at the date of the report except following:

a) **Legal suit with Maybank Islamic Berhad**

Maybank Islamic Berhad (“Plaintiff”) vs Tri-G Technologies Sdn. Bhd., Nor Halim bin Ahmad Sayuni and Nexgram Holdings Berhad (“Defendant”)

On 18 August 2023, Tri-G Technologies Sdn. Bhd. received Writ of Summon from Plaintiff regarding the outstanding balance of Commodity Murabahah Term Financing-i worth RM1,771,628.31 as at 31 May 2023.

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B9. Material litigation (cont'd)

a) Legal suit with Maybank Islamic Berhad (cont'd)

If unable to pay by 13 October 2023, Plaintiff will take action to wind up NHB as the guarantor.

On 20 October 2023, Plaintiff has agreed to settle by paying monthly repayment of RM100,000 for 6 months effective from November 2023 until April 2024. Subsequently, the repayment arrangement will be reviewed in March 2024 for an increase repayment amount.

On 14 March 2024, Tri-G Technologies Sdn Bhd and Nexgram Holdings Berhad were served the Notice Pursuant to Section 465(1)(e) and Section 466(1) of the Companies Act, 2026. The next Hearing date is to be fixed.

The Hearing was fixed on 11 September 2024.

On 11 September 2024, the Court had given the direction to the Plaintiff to file Affidavit in Reply on or before 25 September 2024; both parties to file Written Submissions on or before 9 October 2024; both parties to file Reply Submissions on or before 23 October 2024 and the next Case Management is fixed on 20 November 2024.

On 20 November 2024, the Court has fixed the hearing on 13 December 2024.

On 13 December 2024, the Court rescheduled the hearing to 18 December 2024 via Zoom.

On 18 December 2024, the Plaintiff's solicitor informed to the Court that Tri-G Technologies Sdn Bhd has already been wound up by RHB Bank on 7 November 2024. As such, the Winding-Up Petition by the Plaintiff was withdrawn.

On 16 April 2025, Nexgram Holdings Berhad as a corporate guarantor for Tri-G Technologies Sdn Bhd received winding up petition served by the Plaintiff.

In response to that, several negotiations being made by Nexgram Holdings Berhad with the Plaintiff on the proposal settlement of outstanding loan under Tri-G Technologies Sdn Bhd.

The Plaintiff agreed on the settlement monthly payment sum of RM50,000.00 commencing May until September 2025 and full settlement of outstanding loan by end of September 2025. Subsequently, the Plaintiff will withdraw the winding up petition against Nexgram Holdings Berhad during the hearing on 26 June 2025.

On 26 June 2025, the winding up petition against Nexgram was withdrawn by the Plaintiff.

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b) Legal suit with Spacious Glory Sdn Bhd

Coconut Three Sdn Bhd, Nexgram Holdings Berhad, Mazru Bin Mat Yusof and Leing Ti Kang (“Appellant”) and Lau Tian Kit and Spacious Glory Sdn Bhd (“Respondents”)

The above case is in respect of the counterclaim made by appellant to strike out the conspiracy claims made against them by the Respondents.

The appeal is in relation to the dismissal of the counterclaim by the High Court on 10 November 2020.

All the witnesses have given their testimonies in Court.

On 25 May 2022, the court delivered its decision as follows subject to allocator fee: -

1. Coconut Three Sdn Bhd, Nexgram Holdings Berhad, Mazru and Leing Ti Kang jointly pay for RM150,000 and RM200,000 as General Damages and Aggravated Damages;
2. Coconut Three, Nexgram, Mazru and Leing Ti Kang separately pay for RM100,000 each as Exemplary Damage; and
3. Coconut Three, Nexgram, Mazru and Leing Ti Kang jointly pay for RM180,000 as legal costs.

The appellant has filed a Notice of Appeal against the said decision of the High Court to the Court of Appeal which next the case management on 6 October 2022. Subsequently, case management is on 11 October 2022 and has fixed the case on 2 October 2022 for the appellant to file the stay of application. The appellant and respondents to file their respective written submission and Bundle of Authorities on 28 May 2023.

The Court has fixed the next hearing date on 30 October 2024.

On 30 October 2024, the Court of Appeal dismissed the Notice of Appeal and has ordered the Appellants to jointly pay for the following:

1. RM200,000, RM100,000 and RM10,000 as aggravated damages, exemplary damages and nominal damages respectively;
2. RM180,000 and RM20,000 for legal costs and costs for the appeal respectively to be paid to the Respondents; and
3. RM7,200 for allocator fees.

The Appeal now has been fixed for hearing on 29 April 2025.

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B9. Material litigation (cont'd)

b) Legal suit with Spacious Glory Sdn Bhd (cont'd)

On 29 April 2025, after reading the Written Submission of both parties and also hearing the oral submissions by both parties, the Federal Court has dismissed our Notice of Motion with cost of RM30,000.00.

On 23 June 2025, Nexgram received a Statutory Notice of Demand from Lau Tian Kit demanding for the payment of the judgement suum of RM542,810.14 under previous various court proceedings.

On 21 July 2025, Nexgram, through its solicitors, made the payment to Lau Tian Kit's solicitors by way of three (3) instalments via post-dated cheques, which were acknowledge receipt by his solicitors.

Upon the above settlement, there is no further unsatisfied judgement by Nexgram.

c) Legal Suit with Perbadanan Bioteknologi Melaka`

Tri-G Technologies Sdn Bhd (“Plaintiff”) vs Perbadanan Bioteknologi Melaka (“Defendant”)

In the abovementioned suit, the Plaintiff claim against the Defendant for the following:-

1. A declaration that the purported termination of the said Agreement by the Defendant is wrong;
2. A sum of RM729,135 or any other sum as assessed by this Honourable Court being the balance sum unpaid by the Defendant for the delivered items;
3. Loss of profit for 3 years being the Contract period amounting to RM19,877,080 or any other sums as assessed by the Honourable Court;
4. Interest at the rate of 5% per annum on the adjudged amount in paragraph 2 and 3 above from the date of judgement until full and final realisation cost; and
5. Any other relief as deemed appropriate by this Honourable Court.

The suit was fixed for trial on 6 and 7 November 2023.

On 6 November 2023, the Court had postponed the trial for both parties to discuss on the settlement and fixed the new trial date on 29 February 2024.

On 29 February 2024, the Court had postponed the trial for both parties to refer and complete the mediation and fixed the new trial by way of e-Review on 2 May 2024.

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B9. Material litigation (cont'd)

c) Legal Suit with Perbadanan Bioteknologi Melaka (cont'd)

On 2 May 2024, both parties have tried to resolve the matter by way of mediation. Nonetheless, both parties have failed to reach a settlement through mediation.

On 15 May 2024, the Plaintiff has made an amendment application to amend the pleading which was made to include the actual cost of refurbishment of the laboratory paid in the sum of RM79,028/- and the loss suffered by the Plaintiff as a result of the Defendant's refusal to accept the new machine and laboratory items in the sum of RM77,760/-.

The Court has been informed of the amendment application via the e-Review on 16 May 2024 and the new Hearing date for the same is fixed on 19 August 2024 and had been rescheduled to 21 August 2024.

On 21 August 2024, the Court granted the Plaintiff's application with costs of RM2,500.00 to be paid by the Plaintiff to the Defendant. The High Court directed the Defendant to file its Amended Defence (if any) within 14 days upon receipt of the re-amended Statement of Claim. The Plaintiff is required to file the amended Reply to Defence, and Defence to Counterclaim within 14 days from the receipt of the Amended Defence.

The next hearing date is yet to be scheduled by the High Court.

The hearing was fixed on 5 November 2024 by the High Court.

During the hearing held on 5 November 2024, the hearing was converted to the case management for the Plaintiff to update the High Court on the status of filing the amended pleadings. The case is now fixed for trial from 23 April 2025 to 25 April 2025.

On 7 November 2024, the Plaintiff has been wound up by RHB Bank and therefore the solicitor is seeking consent from the Liquidator to proceed with the legal action against the Defendant.

The High Court has fixed the next management case for 23 July 2025 for the parties to update status on the status of the applications.

On 21 July 2025, Nexgram Industries Sdn Bhd ("the Applicant"), as a contributory of the Plaintiff, have filed the application to obtain leave from the winding-up court in order to continue with the legal proceedings on behalf of the Plaintiff in High Court.

On 5 August 2025, the leave application was granted. The High Court Registrar has fixed the next case management on 27 August 2025 to receive further directions from the High Court.

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B9. Material litigation (cont'd)

c) Legal Suit with Perbadanan Bioteknologi Melaka (cont'd)

On 27 August 2025, the High Court has fixed the leave application for hearing on 25 September 2025.

On 25 September 2025, the High Court has allowed the leave application which the Applicant is now able to continue with the legal proceedings on behalf of the Plaintiff in High Court.

B10. Dividend

There is no dividend declared for the current quarter under review.

B11. Earnings per share

(a) Basic

Basic earnings per share is calculated by dividing the net loss for the period by the weighted average number of ordinary shares in issue during the period.

	Current Quarter	Current Year to date
Loss attributable to Ordinary Equity holders of the Company (RM)	(22,088,592)	(435,257)
Weighted average number of shares	888,814,808	888,814,808
Basic earnings per share (sen)	(2.49)	(0.05)

(b) Diluted

Not applicable.