

(Incorporated in Malaysia)

Interim Financial Statements
For The Financial Year Ended
31 December 2024



CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FOURTH (4^{TH}) QUARTER FINANCIAL YEAR ENDED 31 DECEMBER 2024 $(^1)$

		Quarter Ended		Year-To-Date Ended		
		31.12.2024	31.12.2023	31.12.2024	31.12.2023	
	Note	RM'000	RM'000	RM'000	RM'000	
Revenue	A9	72,217	105,224	262,808	318,349	
Operating expenses		(71,293)	(104,051)	(259,496)	(320,163)	
Other operating income		7,105	7,783	25,355	34,361	
Finance costs		(2,625)	(3,000)	(10,956)	(14,742)	
Profit before taxation	B11	5,404	5,956	17,711	17,805	
Income tax expense	В6	(4,303)	(6,103)	(10,811)	(12,223)	
Profit/(Loss) after taxation	•	1,101	(147)	6,900	5,582	
	•					
Profit/(Loss) after taxation						
attributable to:-						
Owners of the Company		(109)	(1,039)	5,706	2,433	
Non-controlling interests		1,210	892	1,194	3,149	
		1,101	(147)	6,900	5,582	
Total comprehensive						
income/(expenses) attributa	able to:-					
Owners of the Company		(109)	(1,039)	5,706	2,434	
Non-controlling interests		1,210	892	1,194	3,148	
·		1,101	(147)	6,900	5,582	
(Loss)/Earnings per share						
attributable to owners of the	•	•	(5.4.5)			
Basic EPS (sen)	B10	(0.01)	(0.14)	0.76	0.32	
Diluted EPS (sen)	B10 .	(0.01)	(0.14)	0.76	0.32	

Notes:

(1) The basis of preparation of the unaudited Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income is disclosed in Note A1 and should be read together with the audited financial statements for the financial year ended 31 December 2023 and the accompanying explanatory notes attached to this interim financial report.



CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FOURTH (4^{TH} QUARTER FINANCIAL YEAR ENDED 31 DECEMBER 2024(1)

	←	Distributa	ble	•	
	Share Capital RM'000	Retained Profits RM'000	Attributable to Owners of the Company RM'000	Non- Controlling Interests RM'000	Total Equity RM'000
Balance at 1.1.2023	136,444	305,683	442,127	4,279	446,406
Profit for the financial year, representing total comprehensive income for the financial year Contributions by and distribution to	-	2,433	2,433	3,149	5,582
owners of the Company: - Dividends paid by the subsidiary to non-controlling interests	-	-	-	(2,000)	(2,000)
Balance at 31.12.2023 (Audited)	136,444	308,116	444,560	5,428	449,988
Balance at 1.1.2024	136,444	308,116	444,560	5,428	449,988
Profit for the financial year, representing total comprehensive income for the financial year	-	5,706	5,706	1,194	6,900
Balance at 31.12.2024 (Unaudited)	136,444	313,822	450,266	6,622	456,888

Notes:

(1) The basis of preparation of the unaudited Condensed Consolidated Statement of Changes in Equity is disclosed in Note A1 and should be read together with the audited financial statements for the financial year ended 31 December 2023 and the accompanying explanatory notes attached to this interim financial report.



CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2024⁽¹⁾

	Note	Unaudited 31.12.2024 RM'000	Audited 31.12.2023 RM'000
ASSETS			
Non-current assets			
Property, plant and equipment		30,354	29,940
Inventories		98,583	99,863
Right-of-use assets		14	14
Trade receivables		393,327	430,133
		522,278	559,950
Current assets		05.050	00.000
Inventories		65,856	28,893
Trade receivables		107,017	104,096
Contract assets		65,652	52,234
Other receivables, deposits and prepayments		21,543	15,749
Current tax assets		6,329	6,277
Fixed deposits with licensed banks Cash and bank balances		23,381 64,998	38,698 77,077
Cash and pank palances		354,776	323,024
TOTAL ASSETS	•	877,054	882,974
TOTAL AGGLTG		077,004	002,374
EQUITY AND LIABILITIES Equity			
Share capital		136,444	136,444
Reserves		313,822	308,116
Equity attributable to owners of the Company	•	450,266	444,560
Non-controlling interests		6,622	5,428
Total equity		456,888	449,988
Non-current liabilities			
Borrowings	B7	123,120	158,692
Deferred tax liabilities		70,132	73,797
		193,252	232,489
Current liabilities			
Trade payables		92,557	88,325
Contract liabilities		46,187	37,117
Other payables and accruals	B7	43,844	32,216
Borrowings Current tax liabilities	D/	38,396	39,305
Current tax habilities	•	5,930	3,534
Total linkilities		226,914	200,497
Total liabilities		420,166	432,986
TOTAL EQUITY AND LIABILITIES		877,054	882,974
Number of issued shares ('000) Net asset per share attributable to Owners of the		753,000	753,000
Company (RM)		0.60	0.59

Note:

⁽¹⁾ The basis of preparation of the unaudited Condensed Consolidated Statement of Financial Position is disclosed in Note A1 and should be read together with the audited financial statements for the financial year ended 31 December 2023 and the accompanying explanatory notes attached to this interim financial report.



CONSOLIDATED STATEMENT OF CASH FLOW FOR THE FOURTH (4^{TH}) QUARTER FINANCIAL YEAR ENDED 31 DECEMBER 2024(1)

	Unaudited 31.12.2024 RM'000	Audited 31.12.2023 RM'000
Cash flows from/(for) operating activities		
Profit before taxation	17,711	17,805
Adjustments for:-		
Depreciation of:		
- property, plant and equipment	2,139	2,165
- right-of-use assets	-	22
Impairment losses:		
- trade receivables	1,224	8
- other receivable	1,192	3,121
Finance costs	10,956	14,742
Accretion of fair value on non-current trade receivables	(22,105)	(23,784)
Gain on disposal of property, plant and equipment	(74)	(1)
Reversal of impairment losses		
- trade receivables	(1,490)	(2,390)
- other receivables	-	(326)
Property, plant and equipment written off	-	17
Finance income	(1,429)	(1,427)
Operating profit before working capital changes	8,124	9,952
(Increase)/Decrease in inventories	(25,218)	35,192
(Increase)/Decrease in contract assets	(13,418)	91,405
Decrease in trade and other receivables	49,270	32,784
Increase in trade and other payables	15,860	8,111
Increase in contract liabilities	9,070	5,836
Cash from operations	43,688	183,280
Income tax paid	(12,131)	(11,494)
Income tax refund		
Net cash from operating activities	31,557	171,786
Cash flows for investing activities		
Finance income received	1,429	1,427
Withdrawal of pledged fixed deposits and		
with tenure more than 3 months	4,046	127
Proceeds from disposal of property, plant and equipment	74	1
Additions to properties held for future development	(10,466)	(13,490)
Purchase of property, plant and equipment	(1,026)	(616)
Net cash for investing activities	(5,943)	(12,551)



CONSOLIDATED STATEMENT OF CASH FLOW FOR THE FOURTH (4^{TH}) QUARTER FINANCIAL YEAR ENDED 31 DECEMBER 2024(1) (CONT'D)

	000)
Cash flows for financing activities	000)
Dividends paid to non-controlling interests shareholders of a subsidiary - (2,0	000)
Drawdown of borrowings 32,327 32,8	839
Finance cost paid (10,956) (14,7	742)
Repayment of borrowings (69,812) (153,6	668)
Net cash for financing activities (48,441) (137,5	571)
Net (decrease)/increase in cash and cash equivalents (22,827) 21,6	664
Cash and cash equivalents at beginning of financial ear 93,622 71,9	958
Cash and cash equivalents at end of financial year 70,795 93,6	622
Cash and cash equivalents comprise:	
Fixed deposits placed with licensed banks 23,381 38,6	698
Cash and bank balances 64,998 77,0	077
Bank overdrafts (4,385) (4,9	909)
83,994 110,8	866
Less: Fixed deposits pledged to licensed banks and with tenure more (13,199) (17,2 than 3 months	244)
70,795 93,6	622

Notes:

The basis of preparation of the unaudited Condensed Consolidated Statement of Cash Flow is disclosed in Note A1 and should be read together with the audited financial statements for the financial year ended 31 December 2023 and the accompanying explanatory notes attached to this interim financial report.



A. NOTES TO THE INTERIM FINANCIAL REPORT

A1. Basis of preparation

The interim financial report of Gagasan Nadi Cergas Berhad ("Gagasan Nadi" or "the Company") and its subsidiaries (collectively known as "the Group") are unaudited and have been prepared in accordance with the requirements of Malaysian Financial Reporting Standards ("MFRS") No. 134: Interim Financial Reporting and Rule 9.22 of Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities").

This interim financial report should be read together with the audited Annual Financial Statements for the year ended 31 December 2023 and the accompanying explanatory notes attached to this report.

A2. Material accounting policy information

The Material accounting policy information and methods of computation adopted by the Group in this interim financial report are consistent with those adopted as disclosed in the audited Annual Financial Statements for the year ended 31 December 2023.

The financial statements of the Group have been prepared in accordance with Malaysia Financial Reporting Standard ("MFRS") and the requirements of the Companies Act 2016.

The following are accounting standards, amendments and interpretations that have been issued by the Malaysian Accounting Standard Board ("MASB") and effective during the financial year:-

	Effective Date
Amendments to MFRS 7 Financial Instruments: Disclosures – Supplier Finance Arrangements	1 January 2024
Amendments to MFRS 16 Leases – Lease Liability in a Sale and Leaseback	1 January 2024
Amendments to MFRS 101 Presentation of Financial Statements – Classification of Liabilities as Current or Non-current	1 January 2024
Amendments to MFRS 101 Presentation of Financial Statements – Non-current Liabilities with Covenants	1 January 2024
Amendments to MFRS 107: Statement of Cash Flows – Supplier Finance Arrangements	1 January 2024

Standards issued but not yet effective

The Group has not adopted the following new standards and amendments to standards that have been issued by the Malaysian Accounting Standards Board which are not yet effective for the Group. The Group intends to adopt the below mentioned new standards and amendments to standards when they become effective.

Amendments to MFRS 121: The Effects of Changes in Foreign
Exchange Rates – Lack of Exchangeability

1 January 2025



A3. Auditors' report on preceding annual financial statements

There was no qualification on the audited financial statements of the Group for the financial year ended 31 December 2023.

A4. Seasonal or cyclical factors

The Group's performance has not been materially affected by any seasonal or cyclical factors during the current quarter and year-to-date.

A5. Unusual items affecting assets, liabilities, equity, net income or cash flows

There were no unusual items affecting the assets, liabilities, equity, net income and cash flows during the current quarter and year-to-date.

A6. Changes in estimates

There were no material changes in estimates for the current quarter and year-to-date.

A7. Debt and equity securities

There were no issuances, repurchases and repayments of debt and equity securities during the current quarter and year-to-date.

A8. Dividends paid

There was no payment of dividend during the year-to-date.



A9. Segmental information

31.12.2024 Revenue	Construction RM'000	Concession and Facility Management RM'000	Utility Services RM'000	Property Development RM'000	Others RM'000	Consolidation Adjustments RM'000	Total RM'000
External revenue	90,454	15,764	10,578	146,012	_	_	262,808
Inter-segment revenue	139,808	3,876	1,572	12,479	8,520	(166,255)	202,000
mes eegment revenue	230,262	19,640	12,150	158,491	8,520	(166,255)	262,808
Results		10,010	,	,	5,125	(100,000)	
Segment profit	12,947	4,570	1,830	9,656	22,387	(43,192)	8,198
Accretion of fair value on non-current trade receivables Impairment losses:	-	22,105	-	-	-	-	22,105
- trade receivables	(333)	-	(349)	(542)	-	-	(1,224)
- other receivable	(1,192)	-	-	=	-	-	(1,192)
Depreciation of property, plant and equipment	(1,714)	(64)	(505)	(178)	-	322	(2,139)
Finance income	175	661	118	425	50	-	1,429
Finance costs	(447)	(8,417)	(41)	(7,019)	(3)	4,971	(10,956)
Reversal of impairment losses		319		1,171			1,490
Profit before taxation	9,436	19,174	1,053	3,513	22,434	(37,899)	17,711
Income tax expense		(5,281)	794	(5,223)	(1,101)	(07.000)	(10,811)
Profit/(Loss) after taxation	9,436	13,893	1,847	(1,710)	21,333	(37,899)	6,900
Assets							
Segment assets	112,215	475,683	16,260	261,293	16,248	(10,973)	870,726
Unallocated asset: Current tax assets	,	,	,	,	•	(, ,	6,328
Consolidated total assets							877,054
Additions to non-current assets other than financial instruments:							
- property, plant and equipment	2,339	13	19	181	-	-	2,552
- inventories - properties held for future development	-			10,466			10,466
Liabilities Segment liabilities Unallocated liabilities:	129,149	135,280	3,406	75,370	1,778	(880)	344,103
- Deferred tax liabilities							70,132
- Current tax liabilities							5,930
Consolidated total liabilities							420,165
Concondition total habilities							120,100



A9. Segmental information

		Concession					
		and Facility	Utility	Property		Consolidation	
	Construction	Management	Services	Development	Others	Adjustments	Total
31.12.2023	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue	KW 000	KIVI UUU	KIVI 000	MIVI UUU	KIVI UUU	MINI 000	KIVI UUU
	444.445	45.704	40.705	477 745			040.040
External revenue	114,115	15,764	10,725	177,745		(0.4.000)	318,349
Inter-segment revenue	81,536	3,879	1,699	(10,805)	8,520	(84,829)	
	195,651	19,643	12,424	166,940	8,520	(84,829)	318,349
Results							
Segment (loss)/profit	(604)	3,550	2,590	20,257	2,480	(18,338)	9,935
Accretion of fair value on non-current trade receivables	-	23,784	-	-	-	-	23,784
Impairment losses:							
- trade receivables	-	-	(8)	-	-	-	(8)
- other receivable	(3,121)	-	-	-	-	-	(3,121)
Depreciation:							
- property, plant and equipment	(1,202)	(64)	(502)	(163)	-	(234)	(2,165)
- right-of-use assets	(577)	-	-	-	-	555	(22)
Gain on disposal of property, plant and equipment	1	-	-	-	-	-	. 1
Finance income	1,831	609	125	326	1,830	(3,294)	1,427
Finance costs	(525)	(10,034)	-	(7,494)	(45)	3,356	(14,742)
Reversal of impairment losses	543	497	5	1,671	-	-	2,716
(Loss)/Profit before taxation	(3,654)	18,342	2,210	14,597	4,265	(17,955)	17,805
Income tax expense	-	(5,169)	(906)	(5,569)	(579)	-	(12,223)
(Loss)/Profit after taxation	(3,654)	13,173	1,304	9,028	3,686	(17,955)	5,582
(Loss)/i Tolk ditor taxation	(0,004)	10,170	1,004	0,020	0,000	(17,500)	0,002
Assets							
Segment assets	116,270	508,807	16,392	220,660	21,700	(7,132)	876,697
Unallocated asset: Tax refundable	,	,	-,	.,	,	(, - ,	6,277
Consolidated total assets							882,974
00.1001144.104 10141 400010							002,011
Additions to non-current assets other than financial instruments:							
- property, plant and equipment	2,605	2	26	114	_	_	2,747
- inventories - land for property development	-	-	-	13,490	_	_	13,490
- inventories - faile for property development				10,400			10,400
Liabilities							
Segment liabilities	117,446	167,180	4,536	65,925	2,006	(1,438)	355,655
Unallocated liabilities:	111, 440	101,100	4,000	30,020	2,000	(1,700)	550,000
- Deferred tax liabilities							73,797
- Provision for taxation							3,534
Consolidated total liabilities							432,986
							_



A10. Valuation of property, plant and equipment

There was no valuation of the property, plant and equipment during the current quarter and year-to-date.

A11. Significant Events Subsequent to the End of the Interim Financial Year

Saved as disclosed in note 5 of part B, there has been no material subsequent events after the quarter ended 31 December 2024.

A12. Changes in the composition of the Group

There were no material changes in the composition of the Group for the Year ended 31 December 2024.

A13. Contingent assets and contingent liabilities

Save as disclosed below, there were no other contingent assets and contingent liabilities as at the date of this interim report.

Unaudited
As at 31.12.2024
RM'000

Financial guarantee contract in relation to corporate guarantee given to third parties in the ordinary course of business.

74,163

A14. Capital commitments

There were no capital commitments as at the end of the current and previous corresponding financial year.



B1. Review of Group Performance

Results for current quarter

The Group recorded a lower revenue of RM72.2 million in the current quarter as compared to preceding year corresponding quarter's revenue of RM105.2 million. The decrease in revenue for the currant quarter was mainly due to reduced income from Group's property development segment, following the completion and handover of the Antara Residence and Phase 1 & 2 of the Selindung Daun, Ulu Yam projects.

The Group recorded profit before tax of RM5.4 million in the current quarter as compared to profit before tax of RM6 million in the preceding year corresponding quarter. The lower profit before tax for the current quarter was primarily due to lower revenue registered for development projects and lower revenue registered from construction segment in the current quarter.

Results for financial year-to-date

For the current financial year, the Group's revenue decreased to RM262.8 million from RM318.3 million registered in the previous financial year. The lower revenue was mainly due to the absence of revenue following the completion of Antara Residence and Phase 1 & 2 of the Selindung Daun, Ulu Yam projects in 2023. Despite the lower revenue, the Group achieved a slightly reduced profit before tax of RM17.7 million, compared to RM17.8 million in the previous year. This modest decline in profit before tax, despite the significant drop in revenue, was mainly due to the near completion of legacy construction contracts in 2023, which had previously been affected by high material and labour costs.

B2. Comparison with immediate preceding quarter's results

The Group registered a lower revenue of RM72.2 million for the current financial quarter as compared to RM83.2 million in the preceding quarter. The Group recorded a profit before tax of RM5.4 million in the current quarter as compared to a profit before tax of RM8 million in the preceding quarter. The lower profit before tax for the current quarter was mainly attributable to the lower revenue registered in the current quarter.

B3. Commentary on prospects

The outlook for the property and construction sector has remained challenging with higher construction costs and material prices. The Group will undertake necessary prudent measures to mitigate the impact in order to improve the Group's financial performance.

Despite the Group's construction order book which stands at approximately RM460 million and with continuous tendering for new jobs, the Board expects the performance of the construction segment to continue to be affected by the challenging operating environment of high material costs and skilled labour shortage.

The performance of the Group's concession and facility management is expected to remain stable and sustainable.

The property development segment is expected to contribute significantly for the financial year 2025 with the progress of Rumah Idaman affordable homes project in Bukit Jelutong with Gross Development Value ("GDV") of approximately RM304 million, the Rumah Idaman affordable homes projects in Kwasa Damansara with GDV of approximately RM463 million and the Idaman Amani affordable homes project in the City of Elmina with GDV of approximately RM286 million. This segment has a total unbilled sale of RM241 million which is expected to be booked in as revenue over the next 4 years.

The Board of Directors is optimistic about the Group's ability to deliver satisfactory performance for financial year 2024.



B4. Profit Forecast or Profit Guarantee

The Group did not issue any profit forecast or profit guarantee during the quarter under review.

B5. Status of corporate proposals

On 5 November 2024, the Company has entered conditional share sale agreements for the proposed acquisition of the entire equity interest in Serata Ehsan Sdn Bhd and Seri Delima Anggun Sdn Bhd for a total cash consideration of RM185,000,000.

The proposed acquisition will be funded by proceeds to be raised by the Company from the debt capital markets including the issuance of Sukuk and/or bank borrowings and/or the Company's internally generated funds.

The Proposed Acquisition is subject to the approval of the Company's shareholders at an extraordinary general meeting to be convened.

B6. Income tax expenses

	Current Quarter 31.12.2024 RM'000	Year-To- Date 31.12.2024 RM'000
Malaysian income tax		
- current year	2,859	12,688
- underprovision in prior years	403	1,788
Deferred tax asset	(635)	(3,665)
	2,627	10,811
Effective tax rates (1)		61.04%

Note:

(1) The Group's effective tax rate for the financial year-to-date is higher than the statutory tax rate mainly due to certain expenses not being deductible for tax purpose from Property Developement Companies, higher taxable income from collection of Availability Charges from Concession Projects and losses recorded by certain subsidiaries which cannot be recognised as deferred tax assets.



B7. Bank borrowings

The Group's bank borrowings as at 31 December 2024 are as follows:

	Unaudited
	As at 31.12.2024
	RM'000
Current:	
Lease liabilities	1,036
Islamic financing / Term loan	12,974
Bonds	20,000
Bank overdraft	4,385
	38,395
Non-current:	
Lease liabilities	2,186
Islamic financing / Term loan	80,934
Bonds	40,000
	123,120
Total	161,515

All the borrowings are secured and denominated in Ringgit Malaysia.

B8. Material litigation

There were no material litigation involving the Group as at the date of this report.

B9. Dividend

The Board of Directors did not recommend any dividend for the current quarter under review.



B10. Earnings per share

The basic and diluted earnings per share ("EPS") calculated by dividing the (loss)/profit for the year attributable to owners of the Company by weighted average number of ordinary shares of the Company during the financial year ended are as follows:

	Quarter	Ended	Year-To-Date		
	31.12.2024	31.12.2023	31.12.2024	31.12.2023	
(Loss)/Profit attribute to owners of the Company (RM'000)	(109)	(1,039)	5,706	2,433	
Weighted average number of ordinary shares in issue	750.000	750.000	750,000	750,000	
(000)	753,000	753,000	753,000	753,000	
Basic EPS (sen) (1)	(0.01)	(0.14)	0.76	0.32	
Diluted EPS (sen) ^{(1) & (2)}	(0.01)	(0.14)	0.76	0.32	

Notes:

- (1) The basic earnings per share is computed based profit after tax attributable to the owners of the Company and divided by the weighted average number of ordinary shares in issue as at 31 December 2024.
- (2) Diluted earnings per share is equivalent to the basic earnings per share of the Company for the individual quarter ended 31 December 2024 as the Company does not have any convertible options as at the end of the reporting year.



B11. Disclosure on selected expense/income items as required by the Listing Requirements

	Current Quarter 31.12.2024 RM'000	Year-To-Date 31.12.2024 RM'000
Profit before taxation is arrived at after charging/(crediting):-		
Depreciation of property, plant and equipment Impairment losses on	565	2,139
- trade receivables	1,131	1,224
- other receivable	1,192	1,192
Finance cost	2,625	10,956
Accretion of fair value on non-current trade receivables	(5,364)	(22,105)
Finance income	(309)	(1,429)
Reversal of impairment losses	(275)	(1,489)

Other disclosure items pursuant to Appendix 9B, Note 16 of the Listing Requirements of Bursa Securities are not applicable.

B12. Derivative

The Group did not enter into any derivative during the current quarter under review.