sapura energy

ANNUAL REPORT **2025**

ENDURING STRENGTH

REBUILDING THE FOUNDATION TO **SUSTAINABLE RECOVERY**

Cover Rationale

ENDURING STRENGTH

Rebuilding The Foundation to Sustainable Recovery

In a dynamic global landscape, Sapura Energy Berhad ("SEB") stands on a strengthened foundation, shaped by experience and guided by purpose.

"Enduring Strength – Rebuilding The Foundation to Sustainable Recovery" reflects where we are now: steady, grounded, and focused on renewal. We are taking deliberate steps to restore and reinforce the fundamentals - drawing strength from our values and clarity from our purpose.

This theme speaks to a phase of rebuilding, not just in structure, but in mindset. It marks a return to what matters most - resilience, discipline, and long-term sustainability.

With measured optimism and a forward view, we are rebuilding for a recovery that lasts. One rooted in trust, strengthened by experience, and led by a company ready to grow with purpose - responsibly and confidently.

OUR REPORTING SUITE

CONTENTS

- Provides a comprehensive overview of the Group's performance for FY2025 and the outlook for SEB

REGULATIONS COMPLIED

- Companies Act 2016
- Bursa Malaysia Securities Berhad Main Market Listing Requirements
- Malaysian Code on Corporate Governance

ANNUAL GENERAL MEETING

14th

Ballroom 1 & 2, First Floor,
Sime Darby Convention Centre,
1A, Jalan Bukit Kiara 1,
60000 Kuala Lumpur, Malaysia

Wednesday,
30 July 2025

10:00 a.m.

Inside This Report

Group Overview
2-9

Management Discussion and Analysis
10-100

Corporate Governance
101-145

Financial Statements
146-295

Shareholders' Information
296-318

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Group Overview

WHO WE ARE...

Driven by our purpose to enable a sustainable world through energy solutions, SEB operates globally as an integrated energy services and solutions provider. From development to rejuvenation, we cover almost the entire upstream value chain, including renewables. With our highly skilled workforce, world-class assets, and project management expertise, we deliver integrated solutions and sustainable energy innovations across over 10 countries.

OUR VISION...

Your Trusted Energy Solutions Partner

In our pursuit of a sustainable future, we aspire to be more than just a provider of energy solutions. We aspire to be **Your Trusted Energy Solutions Partner**—delivering reliability, driving innovation, and advancing sustainability. Our goal is to foster enduring partnerships built on trust and shared goals, forging a brighter and more sustainable future for all.

OUR MISSION...

Solutions Delivered Safely

Our aim is to **Safely Deliver Solutions** to every corner of the globe.

We harness human ingenuity, technical expertise, and strategic assets to provide energy solutions that are not only safe and efficient but also transformative for our world. Our objective is to cultivate lasting partnerships grounded in trust, guiding us together towards a brighter, more sustainable tomorrow.

OUR WAY...

Values & Culture

"Our Way" is the heartbeat of our operations at SEB, rooted in the foundational values of being **Honest, Accountable, and Respectful**.

This philosophy isn't just words; it's a commitment to excellence and standing by these pillars: **Pride in Results, Commitment to Collaboration** and **Spirit of Innovation**. Together, these principles shape our culture, uniting us as a cohesive team driving towards a common goal.

Our Value Chain

- Development
- Production
- Rejuvenation
- Abandonment & Decommissioning

Our Competitive Advantage

- In-House Capabilities in Engineering & Project Management
- Experienced Leadership Team
- Customised & Fit-for-Purpose Solutions Across the Entire Upstream Value Chain
- World-Class Assets that we Own & Operate

Group Corporate Structure

- Engineering & Construction
- Operations & Maintenance
- Drilling
- Corporate

What We Do: Core Business Segments

Engineering & Construction

SEB's Engineering and Construction business delivers end-to-end offshore solutions - from early design to final decommissioning. We turn ideas into practical offshore facilities through high-quality engineering and design, and execute complex transportation and installation works with precision. At our Lumut fabrication yard, we build key offshore structures including central processing platforms, wellhead platforms, jackets, and modules.

We also carry out full decommissioning services - engineering, preparation, removal, and disposal - ensuring responsible site restoration. Supported by our marine assets and integrated project management, we are a trusted partner for safe, high-quality offshore delivery across the region.

- 1 Major Fabrication Yard
- 6 Pipe-Lay Vessels
- 1 Floatover Launch Barge
- 38 Remotely Operated Vehicles
- 5 Heavy-Lift & Pipe-Lay Vessels
- 1 Subsea Construction Vessel
- 1 Cargo Barge
- 1 Survey Vessel

Operations & Maintenance

SEB's Operations and Maintenance business provides integrated offshore services that improve asset safety, reliability, and performance across their lifecycle. Our capabilities cover platform maintenance, hook-up and commissioning for new and existing fields, brownfield rejuvenation, subsea inspection and repair, geosciences, and offshore marine support.

We operate fabrication yards in Terengganu and Labuan, and a fleet that includes accommodation vessels, support vessels, and a dedicated survey ship for geotechnical and site investigations. Through both in-house expertise and our partnership with Baker Hughes, we also maintain offshore equipment, cranes, and telecommunications systems. From start-up to late-life operations, we ensure safe, efficient, and value-driven offshore and onshore support.

- **3** Fabrication Yards
- **2** Anchor Handing Tug Supply Vessels
- **1** Turbine Maintenance Centre
- **2** Diving Support Vessels
- **2** Remotely Operated Vehicles
- **4** Accommodation Boats and Barges
- **1** Geotechnics Vessel
- **5** Diving Systems

What We Do: Core Business Segments

Drilling

SEB is a global leader in tender-assist offshore drilling, operating the world's largest fleet and holding nearly half of the global market share. We support both new field developments and infill drilling through turnkey contracts that include the rig, skilled crew, and operational support - offered on a predictable day-rate model.

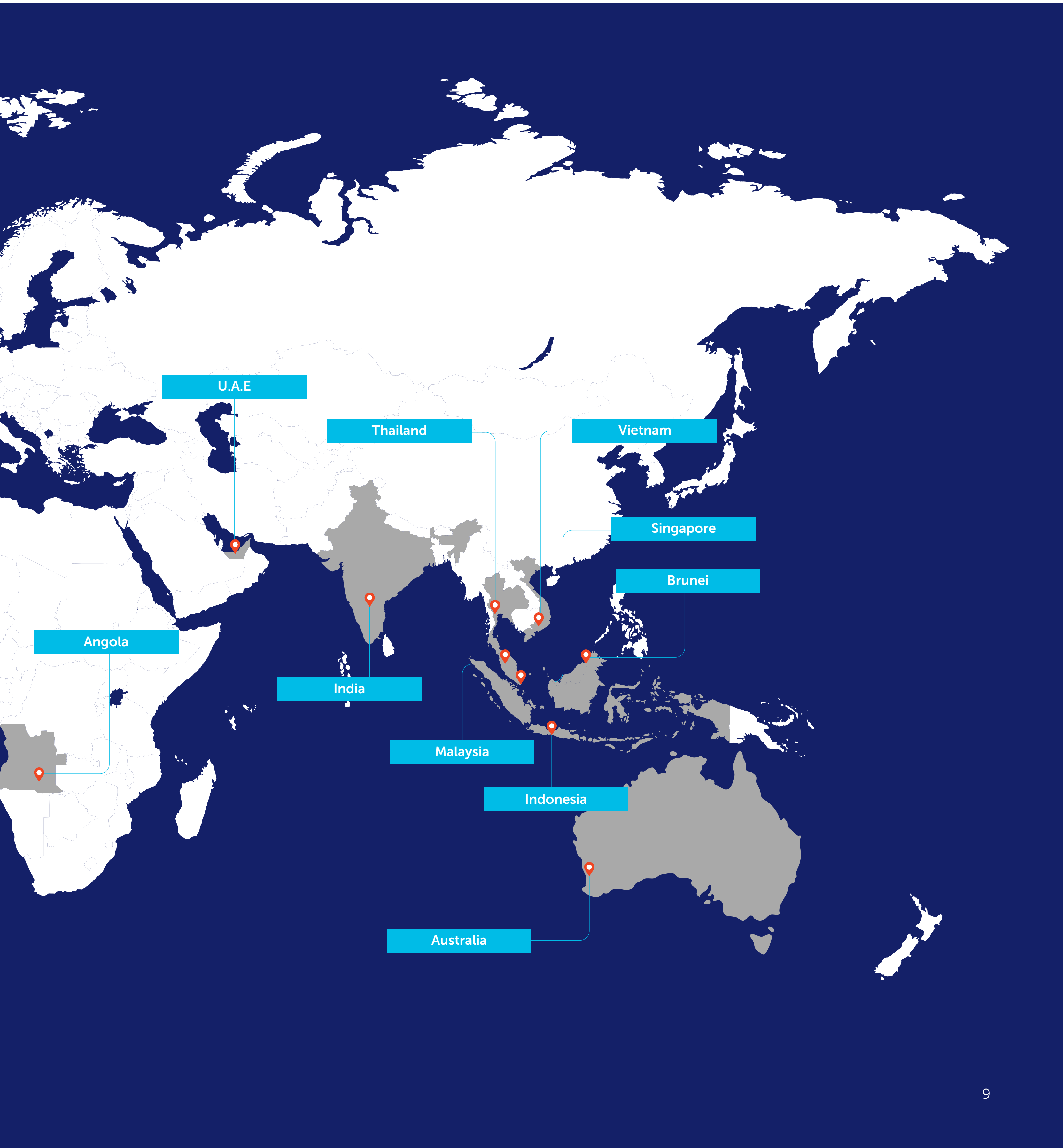
Our fleet of semi-tender and barge rigs is designed for fast mobilisation between platforms, helping clients reduce downtime and costs. With a strong presence across Southeast Asia and West Africa, we remain a reliable partner for safe and efficient well delivery.

- **5** Semi-tender drilling rigs
- **6** Tender-assist drilling rigs

Our Global Footprint

Delivering solutions

across 5 continents


U.A.E
Thailand
Vietnam
Singapore
Brunei
Angola
India
Malaysia
Indonesia
Australia

Joint Statement by Chairman and Group Chief Executive Officer

REBUILDING THE FOUNDATION.

JOURNEY TOWARDS A SUSTAINABLE RECOVERY

SHAHIN FAROUQUE JAMMAL AHMAD
Chairman, Non-Independent Non-Executive Director

MUHAMMAD ZAMRI JUSOH
Group Chief Executive Officer

DEAR SHAREHOLDERS,

On behalf of Sapura Energy Berhad ("SEB" or "the Company") and its subsidiaries ("the Group"), we are pleased to present our Annual Report for the financial year ended 31 January 2025 ("FY2025").

The turnaround journey that SEB has undertaken over the past few years tested every facet of our business - our resilience, our resolve, and above all, our ability to transform in the face of profound adversity.

With the support of our stakeholders, we are humbled to share that the Group is emerging from the storm, steadied by difficult but necessary choices.

A Reset Point In Our Story

When we announced our Reset Plan in 2022, SEB was at crossroads. Burdened by a debt load that was unsustainable and faced with prolonged market volatility and post-pandemic uncertainties, our business fundamentals were deteriorating. In the same year, SEB was classified as a PN17 issuer, after our consolidated shareholders' equity fell to less than half of our share capital and our external auditors issued a material uncertainty on going concern.

The urgency for change was not just financial - it was existential. Without bold and immediate action, the future of SEB was in doubt.

Under the guidance of the Board Restructuring Task Force ("BRTF"), we conceived a Reset Plan as a long-term blueprint to reposition the Group as a leaner, stronger, and more focused organisation. The pragmatic roadmap was designed around three key pillars:

- **Rebuilding the Balance Sheet**
  We committed to enhancing our capital structure by reducing debt and resolving overdue liabilities through comprehensive schemes of arrangement with creditors.
- **Enhancing Operational Efficiency**
  Our mantra "Bid Right, Execute with Discipline" involved refining our bid funnel to match capabilities and risk appetite, prioritising profitability over revenue, and embedding a more rigorous project management discipline.
- **Sharpening Strategic Focus for Future Growth**
  We streamlined our portfolio to concentrate on our core strengths as solutions providers in Engineering & Construction ("E&C"), Drilling, and Operations & Maintenance ("O&M"), while laying the groundwork for participation in the Energy Transition.

In this joint statement, we set out to demonstrate how SEB is slowly but steadily delivering on the objectives of its Reset Plan.

Joint Statement by Chairman and Group Chief Executive Officer

REBUILDING THE BALANCE SHEET: THE PROPOSED REGULARISATION PLAN

A central pillar of SEB turnaround is the need to restore financial strength - not just to meet current obligations, but to secure the Group's long-term viability. At the core of this effort lies our Proposed Regularisation Plan ("PRP"), aimed at reconstructing SEB's capital base, reducing unsustainable debt, and restoring investor confidence.

The plan, which requires approvals from regulators, creditors and shareholders, represents one of the most complex corporate restructuring in the Malaysian capital market history. While designed to address the immediate conditions that led to the Group's PN17 status, the PRP also charts a long-term pathway towards a more stable and capital-efficient future. It restores financial credibility by resolving historical imbalances between debt and equity and by introducing clearer, structured model for future debt settlement, while positioning SEB to regain access to capital on a clean slate.

The PRP charts a long-term pathway towards a more stable and capital-efficient future. It restores financial credibility by resolving historical imbalances between debt and equity and by introducing clearer, structured model for future debt settlement, while positioning SEB to regain access to capital on a clean slate.

The PRP includes the following:

1. **A Proposed Capital Reconstruction** involving a 99.99 percent capital reduction to offset accumulated losses; and a 20-to-1 share consolidation to enhance share trading price and reduce price volatility.

2. A comprehensive **Proposed Debt Restructuring Scheme**, which will reduce SEB's total borrowings from about RM10.8 billion to RM5.6 billion, yielding substantial interest savings and reduced financial burden, through several mechanisms that, amongst others, includes debt conversion to equity and equity-like instruments; and a debt waiver.

3. **A Proposed Fund-Raising** initiative where Malaysia Development Holding Sdn Bhd ("MDH") will subscribe up to RM1.1 billion in Redeemable Convertible Loan Stocks ("RCLS"), earmarked to settle outstanding payments to vendors in the Malaysian oil and gas ecosystem.

Joint Statement by Chairman and Group Chief Executive Officer

FY2025 FINANCIAL RESULTS SHOW IMPROVED FINANCIAL PERFORMANCE

The progress of our Reset Plan was reflected in SEB's first full return to profitability in six years, signalling an optimistic outlook for the Group.

Total revenue for FY2025 stood at RM4.7 billion, representing an increase of 8.9 percent or RM385 million, while Earnings Before Interest, Tax, Depreciation, and Amortisation ("EBITDA") was at RM524 million. SEB's profit after tax and minority interest reached RM190 million, a significant reversal from the loss after tax and minority interest of RM509 million recorded in FY2024.

Our financial performance was strengthened by the successful divestment of our 50 percent equity interest in SapuraOMV Upstream Sdn Bhd ("SapuraOMV") to TotalEnergies Holdings SAS ("TotalEnergies"). The divestment generated RM2.6 billion in cash, contributing to the Group's Free Cash Flow of RM3.2 billion in FY2025. Proceeds from the sale of SapuraOMV are earmarked for the settlement of debts under the Proposed Debt Restructuring Scheme.

While foreign exchange losses continued to impact earnings, all three business segments recorded positive EBITDA resulting from higher project activity and the favourable resolution of outstanding contractual matters. More details regarding the Group's segmental performance can be found in the Segmental Operations Review section on page 15 of this Annual Report.

This year's financial results represent another notch in the slow, steady progress of our Reset Plan. Since its launch in 2022, SEB has consistently maintained annual revenue above RM4 billion - noteworthy given the persistent challenges in securing working capital and bank guarantees. This resilience is further reflected in the Group's operational turnaround: EBITDA improved to RM524 million in Financial Year 2025 (FY2025), compared to a Loss Before Interest, Taxes, Depreciation, and Amortisation ("LBITDA") of approximately RM2.3 billion in Financial Year 2022 (FY2022). In tandem, our cash and cash equivalents grew steadily from RM442 million in FY2022 to RM2.1 billion by the close of FY2025, reinforcing the Group's strengthening liquidity position. An overview of this financial progression is provided in the table below.

Resilient Financial Performance whilst in Restructuring

Amount in RM million	FY2022	FY2023	FY2024	FY2025
Revenue	4,100	4,551	4,318	4,703
(LBITDA)/EBITDA	(2,276)	713	468	524
(LATAMI)/PATAMI	(9,051)	(3,158)	(509)	190
Cash and cash equivalents	442	698	1,275	2,049

Despite the suspension of bank guarantees and working capital facilities, the Group continued to replenish its order book in FY2025 - a result of our selective approach to securing projects aligned with our risk appetite and core capabilities, supported by our international presence and trusted partnerships. SEB's Group order book closed at RM8.5 billion in FY2025, its highest level in recent years. A breakdown of the Group's order book is provided on the following page.

Joint Statement by Chairman and Group Chief Executive Officer

ENHANCING OPERATIONAL EFFICIENCY: REFINING OUR BID FUNNEL TO MATCH CAPABILITY AND RISK APPETITE

Sustained improvements in financial performance must rest on the profitability and, fundamentally, the operational efficiency of our core business segments. The compounded impact of the COVID-19 pandemic and a legacy of pursuing top-line growth, often through lump-sum EPCIC projects that carried disproportionate risk, made it imperative for us to remodel our global operations. Recognising the need for a pivot, we grounded our operational realignment on three core principles:

Bid Right. Every opportunity pursued must align with core capabilities, offer appropriate returns, and be executable within our financial and technical means. This strategic shift is evident in SEB's business development approach and the transformation of its Group order book in recent years. The Group prioritised lower-risk, day-rate or reimbursable contracts - particularly in drilling services, operations and maintenance, and transportation and installation - while taking a more selective and disciplined stance on lump-sum engineering, procurement, construction, and installation ("EPCI") projects, which typically carry higher execution risk.

Execute with Discipline. Project performance is no longer judged by delivery alone, but by margin integrity, safety performance, and contractual closure. The Project Management Unit, (under the E&C segment), and the Operational Excellence Council, (under O&M), now play a central role in driving segment-level oversight. By shifting attention toward margin preservation, the Group improved earnings performance while strengthening financial discipline and cost visibility.

Focus on Core Capabilities. The divestment of our 50 percent equity interest in SapuraOMV in December 2024 completed our exit from Exploration and Production. The exit from a high-risk, capital-intensive segment enabled the Group to fully channel its resources and capabilities toward delivering integrated solutions, reinforcing our position in segments where we hold competitive strength and long-term growth potential.

Orderbook - Highest in Years and Derisked

	FY2022	FY2023	FY2024	FY2025
Group Order Book* *(RM billion)*	6.6	5.6	6.6	8.5
Engineering & Construction	68%	63%	49%	31%
Operations & Maintenance	8%	2%	25%	20%
Drilling	24%	35%	26%	49%

**Excludes the order book of JVs and associates*

Progressing Reset through Segmental Contributions

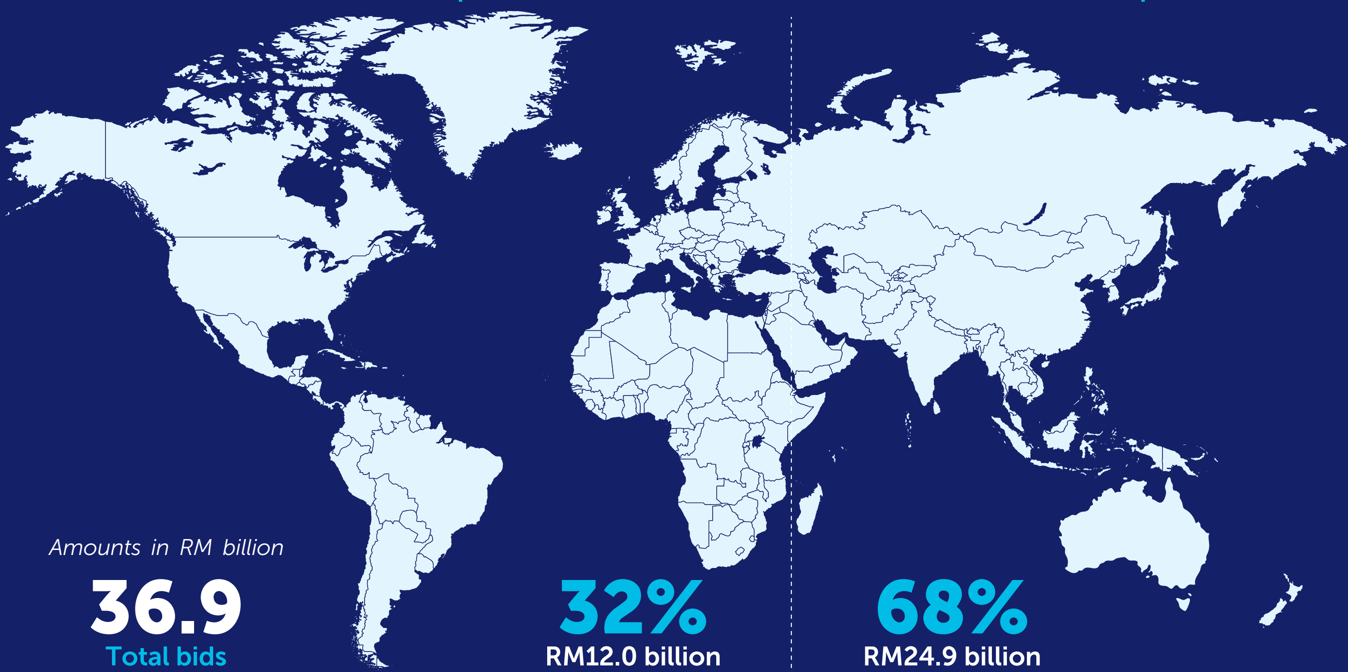
Relying on the principles above, our core segments built upon a renewed capacity to generate earnings, overcome challenges, and contribute meaningfully to the Group's turnaround.

The following section outlines how each of our core business segments impacted the Group's improved performance in FY2025, underscoring their central role in restoring SEB's operational and financial stability.

Joint Statement by Chairman and Group Chief Executive Officer

Group Bid Book and Orderbook

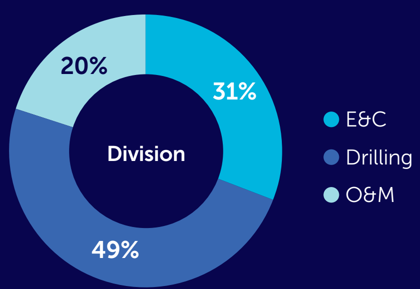
Western Hemisphere | Eastern Hemisphere

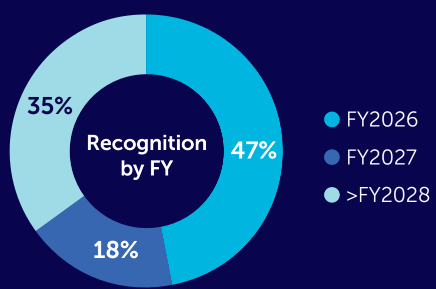


Amounts in RM billion

	Western Hemisphere	Eastern Hemisphere
36.9 Total bids	**32%** RM12.0 billion	**68%** RM24.9 billion
8.5 Orderbook	**26%** RM2.2 billion	**74%** RM6.3 billion

RM8.5 billion
Orderbook insights





Note: Not included in the above is the non-consolidated orderbook of our JVs

ENGINEERING & CONSTRUCTION

The Engineering & Construction ("E&C") business segment remains the most complex due to its project-based nature, compelling us to reshape its operating model to emphasise margin preservation, risk management, and resource optimisation.

The segment recorded revenue of RM3.0 billion, marking an 11 percent increase compared to the previous year. This growth was primarily driven by greater progress on ongoing projects initiated during both the current and preceding years, partially offset by the completion of certain projects.

The segment recorded an EBITDA of RM428 million in FY2025, a reversal of the LBITDA of RM341 million posted in FY2024, attributed to improved project execution and progress in resolving selected contractual matters. The segment also delivered a profit before taxation ("PBT") of RM465 million in FY2025, compared to a loss before taxation of RM204 million in FY2024, achieved mainly due to improvement in EBITDA and increased contribution from the Group's joint ventures in Brazil, Seagems Solutions Ltda. ("Seagems").

While the segment has mitigated its exposure by taking a more selective stance on projects that carry higher execution risks, inherent operational complexities and inconsistent project delivery remain as ongoing concerns. To ensure Operational Excellence, we are strengthening performance oversight and enhancing our risk management practices across the segment.

PERFORMANCE SUMMARY

REVENUE

RM3.0
billion

EBITDA

RM428
million

MAJOR PROJECTS COMPLETED:

- LNG project in Congo (Transportation & Installation)
- Brownfield gas project in Peninsular Malaysia
- Pipelines installation projects in Malaysia and Thailand
- Fabrication of centralised processing platform, and 3 other modules for an offshore project in east coast of India
- Decommissioning projects in Thailand, New Zealand & Australia

Joint Statement by Chairman and Group Chief Executive Officer

Seagems, SEB's joint venture with Paratus Energy Services Ltd. in Brazil, continued to strengthen its market position with a series of notable contract wins in FY2025. The company secured multiple new awards for subsea services from key clients in the Brazilian offshore energy sector, including long-term contracts for engineering and installation work related to subsea infrastructure. These wins not only expanded Seagems' order book but also reaffirmed its strong reputation for Operational Excellence and local execution capabilities in one of the world's most active deepwater regions.

The wins included landmark contracts with Petrobras valued at approximately USD1.8 billion. This agreement encompasses the deployment of Seagems' entire fleet of six multi-purpose pipe-laying support vessels (PLSVs) - *Sapura Diamante, Sapura Topazio, Sapura Esmeralda, Sapura Onix, Sapura Jade, and Sapura Rubi* - for subsea engineering and installation services in Brazilian waters. The three-year contracts, commencing between May 2024 and June 2025, include operations such as the installation of flexible pipes, electric-hydraulic umbilicals, and power cables at depths of up to 3,000 meters.

Seagems and SEB also collaborated to jointly execute an Engineering, Procurement, Construction, and Installation ("EPCI") project at Brava's Atlanta field in the Santos Basin. Awarded in 2022, the three-year contract involves the complete interconnection of a subsea system - including flexible pipelines, umbilicals, and subsea equipment - with project completion targeted in 2025. The collaboration represents a fully integrated effort between Seagems and SEB, encompassing the development of strategic engineering solutions, procurement of critical materials, and the installation of subsea infrastructure using Seagems' Brazilian-flagged pipelay vessels.

Notable projects completed during the year included transportation and installation ("T&I") works for a liquefied natural gas ("LNG") development in Congo, a brownfield gas project in Peninsular Malaysia, and decommissioning projects in Thailand, New Zealand, and Australia.

Looking ahead, the Group will continue to align the segment's assets and resources with market demand to generate sustainable earnings. Under the restructured business division model, vessels will be deployed to regions with stronger utilisation prospects. The Group also intends to improve vessel deployment efficiency, supported by closer collaboration with vendors and subcontractors. Our heavy lift pipelay assets - *Sapura 1200 and Sapura 3500* - are being repositioned to pursue offshore installation opportunities in more attractive markets with lower risk profiles.

In parallel, the Group is expanding its decommissioning capabilities. Through Kitar Solutions, a joint venture with AF Offshore Decom, the Group will deliver integrated Engineering, Preparations, Removal, and Disposal ("EPRD") services to clients in Malaysia. All EPRD contracts will be undertaken by Kitar Solutions as part of a focused strategy to grow this emerging revenue stream.

OPERATIONS & MAINTENANCE

Among the Group's core segments, O&M stands out as a clear demonstration of SEB's ability to reverse underperformance and restore profitability. Once a modest contributor within the broader portfolio, the O&M business has re-emerged as a resilient and growing part of the Group. More importantly, it serves as a living example of how SEB's Reset Plan translates from strategy into results.

In FY2025, the segment delivered revenue of RM680 million, marking a year-on-year increase of 17.2 percent, driven primarily by the commencement of new contracts and elevated activity levels across its portfolio. The segment posted an EBITDA of RM144 million, a turnaround from RM23 million in FY2024. This RM121 million uplift underscores the operational improvements and cost discipline embedded within SEB's performance-led recovery.

PERFORMANCE SUMMARY

REVENUE

RM680
million

EBITDA

RM144
million

CONTRACT WINS & BUSINESS EXPANSION:

- Awarded Integrated Hook-Up and Commissioning ("iHUC") contract from PETRONAS
- Secured Pan Malaysia Underwater Services contracts from PTTEP and Shell
- Expanded internationally with new geotechnical campaigns in Thailand
- Additional wins across Malaysia and Thailand totalling approximately RM200 million, ensuring continued deployment of accommodation workboats and geosurvey vessels

Joint Statement by Chairman and Group Chief Executive Officer

This turnaround in O&M was not accidental - it was the product of several deliberate strategic shifts:

Sharper Contracting Discipline: O&M shifted its commercial model towards longer-term contracts to improve earnings visibility and reduce profit uncertainty. The award of the iHUC contract by PETRONAS, and subsea services contracts from PTTEP and Shell, illustrate this pivot.

Regional Expansion: In FY2025, O&M continued to expand and pursue its international operations beyond Malaysia. Notably, the Sapura Wira vessel completed successful geotechnical campaigns for two clients in Thailand, expanding the Group's service footprint in ASEAN and reinforcing the business case for regional diversification.

Delivering the Reset

Joint Ventures and Technical Excellence: Through Sapura Subsea Services Sdn Bhd and other subsidiaries, O&M continued to deliver high-specification underwater inspection, repair, and maintenance services. Its participation in the Pan Malaysia Underwater Services umbrella contract affirms its reputation for quality, safety, and reliability.

Another key contributor to the O&M segment's earnings has been Sapura Baker Hughes TPS Sdn Bhd, our long-standing joint venture with Baker Hughes. The partnership continues to deliver consistent profits through the provision of turbomachinery and process solutions to key oil and gas clients in the region. Its steady financial performance reinforces the value of strategic collaborations in enhancing the segment's resilience and earnings stability.

Operational Efficiencies and Culture: Improvements in cost discipline, enhanced project delivery, and a flatter decision-making structure allowed the segment to achieve an EBITDA margin of 21 percent, up from just four percent in the previous year. Its newly formed Operational Excellence Council provides leaders with the platform to jointly resolve operational issues, with a focus on accountability, collaboration, and the pursuit of client satisfaction.

Joint Statement by Chairman and Group Chief Executive Officer

OPERATIONAL EXCELLENCE COUNCIL

The Operational Excellence Council ("OEC") was established in FY2025 and became a catalyst for transformational change within O&M. It was formed in direct response to offshore operations challenges faced by the business in previous years, with the aim of improving coordination, timely mobilisation, execution, and service delivery.

Chaired by the CEO of O&M, the council is a focused group comprising management representatives from each of O&M's key business units - Hook-Up & Commissioning, Subsea Services, Technology Services, Offshore Support Vessels, and Geosciences. It serves as a strategic platform to leverage the collective expertise of these units, while drawing on insights from subject matter experts to address operational issues and promote best practices.

One of the OEC's core responsibilities is to ensure offshore operations readiness. The council addresses critical aspects such as mobilisation planning and tracking, crewing, work permit, and the condition of key assets and equipment - areas that were previously managed independently within each business unit. By bringing together leaders with diverse operational experience, the council enables more holistic problem-solving and cross-functional collaboration.

The council convenes once a week, providing a regular forum for operational matters to be tabled and discussed. Issues and challenges are deliberated and brainstormed, ensuring that actions are timely, specific, relevant, and aligned across all units.

This targeted, collaborative approach has enhanced execution, improved alignment, and accelerated decision making. It has also driven cost optimisation by maximising inter-company core services and assets. The OEC has proven its value by streamlining operations, reducing inefficiencies, and supporting measurable performance improvements. Its impact has contributed to a strong overall performance for the division.

By fostering a culture of collaboration and operational discipline, the Operational Excellence Council has laid a strong foundation for sustained growth and positioned O&M for continued success in the years ahead.

With new contract wins across Malaysia and Thailand, and an expanding pipeline of regional tenders, the business is well-positioned to scale. Most recently, the segment secured a contract for maintenance, construction, and modification services for offshore facilities in Peninsular Malaysia; followed by additional wins in Malaysia and Thailand, collectively valued at approximately RM200 million, ensuring the continued deployment of accommodation workboats and geosurvey vessels for an extended period.

As the Group moves forward, the focus remains on strengthening the order book by pursuing strategic tenders and proposals. Continued investment in talent development will support this growth, ensuring that the segment retains the capability and expertise required to deliver on client expectations.

Joint Statement by Chairman and Group Chief Executive Officer

DRILLING

In FY2025, the Drilling segment maintained its position as a key contributor to the Group's earnings, delivering strong operational and financial performance. The segment recorded an EBITDA of RM399 million, with an EBITDA margin of approximately 35 percent. While this was slightly lower than the previous year (RM484 million in FY2024), the segment remained resilient amidst a competitive market and continued to serve as a dependable source of recurring income.

The Drilling segment saw a decline in revenue by 7.3 percent to RM1.15 billion, mainly attributable to reduced rig utilisation and client postponement of a drilling campaign.

During the year, the segment secured several new contracts, primarily in gas fields across Asia Pacific and West Africa, including a contract extension in Angola. Notably, the segment was awarded contracts from PETRONAS Carigali involving the deployment of Sapura Esperanza and Sapura Alliance for drilling, workover, and plug and abandonment operations.

The segment continued to secure new contract awards, totalling RM3.2 billion, across Asia Pacific and West Africa. Key wins included contracts from PTTEP Energy Development Limited, EnQuest Petroleum Production Malaysia Ltd, and ExxonMobil Exploration and Production Malaysia Inc., along with a contract extension from Chevron subsidiary Cabinda Gulf Oil Company Limited.

Looking ahead, the Drilling segment aims to capitalise on its standing as a global leader in tender-assist drilling solutions to broaden its international presence across Southeast Asia, Africa, and the Americas. These efforts will further strengthen SEB's positioning as a capable and competitive player in the evolving global energy landscape.

PERFORMANCE SUMMARY

REVENUE
RM1.2
billion

EBITDA
RM399
million

CONTRACT WINS & BUSINESS EXPANSION:

- Secured new contracts across Asia Pacific and West Africa.
- New contract awards amounted to RM3.2 billion — strong pipeline.
- Contract extension in Angola, showing client confidence.
- Contracts from major clients:
  - PETRONAS Carigali
  - PTTEP Energy Development
  - EnQuest Petroleum Production Malaysia
  - ExxonMobil
  - Chevron subsidiary (Cabinda Gulf Oil Co.)

Joint Statement by Chairman and Group Chief Executive Officer

SAPURA ESPERANZA COMPLETES KASAWARI WITH ZERO INJURIES AND MAXIMUM IMPACT

> The exceptional hospitality on board the *Sapura Esperanza* has even been described as surpassing typical Malaysian hospitality.
> — Client

In a business driven by timelines, targets, and tonnage, it is often easy to overlook the human elements behind the metrics. But in the case of the Kasawari campaign, executed by *Sapura Esperanza* for PETRONAS, both operational results and human resilience stood at the forefront of this success story.

From 25 March to 12 December 2024, the *Sapura Esperanza* team undertook one of the year's most technically demanding campaigns. With a full crew complement of 114 personnel, the campaign was completed not only on schedule but with an unblemished LTI-free record. In the offshore world, this is not just a line on a report - it reflects months of disciplined adherence to safety protocols, real-time risk management, and a deeply embedded culture of care.

At the heart of the campaign was a simple principle: Always safety first - then results. It's a philosophy that guided every task, every shift change, and every decision. And it paid off - as the team delivered what was required without compromise to personal well-being or professional standards.

The performance of *Sapura Esperanza* did not go unnoticed. During a visit at Labuan anchorage, a potential client came aboard to witness operations first-hand. Beyond equipment or technical capabilities, what stood out to them was the atmosphere - one described as "surpassing even typical Malaysian hospitality." It was a reflection of the effort put into creating not just a safe working space, but a *positive living environment* offshore.

It's often said that offshore success depends on machinery, but the Kasawari campaign proved that people make the difference. Commitment to Collaboration was evident across all levels -from senior engineers to support crew. They embodied our culture that is rooted in the values of Honesty, Accountability, Respect - a demonstration of Our Way, a culture shaped and nurtured by our people.

As the campaign concluded, crew members reflected not only on the successful outcomes but also voiced aspirations for the future: better working conditions, continued support, and the importance of sustained collaboration.

This milestone marks more than a completed project. It is a statement of capability. A message to clients, investors, and ourselves - that operational excellence and human integrity are not mutually exclusive, but rather, the formula for sustainable success.

Joint Statement by Chairman and Group Chief Executive Officer

ALIGNING TURNAROUND TO SUSTAINABILITY

Environment, Social and Governance ("ESG") considerations have become a key part of our business strategy and decision-making process, guiding how we manage risk, unlock opportunities, and deliver value.

In FY2025, we continued to prioritise four Sustainability Development Goals that address our most pressing sustainability challenges. While these efforts are briefly outlined below, further details are available in our FY2025 Sustainability Statement on pages 36 to 95.

Safety First, Always

At SEB, we believe that profit holds no value if it comes at the expense of our people. It is our foremost responsibility to ensure that everyone working on our sites, vessels, and in offices returns home safely each day.

Operating in a high-risk environment, our commitment to safety is non-negotiable. We continue to review and enhance our practices to meet industry best standards and the evolving realities of our work.

At the heart of our safety culture is the aspiration to achieve Perfect Days - when no injuries, illnesses, or incidents occur. In FY2025, we recorded 307 such days, an encouraging signal that our culture of safety continues to take root.

This progress reflects deliberate effort, frontline engagement, and sustained leadership focus. We strengthened internal practices, increased management site visits, and introduced new safety tools and training to reinforce accountability and behavioural ownership across the Group.

FY2025 Safety Snapshot

Indicator	FY2025 Result	Change vs FY2024
Perfect Days	307	▲ 1.9%
TRIF	0.96	▼ from 0.87 *(due to reduced man-hours)*
Lost Time Injury Frequency ("LTIF")	▼ 30%	Significant improvement
Management Site Visits	176	▲ from 144
Training Hours Delivered	1.17 million	Across 13,981 participants
QHSE Initiatives Launched	36	Including safety culture maturity review & IAQ

We also acknowledge where further improvements are needed. Incidents involving line-of-fire exposure and hearing loss remain key focus areas, and efforts to reduce such risks are being intensified.

Yet, the progress is undeniable - and it has not gone unnoticed. At the 2025 MiSHA Awards, SEB was recognised with seven industry safety awards, while our Senior Vice President of Group QHSE, Mohamad Nasri Mehat, received the Leadership in Occupational Safety and Health Excellence Award for driving cultural change in how we approach safety.

There is no finish line when it comes to safety. But each step forward reflects our collective care, discipline, and determination to protect one another.

Joint Statement by Chairman and Group Chief Executive Officer

Sustaining The Ecosystem: Doing What's Right

Few relationships have been as strained - yet as critical - as the one we share with our vendors. During our most difficult periods, many were placed in a difficult position as payments were delayed and uncertainty persisted. Even under challenging circumstances, operations continued - often relying on vendors whose work remained essential to project continuity. For that, we remain appreciative.

In the past four years, we have worked with nearly 4,500 vendors, many of whom are Malaysians. Since FY2021, we have awarded RM7.3 billion in contracts to Malaysian vendors, reinforcing our role as a contributor to domestic enterprise and industry. In FY2025, we also introduced ESG assessments for strategic vendors - a step forward in strengthening sustainability and governance across our supply chain.

The recovery of SEB will have a multiplier effect - enabling continuity in critical projects, restoring client confidence, and supporting jobs across the country, particularly among small and medium enterprises, including those in Sabah and Sarawak.

But more than numbers, this is about principle. The restoration of SEB must also reflect the restoration of those whose businesses were affected by our journey. Honouring our obligations to vendors is not just a financial duty - it's a matter of doing what's right.

VENDOR VOICES: A LIFELINE FOR THE ECOSYSTEM

The RM1.1 billion investment by MDH marks more than a financial milestone - it is a critical step toward restoring momentum across Malaysia's oil and gas ecosystem. For over 2,000 local vendors, many of whom have weathered long periods of uncertainty, it offers not just relief - but renewed confidence.

Among them is MyGeo Sdn Bhd, a homegrown subsea technology firm founded at the height of the pandemic. From a modest RM2 million startup, it has grown fivefold in three years - driven by niche technologies and precision solutions. "We're thankful for this injection- it helps us settle dues and begin planning forward. With some breathing room, we hope to reinvest, build new capabilities, and keep delivering value to our customers and the industry", said founder Jasmin Ambrose.

The sentiment is echoed by EXS Synergy, a long-standing vendor in explosion protection services. "A strong SEB means a strong ecosystem for Malaysian vendors," said Fairuz Yahaya of EXS Synergy. "When we compete internationally, we need that edge - and SEB has long been part of what gives us that."

Keyfield International, a marine services provider, describes the past few years as some of its most testing. "We grit our teeth and pulled through without layoffs," said Mohd Erwan Ahmad of Keyfield International. "Since 2023, SEB has kept its promises - and with this capital injection, our confidence is stronger than ever."

Others, like Classic Marine & Services, reflect on SEB's longer-term impact. "In our early days, SEB contracts shaped our growth path. They remain a key client to us," said Managing Director Muhammad Khairul Rijal.

Still, many vendors point to the wider significance of the support. "It's not just about stabilising businesses," said Captain Rajendra of Ruhm Marine. "This support helps retain jobs, keep projects moving, and preserve confidence across the industry."

For these vendors, the RM1.1 billion is not just a transaction - it is a turning point. A sign that the ecosystem is being protected, and that the long journey of recovery is being shared.

(Source: *Bernama, FMT, The Star*)

Joint Statement by Chairman and Group Chief Executive Officer

Elevating Environmental Stewardship

Environmental performance is increasingly central to how we manage costs, strengthen resilience, and meet stakeholder expectations. In FY2025, we advanced our environmental strategy across operations, planning, and value chain engagement.

We continued efforts to embed climate-related considerations into our decision-making, enhance resource efficiency, and engage suppliers on ESG alignment - reinforcing our commitment to responsible operations and environmental accountability.

Together, these actions reflect a deliberate shift toward long-term sustainability - aligned with national climate goals and the broader energy transition.

Further details on our environmental performance and initiatives can be found in the FY2025 Sustainability Statement *(see "Climate and Emissions", "Pollution and Waste Management", and related disclosures on pages 61 to 71).*

KITAR SOLUTIONS – ADVANCING DECOMMISSIONING IN ASIA PACIFIC

Through **Kitar Solutions**, our joint venture with AF Offshore Decom, we have established a dedicated platform to deliver Integrated Engineering, Preparation, Removal and Disposal ("EPRD") services. This initiative strengthens our presence in the decommissioning space, supporting the safe and responsible retirement of offshore assets in Malaysia and the wider Asia Pacific region. As more platforms reach the end of their lifecycle, Kitar Solutions positions SEB to meet this demand with focus and capability.

Strengthening "Our Way"

Following the foundation laid in FY2024, we continued embedding 'Our Way' as a moral compass across SEB - bringing greater clarity to how we lead, collaborate, and deliver.

In FY2025, the focus moved from awareness to activation. Through structured workshops held across more than 10 countries, employees engaged with our core values-Honesty, Accountability, and Respect-and our guiding principles-Pride in Results, Commitment to Collaboration, and Spirit of Innovation-examining how these ideals shape everyday decisions and interactions.

The sessions encouraged reflection, honest dialogue, and ownership. Feedback showed that the message is taking root, with high recall and positive response rates pointing to growing resonance across teams.

'Our Way' is now being integrated into core people processes - from hiring and development to performance conversations-ensuring we align not just on outcomes, but on how we get there.

As we shift from stabilisation to sustained performance, a grounded, values-led culture remains essential to consistent execution, sharper decision-making, and stronger cohesion across our teams.

Joint Statement by Chairman and Group Chief Executive Officer

GLOBAL ROLLOUT, LOCAL HEART

In FY2025, 'Our Way' travelled further than any single campaign could-reaching over 2,800 employees across continents, from Brunei to Brazil, Angola to Australia. The message was shared through structured workshops, but the real transformation happened between the lines - where people made the values their own.

What began as a company-wide initiative became something more personal. In Brunei, trust took shape not through grand gestures, but in how people listened - deeply, deliberately. In Brazil, innovation stopped being an abstract idea and became a mindset for navigating change. In India, respect surfaced not in speeches, but in quiet nods of recognition for how leaders show up daily. In Australia, culture revealed itself in laughter, shared meals, and simple moments of care.

From Angola's honest reflections to the UK's sense of shared ownership, every session became a mirror - revealing what was already there and what we wanted to grow.

Today, nearly 90 percent of participants can clearly recall the principles of 'Our Way'. But more telling is how those values are now showing up - on worksites, in team decisions, and in how people hold space for each other.

> 'Our Way' reached over **2,800 employees across continents** — from **Brunei to Brazil, Angola to Australia**.

In a company as diverse, decentralised, and dispersed as ours, culture can feel like a fragile thread. But what we've seen is the opposite: when values are lived, not just learned - they become the anchor. Not because someone told us to live them, but because we chose to.

And that's when culture starts to matter - when it feels like yours.

Joint Statement by Chairman and Group Chief Executive Officer

Empowering People, Preserving Capability

Our people have remained the bedrock of SEB's recovery. In a year shaped by reform and renewed focus, we strengthened efforts to uphold dignity, inclusivity, and mental wellness across our workforce.

Beyond formal policies, we invested in peer-led support structures - such as informal Teh Tarik Sessions and our internal network of Befrienders - to foster connection and psychological safety, particularly in moments of uncertainty. These softer touchpoints complemented broader efforts to embed fairness, accountability, and behavioural integrity across the organisation.

We also expanded our focus on local capability building. Through internal coaching, early talent initiatives, and technical training, we continued to reduce reliance on external expertise and deepen our contribution to Malaysia's Oil & Gas Services and Equipment ("OGSE") ecosystem. Strengthening local talent pipelines supports not just SEB, but also the wider industry's long-term continuity and competitiveness.

Together, these efforts reflect our belief that business resilience is inseparable from workforce resilience.

Further information on our human rights, diversity, and talent development strategies is available in the FY2025 Sustainability Statement (*see "Labour and Human Rights", "Equal Opportunity, Diversity and Inclusivity", and "TVET and Capability Building" on pages 72 to 88*).

Reinforcing Governance and Integrity

A strong governance culture underpins every dimension of our recovery. In FY2025, we expanded the scope of the Board Risk and Sustainability Committee and reinforced coordination between our Board-level committees to ensure more consistent oversight of sustainability, risk, and performance across the organisation.

We maintained zero confirmed incidents of corruption for the third consecutive year, with 97 percent of employees trained in anti-corruption. We also strengthened our supplier registration protocols to embed ESG criteria and reinforce ethical compliance across our extended value chain (*Sustainability Statement, "Good Governance & Anti-Corruption", page 90*).

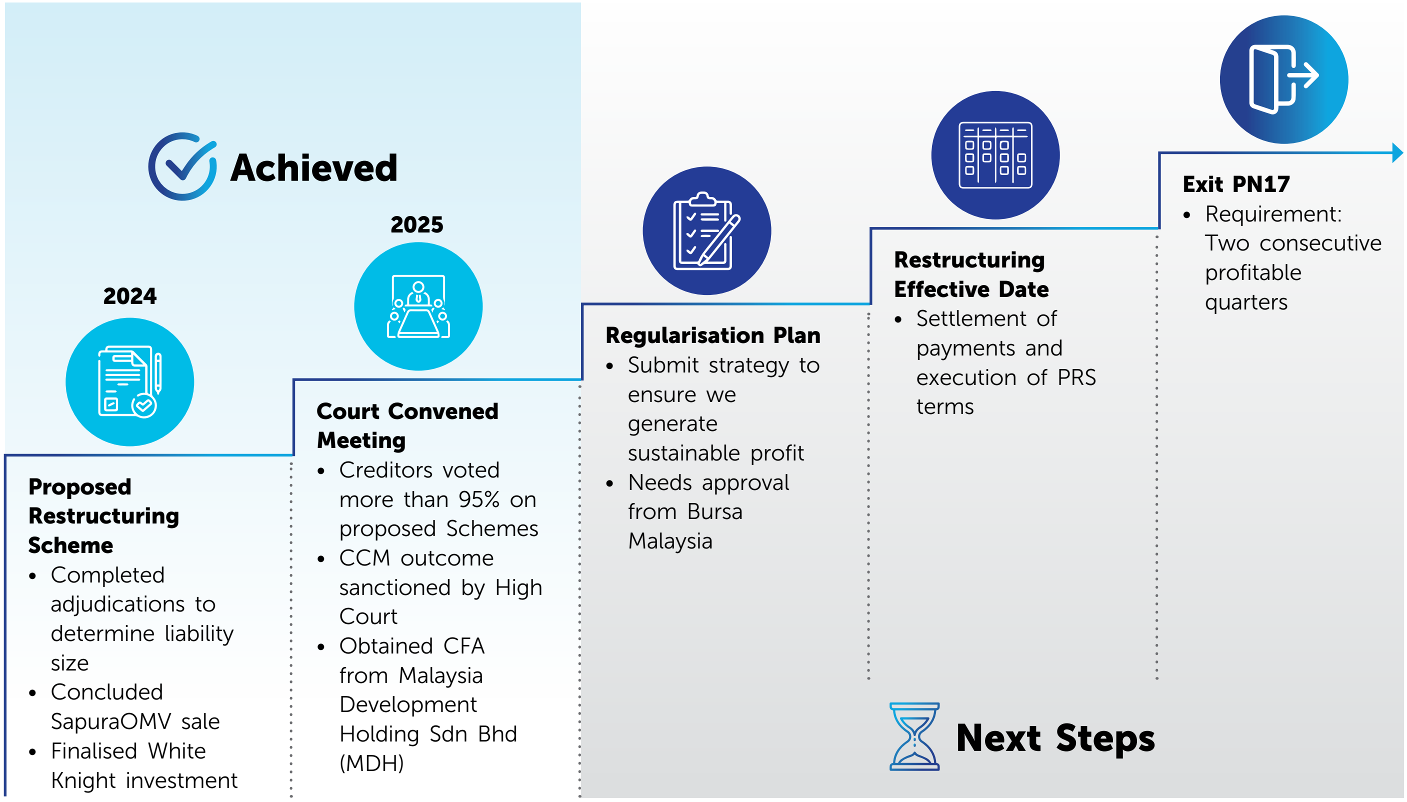
These measures are not only about meeting compliance standards - but they are also critical to building stakeholder confidence, ensuring disciplined execution, and preserving credibility as we re-engage with markets, financiers, and partners. In an evolving risk environment, governance provides guardrails to informed decision-making and balanced growth.

As we shift from stabilisation to long-term delivery, our commitment to transparency and ethical discipline remains central - not only to how we operate, but also to how we lead with integrity and manage risk in a changing environment.

Joint Statement by Chairman and Group Chief Executive Officer

A FUTURE BALANCED BETWEEN OPPORTUNITIES AND CHALLENGES

As SEB transitions into a new chapter in its recovery journey, we do so with a tempered sense of optimism - grounded in the hard-won lessons of recent years. Our restructuring has reached an advanced stage, and with the submission of the PRP and the targeted Restructuring Effective Date ("RED") in sight, we are on track to conclude one of the most complex restructurings in Malaysia's corporate history.



The completion of this exercise will unlock RM1.1 billion in funding from MDH, enabling the full settlement of long-standing vendor obligations and restoring vital confidence across our ecosystem. But RED is not an endpoint; it is a gateway. What follows will require just as much discipline, courage, and clarity as the path we have already travelled.

Internally, our challenge lies in sustaining the cultural and operational reforms that have been initiated within the organisation. The year ahead will test us in new ways, and discipline will be our differentiator. Results-driven project management, tighter cost control, and careful bid governance must now move from exceptional practice to institutional norm. While our segments have delivered commendable results, we must continue to rebuild our project pipeline, improve productivity, and enhance talent retention - particularly in critical technical roles.

Externally, the landscape remains fluid. Global economic growth is expected to moderate, with rising geopolitical tensions, interest rate uncertainty, and uneven energy policies shaping demand and investor sentiment. Oil prices are forecast to remain in the USD70-85 per barrel range through 2027, but volatility is likely, influenced by non-OPEC+ production shifts and supply chain constraints. In Southeast Asia, competition among oil and gas service providers is intensifying, and margins remain under pressure. *(Westwood - SEB, Independent Market Research Report)*

Joint Statement by Chairman and Group Chief Executive Officer

Still, there are real grounds for cautious optimism. Global offshore energy investment is expected to rise from USD156 billion in 2024 to USD266 billion by 2029, buoyed by both the continued role of hydrocarbons and the emergence of new energy infrastructure needs. SEB has the capacity to participate in this growth cycle, particularly through its drilling and subsea businesses, which maintain strong client relationships and technical credibility across key geographies. *(Westwood - SEB, Independent Market Research Report)*

We are also making encouraging inroads in the decommissioning space through Kitar Solutions, and in the carbon capture and storage ("CCUS") value chain via our FEED and engineering services. These initiatives do not yet match the scale of our traditional businesses, but they are critical first steps toward long-term relevance in an energy landscape that is slowly, but unmistakably, evolving.

We will continue to pursue projects aligned with our capabilities, risk appetite, and financial thresholds. Our strategy is not to pursue expansion for its own sake, but to build a company that can grow responsibly, adapt confidently, and deliver consistently. To enhance profit certainty, we will take a measured approach to international contracts, particularly in new regions. At the same time, we remain firmly committed to our home market - to supporting Malaysia's energy sector, its workforce, and the long-term health of its oil and gas services ecosystem.

In summary, the outlook for SEB is prudent, reflecting both progress and remaining challenges. We will be shaped by the pursuit of Operational Excellence, grounded by a clear understanding of risk, and guided by the recognition that true recovery is not a moment, but a continuous commitment.

USD156 billion
(global offshore energy investment in 2024)

USD266 billion
(projected global offshore energy investment by 2029)

PRIDE IN RESULTS, COMMITMENT TO COLLABORATION

As we turn another corner in this recovery journey, it is only fitting that we pause to honour those whose leadership, commitment, and belief have helped shape the progress we see today.

To our shareholders, clients, financiers, partners, and vendors - thank you. Your steadfast support throughout our Reset journey has been instrumental in carrying the Group through a period of profound challenge. Your trust and willingness to walk with us during this time have been invaluable.

To our employees at every level of the organisation, we are deeply grateful. Your resilience, professionalism, and unrelenting focus on results have been the driving force behind our recovery. In the face of uncertainty and change, your teamwork and belief in our shared purpose have kept us moving forward with conviction.

We extend our heartfelt appreciation to Dato' Muhammad Azlan Abdullah, our former Chairman, and Datuk Mohd Anuar Taib, our former Group CEO, both of whom stepped down at the end of FY2025. Their leadership during one of the most critical periods in the company's history was defined by courage, clarity, and strategic resolve. Under their stewardship, the Reset Plan was conceived and executed - laying the foundation for the stability and renewal we are beginning to realise today.

Datuk Anuar's sharp focus on operational performance, stakeholder engagement, and structural reform was pivotal in guiding the company through complexity and into a position of recovery. We thank him sincerely and wish him every success in his next endeavour.

We also recognise, with deep gratitude, the contributions of our former board member Lee Chui Sum and recently retired Executive Committee members, Puspa Hanita Abdul Aziz and Norzaimah Maarof. Their leadership, often exercised quietly behind the scenes, was vital in navigating the legal, operational, and cultural dimensions of our restructuring.

SEB's transformation is a story of collective strength - not shaped by any one moment or individual, but by the resolve of many who stood with us. We are grateful to those who believed in our recovery and stayed the course. Your trust remains the foundation on which we rebuild - and the momentum that carries us forward.

SHAHIN FAROUQUE JAMMAL AHMAD
Chairman

MUHAMMAD ZAMRI JUSOH
Group Chief Executive Officer

Key Risks and Mitigation

The priority for the year under review was to maintain and continuously improve enterprise-wide risk management systems and processes to ensure the Group's strategic goals and risk governance oversight functions are met.

The Board Risk and Sustainability Committee ("BRSC") remains focused on the Group's key enterprise risks. The BRSC reviews the Key Risk Indicators and evolving risk trends at every quarter, and, where necessary, additional control measures are introduced by Management to mitigate the risks, supported by the Chief Risk Officer and Group Risk, Governance and Assurance. The unsustainable financial condition remains the most important risk for the Group. Below is a detailed list of its potential impacts, and the related mitigation strategies in place:

UNSUSTAINABLE FINANCIAL CONDITION

RISK DESCRIPTION	MITIGATION STRATEGY
The Group's financial condition and its liquidity constraints remain a concern. Following on from the previous year, the Group is undergoing negotiations with its lenders, and has thus far continued its moratorium on its debt obligations and outstanding payments to trade creditors from legacy projects. The factors above led to SEB being designated as a PN17 listed issuer. The Group is taking the necessary measures to be in a position to submit its regularisation plan to Bursa Securities and complete its implementation to address the Group's PN17 status, conditional upon obtaining the necessary approvals from the relevant authorities. In the event that such approvals are not obtained, the proposed regularisation plan may be delayed or terminated. Without active resolution of the mentioned items, there could be a material adverse impact adverse impact to our future earnings, cash flows and financial condition, which could threaten the Group as a going concern.	The sustainability of the Group is dependent on significantly improving its liquidity position. To this effect, the Board and the Management continue to undertake steps to regularise operations and the financial conditions of the Group. Further details on the measures undertaken by the Group to regularise its operations and improve the financial condition are outlined in the Commentary Section of the adequacy and effectiveness of the risk management and internal control system, in the Statement on Risk Management and Internal Control ("SORMIC") on pages 135 to 138 of this Annual Report.

The following section provides a list of the Group's other key risks and their mitigation strategies:

STRATEGIC RISKS

RISK DESCRIPTION	MITIGATION STRATEGY
Climate Change and Energy Transition Rising climate change concerns and the effects of the energy transition could lead to a decrease in demand for fossil fuels, thus suppressing oil and gas projects. This may also lead to additional regulatory measures and compliance obligations, which could lead to higher project or operating costs, prevent market access, or access to new capital. If we are unable to keep pace with society's demands with regard to the energy transition to a low-carbon future, we could fail in sustaining and growing our business.	Our strategy will focus on lowering our overall carbon emissions by driving significant reductions in our operational carbon intensity and energy efficiency improvements. Furthermore, we are actively pursuing decommissioning projects that will contribute to the circular economy. We have created a dedicated team to build and concentrate our capabilities to address climate and sustainability risks and opportunities, including to rapidly improve our governance and management frameworks for climate change and energy transition. In April 2024, the Group's Sustainability Policy was approved by the Board. In addition, the Group's Climate Change Policy was approved by the Board in March 2025. We acknowledge the importance of setting climate change commitments to ensure competitiveness. SEB has already begun moving towards greener practices through optimisation of our assets operational performance to achieve energy efficiency. We will continue to assess the development of energy transition risks and opportunities.

Key Risks and Mitigation

STRATEGIC RISKS

RISK DESCRIPTION	MITIGATION STRATEGY
Order Book Replenishment Our order book replenishment is indirectly exposed to fluctuating oil and gas prices. A low and volatile price environment would reduce the likelihood of new upstream oil and gas projects to be sanctioned, resulting in fewer opportunities to replenish our order book. Our ability to replenish our order book and deliver competitive returns also depends in part on the accuracy and completeness of our costing based on the work scope and terms of the contract. If our assumptions prove to be incorrect, it could have a material adverse effect on our earnings, cash flows and financial condition. The suspension of bank guarantee facilities as a result of the above-mentioned financial situation further impacted the Group's ability to participate in tenders, thereby restricting the orderbook intake, especially in the Engineering & Construction ("E&C") and Operational & Maintenance ("O&M") segments.	We actively monitor the oil and gas price trends to inform us of the necessary responses during our annual business planning. Our existing business model providing O&G services for the Upstream value chain is diversified where O&M segment is agnostic to oil and gas price trends while the Drilling segment and to a lesser extent, E&C segment requires robust industry conditions for greenfield developments to occur. Through our Reset Plan, we intend to optimise the utilisation rate of vessels in the E&C segment, which may include long-term chartering. In addition, we seek to diversify E&C segment's revenue streams to focus on decommissioning services through Kitar Solutions, a joint venture company with AF Offshore Decom. In the O&M segment, we intend to expand its revenue profile into other countries as well as increase its service offerings. We target our bids to focus on preferred regions, namely the Asia Pacific region, where we have a competitive advantage and are within our risk appetites. Improvement initiatives are implemented to strengthen our bidding capabilities and processes, streamlining the organisation, and incorporating robust risk assessments throughout the tender process. We aim to re-balance the risk allocation in new contracts to achieve a fair risk distribution between our clients and us. We developed alternative solutions with our prospective clients to mitigate the bank guarantee requirement.
Competition We face competition in all our businesses. Failure to react to competitive forces by managing our costs and operational performance could result in a material adverse effect on our earnings, cash flows and financial condition.	We are addressing our cost and efficiency challenges through the Reset Plan. We benchmark our performance against our key competitors and constantly seek ways to prepare robust and competitive bids for projects globally which are innovative and technology-driven. Where appropriate, we leverage on our past performance and experience with our existing clients. We seek to diversify into adjacent markets from where we operate to provide complementary solutions to new clients as well as to utilise our assets and technology to drive new business models such as decommissioning services.

Key Risks and Mitigation

OPERATIONAL RISKS

RISK DESCRIPTION	MITIGATION STRATEGY
Safety The nature of our operations exposes us, and the communities in which we work, to a wide range of safety risks. If a major safety event materialises, such as an explosion, an asset loss or a substantial operational failure, this could result in injuries, loss of life, environmental harm, or disruption to business activities. Accordingly, this could have a material adverse effect on our reputation, earnings, cash flows and financial condition, as well as having legal implications (fines or prosecution as a consequence of the safety event).	We do not tolerate unmanageable safety exposures at any of our worksites. Safety exposures are minimised through assessing and effectively managing our safety risks. We strive for a "Safety Always" culture led by senior leadership throughout the organisation and among our clients, partners, and vendors. We have amplified and exemplified the "Safety Always" culture across the Group, with increased engagement delivered by senior leadership and other stakeholders. The restructuring exercise brought a more structured and consistent approach to safety, with aligned performance indicators, and clear safety targets and goals. We have also embarked on cultural and behavioural safety programmes such as open dialogue and recognising positive behaviours to ensure our people including vendors, partners and clients understand that "Safety is Everyone's Responsibility." We have embedded "Safety Moments" in our client engagements, all daily project and progress meetings, as well as in townhall meetings. In addition, arising from findings of our Safety Culture Maturity Survey, the Group has already begun on an initiative to heighten safety awareness among support functions, which includes sharing of "Safety Moments", reporting on Unsafe Condition, Unsafe Act ("UCUA"), and embracing health and safety culture.
Project Execution Our ability to remain competitive and profitable depends in a large part on the efficient execution and timely delivery of projects to our clients. This year, we managed to successfully deliver commitments on most of our projects globally but were hampered by project execution challenges in our E&C segment due to unforeseen changes in project scope of work to meet clients' requirements and cost increases in West Africa. As a result, the execution risk reduced the Group's cash generation ability which in turn had impacted our financial position, cash flows and business operations.	Through the Reset Plan, we seek to introduce a greater discipline in our project execution and enhancing operational efficiency by adhering to the guiding principle of "Bid Right, Execute with Discipline." This involves refocusing the bid funnel based on capabilities and risk appetite, improving productivity, and project execution discipline to focus on cash generation and profitability. To mitigate the liquidity risks arising from project execution challenges in our E&C segment, we are focusing our efforts on collection for variation orders through engagement with our clients and closer monitoring. In addition, the Group plans to reallocate its E&C segment resources and assets to optimise utilisation rates and improve cash flows which may be through long-term chartering of its vessels.
Retention of Talent and Skilled Employees Building a high-performing workforce to deliver our strategic objectives depends greatly on our ability to attract, develop, and retain competent and skilled employees. The financial situation of the company has increased the risk of retaining employees with the skill sets and competencies to support turnaround of the Group.	Several key initiatives were undertaken which included recognising and providing opportunity for internal talents via promotions, enhancing learning and development and providing flexible work arrangements for suitable job roles. This approach was developed considering the guiding principles of affordability, sustainability, fair and equitable, and pay for performance. In addition, the Group had also introduced a talent and capability retention programme to retain high potential employees. Enhancements were also introduced to several areas in developing people. Among others, strengthening capability via technical and leadership assessment, introducing dual career ladder to retain and provide opportunities for specialist roles from technical and non-technical positions, and ensuring succession planning for critical roles.

Key Risks and Mitigation

OPERATIONAL RISKS

RISK DESCRIPTION	MITIGATION STRATEGY
Cybersecurity Our operations are heavily dependent on our information technology infrastructure and applications. A serious cybersecurity incident could cripple our ability to operate or operate safely. This could have an adverse impact on our reputation, earnings, cashflows and financial position.	We follow cybersecurity practices and processes baselined against industry best practices (NIST, ISO27001) and use various detection and prevention technologies to safeguard our IT systems against internal and external threats. We continuously monitor and review our security posture to ensure effectiveness against evolving cybersecurity risks and threats. We do this by keeping abreast with updates on the cybersecurity threat landscape and business environment. We also engage external cybersecurity experts to perform various types of security assessments on our IT systems.
Fluctuations in Foreign Exchange Rates Approximately 56 percent to 68 percent of the Group's revenues for the past five years were generated from customers in markets outside of Malaysia, particularly in the Asia Pacific, America, Africa and Middle East regions. Meanwhile, approximately 70 percent of the Group's purchases are from suppliers based in international countries, namely Asia Pacific, America and Africa. Due to significant fluctuation in the applicable foreign currencies against the ringgit (RM), the Group may incur foreign exchange losses. While the Group maintains a natural hedge against foreign currency exposure at an operational level, we are still subject to potential unrealised foreign exchange losses arising from our existing multi-currency financing facilities.	The Group's treasury office minimises economic and significant transactional exposures arising from foreign exchange movements. The Group coordinates the handling of foreign exchange risks centrally, typically by matching receipts and payments for the same currency. To manage the risk of foreign exchange fluctuations of contracts outside of Malaysia, the Group utilises interbank forward rates in tender estimations to forecast input costs payments and currency receivables, which reduces the risks of foreign exchange gains or losses. Through the Reset Plan, we intend to restructure the Group's business entities to reflect the appropriate functional currency of the reporting entity and operations, and hence, reducing the Group's exposure to foreign exchange fluctuations arising from the multi-currency financing facilities.

CONDUCT RISKS

RISK DESCRIPTION	MITIGATION STRATEGY
Compliance to Anti-Bribery & Corruption, Anti-Competition and Data Privacy Laws Violations of these laws by any of our employees or contractor staff working for us could lead to heavy fines and other criminal penalties to be imposed on the individual(s) concerned, and/or the Group and/or the Directors of our parent or subsidiary companies. This could also result in suspension of licence to operate and could have an adverse effect on our reputation.	The Group provide mandatory trainings on Code of Ethical Conduct and Anti-Bribery and Anti-Corruption to our new joiners and existing staff, to be repeated every two years. A consequence management plan has been introduced to ensure that all staff complete their mandatory e-learning trainings on a timely basis. We practice a zero-tolerance policy for non-compliance and have strict guidelines on gift policies. We select our vendors after being checked against recognised external compliance trackers. The Group practices an open-door policy but also have an external Whistleblowing system to allow for anonymous reporting. In addition, the Group had also organised the ("CRM") Programme training for selected staff, in collaboration with Malaysia Anti-Corruption Academy on relevant anti-corruption laws, corruption risk analysis process and CRM Plan.

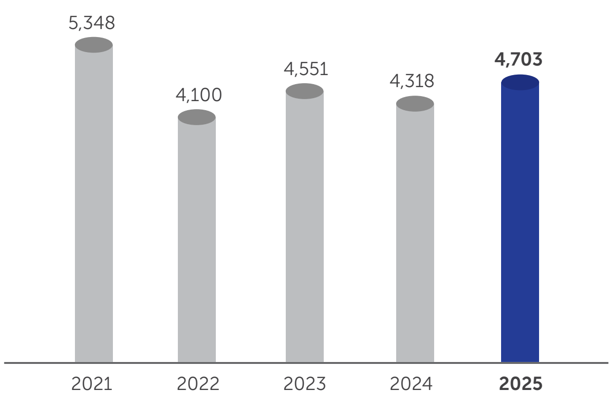
Key Risks and Mitigation

CONDUCT RISKS

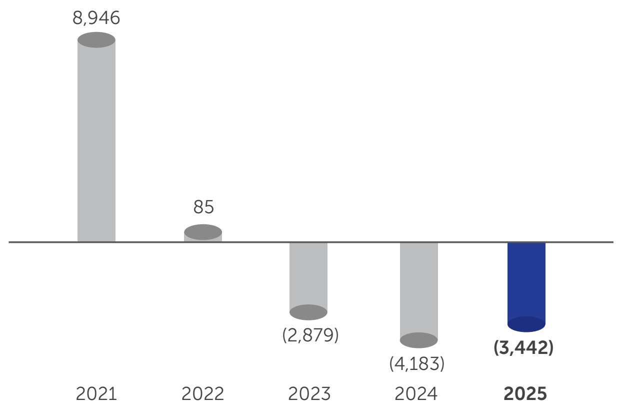
RISK DESCRIPTION	MITIGATION STRATEGY
Compliance with Oil & Gas Licensing, Permits, and Registration Requirements The O&G industry is a highly regulated industry, and the Group is required to comply with various laws, regulations and policies from relevant authorities in Malaysia as well as other countries the Group operates in. Any failure to comply with the requirements of these laws, regulations and policies could result in the revocation or non-renewal of the Group's licences, permits and/or registrations.	We have established a detailed plan for regulatory scanning of applicable laws, regulations and policies applicable to the Group to ensure we do not experience any difficulty in renewing and maintaining its licenses, permits and/or registrations. In addition, we have established a central depository platform that was approved by ExCo in March 2025, for enhanced document monitoring and control for the Group's signed contracts and agreements to ensure we comply with its requirements.
Reputation An erosion of our business reputation could have adverse effects on our brand and credibility, upon which we build trusted partnerships with our key stakeholders. This could lead to adverse effect on our license to operate and our ability to compete in global markets. In the immediate term, our unsustainable financial condition described above has cast a negative light on the Group, its past and present Management and the Board, as well as our major shareholders. In the longer term, societal expectations of businesses are increasing, with a focus on environmental, social and governance matters. Real or perceived governance failures or a lack of understanding of how our operations affect surrounding communities and environment could harm our reputation.	Reputational risk management is part of Board oversight at SEB. The Board limits the risk of reputational damage by ensuring the Group conducts itself with the highest standards of good governance, sustainability, and integrity. The Board and senior management also regularly discuss potential issues that may impact the Group's standing and plan strategic steps to mitigate them. To prevent the possibility of reputational damage through our own actions, we continuously embed the SEB culture within our workforce, guiding them to build trust with stakeholders by behaving ethically; and embodying the qualities of safety, honesty, accountability, respect, and professionalism. Our Code of Ethical Conduct informs our employees and contract staff of the conduct and behaviours expected of them when working with the Group. Stakeholder management is also a component in senior leaders' KPIs, which in turn are cascaded to the relevant teams in the organisation. Our ability to create constructive interactions with stakeholders result in strong relationships, which will be crucial in resolving reputational issues. Part of the effort includes transparent and balanced reporting of our performance through regular engagements with investors, market analysts and the media. To identify emerging reputational threats, SEB implements daily media monitoring to review news coverage and social media posts relating to the Group, selected peers and the energy industry. We also continuously enhance our crisis communications preparedness through emergency response procedures, drills, and training.

Five-Year Group Financial Highlights

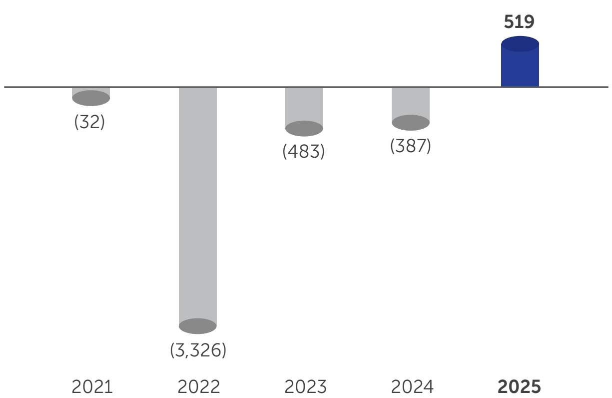
Revenue
(RM'mil)



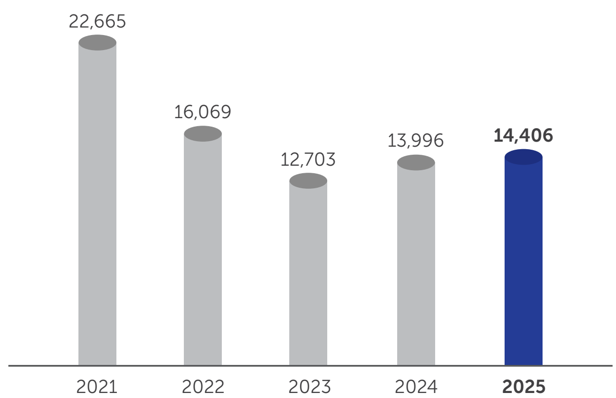
Shareholders' Fund/(Deficit)
(RM'mil)



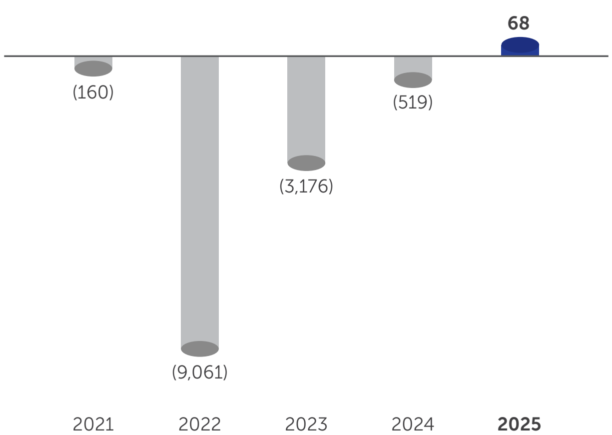
Profit/(Loss) Before Tax and Impairment
(RM'mil)



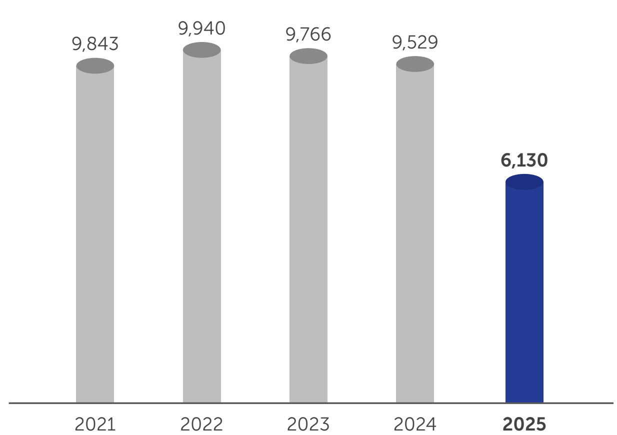
Total Assets
(RM'mil)



Profit/(Loss) After Tax
(RM'mil)



Net Debt
(RM'mil)



Five-Year Group Financial Summary

	FY2021 RM'mil	FY2022 RM'mil	FY2023 RM'mil	FY2024 RM'mil	**FY2025 RM'mil**
OPERATING RESULTS					
Revenue	5,348	4,100	4,551	4,318	**4,703**
(Loss)/profit before tax and impairment	(32)	(3,326)	(483)	(387)	**519**
(Loss)/profit before tax	(32)	(8,932)	(3,104)	(413)	**310**
(Loss)/profit after tax	(160)	(9,061)	(3,176)	(519)	**68**
KEY STATEMENT OF FINANCIAL POSITION DATA					
Cash, deposits and bank balances	489	718	850	1,454	**4,629***
Total assets	22,665	16,069	12,703	13,996	**14,406**
Borrowings	10,332	10,658	10,616	10,982	**10,759**
Total liabilities	13,728	15,991	15,609	18,217	**18,008**
Shareholders' fund/(deficit)	8,946	85	(2,879)	(4,183)	**(3,442)**
(Loss)/profit per share (sen)	(1.01)	(56.67)	(19.76)	(3.17)	**1.03**
Net assets/(liabilities) per share (RM)	0.56	0.01	(0.19)	(0.23)	**(0.19)**
Net debt to equity (times)	1.10	116.94	N/A^	N/A^	**N/A^**
Net debt	9,843	9,940	9,766	9,529	**6,130**

^ *During the financial year, FY2024 and FY2023, the Group did not present its gearing ratio due to the shareholders' deficit position.*

* *Please see page 167 of this Annual report for an illustration of a reconciliation of "Cash, deposits and bank balances" to "Cash and cash equivalents"*

Energy with Purpose: Creating Sustainable Impact

DELIVERING OUR ESG COMMITMENTS

As part of SEB's broader recovery and repositioning effort, sustainability has become central to how we strengthen resilience, restore stakeholder confidence, and build long-term value. Our actions across ESG areas are not standalone - they are integrated into the way we stabilise operations, manage risk, and contribute to the ecosystem that supports us.

In FY2025, our sustainability efforts focused on embedding stronger governance, improving environmental accountability, and enhancing workforce and supply chain resilience. These initiatives align with our financial turnaround and are guided by a commitment to restore trust, ensure operational continuity, and uphold our responsibilities as a participant in Malaysia's energy sector.

We introduced a Climate Change Policy to formalise our approach to climate-related risk and opportunity management. We also expanded our emissions disclosures to include Scope 3 emissions from employee commuting and business air travel - part of a broader strategy to improve our environmental data visibility.

To reinforce governance oversight, we updated the Terms of Reference ("TORs") for key Board Committees - ensuring that ESG considerations are integrated into Board-level risk, audit, and nomination processes. The roles of the Board Risk and Sustainability Committee ("BRSC") and Group Internal Audit have also been strengthened to support ESG monitoring and accountability.

In support of ecosystem resilience, we conducted our first ESG assessment for strategic vendors. The exercise prioritised vendors based on business criticality, role during the restructuring phase, and alignment with sustainability standards. This is a foundational step in building a more transparent and responsible supply chain.

Our social agenda continued through investments in workforce development and inclusion. Through the Sapura Fabrication Training Centre ("SFTC"), we are equipping local talent - particularly from underserved communities - with the technical skills needed for the oil and gas sector. These efforts support not only our internal capabilities, but also Malaysia's broader technical and vocational education ("TVET") objectives.

We also deepened community and environmental engagement, expanding initiatives such as mangrove restoration, coastal clean-ups, and e-waste collection. These programmes reflect our belief that long-term value creation must go hand-in-hand with environmental stewardship and social impact.

As we continue to recover and reposition SEB for the future, sustainability will remain a core part of how we operate - enabling us to build a more responsible, resilient, and relevant business.

In FY2025, we expanded conservation activities through targeted restoration projects and volunteer-driven programmes, strengthening environmental stewardship and community engagement.

Energy with Purpose: Creating Sustainable Impact

REPORTING SCOPE AND BOUNDARY

This Statement outlines the performance of SEB's ESG initiatives across its investment holding company and four core business segments: Engineering and Construction ("E&C"), Operations and Maintenance ("O&M"), Drilling, and Corporate. It includes data from subsidiaries under the Group's operational control, with operations spanning six continents, including its headquarters in Malaysia. In determining our emissions, the operational control approach was applied to consolidate Greenhouse Gas ("GHG") emissions, capturing those from the Group's operations and expanding to include Scope 3 GHG emissions (limited to Business Travel and Employee Commute). Covering the period from 1 February 2024 to 31 January 2025, this Statement reflects the Group's commitment to comprehensive and transparent ESG reporting.

- Mexico
- United States of America
- Trinidad & Tobago
- United Kingdom
- Netherlands
- Ghana
- Equatorial Guinea
- Gabon
- Republic of the Congo
- Angola
- Saudi Arabia
- United Arab Emirates
- India
- Myanmar
- Thailand
- Vietnam
- Brunei
- Malaysia
- Singapore
- Indonesia
- Australia
- New Zealand

GUIDELINES AND STANDARDS

This statement has been prepared in compliance with Bursa Malaysia's Main Market Listing Requirements ("MMLR") and Bursa Malaysia's Sustainability Reporting Guide (3rd Edition). The disclosures in this statement are also guided by the International Financial Reporting Standards S1 & S2 ("IFRS S1 & S2"), the Global Reporting Initiative ("GRI"), and the United Nations Sustainable Development Goals ("UN SDGs").

ASSURANCE STATEMENT

In FY2025, the Group conducted an internal review process involving the relevant business units and data owners to verify the reported data. Moving forward, we intend to secure external assurance for Scope 1 and 2 GHG emissions to further strengthen the integrity of our sustainability-related disclosures.

CONTACT

We continually work to enhance our Sustainability Statements and greatly appreciate feedback from our stakeholders and readers. Please feel free to share your suggestions and enquiries through the contact details provided below:

sustainability@sapuraenergy.com
03 6415 9999

Accelerating Sustainable Progress

2017

- First Sustainability Statement integrated in the Annual Report
- Disclosed economic, governance, environmental and social initiatives
- Conducted materiality assessment and identified seven material matters

2018

- Established Sustainability Governance Structure
- Defined three focus areas in the Sustainability Framework; Sustainable Operations, Nurturing Talent and Developing Communities, and Health, Safety and Environment
- Re-assessed six material matters
- Launched a Whistleblowing Helpline

2019-2020

- Established a Sustainability Framework consisting of two strategic thrusts namely Risk Governance and Sustainability Leadership
- Re-defined three focus areas framed by Economic, Environmental, and Social ("EES") factors; (1) Ensuring Business Sustainability, (2) Ensuring No Harm to Our People and Environment, (3) Nurturing and Developing Our Talent
- Re-assessed material matters with internal and external stakeholders on 17 material matters and identified nine top material matters

2021-2022

- Established six core values and five principles to embed ESG practices in business operations
- Mapped out the Group's goals to 11 UN SDGs
- Began participation in renewable energy development and won the Group's first offshore wind farm installation project in Taiwan
- Began the assessment on industry best practices in climate-related reporting

2023

- Implemented three Group-wide and nine Business & Regional initiatives to minimise environmental impacts and maintain compliance with environmental regulations
- Implemented Shell's Greenhouse Gas Reduction campaign at *Sapura Esperanza's* rig work on Malikai Phase 2 and managed to reduce 5.86 kilo tonnes of carbon equivalent, reduce waste by 90 percent, reduce electricity consumption by 15,552 kWh and avoided the use and purchase of more than 57,600 plastic bottles
- Retained the top nine identified material matters

2024

- Established the Group's Sustainability Policy
- Conducted a materiality reassessment and identified 14 material matters
- Began assessing and reporting on Scope 1 and Scope 2 emissions
- Established a baseline year for Scope 1 and 2 emissions
- Focused on five UN SDGs

2025

- Established a Climate Change Policy, which was approved by the Board in 27 March 2025
- Initiated an internal review process involving the relevant business units and data owners to verify the reported data
- The Sustainability Governance Structure was revised to incorporate the roles of the Board Audit Committee and Group Internal Audit
- Conducted our inaugural Supplier ESG Assessment for vendors classified under the Strategic Vendors category
- Carbon Intensity from Scope 1 emission - vessel is calculated for target setting
- Carbon Intensity from Scope 2 emission - office and onshore base
- Waste Diversion percentages from onshore operations are tracked

2025 Key ESG Achievements

Strengthening Integrity and Governance

- **Zero** substantiated complaints concerning customer privacy and loss of customer data
- **Zero** substantiated cases of corruption incidents
- **97%** of total employees attended training on anti-corruption
- **Zero** major fines for non-compliance with environmental and social laws and regulations

Sustainable Economic Growth

- **51%** total suppliers and vendors are local to the operations
- **87.5%** customer satisfaction score in FY2025
- **28** Strategic Vendors assessed for environmental and social criteria

Shifting Towards Low Carbon

- **35%** reduction in Scope 2 GHG emissions
- **429** tonnes of waste diverted from landfills
- **25%** decrease in water consumption

Caring for Our People

- **46,864** total training hours were provided to our employees Group-wide, with **1,677** attendees
- **1,174,476** total hours of Health & Safety training were provided to **13,981** attendees, comprising employees, contract staff, contractors, and visitors
- **Zero** substantiated and reported complaints against human rights violations
- **30%** reduction in the LTIF compared to the previous year

Embedding Sustainability Into Strategy

ESG STRATEGY

SEB's ESG strategy is the cornerstone of our operations, guiding us toward a sustainable future. Aligned with our vision and mission, it reflects our core values and commitment to excellence in environmental, social and governance practices. By adhering to these principles, we aim to fulfil our vision of being a trusted energy solutions partner, delivering on our mission of solutions delivered safely through human ingenuity, technical expertise, and strategic resources.

Our Vision	Our Purpose	Our Mission
Your trusted energy solutions partner	Enabling a better world through energy solutions	Solutions Delivered Safely

Our Values & Principles

"Our Way" is the heartbeat of our operations at SEB, rooted in the foundational values of being Honest, Accountable, and Respectful.

This philosophy isn't just words; it's a commitment to excellence and standing by these principles: Pride in Results, Commitment to Collaboration and Spirit of Innovation. Together, these principles shape our culture, uniting us as a cohesive team driving towards a common goal.

Our Sustainability Pillars and Material Sustainability Matters

Sustainable Economic Growth

- Client Engagement
- Capital Management & Debt Restructuring
- Asset Capacity & Integrity
- Supply Chain Management

Shifting Towards Low-Carbon

- Pollution & Waste Management
- Climate Change & Emissions
- Energy Management
- Water Consumption

Caring for Our People

- Occupational Health & Safety
- Labour & Human Rights
- Equal Opportunity, Diversity, & Inclusivity
- Community & Society

Strengthening Integrity & Governance

- Good Governance & Anti-Corruption
- Risk Management
- Environmental & Social Compliance

Our Strategic Enablers

Leadership and Governance	Organisational Culture	Performance-Driven KPIs and Targets	Communications and Engagement	Visionary Mindset
Foster ethical management practices to enhance effective governance within the organisation	Encourage responsibility, accountability, and sustainability across all business operations	Optimise performance, compliance, and business success via data-backed performance KPIs and targets	Promote clear, multidirectional communication with stakeholders and customers to ensure alignment with vision and mission	Continued focus on long-term planning and big picture thinking to cement enduring future of SEB's operations, service, and solutions

Embedding Sustainability Into Strategy

Our Contribution to the UN SDGs

8 Decent Work and Economic Growth | 13 Climate Action | 16 Peace, Justice and Strong Institutions

Our Strategic Stakeholders

- **SI** Shareholders & Investors
- **GR** Government & Regulatory Authorities
- **FI** Financial Institutions
- **EM** Employees
- **BA** Business Associates
- **SS** Suppliers & Service Providers
- **ME** Media
- **CP** Client/Project Partners
- **LC** Local Community
- **NG** NGO/Workers Union Representative

Our Alignment with Relevant Frameworks and Standards

Bursa Malaysia | IFRS® | Sustainable Development Goals | GRI

OUR BLUEPRINT FOR SUSTAINABILITY

Our Sustainability Policy outlines the principles, philosophy, and commitments that guide us across economic, environmental, social and governance ("EESG") dimensions. Rooted in responsible stewardship, we integrate sustainability into every aspect of our operations. We are dedicated to driving economic growth, minimising environmental impact, promoting social fairness, and ensuring robust governance to create long-term value.

Sustainability Policy

SEB is dedicated to integrating EESG principles into its operations. This commitment is pivotal for bolstering long-term stakeholder value and enhancing the well-being of the communities we serve worldwide.

The Group Shall

- Embed sustainability best practices in all business decisions to mitigate risks, create value, and seize opportunities.
- Foster equitable and inclusive development in local communities.
- Ensure clean, safe, healthy, and fair working conditions for employees and associates.
- Adhere to the highest standards of governance, regulations, and industry norms.

Economic

- Client Engagement
- Capital Management & Debt Restructuring
- Asset Capacity & Integrity
- Supply Chain Management

Environmental

- Pollution & Waste Management
- Climate Change & Emission
- Energy Management
- Water Consumption

Social

- Occupational Health & Safety
- Labour & Human Rights
- Equal Opportunity, Diversity & Inclusivity
- Community & Society

Governance

- Good Governance & Anti-Corruption
- Risk Management
- Environmental & Social Compliance

Embedding Sustainability Into Strategy

CLIMATE CHANGE POLICY

This year, the Group has developed a Climate Change Policy to establish clear and actionable directives for addressing climate-related risks and opportunities. The policy is designed to integrate climate resilience into the Group's strategy, operations, and decision-making processes, supporting sustainable development, and securing long-term value creation.

Climate Change Policy

We are dedicated to addressing climate change by embedding climate resilience into our strategy, operations, and decision-making processes to secure long-term sustainability. Our initiatives align with global aspirations to achieve net-zero emission by 2050 while contributing to the United Nations Sustainable Development Goals (UN SDGs), fostering a sustainable future for all.

Principles of the Climate Change Policy

SUSTAINABILITY	INNOVATION	TRANSPARENCY	COLLABORATION
Commit to sustainable development, balancing economic growth with environmental protection and social responsibility	Leverage innovation and technology to drive energy efficiency and reduce our carbon footprint	Maintain transparency in our climate-related disclosures and performance, aligning with international standards and best practices	Work with stakeholders, including government, industry peers and communities to support global climate action

Embedding Sustainability Into Strategy

CHAMPIONING THE GLOBAL GOALS

The UN SDGs provide a global framework for building a more equitable world by 2030. SEB is focused on advancing three key SDGs and their related targets, that align with our energy solutions and services. These goals guide our efforts to address risks and capitalise on opportunities, ensuring that our practices contribute to a sustainable future.

UN SDG	Target Alignment	Our Contribution
8 DECENT WORK AND ECONOMIC GROWTH	8.6 Proportion of youth in employment, education or training	• Since FY2023, a total of **25 participants** have been enrolled in TVET welding training programmes, aimed at equipping Malaysian youths with the skills required to succeed in the oil and gas industry • Offered **78 Management Trainee** and **89 internship placements** in FY2025 and FY2024
	8.8 Protect labour rights and promote safe and secure working environments for all workers	• **30%** reduction in LTIF compared to the previous year • **13,981** total attendees trained on health and safety, comprising employees, contract staff, contractors, and visitors • **1,174,476** total training hours for health and safety in FY2025 • **Zero** substantiated and reported **complaints** against human rights violations
13 CLIMATE ACTION	13.1 Strengthen resilience and adaptation to climate-related hazards	• Continue to track **Scope 1 and 2** GHG emissions • **Ship Energy Efficiency Management Plan ("SEEMP")** in place, designed to optimise energy usage, reduce carbon intensity from Scope 1 emission and minimise environmental impact
	13.2 Integrate climate change measures into strategies and planning	• Established our commitment to climate change through the development of a **Climate Change Policy**
16 PEACE, JUSTICE AND STRONG INSTITUTIONS	16.5 Substantially reduce corruption and bribery	• **Zero** instances of **confirmed corruption incidents** for the past three years • **97%** of total employees attended training on anti-corruption
	16.6 Develop effective, accountable and transparent institutions at all levels	Key initiatives to enhance governance and transparency: • Biannual updates and deliberations on whistleblowing cases with the Complaints Investigation Committee ("CIC") to ensure thorough review and resolution of reported concerns. • Nine (9) physical training sessions conducted to increase awareness of the Code of Ethical Conduct ("COEC") and Anti-Bribery & Anti-Corruption ("ABAC") policies focusing on real-world case studies to reinforce ethical decision-making. • Improved the supplier registration process by integrating a comprehensive review of COEC and ABAC clauses, reinforcing ethical compliance within the supply chain.

Embedding Sustainability Into Strategy

2025 SUSTAINABILITY SCORECARD

Sustainability KPIs are essential for tracking our progress, fostering continuous improvement, and ensuring the long-term sustainability and resilience of our operations as an oil and gas service provider. By closely monitoring these KPIs, we assess our dedication to sustainability and responsibly manage natural resources.

Legends: ● Achieved ● In Progress

Our Goals	Key Performance Indicators	FY2024 Result	FY2025 Result
Sustainable Economic Growth	**Client Engagement**		
	(i) Achieve a customer satisfaction score of at least 62 percent	Achieved	Achieved
Shifting Towards Low-Carbon	**Climate Change and Emissions**		
	(i) Establish a baseline year for GHG Scope 1 and 2 emissions by 31 January 2024	In Progress	Achieved
	(ii) Setting Carbon Intensity Target for Scope 1 and 2	In Progress	In Progress
	Pollution and Waste Management		
	(i) Achieve zero major spill (>1 barrel) to the environment	Achieved	Achieved
	(ii) Setting waste diversion target - onshore	In Progress	In Progress
Caring for Our People	**Occupational Health & Safety**		
	(i) Control Total Recordable Case Frequency ("TRCF") including work related injuries to less than 1.10 per year	Achieved	Achieved
	(ii) New employees undergo Health and Safety induction	Achieved	Achieved
	(iii) Visitors to SEB's facilities receive Health and Safety orientation	Achieved	Achieved
	(iv) Project team members, including contractors, undergo project-specific health and safety induction	Achieved	Achieved
	Labour and Human Rights		
	(i) Maintain zero cases of substantiated complaints of human rights violation annually	Achieved	Achieved
	Equal Opportunity, Diversity and Inclusivity		
	(i) Achieve an average of 16 training hours per employee annually	Achieved	Achieved
	(ii) Attain a 25 percent representation of women in senior management and management Levels by 31 January 2024	In Progress	In Progress
Strengthening Integrity and Governance	**Corporate Governance & Anti-Corruption**		
	(i) Maintain zero substantiated cases of corruption incidents	Achieved	Achieved
	(ii) Maintain zero customer privacy breaches and data losses	Achieved	Achieved

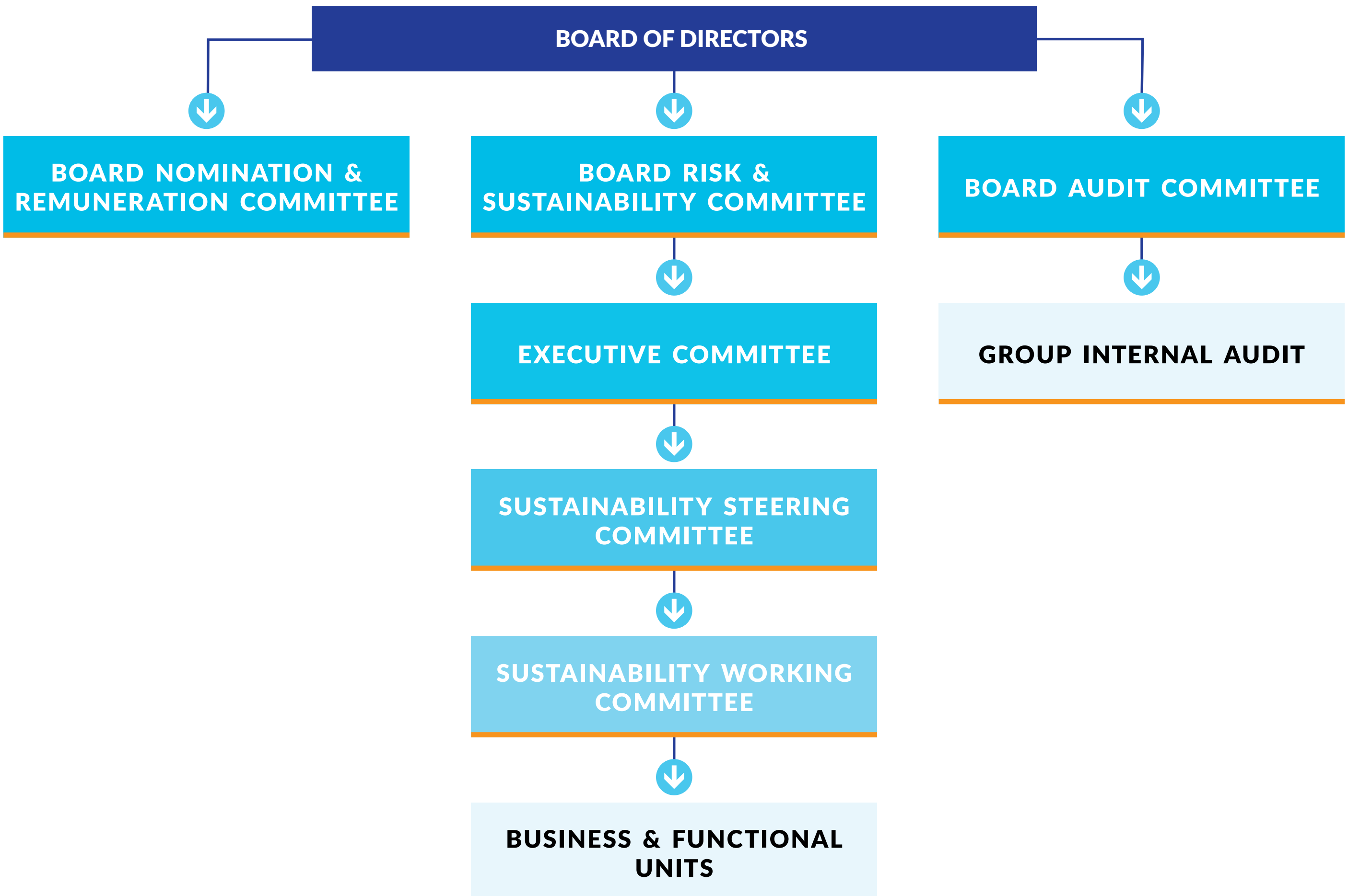
Embedding Sustainability Into Strategy

ADVANCING SUSTAINABILITY GOVERNANCE

The Group's sustainability efforts are led by the Board, supported by the Board Risk and Sustainability Committee ("BRSC") and the Executive Committee ("ExCo"). Tasked with ensuring a robust risk management and sustainability framework, the BRSC works closely with the ExCo to oversee the implementation of sustainability initiatives. The Sustainability Steering Committee ("SSC") provides guidance to the heads of business and functional units in executing and monitoring sustainability-related strategies.

In FY2025, governance and oversight were further strengthened with the addition of the Board Audit Committee ("BAC") and Group Internal Audit ("GIA"). The BAC supports the Board by overseeing the integrity of financial reporting, compliance with legal and regulatory requirements and the effectiveness of internal controls. This committee ensures high standards of financial accountability and transparency, evaluates audit findings and addresses significant financial risks. It also monitors the effectiveness of the GIA function which provides independent and objective assessments of governance, risk management and internal control processes.

The GIA works closely with the BAC to perform risk-based audits and provide insights on operational and financial performance. Through independent evaluations, GIA identifies opportunities for process improvements and ensures compliance with established policies and procedures. This enhances organisational efficiency, reliability and risk mitigation, providing assurance to both the BAC and the broader governance structure.



Embedding Sustainability Into Strategy

ALIGNING WITH STAKEHOLDER EXPECTATIONS

SEB actively engages with stakeholders to identify key material issues and incorporate their perspectives into our business strategies. Through established communication channels and feedback systems, we gain valuable insights into their priorities, allowing us to refine our sustainability goals and address their needs.

SI SHAREHOLDERS & INVESTORS

WHO THEY ARE AND HOW THEY CONTRIBUTE TO VALUE

Individuals, institutions, or funds, provide capital and financial support, to facilitate business growth, enhance liquidity and foster investor confidence in the Group's performance and strategic direction.

HOW WE HAVE ENGAGED	ISSUES RAISED	STRATEGIC RESPONSE
• Investor relations microsite • Media releases • Analyst briefings • Annual General Meeting • Annual Report • Corporate website	• Sustainable financial and operational performance • Good governance • Business practices	• Embedding ESG in decision-making processes and business operations • Code of Ethical Conduct, Anti-Bribery and Anti-Corruption Policy, Whistleblowing Policy

GR GOVERNMENT & REGULATORY AUTHORITIES

WHO THEY ARE AND HOW THEY CONTRIBUTE TO VALUE

Government and regulatory authorities, including local, national and international bodies, contribute to the Group's value by establishing and enforcing industry standards, regulations and policies, ensuring compliance and fostering a stable operating environment conducive to sustainable business growth and development.

HOW WE HAVE ENGAGED	ISSUES RAISED	STRATEGIC RESPONSE
• Surveys and inspections • Regulatory audits • Presentation on regulatory updates • Meetings	• Compliance • Transparency and good governance • Economic performance	• Code of Ethical Conduct, Anti-Bribery and Anti-Corruption Policy and Whistleblowing Policy • Zero-tolerance approach towards bribery and corruption

Embedding Sustainability Into Strategy

FI FINANCIAL INSTITUTIONS

WHO THEY ARE AND HOW THEY CONTRIBUTE TO VALUE

Financial institutions, such as banks and investment firms, provide access to capital, financing opportunities, and strategic financial advice, enabling the Group to fund its operations, execute projects, and pursue growth initiatives while managing financial risks effectively.

HOW WE HAVE ENGAGED	ISSUES RAISED	STRATEGIC RESPONSE
• Physical and virtual engagements • Annual Report • Analyst briefings • Annual General Meeting	• Debt repayment plan • Financial performance and reputation • ESG commitment • Business strategy • Compliance • Risk Management	• Optimise debt and capital structure • Conduct financial audits and reviews • Engage with stakeholders to understand concerns and expectations related to ESG practices • Review and refine the Group's business strategy • Strengthen internal controls and governance structures to ensure compliance with regulatory requirements • Risk management framework

EM EMPLOYEES

WHO THEY ARE AND HOW THEY CONTRIBUTE TO VALUE

The Group's dedicated workforce, contribute value through their expertise, innovation and commitment to operational excellence.

HOW WE HAVE ENGAGED	ISSUES RAISED	STRATEGIC RESPONSE
• Employee briefings • Employee town halls • Engagement with specific groups for talent retention • Global Leadership Huddle • Leadership notes to employees	• Career growth • Job security • Health, safety and well-being • Diversity and inclusion • Talent development	• QHSE policies and procedures • Hiring and promoting based on merit • Formal training (classroom & online), on-the-job learning, and coaching for talent development

Embedding Sustainability Into Strategy

BA BUSINESS ASSOCIATES

WHO THEY ARE AND HOW THEY CONTRIBUTE TO VALUE

JV partners who collaborate with the Group, contribute value through their expertise, resources, and strategic alliances, enabling efficient project execution, innovation, and the delivery of comprehensive solutions to clients while fostering long-term business relationships.

HOW WE HAVE ENGAGED

- Meetings
- Joint site visits
- Joint workshops and training
- Business Associates-Board engagements

ISSUES RAISED

- Equal opportunities
- Sustainable operations and performance
- Environmental management

STRATEGIC RESPONSE

- Embedding ESG in decision-making process and business operations
- Health, Safety, and Environment Policy
- Cost restructuring

SS SUPPLIERS AND SERVICE PROVIDERS

WHO THEY ARE AND HOW THEY CONTRIBUTE TO VALUE

Suppliers and service providers provide quality materials, equipment and support services, contribute to value through timely delivery, reliability and innovation, ensuring operational efficiency and facilitating the Group's ability to deliver high-quality projects and services to the clients.

HOW WE HAVE ENGAGED

- Medium to long-term agreements
- Site visits and supervision

ISSUES RAISED

- Timely payment
- Equal opportunities for work and compensation

STRATEGIC RESPONSE

- Code of Ethical Conduct, Anti-Bribery and Corruption Policy, Whistleblowing Policy
- Zero-tolerance approach towards bribery and corruption
- Finalise a fair and equitable Proposed Restructuring Scheme ("PRS") and regularisation plan for its stakeholders
- Supplier Relationship Management

Embedding Sustainability Into Strategy

ME MEDIA

WHO THEY ARE AND HOW THEY CONTRIBUTE TO VALUE

Mass communication platforms to disseminate news to external parties and engage with stakeholders, contribute value by fostering transparency and promoting awareness of the Group’s achievements and initiatives.

HOW WE HAVE ENGAGED	ISSUES RAISED	STRATEGIC RESPONSE
• Corporate updates/announcement • Quarterly results announcement • Media releases	• The Group’s performance and business strategy • Restructuring progress	• Issuing media releases or statements • Media interviews and editorial briefings • Editorial briefings

CP CLIENT/PROJECT PARTNERS

WHO THEY ARE AND HOW THEY CONTRIBUTE TO VALUE

Clients and project partners of the Group include major oil and gas companies, contribute to value by providing significant contracts and collaborative opportunities that enhance SEB's operational capabilities and market reach.

HOW WE HAVE ENGAGED	ISSUES RAISED	STRATEGIC RESPONSE
• Long-term contracts and agreements • Joint ventures and strategic alliances • Integrated project delivery • Regular performance reviews and feedback mechanism	• Project executions and timeliness • Cost management • Operational efficiency • QHSE standards • Communication and reporting	• Enhance project management • Optimise operations • Uphold quality and safety excellence • Improve client engagement

Embedding Sustainability Into Strategy

LC LOCAL COMMUNITY

WHO THEY ARE AND HOW THEY CONTRIBUTE TO VALUE

The general public or local businesses in the vicinity of the Group's operations, contribute value through collaboration, support and constructive engagement, fostering positive relationships and maintaining a social licence to operate.

HOW WE HAVE ENGAGED	ISSUES RAISED	STRATEGIC RESPONSE
• Website • Social Media • Local Authorities/ • Government Agencies • Charitable or Non-Profit/Non-Government Organisations ("NGOs")	• Employment opportunities • Local economic impact • Community outreach	• Hiring local talent • Providing upskilling opportunities and developing new and existing talent • Providing economic opportunities to local vendors • CSR activities within the vicinities of our operations to build better community and help those in need

NG NON-GOVERNMENTAL ORGANISATIONS (NGOs)

WHO THEY ARE AND HOW THEY CONTRIBUTE TO VALUE

NGOs such as the Food Aid Foundation contribute to SEB's value by facilitating volunteer work, providing access to communities in need, supporting facilities, infrastructure, and logistics, and ensuring due diligence to channel our resources to the right beneficiaries as an accredited organisation.

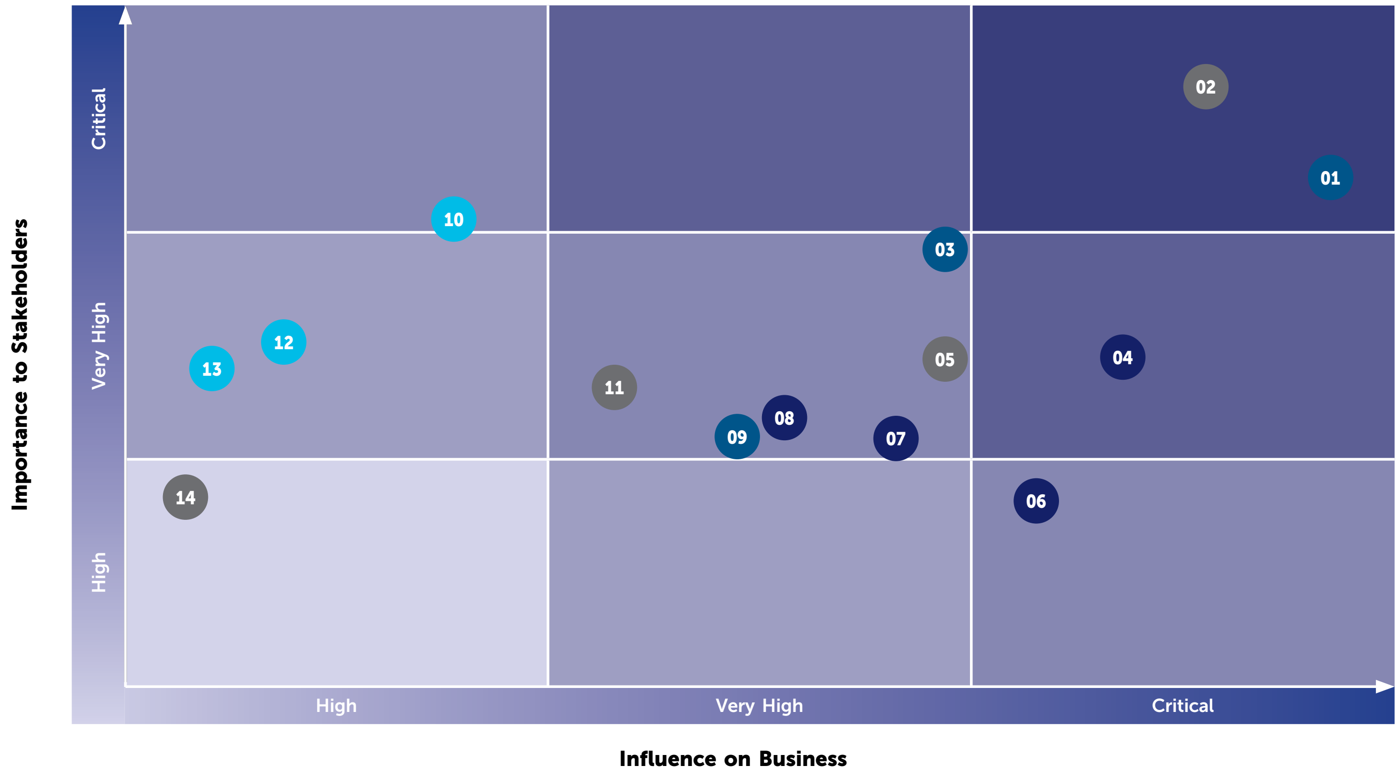
HOW WE HAVE ENGAGED	ISSUES RAISED	STRATEGIC RESPONSE
• Periodic meetings • Pre-engagement briefing on operations • Site visit to facilities and centres	• Fundraising • Volunteer manpower • Operational challenges	• Reduce dependence on single source funding • Collaborate with employees to enlist volunteers • Prioritise and allocate resources to high-impact areas effectively

Our Material Issues

FOCUSING ON WHAT MATTERS

Materiality assessments are vital for identifying and prioritising the issues most significant to our business and stakeholders. They enable us to recognise ESG risks and opportunities across our key operating sectors, informing our strategic decisions and guiding effective resource allocation.

In FY2025, SEB reviewed the 14 previously identified material matters and determined that they remain relevant. This process ensures we remain aligned with the evolving sustainability landscape, refine our reporting practices and meet stakeholder expectations while supporting our corporate strategy.



Sustainable Economic Growth

- 04 Client Engagement
- 06 Capital Management & Debt Restructuring
- 07 Asset Capacity & Integrity
- 08 Supply Chain Management

Shifting Towards Low-Carbon

- 10 Pollution & Waste Management
- 12 Climate Change & Emissions
- 13 Energy Management

Caring for Our People

- 02 Occupational Health & Safety
- 05 Labour & Human Rights
- 11 Equal Opportunity, Diversity & Inclusivity
- 14 Community & Society

Strengthening Integrity and Governance

- 01 Good Governance & Anti-Corruption
- 03 Risk Management
- 09 Environmental & Social Compliance

Our Material Issues

IDENTIFYING CRITICAL PRIORITIES

The Group's mapping process highlights the connections between our material matters, relevant UN SDGs and stakeholder groups, ensuring that our objectives are clearly defined and aligned.

Sustainable Economic Growth

Pursuing sustainable economic growth through technology integration and collaborative ventures enables us to optimise operational efficiency while enhancing value.

Material Sustainability Matters:
- Client Engagement
- Capital Management and Debt Restructuring
- Asset Capacity and Integrity
- Supply Chain Management

Stakeholders:
SI GR FI CP SS EM BA

UN SDGs:

Shifting Towards Low-Carbon

The transition towards low-carbon practices provides opportunities to leverage renewable energy sources and implement energy-efficient technologies across our operations.

Material Sustainability Matters:
- Pollution and Waste Management
- Climate Change and Emissions
- Energy Management

Stakeholders:
GR EM BA SS NG

UN SDGs:

Caring for Our People

We cultivate a supportive work environment, prioritise employee welfare, and participate in initiatives contributing to the communities we serve.

Material Sustainability Matters:
- Occupational Health and Safety
- Labour and Human Rights
- Equal Opportunity, Diversity and Inclusivity
- Community and Society

Stakeholders:
GR EM LC NG ME

UN SDGs:

Strengthening Integrity and Governance

Through transparent and ethical decision-making, we build stakeholder trust and confidence, fostering a culture of accountability and responsibility.

Material Sustainability Matters:
- Good Governance and Anti-Corruption
- Risk Management
- Environmental and Social Compliance

Stakeholders:
SI GR CP SS EM

UN SDGs:

Climate-Related Disclosure

Climate change presents an emerging challenge with far-reaching impacts across industries and communities, particularly the O&G sector. Understanding these risks is crucial for adapting to climate-related challenges and developing strategies for a smooth transition to a low-carbon economy.

In FY2024, SEB initiated our Climate-related Disclosures incorporating elements from the IFRS S2 Climate-related Disclosures, in alignment within the National Sustainability Reporting Framework ("NSRF"). Our climate disclosures are structured around the four core pillars of Governance, Strategy, Risk Management, and Metrics and Targets.

Governance

The Board provides strategic oversight of climate-related risks and opportunities, supported by the SSC in the evaluation and management of these matters.

Oversight and Management of Climate-Related Risks and Opportunities

Board's Oversight

- Oversees sustainability-related risks, including those linked to climate change
- Receives updates on sustainability and climate-related matters from the SSC based on the Group's risk assessments

Management's Role

- The SSC advises the Board on sustainability strategies, initiatives, and targets, including climate-related initiatives
- Oversees the implementation of sustainability initiatives, including those related to climate, and reports progress to the Board

Strategy

As part of our low-carbon transition, we are committed to enhancing climate awareness, streamlining our strategic direction with the Group's Sustainability Policy and Climate Change Policy, monitoring environmental impacts to address climate-related risks and opportunities. In FY2025, we continue tracking our Scope 1 and 2 GHG emissions, and initiated disclosure of Scope 3 emissions, aligning climate-related disclosures with regulations and established climate-related KPIs.

Risk Management

Our climate-related material sustainability matters include Pollution and Waste Management, Climate Change and Emissions, Energy Management and Water Consumption. We have outlined our risk management approach for these matters, with performance details featured within the Shifting Towards Low Carbon section.

Climate-Related Disclosure

Metrics and Targets

We identified Pollution and Waste Management, Climate Change and Emissions, and Energy Management as the three most material climate-related matters impacting our business. To evaluate our performance in these areas, we track and disclose the following metrics.

Metric	Unit	Description
Energy Usage	Gigajoules ("GJ")	Tracks total fuel and electricity consumption.
GHG Emissions	Tonnes of carbon dioxide equivalent ("tCO_2e")	Measures total greenhouse gas ("GHG") emissions, including Scope 1, Scope 2 and limited Scope 3 (business travel) GHG emissions.
Fuel Consumption	Litres ("L")	Measures the total amount of fuel used.
Electricity Consumption	Kilowatt-hours ("kWh")	Records the total electricity consumption.
Waste	Metric tonnes ("MT")	Quantifies the total amount of waste generated.

To support our sustainability goals, we have established annual KPIs aimed at reducing emissions and waste generation. These KPIs enable performance monitoring and regular evaluations to ensure continuous improvement and effective management of climate-related risks and opportunities.

- Establish a baseline year for GHG Scope 1 and 2 emissions by 31 January 2024
- Setting Carbon Intensity Target for Scope 1 and 2

SUSTAINABLE ECONOMIC GROWTH

Client Management

Capital Management and Debt Restructuring

Asset Capacity and Integrity

Supply Chain Management

SEB places a strong emphasis on embedding sustainability into its business strategies to drive economic growth responsibly. Through thoughtful initiatives and sound decision-making, we aim to deliver economic value while upholding ethical standards, ensuring positive impacts for our stakeholders and the broader community.

Sustainability Performance Highlights:

87.5% customer satisfaction score in FY2025

51% total suppliers and vendors are local to the operations

8 DECENT WORK AND ECONOMIC GROWTH

Sustainable Economic Growth

CLIENT ENGAGEMENT

Our client engagement practices are guided by our ISO 9001:2015-certified Quality Management System ("QMS"), which focuses on understanding and meeting customer requirements. We prioritise feedback and maintain seamless communication, both internally and externally to enhance service quality, consistency and reliability.

Quality Rules Implementation

Continue the implementation of the 9 Quality Rules ("9QRs") through Q-Cards, mirroring the 9 Life-Saving Rules ("9LSR") under the U-See U-Act ("UCUA") programme.

Engage quality personnel as Root Cause Analysis ("RCA") Coordinator for investigating Cost of Poor Quality ("CoPQ") cases.

Quality Commitment Demonstration

Foster a culture of quality through active participation by Business Units and Project Management Teams ("PMTs") in key Quality programmes, including:

- Management Visits
- Quality walkabouts or similar activities
- Promoting Quality through campaigns, such as appreciation and recognition schemes, sharing Quality news or bulletins and related initiatives.

OUR WAY

3 Values

Honest

- Uphold moral and ethical conduct
- Demonstrate visible leadership in every task with a culture of positive coaching and mentoring
- Seek/Promote new ideas and value constructive feedback
- Report & investigate all incidents openly and honestly

Accountable

- Ensure all leaders demonstrate their accountability by driving the Quality, Health, Safety and Environment ("QHSE") objectives
- Be proactive at all times to deliver the intended outcome and improve the process
- Actively uphold asset integrity and drive operational excellence
- Ensure all procedures are current, reviewed and utilised

Respectful

- Continue to nurture ESG initiatives, with focus on carbon emissions reduction
- Invoke & cherish a culture of participation from all
- Value OUR people and nurture growth internally
- Demonstrate compliance, walk the talk, and lead from the front

3 Principles

Pride in Result

- Deliver excellent quality in a cost-effective manner by Execution with a risk management mindset
- Improve uptime through effective diagnostics and reduce workload: by Simplification & Standardisation (E.S.S.A.)
- Strengthen our fundamental competencies and understand all systems, processes & regulations

Commitment to Collaboration

- Prioritise team integrity and cascade our message consistently
- Actively support BID RIGHT and validate the deliverables
- (Re)build relationships and strengthen trust with all stakeholders with open communications and collaboration on assurance
- Drive standardisation and harmonisation across SEB

Spirit of Innovation

- Sincerely exercise care and hurt no one by imposing more E-initiatives
- Eliminate DROPS, HiPos & Environmental harm
- Promote Stop Work Authority & Intervention Culture by Step back - Reassess - Re-assure
- Attract, develop and retain talent

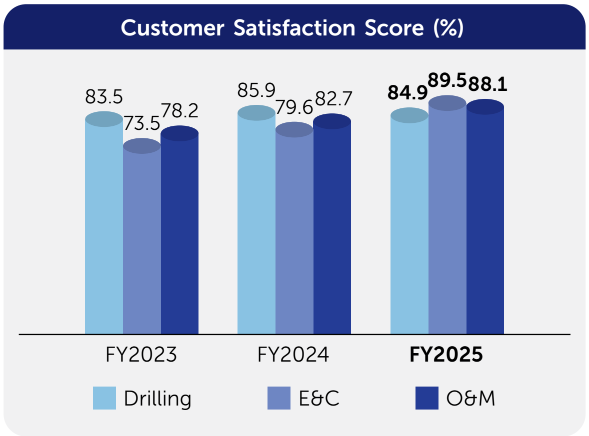
Sustainable Economic Growth

By integrating these practices into our operations, we deliver superior value to our clients while driving operational excellence.

In FY2025, the Group demonstrated its commitment to excellence and quality through the successful completion of the 2023 Chevron Offshore Installation and Removal Campaign Project. This achievement was recognised with the prestigious Chevron award, celebrating the safe and efficient execution of the RFP1 installation and platform removal campaign. The project was completed without any major quality incidents, reflecting our steadfast adherence to rigorous quality standards and operational best practices.

To ensure the highest standards of quality, we conduct customer satisfaction surveys for every project. These surveys provide valuable feedback and insights into client perspectives on our products and services, enabling us to improve our processes and align with our Quality Policy.

Over the past three years, our customer satisfaction levels have steadily improved, achieving a cumulative score of 87.5 percent in FY2025 across three business divisions. The results underscore our resolve for delivering quality products and services.

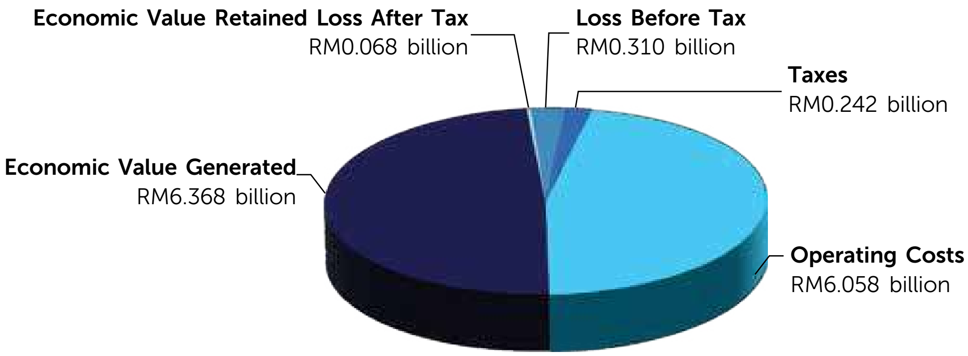


CAPITAL MANAGEMENT AND DEBT RESTRUCTURING

Capital management and debt restructuring are vital to SEB's financial stability and growth - not just to meet current obligations, but to secure the Group's long-term viability. These efforts optimise resources, manage financial obligations and enhance liquidity, ensuring investor confidence and long-term value creation for shareholders.

The Group actively engages with key stakeholders, ensuring transparent and regular communication through formal and informal channels. These include regular meetings with the BRTF, MCF financers, regulators, the White Knight and major shareholders. These ongoing communications reflect the Group's commitment to transparency and fostering alignment among stakeholders, as we work with resilience and determination to address our financial challenges.

For FY2025, the Group's strategic priorities remain focused on managing cash flow constraints, optimising economic performance and implementing restructuring measures.



Note

1. *Economic performance data encompasses the E&C, O&M, Drilling and Corporate divisions.*
2. *Employee wages and benefits and procurement spent are included under operating costs.*
3. *Taxes consist of income tax, which includes payments to the government amounting to RM0.081 billion.*

Sustainable Economic Growth

ASSET CAPACITY AND INTEGRITY

SEB's long-term sustainability relies on maintaining robust asset capacity and integrity. By regularly assessing our physical, financial and intellectual resources, we strike a balance between EESG priorities. Effective asset management allows us to create value for stakeholders, mitigate risks and seize opportunities for sustainable growth.

Our approach focuses on sustainability, robust risk management and proactive stakeholder engagement across the following pillars:

1
We implement approved controls to prevent environmental pollution, minimise ecological impact and reduce emissions.

2
Our commitment to Health, Safety and Environment ("HSE") standards safeguards the well-being of our workforce and communities.

3
We prioritise transparency, ethical business practices, and accountability, adhering to established frameworks to earn and maintain stakeholder trust.

SUPPLY CHAIN MANAGEMENT

Supporting local suppliers fosters economic growth and strengthens our supply chain. Local sourcing contributes to community development and enhances operational efficiency and resilience.

The Group remains committed to supporting local suppliers across all operational regions, selecting them based on financial stability, product and service quality, adherence to HSE standards and legal compliance. While foreign procurement provides specialised expertise, we prioritise local sourcing to meet stakeholder expectations, uphold ethics and deliver value.

Our procurement process requires vendors to complete a Vendor Registration Form and submit relevant documents for due diligence. The Procure-to-Pay (P2P) Procedure integrates environmental impact, ethics, social responsibility, transparency and accountability considerations. Each business unit evaluates these factors to mitigate climate-related risks, optimise costs and create long-term value.

Procurement Planning → **Purchase Requisition** → **Sourcing** → **Evaluation** → **Award to Vendor** → **Expediting & Receiving** → **Payment**

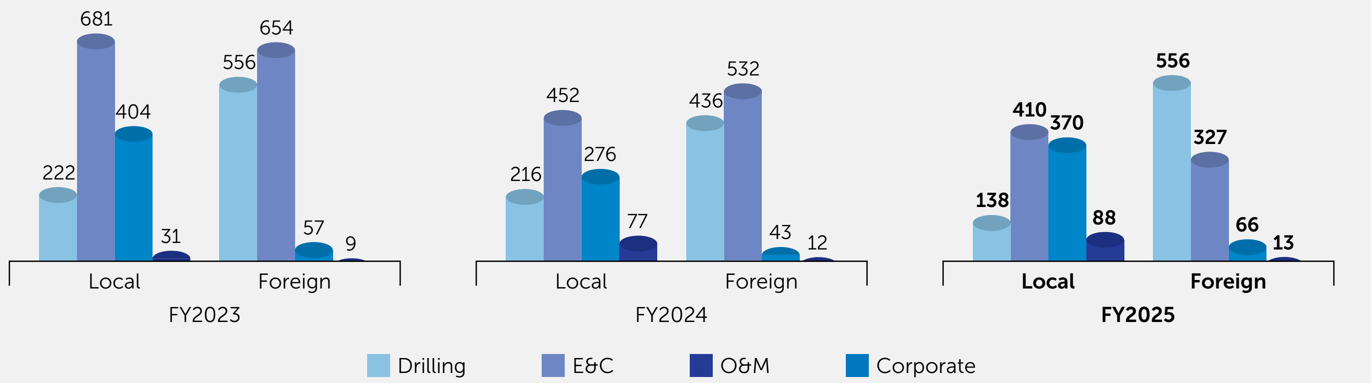
Sustainable Economic Growth

Our vendors are further categorised into Strategic Vendor List ("SVL") and Preferred Vendor List ("PVL").

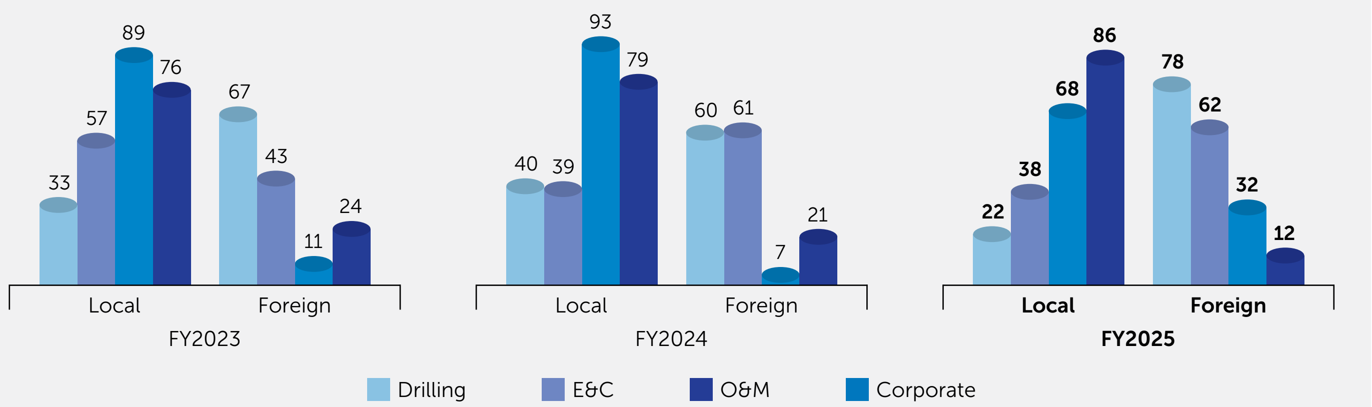
SVL Criteria	PVL Criteria
• High expenditure and frequent usage over the past 5 years • Limited competition within the category • Vendors with global reach/footprint and businesses cutting across multiple categories • Category is critical to business success (security of supply and competitive advantage) • Technical leaders within the industry • Supported SEB through difficult period	• Good track record with SEB and/or major clients • Cost competitiveness • Limited vendors within the category (shortlisted bidder list) • Global Frame Agreements with major clients • Supportive during tough times • Compliant to SEB's terms and conditions

In FY2025, SEB engaged with 1,968 suppliers, of which 51 percent were local to their respective projects. The total procurement spent for the year amounted to RM1.8 billion.

Number of Suppliers



Proportion of Procurement Spending (%)



Sustainable Economic Growth

Supplier ESG Assessment

The Group enhanced its supplier evaluation process in FY2025 by integrating an ESG risk assessment checklist to ensure sustainability and regulatory compliance across the supply chain. Covering 28 vendors, the assessment reinforced alignment with industry standards critical to safe oil and gas operations.

Anti-corruption policies, whistleblowing mechanisms, and ethical business practices were key areas of evaluation, alongside data protection measures, incident response processes, and enterprise risk assessments. Compliance with regulatory requirements over the past three years was also reviewed, with all vendors meeting the necessary standards and 83 percent providing anti-bribery and anti-corruption training.

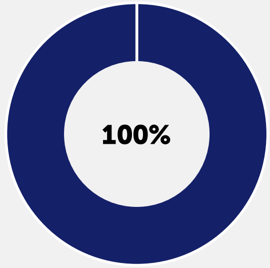
Assessments also covered energy consumption tracking, GHG emissions reduction initiatives, and environmental management, including hazardous waste handling, emissions control, and responsible raw material sourcing. Findings showed that 79 percent of the vendors actively monitored their energy usage, supporting sustainable operations in the sector.

Industry-specific safety legislations, structured safety audits, and Occupational Health and Safety ("OHS") training programmes were reviewed to further ensure OHS compliance. Human rights and labour standards were also assessed, with all of our vendors maintaining policies and measures that address child labour, forced labour, workplace harassment, and discrimination.

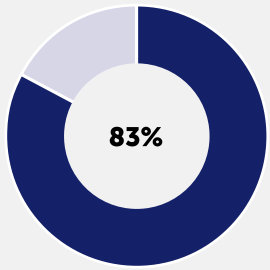
Quality assurance remained a priority, with assessments covering the robustness of quality management systems, documented inspection and certification processes, as well as adherence to industry best practices. These measures ensure the reliability of equipment, materials, and services that support safe and efficient oil and gas operations.

Supplier ESG Assessment

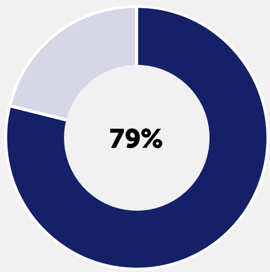
Complies with all relevant regulations



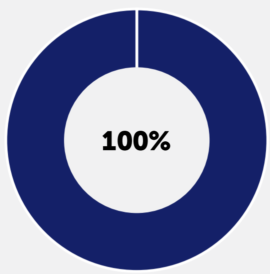
Provides Anti-Corruption and Anti-Bribery Training to Employees



Tracks their Energy Consumption



Established a Human Rights and Labour Standards Policy



SHIFTING TOWARDS LOW CARBON

Pollution and Waste Management

Climate Change and Emissions

Energy Management

Water Consumption

As the world intensifies efforts to combat climate change, reducing carbon emissions is a strategic imperative. SEB strives to transition to a low-carbon operations to remain competitive in a rapidly evolving global landscape. Embracing low-carbon solutions mitigates environmental impact, enhances operational efficiency, meets regulatory requirements and aligns with the growing demand for cleaner energy. These efforts reinforce our commitment to reducing our carbon footprint.

Sustainability Performance Highlights:

35% decrease in Scope 2 GHG emissions (compared to FY2024)

25% decrease in water consumption (compared to FY2024)

429 tonnes of waste diverted from landfills

13 CLIMATE ACTION

Shifting Towards Low Carbon

POLLUTION AND WASTE MANAGEMENT

The management of pollution and waste is essential in our efforts to achieve environmental sustainability. We adhere to the International Convention for the Prevention of Pollution from Ships (MARPOL 73/78) as well as local environmental laws and regulations. Mitigation measures are implemented according to approved procedures and plans to reduce our environmental impact. Our efforts extend beyond vessels, incorporating the management of hazardous and non-hazardous waste, effluent discharges, spill management, and additional measures to reduce our ecological footprint.

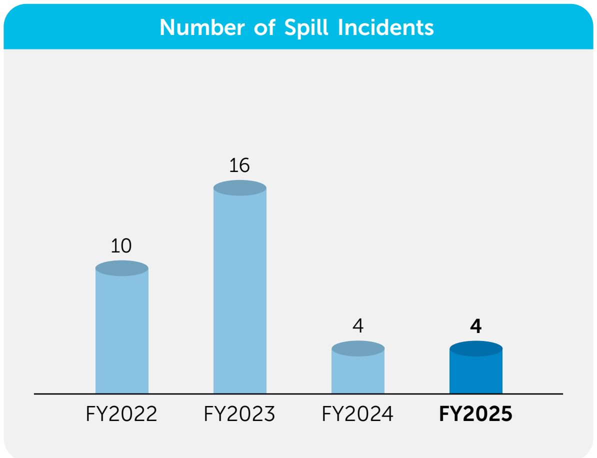
Additionally, in FY2025, we have enhanced our disclosures to include sewage and bilge water discharge from our vessels and rigs, reflecting our commitment to responsible resource management and effective pollution control.

Spills Management

The Group strictly complies with both local and international spill prevention regulations and implements industry best practices to prevent environmental contamination. Our offshore facilities are equipped with Response Plans and Shipboard Marine Pollution Prevention Plans (MARPOL Annex I) to manage potential spills effectively. All incidents are reported to our online reporting system within 24 hours, Synergi Life - ensuring prompt notification of relevant personnel. This cloud solution centralises all reported incidents, enabling comprehensive investigations into root causes to prevent future occurrences.

In FY2025, four spill incidents were recorded. All incidents led to the discharge of oil or chemicals into the environment, with each oil measuring less than one barrel. To mitigate the risk of environmental spills, we continue to enhance awareness about the impact of oil spills on terrestrial and marine ecosystems. This encourages proactive reporting among our project teams and offshore crew.

Note: Spill data is only from wholly-owned subsidiaries under the Drilling, O&M and E&C segments.



Shifting Towards Low Carbon

Waste Management

Our global operations manage and handle hazardous waste in accordance with local environmental laws and regulations. We engage licensed waste disposal companies to manage waste generated from our activities, ensuring responsible recycling, treatment, recovery (where possible) or disposal.

Vessel waste management aligns with MARPOL 73/78 - Annex V Prevention of Pollution by Garbage from Ships. Our offshore operations on vessels and rigs use a Garbage Management Plan ("GMP"), that outlines the waste tracking system and supports shipboard processing. The objective of the GMP is to reduce waste production from daily operations where feasible, and to ensure that waste is managed in accordance with local and international laws where applicable. Throughout the year, we have implemented initiatives to raise awareness and minimise our environmental impact.

E-Waste Recycling Campaigns

In FY2024, SEB organised two e-waste recycling campaigns in collaboration with a licensed e-waste collector to support responsible waste management.

1,753 kg of E-Waste was collected in April 2024

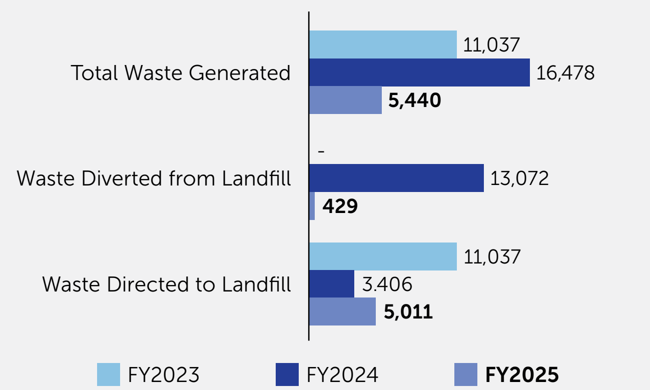
520 kg of E-Waste was collected in September 2024

Waste generated from our operations is segregated into hazardous, non-hazardous and construction waste categories. We have observed an increase in total waste production from FY2023 to FY2024, attributed to higher vessel utilisation and drilling operations. To address the rise in waste generation, we are continuously improving waste management practices across all business segments, with a focus on efficiency, compliance, and environmental responsibility.

In FY2025, total waste generated amounted to 5,440 tonnes, of which 59 percent consisted of non-hazardous materials. Of this total, 429 tonnes of waste were diverted from landfills and incinerators. Waste diversion treatment primarily involves the recovery and recycling of waste. The substantial reduction in total waste disposed across all business divisions is attributed to the decline in our operational activities.

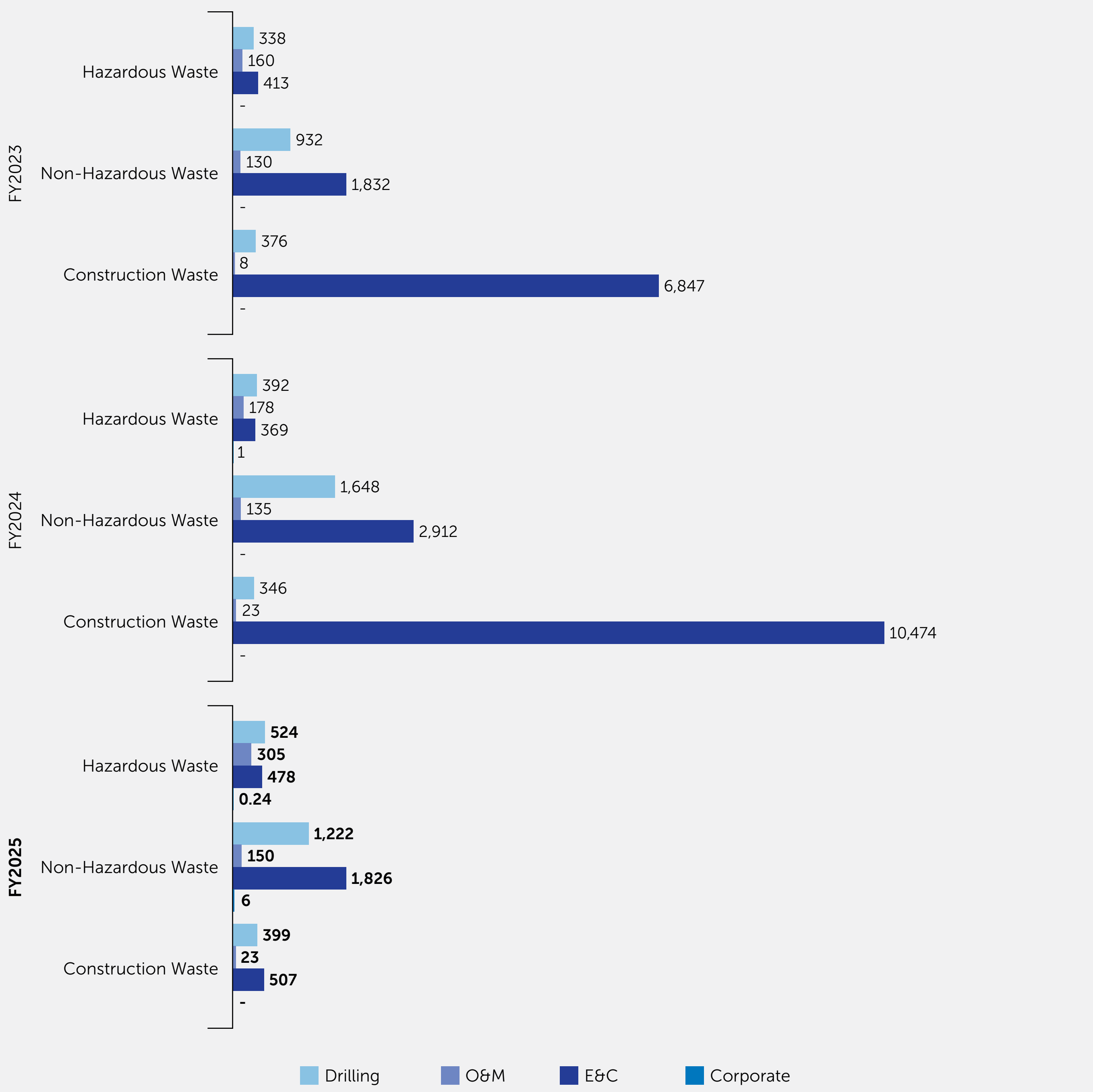
We are enhancing our data management practices for waste diverted from vessels and rigs, concentrating on improving the accuracy and efficiency of tracking disposed waste and its treatment type.

Total Waste (tonnes)



Shifting Towards Low Carbon

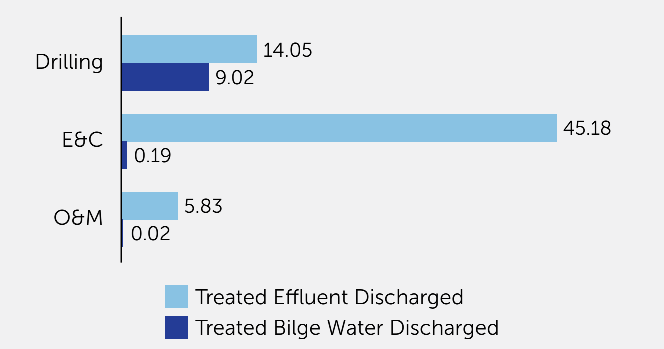
Types of Waste by Business Division (tonnes)



Effluent Management

We have implemented measures to track the sewage and bilge water discharged from vessels operated by the Group. During the year under review, the total volume of water (effluent) discharged was 74 ML. The treatment and discharge of sewage and bilge water onboard Group offshore facilities are conducted in strict compliance with MARPOL regulations.

Total Effluent Discharged in FY2025 (ML)



CLIMATE CHANGE AND EMISSIONS

Addressing climate change and emissions is critical for SEB, as these factors directly impact our operational efficiency, regulatory compliance and long-term sustainability. To this end, we prioritise initiatives aimed at reducing emissions and optimising our operations. Beginning in FY2024, we commenced reporting Scope 1 and 2 emissions in accordance with the GHG Protocol. Additionally, this year we have included Scope 3 reporting, specifically related to business travel by air and employee commuting.

We managed multiple vessels berthing operations at Labuan Shipyard Engineering (LSE), where vessels are docked side by side. Only one vessel, the *Sapura Aman*, remained operational during this period, providing utilities and support to the other vessels (*Sapura 300, Sapura Duyong, and KPV Redang*), which were powered off.

Conventional lighting systems in offshore operations, including drilling rigs and vessels, are being progressively replaced with energy-efficient LED alternatives. Obsolete or failed conventional lighting is systematically substituted with LED systems as part of ongoing operational upgrades.

GHG Emissions

The total combined emissions for the Group in FY2025 amounted to 225,553 tCO_2e, reflecting an 8 percent decrease compared to the previous year, primarily driven by the reduction of operations. Meanwhile, Scope 2 emissions continued to account for 2 percent of our total GHG footprint. We commenced Scope 3 emissions reporting this year, from business travel and employee commute.

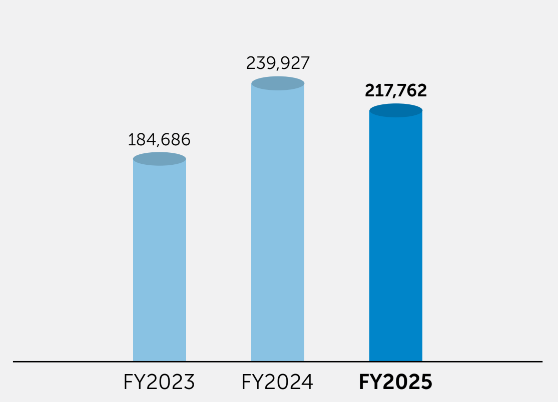
Scope 1

SEB's Scope 1 emissions, primarily from Marine Gas Oil ("MGO"), diesel and petrol consumption, increased by 29 percent in FY2024, compared to FY2023 due to a higher vessel utilisation rate. Emissions in FY2025 decreased by nine percent as compared to the previous year due to reduction in operations.

MGO is used by vessels and rigs, while diesel is used in both offshore and onshore facilities. MGO consumption increased from FY2024 to FY2025, as we transitioned to a low sulphur fuel source for our vessels. Petrol consumption, primarily from our onshore operations at the Lumut Fabrication Yard, decreased by 66 percent in FY2025, due to reduced activities at the yard.

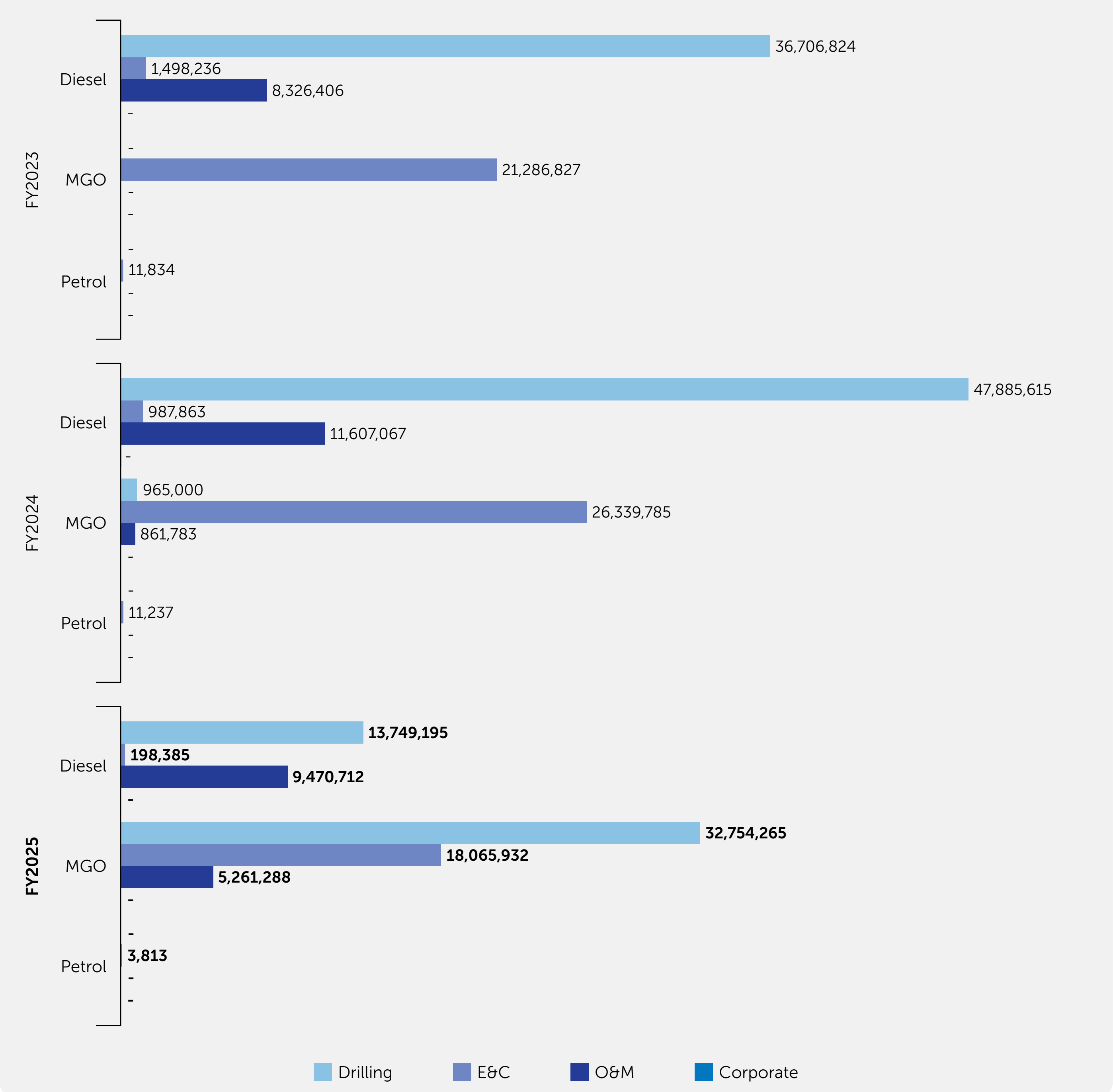
Note:
The Scope 1 emissions for FY2023 and FY2024 have been restated as part of an erratum following internal data checks in FY2025. The restatement reflects improved classification of fuel types and updated emission factors.

Scope 1 Emissions (tCO_2e)



Shifting Towards Low Carbon

Fuel Consumption (L)

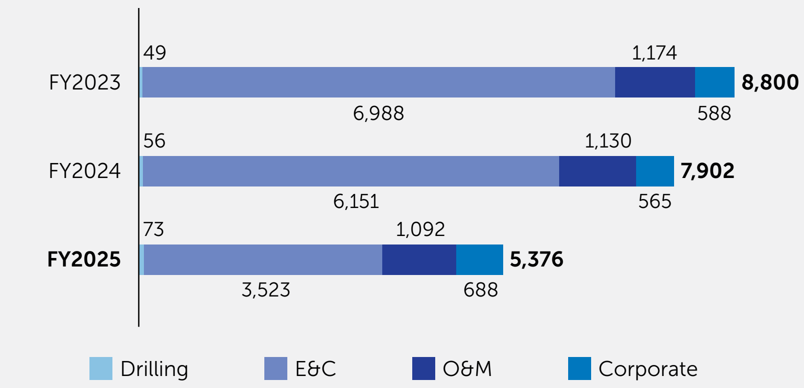


Shifting Towards Low Carbon

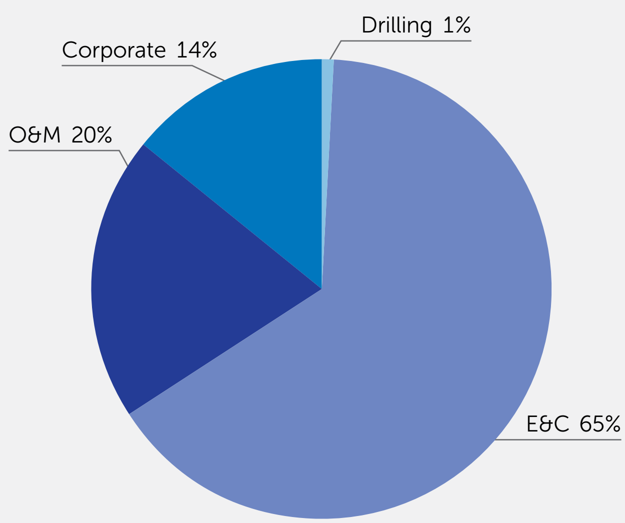
Scope 2 GHG Emissions

Scope 2 emissions arise from the electricity purchased from the national grid for onshore operations, including our global offices. The electricity consumption for the Corporate division in FY2022 and FY2023 have been restated as part of an erratum to improve data accuracy. The revised figures now reflect only the electricity usage associated with SEB's operations at Sapura@Mines, which served as the Group's headquarters prior to the relocation to Menara PNB.

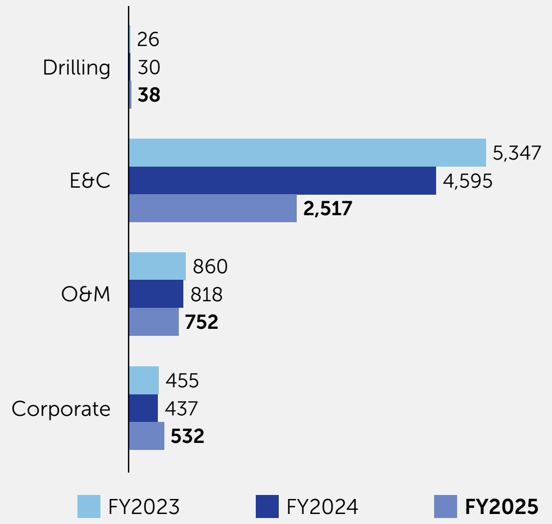
Purchased Electricity by Business Division (MWh)



Scope 2 Emissions by Business Division



Scope 2 GHG Emissions (tCO_2e)



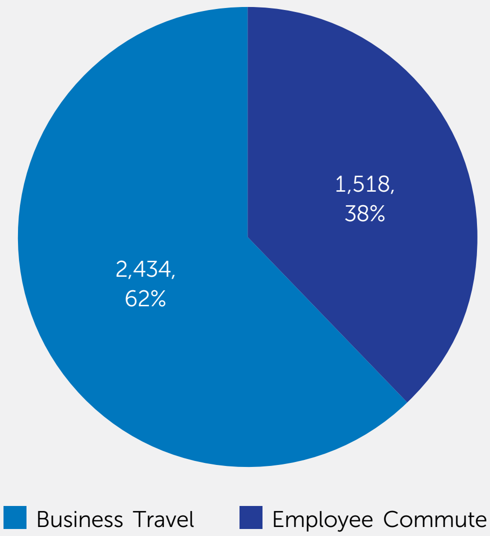
Shifting Towards Low Carbon

Scope 3 GHG Emissions

We strive to improve our GHG emissions reporting and enhance the quality and coverage of our disclosures. This year, we have reported Scope 3 emissions data from our Drilling, E&C, O&M, and Corporate segments under Category 6: Business Travel and Category 7: Employee Commuting. Business air travel is documented using data provided by our travel agent, while employee commuting figures are derived from surveys conducted among our onshore employees. These surveys were completed in July 2024, with a 60 percent response rate, and January 2025, with an 82 percent response rate. To promote environmentally friendly transportation and reduce Scope 3 emissions from employee commuting, SEB has implemented a commuting allowance. This initiative encourages employees based at Menara PNB to utilise urban rail systems as their preferred mode of transport.

Note:
1. *Calculation methodology is based on the GHG Protocol Corporate Accounting and Reporting Standards and IPCC Guidelines for National Greenhouse Inventories*
2. *Scope 1 emissions factors were sourced from the UK Government's GHG Conversion Factor 2023 and the IPCC Guidelines for National Greenhouse Inventories*
3. *Scope 2 emissions factors were sourced from published location-based emission factor i.e. National Energy Commission: Grid Emissions Factor (GEF) in Malaysia 2021, UK Greenhouse Gas Conversion Factors for Company Reporting*
4. *Scope 3 emissions factors were sourced from the UK Government GHG Conversion Factors for Company Reporting*
5. *Scope 3 emissions data (Category 7: Employee Commute) was collected through a two-stage survey in July 2024 (data from February to July 2024) and January 2025 (data from August 2024 to January 2025). A total of 1,641 and 1,136 respondents completed the surveys in July 2024 and January 2025, respectively*

Scope 3 Emissions (tCO_2e) in FY2025



ENERGY MANAGEMENT

Managing our energy expenditure is fundamental to SEB's operational efficiency, minimising our environmental impact. Targeted initiatives, such as fitting our rigs with energy-efficient LED lighting and optimising equipment performance through scheduled maintenance, enhances energy efficiency across our operations.

In FY2025, we implemented energy conservation practices and improvements across our business units.

Teluk Kalung Yard (O&M)	Energy Saving Awareness Campaign - Switch off lights and electrical appliances Phased out incandescent lightbulbs and replaced with LEDs Scheduled air conditioner filter maintenance to increase efficiency
TMT Australia (E&C)	Implemented Energy Saving Awareness Installed timer wall plugs to kitchen warmer and vibrator machine in the workshop
All Rigs (Drilling)	Installed LED lights to reduce energy consumption at all of our 11 rigs Executed Lift Less initiatives at 3 rigs which further reduced carbon emissions from the crane

Vessels Management

Our vessels operate with a Ship Energy Efficiency Management Plan ("SEEMP") which optimise energy usage, reduce fuel consumption and minimise environmental impact. The following vessels have implemented the approved SEEMP:

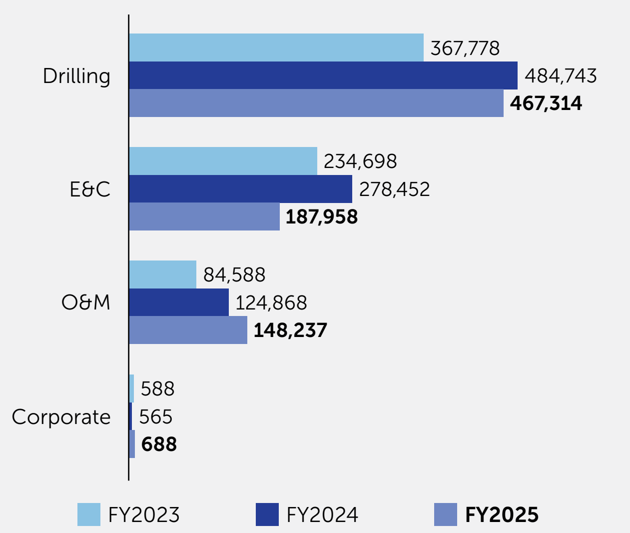
E&C	O&M
Sapura 1200	*KPV Redang*
Sapura 3500	*MV Gemia*
Sapura Constructor	*Sapura Duyong*
	Sapura Aman
	KPV Kapas
	Sapura Wira
	Sapura Jane
	Sapura Conquest

Shifting Towards Low Carbon

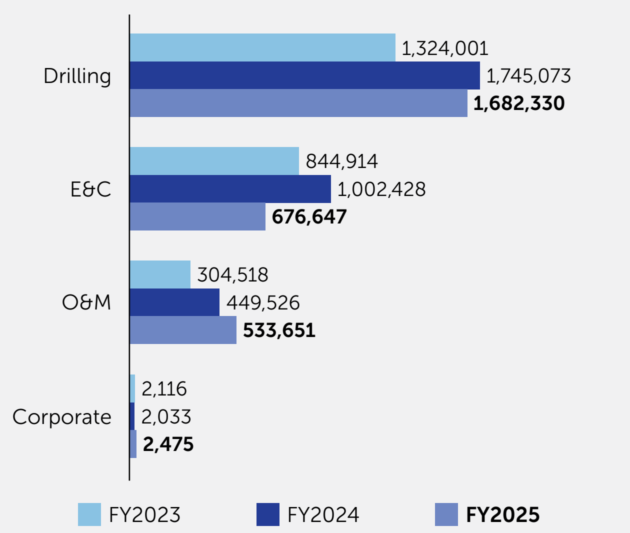
The Group monitors and reports energy consumption across its four business segments: Drilling, E&C, O&M and Corporate. In the year under review, SEB's total energy consumption amounted to about 2.9 million gigajoules, comprising purchased electricity and fuel sources such as MGO, petrol and diesel.

The decrease 10 percent in total energy consumption compared to FY2024 can be attributed to decrease in fuel consumption for both the Drilling and E&C divisions, as a significant portion of our energy consumption comes from the Drilling division.

Energy Consumption (MWh)



Energy Consumption (GJ)



Note:
1. *Data coverage for Energy Consumption for Drilling, E&C, and O&M divisions: Vessels, Drilling Units and onshore facilities (Yards and bases)*
2. *Data coverage for Purchased Electricity: Drilling, E&C, O&M and Corporate divisions, from our global operations. (Angola, Australia, India, Malaysia, Mexico, Thailand, UK, USA)*
3. *Energy conversion factors were extracted from the UK Government's GHG Conversion Factor 2022, 2023 and 2024*

WATER CONSUMPTION

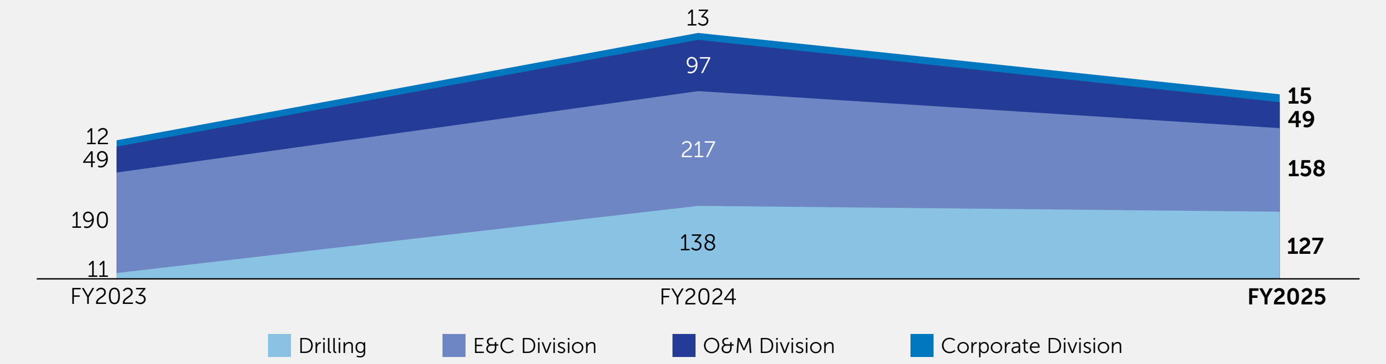
Water is an important resource for SEB's operations. In the Drilling segment, water is primarily used for start-up operations of the oily water separator unit, flushing the oil content monitor, and for freshwater needs such as drinking, cooking, and hygiene during offshore activities. In the E&C segment, water is essential for fabrication processes-including pipe hydrotesting, cleaning and flushing, platform washdowns-as well as for dust suppression and vessel ballasting. The O&M segment depends on water to perform deck cleaning and maintenance, accommodation and domestic use, active operations (drilling equipment and Core Penetration Testing ("CPT")). With global water scarcity on the rise, efficient water management helps reduce environmental impact and ensures operational continuity across all business segments.

Our vessels are equipped with desalination devices. To reduce the strain on the energy-intensive desalination process, we have implemented a water management system tailored to each operation. This ensures that each business division can identify and address water-related impacts in accordance with the approved environmental aspects and impacts procedure. In FY2025, we implemented several initiatives to reduce water consumption. Training the crew in water conservation practices is one of the measures implemented across SEB to enhance awareness of water efficiency and ensure effective implementation.

Shifting Towards Low Carbon

Water consumption across our E&C, O&M, Drilling and Corporate divisions rose by 78 percent in FY2024 compared to FY2023, driven by the expansion of our offshore operations and vessels. In FY2025, overall water consumption saw a 25 percent decrease compared to FY2024, with the E&C division contributing 45 percent of the total amount.

Total Water Consumption (ML)



CARING FOR OUR PEOPLE

Occupational Health and Safety

Labour and Human Rights

Equal Opportunity, Diversity, and Inclusivity

Community and Society

As people are central to our growth and success, we are dedicated to nurturing talent, empowering local communities and fostering strong relationships with stakeholders. We believe that it is our corporate responsibility to cultivate a safe and supportive work environment, promote personal and professional development and create positive impacts in the communities we serve.

8 DECENT WORK AND ECONOMIC GROWTH

16 PEACE, JUSTICE AND STRONG INSTITUTIONS

Sustainability Performance Highlights:

Zero substantiated complaints against human rights violations

46,864 total training hours provided to our employees Group-wide

30% reduction in LTIF compared to the previous year

13,981 attendees on Health & Safety, comprising employees, contract staff, contractors and visitors

OCCUPATIONAL HEALTH AND SAFETY

Workforce health and safety are fundamental to SEB's operations, underpinning our efforts to protecting employees across all functions. From complex infrastructure maintenance and large-scale construction to demanding drilling operations and corporate roles, each area brings unique safety challenges. We embed Occupational Health and Safety ("OHS") practices to prevent incidents, ensure a secure work environment and strengthen our operational resilience.

Health and Safety Governance

We prioritise the well-being of our workforce by implementing a robust health and safety framework, as outlined in our HSE Policy. Within this system, 46 QHSE procedures are readily accessible to all employees through the Total Management System ("TMS") portal. This integrated platform streamlines access to critical information, enhancing decision-making and fosters a safer and productive work environment at every organisational level. Our QHSE framework is strengthened by these ongoing efforts and commitments:

- Establishing Group QHSE governing procedures on the TMS platform
- Ensuring root cause analysis are carried out for fall incidents by the respective incident owners
- Effectively communicating the QHSE message through platforms such as the Group Intranet and Viva Engage
- Observing trends in incident cases and working closely with the operation teams to reduce and prevent re-occurrence through effective action plans
- Ensuring Group QHSE weekly meetings with operating companies' representatives
- Promoting Near Miss Cases (free lessons) and Unsafe Condition & Unsafe Act ("UCUA") reporting
- Participating in proactive activities such as site visits and management reviews
- Verifying and sharing all lessons learned

Compliance with Health and Safety Standards

We are guided by the Occupational Safety and Health Act ("OSHA"), as well as relevant international regulations, ensuring that our safety framework meets rigorous standards across all global operations.

At each project site, a Safety Committee is established to ensure adherence to safety protocols, thoroughly investigate incidents and implement corrective measures.

Additionally, the Group adheres to the 9 Life-Saving Rules established by the International Association of Oil and Gas Producers ("IOGP") in our daily operations.

The 9 Life-Saving Rules		
Bypassing Safety Controls	Energy Isolation	Work Authorisation
Confined Space	Hot Work	Safe Mechanical Lifting
Driving	Line of Fire	Working at Height

Caring for Our People

All employees are reminded to uphold safety standards to prevent risks, accidents and fatalities. Additionally, safety procedures are accessible to employees at all levels via the Group Intranet and Viva Engage platform.

Health, Safety and Environment ("HSE") Best Practices

Safety Reporting

- Synergi Life is a cloud-based reporting system that centralises data for easy access across all sites, enabling efficient tracking and management of incidents, undesired events and key safety metrics.
- Synergi Life tracks and monitors safety reporting, covering the following:
  - Undesired events including incidents
  - Occupational Health and Safety ("OHS") KPI Performance
  - Exposure Value (Man-hours)

Safety Certification

During the year, the following operations maintained their maintain ISO 45001 certification:

- Total Marine Technology (Malaysia) Sdn Bhd
- Sapura Offshore Sdn Bhd
- Total Marine Technology Pty Ltd
- Sapura Pinewell Sdn Bhd
- Sapura Subsea Services Sdn Bhd
- Sapura Drilling Asia Sdn Bhd
- Sapura Energy Australia Pty Ltd
- Sapura Fabrication Sdn Bhd

Audits

In FY2025, internal audits were conducted by a qualified Lead Auditor, focusing on the following areas:

- Internal Audit for ISO 45001:2018
- Subcontractor HSE Audit
- Project specific HSE Audit

Emergency Response Plan

We provided training on protocols and procedures to effectively handle any unforeseen incidents across the company's operations.

- Muster Drill
- Diving Drill
- Abandon Ship Drill
- Facility Emergency Evacuation Drill
- Environment Drill
- Fire Drill
- ERT Drill
- Evacuation Drill and Talk
- Confined Space Drill & Briefing
- Yard Emergency Drill
- First Aid Responders and Fire Warden
- Emergency evacuation floor plan
- Muster/Abandon Ship Drill - EMEPMI Bindu

Caring for Our People

Health and Safety Training

First Aid

Practising essential first aid skills such as wound care and handling fractures

Fire Drill

Training fire wardens and first aiders to respond effectively during fire emergencies

Environment Drill

Training and theoretical exercise (Oil Spill)

Emergency Response Team (ERT) Drill

Administering first aid for a cutting disc injury to the cheek

Malaysian Institute of Road Safety Research (MIROS) Talk

Educating employees about critical road safety issues

Internal Audit

Training on ISO 9001, ISO 45001 and ISO 14001 standards

Health and Safety Performance

In FY2025, we experienced a decrease in our LTIF, which dropped by 30 percent, from 0.27 to 0.19, compared to the previous year. During this period, we recorded 15,574,341 work hours recorded and zero work-related fatalities.

1,174,476 hours
Total training hours for health and safety in FY2025

13,981 attendees
Training on health and safety including employees, contract staff, contractors and visitors

Year	FY2023	FY2024	FY2025
Total number of hours worked	20,808,911	21,929,925	**15,574,341**
Total number of work-related fatalities	0	1	**0**
LTIF	0.62	0.27	**0.19**
Total Recordable Case Frequency ("TRCF")	1.68	0.87	**0.96**

Note:
1. *LTIF was calculated per 1,000,000 hours worked*
2. *TRCF was calculated per 1,000,000 hours worked*

Caring for Our People

LABOUR AND HUMAN RIGHTS

We continuously enhance our labour practices to protect the well-being of our workforce, focusing on safeguarding vulnerable groups such as migrant workers. As a responsible employer, we believe that every individual has a right to a safe workplace and fair employment terms.

Additionally, we have also established a Labour and Human Rights Policy which ensures the safety, dignity and well-being of our workforce.

Our Approach to Labour and Human Rights

- Conduct business in a manner that respects the rights and dignity of all people
- Continuously develop employees' skills, capabilities and career opportunities
- Eliminate discrimination against all employees in the workplace
- Entitle all employees to sick leave and annual leave
- Eliminate forced labour and/or hiring including slave labour, child labour and human trafficking
- Provide a safe and healthy working environment for all employees
- Protect employees from any form of harassment in the workplace
- Ensure all employees are provided with a written and legally binding employment contract

We provide multiple channels for employees to raise any issues or concerns they may have. Our grievance process and whistle-blowing service offers a safe avenue for employees to voice their concerns. Employees can also seek guidance from their Human Resources Business Partner if they need assistance with any challenges they face.

Furthermore, we actively communicate the details of these programmes to all staff and follow strict protocols to ensure the timely and effective resolution of reported matters. The employee handbook is also accessible on the TMS, and we routinely update our Labour and Human Rights Policy to align with recommendations from the International Labour Organization ("ILO").

Zero
substantiated complaints concerning human rights violation

Caring for Our People

Employee Benefits

The Group has introduced a comprehensive review framework that assesses employees on their achievements, skillsets and potential for future growth. This annual evaluation process highlights areas for skill enhancement, celebrates individual accomplishments and helps shape personalised career development pathways. In FY2025, we provided staff health screenings and conducted Mental Health First Aider (Befriender) Training to support employee health and well-being while sustaining optimal work performance.

Benefits	Full-time employees	Part-time employees	Contract employees
1. Life Insurance	✔	–	✔
2. Personal Accident Insurance	✔	–	✔
3. Health care (Medical Outpatient Benefits)	✔	–	✔
4. Health care (Surgical and Hospitalisation)	✔	–	✔
5. Health Screening	✔	–	✔
6. Mental Health Assistance	✔	–	✔
7. Disability and Invalidity Coverage (SOCSO)	✔	–	✔
8. Parental Leave	✔	–	✔
9. Employees Provident Fund ("EPF")	✔	–	✔
10. Social Security Organisation ("SOCSO") and Employment Insurance System ("EIS")	✔	–	✔
11. Stock Ownership	–	–	–
12. Education Assistance	✔	–	✔
13. Flexible Working Arrangement	✔	–	✔
14. Annual Leave	✔	–	✔

Note:
1. *Life insurance does not cover independent contractors (e.g., craft workers)*
2. *Health screening is provided for employees only, aged 40 and above*
3. *Parental leave is set at 98 days of maternity leave for female employees and 7 days of paternity leave for male employees, in accordance with new laws*
4. *For full-time permanent employees with over 3 years of service and under the age of 60, the employer's EPF contribution may reach up to 15%*
5. *EIS is not applicable for employees over the age of 60*

Caring for Our People

Employee Engagement

In FY2025, we focused on strengthening our team dynamics by organising various events to foster greater collaboration and improve overall performance. These initiatives included informative townhall sessions and interactive team-building exercises that promoted closer working relationships and enhanced communication between departments.

Town Hall Meeting Sessions

These sessions provide an opportunity for the Group Chief Executive Officer ("GCEO") to share updates on the plans and progress for the financial year. Additionally, the town halls serve as a platform for recognising achievements and for employees to ask questions and offer feedback.

ESG Learning Week

The ESG Learning Week at Sapura@Mines reinforced these efforts by engaging employees across all business divisions, deepening their understanding of sustainability initiatives in the process.

Chinese New Year Celebration

Hari Raya Celebration

Deepavali Celebration

We embrace cultural diversity by celebrating various festive occasions that reflect the rich heritage of our employees.

Caring for Our People

Futsal Carnival

The SEB Futsal Carnival 2024 at the SLK Sport Centre was a success with over 600 attendees, including leaders from the Group actively participating in the matches.

Merdeka Celebration

Young employees proudly represented SEB in the annual Merdeka Parade in Putrajaya, marching under our colours to celebrate the nation's independence. To mark Merdeka month, SEB also organised a Merdeka Photo Competition, inviting employees to capture the spirit of Jiwa Merdeka through powerful images that reflected unity, pride, and solidarity.

Earth Hour – Turn Off the Lights

Earth Hour offers an opportunity for SEB to engage employees across the globe in sustainability efforts, fostering a sense of shared purpose and team spirit.

2,101
employees received performance review in FY2025

88%
overall employee satisfaction score

Caring for Our People

Employee Recruitment

To build a strong workforce, we have established a comprehensive Recruitment and Selection Policy which promotes fairness and inclusivity throughout our recruitment process. This policy outlines our commitment to equal opportunity, ensuring that all candidates, regardless of their background, are given a fair chance to join our organisation. We actively strive to diversify our talent pool and provide comprehensive training for hiring managers, fostering a supportive environment for employees.

During the year, we onboarded 282 new full-time employees, which equates to a 13 percent hiring rate and a turnover rate of 25 percent (559 turnovers), including both involuntary and voluntary turnover.

Total Number of Full-Time Employee New Hires	FY2023	FY2024	FY2025
By Employee Category			
Senior Management	9	20	**17**
Management	27	59	**67**
Executives	126	343	**185**
Non-Executives	6	18	**13**
By Gender			
Male	111	268	**158**
Female	57	172	**124**
By Age			
Below 30 years	34	164	**85**
30 - 50 years	107	250	**168**
Above 50 years	27	26	**29**

Total Number of Employee Turnover	FY2023	FY2024	FY2025
By Employee Category			
Senior Management	21	9	**22**
Management	96	54	**97**
Executives	460	239	**380**
Non-Executives	56	13	**60**
By Gender			
Male	436	230	**378**
Female	197	85	**181**
By Age			
Below 30 years	105	50	**44**
30 - 50 years	486	246	**409**
Above 50 years	42	19	**106**

Note:

1. *The involuntary departure refers to a condition where an employer decides to terminate an employee's contract due to poor performance, misconduct, redundancy, layoff. The involuntary departure mainly contributed by E&C: 65%, followed by Corporate: 18%, O&M: 14%, and Drilling: 3%*
2. *The voluntary departure refers to employee who decides to leave their job on their own accord due to career change, personal reasons, relocation. The voluntary departure mainly contributed by E&C: 48%, followed by Corporate: 30%, O&M: 12%, and Drilling: 10%*

Caring for Our People

Parental Leave

At SEB, we provide parental leave to help parents balance their work and family responsibilities and to enhance employee well-being. In FY2025, 107 employees utilised parental leave.

	Gender	FY2023	FY2024	FY2025
Number of employees that took parental leave	Men	48	74	**74**
	Women	67	53	**33**
Number of employees returned from parental leave	Men	48	74	**74**
	Women	67	53	**33**
Number of employees return to work after parental leave ended that were still employed 12 months after their return to work	Men	30	61	**62**
	Women	55	51	**30**

EQUAL OPPORTUNITY, DIVERSITY AND INCLUSIVITY

Promoting workplace diversity boosts productivity and optimises business outcomes. A team with diverse skills, backgrounds and perspectives fosters synergy across departments, creating a culture of knowledge sharing. With operations in over 10 countries, we take pride in the rich diversity within our team, which includes individuals from more than 25 nationalities, who work together towards shared goals and values. Respect in our multinational setting is central to our culture, facilitating collaboration and mutual understanding.

While approximately 98 percent of our workforce is Malaysian, we remain committed to prioritising the recruitment of local talent in every region where we operate. This strengthens local economies and enriches our team with diverse insights and experiences.

Additionally, we practice inclusivity, hiring talent from diverse backgrounds and age groups, cultivating a dynamic and vibrant workplace. With 30 percent of our new hires under 30, we seek to drive innovation and develop an inclusive, forward-thinking organisational culture.

Board Composition

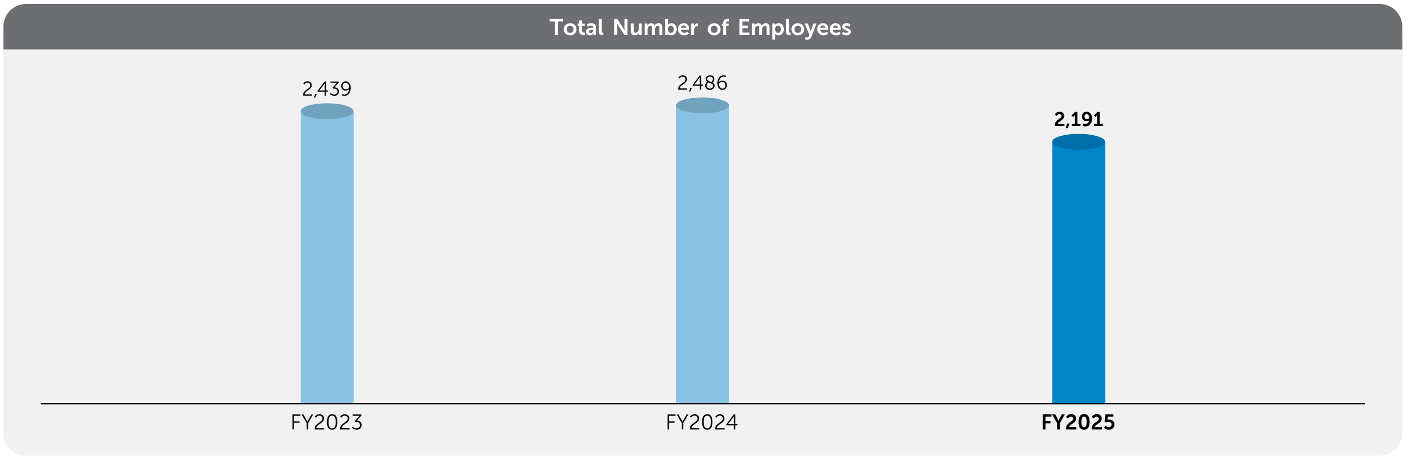
Our Board consists of 80 percent male and 20 percent female members. In terms of age distribution, 10 percent of our Board members are aged between 30 and 50, 40 percent are between 51 and 60, and 50 percent are over 60.

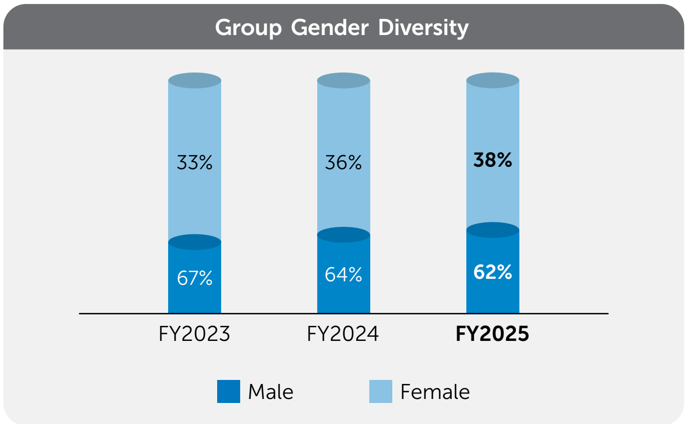
Board Diversity	FY2023	FY2024	FY2025
By Gender			
Male	100%	91%	**80%**
Female	0%	9%	**20%**
By Age			
30 - 50 years	10%	18%	**10%**
51 - 60 years	50%	46%	**40%**
Above 60 years	40%	36%	**50%**

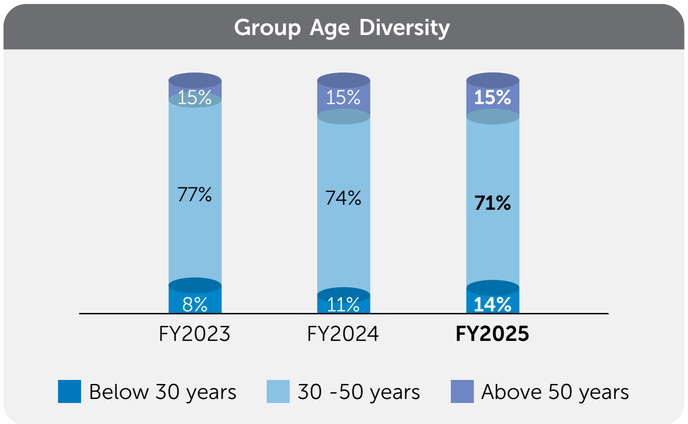
Caring for Our People

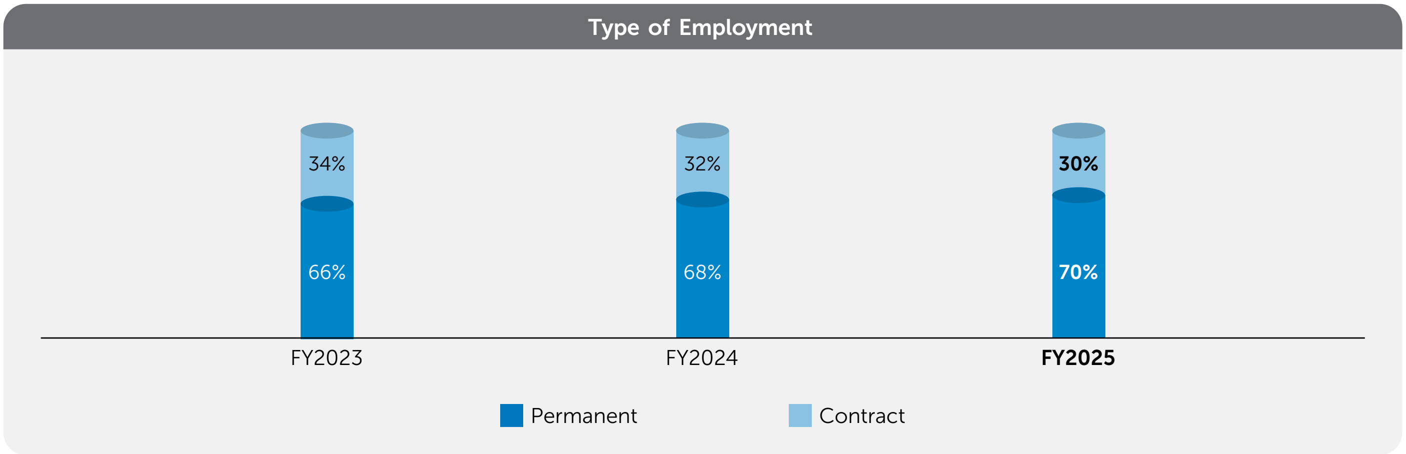
Group Workforce Diversity

During the reporting year, our full-time workforce comprised 2,191 employees, with 62 percent male and 38 percent female. In terms of age distribution, 14 percent were under the age of 30, 71 percent were between 30 and 50, and 15 percent were over 50. Additionally, contract employees accounted for 30 percent of our workforce, while 70 percent held permanent positions.



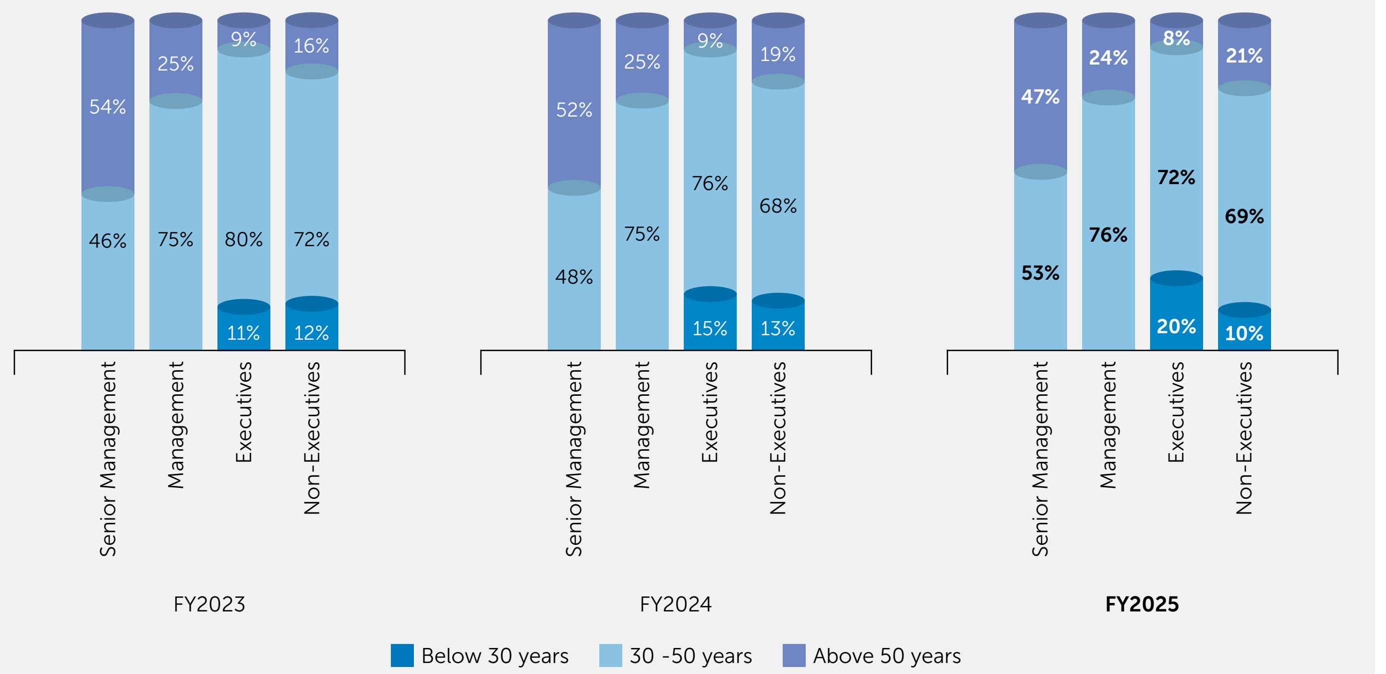




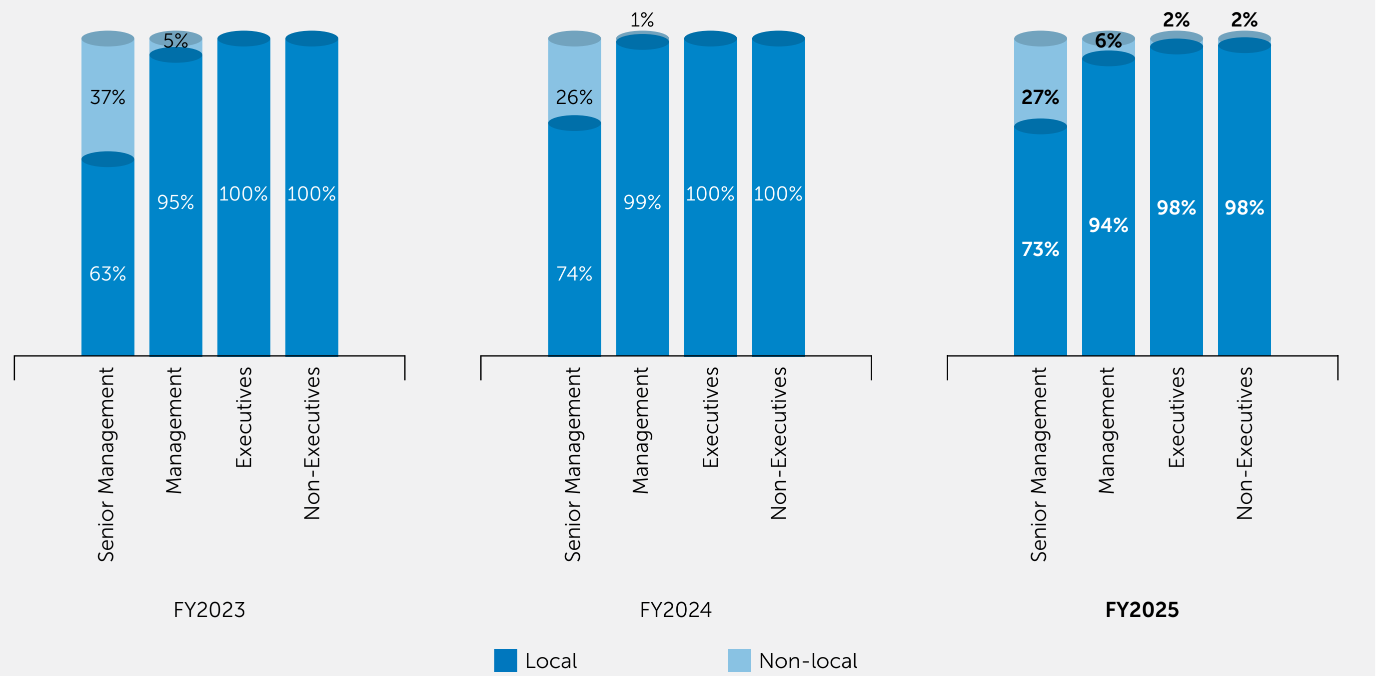


Caring for Our People

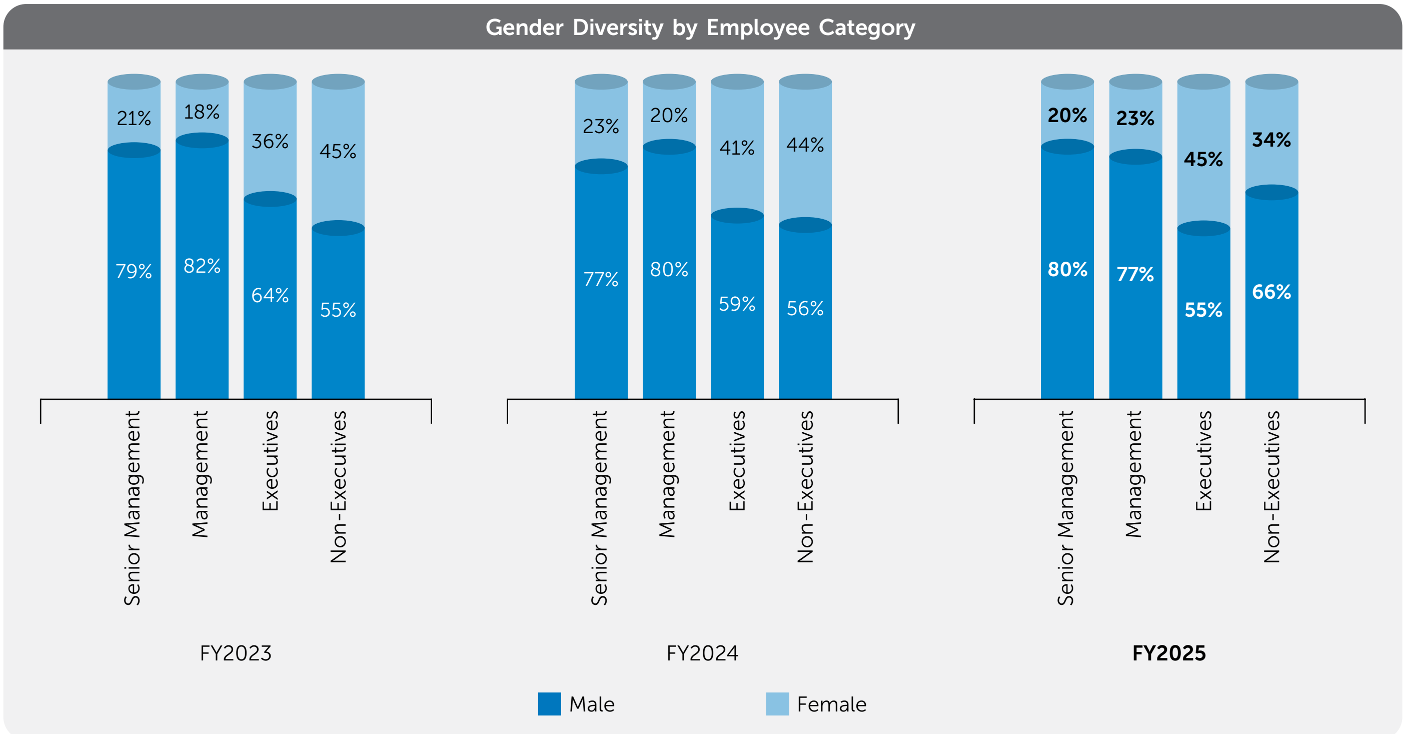
Age Diversity by Employee Category



Employee Nationality by Employee Category



Caring for Our People

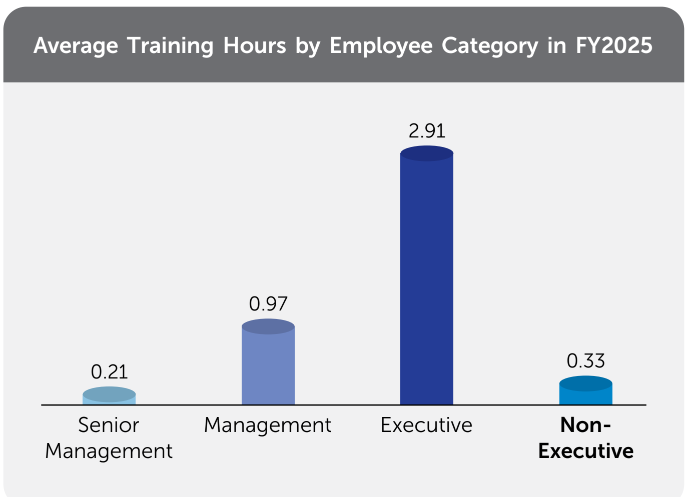


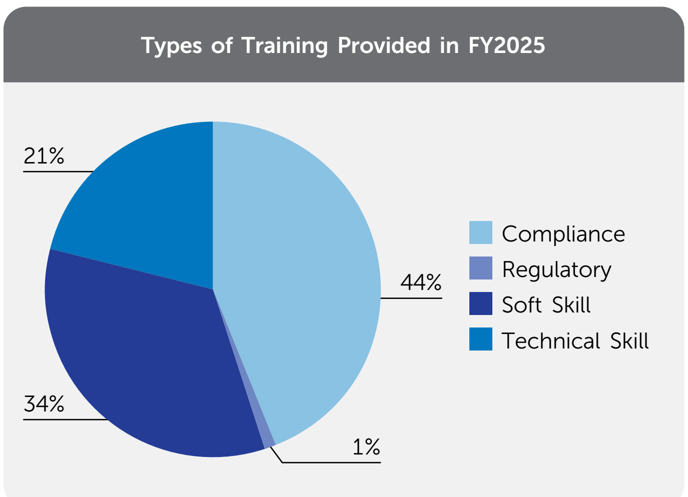
Note: Local employees refer to those who hold citizenship as well as expatriates who have resided in the country with Permanent Residency ("PR") or a Residence Pass-Talent specific to the operating country.

Training and Development

During the reporting year, we provided a total of 46,864 hours of training with a total of 1,677 attendees to enhance performance across a range of roles. These programmes were covered areas such as compliance, operational excellence, soft skills, leadership development, technical skills and regulatory knowledge, ensuring that our team has the necessary expertise needed to excel. As there are unique requirements at various career stages, we customised training hours to address the specific needs of various roles.

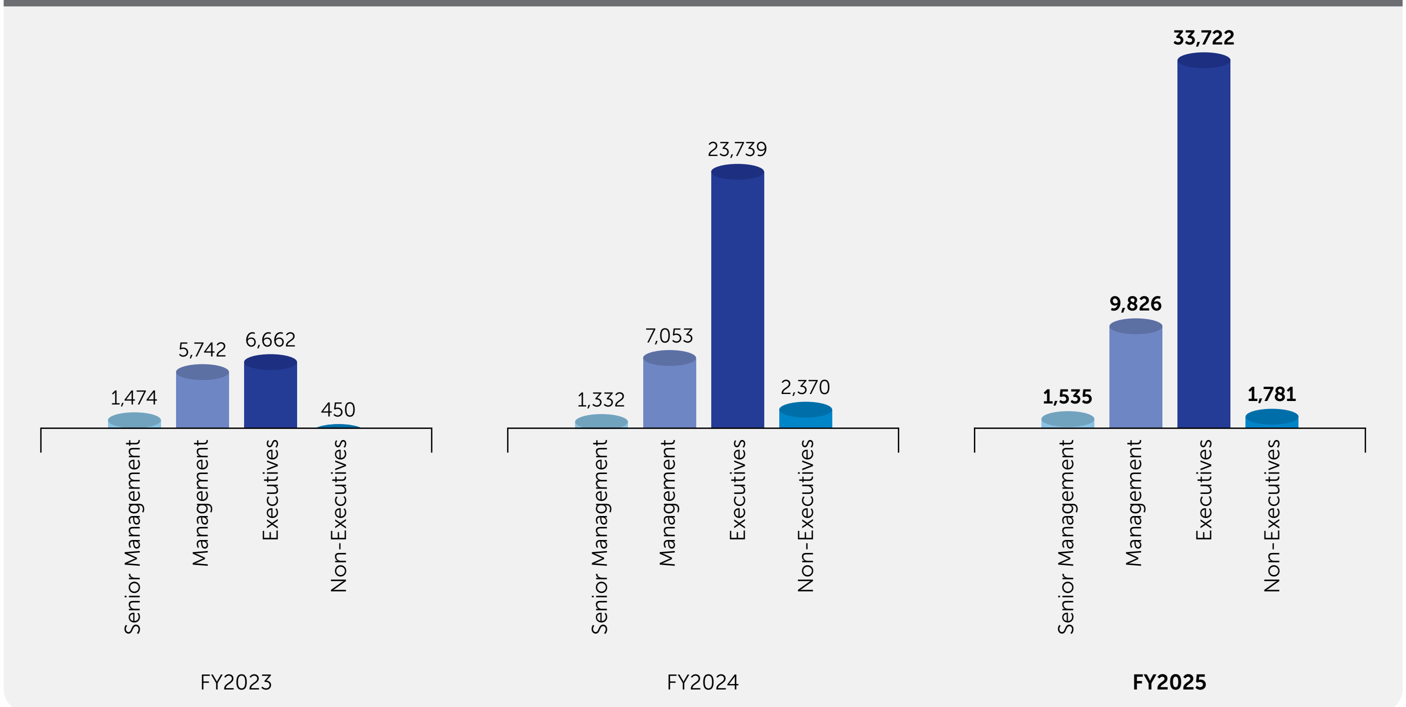
In FY2025, executive employees received the most training (33,722 hours), followed by management (9,826 hours), non-executive employees (1,781 hours) and senior management (1,535 hours).





Caring for Our People

Total Training Hours per Employee Category



Caring for Our People

Technical and Vocational Education and Training

The Group has enhanced its efforts towards education and skills development by implementing TVET programmes across FY2023, FY2024, and FY2025 to strengthen workforce capabilities. These initiatives aim to develop technical expertise through hands-on training and industry-relevant knowledge.

EMPOWERING FUTURE TALENT: SEB and TVET Sabah

With the objective to initiate more partnerships between higher education institutions and industries, SEB partners with five TVET institutions in Sabah:

- Politeknik Kota Kinabalu
- ILP Sabah
- GIATMARA Sabah
- Institut Kemahiran MARA Sabah
- Kolej Vokasional Sabah

This collaborative partnership underscores our focus on skills development and career advancement for Sabah's youth, equipping students with industry-ready skills and a deep understanding of relevant industrial standards and requirements.

The collective effort includes:

- Developing curriculum, providing upskilling workshops and expertise sharing sessions relevant to the students' industrial field
- Knowledge sharing and transferring to align skills training with industry requirements
- Identifying collaborative opportunities in other industrial fields

Together, we help increase the value of Sabah's youth, employability, and opportunities to succeed on a global scale.

We believe in creating opportunities through collaboration and celebrate this milestone as a reflection of Our Way - collaborating across boundaries, embracing innovation, and taking pride in results that make a difference. Together, we are shaping the future, with one partnership at a time.

Caring for Our People

SEB continues to support Malaysia's labour market development by establishing TVET initiatives, in line with national priorities to elevate vocational education standards. Central to this effort is the Sapura Fabrication Training Centre ("SFTC"), established in 2017 to address the country's skills gap and reduce reliance on foreign expertise within the oil and gas sector.

Since 2019, SFTC in Lumut has trained approximately 320 students, equipping them with critical skills and knowledge essential for their success in the industry. Our efforts were further bolstered through a Memorandum of Cooperation with the Malaysian government, reinforcing our shared objective to cultivate a skilled workforce and provide competitive opportunities for Malaysians.

To bridge the gap between academic learning and industry needs, we have partnered with institutions such as GiatMARA and Universiti Teknologi PETRONAS. These collaborations strengthen ties between vocational training providers and industries, equipping students with practical insights and preparing them for successful careers in the oil and gas sector.

In partnership with Malaysia's Department of Skills Development, we have introduced comprehensive welding training programmes to equip local youth with hands-on experience and industry-aligned skills. These programmes meet stringent industry standards, ensuring that graduates are highly sought after by the top contractors for their technical proficiency.

SFTC's inclusive approach has positioned it as a key TVET institution in northern Peninsular Malaysia, particularly for trainees from B40 communities. By targeting underserved regions, the training centre plays a vital role in reducing regional inequalities, promoting social mobility and empowering local talent to thrive within their communities.

In addition to training programmes, the Group has launched management trainee and internship initiatives across our operations to develop technical competencies in key areas such as project management, engineering design and operational optimisation. These programmes offer participants with practical experience in live project environments, contributing to enhanced project execution and process enhancements. Through cross-functional tasks, trainees gain exposure to industry-specific technologies, risk management strategies and compliance protocols, equipping them to navigate future operational challenges.

Community and Society

At SEB, our community engagement initiatives are central to building strong relationships that support sustainable growth. We participate in initiatives to empower and create a positive impact within the local communities.

To this end, we have implemented a range of community development initiatives to enhance the welfare of both our workforce and the local communities in which we operate. These programmes embody the core values and principles we uphold.

In line with our Corporate Social Responsibility ("CSR") guidelines, the Group focuses on four key areas:

Education

Providing underprivileged children and young people with essential resources and opportunities to support their education and skills development.

Environment

Offering financial contributions and engaging in volunteer efforts to support conservation projects and raise environmental awareness.

Community

Investing contributions towards community development through financial assistance and volunteer initiatives.

Employee Engagement

Encouraging active involvement among employees to foster a positive and healthy work environment.

Proposed programmes undergo a rigorous evaluation to ensure they align with our four CSR focus areas and contribute meaningfully to our objectives. By assessing their potential impact, effectiveness and alignment with the Group's Vision and Core Values, we prioritise initiatives that promote community well-being and drive sustainable development.

Caring for Our People

Corporate Social Responsibility ("CSR") Programmes

In the year under review, SEB continued to support communities through our CSR programmes. These programmes empowered employees to actively contribute to their communities, giving them a sense of purpose in that work that we do.

In FY2025, 350 mangrove saplings were planted at Kuala Selangor's Taman Alam nature reserve, with participation from 46 employees from Mines, including Senior Leaders. This initiative aimed to support habitat restoration, contributing to environmental conservation and ecosystem resilience.

A beach clean-up programme at Pantai Batu Laut was conducted as part of ongoing environmental sustainability efforts, where 62 volunteers collected 129.4kg of waste across multiple categories.

On 26 May 2024, a Green Day beach clean-up campaign was also carried out at the Geo Technical Survey onshore worksite in Soyo, Angola, reinforcing site-specific environmental management practices.

Beach Clean Up

Mangrove Tree Planting

Ramadan Donation Drive

Food Bank for Ramadan

Donation to Ramathibodi Foundation

Blood Donation Drive

STRENGTHENING INTEGRITY AND GOOD GOVERNANCE

Good Governance and Anti-Corruption

Risk Management

Environmental and Social Compliance

Good governance and integrity are fundamental to the long-term success and sustainability of any organisation. These principles ensure transparency, accountability and ethical decision-making across all aspects of our operations. Our commitment to good governance fosters trust among our stakeholders and promotes responsible business conduct, benefitting our organisation and the communities we serve.

Sustainability Performance Highlights:

97% of total employees attended training on anti-corruption

Zero substantiated cases of corruption incidents

Zero substantiated complaints concerning customer privacy and losses of customer data

16 PEACE, JUSTICE AND STRONG INSTITUTIONS

Strengthening Integrity and Good Governance

GOOD GOVERNANCE AND ANTI-CORRUPTION

At SEB, we strictly adhere to laws and regulations, promoting accountability and ensuring long-term stability for our operations.

During the year, the Group implemented a variety of initiatives aimed at educating employees, suppliers and stakeholders on key policies, roles and regulations. These efforts are integral to our corporate governance and anti-corruption programmes, ensuring that best practices are consistently embedded across the organisation.

- Whistle Blowing Policy
- Directors' Fit & Proper Policy
- Personal Data Protection Policy
- Corporate Disclosure Policy
- Anti-Bribery & Anti-Corruption
- Code of Ethical Conduct
- RPT and RRPT Policy
- Board Diversity Policy
- Dawn Raid Protocol and Appointment of Agent(s)

Our Group's Anti-Bribery and Anti-Corruption ("ABAC") Policy, along with the Whistleblowing helpline, aligns with the latest recommendations from the Malaysian Anti-Corruption Commission ("MACC"), reinforcing efforts to prevent and eliminate corruption within the organization.These policies ensure that employees consistently uphold high standards of business ethics in their daily activities. The introduction of the Dawn Raid Protocol and Appointment of Agent(s) strengthens the process of appointing agents specifically for market research, feasibility studies and related business development initiatives. This policy eliminates the possibility of conflict of interest, any related/recurrent party transactions and careful engagement with government officials by going through thorough due diligence process.

The BAC and the BRSC oversee the enforcement of these policies, supported by a whistleblowing helpline for stakeholders to report unethical conduct, illegal activities, violations or misconduct without fear of retaliation. In 2021, the Complaints Investigation Committee ("CIC") was established to assist the BAC in addressing complaints effectively. Detailed information on these policies is available on our official website.

Data privacy and integrity are also key priorities for us, ensuring that personal data remains confidential, protected and secure. All policies are accessible to employees through the intranet.

Anti-Bribery and Anti-Corruption

To combat corruption and unethical practices, SEB provides anti-corruption training across all levels of the Group to mitigate risks related to corruption and bribery. This equips employees with the knowledge and tools necessary to recognise and prevent unethical conduct.

Employee Category	FY2023	FY2024	FY2025
Senior Management	3%	84%	**93%**
Management	2%	85%	**96%**
Executives	2%	87%	**98%**
Non-Executives	2%	86%	**95%**

Note:
1. *Senior Management refers to positions of Vice President ("VP"), Group VP, and Group Chief Internal Auditor, General Manager ("GM") and Project Director (Grade: E1, E2, 19 and 20)*
2. *Management refers to positions of Senior Manager, Manager and Lead (Grade: 16 - 18)*
3. *Executives refers to positions of Assistant Manager, Senior Executive and Executive (Grade: 12 - 15)*
4. *Non-Executives refers to positions of Assistant (Grade: 9 - 11)*

Strengthening Integrity and Good Governance

In FY2025, we received fourteen (14) reports through our Whistleblowing Helpline. These reports included allegations related to bribery and corruption, grievances, conflicts of interest, and other forms of misconduct. The whistleblowing process is overseen by the Board Audit Committee and supported by the Complaints Investigation Committee, which is responsible for reviewing all whistleblowing reports, deliberating on the complaints received, and providing guidance on appropriate actions. All fourteen (14) reports were thoroughly investigated through this process and were found to be unsubstantiated.

To further strengthen our Anti-Bribery and Anti-Corruption ("ABAC") efforts, we have increased the frequency of our ABAC training, which is now conducted on a monthly basis and has been made a mandatory component of the onboarding programme for all new hires. The training also covers key topics such as whistleblowing awareness. We continue to enhance our ABAC training programmes to ensure employees remain informed, vigilant, and aligned with our ethical standards.

Through our Corruption Risk Assessment initiative, we will continue to identify potential risks and integrate these insights into our daily operations.

Moving forward, we aim to reinforce our governance framework and deepen stakeholder engagement, fostering a culture of integrity and ethical conduct across the organisation.

	FY2023	FY2024	FY2025
Number of confirmed corruption incidents	0	0	**0**
Number of cases reported through the Whistleblowing Helpline	6	10	**14**
Operations Assessed for Corruption Risk	0%	0%	**0%**

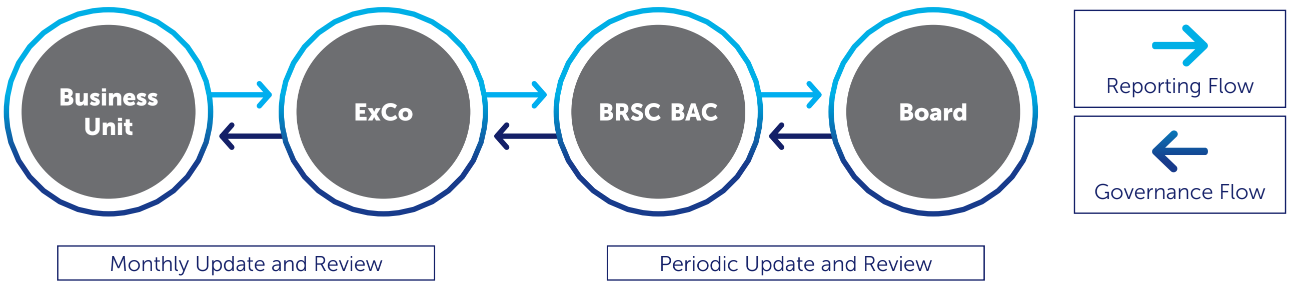
Data Privacy and Security

We are pleased to report that there were no complaints related to security or privacy breaches, or incidents of customer data loss, in the year under review.

Data Privacy	FY2023	FY2024	FY2025
Number of substantiated complaints concerning customer privacy and losses of customer data	0	0	**0**

RISK MANAGEMENT

Effective risk management is vital for the Group to proactively identify potential challenges and capitalise on opportunities. A robust risk management framework enables streamlined information sharing and supports the successful execution of strategic decisions.



Strengthening Integrity and Good Governance

Roles	Roles and Responsibilities
Board	• Establishes the Group's risk management framework and internal control system • Oversees and manages the Group's key risk areas to achieve business objectives • Ensures risks are kept within acceptable levels
BRSC BAC	• Oversee the assessment of processes relating to the Company's risk and controls to ensure the effectiveness of the Group's Risk Management and HSE practices • Act as the primary Board Committees within the Company to oversee and align the sustainability strategies with the Company's business objectives, address relevant issues, manage the communication plan, and make decisions that affect the Group, all while ensuring compliance with applicable standards, governance practices, and regulatory requirements; and • To approve the appointment of the Chief Risk Officer
ExCo	• Implements comprehensive risk management systems to identify and address potential business threats
Business Unit	• Supports the proactive identification, management, control and reporting of risks within the respective areas of responsibility

The Group Internal Audit ("GIA")

The GIA upholds the integrity of SEB's internal control framework by providing independent assurance. Using a risk-based approach, the GIA conducts audits, with finding and recommended action plans reviewed by the BAC to support necessary enhancements.

Strengthening Integrity and Good Governance

Tracking and Managing ESG Risks

The Group maintains a comprehensive risk register that outlines each risk, including the type, description, causes, consequences, existing controls and corresponding management action

Sustainability Pillar	Principle Risk	Key Risk Indicators (KRIs)	Risk Level
Economic	Unsustainable Financial Conditions	Debt to Equity	High
		Earnings Before Interest, Taxes, Depreciation and Amortisation ("EBITDA")	Medium
		Free Cash Flow	Low
	Project Execution	Forecasted Gross Profit ("GP") of Projects Over Lifecycle	Medium
	Reputational Damage	Media Sentiment	Low
		Unplanned Statements	Low
		Glassdoor Review	Low
Social	Exodus of Talent	Attrition Rate (Group)	Low
		Attrition Rate (Senior Management)[1]	Low
		Attrition Rate High Potential (HiPo)[2]	High
		Hiring Turnaround (Technical)	Low
		Hiring Turnaround (Non-technical)	Low
		Succession Ratio	Low
	Inconsistent Safety Culture	Ratio of Significant to Non-Significant Incident Reporting	Low
		Total Recordable Injuries Frequencies ("TRIF")	Low
		High Potential ("HiPo") Incident	Low
		Penalty from Authorities	Low
Governance	Cybersecurity Invasion	Number of Cybersecurity Incidents	Low
		Ransomware Attempts/Attacks	Low
		Percentage of Bring Your Own Device ("BYOD") in Use	Low
		Number of Cybersecurity Awareness Session	Low
	Anti-Bribery and Anti-Corruption	Training on Code of Ethical Conduct	Low
		Training on Anti-Bribery & Corruption	Low
		Whistleblowing Complaints	High

High Medium Low

Note:

1. *Job Grade 19 and above*
2. *Selected talents from Job Grade 14 and above*

Strengthening Integrity and Good Governance

ENVIRONMENTAL AND SOCIAL COMPLIANCE

Environmental and social compliance at SEB is fundamental to mitigating risks and embedding sustainable practices across our operations. Throughout the year, we implemented training programmes to enhance awareness of environmental regulations and workplace safety. Our dedication is underscored by ISO certifications, reflecting our dedication to environmental responsibility, energy management and safety.

Regulatory Compliance

The Group is guided by frameworks such as the Companies Act 2016, the Capital Markets and Services Act 2007, the Malaysian Code on Corporate Governance ("MCCG"), and the Main Market Listing Requirements ("MMLR"). We also ensure compliance with all relevant regulations in every country where we operate, covering areas such as security, safety, environmental protection and human rights.

Each business unit is responsible for managing its local regulatory requirements, supported by our QHSE Management System Management System. This system requires every division and project to maintain an up-to-date Legal Compliance Register, which is reviewed regularly to incorporate any regulatory changes. Business units also strictly adhere to both local and international standards relevant to their specific projects, ensuring all operations align with best practices in governance and compliance.

Training and Awareness

In FY2025, we introduced training and awareness programmes to align with environmental and social regulations.

- Environmental Awareness - On Shore
- Scheduled Waste Management
- E-Waste Awareness
- Basic Occupational First Aid Training (BOFA)
- Safety Signage (Theory) - Onshore
- Project Risk Management
- Mental Health First-Aider & Malaria Chemical Hazards & SDS - Onshore
- Basic Emergency Response Awareness
- Kelvin Top Set Root Cause Analysis

ISO Certification

ISO certifications are a testament to the quality of our service & solutions, reflecting our commitment to excellence across various areas, including workplace safety, environmental responsibility, and energy management.

Operation	ISO 9001:2015 (Quality)	ISO 14001:2015 (Environment)	ISO 45001:2018 (OHS)
1. Total Marine Technology Pty Ltd	✓	✓	✓
2. Sapura Subsea Services Sdn Bhd	✓	✓	✓
3. Sapura Pinewell Sdn Bhd	✓	✓	✓
4. Sapura GeoSciences Sdn Bhd	✓	–	–
5. Total Marine Technology (Malaysia) Sdn Bhd	✓	✓	✓
6. Sapura Offshore Sdn Bhd	✓	✓	✓
7. Sapura Drilling Asia Sdn Bhd	✓	✓	✓
8. Sapura Energy Australia Pty Ltd	✓	✓	✓
9. Sapura Engineering Sdn Bhd	✓	–	–
10. Sapura Fabrication Sdn Bhd	✓	✓	✓
11. Sapura Technology Solutions Sdn Bhd	✓	–	–

No significant fines were incurred for non-compliance to environmental or social laws and regulations during the year under review.

Note: Major fines refer to significant penalties or monetary sanctions imposed by regulatory bodies, governments or legal authorities for serious violations of laws, regulations or agreements. These fines are usually substantial in amount and are imposed as a deterrent to prevent similar violations in the future.

FORGING AHEAD IN OUR JOURNEY

SEB will persist in our efforts to drive sustainable growth while supporting the nation's goal of achieving net-zero emissions by 2050 through collective action. We remain committed to creating long-term value, promoting environmental stewardship and upholding social responsibility. By integrating sustainable practices into every aspect of our operations, from resource management to community engagement, we aim to build a future that balances economic growth with the well-being of people and the planet. We will refine our strategies, invest in innovation and collaborate with stakeholders to meet our sustainability goals and contribute to a more resilient future for all.

Performance Data Table

Indicator	Measurement Unit	2023	2024	2025
Bursa (Supply chain management)				
Bursa C7(a) Proportion of spending on local suppliers	Percentage	57.00	42.00	43.00
Bursa (Energy management)				
Bursa C4(a) Total energy consumption	Megawatt	687,652.00	888,628.00	804,195.00
Bursa (Emissions management)				
Bursa C11(a) Scope 1 emissions in tonnes of CO2e	Metric tonnes	184,686.00	238,927.00	217,762.00
Bursa C11(b) Scope 2 emissions in tonnes of CO2e	Metric tonnes	6,688.00	5,879.00	3,839.00
Bursa C11(c) Scope 3 emissions in tonnes of CO2e (at least for the categories of business travel and employee commuting)	Metric tonnes	0.00	0.00	3,952.00
Bursa (Waste management)				
Bursa C10(a) Total waste generated	Metric tonnes	11,037.00	16,478.00 *	5,440.00
Bursa C10(a)(i) Total waste diverted from disposal	Metric tonnes	0.00	13,072.00	429.00
Bursa C10(a)(ii) Total waste directed to disposal	Metric tonnes	11,037.00	3,406.00 *	5,011.00
Bursa (Water)				
Bursa C9(a) Total volume of water used	Megalitres	261.000000	465.000000	349.000000
Bursa (Health and safety)				
Bursa C5(a) Number of work-related fatalities	Number	0	1	0
Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0.62	0.27	0.19
Bursa C5(c) Number of employees trained on health and safety standards	Number	0	2,486	13,981
Bursa (Labour practices and standards)				
Bursa C6(a) Total hours of training by employee category				
Senior Management	Hours	1,474	1,332	1,535
Management	Hours	5,742	7,053	9,826
Executive	Hours	6,662	23,739	33,722
Non-Executive	Hours	450	2,370	1,781
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	34.00	32.00	30.00
Bursa C6(c) Total number of employee turnover by employee category				
Senior Management	Number	21	9	22
Management	Number	96	54	97
Executive	Number	460	239	380
Non-Executive	Number	56	13	60
Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0	0	0

Internal assurance External assurance No assurance (*)Restated

Performance Data Table

Indicator	Measurement Unit	2023	2024	2025
Bursa (Diversity)				
Bursa C3(a) Percentage of employees by gender and age group, for each employee category				
Age Group by Employee Category				
Senior Management Under 30	Percentage	0.00	0.00	0.00
Senior Management Between 30-50	Percentage	46.00	48.00	53.00
Senior Management Above 50	Percentage	54.00	52.00	47.00
Management Under 30	Percentage	0.00	0.00	0.00
Management Between 30-50	Percentage	75.00	75.00	76.00
Management Above 50	Percentage	25.00	25.00	24.00
Executive Under 30	Percentage	11.00	15.00	20.00
Executive Between 30-50	Percentage	80.00	76.00	72.00
Executive Above 50	Percentage	9.00	9.00	8.00
Non-Executive/Technical Under 30	Percentage	12.00	13.00	10.00
Non-Executive/Technical Between 30-50	Percentage	72.00	68.00	69.00
Non-Executive/Technical Above 50	Percentage	16.00	19.00	21.00
Gender Group by Employee Category				
Senior Management Male	Percentage	79.00	77.00	80.00
Senior Management Female	Percentage	21.00	23.00	20.00
Management Male	Percentage	82.00	80.00	77.00
Management Female	Percentage	18.00	20.00	23.00
Executive Male	Percentage	64.00	59.00	55.00
Executive Female	Percentage	36.00	41.00	45.00
Non-Executive/Technical Male	Percentage	55.00	56.00	66.00
Non-Executive/Technical Female	Percentage	45.00	44.00	34.00
Bursa C3(b) Percentage of directors by gender and age group				
Male	Percentage	100.00	91.00	80.00
Female	Percentage	0.00	9.00	20.00
30 - 50	Percentage	10.00 *	18.00 *	10.00 *
51 - 60	Percentage	50.00 *	46.00 *	40.00 *
Above 60	Percentage	40.00	36.00	50.00

Internal assurance | External assurance | No assurance | (*)Restated

Performance Data Table

Indicator	Measurement Unit	2023	2024	2025
Bursa (Community/Society)				
Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	324,988.00	0.00	15,780.00
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	0	12	11
Bursa (Anti-corruption)				
Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category				
Senior Management	Percentage	3.00	84.00	93.00
Management	Percentage	2.00	85.00	96.00
Executive	Percentage	2.00	87.00	98.00
Non-Executive	Percentage	2.00	86.00	95.00
Bursa C1(b) Percentage of operations assessed for corruption-related risks	Percentage	0.00	0.00	0.00
Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0	0	0
Bursa (Data privacy and security)				
Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	0	0

Internal assurance External assurance No assurance (*)Restated

GRI CONTENT INDEX

Statement of use	Sapura Energy Berhad has reported the information cited in this GRI content index for the period 1 February 2024 to 31 January 2025 with reference to the GRI Standards.
GRI 1 used	GRI 1: Foundation 2021

GRI STANDARD	DISCLOSURE		LOCATION (PAGE)
GRI 2: General Disclosures 2021	2-1	Organisational details	37
	2-2	Entities included in the organisation's sustainability reporting	37
	2-3	Reporting period, frequency and contact point	37
	2-5	External assurance	37
	2-7	Employees	82-84
	2-9	Governance structure and composition	45
	2-14	Role of the highest governance body in sustainability reporting	45
	2-23	Policy commitments	41-42
	2-24	Embedding policy commitments	41-42
	2-27	Compliance with laws and regulations	94
	2-29	Approach to stakeholder engagement	46-50
GRI 204: Procurement Practices 2016	204-1	Proportion of spending on local suppliers	58-59
GRI 205: Anti-corruption 2016	205-1	Operations assessed for risks related to corruption	89-91
	205-2	Communication and training about anti-corruption policies and procedures	89-91
	205-3	Confirmed incidents of corruption and actions taken	89-91
GRI 302: Energy 2016	302-1	Energy consumption within the organisation	69-70
	302-4	Reduction of energy consumption	69-70
GRI 303: Water and Effluents 2018	303-1	Interactions with water as a shared resource	70-71
	303-5	Water consumption	70-71
GRI 305: Emissions 2016	305-1	Direct (Scope 1) GHG emissions	65-66
	305-2	Energy indirect (Scope 2) GHG emissions	67
	305-5	Reduction of GHG emissions	65-68
GRI 306: Waste 2020	306-1	Waste generation and significant waste-related impacts	62-64
	306-2	Management of significant waste-related impacts	62-64
	306-3	Waste generated	62-64
	306-4	Waste diverted from disposal	62-64
	306-5	Waste directed to disposal	62-64
GRI 401: Employment 2016	401-1	New employee hires and employee turnover	80

GRI CONTENT INDEX

GRI STANDARD	DISCLOSURE		LOCATION (PAGE)
GRI 403: Occupational Health and Safety 2018	403-1	Occupational health and safety management system	73-75
	403-2	Hazard identification, risk assessment, and incident investigation	73-75
	403-3	Occupational health services	73-75
	403-4	Worker participation, consultation, and communication on occupational health and safety	73-75
	403-5	Worker training on occupational health and safety	73-75
	403-6	Promotion of worker health	73-75
	403-7	Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	73-75
	403-8	Workers covered by an occupational health and safety management system	73-75
	403-9	Work-related injuries	75
	403-10	Work-related ill health	75
GRI 404: Training and Education 2016	404-1	Average hours of training per year per employee	84
	404-2	Programmes for upgrading employee skills and transition assistance programs	84-87
GRI 405: Diversity and Equal Opportunity 2016	405-1	Diversity of governance bodies and employees	81
GRI 406: Non-discrimination 2016	406-1	Incidents of discrimination and corrective actions taken	76
GRI 413: Local Communities 2016	413-1	Operations with local community engagement, impact assessments, and development programmes	87-88
	413-2	Operations with significant actual and potential negative impacts on local communities	87-88
GRI 418: Customer Privacy 2016	418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	91

Corporate Governance Overview Statement

The Board of Directors ("Board") and management of Sapura Energy Berhad ("the Company" or "SEB") view corporate governance as fundamental and crucial to our long-term business sustainability. SEB and its subsidiaries ("the Group") remain committed and strive to ensure that the Group has in place a robust corporate governance framework, appropriate for its size, operations, and organisational structure.

We are committed to continuously enhancing our corporate governance practices through ongoing evaluation, feedback, and adaptation to best practices. We regularly review our governance framework, policies, and procedures to ensure alignment with evolving regulatory requirements, stakeholder expectations and dynamic landscape of our business. Our governance framework is guided by the principles, and the best practices of corporate governance as prescribed by:

- Companies Act 2016 ("CA 2016");
- Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities");
- Malaysian Code on Corporate Governance ("MCCG") issued by the Securities Commission of Malaysia; and
- Corporate Governance Guide: 4th Edition ("CG Guide") issued by Bursa Malaysia Berhad.

This statement aims to provide shareholders and other stakeholders with insight into the approach undertaken by the Company in applying the principles of corporate governance during its financial year ended 31 January 2025 ("FY2025"), including the manner in which it applies the three (3) key relevant provisions of MCCG, namely:

- **A** Board leadership and effectiveness;
- **B** Effective audit and risk management; and
- **C** Integrity in corporate reporting and meaningful relationship with stakeholders.

This statement should be read together with our Corporate Governance Report FY2025 ("CG Report FY2025"), which is available on our corporate website at www.sapuraenergy.com.

PRINCIPLE A

BOARD LEADERSHIP AND EFFECTIVENESS

The Board views corporate governance as a fundamental process contributing towards achieving long-term stakeholder value, taking into account the interests of all stakeholders. Collectively, the Board takes responsibility and accountability for the overall conduct and performance of the Group's business by maintaining full and effective control over strategic, financial, operational, compliance, and governance issues.

Amidst an increasingly challenging operating environment, the Board strives to strengthen the Group's corporate governance practices and processes to meet operating challenges. The Board embraces transparency and accountability in the boardroom and promotes these critical components of governance throughout the Group.

The Board recognises the important role that corporate governance plays in ensuring sustainable long-term performance, returns for our stakeholders, and the creation of long-term economic value and growth.

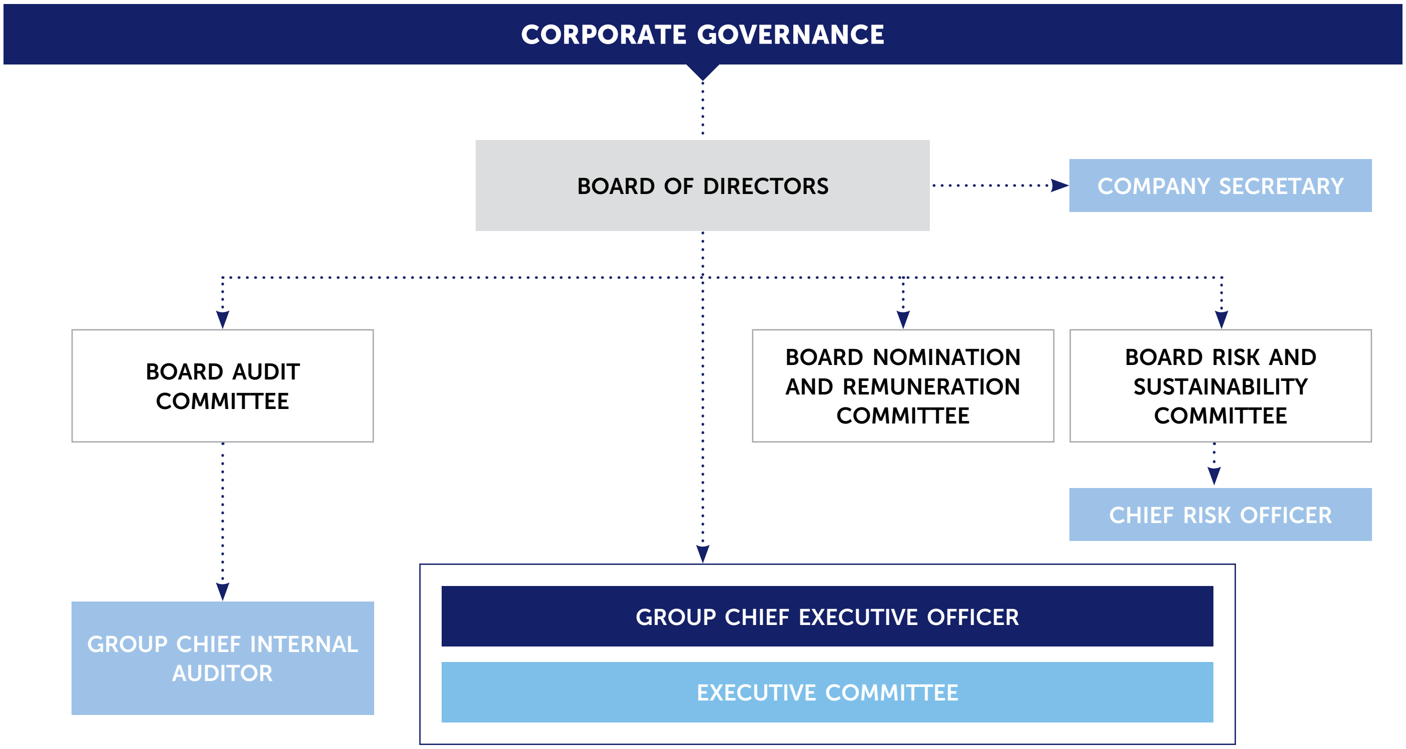
The Group's governance structure and practices create value for all its stakeholders by:

- Building cogency through principled leadership
- Securing the integrity and quality of financial reporting
- Ensuring a good reputation with accountable behaviour

The Board works to ensure that the Group's governance structure continues to remain appropriate and is reviewed as and when necessary to reflect the markets, the communities, and changes in regulations within which the Group operates. The Board Charter provides guidance to the Board in discharging its roles, duties and responsibilities in line with the principles of good governance. During FY2025, the Board conducted a review of the Board Charter and determined that it comprehensively addresses all relevant considerations. As no revisions were deemed necessary, the current version remains in effect. The Board Charter is available on the Company's website at www.sapuraenergy.com.

In order to ensure the orderly and effective discharge of its functions and responsibilities, the Board has put in place a Governance Framework for the Group, where specific powers of the Board are delegated to the relevant Board Committees and the Group Chief Executive Officer ("GCEO"). The Governance Framework is built upon the Terms of Reference ("TOR") of the respective Board Committees and complemented by the Limits of Authority ("LOA"), supported by various management committees, policies and procedures.

Corporate Governance Overview Statement



The principal responsibilities of the Board include, among others, the following:

- Appointment of GCEO;
- Review and adopt a strategic business development plan for the Group's long-term direction, and formulate business objectives and strategies, including strategies that promote sustainability for the Group;
- Ensure that the Company has adequate resources to meet its objectives and that it maintains an effective or sound risk management framework;
- Review and implement the Company's internal control system; and to monitor its performance and ensure that it acts ethically and meets its responsibilities to shareholders and other stakeholders;
- Oversee ESG issues;
- Oversee the conduct of the Group's businesses and evaluate whether or not the businesses are being properly managed;
- Identify principal risks and ensure the implementation of appropriate systems to manage these risks;
- Implement succession planning, including appointment, training, compensation and, where appropriate, replacement of the Company's GCEO and Non-Independent Executive Directors;
- Oversee the development and implementation of an investor relations programme or shareholder communication policy for the Group;
- Review the adequacy and integrity of the Group's internal control systems and management information systems, including systems for compliance with applicable laws, regulations, rules, directives and guidelines; and
- Give attention to strategies relating to the health, safety and environment, and compliance with the relevant laws, rules and regulations. The Board also places emphasis on the formulation of strategies to promote sustainable development in areas covering economics, environment and social development.

Corporate Governance Overview Statement

Key focus areas or matters reviewed and deliberated by the Board in FY2025 are as follows:

- strategic risks and opportunities;
- debt and operational restructuring, including proposed restructuring scheme and regularisation plan and matters related thereto;
- proposed divestment and disposal;
- proposed change of company secretaries;
- disclosure to Bursa Securities;
- business planning and performance appraisal;
- succession planning of Executive Committee members and composition of Board and Board Committees;
- material revenue contracts and service expenditure;
- financial matters such as performance report and write-off of significant bad debts and assets;
- quality, health, safety and environment;
- governance, group policies and related party transactions;
- litigation report;
- sustainability initiatives and issues; and
- appointment of new GCEO in place of resigning GCEO.

In addition to the matters reserved for the Board under the Board Charter, the LOA covers both operations (tender or bidding, project management, capital expenditure and project procurement) and corporate related matters (finance, human resources, legal and other corporate matters) for the Group that require the Board's approval and delegation of powers to its Board Committees, the GCEO as well as management.

Division of Roles and Responsibilities between the Chairman and the GCEO

The positions of Chairman and GCEO of the Company are at all times held by different individuals, each with clear and distinct roles as outlined in the Board Charter. This distinct demarcation and separate roles of the Chairman, who heads the Board and GCEO leading the Senior Management and operations, establishes a framework that maintains a balance of power and authority. This framework prevents one single individual from unduly influencing the deliberations and decisions of the Board.

The Chairman plays a pivotal leadership role in overseeing the Board and its interactions with shareholders and stakeholders. The Board Charter clearly outlines the Chairman's primary responsibilities, which include ensuring the effective conduct of Board activities through the following key roles:

- representing the Board to shareholders;
- ensuring the adequacy and integrity of the governance process;
- maintaining regular dialogue with the GCEO over all operational matters and consulting with the remainder of the Board members promptly over any matter that gives him cause for major concern;
- functioning as a facilitator at meetings of the Board to ensure that no member, whether executive or non-executive, dominates the discussion; that appropriate discussions take place and that relevant opinions amongst members are forthcoming. The Chairman ensures that discussions result in logical and understandable outcomes;
- ensuring that all Directors are enabled and encouraged to participate at Board meetings. This includes ensuring that all relevant issues are on the agenda and that all Directors receive timely and relevant information tailored to their needs and that they are properly briefed on issues arising at Board meetings;
- ensuring that Management look beyond their executive functions and accept their full share of responsibilities on governance;
- guiding and mediating Board actions with respect to organisational priorities and governance concerns; and
- undertaking the primary responsibility for organising information necessary for the Board to deal with items on the agenda and for providing this information to Directors on a timely basis.

The Chairman, who is a Non-Independent Non-Executive Director, is supported by the Senior Independent Non-Executive Director to ensure objective and independent deliberation, review and decision-making by the Board, as well as more effective oversight of management. The Chairman has never held any executive position in the Group.

The GCEO has the overall responsibility for the Group's operations, business units and support services, organisational effectiveness and implementation of the Board's policies, directives, strategies and decisions. In addition, the GCEO also functions as the intermediary between the Board and Management.

THE BOARD COMMITTEES

The Board has established three (3) Board Committees to enhance the effectiveness of its functions and, when appropriate, delegates specific responsibilities to these Board Committees through clearly defined TOR. While these Board Committees have been granted discretionary authority to deliberate and decide on certain key operational matters, it is important to note that the ultimate responsibility for all final decisions rests with the entire Board.

The three (3) Board Committees are as follows:

1. Board Audit Committee;
2. Board Nomination and Remuneration Committee; and
3. Board Risk and Sustainability Committee.

The respective Chairman of these Board Committees reports to the Board on salient matters deliberated at the Board Committees' meetings, together with their recommendations.

1 Board Audit Committee

The Board Audit Committee ("BAC") comprises four (4) members, all of whom are Non-Executive Directors, with a majority of them being Independent Directors.

Chairman

- **Lim Tiang Siew**
  Senior Independent Non-Executive Director ("INED")

Members

- **Dato' Azmi Mohd Ali**
  INED

- **Wan Mashitah Wan Abdullah Sani**
  INED

- **Shahin Farouque Jammal Ahmad**
  Non-Independent Non-Executive Director ("NINED")
  (Resigned as a member on 1 February 2025)

- **Lim Fu Yen**
  INED
  (Appointed as a member on 1 February 2025)

Composition and Size

- At least three (3) members
- All of whom are Non-Executive Directors
- Majority being Independent Directors
- Chairman is an INED pursuant to Paragraph 15.10 of MMLR

Key Functions

The primary objective of the BAC is to assist the Board in fulfilling its fiduciary and statutory duties relating to corporate accounting and reporting practices of the Company and Group; and enhancing internal control and corporate governance.

The summary of key activities of the BAC during FY2025 are set out in the Report of the BAC on pages 140 to 145 of this Annual Report.

The BAC is governed by a written TOR which ensures it deals clearly within its authority and duties. During FY2025 the Board reviewed the TOR and the revised TOR is available on the Company's website at www.sapuraenergy.com.

Corporate Governance Overview Statement

2 Board Nomination and Remuneration Committee

The Board Nomination and Remuneration Committee ("BNRC") comprises four (4) members, all of whom are Non-Executive Directors, with a majority of them being Independent Directors.

Chairman

Dato' Azmi Mohd Ali
INED

Members

Datuk Nur Iskandar A Samad
INED

Datuk Ramlan Abdul Rashid
INED

Shahin Farouque Jammal Ahmad
NINED
(Resigned as a member on 1 February 2025)

Lim Fu Yen
INED
(Appointed as a member on 1 February 2025)

Composition and Size

At least three (3) members and a maximum of four (4) members

All are Non-Executive Directors with majority being Independent Directors

Key Functions

The BNRC carries out the duties and responsibilities delegated to it by the Board. The key responsibilities of BNRC are as follows:

- Addressing business continuity of the Company and the Group by having in place a succession plan for the Board and Senior Management;
- Considering potential candidates and nominate suitable persons to the Board;
- Recommending the appointment of Board members and Board Committee members;
- Continuously evaluating the performance of the Board members as a whole and as individuals as well as Board Committees on an on-going basis;
- Assessing the Board's effectiveness in managing sustainability risks and opportunities while integrating sustainability metrics into the Group Scorecard;
- Responsible for recommending to the Board the remuneration and reward framework for Executive Directors and Senior Management to allow the Company to attract and retain its Executive Directors and Senior Management, giving due regard to the financial situation and performance of the Company;
- Assessing and recommending the remuneration packages of the GCEO, Executive Directors, and Non-Executive Directors of the Company;
- Assisting in reviewing and recommending the annual bonus payment rate and increment range to all employees of the Group based on the Group's policy; and
- Administering the Share Issuance Scheme, the Share Bonus Scheme and Executive Share Option Scheme in accordance with the relevant by-laws and guidelines.

The BNRC is governed by a written TOR which ensures it operates clearly within its authority and duties. During FY2025, the Board reviewed the TOR, and the revised TOR is available on the Company's website at www.sapuraenergy.com.

FY2025 Key Activities

During the FY2025, nine (9) BNRC meetings were held.

The summary of key activities performed by the BNRC is as follows:

- Review and recommend the scorecard Key Performance Indicators ("KPI") Setting for FY2025;
- Review and assess the performance and effectiveness of the Board as a whole, the Board Committees, and each individual Director;
- Review and recommend Non-Executive Directors' fees and benefits, including the proposed Court-Appointed Director's fee;
- Review and discuss the updates on C-suites appointments and successions including the succession planning for GCEO;
- Review and recommend the appointments of new and additional members to SEB Board and the Board Committees of SEB, including the re-election of Directors;
- Discuss bonus payment, salary and benefits review;
- Review the roles and responsibilities and the TOR of the BNRC;
- Review the Directors' Fit and Proper Policy and LOA;
- Review and discuss the Directors' trainings and the Board assessment questionnaires; and
- Review and recommend the appointment of new GCEO to succeed resigning GCEO.

Corporate Governance Overview Statement

3 Board Risk and Sustainability Committee

The Board Risk and Sustainability Committee ("BRSC") (formerly known as the Board Risk Management Committee) comprises four (4) members with all of them being Non-Executive Directors.

Chairman

- **Datuk Nur Iskandar A Samad**
  INED

Members

- **Lim Tiang Siew**
  Senior INED

- **Wan Mashitah Wan Abdullah Sani**
  INED

- **Lim Fu Yen**
  INED
  (Appointed as a member on 10 June 2024)

Composition and Size

At least three (3) members

Majority being Non-Executive Directors

Chairman shall be an Independent Director

Key Functions

The BRSC is entrusted with key responsibilities aimed at safeguarding the Group's interests and ensuring robust risk management practices. These responsibilities include:

- Overseeing the assessment of processes pertaining to the Company's risk and controls, ensuring the efficacy of the Group's risk management framework and QHSE practices.
- Exercising oversight on sustainability strategies, addressing pertinent issues, coordinating communication plans, and making decisions aligned with the Group's values, governance standards, and regulatory obligations.
- Approving the appointment of the Chief Risk Officer.

By fulfilling these duties, the BRSC plays a pivotal role in fortifying the Group's resilience and sustainability amidst evolving challenges.

The BRSC is governed by a written TOR which ensures it deals clearly within its authority and duties. During FY2025, the Board reviewed the TOR, and the revised TOR is available on the Company's website at *www.sapuraenergy.com*.

FY2025 Key Activities

During the FY2025, nine (9) BRSC meetings were held.

The summary of key activities performed by the BRSC are as follows:

- Review the quarterly update on QHSE;
- Review the Group principal risks and key risk indicators update;
- Review the updates on enterprise risk management, liquidity risk and toxic contracts;
- Review the Statement on Risk Management and Internal Control and the Sustainability Statements (including Statement on QHSE) for inclusion in the Annual Report;
- Review the scope, budget, costs, timelines, resources, key risks and mitigations, key terms and qualifications, and market competition in project tenders, bidding processes, tender submissions, and secured projects that exceed the pre-determined threshold or involve sanctioned countries, in accordance with the Company's LOA;
- Review the TOR of BRSC and LOA; and
- Review and approve the appointment of Chief Risk Officer.

Corporate Governance Overview Statement

Board Restructuring Task Force

In addressing the financial challenges faced by the Company and with the view for more effective and focused approach to address these challenges especially the restructuring exercise undertaken by the Company, a BRTF was established in 2021. BRTF supports the GCEO in providing oversight and facilitates prompt decision making to execute and deliver on the strategic initiatives to restructure and achieve long-term sustainability.

Senior Independent Non-Executive Director

Lim Tiang Siew was appointed as the Company's Senior INED, effective from 31 May 2022.

The Senior INED plays a crucial role in the Board by:

- Providing valuable advice and acting as a sounding board for the Chairman.
- Acting as the designated point of contact for shareholders, facilitating direct communication on matters that cannot be resolved through normal channels.
- Serving as the key liaison between the INEDs and the Chairman, particularly on sensitive issues.
- Ensuring that all INEDs have the opportunity to contribute to agenda setting, and advising the Chairman on the quality, quantity, and timeliness of information provided by management for the effective performance of INED duties.
- Overseeing the effective implementation of the Company's Whistleblowing Policy.

Company Secretaries

The Company Secretaries are responsible for advising the Board on issues relating to compliance with relevant laws, rules, procedures and regulations affecting the Board and the Group, as well as the best practices of governance. They are also responsible for advising the Board of their obligations and duties to disclose their interests in securities, any conflict of interests in transactions involving the Group, guidance in dealing in securities and restrictions on disclosure of price-sensitive information.

The Board has unhindered access to the advice and services of the Company Secretaries.

Board and Board Committee Meetings

Board meetings are scheduled in advance before the commencement of the new financial year. This practice ensures that Directors are able to plan and accommodate the year's meetings in their schedules. It also allows them to devote sufficient time to effectively discharge their duties and make efforts to attend meetings.

In instances where urgent proposals or matters necessitate expeditious decisions or deliberations by the Board and/or Board Committees, additional or special meetings are convened between the scheduled meetings.

Information in an appropriate form is furnished to the Board in a timely manner to enable it to discharge its duties relating to all matters that require its attention and decision-making. Proposals comprising comprehensive and balanced financial and non-financial information are encapsulated in the Board papers to enable the Board to examine both the quantitative and qualitative aspects of the business. Board meetings are convened promptly following the finalisation of the Company's quarterly and annual results for the Board's review and approval, prior to announcement to Bursa Securities.

The agenda and supporting papers for Board and Board Committees are distributed in advance to all members of the Board and Board Committees respectively, in order to allow adequate time for appropriate review to facilitate full discussion at the meetings.

Proper minutes of Board and Board Committee meetings covering issues raised, discussions, deliberations, decisions and conclusions, including dissenting views made at Board and Board Committees meetings, along with clear actions to be taken by parties responsible are produced and the duly confirmed minutes are kept as statutory records by the Company. Director who has an interest in any matters related to the Company must immediately disclose the nature of his or her interest and abstain from participating in any discussion or decision-making on the subject matter.

In addition to the Board, Senior Management and/or external advisors are invited to attend Board and Board Committees meetings to provide clarification, more information and advice on agenda items whenever necessary. The Board also practices direct communication and guidance to Senior Management in ensuring all important aspects in relation to proposals and agenda items are taken into account and well analysed to enable the Board and/or the Board Committees to arrive at informed decisions.

Corporate Governance Overview Statement

Attendance of Meetings

Directors had shown full commitment to their duties and responsibilities and this was reflected by their attendance at Board meetings held during the financial year. The Board met nineteen (19) times during FY2025. Details of attendance of the Directors are as follows:

Directors	Designation	Attendance	Percentage
Shahin Farouque Jammal Ahmad *(Redesignated as Chairman on 1 February 2025)*	Chairman, NINED	19/19	100%
Dato' Mohammad Azlan Abdullah *(On leave of absence effective from 26 June 2024 and resigned on 31 January 2025)*	Chairman, NINED	4/19	21%
Datuk Mohd Anuar Taib *(Resigned on 31 December 2024)*	GCEO, Executive Director	12/16	75%
Muhammad Zamri Jusoh *(Appointed on 1 February 2025)*	GCEO, Executive Director	N/A	N/A
Lim Tiang Siew	Senior INED	19/19	100%
Dato' Azmi Mohd Ali	INED	19/19	100%
Datuk Nur Iskandar A Samad	INED	19/19	100%
Lim Fu Yen *(Redesignated as Independent Non-Executive Director on 26 September 2024)*	INED	18/19	95%
Wan Mashitah Wan Abdullah Sani	INED	18/19	95%
Datuk Ramlan Abdul Rashid	INED	19/19	100%
Dato' Shahriman Shamsuddin	NINED	18/19	95%
Lee Chui Sum *(Appointed as a Court-Appointed Director on 11 June 2024, and remained in the role until her tenure ended on 10 March 2025 upon the expiry of the Extended Convening and Restraining Orders)*	INED	16/16	100%
Rohaizad Darus *(Resigned on 25 March 2024)*	NINED	N/A	N/A

Corporate Governance Overview Statement

The attendance of members at the Board Committee meetings held during FY2025 is as detailed below:

Name of Directors	BAC	BRSC	BNRC
NINEDs	**Attendance**		
Shahin Farouque Jammal Ahmad *(Resigned as a member of BAC and BNRC on 1 February 2025)*	8/9	–	7/9
Rohaizad Darus *(Resigned as a member of BAC and BRSC on 25 March 2024)*	1/1	2/2	–
INEDs	**Attendance**		
Lim Tiang Siew	9/9	9/9	–
Dato' Azmi Mohd Ali	9/9	–	9/9
Datuk Nur Iskandar A Samad	–	8/9	8/9
Wan Mashitah Wan Abdullah Sani	7/9	8/9	–
Datuk Ramlan Abdul Rashid	–	–	9/9
Lim Fu Yen *(Appointed as a member of BRSC on 10 June 2024 and as a member of BAC and BNRC on 1 February 2025)*	–	4/6	–
Number of meetings held in FY2025	**9**	**9**	**9**

Continuous Professional Development

All Board members have completed the Mandatory Accreditation Programme as Directors of listed issuers. Company Secretaries ensure that new Directors are provided with the relevant corporate governance information of the Company. Newly appointed Directors undergo an induction briefing tailored to provide a thorough understanding of the Group's businesses and operations, including the major risks inherent in the Company's business environment.

The Board is actively encouraged to participate in a variety of educational programmes, talks, seminars, workshops, and conferences to continuously enhance their skills and knowledge and stay updated with new developments in the business environment. The Board collectively identifies the training needs for the entire Board, while individual Directors are also empowered to identify their specific training needs. This approach takes into consideration their roles and responsibilities on other boards, ensuring a well-rounded and informed approach to training and development.

Corporate Governance Overview Statement

The training programmes attended by members of the Board during FY2025 are as follows:

Name of Directors	Training Programmes
Shahin Farouque Jammal Ahmad	• Key Disclosure Obligations of a Listed Company • Managing Recurrent Related Party Transaction Training • Global & Regional HR Trends - Talent & Compensation
Lim Tiang Siew	• Sustainable Sustainability – Why ESG is Not Enough? • IIC Corporate Governance Conference 2024 • Hajah and Darurah Policy Document • Net Zero and Climate Risk Briefing • Directors' Masterclass in Climate Governance 2024: Boardroom Dynamics in Climate Talks • Responsibility Mapping with Directors of FIs • Key Disclosure Obligations of a Listed Company (Bursa Announcements) • Mandatory Accreditation Programme Part II: Leading for Impact • Sasana Symposium 2024: Structural Reforms • EY FSO Insurance Forum 2024 • FIDE Core Program Module B - Banks • Managing Recurrent Related Party Transactions • Digital Transformation in the World's Best Bank • Islamic Finance Training • National Resolution Symposium 2024 • MSIG In-house Training • Global & Regional HR Trends - Talent & Compensation • Global Leadership Huddle 2024 • Key Insights of Hajah & Darurah Principles and Applications • Climate Risk • Launch of Directors Remuneration Report 2024 • AOB Conversation with Audit Committee 2024 • Cybersecurity & Fighting Financial Crime • MSIG Asia 6th Audit Committee Roundtable
Dato' Azmi Mohd Ali	• Key Disclosure Obligations of a Listed Company • Managing Recurrent Related Party Transaction Training • Global & Regional HR Trends – Talent & Compensation • Today's Consumer Sentiment, Their Habits and Emerging Trends • New Beneficial Ownership Requirements • PNB Knowledge Forum (Navigating the Threads of Economic Relatedness) • AMCHAM Dialogue with Datuk Abdul Rasheed Ghaffour, Governor of Bank Negara • Update on Extension of Time granted by Kementerian Pembangunan Dan Kerajaan Tempatan and Impact on S P Setia Group's Projects Post Federal Court's Decision on 26 July 2024 • E-Invoicing Implications and Considerations for Company Directors • Webinar Bengkel Pembaharuan Ejen Cap Dagangan – Siri • Board's Role in Value Creation • Setia Governance, Risk and Audit Forum • Setia Sustainability Day 2024 • 37th LAWASIA Conference 2024 • The Pulse of Malaysian Real Estate: Current Market Dynamics and Future Outlook • Utilising Big Data to Determine Market Absorption Probabilities • PNB Project Converse: Fireside Chat with PNB Nominee Directors • Forum Wakaf Serantau Pulau Pinang • Setia Sustainability and Risk Management Masterclass • Technical Updates: Key Amendments to the Occupational Safety and Health (Amendment) Act 2022

Corporate Governance Overview Statement

Name of Directors	Training Programmes
Datuk Nur Iskandar A Samad	• IIC Corporate Governance Conference 2024 • Key Disclosure Obligations of a Listed Company • Mandatory Accreditation Program Part II: Leading For Impact • Managing Recurrent Related Party Transaction Training • Global & Regional HR Trends - Talent & Compensation • Offshore Technology Conference Asia 2024 • Brazil - Malaysia Energy & Investment Forum
Lim Fu Yen	• IIC Corporate Governance Conference 2024 • Key Disclosure Obligations of a Listed Company • Mandatory Accreditation Programme Part II: Leading for Impact • Managing Recurrent Related Party Transaction • Global & Regional HR Trends - Talent & Compensation
Wan Mashitah Wan Abdullah Sani	• IIC Corporate Governance Conference 2024 • Key Disclosure Obligations of a Listed Company • Mandatory Accreditation Programme Part II: Leading for Impact • PNB Knowledge Forum: Sustainability • Managing Recurrent Related Party Transaction Training • Global & Regional HR Trends - Talent & Compensation
Datuk Ramlan Abdul Rashid	• Key Disclosure Obligations of a Listed Company • Mandatory Accreditation Programme Part II: Leading for Impact • PNB Knowledge Forum 2024 | Economic Complexity: Navigating the Threads of Economic Relatedness
Dato' Shahriman Shamsuddin	• IIC Corporate Governance Conference 2024 • Key Disclosure Obligations of Listed Company • Mandatory Accreditation Programme Part II: Leading For Impact • Managing Recurrent Related Party Transaction • Global & Regional HR Trends - Talent & Compensation • Conflict of Interest

Corporate Governance Overview Statement

OUR COMPLIANCE UNIVERSE

The **Compliance Central** platform was launched in 2024 to consolidate all key compliance resources into a single, accessible location. The platform includes a section for Conflict of Interest and Gifts & Hospitality declarations, e-learning access featuring videos and quizzes, and access to the latest compliance policies and guidelines. It also provides a direct link to the Whistleblowing Channel and an Enquiry Section that connects employees to the Compliance team. This centralised hub is designed to enhance transparency, promote ethical conduct, and support our ongoing commitment to strong corporate governance.

Integrity and Ethics

The Board remains committed to upholding the applicable ethical standards in discharging its fiduciary and oversight responsibilities. It continues to foster a culture of integrity and ethical conduct across all aspects of the Group's operations, guided by the Group's Code of Ethical Conduct, Anti-Bribery and Anti-Corruption Policy, and Whistleblowing Policy.

The Board emphasises adherence to ethical practices, including confidentiality of information and a strong commitment to Quality, Health, Safety, and Environment performance.

Code of Ethical Conduct ("COEC")

The Group has established a COEC that sets the tone for how business is conducted across all operations globally. The COEC applies to all employees of the organisation and reflects the Group's commitment to acting responsibly, accountably, and with transparency in every aspect of its operations.

The COEC addresses a comprehensive range of ethical areas, including conflicts of interest, abuse of power, corruption, insider trading, money laundering, sexual harassment, gifts and hospitality, fair competition, trade sanctions, confidentiality, data privacy, and whistleblowing.

The COEC is publicly accessible on the Company's website at *www.sapuraenergy.com*.

Anti-Bribery and Anti-Corruption Policy Statement

SEB has a strict Anti-Bribery and Anti-Corruption Policy and has implemented internal controls and procedures to effectively manage and mitigate such risks. As a publicly listed company, SEB is dedicated to maintaining applicable standards of corporate governance, transparency, and integrity across all levels of the organization. The Group is fully committed to complying with all applicable anti-bribery and anti-corruption laws in Malaysia, including the Malaysian Anti-Corruption Commission Act 2009, particularly Section 17A, as well as equivalent legislation in jurisdictions where it operates.

The Anti-Bribery and Anti-Corruption Policy is publicly accessible on the Company's website at *www.sapuraenergy.com*.

Whistleblowing Policy

The Group is committed to maintaining an open and transparent working environment. To support this commitment, a Whistleblowing Helpline has been established and is accessible to employees and stakeholders via the Company's website at *www.sapuraenergy.com*.

This Whistleblowing Policy outlines the procedures and protections in place to encourage the reporting of any actual or suspected misconduct, unethical behaviour, or breaches of laws and regulations, without fear of retaliation. This Whistleblowing Policy is publicly available on the Company's website at *www.sapuraenergy.com*.

The BAC oversees the whistleblowing process and is supported by the Complaints Investigation Committee ("CIC"). The CIC ensures that all disclosures are handled with strict confidentiality, objectivity, and in a timely manner to uphold the integrity of the whistleblowing process.

Insider Trading

The Board, key management personnel and principal officers of the Group are prohibited from trading in securities or any other properties based on price-sensitive information and knowledge which have not been publicly announced.

A notice regarding closed periods for trading in the Company's shares is circulated in advance to the Board, key management personnel, and principal officers who may have access to price-sensitive information.

Directors' Fit and Proper Policy

The Directors' Fit and Proper Policy was adopted by the Board to govern the appointment of new Directors and the re-election of Directors of the Group. The Directors' Fit and Proper Policy is made available on the Company's website at *www.sapuraenergy.com*.

BOARD COMPOSITION

Board Balance and Composition

The Board currently consists of nine (9) Directors, comprising one (1) Executive Director and eight (8) Non-Executive Directors. Among the Non-Executive Directors, six (6) are Independent Directors. The Board collectively comprises a balance of skills, experience and relevant knowledge to commensurate with the complexity, size, scope and operations of the Group. The composition of the Board also fairly reflects the investment of shareholders in the Company. The Board through the BNRC will continue to review the Board structure and composition from time to time to ensure alignment with the Group's strategic direction and to remain commensurate with the complexity, scope and operations of the Group's business operations. The profile of each Director is set out in the Directors' Profile on pages 122 to 130 of this Annual Report.

Corporate Governance Overview Statement

The Company adheres to the MMLR in determining its Board composition. Pursuant to the MMLR, the Company must ensure that at least two (2) Directors or one-third (1/3) of the Board, whichever is the higher, are Independent Directors. If the number of Directors of the Company is not three (3) or a multiple of three (3), then the nearest one-third (1/3) must be used. The current Board composition is in compliance with this requirement, maintaining the minimum one-third (1/3) ratio of Independent Directors on the Board.

The Board Charter and the MCCG stipulate that at least half of the Board must consist of Independent Directors.

During the period under review, several changes occurred in the Board composition. Lim Yu Fen was redesignated as an INED on 26 September 2024. Datuk Mohd Anuar Taib resigned as an Executive Director on 31 December 2024 and was succeeded by Muhammad Zamri Jusoh as GCEO on 13 January 2025 and subsequently, he was appointed as Executive Director on 1 February 2025. Dato' Mohammad Azlan Abdullah resigned as Chairman and NINED on 31 January 2025. Meanwhile, Lee Chui Sum was appointed as a Court-Appointed Director on 11 June 2024 but ceased to serve on 10 March 2025 following the expiry of the Extended Convening and Restraining Orders.

Despite these changes, the Board remains composed of a majority of Independent Directors, ensuring compliance with the Board Charter and MCCG practice, which mandate that at least half of the Board consists of Independent Directors.

In pursuing its gender diversity agenda, the Board is committed to appoint at least one (1) female Director on its Board by 1 June 2023. The Company has appointed Wan Mashitah Wan Abdullah Sani on 26 May 2023 in adherence to the MMLR.

All Directors shall notify the Chairman of the Board of their acceptance of office as a Director of any other public company. Considerations such as time commitments and conflicts of interest that may arise should be considered.

Independent Director and its Tenure

The Board has a set of criteria in assessing the independence and performance of Directors. The BNRC annually reviews and assesses the level of independence of the Independent Directors in line with the MMLR. The BNRC will also consider the individual Director's ability to exercise independent judgement and to demonstrate the values and principles associated with independence such as impartiality, objectivity and consideration of all stakeholders' interests.

After serving for nine (9) years, an Independent Director may continue to serve on the Board as a Non-Independent Director. If the Board intends to retain the Independent Director beyond nine (9) years, the Board should provide justification and seek annual shareholders' approval through a two-tier voting process.

Pursuant to the MMLR, all long-serving Independent Directors of more than twelve (12) years must resign or be re-designated as a Non-Independent Director.

As of the current date, none of the Independent Directors of the Company have served on the Board for a tenure of more than nine (9) years.

For the financial year under review, none of the six (6) Independent Directors have served the Board for more than nine (9) years and BNRC has assessed and concluded that all the Independent Directors continue to demonstrate, conduct and behave in a manner indicative of independence, and that each of them is independent of the Company's management and free from any business or other relationship which could materially interfere with the exercise of independent judgement, objectivity or the ability to act in the best interest of the Company.

Diversity

Diversity in the Board's composition is essential to facilitate good decision-making as this enables different insights and perspectives to be harnessed. This diversity criteria may include competencies, skills, knowledge, experience, ethnicity, gender, age and educational background. The Group's Board Diversity Policy seeks to be inclusive and eradicate any form of discrimination, may it be on the basis of gender, age, ethnicity or other factors. The Board Diversity Policy is accessible on the Company's official website at *www.sapuraenergy.com*.

In terms of diversity in skills, experience and competencies, the Board comprises qualified individuals with various professional backgrounds and expertise from the fields of oil and gas, engineering, finance, investment, insurance, information technology, accounting, management, economics, business and public administration, all of whom bring in-depth and diverse experiences, expertise and perspectives to the Group's operations to ultimately enhance shareholders' value for the long-term. On 11 June 2024, Lee Chui Sum was appointed to the Board as a Court-Appointed Director, bringing expertise in financial turnaround. Her tenure concluded on 10 March 2025 with the expiry of the Extended Convening and Restraining Orders.

During the FY2025, the BNRC conducted a comprehensive review of the Board members' competency matrix to assess their skills and experience levels across three (3) key categories: Competent, Practice and Awareness.

Board Appointment Process

The appointment of Directors to the Board is subject to a formal, rigorous and transparent process. During nomination of new candidates for Board membership, the Board, through BNRC, will take into consideration the criteria, amongst others, the candidate's qualifications, functional knowledge, relevant experience, and expertise, including but not limited to, financial and accounting literacy, and the relevant business experience with respect to the Group's core business activities, with the view to complement and support the existing Board's composition.

Corporate Governance Overview Statement

The table below illustrates the procedures for the appointment of a new Board member:

STEP 1	Sourcing and Identification of Candidate
STEP 2	Assessment and Evaluation by BNRC
STEP 3	BNRC Interaction with Candidate
STEP 4	Recommendation by BNRC for Board's Consideration
STEP 5	Discussion and Decision by the Board

The Board, through the BNRC, is tasked with identifying candidates possessing the requisite skills and experiences to enhance and bolster the current Board composition in alignment with the Company's strategic direction and principles of good governance. The BNRC will thoroughly evaluate all shortlisted candidates, employing a rigorous assessment process that includes a review of their skills competency matrix (pertaining to skills and experience) and an independence test for prospective Independent Directors. During the financial year under review, Lee Chui Sum joined the Company on 11 June 2024. Subsequently, the Board appointed one (1) new member, Muhammad Zamri Jusoh on 1 February 2025.

The Company employs a diverse array of sources to identify potential Board candidates, including the use of independent sources. The BNRC, or a representative thereof, conducts interaction sessions with potential candidates to assess their alignment with the Company's values and to review their overall suitability before recommending them for approval for appointment to the Board.

Corporate Governance Overview Statement

Board Effectiveness Assessment

The Board, the Board Committees, and each Director undergo an annual evaluation and assessment process through a self and peer assessment. Each Director completes the assessment, which is then reviewed by the BNRC.

The annual assessment encompasses a thorough review of several key areas, including:

1) **Board's Competency Matrix:** Evaluating the skills and experiences of Board members.
2) **Director's Level of Independence:** Assessing the independence of each Director.
3) **Board Mix and Composition:** Ensuring an optimal mix of skills and backgrounds on the Board.
4) **Quality of Information and Decision-Making:** Assessing the quality of information provided to the Board and the effectiveness of decision-making processes.
5) **Board Chairman's Role and Responsibilities:** Evaluating the effectiveness of the Chairman in leading the Board.
6) **Board's Relationship with the Management and Board Activities:** Assessing the relationship between the Board and management, as well as the overall activities of the Board.
7) **ESG issues:** Considering the Board's approach to ESG matters and its impact on the Company's operations and stakeholders.

The assessments for FY2025 confirmed that the Board maintains a balanced composition and operates efficiently, benefiting from a blend of Independent and Non-Independent Directors. The Board, the Board Committees, and individual Directors demonstrated effective discharge of their respective functions and responsibilities.

The BNRC is satisfied with the results of the assessment whereby all the Independent Directors fulfilled the criteria of "Independence" as prescribed under the MMLR and is of the view that all Independent Directors are independent of management and free of any interest, position, association or other relationship that might materially influence the Independent Director's capacity to bring an independent judgement and to act in the best interest of the Group and its stakeholders.

Re-election

The BNRC is also responsible for recommending Directors for re-election at the Annual General Meeting ("AGM"). In accordance with the Constitution of the Company, all newly appointed Directors are subject to re-election by the shareholders at the first AGM following their appointments. Additionally, at least one-third (1/3) of the Directors for the time being, or if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3), shall be subject to retirement by rotation at least once every three (3) years, and shall be eligible for re-election. The retiring Directors would be those who have been longest in office since their last election. This provides shareholders the opportunity to evaluate the performance of the Directors and promote effective Board members.

Directors subject to retirement by rotation pursuant to the Constitution are initially considered by the BNRC, taking into consideration their required mix of skills, competencies, experience and other qualities required before they are recommended for re-election by shareholders.

Board Remuneration Policies and Procedures

Non-Executive Directors

The Directors' remuneration is set at a competitive level to attract and retain high-calibre individuals with the skills and experience necessary for effective management and operations. Non-Executive Directors with extra responsibilities, such as chairing Board Committees or serving as Board Committee members receive additional fees. This approach ensures that Directors' remuneration aligns with their contributions to the Group's success.

The remuneration of the Non-Executive Directors, which is subject to the approval of the shareholders at the AGMs, is recommended by BNRC to the Board as a whole to ensure that it is aligned to the market and to the Directors' duties and responsibilities.

Executive Director

The Board, acting through the BNRC, conducts an annual performance review of the Executive Director. This review serves as the basis for determining the Executive Director's annual remuneration, bonus, and other benefits. The BNRC assesses the Executive Director's performance against pre-approved objectives and KPIs set by the Board. This approach ensures that the Executive Director's remuneration is directly linked to his performance.

The basic salary of the Executive Director remains fixed for the duration of his contract. Any proposed revision to the basic salary is reviewed and recommended by the BNRC for approval by the Board. This review considers factors such as individual performance, the inflation price index and information from independent sources on salary rates for similar positions in other comparable companies within the industry. The Executive Director is not entitled to Directors' fees.

Corporate Governance Overview Statement

Details of the Directors' remuneration (both Executive and Non-Executive) for FY2025 are as follows:

	Company							Subsidiary	
Group	Salaries RM'000	Other Emoluments RM'000	Fees RM'000	Bonus RM'000	Defined contribution plan RM'000	Benefits-in-kind RM'000	Meeting Allowance RM'000	Fees RM'000	Total RM'000
Executive Director									
Datuk Mohd Anuar Taib[1]	2,025	0	0	865	348	22	0	0	3,260
Non-Executive Directors									
Dato' Mohammad Azlan Abdullah[2]	0	40	291	0	0	4	12	0	347
Shahin Farouque Jammal Ahmad[3]	0	0	204	0	0	0	66	0	270
Lim Tiang Siew	0	24	238	0	0	2	76	0	340
Dato' Azmi Mohd Ali	0	0	233	0	0	0	72	0	305
Datuk Nur Iskandar A Samad	0	0	224	0	0	1	72	0	297
Lim Fu Yen[4]	0	52	161	0	0	2	42	0	257
Wan Mashitah Wan Abdullah Sani	0	0	204	0	0	1	68	0	273
Datuk Ramlan Abdul Rashid	0	0	170	0	0	0	56	0	226
Dato' Shahriman Shamsuddin	0	0	145	0	0	0	36	0	181
Rohaizad Darus[5]	0	0	31	0	0	0	14	0	45
Lee Chui Sum[6]	0	173	93	0	0	0	28	0	294
Total	**2,025**	**289**	**1,994**	**865**	**348**	**32**	**542**	**0**	**6,095**

Notes:

1) *Resigned as GCEO and Executive Director on 31 December 2024.*
2) *On leave of absence effective from 26 June 2024 and resigned on 31 January 2025.*
3) *Redesignated as Chairman on 1 February 2025 and resigned as a member of BAC and BNRC on 1 February 2025.*
4) *Appointed as a member of BRSC on 10 June 2024 and as a member of BAC and BNRC on 1 February 2025.*
5) *Resigned as NINED and as a member of BAC and BRSC on 25 March 2024.*
6) *Appointed as a Court-Appointed Director on 11 June 2024, and remained in the role until her tenure ended on 10 March 2025 upon the expiry of the Extended Convening and Restraining Orders.*

Due to confidentiality and sensitivity of personal information, the remuneration of the top five (5) Senior Management's remuneration on a named basis is not disclosed herein.

Long-Term Incentive Programme ("LTIP") scheme

No LTIP shares were granted for FY2025 and no amount vested to a Director during the period under review.

Corporate Governance Overview Statement

PRINCIPLE B

EFFECTIVE AUDIT AND RISK MANAGEMENT

Effectiveness of Audit Committee

The Board is assisted by the BAC in reviewing the information on annual audited financial statements and announcements on unaudited quarterly financial results to be disclosed to shareholders. This ensures the accuracy, adequacy, and completeness of the information thereof as well as compliance with the applicable financial reporting standards. The BAC also supports the Board in its responsibility to oversee the effectiveness of the internal control systems of the Group.

The Board takes responsibility for presenting balanced and meaningful assessments of the financial performance and prospects of the Group. The financial statements are drawn up in accordance with the provisions of the CA 2016 and the applicable approved Financial Reporting Standards in Malaysia which give a true and fair view of the affairs of the Company and the Group.

The Board through the BNRC, evaluates the performance and terms of office of BAC and each of its members annually to ensure it functions effectively. The Board is satisfied that the BAC and members have effectively and efficiently discharged their duties.

Group Internal Audit

The internal audit function is carried out by the in-house Group Internal Audit ("GIA") and is independent of the activities it audits. It functionally reports to the BAC, and the GIA has the principal responsibility for undertaking a regular and systematic review of the systems and internal controls so as to provide reasonable assurance that such systems continue to operate satisfactorily and effectively within the Group.

The internal audit function of the Company is premised on the requirements of an independent and objective function. The GIA's direct reporting line to the BAC enables it to be independent of Management so as to exercise objectivity.

The Group Chief Internal Auditor meets with the BAC at least once a year for a private session without the presence of the Management team and the GCEO.

Both GIA and the external auditors provide integral support to the BAC by acting as a sounding board.

External Auditors

The external auditors, Ernst & Young PLT, report to the BAC their findings each year. In doing so, the Group has established a transparent arrangement to meet the professional requirements by the auditors. The BAC also reviews the results of the annual audit, the audit report and management letters, including Management's responses thereon with the auditors. During the financial year under review, five (5) private sessions were held between the auditors and the BAC, in the absence of the Management team and the GCEO.

In safeguarding and supporting the external auditors' independence and objectivity, the BAC had formalised the External Auditors Independence Policy for non-audit services.

The performance, suitability and independence of external auditors are annually reviewed and monitored by the BAC. The BAC has a set of criteria in assessing the suitability and independence of the external auditors. A written assurance from the external auditors is also sought in confirming that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements.

RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

The details of the Risk Management and Internal Control Framework are set out in the Statement on Risk Management and Internal Control on pages 135 to 138 of this Annual Report.

Corporate Governance Overview Statement

PRINCIPLE C

INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

Communication, Interaction and Relationship with Stakeholders

The Board recognises the importance of an effective communication channel between the Board, stakeholders, institutional investors and the investing public at large, both locally and internationally, with the objective of providing as much as possible a clear and complete picture of the Group's performance and position. The Company's Annual Report remains the primary channel of communication with the stakeholders.

In this respect, the Group is fully committed to maintain high standards in the dissemination of relevant and material information relating to developments within the Group.

Evaluation of the timeliness, accuracy and quality of the information to be disclosed is guided by the Corporate Disclosure Guide issued by Bursa Securities and the Company's Corporate Disclosure Policy.

Analyst and Media Updates on Quarterly Results

The Company provides analysts and the media with press releases and information packs regarding its quarterly results. These updates provide a platform for analysts and the media to receive a balanced and complete view of the Group's performance and the issues faced by the Group. The Company will also directly engage with analysts and members of the media who indicate the need for further information.

Investor Meetings

The Investor Relations team of the Company meets with analysts, investors and potential investors throughout the year to provide relevant information to the investing community. Reasonable access to the Senior Management ensures analysts and investors are able to engage with key executives within the Group, to further enhance the understanding of the Group's operation and activities. Dissemination of information during the briefings is confined to permissible disclosure within the MMLR.

Corporate Website

The corporate website of SEB at *www.sapuraenergy.com* provides quick access to information on the Group. Information on the website includes amongst others, the Group's corporate profile, Directors' profiles, announcements to Bursa Securities, press releases, share information, financial results, TOR of Board Committees and corporate news. The Company's website is regularly updated to provide current and comprehensive information about the Group.

Corporate Governance Overview Statement

Annual Report

The Company's Annual Report provides comprehensive coverage of the Group's operations and financial performance. An online version of the Annual Report is available on the Company's website.

Media Coverage

Media coverage of the Group and its business activities is initiated proactively at regular intervals to provide wider publicity and to improve the general understanding of the Group's business among investors and the public.

Conduct of General Meetings

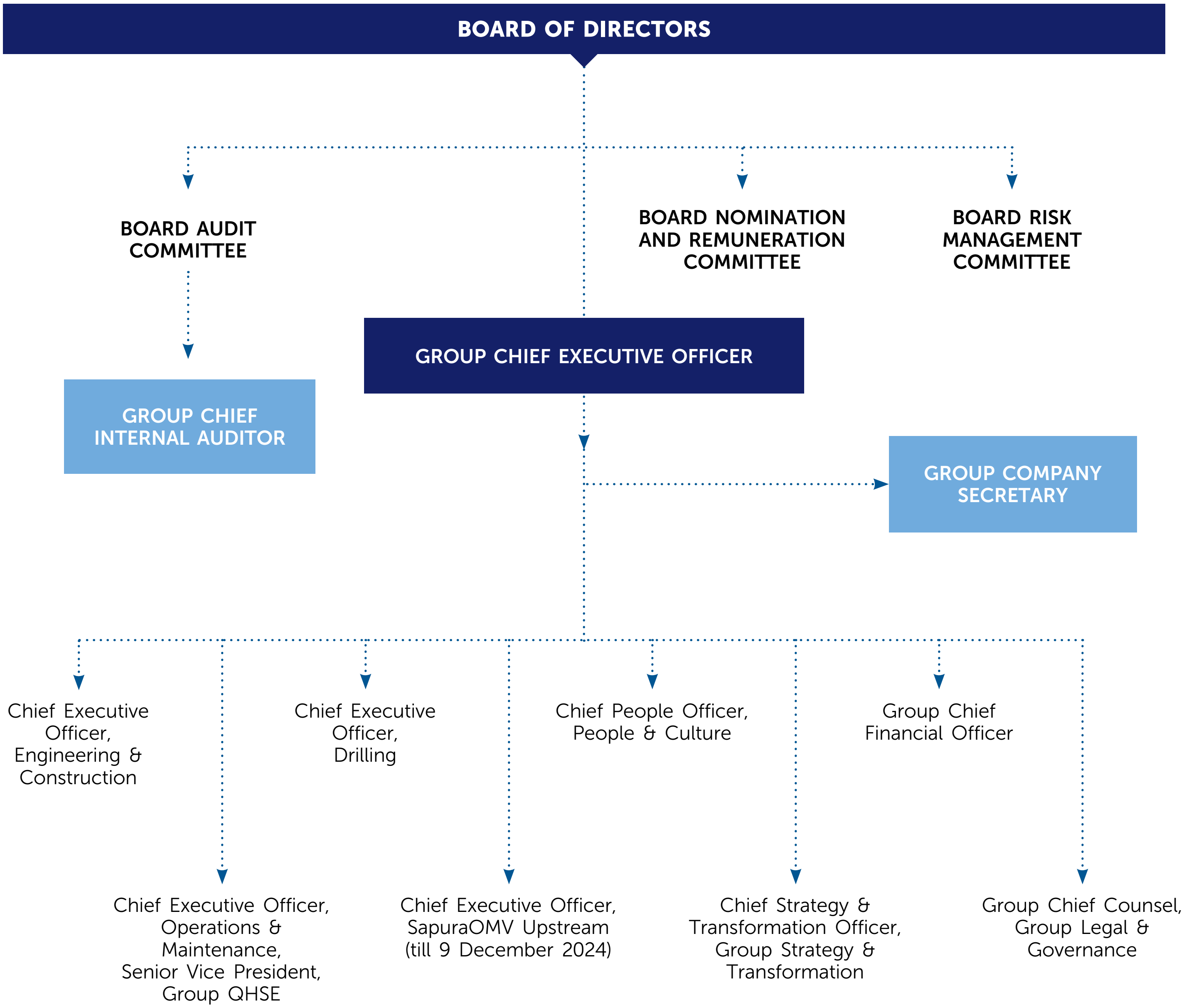
General meetings are the principal gathering platform for shareholders and the Board of Directors of a company. During general meetings, the questions-and-answers session is open to all shareholders who participate. The Board, Senior Management of the Group, as well as the Group's external auditors are present to respond to issues raised during general meetings.

The Company has utilised technology to enable shareholders to participate in general meetings remotely and to cast their votes electronically. Notice of the general meeting is issued to all shareholders before the meeting to provide sufficient time for shareholders to consider the resolutions that will be discussed and decided at the general meeting.

A comprehensive Administrative Notes accompanying the AGM Notice is also issued to ensure shareholders are able to participate, effectively engage the Board and Senior Management, and make informed voting decisions at general meetings. All the resolutions set out in the Notice of the AGM are put to vote by way of poll voting. The poll results are confirmed and verified by an independent scrutineer appointed by the Company. Minutes of AGM are published on the Company's website within thirty (30) days after the meeting.

This Corporate Governance Overview Statement is made in accordance with the resolution of the Board of Directors duly passed on 23 May 2025.

Group Organisation Structure



Corporate Information

BOARD OF DIRECTORS

- **Shahin Farouque Jammal Ahmad**
  Chairman,
  Non-Independent Non-Executive Director
- **Muhammad Zamri Jusoh**
  Group Chief Executive Officer,
  Non-Independent Executive Director
- **Lim Tiang Siew**
  Senior Independent Non-Executive Director
- **Dato' Azmi Mohd Ali**
  Independent Non-Executive Director
- **Datuk Nur Iskandar A Samad**
  Independent Non-Executive Director
- **Lim Fu Yen**
  Independent Non-Executive Director
- **Wan Mashitah Wan Abdullah Sani**
  Independent Non-Executive Director
- **Datuk Ramlan Abdul Rashid**
  Independent Non-Executive Director
- **Dato' Shahriman Shamsuddin**
  Non-Independent Non-Executive Director

BOARD AUDIT COMMITTEE

Lim Tiang Siew
Chairman,
Senior Independent Non-Executive Director

Dato' Azmi Mohd Ali
Member,
Independent Non-Executive Director

Wan Mashitah Wan Abdullah Sani
Member,
Independent Non-Executive Director

Lim Fu Yen
Member,
Independent Non-Executive Director

BOARD NOMINATION AND REMUNERATION COMMITTEE

Dato' Azmi Mohd Ali
Chairman,
Independent Non-Executive Director

Datuk Ramlan Abdul Rashid
Member,
Independent Non-Executive Director

Datuk Nur Iskandar A Samad
Member,
Independent Non-Executive Director

Lim Fu Yen
Member,
Independent Non-Executive Director

BOARD RISK AND SUSTAINABILITY COMMITTEE

Datuk Nur Iskandar A Samad
Chairman,
Independent Non-Executive Director

Lim Tiang Siew
Member,
Senior Independent Non-Executive Director

Wan Mashitah Wan Abdullah Sani
Member,
Independent Non-Executive Director

Lim Fu Yen
Member,
Independent Non-Executive Director

COMPANY SECRETARIES

Azmanira Ariff
(SSM Practising Certificate No. 202308000848)
MAICSA7070361

Choong Siew Mun
(SSM Practising Certificate No. 202008001881)
MAICSA7068632

AUDITORS

Ernst & Young PLT
202006000003 (LLP0022760-LCA) & AF 0039
Chartered Accountants
Level 23A, Menara Milenium
Jalan Damanlela, Pusat Bandar Damansara
50490 Kuala Lumpur, Malaysia.
Tel: +603-7495 8000

SHARE REGISTRAR

Boardroom Share Registrars Sdn Bhd
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan, Malaysia.
Tel: +603-7890 4700
Fax: +603-7890 4670
Website: www.boardroomlimited.com

REGISTERED OFFICE

Level 4, Menara PNB
201-A, Jalan Tun Razak,
50400 Kuala Lumpur
Wilayah Persekutuan Malaysia.
Tel: +603-6415 9999
Fax: +603-6415 9998

STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia Securities Berhad
Stock Name: SAPNRG
Stock Code: 5218
Listing Date: 17 May 2012

PRINCIPAL BANKERS

- AmBank (M) Berhad/AmBank Islamic Berhad
- CIMB Bank Berhad/CIMB Islamic Bank Berhad
- Export-Import Bank of Malaysia Berhad
- ING Bank N.V.
- Malayan Banking Berhad/Maybank Islamic Berhad
- RHB Islamic Bank Berhad
- Standard Chartered Bank
- Sumitomo Mitsui Banking Corporation
- United Overseas Bank Limited

COMPANY WEBSITE

www.sapuraenergy.com

Profile of Board of Directors

Board Meeting Attendance 19/19

52

SHAHIN FAROUQUE JAMMAL AHMAD

Chairman, Non-Independent Non-Executive Director

DATE OF APPOINTMENT

- 15 December 2023
  (Appointed as Non-Independent Non-Executive Director)
- 1 February 2025
  (Redesignated as Chairman of the Board of Directors)

BOARD COMMITTEE MEMBERSHIPS

Nil

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS

- Non-Independent Non-Executive Director, Axiata Group Berhad

EXPERIENCE/ACHIEVEMENT AND OCCUPATION

- Shahin is currently the Deputy Group Chief Investment Officer of Permodalan Nasional Berhad ("PNB"). He has over 20 years of working experience, including investment banking.
- Previously, Shahin was an Executive Director in the Investment Division of Khazanah Nasional Berhad ("Khazanah") from November 2016 until November 2021. He sat on the boards of various creative and media companies within the Khazanah portfolio companies. Prior to joining Khazanah in 2016, he worked with various commercial and investment banks in both domestic and regional roles.

ACADEMIC/PROFESSIONAL QUALIFICATIONS

- Bachelor of Science in Economics (Accounting & Finance), London School of Economics and Political Science, University of London, United Kingdom.

DECLARATIONS

- Shahin has no family relationship with any Director and/or major shareholder of SEB.
- Shahin is the representative of PNB.
- Shahin has neither been convicted of any offence, other than traffic offences (if any), within the past five years nor has he been imposed any public sanction or penalty by the relevant regulatory bodies during the financial year ended 31 January 2025.

Profile of Board of Directors

Board Meeting Attendance

N/A

DATE OF APPOINTMENT

1 February 2025

BOARD COMMITTEE MEMBERSHIPS

Nil

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS

Nil

MUHAMMAD ZAMRI JUSOH

Non-Independent Executive Director/Group Chief Executive Officer

EXPERIENCE/ACHIEVEMENT AND OCCUPATION

- Zamri has over 30 years of experience in the global energy sector, specialising in business turnaround, strategic implementation, and sustainable growth. He has led successful turnaround strategies, achieved operational excellence, and driven cost reductions while fostering sustainable practices aligned with the global energy transition.
- Prior to joining SEB as the new Group Chief Executive Officer on 13 January 2025, Zamri was the Chief Executive Officer of SapuraOMV Upstream Sdn Bhd ("SapuraOMV"). He assumed this position from July 2019 to December 2024 and provided overall leadership and direction in the development and implementation of the company's strategic plans and policies. He was also responsible for directing and controlling various aspects of business operations and their global assets. He was accountable to the Board of Directors for the achievement of SapuraOMV's goals and objectives. Under his stewardship, SapuraOMV grew to become one of the largest independents in the region with strong growth portfolios.
- Zamri was also a member of SapuraOMV's Executive Management Committee from July 2019 to December 2024 and sat on the Board of various SapuraOMV subsidiaries. Zamri has over 25 years of experience with PETRONAS from January 1991 to June 2019 where he last held the position of Vice President of Malaysia Petroleum Management from April 2015 to June 2019. In this role, he provided strategic oversight on policy and management of the country's petroleum resources and spearheaded initiatives for the development of the local oil and gas industry, ensuring energy security for Malaysia.
- Zamri currently sits on the Society of Petroleum Engineers Asia Pacific Regional Advisory Council and Offshore Technology Conference Asia 2026 Advisory Committee.
- He holds a Bachelor of Science degree in Mechanical Engineering from Polytechnic University and has completed the Senior Management Program at INSEAD, as well as the Advanced Executive Program at the Kellogg School of Management, Northwestern University.

ACADEMIC/PROFESSIONAL QUALIFICATIONS

- Bachelor of Science, Mechanical Engineering, Polytechnic University, New York.
- Senior Management Programme, Institut Européen d'Administration des Affaires.
- Advanced Executive Programme, Northwestern University.

DECLARATIONS

- Zamri has no family relationship with any Director and/or major shareholder of SEB.
- Zamri has no conflict of interest with SEB.
- Zamri has neither been convicted of any offence, other than traffic offences (if any), within the past five years nor has he been imposed any public sanction or penalty by the relevant regulatory bodies during the financial year ended 31 January 2025.

Profile of Board of Directors

69

Board Meeting Attendance 19/19

DATE OF APPOINTMENT

- 3 June 2020
  (Appointed as Independent Non-Executive Director)
- 31 May 2022
  (Redesignated as Senior Independent Non-Executive Director)

BOARD COMMITTEE MEMBERSHIPS

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

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS

- Independent Non-Executive Director, MSIG Insurance (Malaysia) Berhad
- Senior Independent Non-Executive Director, HSBC Amanah Malaysia Berhad

LIM TIANG SIEW

Senior Independent Non-Executive Director

EXPERIENCE/ACHIEVEMENT AND OCCUPATION

- Retired as the Group Chief Internal Auditor of CIMB Group Holdings Berhad, after serving for 27 years in CIMB Group Holdings Berhad from 1991 to 2018.
- Member of CIMB's top management team, and a member of its major risk committees from 2006 to 2018.
- Chairman of the Audit Committee and member of Compliance & Risk Management Committee of MSIG Insurance (Malaysia) Berhad (2019 – present).
- Chairman of Risk Committee and member of Audit Committee and Nomination & Remuneration Committee of HSBC Amanah Malaysia Berhad (2023 - present).
- An examiner for the Malaysian Institute of Certified Public Accountants professional examinations in respect of a particular subject before being appointed as a reviewer for the same subject (1990 – present).
- Has more than 40 years of experience covering internal and external auditing, accounting, corporate finance and advisory, corporate governance and compliance, including roles from Head, Corporate Finance, Group Chief Financial Officer, and Group Chief Internal Auditor (all at CIMB Group Holdings Berhad) from January 1991 to April 2018; Assistant General Manager of Finance & Corporate Planning at The Sungei Besi Mines Malaysia Berhad from March 1989 to December 1990, Assistant Manager of Corporate Finance at Bumiputra Merchant Bankers Berhad from June 1987 to September 1988 and Group Head of Audit Services at Hanafiah Raslan & Mohamad (now part of Ernst & Young) from April 1976 to December 1986.

ACADEMIC/PROFESSIONAL QUALIFICATIONS

- Member, Malaysian Institute of Certified Public Accountants.
- Chartered Accountant, Malaysian Institute of Accountants.

DECLARATIONS

- Lim Tiang Siew has no family relationship with any Director and/or major shareholder of SEB.
- Lim Tiang Siew has no conflict of interest with SEB.
- Lim Tiang Siew has neither been convicted of any offence, other than traffic offences (if any), within the past five years nor has he been imposed any public sanction or penalty by the relevant regulatory bodies during the financial year ended 31 January 2025.

Profile of Board of Directors

64

Board Meeting Attendance 19/19

DATE OF APPOINTMENT

1 October 2020

BOARD COMMITTEE MEMBERSHIPS

- Chairman, Board Nomination and Remuneration Committee
- Member, Board Audit Committee

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS

- Director, Worldwide Holdings Berhad
- Director, PHB Property Ventures Berhad

DATO' AZMI MOHD ALI

Independent Non-Executive Director

EXPERIENCE/ACHIEVEMENT AND OCCUPATION

- Dato' Azmi has over 40 years of working experience.
- He is the Senior Partner of Azmi & Associates for more than 24 years from September 2000 to the present, a full service corporate and commercial law firm of more than 100 lawyers, based in Kuala Lumpur, Malaysia. The firm, Azmi & Associates under his leadership is recognised as one of the largest law firms (by size) in Malaysia.
- Currently, a director of SEB since 1 October 2020, PHB Property Ventures Berhad since 17 May 2024, Worldwide Holdings Berhad since 2 December 2019 and a member of Bursa Malaysia Appeals Committee since 1 August 2018.
- He is an experienced and is one of the leading corporate lawyers in Malaysia with expertise in the areas of mergers and acquisitions, joint ventures, cross-border transactions, project finance, privatisation, energy, oil and gas and foreign investments.
- Prior to his endeavour in private practice, Dato' Azmi had spent six and a half years as an in-house counsel of PETRONAS from 18 June 1984 to 30 September 1990. He was involved in projects of national importance for Malaysia and negotiated and concluded the Natural Gas Project & Sale Agreement ("NGPSA"), a major gas development project for Malaysia, in 1990. His accomplishments as a corporate lawyer are well noted and have earned him numerous awards, accolades and recognitions from reputed international legal publications. He won the prestigious Legal 500 Hall of Fame for M&A/Corporate for three consecutive years, 2020-2022, Distinguished M&A Practitioner for AsiaLaw 2020, International Law Office 2016 Clients Choice Award for Malaysia in Mergers & Acquisitions, and other international publications.
- He had served on the Board of other listed companies including Metacorp Berhad since 5 April 1997 to 8 July 1998, Sime Darby Berhad from 16 November 2010 to 1 March 2016, Chemical Company of Malaysia Berhad from 8 October 2010 to 8 October 2019, CCM Duopharma Biotech Berhad from 5 April 2016 to 28 December 2017, Cliq Energy Berhad from 22 May 2012 to 2016, S P Setia Berhad from 3 March 2016 to 2 March 2025, Seacera Berhad from 1 February 2019 to 15 April 2019 and UMW Holdings Berhad from 1 April 2022 to 20 February 2024.
- He had also served as a director of Maybank Islamic Berhad from 9 November 2020 to 7 November 2023, Pernas Berhad from 2 August 2011 to 1 August 2018, Pelaburan Hartanah Berhad from 14 March 2023 to 13 March 2025, Universiti Malaysia Kelantan from 16 February 2016 to 30 September 2018, Institute of Corporate Directors Malaysia from 5 September 2017 to 31 October 2023 and as a member of Investment Panel for Lembaga Tabung Angkatan Tentera from 5 October 2022 to 4 October 2024.
- He had served as a Director of Terralex, a Florida-based world-wide network of 155 law firms with over 20,000 lawyers within its member firms spanning across more than 100 jurisdictions world-wide from September 2017 to September 2024. He is also a Lifetime Fellow of the Institute of Corporate Directors Malaysia.
- He is also one of the 16 elected counsellors for Bar Council since 2023.

ACADEMIC/PROFESSIONAL QUALIFICATIONS

- Master of Laws (LLM) in the United States of America & Global Business Law, University of Suffolk, Boston Massachusetts, United States of America.
- Bachelor of Law LLB (Hons), Universiti Malaya.

DECLARATIONS:

- Dato' Azmi has no family relationship with any Director and/or major shareholder of SEB.
- Dato' Azmi has no other conflict of interest with SEB.
- Dato' Azmi has neither been convicted of any offence, other than traffic offences (if any), within the past five years nor has he been imposed any public sanction or penalty by the relevant regulatory bodies during the financial year ended 31 January 2025.

Profile of Board of Directors

67

Board Meeting Attendance 19/19

DATE OF APPOINTMENT

26 May 2023

BOARD COMMITTEE MEMBERSHIPS

- Chairman, Board Risk and Sustainability Committee
- Member, Board Nomination and Remuneration Committee

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS

Nil

DATUK NUR ISKANDAR A SAMAD

Independent Non-Executive Director

EXPERIENCE/ACHIEVEMENT AND OCCUPATION

- Datuk Iskandar carries with him 41 years of experience in the downstream oil, gas and petrochemical industry; holding many senior leadership positions in Petroliam Nasional Berhad ("PETRONAS"), Malaysia's national oil company and Malaysia's only Fortune 500 organisation. His main skill sets are project management and business management of manufacturing facilities.
- Datuk Iskandar started his career in 1980 with PETRONAS as a Trainee Engineer and grew to become a Process Engineer. In 1987, he moved to Malaysia LNG Sdn Bhd as Head of Terminal (Operations) until 1989. In 1989, he joined Polypropylene Malaysia Sdn Bhd until 1997. In 1997, he was transferred to MTBE Malaysia Sdn Bhd as Project Director where he served until 2001 before being transferred to public listed company, PETRONAS Gas Berhad as General Manager of Plant Operations Division.
- He held several Senior Managerial positions during his tenure with PETRONAS from 2001 to 2012 which included being Chief Executive Officer ("CEO") of PETRONAS Fertilizer (Kedah) Sdn Bhd from January 2005 to February 2007, Senior General Manager of PETRONAS Human Resource Management (Leadership & Capabilities Development) from March 2007 to February 2009, Managing Director/CEO of PETRONAS Penapisan Melaka Sdn Bhd from February 2009 to June 2012 and Malaysia Refining Company Sdn Bhd from February 2009 to June 2012.
- Datuk Iskandar was the Project Director (Petrochemical) of Pengerang Integrated Complex (PIC) in Johor, Malaysia for the period from 2012 to 2021. He was responsible in taking the lead in the execution of 6 grass root petrochemical project packages at an estimated value of USD2 billion.
- Datuk Iskandar was a member of Industry Advisory Council of Universiti Sains Malaysia from May 2007 to December 2021 and a member of Industry Advisory Council of Universiti Teknologi PETRONAS from January 2014 to December 2014. He was also on the Board Directors of several PETRONAS's subsidiaries, PETRONAS Penapisan Melaka Sdn Bhd and Malaysian Refining Company Sdn Bhd from February 2009 to June 2012.
- Datuk Iskandar is currently a member of Board of Trustees of Islamic Relief Malaysia, a humanitarian organisation.

ACADEMIC/PROFESSIONAL QUALIFICATIONS

- Bachelor of Science (Honours) in Chemical Engineering, University of Leeds, United Kingdom.

DECLARATIONS

- Datuk Iskandar has no family relationship with any Director and/or major shareholder of SEB.
- Datuk Iskandar has no conflict of interest with SEB.
- Datuk Iskandar has neither been convicted of any offence, other than traffic offences (if any), within the past five years nor has he been imposed any public sanction or penalty by the relevant regulatory bodies during the financial year ended 31 January 2025.

Profile of Board of Directors

Board Meeting Attendance 18/19

45

DATE OF APPOINTMENT

- 1 June 2022*

BOARD COMMITTEE MEMBERSHIPS

- Member, Board Audit Committee
- Member, Board Nomination and Remuneration Committee
- Member, Board Risk and Sustainability Committee

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS

- Non-Independent Non-Executive Director, S P Setia Berhad

LIM FU YEN

Independent Non-Executive Director

EXPERIENCE/ACHIEVEMENT AND OCCUPATION

- Lim Fu Yen was attached to Ekuiti Nasional Berhad ("Ekuinas") from April 2014 to July 2020. His extensive experience in private equity covered investment, business management, financial restructuring, and operational turnaround. His last position was Senior Director of Investment at Ekuinas from March 2018 to June 2020.
- He was the Chief Subsidiary Management Officer ("CSMO") of Tenaga Nasional Berhad ("TNB") from August 2020 to August 2021. As CSMO, he oversaw the management and improvement of 13 TNB subsidiaries across 4 sectors; including Manufacturing, Engineering Services, Power, and Telco.
- Lim Fu Yen is currently the Independent Non-Executive Chairman of Malaysian Transformer Manufacturing (a wholly owned TNB subsidiary) and the Non-Independent Non-Executive Director of S P Setia Berhad.

ACADEMIC/PROFESSIONAL QUALIFICATIONS

- Master of Business Administration, Stanford University's Graduate School of Business in California, United States of America.
- Bachelor of Arts (Honours) in Engineering Science and Honours Economics, Dartmouth College in New Hampshire, United States of America.

DECLARATIONS

- Lim Fu Yen has no family relationship with any Director and/or major shareholder of SEB.
- Lim Fu Yen has no conflict of interest with SEB.
- Lim Fu Yen has neither been convicted of any offence, other than traffic offences (if any), within the past five years nor has he been imposed any public sanction or penalty by the relevant regulatory bodies during the financial year ended 31 January 2025.

**Note: Please refer to the announcement dated 26 September 2024 published by the Company on the official website of Bursa Securities regarding Lim Fu Yen's redesignation for further information.*

Profile of Board of Directors

58

Board Meeting Attendance 18/19

DATE OF APPOINTMENT

26 May 2023

BOARD COMMITTEE MEMBERSHIPS

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

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS

Nil

WAN MASHITAH WAN ABDULLAH SANI

Independent Non-Executive Director

EXPERIENCE/ACHIEVEMENT AND OCCUPATION

- Wan Mashitah has over 30 years' experience encompassing finance, strategic planning, project costing and supply chain management, with her last position being Managing Director and Chief Executive Officer of Malaysia Marine and Heavy Engineering Holdings Berhad ("MHB"), which has a market capitalisation of over RM1 billion.
- Wan Mashitah is an accountant by profession. She started her career in 1992 as an Audit Assistant with Grant Thornton Malaysia and rose to the rank of Audit Principal. She left the auditing profession in 2000 to help set up Channel Communication Sdn Bhd, a subsidiary of an American telecommunications equipment manufacturing company in Malaysia. She was in charge of finance, procurement and general administration of the company.
- She left for MISC Berhad ("MISC") at the end of 2002 and had served in various capacities within the company, beginning as Senior Manager, Finance Bulk Shipping Business, and moving to General Manager, Finance Fleet Operations for over 200 MISC vessels. She was then promoted to Senior General Manager, Corporate Finance and Accounting, overseeing the Group's financial activities.
- In February 2008, she was seconded to Malaysia Marine and Heavy Engineering Sdn Bhd as part of the preparations to list MHB to the public. Upon its successful listing, she was subsequently appointed Chief Financial Officer of MHB, a position she held from June 2010 to February 2016.
- Wan Mashitah took up the position of Acting Chief Executive Officer of MHB in May 2016 and assumed the position of Managing Director and Chief Executive Officer from January 2017 to September 2020.
- Wan Mashitah was the Managing Director and Chief Executive Officer of E&P Operations and Maintenance Services Sdn Bhd from April 2022 to September 2022. During this 6-month position, she helped transition the company from a wholly owned subsidiary of PETRONAS to a privately owned company.

ACADEMIC/PROFESSIONAL QUALIFICATIONS

- Fellow of the Chartered Association of Certified Accountants, United Kingdom.

DECLARATIONS

- Wan Mashitah has no family relationship with any Director and/or major shareholder of SEB.
- Wan Mashitah has no conflict of interest with SEB.
- Wan Mashitah has neither been convicted of any offence, other than traffic offences (if any), within the past five years nor has he been imposed any public sanction or penalty by the relevant regulatory bodies during the financial year ended 31 January 2025.

Profile of Board of Directors

DATE OF APPOINTMENT

23 September 2016

BOARD COMMITTEE MEMBERSHIPS

Member, Board Nomination and Remuneration Committee

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS

Nil

DATUK RAMLAN ABDUL RASHID

Independent Non-Executive Director

EXPERIENCE/ACHIEVEMENT AND OCCUPATION

- Director of the Malaysian Insurance Institute and Malaysian Life Reinsurance Group Berhad from 2006 to 2007.
- Director of NCB Holdings Berhad from 2015 to 2016.
- Group Chief Operating Officer of MNRB Holdings Berhad ("MNRB") from 2011 to 2014.
- Deputy Chief Executive Officer/Executive Vice President of MNRB Retakaful Berhad from 2010 to 2011.
- Chief Executive Officer/Executive Director of Malaysian Assurance Alliance Berhad ("MAA") (now known as Zurich Insurance Malaysia Berhad) from 2002 to 2007 and held various key positions in MAA from 1985 to 2002.
- President – Life, Head Office of MAA from 1997 to 2002.
- General Manager - Life, Head Office of MAA from 1991 to 1996.
- Assistant General Manager - Life, Head Office of MAA from 1989 to 1990.
- Life Operation Manager from 1988 to 1989.
- Actuarial Manager from 1987 to 1988.
- Actuarial Executive from 1985 to 1986.

ACADEMIC/PROFESSIONAL QUALIFICATIONS

- Master of Arts in Actuarial Science, Ball State University, Indiana, United States of America.
- Bachelor of Science (Honours) in Mathematics, Universiti Sains Malaysia.
- Qualified Risk Director Program, Institute of Enterprise Risk Practitioners (IERP).
- Global Leadership Development Program, International Centre for Leadership in Finance (Iclif).

DECLARATIONS

- Datuk Ramlan has no family relationship with any Director and/or major shareholder of SEB.
- Datuk Ramlan has no conflict of interest with SEB.
- Datuk Ramlan has neither been convicted of any offence, other than traffic offences (if any), within the past five years nor has he been imposed to any public sanction or penalty by the relevant regulatory bodies during the financial year ended 31 January 2025.

Profile of Board of Directors

56

Board Meeting Attendance 18/19

DATE OF APPOINTMENT

9 December 2011

BOARD COMMITTEE MEMBERSHIPS

Nil

DIRECTORSHIP IN OTHER PUBLIC COMPANIES AND LISTED ISSUERS

Nil

DATO' SHAHRIMAN SHAMSUDDIN

Non-Independent Non-Executive Director

EXPERIENCE/ACHIEVEMENT AND OCCUPATION

- Director of Sapura Technology Sdn Bhd and Sapura Holdings Sdn Bhd.
- Director of SapuraCrest Petroleum prior to the merger between SapuraCrest Petroleum Group from 2008 to 2012 and Kencana Petroleum Group.
- Managing Director of Sapura Resources Berhad from 2007 to 2024.
- Started his career with Sapura Group since 1991 and has held several key senior positions within the Group.
- CEO of Jet Premier One (M) Sdn Bhd from 2017 until present.
  - Nominated Postholder of Civil Aviation Authority of Malaysia as Accountable Manager
  - Provision of Head of State Flight Services

ACADEMIC/PROFESSIONAL QUALIFICATIONS

- Master of Science, Engineering Business Management, Warwick University, United Kingdom.
- Bachelor of Science, Industrial Technology, Purdue University, United States of America.

DECLARATIONS

- Dato' Shahriman is the brother of Tan Sri Dato' Seri Shahril Shamsuddin and both are major shareholders of SEB.
- Dato' Shahriman has no conflict of interest with SEB.
- Dato' Shahriman has neither been convicted of any offence, other than traffic offences (if any), within the past five years nor has he been imposed any public sanction or penalty by the relevant regulatory bodies during the financial year ended 31 January 2025.

Executive Committee Profiles

Age **58** | Nationality **Malaysian** | Gender **Male**

Date of Appointment:

13 January 2025

Directorship in other Public Companies and Listed Issuers:

- NIL

Working Experience:

Muhammad Zamri Jusoh was appointed Group Chief Executive Officer of SEB on 13 January 2025. He is responsible for steering the company's strategic direction, strengthening operational efficiency, and positioning SEB for long-term growth. His immediate priorities include completing the Group's restructuring exercise, improving financial and operational discipline, and building on the Company's core capabilities to drive future business opportunities.

Zamri has been part of SEB's leadership team since July 2019, when he joined as CEO of SapuraOMV Upstream. Under his leadership, SapuraOMV expanded its portfolio and established itself as one of the largest independent energy companies in the region.

Before joining SEB, he spent over 25 years with PETRONAS, where he last served as Vice President of Malaysia Petroleum Management. In this role, he was responsible for managing Malaysia's petroleum resources and overseeing policies that supported the country's energy security and industry development.

Zamri is an active member of the industry, serving on the SPE Asia Pacific Regional Advisory Council and the OTC Asia 2024 Advisory Committee. Committed to SEB's 'Our Way' values and principles, he is focused on building a high-performance organisation and delivering sustainable value for stakeholders.

Academic/Professional Qualifications:

- Bachelor of Science, Mechanical Engineering from Polytechnic University, New York
- Senior Management Programme, Institut Européen d'Administration des Affaires
- Advanced Executive Programme, Northwestern University

Age **48** | Nationality **Malaysian** | Gender **Male**

Date of Appointment:

2 May 2024

Directorship in other Public Companies and Listed Issuers:

- NIL

Working Experience:

Ganesh has over 26 years of finance and professional services experience. He brought over his rich experience in advisory services to his new role as the Group Finance Officer for SEB, commencing May 2, 2024. Renowned for his expertise in guiding clients through intricate business challenges, he excels in orchestrating comprehensive restructuring initiatives.

He began his career in PricewaterhouseCoopers (PwC) Malaysia's Assurance practice and subsequently moved to the Deals advisory practice and he was also seconded to PricewaterhouseCoopers (PwC) United Kingdom for 2 years.

Prior to joining the Company, he was a director in PricewaterhouseCoopers (PwC) Malayia's Business Restructuring Services division where he led the operational restructuring and working capital management services.

Throughout his career, Ganesh has cultivated a diverse client portfolio spanning sectors such as oil and gas, manufacturing, consumer products, healthcare, and real estate. His clientele typically includes Government-Linked Investment Companies (GLICs), Government-Linked Companies (GLCs), and owner-entrepreneur businesses.

Ganesh's hallmark lies in his ability to tailor strategic financial solutions to address each client's unique needs, thereby driving sustainable value and fostering long-term success. With a proven track record of delivering impactful results, he stands poised to contribute significantly to SEB's financial objectives and overarching corporate vision.

Academic/Professional Qualifications:

- Fellow Member of Association of Chartered Certified Accountants (ACCA)
- Chartered Accountant, Malaysian Institute of Accountants (MIA)
- Completed Level 3 Chartered Financial Analyst program (CFA)

Executive Committee Profiles

LOUAY LOUIS LAHAM
Chief Operating Officer &
Chief Executive Officer, Drilling

Age **45** | Nationality **French** | Gender **Male**

Date of Appointment:

1 April 2023

Directorship in other Public Companies and Listed Issuers:

- NIL

Working Experience:

Louay Laham is currently the Chief Operating Officer of SEB and also serves as Chief Executive Officer for the Drilling Business.

He began his career with Singapore-based KS Drilling, where he was part of the management team overseeing a fleet of onshore and offshore drilling rigs across Asia and North Africa. He later served as General Manager for KS Drilling Indonesia until the end of 2012.

Louay joined SEB in 2013 as Operations Performance Manager and subsequently held a series of key leadership roles, including Head of Newbuilds, Head of Operations Support and Newbuilds, and Head of Fleet Support. In 2018, he was promoted to Vice President, Drilling Operations, and later re-designated as Chief Operations Officer, Drilling, in April 2021. On 1 April 2023, he was appointed Chief Executive Officer, Drilling Business.

In 2025, Louay was appointed Chief Operating Officer for the Group, where he now leads SEB's operational turnaround and drives Operational Excellence across the organisation. With a strong track record in performance discipline and operational leadership, he continues to play a key role in advancing the Group's transformation and delivering solutions safely.

Academic/Professional Qualifications:

- BSc Thermal Engineering, Uni. of Technology, France
- MBA Reims NEOMA, France

STEPHANE THIERRY PROSPER DENOUN
Chief Executive Officer
Engineering & Construction

Age **57** | Nationality **French** | Gender **Male**

Date of Appointment:

1 March 2024

Directorship in other Public Companies and Listed Issuers:

- NIL

Working Experience:

Stephane Denoun joined SEB on 18 September 2023 as Chief Operating Officer, E&C and redesignated as Chief Executive Officer, E&C on 1 March 2024. Stephane comes with more than 30 years of experience in the oil & gas industry mostly gained with Contractors.

Stephane started his career with Bouygues Offshore in 1991, then worked for Stolt Comex Seaway, Technip, MMHE, McDermott and held various positions ranging from cost estimator, to project manager, project director, managing director, VP Subsea Asia and Global VP Commercial Subsea and Floating Facilities prior to joining Sapura. In his career, Stephane lived in France, Australia, Singapore, Angola and Malaysia and has executed projects in Europe, South America, Africa and Asia Pacific.

Academic/Professional Qualifications:

- INSEAD, Executive Education Management Program, Building the Business (2012)
- ESSEC, Executive Education Management Program, General Management (2005)
- Master of Science – Mechanical Engineering, INSA, France (1991)
- Bachelor Degree, Mechanical Engineering, IUT Evry, France (1988)

Executive Committee Profiles

MOHAMAD NASRI MEHAT
Chief Executive Officer, Operation & Maintenance
Senior Vice President Group QHSE

Age **59** | Nationality **Malaysian** | Gender **Male**

Date of Appointment:

1 April 2021 & 1 May 2023

Directorship in other Public Companies and Listed Issuers:

- NIL

Working Experience:

Nasri Mehat is currently the Chief Executive Officer of Operation & Maintenance and the Senior Vice President Group QHSE at SEB. He assumed these roles since April 2021 and May 2023, respectively.

Nasri's journey with the company began in 2009 when he joined Kencana Pinewell Sdn Bhd, which is now known as Sapura Pinewell Sdn Bhd. Initially, he served as the General Manager of Topside Major Maintenance and was later promoted to the position of Senior General Manager in 2013. In 2018, Nasri transitioned to become the Head of the Hook-up & Commissioning Division at SEB.

Before joining SEB, Nasri held the position of General Manager of Operations at Nam Fatt Corporation Bhd, where he was responsible for overseeing the company's operations in Sudan. Throughout his 33-year career in the engineering and construction industry, Nasri has primarily focused on the oil and gas sector. He has gained valuable experience working in various regions, including Malaysia, North Africa, and Europe.

Nasri Mehat has extensive experience in business operations and project execution across the oil and gas sector. His expertise spans onshore pipelines, pumping and distribution stations, plant construction, structural and piping fabrication, offshore hook-up and commissioning, brownfield upgrading, subsea diving projects, and offshore transportation and installation. He is skilled in business operations, project and construction management, contracts and commercial management, procurement, logistics, marine spread management, bid estimation, project planning, and cost control. Committed to the highest quality and safety standards, Nasri has successfully managed diverse contract types and worked closely with multinational stakeholders, clients, contractors, suppliers, and vendors.

Academic/Professional Qualifications:

- BSc in Civil Engineering Technology, Southern Illinois University, USA
- Diploma in Contract Law, University of Wolverhampton, UK

ANDY CHEW SENG HENG
Chief Restructuring Officer

Age **59** | Nationality **Malaysian** | Gender **Male**

Date of Appointment:

1 June 2024

Directorship in other Public Companies and Listed Issuers:

- NIL

Working Experience:

Andy Chew assumed his new role as Chief Restructuring Officer on 1 June 2024. Previously, he served as Group Chief Financial Officer from 1 December 2021, following his tenure as Acting Group Chief Financial Officer starting 1 October 2021. Andy Chew's journey with SEB began on 19 April 2021, when he joined as Vice President, Group Controller.

With over 30 years of experience in the energy sector, Andy is a seasoned finance professional. He spent the majority of his career with Royal Dutch Shell ("RDS") Group, commencing in 1991 with Shell companies in Malaysia. Throughout his tenure, he held various positions, including Finance Director, before relocating to the RDS head office in The Hague in 2013. There, he served as the Head of Reporting for seven years. Before his assignment in The Hague, Andy held key country and regional roles covering Malaysia, Singapore, Brunei, Philippines, Thailand, China, India, New Zealand, and Australia.

Academic/Professional Qualifications:

- Bachelor's Degree (Hons.) in Accounting, University of Malaya (1991)
- Chartered Accountant, Malaysian Institute of Accountants (1996)
- Harvard Business School Senior Management Development Program (2000)
- INSEAD Group Business Leadership Program (2002)
- Mandatory Accreditation Programme for Directors of Public Listed Companies (2013)

Executive Committee Profiles

KASMARIZA KASSIM
Chief People Officer

Age **51** | Nationality **Malaysian** | Gender **Female**

Date of Appointment:
1 February 2025

Directorship in other Public Companies and Listed Issuers:
- NIL

Working Experience:
Kasmariza Kassim was appointed Chief People Officer of SEB on 1 February 2025. She leads the People & Culture function, overseeing Group Human Resources, Strategic Communications, and Security & Administration, with a focus on strengthening organisational culture, enhancing workforce capabilities, and driving strategic talent initiatives to support the company's transformation and growth.

She joined SEB on 16 October 2023 as Head of Human Resources & Administration for its drilling business, where she played a key role in optimising HR operations, talent strategy, and organisational effectiveness.

With nearly two decades of experience in human capital strategy, Kasmariza has held leadership roles across oil & gas, technology, and manufacturing. Before joining SEB, she held several leadership positions in PETRONAS, driving HR strategy, workforce planning, organisational transformation, and digital talent initiatives. She also spearheaded the Neurodiversity Centre of Excellence for PETRONAS, an initiative aimed at fostering a more inclusive workplace and harnessing diverse talents to drive innovation.

Earlier in her career, she led Human Resources and Corporate Services at Malaysia Petroleum Resources Corporation (MPRC) and played a key role in national human capital development programmes at Talent Corporation Malaysia Berhad. She also oversaw talent acquisition and workforce integration during major mergers and acquisitions in the oil & gas sector, bringing deep expertise in workforce planning and talent strategy.

Her international experience includes a tenure at the corporate headquarters of a multinational corporation in San Francisco and a regional leadership role spanning Asia, Australia, Latin America, the Middle East, and Africa.

Academic/Professional Qualifications:
- Master in Human Resource Management, Universiti Utara Malaysia
- Bachelor of Education (TESL), University of Exeter
- SHRM Senior Certified Professional (SHRM-SCP)
- Certified Assessor for 360-Degree Assessment
- Certified Thomas Personal Profiling Assessment Assessor

PANDAI OTHMAN
Chief Strategy & Transformation Officer

Age **55** | Nationality **Malaysian** | Gender **Male**

Date of Appointment:
1 February 2024

Directorship in other Public Companies and Listed Issuers:
- NIL

Working Experience:
Pandai is the Chief Strategy & Transformation Officer since 1 February 2024. Pandai has been working with PETRONAS for nearly 30 years, mostly in project management field, with vast experience in engineering, procurement, construction, commissioning and contract management of LNG, petrochemical, utilities, and infrastructure projects dealing with multi-national consultants and contractors at various international locations. Experienced in managing EPCC, EPCIC, EPCM, PMC, Alliance contract at various level of management and leading a team of various multinationals. Throughout the years of experience managing projects, he has served at various international locations other than Malaysia, namely Holland, UK, Japan, US, Egypt, Germany, and Australia.

Pandai was on secondment assignment to Malaysia Marine & Heavy Engineering Berhad (MHB), a public-listed company under the MISC Group, as the Managing Director & Chief Executive Officer prior to join SEB.

Academic/Professional Qualifications:
- BEng. Mechanical Engineering, University of Manchester Institute of Science and Technology (UMIST), Manchester, England, 1994
- Senior Management Development Program, INSEAD 2005
- Advanced Management Program, Wharton 2009

Statement on Risk Management and Internal Control

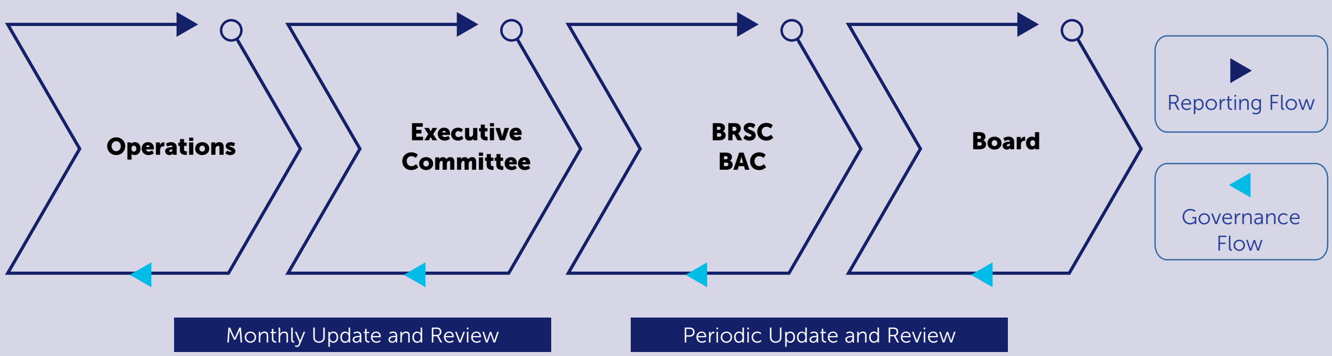
SEB and its subsidiaries are committed to having a sound and robust system of oversight and management of risks related to their business activities. In support of effective risk governance and linking risk management to value protection and creation, the Group has set out a risk appetite for those risks which, to a lesser or greater extent, are within its control to manage and mitigate. The Group's risk appetite with appropriate risk thresholds or Key Risk Indicators ("KRI") specifies the amounts and types of risks the Group is willing to undertake in achieving its strategic business objectives. The Group employs a range of quantitative and qualitative indicators to monitor its risk profile whereby specific thresholds are set in line with its risk appetite.

The Group's Risk Management Framework underpins the Group's risk management practices and sets forth clear responsibilities for identifying, assessing, controlling, monitoring, and reporting risks. These responsibilities are divided into three lines of defence, namely operations (risk-taking units), risk control units and Group Internal Audit. The framework also sets out how the Group promotes best practices in risk management within the organisation and risk-informed decision making.

Risk management occurs at all levels within the organisation. Every employee and contractor staff member are responsible for effective identification, evaluation, control, and reporting of the risks in their area of activity and managing them in accordance with approved risk guidelines and tolerance levels. The evaluations of those risks are incorporated into the decision-making process.

RISK GOVERNANCE

The risk governance structure facilitates the flow of information and effective oversight on the implementation of risk management practices in the Group.



The disclosures in this statement, however, do not cover joint venture and associate companies which the Group does not have direct operational control. Nevertheless, the Group's board representation in these joint ventures and the associate companies provides the appropriate governance and influence necessary for the safeguarding of the Group's interests in those companies.

BOARD OF DIRECTORS ("THE BOARD")

The Board is accountable for, and committed to, maintaining a sound and effective risk management and internal control system which is important for the Group to achieve its business strategies and objectives. The Board acknowledges that the risk management and internal control systems are designed to manage and minimise risks to as low as reasonably practicable. The Board acknowledges Management's function in implementation of the policies for risks and controls, followed by the design, operation, and monitoring of appropriate measures to mitigate these risks.

Statement on Risk Management and Internal Control

BOARD RISK AND SUSTAINABILITY COMMITTEE ("BRSC")

BRSC is the principal Board Committee that verifies the Group's enterprise risk management is implemented effectively and oversees the implementation of Group's sustainability initiatives, supported by the Chief Risk Officer, Group Risk, Governance and Assurance and Group Strategy & Transformation. The key responsibility of the BRSC is to ensure that Management is managing the Group's enterprise and sustainability risks with integrity and transparency, and with the objective of safeguarding the interests of shareholders and other stakeholders.

In intensifying the Group's efforts to be a risk resilient organisation, BRSC reviews and monitors the Group's risk profile, key risk indicators, and the corresponding risk mitigations by the Management to ensure that the Group's principal risks are identified and assessed, and control measures are put in place and functioning as intended in addressing these risks.

BOARD AUDIT COMMITTEE ("BAC")

The key responsibility of the BAC is to ensure the effectiveness of governance and internal controls over financial reporting and risk management to ensure published financial statements and related disclosures are free from material errors or misstatements.

The BAC achieves this objective by:

- Assessing the internal control environment.
  - determine whether the Management has implemented policies and procedures ensuring that controls in place are adequate and function as intended;
  - determine the adequacy and effectiveness of risk management framework and its implementation; and
  - review the adequacy and integrity of the Group's internal controls and management information systems.
- Overseeing financial reporting by reviewing and discussing the quarterly results and year-end financial statements.
- Discussing significant audit matters with external auditors.
- Assessing the suitability, objectivity, effectiveness, and independence of the external auditors.
- Ensuring the internal audit function is effective and able to function independently.
- Reviewing conflict of interest situations and related party transactions.
- Overseeing the assurance process of the Group's annual sustainability reporting.

MANAGEMENT RESPONSIBILITY

All members of the SEB Executive Committee ("ExCo"), inclusive of the Group Chief Executive Officer and Group Chief Financial Officer, are accountable for providing assurance to the respective Board committees, and ultimately the Board, that risk management policies and internal control systems are implemented effectively and monitored adequately.

GROUP RISK, GOVERNANCE AND ASSURANCE

Led by the Chief Risk Officer, Group Risk, Governance and Assurance develops risk management policies, standards, and procedures; provides guidance on risk-related matters, coordinates risk management and business continuity activities, as well as monitors the Group's enterprise and business continuity risks. Group Risk, Governance and Assurance's principal roles and responsibilities include:

- Identify emerging and potential risks that could affect the achievement of the Group's objective at strategic, business and operational levels.
- Monitor and report the Group's risk profile and key risk indicators to the ExCo and BRSC.
- Conduct risk management and business continuity training to inculcate risk-informed culture within the Group.
- Review and update the Group's Enterprise Risk Management Framework, specifically those related to identification, assessment, controlling, monitoring, and reporting of risks.
- Development, review, and monitoring of various risk policies and related decisions by the BRSC on enterprise risks and business continuity risks.
- Development, implementation, and coordination of Business Continuity Plan recovery strategies to restore critical functions in the event of unplanned incidents causing business disruption.

GROUP INTERNAL AUDIT

Reporting functionally to the BAC, the main objective of the Group Internal Audit ("GIA") is to provide independent assurance over the internal control framework of the Group to ensure it is functioning as intended. GIA discharges its responsibilities with a risk-based and disciplined approach to review and evaluate the effectiveness of governance, risk management and internal control processes.

During the financial year, audits were performed on the Group's business operations, projects, and corporate support functions. The scope, timing and frequency of such audits were based on the Annual Internal Audit Plan approved by the BAC.

Statement on Risk Management and Internal Control

On a periodic basis, internal audit reports and Management's agreed action plans were tabled to the BAC for review. Audit findings and action plans were deliberated to ensure appropriate improvements of the internal control framework were implemented by the Management accordingly.

All the GIA processes and activities are guided by the approved Internal Audit Charter and Group Internal Audit Manual which are aligned with the International Professional Practices Framework issued by the Institute of Internal Auditors.

Further activities of the GIA are outlined in the Report of the BAC on pages 144 and 145 of this Annual Report.

BOARD STATEMENT

The Group is committed to maintaining and continuously improve enterprise-wide risk management systems and processes to ensure its strategic goals and corporate governance responsibilities are met. The Group is exposed to a variety of risks that may impact its businesses, future performance, financial and legal positions, liquidity, asset values, growth potential, sustainable development, and reputation.

Risk management is one of the core responsibilities of the Board and is central to its decision-making process. The Board acknowledges its responsibilities in establishing a sound risk management framework and internal control system as well as reviewing its adequacy and effectiveness within the Group.

An effective risk management and internal control system is essential to the governance, operations, and processes of the Group. This helps the Group anticipate risk exposures and introduce controls to mitigate threats and maximise opportunities. This is achieved by ensuring that the risk management framework and related internal control systems are in place to address and manage the Group's key risks so that appropriate risk appetites are established with acceptable risk thresholds in order to deliver on the Group's business objectives.

BOARD RESPONSIBILITY

The Board acknowledges its responsibilities in establishing a sound risk management framework and internal control system as well as reviewing its adequacy and effectiveness within the Group. The Board is assisted by the BRSC and the BAC, which have been delegated with oversight responsibilities over the Group's risk management and internal control system. The Board remains responsible for the governance of risk management and internal control, and all the actions of the Board committees with regards to the execution of the delegated oversight responsibilities. The risk management and internal control system is designed to manage risk exposures within the appropriate risk appetites to achieve the Group's business objectives.

Commentary Section on the adequacy and effectiveness of the risk management and internal control system

This year has remained challenging for the Group including escalating project and financing costs, as well as the lack of bank guarantees and working capital facilities, which in turn affected order book replenishment.

The Group as a going concern is under threat from the circumstances mentioned above. In responding to the business risks, the Board and the Management have undertaken and continue to undertake the necessary steps to regularise the operations and the financial conditions of the Group. These steps include:

- Established a BRTF since 2021 to steer and provide oversight on the Reset Plan;
- Appointed financial and legal advisors to assist in our debt restructuring exercise, which is now under the purview of the Corporate Debt Restructuring Committee ("CDRC");
- On 10 March 2022, SEB and 22 of its wholly owned subsidiaries ("the Scheme Companies") were granted Convening and Restraining Orders under Sections 366 and 368 of the Companies Act 2016 from the High Court of Malaya. The Orders under Section 366 of the Act enable each Applicant to summon meetings with its creditors, to consider and approve a proposed scheme of arrangement and compromise as part of the debt restructuring plan. The applicants were also granted a Restraining Order pursuant to Section 368 of the Act to restrain and stay legal proceedings against them. The Scheme Companies had filed for further applications to extend the Convening and Restraining Orders that were then-pending expiry and subsequently granted by the High Court of Malaya, which included the latest application submitted by the Scheme Companies on 6 June 2024, in which an extension period of nine (9) months was granted by the High Court of Malaya (which took effect from 11 June 2024 to 10 March 2025);
- On 27 January 2025, in relation to the Proposed Restructuring Scheme, the Company and its 22 subsidiaries (collectively, the "Scheme Companies") issued Notices of Court Convened Meetings ("CCMs"), along with the Explanatory Statement ("ES") and the Scheme papers (collectively, the "Scheme Documents") to their respective Scheme Creditors (as amended and restated by the Errata to the Explanatory Statement dated 17 February 2025). The CCMs were successfully held between 21 February 2025 and 27 February 2025 and the Group filed for the sanction of its scheme of arrangement under Section 366 of the Companies Act 2016. The application was granted by the High Court on 6 March 2025, paving the way for implementation of the Proposed Restructuring Scheme; and

Statement on Risk Management and Internal Control

- Restructuring the Group's business through a Reset Plan to divest non-core businesses and assets, improve bidding and project delivery capabilities, and implement a robust financial framework to ensure financial discipline. On 22 April 2024, Sapura Upstream Assets Sdn Bhd entered into a conditional Sale and Purchase Agreement to divest its 50 percent equity interest in SapuraOMV Upstream Sdn Bhd to TotalEnergies Holdings SAS. On 9 December 2024, SEB completed the divestment which marks a key milestone in the Group's broader Reset Plan.

Notwithstanding the above-mentioned challenges, the Board and Management are committed to achieving the goal of returning the Group to a sound financial position.

The Board has also taken several significant steps in strengthening our Enterprise Risk Management and Business Continuity Management, which include its implementation:

- Strengthening the Enterprise Risk Management framework in identifying, evaluating, and managing key risks;
- Conducting risk management and business continuity workshops across the Group to inculcate a robust risk management culture; and
- Enhancing business accountabilities to ensure appropriate risk appetites/tolerances are proactively monitored and managed.

STRATEGIC RISK MANAGEMENT PRIORITIES IN FY2026

In line with the Group's strategy in FY2026 to focus on restoring the Group's financial health, achieving operational excellence, and ensuring sustainability, the Group will strengthen operational efficiencies to protect project margins, drive consistent results, and support sustainability. In view of the operating context, the Group's approach towards risk management continues to strengthen along the following dimensions:

Review of risk appetite and tolerance levels

The Group's risk appetite is part of the Group's risk management framework and is developed based on key goals of stakeholders, which includes consistency with the Board's acceptable risk appetite, establish clarity and consistency on risk tolerance levels of the Group, and ensuring alignment of risk appetite with business strategy. Group Risk, Governance and Assurance will develop a structured risk appetite-setting process to strengthen risk governance, support communication of risk appetite to facilitate risk-informed decision making and ensure stronger alignment of risk capacity and tolerance levels with business strategy and targets.

Continuous strengthening of risk management practices

As risk management remains a priority to strengthen operational efficiencies of the Group, a key focus area of Group Risk, Governance and Assurance is to enhance risk-based decision making at the corporate level by incorporating risk assessments at key decision points for risk-informed decision making. In addition, Group Risk, Governance and Assurance will undertake a review of SEB's Group Risk Management Policies to ensure its applicability, comprehensiveness, and relevance.

Increasing operational resilience through Business Continuity Management ("BCM")

With the implementation of the Group's BCM Programme in FY2025, Group Risk, Governance and Assurance will continuously improve the Group's BCM practices in FY2026 through performing testing and exercises on business disruption scenarios to ensure effectiveness of the Group's recovery strategies and the respective functions' business continuity plan.

REVIEW OF STATEMENT BY EXTERNAL AUDITORS

As required by Paragraph 15.23 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the external auditors have reviewed this Statement on Risk Management and Internal Control ("Statement") and reported to the Board that nothing has come to their attention that causes them to believe that the Statement is not prepared, in all material aspects, in accordance with the disclosures required by Paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuer, nor is the Statement factually inaccurate.

The Statement is made in accordance with a resolution passed by the Board of Directors on 23 May 2025.

Statement of Directors' Responsibility

For the Audited Financial Statements

The Companies Act 2016 ("Act") requires the Board of Directors ("Board") to prepare financial statements for each financial year in accordance with the MFRS Accounting Standards as issued by the Malaysian Accounting Standards Board, and the provisions of the Act and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, and to lay these before the Company at its Annual General Meeting.

The Board is responsible for ensuring that the audited financial statements provide a true and fair view of the financial position of the Group and the Company as at 31 January 2025 and of their financial performance and cash flows for the financial year ended 31 January 2025.

In preparing the audited financial statements for FY2025 set out on pages 160 to 295 of this Annual Report, the Board has ensured that, the appropriate accounting policies were adopted and consistently applied, reasonable and prudent judgement and estimates were exercised and a going concern basis was adopted as disclosed in Note 2.1 in the audited financial statements.

The Board is responsible for ensuring that the Group and the Company maintain accounting records that disclose the financial position of the Group and the Company with reasonable accuracy which enable them to ensure that the financial statements are in compliance with the Act.

The Board also has the overall responsibility to take such steps that are reasonably available for them to safeguard the assets of the Group and the Company as well as to prevent and detect fraud in addition to other irregularities.

This Statement of Directors' Responsibility is made in accordance with a resolution passed by the Board on 23 May 2025.

Report of Board Audit Committee

The Board of Directors of SEB is pleased to present the report of the Board Audit Committee ("BAC") including a summary of the activities of the BAC and the Internal Audit Function for the financial year ended 31 January 2025 ("FY2025").

COMPOSITION

As at 31 January 2025, the BAC comprised four (4) members, of whom one (1) is a Non-Independent Non-Executive Director and the other three (3) are Independent Non-Executive Directors. The members of the BAC during FY2025 are as follows:

Members	Designation
Lim Tiang Siew (Chairman)	Senior Independent Non-Executive Director
Dato' Azmi Mohd Ali	Independent Non-Executive Director
Wan Mashitah Wan Abdullah Sani	Independent Non-Executive Director
Rohaizad Darus *(Ceased to be a member with effect from 25 March 2024)*	Non-Independent Non-Executive Director
Shahin Farouque Jammal Ahmad *(Ceased to be a member with effect from 1 February 2025)*	Non-Independent Non-Executive Director
Lim Fu Yen *(Appointed as a member with effect from 1 February 2025)*	Independent Non-Executive Director

The composition of the BAC fulfils the requirements of Paragraphs 15.09(1)(a) and 15.09(1)(b) of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad.

The BAC Chairman, Mr. Lim Tiang Siew, is a member of the Malaysian Institute of Accountants and a Senior Independent Non-Executive Director. Accordingly, Paragraphs 15.09(c)(i) and 15.10 of the MMLR have been complied with.

TERMS OF REFERENCE OF THE BOARD AUDIT COMMITTEE

In performing its duties and discharging its responsibilities, the BAC is guided by a Terms of Reference ("TOR"). The BAC TOR is available on the website of SEB at www.sapuraenergy.com.

On 6 March 2025, the Board, through the Board Nomination and Remuneration Committee, reviewed the performance of the BAC and its members for FY2025. The Board is satisfied that the BAC and its members discharged their functions, duties and responsibilities in accordance with the BAC's TOR, and that SEB complies with the requirements of Paragraph 15.20 of the MMLR.

Report of Board Audit Committee

MEETINGS

A total of nine (9) meetings were held during FY2025. The details of attendance of each member are as follows:

Members	Attendance	Percentage
Lim Tiang Siew (Chairman)	9/9	100%
Dato' Azmi Mohd Ali	9/9	100%
Wan Mashitah Wan Abdullah Sani	7/9	78%
Rohaizad Darus *(Ceased to be a member with effect from 25 March 2024)*	1/1	100%
Shahin Farouque Jammal Ahmad *(Ceased to be a member with effect from 1 February 2025)*	8/9	89%
Lim Fu Yen *(Appointed as a member with effect from 1 February 2025)*	–	–

The Group Chief Executive Officer and the Group Chief Financial Officer are invited to all BAC meetings to facilitate direct communication and to deliberate the financial results and audit reports submitted by Group Internal Audit of SEB and its subsidiaries ("Group"). The Group Chief Internal Auditor is invited for deliberations of internal control and governance matters arising from internal audit reports while the attendance of other Management staff is by invitation depending on the matters deliberated by the BAC. This provides a platform for direct interaction between members of the BAC and Management. Discussions at the BAC have generally been robust and detailed, with the members of the BAC focused on improving internal controls, risk management and governance.

The external auditors were engaged to conduct a limited review of quarterly financial results of the Group before these were presented to the BAC for review and recommendation for the Board's approval and adoption.

The Chairman of the BAC presents reports to the Board highlighting key issues discussed in BAC meetings. The Secretary of the BAC records the deliberations by the members at the meetings and the outcome of these discussions. The minutes of each BAC meeting are tabled for confirmation at the subsequent BAC meeting and thereafter be presented to the Board for notation.

ATTENDANCE OF PROFESSIONAL DEVELOPMENT COURSES

All BAC members are aware of the need to continuously develop and increase their knowledge in the areas of accounting and auditing standards, practices and rules, given the changes and developments in these areas from time to time. In line with this and Practice 9.5 under Principle B of Malaysian Code on Corporate Governance ("MCCG 2021"), the BAC members have made continuous efforts in keeping themselves abreast of relevant developments by attending courses and other programmes related to financial reporting standards, practices and rules during the financial year.

The trainings attended by members of the BAC during the financial year are disclosed in the Corporate Governance Overview Statement included in this Annual Report.

SUMMARY OF ACTIVITIES OF THE BOARD AUDIT COMMITTEE

Over the course of FY2025, the BAC undertook the following activities:

Financial Reporting

Reviewed and discussed the unaudited quarterly consolidated financial results and the annual audited consolidated financial statements, as well as the performance of the Group before recommending the same for approval by the Board. In reviewing the financial reporting of the Group, the BAC discussed and made enquiries on, amongst others:

Report of Board Audit Committee

Reporting Matters

i. Changes in or implementation of significant accounting policies and practices;

ii. The integrity of the quarterly and annual financial information;

iii. Compliance with accounting standards and other regulatory and legal requirements;

iv. Management's assessment of going concern;

v. Management's response to significant audit findings and recommendations; and

vi. Significant matters highlighted including financial reporting issues, significant judgement made by Management, significant and unusual events or transactions, and how these matters be addressed. Particular focus was given to the proper recognition of revenue and the adequacy of taking up estimated costs to complete a project. Some of the key items discussed are as follows:

	Key Areas Deliberated	Resolution
i.	**Going concern and future viability** The Group is faced with severe liquidity constraints mainly due to its financial losses, lack of access to working capital and bank guarantee facilities and an unsustainable level of debts, the combined effect of which is threatening the Group and the Company as a going concern. Please refer to Page 169, Note 2.1 – Basis of Preparation of the Consolidated Financial Statements for details.	The BAC recognises that while the situation is still in a flux with a number of significant factors and events that could impact the Group's going concern, it nevertheless recommends that the Group Consolidated Financial Statements be prepared on a going concern basis taking into consideration the factors as disclosed in Note 2.1 of the Audited Consolidated Financial Statements. The BAC has taken note of the audit opinion expressed by the Group's external auditors, Messrs. Ernst & Young that the financial statements of the Group and of the Company have been prepared on a going concern basis, with its validity highly dependent on the timely approvals, execution and completion of the Proposed Regularisation Plan on or before the Longstop Date, which is necessary for the schemes of arrangement ("SOA"), the Conditional Funding Agreement ("CFA") and the commercial settlements related to terminated E&C projects to take effect within the stipulated timeframe.
ii.	**Divestment of investment and sale of assets** Divestment of Upstream investment in Sapura OMV and its respective derecognition pursuant to MFRS 5.	The BAC considered and reviewed the criteria for assessment, recognition, accounting treatment and disclosure requirement for the divestment of its entire 50% equity interest in SapuraOMV to TotalEnergies. Assets that meet the criteria are presented separately on the face of the balance sheet and measured at the lower of carrying amount and fair value less costs to sell.
iii.	**Provision for onerous contracts** Costs to complete several contracts with customers were escalating due to a variety of reasons, including higher project execution cost, liquidated damages, and contract termination.	The BAC reviewed and deliberated on Management judgements and accounting estimates related to a number of contracts with customers, leading to recognition of foreseeable losses and onerous contract provisions under these contracts.
iv.	**Impairment of tangible and intangible assets** The carrying amount of an asset should be tested for impairment when circumstances indicate that there is a possible change in carrying value such as a change in performance or future activity.	The BAC reviewed and deliberated on the business outlook and future cash flows of the business segments according to the approved Business Plan, critically assessing the key assumptions including discount rates applied and seeking the external auditor's views and input. The BAC concurred with the Management's impairment assessment, leading to a recognition of RM209 million of impairment charges for the financial year.
v.	**Material litigation** Significant potential or pending litigation could have a material impact on the Group's financial position.	The BAC was briefed on material litigation matters and assessed the potential impact of these matters with inputs from the Group Legal team and external counsel where appropriate.

Report of Board Audit Committee

Internal Audit

i. Reviewed the Group Internal Audit Plan ("Audit Plan") presented by the Group Chief Internal Auditor to ensure adequate scope and coverage, in particular, on the appropriateness of the risk assessment for the purpose of determining areas to be audited;

ii. Held one (1) private discussion with the Group Internal Audit ("GIA") on 18 March 2024 without the presence of Management (including the Group Company Secretary) to discuss any areas of concern;

iii. Deliberated audit findings including Management's response and remedial actions, root causes and extent of the non-compliances, mitigation action plans and deadlines for closures presented in the internal audit reports;

iv. Reviewed the implementation status of agreed action plans to ensure all key risks and controls have been adequately addressed; and

v. Assessed the resource requirements of internal audit and evaluated the adequacy and effectiveness of the internal audit function.

External Audit

i. Discussed with the external auditors before the audit commences, their audit plan, nature and scope of the audit;

ii. Held five (5) private discussions with the external auditors on 18 March 2024, 17 May 2024, 24 June 2024, 23 September 2024 and 5 December 2024 without the presence of Management (including the Group Company Secretary) to discuss any areas of concern;

iii. Discussed the external auditor's reviews of the quarterly financial results and financial statements of the Group;

iv. Discussed and deliberated on significant audit and accounting matters identified during review of interim financial statements and annual statutory audit of the Group;

v. Reviewed the independence, suitability, objectivity and effectiveness of the external auditors and services provided. In this respect, the BAC has:

   (a) reviewed the report by GIA giving information on the above areas and its views thereon;

   (b) reviewed the non-audit services rendered by the external auditors to ensure that they do not impact on their independence, including that the quantum paid for the services are not overly significant; and

   (c) received written assurance from the external auditors that in accordance with the requirements of all professional and regulatory requirements, they remained independent throughout the conduct of the audit engagement for FY2025.

vi. Reviewed and approved the appointment of external auditors for non-audit services within the Group; and

vii. Considered and recommended to the Board for re-appointment of the external auditors and the fees payable to them in respect of the Board's submission to the shareholders for approval at the Company's Annual General Meeting.

Related Party Transactions

Reviewed and deliberated on related party transactions entered or to be entered into by the Group and subsequently made its recommendations for the Board's consideration. In forming its recommendation, the BAC takes into consideration whether the proposed related party transactions are:

- in the best interests of the Group;
- fair, reasonable and on normal commercial terms; and
- not detrimental to the interests of our minority shareholders.

Capital Management

The Group's objectives in managing capital is to safeguard the Group's ability to continue as a going concern. The Group aims to achieve a sustainable capital structure by strengthening the balance sheet through a restructuring of debts and maintaining an acceptable range of gearing levels.

During FY2025, the BAC reviewed the on-going discussions with its bank lenders to restructure the Group's bank borrowings to achieve a sustainable debt level and negotiations with certain clients to settle disputes. This includes reviewing various iterations of its debt restructuring plans and schemes of arrangements with its creditors.

On 27 January 2025, in relation to the Proposed Restructuring Scheme, the Company and its 22 subsidiaries (collectively, the "Scheme Companies") issued Notices of CCMs along with the Explanatory Statement ("ES") and the Scheme papers (collectively, the "Scheme Documents") to their respective Scheme Creditors (as amended and restated by the Errata to the ES dated 17 February 2025). On 06 March 2025, the High Court of Malaya at Kuala Lumpur granted an order approving each of the proposed schemes of arrangement and compromise between the Scheme Companies and their respective Scheme Creditors (collectively, the "Scheme Creditors") (the "Court Order") at the CCMs held between 21 February 2025 to 27 February 2025 ("Schemes").

Commencing from 10 March 2025, the Company and each of the Scheme Companies lodged an office copy of the Court Order with the Companies Commission of Malaysia in accordance with Section 366(5) of the Companies Act 2016, as well as with the Labuan Financial Services Authority and Bermuda Registrar of Companies. Accordingly, the Schemes have taken effect and are binding on the Scheme Companies and their Scheme Creditors with effect from 11 March 2025 (the "Sanction Date").

Report of Board Audit Committee

Annual Report

Reviewed the Report of the BAC, Statement on Risk Management and Internal Control, Key Risks and Mitigations, Additional Compliance Information, Corporate Governance Overview Statement, Corporate Governance Report, Statement of Directors' Responsibility and the Audited Financial Statements of the Group for inclusion into the Annual Report prior to recommending the same for consideration and approval of the Board.

Complaints Investigation Committee

The BAC had delegated to a Complaints Investigation Committee ("CIC") to deliberate on all whistleblowing reports received. The membership of the CIC is as follows:

Tier Committee	Members
Tier-1 Committee Review and deliberate all complaints and whistleblowing cases involving ExCo members.	Chairman = Chairman of the BAC
	Members = Any two (2) members of the BAC
Tier-2 Committee Review and deliberate all complaints and whistleblowing cases except for complaints/whistleblowing cases involving ExCo members.	Chairman = Chairman of the BAC
	Two (2) permanent members that includes Group Chief Counsel ("GCC") and Chief People Officer ("CPO")
	Others – By Invitation

In FY2025, the CIC met two (2) times on 9 May 2024 and 21 November 2024. Minutes of the CIC are submitted to the BAC for its review.

Other Matters

i. Reviewed selected sections of the Proposed Revision of Limits of Authority.

ii. Reviewed the proposed revision to the TOR of the BAC.

INTERNAL AUDIT FUNCTION

Internal auditing is an independent and objective assurance activity designed to provide independent assurance over the internal control framework of the Group to ensure it is functioning as intended. GIA discharged its responsibilities with a risk-based and disciplined approach to review and evaluate the effectiveness of governance, risk management and internal control processes.

The purpose, authority and responsibility of GIA are formally defined in the Internal Audit Charter, as approved by the BAC, which establishes the framework for the effective and efficient functioning of GIA. The standards and practices adopted by GIA are aligned to the International Professional Practices Framework issued by The Institute of Internal Auditors.

The internal audit function of the Group was carried out in-house and is headed by Mohd Khairel Nizam Alias, a Certified Internal Auditor and Chartered Member of The Institute of Internal Auditors Malaysia. As at 31 January 2025, GIA has a headcount of eleven (11) full time internal auditors (FY2024: 9) with relevant experience and qualifications such as certified internal auditor, chartered accountants and engineers (marine, production & operations and QA / QC). On-going efforts are made to continue to employ internal auditors with the relevant skill sets to cater for the expanding role required of GIA.

Further information on the resources, objectivity and independence of the internal auditors are provided in the Corporate Governance Report in accordance with Practice 11.2 of the MCCG 2021.

During FY2025, the following activities were carried out:

i. Prepared and presented the Audit Plan which included a financial and resources budget and human capital planning for the review and approval by the BAC;

ii. GIA adopted a risk-based approach by identifying and assessing significant risk areas in the Group to prepare the Audit Plan for the Group, taking into account the adequacy or need for additional resources;

Report of Board Audit Committee

iii. Based on the Audit Plan which had been approved by the BAC:
   - Performed compliance review on policies and procedures, limits of authority and other statutory and regulatory requirements within the Group; and
   - Reviewed the adequacy and effectiveness of policies and procedures, internal controls, risk management and governance activities and provided suitable recommendations to Management for implementation within the Group.

iv. Prepared audit reports and sought Management's responses including action plan(s) with specific timeline in regard to rectification of deficiencies identified in the existing internal control systems and thereafter, incorporated the pertinent information into the final reports which were then circulated to the BAC;

v. Presented audit reports during the BAC meetings for deliberation where relevant senior management were present to answer any questions the BAC may have; and

vi. Followed up on the implementation status of Management's agreed action plans and thereafter reported the status to the BAC.

During FY2025, GIA conducted audit reviews on the following areas:

i. Project management over selected high-risk projects;

ii. Drilling operations;

iii. Quality, Health, Safety and Environment;

iv. Supply chain management;

v. Advance payments;

vi. Material management within bonded area;

vii. Related Party Transactions and Recurrent Related Party Transactions;

viii. Limited review on sustainability statement; and

ix. Follow-up on implementation status of agreed Management actions plans.

For FY2025, GIA utilised 1,611 man-days (FY2024: 1,566), which was 104% of total man-days available (FY2024: 109%). The total direct cost incurred by GIA in discharging its function and responsibilities during FY2025 was approximately RM2.23 million (FY2024: RM1.95 million). The higher cost incurred for FY2025 as compared to FY2024 was principally due to additional headcounts and additional audit activities conducted during the year.

FINANCIAL STATEMENTS

CONTENTS

Directors' Report

The directors hereby present their report together with the audited financial statements of the Group and of the Company for the financial year ended 31 January 2025.

PRINCIPAL ACTIVITIES

The principal activities of the Company are that of investment holding and provision of management services to its subsidiaries.

The principal activities of the subsidiaries are as described in Note 43 to the financial statements.

RESULTS

	Group RM'000	Company RM'000
Profit/(loss) for the financial year, net of tax	68,135	(454,468)
Profit/(loss) attributable to:		
Owners of the Parent	189,525	(454,468)
Non-controlling interests	(121,390)	–
	68,135	(454,468)

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

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

DIRECTORS

The names of the directors of the Company in office since the beginning of the financial year to the date of this report are:

Shahin Farouque bin Jammal Ahmad	(Appointed as Chairman on 1 February 2025)
Muhammad Zamri bin Jusoh[1]	(Appointed on 1 February 2025)
Dato' Shahriman bin Shamsuddin	
Datuk Ramlan bin Abdul Rashid	
Lim Tiang Siew	
Dato' Azmi bin Mohd Ali	
Lim Fu Yen[2]	
Datuk Nur Iskandar bin A. Samad	
Wan Mashitah binti Wan Abdullah Sani	
Lee Chui Sum[3]	(Appointed on 11 June 2024) (Ceased on 10 March 2025)
Datuk Mohd Anuar bin Taib[3]	(Resigned on 31 December 2024)
Dato' Mohammad Azlan bin Abdullah	(Resigned on 31 January 2025)

[1] *Director of the Company and certain subsidiaries*
[2] *Resigned and ceased from certain subsidiaries*
[3] *Director of the Company and certain subsidiaries up to the date of cessation/resignation*

Directors' Report

DIRECTORS (CONT'D.)

The list of the directors of the Company's subsidiary/(ies) since the beginning of the financial year to the date of this report, excluding directors who are also directors of the Company:

Alhard Zwart
Amar Bheenick
Austin Noel Airey
Awang Mohammad bin Haji Brahim
Azmanira binti Ariff
Benoit Marie, Carayol
Bruna Ferreira Lima
Bruno Picozzi
Bundit Kittitanarux
Chew Seng Heng
Chung Chuan Fui
Daniel Richard William Vincent
Dharmesh Naik
Eoin Duncan Christie
Fiona Jasmin Kaur a/p Gurchan Singh
Giselle Patricia Rowe
Hazlinda binti Kasim
Ian Frederick John Nash
Khairil Anuar bin Ab Latif
Kingsley John Wood
Kuang bin Sitim
Lim Kok Keong
Louay Louis Laham
Marisol Ovono Nchama
Metis Wong Kuan Lee
Michael Thomas Urbanik
Mohamad Nasri bin Mehat
Mohammad Nazmi bin Kamaruddin
Mohd Azwan bin Azizan
Mohd Rahimi bin Yaacob
Muhammad Khalid bin Ismail
Na'imah binti Mohd Noor
Nelson Anderson Cheong Boon Guan
Ong Lee Chiun
Pandai bin Othman
Paul Standon Colley
Paulette Maria De Morais Lopes
Phanindhar Chivukula
Quorum Services Limited
Rendyno bin Mohamed Ariffin
Rita Lydia Hartono
Sim Kim Siong
Sirlene Santos Brêtas de Noronha
Sofia binti Zakaria
Suhaimi bin Ismail

Directors' Report

DIRECTORS (CONT'D.)

Appointed since the beginning of the financial year to the date of this report:

Ganesh a/l Gunaratnam	(Appointed on 23 July 2024)
Mohd Azlan bin Abdullah	(Appointed on 30 July 2024)
Rosdy bin Abdullah	(Appointed on 8 October 2024)
Kasmariza binti Kassim	(Appointed on 7 February 2025)
Vinod Kumar Chandra Kumar	(Appointed on 31 March 2025)

Resigned since the beginning of the financial year to the date of this report:

Dominique Marie Bruno Francois Veyre De Soras	(Resigned on 23 July 2024)
Sumithra a/p Krishnan	(Resigned on 1 October 2024)
Puspa Hanita binti Abd Aziz	(Resigned on 7 February 2025)
Norzaimah binti Maarof	(Resigned on 12 February 2025)
Roseleeni Binte Ramlee	(Resigned on 31 March 2025)
Gerald Stephen Grishaber	(Resigned on 7 May 2025)

DIRECTORS' BENEFITS

Neither at the end of the financial year, nor at any time during the year, did there subsist any arrangement to which the Company was a party, whereby the directors might acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Since the end of the previous financial year, no director of the Company has received or become entitled to receive a benefit (other than benefits as shown below or the fixed salary of a full-time employee of the Company) by reason of a contract made by the Company or a related corporation with any director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest, except as disclosed in Note 38(b) to the financial statements.

The directors' benefits in respect of the financial year ended 31 January 2025 are as follows:

	Group and Company
	2025 RM'000
Salaries and fees	**4,019**
Defined contribution plan	**348**
Other emoluments	**831**
Bonus	**865**
Benefits-in-kind	**32**
	6,095

The directors' remuneration are further disclosed in Note 10 to the financial statements.

The directors and officers of the Group and of the Company are covered by Directors and Officers Liability Insurance for any liability incurred in the discharge of their duties, provided that they have not acted fraudulently or dishonestly or derived any personal profit or advantage. The total insured limit for the Directors and Officers Liability Insurance effected for the Directors and Officers of the Group was RM200.0 million. The insurance premium charged during the financial year amounted to RM759,924.

Directors' Report

DIRECTORS' INTERESTS

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

	Number of ordinary shares			
	As at 1.2.2024 '000	Acquired '000	Sold '000	As at 31.1.2025 '000
The Company				
Indirect interest				
Dato' Shahriman bin Shamsuddin[1]	2,067,198	–	–	2,067,198
Direct interest				
Dato' Shahriman bin Shamsuddin	506	–	–	506

	Number of warrants			
	As at 1.2.2024 '000	Acquired '000	Sold '000	As at 31.1.2025 '000
The Company				
Indirect interest				
Dato' Shahriman bin Shamsuddin[1]	164,061	–	–	164,061

[1] *Deemed interested by virtue of being a substantial shareholder of Sapura Holdings Sdn. Bhd. ("Sapura Holdings") pursuant to Section 8 of the Companies Act 2016. Sapura Holdings is a substantial shareholder of Sapura Technology Sdn. Bhd., Sapura Resources Berhad, Sapura Capital Sdn. Bhd., Indera Permai Sdn. Bhd. and Jurudata Sdn. Bhd..*

Other than as disclosed above, none of the other directors in office at the end of the financial year had any interest in shares in the Company or its related corporations during the financial year.

ISSUE OF SHARES

There were no changes in the issued and paid up capital of the Company during the financial year.

Directors' Report

OTHER STATUTORY INFORMATION

(a) Before the statements of profit or loss, statements of comprehensive income and statements of financial position of the Group and of the Company were made out, the directors took reasonable steps:

  (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for expected credit losses on receivables and satisfied themselves that all known bad debts had been written off and that adequate allowance for expected credit losses had been made for receivables; and

  (ii) to ensure that any current assets which were unlikely to realise their values as shown in the accounting records in the ordinary course of business had been written down to an amount which they might be expected so to realise.

(b) At the date of this report, the directors are not aware of any circumstances which would render:

  (i) the amount written off for bad debts or the amount of the allowance for expected credit losses on receivables in the financial statements of the Group and of the Company inadequate to any substantial extent; and

  (ii) the values attributed to the current assets in the financial statements of the Group and of the Company misleading.

(c) At the date of this report, the directors are not aware of any circumstances which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.

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

(e) At the date of this report, there does not exist:

  (i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or

  (ii) any contingent liability of the Group or of the Company which has arisen since the end of the financial year, except for those disclosed in Note 37 to the financial statements.

(f) In the opinion of the directors:

  (i) no contingent or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year; as the plan to address the Group's liquidity constraints, set out in Note 2.1 to the financial statements, is expected to be achievable; which may affect the ability of the Group or the Company to meet their obligations when they fall due; and

  (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Group or of the Company for the financial year in which this report is made.

SUBSEQUENT EVENTS

Other than the matters discussed in Note 2.1 and Note 46 to the financial statements, there were no other material events subsequent to the financial year ended 31 January 2025.

Directors' Report

AUDITORS AND AUDITORS' REMUNERATION

The auditors, Ernst & Young PLT, have expressed their willingness to continue in office.

Auditors' remuneration are as follows:

	Group RM'000	Company RM'000
Ernst & Young PLT:		
- Statutory audits: Group auditors	4,626	528
- Other services: Group auditors	1,235	891
- Corporate exercise: Group auditors	457	354

To the extent permitted by law, the Company has agreed to indemnify its auditors, Ernst & Young PLT, as part of the terms of its audit engagement against claims by third parties arising from the audit. No payment has been made to indemnify Ernst & Young PLT during or since the financial year.

Signed on behalf of the Board in accordance with a resolution of the directors dated 13 May 2025.

Shahin Farouque bin Jammal Ahmad

Muhammad Zamri bin Jusoh

Statement by Directors

Pursuant to Section 251(2) of the Companies Act 2016

We, Shahin Farouque bin Jammal Ahmad and Muhammad Zamri bin Jusoh, being two of the directors of Sapura Energy Berhad, do hereby state that, in the opinion of the directors, the accompanying financial statements set out on pages 160 to 295 are drawn up in accordance with MFRS Accounting Standards as issued by Malaysian Accounting Standards Board, IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 January 2025 and of their financial performance and cash flows for the year then ended.

Signed on behalf of the Board in accordance with a resolution of the directors dated 13 May 2025.

Shahin Farouque bin Jammal Ahmad

Muhammad Zamri bin Jusoh

Statutory Declaration

Pursuant to Section 251(1)(b) of the Companies Act 2016

I, Ganesh a/l Gunaratnam, being the officer primarily responsible for the financial management of Sapura Energy Berhad, do solemnly and sincerely declare that the accompanying financial statements set out on pages 160 to 295 are, to the best of my knowledge and belief, correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by
the abovenamed Ganesh a/l Gunaratnam
at Kuala Lumpur in the Federal Territory
on 13 May 2025

Ganesh a/l Gunaratnam
CA 36919

Before me,

Kapt. (B) Jasni bin Yusoff
No: W465
Lot 1.08, Tingkat 1
Bangunan KWSP, Jalan Raja Laut
50350 Kuala Lumpur

Independent Auditors' Report

to the members of Sapura Energy Berhad
(Incorporated in Malaysia)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Sapura Energy Berhad, which comprise the statements of financial position as at 31 January 2025 of the Group and of the Company, statements of profit or loss, statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and notes to the financial statements, including a summary of material accounting policies as set out on pages 160 to 295.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 January 2025, and of their financial performance and cash flows for the year then ended in accordance with MFRS Accounting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2.1 to the financial statements, which indicates that as of 31 January 2025, the Group's and the Company's current liabilities exceeded their current assets by RM11,251.4 million and RM4,312.0 million respectively, and that the Group is facing severe liquidity constraints. As part of the Schemes of Arrangement ("SOA") sanctioned by the High Court of Malaya at Kuala Lumpur (the "High Court"), the Company and twenty-two (22) of its subsidiaries ("the Scheme Companies") have obtained an interim standstill period effective until the Restructuring Effective Date ("RED") or the Longstop Date (i.e. 11 March 2026), whichever is earlier. In addition, the Conditional Funding Agreement ("CFA") and the commercial settlements related to terminated Engineering and Construction ("E&C") contracts are also conditional upon the occurrence of the RED on or before the Longstop Date. The RED is dependent on the approvals of the Proposed Regularisation Plan by Bursa Malaysia Securities Berhad ("Bursa") and shareholders. The Company is currently preparing the Circular in relation to the Proposed Regularisation Plan (which includes the Proposed debt restructuring and Proposed fund-raising) for submission to Bursa in May 2025 and anticipate that RED will be achieved by August 2025 or latest by the Longstop Date.

These events or conditions, along with other matters as set forth in Note 2.1 to the financial statements, indicate the existence of material uncertainties that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. Nevertheless, the financial statements of the Group and of the Company have been prepared on a going concern basis, the validity of which is highly dependent on the timely approvals, execution and completion of the Proposed Regularisation Plan on or before the Longstop Date, which is necessary for the SOA, the CFA and the commercial settlements related to terminated E&C projects to take effect within the stipulated timeframe.

Should the going concern basis for the preparation of the financial statement be no longer appropriate, adjustments would have to be made in the financial statements relating to the amounts and classification of the assets and liabilities. No such adjustments have been made to these financial statements.

Our opinion is not modified in respect of this matter.

Independence and other ethical responsibilities

We are independent of the Group and of the Company in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants ("By-Laws") and the International Code of Ethics for Professional Accountants (including International Independence Standards) ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

Independent Auditors' Report
to the members of Sapura Energy Berhad (Incorporated in Malaysia)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONT'D.)

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the Group and of the Company for the current year. In addition to the matters described in the Material Uncertainty Related to Going Concern section, we have determined the matters described below to be the key audit matters for the audit of the financial statements of the Group to be communicated in our report. We have determined that there are no further key audit matters to communicate in our report on the financial statements of the Company. These matters were addressed in the context of our audit of the financial statements of the Group and of the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditors' responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis of our audit opinion on the accompanying financial statements.

(a) Impairment assessment of goodwill on consolidation and property, plant and equipment ("PPE")

(Refer to Notes 2.32(b)(i), 13 and 14 to the financial statements)

As at 31 January 2025, the carrying values of the Group's goodwill and property, plant and equipment ("PPE") amounted to RM118.6 million and RM4,833.9 million respectively, which collectively represents 34% of the Group's total assets.

In accordance with MFRS 136: Impairment of Assets, the Group is required to perform annual impairment test of cash generating units ("CGUs") to which goodwill has been allocated and whenever there is an indication that the PPE may be impaired by comparing the carrying amount with its recoverable amount. Recoverable amount is defined as the higher of fair value less costs of disposal ("FVLCD") and value-in-use ("VIU").

The goodwill relates to the Engineering & Construction ("E&C") segment. In relation to PPE (including vessels), management has identified them to be tested for impairment in view of the Group's loss-making position, continued challenges and volatility within the oil and gas industry.

Due to the significance of the carrying values of goodwill and PPE, and the complexity and subjectivity involved in the impairment assessment, we considered this as an area of audit focus.

In addressing the matters above, we have performed amongst others the following audit procedures:

- For the recoverable amounts of cash generating units ("CGUs") determined using VIU, we have:
  - (i) Obtained an understanding of the relevant processes and internal controls over estimating the recoverable amount of the CGUs.
  - (ii) Evaluated the key assumptions as disclosed in Notes 13 and 14 to the financial statements used by management in the cash flow projections on whether they are reasonable by comparing to past actual outcomes and by corroborating with industry analysts' views, management's plans, existing contracts and/or upcoming bidding opportunities, where applicable.
  - (iii) Evaluated the discount rates, terminal growth rate (for goodwill) and the methodology used in deriving the present value of the cash flows, with the support of our internal valuation specialists.
  - (iv) For CGUs to which goodwill and PPE are allocated, we have performed sensitivity analysis on the key assumptions by assessing the impact of changes in the key assumptions to the recoverable amounts.
  - (v) Assessed the adequacy of the disclosures made in the financial statements.

Independent Auditors' Report
to the members of Sapura Energy Berhad
(Incorporated in Malaysia)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONT'D.)

Key audit matters (cont'd.)

(a) Impairment assessment of goodwill on consolidation and property, plant and equipment ("PPE") (cont'd.)

(Refer to Notes 2.32(b)(i), 13 and 14 to the financial statements)

- For the recoverable amounts of the CGU and vessels determined using FVLCD, we have:
  - (i) Considered the independence, reputation and expertise of the independent valuers.
  - (ii) Obtained an understanding of the methodology adopted by the independent valuers in estimating the fair value of vessels and assessed whether such methodology is consistent with those used in the industry.
  - (iii) Discussed with the independent valuers to obtain an understanding of the assumptions and related data used as input to the valuation models.

(b) Construction contracts - revenue recognition based on percentage of completion method and assessment for foreseeable losses

(Refer to Notes 2.22(i)(a), 3 and 33(a) to the financial statements)

Revenue from construction contracts contributed approximately 56% of the Group's total revenue for the year ended 31 January 2025. To measure progress over time, the Group applied the input method which is based on the percentage-of-completion ("POC"). POC is determined by the proportion of cost incurred for work performed to date over the estimated total contract cost. The use of POC requires management to exercise significant judgement in estimating the costs to complete. Accordingly, we considered this as an area of audit focus.

In estimating the costs to complete, management considered the completeness and accuracy of its costs estimation including its obligations in respect of contract variations, claims and cost contingencies. It also involved appropriately identifying, estimating and providing for contracts with foreseeable losses. The costs to complete can vary with market conditions and unforeseen events during the contract period.

In addressing the matter above, we have performed amongst others the following audit procedures:

(i) Obtained an understanding of the processes and internal controls over the accuracy and timing of revenue and profit recognised in the financial statements, including the process and controls performed by management to estimate the total contract cost, profit margin and POC of the projects.

(ii) Discussed the basis for estimating total contract cost of significant projects with management to assess the completeness of cost items considered in the budget.

(iii) Evaluated the assumptions applied in determining the estimated total contract cost of significant projects, by comparing the estimated costs to complete with documentary evidence such as original signed contracts and variation orders. We also considered the historical accuracy of management's budgets.

(iv) Assessed the adequacy of provision for foreseeable losses made for ongoing contracts, where applicable.

(v) Agreed the contract sum used in management's calculations of revenue to the original contracts and approved variation orders where applicable, on a sampling basis.

(vi) Tested management's calculations of POC and revenue.

Independent Auditors' Report
to the members of Sapura Energy Berhad
(Incorporated in Malaysia)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONT'D.)

Information other than the financial statements and auditors' report thereon

The directors of the Company are responsible for the other information. The other information comprises the information included in the Directors' Report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon, which we obtained prior to the date of this auditors' report, and the information included in Group's 2025 Annual Report, which is expected to be made available to us after the date of this auditors' report.

Our opinion on the financial statements of the Group and of the Company does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements of the Group and of the Company, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements of the Group and of the Company or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of the auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the Group's 2025 Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors of the Company and take appropriate action.

Responsibilities of the directors for the financial statements

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

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

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements of the Group and of the Company, as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with approved standards on auditing in Malaysia and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards in Auditing ("ISA"), we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.

Independent Auditors' Report
to the members of Sapura Energy Berhad
(Incorporated in Malaysia)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONT'D.)

Auditors' responsibilities for the audit of the financial statements (cont'd.)

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards in Auditing ("ISA"), we exercise professional judgement and maintain professional skepticism throughout the audit. We also (cont'd.):

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by directors.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the financial statements of the Group. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the Group and of the Company for the current year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other matters

This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

Ernst & Young PLT
202006000003 (LLP0022760-LCA) & AF 0039
Chartered Accountants

Ismed Darwis Bin Bahatiar
No. 02921/04/2026 J
Chartered Accountant

Kuala Lumpur, Malaysia
13 May 2025

Consolidated and Separate Statements of Profit or Loss

For the financial year ended 31 January 2025

	Note	Group 2025 RM'000	Group 2024 RM'000	Company 2025 RM'000	Company 2024 RM'000
Revenue	3	**4,703,130**	4,318,494	**64,121**	59,350
Cost of sales	4	**(3,968,557)**	(4,186,775)	**–**	–
Gross profit		**734,573**	131,719	**64,121**	59,350
Other income	5	**1,251,794**	555,722	**27,957**	76,556
Administrative expenses		**(471,158)**	(405,081)	**(153,084)**	(256,489)
Other expenses		**(545,571)**	(206,485)	**–**	–
		969,638	75,875	**(61,006)**	(120,583)
Provision for impairment	6	**(209,088)**	(25,825)	**(85,585)**	(4,983)
Finance costs	7	**(863,548)**	(800,115)	**(307,859)**	(303,993)
Share of profit from associates and joint ventures		**413,192**	337,223	**–**	–
Profit/(loss) before taxation	8	**310,194**	(412,842)	**(454,450)**	(429,559)
Income tax expense	11	**(242,059)**	(105,858)	**(18)**	(446)
Profit/(loss) after taxation		**68,135**	(518,700)	**(454,468)**	(430,005)
Profit/(loss) attributable to:					
Owners of the Parent		**189,525**	(508,658)	**(454,468)**	(430,005)
Non-controlling interests		**(121,390)**	(10,042)	**–**	–
		68,135	(518,700)	**(454,468)**	(430,005)
Earnings/(loss) per share attributable to owners of the Parent (sen per share)					
Basic/Diluted	12	**1.03**	(3.17)	**–**	–

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Consolidated and Separate Statements of Comprehensive Income

For the financial year ended 31 January 2025

	Group		Company	
	2025 RM'000	**2024 RM'000**	**2025 RM'000**	**2024 RM'000**
Profit/(loss) after taxation	**68,135**	(518,700)	**(454,468)**	(430,005)
Other comprehensive income/(loss):				
Items that may be reclassified to profit or loss in subsequent periods:				
Foreign currency translation differences	**816,040**	(1,270,564)	**–**	–
Share of other comprehensive (loss)/income of associates and joint ventures:				
– Foreign currency translation differences	**(353,616)**	473,906	**–**	–
Item that has been reclassified to profit or loss in the current year:				
Transfer of foreign currency translation differences arising from deconsolidation of a subsidiary	**88,548**	–	**–**	–
Total other comprehensive income/(loss)	**550,972**	(796,658)	**–**	–
Total comprehensive income/(loss) for the year	**619,107**	(1,315,358)	**(454,468)**	(430,005)
Total comprehensive income/(loss) attributable to:				
Owners of the Parent	**741,031**	(1,303,768)	**(454,468)**	(430,005)
Non-controlling interests	**(121,924)**	(11,590)	**–**	–
	619,107	(1,315,358)	**(454,468)**	(430,005)

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Consolidated and Separate Statements of Financial Position

As at 31 January 2025

	Note	Group 2025 RM'000	Group 2024 RM'000	Company 2025 RM'000	Company 2024 RM'000
Assets					
Non-current assets					
Property, plant and equipment	13	**4,833,902**	5,348,014	**41,908**	19,871
Intangible assets	14	**120,569**	242,491	**–**	–
Investment in subsidiaries	15	**–**	–	**1,662,911**	1,748,496
Investment in associates	16	**22,824**	1,878,854	**–**	–
Investment in joint ventures	17	**2,587,227**	2,740,233	**–**	–
Deferred tax assets	18	**67,771**	116,427	**–**	–
Trade and other receivables	22	**97,736**	54,955	**–**	–
Deferred mobilisation cost	19	**36,454**	33,979	**–**	–
Amounts due from subsidiaries	21	**–**	–	**2,673**	1,798
		7,766,483	10,414,953	**1,707,492**	1,770,165
Current assets					
Inventories	20	**421,669**	431,718	**–**	–
Amounts due from subsidiaries	21	**–**	–	**34,605**	1,440
Trade and other receivables	22	**1,328,922**	1,092,350	**22,688**	12,508
Deferred mobilisation cost	19	**20,672**	54,302	**–**	–
Contract assets	23	**204,650**	462,530	**–**	–
Tax recoverable		**34,788**	80,083	**2,277**	3,599
Cash, deposits and bank balances	24	**4,628,928**	1,453,506	**16,477**	3,629
		6,639,629	3,574,489	**76,047**	21,176
Non-current asset classified as held for sale	25	**–**	6,447	**–**	–
		6,639,629	3,580,936	**76,047**	21,176
Total assets		**14,406,112**	13,995,889	**1,783,539**	1,791,341

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Consolidated and Separate Statements of Financial Position
As at 31 January 2025

	Note	Group 2025 RM'000	Group 2024 RM'000	Company 2025 RM'000	Company 2024 RM'000
Equity and liabilities					
(Deficit in shareholders' funds)/Equity attributable to equity holders of the Company					
Share capital	26	**11,854,791**	11,854,791	**11,854,791**	11,854,791
Islamic redeemable convertible preference shares ("RCPS-i")	27	**–**	–	**–**	–
Warrants reserve	28	**109,110**	109,110	**109,110**	109,110
Other reserves	29	**1,718,004**	1,166,498	**81,852**	81,852
Accumulated losses		**(17,123,732)**	(17,313,257)	**(16,673,042)**	(16,218,574)
		(3,441,827)	(4,182,858)	**(4,627,289)**	(4,172,821)
Non-controlling interests		**(160,146)**	(38,222)	**–**	–
Shareholders' deficit		**(3,601,973)**	(4,221,080)	**(4,627,289)**	(4,172,821)
Non-current liabilities					
Amount due to a subsidiary	31	**–**	–	**2,000,483**	3,767,595
Contract liabilities	23	**18,732**	19,160	**–**	–
Trade and other payables	32	**9,353**	20,571	**–**	–
Lease liabilities	34	**27,568**	15,028	**22,339**	2,185
Deferred tax liabilities	18	**61,361**	52,656	**–**	–
		117,014	107,415	**2,022,822**	3,769,780
Current liabilities					
Amounts due to subsidiaries	31	**–**	–	**4,179,560**	1,988,821
Borrowings	30	**10,758,947**	10,982,446	**–**	–
Trade and other payables	32	**6,120,655**	5,511,426	**197,414**	192,766
Contract liabilities	23	**545,090**	667,301	**–**	–
Provisions	33	**277,236**	787,384	**–**	–
Lease liabilities	34	**19,351**	24,418	**11,032**	12,795
Provision for tax		**169,792**	136,579	**–**	–
		17,891,071	18,109,554	**4,388,006**	2,194,382
Total liabilities		**18,008,085**	18,216,969	**6,410,828**	5,964,162
Total equity and liabilities		**14,406,112**	13,995,889	**1,783,539**	1,791,341

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Consolidated Statement of Changes in Equity

For the financial year ended 31 January 2025

	<---- Attributable to the owners of the Parent ----							
	<---- Non-distributable ----				Distributable			
	Share capital RM'000	RCPS-i RM'000	Warrants reserve RM'000	Other reserves RM'000	Accumulated losses RM'000	Total equity attributable to owners of the Parent RM'000	Non-controlling interests RM'000	Shareholders' deficit RM'000
At 1 February 2024	**11,854,791**	**–**	**109,110**	**1,166,498**	**(17,313,257)**	**(4,182,858)**	**(38,222)**	**(4,221,080)**
Total comprehensive income/(loss)	**–**	**–**	**–**	**551,506**	**189,525**	**741,031**	**(121,924)**	**619,107**
At 31 January 2025	**11,854,791**	**–**	**109,110**	**1,718,004**	**(17,123,732)**	**(3,441,827)**	**(160,146)**	**(3,601,973)**
At 1 February 2023	10,872,078	982,713	109,110	1,970,284	(16,813,275)	(2,879,090)	(26,632)	(2,905,722)
Total comprehensive loss	–	–	–	(795,110)	(508,658)	(1,303,768)	(11,590)	(1,315,358)
	10,872,078	982,713	109,110	1,175,174	(17,321,933)	(4,182,858)	(38,222)	(4,221,080)
Transactions with owners:								
Conversion of matured RCPS-i into ordinary shares (Notes 26, 27)	982,713	(982,713)	–	–	–	–	–	–
Lapse of certain ESOS (Note 29 (c))	–	–	–	(8,676)	8,676	–	–	–
Total transactions with owners	982,713	(982,713)	–	(8,676)	8,676	–	–	–
At 31 January 2024	11,854,791	–	109,110	1,166,498	(17,313,257)	(4,182,858)	(38,222)	(4,221,080)

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Company Statement of Changes in Equity

For the financial year ended 31 January 2025

	<------------------- Non-distributable			------------------>	Distributable	
	Share capital RM'000	RCPS-i RM'000	Warrants reserve RM'000	Other reserves RM'000	Accumulated losses RM'000	Shareholders' deficit RM'000
At 1 February 2024	**11,854,791**	**–**	**109,110**	**81,852**	**(16,218,574)**	**(4,172,821)**
Total comprehensive loss	**–**	**–**	**–**	**–**	**(454,468)**	**(454,468)**
At 31 January 2025	**11,854,791**	**–**	**109,110**	**81,852**	**(16,673,042)**	**(4,627,289)**
At 1 February 2023	10,872,078	982,713	109,110	90,528	(15,797,245)	(3,742,816)
Total comprehensive loss	–	–	–	–	(430,005)	(430,005)
	10,872,078	982,713	109,110	90,528	(16,227,250)	(4,172,821)
Transactions with owners:						
Conversion of matured RCPS-i into ordinary shares (Notes 26, 27)	982,713	(982,713)	–	–	–	–
Lapse of certain ESOS (Note 29 (c))	–	–	–	(8,676)	8,676	–
Total transactions with owners	982,713	(982,713)	–	(8,676)	8,676	–
At 31 January 2024	11,854,791	–	109,110	81,852	(16,218,574)	(4,172,821)

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Consolidated Statement of Cash Flows

For the financial year ended 31 January 2025

	2025 RM'000	2024 RM'000
Cash flows from operating activities		
Profit/(loss) before taxation	**310,194**	(412,842)
Adjustments for:		
Amortisation of intangible assets (Note 14)	**1,197**	4,240
Depreciation of property, plant and equipment (Note 13)	**396,148**	406,735
Net allowance for ECL on trade and other receivables (Note 22)	**30,700**	3,873
Net reversal for ECL on contract assets (Note 23)	**(1,250)**	–
Finance costs (Note 7)	**863,548**	800,115
Interest income (Note 5)	**(42,124)**	(18,423)
Inventories written down (Note 20)	**2,404**	–
Net loss on deconsolidation of subsidiaries	**117,648**	–
Net gain on disposal of associates (Note 5)	**(800,600)**	–
Net gain on disposal of property, plant and equipment (Note 5)	**(3,319)**	(98)
Net gain on disposal of asset held for sale (Note 5)	**(496)**	–
Net gain on settlements (Note 5)	**(236,868)**	–
Net changes in provisions (Note 8 and Note 33)	**146,515**	155,355
Net unrealised foreign exchange loss/(gain) (Note 8 and Note 5)	**341,185**	(449,108)
Provision for impairment on:		
– Goodwill (Note 6)	**120,524**	–
– Property, plant and equipment (Note 6)	**88,497**	25,825
– Investment in an associate (Note 6)	**67**	–
Property, plant and equipment written off (Note 13)	**7,128**	163
Other receivables written off	**9,350**	–
Share of profit from associates and joint ventures	**(413,192)**	(337,223)
	937,256	178,612
Decrease/(increase) in inventories	**7,645**	(45,525)
Increase in trade and other receivables	**(492,650)**	(183,110)
(Decrease)/increase in trade and other payables	**(191,012)**	300,592
Net changes in balances with joint ventures and associates	**21,153**	275,587
Cash generated from operating activities	**282,392**	526,156
Taxes paid	**(81,017)**	(125,360)
Net cash generated from operating activities	**201,375**	400,796

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Consolidated Statement of Cash Flows
For the financial year ended 31 January 2025

	2025 RM'000	2024 RM'000
Cash flows from investing activities		
Interest received (Note 5)	**42,124**	12,234
Dividends received from joint ventures (Note 17)	**240,092**	21,083
Proceeds from disposal of plant and equipment	**3,335**	183
Proceeds from disposal of associates	**2,550,913**	–
Purchase of plant and equipment (Note 13)*	**(273,334)**	(208,104)
Repayment of advances from a joint venture	**441,708**	471,483
Subscription of shares in a joint venture	**(125)**	–
Net cash generated from investing activities	**3,004,713**	296,879
Cash flows from financing activities		
Finance costs paid	**(21,257)**	(40,876)
Net drawdown/(repayment) of term loans (Note 30(c))	**188**	(15,686)
Repayment of lease liabilities (Note 34)	**(23,662)**	(23,838)
Placement of cash pledged with bank (restricted)	**(2,401,381)**	(26,412)
Net cash used in financing activities	**(2,446,112)**	(106,812)
Net increase in cash and cash equivalents	**759,976**	590,863
Effects of exchange rate changes	**14,065**	(13,894)
Cash and cash equivalents at beginning of the year	**1,274,699**	697,730
Cash and cash equivalents at end of the year	**2,048,740**	1,274,699
Add: Cash pledged with banks (restricted)	**2,580,188**	178,807
Cash, deposits and bank balances (Note 24)	**4,628,928**	1,453,506

**Exclude additions from ROU assets*

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Company Statement of Cash Flows

For the financial year ended 31 January 2025

	2025 RM'000	2024 RM'000
Cash flows from operating activities		
Loss before taxation	**(454,450)**	(429,559)
Adjustments for:		
Depreciation of plant and equipment (Note 13)	**17,446**	19,847
Net unrealised foreign exchange loss/(gain) (Note 8 and Note 5)	**21,267**	(46,911)
Provision for impairment (Note 6)	**85,585**	4,983
Net (reversal)/allowance for ECL on amounts due from subsidiaries and other receivables (Note 8)	**(18,883)**	65,935
Finance costs (Note 7)	**307,859**	303,993
Interest income (Note 5)	**(15,640)**	(15,642)
	(56,816)	(97,354)
Decrease/(increase) in other receivables	**9,893**	(962)
Increase in other payables	**6,515**	39,699
Net changes in balances with subsidiaries companies	**73,519**	73,763
Cash generated from operating activities	**33,111**	15,146
Taxes refunded	**1,304**	1,027
Net cash generated from operating activities	**34,415**	16,173
Cash flows from investing activities		
Purchase of plant and equipment (Note 13)*	**(8,397)**	(3,928)
Interest received	**25**	–
Net cash used in investing activities	**(8,372)**	(3,928)
Cash flows from financing activity		
Repayment of lease liabilities (Note 34), representing net cash used in financing activity	**(13,271)**	(13,178)
Net increase/(decrease) in cash and cash equivalents	**12,772**	(933)
Effects of exchange rate changes	**76**	–
Cash and cash equivalents at beginning of the year	**3,629**	4,562
Cash and cash equivalents at end of the year (Note 24)	**16,477**	3,629

** Exclude additions from ROU assets*

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Notes to the Financial Statements
– 31 January 2025

1. CORPORATE INFORMATION

Sapura Energy Berhad ("the Company") is a public limited liability company, incorporated and domiciled in Malaysia, and listed on the Main Market of Bursa Malaysia Securities Berhad. The registered office is located at Level 4, Menara PNB, 201-A, Jalan Tun Razak, 50400 Kuala Lumpur, Wilayah Persekutuan.

The principal activities of the Company are that of investment holding and provision of management services to its subsidiaries. The principal activities of the subsidiaries are disclosed in Note 43.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 13 May 2025.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES

2.1 Basis of preparation

The Consolidated Financial Statements of the Group and of the Company have been prepared in accordance with MFRS Accounting Standards as issued by Malaysian Accounting Standards Board ("MFRS"), IFRS Accounting Standards as issued by the International Accounting Standards Board ("IFRS") and the requirements of the Companies Act 2016 in Malaysia.

The Consolidated Financial Statements are presented in Ringgit Malaysia ("RM") and all values are rounded to the nearest thousand (RM'000), except when otherwise indicated.

The Consolidated Financial Statements have been prepared on the historical cost basis unless otherwise disclosed in the financial statements.

The Group and the Company generated a net profit of RM68.1 million and incurred a net loss of RM454.5 million respectively (2024: net loss of RM518.7 million and RM430.0 million respectively) for financial year ended 31 January 2025 and, as of that date, the Group's and the Company's current liabilities exceeded its current assets by RM11,251.4 million and RM4,312.0 million respectively (2024: RM14,528.6 million and RM2,173.2 million respectively). In addition, the Group is faced with severe liquidity constraints mainly due to its financial losses, lack of access to working capital and bank guarantee facilities and an unsustainable level of debts, the combined effect of which is threatening the Group and the Company as a going concern.

The Consolidated Financial Statements have been prepared on a going concern basis. In arriving at that conclusion, the Board of Directors have considered the following:

(i) On 6 March 2025, the Company and twenty-two (22) of its wholly owned subsidiaries (the "Scheme Companies") obtained a Court Sanction granted by the High Court of Malaya at Kuala Lumpur (the "High Court") approving each of the Schemes of Arrangement ("SOA") and compromise between the Scheme Companies and their respective Scheme Creditors ("Scheme Creditors") (the "Court Order") at the Court Convened Meetings ("CCM") held between 21 February 2025 to 27 February 2025 (the "Schemes"). The Company and each of the Scheme Companies lodged an office copy of the Court Order with the Companies Commission of Malaysia in accordance with Section 366 (5) of the Companies Act 2016, as well as with the Labuan Financial Services Authority and Bermuda Registrar of Companies on 10 March 2025 and 11 March 2025 respectively. Accordingly, the Schemes shall take effect, and be binding on the Scheme Companies and their Scheme Creditors, with effect from 11 March 2025 (the "Sanction Date").

    The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the Restructuring Effective Date ("RED") (being the date on which the compromise and settlement of the outstanding liabilities of the Scheme Creditors under the terms of such Schemes becomes effective) or the Longstop Date (being the date falling twelve (12) months from the Sanction Date), whichever is earlier, unless with the leave of the High Court.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.1 Basis of preparation (cont'd.)

The Consolidated Financial Statements have been prepared on a going concern basis. In arriving at that conclusion, the Board of Directors have considered the following (cont'd.):

(ii) The Company had entered into a Conditional Funding Agreement ("CFA") on 4 March 2025 with Malaysia Development Holding Sdn. Bhd. ("MDH"), a special purpose vehicle controlled by the Minister of Finance, Incorporated and together with the Company (the "Parties").

MDH has committed to invest by way of subscription, for an amount of up to RM1.1 billion in nominal value of redeemable convertible loan stocks in the Company (the "Subscription") subject to the satisfaction of the conditions precedent to RED and in accordance with the terms and conditions of the CFA. Under the terms governing the CFA, the Parties had agreed that the CFA would come into effect on the Sanction Date.

The CFA stipulates that the Subscription is subject to the satisfaction of the conditions precedent to RED and occurrence of RED (the "Condition") on or before the Longstop Date. If the Condition is not satisfied on or before the Longstop Date, the Parties may mutually agree in writing to extend the Longstop Date for such period as may be agreed by the Parties. If the Parties fail to agree in writing to extend the Longstop Date, the CFA will immediately terminate and neither of the Parties will have any further liability under the CFA.

Under the CFA, the proceeds raised from the Subscription shall be utilised by the Company for the settlement or payment of the amounts of the liabilities which are or were previously or may in future become outstanding and payable to creditors of the Group which are Malaysian service providers operating in or supporting the oil and gas sector, incorporated or registered in, and controlled by the residents of Malaysia.

(iii) A key component of the Group's Proposed Restructuring Scheme ("PRS") is the divestment of SapuraOMV Upstream Sdn. Bhd. ("SapuraOMV").

On 22 April 2024, the Company and its wholly owned subsidiary, Sapura Upstream Assets Sdn. Bhd. ("SUA") signed the conditional sale and purchase agreement ("SPA") with TotalEnergies Holdings SAS ("TotalEnergies") to sell its entire 50% equity interest in SapuraOMV to TotalEnergies.

All the conditions precedent under the SPA have been fulfilled or waived. Accordingly, the completion of the SPA has taken place on the 9 December 2024 ("Completion Date") in accordance with the terms and conditions of the SPA, the deed of variation and coordination agreement both dated on 9 December 2024. The proceeds from disposal of SapuraOMV will be utilised to repay the debt under the PRS and expenses related to the divestment.

(iv) The Group has been negotiating commercial settlements for terminated contracts related to Engineering and Construction ("E&C") projects. During the current financial year, the Group has achieved conditional settlements for several terminated contracts, the details of which are stipulated in Note 45(d) and Note 45(e) to the financial statements. Such conditional settlements are subject to occurrence of the RED on or before the Longstop Date.

(v) Restructuring the Group's business to improve bidding and project delivery capabilities, continue to secure contracts with acceptable margins and cash flows, and implementing a robust financial framework to ensure financial discipline.

(vi) The Company is in an advanced stage of preparing its Practice Note 17 ("PN17") regularisation plan ("Proposed Regularisation Plan") pursuant to Paragraph 8.04(3) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa").

Bursa has granted for a further time extension of six (6) months from 30 November 2024 until 31 May 2025 for the Company to submit its Proposed Regularisation Plan to the relevant authorities.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.1 Basis of preparation (cont'd.)

The Consolidated Financial Statements have been prepared on a going concern basis. In arriving at that conclusion, the Board of Directors have considered the following (cont'd.):

The Company is currently working towards submission of the Proposed Regularisation Plan in May 2025. The Proposed Regularisation Plan comprises, amongst others, the following corporate exercises:

(i) Share capital reduction and share consolidation exercise;

(ii) Proposed debt restructuring as described in Note 2.1(i); and

(iii) Proposed fund-raising as described in Note 2.1(ii).

The Company is tracking the submission and approval process closely. In order to achieve RED, significant condition precedents include, amongst others, obtaining the regulatory and shareholders' approval on the Proposed Regularisation Plan, and the subsequent execution of the plan.

The Board believes that the Company will successfully obtain the necessary approvals of the Proposed Regularisation Plan from Bursa and shareholders given that, the Company has obtained Court Sanction for the PRS, the CFA from MDH, the successful divestment of SapuraOMV and the various commercial settlements of terminated contracts. The Board anticipates the Company to submit its Proposed Regularisation Plan in May 2025 and to achieve RED by August 2025 or latest by Longstop Date.

Accordingly, whilst the above conditions indicate the existence of material uncertainties which may cast significant doubt about the ability of the Group and of the Company to continue as a going concern, the Board is of the opinion that the going concern basis used in the preparation of financial statements is appropriate and no adjustments were necessary to be made to the financial statements relating to the recoverability and classification of the carrying amount of assets or the amount and classification of liabilities. Should the going concern basis for the preparation of the financial statements be no longer appropriate, adjustments will have to be made to state the assets at their realisable values and to provide for further liabilities which may arise.

2.2 Changes in accounting policies

The accounting policies adopted by the Group and the Company are consistent with those of the previous financial year except as follows:

On 1 February 2024, the Group and the Company adopted the following amended MFRSs:

Description	Effective for annual periods beginning
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 and MFRS 7 Financial Instruments: Disclosures (Supplier Finance Arrangements)	1 January 2024

Adoption of the above amended standards did not have material effect on the financial performance or position of the Group and of the Company.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.3 Standards issued but not yet effective

The standards and interpretations that are issued but not yet effective up to the date of issuance of the Group's and the Company's financial statements are disclosed below. The Group and the Company intend to adopt these standards, if applicable, when they become effective.

Description	Effective for annual periods beginning on or after
Amendments to MFRS 121: The Effects of Changes in Foreign Exchange Rates - Lack of Exchangeability	1 January 2025
Amendments to MFRS 9: Financial Instruments and MFRS 7 Financial Instruments: Disclosures (Classification and Measurement of Financial Instruments)	1 January 2026
Amendments to MFRS 9 and MFRS 7 (Contracts Referencing Nature-dependent Electricity)	1 January 2026
Annual Improvements to MFRSs - Volume 11: MFRS 1: Hedge accounting by a first-time adopter MFRS 7: Gain or loss on derecognition MFRS 9: Derecognition of lease liabilities and transaction price MFRS 10: Determination of a 'de facto agent' MFRS 107: Cost method	1 January 2026
MFRS 18: Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19: Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 10: Consolidated Financial Statements and MFRS 128: Investments in Associates and Joint Ventures (Sale or Contribution of Assets between an Investor and its Associate or Joint Venture)	Deferred

The adoption of the above standards are not expected to have material impact on the financial statements in the period of application.

2.4 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the reporting date. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied to like transactions and events in similar circumstances.

The Company controls an investee if and only if the Company has all the following:

(i) Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee);

(ii) Exposure, or rights, to variable returns from its investment with the investee; and

(iii) The ability to use its power over the investee to affect its returns.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.4 Basis of consolidation (cont'd.)

When the Company has less than a majority of the voting rights of an investee, the Company considers the following in assessing whether or not the Company's voting rights in an investee are sufficient to give it power over the investee:

(i) The size of the Company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;

(ii) Potential voting rights held by the Company, other vote holders or other parties;

(iii) Rights arising from other contractual arrangements; and

(iv) Any additional facts and circumstances that indicate that the Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Subsidiaries are consolidated when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. All intra-group balances, income and expenses and unrealised gains and losses resulting from intra-group transactions are eliminated in full.

Losses within a subsidiary are attributed to the non-controlling interests even if that results in a deficit balance.

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interest and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. The resulting difference is recognised directly in equity and attributed to owners of the Company.

When the Group loses control of a subsidiary, a gain or loss are recognised in statement of profit or loss which calculated as the difference between:

(i) the aggregate of the fair value of the consideration received and the fair value of any retained interest; and

(ii) the previous carrying amount of the assets and liabilities of the subsidiary and any non-controlling interests.

The subsidiary's cumulative gain or loss which has been recognised in other comprehensive income ("OCI") and accumulated in equity are reclassified to statement of profit or loss or where applicable, transferred directly to retained profit. The fair value of any investment retained in the former subsidiary at the date control is lost is regarded as the cost on initial recognition of an investment.

Business Combinations

Acquisitions of subsidiaries are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. The Group elects on a transaction-by-transaction basis whether to measure the non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Transaction costs incurred are expensed and included in administrative expenses.

Business combinations under common control are accounted for using the pooling of interests method, where the results of entities or businesses under common control are accounted for as if the combination had been effected throughout the current and previous financial periods. The assets, liabilities and reserves of these entities are recorded at their pre-combination carrying amounts or existing carrying amounts are accounted for from the perspective of the common shareholder. No adjustments are made to reflect fair values, or recognise any new assets or liabilities, at the date of the combination that would otherwise be done under the acquisition method. No new goodwill is recognised as a result of the combination. Any difference between the consideration paid/transferred and the equity acquired is reflected within equity as reserve on acquisition arising from common control.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.4 Basis of consolidation (cont'd.)

Business Combinations (cont'd.)

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through profit or loss.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in profit or loss.

2.5 Subsidiaries

In the Company's separate financial statements, investments in subsidiaries are accounted for at cost less impairment losses. The method of assessing impairment of the investment in subsidiary companies is as disclosed in Note 2.12.

On disposal of such investments, the difference between net disposal proceeds and their carrying amounts is included in the profit or loss.

2.6 Investments in associates and joint ventures

An associate is an entity in which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

On acquisition of an investment in associate or joint venture, any excess of the cost of investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill and included in the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities of the investee over the cost of investment is excluded from the carrying amount of the investment and is instead included as income in the determination of the Group's share of associate's or joint venture's profit or loss for the period in which the investment is acquired.

An associate or a joint venture is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture.

Under the equity method, the investment in an associate or a joint venture is initially recognised at cost. The carrying amount is adjusted to recognise changes in the Group's share of net assets of the associate or joint venture since the acquisition date. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and is not tested for impairment separately.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.6 Investments in associates and joint ventures (cont'd.)

The statement of profit or loss reflects the Group's share of the results of operations of the associate or joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associate or joint venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associate or joint venture are eliminated to the extent of the interest in the associate or joint venture.

The financial statements of the associates and joint ventures are prepared for the same reporting date as the Group. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group applies MFRS 9: Financial Instruments to determine whether it is necessary to recognise any additional impairment loss with respect to its net investment in the associate or joint venture. When necessary, the entire carrying amount of the investment is tested for impairment in accordance with MFRS 136: Impairment of Assets as a single asset, by comparing its recoverable amount (higher of value-in-use or fair value less costs of disposal) with its carrying amount. Any impairment loss is recognised in the statement of profit or loss. Reversal of an impairment loss is recognised to the extent that the recoverable amount of the investment subsequently increases.

When the Group ceases to have significant influence over an associate, any retained interest in the former associate is recognised at fair value on the date significant influence is lost. Any gain or loss arising from the loss of significant influence over an associate is recognised in the profit or loss.

2.7 Investments in joint operations

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

The Group accounts for the assets, liabilities, revenues and expenses relating to its interest in a joint operation in accordance with the MFRS applicable to the particular assets, liabilities, revenues and expenses.

2.8 Transaction with non-controlling interests

Non-controlling interests represent the equity in subsidiaries not attributable, directly or indirectly, to owners of the Company, and is presented separately in the consolidated statement of comprehensive income and within equity in the consolidated statement of financial position, separately from equity attributable to owners of the Company. Total comprehensive income is attributed to the non-controlling interests based on their respective interests in a subsidiary, even if this results in the non-controlling interests having a deficit balance.

2.9 Foreign currency

(a) Functional and presentation currency

Functional currency is the currency of the primary economic environment in which an entity operates.

The financial statements of each entity within the Group are measured using their respective functional currency. The consolidated financial statements are presented in RM, which is also the Company's functional currency.

Transactions in currencies other than the functional currency ("foreign currencies") are recognised at their respective functional currency spot rates at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Non-monetary items which are measured at historical costs denominated in foreign currencies are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items which are measured at fair values denominated in foreign currencies are translated using the exchange rates at the date when the fair value was determined.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.9 Foreign currency (cont'd.)

(b) Transactions and balances in foreign currencies

Exchange differences arising on the settlement of monetary items or on translating monetary items at the reporting date are recognised in the statement of profit or loss except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operations, which are recognised initially in OCI and accumulated under foreign currency translation reserve in equity. The foreign currency translation reserve is reclassified from equity to the statement of profit or loss of the Group on disposal of the foreign operation.

When an entity's ownership interest in an associate or a joint venture is reduced, but the entity continues to apply the equity method, the entity reclassifies to profit or loss the proportion of gain or loss that has been previously recognised in OCI relating to that reduction in ownership interest if that gain or loss would be required to be reclassified to profit or loss upon the disposal of the related assets or liabilities.

Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss for the period except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised directly in equity. Exchange differences arising from such non-monetary items are also recognised directly in equity.

(c) Translation of foreign operations

For consolidation purposes, all assets and liabilities of foreign operations that have a functional currency other than RM (including goodwill and fair value adjustments arising from the acquisition of the foreign operations) are translated at the exchange rates ruling at the reporting date. Income and expenses are translated at exchange rates at the dates of the transactions. The exchange differences arising on the translation are recognised in OCI. On disposal of a foreign operation, the cumulative amount recognised in OCI and accumulated in equity under foreign currency translation reserve relating to that particular foreign operation is recognised in the profit or loss.

Goodwill and fair value adjustments arising on the acquisition of foreign operations are treated as assets and liabilities of the foreign operations and are recorded in the functional currency of the foreign operations and translated at the closing rate at the reporting date.

2.10 Property, plant and equipment

Property, plant and equipment are initially recorded at cost. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the Company and the cost of the item can be measured reliably.

Subsequent to recognition, property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. When significant parts of property, plant and equipment are required to be replaced in intervals, the Group and the Company recognise such parts as individual assets with specific useful lives and depreciation, respectively. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in statement of profit or loss as incurred.

Dry docking costs, which enhance the useful lives of the assets, are capitalised when incurred and the remaining carrying amount of the cost during the previous dry docking, if any, is derecognised. The costs capitalised is amortised over a period of 60 months or the period until the next dry docking date, whichever is shorter.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.10 Property, plant and equipment (cont'd.)

Depreciation is computed on a straight-line basis over the estimated useful life of the assets as follows:

Leasehold land	1% – 2%
Buildings and structures	2%
Vessels and related dry docking, remotely operated vehicles ("ROVs") and saturation diving system ("SAT system")	4% – 20%
Tender assisted drilling rigs and related dry docking	3% – 20%
Plant and machinery, tools and implements	10% – 50%
Equipment, furniture and motor vehicles	10% – 50%
Right-of-use assets	Depends on lease term

Freehold land has an unlimited useful life and therefore is not depreciated. Assets under construction included in property, plant and equipment are not depreciated as these assets are not yet available for their intended use.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual value, useful life and depreciation method are reviewed at each financial year-end, and adjusted prospectively, if appropriate.

Property, plant and equipment are derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on derecognition of the asset (difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit or loss in the year the asset is derecognised.

Right-of-use ("ROU") assets

ROU assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

The cost of ROU assets includes the following:
- The amount of lease liabilities recognised;
- Any initial direct costs; and
- Any lease payments made at or before the commencement date less any lease incentive received.

The Group presents ROU assets as part of property, plant and equipment.

The ROU assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.11 Intangible assets

(a) Goodwill

Goodwill is initially measured at cost. Following initial recognition, goodwill is measured at cost less accumulated impairment losses.

For the purpose of impairment testing, goodwill acquired is allocated, from the acquisition date, to each of the Group's Cash Generating Unit ("CGU") that are expected to benefit from the synergies of the combination.

The CGU to which goodwill has been allocated is tested for impairment annually and whenever there is an indication that the CGU may be impaired, by comparing the carrying amount of the CGU, including the allocated goodwill, with the recoverable amount of the CGU. Where the recoverable amount of the CGU is less than the carrying amount, an impairment loss is recognised in the profit or loss. Impairment losses recognised for goodwill are not reversed in subsequent periods.

Where goodwill forms part of a CGU and part of the operation within that CGU is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed off in this circumstance is measured based on the relative fair values of the operations disposed off and the portion of the CGU retained.

(b) Other intangible assets

Intangible assets acquired separately are measured initially at cost. The cost of intangible assets acquired in a business combination is their fair value as at the date of acquisition. Following initial acquisition, intangible assets are measured at cost less any accumulated amortisation and accumulated impairment losses.

Intangible assets with finite useful lives are amortised over the estimated useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in profit or loss.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit or loss when the asset is derecognised.

Software development costs is amortised over the period of three years on a straight-line basis and other development costs is amortised over the period of expected sales from the related projects on a straight-line basis.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.12 Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset that has a finite economic useful life may be impaired. If any such indication exists, or when an annual impairment assessment for an asset is required, the Group makes an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's fair value less costs of disposal ("FVLCD") or its value-in-use ("VIU"). For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable CGU.

In assessing value-in-use, the estimated future cash flows expected to be generated by the asset are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where the carrying amount of an asset exceeds its recoverable amount, the asset is written down to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis.

Impairment losses are recognised in the statement of profit or loss in expense categories consistent with the function of the impaired asset.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in the statement of profit or loss. Impairment loss recognised on goodwill is not reversed in a subsequent period.

2.13 Financial assets

Financial assets are recognised in the statements of financial position when, and only when, the Group and the Company become a party to the contractual provisions of the financial instrument.

Initial recognition and measurement

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group and the Company have applied the practical expedient, the Group and the Company initially measure a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

Trade receivables that do not contain a significant financing component or for which the Group and the Company have applied the practical expedient are measured at the transaction price determined under MFRS 15. Refer to the accounting policies in revenue from contracts with customers in Note 2.22 (i).

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest' ("SPPI") on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Group's and the Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group and the Company commit to purchase or sell the asset.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.13 Financial assets (cont'd.)

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in the following categories:

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss

(a) Financial assets at amortised cost (debt instruments)

The Group and the Company measure financial assets at amortised cost if both of the following conditions are met:

(i) The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and

(ii) The contractual terms of the financial asset give rise on specified dates to cash flows that are SPPI on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest rate ("EIR") method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Group's and the Company's financial assets at amortised cost include trade and other receivables (excluding prepayments), amounts due from subsidiaries and cash, deposits and bank balances.

(b) Financial assets at fair value through OCI (debt instruments)

For debt instruments at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the statement of profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI. Upon derecognition, the cumulative fair value change recognised in OCI is recycled to profit or loss.

(c) Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Group and the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under MFRS 132 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit or loss when the right of payment has been established, except when the Group and the Company benefit from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.13 Financial assets (cont'd.)

Subsequent measurement (cont'd.)

(d) Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

Notwithstanding the criteria for debt instruments to be classified at amortised cost or at fair value through OCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss.

This category includes derivative instruments and equity instruments which the Group and the Company had not irrevocably elected to classify at fair value through OCI.

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if: the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit or loss. Embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss category.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's and the Company's statement of financial position) when:

(a) The rights to receive cash flows from the asset have expired; or

(b) The Group and the Company have transferred their rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement, and either:
   - (i) The Group and the Company have transferred substantially all the risks and rewards of the asset; or
   - (ii) The Group and the Company have neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in OCI for debt instruments is recognised in profit or loss.

Where the Group or the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group or the Company continues to recognise the transferred asset to the extent of its continuing involvement.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group and the Company could be required to repay.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.14 Impairment of financial assets

The Group and the Company recognise a provision for expected credit losses ("ECLs") for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group and the Company expect to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a provision for impairment is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables, amount due from subsidiaries and contract assets, the Group and the Company apply a simplified approach in calculating ECLs. Therefore, the Group and the Company do not track changes in credit risk, but instead recognises a provision for impairment based on lifetime ECLs at each reporting date. The Group and the Company have established a process to monitor the recoverability of the receivables, based on its historical credit loss experience and adjusted for forward-looking factors specific to the debtors and the economic environment, if any.

The Group and the Company consider whether a financial asset is in default when contractual payments are more than 90 days past due. In certain cases, the Group and the Company may consider a financial asset to be in default when internal or external information indicate that the Group and the Company are unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group and the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

2.15 Cash, deposits and bank balances

Cash, deposits and bank balances comprise cash at banks and on hand, short-term deposits with licensed banks, short-term and highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

2.16 Inventories

Inventories are stated at lower of cost and net realisable value.

Cost is determined using the first-in-first-out basis. The cost of inventories includes expenditure incurred in acquiring the inventories and bringing them to their existing location and condition.

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

2.17 Provisions

(a) Onerous contract

An onerous contract is a contract under which the unavoidable costs (i.e. the costs that the Group and the Company cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfil it. The cost of fulfilling a contract comprises the costs that relate directly to the contract (i.e. both incremental costs and an allocation of costs directly related to contract activities).

If the Group and the Company have a contract that is onerous, the present obligation under the contract is recognised and measured as a provision. However, before a separate provision for an onerous contract is established, the Group and the Company recognise any impairment loss that has occurred on assets dedicated to that contract.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.17 Provisions (cont'd.)

(b) Other provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic resources will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

2.18 Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, payables, loans and borrowings.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's and the Company's financial liabilities include trade and other payables, lease liabilities, loans and borrowings and amounts due to subsidiaries.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

(a) Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group and the Company that are not designated as hedging instruments in hedge relationships as defined by MFRS 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in MFRS 9 are satisfied. The Group and the Company have not designated any financial liability as at fair value through profit or loss.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.18 Financial liabilities (cont'd.)

Subsequent measurement (cont'd.)

(b) Financial liabilities at amortised cost

After initial recognition, the financial liabilities are subsequently measured at amortised cost using the EIR method.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss.

This category generally applies to interest-bearing borrowings, trade and other payables, and amounts due to subsidiaries.

(c) Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtors fails to make payment when due in accordance with the terms of a debt instrument.

Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequent to initial recognition, financial guarantee contracts are measured at the higher of the amount of ECL determined in accordance with the policy set out in Note 2.14 and the amount initially recognised less, when appropriate, the cumulative amount of income recognised over the period of the guarantee.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. On derecognition, the difference between the carrying amounts and the consideration paid is recognised in statement of profit or loss.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

2.19 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. Capitalisation of borrowing costs commences when the Group undertakes activities that are necessary to prepare the asset for its intended use or sale and the expenditures and borrowing costs are incurred. Borrowing costs are capitalised until the assets are substantially completed for their intended use or sale.

All other borrowing costs are recognised in statement of profit or loss in the period they are incurred. Borrowing costs consist of interest and other costs that the Group and the Company incurred in connection with the borrowing of funds.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.20 Employee benefits

(a) Short-term benefit

Wages, salaries and bonuses and social security contributions are recognised as an expense in the year in which the associated services are rendered by employees. Short-term accumulating compensated absences such as paid annual leave are recognised when services are rendered by employees that increase their entitlement to future compensated leave. Short-term non-accumulating compensated leave such as sick leave are recognised when the absences occur.

(b) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group and the Company pay fixed contributions into separate entities or funds and will have no legal or constructive obligation to pay further contributions if any of the funds do not hold sufficient assets to pay all employee benefits relating to employee services in the current and preceding financial years.

Such contributions are recognised as an expense in the statement of profit or loss as incurred. As required by law, companies in Malaysia make such contributions to the Employees Provident Fund ("EPF"). Some of the Group's foreign subsidiaries also make contributions to their respective countries' statutory pension schemes.

(c) Long-Term Incentive Plan ("LTIP")

Eligible executive directors and employees of the Group and of the Company receive remuneration in the form of shares as consideration for services rendered, subject to the approval of the BNRC. The cost of these equity-settled share-based payment transactions with employees is measured by reference to the fair value of the shares at the date on which the shares are vested. This cost is recognised in profit or loss over the vesting period. The cumulative expense recognised at each reporting date until the vesting date reflects the extent to which the vesting period has expired.

(d) Termination benefits

Termination benefits are payable when employment is terminated before the normal retirement date or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits when it is demonstrably committed to either terminate the employment of current employees according to a detailed plan without possibility of withdrawal; or providing termination benefits as a result of an offer made to encourage voluntary redundancy.

(e) Executive Share Option Scheme ("ESOS")

ESOS, an equity-settled, share-based compensation plan, allows the Company's eligible executive directors and senior management ("Executives") to acquire ordinary shares of the Company. The total fair value of share options granted to Executives of the Company is recognised as an employee cost with a corresponding increase in the ESOS reserve within equity.

The equity amount is recognised in the ESOS reserve until the option is exercised, or until the option expires.

When the share options are exercised, the ESOS reserve relating to the exercised options is transferred to share capital. When the share options or share awards are lapsed, the ESOS reserve relating to the lapsed share options is transferred to retained earnings.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.21 Leases

The Group and the Company assess at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(a) As lessee

The Group and the Company apply a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and ROU assets as disclosed in Note 2.10 representing the right to use the underlying assets.

(i) Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g. changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

(ii) Short-term leases and leases of low-value assets

The Group and the Company apply the short-term lease recognition exemption to their short-term leases (i.e. those leases that have a lease term of twelve (12) months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

(b) As lessor

Leases where the Group retains substantially all the risks and rewards of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as lease income.

When the assets are leased out under an operating lease, the assets are included in the statement of financial position based on the nature of the assets. Lease income is recognised over the term of the lease on a straight-line basis.

Identifying and separating of lease and non-lease components of a contract and allocating contract consideration

For a contract that is, or contains, a lease, an entity shall account for each lease component within the contract as a lease separately from non-lease components of the contract.

When applying MFRS 16, lessors are required to apply MFRS 15 to allocate the consideration in the contract between the lease and non-lease components on a relative stand-alone selling price basis. In addition, lessors are required to apply MFRS 15 to allocate any subsequent changes in the consideration of the contract between the lease and non-lease components. The stand-alone selling price is the price at which the Group would sell a promised good or service separately to a customer. When stand-alone selling prices are not directly observable, the lessor must estimate the stand-alone selling price.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.22 Revenue

(i) Revenue from contracts with customers

Revenue is measured based on the consideration to which the Group or the Company expects to be entitled in exchange for transferring promised goods or services to a customer.

Revenue is recognised when the Group or the Company satisfies a performance obligation by transferring a promised good or services to the customer, which is when the customer obtains control of the good or service. A performance obligation may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied performance obligation.

(a) Construction contracts

The Group's construction contracts include engineering, procurement, construction, installation and commissioning services ("EPCIC"), transportation and installation ("T&I"), fabrication and hook-up and commissioning works, which may last several years.

The Group determined that contracts of this nature have generally one performance obligation. In these contracts, the final product is highly customised to the specifications of the field and the customer's requirements as the customised products do not have an alternative use. The Group has an enforceable right to payment plus reasonable profit for performance completed to date.

Therefore, the customer obtains control of the asset over time, and thus revenue is recognised over time using an input measure (i.e., costs incurred to date relative to total estimated costs at completion) to measure progress. Under this method, the extent of progress towards completion is measured based on the ratio of costs incurred to date to the total estimated costs at completion of the performance obligation. Revenues, including estimated fees or profits, are recorded proportionally as costs are incurred.

Contracts are often modified to account for changes in contract specifications and requirements. The Group considers contract modifications to exist when the modification either creates new, or changes the existing, enforceable rights and obligations. Most of the Group's contract modifications are for goods or services that are not distinct from the existing contract due to the significant integration service provided in the context of the contract and are accounted for as if they were part of that existing contract.

The effect of a contract modification on the transaction price and the Group's measures of progress for the performance obligation to which it relates is recognised as an adjustment to revenue (either as an increase in or a reduction of revenue) on a cumulative catch-up basis.

The transactions prices for the contract with customers may include variable considerations such as change orders, claims, performance bonuses, and reduction to transactions prices for liquidated damages. Variable considerations in the transaction price are recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

Should the customer terminate a contract early, the Group may be entitled to shortfall commitment revenue on the contract. The Group recognises shortfall commitment revenue when payment from the customer is certain. At the inception of a contract, an estimate for shortfall commitment revenue is not recognised, as the Group expects the customer to use its services for the full term of the contract. As a result, determining when to recognise shortfall commitment revenue requires judgment to ensure that revenue is recognised when the performance obligation has been satisfied and collectability assured.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.22 Revenue (cont'd.)

(i) Revenue from contracts with customers (cont'd.)

(a) Construction contracts (cont'd.)

Foreseeable losses for construction contracts

The requirements of MFRS 137 prescribe that a provision for onerous contract must be calculated on a least net cost basis, which includes unavoidable costs only and comparing these costs to the cost of cancelling a contract including any termination fees. The policy on provision for onerous contracts is in Note 2.17(a).

Contracts with significant procurement

In circumstances where there is significant procurement of materials for that contract, the Group assessed whether the procurement of items are specifically designed for the project and if so, would include the costs of such materials in the percentage-of-completion calculation. Non-customised procurement are excluded from percentage-of-completion calculation.

(b) Revenue from other services

Revenue from other services includes offshore support, subsea services, geotechnical, maintenance and consultation services.

Revenue from contracts with customers is recognised when or as the Group satisfies a performance obligation by transferring services to a customer, which is when the customer obtains control of the services. The Group principally satisfies its performance obligations over time.

The right-to-invoice practical expedient can be applied to a performance obligation satisfied over time by recognising revenue in the amount that the Group has a right to invoice the customer, which corresponds directly with the value transferred to the customer for the performance completed to date.

The Group has elected to use the right-to-invoice practical expedient in certain service contracts where the Group invoices its customers on a per day basis that directly corresponds with the value received by the customer.

As days are worked on the customer's contract, the Group satisfies its performance obligation to the customer and recognises revenue on a per day basis. When this practical expedient is used, the Group does not estimate variable consideration at the inception of the contract to determine the transaction price or for disclosure purposes.

(c) Drilling related services

Revenue is measured based on the consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer.

Revenue from contracts with customers is recognised when or as the Group satisfies a performance obligation by transferring goods or services to a customer, which is when the customer obtains control of the goods or services. A performance obligation may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied performance obligation. The Group principally satisfies its performance obligations over time.

Revenue from drilling related services includes supply of manpower, mobilisation costs, demobilisation fees and performance bonuses.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.22 Revenue (cont'd.)

(i) Revenue from contracts with customers (cont'd.)

(c) Drilling related services (cont'd.)

If the consideration in a contract includes a variable amount, the Group estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

In relation to mobilisation services, the Group makes payments to vendor or related companies for the mobilisation of rigs prior to commencement of drilling services. Mobilisation costs are recognised as contract costs capitalised to fulfil a contract, and recognised on a straight-line basis over the period that the related drilling services are performed. Correspondingly, mobilisation fees are deferred and recognised on a straight-line basis over the period that the related drilling services are performed.

Demobilisation fees are recognised as and when the services are rendered, or at a point when it becomes known and certain that demobilisation fee can be charged to the customer.

The right-to-invoice practical expedient can be applied to a performance obligation satisfied over time by recognising revenue in the amount that the Group has a right to invoice the customer for, which corresponds directly with the value transferred to the customer for the performance completed to date.

The Group has elected to use the right-to-invoice practical expedient in certain service contracts where the Group invoices its customers on a per day basis that directly corresponds with the value received by the customer. As days are worked on the customer's contract, the Group satisfies its performance obligation to the customer and recognises revenue on a per day basis. When this practical expedient is used, the Group does not estimate variable consideration at the inception of the contract to determine the transaction price or for disclosure purposes.

(d) Contract balances

The timing of revenue recognition, billings and cash collections results in billed accounts receivable, costs and estimated earnings in excess of billings on uncompleted contracts (contract assets), and billings in excess of costs and estimated earnings on uncompleted contracts (contract liabilities) on the consolidated statements of financial position.

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to the accounting policies on financial assets in Note 2.13.

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs the obligation under the contract.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.22 Revenue (cont'd.)

(ii) Other revenue

(a) Leases

Lease income is recognised over the term of the lease on a straight-line basis.

(b) Interest income

Interest income is recognised on the accrual basis using the EIR method.

(c) Dividend income

Dividend income is recognised when the Group's or the Company's right to receive payment is established.

2.23 Income taxes

(a) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in the countries where the Group and the Company operates and generates taxable income.

Current taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside statement of profit or loss, either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(b) Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all temporary differences, except:

- where the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.23 Income taxes (cont'd.)

(b) Deferred tax (cont'd.)

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

The Group applies the IAS 12 Income Taxes and MFRS 112 Income Taxes exception to recognising and disclosing information about deferred tax assets and liabilities related to Pillar Two income taxes.

Deferred tax relating to items recognised outside statement of profit or loss is recognised outside statement of profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.24 Segment reporting

Segment reporting in the financial statements is presented on the same basis as that used by management internally for evaluating operating segment performance and in deciding on the allocation of resources to each operating segment. Operating segments are distinguishable components of the Group that engage in business activities from which they may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. An operating segment's results are reviewed regularly by the chief operating decision-maker to decide on the allocation of resources to the segment and assess its performance, and for which discrete financial information is available.

Segment revenue, expenses, assets and liabilities are those amounts resulting from operating activities of a segment that are directly attributable to the segment and a relevant portion that can be reasonably allocated to the segment.

Segment revenue, expenses, assets and liabilities are determined before intra-group balances and intra-group transactions are eliminated as part of the consolidation process, except to the extent that such intra-group balances and transactions are between group entities within a single segment.

2.25 Share capital

An equity instrument is any contract that evidences a residual interest in the assets of the Group and the Company after deducting all of its liabilities. Ordinary shares are equity instruments.

Ordinary shares are recorded at the proceeds received, net of directly attributable incremental transaction costs. Ordinary shares are classified as equity. Dividends on ordinary shares are recognised in equity in the period in which they are declared.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.26 Shares held under trust

When shares of the Company, that have not been cancelled, recognised as equity are purchased by the Company, the amount of consideration paid is recognised directly in equity. Purchased shares are classified as shares held under trust and presented as a deduction from total equity.

Shares transferred to the recipient under the LTIP scheme is measured at the weighted average cost of the shares on the date of transfer. The difference between the weighted average cost and the fair value of the shares transferred is recognised in equity.

2.27 Warrants

Warrants are classified as equity instrument and the value is allocated based on the closing price of the first trading day, if the warrant is listed, or estimated using option pricing models, if the warrant is not listed, and recognised in the warrant reserves.

The issuance of ordinary shares upon exercise of the warrants is treated as new subscription of ordinary shares for the consideration equivalent to the exercise price of the warrants.

2.28 Contingencies

A contingent liability or asset is a possible obligation or asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of uncertain future event(s) not wholly within the control of the Group or of the Company.

Contingent liabilities and assets are not recognised in the statements of financial position of the Group and of the Company.

2.29 Current and non-current classification

The Group and the Company present assets and liabilities in statements of financial position based on current and non-current classification.

An asset is classified as current when it is:

i) Expected to be realised or intended to sold or consumed in normal operating cycle;

ii) Held primarily for the purpose of trading;

iii) Expected to be realised within 12 months after the reporting period; or

iv) Cash and cash equivalents unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

i) It is expected to be settled in normal operating cycle;

ii) It is held primarily for the purpose of trading;

iii) It is due to be settled within 12 months after reporting period; or

iv) There is unconditional right to defer the settlement of the liability for at least 12 months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.30 Fair value measurement

Fair value is measured at each reporting date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

a) In the principal market for the asset or liability; or

b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal market or the most advantageous market must be accessible to the Group and the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group and the Company use valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

a) Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

b) Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

c) Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements at fair value on a recurring basis, the Group and the Company determine whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's management determines the policies and procedures for both recurring fair value measurement and for non-recurring measurement.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

For the purpose of fair value disclosures, the Group and the Company have determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.31 Non-current assets held for sale

The Group classifies non-current assets as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset, excluding finance costs and income tax expense.

The criteria for held for sale classification is regarded as met only when the sale is highly probable, and the asset or disposal group is available for immediate sale in its present condition. Actions required to complete the sale should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the plan to sell the asset and the sale expected to be completed within one year from the date of the classification.

Property, plant and equipment are not depreciated or amortised once classified as held for sale.

Assets classified as held for sale are presented separately as current items in the statement of financial position.

2.32 Significant accounting judgements and estimates

The preparation of the Group's and the Company's financial statements require management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

(a) Judgements made in applying accounting policies

In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements.

The Group and the Company make estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, rarely equal the related actual results. To enhance the information content of the estimates, certain key variables that are anticipated to have material impact on the Group's and the Company's results and financial position are tested for sensitivity to changes in the underlying parameters. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below:

Treatment of contract variation

In relation to liquidated damages, significant judgements are involved on the amounts to be accounted in the transaction price. Historical track record shown that in majority cases in which the Group had potential exposure for liquidated damages, such damages were eventually not asserted by the customers. Management considers, on a case-by-case basis, all corroborative and contrary evidence (including industry practice, customer behaviour, precedence and project progress) in making the judgement on the timing and amounts of liquidated damages which would reduce or increase the transaction price. The complexity of estimation process, risks and uncertainties will affect the amounts reported in the financial statements.

While management concluded that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty subsequently resolved based on best available information, depending on the outcome of negotiations with customers, this could result in reduction or increase in attributable profits or losses is still possible.

Management is of the opinion that the contract variations recognised in the financial statements represents the best estimate, with justifiable grounds and favourable progress of discussions with the customers.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.32 Significant accounting judgements and estimates (cont'd.)

(b) Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the statement of financial position date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

(i) Impairment

(a) Goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value-in-use of the CGU to which goodwill is allocated.

Estimating a value-in-use amount requires management to make an estimate of the expected future cash flows from the CGU and also to choose a suitable discount rate in order to calculate the present value of those cash flows. Further details are disclosed in Note 14 to the financial statements.

(b) Property, plant and equipment

Impairment test has been carried out based on variety of estimations, including value-in-use of the CGU of which the specific property, plant and equipment is allocated or fair value less costs of disposal. Estimating the value-in-use requires the Group to make an estimate of the expected future cash flows and also to determine the appropriate discount rate to calculate the present value of those cash flows.

The future cash flows are subject to change as new information become available and the changes may eventually affect the statement of profit or loss through impairment charges or reversal of impairment.

In establishing the recoverable amount that is based on fair value less costs of disposal, the Group engaged independent external valuers to assess the fair value of the property, plant and equipment, adjusted for the condition of the specific assets. External valuers are involved for valuation of significant assets. Selection criteria of external valuers include market knowledge, reputation, independence and whether professional standards are maintained.

The management decides, after discussions with the Group's and the Company's external valuers, which valuation techniques and inputs to use for each case. Further details are disclosed in Note 13 to the financial statements.

(ii) Construction contracts

Where the performance obligations are satisfied over time, the Group recognises contract revenue in statement of profit or loss by using the input method which is based on cost incurred to-date relative to the total expected cost to the satisfaction of that performance obligation.

Significant estimate is required in determining the extent of the contract costs incurred, the estimated total contract revenue and costs, the recoverability of the contract costs as well as assessing potential deductions to revenue due to delays in delivery or other contractual penalties. In making these estimates, the Group evaluates based on past experience and historical information. Further details are disclosed in Note 2.22 and Note 23 to the financial statements.

Notes to the Financial Statements
– 31 January 2025

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D.)

2.32 Significant accounting judgements and estimates (cont'd.)

(b) Key sources of estimation uncertainty (cont'd.)

(iii) Allowance for expected credit losses of receivables and contract assets

For major oil and gas customers and national oil companies, the Group undertakes a specific review of the receivables and contract assets through an analysis of the customer's credit risk and the ageing of the receivable balances. Further details of how the credit risk is determined and managed is described in Note 39(d) to the financial statements.

The information about the provision for impairment on the Group's receivables is disclosed in Note 22 and Note 23 to the financial statements.

(iv) Provision for other liabilities

In the previous financial year, the Group received several claims from clients, as disclosed in Note 33(b), Note 45(d) and Note 45(e) to the financial statements. Significant judgement is required in determining the potential liabilities arising from these litigations. The Group has taken into consideration various factors including relevant legal and contractual agreements, past historical outcomes, consultation with external legal counsels, and other available information in order to determine whether it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made.

During the current financial year, the Group entered into settlement agreement with the clients to land on a mutually agreed amounts. As a result of this development, it has reduced the extent of uncertainties which require judgement, provided that the Group meets the conditions in the settlement agreements.

Notes to the Financial Statements
– 31 January 2025

3. REVENUE

Disaggregation of revenue

The Group disaggregates revenue by type of services, geographic location and timing of transfer of services.

3.1 Type of services

The following tables represent revenue by type of services:

		Group	
		2025 RM'000	2024 RM'000
(i)	**Revenue from contracts with customers:**		
	Engineering and Construction		
	Construction contracts	**2,656,476**	2,256,944
	Offshore support and subsea services	**162,249**	250,174
	Operations and Maintenance		
	Construction contracts and subsea services	**450,413**	345,432
	Geotechnical, maintenance and consultation services	**49,710**	69,048
	Drilling		
	Drilling related services	**610,674**	724,190
		3,929,522	3,645,788
(ii)	**Lease:**		
	Drilling		
	Charter of rigs	**535,269**	512,141
	Engineering and Construction		
	Charter of vessels and other assets	**148,904**	121,500
	Operations and Maintenance		
	Charter of vessels and other assets	**89,435**	39,065
		773,608	672,706
		4,703,130	4,318,494

	Company	
	2025 RM'000	2024 RM'000
Revenue from contracts with customers:		
Management fees from subsidiaries	**64,121**	59,350

3. REVENUE (CONT'D.)

3.2 Geographic location

The following tables represent revenue by geographic location:

Group	Engineering and Construction RM'000	Operations and Maintenance RM'000	Drilling RM'000	Total RM'000
31 January 2025				
Malaysia	**766,983**	**581,238**	**504,843**	**1,853,064**
Asia*	**341,083**	**8,320**	**452,612**	**802,015**
Australia	**567,774**	**–**	**–**	**567,774**
Americas	**227,185**	**–**	**–**	**227,185**
Africa	**1,051,739**	**–**	**188,488**	**1,240,227**
Middle East	**–**	**–**	**–**	**–**
Others	**12,865**	**–**	**–**	**12,865**
	2,967,629	**589,558**	**1,145,943**	**4,703,130**
31 January 2024				
Malaysia	475,467	409,162	497,028	1,381,657
Asia*	845,071	44,383	528,253	1,417,707
Africa	745,030	–	211,050	956,080
Australia	322,724	–	–	322,724
Americas	143,140	–	–	143,140
Middle East	73,576	–	–	73,576
Others	23,610	–	–	23,610
Total revenue	2,628,618	453,545	1,236,331	4,318,494

* *Excluding Malaysia and Middle East*

3.3 Timing of transfer of services

The Group recognises its revenue from contracts with customers predominantly over time.

3.4 Transaction price allocated to the remaining unsatisfied performance obligations

Remaining unsatisfied performance obligations ("RUPO") represent the transaction price for goods and services for which the Group has a material right but work has not been performed. Transaction price of the RUPO includes the base transaction price, variable consideration and changes in transaction price. As a practical expedient, the RUPO does not include contracts for which the Group has recognised revenue at the amount to which the Group has the right to invoice for services performed or the performance obligation is part of a contract that has an original expected duration of one year or less.

As of 31 January 2025, the aggregate amounts of the transaction price allocated to the remaining unsatisfied performance obligations of the Group is RM4,249.3 million (2024: RM3,226.2 million). The Group is expecting to recognise the revenue over the next two (2) to five (5) years.

Notes to the Financial Statements
– 31 January 2025

4. COST OF SALES

Cost of sales comprise costs related to construction contracts, geotechnical, maintenance services and related drilling services and other services recognised.

5. OTHER INCOME

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Interest income:				
– third parties	**42,124**	12,234	**25**	–
– joint ventures	**–**	6,189	**–**	–
– subsidiaries	**–**	–	**15,615**	15,642
Foreign exchange differences:				
– net realised exchange gain	**136,329**	47,690	**–**	4,551
– net unrealised exchange gain	**–**	449,108	**–**	46,911
Net gain on disposal of associates (Note 16)	**800,600**	–	**–**	–
Net gain on disposal of property, plant and equipment (Note 13)	**3,319**	98	**–**	–
Net gain on disposal of asset held for sale (Note 25)	**496**	–	**–**	–
Net gain on settlements*	**236,868**	–	**–**	–
Technical and management fees charged to joint ventures	**16,696**	18,281	**–**	–
Miscellaneous income	**15,362**	22,122	**12,317**	9,452
	1,251,794	555,722	**27,957**	76,556

** Net gain on settlements arises from commercial settlements from terminated contracts related to Engineering and Construction ("E&C") projects as disclosed in Note 2.1(iv).*

6. PROVISION FOR IMPAIRMENT

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Provision for impairment:				
– property, plant and equipment (Note 13)	**88,497**	25,825	**–**	–
– goodwill (Note 14)	**120,524**	–	**–**	–
– investment in a subsidiary/(ies) (Note 15)	**–**	–	**85,585**	4,983
– investment in an associate (Note 16)	**67**	–	**–**	–
	209,088	25,825	**85,585**	4,983

Notes to the Financial Statements
– 31 January 2025

7. FINANCE COSTS

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Interest expense on borrowings	**358,009**	302,031	**–**	–
Profit sharing on Islamic financing	**503,885**	496,105	**–**	–
Interest on lease liabilities (Note 34)	**1,654**	1,979	**576**	907
Interest expense on amount due to a subsidiary	**–**	–	**307,283**	303,086
	863,548	800,115	**307,859**	303,993

8. PROFIT/(LOSS) BEFORE TAXATION

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
This is arrived at after charging/(crediting):				
Employee benefits expense (Note 9)	**1,166,793**	1,180,463	**41,269**	65,446
Non-executive directors' remuneration (Note 10)	**2,825**	2,486	**2,825**	2,486
Auditors' remuneration:				
– Statutory audits: Group auditors	**4,626**	4,570	**528**	533
– Other services: Group auditors	**1,235**	1,181	**891**	778
– Corporate exercise: Group auditors	**457**	1,626	**354**	1,626
Charter of vessels, barges and rigs and hire of equipment*	**342,113**	601,809	**–**	–
Foreign exchange differences:				
– net unrealised exchange loss	**341,185**	–	**21,267**	–
– net realised exchange loss	**–**	–	**19,302**	–
Depreciation of property, plant and equipment (Note 13)	**396,148**	406,735	**17,446**	19,847
Property, plant and equipment written off (Note 13)	**7,128**	163	**–**	–
Amortisation of intangible assets (Note 14)	**1,197**	4,240	**–**	–
Inventories written down (Note 20)	**2,404**	–	**–**	–
Rental of premises*	**10,711**	16,590	**–**	–
Allowance for/(reversal of) ECL:				
– amounts due from subsidiaries (Note 21)	**–**	–	**1,390**	65,551
– trade and other receivables (Note 22)	**30,700**	3,873	**(20,273)**	384
– contract assets (Note 23)	**(1,250)**	–	**–**	–
Other receivables written off	**9,350**	–	**–**	–
Net loss on derecognition of subsidiaries	**117,648**	–	**–**	–
Net changes in provisions (Note 33)	**146,515**	625,513	**–**	–

** As allowed under MFRS 16, the Group and the Company had elected not to recognise the ROU assets and lease liabilities in relation to short-term leases.*

Notes to the Financial Statements
– 31 January 2025

9. EMPLOYEE BENEFITS EXPENSE

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Wages and salaries	**977,732**	1,005,619	**32,575**	58,259
Social security contributions	**10,801**	18,606	**238**	168
Contributions to defined contribution plan	**49,117**	41,333	**5,199**	4,160
Other benefits	**129,143**	114,905	**3,257**	2,859
	1,166,793	1,180,463	**41,269**	65,446

Included in employee benefits expense of the Group and of the Company are executive directors' remuneration as disclosed in Note 10 to the financial statements.

10. DIRECTORS' REMUNERATION

	Group and Company	
	2025 RM'000	2024 RM'000
Directors of the Company		
Executive:		
Salaries	**2,025**	1,948
Defined contribution plan	**348**	269
Bonus	**865**	288
Benefits-in-kind	**22**	26
	3,260	2,531
Non-Executive:		
Fees	**1,994**	1,876
Other emoluments	**831**	610
Total remuneration (Note 8)	**2,825**	2,486
Benefits-in-kind	**10**	5
	2,835	2,491
	6,095	5,022
Analysis excluding benefits-in-kind:		
Total executive directors' remuneration	**3,238**	2,505
Total non-executive directors' remuneration	**2,825**	2,486
Total directors' remuneration	**6,063**	4,991

Notes to the Financial Statements
– 31 January 2025

11. INCOME TAX EXPENSE

	Group		Company	
	2025 RM'000	**2024 RM'000**	**2025 RM'000**	**2024 RM'000**
Income tax:				
Malaysian income tax	**43,604**	51,844	**18**	–
Foreign tax	**74,074**	50,306	**–**	–
Capital gain tax	**53,091**	–	**–**	–
	170,769	102,150	**18**	–
Under/(over) provision in prior years:				
Malaysian income tax	**9,444**	(3,166)	**–**	446
Foreign tax	**(3,239)**	(2,843)	**–**	–
	6,205	(6,009)	**–**	446
	176,974	96,141	**18**	446
Deferred tax (Note 18):				
Relating to origination of temporary differences	**62,731**	(559)	**–**	–
Under provision in prior years	**2,354**	10,276	**–**	–
	65,085	9,717	**–**	–
Total income tax expense	**242,059**	105,858	**18**	446

Domestic income tax is calculated at the Malaysian statutory tax rate of 24% (2024: 24%) of the estimated assessable profit for the year.

Taxation for other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

The Group is within the scope of the Organisation for Economic Co-operation and Development ("OECD") Pillar Two model rules. These rules are designed to ensure that large multinational enterprises groups within the scope of the rules pay a minimum level of tax in each jurisdiction in which they operate. In general, the "Pillar Two model rules" apply a system of top-up taxes to bring a multinational enterprise's aggregate effective tax rate in each jurisdiction to a minimum of 15%.

The Group has performed an assessment of the potential exposure to Pillar Two income taxes based on the current financial year information of the constituent entities in the Group. Based on the assessment performed, the Group has not identified any exposure to top-up tax in the jurisdictions in which the Group operates.

Notes to the Financial Statements
– 31 January 2025

11. INCOME TAX EXPENSE (CONT'D.)

Additionally, the Group also operates in jurisdictions where the Pillar Two model rules have been enacted, but only become effective in the later financial years. The Group will continue to monitor Pillar Two legislative developments to evaluate potential future exposure to top-up tax.

A reconciliation of income tax expense applicable to profit/(loss) before taxation at the statutory income tax rate expense to income tax expense, at the effective income tax rates of the Group and of the Company are as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Profit/(loss) before taxation	**310,194**	(412,842)	**(454,450)**	(429,559)
Taxation at Malaysian statutory tax rate of 24% (2024: 24%)	**74,447**	(99,082)	**(109,068)**	(103,094)
Effect of different tax rates in other countries and jurisdictions	**117,307**	194,126	**–**	–
Effect of income not subject to tax	**(842,984)**	(175,134)	**(2,216)**	(17,255)
Effect of expenses not deductible for tax purposes	**759,842**	391,803	**110,542**	107,360
Effect of share of results of associates and joint ventures	**(99,166)**	(80,934)	**–**	–
Effect of income subject to capital gain tax	**53,091**	–	**–**	–
Effect of utilisation of previously unrecognised deferred tax	**(2,231)**	(166,254)	**–**	–
Deferred tax assets not recognised during the year	**173,194**	37,066	**760**	12,989
Under/(over) provision of income tax in prior years	**6,205**	(6,009)	**–**	446
Under provision of deferred tax in prior years	**2,354**	10,276	**–**	–
Total income tax expense for the year	**242,059**	105,858	**18**	446

12. EARNINGS/(LOSS) PER SHARE

Basic/diluted earnings/(loss) per share are calculated by dividing profit/(loss) for the year attributable to owners of the Parent by the weighted average number of ordinary shares in issue during the financial year is as follows:

	Group	
	2025	2024
Profit/(loss) for the year attributable to owners of the Parent (RM'000)	**189,525**	(508,658)
Weighted average number of ordinary shares in issue ('000)* – Basic/Diluted*	**18,375,942**	16,024,318
Earnings/(loss) per share from continuing operations (sen) – Basic/Diluted*	**1.03**	(3.17)

* *Warrants of 998,692,020 units as well as 691,938,153 and 586,388,264 options under the ESOS granted have not been included in the calculation of diluted earnings per share because they are anti-dilutive.*

Notes to the Financial Statements
– 31 January 2025

13. PROPERTY, PLANT AND EQUIPMENT

Group	Freehold land RM'000	Buildings and structures RM'000	Vessels and related dry docking, ROVs, and SAT system RM'000	Tender assisted drilling rigs and related dry docking RM'000	Plant and machinery, tools and implements RM'000	Equipment, furniture and motor vehicles RM'000	Assets under construction RM'000	Right-of-use assets* RM'000	Total RM'000
At 31 January 2025									
Cost									
At 1 February 2024	4,520	446,408	5,394,952	10,686,478	779,502	363,352	1,402,800	234,176	19,312,188
Additions	–	1,206	18,896	149,105	7,487	11,163	85,477	34,381	307,715
Disposals	–	–	–	(13)	–	(1,224)	–	–	(1,237)
Write-off	–	–	–	(5,838)	(20,966)	(6,797)	(730)	(357)	(34,688)
Reclassification	–	7,252	20,173	–	3,207	2,244	(32,526)	(350)	–
Exchange differences	–	–	(317,468)	(764,957)	(15,847)	(5,794)	(2,675)	(8,065)	(1,114,806)
At 31 January 2025	4,520	454,866	5,116,553	10,064,775	753,383	362,944	1,452,346	259,785	18,469,172
Accumulated depreciation and impairment									
At 1 February 2024	–	125,285	2,805,853	8,537,116	677,826	347,668	1,370,645	99,781	13,964,174
Depreciation charge for the year (Note 8)	–	8,296	147,185	185,460	21,229	9,303	–	24,675	396,148
Impairment (Note 6)	–	–	26,728	61,769	–	–	–	–	88,497
Disposals	–	–	–	(13)	–	(1,208)	–	–	(1,221)
Write-off	–	–	–	(2,526)	(18,238)	(6,796)	–	–	(27,560)
Reclassification	–	–	–	–	–	1,756	–	(1,756)	–
Exchange differences	–	828	(153,321)	(606,387)	(12,553)	(6,404)	–	(6,931)	(784,768)
At 31 January 2025	–	134,409	2,826,445	8,175,419	668,264	344,319	1,370,645	115,769	13,635,270
Net carrying amount									
At 31 January 2025	4,520	320,457	2,290,108	1,889,356	85,119	18,625	81,701	144,016	4,833,902

* *Represents leasehold land and buildings.*

Notes to the Financial Statements
– 31 January 2025

13. PROPERTY, PLANT AND EQUIPMENT (CONT'D.)

Group	Freehold land RM'000	Buildings and structures RM'000	Vessels and related dry docking, ROVs, and SAT system RM'000	Tender assisted drilling rigs and related dry docking RM'000	Plant and machinery, tools and implements RM'000	Equipment, furniture and motor vehicles RM'000	Assets under construction RM'000	Right-of-use assets* RM'000	Total RM'000
At 31 January 2024									
Cost									
At 1 February 2023	4,520	447,943	5,002,811	9,499,051	744,504	347,685	1,397,567	212,683	17,656,764
Additions	–	20	38,865	105,367	19,290	9,228	35,334	17,315	225,419
Disposals	–	–	–	–	(100)	(374)	–	–	(474)
Write-off	–	(1,295)	–	–	(192)	–	(163)	–	(1,650)
Reclassification	–	(260)	25,599	–	7,770	–	(33,109)	–	–
Transfer to asset held for sale (Note 25)	–	–	(84,285)	–	–	–	–	–	(84,285)
Exchange differences	–	–	411,962	1,082,060	8,230	6,813	3,171	4,178	1,516,414
At 31 January 2024	4,520	446,408	5,394,952	10,686,478	779,502	363,352	1,402,800	234,176	19,312,188
Accumulated depreciation and impairment									
At 1 February 2023	–	121,102	2,519,212	7,512,704	642,247	327,328	1,370,092	84,559	12,577,244
Depreciation charge for the year (Note 8)	–	8,219	161,932	172,829	23,240	14,071	389	26,055	406,735
Impairment (Note 6)	–	–	25,819	–	–	6	–	–	25,825
Disposals	–	–	–	–	(15)	(374)	–	–	(389)
Write-off	–	–	–	–	(192)	–	–	–	(192)
Reclassification	–	(4,505)	(448)	–	4,953	–	–	–	–
Transfer to asset held for sale (Note 25)	–	–	(77,838)	–	–	–	–	–	(77,838)
Exchange differences	–	469	177,176	851,583	7,593	6,637	164	(10,833)	1,032,789
At 31 January 2024	–	125,285	2,805,853	8,537,116	677,826	347,668	1,370,645	99,781	13,964,174
Net carrying amount									
At 31 January 2024	4,520	321,123	2,589,099	2,149,362	101,676	15,684	32,155	134,395	5,348,014

* *Represents leasehold land and buildings.*

Notes to the Financial Statements
– 31 January 2025

13. PROPERTY, PLANT AND EQUIPMENT (CONT'D.)

Company	Equipment, furniture and motor vehicles RM'000	Right-of-use assets* RM'000	Total RM'000
At 31 January 2025			
Cost			
At 1 February 2024	**128,318**	**37,091**	**165,409**
Additions	**8,397**	**31,086**	**39,483**
At 31 January 2025	**136,715**	**68,177**	**204,892**
Accumulated depreciation			
At 1 February 2024	**122,871**	**22,667**	**145,538**
Charge for the year (Note 8)	**4,135**	**13,311**	**17,446**
At 31 January 2025	**127,006**	**35,978**	**162,984**
Net carrying amount			
At 31 January 2025	**9,709**	**32,199**	**41,908**
At 31 January 2024			
Cost			
At 1 February 2023	124,390	37,091	161,481
Additions	3,928	–	3,928
At 31 January 2024	128,318	37,091	165,409
Accumulated depreciation			
At 1 February 2023	115,388	10,303	125,691
Charge for the year (Note 8)	7,483	12,364	19,847
At 31 January 2024	122,871	22,667	145,538
Net carrying amount			
At 31 January 2024	5,447	14,424	19,871

* *Represents leasehold buildings.*

Notes to the Financial Statements
– 31 January 2025

13. PROPERTY, PLANT AND EQUIPMENT (CONT'D.)

(a) The Group has estimated the recoverable amount of its property, plant and equipment that are subject to impairment assessment during the financial year. The assessment has led to the recognition of impairment of RM88.5 million (2024: RM25.8 million) as disclosed in Note 6 to the financial statements.

In the current financial year, included in the total impairments are impairment loss of:

i) RM61.8 million (2024: RM Nil) on a tender assisted drilling rig with a recoverable amount of RM18.2 million (2024: RM Nil) based on VIU. In determining the VIU of these assets, the future cash flows (including revenue projection and margin forecast) were discounted at a pre-tax rate of 13.86% (2024: 13.23%).

ii) RM26.7 million (2024: RM25.8 million) on two (2) vessels (2024: two (2)) with recoverable amounts of RM126.2 million (2024: RM37.2 million). The recoverable amounts are determined based on FVLCD. The fair values are based on valuations performed by an independent valuer. Key assumptions adopted by the independent valuer include, amongst others, comparable assets used in the valuation model, adjustments on conditions of the vessels. The fair value measurement was derived based on level 3 of the fair value hierarchy as disclosed in Note 2.30.

(b) Included in the Group's accumulated depreciation and impairment of property, plant and equipment are accumulated impairment losses carried forward of RM8,259.3 million (2024: RM8,170.8 million).

14. INTANGIBLE ASSETS

Group	Software development costs RM'000	Other development costs RM'000	Goodwill RM'000	Total RM'000
At 31 January 2025				
Cost				
At 1 February 2024	45,145	29,524	8,213,156	8,287,825
Exchange differences	(2,330)	(947)	–	(3,277)
At 31 January 2025	42,815	28,577	8,213,156	8,284,548
Accumulated amortisation and impairment				
At 1 February 2024	44,596	26,689	7,974,049	8,045,334
Charge for the year (Note 8)	596	601	–	1,197
Impairment (Note 6)	–	–	120,524	120,524
Exchange differences	(2,381)	(695)	–	(3,076)
At 31 January 2025	42,811	26,595	8,094,573	8,163,979
Net carrying amount				
At 31 January 2025	4	1,982	118,583	120,569

Notes to the Financial Statements
– 31 January 2025

14. INTANGIBLE ASSETS (CONT'D.)

Group	Software development costs RM'000	Other development costs RM'000	Goodwill RM'000	Total RM'000
At 31 January 2024				
Cost				
At 1 February 2023	41,778	26,251	8,213,156	8,281,185
Exchange differences	3,367	3,273	–	6,640
At 31 January 2024	45,145	29,524	8,213,156	8,287,825
Accumulated amortisation and impairment				
At 1 February 2023	39,726	21,342	7,974,049	8,035,117
Charge for the year (Note 8)	1,615	2,625	–	4,240
Exchange differences	3,255	2,722	–	5,977
At 31 January 2024	44,596	26,689	7,974,049	8,045,334
Net carrying amount				
At 31 January 2024	549	2,835	239,107	242,491

Included in the Group's intangible assets are accumulated impairment of RM8,025.9 million (2024: RM7,905.4 million).

Impairment tests for goodwill

Goodwill of RM118.6 million (2024: RM239.1 million) relates to EPCIC business in E&C segment. During the current financial year, the Group recognised an impairment loss on goodwill in E&C segment of RM120.5 million (2024: RM Nil).

Key assumptions used in the FVLCD calculations

In the current financial year, the recoverable amount of the E&C CGU is determined based on the FVLCD. The fair values are based on valuations performed by independent valuers. Key assumptions adopted by the independent valuers include, amongst others, comparable assets used in the valuation model, adjustments on conditions of the assets as well as the specialised nature of certain assets within the CGU. The fair value measurement was derived based on level 3 of the fair value hierarchy as disclosed in Note 2.30.

Key assumptions used in VIU calculations

In the previous financial year, the recoverable amount of E&C CGU had been determined using VIU derived from a ten (10) year projection period, representing the foreseeable period based on the cyclical nature of the industry.

14. INTANGIBLE ASSETS (CONT'D.)

Key assumptions used in VIU calculations (cont'd.)

The following describes each key assumption on which management has based its cash flow projections to undertake impairment testing of goodwill for E&C CGU:

(i) Revenue projection

Management has taken into consideration the order book, the likelihood of securing work within the bid book and expectations of the future revenue growth in determining the revenue projection.

(ii) Margin forecast

Gross margins are based on margin forecast of the order book, customer contract, management's expectation and past experience for new work. Impact of expected prolonged recovery to the industry has been considered.

(iii) Discount rate

The pre-tax discount rate that reflect specific risks was 15.79%.

(iv) Terminal growth rate

Cash flow beyond the terminal period was extrapolated using the growth rate of 3.0%.

15. INVESTMENT IN SUBSIDIARIES

	Company	
	2025 RM'000	2024 RM'000
Unquoted shares, at cost	**11,392,708**	11,392,708
Capitalisation of amounts due from subsidiaries	**6,325,856**	6,325,856
Total	**17,718,564**	17,718,564
Less: Accumulated impairment losses	**(16,055,653)**	(15,970,068)
	1,662,911	1,748,496

The details of the subsidiaries are set out in Note 43.

(a) The capitalisation of amounts due from subsidiaries are unsecured, non-interest bearing and treated as deemed investment.

(b) In the previous financial year, the Company has written-off RM0.3 million investment in a subsidiary that has been dissolved and fully impaired since the previous reporting date.

(c) As at 31 January 2025, certain subsidiaries have reported continuing operating losses and/or depleting shareholders' funds. These are indicators that the investment in these subsidiaries may be impaired. This resulted in impairment losses on its investment in a subsidiary of RM85.6 million (2024: RM4.9 million).

Notes to the Financial Statements
– 31 January 2025

16. INVESTMENT IN ASSOCIATES

	Group	
	2025 RM'000	2024 RM'000
Unquoted shares, at cost	**621**	2,265,501
Share of post-acquisition reserves	**22,270**	(340,397)
	22,891	1,925,104
Less: Accumulated impairment losses	**(67)**	(46,250)
	22,824	1,878,854

On 31 January 2019, SapuraOMV, an associate company held through SUA, entered into a facility agreement with OMV Exploration & Production GmbH ("OMV E&P") for the OMV financing amounting to USD350.0 million (equivalent to approximately RM1,431.2 million). As security for this, SUA has pledged shares of SapuraOMV with a value of USD175.0 million (equivalent to approximately RM715.6 million) in favour of OMV E&P which was treated as contingent liability in previous financial years.

On 9 December 2024, the Company and SUA have completed the divestment of its entire 50% equity interest in SapuraOMV to TotalEnergies, as described in Note 2.1(iii). In accordance with the SPA, the total disposal consideration of USD756.9 million (equivalent to approximately RM3,317.9 million) comprising the cash consideration of USD581.9 million (equivalent to approximately RM2,550.8 million) and the amount of USD175.0 million (equivalent to RM767.1 million) for the release of the SapuraOMV shares pledged by SUA to OMV E&P.

	2025 RM'000
Gain on disposal of SapuraOMV	
Cash consideration	**2,550,812**
Less: Fair value of retained 50% equity interest in SapuraOMV	**(1,727,484)**
	823,328
Less: Transaction expenses	**(31,250)**
Net gain on disposal of SapuraOMV	**792,078**

Other than the above, gain on disposal includes disposal of Labuan Shipyard & Engineering Sdn. Bhd. as disclosed in Note 16(i)(b) below.

Notes to the Financial Statements
– 31 January 2025

16. INVESTMENT IN ASSOCIATES (CONT'D.)

(i) Details of the associates are as follows:

Name of Company	Country of Incorporation	Principal Activities	Proportion of Ownership Interest 2025 %	Proportion of Ownership Interest 2024 %
(a) Held through Sapura Upstream Assets Sdn. Bhd.				
^SapuraOMV Upstream Sdn. Bhd. and its subsidiaries ("SapuraOMV Group")	Malaysia	Investment holding, exploration, development and production of crude, oil and natural gas	**–**	50
(b) Held through SapuraCrest Ventures Sdn. Bhd.				
*Labuan Shipyard & Engineering Sdn. Bhd.	Malaysia	Shipbuilding, ship repair naval craft maintenance and oil and gas fabrication	**–**	50
(c) Held through Sapura Engineering Sdn. Bhd.				
Matrix Maintenance Sdn. Bhd.	Malaysia	Maintenance contractors for petrol chemical plants and general industries	**30**	30
(d) Held through Sapura Technology Solutions Sdn. Bhd.				
Geowell Sdn. Bhd.	Malaysia	Wireline and well completion services	**30**	30
Subang Properties Sdn. Bhd.	Malaysia	Dormant	**36.2**	36.2

^ *Disposed on 9 December 2024*
* *Disposed on 5 February 2024*

The financial statements of the associates that are not coterminous with those of the Company are as follows:

	Financial year end
(i) Matrix Maintenance Sdn. Bhd.	31 December
(ii) Geowell Sdn. Bhd.	31 December

For the purpose of applying the equity method of accounting, the twelve (12) months ended 31 January 2025 management accounts have been used.

Notes to the Financial Statements
– 31 January 2025

16. INVESTMENT IN ASSOCIATES (CONT'D.)

(ii) Information relating to the associates:

The Group deemed SapuraOMV Group as the material associates prior to its full disposal in the current financial year. The summarised financial information of the SapuraOMV Group in the previous financial year is set out as follows:

(a) Summarised statement of financial position and reconciliation to the carrying amount of SapuraOMV Group:

	2024 RM'000
Current assets	
Cash and cash equivalents	436,746
Other current assets	917,786
Total current assets	1,354,532
Non-current assets	
Other non-current assets	7,085,234
Total assets	8,439,766
Current liabilities	
Other current liabilities	1,268,309
Non-current liabilities	
Borrowings	1,656,025
Other non-current liabilities	1,798,433
Total non-current liabilities	3,454,458
Total liabilities	4,722,767
Net assets	3,716,999
Interest in associates	50%
Carrying value of interest in the associates	1,858,500

(b) Summarised statement of comprehensive income of SapuraOMV Group:

	2024 RM'000
Revenue	1,356,247
Operating expenses	(800,175)
Depletion, depreciation and amortisation	(264,313)
Interest income	14,130
Interest expense	(150,918)
Profit before tax	154,971
Income tax expense	(159,133)
Loss after tax	(4,162)
Other comprehensive income	394,689
Total comprehensive income	390,527
Share of loss after tax	(2,081)

During the current financial year, prior to SapuraOMV disposal, share of profit after tax derived from SapuraOMV are RM39.4 million.

Notes to the Financial Statements
– 31 January 2025

16. INVESTMENT IN ASSOCIATES (CONT'D.)

(ii) Information relating to the associates (cont'd.):

The Group deemed SapuraOMV Group as the material associates prior to its full disposal in the current financial year. The summarised financial information of the SapuraOMV Group in the previous financial year is set out as follows (cont'd.):

(c) Aggregate information of other associates that are not individually material:

	2025 RM'000	2024 RM'000
Carrying value of interest in associates	**22,824**	20,354
Share of profit/(loss) after tax	**1,751**	(10,614)
Share of total comprehensive income/(loss)	**1,751**	(10,614)

17. INVESTMENT IN JOINT VENTURES

	Group	
	2025 RM'000	2024 RM'000
Unquoted shares, at cost	**192,531**	192,531
Share of post-acquisition reserves	**2,368,646**	2,440,772
	2,561,177	2,633,303
Shareholders' advances to joint ventures*	**26,050**	106,930
	2,587,227	2,740,233

** The shareholders' advances are unsecured, non-interest bearing and treated as deemed investment.*

(i) Details of the joint ventures are as follows:

Name of Company	Country of Incorporation	Principal Activities	Proportion of Ownership Interest 2025 %	Proportion of Ownership Interest 2024 %
(a) Held through Sapura Nautical Essence Sdn. Bhd.				
SapuraAcergy Sdn. Bhd.	Malaysia/Brunei	Dormant	**50**	50
SapuraAcergy Assets Pte. Ltd.	Federal Territory of Labuan Malaysia	Dormant	**49**	49
(b) Held through Sapura Nautical Power Pte. Ltd.				
L&T Sapura Shipping Private Limited	India	Vessel owner and chartering	**40**	40

Notes to the Financial Statements
– 31 January 2025

17. INVESTMENT IN JOINT VENTURES (CONT'D.)

(i) Details of the joint ventures are as follows (cont'd.):

	Name of Company	Country of Incorporation	Principal Activities	Proportion of Ownership Interest 2025 %	Proportion of Ownership Interest 2024 %
(c)	**Held through Sapura Offshore Sdn. Bhd.**				
	Seabras Sapura Participações S.A.	Brazil	Investment holding	**50**	50
	Seabras Sapura Holding, GmbH	Austria	Investment holding	**50**	50
(d)	**Held through Seabras Sapura Participações S.A.**				
	Seagems Solutions S.A.	Brazil	Vessel owner and chartering	**50**	50
	Seagems Offshore Ltda.	Brazil	Vessel owner and chartering	**50**	50
(e)	**Held through Seabras Sapura Holding, GmbH**				
	Seabras Sapura PLSV Holding, GmbH	Austria	Investment holding	**50**	50
(f)	**Held through Seabras Sapura PLSV Holding, GmbH**				
	Seabras Sapura Holdco Ltd.	Bermuda	Investment holding	**50**	50
	Sapura Diamante GmbH	Austria	Vessel owner and chartering	**50**	50
	Sapura Topazio GmbH	Austria	Vessel owner and chartering	**50**	50
	Sapura Onix GmbH	Austria	Vessel owner and chartering	**50**	50
	Sapura Jade GmbH	Austria	Vessel owner and chartering	**50**	50
	Sapura Rubi GmbH	Austria	Vessel owner and chartering	**50**	50
(g)	**Held through Seabras Sapura Holdco Ltd.**				
	Seabras Sapura Talent Ltd.	Bermuda	Provision for manpower services	**50**	50
	^TL Offshore PLSV1 Ltd.	Bermuda	Dormant	**–**	50
	^TL Offshore PLSV2 Ltd.	Bermuda	Dormant	**–**	50
	^TL Offshore PLSV3 Ltd.	Bermuda	Dormant	**–**	50
	^TL Offshore PLSV4 Ltd.	Bermuda	Dormant	**–**	50
	^TL Offshore PLSV5 Ltd.	Bermuda	Dormant	**–**	50
(h)	**Held through Seagems Solutions S.A.**				
	Let's Log Serviços Intergrados de Logística Ltda.	Brazil	Management of general warehouses and deposits	**50**	50

^ *Dissolved on 24 January 2025*

Notes to the Financial Statements
– 31 January 2025

17. INVESTMENT IN JOINT VENTURES (CONT'D.)

(i) Details of the joint ventures are as follows (cont'd.):

Name of Company	Country of Incorporation	Principal Activities	Proportion of Ownership Interest 2025 %	2024 %
(i) Held through Sapura Energy Ghana Limited				
Intesoll Sapura Offshore Limited	Ghana	Offshore engineering services	**49**	49
(j) Held through Sapura Services Sdn. Bhd.				
Sapura Baker Hughes TPS Sdn. Bhd.	Malaysia	Provision of repair and maintenance services and sales of parts to the energy sector	**51**	51
(k) Held through Sapura Saudi Arabia Company				
Rawabi Sapura Limited Company	Saudi Arabia	Dormant	**50**	50
(l) Held through Sinar E&C Sdn. Bhd.				
Kitar Decommissioning Sdn. Bhd.	Malaysia	To perform offshore oil and gas decommissioning dismantling and recycling	**50**	50

The annual financial statements of the joint ventures that are not coterminous with those of the Company are as follows:

	Financial year end
(i) L&T Sapura Shipping Private Limited	31 March
(ii) Seabras Sapura Holding, GmbH	31 December
(iii) Seabras Sapura Participações S.A.	31 December
(iv) Seabras Sapura Talent Ltd.	31 December
(v) Seagems Solutions S.A.	31 December
(vi) Seagems Offshore Ltda.	31 December
(vii) Seabras Sapura PLSV Holding GmbH	31 December
(viii) Sapura Diamante GmbH	31 December
(ix) Sapura Topazio GmbH	31 December
(x) Seabras Sapura Holdco Ltd.	31 December
(xi) Sapura Onix GmbH	31 December
(xii) Sapura Jade GmbH	31 December
(xiii) Sapura Rubi GmbH	31 December
(xiv) Intesoll Sapura Offshore Limited	31 December
(xv) Rawabi Sapura Limited Company	31 December

For the purpose of applying the equity method of accounting, the twelve (12) months ended 31 January 2025 management accounts have been used.

Notes to the Financial Statements
– 31 January 2025

17. INVESTMENT IN JOINT VENTURES (CONT'D.)

(ii) Information relating to the joint ventures:

Summarised financial information of the Group's material joint ventures are set out below. The Group's material joint ventures consist of the Brazilian E&C operation held through Seabras Sapura Holding, GmbH and Seabras Sapura Participações S.A. and its' subsidiaries (collectively known as "Brazil JV Group") are set out below:

(a) Summarised statements of financial position and reconciliation to the carrying amount of Brazil JV Group:

	2025 RM'000	2024 RM'000
Current assets		
Cash and cash equivalents^	**152,925**	210,228
Other current assets	**752,840**	664,888
Total current assets	**905,765**	875,116
Non-current assets		
Total non-current assets	**5,262,858**	6,177,356
Total assets	**6,168,623**	7,052,472
Current liabilities		
Borrowings#	**57,834**	56,337
Other current liabilities	**648,555**	1,516,054
Total current liabilities	**706,389**	1,572,391
Non-current liabilities		
Borrowings#	**484,887**	434,132
Other non-current liabilities	**15,475**	158,585
Total non-current liabilities	**500,362**	592,717
Total liabilities	**1,206,751**	2,165,108
Net assets	**4,961,872**	4,887,364
Interest in joint ventures	**50%**	50%
Carrying value of interest in joint ventures	**2,480,936**	2,443,682
Shareholders' advances	**26,050**	106,930
Net carrying value of interest in joint ventures	**2,506,986**	2,550,612

^ *Included in the cash and cash equivalents are RM19.8 million (2024: RM20.5 million), pledged as security over the borrowings as at 31 January 2025.*

\# *The borrowings are secured by the joint ventures' vessels.*

Notes to the Financial Statements
– 31 January 2025

17. INVESTMENT IN JOINT VENTURES (CONT'D.)

(ii) Information relating to the joint ventures (cont'd.):

Summarised financial information of the Group's material joint ventures are set out below. The Group's material joint ventures consist of the Brazilian E&C operation held through Seabras Sapura Holding, GmbH and Seabras Sapura Participações S.A. and its' subsidiaries (collectively known as "Brazil JV Group") are set out below (cont'd.):

(b) Summarised statements of comprehensive income of Brazil JV Group:

	2025 RM'000	2024 RM'000
Revenue	**2,018,922**	1,972,750
Operating expenses	**(862,654)**	(757,071)
Depreciation and amortisation	**(386,968)**	(378,152)
Interest income	**17,629**	4,787
Interest expense	**(57,053)**	(114,840)
Profit before tax	**729,876**	727,474
Income tax expense	**(45,630)**	(47,600)
Profit after tax	**684,246**	679,874
Other comprehensive (loss)/income	**(392,777)**	257,816
Total comprehensive income	**291,469**	937,690
Share of profit after tax	**342,123**	339,937
Dividends paid during the financial year to the Group	**206,024**	–

(c) Aggregate information of joint ventures that are not individually material:

	Group	
	2025 RM'000	2024 RM'000
Carrying value of interest in joint ventures	**80,241**	189,621
Share of profit after tax	**29,930**	9,982
Share of total comprehensive income	**33,169**	31,065
Dividends paid during the financial year to the Group	**34,068**	21,083

Notes to the Financial Statements
– 31 January 2025

18. DEFERRED TAX (ASSETS)/LIABILITIES

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
At 1 February 2024/2023	**(63,771)**	(68,440)	**–**	–
Recognised in the profit or loss (Note 11)	**65,085**	9,717	**–**	–
Exchange differences	**(7,724)**	(5,048)	**–**	–
At 31 January	**(6,410)**	(63,771)	**–**	–
Presented after appropriate offsetting as follows:				
Deferred tax assets	**(67,771)**	(116,427)	**–**	–
Deferred tax liabilities	**61,361**	52,656	**–**	–
	(6,410)	(63,771)	**–**	–

The components and movements of deferred tax liabilities and assets during the financial year prior to offsetting are as follows:

Deferred tax liabilities of the Group:

	Accelerated capital allowances RM'000	Others RM'000	Total RM'000
At 1 February 2024	**60,995**	**86,746**	**147,741**
Recognised in the profit or loss	**(965)**	**15,334**	**14,369**
Adjustments	**(74,103)**	**51,530**	**(22,573)**
Reclassification	**79,096**	**(79,096)**	**–**
Exchange differences	**(1,707)**	**(11,115)**	**(12,822)**
At 31 January 2025	**63,316**	**63,399**	**126,715**
At 1 February 2023	60,425	70,468	130,893
Recognised in the profit or loss	(3)	9,885	9,882
Exchange differences	573	6,393	6,966
At 31 January 2024	60,995	86,746	147,741

Notes to the Financial Statements
– 31 January 2025

18. DEFERRED TAX (ASSETS)/LIABILITIES (CONT'D.)

The components and movements of deferred tax liabilities and assets during the financial year prior to offsetting are as follows (cont'd.):

Deferred tax assets of the Group:

	Unutilised tax losses and unabsorbed capital allowances RM'000	Provisions for liabilities RM'000	Others RM'000	Total RM'000
At 1 February 2024	**(123,191)**	**(81,622)**	**(6,699)**	**(211,512)**
Recognised in the profit or loss	**28,718**	**21,998**	**–**	**50,716**
Adjustments	**41,887**	**(19,390)**	**76**	**22,573**
Reclassification	**(8,341)**	**9,003**	**(662)**	**–**
Exchange differences	**4,801**	**297**	**–**	**5,098**
At 31 January 2025	**(56,126)**	**(69,714)**	**(7,285)**	**(133,125)**
At 1 February 2023	(118,278)	(66,869)	(14,186)	(199,333)
Recognised in the profit or loss	(14,503)	9	14,329	(165)
Exchange differences	9,590	(14,762)	(6,842)	(12,014)
At 31 January 2024	(123,191)	(81,622)	(6,699)	(211,512)

Deferred tax assets of the Company:

	Unutilised tax losses and unabsorbed capital allowances RM'000	Provisions for liabilities RM'000	Total RM'000
At 1 February 2024/2023, and at 31 January 2025/2024	**–**	**–**	**–**

During the financial year, the unutilised tax losses, unabsorbed capital allowances and other deductible temporary differences of the Group and the Company that have not been recognised as deferred tax assets amounted to RM4,965.2 million (2024: RM4,274.5 million) and RM72.2 million (2024: RM68.9 million) respectively.

The unutilised tax losses of the entities in the Group are available for offsetting against future taxable profits, subject to no substantial changes in shareholdings under Income Tax Act 1967 and guidelines issued by the tax authority. Deferred tax asset has not been recognised in respect of these items as the entities in the Group does not foresee its ability to utilise the business losses in near future.

In accordance with the provision of Income Tax Act 1967 of Malaysia, the utilisation of unused tax losses will be limited to ten years (2024: ten years) with effect from year of assessment 2019.

Notes to the Financial Statements
– 31 January 2025

19. DEFERRED MOBILISATION COST

	Group	
	2025 RM'000	2024 RM'000
At 1 February 2024/2023	**88,281**	106,181
Additions	**24,429**	3,600
Amortisation	**(50,093)**	(26,835)
Exchange differences	**(5,491)**	5,335
At 31 January	**57,126**	88,281
Deferred mobilisation cost		
Non-current assets	**36,454**	33,979
Current assets	**20,672**	54,302
	57,126	88,281

For drilling contracts, the Group makes payments to third parties for the mobilisation of rigs prior to commencement of drilling services.

Mobilisation costs are deferred and recognised on a straight-line basis over the period that the related drilling services are performed.

20. INVENTORIES

	Group	
	2025 RM'000	2024 RM'000
At cost		
Consumables, materials and spares	**407,395**	425,757
Work-in-progress	**14,274**	5,961
	421,669	431,718

The cost of inventories recognised as an expense during the financial year amounted to RM113.1 million (2024: RM134.9 million).

In the current financial year, the Group has written down inventories totalling RM2.4 million (2024: RM nil) to nil based on their net realisable values.

Notes to the Financial Statements
– 31 January 2025

21. AMOUNTS DUE FROM SUBSIDIARIES

	Company	
	2025 RM'000	2024 RM'000
Non-current assets		
Amounts due from subsidiaries	**932,619**	787,630
Less: Allowance for ECL	**(929,946)**	(785,832)
	2,673	1,798
Current assets		
Amounts due from subsidiaries	**934,227**	1,088,568
Less: Allowance for ECL	**(899,622)**	(1,087,128)
	34,605	1,440

Amounts due from subsidiaries are unsecured, interest free and repayable on demand except for RM180.0 million (2024: RM189.8 million) which is subject to interest rates ranging from 7.91% to 9.00% (2024: 7.46% to 9.00%) per annum.

The Company recognised a net allowance for ECL on amounts due from its subsidiaries of RM1.3 million (2024: RM42.3 million) consisting of gross allowance for ECL of RM1.4 million (2024: RM65.5 million) and write-off of RM0.1 million (2024: RM23.2 million) for subsidiaries that have been dissolved and fully impaired since the previous reporting date.

During the current financial year, amount of RM44.7 million (and the corresponding allowance for ECL of RM44.7 million) was reclassified to other receivables in Note 22 (b) due to loss of control of the subsidiary as disclosed in Note 43(i)(s) to the financial statements.

Further details on related party transactions are disclosed in Note 38.

Other information on financial risks are disclosed in Note 39.

Notes to the Financial Statements
– 31 January 2025

22. TRADE AND OTHER RECEIVABLES

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Non-current assets				
Trade receivables				
Retention sums	**80,523**	61,891	**–**	–
Less: Allowance for expected credit loss	**–**	(10,360)	**–**	–
	80,523	51,531	**–**	–
Other receivables				
Third parties	**17,213**	3,424	**–**	–
Total non-current trade and other receivables	**97,736**	54,955	**–**	–
Current assets				
Trade receivables				
Third parties	**1,535,003**	694,696	**–**	–
Less: Allowance for expected credit loss	**(679,941)**	(131,374)	**–**	–
	855,062	563,322	**–**	–
Other receivables				
Amounts due from:				
Related parties	**186**	186	**186**	186
Associates and joint ventures	**137,248**	193,814	**717**	20,949
	137,434	194,000	**903**	21,135
Deposits and prepayments	**118,998**	135,714	**18,165**	13,439
Sundry receivables	**732,054**	515,273	**185,788**	135,645
	851,052	650,987	**203,953**	149,084
Less: Allowance for expected credit loss	**(514,626)**	(315,959)	**(182,168)**	(157,711)
	473,860	529,028	**22,688**	12,508
Total current trade and other receivables	**1,328,922**	1,092,350	**22,688**	12,508

Notes to the Financial Statements
– 31 January 2025

22. TRADE AND OTHER RECEIVABLES (CONT'D.)

(a) Trade receivables

Trade receivables are non-interest bearing. The Group's normal trade credit term ranges from 30 to 90 days (2024: 30 to 90 days). Other credit terms are assessed and approved on a case-by-case basis. Overdue balances are reviewed regularly by senior management. Trade receivables are recognised at original invoice amounts which represent their fair values on initial recognition.

Included in trade receivables of the Group are retention sums from contract customers of RM80.5 million (2024: RM61.9 million). These retention sums from contract customers are unsecured, interest free and are expected to be collected in accordance with the terms of the respective contract agreements.

Movement in allowance for expected credit loss of trade receivables based on lifetime ECL are as follows:

	Group	
	2025 RM'000	2024 RM'000
At 1 February 2024/2023	**141,734**	210,830
Charge/(reversal) for the year (Note 8)	**62,128**	(1,580)
Reclassification^	**495,240**	(78,071)
Exchange differences	**(19,161)**	10,555
At 31 January	**679,941**	141,734

(b) Other receivables

Sundry receivables, which include GST and VAT receivables, are unsecured, interest free and repayable on demand.

Movement in allowance for expected credit loss of other receivables based on lifetime ECL are as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
At 1 February 2024/2023	**315,959**	273,604	**157,711**	157,237
(Reversal)/charge for the year (Note 8)	**(31,428)**	5,453	**(20,273)**	384
Reclassification^	**243,629**	78,071	**44,730**	90
Derecognition**	**–**	(53,158)	**–**	–
Exchange differences	**(13,534)**	11,989	**–**	–
At 31 January	**514,626**	315,959	**182,168**	157,711

^ *During the current financial year, amount due from a subsidiary (and the corresponding ECL allowance) has been reclassified to trade and other receivables due to loss of control of the subsidiary as disclosed in Note 43(i)(s) to the financial statements.*

** *In the previous financial year, the Group has made an allowance for ECL on the outstanding balances following conclusion of contract negotiation, and subsequently has been derecognised from other receivables due to cessation of the joint venture agreement (unincorporated).*

Notes to the Financial Statements
– 31 January 2025

22. TRADE AND OTHER RECEIVABLES (CONT'D.)

(c) Amounts due from joint ventures

Non-current assets

Amounts due from joint ventures are unsecured and interest free.

Current assets

Amounts due from joint ventures are unsecured, interest free and repayable on demand, except for RM72.4 million (2024: RM76.1 million) provided to a joint venture which is subject to interest of 3.0% (2024: 3.0%) per annum.

23. CONTRACT ASSETS/(LIABILITIES)

	Group	
	2025 RM'000	2024 RM'000
Contract assets		
Current	**265,593**	519,874
Less: Allowance for expected credit loss	**(60,943)**	(57,344)
	204,650	462,530

Movement in allowance for expected credit loss of contract assets based on lifetime ECL are as follows:

	Group	
	2025 RM'000	2024 RM'000
At 1 February 2024/2023	**57,344**	58,973
Net reversal for the year (Note 8)	**(1,250)**	–
Reclassification^	**5,843**	(1,822)
Exchange differences	**(994)**	193
At 31 January	**60,943**	57,344

^ *During the current financial year, reclassification relates to amount due from a subsidiary reclassified as third party balances due to loss of control of the subsidiary as disclosed in Note 43(i)(s) to the financial statements.*

In the previous financial year, reclassification made from Note 23 to Note 22.

Notes to the Financial Statements
– 31 January 2025

23. CONTRACT ASSETS/(LIABILITIES) (CONT'D.)

	Group	
	2025 RM'000	2024 RM'000
Contract liabilities		
Non-current	**(18,732)**	(19,160)
Current	**(545,090)**	(826,361)
Reclassified to provision for other liabilities (Note 33(b))	**–**	159,060
	(545,090)	(667,301)
Total contract liabilities	**(563,822)**	(686,461)
Revenue recognised which was included in construction contract liabilities at the beginning of the financial year	**667,301**	558,602

The Group receives payments from customers based on a billing schedule, as established in the contracts. The contract asset relates the rights to consideration in exchange for goods or services transferred to the customer before the customer pays the consideration or before payment is due. The contract liability relates to payments received in advance of performance under the contract. Changes in the contract asset and liabilities are due to the progress billings during the year and Group's performance under the contract.

24. CASH, DEPOSITS AND BANK BALANCES

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Cash on hand and at banks	**2,022,680**	1,186,883	**16,477**	3,629
Deposits with licensed banks	**26,060**	87,816	**–**	–
Cash pledged with banks (restricted)	**2,580,188**	178,807	**–**	–
Cash, deposits and bank balances	**4,628,928**	1,453,506	**16,477**	3,629

Included in cash, deposits and bank balances of the Group is an amount of RM2,580.2 million (2024: RM178.8 million) which are restricted for use due to the loan covenants, business requirements and terms of SPA as disclosed in Note 2.1(iii).

Other information on financial risks of cash and cash equivalents are disclosed in Note 39.

The range of the interest rate on deposit with licensed banks (per annum) and the range of remaining maturities as at the reporting date are as follows:

	Group		Company	
	2025	2024	2025	2024
Interest rate (%)	**2.00-4.90**	2.00-5.02	**–**	–
Maturities (days)	**1-90**	1-90	**–**	–

Notes to the Financial Statements
– 31 January 2025

25. NON-CURRENT ASSET CLASSIFIED AS HELD FOR SALE

In previous financial year, a non-current asset within the Group has been identified for disposal through judicial sale, subsequent to the High Court succession in filing payment on demand from one of the Group's subsidiary. Consequently, the asset with carrying value of RM6.5 million has been reclassified from property, plant and equipment to non-current asset held for sale. Impairment to the asset prior to the reclassification was disclosed in Note 13.

During the current financial year, the non-current asset has been disposed through judicial sale for sale proceed of RM6.9 million. The sale proceed shall be utilised by the High Court to pay the cost of the proceedings and pay the Plaintiff's claim and cost. The remainder of the proceed shall be paid to the Group, which the Group have yet to receive as of the reporting date.

26. SHARE CAPITAL

	Group and Company			
	Number of shares		Amount	
	2025 '000	2024 '000	2025 RM'000	2024 RM'000
Issued and fully paid:				
Ordinary shares				
At 1 February 2024/2023	**18,375,942**	15,979,080	**11,854,791**	10,872,078
RCPS-i conversion (Note 27)	**–**	2,396,862	**–**	982,713
At 31 January	**18,375,942**	18,375,942	**11,854,791**	11,854,791

In the previous financial year, each RCPS-i has been automatically converted into new ordinary shares of the Company at the conversion ratio of one new ordinary share for every one RCPS-i held.

All new converted shares rank equally in all respects with the existing ordinary shares except that the holder of the new converted shares shall not be entitled to any dividends, rights, allotments and/or other distributions that may be declared, made or paid to the members, of which the entitlement date is before the allotment date of the new ordinary shares.

The holders of the existing ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regards to the Group's and the Company's assets.

Notes to the Financial Statements
– 31 January 2025

27. ISLAMIC REDEEMABLE CONVERTIBLE PREFERENCE SHARES ("RCPS-i")

	Group and Company			
	Number of shares		Amount	
	2025 '000	2024 '000	2025 RM'000	2024 RM'000
RCPS-i				
At 1 February 2024/2023	**–**	2,396,862	**–**	982,713
Conversion to share capital (Note 26)	**–**	(2,396,862)	**–**	(982,713)
At 31 January	**–**	–	**–**	–

The key features of the RCPS-i were as follows:

(i) The RCPS-i has matured in the previous financial year on 23 January 2024 and converted into new ordinary shares of the Company on 24 January 2024 without the payment of any consideration (cash or otherwise) and in accordance with the conversion ratio.

(ii) The conversion ratio of the RCPS-i is one new ordinary share of the Company for every one RCPS-i held.

28. WARRANTS RESERVE

The warrants reserve represents the cumulative fair value of the warrants yet to be exercised.

The warrants are valid to be exercised for a period of 7 years from its issue date and ending on 23 January 2026 ("Exercise Period"). During the Exercise Period, each warrant shall entitle the registered holder to subscribe for one new ordinary share of the Company at an exercise price of RM0.49 per warrant in accordance with the provisions of the Deed Poll dated 6 December 2018. Any warrants not exercised will lapse thereafter and cease to be valid.

As at 31 January 2025, the entire 998,692,020 (2024: 998,692,020) warrants remain unexercised.

29. OTHER RESERVES

		Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Foreign currency translation reserve	(a)	**1,584,163**	1,032,657	**–**	–
Merger reserve	(b)	**51,989**	51,989	**–**	–
ESOS reserve	(c)	**81,852**	81,852	**81,852**	81,852
		1,718,004	1,166,498	**81,852**	81,852

Notes to the Financial Statements
– 31 January 2025

29. OTHER RESERVES (CONT'D.)

(a) Foreign currency translation reserve

	Group	
	2025 RM'000	2024 RM'000
At 1 February 2024/2023	**1,032,657**	1,827,767
Exchange differences on translation of foreign subsidiaries, joint ventures and associates	**462,958**	(795,110)
Transfer of exchange differences arising upon deconsolidation of a subsidiary	**88,548**	–
At 31 January	**1,584,163**	1,032,657

The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency. It is also used to record the exchange differences arising from monetary items which form part of the Group's net investment in foreign operations, where the monetary item is denominated in either the functional currency of the reporting entity or the foreign operation.

(b) Merger reserve

The merger reserve relates to the excess of the consideration paid over the share capital and reserves of Sapura Drilling Probadi Sdn. Bhd. in previous years.

The difference between the recorded carrying value of the investment in Sapura Drilling Probadi Sdn. Bhd. (that is the value of the shares of the Company issued as consideration) and the value of Sapura Drilling Probadi Sdn. Bhd.'s shares transferred to the Company had been reflected within equity as merger reserve in the consolidated financial statements.

(c) ESOS reserve

	Group and Company	
	2025 RM'000	2024 RM'000
At 1 February 2024/2023	**81,852**	90,528
Lapse of certain ESOS	**–**	(8,676)
At 31 January	**81,852**	81,852

The ESOS reserve represents the equity-settled share options granted to the eligible executive directors and senior management as further discussed in Note 35.

The reserve is made up of the cumulative value of services received from the eligible executive directors and senior management recorded from the grant date of equity-settled share options, and is reduced by the expiry, exercise or lapsed of the share options.

Notes to the Financial Statements
– 31 January 2025

30. BORROWINGS

	Group	
	2025 RM'000	**2024 RM'000**
Unsecured:		
Conventional borrowings		
Revolving credits	**355,400**	355,400
Term loans	**3,161,711**	3,316,102
	3,517,111	3,671,502
Islamic financings		
Sukuk Programme	**7,241,836**	7,310,944
Total short-term borrowings	**10,758,947**	10,982,446

Short-term borrowings maturity is within one year. Term loans and Sukuk Programme were classified as current liabilities due to breach of loan covenants as further described in the Note 30(e) to the financial statements.

(a) The range of the interest rates and profit sharing (per annum) during the financial year for borrowings was as follows:

	Group	
	2025 %	**2024 %**
Revolving credits	**5.75 to 6.18**	5.43 to 6.18
Term loans and Sukuk Programme	**4.85 to 8.65**	4.85 to 8.65

(b) Included in the Group's short-term borrowings are as follows:

	As at 31 January 2025		As at 31 January 2024	
	USD denomination RM'000	**RM denomination RM'000**	**USD denomination RM'000**	**RM denomination RM'000**
Revolving credits	**–**	**355,400**	–	355,400
Term loans	**2,292,989**	**868,722**	2,457,635	858,467
Sukuk Programme	**870,911**	**6,370,925**	940,053	6,370,891
	3,163,900	**7,595,047**	3,397,688	7,584,758
		10,758,947		10,982,446

Notes to the Financial Statements
– 31 January 2025

30. BORROWINGS (CONT'D.)

(c) Liabilities arising from financing activities are liabilities for which cash flows were, or future cash flows will be, classified in the statements of cash flows as cash flows from financing activities.

A reconciliation of liabilities arising from financing activities is as follows:

	At 1.2.2024 RM'000	Net cash changes RM'000	Non-cash changes		At 31.1.2025 RM'000
			Amortisation of borrowing cost^ RM'000	Foreign exchange movement RM'000	
Borrowings	**10,982,446**	**188**	**26,995**	**(250,682)**	**10,758,947**

	At 1.2.2023 RM'000	Net cash changes RM'000	Non-cash changes		At 31.1.2024 RM'000
			Amortisation of borrowing cost^ RM'000	Foreign exchange movement RM'000	
Borrowings	10,615,934	(15,686)	21,489	360,709	10,982,446

^ *Charged to profit or loss.*

(d) Other information relating to borrowings:

(i) The key terms of the term loans, revolving credits and Sukuk Programme are as follows:

(a) Corporate guarantee from the Company and key subsidiaries;

(b) Negative pledge over existing assets including assets under construction;

(c) Debenture over STMC fixed and floating assets;

(d) First legal charge over certain bank accounts of the Company and STMC; and

(e) Compliance with the facilities' covenants.

(ii) In the Financial Year 2022, Sapura TMC had executed multi-currency financing facilities agreements (collectively, the "MCF Facilities") with the MCF Financiers consisting of:

(a) the senior multi-currency term facilities agreement dated 29 March 2021 between, inter alia, Sapura TMC as borrower, and the MCF Financiers named therein as conventional facility MCF Financiers; and/or

(b) the Multi-Currency Sukuk Programme of up to RM10.0 billion in nominal value based on the Shariah principle of murabahah (via a tawarruq arrangement), established under a programme agreement originally dated 20 August 2015 (as announced on 8 September 2015) between Sapura TMC Sdn. Bhd. ("Sapura TMC") as issuer, Maybank Investment Bank Berhad as lead arranger, and Maybank Investment Bank Berhad as facility agent, and as thereafter amended and supplemented.

Notes to the Financial Statements
– 31 January 2025

30. BORROWINGS (CONT'D.)

(d) Other information relating to borrowings (cont'd.):

(iii) In March and June 2022, and subsequently in March and June 2023, Sapura TMC and the Obligors requested the MCF Financiers of the MCF Facilities to waive any event of default which may arise as a result of:

(a) failure by Sapura TMC and the Obligors to comply with certain financial covenants of the MCF Facilities;

(b) granting of Restraining Order ("RO") in relation to Sapura TMC and the Obligors, and the filing of any documents in connection with that RO; and

(c) failure by Sapura TMC or any of the Obligor of the MCF Facilities to pay certain amounts due and payable under the MCF Facilities during the ninety (90) days period commencing from 7 March 2022 and a further six (6) months from 6 June 2022 to 10 December 2022.

In relation to (a) and (b) above, the majority of the MCF Financiers consented to these requests and agreed not to take any enforcement action in relation to any default which may arise as a result of:

(aa) the failure by Sapura TMC and the Obligors to comply with certain financial covenants of the MCF Facilities; and

(bb) the RO in relation to Sapura TMC and the Obligors and the filing of any documents in connection with the RO.

(iv) On 1 September 2022, the Company received approval from the Corporate Debt Restructuring Committee ("CDRC") approved the Company's application for assistance to mediate in its debt restructuring negotiations with certain financial institutions who have provided MCF Facilities to Sapura TMC.

The CDRC is a committee established under the purview of Bank Negara Malaysia for the purpose of providing a platform for corporate borrowers and their creditors to work out feasible debt resolutions without having to resort to legal proceedings. The Company and nine (9) of its subsidiaries, which are obligors under the MCF Facilities ("Admitted Group Companies"), were admitted to the CDRC regime with effect from 1 September 2022.

Following the CDRC's acceptance of the Company's application, CDRC has issued a letter addressed to the Company stating that:

(a) the Lenders are expected to observe an informal standstill and withhold from any proceedings and the Company is expected to submit a proposal for a restructuring of its debts within sixty (60) days from 1 September 2022; and

(b) the Company and the Admitted Group Companies are required to adhere to and be bound by Bank Negara Malaysia CDRC Participant's Code of Conduct and any variations thereof as determined at the discretion of the CDRC from time to time.

The Company submitted a draft PRS to the CDRC on 29 September 2022 and has since been participating in CDRC meetings with the MCF Financiers to seek feedback on and to refine the terms of the PRS.

On 28 February 2023, the Company has received a formal notification dated 24 February 2023 from the CDRC stating that the CDRC Committee extended the standstill period for Admitted Group Companies under the CDRC regime, up to 9 September 2023.

On 6 September 2023, the Company has received a formal notification dated 5 September 2023 from the CDRC stating that the CDRC has decided to extend the standstill period for the Admitted Group Companies under the CDRC regime, up to 10 March 2024.

On 12 December 2023, the CDRC has provided a written confirmation that at least seventy-five percent (75%) of the MCF Financiers have granted their requisite Approval-in-Principle ("AIP") for the PRS.

On 11 March 2024, the Company has received a letter from CDRC stating that the CDRC has extended the standstill period for the Admitted Group Companies under the CDRC regime, up to 10 June 2024.

Notes to the Financial Statements
– 31 January 2025

30. BORROWINGS (CONT'D.)

(d) Other information relating to borrowings (cont'd.):

On 7 June 2024, the Company has received a formal notification from the CDRC of a further extension of the standstill period for the MCF Obligors under the CDRC regime, up to 10 March 2025.

On 11 January 2025 received written confirmation dated 10 January 2025 from the CDRC stating that, in accordance with Section 8.10 of the CDRC Participants' Code of Conduct, MCF Financiers representing at least seventy-five percent (75%) in value of the Multi-Currency Financing Facilities have provided their requisite additional AIP in respect of certain refinements to the terms of the PRS proposed by the Company for its debt restructuring exercise. This paves the way for the Company to finalise the Proposed Schemes of Arrangement ("Proposed SOA").

On 6 March 2025, the Scheme Companies obtained the Court Order and the Schemes shall take effect and be binding on the Scheme Companies and the Scheme Creditors with effect from the Sanction Date.

The MCF Financiers are to continue to observe the informal standstill and withhold all legal proceedings and/or any other recovery action initiated or intended against the Company and/or the Company's subsidiaries under the CDRC regime.

(e) As required under MFRS 101: Presentation of Financial Statements, in the event of a breach of loan covenants on or before the end of reporting date, which give lenders the rights to demand for immediate repayment, an entity is required to classify a liability as current as it is no longer has the unconditional right to defer its settlement for at least twelve (12) months after that date.

Since the reporting date of financial year 2022, the Group has breached certain financial covenants pursuant to the MCF Facilities. As a result, the borrowings have been classified as current liabilities.

31. AMOUNTS DUE TO SUBSIDIARIES

	Company	
	2025 RM'000	2024 RM'000
Non-current liability		
Amount due to a subsidiary	**2,000,483**	3,767,595
Current liabilities		
Amounts due to subsidiaries	**4,179,560**	1,988,821

Amounts due to subsidiaries are unsecured, interest free and repayable on demand, except for RM3,839.1 million (2024: RM3,844.8 million) which is subject to interest rates ranging from 7.58% to 9.00% (2024: 7.11% to 9.00%) per annum.

Further details on related party transactions are disclosed in Note 38.

Other information on financial risks of amounts due to subsidiaries are disclosed in Note 39.

Notes to the Financial Statements
– 31 January 2025

32. TRADE AND OTHER PAYABLES

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Non-current liabilities				
Trade payables	**9,353**	10,651	**–**	–
Other payables	**–**	9,920	**–**	–
Total non-current trade and other payables	**9,353**	20,571	**–**	–
Current liabilities				
Trade payables				
Third parties	**2,013,525**	2,043,204	**–**	–
Other payables				
Amounts due to:				
Joint ventures and associates	**78,953**	100,560	**–**	177
Related parties	**1,433**	1,813	**35**	35
	80,386	102,373	**35**	212
Staff costs	**22,781**	13,865	**1,969**	1,700
Accruals	**3,044,053**	2,891,433	**99,694**	114,275
Sundry payables	**959,910**	460,551	**95,716**	76,579
	4,026,744	3,365,849	**197,379**	192,554
Total current trade and other payables	**6,120,655**	5,511,426	**197,414**	192,766

(a) Trade payables – Third parties

Trade payables are non-interest bearing and trade credit terms granted to the Group range from 30 days to 90 days (2024: 30 days to 90 days).

(b) Amounts due to joint ventures, associates and related parties

These amounts are unsecured, non-interest bearing and are repayable on demand.

(c) Accruals

During the current financial year, included in accruals are amount reclassified from provision for other liabilities in relation to the settlements with contract customers as disclosed in Note 2.1 to the financial statements.

Notes to the Financial Statements
– 31 January 2025

33. PROVISIONS

		Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Provision for foreseeable losses	(a)	**277,236**	210,044	**–**	–
Provision for other liabilities	(b)	**–**	577,340	**–**	–
		277,236	787,384	**–**	–

(a) Provision for foreseeable losses

Provision for foreseeable losses are arising from certain construction contracts. The movement of provision during the financial year are as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
At 1 February 2024/2023	**210,044**	426,549	**–**	–
Recognised during the year (Note 8)	**372,942**	926,807	**–**	–
Utilised during the year	**(189,571)**	(470,158)	**–**	–
Reversal during the year (Note 8)	**(102,856)**	(301,294)	**–**	–
Reclassified to provision for other liabilities (Note 33 (b))	**–**	(418,280)	**–**	–
Exchange differences	**(13,323)**	46,420	**–**	
At 31 January	**277,236**	210,044	**–**	–

(b) Provision for other liabilities

During the current financial year, mutual settlements on claims entered with respective disputed construction contracts to suspend the legal actions have been finalised based on conditional settlements agreement upon reaching RED. As a result, the settlements sum have been reclassified to Note 32 and the remaining provision balances have been reversed. Further details are disclosed in Note 45(d) and (e) to the financial statements.

In the previous financial year, amounts of RM418.3 million and RM159.1 million have been reclassified from provision for foreseeable losses and contract liabilities, respectively, to provision for other liabilities which relates to ongoing claims upon termination of certain construction contracts by the customers.

Notes to the Financial Statements
– 31 January 2025

34. LEASE LIABILITIES

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Non-current				
Lease liabilities	**27,568**	15,028	**22,339**	2,185
Current				
Lease liabilities	**19,351**	24,418	**11,032**	12,795
Total lease liabilities	**46,919**	39,446	**33,371**	14,980

The movement of lease liabilities during the year is as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
At 1 February 2024/2023	**39,446**	41,655	**14,980**	27,251
Additions	**31,077**	18,976	**31,086**	–
Payments	**(23,662)**	(23,838)	**(13,271)**	(13,178)
Interest expense (Note 7)	**1,654**	1,979	**576**	907
Exchange differences	**(1,596)**	674	**–**	–
At 31 January	**46,919**	39,446	**33,371**	14,980

As allowed under MFRS 16, the Group and the Company had elected not to recognise the right-of-use assets and lease liabilities in relation to short-term lease.

The Group has total cash outflows for lease liabilities and short-term leases of RM376.5 million (2024: RM642.2 million).

The maturities of the lease liabilities as at 31 January 2025 are as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Within one year	**19,351**	24,418	**11,032**	12,795
More than 1 year but not later than 2 years	**14,738**	14,140	**11,815**	2,185
More than 2 years but not later than 5 years	**12,830**	888	**10,524**	–
	46,919	39,446	**33,371**	14,980

Notes to the Financial Statements
– 31 January 2025

35. EXECUTIVE SHARE OPTION SCHEME

During the Extraordinary General Meeting held on 29 November 2018, shareholders approved the establishment of the ESOS and the By-Laws for the granting of options to eligible executive directors and senior management to subscribe for new ordinary shares of the Company.

The Board Nomination and Remuneration Committee ("BNRC") which governs the ESOS, comprises directors appointed and duly authorised by the Board in accordance with the By-Laws.

The ESOS has been implemented effective from 13 December 2018.

Options were granted to the eligible executive directors and senior management employed on a full time basis at the discretion of the BNRC.

The ESOS comprises of Tranche 1 and Tranche 2 granted in the previous financial years, where these options will expire on 12 December 2025 and 10 April 2026 respectively.

The key features of the ESOS are as follows:

(a) The maximum number of new ordinary shares of the Company which may be allotted and issued pursuant to the options that may be granted under the ESOS shall not in aggregate exceed ten percent (10%) of the total number of issued ordinary shares of the Company (excluding shares held under trust);

(b) The maximum number of options that may be granted under the ESOS to any one eligible person shall be at the sole and absolute discretion of the BNRC after taking into consideration the position, performance and length of service of the eligible person in the Group, or such other factors which the BNRC may in its absolute discretion deem fit, subject to the following:

   (i) the eligible executive directors and senior management do not participate in the deliberation or discussion in respect of his/her own allocation; and

   (ii) the number of new ordinary shares of the Company to be allocated to any eligible person who, either singly or collectively through persons connected with such eligible person, holds twenty percent (20%) or more of the total issued ordinary shares of the Company (excluding shares held under trust), does not exceed ten percent (10%) (or such percentage as allowable by the relevant authorities) of the total number of new ordinary shares of the Company to be issued under the ESOS.

(c) The option exercise price shall be determined by the Board upon recommendation of the BNRC based on five (5) days weighted average market price of the ordinary shares of the Company, as quoted on Bursa Securities, immediately preceding the date of offer or with a premium or discount. In the event of a discount, the discount shall not be more than ten percent (10%) or such other percentage of discount as may be permitted by Bursa Securities or any other relevant authorities from time to time during the duration of the ESOS;

(d) The ESOS shall be in force for a duration of seven (7) years from the effective date of implementation of the ESOS. The BNRC may terminate the ESOS at any time during the duration of the ESOS subject to a notice period of at least thirty (30) days being provided; and

(e) The ESOS is immediately exercisable upon granting. However, the grantee must not sell, transfer or assign any new ordinary shares of the Company obtained through the exercise of the options offered to the person under the ESOS within three (3) years from the date of offer.

Notes to the Financial Statements
– 31 January 2025

35. EXECUTIVE SHARE OPTION SCHEME (CONT'D.)

Movement of share options

The following table illustrates the number of, and movements in, share options during the financial year:

	Group and Company	
	2025 '000	2024 '000
Outstanding and exercisable at 1 February 2024/2023	**798,954**	883,643
Lapsed during the year	**–**	(84,689)
Outstanding and exercisable at 31 January	**798,954**	798,954

The remaining contractual life and expiry date for these options are as follows:

	Group and Company	
	Tranche 1	Tranche 2
Remaining contractual life	0.86 years	1.19 years
Exercise price	0.31	0.39
Granted date	14 December 2018	12 April 2019
Expiry date	12 December 2025	10 April 2026

Following the grant of options on 12 April 2019, the weighted average exercise price of the options granted to date was RM0.30.

Fair value of share options granted

The fair value of the share options granted under the ESOS is estimated at the grant date using a trinomial option pricing model, taking into account the terms and conditions upon which the instruments were granted.

The following table lists the inputs to the option pricing models are as follows:

	Group and Company	
	Tranche 1	Tranche 2
Dividend yield	1.52%	1.52%
Expected volatility	35.5%	37.8%
Risk-free interest rate (per annum)	3.80%	3.80%
Expected life of option	7 years	7 years

The expected life of the options is based on the ESOS duration and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period, similar to the life of the options is indicative of future trends.

36. COMMITMENTS

	Group	
	2025 RM'000	2024 RM'000
Capital expenditure		
Approved and contracted for:		
Property, plant and equipment	**52,218**	38,402

Notes to the Financial Statements
– 31 January 2025

37. FINANCIAL GUARANTEE CONTRACTS AND CONTINGENT LIABILITIES

The nominal value of the financial guarantee contracts given by the Group and the Company are as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Secured				
Financial guarantee contracts given to financial institutions for credit facilities and performance bonds granted to joint ventures and an associate	**397,762**	529,808	**–**	–
Unsecured				
Financial guarantee contracts given on behalf of subsidiaries	**–**	–	**160,005**	515,003
	397,762	529,808	**160,005**	515,003

The fair value of the financial guarantee contracts given to financial institutions for credit facilities granted to joint ventures are deemed immaterial as the value of the underlying collateral provided by the respective joint ventures is sufficient to cover the outstanding loan amounts. The credit facilities are secured by way of deposit pledged and legal charges over the vessels of the joint ventures.

Other contingent liabilities:

(a) On 17 November 2019, Petroliam Nasional Berhad ("PETRONAS") approved a 2-year extension for the Exploration Period for SB331 and SB332 Production Sharing Contracts ("PSC") to Sapura Exploration & Production (Sabah) Inc. ("SEPS") subject to the fulfilment of certain minimum work commitments, failure of which there will be a sum payable to PETRONAS. On 29 December 2021, PETRONAS approved a further extension for three (3) years allowing SEPS to complete its commitments by 19 November 2024.

    On 13 December 2024, SEPS received an approval letter from PETRONAS for the conversion of SB331 and SB332 PSC's minimum work commitments. With this approval letter, SEPS is released from its obligation to continue exploration as the exploration period of SB331 and SB332 PSC's is deemed relinquished to PETRONAS. Accordingly, this is no longer a contingent liability to the Group as at reporting date.

(b) In prior years, Sapura Offshore Sdn. Bhd. ("SOSB") has been awarded a contract by Shell Eastern Petroleum Pte. Ltd. ("Shell") for an Engineering, Procurement, Construction and Installation for the SBM Pipeline Rejuvenation Phase II Project ("Contract").

    In the previous financial year, Shell has requested for rescaling or descoping of the Contract. Following that, there have been several discussions between both parties. Subsequently, Shell has issued Letter of Demand ("LOD") in September 2023, followed by a clarification meeting held on 5 October 2023. Accordingly, SOSB considered this Contract has been terminated.

    During the current financial year, a settlement agreement to settle all the disputed claims and to discharge all liabilities, either from SOSB or SEP, has been signed by both parties. SOSB has received final settlement from Shell on 21 October 2024.

(c) Other than as disclosed above, Note 2.32(b)(iv) and Note 45(c) to the financial statements, there is no other changes to contingent liabilities in the current financial year.

Notes to the Financial Statements
– 31 January 2025

38. RELATED PARTY DISCLOSURES

(a) Related party transactions

In addition to the transactions detailed elsewhere in the financial statements, the Group and the Company had the following significant transactions with related parties during the financial year:

	Group Expense		Company Expense	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
(i) Transactions with companies connected to directors and current substantial shareholders				
Rental of office premises paid and payable to Sapura Resources Berhad	**13,261**	13,178	**4,024**	3,795

	Company (Income)/expense	
	2025 RM'000	2024 RM'000
(ii) Transactions with subsidiaries		
(a) Management fees from subsidiaries	**(64,121)**	(59,350)
(b) Interest charged to subsidiaries	**(15,615)**	(15,642)
(c) Interest charged by a subsidiary	**307,283**	303,086
(d) Shared service fees charged by a subsidiary	**7,324**	10,883

The transactions above have been entered into in the normal course of business and on a negotiated basis.

(b) Compensation of key management personnel

The remuneration of the key management personnel, including directors, during the financial year are as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Employee benefits and other emoluments	**16,099**	14,457	**11,398**	9,269
Contributions to defined contribution plan	**1,654**	987	**1,404**	823
	17,753	15,444	**12,802**	10,092

39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group and the Company are exposed to financial risks arising from their operations and the use of financial instruments. The key financial risks include interest rate risk, foreign currency risk, liquidity risk and credit risk.

The Group's and the Company's financial risk management policy seeks to ensure that adequate financial resources are available for the development of the Group's and the Company's businesses whilst managing its interest rate, foreign currencies, liquidity and credit risks. The Group and the Company operates within clearly defined guidelines approved by the Board and the Group's and the Company's policy is not to engage in speculative transactions.

It is, and has been throughout the current and previous financial year, the Group's and the Company's policy that no derivatives shall be undertaken except for the use as hedging instruments where appropriate and cost efficient.

The following sections provide details regarding the Group's and the Company's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks.

(a) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group and of the Company will fluctuate because of changes in market interest rates.

The Group's and the Company's earnings are affected by changes in interest rates due to the changes in interest bearing financial assets and liabilities. The Group's exposure to interest rate risk arises primarily from its borrowings, whereas the Company's exposure to interest rate arises mainly from its amount due to a subsidiary which is subject to floating interest rates.

At the reporting date, approximately 99.9% (2024: 99.9%) of the Group's borrowings are at floating interest rates. The Group actively reviews its debt portfolio, taking into account the investment holding period and nature of its assets. This strategy allows to capitalise on cheaper funding in a low interest rate environment and achieve a certain level of protection against rate hikes.

Sensitivity analysis for interest rate risk

The following table demonstrates the sensitivity to a reasonably possible change in interest rates with all other variables held constant, of the Group's profit/(loss) before tax (through the impact on interest expense and profit sharing on floating rate loans and borrowings).

	2025		2024	
	Increase/ decrease in basis points	Effect on profit before tax RM'000	Increase/ decrease in basis points	Effect on loss before tax RM'000
Group				
– Ringgit Malaysia	**+ 25**	**(19,116)**	+ 25	(19,066)
– US Dollar	**+ 25**	**(8,413)**	+ 25	(8,439)
– Ringgit Malaysia	**– 25**	**19,116**	– 25	19,066
– US Dollar	**– 25**	**8,413**	– 25	8,439
Company				
– Ringgit Malaysia	**+ 25**	**(9,851)**	+ 25	(9,824)
– US Dollar	**+ 25**	**(188)**	+ 25	(191)
– Ringgit Malaysia	**– 25**	**9,851**	– 25	9,824
– US Dollar	**– 25**	**188**	– 25	191

Notes to the Financial Statements
– 31 January 2025

39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D.)

(b) Foreign currency risk

Foreign currency (a currency which is other than the functional currency of the Group entities) risk is the risk that the fair value or future cash flows of the Group's and of the Company's financial instrument will fluctuate because of the changes in foreign exchange rates.

The Group has transactional currency exposures arising mainly from revenue or costs and advances that are denominated in a currency other than the respective functional currencies of the Group entities, primarily RM and US Dollar ("USD"). The foreign currencies in which these transactions are denominated are mainly USD and RM respectively.

The Group maintains a natural hedge, whenever possible, by borrowing in the currency of the country in which the assets or investment is located or by borrowing in the currencies that match the future revenue stream to be generated from its investments. Where possible, the strategy is to match the payments for foreign currency payables against receivables denominated in the same foreign currency.

Sensitivity analysis for foreign currency risk

The following table demonstrates the sensitivity of the Group's and of the Company's profit/(loss) before tax to a reasonably possible change in the USD exchange rates against the respective functional currencies of the Group entities, with all other variables held constant.

		Profit before tax Group Decrease/(increase)		Loss before tax Company Decrease/(increase)	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
USD/RM	– strengthened 5%	**(481,499)**	477,375	**13,742**	22,642
	– weakened 5%	**481,499**	(477,375)	**(13,742)**	(22,642)

(c) Liquidity risk

Liquidity risk is the risk that the Group or the Company may encounter difficulty in meeting financial obligations due to shortage of funds. The Group's and the Company's exposure to liquidity risk arises primarily from its various payables, loans and borrowings.

The Group actively manages its debt maturity profile, operating cash flows and the availability of funding so as to ensure that all refinancing, repayment and funding needs are met. As part of its overall prudent liquidity management, the Group maintains sufficient levels of cash or cash convertible investments to meet its working capital requirements.

As of 31 January 2025, the Group and the Company's current liabilities exceeded their current assets by RM11,251.4 million and RM4,312.0 million respectively. This may cast significant doubt on the ability of the Group and the Company to meet their obligations as and when they fall due.

The ability of the Group and the Company to meet their obligations is dependent on the successful implementation of those initiatives as disclosed in Note 2.1 to the financial statements.

Notes to the Financial Statements
– 31 January 2025

39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D.)

(c) Liquidity risk (cont'd.)

Analysis of financial instruments by remaining contractual maturities

The table below summarises the maturity profile of the Group's liabilities at the reporting date based on contractual undiscounted repayment obligations.

	On demand or within one year RM'000	One to five years RM'000	More than five years RM'000	Total RM'000
Group				
At 31 January 2025				
Financial liabilities:				
Trade and other payables	**6,120,655**	**9,353**	**–**	**6,130,008**
Lease liabilities	**21,421**	**29,170**	**–**	**50,591**
Borrowings	**13,327,748**	**–**	**–**	**13,327,748**
	19,469,824	**38,523**	**–**	**19,508,347**
Financial guarantee contracts	**50,367**	**251,834**	**95,561**	**397,762**
Total undiscounted financial liabilities	**19,520,191**	**290,357**	**95,561**	**19,906,109**
At 31 January 2024				
Financial liabilities:				
Trade and other payables	5,511,426	20,571	–	5,531,997
Lease liabilities	24,801	15,039	–	39,840
Borrowings	14,319,153	–	–	14,319,153
	19,855,380	35,610	–	19,890,990
Financial guarantee contracts	104,103	271,769	153,936	529,808
Total undiscounted financial liabilities	19,959,483	307,379	153,936	20,420,798

Notes to the Financial Statements
– 31 January 2025

39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D.)

(c) Liquidity risk (cont'd.)

Analysis of financial instruments by remaining contractual maturities (cont'd.)

The table below summarises the maturity profile of the Company's liabilities at the reporting date based on contractual undiscounted repayment obligations.

	On demand or within one year RM'000	One to five years RM'000	Total RM'000
Company			
At 31 January 2025			
Financial liabilities:			
Amount due to subsidiaries	**4,456,274**	**2,013,225**	**6,469,499**
Trade and other payables	**197,414**	**–**	**197,414**
Lease liabilities	**13,102**	**23,941**	**37,043**
	4,666,790	**2,037,166**	**6,703,956**
Financial guarantee contracts	**160,005**	**–**	**160,005**
Total undiscounted financial liabilities	**4,826,795**	**2,037,166**	**6,863,961**
At 31 January 2024			
Financial liabilities:			
Amount due to subsidiaries	2,274,293	4,054,540	6,328,833
Trade and other payables	192,766	–	192,766
Lease liabilities	13,178	2,196	15,374
	2,480,237	4,056,736	6,536,973
Financial guarantee contracts	515,003	–	515,003
Total undiscounted financial liabilities	2,995,240	4,056,736	7,051,976

(d) Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligation. The Group's and the Company's exposure to credit risk arises primarily from trade receivables, contract assets and financial guarantee contracts.

Credit risks are minimised and monitored via strictly limiting the Group's associations to business partners with high creditworthiness. Credit approvals are performed in accordance to approved limits of authority. Trade receivables are monitored on an ongoing basis via Group management reporting procedures.

For trade receivables and contract assets, the Group apply a simplified approach in calculating ECLs. Therefore, the Group do not track changes in credit risk, but instead recognises a provision for impairment based on lifetime ECLs at each reporting date. Management monitors the recoverability of the receivables based on its historical credit loss experience and also considers available forward-looking information, which could indicate whether a customer is experiencing significant financial difficulty or it becomes probable that a customer will enter into bankruptcy or other financial reorganisation.

The Group categorises a receivable for potential impairment when the customer fails to make contractual payments beyond the agreed credit terms. The receivable is impaired if there is no reasonable expectation of recovery, such as the customer failing to engage in a repayment plan with the Group.

Notes to the Financial Statements
– 31 January 2025

39. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D.)

(d) Credit risk (cont'd.)

Exposure to credit risk

At the reporting date, the Group's and the Company's maximum exposure to credit risk is represented by:

– The carrying amount of each class of financial assets recognised in the statements of financial position as disclosed in Note 40.

– The carrying amount of contract assets as disclosed in Note 23.

Credit risk concentration profile

The Group determines concentrations of credit risk by monitoring the country profile of its trade receivables on an ongoing basis. The credit risk concentration profile of the Group's net trade receivables at the reporting date are as follows:

	Group			
	2025		2024	
	RM'000	% of total	RM'000	% of total
By country/region				
Malaysia	**268,266**	**29%**	234,902	38%
Asia*	**98,677**	**11%**	190,992	31%
Africa	**412,820**	**44%**	93,957	15%
Americas	**41,674**	**4%**	48,028	8%
Australia	**114,056**	**12%**	36,593	6%
Middle East	**–**	**0%**	7,663	1%
Others	**92**	**0%**	2,718	1%
	935,585	**100%**	614,853	100%

* *Exclude Malaysia and Middle East*

Exposure to expected credit losses increases with concentrations of credit risk which may exist when a number of counterparties are involved in similar activities or operate in the same industry sector or geographical area, which may result in their ability to meet contractual obligations being impacted by changes in economic, political or other conditions.

The Group's principal customers with which it conducts business are diversified and there is no significant concentration of credit risk to any single customer or a group of customers at the reporting date.

Deposits with banks and other financial institutions are placed with or entered into with reputable financial institutions or companies with high credit ratings and no history of default.

Notes to the Financial Statements
– 31 January 2025

40. FINANCIAL INSTRUMENTS

(a) Classification of financial instruments

The accounting policies in Note 2.13 and Note 2.18 describe how the categories of financial instruments are measured, and how income and expenses are recognised.

The table below reflects the financial assets and liabilities in the statement of financial position by the categories of financial instrument to which they are assigned:

	Note	Debt instruments at amortised cost RM'000	Financial liabilities at amortised cost RM'000	Total RM'000
Group				
As at 31 January 2025				
Assets				
Trade and other receivables	*	1,090,232	–	1,090,232
Cash, deposits and bank balances	24	4,628,928	–	4,628,928
Total financial assets		5,719,160	–	5,719,160
Total non-financial assets				8,686,952
Total assets				14,406,112
Liabilities				
Borrowings	30	–	10,758,947	10,758,947
Trade and other payables	32	–	6,130,008	6,130,008
Lease liabilities	34	–	46,919	46,919
Total financial liabilities		–	16,935,874	16,935,874
Total non-financial liabilities				1,072,211
Total liabilities				18,008,085

* *These balances exclude non-financial instrument balances which are not within the scope of MFRS 9: Financial Instruments.*

Notes to the Financial Statements
– 31 January 2025

40. FINANCIAL INSTRUMENTS (CONT'D.)

(a) Classification of financial instruments (cont'd.)

The table below reflects the financial assets and liabilities in the statement of financial position by the categories of financial instrument to which they are assigned (cont'd.):

	Note	Debt instruments at amortised cost RM'000	Financial liabilities at amortised cost RM'000	Total RM'000
Group				
As at 31 January 2024				
Assets				
Trade and other receivables	*	812,277	–	812,277
Cash, deposits and bank balances	24	1,453,506	–	1,453,506
Total financial assets		2,265,783	–	2,265,783
Total non-financial assets				11,730,106
Total assets				13,995,889
Liabilities				
Borrowings	30	–	10,982,446	10,982,446
Trade and other payables	32	–	5,531,997	5,531,997
Lease liabilities	34	–	39,446	39,446
Total financial liabilities		–	16,553,889	16,553,889
Total non-financial liabilities				1,663,080
Total liabilities				18,216,969

* *These balances exclude non-financial instrument balances which are not within the scope of MFRS 9: Financial Instruments.*

Notes to the Financial Statements
– 31 January 2025

40. FINANCIAL INSTRUMENTS (CONT'D.)

(a) Classification of financial instruments (cont'd.)

The table below reflects the financial assets and liabilities in the statement of financial position by the categories of financial instrument to which they are assigned (cont'd.):

	Note	Debt instruments at amortised cost RM'000	Financial liabilities at amortised cost RM'000	Total RM'000
Company				
As at 31 January 2025				
Assets				
Amounts due from subsidiaries	21	**37,278**	**–**	**37,278**
Other receivables	*	**1,986**	**–**	**1,986**
Cash, deposits and bank balances	24	**16,477**	**–**	**16,477**
Total financial assets		**55,741**	**–**	**55,741**
Total non-financial assets				**1,727,798**
Total assets				**1,783,539**
Liabilities				
Amounts due to subsidiaries	31	**–**	**6,180,043**	**6,180,043**
Trade and other payables	32	**–**	**197,414**	**197,414**
Lease liabilities	34	**–**	**33,371**	**33,371**
Total financial liabilities		**–**	**6,410,828**	**6,410,828**
Total non-financial liabilities				**–**
Total liabilities				**6,410,828**

* *These balances exclude non-financial instrument balances which are not within the scope of MFRS 9: Financial Instruments.*

Notes to the Financial Statements
– 31 January 2025

40. FINANCIAL INSTRUMENTS (CONT'D.)

(a) Classification of financial instruments (cont'd.)

The table below reflects the financial assets and liabilities in the statement of financial position by the categories of financial instrument to which they are assigned (cont'd.):

	Note	Debt instruments at amortised cost RM'000	Financial liabilities at amortised cost RM'000	Total RM'000
Company				
As at 31 January 2024				
Assets				
Amounts due from subsidiaries	21	3,238	–	3,238
Other receivables	*	4	–	4
Cash, deposits and bank balances	24	3,629	–	3,629
Total financial assets		6,871	–	6,871
Total non-financial assets				1,784,470
Total assets				1,791,341
Liabilities				
Amounts due to subsidiaries	31	–	5,756,416	5,756,416
Trade and other payables	32	–	192,766	192,766
Lease liabilities	34	–	14,980	14,980
Total financial liabilities		–	5,964,162	5,964,162
Total non-financial liabilities				–
Total liabilities				5,964,162

* *These balances exclude non-financial instrument balances which are not within the scope of MFRS 9: Financial Instruments.*

Notes to the Financial Statements
– 31 January 2025

40. FINANCIAL INSTRUMENTS (CONT'D.)

(b) Financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value

The following are classes of financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value:

	Note
Trade and other receivables	22
Trade and other payables	32
Borrowings	30
Amounts due from subsidiaries	21
Amounts due to subsidiaries	31

The carrying amounts of the financial assets and liabilities (except for the fixed rate borrowings) are reasonable approximation of fair values either due to their short-term nature or that they are floating rate instruments that are re-priced to the market interest rates on or near reporting date.

The carrying amounts of the fixed rate borrowings are reasonable approximations of fair values due to the insignificant impact of incremental market rate.

(c) Fair value hierarchy

The Group's and the Company's financial instruments are analysed in a three level fair value hierarchy based on the significance of inputs as disclosed in Note 2.30.

41. CAPITAL MANAGEMENT

Capital management refers to implementing measures to maintain sufficient capital to support the Group's business and growth plans. The Group's capital management objectives are to ensure the Group's ability to continue as a going concern and maximise shareholders' value.

One of the key considerations in this regard is to maintain ready access to capital markets and to preserve the Group's ability to repay and service debt obligations over time.

The Group manages its capital structure and monitors capital using a gearing ratio, which is net debt divided by total capital. The Group endeavours to maintain an optimal gearing ratio and regularly monitors its gearing level.

		Group	
	Note	2025 RM'000	2024 RM'000
Borrowings	30	**10,758,947**	10,982,446
Add: Unamortised transaction cost		**54,724**	83,665
Less: Cash, deposits and bank balances	24	**(4,628,928)**	(1,453,506)
Net debt		**6,184,743**	9,612,605

Notes to the Financial Statements
– 31 January 2025

41. CAPITAL MANAGEMENT (CONT'D.)

	Group	
	2025 RM'000	2024 RM'000
Total shareholders' deficit	**(3,601,973)**	(4,221,080)
Add: Non-controlling interests	**160,146**	38,222
Total capital	**(3,441,827)**	(4,182,858)
Net gearing ratio	**N/A**	N/A

The Group has not presented its gearing ratio since financial year 2023 due to the shareholders' deficit position.

42. SEGMENT INFORMATION

(a) Operating segments

The Group organised its businesses as follows:

(i) Engineering and Construction ("E&C");

(ii) Operations and Maintenance ("O&M");

(iii) Drilling;

(iv) Exploration and Production ("E&P"); and

(v) Corporate

Major activities of the E&C business segment are:

- Offshore Construction and Subsea Services ("OCSS") which provide complete offshore construction and installation works for offshore platforms, submarine pipelines and Subsea facilities, Umbilicals, Risers and Flowlines ("SURF").
- Engineering, Procurement, Construction ("EPC") which provide end-to-end, turnkey EPCIC solutions for the energy industry.

O&M works ranging from extensive one-tiered service suite for offshore and onshore services, combining cross product lines integration from Hook-Up and Commissioning ("HUC") services, topside maintenance and brownfield modification capability, subsea services, offshore support vessel services, and geoscience and geotechnical services.

The Drilling segment is involved in the charter of oil drilling rigs and provision of drilling related services.

Sapura Exploration & Production (Sabah) Inc. remains in E&P segment. The share of profit from SapuraOMV is recorded under the E&P segment prior to its disposal. On 9 December 2024, the Group, via its wholly owned subsidiary, SUA has completed the disposal of its entire shareholdings in SapuraOMV.

Notes to the Financial Statements
– 31 January 2025

42. SEGMENT INFORMATION (CONT'D.)

(a) Operating segments (cont'd.)

	Engineering and Construction RM'000	Operations and Maintenance RM'000	Drilling RM'000	Exploration and Production RM'000	Corporate RM'000	Eliminations* RM'000	Consolidated RM'000
31 January 2025							
Revenue							
External sales	2,967,629	589,558	1,145,943	–	–	–	4,703,130
Inter-segment sales	37,411	90,460	–	–	118,942	(246,813)	–
Total revenue	3,005,040	680,018	1,145,943	–	118,942	(246,813)	4,703,130
Results							
Segment profit/(loss)	140,597	80,100	161,182	787,190	(1,850,720)	1,400,077	718,426
Finance costs							(863,548)
Interest income							42,124
Share of profit from associates and joint ventures	332,522	41,281	–	39,389	–	–	413,192
Profit before tax							310,194
Income tax expense							(242,059)
Profit net of tax							68,135
Non-controlling interests							121,390
Profit for the year attributable to owners of the Parent							189,525
Assets							
Segment assets	6,483,634	871,458	3,581,213	2,551,209	1,882,579	(3,760,386)	11,609,707
Investment in associates and joint ventures	2,565,528	44,523	–	–	–	–	2,610,051
Goodwill on consolidation	118,583	–	–	–	–	–	118,583
Deferred tax assets	42,124	17,611	8,036	–	–	–	67,771
Consolidated total assets							14,406,112
Liabilities							
Segment liabilities	10,903,635	1,402,174	9,024,943	96,216	10,858,714	(25,097,905)	7,187,777
Borrowings	2,145	5,400	–	–	10,751,402	–	10,758,947
Deferred tax liabilities	30,414	–	30,947	–	–	–	61,361
Consolidated total liabilities							18,008,085
Other Information							
Capital expenditure	92,082	26,768	146,087	–	8,397	–	273,334
Depreciation of property, plant and equipment	165,949	37,272	175,441	–	17,486	–	396,148
Amortisation of intangible assets	601	–	596	–	–	–	1,197
Provision for impairment on property, plant and equipment	–	26,728	61,769	–	–	–	88,497
Provision for impairment on goodwill	120,524	–	–	–	–	–	120,524
Provision for impairment on investment in an associate	–	67	–	–	–	–	67

* *Inter-segment transactions are eliminated on consolidation.*

Notes to the Financial Statements
– 31 January 2025

42. SEGMENT INFORMATION (CONT'D.)

(a) Operating segments (cont'd.)

	Engineering and Construction RM'000	Operations and Maintenance RM'000	Drilling RM'000	Exploration and Production RM'000	Corporate RM'000	Eliminations* RM'000	Consolidated RM'000
31 January 2024							
Revenue							
External sales	2,628,618	453,545	1,236,331	–	–	–	4,318,494
Inter-segment sales	81,790	126,800	–	–	106,263	(314,853)	–
Total revenue	2,710,408	580,345	1,236,331	–	106,263	(314,853)	4,318,494
Results							
Segment (loss)/profit	(513,294)	(55,191)	371,801	1,584	50,287	176,440	31,627
Finance costs							(800,115)
Interest income							18,423
Share of profit/(loss) from associates and joint ventures	332,199	19,385	–	(2,081)	(12,280)	–	337,223
Loss before tax							(412,842)
Income tax expense							(105,858)
Loss net of tax							(518,700)
Non-controlling interests							10,042
Loss for the year attributable to owners of the Parent							(508,658)
Assets							
Segment assets	5,319,906	787,441	3,028,914	175	2,012,544	(2,127,712)	9,021,268
Investment in associates and joint ventures	2,719,058	40,017	–	1,858,500	1,512	–	4,619,087
Goodwill on consolidation	239,107	–	–	–	–	–	239,107
Deferred tax assets	92,832	17,611	5,984	–	–	–	116,427
Consolidated total assets							13,995,889
Liabilities							
Segment liabilities	4,578,926	459,542	672,300	2,403	1,744,656	(275,960)	7,181,867
Borrowings	2,129	5,400	–	–	10,974,917	–	10,982,446
Deferred tax liabilities	24,078	–	28,578	–	–	–	52,656
Consolidated total liabilities							18,216,969
Other Information							
Capital expenditure	72,370	36,092	95,714	–	3,928	–	208,104
Depreciation of property, plant and equipment	169,814	52,488	164,427	–	19,895	111	406,735
Amortisation of intangible assets	2,625	416	1,199	–	–	–	4,240
Provision for impairment on property, plant and equipment	–	25,825	–	–	–	–	25,825

* *Inter-segment transactions are eliminated on consolidation.*

Notes to the Financial Statements
– 31 January 2025

42. SEGMENT INFORMATION (CONT'D.)

(a) Operating segments (cont'd.)

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss which, in certain respects as explained in the table below, is measured differently from operating profit or loss in the consolidated financial statements. Corporate assets, group financing (including finance costs) and income taxes are managed on a group basis and are not allocated to operating segments.

Transfer prices between operating segments are on a negotiated basis in a manner similar to transactions with third parties.

(b) Geographical information

The Group operates in various geographical areas in the world. In Malaysia, its home country, the Group's areas of operation are installation of pipelines and facilities, engineering, procurement, construction and commissioning, offshore oil and gas drilling services, subsea and offshore support services and geotechnical and maintenance services. Malaysia is also the main country of operation for exploration and production business that involved in exploration, development and production of crude oil and natural gas. Other operations in Malaysia include oilfield development and production, investment holding and provision of management services.

The Group also operates in other countries/regions:

(i) Asia (excluding Malaysia and Middle East) - installation of pipelines and facilities, provision of engineering, procurement, construction and commissioning, provision for drilling rigs and services, provision of geotechnical and geophysical services to the oil and gas industry and vessel chartering.

(ii) Australia - installation of pipelines and facilities and development of marine technology and marine chartering, specialising on Remotely Operated Vehicles ("ROV").

(iii) Americas - installation of pipelines and facilities, provision of engineering, procurement, construction and installation, provision of technical consulting and advising to oil and gas companies.

(iv) Middle East - provision of offshore and onshore engineering, procurement, construction (fabrication), transportation, installation, hook-up, commissioning and maintenance of fixed and floating oil and gas facilities, brownfield rejuvenation, marine construction, marine conversion, marine repair and infrastructure and construction.

(v) Africa – provision of offshore oil and gas drilling services and installation of pipelines and facilities.

(vi) Others – provision of advanced subsea and floating systems engineering and project management services to offshore projects.

Further details of revenue from external customers by geographical areas are disclosed in Note 3.2.

Majority of the Group's segment assets are highly mobile and moves from one geographical area to another in order to maximise revenue generation opportunities. Consequently, segment assets by geographical area are not presented.

Notes to the Financial Statements
– 31 January 2025

43. SUBSIDIARIES AND ACTIVITIES

(i) Details of the subsidiaries are as follows:

Name of Subsidiaries	Country of Incorporation/ Principal Place of Business	Principal Activities	Proportion of Ownership Interest 2025 %	2024 %
(a) Subsidiaries of Sapura Energy Berhad				
Total Marine Technology (Malaysia) Sdn. Bhd.	Malaysia	Act as agent and service provider for oil and gas industry	**100**	100
Sapura Deepwater Pte. Ltd	Bermuda	Dormant	**100**	100
Sapura GeoSciences Sdn. Bhd.	Malaysia	Provision of offshore geotechnical and geophysical services	**100**	100
Sapura Technology Solutions Sdn. Bhd.	Malaysia	Investment holding, provision of operation and maintenance services and provision of management services	**100**	100
SapuraCrest Ventures Sdn. Bhd.	Malaysia	Investment holding	**100**	100
Crest Hidayat (L) Ltd.	Federal Territory of Labuan, Malaysia	Dormant	**100**	100
Sapura Perdana Sdn. Bhd.	Malaysia	Dormant	**100**	100
Sapura Dana SPV Pte. Ltd.	Federal Territory of Labuan, Malaysia	Vessel owner and chartering	**100**	100
SapuraCrest Petroleum Berhad	Malaysia	Dormant	**100**	100
Sapura Management Services Sdn. Bhd.	Malaysia	Provision of management services	**100**	100
Sapura Nautical Essence Sdn. Bhd.	Malaysia	Investment holding	**100**	100
Sapura Offshore Sdn. Bhd.	Malaysia/Taiwan/ Singapore	Front-end engineering design ("FEED"), detailed design engineering ("DDE"), procurement, construction, offshore transportation and installation, hook-up, commissioning and maintenance of fixed and floating oil and gas facilities, diving and subsea services, flexible and rigid pipelay, installation of subsea umbilicals, risers, flowlines and cables, and decommissioning of offshore structures and pipelines and chartering of vessels	**100**	100
Sapura Petroleum Sdn. Bhd.	Malaysia	Investment holding	**100**	100

Notes to the Financial Statements
– 31 January 2025

43. SUBSIDIARIES AND ACTIVITIES (CONT'D.)

(i) Details of the subsidiaries are as follows (cont'd.):

Name of Subsidiaries	Country of Incorporation/ Principal Place of Business	Principal Activities	Proportion of Ownership Interest 2025 %	2024 %
(a) Subsidiaries of Sapura Energy Berhad (cont'd.)				
Sapura Fabrication Sdn. Bhd.	Malaysia/Qatar/ Brunei	Provision of offshore and onshore engineering, procurement, construction (fabrication), transportation, installation, hook-up, commissioning and maintenance of fixed and floating oil and gas facilities, brownfield rejuvenation, marine construction, marine conversion, marine repair and infrastructure construction	**100**	100
Geomark Sdn. Bhd.	Malaysia	Investment holding	**100**	100
Sapura Energy Ventures Sdn. Bhd.	Malaysia	Dormant	**100**	100
Sapura Marine Engineering Sdn. Bhd.	Malaysia	Provision of offshore construction and diving equipment	**100**	100
Momentum Energy Sdn. Bhd.	Malaysia	Investment holding	**100**	100
Sapura Onshore Sdn. Bhd.	Malaysia	Provision of engineering, fabrication and construction services	**100**	100
Sapura Engineering Sdn. Bhd.	Malaysia	Provision of front-end engineering design ("FEED") and detailed design engineering ("DDE")	**100**	100
SE Petroleum Berhad	Malaysia	Dormant	**100**	100
Sapura Pinewell Sdn. Bhd.	Malaysia	Hook-up, commissioning, maintenance brownfield rejuvenation and onshore construction	**100**	100
Sapura Petroleum Ventures Sdn. Bhd.	Malaysia	Investment holding	**100**	100
SEB Energy Sdn. Bhd.	Malaysia	Dormant	**100**	100
Sapura Subsea Services Sdn. Bhd.	Malaysia	Provision of offshore diving and related services and the provision of diving equipment for rental	**100**	100
Sapura TMC Sdn. Bhd.	Malaysia	Provision of treasury management services	**100**	100
Sapura 900 Pte. Ltd.	Federal Territory of Labuan, Malaysia	Vessel owner and chartering	**100**	100

Notes to the Financial Statements
– 31 January 2025

43. SUBSIDIARIES AND ACTIVITIES (CONT'D.)

(i) Details of the subsidiaries are as follows (cont'd.):

Name of Subsidiaries	Country of Incorporation/ Principal Place of Business	Principal Activities	Proportion of Ownership Interest 2025 %	2024 %
(a) Subsidiaries of Sapura Energy Berhad (cont'd.)				
Sapura 3000 Pte. Ltd.	Federal Territory of Labuan, Malaysia	Dormant	**100**	100
Sapura Energy Services Sdn. Bhd.	Malaysia	Investment holding	**100**	100
Sapura Drilling Pte. Ltd.	Federal Territory of Labuan, Malaysia	Investment holding	**100**	100
Sapura Drilling Probadi Sdn. Bhd.	Malaysia	Investment holding	**100**	100
Sapura Upstream Assets Sdn. Bhd.	Malaysia	Investment holding	**100**	100
Sapura Global Services Sdn. Bhd.	Malaysia	Provision of strategic services to the operating companies, training and consultancy services	**100**	100
Sinar E&C Sdn. Bhd.	Malaysia	Investment holding, offshore and onshore engineering, procurement, construction (fabrication), installation, hook up, commissioning and maintenance of fixed and floating oil and gas facilities, marine construction, marine repair and infrastructure construction	**100**	100
*Sinar Drilling Sdn. Bhd.	Malaysia	Investment holding	**100**	–
(b) Held through Sapura GeoSciences Sdn. Bhd.				
Sapura Jaya Sdn. Bhd.	Malaysia	Chartering of the leftover vessel equipment	**100**	100
(c) Held through Sapura Jaya Sdn. Bhd.				
Sapura GeoSurvey Sdn. Bhd.	Malaysia	Hydrographic surveys and related services	**100**	100
Sapura GeoTechnics Sdn. Bhd.	Malaysia	Soil investigation and geotechnical services	**100**	100

* *Incorporated on 10 January 2025*

Notes to the Financial Statements
– 31 January 2025

43. SUBSIDIARIES AND ACTIVITIES (CONT'D.)

(i) Details of the subsidiaries are as follows (cont'd.):

Name of Subsidiaries	Country of Incorporation/ Principal Place of Business	Principal Activities	Proportion of Ownership Interest 2025 %	2024 %
(d) Held through Sapura GeoSurvey Sdn. Bhd.				
Sapura GeoSurvey Pte. Ltd.	Singapore	Provide surveying services such as geophysical, geological, seismic, and hydrographic surveying services	**100**	100
(e) Held through Sapura GeoTechnics Sdn. Bhd.				
Sapura GeoTechnics (S) Pte. Ltd.	Singapore	Soil investigation and geotechnical services	**100**	100
Sapura Oilserve Sdn. Bhd.	Malaysia	Dormant	**100**	100
(f) Held through Sapura Oilserve Sdn. Bhd.				
Sapura Oilserve Labuan Pte. Ltd.	Federal Territory of Labuan, Malaysia	Dormant	**100**	100
(g) Held through Sapura Technology Solutions Sdn. Bhd.				
Sapura Digital Solutions Sdn. Bhd.	Malaysia	Dormant	**100**	100
Sapura Power Services Sdn. Bhd.	Malaysia	Provision of maintenance services to the power, utility and oil and gas industries	**94.4**	94.4
Sapura Diving Services Sdn. Bhd.	Malaysia	Dormant	**100**	100
Sapura Maintenance Services Sdn. Bhd.	Malaysia	Provision of maintenance services to the power, utility and oil and gas industries	**100**	100
Sapura Petroleum Technologies Sdn. Bhd.	Malaysia	Dormant	**99.7**	99.7
Sapura Services Sdn. Bhd.	Malaysia	Investment holding	**100**	100
Sapura Vessels Pte. Ltd.	Federal Territory of Labuan, Malaysia	Dormant	**100**	100
Sapura Energy Infinite Sdn. Bhd.	Malaysia	Investment holding	**100**	100
(h) Held through Sapura Energy Infinite Sdn. Bhd.				
Sapura Energy Resources Sdn. Bhd.	Malaysia	Investment holding	**100**	100

Notes to the Financial Statements
– 31 January 2025

43. SUBSIDIARIES AND ACTIVITIES (CONT'D.)

(i) Details of the subsidiaries are as follows (cont'd.):

Name of Subsidiaries	Country of Incorporation/ Principal Place of Business	Principal Activities	Proportion of Ownership Interest 2025 %	2024 %
(i) Held through Sapura Energy Resources Sdn. Bhd.				
Sarku Engineering Services Sdn. Bhd.	Malaysia	Provision of offshore engineering services, marine support and logistic assistance for the oil and gas industry	**100**	100
Sapura Marine Ventures Sdn. Bhd.	Malaysia	Provision of crew, chartering and hiring out of barges	**100**	100
Sapura Engineering (Offshore) Sdn. Bhd.	Malaysia	Chartering and hiring out of barge, vessel and operational equipment including the provision of crew	**100**	100
(j) Held through SapuraCrest Ventures Sdn. Bhd.				
Sapura Exploration and Production (RSC) Sdn. Bhd.	Malaysia	Investment holding	**100**	100
(k) Held through Sapura Exploration and Production (RSC) Sdn. Bhd.				
Sapura Sambang Sdn. Bhd.	Malaysia	Dormant	**100**	100
(l) Held through Sapura Management Services Sdn. Bhd.				
Sapura Talent Pte. Ltd.	Singapore	Manpower contracting services, manage crews, seafarers including marine crews	**100**	100
(m) Held through Sapura Offshore Sdn. Bhd.				
Sapura Talent Ltd.	Bermuda/Mexico	Provision of manpower services	**100**	100
Sapura 1200 Ltd.	Bermuda	Vessel owner and chartering	**100**	100
Sapura 3500 Ltd.	Bermuda	Vessel owner and chartering	**100**	100
Sapura FLB-1 Ltd.	Bermuda	Vessel owner and chartering	**100**	100
Sapura Saudi Arabia Company	Saudi Arabia	Engineering, procurement, construction, offshore transportation and installation, hook-up and commissioning of offshore structures, pipelines and cables	**100**	100
Sapura Energy DMCC	Dubai, United Arab Emirates	Onshore and offshore oil and gas field services	**100**	100

Notes to the Financial Statements
– 31 January 2025

43. SUBSIDIARIES AND ACTIVITIES (CONT'D.)

(i) Details of the subsidiaries are as follows (cont'd.):

Name of Subsidiaries	Country of Incorporation/ Principal Place of Business	Principal Activities	Proportion of Ownership Interest 2025 %	2024 %
(m) Held through Sapura Offshore Sdn. Bhd. (cont'd.)				
Sapura Energy B.V.	Amsterdam, the Netherlands and Azerbaijan	Design, fabricate, install, commission and maintenance of marine offshore facilities	**100**	100
Sapura Energy, (EG) S.L.	Republic of Equatorial Guinea	Provision of engineering and construction services, operations and maintenance services, drilling and oil well completion services hydrocarbons for the industry	**65**	65
Sapura Energy (UK) Ltd.	England and Wales/Libya	Human resources provision and management of human resources functions, engineering design activities for industrial process and production combined facilities support activities and other specialised construction activities	**100**	100
Sapura Energy (Thailand) Limited	Thailand	Subsea inspection, repairing and maintenance of platforms using in oil and gas exploration industry	**49**	49
(n) Held through Sapura Offshore Sdn. Bhd. and Sapura Energy DMCC				
Sapura Energy Do Brasil LTDA.	Brazil	Maintenance and installation of offshore/submarine platforms and marine pipelines	**100**	100
(o) Held through Sapura Energy DMCC				
Alta Navegación de México, S. de. R.L. de C.V.	Mexico	The acquisition, lease, chartering, flagging, administration, matriculation and operation of vessels	**49**	49
(p) Held through Sapura Energy (UK) Ltd.				
Sapura Energy Ghana Limited	Ghana	Engineering, procurement, construction, installation, commissioning, maintenance and decommissioning of fixed and floating oil and gas facilities, marine construction, marine conversion, marine repair, infrastructure construction and installation of offshore renewable facilities	**100**	100

Notes to the Financial Statements
– 31 January 2025

43. SUBSIDIARIES AND ACTIVITIES (CONT'D.)

(i) Details of the subsidiaries are as follows (cont'd.):

Name of Subsidiaries	Country of Incorporation/ Principal Place of Business	Principal Activities	Proportion of Ownership Interest 2025 %	2024 %
(q) Held through Sapura Petroleum Sdn. Bhd.				
Sapura Nautical Bay Pte. Ltd.	Singapore	Investment holding	**100**	100
SapuraMex Pte. Ltd.	Singapore	Investment holding	**100**	100
SapuraKencana Enerji Çözümleri Anonim Şirketi	Turkey	Dormant	**100**	100
(r) Held through Sapura Nautical Bay Pte. Ltd.				
Sapura Nautical Power Pte. Ltd.	Singapore	Investment holding	**100**	100
(s) Held through Sapura Offshore Sdn. Bhd. and SapuraMex Pte. Ltd.				
#Sapura Energy Mexicana, S.A.P.I. de C.V. ("SEM")	Mexico	Engineering, procurement, construction, installation and commissioning of offshore facilities and pipelines	**–**	100
(t) Held through SapuraMex Pte. Ltd.				
Sapura 3500 (S) Pte. Ltd.	Singapore	Vessel chartering	**100**	100
(u) Held through Sapura Fabrication Sdn. Bhd.				
Sapura Marine Sdn. Bhd.	Malaysia	Operation and management of fabrication yard	**100**	100
Sapura Energy Vietnam Limited	Vietnam	Dormant	**100**	100
(v) Held through Sapura Fabrication Sdn. Bhd. and Sapura Petroleum Sdn. Bhd.				
Sapura Engineering & Construction (India) Pvt. Ltd.	India	Providing services of all types and descriptions in the oil and gas industry and oil and gas exploration, production, transportation, storage, handling, in India or elsewhere in the world	**100**	100
(w) Held through Sapura Offshore Sdn. Bhd. and Sapura Fabrication Sdn. Bhd.				
Sapura Energy Engineering & Construction, LDA	Angola	Supply of services to oil and gas industry	**100**	100
(x) Held through Geomark Sdn. Bhd.				
Quippo Prakash Pte. Ltd.	Singapore	Dormant	**100**	100

On 29 February 2024, SEM was declared bankrupt by the Second District Insolvency Court in the Mexican Republic. The subsidiary was undergoing a winding-up process with the appointment of a liquidator during the financial year.

Notes to the Financial Statements
– 31 January 2025

43. SUBSIDIARIES AND ACTIVITIES (CONT'D.)

(i) Details of the subsidiaries are as follows (cont'd.):

	Name of Subsidiaries	Country of Incorporation/ Principal Place of Business	Principal Activities	Proportion of Ownership Interest 2025 %	Proportion of Ownership Interest 2024 %
(y)	**Held through Sapura Energy Ventures Sdn. Bhd.**				
	Sapura Exploration and Production (Sabah) Inc.	Bahamas/ Malaysia	Dormant	**100**	100
(z)	**Held through Momentum Energy Sdn. Bhd.**				
	Sapura Australia (Holdings) Pty. Ltd.	Australia	Investment holding	**100**	100
(aa)	**Held through Sapura Australia (Holdings) Pty. Ltd.**				
	Sapura USA Holdings Incorporated	State of Delaware/Texas, United States of America	Provision of project management, engineering, procurement, construction, transportation, and offshore installation and decommissioning	**100**	100
	Sapura Australia Pty. Ltd.	Australia	Investment holding	**100**	100
	Peritus International Limited	United Kingdom	Provision of advanced subsea and floating systems engineering and project management services to oil and gas offshore projects and developments in remote, hostile and deepwater environments	**100**	100
	Peritus International Pty. Ltd.	Australia	Provision of advanced subsea and floating systems engineering and project management services to offshore projects	**100**	100
(ab)	**Held through Sapura Australia Pty. Ltd.**				
	Sapura Petroleum (Australia) Pty. Ltd.	Australia	Investment holding	**100**	100
	Sapura Projects Pty. Ltd.	Australia	Investment holding	**100**	100
	SC Projects Australia Pty. Ltd.	Australia	Investment holding	**100**	100
	Sapura Constructor Pte. Ltd.	Singapore	Vessel owner and chartering	**100**	100
	Sapura Assets Pty. Ltd.	Australia	Owner and operator of marine assets	**100**	100
	Normand Sapura Pty. Ltd.	Australia	Sub-charter and provision of project delivery capabilities, technology and proprietary offshore assets	**100**	100

Notes to the Financial Statements
– 31 January 2025

43. SUBSIDIARIES AND ACTIVITIES (CONT'D.)

(i) Details of the subsidiaries are as follows (cont'd.):

Name of Subsidiaries	Country of Incorporation/ Principal Place of Business	Principal Activities	Proportion of Ownership Interest 2025 %	2024 %
(ac) Held through Sapura USA Holdings Incorporated				
Ocean Flow International LLC	The State of Texas, United States of America	Provision of technical consulting and advising to oil and gas operating companies	**100**	100
Peritus International Inc.	The State of Texas, United States of America	Provision of advanced subsea and floating systems engineering and project management services to offshore projects	**100**	100
(ad) Held through Sapura Constructor Pte. Ltd.				
Sapura Projects Singapore Pte. Ltd.	Singapore	Dormant	**100**	100
(ae) Held through Peritus International Pty. Ltd.				
Peritus International Sdn. Bhd.	Malaysia	Provision of engineering consultancy services for the oil and gas industry	**100**	100
(af) Held through Sapura Onshore Sdn. Bhd.				
Sapura Subsea Sdn. Bhd.	Malaysia	Dormant	**100**	100
Sapura Assets Sdn. Bhd.	Malaysia	Property investment	**100**	100
(ag) Held through Sapura Fabrication Sdn. Bhd. and Sapura Petroleum Ventures Sdn. Bhd.				
Sapura Energy (B) Sdn. Bhd.	Brunei	Investment holding	**100**	100
(ah) Held through Sapura Energy (B) Sdn. Bhd.				
Sapura Energy Services (B) Sdn. Bhd.	Brunei	Service provider for oil and gas industry	**70**	70
(ai) Held through Sapura Petroleum Ventures Sdn. Bhd.				
^Sapura Marine Drilling Sdn. Bhd.	Malaysia	Dormant	**–**	100
Sapura Nautilus Sdn. Bhd.	Malaysia	Service provider for offshore support vessels	**100**	100

^ *Dissolved effective 27 November 2024*

Notes to the Financial Statements
– 31 January 2025

43. SUBSIDIARIES AND ACTIVITIES (CONT'D.)

(i) Details of the subsidiaries are as follows (cont'd.):

Name of Subsidiaries	Country of Incorporation/ Principal Place of Business	Principal Activities	Proportion of Ownership Interest	
			2025 %	2024 %
(aj) Held through Sapura Nautilus Sdn. Bhd.				
Sapura Gemia (Labuan) Pte. Ltd.	Federal Territory of Labuan, Malaysia	Provision of offshore support vessels for the oil and gas industry	**100**	100
Sapura Teras Ventures Sdn. Bhd.	Malaysia	Provision of offshore support vessels for the oil and gas industry	**100**	100
Sapura Redang (Labuan) Pte. Ltd.	Federal Territory of Labuan, Malaysia	Provision of offshore support vessels for the oil and gas industry	**100**	100
(ak) Held through Sapura Subsea Services Sdn. Bhd.				
Sapura Marine Services Sdn. Bhd.	Malaysia	Dormant	**100**	100
Sapura Subsea Corporation	Federal Territory Labuan, Malaysia	Business of letting of its dynamic positioning vessels and related equipment	**100**	100
Maju Hydro Sdn. Bhd.	Malaysia	Dormant	**100**	100
Sapura Subsea Robotics Corporation	Federal Territory of Labuan, Malaysia	Provision of offshore diving and related services and the provision of diving equipment for rental	**100**	100
^Sapura SS Corporation	Federal Territory of Labuan, Malaysia	Dormant	**–**	100
(al) Held through Sapura Energy Services Sdn. Bhd.				
Total Marine Technology Pty. Ltd.	Australia	Development of marine technology and marine chartering, specialising on ROVs	**94**	94
(am) Held through Total Marine Technology Pty. Ltd.				
Sapura Excersize Pty. Ltd.	Australia	Owner and operator of ROVs for the offshore oil and gas industries	**94**	94
Sapura Babalon Pty. Ltd.	Australia	Owner and operator of ROVs for the offshore oil and gas industries	**94**	94
(an) Held through Total Marine Technology Pty. Ltd. and Sapura Babalon Pty. Ltd.				
ROV TMT Nigeria Limited	Federal Republic of Nigeria	Supply ROVs and providing after sales maintenance work, and supplying tools for offshore drilling and energy production	**94**	94

^ *Dissolved effective 4 April 2024*

Notes to the Financial Statements
– 31 January 2025

43. SUBSIDIARIES AND ACTIVITIES (CONT'D.)

(i) Details of the subsidiaries are as follows (cont'd.):

Name of Subsidiaries	Country of Incorporation/ Principal Place of Business	Principal Activities	Proportion of Ownership Interest 2025 %	2024 %
(ao) Held through Sinar E&C Sdn. Bhd.				
*Sinar Brazil Sdn. Bhd.	Malaysia	Investment holding	**100**	–
(ap) Held through Sapura Drilling Pte. Ltd.				
Sapura Drilling (S) Pte. Ltd.	Singapore	Provision of management services for tender rig businesses and hire and charter of the drilling rigs owned by its related corporations for oil and gas drilling and exploration purpose	**100**	100
Sapura Drilling (Bermuda) Ltd.	Bermuda	Investment holding	**100**	100
Sapura Drilling Resources Ltd.	Bermuda	Provision of crew services	**100**	100
Sapura Drilling Labuan Leasing Ltd.	Federal Territory of Labuan, Malaysia	Hire and charter of the oil drilling rigs	**100**	100
(aq) Held through Sapura Drilling (S) Pte. Ltd.				
Sapura Drilling T-10 Ltd.	Mauritius	Bareboat Chartering Business with Drilling Operators	**100**	100
Sapura Drilling T-11 Ltd.	Mauritius	Bareboat Chartering Business with Drilling Operators	**100**	100
Sapura Drilling T-12 Ltd.	Mauritius	Bareboat Chartering Business with Drilling Operators	**100**	100
Sapura Drilling T-17 Ltd.	Mauritius	Bareboat Chartering Business with Drilling Operators	**100**	100
Sapura Drilling T-18 Ltd.	Mauritius	Bareboat Chartering Business with Drilling Operators	**100**	100
(ar) Held through Sapura Drilling (Bermuda) Ltd.				
Sapura Drilling T-10 Ltd.	Bermuda	Leasing of offshore oil and gas drilling rig	**100**	100
Sapura Drilling T-11 Ltd.	Bermuda	Leasing of offshore oil and gas drilling rig	**100**	100
Sapura Drilling T-12 Ltd.	Bermuda	Leasing of offshore oil and gas drilling rig	**100**	100
Sapura Drilling T-17 Ltd.	Bermuda	Leasing of offshore oil and gas drilling rig	**100**	100

* *Incorporated on 9 January 2025*

Notes to the Financial Statements
– 31 January 2025

43. SUBSIDIARIES AND ACTIVITIES (CONT'D.)

(i) Details of the subsidiaries are as follows (cont'd.):

Name of Subsidiaries	Country of Incorporation/ Principal Place of Business	Principal Activities	Proportion of Ownership Interest 2025 %	Proportion of Ownership Interest 2024 %
(ar) Held through Sapura Drilling (Bermuda) Ltd. (cont'd.)				
Sapura Drilling T-18 Ltd.	Bermuda	Leasing of offshore oil and gas drilling rig	**100**	100
Sapura Drilling T-19 Ltd.	Bermuda	Dormant	**100**	100
Sapura Drilling T-20 Ltd.	Bermuda	Dormant	**100**	100
Sapura Drilling Berani Ltd.	Bermuda/ Indonesia	Leasing of offshore oil and gas drilling rig	**100**	100
Sapura Drilling Alliance Ltd.	Bermuda	Dormant	**100**	100
Sapura Drilling Esperanza Ltd.	Bermuda	Leasing of drilling rig and providing drilling services to offshore oil and gas industry	**100**	100
Sapura Drilling Jaya Ltd.	Bermuda/ Republic of Trinidad & Tobago	Leasing of drilling rig and providing drilling services to offshore oil and gas industry	**100**	100
Sapura Drilling Raiqa Ltd.	Bermuda	Leasing of offshore oil and gas drilling rig	**100**	100
Sapura Drilling Asia Limited	Hong Kong/ Thailand	Investment holding and pro-vision of oil drilling services	**100**	100
Sapura Drilling Services Sdn. Bhd.	Malaysia	Provision of management services for tender rig businesses	**100**	100
(as) Held through Sapura Drilling Asia Limited				
Sapura Drilling Holdings Limited	Hong Kong/ Ivory Coast	Provision of oil drilling services	**100**	100
(at) Held through Sapura Drilling Asia Limited and Sapura Drilling Holdings Limited				
Sapura Energy Angola, LDA	Republic of Angola	Provision of drilling services to offshore oil and gas industry	**100**	100
(au) Held through Sapura Drilling Pte. Ltd. and Sapura Drilling Asia Limited				
Sapura Drilling Sdn. Bhd.	Brunei	Offshore drilling, workover and development of oil and gas wells	**100**	100
PT Sapura Nordrill Indonesia	Indonesia	Dormant	**95**	95
(av) Held through Sapura Drilling Probadi Sdn. Bhd. and Sapura Drilling Asia Limited				
Sapura Drilling Asia Sdn. Bhd.	Malaysia	Provision of drilling related services	**100**	100
^Varia Perdana Sdn. Bhd.	Malaysia	Dormant	**–**	100

^ *Dissolved effective 11 April 2024*

44. JOINT OPERATION ARRANGEMENTS

Details of the joint operation arrangements are as follows:

	Participating Interest	
Production Sharing Contracts:	2025 %	2024 %
Sabah		
SB331	–	70
SB332	–	70

SB331 and SB332 Production Sharing Contracts were relinquished to PETRONAS effective 13 December 2024.

45. MATERIAL LITIGATION

(a) Sarku Engineering Services Sdn. Bhd. vs Oil and Natural Gas Corporation Limited

On 20 February 2006, Sarku Engineering Services Sdn. Bhd. ("SESSB"), a wholly owned subsidiary of the Company entered into a contract with Oil and Natural Gas Corporation Limited ("ONGC") for the performance of works by SESSB to revamp twenty-six (26) well platforms located in Mumbai High South field offshore site ("the Contract").

On 21 September 2012, SESSB commenced arbitration proceedings by filing a Statement of Claim against ONGC in relation to disputes pursuant to the Contract for a sum of Indian Rupee ("INR") 1,063,759,201 and USD123,819,632 (including interest, costs, losses and damages).

On 17 December 2012, ONGC filed their reply to the Statement of Claim. No counter claims have been filed by ONGC. Documents and witness statements have been filed.

Examination in chief took place in January 2014 whereby a revised list of documents was exchanged and recorded.

The cross examination of ONGC's witness was held from 22 to 24 December 2014 and 5 to 6 January 2015.

In January 2018 and February 2018, SESSB concluded its arguments on each of the claims filed before the tribunal. On 5 February 2018, submissions were made by SESSB's external counsel and thereafter SESSB's arguments were concluded.

ONGC's counsels submitted and concluded their arguments in defence on 6 February 2018 and on 2 to 4 May 2018.

The proceedings continued on 21, 22 and 23 November 2018 with submissions from SESSB's counsel. The tribunal heard ONGC's counsel's submissions on 12 and 13 February 2019. Final written submissions were submitted to the tribunal on 15 April 2019. ONGC presented its submissions on 31 July 2019.

On 30 November 2019, SESSB was awarded the sum of USD3,009,789 ("First Award") by the arbitral tribunal, comprising claims of work done valued at USD1,983,521 (subject to 4.368% withholding tax to be deducted by ONGC) and interests of USD1,026,267 (subject to income tax of 43.68%).

SESSB has instructed its solicitors to file an appeal against the above award.

SESSB has been advised by its solicitors that SESSB has reasonably strong grounds to appeal against the arbitral tribunal's decision. The following are the reasons provided by its solicitors as grounds of appeal against the arbitral tribunal's award:

(i) The arbitral tribunal had failed to consider the record and detailed written and oral submissions on behalf of SESSB in arriving at its findings and they have made an error in rejecting most of SESSB's claims; and

(ii) There were instances of procedural irregularities in favour of ONGC in the arbitration which may be grounds to a successful challenge of the award in High Court of Judicature at Bombay (the "Bombay High Court").

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(a) Sarku Engineering Services Sdn. Bhd. vs Oil and Natural Gas Corporation Limited (cont'd.)

ONGC filed an application to the arbitral tribunal disputing the computation of the award and seeking a correction of the amounts awarded in respect of the interest portion of the award.

The application by ONGC for correction of the errors in the award was allowed by the arbitral tribunal on 29 August 2020. The total amount payable by ONGC as per the Final Award is USD413,037 ("Final Award"). The difference between the First Award and the Final Award is in the sum of USD2,596,752. Parties will have ninety (90) days from the date of the Final Award to file an appeal to the Bombay High Court.

SESSB's solicitors had accordingly filed an appeal on 8 December 2020 to challenge or set aside parts of the First Award and the Final Award which reject the claims of SESSB. The matter is now pending admission stage where it is to be listed for hearing upon filing of petition.

For the sums awarded to SESSB under the Final Award which are not being appealed against, a LOD was issued to ONGC on 7 May 2021 to demand for the payment of sum of INR19,693,815 and USD146,904. SESSB's solicitors advised that the LOD will not affect SESSB's position in respect of its action to challenge or set aside the award.

Considering the lack of response from ONGC on the LOD, our solicitors are weighing further options and possible enforcement actions. The advice from our solicitors with regards to the hearing date for the appeal, was matters which require urgent/interim reliefs are usually taken up in normal course. Since no interim relief has been sought in the appeal, it is taking time for the petition to be listed.

We have instructed SESSB's solicitors to appoint a junior counsel to appear before the Bombay High Court to expedite the listing process of the appeal filed by SESSB.

However, after several attempts by SESSB's solicitors, the Appeal had been considered for listing or admission on 27 June 2024. As such, SESSB will no longer be appointing junior counsel nor filing the Execution Petition.

With respect to the sums awarded under the Final Award, SESSB has been advised to file an Execution Petition in court and we were in the process of filing the Execution Petition.

On 27 June 2024, the Bombay High Court allowed ONGC's newly appointed Counsel's request for time to prepare for the appeal hearing. The Bombay High Court fixed the hearing on 18 July 2024.

On the 18 July 2024 appeal hearing at the Bombay High Court, in light of the short time frame, the Bombay High Court was not able to hear the appeal and fixed 22 August 2024 for hearing.

On the 22 August 2024 appeal hearing at the Bombay High Court, the hearing could not proceed due to Bombay High Court's paucity of time. The Bombay High Court fixed 26 September 2024 for the next appeal hearing date.

On the 26 September 2024 appeal hearing at the Bombay High Court, the hearing could not proceed due to the change of roster. Thus, the appeal hearing is listed on 27 September 2024.

Since then, the Bombay High Court had fixed three (3) hearing dates on the 27 September 2024, 15 October 2024 and 26 November 2024 respectively, but the hearing could not be heard on those dates due Bombay High Court's paucity of time. The Bombay High Court had fixed the next date for hearing on 27 January 2025.

On 27 January 2025, the appeal hearing was not listed for hearing on this date due to the change in the roster of the sitting judges. Thus, the Bombay High Court directed that the appeal hearing will be on 27 March 2025.

On 27 March 2025, the appeal could not be heard as other scheduled matters took the entire time of the Bombay High Court. The Bombay High Court registry fixed the next hearing date on 21 April 2025.

On 21 April 2025, the appeal at the Bombay High Court was not heard as it was listed too far down on the Bombay High Court's schedule. The Bombay High Court has yet to fix the next appeal hearing.

On 30 April 2025, counsel informed that the next date of listing of the appeal is 16 June 2025.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(b) Petrofac (Malaysia) Limited vs Sapura Fabrication Sdn. Bhd.

On 18 March 2011, Sapura Fabrication Sdn. Bhd. ("SFSB"), a wholly owned subsidiary of the Company entered into a contract with Petrofac (Malaysia) Limited ("PML") to provide works for the engineering, procurement and construction of well head platforms for the Cendor Phase 2 Development Project located in Block PM 304 in the Malaysian sector of the South China Sea ("the Contract").

On 26 March 2018, SFSB received a commencement request from PML to formally initiate a claim in relation to disputes arising from the Contract by way of arbitration proceedings at the Asian International Arbitration Centre, for damages amounting to a sum of USD9,558,003 and RM16,785,227 vide its Re-amended Point of Claims. PML has alleged breach of riser height requirements and preservation obligations by SFSB. The claim by PML was made separately in two currencies as the claim is based on the rates and currencies prescribed in the Contract.

On 26 April 2018, SFSB responded to PML's claim and made a counter claim for a total amount of RM13,521,495. The arbitrators have been appointed and parties had attended the first arbitration meeting on 21 July 2018. PML filed their Points of Claim on 21 September 2018 and SFSB filed its Defence and Counterclaim on 3 December 2018.

Subsequently, PML submitted their Points of Reply and Defence to Counterclaim on 4 February 2019. PML requested to amend their Points of Claim and the same was filed on 8 March 2019. SFSB filed its rejoinder on 18 March 2019. The deadline for parties to exchange the bundle of documents was on 5 April 2019 and any request for discovery/disclosure was to be filed on 9 May 2019. The documents ordered to be produced by SFSB were produced on 12 September 2019. On the other hand, the documents ordered to be produced by PML were partially tendered on 23 September 2019. Witness Statements were filed on 15 November 2019 and the rebuttal witness statements were filed on 15 December 2019.

The hearing proceeded on 26, 27 and 28 April 2021 as scheduled with two (2) of PML's witnesses giving evidence. The hearing continued on the following dates:

(i) 30 April 2021;

(ii) 3, 4, 5, 6, 7 & 10 May 2021;

(iii) 20 to 24 September 2021;

(iv) 27 September 2021 to 1 October 2021; and

(v) 4 to 6 October 2021.

During the Case Management on 6 April 2021, the tribunal vacated the May 2021 dates as two (2) of PML's witnesses were unable to attend the April and May 2021 hearing dates.

The hearing proceeded on the following dates as scheduled:

(i) 20 to 24 September 2021;

(ii) 27 September 2021 to 1 October 2021;

(iii) 4, 6, 7 and 8 October 2021; and

(iv) 13 November 2021.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(b) Petrofac (Malaysia) Limited vs Sapura Fabrication Sdn. Bhd. (cont'd.)

The hearing dates scheduled in January and February 2022 were vacated and the tribunal fixed the following dates for continued hearing:

(i) 25 to 29 April 2022;

(ii) 17 to 20 May 2022;

(iii) 8 to 12 August 2022; and

(iv) 15 to 19 August 2022.

The matter was scheduled for Case Management on 22 April 2022 and the tribunal vacated the earlier fixed hearing dates due to the RO obtained in Originating Summons WA-24NCC-148-03/2022 which came into effect on 10 March 2022.

PML indicated that they were awaiting to receive the applicable notice from SFSB to allow them to proceed with the filing of Proof of Debt ("POD"). Subject to the outcome of their POD, PML will then consider whether or not to seek leave to proceed with the arbitration in accordance with the terms of the RO.

A Case Management conference was scheduled to be conducted on 11 August 2022 for the parties to update the tribunal vis-à-vis the status/outcome of the scheme and for the tribunal to chart the course of the arbitration moving forward.

The Case Management conference on 11 August 2022 was vacated as the tribunal instructed the parties to provide a joint status report on the POD by 11 November 2022.

On 11 November 2022, the tribunal directed the parties to provide a brief update to the tribunal on status of PML's POD claims and a Case Management was scheduled on 18 January 2023.

During the Case Management on 18 January 2023, SFSB's solicitors informed the tribunal that a Notice of Admission of POD was issued to PML on 16 January 2023 in response to PML's POD Form. The tribunal was also made aware of the contents of the said Notice of Admission from SFSB. SFSB's solicitors further informed the tribunal that moving forward, SFSB will provide an Explanatory Statement in relation to the Proposed SOA to PML which sets out the payment terms and the date of the CCM.

In light of the then RO that would expire on 10 March 2023, the tribunal had requested parties to provide the tribunal with a status update on the SOA and RO by 20 March 2023.

During the Case Management on 20 March 2023, SFSB's solicitors updated the tribunal that SFSB had obtained a new RO dated 8 March 2023 and SFSB will provide further update to tribunal on the ongoing POD exercise under the SOA. On 6 June 2023, the RO was extended by the High Court for a further period of nine (9) months until 10 March 2024.

There is no further Case Management date fixed by the tribunal. The tribunal only directed parties to update on the status of the restructuring exercise under the SOA.

SFSB informed its solicitors that on 7 March 2024, the Company and its twenty-two (22) subsidiaries including SFSB were granted a fresh Convening and RO for a period of three (3) months, effective from 11 March 2024.

On 23 April 2024, SFSB's solicitors informed the tribunal of the fresh RO dated 7 March 2024. Additionally, they addressed the tribunal's inquiry about the parties' intentions concerning the arbitration process moving forward, stating that both parties have agreed to wait for the outcome of the Group's SOA before making any decisions on how to proceed with the arbitration. The arbitration remains to be subject to the RO dated 7 March 2024 (and its corresponding order for extension dated 6 June 2024).

45. MATERIAL LITIGATION (CONT'D.)

(b) Petrofac (Malaysia) Limited vs Sapura Fabrication Sdn. Bhd. (cont'd.)

On 11 June 2024, SFSB's solicitors informed the tribunal of the extended Convening and RO dated 6 June 2024.

On 20 March 2025, the parties informed the tribunal that the Scheme Companies including SFSB obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with leave of the High Court.

The parties will apprise the tribunal of the next steps in the arbitration proceedings by the end of June 2025.

On 30 April 2025, SFSB and PML had achieved a consensus for SFSB to admit PML's claims at the value of RM30,000,000 subject to the Schemes.

On 13 May 2025, PML applied to the tribunal to have the proceedings stayed pending the occurrence of RED. On 13 May 2025 a Revised Notice of Admission of Proof of Debt to admit PML's claims in the sum of RM30,000,000 was also issued by the chairman of SFSB's Scheme proceedings.

(c) Sapura Energy do Brasil Ltda. vs Centrais Elétricas de Sergipe S.A.

On 5 January 2020, the Company's subsidiary, Sapura Energy do Brasil Ltda. ("SE Brasil"), commenced arbitration proceedings against Centrais Elétricas de Sergipe S.A. ("CELSE") of Brazil. The arbitration is to resolve disputes arising out of an Engineering, Procurement, Construction and Installation contract ("the Contract") dated 20 November 2017.

SE Brasil had completed the works under the Contract in November 2019.

On 19 February 2021, CELSE wrote to Maybank to expressly withdraw its LOD dated 16 November 2019, including its request for payment of the Bank Guarantee, due to a Settlement Agreement entered into between CELSE and SE Brasil. Consequently, CELSE reaffirms its agreement with the cancellation of the Bank Guarantee.

Due to unresolved disputes such as non-payment of milestone payments and non-payment of variation orders, SE Brasil commenced arbitration proceedings against CELSE at the International Court of Arbitration in Sao Paulo, Brazil, under the International Chamber of Commerce ("ICC") Arbitration Rules. The arbitration tribunal comprises of three (3) arbitrators. Chairman for the arbitration proceeding has been appointed.

(i) SE Brasil filed their Statement of Claim for the sum of USD84,606,035 on 29 March 2021.

(ii) CELSE filed Respondent's Statement of Claim for the sum of USD89,799,186 on 29 March 2021.

(iii) SE Brasil filed Claimant's and Additional Party's Statement of Defence against Respondent's Statement of Claim on 28 May 2021.

(iv) CELSE filed Respondent's Statement of Defence against Claimant's Statement of Claim on 28 May 2021.

(v) SE Brasil filed Claimant's Reply on 28 June 2021.

(vi) CELSE filed Respondent's Reply on 28 June 2021.

(vii) SE Brasil filed Claimant's and Additional Party's Rejoinder on 28 July 2021.

(viii) CELSE filed Respondent's Rejoinder on 28 July 2021.

Submissions on the issues to be determined by the arbitration tribunal, witness statements and request for additional evidence were submitted on 27 September 2021. Thereafter, a hearing for the presentation of the case shall take place.

On 30 September 2021, SE Brasil requested for leave to file expert rebuttal and this was granted on 10 November 2021. SE Brasil filed a rebuttal against the Technomar report on 10 December 2021.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(c) Sapura Energy do Brasil Ltda. vs Centrais Elétricas de Sergipe S.A. (cont'd.)

The arbitration tribunal is now fully constituted following the ICC's confirmation of CELSE's third nominee. Evidentiary hearing was conducted on 26 January 2022.

(i) 28 March 2022 – Parties submitted their application for document production by the counterparty in the form of a Redfern Schedule;

(ii) 12 April 2022 – SE Brasil and the Company informed they did not object against the production of the documents requested by CELSE;

(iii) 12 April 2022 – CELSE objected to the production of the documents requested by SE Brasil and the Company in their Answer to the Redfern Schedule;

(iv) 27 April 2022 – SE Brasil and the Company submitted their answer to the objections presented by CELSE to the production of the requested documents (Reply to the Redfern Schedule);

(v) 27 April 2022 – CELSE submitted a motion to the arbitration tribunal requesting that SE Brasil and the Company produce the non-objected documents immediately;

(vi) 28 April 2022 – SE Brasil and the Company presented a submission to the arbitration tribunal in response to CELSE's submission dated 27 April 2022;

(vii) 3 May 2022 – the arbitral tribunal determined that SE Brasil and the Company provide the non-objected documents to CELSE by 10 May 2022; and

(viii) 10 May 2022 – SE Brasil and the Company produced the non-objected documents to CELSE.

CELSE's counter claim against SE Brasil for USD89,799,186 is for delay penalties, damages and/or expenses due to failure to perform the contract, breach of warranty and claim for warranty extension items which CELSE had or will have to perform correction on given SE Brasil's inaction.

Parties are waiting for the arbitration tribunal to rule on the latest production of the documents requested by SE Brasil and the Company and to decide on the next steps in evidence production.

The arbitration tribunal had also ruled on the latest production of the documents requested by SE Brasil and the Company and ordered CELSE to produce only a certain category of documents that the arbitration tribunal find relevant to the proceedings.

The arbitration tribunal also requested parties to file a joint submission on the technical issues that still require expert determination on 5 November 2022, which CELSE refused. As such, only SE Brasil and the Company filed the said submission on 4 November 2022.

On 7 November 2022, SE Brasil and the Company presented their proposal of a calendar for production of their additional documents. On the same date, CELSE also presented a submission requesting the arbitration tribunal to hold a hearing on the merits to allow the parties to present their case prior to any expert determination.

Since the parties were not able to reach an agreement regarding the procedural calendar for SE Brasil and the Company's production of additional documents, as well as on the calendar for the production of the expert determination, on 2 January 2023, the arbitration tribunal rendered the Procedural Order ("PO") No. 19, deciding on those issues.

By means of PO No. 19, the arbitration tribunal:

(i) granted SE Brasil and the Company the opportunity to produce additional evidence until 16 January 2023; and

(ii) invited CELSE to comment on such evidence until 30 January 2023.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(c) Sapura Energy do Brasil Ltda. vs Centrais Elétricas de Sergipe S.A. (cont'd.)

The arbitration tribunal held an Evidentiary Hearing in order to assess the evidence already produced by the parties and also to determine whether it should appoint experts for additional expert determination. Therefore, the parties were invited to present, by 30 January 2023, a joint submission with the points of agreement and disagreement regarding some issues related to the hearing.

On 16 January 2023, SE Brasil and the Company complied with PO No. 19 and submitted the settlement agreements entered into with the subcontractors, in order to prove the losses and financial damages SE Brasil faced as a result of CELSE's default of its payment obligations.

In turn, on 30 January 2023, CELSE presented its comments on SE Brasil and the Company's abovementioned submission and documents, whereby it requested the arbitration tribunal to deny the claims and documents produced, by alleging that it referred to new claims which was time-barred.

On 30 January 2023, the parties presented a joint submission in response to PO No. 19, whereby both submitted partial agreement on the Evidentiary Hearing's agenda. The arbitration tribunal shall soon issue a new procedural order in order to establish the hearing dates. A two-week Evidentiary Hearing took place from 11 September to 22 September 2023.

The arbitral tribunal asked the parties to present their requests for additional document production and additional evidence by 16 October 2023 and to reply to the counterparty's requests by 30 October 2023. These have been submitted accordingly, and the arbitral tribunal will then render its decision regarding the production of new evidence and documents submission, establishing the deadlines for the submission of permissible documents.

Following the submission of additional documents, the arbitral tribunal issued another PO outlining the following:

(i) A 75-day timeframe for the submission of the parties' closing statements, which may include any requests for partial awards;

(ii) A 45-day timeframe, following each party's submission, for responding to the opposing Party's final statements; and

(iii) 15 days for the parties' submissions on costs, followed by an additional 15 days for comments on the opposing Party's statement of costs.

As of 6 December 2023, no further PO have been issued by the arbitral tribunal as the arbitral tribunal has yet to decide regarding the production of new evidence and documents submission.

On 8 February 2024, the arbitral tribunal granted most of the parties' requests for production of additional documents and evidence and determined that the parties shall produce them by 1 March 2024.

The parties were further invited to comment on the documents and evidence produced by its counterparty by 22 March 2024.

On 20 March 2024, the arbitral tribunal issued PO No. 29, outlining the next steps of these proceedings and the following calendar:

(i) 7 June 2024 - Post-Hearing Briefs

(ii) 24 July 2024 - Reply to Post-Hearing Briefs

(iii) 8 August 2024 - Submission of costs and expenses related to this arbitration

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(c) Sapura Energy do Brasil Ltda. vs Centrais Elétricas de Sergipe S.A. (cont'd.)

On 7 June 2024, SE Brasil & the Company and CELSE submitted their respective Post-Hearing Briefs. Each Party has until 24 July 2024 to reply to the Counterparty's submission.

On 24 July 2024, SE Brasil submitted the Claimant and Additional Party's Reply to CELSE's Post-Hearing Briefs dated 24 July 2024. CELSE had also submitted the Respondent's Reply to Claimant and Additional Party's Post-Hearing Briefs dated 24 July 2024.

On 25 July 2024, CELSE submitted the following:

(i) Respondent's Submission dated 25 July 2024; and

(ii) Respondent's Submission on Additional Party Scheme (an additional submission to the arbitral tribunal).

The arbitral tribunal then invited SE Brasil to comment on the said additional submission by 5 August 2024.

On 5 August 2024, SE Brasil submitted the Claimant and Additional Party's Reply to Respondent's Submission dated 25 July 2024.

On 8 August 2024, SE Brasil submitted the Claimant and Additional Party's Submission on Costs and CELSE submitted Respondent's Submission on Costs both dated 8 August 2024.

On 28 August 2024, CELSE made a submission informing it has merged with Eneva on 24 June 2024.

The matter is now pending the decision of the arbitral tribunal which has been directed by the ICC to be issued by the tribunal by 28 February 2025.

On 28 February 2025, counsel informed having received an email from the arbitral tribunal which said that they expect to submit a draft award on the merits for scrutiny by the ICC by 30 April 2025 (Brazil time).

On 1 May 2025, counsel informed that:

(i) counsel received an email in the afternoon of 30 April 2025 from the arbitral tribunal which said that they expect to submit a draft award on the merits for the scrutiny of ICC by 30 June 2025; and

(ii) shortly after receiving the email, counsel received a copy of a letter from the ICC to the arbitral tribunal extending the time limit for rendering the final award until 29 August 2025, to allow sufficient time for the ICC to scrutinise the draft award and notify it to the parties.

(d) Brunei Shell Petroleum Company Sdn. Bhd. vs Sapura Fabrication Sdn. Bhd. and Sapura Offshore Sdn. Bhd.

Sapura Fabrication Sdn. Bhd. ("SFSB")

On 30 August 2019, SFSB a wholly owned subsidiary of the Company entered into a contract with Brunei Shell Petroleum Company Sdn. Bhd. ("BSP") for engineering, procurement, construction and installation works related to the Salman project ("the Contract").

On 29 September 2023, BSP commenced an arbitration proceeding at the Singapore International Arbitration Centre ("SIAC") by filing a Notice of Arbitration ("NoA") against SFSB in relation to disputes pursuant to the Contract for the following reliefs:

(i) A declaration that the BSP had validly terminated part of the Contract for cause;

(ii) A declaration that SFSB had breached certain provisions of the Contract;

(iii) Award of monetary relief to the extent necessary to fully compensate the Claimant for the damages suffered resulting from the breaches and termination event;

(iv) An order for indemnification of the BSP for all costs, expenses, and fees in the arbitration; and

(v) Pre- and post-award interest.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(d) Brunei Shell Petroleum Company Sdn. Bhd. vs Sapura Fabrication Sdn. Bhd. and Sapura Offshore Sdn. Bhd. (cont'd.)

Sapura Offshore Sdn. Bhd. ("SOSB")

On 29 February 2020, SOSB a wholly owned subsidiary of the Company entered into a contract with BSP to fabricate transport, install and pre-commission the pipelines relating to the PRP-7 Pipeline Replacement Project ("the Contract").

On 29 September 2023, BSP commenced an arbitration proceeding at the SIAC by filing a NoA against SOSB in relation to disputes pursuant to the Contract for the following reliefs:

(i) A declaration that SOSB had breached certain provisions of the Contract;

(ii) Award of monetary relief to the extent necessary to fully compensate the Claimant for the damages suffered resulting from the breaches and termination event;

(iii) An order for indemnification of the Claimant for all costs, expenses, and fees in the arbitration; and

(iv) Pre- and post-award interest.

SFSB and SOSB – Arbitration Proceedings, Scheme Chairman's Decision, Singapore Court Proceedings, and Settlement Agreement

On 22 January 2025, the Company, SFSB, SOSB and BSP had entered into a settlement agreement to resolve and settle BSP's claims independently and outside of the Proposed SOA proceedings (the "BSP Settlement Agreement"). The Company, SFSB and SOSB are subject to confidentiality obligations under the BSP Settlement Agreement.

Under the BSP Settlement Agreement, the claims described below between SFSB, SOSB and BSP will be withdrawn, discontinued, or stayed (as the case may be):

(i) BSP's High Court Setting Aside Application before the Courts of Malaya

By way of a Notice of Application dated 23 July 2024 before the High Court at Kuala Lumpur, BSP had applied to intervene in the Originating Summons No. WA-24NCC-85-02/2024, and, amongst other reliefs sought, applied to set aside paragraph 3 of the Order for Extension dated 6 June 2024 ("High Court Setting Aside Application"). The High Court has not given its decision in regard to this application.

On 7 February 2025, BSP withdrew its High Court Setting Aside Application at the High Court pursuant to the BSP Settlement Agreement.

(ii) Scheme Chairman's Decisions in regard to BSP's POD

BSP's POD dated 30 June 2022 filed against SFSB and SOSB were determined by the Chairman of the Proposed SOA proceedings on 13 September 2024. SFSB and SOSB have each referred the decision of the Scheme Chairman to be reviewed by the Independent Adjudicator of the Proposed SOA proceedings.

On 24 January 2025, SFSB and SOSB had informed the Independent Adjudicator that they had agreed with BSP to settle the abovementioned claims amicably and withdrew the Adjudication proceedings before the Independent Adjudicator.

(iii) BSP's Application for Carve-Out before the Singapore Courts

On 18 September 2024, the Singapore Court granted BSP permission to carve out the Arbitrations at the SIAC between BSP, SFSB and SOSB from the moratorium granted under the recognition orders of 8 May 2024 ("Carve-Out Order"). SFSB and SOSB had each appealed to the Court of Appeal of the Republic of Singapore ("SGCA") in relation to the Carve-Out Order. The SGCA has not decided on this matter. SFSB and SOSB have on 23 January 2025 withdrawn the appeals before the SGCA.

On 3 February 2025, the SGCA granted the withdrawal of the appeals.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(d) Brunei Shell Petroleum Company Sdn. Bhd. vs Sapura Fabrication Sdn. Bhd. and Sapura Offshore Sdn. Bhd. (cont'd.)

Sapura Offshore Sdn. Bhd. ("SOSB") (cont'd.)

SFSB and SOSB – Arbitration Proceedings, Scheme Chairman's Decision, Singapore Court Proceedings, and Settlement Agreement (cont'd.)

(iv) BSP's SIAC Arbitration Claims

Under the BSP Settlement Agreement, parties have agreed that the arbitrations before the SIAC are to be stayed pending various milestones of settlement under the BSP Settlement Agreement, which is anticipated to occur in or around June 2027.

On 31 January 2025, parties applied for directions from the arbitral tribunal for the SIAC arbitration proceedings to be stayed. The parties have since liaised with the SIAC to give effect to the BSP Settlement Agreement.

(e) Yunneng Wind Power Co. Ltd. vs Sapura Offshore Sdn. Bhd. and Sapura Energy Berhad

On 15 March 2019, SOSB, a wholly owned subsidiary of the Company entered into a contract with Yunneng Wind Power Co. Ltd ("Yunneng") for the provision of Transportation and Installation ("T&I") of Offshore Wind Turbine Substructures of which the scope of work include T&I of substructures (foundations) for the offshore wind turbines at the Yunlin Offshore Wind Farm in Taiwan ("the Contract"). The Contract was subsequently terminated by SOSB on 3 February 2022.

On 22 January 2024, SOSB and the Company was served with a request for arbitration dated 29 December 2023 which was filed by Yunneng at the German Arbitration Institute (Deutsche Institution für Schiedsgerichtsbarkeit e.V.) ("DIS") (the "Request for Arbitration", or the "Request"). This Request for Arbitration was only brought to our attention after the end of business on 26 January 2024.

In brief, in the Request for Arbitration, the Claimant:

(i) has claimed a provisional claim amount of EUR50,000,000 for certain alleged breaches of the Contract (but has reserved the right to further specify and expand its claims, and to claim damages for any damage incurred);

(ii) has stated that the Claimant filed the Request for Arbitration primarily to suspend the statute of limitations under German law in respect of the claims specified in the Request for Arbitration;

(iii) has acknowledged its submission of a POD with SOSB and the Company as at 31 December 2023 for purposes relating to the Proposed SOA (as described and defined in our announcement dated 8 March 2023) proposed to be undertaken by SOSB and the Company under Section 366 of the Companies Act 2016; and

(iv) has acknowledged that its claims in relation to the Contract would be determined through and be subject to the assessment procedure for the Proposed SOA (as stipulated in the order of the Court dated 10 March 2022 granted under Originating Summons No. WA-24NCC-148-03/2022 and the order of the Court dated 8 March 2023 granted under Originating Summons No. WA-24NCC-121-03/2023).

SOSB and the Company have filed nomination of its arbitrator and have indicated that they will be reserving rights to formally challenge the jurisdiction of the arbitral tribunal and the admissibility of the arbitration proceedings.

On 11 March 2024, Secretary General of the DIS has appointed Prof. Dr. Christian Borris and Dr. Daniel Busse as co-arbitrators pursuant to Article 13.2 and 13.3 DIS Arbitration Rules. Pending appointment of Presiding Arbitrator.

Dr. Alfried Heidbrink has been nominated by the co-arbitrators as the presiding arbitrator and appointed by the Secretary General pursuant to Articles 13.2 and 13.3 of the DIS Arbitration Rules on 20 August 2024. The arbitral tribunal is thus constituted on 20 August 2024 in accordance with Article 13.4 of the DIS Arbitration Rules.

45. MATERIAL LITIGATION (CONT'D.)

(e) Yunneng Wind Power Co. Ltd. vs Sapura Offshore Sdn. Bhd. and Sapura Energy Berhad (cont'd.)

On 18 September 2024, SOSB and the Company filed the Answer to the Request for Arbitration.

Pursuant to a consensus between the Company, SOSB and Yunneng, the arbitration proceeding has been stayed until 31 December 2025.

In relation to Yunneng's POD dated 29 December 2023, the Scheme Chairman on 8 August 2024 had determined Yunneng's POD. The Company, SOSB, and Yunneng each referred the Chairman of the Proposed SOA's decision to be reviewed by the Independent Adjudicator.

On 30 December 2024, pursuant to a consensus between the Company, SOSB and Yunneng, the Adjudicator of the Proposed SOA has confirmed the total adjudicated amount of Yunneng's claims to be EUR58,000,000 for the purposes of the Proposed SOA.

The consensus between parties to accept Yunneng's claims at the value of EUR58,000,000 above is conditional upon the settlement and effectiveness of a separate settlement arrangement, which is between Yunneng and Maybank.

Yunneng had commenced arbitration in Germany under the DIS against Maybank on 10 October 2022 in respect of Yunneng's claims under a Bank Guarantee ("Yunneng BG"), and obtained an arbitral award against Maybank on 22 March 2024, for the sum of approximately EUR23,218,046.80 plus interest and costs. On 5 July 2024, Maybank filed an application in the German Courts to set aside such arbitral award, which application was contested by Yunneng.

Maybank and Yunneng subsequently entered into a settlement agreement dated 7 November 2024, pursuant to which Maybank paid the sum of EUR27,000,000 to Yunneng in full and final settlement of all of Yunneng's claims against Maybank under the arbitral award and the Yunneng BG.

The Yunneng BG is backed by a counter-guarantee dated 21 May 2019 to Maybank by CIMB Bank Bhd. pursuant to multi-option line facilities granted to SOSB. CIMB Bank Bhd. is an excluded creditor of SOSB in relation to the provision of such facilities.

On 7 December 2024, Maybank had paid the sum of EUR27,000,000 to Yunneng in full and final settlement of all of Yunneng's claims against Maybank under the arbitral award and the Yunneng BG.

Yunneng's claims are subjected to Proposed debt restructuring under the Schemes as approved by the High Court under the Court Order dated 6 March 2025. Yunneng cannot maintain the arbitration claims upon occurrence of RED and upon the settlement of its claims.

(f) Sapura Fabrication Sdn. Bhd. vs Oil and Natural Gas Corporation Limited

On 26 May 2015, SFSB was awarded a contract by ONGC for the redevelopment of the Mumbai High South field project ("the Contract"). During or after the execution of the contract works, there were several claims raised by SFSB to ONGC which were not amicably settled. Due to the disputes, SFSB initiated arbitration through a notice dated 28 December 2021.

On 4 May 2024, the arbitration order was received in favour of SFSB for USD24.6 million (excluding GST and interest) plus INR18.7 million (excluding interest).

On 28 May 2024, SFSB filed Rectification Application under Section 33 of the Arbitration and Conciliation Act 1996 seeking correction of certain computational errors in the final award.

On 29 June 2024, the arbitral tribunal allowed SFSB's Rectification Application under Section 33 of the Arbitration and Conciliation Act 1996 ("Order"). This Order shall form part of the Final Award dated 4 May 2024.

Upon the Order, the granted award became USD24.7 million (excluding GST and interest) plus INR18.7 million (excluding interest) ("Award").

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(f) Sapura Fabrication Sdn. Bhd. vs Oil and Natural Gas Corporation Limited (cont'd.)

ONGC filed its application to challenge the Award ("Challenge Petition") dated 27 September 2024 and the Interim Application for the staying of the execution/enforcement of the Award on SFSB ("Stay Application") dated 23 October 2024 at the Bombay High Court.

On 27 November 2024, SFSB filed its application to execute the Award ("Execution Application") and Interim Application seeking, among others disclosure of the properties movable and/or immovable owned by ONGC ("Interim Application") at the Bombay High Court.

The Bombay High Court has fixed 5 February 2025 for the hearing of ONGC's Challenge Petition and Stay Application.

On 5 February 2025 hearing, Bombay High Court directed that SFSB file its Reply to ONGCs Challenge Application and Stay Application. The matter is now directed to be listed on 5 March 2025 for further consideration.

On 5 March 2025 hearing, the matter was not called out for hearing due to the Bombay High Court's paucity of judicial time, and a new date for the hearing has been scheduled on 19 March 2025.

The hearing fixed on 19 March 2025 was also not called out for hearing due to the Bombay High Court's paucity of judicial time, and a new date for the appeal hearing has been scheduled on 15 April 2025.

The hearing fixed on 15 April 2025 was also not called out for hearing due to the Bombay High Court's paucity of judicial time, and the new date for the appeal hearing has been scheduled on 7 May 2025.

On 7 May 2025, the matter was not called for hearing due to the Bombay High Court's paucity of judicial time, and a new date for the hearing has yet to be fixed by the Bombay High Court.

(g) Winding up petitions

The following are the list and status of the Winding Up Petitions served to the Company or its subsidiaries. On 10 March 2022, in view of the RO obtained by the Group, the Case Management and hearing of the Petitions against SFSB, SOSB, Sapura Pinewell Sdn. Bhd., Sapura Subsea Services Sdn. Bhd. and Sapura Geosciences Sdn. Bhd. were vacated as the winding up proceedings has been stayed for three (3) months. By the High Court order dated 8 June 2022, the RO were now extended for a further period of nine (9) months until 10 March 2023. The Scheme Companies which includes SFSB, SOSB, Sapura Pinewell Sdn. Bhd., Sapura Subsea Services Sdn. Bhd. and Sapura Geosciences Sdn. Bhd. filed a fresh application under Sections 366 and 368 of the Companies Act and were granted a RO for the period of three (3) months by the High Court on 8 March 2023, and such RO is to take effect from 11 March 2023. On 6 June 2023, the RO were extended by the High Court for a further period of nine (9) months until 10 March 2024.

On 7 March 2024, the Scheme Companies obtained a fresh Convening and RO for a period of three (3) months, effective from 11 March 2024. On 6 June 2024, the High Court granted the Scheme Companies an extension of the Convening and RO for a period of nine (9) months till 10 March 2025. This Order stays all the current proceedings before the High Court.

On 6 March 2025, the Scheme Companies obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their respective Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

Based on legal advice from solicitors of the relevant entities within the Group, and save for the Winding Up Petitions disclosed in Note 45(g)(i) and Note 45(g)(iv) below, the respective petitioners' claims below are subject to the Proposed debt restructuring under the SOA as approved by the High Court under the Court Order. Pursuant to the Schemes, the respective petitioners' debts will be settled in accordance with the terms of the Schemes after the occurrence of RED, and the petitioners will not be entitled to continue with the proceedings under the Winding Up Petitions against the relevant entities within the Group.

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(i) Hycotech Sdn. Bhd. vs Sapura Offshore Sdn. Bhd. – Shah Alam High Court (BA-28NCC-638-12/2021)

a) Winding up petition date – 17 December 2021

b) On 17 February 2022, SOSB's solicitors informed the Court that SOSB has entered into a settlement agreement with Hycotech Sdn. Bhd., and that full payment has been made to Hycotech Sdn. Bhd., subject to deductions on withholding tax.

Hycotech Sdn. Bhd. refused to withdraw the winding up petition as they claimed that they are entitled to receive the full outstanding sum including the withholding tax.

Following the dispute, on 1 March 2022, SOSB filed an application under Order 14A Rules of Court 2012 and to Strike Out the Petition.

On 9 March 2022, the Court fixed 22 April 2022 for the hearing of the Order 14A Rules of Court 2012 and Striking Out Application, and for the hearing of the Petition itself.

The hearing on 22 April 2022 was vacated as the RO was obtained on 10 March 2022.

c) During the Case Management on 13 March 2023, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a fresh RO on 8 March 2023 which took effect from 11 March 2023. The Court fixed next Case Management on 13 June 2023.

d) During the Case Management on 13 June 2023, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 14 March 2024.

e) During the Case Management on 14 March 2024, SOSB's solicitors informed the Court that it has obtained a fresh Convening and RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 14 June 2024.

f) SOSB informed its solicitors that on 6 June 2024, the Scheme Companies including SOSB were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Court.

g) During the Case Management on 14 June 2024, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 17 March 2025 for next Case Management date.

h) During the Case Management on 17 March 2025, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a High Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

i) The Court Order also stipulates that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

j) The Court fixed 23 September 2025 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(ii) Perdana Nautika Sdn. Bhd. vs Sapura Offshore Sdn. Bhd. – Kuala Lumpur High Court (WA-28NCC-920-12/2021)

a) Winding up petition date – 20 December 2021

b) On 22 February 2022, Notices of Intention to Appear on Petition were filed by two creditors, namely:

   i. Tumpuan Megah Development Sdn. Bhd.; and

   ii. Vallianz Offshore Marine Pte. Ltd.

   The hearing on 27 April 2022 was vacated as the RO was obtained on 10 March 2022.

c) During the Case Management on 13 March 2023, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a fresh RO on 8 March 2023 which took effect from 11 March 2023. The Court fixed next Case Management on 12 June 2023.

d) During the Case Management on 12 June 2023, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 12 March 2024.

e) During the Case Management on 12 March 2024, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a fresh Convening and RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 26 June 2024.

f) SOSB informed its solicitors that on 6 June 2024, the Scheme Companies including SOSB were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Court.

g) During the Case Management on 26 June 2024, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 11 March 2025 for next Case Management date.

h) During the Case Management on 11 March 2025, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

i) The Court Order also stipulates that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

j) The Court fixed 11 March 2026 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(iii) Perdana Nautika Sdn. Bhd. vs Sapura Pinewell Sdn. Bhd. – Kuala Lumpur High Court (WA-28NCC-921-12/2021)

a) Winding up petition date – 20 December 2021

b) On 23 February 2022, the solicitors for Perdana Nautika Sdn. Bhd. informed the Court that they were just instructed to advertise and gazette the Petition. Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that Sapura Pinewell Sdn. Bhd. will file an affidavit to oppose the Petition if they are required to do so.

The hearing on 26 April 2022 was vacated as the RO was obtained on 10 March 2022.

c) During the Case Management on 14 March 2023, Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Pinewell Sdn. Bhd. obtained a fresh RO on 8 March 2023 which took effect from 11 March 2023. The Court fixed next Case Management on 13 June 2023.

d) During the Case Management on 13 June 2023, Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Pinewell Sdn. Bhd. obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 13 March 2024.

e) During the Case Management on 13 March 2024, Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Pinewell Sdn. Bhd. obtained a fresh RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 26 June 2024.

f) Sapura Pinewell Sdn. Bhd. informed its solicitors that on 6 June 2024, the Scheme Companies including Sapura Pinewell Sdn. Bhd. were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Court.

g) During the Case Management on 26 June 2024, Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Pinewell Sdn. Bhd. obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 12 March 2025 for next Case Management date.

h) During the Case Management on 12 March 2025, Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Pinewell Sdn. Bhd. obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

i) The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

j) The Court fixed 11 March 2026 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(iv) Hycotech Sdn. Bhd. vs Sapura Pinewell Sdn. Bhd. – Shah Alam High Court (BA-28NCC-639-12/2021)

a) Winding up petition date – 20 December 2021

b) On 28 February 2022, Petitioner informed the Court that the Petitioner wishes to withdraw the petition during the hearing on 9 March 2022.

However, another creditor has appeared as a supporting creditor to the Petition during the Hearing on 9 March 2022, and the Court directed the supporting creditor to file its formal application to be substituted as the petitioner within 14 days.

c) During the Case Management on 13 March 2023, Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Pinewell Sdn. Bhd. obtained a fresh RO on 8 March 2023 which took effect from 11 March 2023. The Court fixed next Case Management on 13 June 2023.

d) During the Case Management on 13 June 2023, Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Pinewell Sdn. Bhd. obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 14 March 2024.

e) During the Case Management on 14 March 2024, Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Pinewell Sdn. Bhd. obtained a fresh RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 26 June 2024.

f) Sapura Pinewell Sdn. Bhd. informed its solicitors that on 6 June 2024, the Scheme Companies including Sapura Pinewell Sdn. Bhd. were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Court.

g) During the Case Management on 26 June 2024, Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Pinewell Sdn. Bhd. obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 17 March 2025 for next Case Management date.

h) During the Case Management on 17 March 2025, Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Pinewell Sdn. Bhd. obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

i) The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

j) The Court fixed 23 September 2025 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(v) Fast Global Link Services vs Sapura Subsea Services Sdn. Bhd. – Shah Alam High Court (BA-28NCC-27-01/2022)

a) Winding up petition date – 13 January 2022

b) On 14 February 2022, Sapura Subsea Services Sdn. Bhd. sought for a further Case Management date to be fixed on 15 March 2022 to determine whether Sapura Subsea Services Sdn. Bhd. will be contesting the winding-up petition or otherwise.

The Case Management date on 15 March 2022 and hearing date on 12 April 2022 were vacated as the RO was obtained on 10 March 2022.

c) During the Case Management on 13 March 2023, Sapura Subsea Services Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Subsea Services Sdn. Bhd. obtained a fresh RO on 8 March 2023 which took effect from 11 March 2023. The Court fixed next Case Management on 13 June 2023.

d) During the Case Management on 13 June 2023, Sapura Subsea Services Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Subsea Services Sdn. Bhd. obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 14 March 2024.

e) During the Case Management on 14 March 2024, Sapura Subsea Services Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Subsea Services Sdn. Bhd. obtained a fresh RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 14 June 2024.

f) Sapura Subsea Services Sdn. Bhd. informed its solicitors that on 6 June 2024, the Scheme Companies including Sapura Subsea Services Sdn. Bhd. were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Tribunal.

g) During the Case Management on 14 June 2024, Sapura Subsea Services Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Subsea Services Sdn. Bhd. obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 17 March 2025 for next Case Management date.

h) During the Case Management on 17 March 2025, Sapura Subsea Services Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

i) The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

j) The Court fixed 23 September 2025 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(vi) Mectra Synergy (M) Sdn. Bhd. vs Sapura Subsea Services Sdn. Bhd. – Shah Alam High Court (BA-28NCC-31-01/2022)

a) Winding up petition date – 25 January 2022

b) On 17 February 2022, Sapura Subsea Services Sdn. Bhd.'s solicitors sought further Case Management date to be fixed by the Court and the Court has fixed the next Case Management on 15 March 2022.

The Case Management date on 15 March 2022 and hearing date on 20 April 2022 were vacated as the RO was obtained on 10 March 2022.

c) During the Case Management on 13 March 2023, Sapura Subsea Services Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Subsea Services Sdn. Bhd. obtained a fresh RO on 8 March 2023 which took effect from 11 March 2023. The Court fixed next Case Management on 13 June 2023.

d) During the Case Management on 13 June 2023, Sapura Subsea Services Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Subsea Services Sdn. Bhd. obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 14 March 2024.

e) During the Case Management on 14 March 2024, Sapura Subsea Services Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Subsea Services Sdn. Bhd. obtained a fresh RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 14 June 2024.

f) Sapura Subsea Services Sdn. Bhd. informed its solicitors that on 6 June 2024, the Scheme Companies including Sapura Subsea Services Sdn. Bhd. were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Tribunal.

g) During the Case Management on 14 June 2024, Sapura Subsea Services Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Subsea Services Sdn. Bhd. obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 17 March 2025 for next Case Management date.

h) During the Case Management on 17 March 2025, Sapura Subsea Services Sdn. Bhd'.s solicitors informed the Court that the Scheme Companies including Sapura Subsea Services Sdn. Bhd. obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

i) The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

j) The Court fixed 23 September 2025 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(vii) Equatorial Marine Fuel Management vs Sapura Offshore Sdn. Bhd. – Shah Alam High Court (BA-28NCC-68-01/2022)

a) Winding up petition date – 25 January 2022

b) On 28 February 2022, Petitioner informed the Court that a further date is required for compliance with winding up procedures.

SOSB's solicitors informed the Court that a further date is required to confirm whether the debt under the winding up petition may be disputed.

Hearing date on 25 April 2022 were vacated as the RO was obtained on 10 March 2022.

c) During the Case Management on 13 March 2023, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a fresh RO on 8 March 2023 which took effect from 11 March 2023. The Court fixed next Case Management on 13 June 2023.

d) During the Case Management on 13 June 2023, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 14 March 2024.

e) During the Case Management on 14 March 2024, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a fresh RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 14 June 2024.

f) SOSB informed its solicitors that on 6 June 2024, the Scheme Companies including SOSB were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Tribunal.

g) During the Case Management on 14 June 2024, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 17 March 2025 for next Case Management date.

h) During the Case Management on 17 March 2025, SOSB's solicitors informed the Court that the Scheme Companies including SOSB ("Scheme Companies") obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

i) The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

j) The Court fixed 23 September 2025 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(viii) Dura International Sdn. Bhd. vs Sapura Fabrication Sdn. Bhd. – Shah Alam High Court (BA-28NCC-83-02/2022)

a) Winding up petition date – 7 February 2022

b) The Case Management on 10 March 2022 and hearing date on 18 May 2022 were vacated as the RO was obtained on 10 March 2022.

c) During the Case Management on 13 March 2023, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained a fresh Restraining Order on 8 March 2023 which will take effect from 11 March 2023. The Court fixed the next Case Management on 13 June 2023.

d) During the Case Management on 13 June 2023, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 14 March 2024.

e) During the Case Management on 14 March 2024, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained a fresh RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 14 June 2024.

f) SFSB informed its solicitors that on 6 June 2024, the Scheme Companies including SFSB were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Tribunal.

g) During the Case Management on 14 June 2024, SFSB's solicitors informed the Court that the Scheme Companies subsidiaries including SFSB obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 17 March 2025 for next Case Management date.

h) During the Case Management on 17 March 2025, SFSB's solicitors informed the Court that the Scheme Companies obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

i) The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

j) The Court fixed 23 September 2025 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(ix) Astro Offshore Pte. Ltd. vs Sapura Fabrication Sdn. Bhd. – Shah Alam High Court (BA-28NCC-87-02/2022)

a) Winding up petition date – 7 February 2022

b) The Case Management on 14 March 2022 and hearing date on 19 May 2022 were vacated as the RO was obtained on 10 March 2022.

c) During the Case Management on 13 March 2023, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained a fresh RO on 8 March 2023 which will take effect from 11 March 2023. The Court fixed the next Case Management on 13 June 2023.

d) During the Case Management on 13 June 2023, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 14 March 2024.

e) During the Case Management on 14 March 2024, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained a fresh RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 14 June 2024.

f) SFSB informed its solicitors that on 6 June 2024, the Scheme Companies including SFSB were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Tribunal.

g) During the Case Management on 14 June 2024, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 17 March 2025 for next Case Management date.

h) During the Case Management on 17 March 2025, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

i) The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

j) The Court fixed 23 September 2025 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(x) Public Crane Heavy Equipment Sdn. Bhd. vs Sapura Fabrication Sdn. Bhd. – Shah Alam High Court (BA-28NCC-92-02/2022)

a) Winding up petition date – 9 February 2022

b) The Case Management on 14 March 2022 and hearing date on 19 May 2022 were vacated as the RO was obtained on 10 March 2022.

c) During the Case Management on 13 March 2023, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained a fresh RO on 8 March 2023 which will take effect from 11 March 2023. The Court fixed the next Case Management on 13 June 2023.

d) During the Case Management on 13 June 2023, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 14 March 2024.

e) During the Case Management on 14 March 2024, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained a fresh RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 14 June 2024.

f) SFSB informed its solicitors that on 6 June 2024, the Scheme Companies including SFSB were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Tribunal.

g) During the Case Management on 14 June 2024, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 17 March 2025 for next Case Management date.

h) During the Case Management on 17 March 2025, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

i) The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

j) The Court fixed 23 September 2025 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(xi) MMA Offshore Malaysia Sdn. Bhd. vs Sapura Pinewell Sdn. Bhd. – Kuala Lumpur High Court (WA-28NCC-111-02/2022)

a) Winding up petition date - 14 February 2022

b) The Case Management on 15 March 2022 and hearing date on 8 June 2022 were vacated as the RO was obtained on 10 March 2022.

c) During Case Management on 23 June 2022 Sapura Pinewell Sdn. Bhd. updated that the RO is extended for nine (9) months.

d) During the Case Management on 14 March 2023, Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Pinewell Sdn. Bhd. obtained a fresh RO on 8 March 2023 which took effect from 11 March 2023. The Court fixed next Case Management on 13 June 2023.

e) During the Case Management on 13 June 2023, Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Pinewell Sdn. Bhd. obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 13 March 2024.

f) During the Case Management on 13 March 2024, Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Pinewell Sdn. Bhd. obtained a fresh RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 26 June 2024.

g) Sapura Pinewell Sdn. Bhd. informed its solicitors that on 6 June 2024, the Scheme Companies including Sapura Pinewell Sdn. Bhd. were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Court.

h) During the Case Management on 26 June 2024, Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Pinewell Sdn. Bhd.'s obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 12 March 2025 for next Case Management date.

i) During the Case Management on 12 March 2025, Sapura Pinewell Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Pinewell Sdn. Bhd. obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

j) The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

k) The Court fixed 11 March 2026 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(xii) Icon Offshore Group Sdn. Bhd. vs Sapura Offshore Sdn. Bhd. – Shah Alam High Court (BA-28NCC-119-02/2022)

a) Winding up petition date – 25 February 2022

b) The Case Management on 17 March 2022 and hearing date on 24 May 2022 were vacated as the RO was obtained on 10 March 2022.

c) During the Case Management on 13 March 2023, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a fresh RO on 8 March 2023 which took effect from 11 March 2023. The Court fixed next Case Management on 13 June 2023.

d) During the Case Management on 13 June 2023, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 14 March 2024.

e) During the Case Management on 14 March 2024, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a fresh RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 14 June 2024.

f) SOSB informed its solicitors that on 6 June 2024, the Scheme Companies including SOSB were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Court.

g) During the Case Management on 14 June 2024, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 17 March 2025 for next Case Management date.

h) During the Case Management on 17 March 2025, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

i) The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

j) The Court fixed 23 September 2025 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(xiii) Posh Subsea Pte. Ltd. vs Sapura Fabrication Sdn. Bhd. – Shah Alam High Court (BA28NCC-145-03/2022)

a) Winding up petition date – 3 March 2022

b) The Case Management on 6 April 2022 and hearing date on 7 June 2022 were vacated as the RO was obtained on 10 March 2022.

c) During the Case Management on 13 March 2023, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained a fresh RO on 8 March 2023 which took effect from 11 March 2023. The Court fixed next Case Management on 13 June 2023.

d) During the Case Management on 13 June 2023, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 14 March 2024.

e) During the Case Management on 14 March 2024, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained a fresh RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 14 June 2024.

f) SFSB informed its solicitors that on 6 June 2024, the Scheme Companies including SFSB were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Court.

g) During the Case Management on 14 June 2024, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 17 March 2025 for next Case Management date.

h) During the Case Management on 17 March 2025, SFSB's solicitors informed the Court that the Scheme Companies including SFSB obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

i) The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

j) The Court fixed 23 September 2025 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(xiv) Lincoln Energy Sdn. Bhd. vs Sapura Offshore Sdn. Bhd. – Shah Alam High Court (BA-28NCC-146-03/2022)

a) Winding up petition date - 4 March 2022

b) The Case Management on 6 April 2022 and hearing date on 7 June 2022 were vacated as the RO was obtained on 10 March 2022.

c) During the Case Management on 13 March 2023, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a fresh RO on 8 March 2023 which took effect from 11 March 2023. The Court fixed next Case Management on 13 June 2023.

d) During the Case Management on 13 June 2023, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 14 March 2024.

e) During the Case Management on 14 March 2024, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a fresh RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 14 June 2024.

f) SOSB informed its solicitors that on 6 June 2024, the Scheme Companies including SOSB were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Court.

g) During the Case Management on 14 June 2024, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 17 March 2025 for next Case Management date.

h) During the Case Management on 17 March 2025, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

i) The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

j) The Court fixed 23 September 2025 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(xv) Semco Salvage (V) Pte. Ltd. vs Sapura Offshore Sdn. Bhd. – Shah Alam High Court (BA28NCC-144-03/2022)

a) Winding up petition date – 3 March 2022

b) The Case Management on 6 April 2022 and hearing date on 7 June 2022 were vacated as the RO was obtained on 10 March 2022.

c) During the Case Management on 13 March 2023, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a fresh RO on 8 March 2023 which took effect from 11 March 2023. The Court fixed next Case Management on 13 June 2023.

d) During the Case Management on 13 June 2023, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 14 March 2024.

e) During the Case Management on 14 March 2024, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a fresh RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 14 June 2024.

f) SOSB informed its solicitors that on 6 June 2024, the Scheme Companies including SOSB were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Court.

g) During the Case Management on 14 June 2024, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 17 March 2025 for next Case Management date.

h) During the Case Management on 17 March 2025, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

i) The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

j) The Court fixed 23 September 2025 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(xvi) VKI Marketing Sdn. Bhd. vs Sapura Offshore Sdn. Bhd. – Shah Alam High Court (BA-28NCC-159-03/2022)

a) Winding up petition date – 22 February 2022

b) The Case Management on 11 April 2022 and hearing on 13 June 2022 were vacated as the RO was obtained on 10 March 2022.

c) Next Case Management was fixed on 29 June 2022.

d) Due to the extension of the RO, the next Case Management was fixed on 13 March 2023.

e) During the Case Management on 13 March 2023, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a fresh RO on 8 March 2023 which took effect from 11 March 2023. The Court fixed next Case Management on 13 June 2023.

f) During the Case Management on 13 June 2023, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 14 March 2024.

g) During the Case Management on 14 March 2024, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a fresh RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 14 June 2024.

h) SOSB informed its solicitors that on 6 June 2024, the Scheme Companies including SOSB were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Court.

i) During the Case Management on 14 June 2024, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 17 March 2025 for Case Management date.

j) During the Case Management on 17 March 2025, SOSB's solicitors informed the Court that the Scheme Companies including SOSB obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

k) The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

l) The Court fixed 23 September 2025 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

45. MATERIAL LITIGATION (CONT'D.)

(g) Winding up petitions (cont'd.)

(xvii) Tumpuan Megah Development Sdn. Bhd. vs Sapura Geosciences Sdn. Bhd. - Shah Alam High Court (BA-28NCC-181-03/2022)

a) Winding up petition date - 17 March 2022

b) The Case Management on 14 April 2022 and hearing on 20 June 2022 were vacated as the RO was obtained on 10 March 2022.

c) Next Case Management was fixed on 29 June 2022.

d) Due to the extension of the RO, the next Case Management was fixed on 13 March 2023.

e) During the Case Management on 13 March 2023, Sapura Geosciences Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Geosciences Sdn. Bhd. obtained a new RO on 8 March 2023 which will take effect from 11 March 2023. The Court fixed the next Case Management on 13 June 2023.

f) During the Case Management on 13 June 2023, Sapura Geosciences Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Geosciences Sdn. Bhd. obtained an extension to the RO until 10 March 2024. The Court fixed next Case Management on 14 March 2024.

g) During the Case Management on 14 March 2024, Sapura Geosciences Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Geosciences Sdn. Bhd. obtained a fresh RO for a period of three (3) months, effective from 11 March 2024. This Order stays the current proceedings before the Court and the Court fixed next Case Management on 14 June 2024.

h) Sapura Geosciences Sdn. Bhd. informed its solicitors that on 6 June 2024, the Scheme Companies including Sapura Geosciences Sdn. Bhd. were granted an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. This Order stays the current proceedings before the Court.

i) During the Case Management on 14 June 2024, Sapura Geosciences Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Geosciences Sdn. Bhd. obtained an extended Convening and RO for a period of nine (9) months, effective from 11 June 2024. The Court fixed 17 March 2025 for Case Management date.

j) During the Case Management on 17 March 2025, Sapura Geosciences Sdn. Bhd.'s solicitors informed the Court that the Scheme Companies including Sapura Geosciences Sdn. Bhd. obtained a Court Sanction approving each of the SOA and compromise between the Scheme Companies and their Scheme Creditors at the CCM held between 21 February 2025 to 27 February 2025. The Schemes shall take effect and be binding on the Scheme Companies and their Scheme Creditors with effect from the Sanction Date.

k) The Court Order also stipulated that no action or proceedings may be commenced or continued against any of the Scheme Companies by any party within the jurisdiction of the High Court, whether the act takes place in Malaysia or elsewhere, from the date of such order until the RED or the Longstop Date, whichever is earlier, unless with the leave of the High Court.

l) The Court fixed 23 September 2025 for next Case Management date.

Notes to the Financial Statements
– 31 January 2025

46. SUBSEQUENT EVENTS

(a) In previous financial years, Sapura Energy DMCC ("SE DMCC"), the subsidiary of the Company, entered into an agreement related to transportation and installation with one of the customer in Africa region (the "Customer").

During the financial year, several discussions, preparations and reviews of submissions took place between SE DMCC, the loss adjuster, insurance underwriter, insurance broker and the Customer related to Construction All Risk ("CAR") insurance policy for the buckled pipelines and the toppled deck claims.

On 31 March 2025, the CAR insurance claims was finalised with the insurance provider according to the terms for the amount of USD33.7 million (equivalent to RM149.5 million) to be paid to SE DMCC.

(b) On 2 April 2025, the United States (U.S.) government signed an executive order imposing a minimum 10% tariff on all U.S. imports effective 5 April 2025. On 9 April 2025, the U.S. government announced a ninety (90) day pause for the reciprocal tariffs for many countries. However, baseline tariffs remain, as well as tariffs related to certain countries and industries. These tariffs, some of which are subject to change, impact all U.S. trading partners to varying degrees, including the Group. Much uncertainty remains as to the duration, possible exemptions and exclusions, as well as the extent of any retaliatory tariffs imposed on the U.S. by other countries.

The Group anticipates that the U.S. tariff will result in global supply chain disruption and in the event that the disruption (including threat to the oil and gas industry) is prolonged, the market outlook and business operations of the Group may be adversely impacted. At this juncture, it is not possible to estimate the full impact of the U.S. tariff on the Group's revenue, earnings, cash flow and financial condition.

The Group will continue to monitor the development of these events, to assess and implement the necessary measures to mitigate the impact of U.S. tariff on the Group's business.

(c) As announced to Bursa on 17 March 2025, 20 March 2025 and 9 May 2025 in relation to the ongoing review and inquiries by Malaysian Anti-Corruption Commission ("MACC"), the Company continues to fully cooperate with MACC by providing all required information to facilitate their inquiries. There have been no significant developments from the dates of the announcements.

Analysis of Shareholdings
As at 30 April 2025

ORDINARY SHARES

Total Number of Issued Shares	:	18,375,942,267 Ordinary Shares
Class of Security	:	Ordinary Shares
Voting Rights	:	One vote per Ordinary Share
Number of Shareholders	:	65,330

DISTRIBUTION BY SIZE OF SHAREHOLDINGS BASED ON RECORD OF DEPOSITORS

Size of Shareholdings	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Shares
Less than 100	2,567	3.93	88,492	0.00
100 – 1,000	7,192	11.01	4,426,313	0.02
1,001 – 10,000	22,320	34.16	119,556,303	0.66
10,001 – 100,000	23,589	36.11	965,484,607	5.25
100,001 to less than 5% of issued shares	9,660	14.79	8,805,830,538	47.92
5% and above of issued shares	2	0.00	8,480,556,014	46.15
Total	**65,330**	**100.00**	**18,375,942,267**	**100.00**

THIRTY (30) LARGEST SHAREHOLDERS BASED ON RECORD OF DEPOSITORS

No.	Shareholders	No. of Shares Held	% of Shares
1.	AMANAHRAYA TRUSTEES BERHAD AMANAH SAHAM BUMIPUTERA	6,794,218,206	36.97
2.	SAPURA TECHNOLOGY SDN BHD	1,686,337,808	9.18
3.	CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB FOR JURUDATA SDN BHD (PB)	188,569,600	1.03
4.	AMANAHRAYA TRUSTEES BERHAD AMANAH SAHAM MALAYSIA 3	176,182,560	0.96
5.	MAYBANK NOMINEES (TEMPATAN) SDN BHD MAYBANK PRIVATE WEALTH MANAGEMENT FOR SHAHRIL BIN SHAMSUDDIN (12020671) (430412)	152,808,688	0.83
6.	JURUDATA SDN BHD	144,000,000	0.78
7.	AMANAHRAYA TRUSTEES BERHAD AMANAH SAHAM MALAYSIA	140,000,000	0.76
8.	QUECK HAN TIONG	131,500,000	0.72
9.	PERMODALAN NASIONAL BERHAD	130,497,948	0.71
10.	LEE BENG SENG	94,900,000	0.52
11.	CHAI KIN LOONG	85,061,900	0.46
12.	TAY HOCK SOON	71,191,400	0.39
13.	KENANGA NOMINEES (TEMPATAN) SDN BHD RAKUTEN TRADE SDN BHD FOR KONG LIH CHING	63,320,000	0.35

Analysis of Shareholdings
As at 30 April 2025

No.	Shareholders	No. of Shares Held	% of Shares
14.	CHOONG KEAN LEANG	62,400,000	0.34
15.	AMANAHRAYA TRUSTEES BERHAD AMANAH SAHAM MALAYSIA 2 - WAWASAN	60,000,000	0.33
16.	AMANAHRAYA TRUSTEES BERHAD AMANAH SAHAM BUMIPUTERA 3 - DIDIK	57,000,000	0.31
17.	MUTHUKUMAR A/L AYARPADDE	50,740,000	0.28
18.	CHIENG HOCK LAY	50,000,000	0.27
19.	NG CHOON KIAT	48,800,000	0.27
20.	CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB FOR SAPURA CAPITAL SDN BHD (PB)	46,387,227	0.25
21.	LIM SIANG HEE	46,000,000	0.25
22.	TAN HOCK LOONG	42,000,000	0.23
23.	CITIGROUP NOMINEES (ASING) SDN BHD CBNY FOR EMERGING MARKETS CORE EQUITY 2 PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	40,752,188	0.22
24.	IOANNIS KOROMILAS	40,000,000	0.21
25.	CITIGROUP NOMINEES (ASING) SDN BHD CBNY FOR DIMENSIONAL EMERGING MARKETS VALUE FUND	39,709,700	0.21
26.	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR CHOY KUM FATT	36,320,000	0.20
27.	ZAINAL ABIDIN BIN MOHD KASSIM	33,070,000	0.18
28.	LIEW JUN KUAN	31,000,000	0.17
29.	LIM FONG PENG @ LIM FUNG FENG	30,300,000	0.16
30.	MOI BOON LENG	30,000,000	0.16
	Total	**10,603,067,225**	**57.70**

Analysis of Shareholdings
As at 30 April 2025

SUBSTANTIAL SHAREHOLDERS BASED ON REGISTER OF SUBSTANTIAL SHAREHOLDERS

	Direct Interest		Indirect Interest	
Substantial Shareholders	**No. of Shares Held**	**% of Shares**	**No. of Shares Held**	**% of Shares**
AmanahRaya Trustees Berhad – Amanah Saham Bumiputera	6,794,218,206	36.97	–	–
Sapura Technology Sdn Bhd	1,686,337,808	9.18	332,569,600[(1)]	1.81
Sapura Holdings Sdn Bhd	–	–	2,067,197,390[(2)]	11.25
Tan Sri Dato' Seri Shahril Shamsuddin	174,811,600	0.95	2,067,197,390[(2)]	11.25
Dato' Shahriman Shamsuddin	506,385	0.00*	2,067,197,390[(2)]	11.25
Brothers Capital Sdn Bhd	–	–	2,067,197,390[(3)]	11.25

Notes:

* *Negligible*

(1) *Deemed interested, pursuant to Section 8(4) of the Companies Act 2016 ("the Act"), by virtue of its shareholding in Jurudata Sdn Bhd.*

(2) *Deemed interested, pursuant to Section 8(4) of the Act, by virtue of being a substantial shareholder of Sapura Technology Sdn Bhd, Sapura Resources Berhad, Sapura Capital Sdn Bhd, Jurudata Sdn Bhd and Indera Permai Sdn Bhd.*

(3) *Deemed interested, pursuant to Section 8(4) of the Act, by virtue of being a substantial shareholder of Sapura Holdings Sdn Bhd ("Sapura Holdings"). Sapura Holdings is a substantial shareholder of Sapura Technology Sdn Bhd, Sapura Resources Berhad, Sapura Capital Sdn Bhd, Indera Permai Sdn Bhd and Jurudata Sdn Bhd.*

DIRECTORS' SHAREHOLDINGS BASED ON REGISTER OF DIRECTORS' SHAREHOLDINGS

	Direct Interest		Indirect Interest	
Directors	**No. of Shares Held**	**% of Shares**	**No. of Shares Held**	**% of Shares**
Shahin Farouque Jammal Ahmad	–	–	–	–
Muhammad Zamri Jusoh	–	–	–	–
Dato' Shahriman Shamsuddin	506,385	0.00*	2,067,197,390[(1)]	11.25
Datuk Ramlan Abdul Rashid	–	–	–	–
Lim Tiang Siew	–	–	–	–
Dato' Azmi Mohd Ali	–	–	–	–
Lim Fu Yen	–	–	–	–
Datuk Nur Iskandar A Samad	–	–	–	–
Wan Mashitah Wan Abdullah Sani	–	–	–	–

Notes:

* *Negligible*

(1) *Deemed interested, pursuant to Section 8(4) of the Act, by virtue of being a substantial shareholder of Sapura Holdings. Sapura Holdings is a substantial shareholder of Sapura Technology Sdn Bhd, Sapura Resources Berhad, Sapura Capital Sdn Bhd, Indera Permai Sdn Bhd and Jurudata Sdn Bhd.*

Analysis of Shareholdings
As at 30 April 2025

WARRANTS 2019/2026

Class of Security	:	Warrants 2019/2026 ("Warrants")
Number of Warrants Not Exercised	:	998,692,020 Warrants
Number of Warrant Holders	:	**4,825**

DISTRIBUTION BY SIZE OF WARRANT HOLDINGS BASED ON RECORD OF DEPOSITORS

Size of Warrant Holdings	No. of Warrant Holders	% of Totals Warrant Holders	No. of Warrants Held	% of Total Warrants
Less than 100	209	4.33	9,640	0.00
100 – 1,000	846	17.53	435,565	0.04
1,001 – 10,000	1,318	27.33	6,821,115	0.68
10,001 – 100,000	1,618	33.53	72,941,802	7.31
100,001 to less than 5% of Warrants	832	17.24	735,150,565	73.61
5% and above of Warrants	2	0.04	183,333,333	18.36
Total	**4,825**	**100.00**	**998,692,020**	**100.00**

THIRTY (30) LARGEST WARRANT HOLDERS BASED ON RECORD OF DEPOSITORS

No.	Name of Warrant Holders	No. of Warrants Held	% of Warrants
1.	SAPURA TECHNOLOGY SDN BHD	133,333,333	13.35
2.	AMANAHRAYA TRUSTEES BERHAD AMANAH SAHAM BUMIPUTERA	50,000,000	5.01
3.	CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB FOR JURUDATA SDN BHD (PB)	30,700,000	3.07
4.	REUBENDRA A/L JEGANATHAN	25,000,000	2.50
5.	CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TAY SEANG WAH (MP0471)	24,200,000	2.42
6.	LIM TSUI PHENG	23,030,066	2.31
7.	ALOYSIUS KUMAR A/L A. LYANDER	15,012,600	1.50
8.	RAVI A/L PULLAIYAR	14,600,000	1.46
9.	MOHD AZMI BIN MAHBUB	14,203,900	1.42
10.	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR CHI KAIN SANG	11,840,000	1.19
11.	MAYBANK NOMINEES (TEMPATAN) SDN BHD MAYBANK PRIVATE WEALTH MANAGEMENT FOR SHAHRIL BIN SHAMSUDDIN (12020671) (430412)	11,822,608	1.19
12.	LEONG CHEE LIM	11,413,700	1.14
13.	MD NOR BIN MANSOR	11,300,000	1.13
14.	ANUCIA A/P MUTHUCUMARU	10,400,000	1.04

Analysis of Shareholdings
As at 30 April 2025

No.	Name of Warrant Holders	No. of Warrants Held	% of Warrants
15.	YUDISHTRA A/L M JEGANATHAN	9,375,000	0.94
16.	LIM KOK PENG	8,811,100	0.88
17.	CHU AI MOI	7,900,000	0.79
18.	HAM YEAN MING	7,809,400	0.78
19.	RHB CAPITAL NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR CHI KAIN SANG (LBU)	7,700,000	0.77
20.	CHONG SEE YOONG	7,250,000	0.73
21.	CHOO KWANG WAH	6,500,000	0.65
22.	SHAMSULBAHRIN BIN SALLEH	6,111,500	0.61
23.	CITIGROUP NOMINEES (ASING) SDN BHD EXEMPT AN FOR BANK OF SINGAPORE LIMITED (FOREIGN)	6,031,535	0.60
24.	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LIM KHEK KENG (E-TAI)	5,900,000	0.59
25.	MAYBANK NOMINEES (TEMPATAN) SDN BHD JEYASILAN A/L KARPUDEWAN	5,745,000	0.58
26.	MUHAMMAD SYAFIQ BIN ISHAK	5,597,000	0.56
27.	MAYBANK NOMINEES (TEMPATAN) SDN BHD MOHD ALIM BIN HARON	5,362,300	0.54
28.	MAYBANK NOMINEES (TEMPATAN) SDN BHD LIM SIEW PHAIK	5,250,000	0.53
29.	SJ SEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR MOHAMAD NAIM BIN FATEH MOHAMED (SMT)	5,100,000	0.51
30.	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR KEK CHIN CHAY	5,057,500	0.51
	Total	**492,356,542**	**49.30**

Analysis of Shareholdings
As at 30 April 2025

DIRECTORS' WARRANT HOLDINGS BASED ON REGISTER OF DIRECTORS' WARRANT HOLDINGS

	Direct Interest		Indirect Interest	
Directors	**No. of Warrants Held**	**% of Warrants**	**No. of Warrants Held**	**% of Warrants**
Shahin Farouque Jammal Ahmad	–	–	–	–
Muhammad Zamri Jusoh	–	–	–	–
Dato' Shahriman Shamsuddin	–	–	164,060,506[(1)]	16.43
Datuk Ramlan Abdul Rashid	–	–	–	–
Lim Tiang Siew	–	–	–	–
Dato' Azmi Mohd Ali	–	–	–	–
Lim Fu Yen	10	0.00*	–	–
Datuk Nur Iskandar A Samad	–	–	–	–
Wan Mashitah Wan Abdullah Sani	–	–	–	–

Notes:

* *Negligible*

[(1)] *Deemed interested, pursuant to Section 8(4) of the Companies Act 2016, by virtue of being a substantial shareholder of Sapura Holdings. Sapura Holdings is a substantial shareholder of Sapura Technology Sdn Bhd, Sapura Resources Berhad and Jurudata Sdn Bhd.*

Notice of the Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Fourteenth Annual General Meeting ("14th AGM") of Sapura Energy Berhad ("the Company") will be held physically at Ballroom 1 & 2, First Floor, Sime Darby Convention Centre, 1A, Jalan Bukit Kiara 1, 60000 Kuala Lumpur, Malaysia ("Meeting Venue") on Wednesday, 30 July 2025 at 10.00 a.m. for the purpose of considering and if thought fit, passing with or without modifications the resolutions set out in this notice.

AGENDA

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements of the Company for the financial year ended 31 January 2025 together with the Reports of the Directors and Auditors thereon.

   Please refer to Explanatory Note A

2. To re-elect the following Directors, who retire by rotation pursuant to Article 80 of the Constitution of the Company and, being eligible, offer themselves for re-election:

   (a) Dato' Shahriman Shamsuddin **Ordinary Resolution 1**

   (b) Dato' Azmi Mohd Ali **Ordinary Resolution 2**

   (c) Lim Fu Yen **Ordinary Resolution 3**

   Please refer to Explanatory Note B

3. To re-elect the following Director, who retires pursuant to Article 85 of the Constitution of the Company and, being eligible, offers himself for re-election:

   (a) Muhammad Zamri Jusoh **Ordinary Resolution 4**

   Please refer to Explanatory Note C

4. To approve the payment of Directors' fees and benefits up to an amount of RM3,000,000.00 to the Non-Executive Directors of the Company with effect from 31 July 2025 until the next Annual General Meeting of the Company in 2026. **Ordinary Resolution 5**

   Please refer to Explanatory Note D

5. To re-appoint Ernst & Young PLT as Auditors of the Company until the conclusion of the next Annual General Meeting of the Company and to authorise the Board of Directors to determine their remuneration. **Ordinary Resolution 6**

   Please refer to Explanatory Note E

Notice of the Annual General Meeting

AS SPECIAL BUSINESS

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

6. **Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed New Shareholders' Mandate")** **Ordinary Resolution 7**

"**THAT**, subject to Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company and its subsidiaries ("Group") be and are hereby authorised to enter into the recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.4 of the Circular to Shareholders dated 30 May 2025, **PROVIDED THAT** such transactions are necessary for the Group's day-to-day operations and are in the ordinary course of business of the Group and are carried out at arm's length basis on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company;

THAT such approval shall continue to be in force until:

(i) the conclusion of the next Annual General Meeting of the Company following the general meeting at which this Ordinary Resolution is passed, at which time it shall lapse, unless the authority conferred by this resolution is renewed by an Ordinary Resolution passed at that general meeting;

(ii) the expiration of the period within which the next Annual General Meeting of the Company after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("Act") but shall not extend to such extensions as may be allowed pursuant to Section 340(4) of the Act; or

(iii) it is revoked or varied by a resolution passed by the shareholders of the Company at a general meeting,

whichever is earlier;

AND THAT the Directors of the Company and its subsidiaries be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give effect to the Proposed New Shareholders' Mandate as authorised by this Ordinary Resolution."

Please refer to Explanatory Note F

7. To transact any other business of which due notice shall have been given in accordance with the Act and the Constitution of the Company.

BY ORDER OF THE BOARD

AZMANIRA ARIFF (MAICSA 7070361) (SSM PC No. 202308000848)
CHOONG SIEW MUN (MAICSA 7068632) (SSM PC No. 202008001881)
Company Secretaries

Kuala Lumpur
30 May 2025

Notice of the Annual General Meeting

Notes:

1. Mode of Meeting

The 14th AGM will be conducted in a physical mode, whereby member(s), proxy(ies), corporate representative(s), or attorney(s) are required to attend the meeting in person at the Meeting Venue.

2. Proxy(ies)

A member of the Company shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote at a meeting of the members of the Company, subject to the Constitution of the Company.

A member entitled to attend and vote at the 14th AGM is entitled to appoint up to two (2) proxies to attend and vote on a poll in his stead. A proxy may, but need not be a member of the Company and there is no restriction as to the qualification of the proxy.

Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 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 authorised nominee may appoint in respect of each Omnibus Account it holds.

Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.

An instrument appointing a proxy shall be in writing and in the case of an individual shall be signed by the appointor or by his attorney; and in the case of a corporate member, shall be either under its common seal or signed by its attorney or an officer on behalf of the corporation.

The instrument appointing a proxy must be deposited with the Share Registrar of the Company, Boardroom Share Registrars Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time appointed for the holding of the meeting, i.e., no later than 28 July 2025 at 10.00 a.m. or any adjournment thereof.

Alternatively, the instrument appointing a proxy may be deposited via electronic means through the Share Registrar's website, Boardroom Smart Investor Portal at https://investor.boardroomlimited.com to login and deposit your proxy form electronically or via email to bsr.helpdesk@boardroomlimited.com not less than forty-eight (48) hours before the time appointed for the holding of the meeting, i.e., no later than 28 July 2025 at 10.00 a.m. or any adjournment thereof.

3. Corporate Representatives

As an alternative to the appointment of a proxy, a corporate member may appoint its corporate representative to attend the 14th AGM pursuant to Section 333 of the Act. For this purpose and pursuant to Section 333(5) of the Act, the corporate member shall provide a certificate under its common seal as prima facie evidence of the appointment of the corporate representative.

4. Members Entitled to Attend

For the purpose of determining a member who shall be entitled to attend the 14th AGM in accordance with Article 59(2) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a General Meeting Record of Depositors as at 22 July 2025. Only a depositor whose name appears on the Record of Depositors as at 22 July 2025 shall be entitled to attend the 14th AGM or appoint proxies to attend and/or vote on his/her behalf.

5. Voting

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**"), all resolutions set out in this Notice of the 14th AGM will be put to a vote on a poll.

6. Explanatory Note A

This Agenda is meant for discussion only as under the provisions of Section 340(1)(a) of the Act and the Company's Constitution, the Audited Financial Statements need not be approved by the shareholders and hence, the matter will not be put forward for voting.

7. Explanatory Note B for Ordinary Resolutions 1, 2 and 3

Article 80 of the Company's Constitution expressly states that in every subsequent Annual General Meeting, at least one-third (1/3) of the Directors for the time being or the number nearest to one-third (1/3) shall retire from office provided always that all Directors shall retire from office once at least in each three (3) years and the retiring Directors shall be eligible to seek for re-election thereof.

Pursuant to Article 80, Dato' Shahriman Shamsuddin, Dato' Azmi Mohd Ali and Lim Fu Yen ("**Retiring Directors**") are standing for re-election at the 14th AGM.

For the purpose of determining the eligibility of the Directors to stand for re-election at this 14th AGM, and in line with Malaysian Code on Corporate Governance 2021, the Board Nomination and Remuneration Committee ("**BNRC**") has reviewed and assessed each of the Retiring Directors based on the annual Board assessment and evaluation for FY2025.

Notice of the Annual General Meeting

The BNRC has recommended the re-election of the Retiring Directors based on the following considerations:- (i) their satisfactory performance and having met the Board's expectations in discharging their duties and responsibilities; (ii) their fulfilment of the criteria relating to character, experience, integrity, competence, and time commitment in discharging their roles as Directors of the Company; (iii) the level of independence demonstrated by the Independent Directors; and (iv) their ability to act in the best interest of the Company in decision-making.

Based on its assessment, the BNRC is satisfied that the Retiring Directors have demonstrated commitment and have continued to be diligent and competent in their roles as Directors. The Board has endorsed the BNRC's recommendation for their re-election, subject to the shareholders' approval at this 14th AGM.

The profiles of the Retiring Directors who are standing for re-election are provided on pages 130, 125 and 127 of the Company's Annual Report 2025.

8. Explanatory Note C for Ordinary Resolution 4

Article 85 of the Company's Constitution expressly states that the Directors shall have power at any time, and from time to time, to appoint any person as a Director, either to fill a casual vacancy or as an addition to the existing Directors, but so that the total number of Directors shall not at any time exceed the number fixed in accordance with this Constitution. Any Director so appointed shall hold office only until the next following Annual General Meeting of the Company and shall then 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.

Muhammad Zamri Jusoh who was recently appointed to the Board on 1 February 2025, being eligible, has offered himself for re-election pursuant to Article 85 of the Company's Constitution.

The profile of the Director who is standing for re-election is provided on page 123 of the Company's Annual Report 2025.

9. Explanatory Note D for Ordinary Resolution 5

Pursuant to Section 230(1) of the Act, fees and benefits payable to the Directors of the Company will have to be approved at a general meeting.

The amount of up to RM3,000,000 (2023 and 2024: RM3,000,000) under the proposed Ordinary Resolution 5 comprising Directors' fees and benefits to the Non-Executive Directors of the Company is estimated for the period from 31 July 2025 until the next Annual General Meeting of the Company to be held in 2026.

The Directors' fees have been reduced in the financial year ended 31 January 2016 (10% reduction), financial year ended 31 January 2018 (5% reduction), from the Annual General Meeting held on 30 July 2020 (15% reduction) and the financial year ended 31 January 2022 (50%).

Benefits for the Non-Executive Chairman of the Company include medical and insurance coverage, car allowance, driver, petrol, and other claimable benefits. Benefits for the other Non-Executive Directors comprise medical and insurance coverage as well as other claimable benefits.

Payment of Directors' fees will be made on a monthly basis and/or as and when incurred.

10. Explanatory Note E for Ordinary Resolution 6

The Board Audit Committee and the Board have considered the re-appointment of Ernst & Young PLT as Auditors of the Company following the annual assessment of their suitability and independence, and have collectively agreed that Ernst & Young PLT have satisfied the relevant criteria prescribed under Paragraph 15.21 of the Main Market Listing Requirements of Bursa Securities.

11. Explanatory Note F for Ordinary Resolution 7

The proposed Ordinary Resolution 7, if passed, will empower the Group to enter into recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.4 of the Circular to Shareholders dated 30 May 2025 which are necessary for the Group's day-to-day operations and/or in the ordinary course of business of the Group on normal commercial terms and to facilitate the conduct of the Group's business in a timely manner. Details of the Proposed New Shareholders' Mandate are set out in the Circular to Shareholders dated 30 May 2025 which is circulated together with the Annual Report 2025 of the Company.

Statement Accompanying Notice of Annual General Meeting

Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Securities

INDIVIDUALS STANDING FOR ELECTION AS DIRECTORS AT THE 14TH AGM OF THE COMPANY

There is no individual standing for election as Director other than those Directors seeking re-election.

Details of the Directors standing for re-election are provided in the "Profiles of Board of Directors" on pages 130, 125, 127 and 123 of Annual Report 2025 and in the Notice of the 14th AGM. Their interests in the securities of the Company are disclosed in the "Analysis of Shareholdings" on pages 298 and 301 of Annual Report 2025.

Additional Compliance Information

Pursuant to Paragraph 9.25 of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities")

1. AUDIT AND NON-AUDIT FEES

The amount of audit and non-audit fees paid or payable to the external auditors, Ernst & Young PLT and its affiliated companies for the services rendered to Sapura Energy Berhad ("the Company") and its subsidiaries ("the Group") for the financial year ended 31 January 2025 ("FY2025") are as follows:

	Company RM'000	Group RM'000
Audit Fees (Group) (A)	528	4,626
Non-Audit fees		
a) Tax related:		
• Tax filing	–	335
• Expatriate employees' personal income tax	2	11
b) Review of interim financial statements	771	771
c) Review of Statement on Risk Management and Internal Control	5	5
d) Reporting Accountants for Regularisation Plan	354	354
e) Reporting Accountants for SapuraOMV divestment	–	103
f) Limited assurance review of sustainability statement	113	113
Total (B)	**1,245**	**1,692**
Grand Total (A) + (B)	**1,773**	**6,318**

2. UTILISATION OF PROCEEDS RAISED FROM CORPORATE PROPOSAL

On 22 April 2024, the Company and its wholly-owned subsidiary, Sapura Upstream Assets Sdn Bhd ("SUA") entered into a conditional sale and purchase agreement ("SPA") with TotalEnergies Holdings SAS ("TotalEnergies") to sell its entire 50.00% equity interest in SapuraOMV Upstream Sdn Bhd ("SapuraOMV") to TotalEnergies for total disposal consideration of USD705.3 million (or equivalent to RM3,091.7 million), subject to closing adjustments. This comprises of:

(i) cash consideration of USD530.3 million (or equivalent to RM2,324.6 million); and

(ii) an amount of USD175.0 million (or equivalent to RM767.1 million) for the release of 719,950,000 SapuraOMV Shares previously pledged by SUA to OMV Exploration & Production GmbH ("OMV E&P") on 31 January 2019 as security for a financing facility provided by OMV E&P to SapuraOMV ("SapuraOMV Shares Pledge") in connection with the share subscription and restructuring exercise between the Company, OMV E&P, SapuraOMV and SUA on 31 January 2019.

All the conditions precedent under the SPA have been fulfilled or waived. Accordingly, the completion of the SPA has taken place on the 9 December 2024 in accordance with the terms and conditions of the SPA, the deed of variation and coordination agreement both dated on 9 December 2024. In accordance with the SPA, the Company, SUA and TotalEnergies have mutually agreed on the final total disposal consideration of USD756.9 million (or equivalent to approximately RM3,317.9 million) comprising the cash consideration of USD581.9 million (or equivalent to approximately RM2,550.8 million) and the amount of USD175.0 million (or equivalent to RM767.1 million) for the release of the SapuraOMV shares pledged by SUA to OMV E&P.

The proceeds from disposal of SapuraOMV will be utilised to repay the debt under the Proposed Restructuring Scheme and related expenses related to the divestment.

Additional Compliance Information
Pursuant to Paragraph 9.25 of the MMLR of Bursa Securities

3. MATERIAL CONTRACTS INVOLVING THE INTERESTS OF THE DIRECTORS AND MAJOR SHAREHOLDERS

There were no material contracts entered into by the Company and/or its subsidiaries involving the interests of the Directors and major shareholders during the FY2025 save as disclosed in Note 38(a)(i) to the financial statements as set out on page 239 of this Annual Report.

4. EXECUTIVE SHARE OPTION SCHEME ("ESOS")

(a) Brief details on the total number of options granted, exercised and outstanding since the establishment of the ESOS on 13 December 2018 and up to the FY2025 are set out below:

Description	Number of options	
	Grand Total	Former Executive Director/ PGCEO
Granted as at 31 January 2024	798,954,012	798,954,012
Lapsed as at 31 January 2025	–	–
Exercised	–	–
Outstanding	798,954,012	798,954,012

(b) Pursuant to the Company's ESOS By-Laws, the maximum allowable allocation to the Executive Director and Senior Management is up to 10 percent of the total number of issued ordinary shares of the Company. No share options were granted to the Company's Executive Director and Senior Management during FY2025. The actual share options granted to Executive Director and Senior Management since the commencement of the ESOS up to 31 January 2025 is 50 percent of the maximum allowable allocation after deducting the share options lapsed during FY2025.

(c) As at 31 January 2025, there was no share options granted to Non-Executive Directors as they are not entitled to any options pursuant to the ESOS By-Laws.

(d) Tan Sri Dato' Seri Shahril Shamsuddin, the former Executive Director retired as President & Group Chief Executive Officer ("PGCEO") on 22 March 2021. Thereafter, he was a Non-Executive Director from 23 March 2021 until 30 April 2021. Upon fulfilment of the requirements under the ESOS By-Laws, he continues to be entitled to exercise the share options granted to him whilst he was the PGCEO/Executive Director until the expiry of the ESOS period in December 2025.

Additional Compliance Information

Pursuant to Paragraph 9.25 of the MMLR of Bursa Securities

5. RECURRENT RELATED PARTY TRANSACTIONS

At the Thirteenth Annual General Meeting ("AGM") held on 30 July 2024, the Company obtained a general mandate from its shareholders for recurrent related party transactions of a revenue or trading nature, to be entered into by the Company and/or its subsidiaries set out in the Circular to Shareholders dated 31 May 2024 ("RRPT Mandate"). The RRPT Mandate is valid until the conclusion of the forthcoming Fourteenth AGM of the Company to be held on 30 July 2025.

Pursuant to Paragraph 10.09(2)(b) and Paragraph 3.1.5 of Practice Note 12 of the MMLR, details of the recurrent related party transactions of a revenue or trading nature entered into during FY2025 are as follows:

No.	Transacting Companies in Sapura Energy Berhad Group	Transacting Related Party	Nature of Recurrent Related Transactions	Interested Related Party	Aggregate Value (RM'000)
1.	Sapura Subsea Services Sdn Bhd Sapura Offshore Sdn Bhd Sapura Technology Solutions Sdn Bhd Sapura Geotechnics Sdn Bhd Sapura Nautilus Sdn Bhd Sapura Marine Ventures Sdn Bhd Sapura Engineering (Offshore) Sdn Bhd Sapura 900 Pte Ltd Sapura Fabrication Sdn Bhd Sapura Subsea Corporation	SDISB[4]	Supply of equipment and spare parts and service support for vessels to Sapura Subsea Services Sdn Bhd, Sapura Offshore Sdn Bhd, Sapura Technology Solutions Sdn Bhd, Sapura Geotechnics Sdn Bhd, Sapura Nautilus Sdn Bhd, Sapura Marine Ventures Sdn Bhd, Sapura Engineering (Offshore) Sdn Bhd, Sapura 900 Pte Ltd, Sapura Fabrication Sdn Bhd and Sapura Subsea Corporation	• ASB[1] • Dato' Mohammad Azlan Abdullah[2] • Rohaizad Darus[3] • Shahin Farouque Jammal Ahmad[7]	788
2.	Sapura Fabrication Sdn Bhd	UI(1985)SB[5]	Supply of equipment, spare parts and service support for vessels to Sapura Fabrication Sdn Bhd	• ASB[1] • Dato' Mohammad Azlan Abdullah[2] • Rohaizad Darus[3] • Shahin Farouque Jammal Ahmad[7]	Nil
3.	Sapura Fabrication Sdn Bhd	UIPSSB[5]	Supply of equipment, spare parts and service support for vessels to Sapura Fabrication Sdn Bhd		Nil

Additional Compliance Information
Pursuant to Paragraph 9.25 of the MMLR of Bursa Securities

No.	Transacting Companies in Sapura Energy Berhad Group	Transacting Related Party	Nature of Recurrent Related Transactions	Interested Related Party	Aggregate Value (RM'000)
4.	Sapura Drilling Sdn Bhd Sapura Drilling Berani Ltd Sapura Drilling Esperanza Ltd Sapura Drilling Jaya Ltd Sapura Drilling Labuan Leasing Ltd Sapura Drilling T-10 Ltd (Bermuda) Sapura Drilling T-11 Ltd (Bermuda) Sapura Drilling T-12 Ltd (Bermuda) Sapura Drilling T-17 Ltd (Bermuda) Sapura Drilling T-18 Ltd (Bermuda) Sapura Drilling Asia Sdn Bhd Sapura Drilling Asia Limited Sapura Drilling Asia Limited (Thailand Branch) Sapura Drilling Holdings Limited Sapura Drilling Holdings Limited (Ivory Coast Branch) Sapura Energy Angola, LDA Sapura Drilling Services Sdn Bhd Sapura Drilling (S) Pte Ltd Sapura Drilling (Bermuda) Ltd Sapura Drilling T-10 Ltd (Mauritius) Sapura Drilling T-11 Ltd (Mauritius) Sapura Drilling T-12 Ltd (Mauritius) Sapura Drilling T-17 Ltd (Mauritius) Sapura Drilling T-18 Ltd (Mauritius)	TSL(4)	Supply of equipment, spare parts and service support for Caterpillar main engines, air compressors, Favco cranes and associated spare parts (for maintenance and overhaul)	• ASB(1) • Dato' Mohammad Azlan Abdullah(2) • Rohaizad Darus(3) • Shahin Farouque Jammal Ahmad(7)	2,985

Additional Compliance Information

Pursuant to Paragraph 9.25 of the MMLR of Bursa Securities

No.	Transacting Companies in Sapura Energy Berhad Group	Transacting Related Party	Nature of Recurrent Related Transactions	Interested Related Party	Aggregate Value (RM'000)
5.	Sapura Drilling Sdn Bhd Sapura Drilling Berani Ltd Sapura Drilling Esperanza Ltd Sapura Drilling Jaya Ltd Sapura Drilling Labuan Leasing Ltd Sapura Drilling T-10 Ltd (Bermuda) Sapura Drilling T-11 Ltd (Bermuda) Sapura Drilling T-12 Ltd (Bermuda) Sapura Drilling T-17 Ltd (Bermuda) Sapura Drilling T-18 Ltd (Bermuda) Sapura Drilling Asia Sdn Bhd Sapura Drilling Asia Limited Sapura Drilling Asia Limited (Thailand Branch) Sapura Drilling Holdings Limited Sapura Drilling Holdings Limited (Ivory Coast Branch) Sapura Energy Angola, LDA Sapura Drilling Services Sdn Bhd Sapura Drilling (S) Pte Ltd Sapura Drilling (Bermuda) Ltd Sapura Drilling T-10 Ltd (Mauritius) Sapura Drilling T-11 Ltd (Mauritius) Sapura Drilling T-12 Ltd (Mauritius) Sapura Drilling T-17 Ltd (Mauritius) Sapura Drilling T-18 Ltd (Mauritius)	SDISB[4]	Supply of equipment, spare parts and service support for Caterpillar main engines, air compressors, Favco cranes and associated spare parts (for maintenance and overhaul)	• ASB[1] • Dato' Mohammad Azlan Abdullah[2] • Rohaizad Darus[3] • Shahin Farouque Jammal Ahmad[7]	6,887
6.	Sapura Drilling Services Sdn Bhd Sapura Drilling Asia Sdn Bhd Sapura Energy Berhad	• Sapura Ventures Sdn Bhd • Sapura Resources Berhad • SRB Ventures Sdn Bhd	Rental of venue at Sapura@Mines, event management services and supply of food & beverages	• Dato' Shahriman Shamsuddin[6]	231
	Total				**10,891**

Additional Compliance Information

Pursuant to Paragraph 9.25 of the MMLR of Bursa Securities

Notes:

(1) *AmanahRaya Trustees Berhad – Amanah Saham Bumiputera ("ASB"), a unit trust fund managed by Amanah Saham Nasional Berhad which is a unit trust management company that is a wholly owned subsidiary of Permodalan Nasional Berhad ("PNB"), is deemed a Major Shareholder of the Company, holding an equity interest of 36.97% as at 30 April 2025.*

(2) *Dato' Mohammad Azlan Abdullah is deemed interested by virtue of his directorship in the Company and nominee director of PNB. He was a Director of the Company until his resignation on 31 January 2025.*

(3) *Rohaizad Darus is deemed interested by virtue of his directorship in the Company and nominee director of PNB. He was a Director of the Company until his resignation on 25 March 2024.*

(4) *ASB is deemed interested as it is a Major Shareholder of Tractor Singapore Limited ("TSL"), Sime Darby Industrial Sdn Bhd ("SDISB") and Sime Darby Industrial (B) Sdn Bhd ("SDI(B)SB") by virtue of 35.72% direct equity interest in Sime Darby Berhad, the ultimate holding company of TSL, SDISB and SDI(B)SB as at 30 April 2025.*

(5) *ASB is deemed interested as it is a Major Shareholder of UMW Industries (1985) Sdn Bhd ("UI(1985)SB") and UMW Industrial Power Services Sdn Bhd ("UIPSSB") by virtue of 35.72% direct equity interest in Sime Darby Berhad, the ultimate holding company of UI(1985)SB and UIPSSB as at 30 April 2025.*

(6) *Dato' Shahriman Shamsuddin is deemed interested by virtue of his directorship in the Company and director of Sapura Resources Berhad. He is also a Major Shareholder of the Company.*

(7) *Shahin Farouque Jammal Ahmad is deemed interested by virtue of his directorship in the Company and nominee director of PNB.*

The Company proposes to seek shareholders' approval for the proposed new RRPT Mandate at its forthcoming Fourteenth AGM.

The new RRPT Mandate if approved by the shareholders, will be valid until the conclusion of the next AGM of the Company. Details of the new RRPT Mandate being sought are provided in the Circular to Shareholders dated 30 May 2025.

Administrative Guide

For The Fourteenth Annual General Meeting ("14th AGM")

Sapura Energy Berhad
Registration No: 201101022755 (950894-T)
(Incorporated in Malaysia)

Day, Date	:	Wednesday, 30 July 2025
Time	:	10.00 a.m.
Meeting Venue	:	Ballroom 1 & 2, First Floor, Sime Darby Convention Centre ("SDCC"), 1A, Jalan Bukit Kiara 1, 60000 Kuala Lumpur, Malaysia
Registration Venue	:	Ballroom Foyer, First Floor, SDCC, 1A, Jalan Bukit Kiara 1, 60000 Kuala Lumpur, Malaysia

MODE OF MEETING – PHYSICAL

The 14th AGM of Sapura Energy Berhad ("Company") will be held physically at the Meeting Venue.

SHAREHOLDERS ENTITLED TO PARTICIPATE AND VOTE

Only shareholders whose names appear in the Record of Depositors as at **22 July 2025** shall be eligible to participate and vote at the 14th AGM or appoint proxy(ies) to participate and vote on his or her behalf.

REGISTRATION

- Registration will start at 8.00 a.m. at the Registration Venue and will close upon the announcement by the Chairman of the meeting.
- Please present your original MyKad or passport (for non-citizen) at the registration counter for verification purpose. Only original MyKad or passport will be accepted for the purpose of identity verification. Please ensure that you collect your MyKad or passport thereafter.
- No person will be allowed to register using a MyKad or passport belonging to someone else.
- Upon verification and registration:
  a) attendance will be recorded and an identification wristband will be provided at the registration counter;
  b) a special QR code will be generated for shareholders to scan and access the e-polling system using their own personal devices;
  c) if you are attending the AGM as a shareholder as well as proxy, you will be registered once and will only be given one identification wristband;
  d) shareholders, proxies and corporate representatives will not be allowed to enter the Meeting Venue without wearing the identification wristband; and
  e) there will be no replacement in the event that you lose or misplace the identification wristband.
- After registration, please proceed to the Meeting Venue.
- The registration counter will only handle verification of identity and registration of attendance. If you have any other queries or need clarification on other matters, please proceed to the Help Desk located at the registration area.

VOTING AT MEETING

- Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities"), all resolutions set out in the Notice of 14th AGM will be put to a vote on a poll.
- The voting session will commence from the start of the meeting at 10.00 a.m. on Wednesday, 30 July 2025 until such time when the Chairman announces the end of the voting session.
- Please vote using your own personal devices with the special QR code, which will be generated during registration. As such, all shareholders and proxies attending the 14th AGM are advised to bring their own personal devices in order to vote.
- The resolutions proposed at the 14th AGM and results of the voting will be announced at the 14th AGM and subsequently via an announcement made by the Company through Bursa Securities at www.bursamalaysia.com.

SUBMISSION OF QUESTIONS FOR THE 14TH AGM

Prior to the AGM
Shareholders and proxies may submit questions before the AGM at https://investor.boardroomlimited.com using the user ID and password provided by Boardroom, no later than Monday, 28 July 2025 at 10.00 a.m. To submit your questions, please click "Submit Question" after selecting "SAPURA ENERGY BERHAD 14TH ANNUAL GENERAL MEETING" from the "Meeting Event" dropdown.

During the AGM
Verified shareholders, proxies and corporate representatives will be able to ask questions in person during the 14th AGM. The Chairman or the Board of Directors will endeavour to address any questions received in relation to the AGM.

Administrative Guide
Pursuant to Paragraph 9.25 of the MMLR of Bursa Securities

ANNUAL REPORT AND CIRCULAR TO SHAREHOLDERS

The Annual Report 2025 is available on Bursa Securities' website at www.bursamalaysia.com under the Company Announcements section for Sapura Energy Berhad, and also on the Company's website at www.sapuraenergy.com.

Alternatively, you may scan the QR code printed on the 14th AGM Notification, which was circulated to shareholders on 30 May 2025, to access the Annual Report 2025.

PARKING

- Parking is available at SDCC on a first-come, first-served basis. Please note that the Company will not reimburse any parking costs incurred and will not be responsible for any lost parking tokens.
- The SDCC is easily accessible via major highways, including the Sprint Expressway, Penchala Link, Kerinchi Link, Federal Highway, and the North Klang Valley Expressway.

NO VOUCHERS AND DOOR GIFTS

No vouchers or door gifts will be provided to shareholders, proxies and corporate representatives attending the 14th AGM.

ENQUIRIES

For general administrative enquiries regarding the 14th AGM, please contact the following during office hours:

Boardroom Share Registrars Sdn. Bhd. (our Share Registrars)
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan, Malaysia

Contacts:
BSR Helpdesk: +603 7890 4700
Email: bsr.helpdesk@boardroomlimited.com

Sapura Energy Berhad (our Corporate Office)
Level 4, Menara PNB, 201-A,
Jalan Tun Razak
50400 Kuala Lumpur, Malaysia

Contacts:
General Line: +603 6415 9999
Norain Mohammad Madsom: norain.madsom@sapuraenergy.com
Safwan Salleh: safwan.salleh@sapuraenergy.com

Proxy Form

Sapura Energy Berhad
Registration No: 201101022755 (950894-T)
(Incorporated in Malaysia)

CDS Account No.		
Total number of ordinary shares held		

I/We ____
(Full Name as per NRIC/Passport/Certificate of Incorporation in Capital Letters)

NRIC No./Passport No./Certificate of Incorporation No. ____________________

of ____
(Full Address)

being a Member of SAPURA ENERGY BERHAD, do hereby appoint ____________________

Full Name (in block letters)	NRIC No./Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Tel No.:	Email address:		

and/or (delete as appropriate)

Full Name (in block letters)	NRIC No./Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Tel No.:	Email address:		

or failing him/her, the CHAIRMAN OF THE MEETING, as my/our proxy to vote for me/us and on my/our behalf at the Fourteenth Annual General Meeting ("14th AGM") of Sapura Energy Berhad ("the Company") that will be held at Ballroom 1 & 2, First Floor, Sime Darby Convention Centre, 1A, Jalan Bukit Kiara 1, Bukit Kiara, 60000 Kuala Lumpur, Malaysia on Wednesday, 30 July 2025 at 10.00 a.m. or at any adjournment thereof.

Please indicate with an "X" in the space provided below how you wish your vote to be cast. If no specific direction as to voting is given, the Proxy will vote or abstain from voting at his/her discretion.

RESOLUTIONS		FOR	AGAINST
ORDINARY RESOLUTION 1	Re-election of Dato' Shahriman Shamsuddin as Director of the Company.		
ORDINARY RESOLUTION 2	Re-election of Dato' Azmi Mohd Ali as Director of the Company.		
ORDINARY RESOLUTION 3	Re-election of Lim Fu Yen as Director of the Company.		
ORDINARY RESOLUTION 4	Re-election of Muhammad Zamri Jusoh as Director of the Company.		
ORDINARY RESOLUTION 5	Payment of Directors' fees and benefits up to an amount of RM3,000,000.00 to the Non-Executive Directors of the Company with effect from 31 July 2025 until the next Annual General Meeting of the Company in 2026.		
ORDINARY RESOLUTION 6	Re-appointment of Ernst & Young PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Board of Directors to determine their remuneration.		
ORDINARY RESOLUTION 7	Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.		

____
Signature/Common Seal of Shareholder

Dated this ______ day of ________________ 2025

Notes:

(1) A member of the Company shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote at a meeting of the members of the Company, subject to the Constitution of the Company.

(2) A member entitled to attend and vote at the 14th AGM is entitled to appoint up to two (2) proxies to attend and vote on a poll in his/her stead. A proxy may, but need not be a member of the Company and there is no restriction as to the qualification of the proxy.

(3) Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 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 authorised nominee may appoint in respect of each Omnibus Account it holds.

(4) Where a member appoints two (2) proxies, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.

(5) An instrument appointing a proxy shall be in writing and in the case of an individual shall be signed by the appointor or by his/her attorney; and in the case of a corporate member, shall be either under its common seal or signed by its attorney or an officer on behalf of the corporation.

The instrument appointing a proxy must be deposited with the Share Registrar of the Company, Boardroom Share Registrars Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia, not less than forty-eight (48) hours before the time appointed for the holding of the meeting, i.e., no later than 28 July 2025 at 10.00 a.m. or any adjournment thereof.

Alternatively, the instrument appointing a proxy may be deposited via electronic means through the Share Registrar's website, Boardroom Smart Investor Portal at https://investor.boardroomlimited.com to login and deposit your proxy form electronically or via email to bsr.helpdesk@boardroomlimited.com not less than forty-eight (48) hours before the time appointed for the holding of the meeting, i.e., no later than 28 July 2025 at 10.00 a.m. or any adjournment thereof.

(6) Pursuant to Paragraph 8.29A(1) of Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice of the 14th AGM will be put to vote on a poll.

(7) By submitting the duly executed proxy form, the member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010 for the purpose of this Annual General Meeting and any adjournment thereof.

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AFFIX STAMP

Share Registrar for **Sapura Energy Berhad**

Registration No: 201101022755 (950894-T) (Incorporated in Malaysia)

Boardroom Share Registrars Sdn Bhd
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan, Malaysia

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