



[Registration No. 200501037512 (719660-W)]



ANNUAL REPORT 2024

ROOTED IN *Responsibility.*
GROWING WITH PURPOSE



The tree structure symbolises our deep-rooted values of responsibility and a progressive vision centered on purpose-driven growth. Its strong foundation reflects our commitment to ethical practices, while the flourishing branches represent our aspirations for a sustainable future. The urban background signifies our collaborative partnerships with various industries and our contributions to sustainable development in diverse contexts.

By focusing on responsibility and purpose, we move beyond the more general concept of “sustainability” used in previous taglines, offering a refreshed perspective that resonates with our mission. Our tagline, ‘Rooted in Responsibility, Growing with Purpose,’ encapsulates this commitment, highlighting the importance of our foundational values as we strive for meaningful progress in the industry.

19th ANNUAL GENERAL MEETING



Date & Time

Thursday, 26 June 2025, 10.00 a.m.



Website

www.nextgreenglobal.com/



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Annual Report online

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NOTICE OF 19th ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Nineteenth (“19th”) Annual General Meeting (“AGM”) of Nextgreen Global Berhad (“Nextgreen” or the “Company”) will be held at Perdana Ballroom, Bukit Jalil Golf & Country Resort, Jalan Jalil Perkasa 3, Bukit Jalil, 57000 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia on Thursday, 26 June 2025 at 10.00 a.m. or at any adjournment thereof for the transaction of the following businesses:

AGENDA

As Ordinary Business

- | | |
|--|--------------------------------------|
| 1. To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Reports of the Directors and Auditors thereon. | Refer to Explanatory Note (a) |
| 2. To re-elect Dato’ Dr. Haji Sohaimi Bin Shahadan as Director who is retiring by rotation in accordance with Clause 107(1) of the Company’s Constitution. | Ordinary Resolution 1 |
| 3. To re-elect Dato’ Lim Thiam Huat as Director who is retiring by rotation in accordance with Clause 107(1) of the Company’s Constitution. | Ordinary Resolution 2 |
| 4. To re-elect Mr. See Cherng Jye as Director who is retiring in accordance with Clause 100 of the Company’s Constitution. | Ordinary Resolution 3 |
| 5. To approve the payment of Directors’ fees and other benefits up to RM550,000.00 to be divided amongst the Directors in such manner as the Directors may determine for the period from the conclusion of the 19 th AGM of the Company until the conclusion of the next AGM of the Company in the year 2026. | Ordinary Resolution 4 |
| 6. To re-appoint Messrs. UHY Malaysia PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. | Ordinary Resolution 5 |

As Special Business

To consider and if thought fit, to pass the following resolutions: -

- | | |
|---|------------------------------|
| 7. AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016 | Ordinary Resolution 6 |
| <p>“THAT approval be and is hereby given to waive the statutory pre-emptive rights to be offered new shares ranking equally to the existing issued shares of the Company pursuant to Section 85 of the Companies Act, 2016 (“the Act”) read together with Clause 56 of the Company’s Constitution.</p> <p>THAT pursuant to Sections 75 and 76 of the Act and subject to the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue shares in the capital of the Company from time to time and upon such terms and conditions and for such purposes as the Directors, may in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company or such higher percentage as Bursa Malaysia Securities Berhad (“Bursa Securities”) allowed for the time being and that the Directors be and are hereby also empowered to obtain approval from Bursa Securities for the listing and quotation of the additional shares so issued and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.”</p> | |
| 8. To transact any other business of which due notice shall have been given. | |

BY ORDER OF THE BOARD

TAN TONG LANG (MAICSA 7045482/SSM PC No. 202208000250)
 LOW VEN SIN (MAICSA 7076080/SSM PC No. 202208000340)
 Company Secretaries
 Wilayah Persekutuan Kuala Lumpur

Date: 30 April 2025

Notice of 19th Annual General Meeting (cont'd)

Notes:-

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on 17 June 2025 (General Meeting Record of Depositors) shall be eligible to attend, participate, speak and/or vote at the meeting.
2. A member is entitled to appoint another person as his proxy to attend and participate but shall not be entitled to appoint more than 2 proxies to attend and participate in the meeting. A proxy may but need not be a member of the Company.
3. Where a member appoints 2 proxies, he/she must specify the proportions of his/her shareholdings to be represented by each proxy.
4. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorized nominee may appoint in respect of each omnibus account it holds. An "exempt authorized nominee" refers to an authorised nominee defined under Securities Industry (Central Depositories) Act, 1991 ("SICDA") which is exempted from compliance with the provisions subsection 25A(1) of SICDA.
5. The Form of Proxy, in the case of an individual, shall be signed by the appointer or his attorney, and in the case of a corporation, shall be executed under its Common Seal or under the hand of an officer or its attorney of the corporation duly authorised.
6. The appointment of a proxy may be made in a hard copy form or by electronic form in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding this AGM at which the person named in the appointment proposes to vote:
 - (i) **In hard copy form**
In the case of an appointment made in hard copy form, this proxy form must be deposited with the Company's Share Registrar at Aldpro Corporate Services Sdn Bhd at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan, Malaysia.
 - (ii) **By electronic means**
The proxy form can be electronically lodged via the Digerati Portal at <https://nggb-agm.digerati.com.my> or email to admin@aldpro.com.my
7. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Share Registrar of the Company at Aldpro Corporate Services Sdn. Bhd. at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan, Malaysia not less than forty-eight (48) hours before the time appointed for holding this AGM at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
8. For a corporate member who has appointed an authorised representative, please deposit the ORIGINAL certificate of appointment of authorised representative with the Share Registrar of the Company at Aldpro Corporate Services Sdn. Bhd. at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan, Malaysia not less than forty-eight (48) hours before the time appointed for holding this AGM at which the person named in the appointment proposes to vote. The certificate of appointment of authorised representative should be executed in the following manner:
 - (i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
 - (ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - (a) at least 2 authorised officers, of whom one shall be a director; or
 - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
9. Pursuant to Paragraph 8.29A of the Main Market Listing Requirement of Bursa Securities, all resolutions set out in this Notice of 19th AGM will be put to vote by way of poll.

Notice of 19th Annual General Meeting (cont'd)

10. The Personal Data Protection Act 2010, which regulates the processing of personal data in commercial transactions, applies to the Company. By providing to us or our agents your personal data which may include your name, contact details and mailing address, you hereby consent, agree and authorise the processing and/or disclosure of any personal data of or relating to you for the purposes of issuing the notice of this meeting and convening the meeting, including but not limited to preparation and compilation of documents and other matters, whether or not supplied by you. You further confirm to have obtained the consent, agreement and/or authorisation of all persons whose personal data you have disclosed and/or processed, in connection with the foregoing.

Explanatory Notes to Ordinary Business and Special Business:

(a) Audited Financial Statements for the financial year ended 31 December 2024

The Agenda under item 1 is meant for discussion only as pursuant to Section 340(1)(a) of the Companies Act, 2016 does not require shareholders' approval, and therefore, it shall not be put forward for voting.

(b) Ordinary Resolution 1: Re-election of Director who retires by rotation in accordance with Clause 107(1) of the Company's Constitution

Clause 107(1) of the Company's Constitution provides that an election of Directors shall take place each year at annual general meeting. At each annual general meeting, any Director appointed during the year under Clause 100 and 1/3 of the other Directors for the time being, or if the number is not a multiple of 3, then the number nearest to 1/3 with a minimum of 1, shall retire from office and an election of Directors shall take place PROVIDED ALWAYS THAT each Director shall retire from office once at least in every 3 years but shall be eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires.

Dato' Dr. Haji Sohaimi Bin Shahadan is standing for re-election as Director of the Company and being eligible, has offered himself for re-election.

For the purpose of determining the eligibility of the Director to stand for re-election at the 19th AGM, the Board through its Nomination Committee ("NC") had assessed and considered the following:-

- a) The Directors' performance and contribution;
- b) The Directors' skills, experience and strength in qualities; and
- c) The Directors' ability to act in the best interests of the Company in decision-making.

Upon deliberation, he had met the criteria of character, experience, integrity, competence and time commitment of effectively discharge his respective roles as Director of the Company and comply with the independence criteria as prescribed in the Main Market Listing Requirements of Bursa Securities and remained independent in exercising his judgment and in carrying out his duties as Independent Non-Executive Chairman.

Therefore, the NC has considered and recommended, and the Board has endorsed Dato' Dr. Haji Sohaimi Bin Shahadan who is seeking re-election at the forthcoming 19th AGM of the Company.

(c) Ordinary Resolution 2: Re-election of Director who retires by rotation in accordance with Clause 107(1) of the Company's Constitution

Clause 107(1) of the Company's Constitution provides that an election of Directors shall take place each year at annual general meeting. At each annual general meeting, any Director appointed during the year under Clause 100 and 1/3 of the other Directors for the time being, or if the number is not a multiple of three, then the number nearest to 1/3 with a minimum of 1, shall retire from office and an election of Directors shall take place PROVIDED ALWAYS THAT each Director shall retire from office once at least in every 3 years but shall be eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires.

Notice of 19th Annual General Meeting (cont'd)

Dato' Lim Thiam Huat is standing for re-election as Director of the Company and being eligible, has offered himself for re-election.

For the purpose of determining the eligibility of the Director to stand for re-election at the 19th AGM, the NC has considered and recommended, and the Board has endorsed Dato' Lim Thiam Huat who is seeking re-election at the forthcoming 19th AGM of the Company.

(d) Ordinary Resolution 3: Re-election of Director who retires in accordance with Clause 100 of the Company's Constitution

Clause 100 of the Company's Constitution provides that the Directors shall have power from time to time and at any time to appoint additional Directors either to fill a casual vacancy or as an addition to the Board of Directors but so that the total number of Directors shall not at any time exceed the maximum number fixed by or pursuant to the Company's Constitution. A Director so appointed shall hold office only until the conclusion of the next annual general meeting, but shall be eligible for re-election (but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting).

Mr. See Cherng Jye was appointed on 25 March 2025 as a Non-Independent Non-Executive Director of the Company. He is standing for re-election as Director of the Company and being eligible, has offered himself for re-election.

(e) Ordinary Resolution 4: Payment of Directors' Fees and Other Benefits Payable

Section 230(1) of the Act provides amongst others, that "the fees" of the Directors and "any benefits" payable to the Directors of public company or a listed company and its subsidiaries, shall be approved at a general meeting.

The Board wishes to seek shareholders' approval for the payment of a maximum aggregate amount of RM550,000.00 for Directors' fees and benefits payable to the Non-Executive Directors for the period from the conclusion of 19th AGM until the conclusion of the next AGM of the Company in year 2026.

Directors' benefits include allowances and other claimable benefits which are calculated based on the current Board size and the number of schedule meetings for the period commencing from the conclusion of the 19th AGM until the conclusion of the next AGM of the Company in year 2026.

In the event the proposed amount is insufficient (e.g. due to more meetings or enlarged Board size), approval will be sought at the next AGM for additional fees to meet the shortfall.

(f) Ordinary Resolution 5: Re-appointment of Auditors

The Board, through its Audit, Governance and Risk Committee ("AGRC") conducted an assessment on the suitability, objectivity and independence of Messrs. UHY Malaysia PLT during the financial year ended 31 December 2024 and was satisfied the performance and independence of Messrs. UHY Malaysia PLT. The Board has therefore recommended the re-appointment of Messrs. UHY Malaysia PLT as external auditors of the Company for the financial year ending 31 December 2025.

Notice of 19th Annual General Meeting (cont'd)

(g) Special Business – Ordinary Resolution 6: Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act, 2016

The proposed Ordinary Resolution 6, if passed, will empower the Directors of the Company to allot and issue new shares in the Company at any time, to such person or persons, upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit (“General Mandate”), provided that the number of shares issued pursuant to this General Mandate, when aggregated with the total number of any such shares issued during the preceding 12 months, does not exceed 10% of the total number of issued shares of the Company at the time of issue. This General Mandate, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company.

As at the date of this Notice, 72,227,000 new ordinary shares were issued with total proceeds raised of RM64,734,760.00 million pursuant to the Previous Mandate granted to the Directors at the 18th AGM.

With this General Mandate, the Company will be able to raise funds expeditiously for the purpose of funding future investment, working capital and/or acquisition(s) without having to convene a general meeting to seek shareholders’ approval when such opportunities or needs arise.

Pursuant to Section 85 of the Companies Act 2016 read together with Clause 56 of the Company’s Constitution, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company or other convertible shares.

Section 85(1) of the Companies Act 2016 provides as follows:

“85. Pre-emptive rights to new shares

- 1. Subject to the Constitution, where a company issue shares which rank equally to existing shares as to voting or distribution rights, those shares shall first be offered to the holders of existing shares in a manner which would, if the offer were accepted, maintain the relative voting and distribution rights of those shareholders.*

Clause 56 of the Company’s Constitution provides as follows:

“56. Subject to any direction to the contrary that may be given by the Company in a Meeting of Members, all new shares or other convertible securities shall, before issue, be offered to such persons as at the date of the offer are entitled to receive notices from the Company of Meetings of Members in proportion as nearly as the circumstances admit, to the amount of the existing shares or Securities to which they are entitled. The offer shall be made by notice specifying the number of shares or Securities offered, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and, after the expiration of that time, or on the receipt of an intimation from the person to whom the offer is made that he declines to accept the shares or Securities offered, the Directors may dispose of those shares or Securities in such manner as they think most beneficial to the Company. The Directors may likewise also dispose of any new share or Securities which (by reason of the ratio which the new shares or Securities bear to shares or Securities held by persons entitled to an offer of new shares or Securities) cannot, in the opinion of the Directors, be conveniently offered under the Company’s Constitution.

The proposed Ordinary Resolution 6, if passed, will exclude your pre-emptive right to be offered new shares and/or convertible securities to be issued by the Company pursuant to the said Ordinary Resolution.

Notice of 19th Annual General Meeting (cont 'd)

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING (Pursuant to Paragraph 8.27(2) of Main Market Listing Requirements of Bursa Securities)

1. As at the date of this Notice, there are no individuals who are standing for election as Directors (excluding the above Directors who are seeking for re-election as Directors of the Company) at the 19th AGM of the Company are:

- a) Dato' Dr. Haji Sohaimi Bin Shahadan (Clause 107(1));
 - b) Dato' Lim Thiam Huat (Clause 107(1)); and
 - c) Mr. See Cherng Jye (Clause 100).
- (the "retiring Directors")

The retiring Directors have confirmed that they do not have any existing or potential conflict of interest in the business or family that could affect the execution of their role as Directors. The profile of the retiring Directors is set out in the Directors' Profile of the Annual Report 2024.

2. The detailed information relating to general mandate for issue of securities pursuant to Paragraph 6.03(3) of the Listing Requirements of Bursa Securities are set out under Explanatory Notes on Special Business for Ordinary Resolution 6 of the Notice of the 19th AGM of the Company.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Dato' Dr. Haji Sohaimi Bin Shahadan
Independent Non-Executive Chairman

Dato' Lim Thiam Huat
Managing Director

Ts. Dr. Lim Kah Yen
Executive Director

Lim Kah Yee
Executive Director

Dato' Mohd Yusof Bin Din
Non-Independent Non-Executive Director

See Cherng Jye
Non-Independent Non-Executive Director

Teh Chau Chin
Independent Non-Executive Director

Maylee Gan Suat Lee
Independent Non-Executive Director

AUDIT, GOVERNANCE AND RISK COMMITTEE

Teh Chau Chin, Chairman
Maylee Gan Suat Lee, Member

NOMINATION COMMITTEE

Teh Chau Chin, Member
Maylee Gan Suat Lee, Member

REMUNERATION COMMITTEE

Maylee Gan Suat Lee, Chairperson
Teh Chau Chin, Member

EMPLOYEES' SHARE OPTION SCHEME COMMITTEE

Dato' Dr. Haji Sohaimi Bin Shahadan, Chairman
Dato' Lim Thiam Huat, Member
Ts. Dr. Lim Kah Yen, Member
Lim Kah Yee, Member
Dato' Mohd Yusof Bin Din, Member
Tan Chee Tat, Member

SHARIAH COMMITTEE

Dato' Mohd Yusof Bin Din, Chairman
Assoc. Prof. Dr. Mushaddad bin Hasbullah, Member
Prof. Dr. Mohd Affandi bin Mat Rani, Member

COMPANY SECRETARIES

Tan Tong Lang
(MAICSA7045482/SSM PC No. 202208000250)
Low Ven Sin
(MAICSA7076080/SSM PC No. 202208000340)

REGISTERED OFFICE

B-21-1, Level 21, Tower B,
Northpoint Mid Valley City,
No. 1, Medan Syed Putra Utara,
59200 Kuala Lumpur
Tel : (03) 9770 2200
Fax : (03) 2201 7774
Email : boardroom@boardroom.com.my

BUSINESS ADDRESS

Level 6-02, Menara LGB,
No. 1, Jalan Wan Kadir,
Taman Tun Dr. Ismail,
60000 Kuala Lumpur
Tel : (03) 7725 2088
Fax : (03) 7725 2099
Website : www.nextgreenglobal.com

PRINCIPAL BANKERS

Public Bank Berhad
United Overseas Bank (Malaysia) Bhd
Bank Pembangunan Malaysia Berhad
Bank Muamalat Malaysia Berhad

AUDITORS

UHY Malaysia PLT (AF 1411)
Chartered Accountants
Suite 11.05, Level 11,
The Gardens South Tower, Mid Valley City,
Lingkaran Syed Putra,
59200 Kuala Lumpur
Tel : (03) 2279 3088
Fax : (03) 2279 3099

SHARE REGISTRAR

Aldpro Corporate Services Sdn Bhd
B-21-1, Level 21, Tower B,
Northpoint Mid Valley City,
No. 1, Medan Syed Putra Utara,
59200 Kuala Lumpur
Tel : (03) 9770 2200
Fax : (03) 2201 7774
Email : admin@aldpro.com.my

STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia Securities Berhad
Stock Name : NGGB
Stock Code : 7241

CORPORATE STRUCTURE



Remark:

■ New companies added in YR2024

* Associate company

** 70% owned by Ts. Dr. Lim Kah Yen

KEY HIGHLIGHTS

JANUARY 2024

30 January 2024

Nextgreen Global Berhad (“NGGB”)’s HR department conducted a training on effective collaboration, equipping employees with insights on Emotional Intelligence and DISC personalities to enhance teamwork and success.



MARCH 2024

1 March 2024

Nextgreen Fertilizer Sdn. Bhd. (“NGF”) showcased its biofertilizers, NexBooster™ and NexCompost® at PAKAR Pertanian Expo 2024, promoting innovation and industry connections.



FEBRUARY 2024

10 February 2024

NGGB welcomed the Year of the Dragon with a festive Chinese New Year celebration at HQ, fostering team spirit through games, tradition-sharing and the symbolic tossing of Yu Sheng for prosperity.



11 March 2024

NGGB celebrated Q1 birthdays at headquarters, honouring our team’s milestones and fostering a supportive and inclusive workplace.



Key Highlights (cont'd)

25 March 2024

NGGB celebrated International Zero Waste Day with sustainability talks and quizzes, reinforcing our commitment to Malaysia's zero waste goals.



APRIL 2024

8 April 2024

NGGB entered into a Shareholders' Agreement with IOI Corporation Berhad's subsidiary, IOI Paper Pulp Sdn Bhd, to establish NIP for developing Malaysia's first large-scale zero-waste paper pulp plant at Green Technology Park ("GTP"), Pekan.



10 April 2024

NGGB through its subsidiary Nextgreen IOI Pulp Sdn Bhd ("NIP"), entered into a Memorandum of Understanding with Xiamen C&D Paper & Pulp Group Co., Ltd. (Xiamen C&D), a subsidiary of the Fortune 500 company Xiamen C&D Corp. Ltd., to establish a green and sustainable paper pulp production facility at GTP, Pekan, supporting the East Coast Economic Region ("ECER") Master Plan.



29 April 2024

NGGB celebrated Hari Raya at GTP with an appreciation ceremony honouring the outstanding employees.



Key Highlights (cont 'd)

MAY 2024

9 May 2024

NGGB HQ staff celebrated Hari Raya with a festive buffet, strengthening bonds and team spirit.



13 May 2024

NGGB entered into a Memorandum of Understanding with Taylor's University to foster academia-industry collaboration, focusing on talent development, research advancement and sustainability initiatives.



17 May 2024

NGGB received 2 Gold Awards at ITEX 2024 for its innovations in biofertilizer (NexCompost® and NexBooster™) and PRC-RBMP technology, recognising its contributions to sustainability and the circular economy.



21 May 2024

NGGB celebrated World Biodiversity Day 2024 with engaging quizzes, reinforcing awareness and commitment to conservation.



Key Highlights (cont'd)

30 May 2024

NGGB shared homegrown Apollo Melons with employees, showcasing the success of its biofertilizer and sustainable farming at GTP.



6 June 2024

NGGB entered into a Memorandum of Understanding with Sawit Palm Oil Industrial Cluster Sdn Bhd, a subsidiary of Sawit Kinabalu Group, to develop a GTP in Sandakan, Sabah, Malaysia.



31 May 2024

NGGB celebrated World Bicycle Day 2024, promoting cycling for health, sustainability and a cleaner environment, reinforcing our commitment to the SDGs.



7 June 2024

NGGB entered into a Memorandum of Understanding with Universiti Teknologi Petronas to enhance knowledge sharing, promote sustainable technologies and support lifelong learning initiatives.



19 June 2024

NGGB held the ESG 101 Workshop at its headquarters to deepen employees' understanding of ESG integration.



JUNE 2024

5 June 2024

NGGB celebrated World Environment Day by boosting recycling, restoring land and promoting sustainable farming.



Key Highlights (cont 'd)

28 June 2024

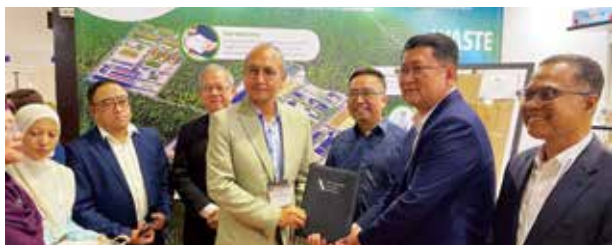
NGGB marked Q2 birthdays at its headquarters, strengthening team unity and a culture of appreciation.



JULY 2024

17 July 2024

NGGB participated in National Bioeconomy Showcase (NBioshowcase) 2024, held at the World Trade Centre Kuala Lumpur to showcase its EFB-based pulp, packaging and fertilizers. The event featured the launch of NexBooster™ with NAFAS BAJAKIMIA and an insightful Pocket Talk on NGGB's circular economy approach at GTP.



AUGUST 2024

1 August 2024

NGGB conducted the ESG 101 Workshop at GTP to enhance employees' understanding of ESG principles in daily operations.



SEPTEMBER 2024

11 September 2024

NGGB celebrated Q3 birthdays at its headquarters.



Key Highlights (cont'd)

23 September 2024

NGGB hosted the Nextgreen Knowledge Fair 2024 at GTP, Pahang, to enhance employee understanding of the GTP concept and familiarise with the company's business operations and practices.



11 September 2024

NGF participated in MAHA 2024 at MAEPS to promote its Oil Palm Biomass-based Fertilizer and connect with industry stakeholders.



OCTOBER 2024

7 October 2024

NGGB celebrated World Mental Health Day with an interactive session to promoting workplace well-being.



9 October 2024

NGGB participated in IREM 2024 at KLCC, showcasing sustainable EFB pulp and paper, eco-friendly packaging, oil palm-based fertilizers, GTP, circular economy model, reinforcing the commitment to sustainability and Zero Waste Concept.



Key Highlights (cont 'd)

13 October 2024

NGGB sponsored and participated in the MACR Fun Run 2024, co-organised by the Malaysian Association for Cancer Research and FRIM, to support cancer research and promote community health and well-being.



25 October 2024

Nextgreen Crowning Package Pulp Molding Sdn Bhd, a joint venture between NGGB and Crown Package Co., Ltd., showcased its sustainable PurePalm Mold food packaging at Tokyo Pack 2024, made from oil palm EFB pulp in a clean room facility, it meets high safety and environmental standards.



29 October 2024

NGF partnered with NAFAS BAJAKIMIA Sdn. Bhd. to host an agricultural educational talk at Pertubuhan Peladang Negeri Perak. The event introduced NexBooster™ and NexCompost®, promoting sustainable biofertilizers to enhance soil fertility and reduce chemical dependency.



NOVEMBER 2024

29 November 2024

NGGB received the Partnership for the Goals Recognition at the Forward Faster Sustainability Awards 2024 by United Nations Global Compact Network Malaysia & Brunei, for its commitment to advancing UN SDG 17 through impactful sustainability collaborations.



DECEMBER 2024

24 December 2024

Nextgreen Pulp & Paper Sdn Bhd achieved ISO 9001:2015 and ISO 14001:2015 certifications from Guardian Independent Certification, reinforcing its commitment to quality and environmental sustainability.



27 December 2024

NGGB hosted its Annual Dinner 2024 at Serena Brasserie, InterContinental Kuala Lumpur, fostering team bonding and camaraderie. The event also celebrated Q4 birthdays, strengthening the Nextgreen family spirit.



26 December 2024

NGPP obtained the MyHIJAU Green Label Certification (ISO 14024 Type I ECO-Label) from Malaysian Green Technology and Climate Change Corporation (MGTC) for its EFB Pulp product, NeuWhite®, recognising its environmental sustainability.



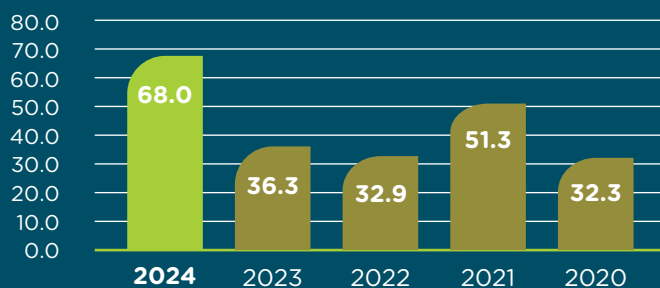
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FINANCIAL HIGHLIGHTS

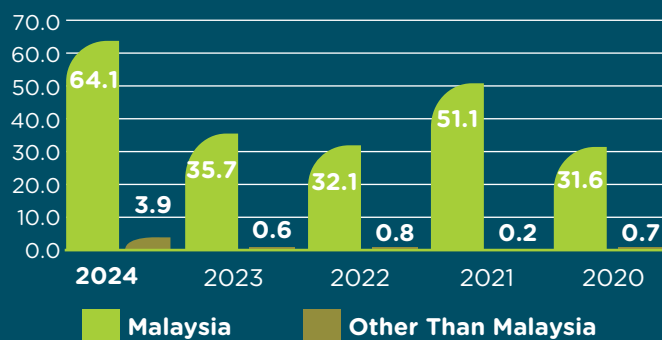
FINANCIAL RESULT (RM million)	2024	2023	2022	2021	2020
Revenue	68.0	36.3	32.9	51.3	32.3
Other income	12.1	21.7	28.0	10.5	3.4
Gross profit	36.7	13.1	11.6	24.5	12.6
Earnings before interest and tax	29.3	18.0	17.1	11.5	5.4
Profit/(loss) before tax	23.0	12.7	13.8	0.0	4.2
Taxation	0.1	(3.4)	(1.3)	-	-
Profit/(loss) after taxation and non-controlling interest	23.1	9.4	12.7	9.9	4.2
FINANCIAL POSITIONS (RM million)					
Total assets	579.3	465.2	396.5	295.5	175.1
Total liabilities	136.8	127.3	122.0	47.4	35.7
Net current asset	135.6	56.8	12.3	22.5	70.6
Non-controlling interest	0.3	-	(0.2)	(0.2)	(0.1)
Shareholders' fund	442.2	337.9	274.6	248.3	139.5
OTHER FINANCIAL INFO					
No of ordinary shares (Unit million)	1,063.0	936.7	787.2	762.9	594.3
Market capitalisation (RM million)	956.7	533.9	1,117.8	1,007.0	136.7
Basic earnings per share (sen)	2.3	1.1	1.6	1.4	0.8
Diluted earnings per share (sen)	2.3	1.0	1.4	1.3	0.8
Net assets per share (sen)	41.6	36.1	34.9	33.0	23.0

Financial Highlights (cont'd)

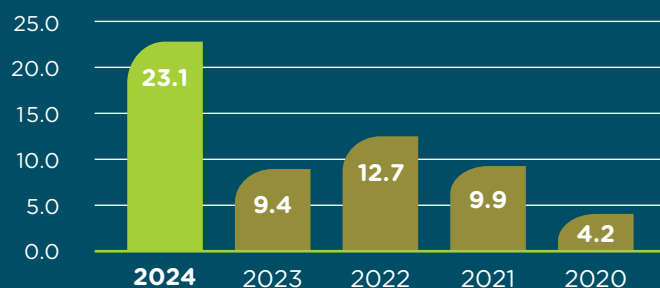
REVENUE (RM million)



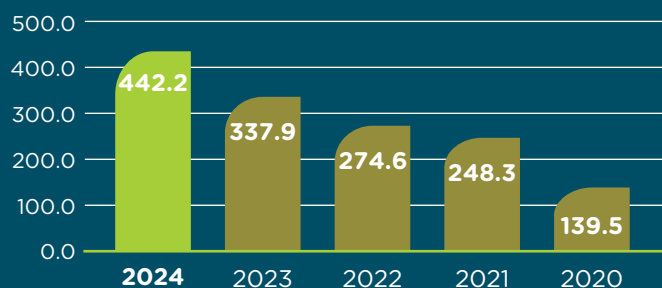
GEOGRAPHICAL SEGMENT REVENUE (RM million)



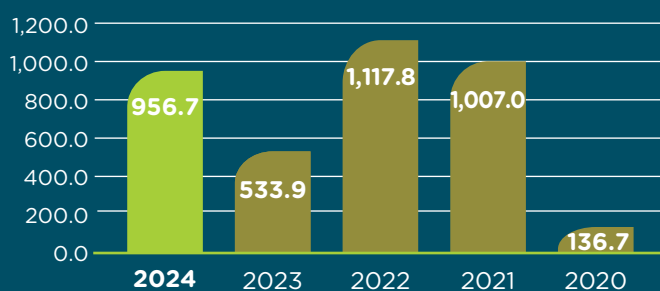
PATAMI (RM million)



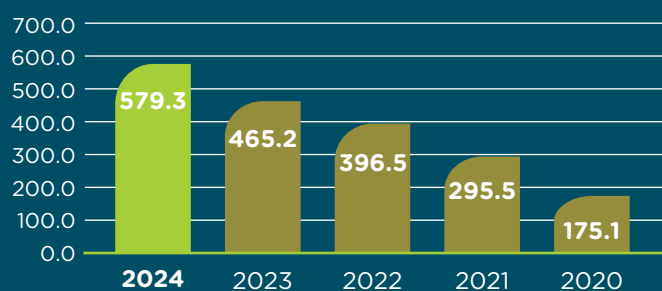
SHAREHOLDER'S FUND (RM million)



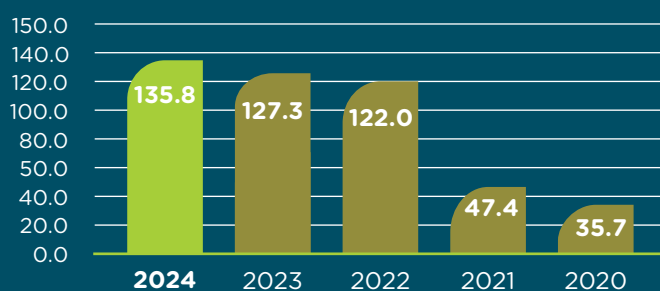
MARKET CAP (RM million)



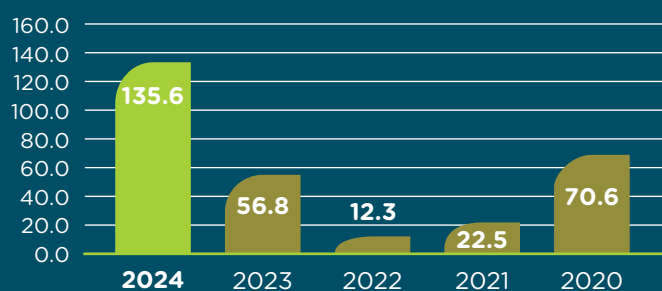
TOTAL ASSET (RM million)



TOTAL LIABILITIES (RM million)



NET CURRENT ASSETS (RM million)



DIRECTORS' PROFILE

Nationality
Malaysian

Gender
Male

Age
56



DATO' DR. HAJI SOHAIMI BIN SHAHADAN

Independent Non-Executive Chairman
Chairman of Employees' Share Option Scheme

Qualification/Memberships

1. Bachelor's Degree in Business Administration from Universiti Kebangsaan Malaysia
2. Master's Degree in Business Administration from West Coast Institute of Technology and Management, Perth, Australia
3. Master's Degree in Corporate Communication from University Pertanian Malaysia
4. Honorary Ph.D. from Geomatika University College for Entrepreneur Achievement

Work Experience

Dato' Dr. Haji Sohaimi Bin Shahadan ("Dato' Sohaimi") was appointed to the Board as the Non-Independent Non-Executive Chairman of the Company on 8th August 2014. On 6th October 2016, he had been re-designated as an Independent Non-Executive Chairman.

He is Independent Non-Executive Director for Trive Property Group Berhad since 2018, Director of Quantum Solar Park, Malaysia, the Director of Taichi Builders Sdn Bhd, the Chairman of KYS Business School Sdn Bhd and the Chairman of Mommyhana Sdn Bhd since 2022.

Previously, he was the Independent Non-Executive Chairman of PDZ Holdings Berhad from 2014 to 2017, EKA Noodles Berhad from 2014 to 2017, the Independent Non-Executive Director of KUB Malaysia Berhad from 2014 to 2015 and the Independent Non-Executive Director of Damansara Realty Berhad from 2014 to 2015. He was also the Chairman of Pelaburan MARA Berhad ("PMB") an investment entity for Majlis Amanah Rakyat ("MARA") from 2013 to 2015 and the former Chairman of Kraftangan Malaysia from 2011 to 2014.

From 1998 to 2010, he was the Director of Institute of Bumiputra Entrepreneurs and from 2013 to 2015 he was

entrusted by the Ministry of Rural and Regional Development ("KKLW") to lead the investment entity for Majlis Amanah Rakyat, Pelaburan MARA Berhad from 2013 to 2015. He served as the Chairman of Kraftangan Malaysia from 2011 to 2014. He was also the Chairman of Kolej Poly-Tech MARA ("KPTM") from 2010 until 2013.

While engaging in his business, Dato' Sohaimi is passionate in entrepreneurship arena, he is the Chairman of Asean Young Entrepreneurs Secretariat (1998 to 2000), the Chairman of PERDASAMA MUDA Malaysia before appointed as Vice President IV of PERDASAMA from 2014 to 2019, the Committee Member of Selangor Malay Chamber of Commerce Malaysia ("DPMM") (2009 to 2010), the Patron of Consortium Cartoonist at Work (CaW) and the Entrepreneurs Speaker for Institute Keusahawan Negara ("INSKEN"). Currently, he has been appointed as President of Asean Chambers of Commerce and Industry (from 2020 till now).

He is also active in community works and has worked closely with charity organization and founded an orphanage shelter, "Teratak Che Dah" in Kuang, Selangor. The orphanage house set to provide better education, protection and housing to the unfortunates. He is also the Chairman and Founder of Yayasan Jamin as Non-Government Organisation aimed at social services regardless of religion, ethnicity and activities by helping people in need around Malaysia.

He is the Chairman of Employees' Share Option Scheme.

Currently, Dato' Sohaimi is the Independent Non-Executive Chairman in Trive Property Group Berhad.

He has no family relationship with other Director and/or major shareholder of the Group. He does not have any conflict of interest or potential conflict of interest with the Group. He has not been convicted for any offences within the past 5 years other than traffic offences, if any.

He has attended all six (6) Board meetings held during the financial year ended 31 December 2024.

Directors' Profile (cont 'd)

Qualification

1. Federal Institute of Technology-Building Technology

Work Experience

Dato' Lim Thiam Huat ("Dato' Lim") was appointed to the Board on 17th December 2014. He has more than 28 years of extensive experience in the field of construction and project development. He had successfully completed projects like commercial high rise cum shopping complexes, industrial buildings, housing projects, hotel/resorts, hospital and luxurious apartments.

In 2003, Dato' Lim diversified his business focus to environmentally friendly business and entered into a partnership with a Chinese partner to research into using Empty Fruit Bunches ("EFB") from palm oil waste to manufacture pulp and paper. In 2008, Dato' Lim and his partner incorporated Green Patent Technologies Sdn Bhd to patent the technology in Malaysia, China, Indonesia and Thailand.

This technology is called Pre-Conditioning Refiner Chemical Recycled Bleached Mechanised Pulp ("PRC-RBMP"). Dato' Lim's experience and involvement in PRC-RBMP technology started from the incubation stage of the technology. PRC-RBMP was specially researched and developed to solve the palm oil industry and paper industry problems without harming the ecological system.

The design of PRC-RBMP uniquely allows for the creation of multiple business ventures that are "green"



DATO' LIM THIAM HUAT

Managing Director

Member of Employees' Share Option Scheme

Nationality
Malaysian

Gender
Male

Age
61

in nature and groundbreaking. He drives the business direction of the Group and sets the missions and objectives for the Group to achieve.

He was also appointed as Economic Consultant to the Republic of Palau in Malaysia on 28th August 2015 and he was also appointed as Honorary Consul of the Republic of Palau to Malaysia on 5th November 2015.

He is a member of Employees' Share Option Scheme.

He is father to Ts. Dr. Lim Kah Yen and Ms. Lim Kah Yee, the Executive Directors of the Company. Save as disclosed, he has no family relationship with other Director and/or major shareholder of the Group. He does not hold any directorships in any other public listed companies. He does not have any conflict of interest or potential conflict of interest with the Group. He has not been convicted for any offences within the past 5 years other than traffic offences, if any.

He has attended all six (6) Board meetings held during the financial year ended 31 December 2024.

Directors' Profile
(cont 'd)

Nationality
Malaysian

Gender
Female

Age
34



TS. DR. LIM KAH YEN
Executive Director
Member of Employees' Share Option Scheme

Qualification/Memberships

- 1. Bachelor's Degree in Biological Science from University of Exeter, United Kingdom
- 2. Master's Degree in Biotechnology, Bioprocessing and Business Management from University of Warwick, United Kingdom
- 3. Completed a one-year course in Pulp and Paper-Making Technology at Shaanxi University of Science and Technology, China
- 4. PhD in Environmental Biotechnology at University Putra Malaysia ("UPM"), Malaysia
- 5. Professional Technologist ("P.Tech.") in Green Technology ("GT"), Malaysia Board of Technologists ("MBOT")

Work Experience

Ts. Dr. Lim Kah Yen was appointed to the Board as the Executive Director on 7th November 2019. She is currently

the Executive Director at Nextgreen Pulp & Paper Sdn Bhd, involving in the Company's operations, strategic planning and business development, including establishing collaborative relationships with potential business partners and clients.

She joined Nextgreen in 2016 as an R&D Executive and was promoted to R&D Director responsible for R&D activities derived from PRC-RBMP technology. Her other duties include collaborating with universities, grant applications, conducting feasibility studies and business proposals. One important area of her focus is on the commercialisation of lignin extraction from black liquor of pulping process.

She is a member of Employees' Share Option Scheme.

Ts. Dr. Lim Kah Yen is the daughter of Dato' Lim Thiam Huat, the Managing Director of the Company and sister to Ms. Lim Kah Yee, the Executive Director of the Company. Save as disclosed, she has no family relationship with other Director and/or major shareholder of the Group. She does not hold any directorships in any other public listed companies. She does not have any conflict of interest or potential conflict of interest with the Group. She has not been convicted for any offences within the past 5 years other than traffic offences, if any.

She has attended all six (6) Board meetings held during the financial year ended 31 December 2024.

Directors' Profile (cont'd)

Qualification

1. Bachelor's Degree in Arts in Business and Management from University of Exeter, United Kingdom
2. Master of Science in Marketing from University of Exeter, United Kingdom

Work Experience

Ms. Lim Kah Yee was appointed to the Board as the Executive Director on 30th December 2022. She joined Nextgreen Global Berhad in 2019 as Executive Assistant to Managing Director and was promoted to Head of Marketing responsible for crafting and implementing the Company's marketing, communications strategies and plans and identifying new business opportunities.

Her responsibilities comprise overseeing market research, corporate branding and involve in delivering organisation's brand message to stakeholders. Her other responsibilities include strengthening organisational culture and HR strategies by developing the company's core values and staff engagement programmes, overseeing the Company's community investment project and driving the objective of the Company in social responsibility.

She is the member of Employees' Share Option Scheme.



LIM KAH YEE

Executive Director

Member of Employees' Share Option Scheme

Nationality
Malaysian

Gender
Female

Age
28

Ms. Lim Kah Yee is the daughter of Dato' Lim Thiam Huat, the Managing Director of the Company and sister to Ts. Dr. Lim Kah Yen, the Executive Director of the Company. Save as disclosed, she has no family relationship with other Director and/or major shareholder of the Group. She does not hold any directorships in any other public listed companies. She does not have any conflict of interest or potential conflict of interest with the Group. She has not been convicted for any offences within the past five years other than traffic offences, if any.

She has attended all six (6) Board meetings held during the financial year ended 31 December 2024.

Directors’
Profile
(cont’d)

Nationality
Malaysian

Gender
Male

Age
53



**DATO’ MOHD YUSOF
BIN DIN**
Non-Independent Non-Executive Director
Member of Employees’ Share Option Scheme
Chairman of Shariah Committee

Qualification/Memberships

- 1. Bachelor in Islamic Studies (Hons) from University Kebangsaan Malaysia

Work Experience

Dato’ Mohd Yusof Bin Din (“Dato’ Yusof”) was appointed to the Board as the Non-Independent Non-Executive Director on 4th August 2020. He began his career as a Research Officer in 1996 with Institut Perkembangan Minda (“INMIND”), a company closely link to Selangor State Government until 2013. He was actively involved in publication, organising symposium in national level and many more.

Due to his active involvement and dedication, he was subsequently promoted to Head of Department and later in the year of 2008 he was appointed as the General Manager overseeing the entire operations and management in INMIND.

In the year 2013, Dato’ Yusof was appointed by the Prime Minister of Malaysia as the Director of Institut Wasatiyyah Malaysia, Prime Minister Department from 2013 till 2018. One of the greatest achievements during his administration was establishing Dasar Wasatiyyah Negara with strategic involvement in education, youth empowerment, economic development, legal administration, social unity, defence and national safety.

Other active involvement, Dato’ Yusof is a Chairman of Syariah Committee, Koperasi Sahabat Amanah Ikhtiar Malaysia Berhad since 2017 till current. He is also the member of Syariah Committee in Koperasi Permodalan Felda Malaysia Berhad, the industry panel at the Academy of Contemporary Islamic Studies (“ACIS”) of Universiti Teknologi Mara (“UiTM”) and advisor of Kesatuan Kakitangan Umum Universiti Teknologi Mara (“KKUUiTM”).

He is a member of Employees’ Share Option Scheme.

He has no family relationship with other Director and/or major shareholder of the Group. He does not hold any directorships in any other public listed companies. He does not have any conflict of interest or potential conflict of interest with the Group. He has not been convicted for any offences within the past five years other than traffic offences, if any.

He has attended all six (6) Board meetings held during the financial year ended 31 December 2024.

Directors' Profile (cont'd)

Qualification

1. Bachelor Degree of Engineering (Civil) from Universiti Teknologi Malaysia
2. Masters of Business Administration from Cardiff University

Work Experience

Mr. See Cherng Jye ("Mr. See") was appointed to the Board as the Non-Independent Non-Executive Director on 25 March 2025. He is a highly motivated personnel with accumulated experience across plantation management, processing operations and property development. Currently, he serves as the Managing Director of Yuwang Plantation, the plantation arm of Yuwang Group.

Mr. See began his involvement in the plantation sector in 2010, playing a key role in the development and expansion of Yuwang's oil palm plantation and palm oil milling operations. He oversees the cultivation of approximately 60,000 acres oil palm estates, 20,000 acres of rubber estates, as well as the management of 8 palm oil mills.

A firm advocate for sustainability, Mr. See integrates environmentally responsible practices into all aspects of estate and mill management. He prioritises compliance with environmental regulations and promote best practices in land use, waste management and energy efficiency. His focus on operation issues ensures continuous improvement in efficiency across all areas.



SEE CHERNG JYE

Non-Independent Non-Executive Director

Nationality
Malaysian

Gender
Male

Age
46

Prior to his transition into plantation management, Mr. See built a successful career in property development. His early works in Kuantan, Pahang included notable residential projects such as Taman Mahkota Permai 1 & 2 and Taman Astana Permai. Under the development arm of Yuwang Group, he expanded into larger scale developments, including Semanja Kajang, Semanja Business Park in Puncak Alam, Semanja Kemuning and Aerofront City in Sepang. He also contributed significantly to the hospitality sector, spearheading the development of Novotel Melaka (now Noble Hotel) in 2016 and Marriott Hotel Kota Kinabalu, Sabah in 2018.

He has no family relationship with other Director and/or major shareholder of the Group. He does not hold any directorships in any other public listed companies. He does not have any conflict of interest or potential conflict of interest with the Group. He has not been convicted for any offences within the past 5 years other than traffic offences, if any.

Directors' Profile
(cont 'd)

Nationality
Malaysian

Gender
Male

Age
59



TEH CHAU CHIN
Independent Non-Executive Director
Chairman of Audit, Governance and Risk Committee
Member of Nomination Committee and Remuneration Committee

Qualification/Memberships

- 1. Member of the Malaysian Institute of Accountants
- 2. Fellow Member of the Chartered Association of Certified Accountants, Chartered Association of Certified Accountants (“ACCA”), United Kingdom
- 3. Chartered Member of the Institute of Internal Auditors Malaysia
- 4. Certified Internal Auditor, the Institute of Internal Auditors
- 5. Certificate Crisis Management and Business Continuity Management, MIT
- 6. Certification in Risk Management Assurance (“CRMA”) from Institute of Internal Auditors

Work Experience

Mr. Teh Chau Chin (“Mr. Teh”) was appointed to the Board as the Independent Non-Executive Director on 30th September 2020. He has more than 25 years of experience in financial and internal audit, enterprise risk management, corruption prevention and other governance, risk and compliance advisory services.

Mr. Teh was one of the Executive Directors at KPMG Bangkok and an Associate Director at KPMG Malaysia in the Risk Advisory and Compliance Services. Subsequent

to KPMG, he served 2 years as the Chief Risk Officer of a public listed company in Malaysia. He later joined Malaysian Anti-Corruption Commission (“MACC”) on a 2-year contract to assist in overall MACC’s initiatives in corruption prevention and education.

His primary work in MACC is in setting up the Enterprise Risk Management framework (“ERM”) for MACC and developing MACC’s Corruption Risk Management (“CRM”) methodology as a risk-based corruption prevention tool for MACC to bring to the public and private sectors. He also assisted in MACC’s private sector engagement initiatives.

Currently, as the founder and Director, Mr. Teh manages a company which offers advisory services on governance and integrity framework, anti-corruption compliance and corruption risk management implementation.

He is the Chairman of Audit, Governance and Risk Committee. He is also member of Nomination Committee and Remuneration Committee.

He has no family relationship with other Director and/or major shareholder of the Group. He does not hold any directorships in any other public listed companies. He does not have any conflict of interest or potential conflict of interest with the Group. He has not been convicted for any offences within the past 5 years other than traffic offences, if any.

He has attended all six (6) Board meetings held during the financial year ended 31 December 2024.

Directors' Profile (cont'd)

Qualification

1. Member of the Malaysian Association of Company Secretary, Malaysian Association of Company Secretary
2. Member of the Fintech Association of Malaysia, Fintech Association of Malaysia
3. Certificate of Legal Practice from Legal Profession Qualifying Board, Malaysia
4. Master of Science in Information Technology from University of Staffordshire, United Kingdom
5. Bachelor of Laws (Hons) Degree from University of London, United Kingdom
6. Registered Company Secretary of Companies Commission of Malaysia ("CCM")

Work Experience

Ms. Maylee Gan Suat Lee ("Ms. Maylee") was appointed to the Board as the Independent Non-Executive Director on 10th November 2023. She joined Messrs. Lee Hishammuddin Allen & Gledhill in year 2004 as a legal associate in the corporate department from year 2004 to 2008 and thereafter founded the legal firm Messrs. Maylee Gan & Tai in Year 2008.

Ms. Maylee has over 20 years of experience in providing legal services in corporate matters to clients from a wide range of industries. Her portfolio of clients includes public listed companies and multinational corporations in various industries including those in real estate development and construction, investment, retail and consumer banking and financial services, private equity funding, fintech, peer to peer lending, automotive, electronics and information technology, industrial



MAYLEE GAN SUAT LEE

Independent Non-Executive Director
Chairperson of Remuneration Committee
Member of Audit, Governance and Risk Committee and Remuneration Committee

Nationality
Malaysian

Gender
Female

Age
48

manufacturing, oil and gas. Amongst the key area of her practise are in commercial and corporate matters, merger and acquisition, securities and capital markets, compliance and regulatory matters, banking and finance including corporate finance and cross-border financing, technology contracts, real estate, intellectual property, tax matters, industrial relation matters, civil litigation matters and estate planning matters.

She currently serves as an Independent Non-Executive Director of Kerjaya Prospek Group Berhad and SNS Network Technology Berhad.

She is the Chairperson of Remuneration Committee. She is also member of Audit, Governance and Risk Committee and Nomination Committee.

She has no family relationship with other Director and/or major shareholder of the Group. She does not have any conflict of interest or potential conflict of interest with the Group. She has not been convicted for any offences within the past 5 years other than traffic offences, if any.

She has attended five (5) out of six (6) Board meetings held during the financial year ended 31 December 2024.

KEY MANAGEMENT TEAM'S PROFILE

Nationality
Malaysian

Gender
Male

Age
65



KHOO KIM POH
Chief Operating Officer

Khoo Kim Poh joined the Group in February 2022 as the COO in charge of the Property and Construction Division.

He graduated with a Civil Engineering degree from Universiti Malaya (UM) in 1984, before obtaining an MBA (Finance) from the University of Hull, UK. He is also a holder of Bachelor of Laws degree from the University of London.

He brings along with him more than 37 years of working experience in the construction & engineering sector involving all stages of works, ranging from project ideation, concept planning, detailed engineering, to project implementation, administration and handover.

Throughout his career, he established proficiencies in general civil engineering & construction covering geotechnical and heavy foundations works, infrastructure & substructure works, roads, interchanges & bridges, golf course and army camp, as well as specialist areas such as water & wastewater treatment plants, Horizontal Directional Drilling ("HDD") and reclamation works.

He does not hold any directorship in any public companies and listed organisations in Malaysia.

Nationality
Malaysian

Gender
Male

Age
45



WAN NOOR AZHAN BIN WAN SHAHRUDDEN, CA (M)
Group Financial Controller

Wan Noor Azhan was redesignated as Group Financial Controller in January 2025, following his tenure as Group Accountant since June 2020.

He brings along with him 19 years of experience, including 8 years in senior positions at two Public Listed Companies ("PLCs") before joining the Group in 2020.

He is responsible for financial planning and analysis, corporate finance, taxation, audit, risk management, compliance, internal controls and reporting, ensuring strong financial governance, operational efficiency and sustainable growth for the Group. Additionally, he oversees the procurement activities of the Manufacturing division, focusing on cost efficiency, process optimisation and compliance with procurement policies.

He holds a Diploma in Accountancy and a Bachelor's Degree in Accounting from Universiti Kebangsaan Malaysia. He is also a member of the Malaysian Institute of Accountants ("MIA").

He does not hold any directorships in public companies or listed organisations in Malaysia.

Key Management Team's Profile (cont'd)

Nationality Malaysian	Gender Male	Age 59
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DAVID TEH CHENG LIM
Head of Internal Audit

Mr. David Teh Cheng Lim (David) was appointed the Head of Internal Audit of Nextgreen Global Group on 1st August 2021. David is a Fellow member of the Association of Chartered Certified Accountants, Association of Chartered Certified Accountants, United Kingdom. In addition, he is also a Chartered Member of the Institute of Internal Auditors Malaysia and a Certified Anti Money Laundering Specialist.

David brings to the Nextgreen Group over 25 years of experience in governance, risk and controls, anti-bribery & anti-corruption, anti-money laundering and compliance.

He has diverse governance, risk, controls, anti-bribery & anti-corruption, anti-money laundering experience in a wide variety of industries such as agriculture, plantation and mills, manufacturing of fast moving consumer goods, property development, property construction, education, hospitality, food & beverage, motors, retailing & trading, roads & highway development and maintenance, forestry & timber and gaming (casino). His experience was gained in Malaysia and overseas.

He does not hold any directorship in any public companies and listed organisations in Malaysia.

Nationality Malaysian	Gender Male	Age 50
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AZMIR ABDUL AZIZ
Head of Risk, Governance and Integrity

Azmir Abdul Aziz joined the Group as Head of Risk, Governance, and Integrity in June 2024. He holds a Bachelor of Business Administration (Hons) in Marketing from Universiti Teknologi MARA (UiTM) and has over 20 years of experience in Risk Management, Internal Audit and Governance. A Certified Integrity Officer ("CeIO") and a member of the Institute of Internal Auditors Malaysia ("IIAM"), he has developed risk frameworks, governance policies and compliance structures.

Before joining Nextgreen Group, he was the Head of Risk Management & Governance at a conference and exhibition organiser for a global energy group. He also held roles as a Risk Analyst and Internal Audit Team Leader in various public-listed companies, gaining experience across multiple industries, including automotive, manufacturing, property, aviation, telco, pharmaceuticals and services.

He started his career as an Internal Auditor at a retail subsidiary of the largest conglomerate before advancing to a Corporate Internal Auditor role at a leading automotive conglomerate.

He does not hold any directorship in any public companies and listed organisations in Malaysia.

Other information in respect of all Key Management Team ("KMT")

1. None of the KMT have any family relationship with any director and/or major shareholder of the Company.
2. None of the KMT have any conflict of interest or potential conflict of interest with the Group.
3. None of the KMT have been convicted for offences other than traffic offences, if any, within the past 5 years.
4. None of the KMT have any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

MANAGING DIRECTOR'S STATEMENT



Dear Valued Shareholders,

Strengthening Foundations for Sustainable Growth

The financial year ended 31 December 2024 marked a pivotal period for Nextgreen Global Berhad (“Company” or “Group” or “Nextgreen” or “NGGB”), as we continued to solidify our green industrial base while charting new directions for long-term growth. Amidst external headwinds and evolving market dynamics, our performance this year demonstrates the resilience of our business model and the growing relevance of our circular economy vision.

Managing Director's Statement (cont'd)

Operational Developments and Industrial Expansion

Our 10,000 MT Empty Fruit Bunches ("EFB")-based pulp production facility at the Green Technology Park ("GTP") in Pekan, which commenced operations in July 2022, continued to demonstrate consistent performance in 2024. In parallel, we are progressing with the construction of our first solid organic fertilizer production facility and the upgrading of our liquid biofertilizer processing facility. Collectively, these facilities are targeted to achieve a combined production capacity of up to 30,000 MT annually, with completion expected by July 2025. These initiatives underscore the Group's commitment to downstream innovation and the transformation of agricultural waste into high-value, sustainable products.

Strategic Collaboration and Future Growth

A key strategic milestone occurred shortly after the close of the financial year. On 16 April 2025, Nextgreen IOI Pulp Sdn Bhd, a 55%-owned subsidiary of the Group, entered into a landmark Joint Venture Agreement with Xiamen C&D Paper & Pulp Group Co., Ltd, a member of the Fortune Global 500 through its parent company Xiamen C&D Inc., and one of the leading integrated players in the global pulp and paper supply chain. This collaboration aims to develop a large-scale pulp manufacturing facility with a planned annual capacity of 150,000 MT. The joint venture marks the beginning of Phase 2 of the GTP masterplan and positions the Group for exponential growth in both domestic and international markets.

Financial Performance and Momentum

FY2024 delivered strong financial results. Revenue surged to RM68.0 million, representing a near doubling from the prior year. Gross profit margin expanded significantly from 36.1% to 54.0%, reflecting stronger cost efficiencies, better product mix and improved operational resilience. Profit before tax and profit after tax rose to RM23.0 million and RM23.1 million, respectively. Our shareholders' equity strengthened to RM442.2 million, and net assets per share increased to 41.6 sen, supported by the Group's solid fundamentals.

Over the past five years, the Group has demonstrated consistent and healthy growth. Revenue has more than doubled since 2020, while profit after tax grew at a compounded rate exceeding 50%, underscoring our ability to scale profitably. Shareholders' equity more than tripled over the same period, reflecting strong investor confidence and prudent capital management. Market capitalisation increased significantly, reinforcing our position as a growing force in the sustainable industrial sector.

Governance, Sustainability and Environment, Social and Governance ("ESG") Focus

We remain fully aligned with Bursa Malaysia's sustainability disclosure requirements and continue to enhance our ESG

framework across environmental, social and governance domains.

Our operations contribute directly to Malaysia's national circular economy, biomass valorisation and green manufacturing objectives. These principles are embedded in our strategy and reflect our belief in building long-term stakeholder value responsibly.

Looking Forward

We enter 2025 with a clear roadmap — expanding our industrial base, commercialising new bio-based solutions and reinforcing our presence in international markets through strategic partnerships. We remain committed to prudent capital management, operational excellence and continuous innovation.

On behalf of the Board and management, I extend our sincere appreciation to our shareholders, partners and all stakeholders for your continued support and trust. Together, we will shape a more sustainable and prosperous future for Malaysia and beyond.

Sincerely,
Dato' Lim Thiam Huat
Managing Director
Nextgreen Global Berhad

REVENUE:
 **RM68.0 million**
87.3% increase Y-o-Y

GP MARGIN:
 **54.0%**
49.6% increase Y-o-Y

SHAREHOLDERS FUND:
 **RM442.2 million**
30.9% increase Y-o-Y

NET ASSET PER SHARE:
 **41.6 sen**
15.3% increase Y-o-Y

MARKET CAPITALISATION:
 **RM 956.7 million**
79.2% increase Y-o-Y

MANAGEMENT DISCUSSION AND ANALYSIS

Group Business and Operations

Nextgreen Global Berhad (“Company” or “Group” or “Nextgreen” or “NGGB”), a Malaysian investment holding company established in 1982, has a rich history as a pioneer in the printing and publishing industry. Originally focused on providing comprehensive printing services, the Group achieved a major milestone by becoming Malaysia’s first magazine and book printing company listed on the Kuala Lumpur Stock Exchange in 2007.

In recent years, the Group has strategically transitioned from its legacy as a printing and publishing entity towards becoming a green manufacturing and sustainability-focused group. This evolution reflects the Group’s commitment to driving innovation through environmental responsibility and circular economy principles. Today, the Group is recognised for its integrated capabilities in converting palm oil biomass specifically EFB into high-value green products, including pulp, paper, biofertilizers and bioenergy, firmly positioning itself as a leader in Malaysia’s green industrial ecosystem.

Business Segmentation

As at the financial year ended 31 December 2024, the Group’s operations are organised into five distinct divisions:

- Printing & Publishing – Printing and publishing solutions.
- Property & Construction – Development of supporting infrastructure related to industrial parks.
- Manufacturing – Pulp and paper, biofertilizers and EFB-based green materials.
- Utility & Renewable Energy – Supporting green industrial operations.
- Others – Investment holding and unclassified supporting services.

Performance Focus in FY2024

The Group’s financial performance in FY2024 was primarily driven by the Manufacturing segment, which benefitted from the ramp-up of EFB pulp production at Phase 1A and the Phase 1A Extension for the Fertilizer segment at the Green Technology Park (“GTP”). The Property Development & Construction division remained focused on internal infrastructure works to support the ongoing expansion of the GTP.

In contrast, the Printing & Publishing segment experienced a slowdown, reflecting broader industry headwinds and rising input costs. Meanwhile, the Utility & Renewable Energy segment had not commenced operations as at 31 December 2024, but is anticipated to play a critical enabling role in the Group’s long-term zero-waste and circular economy strategy.

GTP in Pekan, Pahang

A key component of the Group’s strategy is the GTP, a 410-acre flagship project located in Kampung Paloh Hinai, within Node

1 of the ECER Special Economic Zone. Led by the Group’s wholly-owned subsidiary, Ultimate Ivory Sdn Bhd, development commenced in 2017 and is targeted for completion by 2027.

The GTP reflects the Group’s commitment to the zero-waste concept, integrating biomass utilisation, eco-manufacturing and renewable energy initiatives within a circular economy model. The site processes agricultural waste, primarily oil palm EFB, into pulp, paper, fertilizer and bioenergy products.

Manufacturing Milestone: Phase 1A Completion

The completion of Phase 1A marked a key milestone with the operational launch of a pulp and paper facility owned by Nextgreen Pulp & Paper Sdn Bhd, a subsidiary of the Group. Leveraging proprietary Preconditioning Refiner Chemical-Recycle Bleached Mechanised Pulp (“PRC-RBMP”) technology, the plant converts oil palm EFB into sustainable pulp products with an annual capacity of 10,000 MT.

As part of Phase 1A’s ongoing development, construction of a solid fertilizer production facility and upgrading works for the liquid fertilizer processing facility are currently underway. These initiatives represent the Group’s strategic expansion into downstream applications of its sustainable EFB pulp by-products, further enhancing value creation within the GTP’s integrated zero-waste ecosystem.

Strategic Investment & Partnership

In line with its long-term vision of scaling up sustainable pulp and paper manufacturing, the Group entered into a Shareholders’ Agreement with IOI Paper Pulp Sdn Bhd, a wholly-owned subsidiary of IOI Corporation Berhad, to jointly establish Nextgreen IOI Pulp Sdn Bhd (“NIP”). The investment reinforces the Group’s commitment to sustainable resource utilisation and strengthens its competitive position in the regional green materials market.

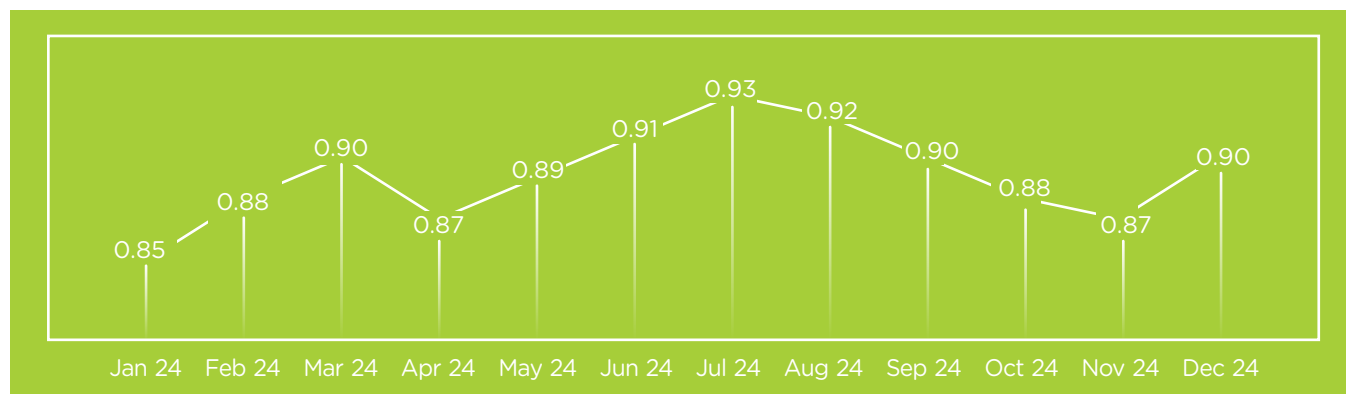
To support this initiative, the Group, through NIP, has entered into a strategic joint venture with Xiamen C&D Paper & Pulp Group Co., Ltd to further commercialise and expand the Group’s sustainable pulp production operations. This strategic joint venture aims to develop and operate Malaysia’s first large-scale zero-waste paper pulp production facility, located on a 43-acre plot within the Group’s GTP in Pekan, Pahang. The facility will utilise the Group’s proprietary PRC-RBMP technology and has an initial targeted capacity of 150,000 MT per annum, with raw material derived from oil palm EFB.

Share Price Performance & Market Capitalisation

As at 31 December 2024, the Group’s share price closed at RM0.90, bringing its total market capitalisation to approximately RM956.7 million, based on 1,062,960,718 issued shares.

Management Discussion and Analysis (cont'd)

The chart below presents the monthly closing share prices of the Group throughout 2024, reflecting steady investor confidence in its long-term prospects.



Source: <https://finance.yahoo.com/quote/7241.KL/>

KEY FINANCIAL HIGHLIGHTS

Key metrics	Unit	FYE 2024	FYE 2023	YoY change
Revenue	RM million	68.0	36.3	87.3%
Gross Profit	RM million	36.7	13.1	180.2%
GP Margin	%	54.0	36.1	49.6%
Other Operating Income	RM million	12.1	21.7	(44.2%)
Earnings Before Interest and Tax ("EBIT")	RM million	29.3	18.0	62.8%
Share Of Associates' Loss	RM million	(1.3)	(1.0)	30.0%
Profit Before Tax ("PBT")	RM million	23.0	12.7	81.1%
Taxation	RM million	0.1	(3.4)	(102.9%)
Profit After Tax ("PAT")	RM million	23.1	9.3	148.4%
Profit After Tax and Non-Controlling Interest ("PATAMI")	RM million	23.1	9.4	145.7%
Shareholders' Fund	RM million	442.2	337.9	30.9%
Retained Earnings	RM million	47.2	24.1	95.9%
Total Assets	RM million	579.3	465.2	24.5%
Total Liabilities	RM million	136.8	127.3	7.5%
Net Current Assets	RM million	135.6	56.8	138.7%
No Of Ordinary Shares	Unit million	1,063.0	936.7	13.5%
Basic Earnings Per Share	Sen	2.3	1.1	107.3%
Diluted Earnings Per Share	Sen	2.3	1.0	127.0%
Net Assets Per Share	Sen	41.6	36.1	15.3%

Financial Overview

FY2024 marked a turning point for the Group, underscoring its ability to scale operations and unlock value through strategic integration of its green businesses. The Group delivered record-high earnings and enhanced shareholder value, driven by the operationalisation of the Fertilizer segment and solid traction in pulp output, which underpinned its green industrial strategy. With improved financial strength, diversified revenue streams and committed investment in sustainable innovation, the Group is poised to deliver consistent long-term growth and value to its stakeholders.

The Group reported a revenue of RM68.0 million, representing an 87.3% increase year-on-year (YoY) compared to RM36.3 million in FY2023. The stellar topline growth was driven by strong performance in the Manufacturing Division and the maiden contribution from the Fertilizer segment.

Management Discussion and Analysis

(cont'd)

Gross profit surged by 180.2% to RM36.7 million, with gross profit margin expanding significantly. This improvement was primarily driven by the Fertilizer segment, where the Group successfully leveraged pulp and paper production waste to create a high-value fine fertilizer product. The conversion of waste into commercially viable fertilizer not only enhanced cost efficiency and economies of scale but also contributed margin-accretive earnings, strengthening the Group's green industrial strategy.

Despite a 44.2% drop in other operating income to RM12.1 million, the Group's operational resilience remained intact. EBIT grew by 63% to RM29.3 million, while PBT rose to RM23.0 million (+81% YoY).

The Group recorded a share of loss of RM1.3 million from its associate company, which increased slightly from RM1.0 million in FY2023, reflecting the early-stage nature of the associate's operations and the continued gestation period.

The Group recorded a minor tax credit of RM0.1 million in FY2024, compared to a tax expense of RM3.4 million in

FY2023. This favourable variance was primarily attributable to the reversal of approximately RM0.97 million of prior year tax overprovisions, partially offset by the recognition of additional deferred tax liabilities during the year.

As a result, Profit After Tax (PAT) more than doubled to RM23.1 million (+148.4%), and PATAMI also grew by 145.7% to RM23.1 million. Basic and diluted earnings per share both improved significantly to 2.3 sen, reflecting enhanced profitability despite a 13.5% increase in the Group's share capital base to 1,063.0 million units.

Balance Sheet Resilience

Shareholders' funds grew by 30.9% to RM442.2 million, with retained earnings almost doubling to RM47.2 million. Total assets increased by 24.5% to RM579.3 million, driven by investments in infrastructure and working capital expansion, while total liabilities rose by a modest 7.5% to RM136.8 million, mainly due to new financing activities. Most notably, the Group's net current assets increased by 138.7% to RM135.6 million, reflecting enhanced liquidity and improved working capital efficiency.

SEGMENT PERFORMANCE

Revenue*

	2024		2023		YoY change %
	RM million	% Attributable	RM million	% Attributable	
Manufacturing	59.3	87.2	32.8	90.1	81.1
Printing & Publishing	7.5	11.0	3.6	9.9	109.3
Property & Construction	1.2	1.8	-	-	100.0
Utility & Renewable Energy	-	-	-	-	-
Others	-	-	-	-	-
Group Revenue	68.0	100.0	36.3	100.0	87.1

Remark: *Segmental revenue was presented after inter-segment elimination

Profit/(loss) after tax ("PAT")

	2024		2023		YoY change %
	RM million	% Attributable	RM million	% Attributable	
Manufacturing	34.3	154.5	13.2	180.8	159.8
Printing & Publishing	(1.1)	(5.0)	0.6	8.2	(283.3)
Property & Construction	0.1	0.5	(2.8)	(38.4)	(103.6)
Utility & Renewable Energy *	(0.1)	(0.5)	-	-	(100.0)
Others	(11.0)	(49.5)	(3.7)	(50.7)	197.3
PAT before consol adjustment	22.2	100.0	7.3	100.0	204.1
Consol Adjustment	0.9	N/A	1.9	N/A	N/A
PAT	23.1	100.0	9.2	126.0	151.1

Remarks: * Rounding to the nearest million. The reported figure is less than RM50K, reported as "-". N/A means not applicable

Management Discussion and Analysis (cont'd)

Manufacturing Division

The Manufacturing Division remained the cornerstone of the Group's business, contributing RM59.3 million or 87.2% of total revenue in FY2024. Revenue increased by 81.0% year-on-year (YoY) from RM32.8 million in FY2023. Within this segment, the newly commercialised liquid fertilizer product under the NexBooster brand contributed approximately RM30.1 million in revenue, while pulp and paper operations delivered the remaining RM29.2 million.

Profit after tax for the Manufacturing segment rose by RM21.1 million to RM34.3 million (FY2023: RM13.2 million), supported by higher production volume, improved average selling prices and enhanced cost efficiencies arising from vertical integration and circular waste recovery initiatives.

Printing & Publishing Division

The Printing & Publishing Division recorded a revenue of RM7.5 million, representing a 109.3% YoY increase from RM3.6 million in FY2023. However, the segment reported a loss after tax of RM1.1 million (FY2023: profit after tax of RM0.6 million), mainly attributable to the absence of machinery rental income and higher outsourcing costs.

Despite this, gross profit margins improved from 2% to 5%, driven by better production efficiency. Nevertheless, the division's bottom line was adversely impacted by higher administrative expenses and impairment losses on receivables.

Property & Construction Division

The Property & Construction Division posted RM1.2 million in revenue (FY2023: Nil) and returned to profitability with a profit after tax of RM0.1 million, reversing a loss of RM2.8 million in FY2023. The improved performance was driven by external construction revenue related to the development of a tissue paper plant within the Group's GTP, coupled with reduced finance and advisory expenses.

Utility & Renewable Energy

The Utility & Renewable Energy Division remained pre-operational during FY2024, recording a marginal loss of RM0.1 million, attributed to preliminary development expenses. During the year, the Group initiated land clearing work for the establishment of its first Collection & Processing Centre ("CPC") in Gua Musang, Kelantan, through GTC Biomass Berhad.

This CPC is expected to serve as a model for the Group's broader plan to develop up to 20 CPCs across Malaysia, supporting future revenue and profitability growth once operational.

Others

The "Others" segment recorded a wider loss of RM11.0 million (FY2023: loss of RM3.7 million), mainly due to increased

corporate expenses, impairment losses and the absence of one-off gains recognised in the previous financial year.

This segment reflects centralised expenses at the Group level. However, its impact was largely mitigated by the strong performance of the Manufacturing Division.

OUTLOOK AND PROSPECT

Nextgreen is entering a bold new phase—sustainable, scalable and innovation-led.

At the heart of our transformation is the GTP, where we are building not just factories, but a complete zero-waste industrial ecosystem. In 2025 and beyond, this ecosystem will power our ambitions in green manufacturing, bio-based fertilizers, animal nutrition and biomass resource recovery.

A major milestone during the year was the incorporation of Nextgreen IOI Pulp Sdn Bhd ("NIP"), a 55%-owned subsidiary of the Group, which subsequently entered into a Joint Venture Agreement with Xiamen C&D Paper & Pulp Group Co., Ltd, a leading pulp manufacturer based in China.

The joint venture will spearhead the development of a 150,000 MT per annum bleached chemical EFB pulp facility under Phase 2A of the GTP in Pekan, Pahang.

In addition to the pulp production facility, the site will also house a dedicated CPC for biomass, laying the foundation for the Group's broader plan to establish a nationwide CPC network to support its integrated zero-waste and circular economy strategy.

Meanwhile, our Fertilizer manufacturing segment, led by wholly owned Nextgreen Fertilizer Sdn Bhd ("NGF"), is progressing toward commercial operations in July 2025 for its solid fertilizer plant, which is designed to produce 30,000 MT annually.

In tandem, NGF is producing liquid fertilizer by converting black liquor—a by-product of the Group's Phase 1A pulp mill—into an innovative agricultural solution. Improvement works at the facility are currently underway and, upon completion, are expected to boost production capacity to 30,000 MT annually.

The product has demonstrated strong results in field trials and has already attracted initial purchase orders, with off-take discussions actively ongoing.

Diversifying further, Nextgreen Agrofeed Sdn Bhd is developing an animal feed facility with a planned capacity of 10,000 MT per year, targeted for completion by end of 2025. This new venture will expand our revenue base and promote circular utilisation of biomass.

Additionally, GTC Biomass Berhad, a 65%-owned special purpose vehicle (SPV) of the Group, is spearheading the establishment of up to 20 CPC across Malaysia to process oil palm biomass waste.

Management Discussion and Analysis

(cont'd)

The first CPC is planned for development in Gua Musang, Kelantan, serving as a pilot site for a broader CPC rollout, which is targeted to expand into Sabah and Sarawak in the future.

To ensure long-term scalability and investor value, the Group is actively evaluating subdivided land plots within GTP for future joint venture development.

Anchored by a clear vision to lead Malaysia's bioeconomy transformation, the Group is steadily advancing its integrated green value chain. Starting from the conversion of oil palm biomass into sustainable pulp and paper products, the Group has successfully expanded into liquid fertilizer production and is progressing towards the commercialisation of solid fertilizer and agrofeed products. Future plans to harness renewable energy from biomass sources will further reinforce the Group's commitment to a zero-waste, circular economy model. With multiple growth platforms underway and a strong emphasis on innovation, sustainability and resource efficiency, the Group is well-positioned to deliver consistent long-term value to its stakeholders while shaping a greener future for Malaysia.

KNOWN AND ANTICIPATED RISKS

At Nextgreen Global Berhad ("Company" or "Group" or "Nextgreen" or "NGGB"), we recognise that effective risk management is critical to sustaining business growth and maintaining operational resilience. In 2024, we further strengthened our risk management framework, aligning it with industry best practices and regulatory standards to ensure that the Group remains agile and well-prepared to navigate evolving challenges in its operating environment.

As part of our commitment to robust governance, the Group established the Risk, Governance, and Integrity Department in June 2024. This new department plays a pivotal role in supporting the Group's Enterprise Risk Management ("ERM") framework, promoting risk awareness, reinforcing internal controls and embedding a risk-conscious culture across all levels of operations.

Our updated risk assessment integrates both strategic and operational considerations and has resulted in the identification of 12 Core Strategic and Operational Risks deemed critical to the Group's long-term success:

No	Strategic Risk	Description	Mitigation Plan
1	Strategy 	Risk of misalignment between strategic intent and execution due to unclear communication, limited resources, or inadequate monitoring.	Develop and disseminate a comprehensive communication plan across all subsidiaries. Foster cross-departmental collaboration to ensure integrated execution of strategic initiatives.
2	Finance 	Risks associated with capital allocation, investment decisions and financing strategies, which may lead to liquidity constraints or overleveraging.	Implement rigorous financial planning and forecasting practices. Diversify funding sources, and strengthen liquidity management.
3	Marketing 	Shifts in market trends or consumer behaviour that could adversely impact sales and growth.	Continuously monitor market trends and consumer behaviour through research, surveys and trial plots, and adjust production plans accordingly.
4	Partnerships 	Risks from strategic alliances, joint ventures, or partnerships including integration challenges and misaligned objectives.	Conduct thorough due diligence on potential partners, establish clear contractual agreements defining roles and expectations and maintain open communication channels.
5	Legal & Governance 	Non-compliance with environmental, safety, or regulatory standards that could lead to legal repercussions and reputational harm.	Develop and enforce a comprehensive compliance program, conduct regular internal audits and implement robust training and monitoring mechanisms.
6	Operations 	Operational disruptions such as equipment failures, quality control issues, or production delays.	Establish preventive maintenance schedules, backup systems, comprehensive quality controls and a business continuity plan for critical production processes.
7	Human Capital 	Workforce instability due to insufficient training or talent attrition that may hinder operational efficiency and strategic execution.	Align training and development programs with business needs. Invest in employee engagement and professional development initiatives.

Management Discussion and Analysis (cont'd)

No	Strategic Risk	Description	Mitigation Plan
8	Reputation 	Damage to NGGB's brand from negative publicity, product recalls, or ethical lapses, affecting customer trust and market position.	Engage proactively with stakeholders, implement a robust crisis management plan and invest in Corporate Social Responsibility ("CSR") initiatives.
9	Supplier 	Disruptions in the supply chain caused by supplier issues such as delays, shortages, or insolvencies.	Conduct comprehensive supplier assessments, implement dual sourcing strategies and secure long-term contractual agreements with periodic reviews.
10	Competition 	Increased competition that may lead to erosion of market share, pricing pressures and reduced profitability.	Invest in research and development, brand building and continuous innovation to sustain competitive advantage.
11	HSSE 	Risks relating to health, safety, security and environmental incidents that could result in legal liabilities and reputational damage.	Promote a safety-first culture through continuous training, rigorous compliance with OSHA and environmental regulations and accessible incident reporting systems.
12	Technology 	Rapid technological change or cybersecurity threats which could disrupt the business model and operations.	Develop partnerships with technology providers, continuously monitor emerging trends and implement regular cybersecurity training and protocols.

Countermeasures and Ongoing Risk Governance

The Group has implemented a comprehensive set of countermeasures to address each identified risk. Our approach combines proactive risk mitigation with detailed contingency planning to ensure continued operational resilience. The Risk, Governance, and Integrity Department conducts quarterly risk assessments to monitor the effectiveness of mitigation measures, adapt to emerging challenges and maintain a dynamic, robust risk management framework.

By fostering a culture of accountability, transparency and continuous improvement, the Group is well-positioned to safeguard its strategic objectives, protect stakeholder value and ensure long-term operational and financial stability.

SHARIAH ADVISORY COMMITTEE REPORT

The establishment of the Shariah Advisory Committee ("SAC") marked a pivotal step in reinforcing the Group's adherence to Shariah principles in line with the Securities Commission ("SC") guidelines. Appointed by Management, the SAC plays a central oversight role in all Shariah-related matters across the Group. To support its effectiveness, dedicated Shariah control functions have been instituted—responsible for conducting Shariah research, providing advisory services, acting as the SAC's secretariat, managing Shariah non-compliance risks and executing Shariah review and audit activities.

These efforts aim to ensure that the Group's Shariah-compliant counter status remains safeguarded and consistently upheld.

Shariah Advisory Committee Meeting

In 2024, the SAC convened three (3) meetings, including one (1) special meeting. During these sessions, the SAC reviewed, deliberated, approved and endorsed various Shariah-related matters arising from the company's operations, policies, procedures and documentation. The details of SAC members, management representatives and secretariat with their attendance records are as follows:

Committee Member	Meeting Attendance
Dato' Hj. Mohd Yusof bin Din, <i>Chairman</i>	4/4
Prof. Dr. Mohd Afandi bin Mat Rani, <i>Member (Independent)</i>	1/4
Assoc. Prof. Dr. Mushaddad bin Hasbullah, <i>Member (Independent)</i>	4/4
Mr. Wan Noor Azhan bin Wan Shahruddeen, <i>Management Representative</i>	3/4
Mr. Mohd Syarul Razi bin Mohd Hazmi, <i>Secretariat</i>	4/4
Ms. Nurul Asyiqin Zakirah binti Anuar, <i>Secretariat</i>	4/4

Shariah Governance Updates

The Management has institutionalized a robust Shariah governance framework to ensure effective oversight and accountability for Shariah compliance throughout the company. This structure reflects the integration of Shariah considerations into the company's broader business strategy and risk management processes.

Management Discussion and Analysis

(cont 'd)

Notably, Shariah risk exposure has been incorporated into the company’s ERM framework. This enables enterprise-wide monitoring to ensure Shariah risks are identified, managed and aligned with corporate processes. Integrating these risks enhances the company’s risk posture, reduces potential non-compliance costs and ensures controls and mitigation plans are in place.

Shariah Review

Throughout FY2024, all observations from Shariah review exercises, including instances of Shariah non-compliance, were documented and presented to the Management and the Shariah Advisory Committee for deliberation and notification. These included recommendations on rectification measures and actions required to be undertaken towards resolving any Shariah non-compliances, as well as control mechanisms to prevent future non-compliance. The details of internal Shariah resolutions issued by the SAC are further elaborated towards the end of the report.

Establishment new Shariah Policy

The SAC proposed the implementation of business zakat as part of the company’s social responsibility and sustainability commitment. This led to the development of the Business Zakat SOPP, outlining governance structures and processes for zakat assessment, payment and reporting.

Zakat is a powerful instrument of wealth redistribution that plays a critical role in addressing poverty and inequality. It aligns closely with the United Nations Sustainable Development Goals (“SDGs”), particularly SDG 1: No Poverty. By establishing a nisab—the minimum threshold of wealth for zakat eligibility—this obligation ensures the systematic transfer of wealth to the poor, enhancing their purchasing power and improving their overall standard of living.

In relation to SDG 2: Zero Hunger, business zakat supports asnaf (eligible recipients) involved in entrepreneurial activities, helping them to build sustainable livelihoods and move towards financial independence.

Moreover, zakat contributes to SDG 3: Good Health and Well-Being by improving access to essential resources such as nutritious food, clean water and medication. It also advances SDG 4: Quality Education by funding educational initiatives and vocational training that empower individuals through knowledge and skills development.

By reducing wealth disparities and enabling social mobility, zakat contributes meaningfully to SDG 10: Reduced Inequalities, reinforcing its role as a cornerstone of a more just and inclusive socio-economic framework.

Shariah Resolutions

SAC resolutions were made with independent and informed judgment, free of internal or external influence.

No.	Shariah Issue	Decision
1	Shariah Non-Compliance Risk in Third-Party Dealings	a) The S&M Department proposed integrating Shariah screening into third-party due diligence under the RGI Department. b) The Shariah Officer coordinated with RGI, and changes were accepted. c) SAC was notified accordingly, and all units must now conduct Shariah due diligence in external engagements.
2	Ghair Syar’ie Fund (Tainted Income)	a) Non-compliant income is to be channelled to charity via: i. Applications by charitable bodies; or ii. SAC-endorsed proposals from the Shariah Officer, covering sectors such as education and social programs.
3	Business Zakat	a) Zakat Obligation i. Based on <i>Khultah al-Syuyu’</i>, as supported by scholars including Muhammad Taqi Usmani. ii. Mixed assets are counted as one nisab, subject to zakat regardless of shareholder threshold.

Management Discussion and Analysis (cont'd)

No.	Shariah Issue	Decision
3	Business Zakat	b) Zakat Calculation - Based on Muslim shareholding. - Uses working capital method, assessed post-audit. - Payment made in the following year based on the prior year's audited accounts. - Audited accounts and shareholder list submitted to zakat authority. - Zakat authority confirms Muslim ownership and adjusted asset values via its Shariah Unit. c) Rate 2.5% as per MAIWP and National Fatwa Council. d) Determining Muslim Share Ownership based on Zakat authority - Based on top 30 shareholders/depositors. - Subsidiaries follow the Muslim shareholding of the parent company. - GLCs are deemed Muslim. - Bumiputera entities outside Sabah/Sarawak are deemed Muslim. e) Wakalah Zakat (Refund) - Refund of zakat is allowed for redistribution to asnaf. - May be used for CSR Zakat programs. 37.5% refund for RM10k-999k; 50% for RM1M and above. - A distribution report must be submitted to the zakat authority. f) Tax Rebate Zakat is eligible for a tax rebate up to 2.5% of aggregate income.

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Shariah Opinion

The SAC has reviewed the Group's audited financial statements for the year ended 31 December 2024 in accordance with the Securities Commission Malaysia's Shariah Screening Guidelines. In our opinion:

- Income from non-permissible activities falls within the permissible thresholds of 5% and 20%.
- Cash over total assets and debt over total assets ratios remain within the 33% limit.

Dato' Hj. Mohd Yusof bin Din
Chairman of SAC
29 April 2025