


INSAS BERHAD

Registration No. 196101000026(4081-M)
(Incorporated in Malaysia)

Questions raised by Minority Shareholders Watch Group (“MSWG”) – 61st Annual General Meeting of Insas Berhad held on 27 November 2023

No.	Questions raised by MSWG	The Company’s responses																				
Operational & Financial Matters																						
1.	<p>The Financial Services and Credit & Leasing segment, a key profit contributor to Insas in FY2023, recorded a 22.62% decline in segmental result to RM26.89 million compared to RM34.75 million in FY2022 (pages 189 and 190 of Annual Report 2023).</p> <p>Total revenue declined to RM66.41 million from RM79.42 million, with lower income across interest income, brokerage commissions and corporate finance advisory fee.</p> <p>How would the division performed in FY2024 in view of tepid retail participation in the stock market and a challenging macroeconomic environment? Does the Group foresee a recovery in lending activities with possible growth in loan portfolio size?</p>	<p>The Financial Services segment remain positive despite challenges in the global economy and the uncertainties arising from the continuing Russian-Ukraine war and the recent Israel-Gaza war. The listing of M&A Securities via the reverse take-over of SYF Resources Berhad has been successfully completed in June 2023 and M&A Securities as a listed entity is well positioned to access the capital market, attract good talents from the financial industry and to reward, motivate and retain talented management and employees.</p> <p>The management remains prudent in the moneylending activities as this business is highly dependent on the credit and risks assessment of potential borrowers, pledged collaterals and sources of repayment.</p>																				
2.	<p>The Group’s share of profit from its associate companies over the years is summarised below:-</p> <table border="1" data-bbox="244 1086 1171 1417"> <thead> <tr> <th data-bbox="244 1086 472 1155">Associates companies</th> <th data-bbox="472 1086 647 1155">2023 (RM’000)</th> <th data-bbox="647 1086 822 1155">2022 (RM’000)</th> <th data-bbox="822 1086 996 1155">2021 (RM’000)</th> <th data-bbox="996 1086 1171 1155">2020 (RM’000)</th> </tr> </thead> <tbody> <tr> <td data-bbox="244 1155 472 1187">Divfex Berhad</td> <td data-bbox="472 1155 647 1187">1,381</td> <td data-bbox="647 1155 822 1187">149</td> <td data-bbox="822 1155 996 1187">(4,760)</td> <td data-bbox="996 1155 1171 1187">(1,327)</td> </tr> <tr> <td data-bbox="244 1187 472 1286">Melium Holdings Sdn Bhd Group</td> <td data-bbox="472 1187 647 1286">6,675</td> <td data-bbox="647 1187 822 1286">1,078</td> <td data-bbox="822 1187 996 1286">(5,027)</td> <td data-bbox="996 1187 1171 1286">(2,553)</td> </tr> <tr> <td data-bbox="244 1286 472 1417">Ho Hup Construction Company Berhad Group</td> <td data-bbox="472 1286 647 1417">(1,248)</td> <td data-bbox="647 1286 822 1417">(6,986)</td> <td data-bbox="822 1286 996 1417">2,413</td> <td data-bbox="996 1286 1171 1417">8,508</td> </tr> </tbody> </table>	Associates companies	2023 (RM’000)	2022 (RM’000)	2021 (RM’000)	2020 (RM’000)	Divfex Berhad	1,381	149	(4,760)	(1,327)	Melium Holdings Sdn Bhd Group	6,675	1,078	(5,027)	(2,553)	Ho Hup Construction Company Berhad Group	(1,248)	(6,986)	2,413	8,508	
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	<p>(a) Both Divfex and Melium posted improved profit contributions, but Ho Hup Construction continues to be in red despite improved narrowed losses.</p> <p>How likely is Ho Hup able to generate profit in FY2024?</p> <p>(b) Prime Minister Datuk Seri Anwar Ibrahim recently announced that the High Value Goods Tax will be implemented starting from 1 May 2024. While the details and quantum of tax are being ironed out, does Insas see this tax regime posing a major impact on the sales of Melium Group?</p> <p>Apart from this, the rising cost of living lowers consumers' disposable income. Does the Group see the financial performance of Melium Group has more room to grow over the near term?</p>	<p>(a) The local property and construction sectors have been negatively affected by the rising building material costs, inflationary pressures, higher costs of living and over supply of office space and apartments. Ho Hup is currently undertaking a rationalization and degearing exercise to streamline and re-focus its core business activities, and barring unforeseen circumstances, its recently launched development project in Pavilion Bukit Jalil Kuala Lumpur will return Ho Hup Group to profitability in FY2024/2025.</p> <p>(b) The implementation of the proposed Luxury Goods Tax is likely to generate a general negative perception on the overall consumption patterns and tourist arrival and spending in Malaysia but we anticipate that the effects on the retail consumption and spending is likely to be minimal as the high-end luxury goods are priced competitively as compared to the neighbouring countries.</p> <p>The rising cost of living and potentially lower disposable income remains a concern to all retailers. However, Melium's retail and F&B outlets are primarily located in Kuala Lumpur, fashion retail mostly in Pavilion KL and the outlet stores in Genting Highland, Mitsui KLIA & Genting Premium Outlet in Johor, which are the least affected locations. Melium is currently expanding its outlets to new shopping malls like TRX and IOI Mall Putrajaya to further sustain the revenue growth of Melium Group.</p>
3.	<p>The manufacturing and distribution of consumer products and services, a new segment incorporated into Insas' book in Q4FY2022, reported revenue of RM4 million (FY 2022: RM0.8 million) and higher pre-tax loss of -RM2.3 million in FY2023 (FY2022: -RM0.6 million) mainly due to intangible assets written off and higher operating expenses incurred in FY2023. The involvement of Insas in the food manufacturing business is via its 70% stake in QBI Packaging Sdn Bhd.</p> <p>(a) Insas said the outlook for this segment is clouded by inflationary pressure and a weak ringgit, resulting in higher raw material costs and hindering consumption growth. With that, Insas is said to evaluate its options for the food manufacturing business in FY2024.</p>	<p>(a) The management of QBI is currently evaluating various options to increase sale and lower costs of production in light of the higher raw material costs, higher labour costs due to minimum wage, competitive environment and higher costs of living.</p>

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	<p>What are the options for Insas for the division? What is the current plant utilization level and the popularity of QBI's products in the market?</p> <p>(b) Development costs and goodwill amounted to RM714,000 and RM3.287 million were written off in FY2023 due to the declining business operation of QBI.</p> <p>Why did Insas write off intangible assets amounting to RM4 million shortly after it completed the acquisition of a 70% stake in QBI back in April 2022?</p>	<p>The installation of the plant and machineries for the manufacturing of sweetened creamer products have been completed and the plant is in the advance stage of testing and R&D of the creamer products.</p> <p>(b) The impairment of the goodwill and intangible assets is in line with the recommendation of MFRS 136, Impairment of Assets, and the management has adopted prudent and conservative accounting practices, after consultation with our external auditors.</p>