



SUNWAY LAGOON

CLUB BERHAD

198901008175 (185477 - W)

ANNUAL REPORT
2024

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Representing Class 'A' Shareholder (Sunway City Sdn Bhd)

Dato' Tan Kia Loke
Goh Hai Thun @ Ng Hai Thun
Kelly Leong Wai Keong
Fong Foo Tat
Tan Siew Hin

Representing Class 'B' Shareholders

Poh Siau Jane
Bernard Anand A/L Paul
Heng Swee Lian
Tan Chuan Yong
Ong Sin Moy

CLUB MANAGER

Nina Chua Siok Pin

COMPANY SECRETARIES

Tan Kim Aun
(SSM PC No. 202008001249)
(MAICSA 7002988)
Chin Lee Chin
(SSM PC No. 202008001355)
(MAICSA 7012347)
Ong Mei Naar
(SSM PC No. 202008001510)
(MAICSA 7040490)

REGISTERED OFFICE

Level 16, Menara Sunway
Jalan Lagoon Timur, Bandar Sunway
47500 Subang Jaya
Selangor Darul Ehsan
Tel no. : (603) 5639 8889
Fax no. : (603) 5639 9507

SHARE REGISTRAR

Sunway Management Sdn Bhd
Registration No. 197901006377 (50661-X)
Level 16, Menara Sunway
Jalan Lagoon Timur, Bandar Sunway
47500 Subang Jaya
Selangor Darul Ehsan
Tel no. : (603) 5639 8889
Fax no. : (603) 5639 9507

ADDRESS OF THE CLUB

No. 3, Jalan Lagoon Timur
Bandar Sunway
47500 Subang Jaya
Selangor Darul Ehsan
Tel no. : (603) 5639 8600
Fax no. : (603) 5639 9588

AUDITORS

Messrs BDO PLT
Chartered Accountants

PRINCIPAL BANKERS

HSBC Bank Malaysia Berhad
Malayan Banking Berhad

CHAIRMAN'S STATEMENT



Dear Members of the Club,

I would like to extend my warmest greetings and heartfelt appreciation to each and every one of you for your continued support and commitment to Sunway Lagoon Club. This year has been one of both challenges and achievements, and we are proud of how we have come together as a community.

Financial Performance and Operation

For Year 2024, the Club reported a loss after tax of RM939,770. This is mainly due to accounting adjustments made for the non-cash items under MFRS 16 and depreciation of its assets amounting to RM1,276,574.

Operationally, we will continue to maintain the Club's facilities and services to meet the evolving needs of the Club's members. We prioritize the efficient management of the Club's facilities to maximize their utilization and revenue-generating potential. This includes implementing cost-effective maintenance practices and exploring ways to monetize the Club's facilities through events and partnerships, provision of services such as sport classes, and rental income from the vending machines placed in the Club.

As planned, we will continue to effectively manage and maintain the operation of the Club to stay well within our financial means. Our focus remains on ensuring the sustainability of the Club. We will prioritize essential maintenance, optimize resource allocation, and explore cost-effective initiatives that align with the Club's values and vision.

In year 2024, the Club has successfully hosted a series of interclub friendly games, which promoted sportsmanship and strengthened bonds amongst the members of the Club and external clubs. In addition, the Club's Management has arranged several activities for children which were well received. This contributed to a wholesome and inclusive environment for families in the Club.

The year ahead

Looking ahead to the new year, we are filled with optimism and determination. With your continued involvement and enthusiasm, we will strive to build on our strengths, overcome challenges, and make 2025 a vibrant and fulfilling year for our members.

Thank you once again for your unwavering support and I wish you and your loved ones a joyful, healthy, and fruitful year.

Yours sincerely

Dato' Tan Kia Loke

Chairman

28 May 2025

SUNWAY

SUNWAY LAGOON CLUB BERHAD

198901008175 (185477-W)

FINANCIAL HIGHLIGHTS

	FINANCIAL YEAR ENDED		
	2024	2023	2022
	RM'000	RM'000	RM'000
OPERATING RESULTS			
Revenue	3,249	3,278	3,227
(Loss)/Profit before tax	(838)	(1,037)	931
Income tax expense	(102)	(113)	(131)
(Loss)/Profit net of tax	(940)	(1,150)	800
KEY BALANCE SHEET DATA			
Property, plant and equipment	7,982	10,225	6,967
Trade receivables	60	73	388
Other current assets	5,615	5,130	4,343
Total assets	13,657	15,428	11,698
Non-current liabilities	(3,604)	(4,716)	-
Current liabilities	(4,308)	(4,028)	(3,864)
Total liabilities	(7,912)	(8,744)	(3,864)
Net assets	5,745	6,684	7,834
Share capital	16,650	16,650	16,650
Accumulated losses	(10,905)	(9,966)	(8,816)
Total equity	5,745	6,684	7,834
FINANCIAL RATIOS			
(Loss)/Profit before tax margin (%)	(26)	(32)	29
Basic earnings per share (RM)	(39)	(48)	33
Return on equity (ROE) (%)	(16)	(17)	10
Net assets per share (RM)	239	278	326

KEY FINANCIAL HIGHLIGHTS FOR YEAR 2024

For Year 2024, the Club reported a loss after tax of RM939,770. This is mainly due to accounting adjustments made for the non-cash items under MFRS 16 and depreciation of its assets amounting to RM1,276,574.

NOTICE OF 36TH ANNUAL GENERAL MEETING

To: Class 'A' and Class 'B' Shareholders of Sunway Lagoon Club Berhad ("the Company")

NOTICE IS HEREBY GIVEN THAT the 36th Annual General Meeting of the Company will be held at the Poolside Cove, Sunway Lagoon Club, No. 3, Jalan Lagoon Timur, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan on **Friday, 20 June 2025** at **6.00 p.m.** for the following purposes:-

AS ORDINARY BUSINESS

1. To confirm minutes of the 35th Annual General Meeting held on 21 June 2024.
2. To discuss matters arising from the minutes of previous meeting.
3. To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Directors' and Auditors' Reports thereon.
(Please refer to Explanatory Note No. 1)
4. To re-elect the following Class 'A' Directors:-
 - (a) Mr Fong Foo Tat who retires by rotation pursuant to Clause 80(1) of the Company's Constitution and being eligible, offers himself for re-election. (Ordinary Resolution 1)
 - (b) Ms Tan Siew Hin who retires by rotation pursuant to Clause 80(1) of the Company's Constitution and being eligible, offers herself for re-election. (Ordinary Resolution 2)
5. To re-elect the following Class 'B' Directors retiring pursuant to Clause 80(2) of the Company's Constitution [The following Directors have been recommended by the Board of Directors for re-election]:-
 - (a) Ms Poh Siau Jane (Ordinary Resolution 3)
 - (b) Mr Bernard Anand A/L Paul (Ordinary Resolution 4)
 - (c) Ms Heng Swee Lian (Ordinary Resolution 5)
 - (d) Mr Tan Chuan Yong (Ordinary Resolution 6)
 - (e) Ms Ong Sin Moy. (Ordinary Resolution 7)
6. To re-appoint Messrs BDO PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. (Ordinary Resolution 8)

BY ORDER OF THE BOARD

TAN KIM AUN (SSM PC No. 202008001249) (MAICSA 7002988)
CHIN LEE CHIN (SSM PC No. 202008001355) (MAICSA 7012347)
ONG MEI NAAR (SSM PC No. 202008001510) (MAICSA 7040490)
Company Secretaries

Bandar Sunway
28 May 2025

NOTICE OF 36TH ANNUAL GENERAL MEETING

NOTES:

1. A Member of the Company who is entitled to attend and vote at the meeting, is entitled to appoint a proxy or proxies to attend and vote instead of him/her. A proxy may but need not be a Member of the Company. If a Member is a corporation, it may appoint its representative as a proxy to attend and vote at the general meetings of the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
3. If a Member appoints 2 or more proxies, the Member shall specify the proportion of his/her shareholding to be represented by each proxy.
4. To be valid, the Proxy Form must be completed and deposited at the Registered Office of the Company at Level 16, Menara Sunway, Jalan Lagoon Timur, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan not less than 48 hours before the meeting or adjourned meeting.

EXPLANATORY NOTES ON ORDINARY BUSINESS

To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Directors' and Auditors' Reports thereon.

1. The Audited Financial Statements are for discussion only as they do not require shareholders' approval pursuant to the provisions of Section 340(1) of the Companies Act 2016. As such, this agenda will not be put for voting.

PERSONAL DATA NOTICE

The Personal Data Protection Act 2010 ("**Act**") which regulates the processing of personal data in commercial transactions, applies to Sunway Management Sdn Bhd, the Share Registrar of Sunway Lagoon Club Berhad.

The personal data processed by Sunway Management Sdn Bhd may include your name, contact details, mailing address and any other personal data derived from any documentation.

Sunway Management Sdn Bhd may use or disclose your personal data to any person engaged for the purposes of issuing the above notice of meeting and convening the meeting.

Subject to the requirements under the Act, if you would like to make any enquiries on your personal data, please contact us at:

Address : Sunway Management Sdn Bhd
Level 16, Menara Sunway
Jalan Lagoon Timur, Bandar Sunway
47500 Subang Jaya, Selangor Darul Ehsan
Tel No : (603) 5639 8889 Fax No: (603) 5639 9507

SUNWAY LAGOON CLUB BERHAD

Registration No. 198901008175 (185477-W)
(Incorporated in Malaysia)

MINUTES OF THE 35TH ANNUAL GENERAL MEETING OF SUNWAY LAGOON CLUB BERHAD ("THE COMPANY" OR "THE CLUB") HELD AT THE POOLSIDE COVE, SUNWAY LAGOON CLUB, NO. 3, JALAN LAGOON TIMUR, BANDAR SUNWAY, 47500 SUBANG JAYA, SELANGOR DARUL EHSAN ON FRIDAY, 21 JUNE 2024 AT 6.00 P.M.

PRESENT : **Class 'A' Board of Directors:**
Dato' Tan Kia Loke (*Chairman*)
Mr Goh Hai Thun @ Ng Hai Thun
Mr Kelly Leong Wai Keong
Ms Irene Tan Siew Hin
Mr Fong Foo Tat

Class 'B' Board of Directors:
Mr Bernard Anand A/L Paul
Mr Matthew Goh Geok Chuan
Ms Poh Siau Jane
Mr Tan Chuan Yong

ABSENT WITH APOLOGY : Ms Ong Sin Moy

**MEMBERS/PROXIES/
GUESTS** : As per Attendance Lists

IN ATTENDANCE : Ms Chin Lee Chin (*Company Secretary*)

OPENING ADDRESS

Dato' Tan Kia Loke ("**Dato' Chairman**") called the Meeting to order at 6.00 p.m. and welcomed all members present as well as the representative from Messrs BDO PLT, the external auditors. He then made a brief introduction of the Class 'A' and 'B' Directors and extended the apology of Ms Ong Sin Moy who was not able to attend the Meeting as she was overseas.

CONFIRMATION OF QUORUM

Upon enquiry from Dato' Chairman, the Secretary explained that pursuant to the Company's Constitution, two members present in person or by proxy shall form a quorum. She then confirmed that there was sufficient quorum for the Meeting.

CONFIRMATION OF PROXIES

Upon enquiry from Dato' Chairman, the Secretary reported that a total of 20,000 Class 'A' shares and 758 Class 'B' shares were represented by proxies.

CONFIRMATION OF NOTICE SENT

Upon enquiry from Dato' Chairman, the Secretary confirmed that the notice convening the Meeting had been duly sent to all members and was displayed on the members' notice board as well as uploaded onto the Club's website.

Dato' Chairman declared that the notice of the Meeting which had been sent to all members within the prescribed period, be taken as read.

1. CONFIRMATION OF MINUTES OF 34TH ANNUAL GENERAL MEETING HELD ON 23 JUNE 2023

The minutes of the 34th Annual General Meeting held on 23 June 2023 which was contained in the Annual Report 2023, was tabled at the Meeting for confirmation by the members present.

After having obtained the members' agreement, the minutes of the 34th Annual General Meeting held on 23 June 2023 was confirmed and subsequently signed by Dato' Chairman as a true and correct record of the proceedings thereat.

2. MATTERS ARISING FROM THE MINUTES OF PREVIOUS MEETING

As there were no questions raised from the members, Dato' Chairman proceeded to the next agenda.

3. AUDITED FINANCIAL STATEMENTS, DIRECTORS' AND AUDITORS' REPORTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2023

The Audited Financial Statements for the financial year ended 31 December 2023 together with the Directors' and Auditors' Reports thereon were tabled to the members for discussion.

Mr Alan Fung Kam Foo ("**Mr Alan Fung**") sought clarification on the following items disclosed in the Statement of Financial Position as at 31 December 2023 as compared with the previous year:

- Property, Plant and Equipment ("**PPE**") had increased from RM6.97 million to RM10.22 million.
- Trade receivables had decreased from RM387,686 to RM73,267.
- Lease liabilities under non-current liability had increased substantially by RM4.72 million.

Ms Irene Tan Siew Hin ("**Ms Irene Tan**") explained that the increase in the lease liabilities under non-current liability was due to the Malaysian Financial Reporting Standards (MFRS) adjustments following the Club's lease extension for another 5 years in the previous year.

In view of the lease extension, Mr Wong Wen Pin from Messrs BDO PLT, clarified that pursuant to the accounting standards, the Company had recognised the present value of the future lease payments over the 5 years' tenure, as the measurement of the carrying amount of the lease liability under non-current liability. The corresponding right-of-use asset of the lease liability of the same amount was presented as PPE, resulting in a higher PPE amount in 2023.

Ms Irene Tan further informed that the decrease in trade receivables was mainly due to repayments of outstanding arrears owing to the Club by some members. In addition, there were also timing differences in payments whereby some of the members' outstanding subscription fees for year 2022 were paid in 2023.

As a pioneer member of the Club, Mr Alan Fung expressed his appreciation on the extension of the Club's lease. He then enquired on the future plans for the Club after the expiry of its lease tenure in 2028. He requested the Board to provide clarity on this matter soonest possible. He hoped that the Club could consider either to make some form of repayment to the pioneer members for their investment in the Club or make available other facilities for them to use, if possible.

Dato' Chairman informed that since the lease had only been renewed since 15 July 2023, the Board was not in the position to provide any update at the present moment. The Board could probably revert to the members nearer to the expiry of the lease term when the situation became more certain. He also pointed out that the Club's members had bought their share memberships with the knowledge that the Club had a 30-year lease term. Fortunately, it was extended for another 5 years.

Mr Narasingam A/L Arumugam ("**Mr Narasingam**") who was also a pioneer member, concurred with Mr Alan Fung. Mr Narasingam informed that he had been paying the monthly subscription fees diligently even though it was difficult for him to patron the Club for its facilities due to bad traffic congestion.

The Board took note of the comments made.

**4. ORDINARY RESOLUTION NOS. 1 AND 2
- RE-ELECTION OF CLASS 'A' DIRECTORS**

Dato' Chairman informed that the Class 'A' Directors namely Mr Goh Hai Thun @ Ng Hai Thun ("**Mr Goh**") and himself were retiring by rotation in accordance with Clauses 80(1) and 86 of the Company's Constitution respectively and being eligible, had offered themselves for re-election.

(a) Ordinary Resolution 1

On the motion duly proposed by Mr Raymond Lim Leng Yaw and seconded by Mr Gregory Francis A/L I. Kulandasamy ("**Mr Gregory Francis**"), the members RESOLVED THAT Mr Goh Hai Thun @ Ng Hai Thun be hereby re-elected as Class 'A' Director of the Company.

(b) Ordinary Resolution 2

Dato' Chairman handed over the chairmanship to Mr Goh to preside over Ordinary Resolution 2 since he was an interested party.

On the motion duly proposed by Mr Loh Pak Lin and seconded by Mr Gregory Francis, the members RESOLVED THAT Dato' Tan Kia Loke be hereby re-elected as a Class 'A' Director of the Company.

Mr Goh then handed back the chairmanship to Dato' Chairman.

5. ORDINARY RESOLUTIONS NO. 3 TO 7
- RE-ELECTION OF CLASS 'B' DIRECTORS

Dato' Chairman informed that the Class 'B' Directors namely Ms Poh Siau Jane, Mr Bernard Anand A/L Paul, Mr Goh Geok Chuan, Mr Tan Chuan Yong and Ms Ong Sin Moy had been recommended by the Board of Directors for re-election pursuant to Clause 80(2) of the Company's Constitution.

At the proposal of Dato' Chairman, all the members present unanimously consented that the motion for the re-election of the Class 'B' Directors be carried out concurrently by a single resolution.

On the motion duly proposed by Ms Yip Fong Meng and seconded by Ms Ong Mei Naar, the members RESOLVED THAT Ms Poh Siau Jane, Mr Bernard Anand A/L Paul, Mr Goh Geok Chuan, Mr Tan Chuan Yong and Ms Ong Sin Moy be hereby re-elected as Class 'B' Directors of the Company.

6. ORDINARY RESOLUTION NO. 8
- RE-APPOINTMENT OF MESSRS BDO PLT AS AUDITORS

On the motion duly proposed by Ms Ong Mei Naar and seconded by Ms Yip Fong Meng, the members RESOLVED THAT Messrs BDO PLT, having indicated their willingness to continue in office, be hereby re-appointed as Auditors of the Company for the ensuing year until the next Annual General Meeting at a remuneration to be fixed by the Directors.

Dato' Chairman informed that all the agenda for the Meeting had been completed and declared the Meeting closed. He then thanked the attendees for attending the Meeting.

CONCLUSION

The Meeting concluded at 6.19 p.m. with a vote of thanks to the Chair.

Confirmed as a true and correct record of the proceedings thereof:-

.....
CHAIRMAN

Dated this:



SUNWAY LAGOON CLUB BERHAD

REGISTRATION NO. 198901008175 (185477-W)

PROXY FORM 36TH ANNUAL GENERAL MEETING

Registered Office:
Level 16, Menara Sunway, Jalan Lagoon Timur, Bandar Sunway,
47500 Subang Jaya, Selangor Darul Ehsan, Malaysia
Tel No: 03-56398850/8774 Fax No: 03-56399507

I/We (Full Name) *NRIC/Passport/Company No.
Membership No. **(see Note 6)** of
..... being a *Class 'A'/Class 'B' Shareholder of **SUNWAY LAGOON CLUB BERHAD** hereby
appoint *NRIC No./Passport No. *Membership No.
(see Note 6)..... or failing him/her, the Chairman of the Meeting as my/our proxy to attend and vote for
me/us on my/our behalf at the 36th Annual General Meeting of the Company to be held at the Poolside Cove,
Sunway Lagoon Club, No. 3, Jalan Lagoon Timur, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan on
Friday, 20 June 2025 at 6.00 p.m. and at any adjournment thereof.

*** Strike out whichever is not applicable**

(Please indicate with an "X" in the space below how you wish your votes to be cast. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting on the resolutions at his/her/their discretion.)

NO.	ORDINARY RESOLUTIONS	FOR	AGAINST
	To-elect Class 'A' Directors:		
1.	Fong Foo Tat		
2.	Tan Siew Hin		
	To-elect Class 'B' Directors:		
3.	Poh Siau Jane		
4.	Bernard Anand A/L Paul		
5.	Heng Swee Lian		
6.	Tan Chuan Yong		
7.	Ong Sin Moy		
8.	To re-appoint Messrs BDO PLT as Auditors and to authorise the Directors to fix their remuneration		

Dated this day of 2025

Class 'A'

Class 'B'

No. of Share(s) held

Signature of Member

NOTES:

1. A Member of the Company who is entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote instead of him/her. A proxy may but need not be a Member of the Company. If a Member is a corporation, it may appoint its representative as a proxy to attend and vote at the general meetings of the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
3. If a Member appoints 2 or more proxies, the Member shall specify the proportion of his/her shareholding to be represented by each proxy.
4. To be valid, the Proxy Form must be completed and deposited at the Registered Office of the Company at Level 16, Menara Sunway, Jalan Lagoon Timur, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan not less than 48 hours before the meeting or adjourned meeting.
5. The definition of 'Member' in this context shall mean every natural person or corporation who is a registered shareholder of the Company as provided under the Company's Constitution.
6. This is your Membership number with Sunway Lagoon Club. Please leave this blank if you have nominated someone else to use the facilities of the Club.

Please fold here



THE SHARE REGISTRAR
SUNWAY LAGOON CLUB BERHAD
REGISTRATION NO. 198901008175 (185477-W)
LEVEL 16, MENARA SUNWAY
JALAN LAGOON TIMUR
BANDAR SUNWAY
47500 SUBANG JAYA
SELANGOR DARUL EHSAN
MALAYSIA

Please fold here

If you have changed your address, please fill in the details below and return to the above address.

Name:

.....

Address:

.....

.....

SUNWAY LAGOON CLUB BERHAD

198901008175 (185477-W)



No. 3, Jalan Lagoon Timur, Bandar Sunway
47500 Subang Jaya, Selangor Darul Ehsan



Tel : (603) 5639 8600



Fax : (603) 5639 9588



Website : <https://www.sunwaylagoonclub.com/>



SUNWAY LAGOON CLUB BERHAD
Registration No. 198901008175 (185477-W)
(Incorporated in Malaysia)

DIRECTORS' REPORT AND AUDITED FINANCIAL STATEMENTS
31 DECEMBER 2024

Registration No.
198901008175 (185477-W)

Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

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Registration No.
198901008175 (185477-W)

Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

Directors' report

The Directors hereby present their report together with the audited financial statements of the Company for the financial year ended 31 December 2024.

Principal activities

The principal activities of the Company are the operation of a recreational club and the establishment, maintenance and provision of recreational facilities. There have been no significant changes in the nature of these principal activities during the financial year.

Results

	RM
Loss for the financial year	<u>939,770</u>

Dividend

No dividend has been paid, declared or proposed by the Company since the end of the previous financial year. The Board of Directors does not recommend any payment of dividend in respect of the financial year ended 31 December 2024.

Reserves and provisions

There were no material transfers to or from reserves or provisions during the financial year.

Directors

The Directors who have held office during the financial year and up to the date of this report are as follows:

Representing Class A

Dato' Tan Kia Loke
Goh Hai Thun @ Ng Hai Thun
Kelly Leong Wai Keong
Fong Foo Tat
Tan Siew Hin

Registration No.
198901008175 (185477-W)

Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

Directors (contd.)

The Directors who have held office during the financial year and up to the date of this report are as follows:
(contd.)

Representing Class B

Poh Siau Jane
Bernard Anand A/L Paul
Tan Chuan Yong
Ong Sin Moy
Heng Swee Lian (Appointed on 7 March 2025)
Goh Geok Chuan (Resigned on 7 March 2025)

Directors' benefits

Neither at the end of the financial year, nor at any time during that 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, other than as may arise from warrants and irredeemable convertible preference shares issued by Sunway Berhad.

Since the end of the previous financial year, no Director has received or become entitled to receive any benefit 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 other than the remunerations received by certain Directors as Directors or Executives of the related corporations.

Directors' interests

According to the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act 2016 in Malaysia, the interests of Directors in office at the end of the financial year in shares and warrants in the Company and its related corporations during the financial year were as follows:

	Number of ordinary shares			
	As at 1.1.2024	Acquired	Sold	As at 31.12.2024
The Company				
Holding registered in the name of Director:				
Class B Share				
Goh Hai Thun @ Ng Hai Thun	1	-	-	1

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Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

Directors' interests (contd.)

	Number of ordinary shares					As at 31.12.2024
	As at 1.1.2024	Allotment pursuant to DRS ^	Acquired	Converted	Sold	
Intermediate holding company Sunway Berhad						
Direct interests:						
Dato' Tan Kia Loke	10,249,680	142,800	-	2,593,290 ^{#+}	-	12,985,770
Goh Hai Thun @ Ng Hai Thun	448,617	6,200	-	49,151 ⁺	(30,000)	473,968
Fong Foo Tat	303	-	-	-	-	303
Tan Siew Hin	-	-	-	5,700 ⁺	-	5,700
Poh Siau Jane	16,934	100	-	16,500 ^{#+}	(16,034)	17,500
Goh Geok Chuan	51	-	-	-	-	51
Tan Chuan Yong	-	-	8,000	-	-	8,000
Ong Sin Moy	151,100	2,100	-	15,000 ⁺	(53,200)	115,000

	Number of irredeemable convertible preference shares				As at 31.12.2024
	As at 1.1.2024	Acquired	Sold	Converted ⁺	
Intermediate holding company					
Sunway Berhad					
Direct interests:					
Dato' Tan Kia Loke	2,445,931	-	-	(1,222,965)	1,222,966
Goh Hai Thun @ Ng Hai Thun	98,303	-	-	(49,151)	49,152
Tan Siew Hin	11,300	100	-	(5,700)	5,700
Poh Siau Jane	28,280	-	(9,280)	(9,500)	9,500
Ong Sin Moy	30,000	-	-	(15,000)	15,000

Registration No.
198901008175 (185477-W)

Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

Directors' interests (contd.)

	Number of ordinary shares			As at 31.12.2024
	As at 1.1.2024	Acquired	Sold	
Related company				
Sunway Construction Group Berhad				
Direct interests:				
Goh Hai Thun @ Ng Hai Thun	21,290	-	(5,000)	16,290
Tan Siew Hin	80	-	-	80
Poh Siau Jane	1,000	-	-	1,000
Goh Geok Chuan	92	-	-	92
Tan Chuan Yong	3,300	4,500	(2,000)	5,800
Ong Sin Moy	19,756	-	(19,700)	56

	Number of warrants 2017/2024				As at 31.12.2024
	As at 1.1.2024	Sold	Converted [^]	Lapsed [#]	

Intermediate holding company
Sunway Berhad

Direct interests:					
Dato' Tan Kia Loke	1,370,325	-	(1,370,325)	-	-
Goh Hai Thun @ Ng Hai Thun	65,840	(65,840)	-	-	-
Fong Foo Tat	70	(70)	-	-	-
Poh Siau Jane	11,159	(4,159)	(7,000)	-	-
Goh Geok Chuan	6	-	-	(6)	-

[^] Allotment of ordinary shares pursuant to the dividend reinvestment scheme ("DRS") applicable to the second interim dividend for the financial year ended 31 December 2023 on 18 April 2024.

^{*} Conversion of warrants 2017/2024 of Sunway Berhad ("Warrants") into ordinary shares during the year.

⁺ Conversion of irredeemable convertible preference shares pursuant to mandatory conversion of 50% of all outstanding irredeemable convertible preference shares into new ordinary shares of Sunway Berhad.

[#] Warrants lapsed on 3 October 2024.

The other Directors in office at the end of the financial year did not have any interests in ordinary shares, irredeemable convertible preference shares and warrants in the Company or its related corporations during the financial year.

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Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

Directors' remuneration

There was no remuneration paid or payable to any Directors of the Company during the financial year.

Indemnity and insurance for officers and auditors

No indemnity was given to any Director or officer of the Company during the financial year. The corporate liability insurance was however effected for all the Directors and officers of Sunway Berhad and its subsidiaries. The cost of such insurance thereon is disclosed in the Directors' Report of Sunway Berhad.

There were no indemnity given to or insurance effected for the auditors of the Company during the financial year.

Issue of shares and debentures

The Company did not issue any new shares or debentures during the financial year.

Options granted over unissued shares

No options were granted to any person to take up unissued ordinary shares of the Company during the financial year.

Other statutory information

(I) As at the end of the financial year

- (a) Before the financial statements 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 doubtful debts and had satisfied themselves that there were no known bad debts to be written off and that adequate allowance had been made for doubtful debts; and
 - (ii) to ensure that any current assets other than debts, which were unlikely to realise their book values in the ordinary course of business had been written down to their estimated realisable values.
- (b) In the opinion of the Directors, the results of operations of the Company during the financial year have not been substantially affected by any item, transaction or event of a material and unusual nature.

Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

Other statutory information (contd.)

(II) From the end of the financial year to the date of this report

(c) The Directors are not aware of any circumstances:

- (i) which would necessitate the writing off of bad debts or render the amount of the allowance for doubtful debts in the financial statements of the Company inadequate to any material extent;
- (ii) which would render the values attributed to current assets in the financial statements of the Company misleading; and
- (iii) which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Company misleading or inappropriate.

(d) In the opinion of the Directors:

- (i) there has not arisen any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Company for the financial year in which this report is made; and
- (ii) no contingent or other liability has become enforceable, or is likely to become enforceable, within the period of twelve (12) months after the end of the financial year which would or may affect the ability of the Company to meet its obligations as and when they fall due.

(III) As at the date of this report

- (e) There are no charges on the assets of the Company which have arisen since the end of the financial year to secure the liabilities of any other person.
- (f) There are no contingent liabilities of the Company which have arisen since the end of the financial year.
- (g) The Directors are not aware of any circumstances not otherwise dealt with in the report or financial statements which would render any amount stated in the financial statements of the Company misleading.

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Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

Holding companies

The Directors of the Company regard Sungei Way Corporation Sdn. Bhd. and Active Equity Sdn. Bhd., both companies incorporated in Malaysia, as its penultimate and ultimate holding companies respectively as Sungei Way Corporation Sdn. Bhd. and Active Equity Sdn. Bhd. continue to have control over Sunway Berhad and its subsidiaries within the definition of "control" as set out in Malaysian Financial Reporting Standard 10 "Consolidated Financial Statements", although their total shareholdings in Sunway Berhad was 48.50% as of 31 December 2024.

The immediate, intermediate, penultimate and ultimate holding companies are Sunway City Sdn. Bhd., Sunway Berhad, Sungei Way Corporation Sdn. Bhd. and Active Equity Sdn. Bhd. respectively, all of which are incorporated in Malaysia.

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Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

Auditors

The auditors, BDO PLT (201906000013 (LLP0018825-LCA) & AF 0206), have expressed their willingness to continue in office.

Auditor's remuneration of the Company for the financial year ended 31 December 2024 amounted to RM9,970.

Signed on behalf of the Board in accordance with a resolution of the Directors dated 28 March 2025.



Dato' Tan Kia Loke



Goh Hai Thun @ Ng Hai Thun

Registration No.
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Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

Statement by Directors
Pursuant to Section 251(2) of the Companies Act 2016

We, Dato' Tan Kia Loke and Goh Hai Thun @ Ng Hai Thun, being two of the Directors of Sunway Lagoon Club Berhad, do hereby state that, in the opinion of the Directors, the accompanying financial statements set out on pages 14 to 43 are drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Company as at 31 December 2024 and of its financial performance and cash flows for the financial year then ended.

Signed on behalf of the Board in accordance with a resolution of the Directors dated 28 March 2025.



Dato' Tan Kia Loke



Goh Hai Thun @ Ng Hai Thun

Statutory declaration
Pursuant to Section 251(1)(b) of the Companies Act 2016

I, Tan Siew Hin, being the Director primarily responsible for the financial management of Sunway Lagoon Club Berhad, do solemnly and sincerely declare that the accompanying financial statements set out on pages 14 to 43 are, in my opinion, 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 Tan Siew Hin
at Petaling Jaya in the State of
Selangor Darul Ehsan on 28 March 2025



Tan Siew Hin

Before me,



**Independent Auditors' Report to the Members of
Sunway Lagoon Club Berhad
(Incorporated in Malaysia)**

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Sunway Lagoon Club Berhad, which comprise the statement of financial position as at 31 December 2024 of the Company, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows of the Company for the financial year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 14 to 43.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 December 2024, and of its financial performance and its cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards ("MFRSs"), 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 ("ISAs"). 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 opinion.

Independence and Other Ethical Responsibilities

We are independent of the Company in accordance with the *By-Laws (on Professional Ethics, Conduct and Practice)* of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.



**Independent Auditors' Report to the Members of
Sunway Lagoon Club Berhad (contd.)
(Incorporated in Malaysia)**

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 Directors' Report, but does not include the financial statements of the Company and our auditors' report thereon.

Our opinion on the financial statements of the Company does not cover the Directors' Report and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements of the Company, our responsibility is to read the Directors' Report and, in doing so, consider whether the Directors' Report is materially inconsistent with the financial statements 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, we conclude that there is a material misstatement of the Directors' Report, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements of the Company that give a true and fair view in accordance with MFRSs, 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 Company that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements of the Company, the Directors are responsible for assessing the ability of the Company 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 Company or to cease operations, or have no realistic alternative but to do so.



**Independent Auditors' Report to the Members of
Sunway Lagoon Club Berhad (contd.)
(Incorporated in Malaysia)**

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements 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 ISAs 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 ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- (a) Identify and assess the risks of material misstatement of the financial statements 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.
- (b) 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 internal control of the Company.
- (c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- (d) Conclude on the appropriateness of the Directors' 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 ability of the Company 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 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 Company to cease to continue as a going concern.



**Independent Auditors' Report to the Members of
Sunway Lagoon Club Berhad (contd.)
(Incorporated in Malaysia)**

Auditors' Responsibilities for the Audit of the Financial Statements (contd.)

As part of an audit in accordance with approved standards on auditing in Malaysia and ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also: (contd.)

- (e) Evaluate the overall presentation, structure and content of the financial statements of the Company, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

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.

BDO PLT

BDO PLT
201906000013 (LLP0018825-LCA) & AF 0206
Chartered Accountants

Kuala Lumpur
28 March 2025

A handwritten signature in black ink, appearing to read 'Shahira'.

Shahira Binti Shahr
03646/03/2026 J
Chartered Accountant

**Registration No.
198901008175 (185477-W)**

**Sunway Lagoon Club Berhad
(Incorporated in Malaysia)**

**Statement of profit or loss and other comprehensive income
For the financial year ended 31 December 2024**

	Note	2024 RM	2023 RM
Revenue	4	3,248,513	3,278,511
Other income	5	761,380	652,730
Administrative expenses		(2,433,661)	(2,583,153)
Net reversals of impairment losses on financial assets	7(b)	86,119	24,747
Selling and marketing expenses		(54,026)	(25,459)
Other expenses		(2,288,729)	(2,162,984)
Operating loss		(680,404)	(815,608)
Finance income	6	149,768	123,061
Finance costs	6	(307,105)	(344,751)
Loss before tax	7(a)	(837,741)	(1,037,298)
Income tax expense	9	(102,029)	(112,526)
Loss for the financial year		(939,770)	(1,149,824)
Other comprehensive income, net of tax		-	-
Total comprehensive loss for the financial year		(939,770)	(1,149,824)

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

Registration No.
198901008175 (185477-W)

Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

Statement of financial position
As at 31 December 2024

	Note	2024 RM	2023 RM
Assets			
Non-current assets			
Property, plant and equipment	10	7,982,257	10,224,976
		<u>7,982,257</u>	<u>10,224,976</u>
Current assets			
Trade receivables	11	60,334	73,267
Other receivables	12	442,138	505,340
Cash and bank balances	13	5,012,142	4,360,524
Amount due from intermediate holding company	14	3,629	7,028
Amounts due from related companies	14	69,542	123,959
Amounts due from related parties	14	233	2,801
Tax recoverable		86,196	130,965
		<u>5,674,214</u>	<u>5,203,884</u>
Total assets		<u>13,656,471</u>	<u>15,428,860</u>
Equity and liabilities			
Current liabilities			
Other payables	15	1,078,539	981,835
Lease liabilities	17	1,111,959	970,895
Club members' refundable deposits	18	2,090,392	2,046,935
Amount due to intermediate holding company	16	-	1,000
Amount due to immediate holding company	16	133	-
Amounts due to related companies	16	13,583	22,677
Amounts due to related parties	16	12,972	4,896
		<u>4,307,578</u>	<u>4,028,238</u>
Non-current liabilities			
Lease liabilities	17	3,604,275	4,716,234
		<u>3,604,275</u>	<u>4,716,234</u>
Total liabilities		<u>7,911,853</u>	<u>8,744,472</u>

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Sunway Lagoon Club Berhad
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Statement of financial position
As at 31 December 2024 (contd.)

	Note	2024 RM	2023 RM
Equity attributable to owners of the Company			
Share capital	19	16,650,000	16,650,000
Accumulated losses		(10,905,382)	(9,965,612)
Total equity		<u>5,744,618</u>	<u>6,684,388</u>
Total equity and liabilities		<u>13,656,471</u>	<u>15,428,860</u>

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

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Sunway Lagoon Club Berhad
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Statement of changes in equity
For the financial year ended 31 December 2024

	Share capital				
	Class A (Note 19)	Class B (Note 19)	Accumulated losses	Total equity	
	RM	RM	RM	RM	RM
2024					
At beginning of financial year	2,000,000	14,650,000	(9,965,612)	6,684,388	
Loss for the financial year	-	-	(939,770)	(939,770)	
Other comprehensive income, net of tax	-	-	-	-	
Total comprehensive loss	-	-	(939,770)	(939,770)	
At end of financial year	2,000,000	14,650,000	(10,905,382)	5,744,618	
2023					
At beginning of financial year	2,000,000	14,650,000	(8,815,788)	7,834,212	
Loss for the financial year	-	-	(1,149,824)	(1,149,824)	
Other comprehensive income, net of tax	-	-	-	-	
Total comprehensive loss	-	-	(1,149,824)	(1,149,824)	
At end of financial year	2,000,000	14,650,000	(9,965,612)	6,684,388	

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

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Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

Statement of cash flows
For the financial year ended 31 December 2024

	Note	2024 RM	2023 RM
Cash flows from operating activities			
Loss before tax		(837,741)	(1,037,298)
Adjustments for:			
Reversal of impairment losses on:			
- trade receivables	11	(572)	(37,442)
- other receivables	12	(164,822)	(10)
- amounts due from related companies	14	-	(1,295)
Depreciation of property, plant and equipment	10	2,248,052	2,237,784
Allowance for impairment losses on:			
- trade receivables	11	79,275	-
- other receivables	12	-	14,000
Write off of other receivables	7	151,579	-
Finance costs	6	307,105	344,751
Finance income	6	(149,768)	(123,061)
Operating profit before working capital changes		<u>1,633,108</u>	<u>1,397,429</u>
Changes in working capital:			
Trade receivables		(65,770)	351,861
Other receivables		76,445	(39,310)
Other payables and refundable deposits		140,161	315,817
Net changes in inter-company indebtedness		<u>58,499</u>	<u>3,367,377</u>
Cash flows generated from operations		<u>1,842,443</u>	<u>5,393,174</u>
Tax paid		(57,260)	(84,357)
Net cash from operating activities		<u><u>1,785,183</u></u>	<u><u>5,308,817</u></u>

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Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

Statement of cash flows
For the financial year ended 31 December 2024 (contd.)

	Note	2024 RM	2023 RM
Cash flows from investing activities			
Acquisitions of property, plant and equipment	10	(5,333)	(1,000)
Interest received		149,768	123,061
Net cash from investing activities		<u>144,435</u>	<u>122,061</u>
Cash flows from financing activity			
Repayments of lease liabilities	17	<u>(1,278,000)</u>	<u>(1,131,181)</u>
Net cash used in financing activity		<u>(1,278,000)</u>	<u>(1,131,181)</u>
Net increase in cash and cash equivalents		651,618	4,299,697
Cash and cash equivalents at beginning of the financial year		4,360,524	60,827
Cash and cash equivalents at end of the financial year	13	<u>5,012,142</u>	<u>4,360,524</u>

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

Registration No.
198901008175 (185477-W)

Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

Notes to the financial statements
For the financial year ended 31 December 2024

1. Corporate information

Sunway Lagoon Club Berhad ("the Company") is a public limited liability company, incorporated and domiciled in Malaysia.

The registered office is located at Level 16, Menara Sunway, Jalan Lagoon Timur, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan. The principal place of business is located at No. 3, Jalan Lagoon Timur, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan.

The principal activities of the Company are the operation of a recreational club and the establishment, maintenance and provision of recreational facilities. There have been no significant changes in the nature of the principal activities during the financial year.

The Directors of the Company regard Sungei Way Corporation Sdn. Bhd. and Active Equity Sdn. Bhd., both companies incorporated in Malaysia, as its penultimate and ultimate holding companies respectively as Sungei Way Corporation Sdn. Bhd. and Active Equity Sdn. Bhd. continue to have control over Sunway Berhad and its subsidiaries within the definition of "control" as set out in Malaysian Financial Reporting Standard 10 "Consolidated Financial Statements", although their total shareholdings in Sunway Berhad was 48.50% as of 31 December 2024.

The immediate, intermediate, penultimate and ultimate holding companies are Sunway City Sdn. Bhd., Sunway Berhad, Sungei Way Corporation Sdn. Bhd. and Active Equity Sdn. Bhd. respectively, all of which are incorporated in Malaysia. Sunway Berhad is listed on the Main Market of Bursa Malaysia Securities Berhad and produces financial statements available for public use. Related companies in these financial statements refer to companies within the Sunway Berhad group of companies.

The financial statements for the financial year ended 31 December 2024 were authorised for issue in accordance with a resolution by the Board of Directors on 28 March 2025.

2. Basis of preparation

The financial statements of the Company have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRSs"), IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

The new MFRSs and amendments to MFRSs adopted during the financial year are set out in Note 22(a) to the financial statements.

The financial statements of the Company have been prepared under the historical cost convention except as otherwise stated in the financial statements.

The financial statements are presented in Ringgit Malaysia ("RM"), which is also the functional currency of the Company.

3. Capital and financial risk management

(a) Capital management

The primary objective of the Company's capital management is the maintenance of a strong credit rating and healthy capital ratio, in order to support its business and maximise shareholders' value.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to its shareholders, return capital to its shareholders or issue new shares. No changes were made in the objectives, policies or processes during the financial years ended 31 December 2024 and 31 December 2023.

The Company is not subject to any externally imposed capital requirements.

(b) Financial risk management objectives and policies

The Company's financial risk management policy seeks to ensure that adequate financial resources are available for the development of the Company's businesses whilst managing its interest rate risks (both fair value and cash flow), liquidity risk and credit risk. The Board reviews and agrees policies for managing each of these risks and they are summarised below. It is, and has been throughout the year under review, the Company's policy that no trading in derivative financial instrument shall be undertaken.

Interest rate risk

The Company's income and operating cash flows are substantially independent of changes in market interest rates. The Company's exposure to interest rate risk arises primarily from lease liabilities and deposit with a financial institution.

The interest rate profile and sensitivity analysis of interest rate risk have been disclosed in Notes 11, 13 and 17 to the financial statements.

Liquidity risk

The Company manages its debt maturity profile, operating cash flows and the availability of funding so as to ensure that refinancing, repayment and funding needs are met. As part of its overall liquidity management, the Company maintains sufficient levels of cash or cash convertible investments to meet its working capital requirements.

The analysis of financial instruments by remaining contractual maturities has been disclosed in Notes 15, 16, 17 and 18 to the financial statements.

Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

3. Capital and financial risk management (contd.)

(b) Financial risk management objectives and policies (contd.)

Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Company's exposure to credit risk arises primarily from trade and other receivables and amounts due from intermediate holding company, related companies and related parties. For other financial assets (including cash and bank balances), the Company minimises credit risk by dealing exclusively with high credit rating counterparties.

The Company's objective is to seek continual revenue growth while minimising losses incurred due to increased credit risk exposure. The Company trades only with recognised and creditworthy third parties. It is the Company's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis with the result that the Company's exposure to bad debts is not significant.

The credit risk concentration profiles have been disclosed in Notes 11, 12 and 14 to the financial statements.

4. Revenue

	2024	2023
	RM	RM
Revenue from contracts with customers:		
Subscription fees	2,972,157	2,954,284
Banquet room rental	276,356	324,227
	<u>3,248,513</u>	<u>3,278,511</u>
Timing of revenue recognition:		
Services transferred at a point in time	<u>3,248,513</u>	<u>3,278,511</u>

Revenue from sale of services rendered is recognised at a point in time when the services have been rendered to the customers and coincide with the delivery of services and acceptance by customers.

(a) Subscription fees

Subscription fees are recognised on an accrual basis.

Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

4. Revenue (contd.)

(b) Banquet room rental

Banquet room rental is recognised on accrual basis unless recoverability is in doubt, in which case, it is recognised on receipt basis.

5. Other income

Included in other income is the following:

	2024 RM	2023 RM
Rental income	463,688	446,964

Rental income is accounted for on a straight line basis over the lease term of an ongoing lease.

6. Finance income and finance costs

	2024 RM	2023 RM
Finance income		
Interest income from:		
- advances to a related company (Note 21)	-	76,194
- deposit with financial institution	149,768	46,867
	<u>149,768</u>	<u>123,061</u>
Finance costs		
Interest expense in relation to:		
- lease liabilities (Note 17)	<u>(307,105)</u>	<u>(344,751)</u>

Interest income from advances and deposit with financial institution are recognised on an accrual basis, using the effective interest method.

Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

7. Loss before tax

- (a) Other than those disclosed elsewhere in the financial statements, the following amounts have been included in arriving at loss before tax:

	2024	2023
	RM	RM
Auditors' remuneration		
- statutory audit		
- current year	9,970	9,970
- under provision in prior year	-	7,904
- other services		
- current year	2,740	2,156
- under provision in prior years	284	100
Write off of other receivables	151,579	-
Rental expense:		
- short term leases	612	1,044
- low value asset	1,880	-
	<u>151,579</u>	<u>-</u>

- (b) Net reversals of impairment losses on financial assets recognised in profit or loss were as follows:

	2024	2023
	RM	RM
Impairment losses on:		
- trade receivables (Note 11)	79,275	-
- other receivables (Note 12)	-	14,000
	<u>79,275</u>	<u>14,000</u>
Reversals of impairment losses on:		
- trade receivables (Note 11)	(572)	(37,442)
- other receivables (Note 12)	(164,822)	(10)
- amounts due from related companies (Note 14)	-	(1,295)
	<u>(165,394)</u>	<u>(38,747)</u>
Net reversals of impairment losses on financial assets	<u>(86,119)</u>	<u>(24,747)</u>

Sunway Lagoon Club Berhad
(Incorporated in Malaysia)

8. Employee benefits expense

	2024	2023
	RM	RM
Wages, salaries and bonuses	955,033	983,677
Social security contributions	14,877	14,877
Contributions to defined contribution plan	99,200	97,859
Other benefits	76,154	113,198
	<u>1,145,264</u>	<u>1,209,611</u>

9. Income tax expense

	2024	2023
	RM	RM
Malaysian income tax:		
- current year	96,147	87,490
- under provision in prior years	5,882	25,036
	<u>102,029</u>	<u>112,526</u>

- (a) Malaysian income tax is calculated at the statutory tax rate of 24% (2023: 24%) of the estimated assessable profit for the year.
- (b) A reconciliation of income tax expense to loss before tax at the statutory income tax rate to income tax expense of the effective income tax rate of the Company is as follows:

	2024	2023
	RM	RM
Loss before tax	<u>(837,741)</u>	<u>(1,037,298)</u>
Taxation at Malaysian statutory tax rate of 24% (2023: 24%)	(201,058)	(248,952)
Expenses not deductible for tax purposes	256,134	301,058
Income not subject to tax	(35,947)	(11,559)
Deferred tax asset not recognised	77,018	46,943
Under provision of income tax expense in prior years	5,882	25,036
Income tax expense for the year	<u>102,029</u>	<u>112,526</u>

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9. Income tax expense (contd.)

(c) Deferred tax asset has not been recognised in respect of the following item:

	2024	2023
	RM	RM
Other deductible temporary differences	<u>802,927</u>	<u>482,018</u>

Deferred tax asset has not been recognised in respect of this item as the future taxable profits may be insufficient to trigger the utilisation of this item.

The amount and availability of this item to be carried forward up to the periods as disclosed above is subject to the agreement of the local tax authority.

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10. Property, plant and equipment

At 31 December 2024

Cost

At beginning of financial year	14,200,003	3,466,824	1,661,133	19,327,960	10,624,363	29,952,323
Additions	-	5,333	-	5,333	-	5,333
At end of financial year	14,200,003	3,472,157	1,661,133	19,333,293	10,624,363	29,957,656

Accumulated depreciation

At beginning of financial year	8,608,533	3,435,936	1,641,957	13,686,426	6,040,921	19,727,347
Depreciation charge for the year	1,219,957	11,581	6,419	1,237,957	1,010,095	2,248,052
At end of financial year	9,828,490	3,447,517	1,648,376	14,924,383	7,051,016	21,975,399

Net carrying amount

	4,371,513	24,640	12,757	4,408,910	3,573,347	7,982,257
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* Leasehold land are in respect of right-of-use assets for which the Company has land titles.

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10. Property, plant and equipment (contd.)

At 31 December 2023

Cost

At beginning of financial year	14,200,003	3,465,824	1,661,133	19,326,960	5,130,011	24,456,971
Additions	-	1,000	-	1,000	-	1,000
Reassessment of lease	-	-	-	-	5,494,352	5,494,352
At end of financial year	14,200,003	3,466,824	1,661,133	19,327,960	10,624,363	29,952,323

Accumulated depreciation

At beginning of financial year	7,388,575	3,422,428	1,634,157	12,445,160	5,044,403	17,489,563
Depreciation charge for the year	1,219,958	13,508	7,800	1,241,266	996,518	2,237,784
At end of financial year	8,608,533	3,435,936	1,641,957	13,686,426	6,040,921	19,727,347

Net carrying amount

	5,591,470	30,888	19,176	5,641,534	4,583,442	10,224,976
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* Leasehold land are in respect of right-of-use assets for which the Company has land titles.

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10. Property, plant and equipment (contd.)

- (a) Right-of-use land represents right-of-use assets arising from lease arrangements that do not meet the definition of investment property.
- (b) All items of property, plant and equipment (excluding right-of-use assets) are initially recorded at cost. After initial recognition, property, plant and equipment (excluding right-of-use assets) are stated at cost less any accumulated depreciation and any accumulated impairment losses. Depreciation is computed on a straight-line basis over the estimated useful lives of the assets as follows:

	%
Building	9
Equipment	20
Furniture and fittings	10

The useful lives and residual values of property, plant and equipment (excluding right-of-use assets) are estimated based on common life expectancies and commercial factors applied in the various respective industries.

Changes in expected level of usage, occupancy rates and economic development could impact the economic useful lives and the residual values of these assets, and hence future depreciation charges on such assets could be revised.

- (c) The right-of-use assets under property, plant and equipment are initially measured at cost, which comprises the initial amount of the lease liabilities adjusted for any lease payments made at or before the commencement date of the leases.

After initial recognition, the right-of-use assets are stated at cost less accumulated depreciation and accumulated impairment losses, if any, and adjusted for any re-measurement of the lease liabilities.

The right-of-use assets are depreciated on the straight-line basis over the end of lease term. The principal depreciation periods are as follows:

Leasehold land	6 years
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- (d) The Company assessed whether there are any indications of impairment of property, plant, and equipment during the financial year. In doing this, management considered the current environment, taking into consideration the performance of Cash Generating Units ("CGUs"). Management considered CGUs which are loss-making as impairment indications.

The recoverable amount of a CGU is determined based on value-in-use calculations using cash flow projections derived from financial budgets approved by management.

Management has made estimates about future results and key assumptions applied to cash flow projections of the CGUs. These key assumptions are applied to cash flow projections of the CGUs and include forecast growth in future revenues and operating profit margins, as well as determining appropriate pre-tax discount rates and growth rates. No impairment loss was recorded in relation to property, plant, and equipment during the financial year.

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11. Trade receivables

	2024	2023
	RM	RM
Third parties	1,116,048	1,050,278
Less: Allowance for impairment	<u>(1,055,714)</u>	<u>(977,011)</u>
Total trade receivables	<u>60,334</u>	<u>73,267</u>

- (a) Trade receivables are classified as financial assets measured at amortised cost.
- (b) The Company's primary exposure to credit risk arises through its trade receivables. The Company's trading terms with certain of its customers are on credit. The credit period is generally for a period of 30 days (2023: 30 days). Each customer has a maximum credit limit. The Company seeks to maintain strict control over its outstanding receivables and has a credit control department to minimise credit risk. Overdue balances are reviewed regularly by senior management. In view of the aforementioned and the fact that the Company's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk. Trade receivables are interest bearing at 2% (2023: 2%) per annum as stated in Note 11(f) to the financial statements.
- (c) Impairment for trade receivables are recognised based on the simplified approach using the lifetime expected credit losses.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of the asset. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

The Company considers credit loss experience and observable data such as current changes and future forecasts in economic conditions by market segment to estimate the amount of expected impairment loss. The methodology and assumptions including any forecasts of future economic conditions are reviewed regularly.

During this process, the probability of non-payment by the trade receivables is adjusted by forward looking information and multiplied by the amount of the expected loss arising from default to determine the lifetime expected credit loss for the trade receivables. For trade receivables, which are reported net, such impairments are recorded in a separate impairment account with the loss being recognised in the statement of profit or loss and other comprehensive income. On confirmation that the trade receivable would not be collectable, the gross carrying value of the asset would be written off against the associated impairment.

It requires management to exercise significant judgement in determining the probability of default by trade receivables and appropriate forward looking information.

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11. Trade receivables (contd.)

(c) (contd.)

The reconciliation of movements in allowance for impairment accounts in trade receivables is as follows:

	Lifetime ECL		
	Not credit impaired RM	Credit impaired RM	Total allowance RM
At 31 December 2024			
At beginning of financial year	1,248	975,763	977,011
Charge for the year	-	79,275	79,275
Reversal of impairment losses	(572)	-	(572)
At end of financial year	676	1,055,038	1,055,714
At 31 December 2023			
At beginning of financial year	5,255	1,009,198	1,014,453
Reversal of impairment losses	(4,007)	(33,435)	(37,442)
At end of financial year	1,248	975,763	977,011

Credit impaired refers to individually determined debtor who are in significant financial difficulties and have defaulted on payments to be impaired as at the end of the reporting period.

(d) Ageing analysis of trade receivables is as follows:

	Gross RM	2024 Impaired RM	Total RM
Current	169,617	(145,799)	23,818
1 to 30 days past due	115,281	(87,859)	27,422
31 to 60 days past due	94,990	(90,833)	4,157
61 to 90 days past due	86,902	(84,277)	2,625
91 to 120 days past due	82,776	(81,064)	1,712
More than 121 days past due	566,482	(565,882)	600
	946,431	(909,915)	36,516
	1,116,048	(1,055,714)	60,334

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11. Trade receivables (contd.)

(d) Ageing analysis of trade receivables is as follows: (contd.)

	Gross RM	2023 Impaired RM	Total RM
Current	179,703	(167,167)	12,536
1 to 30 days past due	117,683	(109,473)	8,210
31 to 60 days past due	111,403	(103,632)	7,771
61 to 90 days past due	95,701	(89,025)	6,676
91 to 120 days past due	85,140	(79,201)	5,939
More than 121 days past due	460,648	(428,513)	32,135
	870,575	(809,844)	60,731
	1,050,278	(977,011)	73,267

(e) Exposure to credit risk

Concentration of credit risk relating to trade receivables is limited due to the Company's many varied customers. The Company's historical experience in the collection of accounts receivable falls within the recorded allowances. Due to these factors, management believes that no additional credit risk beyond amounts provided for collection losses is inherent in the Company's trade receivables.

(f) At the end of the reporting period, the interest rate profile of the interest-bearing trade receivables was:

	2024 RM	2023 RM
Fixed rate	1,116,048	1,050,278

Sensitivity analysis for fixed rate trade receivables at the end of the reporting period is not presented as it is not affected by changes in interest rates.

(g) All trade receivables of the Company are denominated in RM.

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12. Other receivables

	2024	2023
	RM	RM
Sundry receivables	221,249	430,129
Deposits	328,500	328,500
Prepayments	31,366	50,510
	<u>581,115</u>	<u>809,139</u>
Less: Allowance for impairment	(138,977)	(303,799)
Total other receivables	<u>442,138</u>	<u>505,340</u>

- (a) Total other receivables, net of prepayments are classified as financial assets measured at amortised cost.
- (b) The Company has no significant concentration of credit risk that may arise from exposures to a single debtor or to groups of debtors.
- (c) Impairment for other receivables and amounts due from intermediate holding company, related companies and related parties are recognised based on the general approach within MFRS 9 using the forward looking expected credit loss model. The methodology used to determine the amount of the impairment is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset. At the end of the reporting period, the Company assesses whether there has been a significant increase in credit risk for financial assets by comparing the risk of default occurring over the expected life with the risk of default since initial recognition. For those in which the credit risk has not increased significantly since initial recognition of the financial asset, twelve-month expected credit losses along with gross interest income are recognised. For those in which credit risk has increased significantly, lifetime expected credit losses along with the gross interest income are recognised. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of the asset, while twelve-month expected credit losses are the portion of expected credit losses that result from default events that are possible within the twelve months after the end of the reporting period. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company are exposed to credit risk.

The Company defined significant increase in credit risk based on operating performance of the receivables, changes to contractual terms, payment trends and past due information.

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12. Other receivables (contd.)

(c) (contd.)

The probability of non-payment by other receivables and amounts due from intermediate holding company, related companies and related parties is adjusted by forward looking information and multiplied by the amount of the expected loss arising from default to determine the twelve month or lifetime expected credit loss for the other receivables and amounts due from intermediate holding company, related companies and related parties. The Company has identified the Gross Domestic Product, unemployment rate, inflation rate, labour force participation rate and consumer price index as the key macroeconomic factors of the forward looking information.

It requires management to exercise significant judgement in determining the probability of default by other receivables, amounts due from intermediate holding company, related companies and related parties, appropriate forward looking information and significant increase in credit risk.

The reconciliation of movements in allowance for impairment accounts of other receivables is as follows:

	12 months ECL RM	Lifetime ECL - Credit impaired RM	Total allowance RM
At 31 December 2024			
At beginning of financial year	50	303,749	303,799
Reversal of impairment losses	(13)	(164,809)	(164,822)
At end of financial year	<u>37</u>	<u>138,940</u>	<u>138,977</u>
At 31 December 2023			
At beginning of financial year	60	289,749	289,809
Charge for the year	-	14,000	14,000
Reversal of impairment losses	(10)	-	(10)
At end of financial year	<u>50</u>	<u>303,749</u>	<u>303,799</u>

Credit impaired refers to individually determined debtors who are in significant financial difficulties as at the end of the financial year.

(d) All other receivables of the Company are denominated in RM.

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13. Cash and bank balances

	2024	2023
	RM	RM
Cash at banks and on hand	215,507	253,657
Deposit with financial institution	4,796,635	4,106,867
Cash and bank balances, representing cash and cash equivalents as reported in statement of cash flows	5,012,142	4,360,524

- (a) Cash and bank balances are classified as financial assets measured at amortised cost.
- (b) No expected credit losses were recognised arising from cash and bank balances because the probability of default by these financial institutions is negligible.
- (c) Cash and bank balances are denominated in RM.
- (d) Deposit with financial institution of the Company has a weighted average effective maturity day of 1 day (2023: 1 day) and is subject to fixed weighted average effective interest rate of 3.86% (2023: 3.98%).
- (e) Sensitivity analysis for fixed rate deposit with financial institution at the end of the reporting period is not presented as they are not affected by changes in interest rates.

14. Amounts due from intermediate holding company, related companies and related parties

	2024	2023
	RM	RM
Current assets		
Amount due from intermediate holding company	3,629	7,028
Amounts due from related companies	69,542	123,959
Amounts due from related parties	233	2,801

- (a) The amounts due from intermediate holding company, related companies and related parties are classified as financial assets measured at amortised cost.

14. Amounts due from intermediate holding company, related companies and related parties (contd.)

- (b) Amounts due from intermediate holding company, related companies and related parties are unsecured, interest-free and payable within next twelve (12) months in cash and cash equivalents.
- (c) Impairment for amounts due from intermediate holding company, related companies and related parties is recognised based on the general approach within MFRS 9 using the forward looking expected credit loss model as disclosed in Note 12(c) to the financial statements.

The reconciliation of movements in the allowance for impairment accounts of amounts due from related companies was as follows:

	12 months ECL allowance	
	2024	2023
	RM	RM
At beginning of financial year	-	1,295
Reversal of impairment losses	-	(1,295)
At end of financial year	-	-

No expected credit loss was recognised arising from amounts due from intermediate holding company, related companies and related parties as it was negligible.

- (d) All amounts due from intermediate holding company, related companies and related parties are denominated in RM.

15. Other payables

	2024	2023
	RM	RM
Sundry payables	397,292	225,807
Accruals	534,685	612,418
Refundable deposits	146,562	143,610
	<u>1,078,539</u>	<u>981,835</u>

- (a) Other payables are classified as financial liabilities measured at amortised cost.
- (b) The maturity profile of the Company's other payables at the end of the reporting period based on contractual undiscounted repayment obligations is repayable on demand or within the next twelve (12) months.
- (c) Other payables are denominated in RM.

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16. Amounts due to intermediate holding company, immediate holding company, related companies and related parties

	2024 RM	2023 RM
Current		
Amount due to intermediate holding company	-	1,000
Amount due to immediate holding company	133	-
Amounts due to related companies	13,583	22,677
Amounts due to related parties	12,972	4,896

- (a) Amounts due to intermediate holding company, immediate holding company, related companies and related parties are classified as financial liabilities measured at amortised cost.
- (b) Amounts due to intermediate holding company, immediate holding company, related companies and related parties are unsecured, interest-free and payable within next twelve (12) months in cash and cash equivalents.
- (c) The maturity profile of amounts due to intermediate holding company, immediate holding company, related companies and related parties at the end of the reporting period based on contractual undiscounted repayment obligations is repayable on demand or within the next twelve (12) months.
- (d) Amounts due to intermediate holding company, immediate holding company, related companies and related parties are denominated in RM.

17. Lease liabilities

	2024 RM	2023 RM
Non-current liability		
Lease liabilities	3,604,275	4,716,234
Current liability		
Lease liabilities	1,111,959	970,895
	<u>4,716,234</u>	<u>5,687,129</u>

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17. Lease liabilities (contd.)

- (a) The lease liabilities are initially measured at the present value of the lease payments that are not paid at the commencement date.

After initial recognition, lease liabilities are measured by increasing the carrying amounts to reflect interest on the lease liabilities, reducing the carrying amounts to reflect the lease payments made and remeasuring the carrying amounts to reflect any reassessment or lease modifications.

The corresponding right-of-use assets of the lease liabilities are presented as property, plant and equipment as disclosed in Note 10 to the financial statements.

Variable lease payments, lease payments associated with short term leases and low value assets

The Company recognises variable lease payments when the condition that triggers those payments occur while lease payments associated with short term leases (leases with lease term of 12 months or less) and low value assets (leases for which the underlying asset is RM20,000 and below) are recognised on a straight-line basis over the lease terms.

- (b) The maturity profile of the Company's lease liabilities at the end of the reporting period is summarised in the table below:

	2024 RM	2023 RM
Less than one (1) year	1,366,636	1,278,000
One (1) to two (2) years	1,469,700	1,366,636
Two (2) to three (3) years	1,571,631	1,469,700
Three (3) to four (4) years	908,686	1,571,631
Four (4) to five (5) years	-	908,686
Total undiscounted lease payments	5,316,653	6,594,653
Less: Future finance charges	(600,419)	(907,524)
Present value of lease liabilities	4,716,234	5,687,129

Analysis of present value of lease liabilities:

	2024 RM	2023 RM
Less than one (1) year	1,111,959	970,895
One (1) to two (2) years	1,275,069	1,111,959
Two (2) to three (3) years	1,445,854	1,275,069
Three (3) to four (4) years	883,352	1,445,854
Four (4) to five (5) years	-	883,352
	4,716,234	5,687,129
Less: Amount due within 12 months	(1,111,959)	(970,895)
Amount due after 12 months	3,604,275	4,716,234

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17. Lease liabilities (contd.)

- (c) Lease payments relating to lease liabilities are discounted using the Company's annual incremental borrowing rate of 5.40% (2023: 5.40%).
- (d) Lease liabilities are fixed rate instruments. Sensitivity analysis at the end of the reporting period is not presented as it is not affected by changes in interest rates.
- (e) Reconciliation of liabilities arising from financing activities

The table below details changes in the Company's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Company's statement of cash flows as cash flows from financing activities.

	2024	2023
	RM	RM
Lease liabilities		
At beginning of financial year	5,687,129	979,207
Cash flows		
- Payments of lease liabilities	(1,278,000)	(1,131,181)
Non-cash flow changes		
- Interest expense	307,105	344,751
- Reassessment of lease	-	5,494,352
At end of financial year	<u>4,716,234</u>	<u>5,687,129</u>

- (f) At the end of the financial year, the Company had total cash outflow for leases of RM1,280,492 (2023: RM1,132,225).

18. Club members' refundable deposits

- (a) This represents monies received from Club members to ensure the Club members' accounts with the Company are always in credit. Upon cessation of Club membership with the Company, the deposits shall be refundable after deduction of any dues and charges owing by the outgoing Club members.
- (b) The maturity profile of the Company's club members' refundable deposits at the end of the reporting period based on contractual undiscounted repayment obligations is repayable on demand or within the next twelve (12) months.

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18. Club members' refundable deposits (contd.)

- (c) Club members' refundable deposits are classified as financial liabilities measured at amortised cost.
- (d) All club members' refundable deposits of the Company are denominated in RM.

19. Share capital

	Number of shares		Amount	
	2024	2023	2024 RM	2023 RM
Issued and fully paid-up with no par value				
Ordinary shares				
At beginning/end of financial year				
Class A	20,000	20,000	2,000,000	2,000,000
Class B	4,000	4,000	14,650,000	14,650,000
	<u>24,000</u>	<u>24,000</u>	<u>16,650,000</u>	<u>16,650,000</u>

There are two classes of ordinary shares in the Company namely, Class A and Class B Shares. All Class A Shares are held by the promoter of the Company.

All classes of shares are transferable subject to the restrictions laid down in the Constitution of the Company and shall rank pari passu in all respects including the right to receive dividends with the following exceptions:

- (a) Each Class B Share shall entitle the holder or its nominee to be a member of the Club owned by the Company subject to such rules and regulations of the Club as may from time to time be laid down by the Board of Directors of the Company.
- (b) On the winding-up of the Company, the holders of Class B Shares shall be entitled to be repaid in proportion to the amounts subscribed and paid up by way of capital in priority to the holders of Class A Shares.
- (c) The holders of Class A Shares shall be entitled to appoint five (5) Directors and to remove and replace the same or to fill any casual vacancies and the other five (5) Directors shall be elected by the holders of the Class B shares from amongst their members.

No Class A or Class B Shares shall be issued or allotted to nor shall it be transferred to or be held by more than one person or corporation except where required by law. Where a Class B Share is held by requirement of law by two or more persons, the right to membership of the Club shall be restricted to one person.

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20. Operating lease agreements

The Company as lessor

The Company has entered into non-cancellable operating lease agreements with external parties for the use of the land and building. At the inception of the lease, it was not possible to obtain a reliable estimate of the split of the fair value of the lease interest between the land and the buildings. Therefore, the Company evaluated based on terms and conditions of the arrangement, whether the land and building were clearly operating lease or finance lease.

	2024	2023
	RM	RM
Less than one (1) year	315,083	343,296
One (1) to two (2) years	19,680	269,675
	<u>334,763</u>	<u>612,971</u>

21. Related party disclosures

(a) Identities of related parties

Parties are considered to be related to the Company if the Company has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Company and the party are subject to common control or common significant influence. Related parties could be individuals or other parties.

The Company has controlling related party relationships with its holding companies, related companies and related parties.

(b) Significant related parties transactions

In addition to the transactions and balances detailed elsewhere in the financial statements, the Company had the following transactions with related parties during the financial year:

	2024	2023
	RM	RM
Lease rental payable to a related company	<u>1,278,000</u>	<u>1,131,181</u>
IT and related expenses payable to a related company	<u>47,748</u>	<u>33,709</u>
IT and related expenses payable to a related party	<u>7,156</u>	<u>7,470</u>
Interest income from a related company	<u>-</u>	<u>(76,194)</u>
Services level agreement fee payable to related companies	<u>66,914</u>	<u>65,927</u>

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21. Related party disclosures (contd.)

(b) Significant related parties transactions (contd.)

In addition to the transactions and balances detailed elsewhere in the financial statements, the Company had the following transactions with related parties during the financial year: (contd.)

	2024 RM	2023 RM
Secretarial fees and share registration fees payable to a related company	<u>28,780</u>	<u>28,775</u>
Rental income from related companies/party	<u>(164,537)</u>	<u>(148,954)</u>
Banquet rental cost payable to related company	<u>3,591</u>	<u>7,281</u>
Subscription fees receivable from holding companies	<u>(47,433)</u>	<u>(47,318)</u>
Subscription fees receivable from related companies	<u>(663,019)</u>	<u>(620,224)</u>
Subscription fees receivable from related parties	<u>(81,237)</u>	<u>(45,792)</u>

The related party transactions described above were carried out on terms and conditions not materially different from those obtainable from transactions with unrelated parties.

Information regarding outstanding balances arising from related party transactions as at 31 December 2024 and 31 December 2023 are disclosed in Notes 14 and 16 to the financial statements.

(c) Remuneration of key management personnel

Key management personnel are the persons who have the authority and responsibility for planning, directing and controlling the activities of the Company either directly or indirectly. The key management personnel of the Company include all the Directors of the Company who make certain critical decisions in relation to the strategic direction of the Company. The Directors did not receive any remuneration for the financial years ended 31 December 2024 and 31 December 2023.

22. Adoption of MFRSs and Amendments to MFRSs

(a) New MFRSs adopted during the financial year

The accounting policies adopted are consistent with those of the previous financial year except as follows:

During the financial year, the Company adopted the following Standards that are mandatory for annual financial periods beginning on or after 1 January 2024.

Title	Effective Date
Amendments to MFRS 16 <i>Lease liability in a Sale and Leaseback</i>	1 January 2024
Amendments to MFRS 101 <i>Classification of Liabilities as Current or Non-current</i>	1 January 2024
Amendments to MFRS 101 <i>Non-current Liabilities with Covenants</i>	1 January 2024
Amendments to MFRS 107 <i>Statement of Cash Flows and MFRS 7 Financial Instruments: Disclosures Supplier Finance Arrangements</i>	1 January 2024

Adoption of the above Standards did not have any material effect on the financial performance or position of the Company.

(b) New MFRSs that have been issued, but only effective for annual periods beginning on or after 1 January 2025

The Standards that are issued but not yet effective up to the date of issuance of financial statements of the Company are disclosed below. The Company intend to adopt these Standards, if applicable, when they become effective.

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

The Company is in the process of assessing the impact of implementing these Standards, since the effects would only be observable for the future financial years.