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Flying Colours Berhad

Illustrative Directors' Report and Financial Statements for Malaysian Financial Reporting Standards

2021

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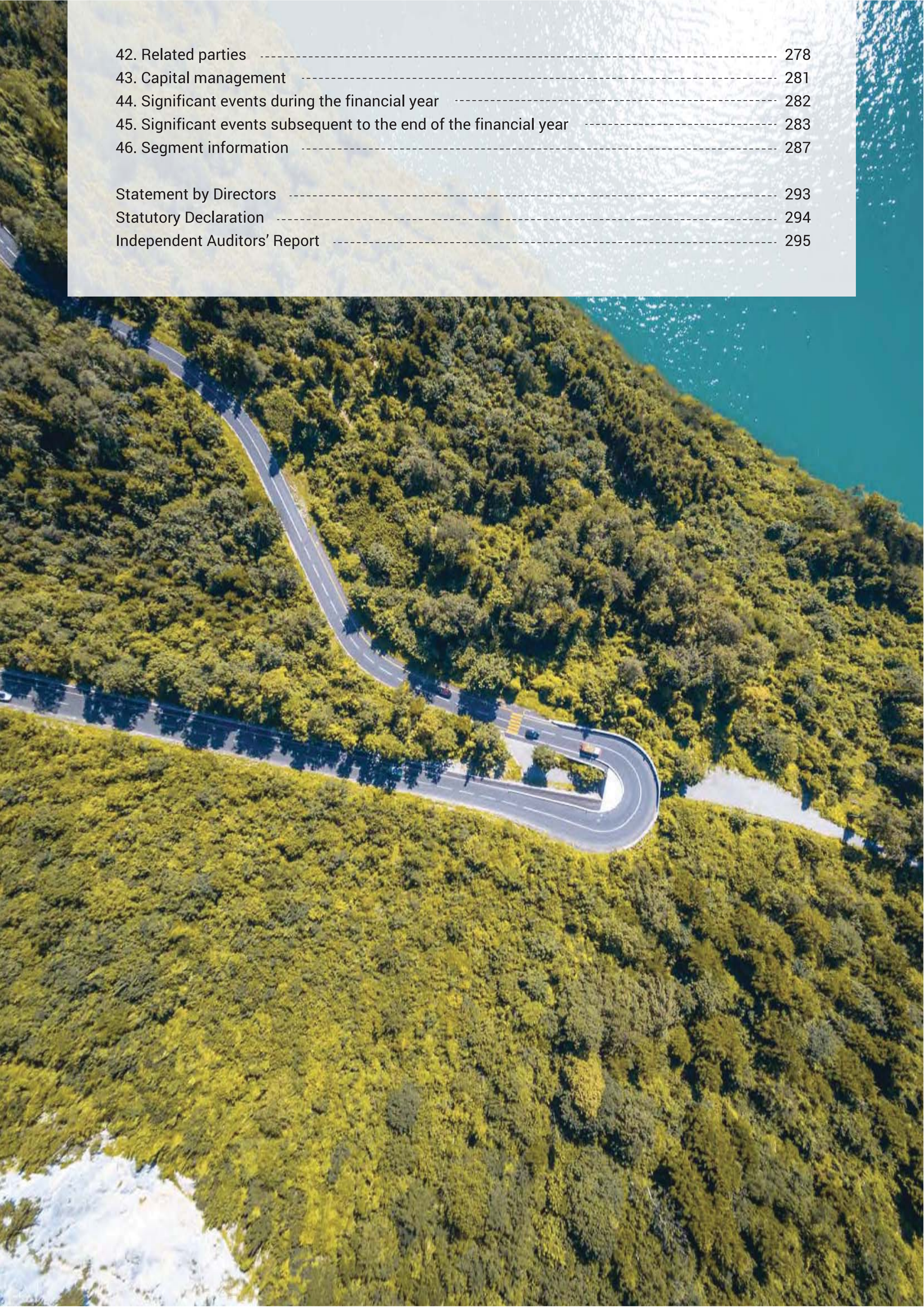
Disclaimer

While we strived to ensure information in this publication is fairly presented and up to date at the time of printing, users of this publication must take cognizance that MFRSs and their interpretations change over time. This publication also does not show all possible accounting and disclosure requirements of the MFRSs. Therefore, this publication should not be relied upon to identify all disclosures and changes that an entity may need to make as a result of the new or amendments to MFRSs and IC Interpretations nor be considered to be the only acceptable form of presentation for a set of financial statements. Accordingly, this Illustrative Directors' Report and Financial Statements should not be used as a substitute for reading the standards and interpretation themselves or for professional judgement as to fairness in presentation. Readers should not act upon it without seeking professional advice relevant to a particular situation.

No representation or warranty, express or implied, is made with respect to, and no reliance should be placed on, the accuracy, completeness or fairness of the information set out in this publication. Neither Baker Tilly Malaysia, its partners nor its staff shall have any liability whatsoever for any loss arising from any use or otherwise in connection with this publication. Furthermore, we accept no duty or responsibility and deny any liability to the users of this publication, whether or not this publication influences any of your decisions. This is in itself not an opinion document.

What's Inside



Publication Guide

Scope

This Illustrative Directors' Report and Financial Statements is based on a company not in existence, Flying Colours Berhad, incorporated and domiciled in Malaysia, and listed on the Main Market of Bursa Malaysia Securities Berhad with financial year ended 31 December 2020.

The names of people and entities included in this publication are not real. Any resemblance to any person or entity is purely coincidental.

In preparing this publication, we have strived to create a realistic set of financial statements for a corporate entity whose activities include property development, agriculture, service concession, manufacturing and investment holding. In the effort to present a wide variety of scenarios, many assumptions on the figures are made, some of these figures are not designed to reconcile with other figures that appear in this publication and in certain cases, no figures are presented in the disclosures.

The disclosures contained herein are made based on a hypothetical group of companies and certain assumptions have been made about the applicability of the MFRSs. The disclosures are not meant to be exhaustive. Readers should refer to the relevant standards and regulations for specific disclosure requirements.

Flying Colours Berhad has adopted all MFRSs that are effective as at 1 January 2020.

This publication is for the circulation to the staff, clients and associates of Baker Tilly Malaysia at their request and is not for public circulation.

Purpose

This publication serves to provide practical illustration and guide on the presentation and disclosure requirements of MFRSs and Companies Act 2016 in the financial statements of a group of companies.

Commentary

Throughout this publication, commentary is provided where additional matters may need to be considered in relation to a particular disclosure. The commentary is provided in grey boxes towards the end of each note/page.

Alternative accounting policies

Certain MFRSs allow a choice between two different accounting treatments for the same transaction and event. In such circumstances, an organisation must exercise professional judgement and care, and decide on the appropriate accounting treatment to be applied based on the entity's specific circumstances.

Contact us

This publication is prepared as a general guidance only and therefore should not be relied upon as a substitute for seeking professional advice concerning the appropriate accounting treatments or ensuring compliance with the MFRSs. Users are encouraged to consult Baker Tilly Malaysia when in doubt. A list of the Baker Tilly offices in Malaysia is provided on the back page of this publication.

Abbreviations

The following abbreviations are used in this publication for the purpose of referencing:

AAPG 1	Audit and Assurance Practice Guides 1 issued by the Malaysian Institute of Accountants in March 2018
App	Appendix
BC	Basis for Conclusions
Commentary	The commentary explains how the requirements affect the illustrative disclosure
FRSIC	Financial Reporting Standards Implementation Committee
IASB	International Accounting Standards Board
IC	Interpretation Committee
IE	Illustrative Examples
IFRS	International Financial Reporting Standards
MASB	Malaysian Accounting Standards Board, or accounting standards issued by the Malaysian Accounting Standards Board, depending on the context
MFRS	Malaysian Financial Reporting Standard issued by the MASB
S2	Section 2 of the Companies Act 2016
S8	Section 8 of the Companies Act 2016
S59	Section 59 of the Companies Act 2016
S127	Section 127 of the Companies Act 2016
S251	Section 251 of the Companies Act 2016
S252	Section 252 of the Companies Act 2016
S253	Section 253 of the Companies Act 2016
TR	Technical Release issued by the MASB
5Sch	Fifth Schedule of the Companies Act 2016

Message from the Group Managing Partner
Andrew Heng

Even as year 2020 comes to a close, the economy is still in a state of flux as countries around the world still struggle to contain the spread of the COVID-19 virus. Therefore, if year 2020 has thought us anything, it is that we really do not know when we will turn the corner, nor do we know exactly how wide that corner would be. All we can do at this moment is to do the best that we can in any given circumstances leveraging on all the help and assistance that we can get.

As the Quality Assurance and Technical (QAT) team releases this fifth edition of the Illustrative Directors' Report and Financial Statements, "Flying Colours Berhad", we are proud that they have continued to tirelessly provide updates to a document that has now become a source of reference for many who are preparers of financial statements. A massive amount of work goes into each edition of "Flying Colours Berhad" as the QAT team considers various scenarios for the different standards impacting the financial statements so as to provide users with as comprehensive a guide as possible. This is challenging task which the QAT team has taken in stride, especially during this time of uncertainly where guidance from the technical experts become ever so important in ensuring adherence to the financial standards.

We hope that as we continue to share our knowledge through the Illustrative Directors' Report and Financial Statements, it will continue to bring about consistency and assist preparers in improving the overall quality of financial statements.

Message from the Managing Partner, Audit & Assurance

Dato' Lock Peng Kuan

This is our 5th edition of the "Flying Colours Berhad" since its first release in year 2015. It goes without saying, this has been, and continues to be, a very challenging year for businesses globally. Just when we thought that we would finally be out of the woods, the next wave of COVID-19 virus hit. Whether things will normalise in year 2021 remains to be seen.

As companies continue to grapple with the impact of the COVID-19 pandemic and the cloud of uncertainty still looms over economies around the world, companies may now need to do more than just reassessing their short-term cash position and reprioritising their expenditure. There is now an increasing need to push for innovation and out-of-the-box strategies to meet current and future new norms.

Against this backdrop is the continual need to still ensure that financial statements are prepared in accordance with the financial reporting standards. I am therefore very proud that our Quality Assurance and Technical team has continued to ensure that our Illustrative Directors' Report and Financial Statements are kept updated for the many who have now come to rely on it. The fact that they have continued to plough on with this arduous task is a testament to their commitment.

This 5th edition of "Flying Colours Berhad" provides, among others, illustrations on how disclosures arising from the COVID-19 pandemic may be made. We hope that you will continue to find this Illustrative Directors' Report and Financial Statements useful and informative.

Message from the Partner of Quality Assurance and Technical

Esther Cheah

The magnitude of disruption from the COVID-19 pandemic since March 2020 has led to significant economic uncertainties in Malaysia. This in turn, affects the disclosures in the financial statements. Entities are required to reflect the current conditions in their financial statements in accordance with applicable approved accounting standards.

This 2020 edition of "Flying Colours Berhad", our fifth update of the Illustrative Directors' Report and Financial Statements, serves as an informative resource to assist you in the preparation of your company's annual report in this current pandemic era. It reflects the latest accounting developments for annual financial statements ended 31 December 2020, as well as the disclosure requirements arising from the impact of the COVID-19 pandemic.

It is important for entities to note that there may be new obligations and uncertainties that it may not have previously experienced, where the financial statements disclosures will vary from entity to entity depending on the magnitude of the impact and the availability of information. Entities should therefore continuously monitor and assess the impact of COVID-19 on their financial statements, including making the necessary disclosures in accordance with applicable approved accounting standards.

In designing and developing the Illustrative Directors' Report and Financial Statements, we have endeavoured to provide as wide a coverage as possible of the various industries and standards in Malaysia, as well as the regulatory requirements of the Companies Act 2016. Although it is not possible to provide illustrations for all scenarios, we hope that this Illustrative Directors' Report and Financial Statements will be an informative guide for organisations in the preparation of the financial statements especially during this time.

We continue to be committed in providing guidance and assistance in matters relating to the interpretation and application of the relevant accounting standards. We believe that the quality of the financial statements eventually translates to greater stakeholder confidence even during such challenging times.

FLYING COLOURS BERHAD
201901000001 (0000-X)
(Incorporated in Malaysia)

REPORTS AND FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

Reference

DIRECTORS' REPORT

S252(1) The directors hereby submit their report together with the audited financial statements of the Group and of the Company for the financial year ended 31 December 2020.

PRINCIPAL ACTIVITIES

S253(1)(b) The principal activities of the Company are investment holding, property development and provision of construction services. The principal activities of its subsidiaries are disclosed in Note 10 to the financial statements.

5Sch(I)(7) There have been no significant changes in the nature of these activities during the financial year except for the service concession arrangements entered into with the State Governments as disclosed in Note 9(b) to the financial statements.

5Sch(I)(1)(a) **RESULTS**

	Group RM'000	Company RM'000
Profit/(loss) for the financial year, net of tax		
- Continuing operations	133,900	43,700
- Discontinued operation	(2,800)	-
	131,100	43,700
Attributable to:		
Owners of the Company	118,200	43,700
Non-controlling interests	12,900	-
	131,100	43,700

DIVIDENDS 1

5Sch(I)(1)(f) The amount of dividend declared and paid by the Company since the end of the previous financial year were as follows:

	RM'000
Single tier final dividend of 5.26 sen per ordinary share in respect of the financial year ended 31 December 2019, paid on 20 April 2020	10,000
Single tier interim dividend of 3.45 sen per ordinary share in respect of the financial year ended 31 December 2020, paid on 18 June 2020	10,000

Reference

DIRECTORS' REPORT (CONTINUED)

DIVIDENDS (CONTINUED) 1

110.12
S127(8)
101.137(a)

At the forthcoming Annual General Meeting, a single tier final dividend of 5.17 sen per ordinary share, amounting to RM15,000,000 in respect of the current financial year, based on the number of outstanding ordinary shares in issue (net of treasury shares) as at 31 December 2020, will be proposed for the shareholders' approval. The financial statements for the current financial year do not reflect this proposed dividend. Such dividend, if approved by the shareholders, will be accounted for in equity as an appropriation of retained earnings in the financial year ending 31 December 2021.

RESERVES OR PROVISIONS

5Sch(I)(1)(b)

There were no material transfers to or from reserves or provisions during the financial year other than those disclosed in the financial statements.

BAD AND DOUBTFUL DEBTS

5Sch(I)(1)(g)

Before the financial statements of the Group and of the Company were prepared, the directors took reasonable steps to ascertain that 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 all known bad debts had been written off and that adequate allowance had been made for doubtful debts.

5Sch(I)(1)(h)

At the date of this report, the directors are not aware of any circumstances which would render the amount written off for bad debts or the amount of allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent.

CURRENT ASSETS

5Sch(I)(1)(i)

Before the financial statements of the Group and of the Company were prepared, the directors took reasonable steps to ensure that any current assets which were unlikely to be realised in the ordinary course of business including their values as shown in the accounting records of the Group and of the Company had been written down to an amount which they might be expected so to realise.

5Sch(I)(1)(j)(i)

At the date of this report, the directors are not aware of any circumstances which would render the values attributed to the current assets in the financial statements of the Group and of the Company misleading.

Commentary:

1 **If dividend has not been paid or recommended, the illustrative disclosures are as follows:**

No dividend has been paid or declared by the Company since the end of the previous financial year.

The directors do not recommend the payment of any dividends in respect of the financial year ended 31 December 2020.

Reference

DIRECTORS' REPORT (CONTINUED)

VALUATION METHODS

5Sch(I)(1)(j)(ii) At the date of this report, the directors are not aware of any circumstances which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.

CONTINGENT AND OTHER LIABILITIES

At the date of this report, there does not exist:

5Sch(I)(1)(k)(i) (i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; and

5Sch(I)(1)(k)(ii) (ii) any contingent liabilities in respect of the Group or of the Company which has arisen since the end of the financial year.

5Sch(I)(1)(l) In the opinion of the directors, no contingent or other liability of the Group or of the Company has become enforceable, or is likely to become enforceable, within the period of twelve months after the end of the financial year which will or may affect the ability of the Group or of the Company to meet their obligations as and when they fall due. 1

CHANGE OF CIRCUMSTANCES

5Sch(I)(1)(m) At the date of this report, the directors are not aware of any circumstances not otherwise dealt with in this report or the financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading.

Commentary:

1 **In cases where the Group or the Company has material uncertainty on going concern, the illustrative disclosure is as follows:**

In the opinion of the directors, other than as disclosed in Note 2.X to the financial statements, no contingent or other liability of the Group or of the Company has become enforceable, or is likely to become enforceable, within the period of twelve months after the end of the financial year which will or may affect the ability of the Group or of the Company to meet their obligations as and when they fall due.

Reference

DIRECTORS' REPORT (CONTINUED)

ITEMS OF MATERIAL AND UNUSUAL NATURE ❶

In the opinion of the directors,

5Sch(I)(1)(n) (i) the results of the operations of the Group and of the Company for the financial year were not substantially affected by any item, transaction or event of a material and unusual nature; and ❷

5Sch(I)(1)(o) (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made.

5Sch(I)(1)(c)

ISSUE OF SHARES AND DEBENTURES ❸❹

During the financial year, the Company:

(i) issued 25,000,000 new ordinary shares at a price of RM2 per ordinary share as partial discharge of the purchase consideration for the acquisition of the 80% equity interest in PT Halia Palm Oil pursuant to a share sale agreement dated 20 January 2020; and ❺

(ii) issued 75,000,000 new ordinary shares at a price of RM2 per ordinary share for working capital purposes.

The new ordinary shares issued during the financial year rank pari passu in all respects with the existing ordinary shares of the Company.

During the financial year, the Company issued 100,000,000 units of convertible bonds at a price of RM1.05 per unit. Each bond is convertible at any time up to maturity into 10,000,000 ordinary shares at the conversion price of RM2 each, which is at a rate of one ordinary share for every ten convertible bonds held. Unconverted bonds shall become repayable on demand. The bonds mature ten years from the issue date and carry a coupon interest rate of 6.5% payable on 31 December each year. Further details are disclosed in Note 23(d) to the financial statements.

Commentary:

5Sch(I)(1)(p) ❶ Pursuant to 5Sch(I)(1)(p) of the Companies Act 2016, the directors' report shall disclose any other details as determined by the Registrar.

Reference

DIRECTORS' REPORT (CONTINUED)

Commentary (continued):

5Sch(I)(1)(n) ❷ Pursuant to 5Sch(I)(1)(n) of the Companies Act 2016, the directors' report shall state whether the results of the Company's operations during the financial year were, in the opinion of the directors, substantially affected by any item, transaction or event of a material and unusual nature and, if so, giving particulars of that item, transaction or event and the amount or the effect of the item, transaction or event, if known or reasonably ascertainable.

In cases where there were items, transactions or events of material and unusual nature that affect the results of the Group's or of the Company's operation (e.g. material impairment losses or one-off transactions/events), entities may cross-reference to notes to the financial statements in relation to "profit before tax" or "significant events during and subsequent to the financial year" as illustrated below:

Other than as disclosed in Note 33, 44 and 45 to the financial statements, in the opinion of the directors…

❸ **In cases where no shares or debentures are issued, the illustrative disclosure is as follows:**

During the financial year, no new issue of shares or debentures were made by the Company.

S2 ❹ "Debenture" includes debenture stock, bonds, sukuk, notes and any other securities of a corporation whether constituting a charge on the assets of the corporation or not.

3.8 ❺ **Illustrative disclosure where the completion date is different from the date of acquisition**

During the financial year, the Company issued 25,000,000 new ordinary shares at a price of RM2 per ordinary share as partial discharge of the purchase consideration for the acquisition of the 80% equity interest in PT Halia Palm Oil pursuant to a share sale agreement dated 20 January 2020. For the purpose of accounting for the shares consideration, the fair value of RM2.20 per ordinary share as at the date of completion was recorded instead of issue price of RM2 per ordinary share.

S127

TREASURY SHARES

Treasury shares relate to ordinary shares of the Company that are repurchased and held by the Company in accordance with the requirement of Section 127 of the Companies Act 2016 in Malaysia.

There was no repurchase of the Company's issued ordinary shares, nor any resale, cancellation or distribution of treasury shares during the financial year.

As at 31 December 2020, the Company held 10,000,000 treasury shares out of its 300,000,000 issued and paid-up ordinary shares. Such treasury shares are held at a carrying amount of RM20,000,000. Further details are disclosed in Note 21 to the financial statements.

Reference

DIRECTORS' REPORT (CONTINUED)

5Sch(I)(5)
5Sch(I)(6)

OPTIONS GRANTED OVER UNISSUED SHARES

No options were granted to any person to take up the unissued shares of the Company during the financial year other than the issue of options pursuant to the Employee's Share Option Scheme ("ESOS").

At an Extraordinary General Meeting held on 26 March 2017, the Company's shareholders approved the establishment of an ESOS for directors who meet the criteria of eligibility for participation.

The salient features and other details of the ESOS are disclosed in Note 22(d) to the financial statements.

The options offered for the subscription of unissued ordinary shares and the respective exercise prices are as follows:

		Number of option over ordinary shares				
Grant date	**Exercise price**	**At 1 January 2020**	**Granted**	**Exercised**	**Forfeited**	**At 31 December 2020**
30 June 2019	RM1.75	5,000,000	-	-	-	5,000,000
31 October 2019	RM1.85	5,000,000	-	-	-	5,000,000
		10,000,000	-	-	-	10,000,000

DIRECTORS

S253(1)(a)

The directors in office during the financial year and during the period from the end of the financial year to the date of this report are:

Hashid Alim bin Samad*
Lo Chun Yin
Wong Kah Him*
Ong Kai Jung (Appointed on 4 September 2020)
Mohammad Ali bin Akbar (Resigned on 1 December 2020)

* Directors of the Company and certain subsidiaries

Other than as stated above, the names of the directors of the subsidiaries of the Company in office during the financial year and during the period from the end of the financial year to the date of this report are:

Ang Swee Hooi
Chen Hua Ting
Ali Bin Hushin

Reference

DIRECTORS' REPORT (CONTINUED)

DIRECTORS' INTERESTS

5Sch(I)(1)(e)
5Sch(I)(1)(d)(ii)

According to the Register of Directors' Shareholdings required to be 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 in the Company and its related corporations during the financial year were as follows:

Interests in the Company

	Number of ordinary shares			
	At 1 January 2020	Bought	Sold	At 31 December 2020
Direct interests:				
Hashid Alim bin Samad	50,000,000	10,000	-	50,010,000
Indirect interests:				
Hashid Alim bin Samad	15,000,000 [1]	10,000	-	15,010,000 [1]
Lo Chun Yin	1,000,000 [2]	-	-	1,000,000 [2]

S8(4)
S59(11)(c)

[1] Shares held through company in which the director has substantial financial interests.
[2] Shares held through spouse and/or children.

By virtue of his interests in the ordinary shares of the Company and pursuant to Section 8 of the Companies Act 2016 in Malaysia, Hashid Alim bin Samad is deemed to have an interest in the ordinary shares of the subsidiaries to the extent that the Company has an interest. ❶

Other than as stated above, none of the other directors in office at the end of the financial year had any interest in ordinary shares or debentures of the Company and its related corporations during the financial year.

Commentary:

S8(4)(c)

❶ Pursuant to Section 8(4) of the Companies Act 2016, a person shall be deemed to have an interest in the Company when a body corporate holds shares in the Company and that person has a controlling or substantial financial interest of not less than **20%** of the votes in that body corporate.

Reference

DIRECTORS' REPORT (CONTINUED)

DIRECTORS' BENEFITS

5Sch(I)(3) 5Sch(I)(2) Since the end of the previous financial year, no director of the Company has received or become entitled to receive any benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable, by the directors as disclosed in Note 34 to the financial statements) by reason of a contract made by the Company or a related corporation with the 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 any deemed benefit which may arise from transactions as disclosed in Note 42 to the financial statements.

5Sch(I)(1)(d)(i) Neither during, nor at the end of the financial year, was the Company a party to any arrangements where the object is to enable the directors to acquire benefits by means of the acquisition of shares in, or debentures of the Company or any other body corporate, other than those arising from the share options granted under the ESOS.

INDEMNITY TO DIRECTORS AND OFFICERS ❶

5Sch(I)(2)(d) During the financial year, the total amount of indemnity insurance coverage and insurance premium paid for the directors and officers of the Company were RMXXX and RMXXX respectively.

SUBSIDIARIES

5Sch(I)(7) The details of the Company's subsidiaries are disclosed in Note 10 to the financial statements. ❷

5Sch(I)(8) The available auditors' reports on the accounts of the subsidiaries did not contain any qualification. ❸

5Sch(I)(9)

INTERESTS IN HOLDING COMPANY AND OTHER RELATED CORPORATIONS ❹

(applicable for disclosure in the subsidiaries' account only)

Other than as disclosed elsewhere in this report, the Company does not have any interest in shares in the holding company and its other related corporations during the financial year.

Or

Other than as disclosed elsewhere in this report, the interests of the Company in shares in the holding company and its other related corporation during the financial year were as follows:

	Number of ordinary shares			
	At 1 January 2020	Bought	Sold	At 31 December 2020
Ultimate holding company				
Flying Colours Holdings Sdn Bhd	xx	-	-	xx
Related corporation				
Flying Colours Sdn Bhd	xx	-	-	xx

Reference

DIRECTORS' REPORT (CONTINUED)

Commentary:

5Sch(I)(2)(d) 1. Pursuant to 5Sch(I)(2)(d) of the Companies Act 2016, the directors' report shall state the total amount of any indemnity given to or insurance effected for, any director or officer of the Company. The indemnity to auditor of the Company was disclosed under separate heading in page 10.

   In cases where no indemnity was given, the illustrative disclosure is as follows:

   During the financial year, no indemnity was given to or insurance effected for, any director or officer of the Company.

5Sch(I)(7) 2. 5Sch(I)(7) of the Companies Act 2016 states that:

   "The directors' report shall specify clearly either in the profit and loss account of the holding company or consolidated profit and loss account of the holding company and its subsidiary companies the name, place of incorporation, principal activities, and percentage of issued share capital held by the holding company in each subsidiary to which that profit and loss account or other document relates."

5Sch(I)(8) 3. 5Sch(I)(8) of the Companies Act 2016 states that:

   "If the auditors' report on the accounts of a subsidiary company is qualified in any way, the consolidated balance sheet of the holding company, as the case may be, shall contain particulars of the manner in which the report is qualified in so far as the matter which is the subject of the qualification is not covered by the holding company's own accounts and is material from the point of view of its members."

   Illustrative disclosure where accounts of any subsidiary company is qualified

   Other than those subsidiaries with modified opinions in their auditors' reports as disclosed in Note X to the financial statements, the available auditors' reports on the accounts of the remaining subsidiaries did not contain any qualification.

5Sch(I)(9) 4. Pursuant to 5Sch(I)(9) of the Companies Act 2016, disclosure shall be made under separate heading in the balance sheet of every subsidiary company the extent of its holding of shares in the holding company and in other related corporations.

Reference

DIRECTORS' REPORT (CONTINUED)

SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

Details of significant events during the financial year are disclosed in Note 44 to the financial statements.

SIGNIFICANT EVENTS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

Details of significant events subsequent to the end of the financial year are disclosed in Note 45 to the financial statements.

ULTIMATE HOLDING COMPANY

5Sch(I)(4) The directors regard Flying Colours Holdings Sdn Bhd, a company incorporated in Malaysia, as the ultimate holding company of the Company.

AUDITORS

The auditors, Messrs Baker Tilly Monteiro Heng PLT, have expressed their willingness to continue in office.

5Sch(I)(10) The details of the auditors' remuneration are disclosed in Note 33 to the financial statements. ❶

5Sch(I)(2)(d) The Company has agreed to indemnify the auditors of the Company as permitted under Section 289 of the Companies Act 2016 in Malaysia. ❷

Commentary:

5Sch(I)(10) ❶ Pursuant to 5Sch(I)(10) of the Companies Act 2016, the directors' report shall disclose the total amount paid to or receivable by the auditors as remuneration for their services as auditors, inclusive of all fees, percentages or other payments or consideration given by or from the Company or by or from any subsidiary of the Company.

5Sch(I)(2)(d) ❷ Pursuant to 5Sch(I)(2)(d) of the Companies Act 2016, the directors' report shall disclose the total amount of any indemnity given to or insurance effected for auditors of the Company.

Reference

DIRECTORS' REPORT (CONTINUED)

S253(3)
5Sch(II)

BUSINESS REVIEW 1

Commentary:

1

1. Pursuant to S253(3) of the Companies Act 2016, the directors' report may include a business review as set out in 5Sch(II) or any other reporting as prescribed.

2. The business review may, to the extent necessary for an understanding of the development, performance or position of the Company's business, contain:

   (a) a fair review of the Company's business;
   (b) a description of the principal risks and uncertainties facing the Company;
   (c) a balanced and comprehensive analysis of:
       (i) the development and performance of the Company's business during the financial year;
       (ii) the position of the Company's business at the end of that year, consistent with the size and complexity of the business; and
       (iii) the key performance indicators;
   (d) information about:
       (i) environmental matters, including the impact of the Company's business on the environment;
       (ii) the Company's employees; and
       (iii) social and community issues, including information about any policies of the Company in relation to those matters and the effectiveness of those policies; and
   (e) subject to paragraph 7 below, information about persons with whom the Company has contractual or other arrangements which are essential to the business of the Company.

3. If the review does not contain any of the information mentioned in subparagraphs 2(a), (b), (c) and (d) above, it shall state which of the information it does not contain.

4. The review may, where appropriate, include references to, and additional explanations of, amounts included in the Company's financial statements.

5. In relation to a group directors' report, this business review has effect as if the references to the Company include references to its subsidiary included in the consolidation.

6. Nothing in the business review requires the disclosure of information about impending developments or matters in the course of negotiation if the disclosure would, in the opinion of the directors, be prejudicial to the interests of the Company.

7. Nothing in subparagraph 2(e) above requires the disclosure of information about a person if the disclosure would, in the opinion of the directors, be prejudicial to that person and contrary to the public interest.

8. For the purposes of this business review, "key performance indicators" means factors by reference to which the development, performance or position of the Company's business can be measured effectively.

Reference

DIRECTORS' REPORT (CONTINUED)

S252(2)(a)
S252(2)(b)

This report was approved and signed on behalf of the Board of Directors in accordance with a resolution of the directors.

……………………………………….

S252(3)

HASHID ALIM BIN SAMAD
Director

……………………………………….

S252(3)

WONG KAH HIM
Director

Date: (date)

Reference

101.10(a)
101.10(f)
101.51(e)
101.54
101.113

STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2020

Reference		Note	Group 1			Company		
			31.12.2020 RM'000	31.12.2019 Restated RM'000	1.1.2019 Restated RM'000	31.12.2020 RM'000	31.12.2019 Restated RM'000	1.1.2019 Restated RM'000
	ASSETS 2							
	Non-current assets							
	Property, plant and equipment 3	**5**	414,400	306,800	291,700	100,400	89,500	81,400
	Investment properties	**6**	71,800	43,200	38,600	36,600	21,000	17,600
	Biological assets	**7**	47,600	23,879	26,926	-	-	-
	Inventories	**8**	99,700	39,203	37,228	58,500	36,100	33,000
	Intangible assets	**9**	200,200	63,000	67,500	106,300	4,500	4,200
	Investment in subsidiaries	**10**	-	-	-	188,400	143,500	143,500
	Investment in associates	**11**	78,900	58,600	52,300	23,600	18,600	18,600
	Investment in joint ventures	**12**	18,500	17,900	15,200	3,200	3,200	3,200
	Deferred tax assets	**13**	4,500	3,700	-	-	-	-
	Trade and other receivables	**14**	13,100	12,300	10,000	3,000	1,800	1,000
	Other investments	**15**	81,400	76,810	61,650	53,300	19,800	27,600
	Contract costs 4	**15A**	xxx	xxx	xxx	xxx	xxx	xxx
101.60	**Total non-current assets**		**1,030,100**	**645,392**	**601,104**	**573,300**	**338,000**	**330,100**
	Current assets							
	Inventories 5	**8**	129,500	105,318	84,246	42,300	23,500	18,800
	Current tax assets		2,500	2,300	2,000	-	-	-
	Trade and other receivables	**14**	130,600	98,890	82,350	83,800	22,000	17,000
	Contract assets 6	**16**	86,400	78,400	64,300	13,400	9,800	3,200
	Contract costs 4	**15A**	xxx	xxx	xxx	xxx	xxx	xxx
	Other current assets		4,000	2,500	1,500	-	-	-
	Derivative financial assets	**17**	8,500	6,500	9,800	4,200	5,000	1,200
	Cash and short-term deposits	**18**	38,500	18,500	15,700	12,500	6,500	5,700
			400,000	312,408	259,896	156,200	66,800	45,900
5.38-5.40	Assets of a disposal group classified as held for sale	**19**	25,400	-	-	10,000	-	-
101.60	**Total current assets**		**425,400**	**312,408**	**259,896**	**166,200**	**66,800**	**45,900**
	TOTAL ASSETS		**1,455,500**	**957,800**	**861,000**	**739,500**	**404,800**	**376,000**

Reference

101.10(a)
101.10(f)
101.51(e)
101.54
101.113

STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2020 (CONTINUED)

Reference		Note	Group		1	Company		
			31.12.2020	31.12.2019 Restated	1.1.2019 Restated	31.12.2020	31.12.2019 Restated	1.1.2019 Restated
			RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
	EQUITY AND LIABILITIES 2							
	Equity attributable to owners of the Company							
	Share capital	20	448,000	250,000	250,000	448,000	250,000	250,000
	Treasury shares	21	(20,000)	(20,000)	(10,000)	(20,000)	(20,000)	(10,000)
	Other reserves	22	82,188	52,795	40,000	37,900	11,300	(800)
	Retained earnings		277,112	180,905	131,900	46,400	22,700	16,400
			787,300	463,700	411,900	512,300	264,000	255,600
	Non-controlling interests		94,500	71,500	64,500	-	-	-
	TOTAL EQUITY		**881,800**	**535,200**	**476,400**	**512,300**	**264,000**	**255,600**
	Non-current liabilities							
	Loans and borrowings 7	23	270,200	188,200	194,500	156,800	75,700	62,000
	Employee benefits	24	8,500	6,900	6,000	-	-	-
	Deferred income	25	15,000	10,500	11,600	3,500	1,800	1,500
	Provisions	26	11,100	11,300	9,250	2,000	500	-
	Deferred tax liabilities	13	29,400	18,800	12,800	12,100	2,200	1,500
	Trade and other payables	27	6,000	6,000	6,000	4,000	4,000	4,000
101.60	**Total non-current liabilities**		340,200	241,700	240,150	178,400	84,200	69,000
	Current liabilities							
	Loans and borrowings 7	23	20,000	16,000	13,000	12,000	9,000	8,000
	Provisions	26	7,500	3,500	3,150	500	500	500
	Current tax liabilities		41,300	32,500	16,500	10,200	7,600	3,200
	Trade and other payables	27	102,500	86,200	71,800	16,800	33,400	30,200
	Contract liabilities 6	16	43,200	40,800	36,100	7,800	5,600	8,500
	Derivative financial liabilities	17	2,500	1,900	3,900	1,500	500	1,000
			217,000	180,900	144,450	48,800	56,600	51,400
5.38-5.40	Liabilities of a disposal group classified as held for sale	19	16,500	-	-	-	-	-
101.60	**Total current liabilities**		233,500	180,900	144,450	48,800	56,600	51,400
	TOTAL LIABILITIES		**573,700**	**422,600**	**384,600**	**227,200**	**140,800**	**120,400**
	TOTAL EQUITY AND LIABILITIES		**1,455,500**	**957,800**	**861,000**	**739,500**	**404,800**	**376,000**

The accompanying notes form an integral part of these financial statements.

Reference

STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2020 (CONTINUED)

Commentary:

1. An entity shall present a third statement of financial position as at the beginning of the preceding period based on the following requirements:

Nature	Third statement of financial position		Related notes	
	Yes?	Required by	Yes?	Required by
(a) First-time adoption of MFRSs	✓	MFRS 1.21	✓	MFRS 1.21
(b) Retrospective application *	✓	MFRS 101.40A	x	MFRS 101.40C
(c) Retrospective restatement *	✓	MFRS 101.40A	x	MFRS 101.40C
(d) Reclassification *	✓	MFRS 101.40A	x	MFRS 101.40C

101.40A(b) * An entity shall present a third statement of financial position if and only if the retrospective application, retrospective restatement or reclassification has a material effect on the information in the statement of financial position as at the beginning of the preceding period.

In this illustrative financial statements, the retrospective application of changes in accounting policy is deemed to have a material effect on the information in the statements of financial position as at the beginning of the preceding period to illustrate the third statement of financial position.

101.60 2. An entity shall present current and non-current assets, and current and non-current liabilities, as separate classifications in its statements of financial position, except when a presentation based on liquidity provides information that is reliable and more relevant. When that exception applies, all
101.64 assets and liabilities shall be presented in order of liquidity. Nevertheless, an entity is also permitted to present some of its assets and liabilities using a current and non-current classification and others in order of liquidity when this provides information that is reliable and more relevant. The need for a mixed basis of presentation might arise when an entity has diverse operations.

16.47(a) 3. If an entity does not present right-of-use assets separately in the statements of financial position, it shall include right-of-use assets within the same line item as that within which the corresponding underlying assets would be presented as if they were owned, and disclose which line items in the statements of financial position include those right-of-use assets.

16.47(a)
16.48 Alternatively, an entity may choose to present right-of-use assets separately in the statements of financial position. Right-of-use assets that meet the definition of investment property are presented in the statements of financial position as investment property.

Reference

STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2020 (CONTINUED)

Commentary (continued):

15.91-98 **4** MFRS 15 *Revenue from Contracts with Customers* is silent on the classification of contract costs, namely costs to obtain a contract and costs to fulfil a contract. Therefore, entities will need to develop an appropriate accounting policy. There is lack of guidance in MFRS on the presentation of costs to obtain a contract.

In view of the nature of costs to obtain a contract, these costs are presented as part of contract costs and its amortisation is included as part of distribution expenses. In contrast, the nature of costs to fulfil a contract is such that they directly affect the entity's performance under the contract. Therefore, costs to fulfil a contract should be presented as a separate class of asset in the statement of financial position and its amortisation within cost of sales.

15.B20-15.B27 **5** MFRS 15 and other standards do not specify where assets for rights to recover products from customers with regard to sale with a right of return should be presented. A refund asset relating to customers' right to return products can be disclosed as a separate line item, 'Right to returned goods asset'. In many cases entities may conclude that it is not necessary to present this balance separately from inventories. In such a case, separate disclosure of this balance should be made in the notes to the financial statements.

15.105; 15.BC320 **6** MFRS 15.105 states that when either party to a contract has performed, an entity shall present the contract in the statements of financial position as a contract asset or a contract liability, depending on the relationship between the entity's performance and the customer's payment.

15.App A; 15.105 Contract assets refer to an entity's right to consideration in exchange for goods or services that the entity has transferred to a customer when that right is conditioned on something other than the passage of time (for example, the entity's future performance). Any unconditional rights to consideration (i.e. amounts that relate to completed performance obligations for which payment is due under the contract) should be presented separately as a receivable.

15.App A Contract liabilities refer to an entity's obligation to transfer goods or services to a customer for which the entity has received consideration (or the amount is due) from the customer.

16.47(b) **7** If the lessee does not present lease liabilities separately in the statements of financial position, the lessee shall disclose which line item in the statement of financial position that include those liabilities.

Alternatively, an entity may choose to present lease liabilities separately from other liabilities in the statements of financial position.

Reference

101.10(b)
101.10A
101.51(e)
101.81A
101.82
101.99
101.113

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

Reference		Note	Group 2020 RM'000	Group 2019 Restated RM'000	Company 2020 RM'000	Company 2019 Restated RM'000
	Continuing operations					
15.2;15.113(a)	Revenue	**28**	1,906,300	1,191,000	250,500	154,000
101.82(a)	Interest revenue	**XX**	xxx	xxx	xxx	xxx
	Cost of sales	**29**	(1,734,730)	(1,071,900)	(163,000)	(102,900)
	Gross profit		**171,570**	**119,100**	**87,500**	**51,100**
	Other income	**30**	89,100	21,450	8,950	10,000
	Distribution expenses		(12,400)	(13,400)	(3,400)	(2,600)
	Administrative expenses		(64,960)	(27,659)	(24,889)	(24,755)
101.82(ba)	Net impairment losses on financial instruments and contract assets		(2,450)	(2,458)	(635)	(577)
	Other expenses		(2,150)	(1,142)	(3,165)	(2,923)
	Operating profit		**178,710**	**95,891**	**64,361**	**30,245**
101.82(a)	Finance income	**31**	3,100	3,250	1,750	1,900
101.82(b)	Finance costs	**32**	(17,140)	(14,241)	(7,911)	(4,945)
101.82(aa)	Gains/(Losses) arising from derecognition of financial assets measured at amortised cost		xxx	xxx	xxx	xxx
101.82(ca)	Gains/(Losses) arising from reclassification of financial assets measured at amortised cost to fair value through profit or loss		xxx	xxx	xxx	xxx
101.82(cb)	Gains/(Losses) arising from reclassification of financial assets measured at fair value through other comprehensive income to fair value through profit or loss		xxx	xxx	xxx	xxx
101.82(c)	Share of results of associates, net of tax		13,230	5,600	-	-
101.82(c)	Share of results of joint ventures, net of tax		600	2,700	-	-
	Profit before tax	**33**	**178,500**	**93,200**	**58,200**	**27,200**
101.82(d)	Income tax expense	**35**	(44,600)	(23,300)	(14,500)	(5,900)
	Profit for the financial year from continuing operations		**133,900**	**69,900**	**43,700**	**21,300**
101.82(ea)	(Loss)/profit for the financial year from discontinued operation, net of tax	**19(b)**	(2,800)	1,200	-	-
	Profit for the financial year		**131,100**	**71,100**	**43,700**	**21,300**

Reference

12.12(e)
101.10(b)
101.10A
101.51(e)
101.81A
101.82
101.99
101.113

STATEMENTS OF COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

	Note	Group		Company	
		2020 RM'000	2019 Restated RM'000	2020 RM'000	2019 Restated RM'000
Other comprehensive income/(loss), net of tax	**36**				
Items that will not be reclassified subsequently to profit or loss					
Remeasurement of defined benefit plans		380	2,030	-	-
Fair value gain of equity instruments designated at fair value through other comprehensive income		2,200	3,800	3,000	2,000
Share of other comprehensive income of associates		170	100	-	-
		2,750	5,930	3,000	2,000
Items that may be reclassified subsequently to profit or loss					
Exchange differences on translation of foreign operations		5,050	1,870	-	-
Reclassification adjustments of exchange translation reserve	**10(b)**	(1,000)	-	-	-
Fair value gain of debt instruments at fair value through other comprehensive income		xxx	xxx	xxx	xxx
Cash flow hedges		2,200	(1,700)	2,500	2,300
Reclassification adjustments of cash flow hedges		(800)	400	(300)	(800)
Share of other comprehensive income of associates		1,900	600	-	-
		7,350	1,170	2,200	1,500
Other comprehensive income for the financial year		**10,100**	**7,100**	**5,200**	**3,500**
Total comprehensive income for the financial year		**141,200**	**78,200**	**48,900**	**24,800**

101.81B(a)

	Group 2020 RM'000	Group 2019 Restated RM'000	Company 2020 RM'000	Company 2019 Restated RM'000
Profit/(loss) attributable to:				
Owners of the Company	118,200	61,900	43,700	21,300
- From continuing operations	121,000	60,700	43,700	21,300
- From discontinued operation	(2,800)	1,200	-	-
Non-controlling interests	12,900	9,200	-	-
	131,100	**71,100**	**43,700**	**21,300**

Reference

101.10(b) 101.10A 101.51(e) 101.81A 101.82 101.99 101.113

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

Reference		Note	Group 2020 RM'000	Group 2019 Restated RM'000	Company 2020 RM'000	Company 2019 Restated RM'000
101.81B(b)	**Total comprehensive income/(loss) attributable to:**					
	Owners of the Company		126,700	68,200	48,900	24,800
	- From continuing operations		129,500	67,000	48,900	24,800
	- From discontinued operation		(2,800)	1,200	-	-
	Non-controlling interests		14,500	10,000	-	-
			141,200	**78,200**	**48,900**	**24,800**
	Basic earnings/(loss) per share (sen):	**37**				
133.66	- From continuing operations		48.4	30.4		
133.68	- From discontinued operation		(1.1)	0.6		
			47.3	**31.0**		
	Diluted earnings/(loss) per share (sen):	**37**				
133.66	- From continuing operations		45.7	28.9		
133.68	- From discontinued operation		(1.0)*	0.6		
			44.7*	**29.5**		

133.42 133.43

* Note: An entity uses profit or loss from continuing operations attributable to the owners of the Company as the control number to establish whether potential ordinary shares are dilutive or anti-dilutive. Potential ordinary shares are anti-dilutive when their conversion to ordinary shares would increase earnings per share or decrease loss per share from continuing operations. Since the effect of assumed conversion of potential ordinary shares from continuing operations is dilutive, the effect of the said assumed conversion on loss per share from discontinued operation, although anti-dilutive (as disclosed above), should therefore be calculated.

The accompanying notes form an integral part of these financial statements.

Registration No. 201901000001 (0000-X)

FLYING COLOURS BERHAD
(Incorporated in Malaysia)

Reference

101.10(c)
101.106
101.107
101.113

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

Reference	Group	Note	Share capital RM'000	Exchange reserve RM'000	Fair value reserve of financial assets at FVOCI RM'000	Cash flow hedge reserve RM'000	Share option reserve RM'000	Equity component of convertible bonds RM'000	Treasury shares RM'000	Retained earnings RM'000	Sub-total RM'000	Non-controlling interests RM'000	Total equity RM'000
			Attributable to owners of the Company										
	At 31 December 2019												
	- As previously reported		250,000	31,550	8,045	4,600	8,600	-	(20,000)	169,205	452,000	71,500	523,500
101.106(b)	- Change in accounting policy	2.2(b)	-	-	-	-	-	-	-	11,700	11,700	-	11,700
	Restated balance at 1 January 2020		250,000	31,550	8,045	4,600	8,600	-	(20,000)	180,905	463,700	71,500	535,200
101.106(a)	**Total comprehensive income for the financial year**												
101.106(d)(i)	Profit for the financial year		-	-	-	-	-	-	-	118,200	118,200	12,900	131,100
101.106(d)(ii)	Other comprehensive income for the financial year		-	5,425	1,562	1,006	-	-	-	507	8,500	1,600	10,100
	Total comprehensive income		-	5,425	1,562	1,006	-	-	-	118,707	126,700	14,500	141,200
101.106(d)(iii)	**Transactions with owners**												
	Issue of ordinary shares		150,000	-	-	-	-	-	-	-	150,000	-	150,000
	Share issued for acquisition of a subsidiary		50,000	-	-	-	-	-	-	-	50,000	-	50,000
	Transaction costs of share issue		(2,000)	-	-	-	-	-	-	-	(2,000)	-	(2,000)
	Non-controlling interests arising from acquisition of a new subsidiary	10(a)	-	-	-	-	-	-	-	-	-	20,000	20,000
	Changes in ownership interests in a subsidiary	10(c)	-	-	-	-	-	-	-	(2,500)	(2,500)	(7,500)	(10,000)
	Convertible bonds - equity		-	-	-	-	-	21,400	-	-	21,400	-	21,400
101.107	Dividends paid on shares	38	-	-	-	-	-	-	-	(20,000)	(20,000)	(4,000)	(24,000)
	Total transactions with owners		198,000	-	-	-	-	21,400	-	(22,500)	196,900	8,500	205,400
	At 31 December 2020		**448,000**	**36,975**	**9,607**	**5,606**	**8,600**	**21,400**	**(20,000)**	**277,112**	**787,300**	**94,500**	**881,800**

Registration No. 201901000001 (0000-X)

FLYING COLOURS BERHAD
(Incorporated in Malaysia)

Reference

101.10(c)
101.106
101.107
101.113

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

Reference	Group	Note	Share capital RM'000	Exchange reserve RM'000	Fair value reserve of financial assets at FVOCI RM'000	Cash flow hedge reserve RM'000	Share option reserve RM'000	Treasury shares RM'000	Retained earnings RM'000	Sub-total RM'000	Non-controlling interests RM'000	Total equity RM'000
			---- Attributable to owners of the Company ----									
	At 31 December 2018											
	- As previously reported		250,000	29,300	4,800	5,900	-	(10,000)	122,900	402,900	64,500	467,400
101.106(b)	- Change in accounting policy	2.2(b)	-	-	-	-	-	-	9,000	9,000	-	9,000
	Restated balance at 1 January 2019		250,000	29,300	4,800	5,900	-	(10,000)	131,900	411,900	64,500	476,400
101.106(a)	**Total comprehensive income for the financial year**											
101.106(d)(i)	Profit for the financial year		-	-	-	-	-	-	61,900	61,900	9,200	71,100
101.106(d)(ii)	Other comprehensive income/ (loss) for the financial year		-	2,250	3,245	(1,300)	-	-	2,105	6,300	800	7,100
	Total comprehensive income		-	2,250	3,245	(1,300)	-	-	64,005	68,200	10,000	78,200
101.106(d)(iii)	**Transactions with owners**											
	Share option issued		-	-	-	-	8,600	-	-	8,600	-	8,600
	Share repurchased		-	-	-	-	-	(10,000)	-	(10,000)	-	(10,000)
101.107	Dividends paid on shares	38	-	-	-	-	-	-	(15,000)	(15,000)	(3,000)	(18,000)
	Total transactions with owners		-	-	-	-	8,600	(10,000)	(15,000)	(16,400)	(3,000)	(19,400)
	At 31 December 2019		**250,000**	**31,550**	**8,045**	**4,600**	**8,600**	**(20,000)**	**180,905**	**463,700**	**71,500**	**535,200**

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Reference

101.10(c)
101.106
101.107
101.113

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

Reference	Company	Note	Share capital RM'000	Fair value reserve of financial assets at FVOCI RM'000	Cash flow hedge reserve RM'000	Share option reserve RM'000	Equity component of convertible bonds RM'000	Treasury shares RM'000	Retained earnings RM'000	Total equity RM'000
			Attributable to owners of the Company							
	At 31 December 2019									
	- As previously reported		250,000	1,000	1,700	8,600	-	(20,000)	15,362	256,662
101.106(b)	- Change in accounting policy	2.2(b)	-	-	-	-	-	-	7,338	7,338
	Restated balance at 1 January 2020		250,000	1,000	1,700	8,600	-	(20,000)	22,700	264,000
101.106(a)	**Total comprehensive income for the financial year**									
101.106(d)(i)	Profit for the financial year		-	-	-	-	-	-	43,700	43,700
101.106(d)(ii)	Other comprehensive income for the financial year		-	3,000	2,200	-	-	-	-	5,200
	Total comprehensive income		-	3,000	2,200	-	-	-	43,700	48,900
101.106(d)(iii)	**Transactions with owners**									
	Issue of ordinary shares		150,000	-	-	-	-	-	-	150,000
	Share issued for acquisition of a subsidiary		50,000	-	-	-	-	-	-	50,000
	Transaction costs of share issue		(2,000)	-	-	-	-	-	-	(2,000)
	Convertible bonds - equity		-	-	-	-	21,400	-	-	21,400
101.107	Dividends paid on shares	38	-	-	-	-	-	-	(20,000)	(20,000)
	Total transactions with owners		198,000	-	-	-	21,400	-	(20,000)	199,400
	At 31 December 2020		**448,000**	**4,000**	**3,900**	**8,600**	**21,400**	**(20,000)**	**46,400**	**512,300**

FLYING COLOURS BERHAD
(Incorporated in Malaysia)

Reference
101.10(c)
101.106
101.107
101.113

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

Reference	Company	Note	Attributable to owners of the Company						
			Share capital RM'000	Fair value reserve of financial assets at FVOCI RM'000	Cash flow hedge reserve RM'000	Share option reserve RM'000	Treasury shares RM'000	Retained earnings RM'000	Total equity RM'000
	At 31 December 2018								
	- As previously reported		250,000	(1,000)	200	-	(10,000)	10,952	250,152
101.106(b)	- Change in accounting policy	**2.2(b)**	-	-	-	-	-	5,448	5,448
	Restated balance at 1 January 2019		250,000	(1,000)	200	-	(10,000)	16,400	255,600
101.106(a)	**Total comprehensive income for the financial year**								
101.106(d)(i)	Profit for the financial year		-	-	-	-	-	21,300	21,300
101.106(d)(ii)	Other comprehensive income for the financial year		-	2,000	1,500	-	-	-	3,500
	Total comprehensive income		-	2,000	1,500	-	-	21,300	24,800
101.106(d)(iii)	**Transactions with owners**								
	Share repurchased		-	-	-	-	(10,000)	-	(10,000)
	Share option issued		-	-	-	8,600	-	-	8,600
101.107	Dividends paid on shares	**38**	-	-	-	-	-	(15,000)	(15,000)
	Total transactions with owners		-	-	-	8,600	(10,000)	(15,000)	(16,400)
	At 31 December 2019		**250,000**	**1,000**	**1,700**	**8,600**	**(20,000)**	**22,700**	**264,000**

The accompanying notes form an integral part of these financial statements.

Reference

101.10(d)
101.113
107.10
107.18(b)

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

	Note	Group 2020 RM'000	Group 2019 Restated RM'000	Company 2020 RM'000	Company 2019 Restated RM'000
Cash flows from operating activities					
Profit/(loss) before tax:					
- Continuing operations		178,500	93,200	58,200	27,200
- Discontinued operation		(3,500)	1,700	-	-
		175,000	**94,900**	**58,200**	**27,200**
Adjustments for:					
Depreciation of property, plant and equipment		19,530	18,750	4,930	4,790
Gain on disposal of property, plant and equipment		(500)	(800)	(500)	(300)
Impairment loss on property, plant and equipment		1,000	1,500	-	-
Fair value gain on investment property		(4,000)	(3,000)	(2,000)	(2,100)
Fair value (gain)/loss of produce growing on bearer plants		(68,600)	3,047	-	-
Amortisation of intangible assets		7,900	4,950	6,000	2,000
Impairment loss on intangible assets		500	3,000	-	-
Loss recognised on remeasurement of assets of disposal group		2,500	-	-	-
Gain on disposal of a subsidiary		(400)	-	-	-
Net fair value (gain)/loss on derivatives		(800)	1,850	100	(600)
Net fair value loss/(gain) on fair value hedge		800	(1,300)	3,900	(2,200)
Inventories written down		200	240	20	25
Reversal of inventories written down		(80)	(40)	(30)	-
Reversal of impairment loss on trade and other receivables		(100)	-	-	-
Impairment loss on trade and other receivables		1,500	1,500	300	300
Impairment loss on contract assets		1,050	958	335	277
Amortisation of government grant income		(8,500)	(8,000)	(2,000)	(2,000)
Finance costs		17,140	14,241	7,911	4,945
Finance income		(3,100)	(3,250)	(1,750)	(1,900)
Dividend income from financial assets at FVOCI		(1,500)	(1,350)	(1,050)	(1,000)
Provisions		6,500	3,000	2,500	500
Reversal of provisions		(880)	-	(250)	(15)
Share of results of associates and joint ventures		(13,830)	(8,300)	-	-
Employee benefits		3,545	3,299	-	-
Share-based payments		-	8,600	-	8,600
Net unrealised foreign exchange loss/(gain)		5,838	(4,968)	(200)	500
Operating profit before changes in working capital, carried forward		**140,713**	**128,827**	**76,416**	**39,022**

Reference

101.10(d)
101.113
107.10
107.18(b)

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

	Note	Group 2020 RM'000	Group 2019 Restated RM'000	Company 2020 RM'000	Company 2019 Restated RM'000
Cash flows from operating activities (continued)					
Operating profit before changes in working capital, brought forward		140,713	128,827	76,416	39,022
Changes in working capital:					
Inventories		(56,820)	(23,747)	(41,190)	(7,825)
Trade and other receivables		(28,755)	642	(60,550)	(5,155)
Contract assets		(4,450)	(5,258)	(3,135)	(6,377)
Prepayment and other assets		(4,500)	(1,000)	-	-
Trade and other payables		32,935	5,046	(21,600)	3,200
Employee benefits		(1,535)	(349)	-	-
Provisions		(2,600)	(975)	(800)	-
Contract liabilities		(13,200)	(14,210)	(1,350)	(4,345)
Net cash generated from/(used in) operations		**61,788**	**88,976**	**(52,209)**	**18,520**
Income tax paid		(32,200)	(5,800)	(8,700)	(800)
Interest received		600	300	100	100
Interest paid		(15,598)	(12,866)	(6,361)	(2,930)
Net cash from/(used in) operating activities 1		**14,590**	**70,610**	**(67,170)**	**14,890**
Cash flows from investing activities					
Purchase of property, plant and equipment	**(a)**	(98,430)	(34,950)	(15,830)	(12,890)
Proceeds from disposal of property, plant and equipment		500	1,000	500	300
Purchase of investment properties		(4,600)	(1,000)	(13,600)	(1,300)
Purchase of intangible assets		(116,800)	(3,450)	(107,800)	(2,300)
Proceeds from disposal of other investments		4,920	14,120	1,000	21,100
Purchase of other investments		-	(23,160)	(10,650)	(10,000)
Acquisition of a subsidiary, net of cash acquired		(20,000)	-	(25,000)	-
Proceeds from disposal of a subsidiary, net of cash disposed		600	-	1,100	-
Repayment of loan by a subsidiary		-	-	10,000	-
Proceeds from government grants related to assets		9,000	6,900	3,700	2,300
Dividend received		1,500	1,350	1,050	1,000
Repayment by finance lease receivables		5,000	4,400	-	-
Change in pledged deposits		(500)	-	-	-
Net cash used in investing activities		**(218,810)**	**(34,790)**	**(155,530)**	**(1,790)**

Reference

101.10(d)
101.113
107.10
107.18(b)

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

	Note	Group 2020 RM'000	Group 2019 Restated RM'000	Company 2020 RM'000	Company 2019 Restated RM'000
Cash flows from financing activities	(b)				
Proceeds from issuance of ordinary shares		148,000	-	148,000	-
Proceeds from issuance of convertible bonds		99,500	-	99,500	-
Repurchase of treasury shares		-	(10,000)	-	(10,000)
Drawndown of term loans		27,800	16,000	15,800	16,000
Repayment of term loans		(20,800)	(19,225)	(4,735)	(3,365)
Drawdown of revolving credits		500	125	135	65
Repayment of medium-term notes		(7,800)	-	-	-
Payment of lease liabilities		(1,300)	(1,200)	-	-
Proceeds from government loan		12,000	-	-	-
Acquisition of interest in subsidiary		(10,000)	-	(10,000)	-
Dividend paid					
- Owners of the Company		(20,000)	(15,000)	(20,000)	(15,000)
- Non-controlling interests		(4,000)	(3,000)	-	-
Net cash from/(used in) financing activities		**223,900**	**(32,300)**	**228,700**	**(12,300)**
Net increase in cash and cash equivalents		19,680	3,520	6,000	800
Cash and cash equivalents at the beginning of the financial year		18,000	15,200	6,500	5,700
Effects of exchange rate changes on cash and cash equivalents		(180)	(720)	-	-
Cash and cash equivalents at the end of the financial year	**18**	**37,500**	**18,000**	**12,500**	**6,500**

107.43 (a) Purchase of property, plant and equipment:

	Group 2020 RM'000	Group 2019 RM'000	Company 2020 RM'000	Company 2019 RM'000
Purchase of property, plant and equipment	106,830	34,950	15,830	12,890
Financed by way of lease arrangements	(8,400)	-	-	-
Cash payments on purchase of property, plant and equipment	98,430	34,950	15,830	12,890

Reference

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

107.44A
107.44B

(b) Reconciliation of liabilities arising from financing activities:

	1.1.2020 RM'000	Cash flows RM'000	Non-cash: Acquisition/ (Disposal) RM'000	Non-cash: Foreign exchange movement RM'000	Non-cash: Fair value changes RM'000	Non-cash: Others RM'000	31.12.2020 RM'000
Group							
Term loans	125,700	7,000	(700)	-	-	-	132,000
Lease liabilities	8,700	(1,300)	8,400	-	-	-	15,800
Government loan	-	12,000	-	-	-	(4,000)	8,000
Convertible bonds	-	99,500	-	-	-	(27,600)	71,900
Medium-term notes	27,800	(7,800)	-	-	-	-	20,000
Redeemable preference shares	40,000	-	-	-	-	-	40,000
Revolving credits	2,000	500	-	-	-	-	2,500
	204,200	109,900	7,700	-	-	(31,600)	290,200
Company							
Term loans	37,400	11,065	-	-	-	-	48,465
Convertible bonds	-	99,500	-	-	-	(27,600)	71,900
Medium-term notes	7,000	-	-	-	-	1,000	8,000
Redeemable preference shares	40,000	-	-	-	-	-	40,000
Revolving credits	300	135	-	-	-	-	435
	84,700	110,700	-	-	-	(26,600)	168,800

Reference

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

107.44A
107.44B

(b) Reconciliation of liabilities arising from financing activities (continued):

	1.1.2019 RM'000	Cash flows RM'000	Non-cash: Acquisition/ (Disposal) RM'000	Non-cash: Foreign exchange movement RM'000	Non-cash: Fair value changes RM'000	Non-cash: Others RM'000	31.12.2019 RM'000
Group							
Term loans	128,925	(3,225)	-	-	-	-	125,700
Lease liabilities	9,900	(1,200)	-	-	-	-	8,700
Medium-term notes	26,800	-	-	-	-	1,000	27,800
Redeemable preference shares	40,000	-	-	-	-	-	40,000
Revolving credits	1,875	125	-	-	-	-	2,000
	207,500	(4,300)	-	-	-	1,000	204,200
Company							
Term loans	24,765	12,635	-	-	-	-	37,400
Medium-term notes	5,000	-	-	-	-	2,000	7,000
Redeemable preference shares	40,000	-	-	-	-	-	40,000
Revolving credits	235	65	-	-	-	-	300
	70,000	12,700	-	-	-	2,000	84,700

16.53(g) (x) Total cash outflows for leases 2

During the financial year, the Group and the Company had total cash outflows for leases of RMXXX and RMXXX respectively.

The accompanying notes form an integral part of these financial statements.

Reference

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

Commentary:

107.31 ❶ MFRS 107 *Statement of Cash Flows* and other standards do not specify where cash flows from interest and dividends received and paid should be presented. Cash flows from interest and dividends received and paid shall each be disclosed separately in a consistent manner from period to period as either operating, investing or financing activities.

107.33 In accordance with MFRS 107, an entity has a policy choice for the classification of interest paid and interest and dividends received in statements of cash flows, either:

- classified as operating cash flows because they enter into the determination of profit or loss; or
- classified as financing cash flows and investing cash flows respectively, because they are costs of obtaining financial resources or returns on investments.

16.54 ❷ The amounts disclosed shall include costs that a lessee has included in the carrying amount of another asset during the reporting period.

Reference

101.10(e) 101.51(c) 101.112

NOTES TO THE FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

101.51(a) 101.138(a)

Flying Colours Berhad ("the Company") is a public limited liability company, incorporated and domiciled in Malaysia and is listed on the Main Market of Bursa Malaysia Securities Berhad. The registered office of the Company is located at Flying Colours Tower, Level 30, Avenue 5, Bangsar South City, 59200 Kuala Lumpur. The principal place of business of the Company is located at Flying Colours Tower, Level 50, Avenue 5, Bangsar South City, 59200 Kuala Lumpur.

101.138(c) 124.13 5Sch(I)(4)

The immediate and ultimate holding companies are Flying Colours Sdn Bhd and Flying Colours Holdings Sdn Bhd respectively. Both companies are incorporated in Malaysia and produce financial statements for public use.

101.138(b)

The principal activities of the Company are investment holding, property development and provision of construction services. The principal activities of its subsidiaries are disclosed in Note 10.

There have been no significant changes in the nature of these activities during the financial year except for the service concession arrangements entered into with the State Governments as disclosed in Note 9(b).

110.17

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on (date).

101.112(a)

2. BASIS OF PREPARATION

2.1 Statement of Compliance

101.16 101.MY16.1 101.114(c)(i)

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

108.28&29

2.2 Adoption of amendments/improvements to MFRSs and explanation of change in accounting policy

(a) Adoption of amendments/improvements to MFRSs

The Group and the Company have adopted the following amendments/improvements to MFRSs for the current financial year:

Amendments/Improvements to MFRSs	
MFRS 3	Business Combinations
MFRS 7	Financial Instruments: Disclosures
MFRS 9	Financial Instruments
MFRS 16	Leases*
MFRS 101	Presentation of Financial Statements
MFRS 108	Accounting Policies, Changes in Accounting Estimates and Error
MFRS 139	Financial Instruments: Recognition and Measurement

* Early adopted the amendment to MFRS 16 *Leases* issued by the Malaysian Accounting Standards Board ("MASB") on 5 June 2020.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. BASIS OF PREPARATION (CONTINUED)

108.28&29 **2.2 Adoption of amendments/improvements to MFRSs and explanation of change in accounting policy (continued)**

(a) Adoption of amendments/improvements to MFRSs (continued)

The adoption of the above amendments/improvements to MFRSs did not have any significant effect on the financial statements of the Group and of the Company and did not result in significant changes to the Group's and the Company's existing accounting policies. 1

Commentary:

1 **When the initial application of the amendments/improvements to MFRSs have significant effect on the financial statements, the illustrative disclosures are as follows:**

The adoption of the above amendments/improvements to MFRSs did not have any significant effect on the financial statements of the Group and of the Company, and did not result in significant changes to the Group's and the Company's existing accounting policies, except for those as discussed below.

Amendments to MFRS 3 Business Combinations

The Group has adopted the amendments to MFRS 3 for the first time in the current year. The amendments clarify the definition of a business with the objective of assisting entities to determine whether a transaction should be accounted for as a business combination or as an asset acquisition. The distinction is important because an acquirer does not recognise goodwill in an asset acquisition.

Amendments to MFRS 3 clarify that to be considered a business, an acquired set of activities and assets must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create outputs. The amendments also add an optional concentration test that permits a simplified assessment of whether an acquired set of activities and assets is not a business. The amendments are applied prospectively to all business combinations and asset acquisitions for which the acquisition date is on or after 1 January 2020.

*The effect of applying the amendments to MFRS on the Group's and the Company's financial statements are disclosed as follows: **

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. BASIS OF PREPARATION (CONTINUED)

108.28&29

2.2 Adoption of amendments/improvements to MFRSs and explanation of change in accounting policy (continued)

Commentary (continued):

1 When the initial application of the amendments/improvements to MFRSs have significant effect on the financial statements, the illustrative disclosures are as follows (continued):

Amendment to MFRS 16 Leases

The Group and the Company have early adopted the amendment to MFRS 16 that exempts lessees from having to consider individual lease contracts to determine whether rent concessions occurring as a direct consequence of the Coronavirus Disease ("COVID-19") pandemic are lease modifications and allows lessees to account for such rent concessions as if they were not lease modifications. It applies to COVID-19-related rent concessions that reduce lease payments due on or before 30 June 2021.

16.60A(a)
16.60A(b)

The Group and the Company elected the practical expedient not to assess whether a rent concession received from landlord is a lease modification. The effect of adoption of the above amendment is disclosed in Note 30 to the financial statements as rent concession income.

* *When the initial adoption of amendments/improvements to MFRSs have an effect of financial statements, an entity shall disclose for the current period and each period presented, to the extent practicable, the amount of the adjustment:*
a) For each financial statement line item affected; and
b) Impact on earnings per share

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. BASIS OF PREPARATION (CONTINUED)

108.28&29

2.2 Adoption of amendments/improvements to MFRSs and explanation of change in accounting policy (continued)

(b) Change in accounting policy ❶❷

(i) Accounting policy for investment property

In the previous financial years, investment property was measured at cost less accumulated depreciation and accumulated impairment losses. During the financial year, the accounting policy has been changed to measure the investment property at its fair value with changes in fair value to be recognised in profit or loss. This voluntary change in accounting policy is to appropriately reflect the change of the Group's business model objective in managing its investment property for fair value changes.

The change in accounting policy has been applied retrospectively. The effect of the change in accounting policy has been recognised directly in retained earnings and disclosed in below.

Statements of financial position

	As previously reported RM'000	Adjustments RM'000	As restated RM'000
Group			
At 1 January 2019			
Investment properties	28,600	10,000	38,600
Deferred tax liabilities	(11,800)	(1,000)	(12,800)
At 31 December 2019			
Investment properties	30,200	13,000	43,200
Deferred tax liabilities	(17,500)	(1,300)	(18,800)
Company			
At 1 January 2019			
Investment properties	11,547	6,053	17,600
Deferred tax liabilities	(895)	(605)	(1,500)
At 31 December 2019			
Investment properties	12,847	8,153	21,000
Deferred tax liabilities	(1,385)	(815)	(2,200)

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. BASIS OF PREPARATION (CONTINUED)

108.28&29

2.2 Adoption of amendments/improvements to MFRSs and explanation of change in accounting policy (continued)

(b) Change in accounting policy (continued)

(i) Accounting policy for investment property (continued)

Reconciliation of equity

	1.1.2019 RM'000	31.12.2019 RM'000
Group		
Equity as previously reported	**467,400**	**523,500**
Add:		
Effect of change in accounting policy		
- Investment properties	10,000	13,000
- Deferred tax		
- Investment properties	(1,000)	(1,300)
	9,000	11,700
Equity (restated)	476,400	535,200
Company		
Equity as previously reported	**250,152**	**256,662**
Add:		
Effect of change in accounting policy		
- Investment properties	6,053	8,153
- Deferred tax		
- Investment properties	(605)	(815)
	5,448	7,338
Equity (restated)	255,600	264,000

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. BASIS OF PREPARATION (CONTINUED)

108.28&29

2.2 Adoption of amendments/improvements to MFRSs and explanation of change in accounting policy (continued)

(b) Change in accounting policy (continued)

(i) Accounting policy for investment property (continued)

Reconciliation of total comprehensive income

	31.12.2019 RM'000
Group	
Total comprehensive income as previously reported	**75,500**
Add/(less):	
Effect of change in accounting policy	
- Investment properties	3,000
- Deferred tax	
- Investment properties	(300)
	2,700
Total comprehensive income (restated)	78,200
Company	
Total comprehensive income as previously reported	**22,910**
Add/(less):	
Effect of change in accounting policy	
- Investment properties	2,100
- Deferred tax	
- Investment properties	(210)
	1,890
Total comprehensive income (restated)	24,800

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. BASIS OF PREPARATION (CONTINUED)

108.28&29

2.2 Adoption of amendments/improvements to MFRSs and explanation of change in accounting policy (continued)

(b) Change in accounting policy (continued)

(i) Accounting policy for investment property (continued)

Reconciliation of statements of cash flows

The change in accounting policy does not have any impact on the statements of cash flows of the Group and of the Company.

Reconciliation of earnings per share

The change in accounting policy does not have any impact on the earnings per share of the Group and of the Company.

Commentary:

108.29

1 Disclosure requirements for change in accounting policy

When a voluntary change in accounting policy has an effect on the current period or any prior period, an entity shall disclose the nature and reasons for the change in accounting policy as well as the amount of the adjustment.

Financial statements of subsequent periods need not repeat these disclosures.

2 Illustrative disclosure IF the entity applies the change in accounting policy as a result of the IFRS Interpretations Committee ("IFRIC")'s Agenda Decision on IAS 23 Borrowing Costs immediately if the impact information is readily available

In the previous financial years, borrowing costs incurred on property under development were capitalised in property development costs. In March 2019, the IFRS Interpretations Committee ("IFRIC") has issued an agenda decision concluding that receivable, contract asset and inventory (work-in-progress) for unsold units under construction are not qualifying assets in relation to the construction of a residential multi-unit real estate development (building). Accordingly, an entity does not capitalise borrowing costs on those assets in accordance to the principle and requirements of IAS 23 *Borrowing Costs*. The Group and the Company changed their accounting policy of not capitalising borrowing costs incurred on property under development when the properties are ready for their intended sale in their current condition. The change in accounting policy was applied retrospectively. The effect of the change in accounting policy has been disclosed in Note X. *[or The change in accounting policy does not have any significant impact on the financial statements of the Group and of the Company.]*

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. BASIS OF PREPARATION (CONTINUED)

108.30&31

2.3 New MFRS and amendments/improvements to MFRSs that have been issued, but yet to be effective

(a) The Group and the Company have not adopted the following new MFRS, and amendments/improvements to MFRSs that have been issued, but yet to be effective:

		Effective for financial periods beginning on or after
New MFRS		
MFRS 17	Insurance Contracts	1 January 2023
Amendments/Improvements to MFRSs		
MFRS 1	First-time Adoption of Malaysian Financial Reporting Standards	1 January 2022^/ 1 January 2023#
MFRS 3	Business Combinations	1 January 2022/ 1 January 2023#
MFRS 4	Insurance Contracts	1 January 2021/ 1 January 2023
MFRS 5	Non-current Assets Held for Sale and Discontinued Operations	1 January 2023#
MFRS 7	Financial Instruments: Disclosures	1 January 2021/ 1 January 2023#
MFRS 9	Financial Instruments	1 January 2021/ 1 January 2022^/ 1 January 2023#
MFRS 10	Consolidated Financial Statements	Deferred
MFRS 15	Revenue from Contracts with Customers	1 January 2023#
MFRS 16	Leases	1 January 2021/ 1 January 2022^
MFRS 17	Insurance Contracts	1 January 2023
MFRS 101	Presentation of Financial Statements	1 January 2023/ 1 January 2023#
MFRS 107	Statements of Cash Flows	1 January 2023#
MFRS 116	Property, Plant and Equipment	1 January 2022/ 1 January 2023#
MFRS 119	Employee Benefits	1 January 2023#
MFRS 128	Investments in Associates and Joint Ventures	Deferred/ 1 January 2023#
MFRS 132	Financial Instruments: Presentation	1 January 2023#
MFRS 136	Impairment of Assets	1 January 2023#

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. BASIS OF PREPARATION (CONTINUED)

108.30&31

2.3 New MFRS and amendments/improvements to MFRSs that have been issued, but yet to be effective (continued)

(a) The Group and the Company have not adopted the following new MFRS, and amendments/improvements to MFRSs that have been issued, but yet to be effective: (continued)

		Effective for financial periods beginning on or after
Amendments/Improvements to MFRSs (continued)		
MFRS 137	Provisions, Contingent Liabilities and Contingent Assets	1 January 2022/ 1 January 2023#
MFRS 138	Intangible Assets	1 January 2023#
MFRS 139	Financial Instruments: Recognition and Measurement	1 January 2021
MFRS 140	Investment Property	1 January 2023#
MFRS 141	Agriculture	1 January 2022^

^ The Annual Improvements to MFRS Standards 2018-2020
 # Amendments as to the consequence of effective of MFRS 17 Insurance Contracts

(b) The Group and the Company plan to adopt the above applicable new MFRS and amendments/improvements to MFRSs when they become effective. A brief discussion on the above significant new MFRS and amendments/improvements to MFRSs are summarised below.

Annual Improvements to MFRS Standards 2018–2020

Annual Improvements to MFRS Standards 2018–2020 covers amendments to:

- MFRS 1 *First-time Adoption of Malaysian Financial Reporting Standards* – simplifies the application of MFRS 1 by a subsidiary that becomes a first-time adopter after its parent in relation to the measurement of cumulative translation differences.
- MFRS 9 *Financial Instruments* – clarifies the fees an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability.
- Illustrative Examples accompanying MFRS 16 *Leases* – deletes from Illustrative Example 13 the reimbursement relating to leasehold improvements in order to remove any potential confusion regarding the treatment of lease incentives.
- MFRS 141 *Agriculture* – removes a requirement to exclude cash flows from taxation when measuring fair value thereby aligning the fair value measurement requirements in MFRS 141 with those in other MFRS Standards.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. BASIS OF PREPARATION (CONTINUED)

108.30&31

2.3 New MFRS and amendments/improvements to MFRSs that have been issued, but yet to be effective (continued)

(b) The Group and the Company plan to adopt the above applicable new MFRS and amendments/improvements to MFRSs when they become effective. A brief discussion on the above significant new MFRS and amendments/improvements to MFRSs are summarised below. (continued)

Amendments to MFRS 3 Business Combinations

The amendments update MFRS 3 by replacing a reference to an old version of the *Conceptual Framework for Financial Reporting* with a reference to the latest version which was issued by MASB in April 2018.

Amendments to MFRS 10 Consolidated Financial Statements and MFRS 128 Investments in Associates and Joint Ventures

These amendments address an acknowledged inconsistency between the requirements in MFRS 10 and those in MFRS 128, in dealing with the sale or contribution of assets between an investor and its associate or joint venture.

The main consequence of the amendments is that a full gain or loss is recognised when a transaction involves a business, as defined in MFRS 3. A partial gain or loss is recognised when a transaction involves assets that do not constitute a business.

Amendments to MFRS 9 Financial Instruments, MFRS 139 Financial Instruments: Recognition and Measurement, MFRS 7 Financial Instruments: Disclosures, MFRS 4 Insurance Contracts, and MFRS 16 Leases

The Interest Rate Benchmark Reform—Phase 2 amends some specific requirements in MFRS 9, MFRS 139, MFRS 7, MFRS 4 and MFRS 16, with respect to issues that affect financial reporting during the reform of an interest rate benchmark.

The amendments provide a practical expedient whereby an entity would not derecognise or adjust the carrying amount of financial instruments for modifications required by interest rate benchmark reform, but would instead update the effective interest rate to reflect the change in the interest rate benchmark. On hedging relationship, entities would be required to amend the formal designation of a hedging relationship to reflect the modifications and/or changes made to the hedged item and/or hedging instruments as a result of the reform. However, the modification does not constitute discontinuation of the hedging relationship nor the designation of a new hedging relationship.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. BASIS OF PREPARATION (CONTINUED)

108.30&31

2.3 New MFRS and amendments/improvements to MFRSs that have been issued, but yet to be effective (continued)

(b) The Group and the Company plan to adopt the above applicable new MFRS and amendments/improvements to MFRSs when they become effective. A brief discussion on the above significant new MFRS and amendments/improvements to MFRSs are summarised below. (continued)

Amendments to MFRS 101 Presentation of Financial Statements

The amendments include specifying that an entity's right to defer settlement of a liability for at least twelve months after the reporting period must have substance and must exist at the end of the reporting period; clarifying that classification of liability is unaffected by the likelihood of the entity to exercise its right to defer settlement of the liability for at least twelve months after the reporting period; clarifying how lending conditions affect classification of a liability; and clarifying requirements for classifying liabilities an entity will or may settle by issuing its own equity instruments.

Amendments to MFRS 116 Property, Plant and Equipment

The amendments prohibit an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while the entity is preparing the asset for its intended use. Instead, an entity shall recognise such sales proceeds and related cost in profit or loss.

Amendments to MFRS 137 Provisions, Contingent Liabilities and Contingent Assets

The amendments specify which costs an entity includes in determining the cost of fulfilling a contract for the purpose of assessing whether the contract is onerous.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. BASIS OF PREPARATION (CONTINUED)

108.30&31

2.3 New MFRS and amendments/improvements to MFRSs that have been issued, but yet to be effective (continued)

Commentary:

Illustrative disclosure where an entity has quantified the estimated financial impact

Other than the estimated financial impact arising from the adoption of MFRS XX, the detailed analysis on the financial effects of the adoption of other new MFRSs, amendments/improvements to MFRSs, new IC Int and amendments to IC Int are currently still being assessed by the Group and the Company.

Estimated impact of the adoption of MFRS XX

The impact of the adoption of MFRS XX on the Group's financial statements as at 1 January 20XX is estimated to be, as follows:

	Estimated impact of adoption of MFRS XX		
	At 31 December 20XX-1	Adjustments due to adoption of MFRS XX	At 1 January 20XX
	RM'000	RM'000	RM'000
XXX	xxx	xxx	xxx
XXX	xxx	xxx	xxx
Retained earnings	xxx	xxx	xxx
Non-controlling interests	xxx	xxx	xxx

The total estimated adjustment (net of tax) to the Group's equity at 1 January 20XX is RMXXX. The main components of the estimated adjustment are as follows:

- …
- …

The actual impacts of adopting the above standards at 1 January 20XX may change because the Group has not finalised the assessment of the impacts and the new accounting policies are subject to change until the Group presents its first financial statements that include the date of initial application.

Illustrative disclosure where an entity still in the midst to quantify the estimated financial impact

The Group and the Company are currently performing a detailed analysis to determine the election of the practical expedients and to quantify the financial effects arising from the adoption of the new MFRSs, amendments/improvements to MFRSs, new IC Int and amendments to IC Int.

OR

The Group and the Company are currently assessing the impact of initial application of the above applicable amendments/improvements to MFRSs. Nevertheless, the Group and the Company expect that the initial application is unlikely to have material financial impacts to the current period and prior period financial statements of the Group and of the Company.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. BASIS OF PREPARATION (CONTINUED)

108.30&31

2.4 IFRS Interpretations Committee ("IFRIC")'s Agenda Decision on IAS 23 Borrowing Costs ("Agenda Decision")

(This is applicable if the entity applies the change in accounting policy once the impact is quantified (but not later than the Mandatory Date))

In March 2019, the IFRIC has concluded that receivable, contract asset and inventory (work-in-progress) for unsold units under construction are not qualifying assets.

The MASB announced that non-private entities in the real estate industry might need to change their accounting policy as a result of the IFRIC Agenda Decision. In ensuring consistent application of the MFRS, which are word-for-word the IFRS Standards, the MASB decided that an entity shall apply the change in accounting policy as a result of the Agenda Decision to financial statements of annual periods beginning on or after 1 July 2020 ("Mandatory Date").

The Group and the Company plan to adopt the change in accounting policy on borrowing costs once the impact is quantified. The Group and the Company are currently still in the midst of assessing the financial impact of the application.

2.5 Functional and presentation currency

101.51(d)
101.51(e)

The individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which they operate ("the functional currency"). The consolidated financial statements are presented in Ringgit Malaysia ("RM"), which is also the Company's functional currency, and has been rounded to the nearest thousand, unless otherwise stated.

2.6 Basis of measurement

101.117(a)

The financial statements of the Group and of the Company have been prepared on the historical cost basis, except as otherwise disclosed in Note 3.

Commentary:

Illustrative disclosure where an entity has made changes in accounting estimates

2.X Change in method of computation for amortisation of an intangible asset

108.36
108.39
108.40

In the previous financial years, amortisation of an acquired trademark license was computed based on the straight-line basis over the tenure of the trademark license granted by the owner. With effect from 1 January 20XX, amortisation of this intangible asset has been computed based on the units-of-production method over the tenure of the trademark licence. This change in method reflects more accurately the consumption or use of the intangible asset. The effect of the change in method of computation has been applied prospectively, commencing in the current financial year ended 31 December 20XX. This change has resulted in an increase in amortisation expense of RMXXX for the current financial year. It is impracticable to estimate the effect of this change in estimate in future financial years.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. BASIS OF PREPARATION (CONTINUED)

Commentary:

101.25 **Illustrative disclosure when there are significant doubts about going concern but mitigating actions judged sufficient to make going concern appropriate and material uncertainties about going concern remain after considering mitigating actions (Material Uncertainty Related to Going Concern)**

Financial statements are prepared on going concern assumption. The disclosure of going concern is by exception. If there are material uncertainties affecting the ability of a reporting entity to continue as a going concern, those uncertainties should be disclosed together with the reasons supporting the preparation of the financial statements as a going concern. Accordingly, the management shall adequately disclose the following:

a) the principal events or conditions that may cast significant doubt on the entity's ability to continue as a going concern;
b) management's plans to deal with these events or conditions; and
c) the material uncertainty related to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern and, therefore, that it may be unable to realise its assets and discharge its liabilities in the normal course of business.

The illustrative disclosure is as follows:

2.X Fundamental accounting principle

The financial statements of the Group have been prepared on the assumption that the Group will continue as a going concern. The application of the going concern basis is based on the assumption that the Group will be able to realise its assets and discharge its liabilities in the normal course of business.

During the financial year ended 31 December 20XX, the Group incurred a net loss of RMXXX and, as of that date, the Group's current liabilities exceeded its current assets by RMXXX. These events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern.

The ability of the Group to continue as a going concern will be dependent on:
(a) …
(b) …
(c) …
(d) …

In the event that these are not forthcoming, the Group may be unable to realise its assets and discharge its liabilities in the normal course of business. Accordingly, the financial statements of the Group may require adjustments relating to the recoverability and classification of recorded assets and liabilities that may be necessary should the Group be unable to continue as going concern.

The directors of the Company are of the opinion that the preparation of the financial statements of the Group and of the Company on a going concern basis remains appropriate as they believe XXX, and accordingly, realise their assets and discharge their liabilities in the normal course of business.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.17(b) 101.112(a) 101.117(b) 101.119

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Unless otherwise stated, the following accounting policies have been applied consistently to all the financial years presented in the financial statements of the Group and of the Company.

3.1 Basis of consolidation

10.B92 10.19 10.B87 128.34

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries. The financial statements of the subsidiaries, associates, and joint ventures used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied to like transactions and events in similar circumstances.

(a) Subsidiaries and business combination

10.6 10.7

Subsidiaries are entities (including structured entities) over which the Group is exposed, or has rights, to variable returns from its involvement with the acquirees and has the ability to affect those returns through its power over the acquirees.

10.20

The financial statements of subsidiaries are included in the consolidated financial statements from the date the Group obtains control of the acquirees until the date the Group loses control of the acquirees.

3.4

The Group applies the acquisition method to account for business combinations from the acquisition date. ❶❷❸

Commentary:

❶ **In cases where merger accounting is applied:**

The Group applies the acquisition method of accounting except for those business combinations which were accounted for using merger method of accounting. Three subsidiaries (i.e. ABC Sdn Bhd, DEF Sdn Bhd and GHI Sdn Bhd) are consolidated using acquisition method of accounting, the rest of the subsidiaries are accounted for using the merger method of accounting.

3.B1-B4

A business combination involving entities under common control is a business combination in which all the combining entities or subsidiaries are ultimately controlled by the same party and parties both before and after the business combination, and that control is not transitory. Subsidiaries acquired which have met the criteria for pooling of interest are accounted for using merger accounting principles. Under the merger method of accounting, the results of subsidiaries are presented as if the business combination had been affected throughout the current and previous financial years. The assets and liabilities combined are accounted for based on the carrying amounts from the perspective of the common control shareholder at the date of transfer. On consolidation, the difference between costs of acquisition over the nominal value of share capital of the subsidiaries is taken to merger reserve or merger deficit.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.17(b)
101.112(a)
101.117(b)
101.119

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.1 Basis of consolidation (continued)

Commentary (continued):

2 In cases where reorganisation scheme is applied:

Acquisition of entities under a reorganisation scheme does not result in any change in economic substance. Accordingly, the consolidated financial statements of the Company are a continuation of the acquired entity and is accounted for as follows:

- the assets and liabilities of the acquired entity are recognised and measured in the consolidated financial statements at the pre-combination carrying amounts, without restatement to fair value;
- the retained earnings and other equity balances of acquired entity immediately before the business combination are those of the Group; and
- the equity structure, however, reflects the equity structure of the Company and the differences arising from the change in equity structure of the Group will be accounted for in other reserves.

3 In cases where reverse acquisition is applied:

On XXX, the Company had entered into a share sales agreement to acquire the entire equity interests in ABC Sdn Bhd. The said acquisition was completed on XXX and ABC Sdn Bhd became a wholly-owned subsidiary of the Company.

3.B19 In substance, ABC Sdn Bhd is the accounting acquirer although legally the Company is regarded as the legal parent and ABC Sdn Bhd is regarded as the legal subsidiary as ABC Sdn Bhd has the power to govern the financial and operating policies of the Company so as to obtain benefits from its activities.

Accordingly, the consolidated financial statements of the Group prepared following a reverse acquisition represent a continuation of the financial statements of ABC Sdn Bhd. Under the reverse acquisition accounting:

(a) the assets and liabilities of ABC Sdn Bhd are recognised and measured at their pre-combination carrying value;
(b) the retained earnings and other equity balances of ABC Sdn Bhd immediately before the business combination are those of the Group;
(c) the amount recognised as issued equity instruments in the consolidated financial statements is determined by adding to the issued equity interest of ABC Sdn Bhd outstanding immediately before the business combination the cost of combination. However, the equity structure reflects the equity structure of the Company, including the equity interests issued by the Company to effect the combination; and
(d) the comparative information presented in the consolidated financial statements is that of ABC Sdn Bhd.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.1 Basis of consolidation (continued)

(a) Subsidiaries and business combination (continued)

3.32 3.37 3.39 3.51

For a new acquisition, goodwill is initially measured at cost, being the excess of the following:

- the fair value of the consideration transferred, calculated as the sum of the acquisition-date fair value of assets transferred (including contingent consideration), the liabilities incurred to former owners of the acquiree and the equity instruments issued by the Group. Any amounts that relate to pre-existing relationships or other arrangements before or during the negotiations for the business combination, that are not part of the exchange for the acquiree, will be excluded from the business combination accounting and be accounted for separately; plus
- 3.19 the recognised amount of any non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets at the acquisition date (the choice of measurement basis is made on an acquisition-by-acquisition basis); plus
- 3.42 if the business combination is achieved in stages, the acquisition-date fair value of the previously held equity interest in the acquiree; less
- 3.18 the net fair value of the identifiable assets acquired and the liabilities (including contingent liabilities) assumed at the acquisition date.

The accounting policy for goodwill is set out in Note 3.8(a).

3.34 When the excess is negative, a bargain purchase gain is recognised immediately in profit or loss at the acquisition date.

3.53 Transaction costs, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

3.42 If the business combination is achieved in stages, the Group remeasures the previously held equity interest in the acquiree to its acquisition-date fair value, and recognises the resulting gain or loss, if any, in profit or loss.
10.B99 Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss or transferred directly to retained earnings on the same basis as would be required if the acquirer had disposed directly of the previously held equity interest.

3.45 If the initial accounting for a business combination is incomplete by the end of the reporting period in which the business combination occurs, the Group uses provisional fair value amounts for the items for which the accounting is incomplete. The provisional amounts are adjusted to reflect new information obtained about facts and circumstances that existed as of the acquisition date, including additional assets or liabilities identified in the measurement period. The measurement period for completion of the initial accounting ends as soon as the Group receives the information it was seeking about facts and circumstances or learns that more information is not obtainable, subject to the measurement period not exceeding one year from the acquisition date.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.1 Basis of consolidation (continued)

(a) Subsidiaries and business combination (continued)

10.25
10.B98

Upon the loss of control of a subsidiary, the Group derecognises the assets and liabilities of the former subsidiary, any non-controlling interests and the other components of equity related to the former subsidiary from the consolidated statement of financial position. Any gain or loss arising on the loss of control is recognised in profit or loss. If the Group retains any interest in the former subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently, it is accounted for as an associate, a joint venture or a financial asset.

10.23
10.B96

Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. The difference between the Group's share of net assets before and after the change, and the fair value of the consideration received or paid, is recognised directly in equity.

(b) Non-controlling interests

10.22
10.App A

Non-controlling interests represent the equity in subsidiaries not attributable, directly or indirectly, to owners of the Company and are presented separately in the consolidated statement of financial position within equity.

10.B94

Losses attributable to the non-controlling interests are allocated to the non-controlling interests even if the losses exceed the non-controlling interests.

(c) Associates

128.3

Associates are entities over which the Group has significant influence, but not control, to the financial and operating policies.

128.10

Investment in associates are accounted for in the consolidated financial statements using the equity method.

128.10

Under the equity method, the investment in associates are initially recognised at cost. The cost of investment includes transaction costs. Subsequently, the carrying amount is adjusted to recognise changes in the Group's share of net assets of the associate.

128.38
128.39

When the Group's share of losses exceeds its interest in an associate, the carrying amount of that interest including any long-term investments is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the associate.

128.22(b)

When the Group ceases to have significant influence over an associate, any retained interest in the former associate at the date when significant influence is lost is measured at fair value and this amount is regarded as the initial carrying amount of a financial asset. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.1 Basis of consolidation (continued)

(c) Associates (continued)

128.25 When the Group's interest in an associate decreases but does not result in a loss of significant influence, any retained interest is not remeasured. Any gain or loss arising from the decrease in interest is recognised in profit or loss. Any gains or losses previously recognised in other comprehensive income are also reclassified proportionately to the profit or loss if that gain or loss would be required to be reclassified to profit or loss on the disposal of the related assets or liabilities.

(d) Joint arrangements

11.5
11.7 Joint arrangements arise when the Group and another party or parties are bound by a contractual arrangement, and the contractual arrangement gives the Group and the other party or parties, joint control of the arrangement. Joint control exists when there is contractually agreed sharing of control of an arrangement whereby decisions about the relevant activities require the unanimous consent of the parties sharing control.

Joint arrangements are classified and accounted for as follows:

11.15
11.20
- A joint arrangement is classified as a "joint operation" when the Group has rights to the assets and obligations for the liabilities relating to the arrangement. The Group accounts for its share of the assets (including its share of any assets held jointly), the liabilities (including its share of any liabilities incurred jointly), its revenue from the sale of its share of the output arising from the joint operation, its share of the revenue from the sale of the output by the joint operation and its expenses (including its share of any expenses incurred jointly).

11.16
11.24
- A joint arrangement is classified as "joint venture" when the Group has rights to the net assets of the arrangements. The Group accounts for its interest in the joint venture using the equity method in accordance with MFRS 128 *Investments in Associates and Joint Ventures*.

The Group has assessed the nature of its joint arrangement and determined them to be a joint venture and accounted for its interest in the joint venture using the equity method.

(e) Transactions eliminated on consolidation

10.B86(c) Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions are eliminated in preparing the consolidated financial statements.

128.28
128.29 Unrealised gains arising from transactions with equity-accounted associates and joint ventures are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.2 Separate financial statements

127.10
127.17(c)
In the Company's statement of financial position, investment in subsidiaries, joint ventures and associates are measured at cost less any accumulated impairment losses, unless the investment is classified as held for sale or distribution. The cost of investment includes transaction costs. 1 The policy for the recognition and measurement of impairment losses shall be applied on the same basis as would be required for impairment of non-financial assets as disclosed in Note 3.16(b).

Contributions to subsidiaries are amounts for which the settlement is neither planned nor likely to occur in the foreseeable future is, in substance, considered as part of the Company's investment in the subsidiaries.

3.3 Foreign currency transactions and operations

(a) Translation of foreign currency transactions

121.21
Foreign currency transactions are translated to the respective functional currencies of the Group entities using the exchange rates prevailing at the transaction dates.

121.23(a)
At the end of each reporting date, monetary items denominated in foreign currencies are retranslated at the exchange rates prevailing at the reporting date.

121.23(b)
121.23(c)
Non-monetary items denominated in foreign currencies that are measured at fair value are retranslated at the rates prevailing at the dates the fair values were determined. Non-monetary items denominated in foreign currencies that are measured at historical cost are translated at the historical rates as at the dates of the initial transactions.

121.28
9.B5.7.2
121.15
121.32
121.41
Foreign exchange differences arising on settlement or retranslation of monetary items are recognised in profit or loss except for monetary items that are designated as hedging instruments in either a cash flow hedge or a hedge of the Group's net investment of a foreign operation. When settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely to occur in the foreseeable future, exchange differences are recognised in profit or loss in the separate financial statements of the parent company or the individual financial statements of the foreign operation. In the consolidated financial statements, the exchange differences are considered to form part of a net investment in a foreign operation and are recognised initially in other comprehensive income until its disposal, at which time, the cumulative amount is reclassified to profit or loss.

Commentary:

1 MFRS 127 *Separate Financial Statements* does not define cost. Cost is, in simple terms, the fair value of consideration paid by the purchaser.

Hence, an entity that uses the cost method in its separate financial statements to account for its investment in a subsidiary, associate or joint ventures should develop and consistently apply an accounting policy to either expense transaction costs in profit or loss, or capitalise them as part of the cost of the investment.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.3 Foreign currency transactions and operations (continued)

(a) Translation of foreign currency transactions (continued)

121.30 The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in other comprehensive income or profit or loss are also recognised in other comprehensive income or profit or loss, respectively).

(b) Translation of foreign operations

121.39
121.47
121.59

The assets and liabilities of foreign operations denominated in the functional currency different from the presentation currency, including goodwill and fair value adjustments arising on acquisition, are translated into the presentation currency at exchange rates prevailing at the reporting date. The income and expenses of foreign operations are translated at exchange rates at the dates of the transactions.

121.32
121.41

Exchange differences arising on the translation are recognised in other comprehensive income. However, if the foreign operation is a non-wholly owned subsidiary, then the relevant proportionate share of the translation difference is allocated to the non-controlling interests.

121.48
121.48A
121.48C

When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in foreign exchange translation reserves related to that foreign operation is reclassified to profit or loss. For a partial disposal not involving loss of control of a subsidiary that includes a foreign operation, the proportionate share of cumulative amount in foreign exchange translation reserve is reattributed to non-controlling interests. For partial disposals of associates or joint ventures that do not result in the Group losing significant influence or joint control, the proportionate share of the cumulative amount in foreign exchange translation reserve is reclassified to profit or loss.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

7.21 **3.4 Financial instruments**

7.B5
9.3.1.1 Financial instruments are recognised in the statements of financial position when, and only when, the Group and the Company become a party to the contractual provisions of the financial instruments.

9.5.1.1
9.5.1.3 Except for the trade receivables that do not contain a significant financing component or for which the Group and the Company have applied the practical expedient, the financial instruments are recognised initially at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset and financial liability. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss. Trade receivables that do not contain a significant financing component or for which the Group and the Company have applied the practical expedient are measured at the transaction price determined under MFRS 15 *Revenue from Contracts with Customers*.

9.4.3.3
9.4.3.4 An embedded derivative is recognised separately from the host contract and accounted for as a derivative if, and only if, it is not closely related to the economic characteristics and risks of the host contract; it is a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured as fair value through profit or loss. The host contract, in the event an embedded derivative is recognised separately, is accounted for in accordance with the policy applicable to the nature of the host contract.

9.4.3.2 A derivative embedded within a hybrid contract containing a financial asset host is not accounted for separately. The financial asset host together with the embedded derivative is required to be classified in its entirety as a financial asset at fair value through profit or loss.

(a) Subsequent measurement

The Group and the Company categorise the financial instruments as follows:

(i) Financial assets

9.5.2.1 For the purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost
- Financial assets at fair value through other comprehensive income with recycling of cumulative gains and losses upon derecognition
- Financial assets designated at fair value through other comprehensive income with no recycling of cumulative gains and losses upon derecognition
- Financial assets at fair value through profit or loss

9.4.1.1 The classification depends on the entity's business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.4 Financial instruments (continued)

(a) Subsequent measurement (continued)

The Group and the Company categorise the financial instruments as follows (continued):

(i) Financial assets (continued)

9.4.4.1 The Group and the Company reclassify financial assets when and only when their business models for managing those assets change.

Debt instruments

9.5.2.1 9.4.1.1 Subsequent measurement of debt instruments depends on the Group's and the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group and the Company classify their debt instruments:

9.4.1.2 9.5.7.2 9.5.4

- **Amortised cost**
  Financial assets that are held for collection of contractual cash flows and those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. The policy for the recognition and measurement of impairment is in accordance with Note 3.16(a). Gains and losses are recognised in profit or loss when the financial asset is derecognised, modified or impaired.

9.4.1.2A 9.5.7.10 9.5.7.11 9.5.5.2

- **Fair value through other comprehensive income ("FVOCI")**
  Financial assets that are held for collection of contractual cash flows and for selling the financial assets, and the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. For debt instruments at FVOCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in other comprehensive income. The policy for the recognition and measurement of impairment is in accordance with Note 3.16(a). Upon derecognition, the cumulative fair value change recognised in other comprehensive income is recycled to profit or loss.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.4 Financial instruments (continued)

(a) Subsequent measurement (continued)

The Group and the Company categorise the financial instruments as follows (continued):

(i) Financial assets (continued)

Debt instruments (continued)

- **Fair value through profit or loss ("FVPL")**
9.4.1.4 Financial assets at FVPL include financial assets held for trading, financial
9.5.7.1 assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortised cost or at FVOCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

  Financial assets at fair value through profit or loss are carried in the statements of financial position at fair value with net changes in fair value recognised in the profit or loss.

Equity instruments

9.5.7.5 The Group and the Company subsequently measure all equity investments at fair
9.5.7.1 value. Upon initial recognition, the Group and the Company can make an
9.B5.7.1 irrevocable election to classify its equity investments that is not held for trading as equity instruments designated at FVOCI. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are not recycled to profit or loss. Dividends are recognised as other income in the profit or loss when the right of payment has been established, except when the Group and the Company benefit from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in other comprehensive income. Equity instruments designated at FVOCI are not subject to impairment assessment.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.4 Financial instruments (continued)

(a) Subsequent measurement (continued)

The Group and the Company categorise the financial instruments as follows (continued):

(ii) Financial liabilities

9.4.2.1
9.4.2.2
The Group and the Company classify their financial liabilities in the following measurement categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost

<u>Financial liabilities at fair value through profit or loss</u>

Financial liabilities at fair value through profit or loss include financial liabilities held for trading, including derivatives (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument) or financial liabilities designated into this category upon initial recognition.

Subsequent to initial recognition, financial liabilities at fair value through profit or loss are measured at fair value with the gain or loss recognised in profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in MFRS 9 *Financial Instruments* are satisfied. The Group and the Company have not designated any financial liability as at fair value through profit or loss.

<u>Financial liabilities at amortised cost</u>

9.5.7.2 Subsequent to initial recognition, other financial liabilities are measured at amortised cost using effective interest method. Gains and losses are recognised in profit or loss when the financial liabilities are derecognised and through the amortisation process.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.4 Financial instruments (continued)

(b) Financial guarantee contracts

9.App A

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

9.4.2.1(c)
9.B2.5

Financial guarantee contracts are recognised initially as a liability at fair value, net of transaction costs that are directly attributable to the issuance of the guarantee. Subsequent to initial recognition, the liability is measured at the higher of the amount of the loss allowance determined in accordance with Section 5.5 of MFRS 9 and the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of MFRS 15.

(c) Regular way purchase or sale of financial assets

9.3.1.2
9.B3.1.5

A regular way purchase or sale is a purchase or sale of a financial asset under a contract whose terms require delivery of the asset within the time frame established generally by regulation or convention in the marketplace concerned.

A regular way purchase or sale of financial assets shall be recognised and derecognised, as applicable, using trade date accounting (i.e. the date the Group and the Company commit themselves to purchase or sell an asset). 1

Trade date accounting refers to:
(i) the recognition of an asset to be received and the liability to pay for it on the trade date; and
(ii) derecognition of an asset that is sold, recognition of any gain or loss on disposal and the recognition of a receivable from the buyer for payment on the trade date.

Generally, interest does not start to accrue on the asset and corresponding liability until the settlement date when title passes.

Commentary:

9.B3.1.3

1 According to MFRS 9.B3.1.3, opting for either trade date accounting or settlement date accounting is a policy choice. An entity shall apply the same method consistently for all purchases and sales of financial assets that are classified in the same way. Refer the accounting policy for settlement date accounting in MFRS 9.B3.1.6.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.4 Financial instruments (continued)

(d) Derecognition

9.3.2.3 9.3.2.4 9.3.2.5 9.3.2.6

A financial asset or a part of it is derecognised when, and only when:

(i) the contractual rights to receive cash flows from the financial asset expire, or
(ii) the Group and the Company have transferred their rights to receive cash flows from the asset or have assumed an obligation to pay the received cash flows in full without material delay to a third party; and either (a) the Group and the Company have transferred substantially all the risks and rewards of the asset, or (b) the Group and the Company have neither transferred nor retained substantially all the risks and rewards of the asset, but have transferred control of the asset.

9.3.2.6 9.3.2.16 9.3.2.17

The Group and the Company evaluate if, and to what extent, they have retained the risks and rewards of ownership. When they have neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group and the Company continue to recognise the transferred asset to the extent of their continuing involvement. In that case, the Group and the Company also recognise an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group and the Company have retained.

9.3.2.16

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group and the Company could be required to repay.

9.3.2.12

On derecognition of a financial asset, the difference between the carrying amount (measured at the date of derecognition) and the consideration received (including any new asset obtained less any new liability assumed) is recognised in profit or loss.

9.3.3.1 9.3.3.3

A financial liability or a part of it is derecognised when, and only when, the obligation specified in the contract is discharged, cancelled or expired. On derecognition of a financial liability, the difference between the carrying amount and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.4 Financial instruments (continued)

(e) Offsetting of financial instruments

132.42 Financial assets and financial liabilities are offset and the net amount is presented in the statements of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

In accounting for a transfer of a financial asset that does not qualify for derecognition, the entity shall not offset the transferred asset and the associated liability.

(f) Derivatives

9.5.1.1 The Group and the Company use interest swap contracts to hedge the exposure of
7.21 floating interest rate. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to the profit or loss.

(g) Hedge accounting

For the purpose of hedge accounting, hedges are classified as:

- 9.6.5.2(a) Fair value hedge when hedging the exposure to changes in the fair value of a recognised asset or liability or an unrecognised firm commitment.
- 9.6.5.2(b) Cash flow hedge when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment
- 9.6.5.2(c) Hedge of a net investment in a foreign operation

9.6.4.1 At the inception of a hedge relationship, the Group and the Company formally designate and document the hedge relationship to which it wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.4 Financial instruments (continued)

(g) Hedge accounting (continued)

9.6.4.1 The documentation includes identification of the hedging instrument, the hedged item, the nature of the risk being hedged and how the Group and the Company will assess whether the hedging relationship meets the hedge effectiveness requirements (including the analysis of sources of hedge ineffectiveness and how the hedge ratio is determined). A hedging relationship qualifies for hedge accounting if it meets all of the following effectiveness requirements:

- There is ‘an economic relationship’ between the hedged item and the hedging instrument.
- The effect of credit risk does not ‘dominate the value changes’ that result from that economic relationship.
- The hedge ratio of the hedging relationship is the same as that resulting from the quantity of the hedged item that the Group and the Company actually hedge and the quantity of the hedging instrument that the Group and the Company actually use to hedge that quantity of hedged item.

<u>Fair value hedge</u>

9.6.5.8 The change in the fair value of a hedging instrument is recognised in the profit or loss as other expense (or other comprehensive income, if the hedging instrument hedges an equity instruments for which the Group and the Company have elected to present changes in fair value in other comprehensive income). The change in the fair value of the hedged item attributable to the risk hedged is recorded as part of the carrying value of the hedged item and is also recognised in the profit or loss as other expense. If the hedged item is an equity instrument for which the Group and the Company have elected to present changes in fair value in other comprehensive income, those amount remain in other comprehensive income.

9.6.5.10 For fair value hedges relating to items carried at amortised cost, any adjustment to carrying value is amortised through profit or loss over the remaining term of the hedge using the effective interest rate method. The effective interest rate amortisation may begin as soon as an adjustment exists and no later than when the hedged item ceases to be adjusted for changes in its fair value attributable to the risk being hedged. The amortisation is based on a recalculated effective interest rate at the date of amortisation begins.

If the hedged item is derecognised, the unamortised fair value is recognised immediately in profit or loss.

9.6.5.8 When an unrecognised firm commitment is designated as a hedged item, the subsequent cumulative change in the fair value of the firm commitment attributable to the hedged risk is recognised as an asset or liability with a corresponding gain or loss recognised in profit or loss.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.5 Property, plant and equipment

(a) Recognition and measurement

116.30
116.73(a)
Property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.16(b).

116.16
116.22
Cost of assets, other than bearer plants, includes expenditures that are directly attributable to the acquisition of the asset and any other costs that are directly attributable to bringing the asset to working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located. The cost of self-constructed assets also includes cost of materials, direct labour, and any other direct attributable costs but excludes internal profits. For qualifying assets, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs in Note 3.24.

Cost of bearer plants consists of plantation development costs incurred from the commencement of planting of oil palm seedlings up to the maturity of the crop cultivated. Capitalisation of plantation development and other operating costs ceases upon the commencement of commercial harvesting of the agricultural produce.

Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

116.45
When significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment.

(b) Subsequent costs

116.7
116.12
116.13
The cost of replacing a part of an item of property, plant and equipment, other than bearer plants, is included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that the future economic benefits associated with the part will flow to the Group or the Company and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the profit or loss as incurred.

When bearer plants reached the end of its useful life and is replanted, the carrying amount of the old bearer plants are derecognised.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.5 Property, plant and equipment (continued)

(c) Depreciation

116.73(b)
116.73(c)

Freehold land has an unlimited useful life and therefore is not depreciated. Assets under construction included in property, plant and equipment are not depreciated as these assets are not yet available for use.

116.43
116.46
116.50

All other property, plant and equipment are depreciated on straight-line basis by allocating their depreciable amounts over their remaining useful lives.

	Useful lives (years)
Buildings	50 years
Leasehold land	99 years
Manufacturing plant	
- Bare plant	30 years
- Significant components	5-8 years
Machinery and equipment	5-10 years
Motor vehicles	5 years
Furniture, fixtures and fittings	3-5 years
Bearer plants (oil palm trees)	25 years
Spare parts, stand-by equipment and servicing equipment	*XX*

116.51
116.61

The residual values, useful lives and depreciation methods are reviewed at the end of each reporting period and adjusted as appropriate.

(d) Derecognition

116.67
116.68

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is recognised in profit or loss.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.5 Property, plant and equipment (continued)

Commentary:

116.29 In accordance with MFRS 116 *Property, Plant and Equipment*, an entity has a policy choice for the measurement of property, plant and equipment after initial recognition. An entity may choose either the cost model or the revaluation model for entire classes of property, plant and equipment.

116.41 For revaluation surplus that is included in equity, it is the Company's policy choice to either:

- transfer the revaluation reserve in full directly to retained earnings when the asset is derecognised; or
- transfer the revaluation reserve to retained earnings as the asset is being used, where the amount of revaluation reserve transferred would be the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the asset's original cost.

Illustrative accounting policy where the entity accounts for certain class of property, plant and equipment at revaluation model

Property, plant and equipment (other than land and buildings) are measured at cost less accumulated depreciation and any accumulated impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.16(b).

Freehold land and buildings are measured at fair value, based on valuations by external independent valuers, less accumulated depreciation on buildings and any accumulated impairment losses recognised after the date of revaluation. Valuations are performed with sufficient regularity to ensure that the fair value of the freehold land and buildings does not differ materially from the carrying amount.
116.35 Any accumulated depreciation as at the date of revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset.

116.39 A revaluation surplus is recognised in other comprehensive income and credited to the revaluation reserve. However, the increase shall be recognised in profit or loss to the extent that it reverses a revaluation decrease of the same asset previously recognised in profit or loss. If an asset's carrying amount is decreased as a result of a revaluation, the decrease shall be recognised in profit or loss.
116.40 However, the decrease shall be recognised in other comprehensive income to the extent of any credit balance existing in the revaluation reserve in respect of that asset.

116.41 The revaluation reserve is transferred to retained earnings as the assets are used. The amount of revaluation reserve transferred is the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the asset's original cost.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.6 Leases

(a) Definition of lease

16.9 16.B9-B31 At inception of a contract, the Group and the Company assess whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group and the Company assess whether:

- the contract involves the use of an identified asset;
- the Group and the Company have the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Group and the Company have the right to direct the use of the asset.

(b) Lessee accounting

16.21 16.51 16.60 At the lease commencement date, the Group and the Company recognise a right-of-use asset and a lease liability with respect to all lease agreements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets.

16.47-48 16.52 The Group and the Company present right-of-use assets that do not meet the definition of investment property in Note 5 and lease liabilities in Note 23. ❶

The Group and the Company present right-of-use assets and lease liabilities as separate lines in the statements of financial position.

Right-of-use asset

16.23-24 The right-of-use asset is initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

16.30 The right-of-use asset is subsequently measured at cost less accumulated depreciation and any accumulated impairment losses, and adjust for any remeasurement of the lease liabilities. ❷ The right-of-use asset is depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use
16.32 asset or the end of the lease term. If the Group and the Company expect to exercise a purchase option, the right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts from the commencement date of the underlying asset. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.16(b).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.6 Leases (continued)

(b) Lessee accounting (continued)

Lease liability

16.26 The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group and the Company use their incremental borrowing rate.

16.27 Lease payments included in the measurement of the lease liability comprise:

- fixed lease payments (including in-substance fixed payments), less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be payable by the lessee under residual value guarantees;
- the exercise price of a purchase option, if the lessee is reasonably certain to exercise that option; and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

16.36(a) The lease liability is subsequently measured by increasing the carrying amount to reflect
16.36(b) interest on the lease liability and by reducing the carrying amount to reflect the lease payments made.

16.36(c) The Group and the Company remeasure the lease liability (and make a corresponding adjustment to the related right-of-use asset) whenever:

- 16.40 the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- 16.42-43 the lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using the initial discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- 16.45(c) a lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

16.38(b) Variable lease payments that do not depend on an index or a rate are not included in the measurement of the lease liability and the right-of-use asset. The related payments are recognised as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line “other expenses” in the statements of comprehensive income.

16.15 The Group and the Company have elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.6 Leases (continued)

(b) Lessee accounting (continued)

Short-term leases and leases of low value assets

16.60
16.5-6
The Group and the Company have elected not to recognise right-of-use assets and lease liabilities for short-term leases and leases of low value assets. The Group and the Company recognise the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

(c) Lessor accounting

16.61-62
A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership. All other leases that do not meet this criterion are classified as operating leases.

16.B58
When the Group and the Company are intermediate lessors, they account for the head lease and the sublease as two separate contracts. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease. If a head lease is a short-term lease to which the Group applies the exemption described in Note 3.6(b), then it classifies the sub-lease as an operating lease.

16.67
16.75
If an entity in the Group is a lessor in a finance lease, it derecognises the underlying asset and recognises a lease receivable at an amount equal to the net investment in the lease. Finance income is recognised in profit or loss based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the finance lease.

16.81
If an entity in the Group is a lessor in an operating lease, the underlying asset is not derecognised but is presented in the statements of financial position according to the nature of the asset. Lease income from operating leases is recognised in profit or loss on a straight-line basis over the lease term, unless another systematic basis is more representative of the time pattern in which use benefit derived from the leased asset is diminished.

16.17
When a contract includes lease and non-lease components, the Group and the Company apply MFRS 15 *Revenue from Contracts with Customers* to allocate the consideration under the contract to each component.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.6 Leases (continued)

Commentary:

16.52 ❶ According to MFRS 16.52, a lessee shall disclose information about its leases for which it is a lessee in a single note or separate section in its financial statements. However, a lessee need not duplicate information that is already presented elsewhere in the financial statements, provided that the information is incorporated by cross-reference in the single note or separate section about leases.

16.29 ❷ After the commencement date, a lessee shall measure the right-of-use asset applying a cost model, unless it applies either fair value model or the revaluation model.

16.34 If a lessee applies the fair value model in MFRS 140 *Investment Property* to its investment property, the lessee shall also apply that fair value model to right-of-use assets that meet the definition of investment property in MFRS 140.

16.35 If right-of-use assets relate to a class of property, plant and equipment to which the lessee applies the revaluation model in MFRS 116 *Property, Plant and Equipment*, a lessee may elect to apply that revaluation model to all of the right-of-use assets that relate to that class of property, plant and equipment.

3.7 Investment properties

140.5 Investment properties are properties held to earn rental income or for capital appreciation or both.

140.20
140.30
140.33
140.35 Investment properties are initially measured at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured at fair value. Gains and losses arising from changes in the fair values of investment properties are recognised in profit or loss for the period in which they arise.

140.21 Cost includes purchase price and any directly attributable costs incurred to bring the property to its present location and condition intended for use as an investment property. The cost of a self-constructed investment property includes the cost of material, direct labour and any other direct attributable costs. For qualifying assets, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs in Note 3.24.

140.66
140.69 An investment property is derecognised on its disposal or when it is permanently withdrawn from use and no future economic benefits are expected from its disposal. Any gains and losses arising from derecognition of the asset is recognised in the profit or loss.

140.57
140.60
140.61 Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property carried at fair value to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. For a transfer from owner-occupied property to investment property, any difference arising on the date of change in use between the carrying amount of the item immediately prior to the transfer and its fair value is recognised directly in equity as a revaluation of property, plant and equipment.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.7 Investment properties (continued)

Commentary:

140.30 In accordance with MFRS 140 *Investment Property*, an entity has a policy choice to account for investment properties either in accordance with the fair value model or the cost model. The model selected is applied to all investment properties (subject to exception cases when the entity is unable to determine fair value reliably on certain property – See Paragraph 53 and 54 of MFRS 140).

140.40A When a lessee uses the fair value model to measure an investment property that is held as a right-of-use asset, it shall measure the right-of-use asset, and not the underlying property, at fair value.

140.79 If the entity accounts for investment property using cost model, then it discloses the depreciation method and the useful lives or the depreciation rates used, as well as the fair value of such investment property.

Illustrative accounting policy where the entity accounts the entire investment properties at cost model

The Group uses the cost model to measure its investment properties after initial recognition. Accordingly, investment properties are stated at cost less accumulated depreciation and any accumulated impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.16(b).

3.8 Goodwill and other intangible assets

(a) Goodwill

3.32
3.B63(a) Goodwill arising from business combinations is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. After initial recognition, goodwill is measured at cost less any accumulated impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.16(b).

128.32(a)
128.42 In respect of equity-accounted associates and joint venture, goodwill is included in the carrying amount of the investment and is not tested for impairment individually. Instead, the entire carrying amount of the investment is tested for impairment as a single asset when there is objective evidence of impairment.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.8 Goodwill and other intangible assets (continued)

(b) Research and development costs

138.54 Research costs are recognised in profit or loss as incurred.

138.57 An intangible asset arising from development is recognised when the following criteria are met:

- it is technically feasible to complete the intangible asset so that it will be available for use or sale;
- management intends to complete the intangible asset and use or sell it;
- there is an ability to use or sell the asset;
- it can be demonstrated how the intangible asset will generate probable future economic benefits;
- adequate resources to complete the development and to use or sell the intangible asset are available; and
- the expenditures attributable to the intangible asset during its development can be reliably measured.

138.68(a)
138.71 Other development costs that do not meet these criteria are recognised in profit or loss as incurred. Development costs previously recognised as an expense are not recognised as an intangible asset in a subsequent period.

138.74 Capitalised development costs are measured at cost less accumulated amortisation and accumulated impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.16(b).

(c) Licenses

138.118(a) Licenses acquired in a business combination are recognised at fair value at the acquisition date. The licenses have been acquired with the option to renew at little or no cost to the Group. As a result, those licenses are assessed as having an indefinite useful life. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.16(b).

(d) Computer software

138.118(a) Computer software that are acquired by the Group and the Company, which have finite useful lives, are measured at cost less any accumulated amortisation and any accumulated impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.16(b).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.8 Goodwill and other intangible assets (continued)

(e) Concession rights

Service concession arrangements are recognised using the intangible assets model as the Company receives a right to charge users of the public service. The policy for the recognition and measurement of service concession arrangements are disclosed in Note 3.11.

(f) Amortisation

138.98 138.118(a) 138.118(b) The amortisation methods used and the estimated useful lives are as follows:

	Method	Useful lives (years)
Development costs	Units of production	5
Computer software	Straight-line	4

138.104 The residual values, useful lives and amortisation methods are reviewed at the end of each reporting period.

3.9 Biological assets

141.12 141.26 The biological assets of the Group include produce growing on bearer plants, which are the fresh fruit bunches of the oil palm trees, are measured at fair value less costs to sell and changes in fair value less costs to sell are recognised as gain and loss in profit or loss.

3.10 Inventories

102.9 102.36(a) Inventories are measured at the lower of cost and net realisable value.

102.10 102.12 102.13 102.25 Costs incurred in bringing the inventories to their present location and condition are accounted for as follows:

- raw materials: purchase costs on a first-in first-out basis.
- finished goods and work-in-progress: costs of direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. These costs are assigned on a weighted average cost basis.

102.6 Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.10 Inventories (continued)

Property under development

Cost includes:
- freehold and leasehold rights for land
- amounts paid to contractors for construction
- borrowing costs, planning and design costs, costs for site preparation, professional fees for legal services, property transfer taxes, construction overheads and other related costs

102.23 The cost of inventory recognised in profit or loss is determined with reference to the specific costs incurred on the property sold and an allocation of any non-specific costs based on the relative sale value of the property sold.

Produce stocks

141.13 The costs of produce stocks comprise agricultural produce transferred from biological assets is its fair value less costs to sell at the point of harvest. The fair value less costs to sell is treated as deemed cost for the purpose of subsequent processing of the agricultural produce into final agricultural commodities.

3.11 Service concession arrangements

IC Int 12.5 The Company entered into various public-to-private service concession arrangements to construct, operate and maintain infrastructures used to provide a public service for a specified period of time. Under these concession arrangements, the grantor controls significant residual interest in the infrastructure at the end of the concession period.

The Company accounts for the construction services under the service concession arrangements using the intangible asset model as the Company receives a right to charge users of the public service.

The Company measures the consideration indirectly by reference to the stand-alone selling price of the construction services by reference to the costs of providing such services plus a reasonable profit margin.

The Company amortises its concession intangible asset using straight-line method over its expected useful lives of twenty-five years in a way that reflects the pattern in which the asset's economic benefits are consumed by the Company, starting from the date when the right to operate begins. Based on these principles, the intangible asset is amortised in line with the actual usage of the specific public facility, up to the maximum of the duration of the concession.

Any asset carried under concession arrangements is derecognised upon disposal or when no future economic benefits are expected from its future use or disposal.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.11 Service concession arrangements (continued)

Commentary:

The service concession arrangements are accounted for based on the nature of the consideration as follows:

- IC Int 12.17 — The intangible asset model is used to the extent that the Group receives a right (a license) to charge users of the public service;
- IC Int 12.16 — The financial asset model is used when the Group has an unconditional right to receive cash or another financial asset from or at the direction of the grantor for the construction services; or
- IC Int 12.18 — When the unconditional right to receive cash covers only part of the service, the two models are combined to account separately for each component.

Illustrative accounting policy where the entity accounts for its service concession arrangements under the financial asset model

The Company accounts for its service concession arrangements under the financial asset model as the Company has an unconditional right to receive cash or another financial asset from or at the direction of the grantor for the construction services. The consideration received and receivable is allocated by reference to the relative stand alone selling price of the various services delivered, when the amounts are separately identified. The Company estimates the relative stand alone selling price of the services by reference to the costs of providing each service plus a reasonable profit margin.

In the financial asset model, the amount due from the grantor meets the definition of a receivable which is measured at the amount of consideration to which the Company expects to be entitled. It is subsequently measured at amortised cost. The amount initially recognised plus the cumulative interest on that amount is calculated using the effective interest method.

Any asset carried under concession arrangements is derecognised when the contractual rights to the financial asset expire.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.12 Contract assets/(liabilities)

15.App A

Contract asset is the right to consideration in exchange for goods or services transferred to the customers when that right is conditioned on something other than the passage of time (for example, the Company's future performance). The policy for the recognition and measurement of impairment losses is in accordance with Note 3.16(a).

Contract liability is the obligation to transfer goods or services to customers for which the Group and the Company have received the consideration or have billed the customers.

3.13 Non-current assets or disposal groups held for sale

5.6
5.7
5.8

Non-current assets or disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. The criteria for held for sale classification is regarded as met only when:

- the asset or disposal group is available for immediate sale in its present condition;
- the management is committed to a plan to sell the asset and the asset or disposal group is actively marketed for sale at a price that is reasonable in relation to its current fair value; and
- the sale is expected to be completed within one year from the date of classification and actions required to complete the plan indicates that it is unlikely that significant changes to the plan will be made or that the sale will be withdrawn.

5.15
5.18

Immediately before classification as held for sale, the assets, or components of a disposal group, are remeasured in accordance with the Group's accounting policies. Thereafter, generally the assets or disposal groups are measured at the lower of carrying amount and fair value less costs to sell.

5.5
5.23
5.21

Any impairment loss on the disposal group is first allocated to goodwill, and then to remaining assets and liabilities on pro-rata basis, except that no loss is allocated to inventories, financial assets, deferred tax assets, employee benefit assets and investment property that is measured at fair value, which continue to be measured in accordance with the Group's accounting policies. 1 Impairment losses on initial classification as held for sale and subsequent gains or losses on remeasurement are recognised in profit or loss. A gain for any subsequent increase in fair value less costs to sell of an asset is recognised but not in excess of the cumulative impairment loss that has been recognised.

5.25
128.20

Intangible assets and property, plant and equipment once classified as held for sale are not amortised or depreciated. In addition, equity accounting of equity-accounted associates and joint venture ceases once classified as held for sale.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.13 Non-current assets or disposal groups held for sale (continued)

101.54(j) 101.54(p) Assets and liabilities classified as held for sale are presented separately as current items in the statements of financial position.

3.14 Discontinued operation

5.32 A disposal group qualifies as discontinued operation if it is a component of an entity that either has been disposed of, or is classified as held for sale, and:

- represents a separate major line of business or geographical area of operations;
- is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations; or
- is a subsidiary acquired exclusively with a view to resale.

5.34 Classification as a discontinued operation occurs upon disposal or when the operation meets the criteria to be classified as held for sale. When an operation is classified as a discontinued operation, the comparative statements of profit or loss and other comprehensive income is re-presented as if the operation has been discontinued from the start of the comparative period.

3.15 Cash and cash equivalents

107.6 107.46 For the purpose of the statements of cash flows, cash and cash equivalents comprise cash on hand, bank balances and deposits and other short-term, highly liquid investments with a maturity of three months or less, that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value. Cash and cash equivalents are presented net of bank overdrafts.

Commentary:

5.5 **1** The measurement provisions of MFRS 5 *Non-current Assets Held for Sale and Discontinued Operations* do not apply to the following non-current assets whether individually or as part of a disposal group:

(a) Deferred tax assets (MFRS 112 *Income Taxes*)
(b) Assets arising from employee benefits (MFRS 119 *Employee Benefits*)
(c) Financial assets within the scope of MFRS 9 *Financial Instruments*
(d) Non-current assets that are accounted for in accordance with the fair value model in MFRS 140 *Investment Property*
(e) Non-current assets that are measured at fair value less costs to sell in accordance with MFRS 141 *Agriculture*
(f) Contractual rights under insurance contracts as defined in MFRS 4 *Insurance Contracts*

5.19 On remeasurement of a disposal group, an entity must remeasure those non-current assets listed above, current assets and all liabilities in accordance with applicable MFRSs.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.16 Impairment of assets

(a) Impairment of financial assets and contract assets

9.5.5.1
9.App A

Financial assets measured at amortised cost, financial assets measured at fair value through other comprehensive income (“FVOCI”), lease receivables, contract assets, a loan commitment and financial guarantee contracts will be subject to the impairment requirement in MFRS 9 *Financial Instruments* which is related to the accounting for expected credit losses on the financial assets. Expected credit losses are the weighted average of credit losses with the respective risks of a default occurring as the weights.

9.5.5.3
9.5.5.5

The Group and the Company measure loss allowance at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12-month expected credit losses:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

9.5.5.15

For trade receivables, contract assets and lease receivables, the Group and the Company apply the simplified approach permitted by MFRS 9 to measure the loss allowance at an amount equal to lifetime expected credit losses.

9.5.5.11

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group and the Company consider reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group’s and the Company’s historical experience and informed credit assessment and including forward-looking information.

7.35G(a)(i)&(ii)

The Group and the Company assume that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

7.B8A
7.35F(b)
9.B5.5.37
7.35G(a)(iii)

The Group and the Company consider a financial asset to be in default when:

- the borrower is unable to pay its credit obligations to the Group and the Company in full, without taking into account any credit enhancements held by the Group and the Company; or
- the contractual payment of the financial asset is more than 90 days past due unless the Group and the Company have reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

9.B5.5.23
7.35G(a)(i)

The Group and the Company consider a debt security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of ‘investment grade’. The Group and the Company consider this to be BBB. The Group and the Company use the ratings from the [Agency X] to determine whether the debt instrument has significantly increased in credit risk and to estimate expected credit losses.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.16 Impairment of assets (continued)

(a) Impairment of financial assets and contract assets (continued)

9.App A

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

9.App A

12-month expected credit losses are the portion of lifetime expected credit losses that represent the expected credit losses that result from default events on a financial instrument that are possible within the 12 months after the reporting date.

9.5.5.19
9.B5.5.38

The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group and the Company are exposed to credit risk.

9.B5.5.28

Expected credit losses are a probability-weighted estimate of credit losses (i.e. the present value of all cash shortfalls) over the expected life of the financial instrument. A cash shortfall is the difference between the cash flows that are due to an entity in accordance with the contract and the cash flows that the entity expects to receive.

Expected credit losses are discounted at the effective interest rate of the financial assets.

9.App A
7.35F(d)

At each reporting date, the Group and the Company assess whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired include observable data about the following events:

- significant financial difficulty of the issuer or the borrower;
- a breach of contract, such as a default of past due event;
- the lender(s) of the borrower, for economic or contractual reasons relating to the borrower’s financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation;
- the disappearance of an active market for that financial asset because of financial difficulties; or
- the purchase or origination of a financial asset at a deep discount that reflects the incurred credit losses.

The amount of impairment losses (or reversal) shall be recognised in profit or loss, as an impairment gain or loss. For financial assets measured at FVOCI, the loss allowance shall be recognised in other comprehensive income and shall not reduce the carrying amount of the financial asset in the statements of financial position.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.16 Impairment of assets (continued)

(a) Impairment of financial assets and contract assets (continued)

9.5.4.4
7.35F(e)

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group and the Company determine that the debtor does not have assets or source of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's and the Company's procedure for recovery of amounts due.

(b) Impairment of non-financial assets

136.2
136.9
136.10(a)

The carrying amounts of non-financial assets (except for inventories, contract assets, deferred tax assets, assets arising from employee benefits, investment properties measured at fair value, biological assets and non-current assets or disposal groups classified as held for sale) are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, the Group and the Company make an estimate of the asset's recoverable amount. For goodwill and intangible assets that have indefinite useful life and are not yet available for use, the recoverable amount is estimated at each reporting date.

136.10
136.80

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of non-financial assets or cash-generating units ("CGUs"). Subject to an operating segment ceiling test, for the purpose of goodwill impairment testing, CGUs to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to a CGU or a group of CGUs that are expected to benefit from the synergies of business combination.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.16 Impairment of assets (continued)

(b) Impairment of non-financial assets (continued)

136.6 The recoverable amount of an asset or a CGU is the higher of its fair value less costs of
136.30 disposal and its value-in-use. In assessing value-in-use, the estimated future cash flows
136.66 are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. In determining the fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

136.59 Where the carrying amount of an asset exceeds its recoverable amount, the carrying
136.104 amount of asset is reduced to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis.

136.60 Impairment losses are recognised in profit or loss, except for assets that were previously
136.61 revalued with the revaluation surplus recognised in other comprehensive income. In the latter case, the impairment is recognised in other comprehensive income up to the amount of any previous revaluation.

136.24 Impairment losses in respect of goodwill are not reversed. For other assets, an
136.110 assessment is made at each reporting date as to whether there is any indication that
136.114 previously recognised impairment losses may no longer exist or may have decreased.
136.117 An impairment loss is reversed only if there has been a change in the estimates used to
136.119 determine the assets recoverable amount since the last impairment loss was recognised. Reversal of impairment loss is restricted by the asset’s carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss unless the asset is measured at revalued amount, in which case the reversal is treated as a revaluation increase.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.17 Share capital

(a) Ordinary shares

132.11
132.37
132.35

Ordinary shares are equity instruments. An equity instrument is a contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Ordinary shares are recorded at the proceeds received, net of directly attributable incremental transaction costs. Dividends on ordinary shares are recognised in equity in the period in which they are declared.

(b) Preference shares

132.35
132.AG25-26

Preference shares are classified as equity if it is non-redeemable, or is redeemable but only at the Company's option, and any dividend payments are discretionary. Dividends thereon are recognised as distributions within equity.

132.18(a)
132.36

Preference shares are classified as financial liability if it is redeemable on a specific date or at the option of the equity holders, or if dividend payments are not discretionary. Dividends thereon are recognised as interest expense in profit or loss as accrued.

(c) Treasury shares

132.33

When share capital recognised as equity is repurchased, the amount of consideration paid is recognised directly in equity. Repurchased shares that have not been cancelled including any attributable transaction costs are classified as treasury shares and presented as a deduction from total equity.

When treasury shares are sold or reissued subsequently, the difference between the sales consideration and the carrying amount is presented as a movement in equity.

3.18 Compound financial instruments

132.28-32

Compound financial instruments issued by the Company comprise convertible notes that can be converted to share capital at the option of the holder, and the number of shares to be issued does not vary with changes in their fair value.

132.32
132.38
132.31

The liability component of a compound financial instrument is recognised initially at the fair value of a similar liability that does not have an equity conversion option. The equity component is recognised initially as the difference between the fair value of the compound financial instrument as a whole and the fair value of the liability component. Any transaction costs that are directly attributable are allocated to the liability and equity components in proportion to the allocated proceeds.

Subsequent to initial recognition, the liability component of a compound financial instrument is measured at amortised cost using the effective interest method. The equity component of a compound financial instrument is not remeasured subsequent to initial recognition except on conversion or expiry.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.19 Employee benefits

(a) Short-term employee benefits

119.11(b) Short-term employee benefit obligations in respect of wages, salaries, social security contributions, annual bonuses, paid annual leave, sick leave and non-monetary benefits are recognised as an expense in the financial year where the employees have rendered their services to the Group and the Company.

(b) Defined contribution plans

119.44 As required by law, the Group and the Company contribute to the Employees Provident Fund (“EPF”), the national defined contribution plan. Such contributions are recognised as an expense in the profit or loss in the period in which the employees render their services.

(c) Defined benefit plans

The Group operates defined benefit pension plans (funded) and provides a post-employment healthcare benefit (unfunded) plan to employees as provided in the employment agreements between the companies in the Group and their employees.

119.67
119.68
119.83

The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related defined benefit obligation. In countries where there is no deep market in such bonds, the market rates on government bonds are used.

119.122
119.127-130

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding amounts included in net interest on the net defined benefit liability) and the effect of the asset ceiling (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in other comprehensive income. Remeasurements are not reclassified to profit or loss in subsequent periods.

119.123
119.134

The net interest is calculated by applying the discount to the net balance of the defined benefit obligation and fair value of plan assets.

The Group recognises the following costs in profit or loss:

- Service costs comprising current service costs, past service costs, gains and losses on curtailments and non-routine settlements
- Net interest expense or income

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.19 Employee benefits (continued)

(d) Other long-term employee benefits

119.153 The Group's and the Company's other long-term employee benefits include long term paid absences, long term disability benefits and other long service benefits.

119.155
119.156 Liability recognised in respect of other long term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Group and the Company in respect of services provided by employees up to the reporting date. The net total of the following amounts should be recognised in profit or loss, except to the extent that another MFRS requires or permits their inclusion in the cost of an asset:

- service cost;
- net interest on the net defined benefit liability or asset; and
- remeasurements of the net defined benefit liability or asset.

Commentary:

In the case of where the Group and the Company provide termination benefits, the illustrative disclosure is as follows:

(e) Termination benefits

119.165 Termination benefits are expensed at the earlier of when the Group and the Company can no longer withdraw the offer of those benefits and when the Group and the Company recognise costs for restructuring. If benefits are not expected to be settled wholly within 12 months of the end of the reporting period, then they are discounted.

3.20 Share-based payments

(a) Equity-settled share-based payment

2.10
2.46 The cost of equity-settled share-based payment is determined by the fair value at the date when the grant is made using an appropriate valuation model. Details regarding the determination of the fair value of equity-settled share-based payments are set out in Note 22(d).

2.7
2.19
2.20 The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the share option reserve.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.20 Share-based payments (continued)

(a) Equity-settled share-based payment (continued)

2.13 Equity-settled share-based payments with parties other than employees are measured at the fair value of the goods and services received, except where that fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted at the date the Company obtains the goods or the counterparty renders the service.

Commentary:

In cases where the Company provides cash-settled share-based payment, the illustrative disclosure is as follows:

2.30 For cash-settled share-based payment, a liability is recognised for the goods or services acquired, measured initially at the fair value of the liability. At the end of reporting period until the liability is settled, and at the date of settlement, the fair value of the liability is remeasured, with any changes in the fair value recognised in profit or loss for the financial year.

3.21 Provisions

137.14 Provisions are recognised when the Group and the Company have a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic resources will be required to settle the obligation and the amount of the obligation can be estimated reliably.

137.45
137.47
137.60 If the effect of the time value of money is material, provisions that are determined based on the expected future cash flows to settle the obligation are discounted using a current pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provisions due to passage of time is recognised as finance costs.

137.59 Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed.

(a) Warranties

137.39 Provision related to assurance-type warranty cost for expected warranty claim is recognised when the product is sold or service is provided to the customer. Initial recognition is based on historical experience of the level of repairs and returns within the warranty period.

(b) Site restoration costs

137.21 In accordance with the Group's published environmental policy and applicable legal requirements, a provision for site restoration in respect of contaminated land, and the related expense, is recognised when the land is contaminated.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.21 Provisions (continued)

(c) Legal claims

137.16 For lawsuit provisions, a probability-weighted expected outcome is applied in the measurement, taking into account past court judgements made in similar cases and advice of legal experts.

Commentary:

Other illustrative accounting policy for provisions:

Illustrative accounting policy for decommissioning liability

116.16(c) The Group records a provision for decommissioning costs of a manufacturing facility for the production
137.45 of retardant materials. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular
137.47 asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability.

Illustrative accounting policy for onerous contracts

137.66 A provision for onerous contracts is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The
137.68 provision is measured at the lower of the present value of the expected cost of terminating the contract and the present value of the expected net cost of continuing with the contract. Before a provision is
137.69 established, the Group recognises any impairment loss on the assets associated with that contract.

Illustrative accounting policy for restructuring

137.71 A provision for restructuring is recognised when the Group has approved a detailed formal
137.72 restructuring plan, and the restructuring either has commenced or has been announced publicly.
137.82 Future operating losses are not provided for.

Illustrative accounting policy for contingent liabilities acquired in a business combination

3.56 A contingent liability acquired in a business combination is initially measured at fair value at the acquisition date. Subsequently, it is measured at the higher of the amount that would be recognised in accordance with MFRS 137 *Provisions, Contingent Liabilities and Contingent Assets* and the amount initially recognised less, if appropriate, cumulative amount of income recognised in accordance with the principles of MFRS 15 *Revenue from Contracts with Customers*.

If entity has not adopted MFRS 15, the subsequent measurement of contingent liabilities acquired in a business combination is as follow:

Subsequently, it is measured at the higher of the amount that would be recognised in accordance with MFRS 137 and the amount initially recognised less, if appropriate, cumulative amortisation recognised in profit or loss.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.22 Revenue and other income 1

15.2 The Group and the Company recognise revenue that depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the Group and the Company expect to be entitled in exchange for those goods or services.

15.7 Revenue recognition of the Group and the Company are applied for each contract with a customer or a combination of contracts with the same customer (or related parties of the
15.4 customer). For practical expedient, the Group and the Company applied revenue recognition to a portfolio of contracts (or performance obligations) with similar characteristics if the Group and the Company reasonably expect that the effects on the financial statements would not differ materially from recognising revenue on the individual contracts (or performance obligations) within that portfolio.

15.48-49 The Group and the Company measure revenue at its transaction price, being the amount of consideration to which the Group and the Company expect to be entitled in exchange for transferring promised good or service to a customer, excluding amounts collected on behalf of third parties, adjusted for the effects of any variable consideration, constraining estimates of variable consideration, significant financing components, non-cash consideration and
15.53 consideration payable to customer. If the transaction price includes variable consideration, the Group and the Company use the expected value method by estimating the sum of probability-weighted amounts in a range or possible consideration amounts, or the most likely outcome method, depending on which method the Group and the Company expect to better predict the amount of consideration to which it is entitled.

15.73-74 For contract with separate performance obligations, the transaction price is allocated to the
15.79(b) separate performance obligations on the relative stand-alone selling price basis. If the stand-alone selling price is not directly observable, the Group and the Company estimate it by using the expected cost plus margin approach *[or adjusted market assessment approach or residual approach]*.

15.32 Revenue from contracts with customers is recognised by reference to each distinct performance obligation in the contract with customer, i.e. when or as a performance obligation in the contract with customer is satisfied. A performance obligation is satisfied
15.31 when or as the customer obtains control of the good or service underlying the particular
15.32 performance obligation, which the performance obligation may be satisfied at a point in time or over time.

15.18 A contract modification is a change in the scope or price (or both) of a contract that is approved by the parties to the contract. A modification exists when the change either creates new or changes existing enforceable rights and obligations of the parties to the contract. The
15.20 Group and the Company have assessed the type of modification and accounted for as either
15.21 creates a separate new contract, terminates the existing contract and creation of a new contract; or forms a part of the existing contracts.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.22 Revenue and other income (continued)

15.63
15.129
Financing components ❷

The Group and the Company have applied the practical expedient for not to adjust the promised amount of consideration for the effects of a significant financing components if the Group and the Company expect that the period between the transfer of the promised goods or services to the customer and payment by the customer will be one year or less.

(a) Sale of goods – manufacturing

15.119(a) The Group manufactures and sells a range of plastic mould products to local customers. Revenue from sale of manufactured goods are recognised at a point in time when control of the products has been transferred, being when the customer accepts the delivery of the goods *[Revenue from sale of goods is recognised at a point in time when control of goods is transferred to the customer, generally on the delivery of goods]*. ❸

15.119(b)
15.60
15.105
Sales are made with a credit term of 30 days, which is consistent with market practice, therefore, no element of financing is deemed present. A receivable is recognised when the customer accepts the delivery of the goods as the consideration is unconditional other than the passage of time before the payment is due.

15.119(b)
15.47
15.53(a)
15.56
The manufactured goods are often sold with volume discounts based on aggregate sales over a 12-month period. Revenue is recognised based on the price specified in the contract, net of the estimated volume discounts. Accumulated experience with the customer's purchasing pattern is used to estimate and provide for the discounts, using the expected value method. *[The Group uses the expected value method because it is the method that the Group expects to better predict the estimated volume discounts to which it will be provided to the customers.]* The estimated volume discounts recognised is constrained to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

15.119(d)
15.53(a)
15.56
The Group's customary business practice is to allow a customer to return any unused product within 30 days and receive a full refund. The Group uses its experience in estimating returns for this product and customer class. *[The Group uses the expected value method because it is the method that the Group expects to better predict the amount of consideration to which the products will be refunded.]* With that, upon transfer the control of the product, the Group does not recognise revenue for products that it is highly probable to be returned.

15.55
15.B21(b)
A contract liability is recognised for expected volume discounts payable to customers and for products expected to be returned from customers in relation to sales made until the end of the reporting period.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.22 Revenue and other income (continued)

(a) Sale of goods – manufacturing (continued)

15.B21(c) A right to recover goods from customer on settling the refund liability is recognised as an asset and included as part of inventories for the goods expected to be returned.

15.16 Where consideration is collected from customer in advance for sale of manufactured good, a contract liability is recognised for the customer deposits. Contract liability would be recognised as revenue upon sale of manufactured goods to the customer.

15.B30
15.119(e) The Group's obligation to provide a refund for faulty products under the standard warranty terms is recognised as a provision in Note 26.

(b) Property development

15.119(c)
15.22
15.73
15.79(b) The Group and the Company develop and sell residential and commercial properties. Contracts with customers may include multiple distinct promises to customers and therefore accounted for as separate performance obligations. In the contract with customer contains more than one performance obligation, when the stand-alone selling price are not directly observable, they are estimated based on expected cost plus margin approach.

15.119(a)
15.35(c)
15.39
15.B18 Revenue from residential and commercial properties are recognised as and when the control of the asset is transferred to the customer. Based on the terms of the contract and the laws that apply to the contract, control of the asset is transferred over time as the Group's and the Company's performance do not create an asset with an alternative use to the Group and the Company and the Group and the Company have an enforceable right to payment for performance completed to date. Revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation. The progress towards complete satisfaction of a performance obligation is determined by the proportion of property development costs incurred for work performed to date bear to the estimated total property development costs (an input method). 4

15.35(c) *Revenue from commercial properties are recognised as and when the control of the asset is transferred to the customer. Based on the terms of the contract and the laws that apply to the contract, control of the asset is transferred at a point in time as the Group's and the Company's performance do not create an asset with an alternative use to the Group and the Company but the Group and the Company do not have an enforceable right to payment for performance completed to date. Revenue is recognised at a point in time when the properties have been completed and delivered to the customers.*

15.38 Revenue from other promises such as club house/club membership are recognised over time over the membership period.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.22 Revenue and other income (continued)

(b) Property development (continued)

15.119(b) 15.60 15.117

The consideration is due based on the scheduled payments in the contract, therefore, no element of financing is deemed present. When a particular milestone is reached in excess of the scheduled payments, a contract asset will be recognised for the excess of revenue recognised to date under the input method over the progress billings to-date and include deposits or advances received from customers. When the progress billings to-date and include deposits or advances received from customers exceeds revenue recognised to date then the Group and the Company recognise a contract liability for the difference.

15.16

Consistent with market practice, the Group and the Company collect deposit from customers for sale of properties. A contract liability is recognised for the customer deposits as the Group and the Company have obligations to transfer the goods or services to the customer in respect of deposits received. Customer deposits would be recognised as revenue upon transfer of goods or services to the customer.

15.119(b)

[Based on the Group's and the Company's customary business practice, the customers' legal fees are borne by the Group and the Company. Revenue is recognised based on the transaction price agreed in the contracts, net of the customers' legal fees. The Group and the Company use its experience in estimating the legal fees to be incurred. The Group and the Company use the expected value method because it is the method that the Group and the Company expect to better predict the amount of consideration to which they will be entitled. The amount of revenue recognised does not include any customers' legal fees which is constrained].

15.B30 15.119(e)

For residential properties, as part of the statutory requirements, the Group's and the Company's obligations to repair and made good of any defect, shrinkage or other faults in the building or in the common property which have become apparent within a period of 24 months after the customer takes vacant possession of the building are recognised as a provision in Note 26.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.22 Revenue and other income (continued)

(c) Construction contracts

15.119(c) The Group and the Company construct and sell commercial and industrial properties under long-term contracts with customers. Construction service contracts comprise multiple deliverables that require significant integration service and therefore accounted as a single performance obligation.

15.119(a) 15.35(b) 15.39 15.B18 Under the terms of the contracts, control of the commercial and industrial properties is transferred over time as the Group and the Company create or enhance an asset that the customer controls as the asset is created or enhanced. Revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation. The progress towards complete satisfaction of a performance obligation is determined by the proportion of construction costs incurred for work performed to date bear to the estimated total construction costs (an input method).

15.119(b) 15.60 Sales are made with a credit term of 30 days, which is consistent with market practice, therefore, no element of financing is deemed present. The Group and the Company become entitled to invoice customers for construction of commercial and industrial properties based on achieving a series of performance-related milestones.

15.117 The Group and the Company recognised a contract asset for any excess of revenue recognised to date over the billings-to-date. Any amount previously recognised as a contract asset is reclassified to trade receivables at the point when invoice is issued or timing for billing is due to passage of time. If the milestone billing exceeds the revenue recognised to date and any deposit or advances received from customers then the Group and the Company recognise a contract liability for the difference.

(d) Sale of agricultural commodities

XXXXX

(e) Service concession

XXXXX

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.22 Revenue and other income (continued)

(f) Interest income

Interest income is recognised using the effective interest method.

(g) Dividend income

Dividend income is recognised when the right to receive payment is established.

(h) Rental income

Rental income from investment property is recognised on a straight-line basis over the term of the lease. Lease incentive granted is recognised as an integral part of the total rental income, over the term of the lease.

(i) Rendering of services

Revenue from a contract to provide services is recognised over time as the services are rendered because the customer receives and uses the benefits simultaneously. This is determined based on the time elapsed (output method).

Commentary:

15.119

1. An entity shall disclose information about its performance obligations in contracts with customers, including a description of all of the following:
   (a) when the entity typically satisfies its performance obligations (e.g. upon shipment, upon delivery, as services are rendered or upon completion of service), including when performance obligations are satisfied in a bill-and-hold arrangement;
   (b) the significant payment terms (e.g. when payment is typically due, whether the contract has a significant financing component, whether the consideration amount is variable and whether the estimate of variable consideration is typically constrained in accordance with MFRS 15 *Revenue from Contracts with Customers* paragraphs 56–58);
   (c) the nature of the goods or services that the entity has promised to transfer, highlighting any performance obligations to arrange for another party to transfer goods or services (i.e. if the entity is acting as an agent);
   (d) obligations for returns, refunds and other similar obligations; and
   (e) types of warranties and related obligations.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.22 Revenue and other income (continued)

Commentary (continued):

15.129 ❷ If an entity elects to use the practical expedient in MFRS 15.63 (about the existence of a significant financing component), the entity shall disclose that fact.

15.33 ❸ Control of an asset refers to the ability to direct the use of, and obtain substantially all of the remaining benefits from, the asset. Control includes the ability to prevent other entities from directing the use of, and obtaining the benefits from, an asset. The benefits of an asset are the potential cash flows (inflows or savings in outflows) that can be obtained directly or indirectly in many ways, such as by:

(a) using the asset to produce goods or provide services (including public services);
(b) using the asset to enhance the value of other assets;
(c) using the asset to settle liabilities or reduce expenses;
(d) selling or exchanging the asset;
(e) pledging the asset to secure a loan; and
(f) holding the asset.

15.38 To determine the point in time at which a customer obtains control of a promised asset and the entity satisfies a performance obligation, entity shall consider indicators of the transfer of control, which include, but are not limited to, the following:

(a) The entity has a present right to payment for the asset
(b) The customer has legal title to the asset
(c) The entity has transferred physical possession of the asset
(d) The customer has the significant risks and rewards of ownership of the asset
(e) The customer has accepted the asset

FRSIC Consensus 23, 24, 25 ❹ MIA issued FRSIC Consensus 23, 24 and 25 to address the timing of revenue recognition for residential properties in Malaysia. The FRSIC Committee opined that entities which enter into SPAs with purchasers in the prescribed form required by the Housing Development Regulation in Malaysia satisfy the criteria of paragraph 35(c) of MFRS 15 *Revenue from Contracts with Customers* and accordingly revenue from the sale of residential properties shall be recognised over time.

However, for sale of commercial properties, assessment shall be on contract-by-contract basis to determine if the contract meets the 2 conditions for revenue to be recognised over time:

(a) Performance does not create an asset with an alternative use to the entity; and
(b) The entity has an enforceable right to payment for performance completed to date.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.23 Government grants

120.7 Government grants are recognised when there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

120.12
120.24
120.26
120.29
Where the grant relates to an asset, it is recognised as deferred income in the statements of financial position and transferred to profit or loss over the expected useful life of the related asset. Where the grant relates to an expense item, it is recognised in profit or loss, under the heading of "other income", on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

120.10A The benefit derived from a government loan at a below-market rate of interest is treated as a government grant, measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates.

3.24 Borrowing costs

123.5 Borrowing costs are interests and other costs that the Group and the Company incur in connection with borrowing of funds.

123.8 Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

123.5
123.8
Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

123.17 The Group and the Company begin capitalising borrowing costs when the Group and the Company have incurred the expenditures for the asset, incurred related borrowing costs and undertaken activities that are necessary to prepare the asset for its intended use or sale.

123.12 Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.25 Income tax

112.6 112.58 Income tax expense in profit or loss comprises current and deferred tax. Current and deferred tax are recognised in profit or loss except to the extent that it relates to a business combination or items recognised directly in equity or other comprehensive income.

(a) Current tax

112.46 Current tax is the expected taxes payable or receivable on the taxable income or loss for the financial year, using the tax rates that have been enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous financial years.

(b) Deferred tax

112.15 112.24 112.34 Deferred tax is recognised using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts in the statements of financial position. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences, unused tax losses and unused tax credits, to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised.

112.15 112.24 Deferred tax is not recognised if the temporary differences arise from the initial recognition of assets and liabilities in a transaction which is not a business combination and that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

112.39 112.44 Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries, branches, associates and interests in joint ventures, except where the Group is able to control the reversal timing of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

112.37 112.56 The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of that deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be utilised.

112.47 Deferred tax is measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.25 Income tax (continued)

(b) Deferred tax (continued)

112.51C Where investment properties are carried at fair value in accordance with the accounting policy as disclosed in Note 3.7, the amount of deferred tax recognised is measured using the tax rates that would apply on sale of those assets at their carrying value at the reporting date unless the property is depreciable and is held within the business model whose objective is to consume substantially all the economic benefits embodied in the property over time, rather than through sale.

112.61A Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

112.71
112.74 Deferred tax assets and deferred tax liabilities are offset if there is a legally enforceable right to offset current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority on the same taxable entity, or on different tax entities, but they intend to settle their income tax recoverable and income tax payable on a net basis or their tax assets and liabilities will be realised simultaneously.

(c) Sales and services tax

Revenue, expenses and assets are recognised net of the amount of sales and services tax except:

- where the sales and services tax incurred in a purchase of assets or services is not recoverable from the taxation authority, in which case the sales and services tax is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables that are stated with the amount of sales tax included.

The net amount of sales and services tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statements of financial position.

3.26 Earnings per share

133.10 The Group presents basic and diluted earnings per share (“EPS”) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held.

133.31 Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.27 Operating segments

8.5 Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The Chief Executive Officer of the Group, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the chief operating decision-maker that makes strategic decisions.

3.28 Fair value measurements

13.6
13.9
13.16

Fair value of an asset or a liability, except for share-based payment and lease transactions, is determined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market or in the absence of a principal market, in the most advantageous market.

13.27 For a non-financial asset, the fair value measurement takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

When measuring the fair value of an asset or a liability, the Group and the Company use observable market data as far as possible. Fair value is categorised into different levels in a fair value hierarchy based on the input used in the valuation technique as follows:

13.76 Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group and the Company can access at the measurement date.

13.81 Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

13.86 Level 3: Unobservable inputs for the asset or liability.

13.95 The Group and the Company recognise transfers between levels of the fair value hierarchy as of the date of the event or change in circumstances that caused the transfers.

3.29 Contingencies

137.10 A contingent liability or asset is a possible obligation or asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of uncertain future event(s) not wholly within the control of the Group and of the Company.

Contingent liability is also referred as a present obligation that arises from past events but is not recognised because:

(a) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
(b) the amount of the obligation cannot be measured with sufficient reliability.

137.27
137.31

Contingent liabilities and assets are not recognised in the statements of financial position.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.30 Contract costs

15.95-98 **(a) Recognition and measurement**

Contract costs include costs of obtaining and fulfilling a contract.

The incremental costs of obtaining a contract are those costs that the Group and the Company incur to obtain a contract with a customer which they would not have incurred if the contract had not been obtained. The incremental costs of obtaining a contract with a customer are recognised as part of contract costs when the Group and the Company expect those costs are recoverable.

The costs incurred in fulfilling a contract with a customer which are not within the scope of another MFRSs, such as MFRS 102 *Inventories*, MFRS 116 *Property, Plant and Equipment* or MFRS 138 *Intangible Assets*, are recognised as part of contract costs when all of the following criteria are met:

(a) the costs relate directly to a contract or to an anticipated contract that can be specifically identified;

(b) the costs generate or enhance resources of the Group and of the Company that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and

(c) the costs are expected to be recovered.

15.99-100 **(b) Amortisation**

The costs of obtaining and fulfilling a contract are amortised on a systematic basis that is consistent with the transfer to the customer of the goods or services to which the asset relates. The amortisation shall be updated subsequently to reflect any significant change to the expected timing of transfer to the customer of the goods or services to which the asset relates in accordance with MFRS 108 *Accounting Policies, Changes in Accounting Estimate and Errors.*

15.101-104 **(c) Impairment**

Impairment loss is recognised in profit or loss to the extent that the carrying amount of the contract cost exceeds:

(a) the remaining amount of consideration that the Group and the Company expect to receive in exchange for the goods or services to which the asset relates; less

(b) the costs that relate directly to providing those goods or services and that have not been recognised as expenses.

Before an impairment loss is recognised for contract costs, the Group and the Company shall recognise any impairment loss for assets related to the contract that are recognised in accordance with another MFRSs, such as MFRS 102, MFRS 116 and MFRS 138. The Group and the Company shall include the resulting carrying amount of the contract costs in the carrying amount of the cash-generating unit to which it belongs for the purpose of applying MFRS 136 *Impairment of Assets* to that cash-generating unit.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.30 Contract costs (continued)

15.101-104 **(c) Impairment (continued)**

An impairment loss is reversed when the impairment conditions no longer exist or have improved. Such reversal is recognised in profit or loss.

15.94
15.129 The Group and the Company have applied the practical expedient to recognise the incremental costs of obtaining contracts as an expense when incurred if the amortisation periods of the asset that the Group and the Company otherwise would have recognised are one year or less. 1

Commentary:

15.129 1 If an entity elects to use the practical expedient in MFRS 15.94 (about the incremental costs of obtaining a contract), the entity shall disclose that fact.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS 1

The preparation of financial statements in conformity with MFRSs requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of the revenue and expenses during the reporting period. It also requires directors to exercise their judgement in the process of applying the Group's and the Company's accounting policies. Although these estimates and judgement are based on the directors' best knowledge of current events and actions, actual results may differ.

The areas involving a higher degree of judgement or complexity that have the most significant effect on the Group's and the Company's financial statements, or areas where assumptions and estimates that have a significant risk of resulting in a material adjustment to the Group's and the Company's financial statements within the next financial year are disclosed as follows:

(a) Determining the functional currency

Certain subsidiaries of the Group operate in overseas jurisdictions but conduct sales, purchases and other transactions in multiple currencies. Judgement is applied in determining the functional currency wherever the indications are mixed. The Group uses, in a hierarchy, sale indicators as the primary basis, followed by purchase and operating expense indicators, and in the event that those indicators are not conclusive, the currency in which borrowings and other funds are raised for financing the operations.

140.75(c) **(b) Classification between investment properties and property, plant and equipment**

Certain property comprises a portion that is held to earn rental income or capital appreciation, or for both, whilst the remaining portion is held for use in the production or supply of goods and services or for administrative purposes. If the portion held for rental and/or capital appreciation could be sold separately (or leased out separately as a finance lease), the Group and the Company account for that portion as an investment property. If the portion held for rental and/or capital appreciation could not be sold or leased out separately, it is classified as an investment property only if an insignificant portion of the property is held for use in the production or supply of goods and services or for administrative purposes. Management uses judgement to determine whether any ancillary services are of such significance that a property does not qualify as an investment property.

(c) Classification of a service concession asset

The Company has entered into service concession arrangements with the Governments of Malaysia and China to construct and operate public infrastructures (a convention center in Malaysia and a power plant in China). In an arrangement where the consideration is in cash receivable or a guaranteed purchase of the output produced by the infrastructure, the amount receivable will be accounted for using the financial asset model. If the consideration is in the form of a license to charge the public for use of the infrastructure, the amount receivable will be accounted for using intangible asset model. Management uses judgement in deciding the appropriate classification.

As disclosed in Note 9, the management has accounted the two service concession arrangements using intangible assets model.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED) 1

(d) Control over an investee

As disclosed in Note 10, the Company holds a 40% equity interest in Ding Bhd, a company listed on the Bursa Malaysia Securities Berhad. The Company is the single largest shareholder of Ding Bhd. The other shareholders of Ding Bhd are thinly spread out among the investing public shareholders and none of the other shareholders have any agreement to make collective decisions. In applying judgement, the Company assesses and concludes that it has the power to direct the relevant activities of Ding Bhd. The Company is able to appoint, remove and set compensation of the key management personnel of Ding Bhd and actively dominates the decision-making process of Ding Bhd through its board representations. Accordingly, Ding Bhd has been treated as a subsidiary of the Company since the financial year 2018 upon application of the new control model in MFRS 10 *Consolidated Financial Statements*.

(e) Joint control or significant influence over the investee

As disclosed in Note 11, the Company holds 20% equity interest in Slime Sdn Bhd. The Company has no representation on the Board of Directors of Slime Sdn Bhd but actively participates in the strategic policy decisions in the latter's Executive Committee meetings. For mutual benefits, the Company and Slime Sdn Bhd undertake significant sales and purchases of goods and services, and there are frequent interchanges of managerial personnel. On the basis of these fact patterns, the Company concludes that it exercises significant influence over Slime Sdn Bhd and thus treats the latter as an associate.

As disclosed in Note 12, the Company and another investor hold 25% and 50% respectively in the equity shares of Argus Sdn Bhd. The balance of the equity shares of Argus Sdn Bhd is evenly spread out among five other investors, each holding 5%. In the arrangement, decisions about the relevant activities of Argus Sdn Bhd require 75% of voting rights of shareholders. The Company determines that on the basis of the terms in the arrangement, the Company has joint control in Argus Sdn Bhd and thus treats it as a joint arrangement.

(f) Determination of lease term

The Group and the Company determine the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

As disclosed in Note XX, the Group and the Company have several lease contracts that include extension and termination options. The Group and the Company apply judgement in evaluating whether they are reasonably certain to exercise the option to renew or terminate the lease. The Group and the Company consider all relevant factors that create an economic incentive for them to exercise the renewal or termination. After the commencement date, the Group and the Company reassess the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED) 1

(g) Transfer of control in property development

The Group's and the Company's property development activities comprises both "sell and build" model and "build and sell" model. For the purpose of revenue recognition, the directors use their judgement to determine whether control of residential and commercial properties under development is transferred to customers over time or at a point in time. The Group and the Company use the criterion of control from the perspective of a customer, judged in relation to the customer's ability to obtain economic benefits of the asset under development. The Group and the Company consider that if the asset under development has been assigned to a customer and the asset has no alternative use to the Group and the Company and the Group and the Company have enforceable rights to payments, control of the asset is transferred over time to the customer. Revenue is recognised over time based on the progress towards complete satisfaction of performance obligation. If a customer does not obtain control when the asset is under development, such as in build and sell units, revenue is recognised at a point in time when the construction of the asset is completed and handed over to the customer.

The carrying amounts of the assets arising from property development activities are disclosed in Note 8 and Note 15A.

(h) Disposal group classified as held for sale

As disclosed in Note 19(a), on 30 September 2020, the Board of Directors approved and announced a plan to sell a subsidiary, PT BLK Construction, which operates in Indonesia. The Board of Directors considered that the subsidiary met the criteria to be classified as disposal group classified as held for sale at that date for the following reasons:

- PT BLK Construction is available for immediate sale and can be sold to a potential buyer in its current condition;
- The Board of Directors had entered into preliminary negotiations with a potential buyer. Should negotiations with the party not lead to a sale, a number of other potential buyers have been identified; and
- The Board of Directors expects negotiations to be finalised and the sale to be completed by June 2021.

The disposal group held for sale is measured at the lower of carrying amount and fair value less costs to sell. The calculation for the fair value less costs to sell is subject to judgement due to a range of potential sales prices and assumptions around the method are involved.

The carrying amounts of the disposal group held for sale are disclosed in Note 19(a).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED) 1

(i) Provision

The Group and the Company use a “best estimate” as the basis for measuring a provision. Management evaluates the estimates based on the Group’s and the Company’s historical experience and other inputs or assumptions, current developments and future events that are reasonably possible under the particular circumstances. In the case when a provision relates to large population of customers (such as a warranty provision), a probability-weighted estimate of the outflows required to settle the obligation is used. In the case of a single estimate (such as a provision for site restoration costs), a reference contractor’s price or market price is used as the best estimate. If an obligation is to be settled over time, the expected outflows are discounted at a rate that takes into account the time value of money and the risk that the actual outcome might differ from the estimates made.

The carrying amounts of the Group’s and the Company’s provision are disclosed in Note 26.

(j) Depreciation and useful lives of property, plant and equipment

As disclosed in Note 3.5, the Group and the Company review the residual values, useful lives and depreciation methods at the end of each reporting period. Estimates are applied in the selection of the depreciation method, the useful lives and the residual values. The actual consumption of the economic benefits of the property, plant and equipment may differ from the estimates applied and therefore, future depreciation charges could be revised.

The carrying amounts of the Group’s and the Company’s property, plant and equipment are disclosed in Note 5.

(k) Fair value of biological assets

The Group’s consumable biological assets (produce growing on bearer plants) are measured at fair value less costs to sell. In measuring the fair value of fresh fruit bunches (FFBs) growing on oil palms, management uses estimates of cash flows using inputs or assumptions about expected yield of FFBs and the observable market price of FFBs. The expected yield of FFBs is based on the Group’s past experience and taking into consideration of the effects of adverse weather conditions *[and movement restrictions from COVID-19 pandemic]* that may affect productivity. As prices in agricultural business are volatile *[and economic uncertainty from COVID-19 pandemic]*, the actual cash flows may not coincide with the estimates made and this may have a significant effect on the Group’s financial position and results.

The carrying amount of the Group’s biological assets and the key assumptions used to determine the fair value less costs to sell are disclosed in Note 7.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED) 1

(l) Impairment of goodwill

Goodwill is tested for impairment annually and at other times when such indicators exist. This requires an estimation of the value-in-use of the cash generating units to which goodwill is allocated. When value-in-use calculations are undertaken, the Group uses its judgement to decide the discount rates to be applied in the recoverable amount calculation and assumptions supporting the underlying cash flow projections, including *[near-term impact from COVID-19 pandemic,]* forecast growth rates, inflation rates and gross profit margin. *[The economic uncertainties from COVID-19 pandemic may result in higher level of estimation uncertainty to the inputs and assumptions used in the value-in-use calculation.]* Cash flows that are projected based on those inputs or assumptions may have a significant effect on the Group's financial position and results if the actual cash flows are less than the expected.

The carrying amount of the Group's goodwill and key assumptions used to determine the recoverable amount for different cash-generating units, including sensitivity analysis, are disclosed in Note 9(e).

(m) Impairment of financial assets and contract assets

The impairment provisions for financial assets and contract assets are based on assumptions about risk of default and expected loss rate. The Group and the Company use judgement in making these assumptions and selecting inputs to the impairment calculation, based on the Group's and the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

7.35G
9.B5.5.35

The Group and the Company use a provision matrix to calculate expected credit losses for trade receivables and contract assets. The provision rates are depending on the number of days that a trade receivable is past due. The Group and the Company use the grouping according to the customer segments that have similar loss patterns. The criteria include geographical region, product type, customer type and rating, collateral or trade credit insurance.

7.35F(c)

The provision matrix is initially based on the Group's and the Company's historical observed default rates. The Group and the Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed. *[The forward-looking estimates include the possible impact of COVID-19 pandemic on risk of default and expected loss rate of financial assets and contract assets.]*

The assessment of the correlation between historical observed default rates, forward-looking estimates and expected credit losses is a significant estimate. The amount of expected credit losses is sensitive to changes in circumstances and forecast of economic conditions over the expected lives of the financial assets and contract assets. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

The information about the impairment losses on the Group's and the Company's financial assets and contract assets are disclosed in Note 39(b).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED) 1

(n) Measurement of income taxes

The Group and the Company operate in various jurisdictions and are subject to income taxes in each jurisdiction. Significant judgement is required in determining the Group's and the Company's estimation for current and deferred taxes because the ultimate tax liability for the Group as a whole is uncertain. When the final outcome of the tax payable is determined with the tax authorities in each jurisdiction, the amounts might be different from the initial estimates of the tax payables. Such differences may impact the current and deferred taxes in the period when such determination is made. The Group and the Company will make adjustments for current or deferred taxes in respect of prior years in the current period on those differences arise.

The income tax expense of the Group and the Company are disclosed in Note 35.

(o) Deferred tax assets

Deferred tax assets are recognised for deductible temporary differences, unused tax losses and unabsorbed capital allowances based on the projected future profits of the subsidiaries to the extent that is probable that taxable profit will be available against which the temporary differences can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based on the future performance and taxable profits of the subsidiaries*[, after taking into consideration the possible near-term impact of COVID-19 pandemic. Any changes in these estimates or future actual financial performance of the subsidiaries will have an impact on the carrying amount of deferred tax assets]*.

The carrying amount of the Group's recognised deferred tax assets is disclosed in Note 13.

(p) Defined benefit liabilities

The Group has defined benefit plans for their employees. The measurement of the present value of defined benefit obligations is based on a number of assumptions and factors that are determined on an actuarial basis. The assumptions used in the measurement of the defined benefit costs and the related liabilities or assets include projected employee salaries, employee turnover, inflation, interest cost and an appropriate discount rate using yields of high qualify corporate bonds in each jurisdiction. *[The economic uncertainties from COVID-19 pandemic may result in higher level of estimation uncertainty to the assumptions used in the measurement of defined benefit obligations.]* Any changes in these assumptions will have an impact on the carrying amount of the defined benefit obligations.

The carrying amount of the Group's employee benefits and the details of these actuarial assumptions and the sensitivity of the changes in key assumptions are disclosed in Note 24.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED) 1

(q) Share-based payments

The Company grants share options to directors who have met the specified conditions. The share options granted are measured at fair value at grant date using a binomial option pricing model. The key assumptions or inputs used in the binomial option pricing model include: (a) the current price, (b) the exercise price, (c) the risk-free rate, (d) the volatility of the share price (e) the dividend yield and (f) the time period to maturity, and with an adjustment for an early exercise of option based on the Group's and the Company's past experience with earlier exercises. As the volatility of the share price is estimated based on past price movements, the actual volatility may not coincide with the estimates made. *[The volatility of share price and cash flow uncertainty from COVID-19 pandemic may result in higher level of estimation uncertainty to the assumptions used in the measurement of fair value of share options.]* Similarly, the actual early exercise of options granted may not coincide with the estimates made. These differences may affect the fair value measurement of the options granted but they are not adjusted retrospectively because the equity component of the options granted is not remeasured to fair value subsequent to their initial recognition.

The carrying amount of share option reserve and assumptions and models used for estimating fair value for share-based payment transactions are disclosed in Note 22(d).

(r) Write-down of obsolete or slow moving inventories

The Group and the Company write down their obsolete or slow moving inventories based on the assessment of their estimated net selling price. Inventories are written down when events or changes in circumstances indicate that the carrying amounts may not be recoverable. The management specifically analyses sales trend and current economic trends when making a judgement to evaluate the adequacy of the write-down of obsolete or slow moving inventories. *[The economic uncertainties resulting from COVID-19 pandemic may continue to impact the saleability of inventories.]* Where expectations differ from the original estimates, the differences will impact the carrying amount of inventories.

The carrying amounts of the Group's and the Company's inventories are disclosed in Note 8.

(s) Useful lives of other intangible assets

The Group and the Company estimate the useful lives to amortise other intangible assets based on the future performance of the assets acquired and management's judgement of the period over which economic benefits will be derived from the assets. The estimated useful lives of other intangible assets are reviewed periodically, taking into consideration factors such as changes in technology. The amount and timing of recorded expenses for any period would be affected by changes in the estimates.

The carrying amounts of the other intangible assets are disclosed in Note 9.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED) 1

(t) Impairment of non-financial assets

The Group and the Company assess impairment of non-financial assets whenever the events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable i.e. the carrying amount of the asset is more than the recoverable amount.

Recoverable amount is measured at the higher of the fair value less costs of disposal for that asset and its value-in-use. The value-in-use is the net present value of the projected future cash flows derived from that asset discounted at an appropriate discount rate. The Group and the Company use their judgement to decide the discount rates applied in the recoverable amount calculation and assumptions supporting the underlying cash flow projections, including *[near-term impact from COVID-19 pandemic,]* forecast growth rates, inflation rates and gross profit margin. *[The economic uncertainties from COVID-19 pandemic may result in higher level of estimation uncertainty to the inputs and assumptions used in the value-in-use calculation.]* Cash flows that are projected based on those inputs or assumptions may have a significant effect on the Group's and the Company's financial positions and results if the actual cash flows are less than the expected.

The carrying amounts of the non-financial assets are disclosed in Notes 5, 9, 10, 11 and 12.

(u) Classification of equity and liability component of convertible bond

The Company has recognised the compound instruments consisting of an equity and liability component. At the issue date, the value of the liability component is determined using a prevailing market interest rate. Judgement is made on the market interest rate used for classification of equity and liability component.

(v) Fair value of investment properties

The Group and the Company carry their investment properties at fair value, with changes in fair values being recognised in profit or loss. The Group and the Company engaged external valuer to determine the fair values. The valuation methods adopted by the valuer include sales comparison method, being comparison of current prices in an active market for similar properties in the same location and condition and where necessary, adjusting for location, accessibility, visibility, time, terrain, size, present market trends and other differences; income approach, being the projected net income and other benefits that are the subject property can generate over the life of the property capitalised at market derived yields to arrive at the present value of the property. Judgement is made in determining the appropriate valuation methods and the key assumptions used in the valuations*[, including the expected impact from COVID-19 pandemic. The COVID-19 pandemic might have resulted in less frequent comparable transactions or market prices become less readily available which would increase uncertainty in the measurement of fair value]*. Any changes in these assumptions will have an impact on the carrying amounts of the investment properties.

The carrying amounts of the investment properties are disclosed in Note 6.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED) 1

(w) Fair value of derivatives and other financial instruments

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. The Group and the Company use their judgement to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period *[, which include the expected impacts from COVID-19 pandemic]*. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. *[The COVID-19 pandemic has brought significant economic uncertainties that may result in higher level of estimation uncertainty in the measurement of fair value of the financial instruments.]* Any changes in these assumptions will have an impact on the carrying amounts of the derivatives and other financial instruments.

The carrying amounts of the derivatives and other financial instruments are disclosed in Note 39(a).

(x) Contingent liabilities

The Group exercises judgement in measuring and recognising provisions and the exposures to contingent liabilities related to pending litigation or other outstanding claims subject to negotiated settlement, arbitration or government regulation. Judgement is required to assess the likelihood that a pending claim will succeed, or a liability will arise, and to quantify the possible range of any financial settlement. The inherent uncertainty of such matters means that actual losses may materially differ from estimates.

(y) Business combination

When the Group purchased PT Halia Palm Oil through a transaction with another corporate entity, a judgement was made as to whether the transaction should be accounted for as a business combination or as a separate purchase of assets. In making this judgement, the Group assessed the assets, liabilities, operations and processes that were the subject of the transaction against the definition of a business in MFRS 3 *Business Combinations*. The Group assessed that the acquisition of PT Halia Palm Oil qualifies as a business combination by applying the definition in MFRS 3.

In accounting for the PT Halia Palm Oil under MFRS 3, the fair values of the identifiable assets and liabilities acquired, including intangible assets, are recognised. The determination of the fair values of acquired assets and liabilities assumed is based on directors' judgement. Any changes in these assumptions will have an impact on the carrying amounts of the acquired assets and liabilities assumed.

The fair values of the acquired assets and liabilities assumed are disclosed in Note 10(a).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED) 1

(z) Property development revenue and expenses

The Group and the Company recognised property development revenue and expenses in profit or loss by using the progress towards complete satisfaction of performance obligation. The progress towards complete satisfaction of performance obligation is determined by the proportion that property development costs incurred for work performed to date bear to the estimated total property development costs.

Significant judgement is required in determining the progress towards complete satisfaction of performance obligation, the extent of the property development costs incurred, the estimated total property development revenue and expenses, as well as the recoverability of the development projects. In making the judgement, the Group and the Company evaluate based on past experience and by relying on the work of specialists.

The carrying amounts of property development costs, contract assets and contract liabilities are disclosed in Notes 8 and 16.

(aa) Construction revenue and expenses

The Group and the Company recognised construction revenue and expenses in profit or loss by using the progress towards complete satisfaction of performance obligation. The progress towards complete satisfaction of performance obligation is determined by the proportion that construction costs incurred for work performed to date bear to the estimated total construction costs.

Significant judgement is required in determining the progress towards complete satisfaction of performance obligation, the extent of the construction costs incurred, the estimated total construction revenue and expenses, as well as the recoverability of the construction projects. In making the judgement, the Group and the Company evaluate based on past experience and by relying on the work of specialists.

The carrying amounts of contract assets and contract liabilities are disclosed in Note 16.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED) 1

(bb) Construction revenue recognition in relation to Concession Agreement

In accordance with IC Int 12 *Service Concession Arrangements*, revenue associated with construction works under the Concession Agreement shall be recognised and measured in accordance with MFRS 15 *Revenue from Contracts with Customers* ("MFRS 15"). The consideration received or receivable from construction work rendered by the Group and the Company are measured in accordance with MFRS 15, i.e. based on the allocated transaction price.

In order to determine the construction revenue to be recognised, the directors have estimated and recognised a construction margin in the construction of the infrastructure asset. The estimated margin is based on relative comparison with general industry trend although actual margins may differ.

The construction revenue arising from concession agreement that recognised during the year is disclosed in Note 28.

(cc) Revenue recognition in relation to sale of manufactured goods 2

15.126(a) The Group has recognised revenue amounting to RM10 million for sale of manufactured goods to a new customer for the financial year ended 31 December 2020. The customer has the right to return any unused product within 30 days and receive a full refund.

15.126(b) Although the returns are outside the Group's influence, the Group has significant experience in estimating returns for this product and customer class. In addition, the uncertainty will be resolved within a short time frame (i.e. the 30-day return period). Thus, the Group has determined that it is highly probable that a significant reversal in the cumulative amount of revenue recognised will not occur as the uncertainty is resolved (i.e. over the return period). It is therefore appropriate to recognise revenue on this transaction during 2020 as control of the product is transferred to the customer.

The revenue recognised for manufactured goods during the year is disclosed in Note 28.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED)

Commentary:

1 **Update sources of estimation uncertainty in relation to COVID-19 Pandemic**

An entity shall disclose information about the assumptions it makes about the future, and other major sources of estimation uncertainty at the end of the reporting period, that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year. In respect of those assets and liabilities, the notes shall include details of:
(a) their nature, and
(b) their carrying amount as at the end of the reporting period.

An entity may update its sources of estimation uncertainty in relation to COVID-19 pandemic in individual disclosure note as illustrated above, or, disclose the effect of COVID-19 pandemic on estimation uncertainty in one single note as illustrated below:

COVID-19 Pandemic

On 11 March 2020, the World Health Organisation declared the COVID-19 outbreak as a pandemic in recognition of its rapid spread across the globe. On 16 March 2020, the Malaysian Government has imposed the Movement Control Order ("MCO") starting from 18 March 2020 to curb the spread of the COVID-19 outbreak in Malaysia. The COVID-19 outbreak also resulted in travel restriction, lockdown, social distancing and other precautionary measures imposed in various countries. The emergence of the COVID-19 outbreak since early 2020 has brought significant economic uncertainties in Malaysia and markets in which the Group and the Company operate.

The COVID-19 pandemic has brought significant economic uncertainties that may result in higher level of estimation uncertainty in the assumptions used in determining the amount recognised in the financial year for the following areas:

- Fair value of biological assets – Note X
- Fair value of investment properties – Note X
- Valuation of property, plant and equipment – Note X
- Fair value of derivatives and other financial instruments – Note X
- Deferred tax assets – Note X
- Impairment of goodwill – Note X
- Impairment of financial assets and contract assets – Note X
- Impairment of non-financial assets – Note X
- Write-down of obsolete or slow moving inventories – Note X
- Provisions – Note X
- Defined benefits liabilities – Note X
- Share-based payments – Note X

Given the fluidity of the situation, any changes in these assumptions will have an impact on the carrying amounts of the above areas.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125
4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED)

Commentary (continued):

2 Significant judgement, and changes in the judgements, made in the applying MFRS 15

15.123 An entity shall disclose the judgements, and changes in the judgements, made in applying this Standard that significantly affect the determination of the amount and timing of revenue from contracts with customers. In particular, an entity shall explain the judgements, and changes in the judgements, used in determining both of the following:
(a) the timing of satisfaction of performance obligations (see MFRS 15.124–125); and
(b) the transaction price and the amounts allocated to performance obligations (see MFRS 15.126).

Reference	Disclosure requirements	Entity shall disclose:
15.124-125	Judgement to determine the timing of satisfaction of performance obligations	For performance obligation satisfied *over time*: • The methods used to recognise revenue; and • An explanation of why the methods used provide a faithful depiction of the transfer of goods or services For performance obligations satisfied at a *point in time*: • Significant judgements made in evaluating when a customer obtains control of promised goods or services
15.126	Judgement to determine the transaction price	Information about methods, inputs and assumptions used for all of the following: • Estimating variable consideration (and its constraint); • Considering the effects of time value of money; • Measuring non-cash consideration; and • Measuring obligations for returns, refunds and other similar obligations
15.126	Judgement to determine the amounts allocated to performance obligations	Information about methods, inputs and assumptions used for all of the following: • Estimating stand-alone selling prices of promised goods or services; and • Allocating discounts or variable considerations to a specific part of the contract (if applicable)
15.127(a)	Judgement to determine the contract costs	Entity shall describe the judgement to determine the amount of the costs incurred to obtain or fulfil a contract with a customer

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125
4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED)

Commentary (continued):

2 Significant judgement, and changes in the judgements, made in the applying MFRS 15 (continued)

Illustrative of additional significant judgements made in applying MFRS 15:

15.123(a)
15.126
Judgements in determining the timing of satisfaction of performance obligations

The Group provides rectification work for goods supplied to customers. There are goods delivered to one of the Group’s major customers in the months of January to July 2020, and shortly thereafter defects were identified by the customer. Following negotiations, a schedule of works was agreed, which will involve expenditure by the Group until 2020. In the light of the problems identified, the directors were required to consider whether it was appropriate to recognise the revenue from these transactions of RMXX million in the current year, in line with the Group's policy of recognising revenue for the sale of goods when those goods are delivered to the customer, or whether it would be more appropriate to defer recognition until the rectification work was complete.

In making their judgement, the directors considered the detailed criteria for the recognition of revenue set out in MFRS 15 and, in particular, whether the Group had transferred control of the goods to the customer. Following the detailed quantification of the Group's liability in respect of rectification work, and the agreed limitation on the customer's ability to require further work or to require replacement of the goods, the directors are satisfied that control has been transferred and that recognition of the revenue in the current year is appropriate, in conjunction with the recognition of an appropriate warranty provision for the rectification costs.

The revenue recognised during the year is disclosed in Note XX.

15.123(b)
15.126(c)
Judgements in allocating the transaction price for material right to customers

The Group operates a loyalty programme where retail customers accumulate points for purchases made which entitle them to discount on future purchases. Revenue from the award points is recognised when the points are redeemed or when they expire XX months after the initial sale. The points provide a material right to customers that they would not receive without entering into a contract. Therefore, the promise to provide points to the customer is a separate performance obligation.

The transaction price is allocated to the product and the points on a relative stand-alone selling price basis. The stand-alone selling price per point is estimated on the basis of the discount granted when the points are redeemed and on the basis of the likelihood of redemption, based on past experience. The stand-alone selling price of the product sold is estimated on the basis of the retail price.

The revenue recognised during the year for redemption of customer loyalty points is disclosed in Note XX.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED)

Commentary (continued):

3 **Significant judgement, estimates and assumptions in respect of revaluation of property, plant and equipment**

Illustrative of additional significant judgements made when the Group and the Company have measured the land and buildings at revaluation model.

Valuation of property, plant and equipment

Freehold land, leasehold land and buildings are carried at revalued amount. Revaluation of these assets is based on valuation performed by independent professional property valuers. The independent professional property valuers may exercise judgement in determining discount rates, estimates of future cash flows, capitalisation rate, terminal year value, market freehold rental and other factors used in their valuation process. Judgement has been applied in estimating prices for less readily observable external parameters*[, including the expected impact from COVID-19 pandemic]*. Other factors such as model assumptions, market dislocations and unexpected correlations may materially affect these estimates and the resulting valuation estimates. *[The COVID-19 pandemic also might have resulted in less frequent comparable transactions or market prices become less readily available which would increase uncertainty in the measurement of fair value. Any changes in these assumptions will have an impact on the carrying amounts of the revalued properties.]*

The carrying amounts of the Group's and the Company's property, plant and equipment are disclosed in Note XX.

4 **Significant judgement in respect of preparation of the financial statements as a going concern**

Illustrative of additional significant judgements made when there are significant doubts about going concern of a reporting entity.

When there are significant doubts about going concern but mitigating actions judged sufficient to make going concern appropriate and the entity determines no material uncertainties

Close call
Funding requirements and ability to meet short term obligations

The Group applies judgement in determining the funding requirements and its ability to meet short term obligations. The Group considers the facts and circumstances and makes assumptions about the future, including the cash flows to be generated from the operations of the Group and the available financing facilities.

The details of funding requirements and ability to meet short term obligations are disclosed in Note 39(b)(ii).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.122
101.125

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONTINUED)

Commentary (continued):

4 **Significant judgement in respect of preparation of the financial statements as a going concern (continued)**

Illustrative of additional significant judgements made when there are significant doubts about going concern of a reporting entity (continued).

When there are significant doubts about going concern but mitigating actions judged sufficient to make going concern appropriate and material uncertainties about going concern remain after considering mitigating actions

Material Uncertainty Related to Going Concern
Going concern

The Group applies judgement and assumptions in determining its ability to continue as a going concern of at least 12 months from the end of the financial year which is subject to material uncertainty. The Group considers the facts and circumstances and makes assumptions about the future, including its plan to realise its assets and discharge its liabilities in the normal course of business. The directors are confident that the plan would be implemented successfully without any material modifications and within the anticipated time frame

The details of material uncertainty related to going concern are disclosed in Note 2.X.

Registration No. 201901000001 (0000-X)

FLYING COLOURS BERHAD
(Incorporated in Malaysia)

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

5. PROPERTY, PLANT AND EQUIPMENT

Reference	Group 2020	Note	Freehold land RM'000	Buildings RM'000	Manufacturing plant RM'000	Machinery and equipment RM'000	Motor vehicles RM'000	Furniture, fixtures and fittings RM'000	Bearer plants RM'000	Right-of-use assets RM'000	Total RM'000
116.73(a)	**Cost**										
116.73(d)	At 1 January 2020		9,700	54,830	62,300	55,060	11,780	7,680	178,200	XXX	379,550
116.73(e)(iii)	Acquisition of a subsidiary	**10(a)**	-	9,500	15,000	6,000	1,000	-	-	-	31,500
116.73(e)(i)	Additions		4,500	13,880	20,100	22,000	3,100	3,450	39,800	XXX	106,830
116.73(e)(ii)	Disposals		-	-	-	(1,000)	(500)	-	-	-	(1,500)
116.73(e)(ii)	Transfer to disposal group classified as held for sale	**19(a)**	-	-	(10,400)	(5,000)	-	-	-	-	(15,400)
116.73(e)(viii)	Exchange differences		-	-	200	200	-	-	-	-	400
116.73(d)	At 31 December 2020		14,200	78,210	87,200	77,260	15,380	11,130	218,000	XXX	501,380
	Accumulated depreciation and impairment loss										
116.73(d)	At 1 January 2020		-	6,430	13,800	11,460	5,080	2,780	33,200	XXX	72,750
116.73(e)(vii)	Depreciation charge for the financial year	**19(b), 33**	-	880	4,900	4,400	1,400	950	7,000	XXX	19,530
116.73(e)(ii)	Disposals		-	-	-	(1,000)	(500)	-	-	-	(1,500)
116.73(e)(v)	Impairment loss	**33**	-	-	-	1,000	-	-	-	-	1,000
116.73(e)(ii)	Transfer to disposal group classified as held for sale	**19(a)**	-	-	(3,000)	(2,000)	-	-	-	-	(5,000)
116.73(e)(viii)	Exchange differences		-	-	100	100	-	-	-	-	200
116.73(d)	At 31 December 2020		-	7,310	15,800	13,960	5,980	3,730	40,200	XXX	86,980
116.73(d)	**Carrying amount**										
	At 1 January 2020		9,700	48,400	48,500	43,600	6,700	4,900	145,000	XXX	**306,800**
	At 31 December 2020		14,200	70,900	71,400	63,300	9,400	7,400	177,800	XXX	**414,400**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

5. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Reference	Group 2019	Note	Freehold land RM'000	Buildings RM'000	Manufacturing plant RM'000	Machinery and equipment RM'000	Motor vehicles RM'000	Furniture, fixtures and fittings RM'000	Bearer plants RM'000	Right-of-use assets RM'000	Total RM'000
116.73(a)	**Cost**										
116.73(d)	At 1 January 2019		8,900	50,100	52,400	47,200	9,800	6,300	170,000	XXX	344,700
116.73(e)(i)	Additions		800	4,730	9,400	8,260	2,180	1,380	8,200	XXX	34,950
116.73(e)(ii)	Disposals		-	-	-	(1,000)	(200)	-	-	-	(1,200)
116.73(e)(viii)	Exchange differences		-	-	500	600	-	-	-	-	1,100
116.73(d)	At 31 December 2019		9,700	54,830	62,300	55,060	11,780	7,680	178,200	XXX	379,550
	Accumulated depreciation and impairment loss										
116.73(d)	At 1 January 2019		-	5,600	7,800	7,100	3,900	1,800	26,800	XXX	53,000
116.73(e)(vii)	Depreciation charge for the financial year	**19(b), 33**	-	830	4,800	4,360	1,380	980	6,400	XXX	18,750
116.73(e)(ii)	Disposals		-	-	-	(800)	(200)	-	-	-	(1,000)
116.73(e)(v)	Impairment loss	**33**	-	-	1,000	500	-	-	-	-	1,500
116.73(e)(viii)	Exchange differences		-	-	200	300	-	-	-	-	500
116.73(d)	At 31 December 2019		-	6,430	13,800	11,460	5,080	2,780	33,200	XXX	72,750
116.73(d)	**Carrying amount**										
	At 1 January 2019		8,900	44,500	44,600	40,100	5,900	4,500	143,200	XXX	**291,700**
	At 31 December 2019		9,700	48,400	48,500	43,600	6,700	4,900	145,000	XXX	**306,800**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

5. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Reference	Company 2020	Note	Freehold land RM'000	Buildings RM'000	Machinery and equipment RM'000	Motor vehicles RM'000	Furniture, fixtures and fittings RM'000	Right-of-use assets RM'000	Total RM'000
116.73(a)	**Cost**								
116.73(d)	At 1 January 2020		6,700	44,750	45,900	6,120	3,620	XXX	107,090
116.73(e)(i)	Additions		100	13,760	1,000	350	620	XXX	15,830
116.73(e)(ii)	Disposals		-	-	(400)	(100)	-	-	(500)
116.73(d)	At 31 December 2020		6,800	58,510	46,500	6,370	4,240	XXX	122,420
	Accumulated depreciation and impairment loss								
116.73(d)	At 1 January 2020		-	4,950	8,500	2,820	1,320	XXX	17,590
116.73(e)(vii)	Depreciation charge for the financial year	**33**	-	660	3,200	650	420	XXX	4,930
116.73(e)(ii)	Disposals		-	-	(400)	(100)	-	-	(500)
116.73(d)	At 31 December 2020		-	5,610	11,300	3,370	1,740	XXX	22,020
116.73(d)	**Carrying amount**								
	At 1 January 2020		6,700	39,800	37,400	3,300	2,300	XXX	**89,500**
	At 31 December 2020		6,800	52,900	35,200	3,000	2,500	XXX	**100,400**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

5. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Reference	Company 2019	Note	Freehold land RM'000	Buildings RM'000	Machinery and equipment RM'000	Motor vehicles RM'000	Furniture, fixtures and fittings RM'000	Right-of-use assets RM'000	Total RM'000
116.73(a)	**Cost**								
116.73(d)	At 1 January 2019		6,700	42,400	37,200	5,400	3,000	XXX	94,700
116.73(e)(i)	Additions		-	2,350	9,100	820	620	XXX	12,890
116.73(e)(ii)	Disposals		-	-	(400)	(100)	-	-	(500)
116.73(d)	At 31 December 2019		6,700	44,750	45,900	6,120	3,620	XXX	107,090
	Accumulated depreciation and impairment loss								
116.73(d)	At 1 January 2019		-	4,300	5,800	2,300	900	XXX	13,300
116.73(e)(vii)	Depreciation charge for the financial year	**33**	-	650	3,100	620	420	XXX	4,790
116.73(e)(ii)	Disposals		-	-	(400)	(100)	-	-	(500)
116.73(d)	At 31 December 2019		-	4,950	8,500	2,820	1,320	XXX	17,590
116.73(d)	**Carrying amount**								
	At 1 January 2019		6,700	38,100	31,400	3,100	2,100	XXX	**81,400**
	At 31 December 2019		6,700	39,800	37,400	3,300	2,300	XXX	**89,500**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

5. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

(a) Assets held for sale

Property, plant and equipment transferred to the disposal group classified as held for sale amounting to RM10,400,000 relate to assets that are used by PT BLK Construction (part of the construction business segment). See Note 19(a) for further details on the disposal group classified as held for sale.

(b) Land title restriction

116.74(a) A freehold land with a carrying amount of RM1,000,000 (31.12.2019: RM1,000,000) has been alienated to the Company by a State Government in exchange for construction services provided by the Company. The Company has yet to obtain title to this land as it is being processed by the Land Office.

(c) Assets pledged as security

116.74(a) Freehold land and building with a carrying amount of RM3,000,000 (31.12.2019: RM2,500,000) has been pledged as security to secure term loans of the Group and of the Company as disclosed in Note 23(a).

Leased assets are pledged as security for the related lease liabilities as disclosed in Note 23(b).

(d) Impairment loss

136.126(a)
136.130(a)
136.130(b)
136.130(d)
136.130(e)
136.130(g)

During the financial year, an impairment loss of RM1,000,000 was recognised in profit or loss under other expenses, representing the impairment of certain machinery and equipment in the manufacturing segment, in view of the significant adverse change in business climate arising from COVID-19 pandemic. The recoverable amount of RM28,800,000 as at 31 December 2020 was based on value-in-use and was determined at the level of cash generating unit. In determining the value-in-use for the cash generating unit, the cash flows were discounted at a rate of 8% on a pre-tax basis.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

5. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

(e) Right-of-use assets

16.59(a) The Group and the Company lease several assets including leasehold land, buildings and motor vehicles.

Information about leases for which the Group and the Company are lessees is presented below:

Reference		Group			
		Leasehold land RM'000	Buildings RM'000	Motor vehicles RM'000	Total RM'000
	Carrying amount				
	At 1 January 2019	xx	xx	xx	xx
	Additions	xx	xx	xx	xx
	Depreciation	(xx)	(xx)	(xx)	(xx)
16.53(j)	At 31 December 2019	**xx**	**xx**	**xx**	**xx**
16.53(h)	Additions	xx	xx	xx	xx
16.53(a)	Depreciation	(xx)	(xx)	(xx)	(xx)
16.53(j)	At 31 December 2020	**xx**	**xx**	**xx**	**xx**

Reference		Company			
		Leasehold land RM'000	Buildings RM'000	Motor vehicles RM'000	Total RM'000
	Carrying amount				
	At 1 January 2019	xx	xx	xx	xx
	Additions	xx	xx	xx	xx
	Depreciation	(xx)	(xx)	(xx)	(xx)
16.53(j)	At 31 December 2019	**xx**	**xx**	**xx**	**xx**
16.53(h)	Additions	xx	xx	xx	xx
16.53(a)	Depreciation	(xx)	(xx)	(xx)	(xx)
16.53(j)	At 31 December 2020	**xx**	**xx**	**xx**	**xx**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

5. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

(e) Right-of-use assets (continued)

16.51
16.59(a)

The Group and the Company lease land and buildings for their office space and operation site. The leases for office space and operation site generally have lease term between 3 to 99 years.

16.51

The Group and the Company also lease motor vehicle with lease term of 3 to 5 years, and have options to purchase the assets at the end of the contract term.

16.59(b)(iv)

The future cash outflows relating to leases that have not yet commenced are disclosed in Note 40(b).

16.59(b)(ii)
16.B50

Extension and termination options

The Group and the Company have several lease contracts that include extension and termination options. These options are negotiated by the Group and the Company to provide flexibility in managing the leased-asset portfolio and align with the Group's and the Company's business needs.

The undiscounted potential future rental payments relating to periods following the exercise date of extension and termination options that are not included in the lease term are as follows:

	Group		
	Within five years RM'000	More than five years RM'000	Total RM'000
Extension options expected not to be exercised	XX	XX	XX
Termination options expected to be exercised	XX	XX	XX
	XX	**XX**	**XX**

	Company		
	Within five years RM'000	More than five years RM'000	Total RM'000
Extension options expected not to be exercised	XX	XX	XX
Termination options expected to be exercised	XX	XX	XX
	XX	**XX**	**XX**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

5. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Commentary:

16.95 **1** For items of property, plant and equipment subject to operating leases, a lessor shall disaggregate each class of property, plant and equipment into assets subject to operating leases and assets not subject to operating leases.

Illustrative additional disclosure if items of property, plant and equipment are subject to operating leases

(a) Assets subject to operating leases

16.92(a) The Group leases some of its machinery and equipment to third parties. Each lease contains an initial non-cancellable period of 1 year with option to renew for subsequent 1 year. Subsequent renewals are negotiated with the lessee.

Information about leases for which the Group is lessor is presented below:

	Group		
	Machinery and equipment (own use) RM'000	Machinery and equipment (subject to operating leases) RM'000	Total RM'000
Cost			
At 1 January 2019	xx	xx	xx
Additions	xx	xx	xx
Disposals	(xx)	(xx)	(xx)
At 31 December 2019	xx	xx	xx
Additions	xx	xx	xx
Disposals	(xx)	(xx)	(xx)
At 31 December 2020	xx	xx	xx
Accumulated depreciation and impairment loss			
At 1 January 2019	xx	xx	xx
Depreciation charge for the financial year	xx	xx	xx
Disposals	(xx)	(xx)	(xx)
At 31 December 2019	xx	xx	xx
Depreciation charge for the financial year	xx	xx	xx
Disposals	(xx)	(xx)	(xx)
At 31 December 2020	xx	xx	xx
Carrying amount			
At 31 December 2019	xx	xx	xx
At 31 December 2020	xx	xx	xx

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

5. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Commentary (continued):

Illustrative additional disclosures if items of property, plant and equipment or right-of-use assets are stated at revalued amount in accordance with MFRS 116.77. For disclosures required by MFRS 13 *Fair Value Measurement*, refer to Note 6 Investment Properties.

116.77(a) & (b) (a) Level 2 fair value

Level 2 fair values of buildings were revalued on XXX using the sales comparison approach based on the valuation performed by independent firms of professional valuers. Sales prices of comparable buildings in close proximity are adjusted for differences in key attributes such as property size. The most significant input into this valuation approach is price per square foot of comparable buildings.

116.77(e) (b) Had the revalued land and buildings and right-of-use assets been carried at historical cost less accumulated depreciation, the net carrying amount of the land and buildings and right-of-use assets that would have been included in the financial statements of the Group are as follows:

	Group	
	31.12.2020	**31.12.2019**
	RM'000	**RM'000**
Freehold land	XXX	XXX
Leasehold land	XXX	XXX
Buildings	XXX	XXX
Right-of-use assets:		
- Leasehold land	XXX	XXX
- Buildings	XXX	XXX

16.57 If a lessee measures right-of-use assets at revalued amounts applying MFRS 116 *Property, Plant and Equipment*, the lessee shall disclose the information required by paragraph 77 of MFRS 116 for those right-of-use assets.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

5. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Commentary (continued):

16.59(b)(i) **Illustrative disclosure when the lease contracts contain variable lease payment terms**

16.B49

16.IE9 Some of the property leases in which the Group and the Company are the lessees contain variable lease payment terms that are linked to sales generated from the leased stores. Variable lease payment terms are used to link rental payments to store cash flows and reduce fixed cost. Fixed and variable lease payments for the year ended 31 December 2020 were as follows:

	Fixed payments RM'000	Variable payments RM'000	Total payments RM'000	Estimated annual impact on rent of a 1% increase in sales RM'000
Leases with lease payments based on sales	XX	XX	XX	XX

The Group and the Company expect the relative proportions of fixed and variable lease payments to remain broadly consistent in future years.

16.59(b)(iii) **Illustrative disclosure when the lease contracts contain residual value guarantees**

The Group guarantees the residual value of certain leased assets at the end of the contract term. It monitors the use of these leased assets, and reassesses the estimated amount payable under the residual value guarantees at the reporting date to remeasure lease liabilities and right-of-use assets. As at 31 December 2020, the Group estimates that the expected amount payable under the residual value guarantees is RMXXX.

16.59(c) **Illustrative disclosure when there are restrictions or covenants imposed by leases**

<u>Restrictions</u>
The Group is restricted from assigning and subleasing the leased assets and some lease contracts require the Group to maintain certain financial ratios.

16.59(d) **Illustrative disclosure for sales-and-leaseback transactions**

16.B52

In year 20XX, the Group sold one of its office buildings and leased the building back for 30 years. The Group has an option to repurchase the building for its market value at the end of the contract term. This sale-and-leaseback transaction enabled the Group to access more capital while continuing to use the office. The rent is adjusted every five years to reflect increase in local market rents for similar properties.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

6. INVESTMENT PROPERTIES

Reference		Note	Group 31.12.2020 RM'000	Group 31.12.2019 Restated RM'000	Company 31.12.2020 RM'000	Company 31.12.2019 Restated RM'000
140.75(a)	**At fair value:**					
140.76	At 1 January		43,200	38,600	21,000	17,600
140.76(b)	Acquisition of a subsidiary	**10(a)**	20,000	-	-	-
140.76(a)	Additions		4,600	1,000	13,600	1,300
140.76(d)	Net gain arising from fair value adjustment		4,000	3,000	2,000	2,100
140.76(f)	Transfers from inventories		-	500	-	-
140.76(e)	Exchange differences		-	100	-	-
140.76	At 31 December		**71,800**	**43,200**	**36,600**	**21,000**

140.75(g) As at the reporting date, titles to the investment properties with carrying amount of RM35,500,000 (31.12.2019: RM18,500,000) have yet to be registered under the subsidiaries' name.

16.92(a) The Group's and the Company's investment properties comprise a number of commercial properties that are leased to third parties. Each lease contains an initial non-cancellable period of 10 years with option to renew for subsequent 5 years. Subsequent renewals are negotiated with the lessee.

140.75(g) An investment property of a subsidiary with a carrying fair value of RM10,000,000 (31.12.2019: RM9,000,000) has been pledged as security to secure term loans and revolving credit granted to the Group and the Company as disclosed in Note 23(a) and Note 23(g). Approval of the lender is required for any disposal of the investment property. The proceeds from disposal can only be remitted to the Group and the Company after full repayment of the term loan.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

6. INVESTMENT PROPERTIES (CONTINUED)

140.75(f) The following are recognised in profit or loss in respect of investment properties:

	Group		Company	
	31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
Rental income	32,698	23,065	3,900	3,500
Direct operating expenses:				
- income generating investment	26,980	16,780	1,200	1,200
- non-income generating investment properties	xxx	xxx	xxx	xxx

Fair value information ❶

13.93(a)
13.93(b) Fair values of investment properties are categorised as follows:

	Group		
	Level 2 RM'000	Level 3 RM'000	Total RM'000
31.12.2020			
Land	-	11,800	11,800
Buildings	30,000	30,000	60,000
	30,000	41,800	71,800
31.12.2019			
Land	-	10,000	10,000
Buildings	10,000	23,200	33,200
	10,000	33,200	43,200

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

6. INVESTMENT PROPERTIES (CONTINUED)

Fair value information (continued)

13.93(a)
13.93(b)

Fair values of investment properties are categorised as follows (continued):

	Company		
	Level 2 RM'000	Level 3 RM'000	Total RM'000
31.12.2020			
Land	-	10,000	10,000
Buildings	10,000	16,600	26,600
	10,000	26,600	36,600
31.12.2019			
Land	-	3,000	3,000
Buildings	10,000	8,000	18,000
	10,000	11,000	21,000

13.93(c) There are no Level 1 investment properties or transfers between Level 1 and Level 2 during the financial year ended 31 December 2020 and 31 December 2019.

Level 2 fair value

13.93(d) Level 2 fair values of buildings have been derived using the sales comparison approach. Sales prices of comparable buildings in close proximity are adjusted for differences in key attributes such as property size. The most significant input into this valuation approach is price per square foot of comparable buildings.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

6. INVESTMENT PROPERTIES (CONTINUED)

Fair value information (continued)

Level 3 fair value

13.93(e) The following table shows a reconciliation of Level 3 fair values:

	Group	
	31.12.2020 RM'000	**31.12.2019 RM'000**
At 1 January	33,200	28,600
Additions	4,600	1,000
Disposal	(xxx)	(xxx)
Transfer from inventories	-	500
Transfer into Level 3	xxx	xxx
Transfer out of Level 3	(xxx)	(xxx)
Gains and losses recognised in profit or loss	4,000	3,000
Gains and losses recognised in other comprehensive income	xxx	xxx
Exchange differences	-	100
At 31 December	41,800	33,200

	Company	
	31.12.2020 RM'000	**31.12.2019 RM'000**
At 1 January	11,000	7,600
Additions	13,600	1,300
Disposal	(xxx)	(xxx)
Transfer into Level 3	xxx	xxx
Transfer out of Level 3	(xxx)	(xxx)
Gains and losses recognised in profit or loss	2,000	2,100
Gains and losses recognised in other comprehensive income	xxx	xxx
At 31 December	26,600	11,000

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

6. INVESTMENT PROPERTIES (CONTINUED)

Fair value information (continued)

Level 3 fair value (continued)

13.93(d)
13.93(h)(i)

The following table shows the valuation techniques used in the determination of fair values within Level 3, as well as the significant unobservable inputs used in the valuation models.

Description	Valuation technique	Significant unobservable inputs	Relationship of unobservable inputs to fair value
Land and buildings	Sales comparison approach	Price per square feet RM1,102 (31.12.2019: RM1,000)	The higher the price per square feet, the higher the fair value
Land and buildings	Income approach	Estimated average rental rate per square feet per month RM1.35-RM12.95 (31.12.2019: RM1.45-RM11.45)	The higher the estimated rental/average rental rate per square feet per month, the higher the fair value
		Estimated average outgoings per square feet per month RM4.50 (31.12.2019: RM4.00)	The lower the estimated outgoings per square feet per month, the higher the fair value

Valuation processes applied by the Group and the Company

13.93(g)
140.75(e)

The Group's and the Company's finance department includes a team that performs valuation analysis of land and buildings required for financial reporting purposes, including Level 3 fair values. This team reports directly to the chief financial officer.

The fair value of investment properties is determined by external independent property valuers, Messrs Surveyor & Co., a member of the Institute of Valuers in Malaysia, with appropriate recognised professional qualifications and recent experience in the location and category of property being valued. The valuation company provides the fair value of the Group's and the Company's investment property portfolio every six months. Changes in Level 3 fair values are analysed by the team every six months after obtaining the valuation report from the valuation company. There has been no change to the valuation technique during the financial year.

Highest and best use

13.93(i)

In estimating the fair value of the properties, the highest and best use of the properties is their current use.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

6. INVESTMENT PROPERTIES (CONTINUED)

Commentary:

13.91-99 ❶ For disclosure requirements on paragraph 91 to 99 under MFRS 13 *Fair Value Measurement*, refer commentary under Note 39(d).

140.79(e); 13.97 ❷ MFRS 140 *Investment Property* permits investment properties to be carried at historical cost less accumulated depreciation and any accumulated impairment losses. If the Group accounted for investment properties at cost, information about the cost basis and depreciation rates (similar to the requirement under MFRS 116 *Property, Plant and Equipment*) would be required. MFRS 140.79(e) requires disclosure of fair value of the properties. For the purpose of this disclosure, the fair value is required to be determined in accordance with MFRS 13. Also, in addition to the disclosures under MFRS 140, MFRS 13.97 requires disclosure of:

- the level at which fair value measurement is categorised i.e., Level 1, Level 2 or Level 3;
- a description of valuation technique and inputs, for Level 2 or Level 3 fair value measurement; and
- if the highest and best use differs from the current use of the asset, disclose that fact and the reason.

16.56 ❸ If right-of-use assets meet the definition of investment property, a lessee shall apply the disclosure requirements in MFRS 140. In that case, pursuant to MFRS 16.56, a lessee is required to provide the following disclosures for those right-of-use assets.

- 16.53(b) interest expense on lease liabilities;
- 16.53(c) expense relating to short-term leases (exclude expense relating to leases with a lease term of one month or less);
- 16.53(d) expense relating to leases of low-value assets (exclude expense relating to short-term leases of low-value assets included above);
- 16.53(e) expense relating to variable lease payments not included in the measurement of lease liabilities;
- 16.53(g) total cash outflow for leases; and
- 16.53(i) gains or losses arising from sale and leaseback transactions.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

7. BIOLOGICAL ASSETS

Reference		Group	
		31.12.2020 RM'000	31.12.2019 RM'000
	Produce growing on bearer plants		
141.50	At 1 January	23,879	26,926
141.50(a)	Change in fair value less costs to sell	68,600	(3,047)
141.50(d)	Harvested crops transferred to inventories	(44,879)	-
141.50	At 31 December	**47,600**	**23,879**

141.49(a) As at 31 December 2020, the biological assets of a subsidiary with a carrying fair value of RM20,000,000 (31.12.2019: RM15,000,000) have been pledged as security to secure term loans and revolving credit granted to the Group and the Company as disclosed in Note 23(a) and Note 23(g).

Fair value information 1

13.93(a)
13.93(b) The fair value measurements for the produce growing on bearer plants have been categorised as Level 3 fair value based on the inputs to the valuation techniques used.

Level 3 fair value

13.93(e) The following table shows a reconciliation of Level 3 fair value:

	Group	
	31.12.2020 RM'000	31.12.2019 RM'000
At 1 January	23,879	26,926
Additions	xxx	xxx
Harvested crops transferred to inventories	(44,879)	-
Transfer into Level 3	xxx	xxx
Transfer out of Level 3	(xxx)	(xxx)
Gains and losses recognised in profit or loss	68,600	(3,047)
Gains and losses recognised in other comprehensive income	xxx	xxx
Exchange differences	xxx	xxx
At 31 December	47,600	23,879

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

7. BIOLOGICAL ASSETS (CONTINUED)

Fair value information (continued)

Level 3 fair value (continued)

13.93(d) 13.93(h)(i) The following table shows the valuation techniques used in the determination of fair values within Level 3, as well as the significant unobservable inputs used in the valuation models.

Description	Valuation technique	Significant unobservable inputs	Relationship of unobservable inputs to fair value
Produce growing on bearer plants	Discounted cash flows	Estimated yield per hectare 20-24.5 tonnes (31.12.2019: 21-25.5 tonnes)	The higher the estimated yield per hectare, the higher the fair value
		Average selling price for palm oil RM2,509 per tonne (31.12.2019: RM2,504 per tonne)	The higher the average selling price per tonne, the higher the fair value

13.93(g) **Valuation processes applied by the Group**

The Group's finance department includes a team that performs valuation analysis for produce growing on bearer plants required for financial reporting purposes, including Level 3 fair values. This team reports directly to the chief financial officer.

The fair value of produce growing on bearer plants is determined by external independent valuers, Messrs Surveyor & Co., a member of the Institute of Malaysian Palm Oil Board with appropriate recognised professional qualifications. The valuation company provides the fair value of the Group's produce growing on bearer plants portfolio every six months. Changes in Level 3 fair values are analysed by the team every six months after obtaining the valuation report from the valuation company. There has been no change to the valuation technique during the financial year.

13.93(i) **Highest and best use**

In estimating the fair value of the produce growing on bearer plants, the highest and best use of the growing produce is their current use.

Commentary:

13.91-99 1. For disclosure requirements on paragraph 91 to 99 under MFRS 13 *Fair Value Measurement*, refer commentary under Note 39(d).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

102.36(b)

8. INVENTORIES

	Group		Company	
	31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
Non-current:				
Property held for development				
- Freehold land	87,400	29,300	54,150	32,350
- Development costs	12,300	9,903	4,350	3,750
	99,700	39,203	58,500	36,100
Current:				
Property under development				
- Freehold land	57,600	39,700	14,200	9,650
- Development costs	13,800	13,000	13,800	3,550
Completed properties	20,300	18,400	10,300	8,500
Produce stocks	4,000	3,000	-	-
Raw materials	9,600	8,600	3,000	1,000
Consumables and spare parts	2,000	1,800	1,000	800
Work-in-progress	5,300	5,000	-	-
Finished goods	16,900	15,818	-	-
	129,500	105,318	42,300	23,500
	229,200	**144,521**	**100,800**	**59,600**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

8. INVENTORIES (CONTINUED)

102.36(d) (a) The cost of inventories of the Group and the Company recognised as an expense in cost of sales during the financial year in respect of continuing operations was RM1,708,130,000 (2019: RM1,055,620,000) and RM161,810 (2019: RM101,675) respectively.

102.36(e) (b) The cost of inventories of the Group and the Company recognised as an expense in cost of sales during the financial year in respect of write-down of inventories to net realisable value was RM200,000 (2019: RM240,000) and RM20,000 (2019: RM25,000) respectively, in view of the decline in the selling price of inventories impacted by the COVID-19 pandemic.

102.36(f)
102.36(g) (c) During the financial year, the Group and the Company reversed the previous inventories written down value of RM80,000 (2019: RM40,000) and RM30,000 (2019: Nil) respectively, as a result of increased sales price in certain markets. The amount of reversal was included in cost of sales.

102.36(h) (d) Freehold land included in the properties held for development of RM60,000,000 (31.12.2019: RM20,000,000) are pledged as security to secure term loans granted to the Group and the Company as disclosed in Note 23(a).

123.26(a) (e) Included in inventories are borrowing costs capitalised in the property development costs during the financial year as follows:

	Group		Company	
	31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
Borrowing costs capitalised	9,500	6,500	3,450	2,130

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

9. INTANGIBLE ASSETS

Reference	Group	Note	Goodwill RM'000	Concession rights RM'000	Development costs RM'000	Computer software RM'000	Acquired licenses RM'000	Total RM'000
	Cost							
138.118(c)	At 1 January 2020		45,500	-	28,000	8,300	5,000	86,800
	Additions							
138.118(e)(i)	- developed internally		-	-	6,000	-	-	6,000
138.118(e)(i)	- acqusition of a subsidiary	**10(a)**	28,800	-	-	-	-	28,800
138.118(e)(i)	- acquired separately		-	104,000	-	4,800	2,000	110,800
138.118(e)(vii)	Exchange differences		-	-	-	100	-	100
138.118(c)	At 31 December 2020		74,300	104,000	34,000	13,200	7,000	232,500
	Accumulated amortisation and impairment loss							
138.118(c)	At 1 January 2020		3,000	-	12,100	6,200	2,500	23,800
138.118(e)(vi)	Amortisation charge for the financial year	**33**	-	4,000	2,600	1,300	-	7,900
138.118(e)(iv)	Impairment loss		-	-	-	500	-	500
138.118(e)(vii)	Exchange differences		-	-	-	100	-	100
138.118(c)	At 31 December 2020		3,000	4,000	14,700	8,100	2,500	32,300
138.118(c)	**Carrying amount**							
	At 1 January 2020		**42,500**	**-**	**15,900**	**2,100**	**2,500**	**63,000**
	At 31 December 2020		**71,300**	**100,000**	**19,300**	**5,100**	**4,500**	**200,200**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

9. INTANGIBLE ASSETS (CONTINUED)

Reference	Group	Note	Goodwill RM'000	Concession rights RM'000	Development costs RM'000	Computer software RM'000	Acquired licenses RM'000	Total RM'000
	Cost							
138.118(c)	At 1 January 2019		45,500	-	26,000	7,300	4,500	83,300
	Additions							
138.118(e)(i)	- developed internally		-	-	2,000	-	-	2,000
138.118(e)(i)	- acquired separately		-	-	-	950	500	1,450
138.118(e)(vii)	Exchange differences		-	-	-	50	-	50
138.118(c)	At 31 December 2019		45,500	-	28,000	8,300	5,000	86,800
	Accumulated amortisation and impairment loss							
138.118(c)	At 1 January 2019		-	-	8,500	4,800	2,500	15,800
138.118(e)(vi)	Amortisation charge for the financial year	**33**	-	-	3,600	1,350	-	4,950
138.118(e)(iv)	Impairment loss		3,000	-	-	-	-	3,000
138.118(e)(vii)	Exchange differences		-	-	-	50	-	50
138.118(c)	At 31 December 2019		3,000	-	12,100	6,200	2,500	23,800
138.118(c)	**Carrying amount**							
	At 1 January 2019		**45,500**	**-**	**17,500**	**2,500**	**2,000**	**67,500**
	At 31 December 2019		**42,500**	**-**	**15,900**	**2,100**	**2,500**	**63,000**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

9. INTANGIBLE ASSETS (CONTINUED)

Reference	Company	Note	Concession rights RM'000	Development costs RM'000	Computer software RM'000	Total RM'000
	Cost					
138.118(c)	At 1 January 2019		-	3,500	2,700	6,200
	Additions					
138.118(e)(i)	- developed internally		-	500	-	500
138.118(e)(i)	- acquired separately		-	-	1,800	1,800
138.118(c)	At 31 December 2019		-	4,000	4,500	8,500
	Additions					
138.118(e)(i)	- developed internally		-	2,000	-	2,000
138.118(e)(i)	- acquired separately		104,000	-	1,800	105,800
138.118(c)	At 31 December 2020		104,000	6,000	6,300	116,300
	Accumulated amortisation					
138.118(c)	At 1 January 2019		-	1,000	1,000	2,000
138.118(e)(vi)	Amortisation charge for the financial year	33	-	1,000	1,000	2,000
138.118(c)	At 31 December 2019		-	2,000	2,000	4,000
138.118(e)(vi)	Amortisation charge for the financial year	33	4,000	1,000	1,000	6,000
138.118(c)	At 31 December 2020		4,000	3,000	3,000	10,000
138.118(c)	**Carrying amount**					
	At 1 January 2019		**-**	**2,500**	**1,700**	**4,200**
	At 31 December 2019		**-**	**2,000**	**2,500**	**4,500**
	At 31 December 2020		**100,000**	**3,000**	**3,300**	**106,300**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

9. INTANGIBLE ASSETS (CONTINUED)

(a) Amortisation

138.118(d)

The amortisation of development costs, computer software (partially) and land use rights of the Group and the Company amounting to RM3,000,000 (2019: RM4,000,000) and RM1,500,000 (2019: RM1,500,000) respectively are included in cost of sales; computer software (remaining) is included in administrative expenses. The amortisation of the concession rights of the Group and the Company of RM4,000,000 (2019: Nil) is included in cost of sales.

(b) Concession rights

IC Int 129.6

During the financial year, the Company entered into two material service concession arrangements, one is with the State Government of Penang in Malaysia to construct and operate the convention center and the other is with the State Government of Shenzhen in China to build and operate a power plant to supply electricity to consumers in a designated area. The Company is granted a right to intangible assets or a license to charge public customers for the use of the public infrastructure and the concession rights have been granted for a period of twenty-five years.

The initial cost of concession rights has been measured at the amount of consideration to which the Company expects to be entitled in relation to the construction services rendered to the State Governments using an expected cost plus profit margin method.

IC Int 129.6A
IC Int 129.7

During the financial year, the amount of revenue and cost of sales recognised in profit or loss are as follows:

	Group and Company	
	2020 RM'000	**2019 RM'000**
Convention center:		
Revenue	41,600	-
Cost of sales	(37,856)	-
	3,744	-
Power plant:		
Revenue	62,400	-
Cost of sales	(56,784)	-
	5,616	-

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

9. INTANGIBLE ASSETS (CONTINUED)

(c) Development cost

Development costs principally comprise internally generated expenditure on major projects where it is reasonably anticipated that the costs will be recovered through future commercial activities.

(d) Computer software

136.126(a) 136.130(a) 136.130(b) 136.130(d) 136.130(e) 136.130(g) During the financial year, an impairment loss of RM500,000 was recognised in profit or loss of the Group as other expenses, representing the impairment of the computer software in the manufacturing segment to its recoverable amounts due to technological obsolescence. The recoverable amount of RM5,100,000 as at 31 December 2020 was based on value-in-use and the cash flows were discounted at a rate of 8% on a pre-tax basis.

(e) Impairment of goodwill and licenses

136.80 Management reviews the business performance based on the type of products and services of the strategic business units which represent its reportable operating segments. For the purpose of impairment testing, goodwill acquired through business combinations is allocated to the following Group's cash generating units ("CGUs") which are also reportable operating segments, which represent the lowest level within the Group at which the goodwill is monitored for internal management purposes.

136.134(a) The carrying amounts of goodwill allocated to the CGUs are as follows:

	Group	
	31.12.2020 RM'000	**31.12.2019 RM'000**
Construction - CGU 1	33,200	4,400
Manufacturing - CGU 2	16,500	16,500
Plantation - CGU 3	19,700	19,700
	69,400	40,600
Multiple units without significant goodwill	1,900	1,900
	71,300	**42,500**

136.134(b) The licenses to operate the oil palm plantation are allocated to the plantation segment. Goodwill and licenses are assessed at each reporting date regardless of any indication of impairment by comparing the carrying amount with the recoverable amount of each CGU.

136.134(c) 136.134(d)(iii) The recoverable amount of CGUs has been determined based on value-in-use calculations using cash flows projection from financial budgets and forecasts approved by management covering a five-year period. The same method has also been used in the previous financial year.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

9. INTANGIBLE ASSETS (CONTINUED)

(e) Impairment of goodwill and licenses (continued)

CGU 1

Based on the sensitivity analysis performed, management believes that there is no reasonably possible change in key assumptions that would cause the carrying values of the CGU to exceed its recoverable amounts. The estimated recoverable amount of the CGU 1 significantly exceeds the carrying amount of the CGU 1. As a result of the analysis, management did not identify an impairment for this CGU.

CGU 2

In current financial year, the estimated recoverable amount of the CGU 2 significantly exceeds the carrying amount of the CGU 2. As a result of the analysis, management did not identify an impairment for this CGU. Based on the sensitivity analysis performed, management believes that there is no reasonably possible change in key assumptions that would cause the carrying values of the CGU to exceed its recoverable amounts.

CGU 3

Based on the sensitivity analysis performed, management believes that there is no reasonably possible change in key assumptions that would cause the carrying value of the CGU to exceed its recoverable amount. The estimated recoverable amount of the CGU 3 significantly exceeds the carrying amount of the CGU 3. As a result of the analysis, management did not identify an impairment for this CGU.

CGU X

As at XXX, the Group estimated that the carrying amount of the unit amounting to RMXXX was higher than its recoverable amount of RMXXX and an impairment loss of RMXXX (2019: Nil) was recognised as a result of the impact arising from the COVID-19 pandemic. The impairment loss was fully allocated to goodwill and is recorded in the statement of comprehensive income of the Group. Following the impairment loss for this unit, the recoverable amount is equal to the carrying amount. Therefore, any adverse change in a key assumption may result in a further impairment loss.

Commentary:

136.135(e) If there is a reasonably change in the key assumption(s) that would cause the aggregate of the units' (groups of units') carrying amounts to exceed the aggregate of their recoverable amounts, the entity shall make the following disclosures:

(i) the amount by which the aggregate of the units' (groups of units') recoverable amounts exceeds the aggregate of their carrying amounts.
(ii) the value(s) assigned to the key assumption(s).
(iii) the amount by which the value(s) assigned to the key assumption(s) must change, after incorporating any consequential effects of the change on the other variables used to measure recoverable amount, in order for the aggregate of the units' (group of units') recoverable amounts to be equal to the aggregate of their carrying amounts.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

9. INTANGIBLE ASSETS (CONTINUED)

(e) Impairment of goodwill and licenses (continued)

136.134(d)(i)

For each of the CGUs with significant amount of goodwill, the value-in-use calculation is most sensitive to the following key assumptions:

31.12.2020	**CGU 1**	**CGU 2**	**CGU 3**
Sales volume (% of annual growth rate)	3.8%	2.9%	4.1%
Sales price (% of annual incremental rate)	5.0%	4.0%	3.0%
Gross margin (% of revenue)	25%	20%	35%
Long-term growth rate	5%	6%	4%
Discount rate	9%	8%	7%

31.12.2019	**CGU 1**	**CGU 2**	**CGU 3**
Sales volume (% of annual growth rate)	2.1%	3.8%	4.1%
Sales price (% of annual incremental rate)	5.0%	4.0%	3.0%
Gross margin (% of revenue)	25%	20%	35%
Long-term growth rate	6%	5%	5%
Discount rate	9%	8%	8%

136.134(d)(ii)

[The cash flows projections and forecasts have been updated to reflect the decreased demand for products and services.] These key assumptions have been used for the analysis of each CGU within the operating segments. The values assigned to the key assumptions represent management's assessment of future trends in the respective industry and are based on both external sources and internal sources (historical data).

136.134(d)(ii)
136.134(d)(iii)

Sales volume is the forecasted annual growth rate over the five-year projection period. It is based on the average growth levels experienced over the past five years *[and market outlook over the next XX year(s) following possible near-term impact from COVID-19 pandemic]*.

136.134(d)(ii)
136.134(d)(iii)

Sales price is the forecasted annual incremental rate over the five-year projection period. It is based on current industry trends and includes long-term inflation forecasts for each territory *[and possible near-term adverse impact from COVID-19 pandemic]*.

136.134(d)(ii)
136.134(d)(iii)

Gross margin is the forecasted margin as a percentage of revenue over the five-year projection period. These are increased over the projection period for anticipated efficiency improvements*[, including accounting for near-term cost impact from COVID-19 pandemic]*.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

9. INTANGIBLE ASSETS (CONTINUED)

(e) Impairment of goodwill and licenses (continued)

136.134(d)(iv) Long-term growth rate does not exceed the long-term average growth rates for the industries relevant to the CGU. Cash flows beyond the five-year projection period are extrapolated using the long-term growth rates.

136.134(d)(v) Discount rate was estimated based on the industry weighted average cost of capital. The discount rate applied to the cash flow projections is pre-tax and reflects management's estimate of the risks specific to the CGU at the date of assessment.

10. INVESTMENT IN SUBSIDIARIES

Reference		Company	
		31.12.2020 RM'000	31.12.2019 RM'000
127.10(a)	**At cost**		
127.17(c)	Quoted shares	35,800	35,800
	Unquoted shares	146,600	91,700
		182,400	127,500
	Less: Impairment loss	(4,000)	(4,000)
		178,400	123,500
121.15A	Loans that are part of net investments	10,000	20,000
		188,400	**143,500**
	Market value		
	Quoted shares	**77,800**	**65,400**

Loans that are part of net investments represent amount owing by subsidiary which is non-trade in nature, unsecured and non-interest bearing. The settlement of the amount is neither planned nor likely to occur in the foreseeable future as it is the intention of the Company to treat these amounts as long-term source of capital to the subsidiary. As this amount is, in substance, a part of the Company's net investment in the subsidiary, it is stated at cost less accumulated impairment loss, if any.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

10. INVESTMENT IN SUBSIDIARIES (CONTINUED)

5Sch(I)(7)
127.17(b)
12.10(a)(i)

Details of the subsidiaries are as follows:

Name of company	Principal place of business/ country of incorporation	Ownership interest 1		Principal activities
		31.12.2020 %	31.12.2019 %	
ABC Sdn Bhd	Malaysia	-	100	Construction services
BBB Sdn Bhd	Malaysia	75	75	Oil palm cultivation and processing of crude palm oil and palm kernel
CCC Sdn Bhd	Malaysia	100	100	Oil palm cultivation and processing of crude palm oil and palm kernel
DDD Palm Oil Mills Sdn Bhd	Malaysia	100	100	Milling of crude palm oil and palm kernel
Ding Bhd	Malaysia	40 2	40	Property development
FFF Sdn Bhd	Malaysia	100	100	Property development
GGG Sdn Bhd	Malaysia	100	100	Property development and construction services
HHH Development Sdn Bhd	Malaysia	100	100	Property development and small equipment leasing
JJJ Manufacture Sdn Bhd	Malaysia	100	100	Production of plastic mould products and fast-food business
* Jalia Co Ltd	Thailand	80	80	Construction services
KKK Sdn Bhd	Malaysia	100	100	Property development
* PT Halia Palm Oil #	Indonesia	80	-	Oil palm cultivation and processing of crude palm oil and palm kernel
* PT BLK Construction	Indonesia	100	100	Property development and construction services
* PLK Ltd	China	100	100	Construction services and operation of power plant
* Singa Pte Ltd	Singapore	75	75	Property development
TKT Sdn Bhd	Malaysia	100	100	Property development

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

10. INVESTMENT IN SUBSIDIARIES (CONTINUED)

Details of the subsidiaries are as follows (continued):

	Name of company	Principal place of business/ country of incorporation	Ownership interest 1 31.12.2020 %	Ownership interest 1 31.12.2019 %	Principal activities
	XYZ Sdn Bhd	Malaysia	80	70	Processing of crude palm oil and palm kernel
	Subsidiary of BBB Sdn Bhd				
*	MLM Pte Ltd	Singapore	100	100	Property development
+	LLL Pte Ltd	Singapore	60	60	Property development
	Subsidiary of CCC Sdn Bhd				
*	FFF Co Ltd	Thailand	100	100	Oil palm cultivation and processing of crude palm oil and palm kernel

* Audited by auditors other than Baker Tilly Monteiro Heng PLT. 3

\+ Audited by an independent member firm of Baker Tilly International.

12.11 # The statutory financial year end of PT Halia Palm Oil was 31 October 2020 which does not coincide with the financial year end of the Group. PT Halia Palm Oil is in the midst of changing its financial year end to coincide with the Group. For the purpose of consolidation, the financial statements of PT Halia Palm Oil for the financial year ended 31 October 2020 have been used and appropriate adjustments have been made for the effects of significant transactions from PT Halia Palm Oil's financial year end to 31 December 2020.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

10. INVESTMENT IN SUBSIDIARIES (CONTINUED)

(a) Acquisition of PT Halia Palm Oil

3.B64(a)
3.B64(b)
3.B64(c)
3.B64(d)
3.B64(e)

On 31 March 2020, the Company acquired 80% controlling interest in the equity shares of PT Halia Palm Oil. PT Halia Palm Oil operates in the agriculture industry, with oil palm cultivation and palm oil milling as its core businesses. Its businesses are conducted mainly in Indonesia. As a result of the acquisition, the Group has become a significant producer of crude palm oil and palm kernel in the oil palm business. By combining the plantation operations of PT Halia Palm Oil, the Group expects to extract synergies for the combined operations, which would lead to cost reductions and other economies of scale.

(i) Fair value of consideration transferred:

Reference		RM'000
107.40(b) 3.B64(f)(i)	(a) Cash consideration	25,000
3.B64(f)(iv)	(b) 25 million ordinary shares of the Company	50,000
3.B64(f)(iii)	(c) Liability for contingent consideration	5,000
		80,000

3.B64(f)(iv) The fair value of the 25,000,000 ordinary shares issued as part of the consideration paid for PT Halia Palm Oil was determined on the basis of the closing market price of the Company's ordinary shares of RM2 per share on the acquisition date.

3.B64(g) As at the acquisition date, the fair value of the contingent consideration was estimated to be RM5,000,000. As part of the purchase agreement, there will be additional cash payments of RM5,350,000 to the former shareholders of PT Halia Palm Oil on 31 October 2021 if the acquiree achieves the guaranteed maintainable profits after tax of RM30,000,000 for the 12-month period ending 31 October 2021. If the actual profit is above or below the guaranteed level, the amount payable increase or decrease by the excess or shortfall in profit. The contingent amount payable is probably in the range of RM4,000,000 to RM6,000,000. The fair value is measured based on discounted cash flows method. The discount rate applied was 7%.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

10. INVESTMENT IN SUBSIDIARIES (CONTINUED)

(a) Acquisition of PT Halia Palm Oil (continued)

3.B64(i) (ii) Fair value of the identifiable assets acquired and liabilities recognised:

Reference		RM'000
107.40(d)	**Assets**	
	Property, plant and equipment (Note 5)	31,500
	Investment properties (Note 6)	20,000
	Inventories	14,600
3.B64(h)(i)	Trade and other receivables	8,700
	Cash and cash equivalents	5,000
	Total assets	**79,800**
107.40(d)	**Liabilities**	
	Term loans	(4,000)
	Trade and other payables	(4,600)
	Total liabilities	**(8,600)**
	Total identifiable net assets acquired	**71,200**
	Goodwill arising on acquisition (Note 9)	28,800
3.B64(o)(i)	Non-controlling interest at fair value	(20,000)
	Fair value of consideration transferred	**80,000**

3.B64(o)(ii) The fair value of the non-controlling interest was measured by valuing the acquiree's ordinary shares using a price-earnings ratio technique. The key model inputs used in the valuation were the estimated maintainable equity earnings of RM15,000,000, a reference industry quoted price-earnings ratio of 10 times with a 1/3 reduction for the illiquidity and other risks of unquoted shares.

3.B64(h)(ii)
3.B64(h)(iii) The fair value of the trade and other receivables was an undiscounted amount after adjustment for probable uncollectibility. The gross contractual amount of the receivables was RM10,000,000 of which RM1,300,000 was not expected to be collected.

3.B67(a) Provisional fair values were assigned to the property, plant and equipment, pending receipts of the final valuation of those assets. A professional consultant has been commissioned to undertake valuation of those assets. The initial accounting for this subsidiary is expected to be completed by the second quarter of the following financial year.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

10. INVESTMENT IN SUBSIDIARIES (CONTINUED)

(a) Acquisition of PT Halia Palm Oil (continued)

(ii) Fair value of the identifiable assets acquired and liabilities recognised (continued):

Goodwill

3.B64(e) Goodwill comprises the value of expected synergies arising from the acquisition and non-identifiable intangible assets which are not separately recognised.

Non-identifiable intangible assets comprise a customer list and substantial non-contractual customer relationships with its overseas buyers. Due to the contractual terms imposed on acquisition, the customer list is not separable. Whilst, substantial non-contractual customer relationships with its overseas buyers was not identifiable at the acquisition date because it was neither separable from the business as a whole nor could it be controlled through legal or other contractual rights. Therefore, these assets did not meet the recognition criteria as an intangible asset under MFRS 138 *Intangible*
3.B64(k) *Assets*. Hence, these intangible assets were subsumed in the amount determined for goodwill. None of the goodwill recognised is expected to be deductible for income tax purposes.

3.11 Included in the administrative expenses of the Group and the Company for the financial year ended 31 December 2020 was an amount of RM1,000,000 that represented a severance payment made to the former chief executive officer ("CEO") of PT Halia Palm Oil, following the request of the Company to terminate the employment of the CEO. This amount was excluded from the business combination accounting.

3.B64(m) Acquisition-related costs

Acquisition-related costs of the business combination amounted to RM1,000,000, of which RM900,000 was recognised in profit or loss as administrative expense and RM100,000 relating to share issue was charged directly to equity.

(iii) Effects of acquisition on cash flows:

Reference		RM'000
107.40(a)	Fair value of consideration transferred	80,000
	Less: Non-cash consideration	(55,000)
107.40(b)	Consideration paid in cash	25,000
107.40(c)	Less: Cash and cash equivalents of a subsidiary acquired	(5,000)
	Net cash outflows on acquisition	20,000

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

10. INVESTMENT IN SUBSIDIARIES (CONTINUED)

(a) Acquisition of PT Halia Palm Oil (continued)

(iv) Effects of acquisition in statements of comprehensive income

3.B64(q)(i) From the date of acquisition, the subsidiary's contributed revenue and profit net of tax are as follows:

	RM'000
Revenue	35,000
Profit for the financial year	3,000

3.B64(q)(ii) If the acquisition had occurred on 1 January 2020, the consolidated results for the financial year ended 31 December 2020 would have been as follows:

	RM'000
Revenue	1,918,300
Profit for the financial year	134,900

(b) Disposal of ABC Sdn Bhd

On 1 June 2020, the Company disposed its 70% equity investment in ABC Sdn Bhd for a total consideration of RM20,100,000. The Company classified its remaining 30% equity interest in ABC Sdn Bhd as associate given that the Company has significant influence over the financial and operating policy decisions of ABC Sdn Bhd.

(i) Summary of the effects of disposal of ABC Sdn Bhd:

Reference		RM'000
	Recognised:	
107.40(b)	Cash consideration received	1,100
	Equity and debts instruments	19,000
107.40(a)	Fair value of consideration received	20,100
10.B98(b)(i) 10.B98(b)(iii)	Fair value of retained investment treated as an associate (Note 11)	5,000
		25,100
10.B98(c)	Reclassification adjustment of exchange translation reserve	1,000
		26,100

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

10. INVESTMENT IN SUBSIDIARIES (CONTINUED)

(b) Disposal of ABC Sdn Bhd (continued)

(i) Summary of the effects of disposal of ABC Sdn Bhd (continued):

Reference		RM'000	RM'000
10.B98(a)(i)	**Derecognised:**		
107.40(d)	Fair value of identifiable net assets at disposal date		
	Other investment	(13,900)	
	Inventories	(11,000)	
	Trade and other receivables	(6,000)	
107.40(c)	Cash and cash equivalents	(500)	
	Term loans	4,700	
	Trade and other payables	1,000	(25,700)
10.B98(d)	**Gain on disposal of ABC Sdn Bhd**		**400**

(ii) Effects of disposal on cash flows:

Reference		RM'000
107.40(a)	Fair value of consideration received	20,100
	Less: Non-cash consideration	(19,000)
107.40(b)	Consideration received in cash	1,100
107.40(c)	Less: Cash and cash equivalents of subsidiary disposed	(500)
	Net cash inflows on disposal	**600**

(c) Acquisition of additional interest in XYZ Sdn Bhd

10.23
10.B96
12.18

On 31 July 2020, the Company purchased an additional 10% equity interest (representing 5,000,000 ordinary shares) in XYZ Sdn Bhd, a subsidiary of the Group at a price of RM2 per share. The Company's effective ownership in XYZ Sdn Bhd increased from 70% to 80% as a result of the additional shares purchased.

Effect of the increase in the Company's ownership interest is as follows:

	RM'000
Fair value of consideration transferred	10,000
Increase in share of net assets	(7,500)
Excess charged directly to equity	**2,500**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

10. INVESTMENT IN SUBSIDIARIES (CONTINUED)

(d) Non-controlling interests in subsidiaries

12.10(a)(ii) The financial information of the Group's and the Company's subsidiaries that have material non-controlling interests are as follows:

12.12(a)-(c) Equity interest held by non-controlling interests:

Name of company	Principal place of business/ country of incorporation	Ownership interest 31.12.2020 %	Ownership interest 31.12.2019 %
BBB Sdn Bhd	Malaysia	25	25
Ding Bhd	Malaysia	60	60
LLL Pte Ltd	Singapore	40	40

12.12(f) Carrying amount of material non-controlling interests:

Name of company	31.12.2020 RM'000	31.12.2019 RM'000
BBB Sdn Bhd	50,000	42,500
Ding Bhd	42,000	21,000
LLL Pte Ltd	32,000	32,000

12.12(e) Profit or loss allocated to material non-controlling interests:

Name of company	31.12.2020 RM'000	31.12.2019 RM'000
BBB Sdn Bhd	(5,500)	5,000
Ding Bhd	24,000	18,450
LLL Pte Ltd	5,000	3,000

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

10. INVESTMENT IN SUBSIDIARIES (CONTINUED)

(e) Summarised financial information of material non-controlling interests ❹❺

12.12(g) The summarised financial information (before intra-group elimination) of the Group's and the Company's subsidiaries that have material non-controlling interests are as follows:

Reference		BBB Sdn Bhd RM'000	Ding Bhd RM'000	LLL Pte Ltd RM'000
12.B10(b)	**Summarised statements of financial position As at 31 December 2020**			
	Current assets	100,000	50,000	80,000
	Non-current assets	200,000	100,000	120,000
	Current liabilities	(40,000)	(30,000)	(60,000)
	Non-current liabilities	(60,000)	(50,000)	(60,000)
	Net assets	200,000	70,000	80,000
12.B10(b)	**Summarised statements of comprehensive income Financial year ended 31 December 2020**			
	Revenue	300,000	200,000	250,000
	Profit/(loss) for the finanical year	40,000	(10,000)	20,000
	Total comprehensive income	50,000	20,000	25,000
12.B10(b)	**Summarised cash flow information Financial year ended 31 December 2020**			
	Cash flows from operating activities	80,000	60,000	70,000
	Cash flows used in investing activities	(90,000)	(50,000)	(50,000)
	Cash flows from financing activities	20,000	15,000	10,000
	Net increase in cash and cash equivalents	10,000	25,000	30,000
12.B10(a)	Dividends paid to non-controlling interests	3,000	-	1,000

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

10. INVESTMENT IN SUBSIDIARIES (CONTINUED)

(e) Summarised financial information of material non-controlling interests (continued)

12.12(g) The summarised financial information (before intra-group elimination) of the Group's and the Company's subsidiaries that have material non-controlling interests are as follows (continued):

Reference		BBB Sdn Bhd RM'000	Ding Bhd RM'000	LLL Pte Ltd RM'000
12.B10(b)	**Summarised statements of financial position**			
	As at 31 December 2019			
	Current assets	90,000	40,000	90,000
	Non-current assets	180,000	90,000	110,000
	Current liabilities	(40,000)	(35,000)	(70,000)
	Non-current liabilities	(60,000)	(60,000)	(50,000)
	Net assets	170,000	35,000	80,000
12.B10(b)	**Summarised statements of comprehensive income**			
	Financial year ended 31 December 2019			
	Revenue	280,000	210,000	260,000
	Profit/(loss) for the finanical year	30,000	(20,000)	22,000
	Total comprehensive income	40,000	30,000	28,000
12.B10(b)	**Summarised cash flow information**			
	Financial year ended 31 December 2019			
	Cash flows from operating activities	70,000	80,000	75,000
	Cash flows used in investing activities	(80,000)	(60,000)	(55,000)
	Cash flows from financing activities	20,000	25,000	15,000
	Net increase in cash and cash equivalents	10,000	45,000	35,000
12.B10(a)	Dividends paid to non-controlling interests	2,000	1,000	-

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

10. INVESTMENT IN SUBSIDIARIES (CONTINUED)

Commentary:

127.17(b)(iii) ❶ Disclosure of the proportion of the voting rights is required if it is different from the ownership interest.

12.7 12.9(b) ❷ The entity shall disclose significant judgements and assumptions made in determining the existence of controls over another entity even though it holds less than half of the voting rights of the other entity.

❸ Where we have not acted as auditors, a statement needs to be included in independent auditors' report to state so.

12.B11 ❹ The summarised financial information shall be the amounts before inter-company eliminations.

12.B17 ❺ When an entity's interest in a subsidiary is classified as held for sale in accordance with MFRS 5 *Non-current Assets Held for Sale and Discontinued Operations*, the entity is not required to disclose summarised financial information for that subsidiary in accordance with paragraphs 12.B10–B16.

12.13(a) **Illustrative disclosure where the holding company or its subsidiary is restricted on its ability to access or use the assets and settle the liabilities of the Group**

<u>Significant restrictions</u>
Country A imposed a restriction on its financial control where XXX Ltd is restricted from transferring funds to the Group in the form of cash dividends or repay loans or advances made by the Group.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

11. INVESTMENT IN ASSOCIATES

Reference		Note	Group 31.12.2020 RM'000	Group 31.12.2019 RM'000	Company 31.12.2020 RM'000	Company 31.12.2019 RM'000
127.10(a)	Shares at cost		40,300	40,300	18,600	18,600
127.17(c)	Additional investment	10(b)	5,000	-	5,000	-
			45,300	40,300	23,600	18,600
	Share of post-acquisition reserves ❶		33,600	18,300	-	-
136.126	Less: Impairment losses ❷		(xxx)	(xxx)	(xxx)	(xxx)
			78,900	**58,600**	**23,600**	**18,600**
12.21(b)(iii)	**Market value**					
	- Quoted shares		**13,200**	**11,600**	**13,200**	**11,600**

127.17(b) Details of associates are as follows: ❸

Name of company	Principal place of business/ country of incorporation	Ownership interest ❹ 31.12.2020 %	Ownership interest ❹ 31.12.2019 %	Nature of relationship ❺
SSS Sdn Bhd	Malaysia	35	35	Processing of final palm-based products. The activities contribute to the Group's agricultural business segment.
ABC Sdn Bhd	Malaysia	30	-	Construction services. The activities contribute to the Group's construction segment.
Slime Sdn Bhd	Malaysia	20	20	Property development. The activities contribute to the Group's property development segment.
TTT Sdn Bhd	Malaysia	25	25	Marketing and trading of palm oil and other agricultural commodities. The activities enhance the Group's operations.
UUU Bhd	Malaysia	10 ❻	10	Palm oil and rubber commodity trading. The activities enhance the Group's operations.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

11. INVESTMENT IN ASSOCIATES (CONTINUED)

12.21(b)(iii)

(a) Fair value information 7

As at 31 December 2020, the fair value of UUU Bhd, which is listed on the Main Market of Bursa Malaysia Securities Berhad, was RM13,200,000 (31.12.2019: RM11,600,000) based on the quoted market price available on the stock exchange, which has been categorised within Level 1 fair value hierarchy.

12.21(b)(ii)
12.21(c)(ii)

(b) Summarised financial information of material associates 8

The following table illustrates the summarised financial information of the Group's material associates, adjusted for any differences in accounting policies and reconciles the information to the carrying amount of the Group's interest in the associates:

Reference	Group	SSS Sdn Bhd RM'000	TTT Sdn Bhd RM'000
	31.12.2020		
12.B12(b)(i)-(iv)	**Assets and liabilities:**		
	Current assets	68,500	76,000
	Non-current assets	48,000	70,000
	Current liabilities	(6,000)	(8,000)
	Non-current liabilities	(8,500)	(8,700)
	Net assets	102,000	129,300
12.B12(b)(vi)-(ix)	**Results:**		
	Profit from continuing operations	20,657	19,600
	Profit from discontinued operations	xxx	xxx
	Other comprehensive income	3,343	3,200
	Total comprehensive income	24,000	22,800
	Included in the total comprehensive income is:		
12.B12(b)(v)	Revenue	350,000	80,000
12.B12(a)	Dividend received	xxx	xxx

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

11. INVESTMENT IN ASSOCIATES (CONTINUED)

12.21(b)(ii)
12.21(c)(ii)

(b) Summarised financial information of material associates (continued)

The following table illustrates the summarised financial information of the Group's material associates, adjusted for any differences in accounting policies and reconciles the information to the carrying amount of the Group's interest in the associates (continued):

Group	SSS Sdn Bhd RM'000	TTT Sdn Bhd RM'000	Other individually immaterial associates RM'000	Total RM'000
31.12.2020				
12.B14(b) **Reconciliation of net assets to carrying amount:**				
Share of the net assets at the acquisition date	14,000	14,200	5,500	33,700
Fair value adjustments	1,000	2,000	-	3,000
Share of net assets at fair value	15,000	16,200	5,500	36,700
Goodwill on acquisition	6,000	2,000	600	8,600
Cost of investment	21,000	18,200	6,100	45,300
Share of post-acquisition profits	15,930	12,400	2,200	30,530
Share of post-acquisition other comprehensive income reserves	1,970	1,000	100	3,070
Carrying amount in the statements of financial position	38,900	31,600	8,400	78,900
12.B16 **Group's share of results:**				
Group's share of profit or loss from:				
- Continuing operations	7,230	4,900	1,100	13,230
- Discountinued operations	xxx	xxx	xxx	xxx
Group's share of other comprehensive income	1,170	800	100	2,070
Group's share of total comprehensive income	8,400	5,700	1,200	15,300

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

11. INVESTMENT IN ASSOCIATES (CONTINUED)

12.21(b)(ii)
12.21(c)(ii)

(b) Summarised financial information of material associates (continued)

The following table illustrates the summarised financial information of the Group's material associates, adjusted for any differences in accounting policies and reconciles the information to the carrying amount of the Group's interest in the associates (continued):

Reference	Group 31.12.2019	SSS Sdn Bhd RM'000	TTT Sdn Bhd RM'000
12.B12(b)(i)-(iv)	**Assets and liabilities:**		
	Current assets	52,843	58,400
	Non-current assets	40,000	55,000
	Current liabilities	(5,000)	(2,000)
	Non-current liabilities	(10,000)	(5,000)
	Net assets	77,843	106,400
12.B12(b)(vi)-(ix)	**Results:**		
	Profit from continuing operations	8,000	7,760
	Profit from discontinued operations	xxx	xxx
	Other comprehensive income	1,286	800
	Total comprehensive income	9,286	8,560
	Included in the total comprehensive income is:		
12.B12(b)(v)	Revenue	300,000	50,000
12.B12(a)	Dividend received	xxx	xxx

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

11. INVESTMENT IN ASSOCIATES (CONTINUED)

12.21(b)(ii)
12.21(c)(ii)

(b) Summarised financial information of material associates (continued)

The following table illustrates the summarised financial information of the Group's material associates, adjusted for any differences in accounting policies and reconciles the information to the carrying amount of the Group's interest in the associates (continued):

Group	SSS Sdn Bhd RM'000	TTT Sdn Bhd RM'000	Other individually immaterial associates RM'000	Total RM'000
31.12.2019				
12.B14(b) **Reconciliation of net assets to carrying amount:**				
Share of the net assets at the acquisition date	14,000	14,200	500	28,700
Fair value adjustments	1,000	2,000	-	3,000
Share of net assets at fair value	15,000	16,200	500	31,700
Goodwill on acquisition	6,000	2,000	600	8,600
Cost of investment	21,000	18,200	1,100	40,300
Share of post-acquisition profits	8,500	7,300	1,000	16,800
Share of post-acquisition other comprehensive income reserves	1,000	400	100	1,500
Carrying amount in the statements of financial position	30,500	25,900	2,200	58,600
12.B16 **Group's share of results:**				
Group's share of profit or loss from:				
- Continuing operations	2,800	1,940	860	5,600
- Discountinued operations	xxx	xxx	xxx	xxx
Group's share of other comprehensive income	450	200	50	700
Group's share of total comprehensive income	3,250	2,140	910	6,300

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

11. INVESTMENT IN ASSOCIATES (CONTINUED)

Commentary:

12.22(c) ❶ Any entity shall disclose the unrecognised share of losses of an associate, both for the reporting period and cumulatively, if the entity has stopped recognising its share of losses of the associate when applying the equity method. The illustrative disclosure is as follows:

The Group has not recognised its share of losses of XXX Ltd amounting to RMXXX (2019: RMXXX) because the Group's cumulative share of losses has exceeded its interest in that associate and the Group has no obligation in respect of these losses. The Group's cumulative accumulated losses not recognised were RMXXX (31.12.2019: RMXXX).

136.130(a) ❷ An entity shall disclose the events and circumstances that led to the recognition or reversal of the impairment losses.

12.21(a) ❸ An entity shall disclose the information as required by MFRS 12.21(a) for each associate that is material to the Group.

12.21(a)(iv) ❹ Disclosure of the proportion of the voting rights is required if it is different from the ownership interest.

12.21(a)(ii) ❺ For each associate that is material to the Group, an entity shall disclose the nature of the entity's relationship with the associate (e.g. describing the nature of activities of the associate and whether they are strategic to the entity's activities).

12.7(b)
12.9(d)-(e) ❻ The entity shall disclose significant judgements and assumptions made in determining the existence of significant influence over another entity even though it holds less than 20% of the voting rights of the other entity or non-existence of significant influence over another entity even though it holds 20% or more of the voting rights of the other entity.

13.91-99 ❼ For disclosure requirements on paragraph 91 to 99 under MFRS 13 *Fair Value Measurement*, refer commentary under Note 39(d).

12.B14 ❽ The summarised financial information presented shall be the amounts included in the MFRS financial statements of the associate (and not the entity's share of those amounts).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

11. INVESTMENT IN ASSOCIATES (CONTINUED)

Commentary (continued):

12.22(b) **Illustrative disclosure where an entity has the financial year end which is different from the Group**

The financial year end of XXX Ltd is 31 October and change of reporting date is not permitted in Country A. For the purpose of applying equity method of accounting, the financial statements of XXX Ltd for the financial year ended 31 October 2020 have been used and appropriate adjustments have been made to account for significant transactions from XXX Ltd's financial year end to 31 December 2020.

12.22(a) **Illustrative disclosure where an entity's associates are restricted to transfer funds to the entity in the form of cash dividends, or to repay loans or advances made by the entity**

Significant restrictions
Country A imposed a restriction on its financial control where XXX Ltd is restricted from transferring funds to the Group in the form of cash dividends or repay loans or advances made by the Group.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

12. INVESTMENT IN JOINT VENTURES

Reference		Group		Company	
		31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
127.10(a)	Shares at cost	15,200	15,200	3,200	3,200
127.17(c)	Share of post-acquisition reserves ❶	3,300	2,700	-	-
136.126	Less: Impairment losses ❷	(xxx)	(xxx)	(xxx)	(xxx)
		18,500	**17,900**	**3,200**	**3,200**

127.17(b) Details of joint ventures are as follows:

Name of company	Principal place of business/ country of incorporation	Ownership interest ❸		Nature of relationship ❹
		31.12.2020 %	31.12.2019 %	
QQQ Sdn Bhd	Malaysia	50	50	Processing of final palm-based products. The activities contribute to the Group's agricultural business segment.
Argus Sdn Bhd	Malaysia	25 ❺	25	Oil palm cultivation. The activities enhance the Group's operations.
RRR Sdn Bhd	Malaysia	30	30	Property development. The activities contribute to the Group's property development segment.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

12. INVESTMENT IN JOINT VENTURES (CONTINUED)

12.21(b)(ii)
12.21(c)(i)

(a) Summarised financial information of material joint ventures 6

The following table illustrates the summarised financial information of the Group's material joint ventures, adjusted for any differences in accounting policies and reconciles the information to the carrying amount of the Group's interest in the joint ventures:

Reference	Group	QQQ Sdn Bhd RM'000
	31.12.2020	
12.B12(b)(i)-(iv)	**Assets and liabilities:**	
	Current assets	25,200
	Non-current assets	26,000
	Current liabilities	(5,000)
	Non-current liabilities	(10,000)
12.B13(a)	Cash and cash equivalents	2,000
12.B13(b)	Current financial liabilities (excluding trade and other payables and provisions)	3,000
12.B13(c)	Non-current financial liabilities (excluding trade and other payables and provisions)	4,000
12.B12(b)(vi)-(ix)	**Results:**	
	Profit from continuing operations	1,200
	Profit from discontinued operations	xxx
	Other comprehensive income	-
	Total comprehensive income	1,200
	Included in the total comprehensive income is:	
12.B12(b)(v)	Revenue	200,000
12.B13(d)	Depreciation and amortisation	3,000
12.B13(e)	Interest income	500
12.B13(f)	Interest expense	1,000
12.B13(g)	Income tax expense	2,000

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

12. INVESTMENT IN JOINT VENTURES (CONTINUED)

12.21(b)(ii)
12.21(c)(i)

(a) Summarised financial information of material joint ventures (continued)

The following table illustrates the summarised financial information of the Group's material joint ventures, adjusted for any differences in accounting policies and reconciles the information to the carrying amount of the Group's interest in the joint ventures (continued):

Reference	Group	QQQ Sdn Bhd RM'000	Other individually immaterial joint ventures RM'000	Total RM'000
	31.12.2020			
12.B14(b)	**Reconciliation of net assets to carrying amount:**			
	Share of the net assets at the acquisition date	12,800	400	13,200
	Fair value adjustments	1,000	-	1,000
	Share of net assets at fair value	13,800	400	14,200
	Goodwill on acquisition	1,000	-	1,000
	Cost of investment	14,800	400	15,200
	Share of post-acquisition profits	1,200	1,100	2,300
	Share of post-acquisition other comprehensive income reserves	1,000	-	1,000
	Carrying amount in the statements of financial position	17,000	1,500	18,500
12.B16	**Group's share of results:**			
	Group's share of profit or loss from:			
	- Continuing operations	600	-	600
	- Discountinued operations	xxx	xxx	xxx
	Group's share of other comprehensive income	-	-	-
	Group's share of total comprehensive income	600	-	600

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

12. INVESTMENT IN JOINT VENTURES (CONTINUED)

12.21(b)(ii)
12.21(c)(i)

(a) Summarised financial information of material joint ventures (continued)

The following table illustrates the summarised financial information of the Group's material joint ventures, adjusted for any differences in accounting policies and reconciles the information to the carrying amount of the Group's interest in the joint ventures (continued):

Reference		QQQ Sdn Bhd RM'000
	Group	
	31.12.2019	
12.B12(b)(i)-(iv)	**Assets and liabilities:**	
	Current assets	85,000
	Non-current assets	20,000
	Current liabilities	(20,000)
	Non-current liabilities	(50,000)
12.B13(a)	Cash and cash equivalents	2,000
12.B13(b)	Current financial liabilities (excluding trade and other payables and provisions)	3,000
12.B13(c)	Non-current financial liabilities (excluding trade and other payables and provisions)	4,000
12.B12(b)(vi)-(ix)	**Results:**	
	Profit from continuing operations	5,400
	Profit from discontinued operations	xxx
	Other comprehensive income	-
	Total comprehensive income	5,400
	Included in the total comprehensive income is:	
12.B12(b)(v)	Revenue	100,000
12.B13(d)	Depreciation and amortisation	2,000
12.B13(e)	Interest income	500
12.B13(f)	Interest expense	1,000
12.B13(g)	Income tax expense	1,500

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

12. INVESTMENT IN JOINT VENTURES (CONTINUED)

12.21(b)(ii)
12.21(c)(i)

(a) Summarised financial information of material joint ventures (continued)

The following table illustrates the summarised financial information of the Group's material joint ventures, adjusted for any differences in accounting policies and reconciles the information to the carrying amount of the Group's interest in the joint ventures (continued):

Reference	Group	QQQ Sdn Bhd RM'000	Other individually immaterial joint ventures RM'000	Total RM'000
	31.12.2019			
12.B14(b)	**Reconciliation of net assets to carrying amount:**			
	Share of the net assets at the acquisition date	12,800	400	13,200
	Fair value adjustments	1,000	-	1,000
	Share of net assets at fair value	13,800	400	14,200
	Goodwill on acquisition	1,000	-	1,000
	Cost of investment	14,800	400	15,200
	Share of post-acquisition profits	600	1,100	1,700
	Share of post-acquisition other comprehensive income reserves	700	300	1,000
	Carrying amount in the statements of financial position	16,100	1,800	17,900
12.B16	**Group's share of results:**			
	Group's share of profit or loss from:			
	- Continuing operations	2,700	-	2,700
	- Discountinued operations	xxx	xxx	xxx
	Group's share of other comprehensive income	-	-	-
	Group's share of total comprehensive income	2,700	-	2,700

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

12. INVESTMENT IN JOINT VENTURES (CONTINUED)

Commentary:

12.22(c) ❶ An entity shall disclose the unrecognised share of losses of a joint venture, both for the reporting period and cumulatively, if the entity has stopped recognising its share of losses of the joint venture when applying the equity method. The illustrative disclosure is as follows:

The Group has not recognised its share of losses of XXX Ltd amounting to RMXXX (2019: RMXXX) because the Group's cumulative share of losses has exceeded its interest in that joint venture and the Group has no obligation in respect of these losses. The Group's cumulative accumulated losses not recognised were RMXXX (31.12.2019: RMXXX).

136.130(a) ❷ An entity shall disclose the events and circumstances that led to the recognition or reversal of the impairment losses.

12.21(a)(iv) ❸ Disclosure of the proportion of the voting rights is required if it is different from the ownership interest.

12.21(a)(ii) ❹ For each joint arrangement that is material to the Group, an entity shall disclose the nature of the entity's relationship with the joint arrangement (e.g. describing the nature of activities of the joint arrangement and whether they are strategic to the entity's activities).

12.7
12.9(d) ❺ The entity shall disclose significant judgements and assumptions made in determining the existence of joint control over another entity.

12.B14 ❻ The summarised financial information presented shall be the amounts included in the MFRS financial statements of the joint venture (and not the entity's share of those amounts).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

12. INVESTMENT IN JOINT VENTURES (CONTINUED)

Commentary (continued):

12.22(b) **Illustrative disclosure where an entity has the financial year end which is different from the Group**

The financial year end of XXX Ltd is 31 October and change of reporting date is not permitted in Country A. For the purpose of applying equity method of accounting, the financial statements of XXX Ltd for the financial year ended 31 October 2020 have been used and appropriate adjustments have been made to account for significant transactions from XXX Ltd's financial year end to 31 December 2020.

13.97
12.21(b)(iii) If the Group has investment in joint venture which is quoted or listed on any prescribed stock exchange, the market value of such investment, segregating investments quoted in Malaysia and outside Malaysia, shall be disclosed. In addition, fair value information is required to be disclosed in accordance with MFRS 13 *Fair Value Measurement*. For the disclosure requirements on paragraph 91 to 99 under MFRS 13 *Fair Value Measurement*, refer commentary under Note 39(d).

Illustrative disclosure where an entity has investment in joint venture with quoted market price

As at 31 December 2020, the fair value of XXX, which is listed on the Main Market of Bursa Malaysia Securities Berhad, was RMXXX (31.12.2019: RMXXX) based on the quoted market price available on the stock exchange, which has been categorised within Level 1 fair value hierarchy.

12.22(a) **Illustrative disclosure where an entity's joint ventures are restricted to transfer funds to the entity in the form of cash dividends, or to repay loans or advances made by the entity**

Significant restrictions
Country A imposed a restriction on its financial control where XXX Ltd is restricted from transferring funds to the Group in the form of cash dividends or repay loans or advances made by the Group.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

13. DEFERRED TAX ASSETS/(LIABILITIES)

112.81(g)(i)
112.81(g)(ii)

Deferred tax relates to the following:

		Recognised in							
Group	**At 1 January 2020 RM'000**	**Profit or loss RM'000**	**Other comprehensive income RM'000**	**Equity RM'000**	**Acquisition / disposal RM'000**	**Assets or disposal group classified as held for sale RM'000**	**Others RM'000**	**Exchange differences RM'000**	**At 31 December 2020 RM'000**
Deferred tax liabilities:									
Property, plant and equipment	(12,800)	xxx	xxx	xxx	xxx	xxx	xxx	xxx	(17,300)
Development expenditures	(500)	xxx	xxx	xxx	xxx	xxx	xxx	xxx	(500)
Concession rights	-	xxx	-	-	-	-	-	-	(1,308)
Replanting expenditures	(14,200)	xxx	xxx	xxx	xxx	xxx	xxx	xxx	(17,862)
Convertible bonds	-	xxx	-	xxx	-	-	-	-	(6,580)
Hedges of forecast sales and purchases	(200)	xxx	xxx	xxx	xxx	xxx	xxx	xxx	(300)
	(27,700)	xxx	xxx	xxx	xxx	xxx	xxx	xxx	**(43,850)**
Deferred tax assets:									
Expected credit losses on receivables	2,100	xxx	xxx	xxx	xxx	xxx	xxx	xxx	2,300
Provisions	4,700	xxx	xxx	xxx	xxx	xxx	xxx	xxx	6,150
Tax losses	5,800	xxx	xxx	xxx	xxx	xxx	xxx	xxx	10,500
	12,600	xxx	xxx	xxx	xxx	xxx	xxx	xxx	**18,950**
	(15,100)	xxx	xxx	xxx	xxx	xxx	xxx	xxx	**(24,900)**

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

13. DEFERRED TAX ASSETS/(LIABILITIES) (CONTINUED)

112.81(g)(i)
112.81(g)(ii)

Deferred tax relates to the following (continued):

		Recognised in							
Group	**At 1 January 2019 RM'000**	**Profit or loss RM'000**	**Other comprehensive income RM'000**	**Equity RM'000**	**Acquisition / disposal RM'000**	**Assets or disposal group classified as held for sale RM'000**	**Others RM'000**	**Exchange differences RM'000**	**At 31 December 2019 RM'000**
Deferred tax liabilities:									
Property, plant and equipment	(11,600)	xxx	xxx	xxx	xxx	xxx	xxx	xxx	(12,800)
Development expenditures	(400)	xxx	xxx	xxx	xxx	xxx	xxx	xxx	(500)
Replanting expenditures	(8,400)	xxx	xxx	xxx	xxx	xxx	xxx	xxx	(14,200)
Hedges of forecast sales and purchases	(100)	xxx	xxx	xxx	xxx	xxx	xxx	xxx	(200)
	(20,500)	xxx	xxx	xxx	xxx	xxx	xxx	xxx	**(27,700)**
Deferred tax assets:									
Expected credit losses on receivables	1,800	xxx	xxx	xxx	xxx	xxx	xxx	xxx	2,100
Provisions	4,400	xxx	xxx	xxx	xxx	xxx	xxx	xxx	4,700
Tax losses	1,500	xxx	xxx	xxx	xxx	xxx	xxx	xxx	5,800
	7,700	xxx	xxx	xxx	xxx	xxx	xxx	xxx	**12,600**
	(12,800)	xxx	xxx	xxx	xxx	xxx	xxx	xxx	**(15,100)**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

13. DEFERRED TAX ASSETS/(LIABILITIES) (CONTINUED)

112.81(g)(i)
112.81(g)(ii)

Deferred tax relates to the following (continued):

		Recognised in				Recognised in			
Company	**At 1 January 2019 RM'000**	**Profit or loss RM'000**	**Other comprehensive income RM'000**	**Equity RM'000**	**At 31 December 2019 RM'000**	**Profit or loss RM'000**	**Other comprehensive income RM'000**	**Equity RM'000**	**At 31 December 2020 RM'000**
Deferred tax liabilities:									
Property, plant and equipment	(2,100)	xxx	xxx	xxx	(3,000)	xxx	xxx	xxx	(5,112)
Hedges of forecast sales and purchases	(100)	xxx	xxx	xxx	(100)	xxx	xxx	xxx	(200)
Concession rights	-	-	-	-	-	xxx	-	-	(1,308)
Convertible bond	-	-	-	-	-	xxx	-	xxx	(6,580)
	(2,200)	xxx	xxx	xxx	**(3,100)**	xxx	xxx	xxx	**(13,200)**
Deferred tax assets:									
Expected credit losses on receivables	400	xxx	xxx	xxx	500	xxx	xxx	xxx	600
Provisions	300	xxx	xxx	xxx	400	xxx	xxx	xxx	500
	700	xxx	xxx	xxx	**900**	xxx	xxx	xxx	**1,100**
	(1,500)	xxx	xxx	xxx	**(2,200)**	xxx	xxx	xxx	**(12,100)**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

13. DEFERRED TAX ASSETS/(LIABILITIES) (CONTINUED)

	Group		Company	
	31.12.2020 RM'000	31.12.2019 Restated RM'000	31.12.2020 RM'000	31.12.2019 Restated RM'000
Presented after appropriate offsetting as follows:				
Deferred tax assets	4,500	3,700	-	-
Deferred tax liabilities	(29,400)	(18,800)	(12,100)	(2,200)
	(24,900)	(15,100)	(12,100)	(2,200)

112.81(e) Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items (stated at gross):

	Group	
	31.12.2020 RM'000	31.12.2019 RM'000
Unused tax losses	5,000	-
Unabsorbed capital allowance	5,000	5,000
	10,000	5,000

The availability of unused tax losses for offsetting against future taxable profits of the respective subsidiaries in Malaysia are subject to requirements under the Income Tax Act, 1967 and guidelines issued by the tax authority. 1

112.81(f) Unrecognised temporary differences relating to investments in subsidiaries, associates and joint ventures

At the reporting date, no deferred tax liability (31.12.2019: Nil) has been recognised for taxes that would be payable on the undistributed earnings of certain of the Group's subsidiaries, associates and joint ventures as:

(a) The Group has determined that undistributed earnings of its subsidiaries, associates or joint ventures will not be distributed in the foreseeable future;

(b) The joint ventures of the Group cannot distribute its earnings until it obtains the consent of both venturers. At the reporting date, the Group does not foresee giving such consent; and

(c) The Group has an agreement with its associates that the profits of the associates will not be distributed until it obtains the consent of the Group. The Group does not foresee giving such a consent at the reporting date.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

13. DEFERRED TAX ASSETS/(LIABILITIES) (CONTINUED)

Commentary:

1 Changes in tax treatment on unutilised business losses

Pursuant to Section 11 of the Finance Act 2018 (Act 812), special provision relating to Section 43 & 44 of Income Tax Act 1967, a time limit has been imposed on the unutilised business losses, to be carried forward for a maximum of 7 consecutive years of assessment, this section has effect from the year of assessment 2019 and subsequent year of assessment.

Any unutilised business losses brought forward from year of assessment 2018 can be carried forward for another 7 consecutive years of assessment (i.e. from year of assessments 2019 to 2025).

Illustrative disclosure where there are unused tax losses arising from foreign subsidiaries and local subsidiaries

The unused tax losses are available indefinitely for offset against future taxable profits of the Group except for certain unused tax losses which are available for utilisation up to the following financial years:

	Group 31.12.2020 RM'000
2025	XX
2026	XX
2027	XX

Illustrative disclosure where there are unused tax losses arising from local subsidiaries

The unused tax losses are available for offset against future taxable profits of the Group up to the following financial years:

	Group 31.12.2020 RM'000
2025	XX
2026	XX
2027	XX

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.78(b)

14. TRADE AND OTHER RECEIVABLES

Reference		Note	Group 31.12.2020 RM'000	Group 31.12.2019 RM'000	Company 31.12.2020 RM'000	Company 31.12.2019 RM'000
	Non-current:					
	Non-trade					
	Amount owing by immediate holding company	(a)	5,000	5,000	1,000	-
	Amount owing by subsidiaries	(b)	-	-	2,000	1,000
	Amount owing by related companies	(b)	3,000	3,000	-	800
132.AG9	Finance lease receivables	(d)	5,100	4,300	-	-
			13,100	**12,300**	**3,000**	**1,800**
	Current:					
	Trade					
15.116(a)	Trade receivables from contracts with customers	(c)	106,400	78,000	51,500	16,200
	Stakeholders sum	(c)	xxx	xxx	xxx	xxx
	Trade receivables from other sources		xxx	xxx	xxx	xxx
7.16A	Less: Impairment losses for trade receivables (currrent)	(c)	(8,200)	(7,100)	(1,500)	(1,200)
			98,200	70,900	50,000	15,000
	Non-trade					
	Other receivables		11,200	8,390	30,800	4,000
	Amount owing by subsidiaries		-	-	1,000	1,000
	Amount owing by related companies		6,400	6,400	500	500
	Amount owing by directors		2,300	2,300	500	500
	Finance lease receivables	(d)	4,600	4,500	-	-
	Deposits		7,900	6,400	1,000	1,000
			32,400	27,990	33,800	7,000
	Total trade and other receivables (current)		**130,600**	**98,890**	**83,800**	**22,000**
	Total trade and other receivables (non-current and current)		**143,700**	**111,190**	**86,800**	**23,800**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

14. TRADE AND OTHER RECEIVABLES (CONTINUED)

124.18(b)(i) (a) Amount owing by the immediate holding company is unsecured, non-interest bearing, repayable on demand and is expected to be settled in cash. However, this amount is not expected to be settled within the twelve months after the reporting date.

124.18(b)(i) (b) Amount owing by subsidiaries and related companies represent loan to subsidiaries and related companies which are unsecured, subject to interest at 5.8% (31.12.2019: 5.6%) per annum and repayable in 2022.

(c) Trade receivables

7.7
7.31
Trade receivables are non-interest bearing and normal credit terms offered by the Group and the Company ranging from 30 to 90 days (31.12.2019: 30 to 90 days) from the date of invoices. Other credit terms are assessed and approved on a case by case basis.

The stakeholders sum is receivable upon the expiry of defect liability period as provided in the contracts with customers.

Receivables that are impaired

7.35H The Group's and the Company's trade receivables that are impaired at the reporting date and the reconciliation of movement in the impairment of trade receivables are as follows: 1

	Group		Company	
	31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
At 1 January	7,100	6,400	1,200	1,000
Charge for the financial year				
- Individually assessed	xxx	xxx	xxx	xxx
- Collectively assessed	1,500	1,500	300	300
Reversal of impairment losses	(100)	-	-	-
7.35I(c) Written off	(300)	(800)	-	(100)
At 31 December	**8,200**	**7,100**	**1,500**	**1,200**

7.35L Trade receivables with a contractual amount of RM1,000,000 written off during the period are still subject to enforcement activity.

The information about the credit exposures are disclosed in Note 39(b).

Commentary:

7.35H 1 MFRS 7.35H requires tabular disclosure of a reconciliation from the opening balance to the closing balance of the loss allowance by class of financial instrument. The Group has provided this required reconciliation for trade receivables and contract assets.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

14. TRADE AND OTHER RECEIVABLES (CONTINUED)

(c) Trade receivables (continued)

7.13C Offsetting of financial assets and financial liabilities

Group	Note	Gross amount RM'000	Balances that are set off RM'000	Net carrying amount in the statement of financial position RM'000
31.12.2020				
Trade receivables		126,853	(20,453)	106,400
Trade payables	**27**	(89,543)	20,453	(69,090)
31.12.2019				
Trade receivables		90,547	(12,547)	78,000
Trade payables	**27**	(76,800)	12,547	(64,253)
Company				
31.12.2020				
Trade receivables		76,155	(24,655)	51,500
Trade payables	**27**	(35,953)	24,655	(11,298)
31.12.2019				
Trade receivables		25,176	(8,976)	16,200
Trade payables	**27**	(36,520)	8,976	(27,544)

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

14. TRADE AND OTHER RECEIVABLES (CONTINUED)

(c) Trade receivables (continued)

Commentary:

2 **Illustrative disclosure where there is impairment loss recognised for other receivables using general approach**

Other receivables

7.35H
7.35I
The Group's and the Company's other receivables that are impaired at the reporting date and the reconciliation of movement in the impairment of other receivables are as follows:

Group	12-month ECLs RM'000	Lifetime ECLs (collectively assessed) RM'000	Lifetime ECLs (individually assessed) RM'000	Credit-impaired (lifetime ECLs) RM'000	Total RM'000
At 1 January 2020	xxx	xxx	xxx	xxx	xxx
Individual financial assets transferred to lifetime expected credit losses (ECLs)	(xxx)	-	xxx	-	xxx
Individual financial assets transferred to credit-impaired financial assets	(xxx)	-	(xxx)	xxx	xxx
Individual financial assets transferred from credit-impaired financial assets	xxx	-	xxx	(xxx)	(xxx)
New financial assets originated or purchased	xxx	-	-	-	xxx
Written off	-	-	(xxx)	(xxx)	(xxx)
Financial assets that have been derecognised	(xxx)	(xxx)	(xxx)	(xxx)	(xxx)
Changes due to modifications that did not result in derecognition	(xxx)	-	(xxx)	(xxx)	(xxx)
Other changes	xxx	xxx	xxx	xxx	xxx
At 31 December 2020	xxx	xxx	xxx	xxx	xxx

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

14. TRADE AND OTHER RECEIVABLES (CONTINUED)

(c) Trade receivables (continued)

Commentary (continued):

2 **Illustrative disclosure where there is impairment loss recognised for other receivables using general approach (continued)**

Other receivables (continued)

7.35H
7.35I
The Group's and the Company's other receivables that are impaired at the reporting date and the reconciliation of movement in the impairment of other receivables are as follows (continued):

Company	12-month ECLs RM'000	Lifetime ECLs (collectively assessed) RM'000	Lifetime ECLs (individually assessed) RM'000	Credit-impaired (lifetime ECLs) RM'000	Total RM'000
At 1 January 2020	xxx	xxx	xxx	xxx	xxx
Individual financial assets transferred to lifetime expected credit losses (ECLs)	(xxx)	-	xxx	-	xxx
Individual financial assets transferred to credit-impaired financial assets	(xxx)	-	(xxx)	xxx	xxx
Individual financial assets transferred from credit-impaired financial assets	xxx	-	xxx	(xxx)	(xxx)
New financial assets originated or purchased	xxx	-	-	-	xxx
Written off	-	-	(xxx)	(xxx)	(xxx)
Financial assets that have been derecognised	(xxx)	(xxx)	(xxx)	(xxx)	(xxx)
Changes due to modifications that did not result in derecognition	(xxx)	-	(xxx)	(xxx)	(xxx)
Other changes	xxx	xxx	xxx	xxx	xxx
At 31 December 2020	xxx	xxx	xxx	xxx	xxx

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

14. TRADE AND OTHER RECEIVABLES (CONTINUED)

(d) Finance lease receivables

16.92 Included in the Group's finance lease receivables are leases on certain items of equipment amounting to RM8,500,000 (31.12.2019: RM7,500,000) under finance lease expiring from one to five years. At the end of the lease term, the Group has given the lessee the option to purchase the equipment at 50% of the market value, a price deemed to be a bargain purchase option. There are no contingent rents in the lease.

Gross investment under finance leases together with the present value of minimum lease payments receivable are as follows:

Reference		Group	
		31.12.2020 RM'000	31.12.2019 RM'000
16.93	Gross investment:		
16.94	Not later than one year	4,800	4,600
	One to two years	4,000	3,850
	Two to three years	2,000	1,200
	Three to four years	xxx	xxx
	Four to five years	xxx	xxx
	Later than one year and not later than 5 years	xxx	xxx
		10,800	9,650
	Less: Unguaranteed residual values	(500)	(400)
	Minimum lease payments receivable	10,300	9,250
	Less: Amount representing unearned finance income	(600)	(450)
	Present value of minimum lease payments receivable	9,700	8,800
	Less: Impairment losses	xxx	xxx
	Present value of minimum lease payments receivable	9,700	8,800

	Group	
	31.12.2020 RM'000	31.12.2019 RM'000
Present value of minimum lease payments receivable:		
Not later than one year	4,600	4,500
Later than one year and not later than 5 years	5,100	4,300
	9,700	8,800
Less: Amount due within 12 months	(4,600)	(4,500)
	5,100	4,300

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

15. OTHER INVESTMENTS

Reference		Group		Company	
		31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
7.8(h) 7.11A(a) 7.11A(c)	**Financial assets designated at fair value through other comprehensive income ("DFVOCI")**				
	At fair value: 1	45,800	39,800	25,500	5,300
	- Quoted equity securities High Tech Berhad	44,100	38,200	25,500	5,300
	- Unquoted equity securities Invest Sdn. Bhd.	1,700	1,600	-	-
7.8(f)	**Financial assets at amortised cost**				
	At amortised cost:				
	- Debt securities	35,600	37,010	27,800	14,500
	Financial assets at fair value through other comprehensive income ("FVOCI")				
	At fair value:	xxx	xxx	xxx	xxx
	- Quoted debt securities	xxx	xxx	xxx	xxx
	- Unquoted debt securities	xxx	xxx	xxx	xxx
	Total non-current investment securities	**81,400**	**76,810**	**53,300**	**19,800**

7.11A(a) 7.11A(b) The Group and the Company hold non-controlling interests (between 2% and 9%) in equity securities designated at fair value through other comprehensive income. These investments were irrevocably designated at fair value through other comprehensive income as the Group and the Company consider these investments as strategic long-term investments and the volatility of market prices of these investments would not affect profit or loss. 2

7.16A Debt instruments at fair value through other comprehensive income include investments in quoted government and corporate bonds. Fair values of these debt instruments are determined by reference to published price quotations in an active market. The Group and the Company recognised the impairment losses on its debt instruments at fair value through other comprehensive income amounting to RMXXX in 2020.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

15. OTHER INVESTMENTS (CONTINUED)

Commentary:

13.91-99 1. For disclosure requirements under MFRS 13 *Fair Value Measurement*, refer Note 39(d).

7.11A 2. MFRS 7.11A requires disclosure of which investments in equity instruments have been designated to be measured at fair value through other comprehensive income and the fair value of each such investment at the end of the reporting period.

7.11A(e)
7.11B **Illustrative disclosure where an entity transferred the cumulative gain or loss within equity during the period**

In 2020, the Group sold its equity interest in Super Sdn. Bhd. as this investment no longer coincides with the Group's investment strategy. The fair value on the date of sale is RMXX and the accumulated gain recognised in other comprehensive income of RMXX was transferred to retained earnings.

7.11A(d) **Illustrative disclosure where dividends recognised during the period**

	Group		Company	
	2020 RM'000	2019 RM'000	2020 RM'000	2019 RM'000
Dividends from equity investments designated at fair value through other comprehensive income recognised in profit or loss in other income				
- Related to investments derecognised during the period	xxx	xxx	xxx	xxx
- Related to investments held at the end of the reporting period	xxx	xxx	xxx	xxx
	xxx	**xxx**	**xxx**	**xxx**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

15.128(a) **15A. CONTRACT COSTS**

Reference		Group		Company	
		31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
	Non-current:				
	Costs to obtain contracts	xxx	xxx	xxx	xxx
	Costs to fulfil a contract:				
	Pre-contract costs	xxx	xxx	xxx	xxx
	Setup costs	xxx	xxx	xxx	xxx
		xxx	xxx	xxx	xxx
	Less:				
15.128(b)	Impairment losses	xxx	xxx	xxx	xxx
		xxx	**xxx**	**xxx**	**xxx**
	Current:				
15.128(a)	Costs to obtain contracts	xxx	xxx	xxx	xxx
15.99; 15.128(a)	Costs to fulfil a contract:				
	Pre-contract costs	xxx	xxx	xxx	xxx
	Setup costs	xxx	xxx	xxx	xxx
		xxx	xxx	xxx	xxx
	Less:				
15.128(b)	Impairment losses	xxx	xxx	xxx	xxx
		xxx	**xxx**	**xxx**	**xxx**

Costs to obtain contracts

Costs to obtain contracts relate to incremental commission fees paid to intermediaries as a result of obtaining contracts with customers.

15.127(b) 15.128(b) The costs to obtain contracts are amortised in accordance with the pattern of transfer of goods or services to which the asset relates. In 2020, the amortisation of contract costs of the Group and the Company recognised were RMXXX (2019: RMXXX) and RMXXX (2019: RMXXX) respectively.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

15A. CONTRACT COSTS (CONTINUED)

Costs to fulfil a contract

15.127(a) Pre-contract costs and setup costs are costs incurred for contracts that yet to be approved as at the reporting date. These costs will be used in satisfying the performance obligation in the future and expected to be recovered.

15.99; 15.127(b); 15.128(b) These costs are amortised in accordance with the pattern of transfer of goods or services to which the asset relates. In 2020, the amortisation of contract costs of the Group and the Company were RMXXX (2019: RMXXX) and RMXXX (2019: RMXXX) respectively.

15.116(a)

16. CONTRACT ASSETS 1 /(LIABILITIES)

	Group		Company	
	31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
Contract assets relating to property development contracts	7,580	6,043	3,298	2,144
Contract assets relating to construction service contracts	78,820	72,357	10,102	7,656
Total contract assets	**86,400**	**78,400**	**13,400**	**9,800**
Expected volume discounts	(800)	(530)	-	-
Refund liabilities	(2,780)	(2,513)	-	-
Contract liabilities relating to construction service contracts	(39,620)	(37,757)	(7,800)	(5,600)
Total contract liabilities	**(43,200)**	**(40,800)**	**(7,800)**	**(5,600)**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

15.116(a)

16. CONTRACT ASSETS/(LIABILITIES) (CONTINUED)

(a) Significant changes in contract balances 2

Reference	Group	31.12.2020 Contract assets Increase/ (decrease) RM'000	31.12.2020 Contract liabilities (Increase)/ decrease RM'000	31.12.2019 Contract assets Increase/ (decrease) RM'000	31.12.2019 Contract liabilities (Increase)/ decrease RM'000
15.118(e); 116(b)	Revenue recognised that was included in contract liability at the beginning of the financial year	-	33,757	-	28,360
	Increase due to consideration received from customers, but revenue not recognised	-	(36,157)	-	(33,060)
	Increase due to revenue recognised for unbilled goods or services transferred to customers	xxx	xxx	xxx	xxx
15.118(b)	Increase as a result of changes in the measure of progress 3	14,050	-	17,458	-
15.118(d)	Transfer from contract assets recognised at the beginning of the period to receivables	(5,000)	-	(2,400)	-
15.118(a)	Business combination	xxx	xxx	xxx	xxx
15.118(c)	Impairment losses of contract assets	(1,050)	-	(958)	-

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

15.116(a)

16. CONTRACT ASSETS/(LIABILITIES) (CONTINUED)

(a) Significant changes in contract balances (continued) 2

15.118(e); 116(b)

Company	31.12.2020 Contract assets Increase/ (decrease) RM'000	31.12.2020 Contract liabilities (Increase)/ decrease RM'000	31.12.2019 Contract assets Increase/ (decrease) RM'000	31.12.2019 Contract liabilities (Increase)/ decrease RM'000
Revenue recognised that was included in contract liability at the beginning of the financial year	-	4,650	-	6,137
Increase due to consideration received from customers, but revenue not recognised	-	(6,850)	-	(3,237)
Increase due to revenue recognised for unbilled goods or services transferred to customers	xxx	xxx	xxx	xxx
15.118(b) Increase as a result of changes in the measure of progress 3	4,710	-	7,305	-
15.118(d) Transfer from contract assets recognised at the beginning of the period to receivables	(775)	-	(428)	-
15.118(c) Impairment losses of contract assets	(335)	-	(277)	-

15.118 Contract assets have increased as the Group and the Company have provided more services ahead of the agreed payment schedules for fixed-price contracts.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

16. CONTRACT ASSETS/(LIABILITIES) (CONTINUED)

(b) Revenue recognised in relation to contract balances

Reference		Group		Company	
		31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
15.116(b)	Revenue recognised that was included in contract liability at the beginning of the financial year	33,757	28,360	4,650	6,137
15.116(c)	Revenue recognised from performance obligations satisfied in previous financial year 4	12,350	14,550	2,231	5,233

15.116; 15.118 Revenue recognised that was included in the contract liability balance at the beginning of the year represented primarily revenue from the sale of property development contracts when percentage of completion increases.

15.116 Revenue recognised from performance obligations satisfied (or partially satisfied) in previous years, mainly due to changes in the estimate of the progress towards complete satisfaction of performance obligation of property development contracts.

7.35H

(c) Impairment

The movement in the impairment of contract assets is as follows:

	Group		Company	
	31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
At 1 January	958	-	277	-
Charge for the financial year				
- Individually assessed	xx	xx	xx	xx
- Collectively assessed	1,050	958	335	277
Reversal of impairment losses	-	-	-	-
Written off	-	-	-	-
At 31 December	**2,008**	**958**	**612**	**277**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

16. CONTRACT ASSETS/(LIABILITIES) (CONTINUED)

Commentary:

15.108
15.BC323

1. A right to consideration is unconditional if only the passage of time is required before payment of that consideration is due. However, in other cases, an entity satisfies a performance obligation but does not have an unconditional right to consideration, for example, because it first needs to satisfy another performance obligation in the contract, an entity should recognise a contract asset in accordance with MFRS 15 *Revenue from Contracts with Customers*. Making the distinction between a contract asset and a receivable is important because doing so provides users of financial statements with relevant information about the risks associated with the entity's rights in a contract. That is because although both would be subject to credit risk, a contract asset is also subject to other risks, for example, performance risk.

15.118

2. An entity shall provide an explanation of the significant changes in the contract asset and contract liability balances during the reporting period. The explanation shall include qualitative and quantitative information.

Alternative illustrative disclosure:

	Group		Company	
	31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
At 1 January	xxx	xxx	xxx	xxx
Revenue recognised during the year	xxx	xxx	xxx	xxx
Progress billings issued during the year	xxx	xxx	xxx	xxx
Exchange differences	xxx	xxx	xxx	xxx
At 31 December	xxx	xxx	xxx	xxx

15.118(b)

3. Cumulative catch-up adjustments to revenue that affect the corresponding contract asset or contract liability, including adjustments arising from a change in the measure of progress, a change in an estimate of the transaction price (including any changes in the assessment of whether an estimate of variable consideration is constrained) or a contract modification.

15.116(c)
15.BC347

4. An entity shall disclose the amount of revenue recognised in the period that relates to amounts allocated to performance obligations that were satisfied (or partially satisfied) in previous periods (for example, as a result of a change in transaction price or estimates related to the constraint on revenue recognised). Disclosing those amounts provides relevant information about the timing of revenue recognition that was not a result of performance in the current period and thus provides useful information about the current period operating results and on predicting future revenues.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

17. DERIVATIVE FINANCIAL ASSETS/(LIABILITIES)

Reference		31.12.2020		31.12.2019	
		Assets RM'000	Liabilities RM'000	Assets RM'000	Liabilities RM'000
	Group				
7.6 7.8	**Derivatives held for trading at fair value through profit or loss:**				
	Interest-rate swap contracts	3,200	(1,000)	2,500	(1,100)
7.24A	**Derivatives used for hedging:**				
	Forward foreign exchange contracts				
	- buy contracts	2,500	-	2,600	-
	- sell contracts	2,800	(1,500)	1,400	(800)
		8,500	**(2,500)**	**6,500**	**(1,900)**
	Company				
7.6 7.8	**Derivatives held for trading at fair value through profit or loss:**				
	Interest-rate swap contracts	1,500	-	1,600	-
7.24A	**Derivatives used for hedging:**				
	Forward foreign exchange contracts				
	- buy contracts	1,200	-	2,400	-
	- sell contracts	1,500	(1,500)	1,000	(500)
		4,200	**(1,500)**	**5,000**	**(500)**

7.31 Interest rate swap is used to achieve an appropriate mix of fixed and floating interest rate exposure within the Group's and the Company's policy. The notional principal amounts of the Group's and the Company's outstanding interest rate swap as at 31 December 2020 were RM230,000,000 (31.12.2019: RM160,000,000) and RM80,000,000 (31.12.2019: RM70,000,000) respectively.

7.31 Forward exchange contracts are used to manage the foreign currency exposures arising from the Group's and the Company's receivables and payables denominated in currencies other than the functional currencies of Group entities. Most of the forward exchange contracts have maturities of less than one year after the end of the reporting period. Where necessary, the forward contracts are rolled over at maturity.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

17. DERIVATIVE FINANCIAL ASSETS/(LIABILITIES) (CONTINUED)

7.24A
7.24B(a)

(a) Fair value hedge

	Carrying amount RM'000	Change in fair value RM'000	Nominal value RM'000	Line item in the financial statements
31.12.2020				
Group				
Derivatives used for hedging:				
Forward foreign exchange contracts				
- buy contracts	xxx	xxx	xxx	Derivative assets
- sell contracts	xxx	xxx	xxx	Derivative assets
- sell contracts	(xxx)	xxx	xxx	Derivative liabilities
	xxx	**xxx**	**xxx**	
Company				
Derivatives used for hedging:				
Forward foreign exchange contracts				
- buy contracts	xxx	xxx	xxx	Derivative assets
- sell contracts	xxx	xxx	xxx	Derivative assets
- sell contracts	(xxx)	xxx	xxx	Derivative liabilities
	xxx	**xxx**	**xxx**	
31.12.2019				
Group				
Derivatives used for hedging:				
Forward foreign exchange contracts				
- buy contracts	xxx	xxx	xxx	Derivative assets
- sell contracts	xxx	xxx	xxx	Derivative assets
- sell contracts	(xxx)	xxx	xxx	Derivative liabilities
	xxx	**xxx**	**xxx**	
Company				
Derivatives used for hedging:				
Forward foreign exchange contracts				
- buy contracts	xxx	xxx	xxx	Derivative assets
- sell contracts	xxx	xxx	xxx	Derivative assets
- sell contracts	(xxx)	xxx	xxx	Derivative liabilities
	xxx	**xxx**	**xxx**	

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

17. DERIVATIVE FINANCIAL ASSETS/(LIABILITIES) (CONTINUED)

7.24A
7.24B(b)

(b) Cash flows hedge

	Carrying amount RM'000	Change in fair value RM'000	Nominal value RM'000	Line item in the financial statements
31.12.2020				
Group				
Derivatives used for hedging:				
Forward foreign exchange contracts				
- sell contracts	xxx	xxx	xxx	Derivative assets
Company				
Derivatives used for hedging:				
Forward foreign exchange contracts				
- sell contracts	xxx	xxx	xxx	Derivative assets
31.12.2019				
Group				
Derivatives used for hedging:				
Forward foreign exchange contracts				
- sell contracts	xxx	xxx	xxx	Derivative assets
Company				
Derivatives used for hedging:				
Forward foreign exchange contracts				
- sell contracts	xxx	xxx	xxx	Derivative assets

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

107.45

18. CASH AND SHORT-TERM DEPOSITS

	Group		Company	
	31.12.2020 RM'000	**31.12.2019 RM'000**	**31.12.2020 RM'000**	**31.12.2019 RM'000**
Cash and bank balances	18,500	8,500	7,500	3,500
Short-term deposits	20,000	10,000	5,000	3,000
	38,500	**18,500**	**12,500**	**6,500**

For the purpose of the statements of cash flows, cash and cash equivalents comprise of the following:

	Group		Company	
	31.12.2020 RM'000	**31.12.2019 RM'000**	**31.12.2020 RM'000**	**31.12.2019 RM'000**
Short-term deposits 1	20,000	10,000	5,000	3,000
Less: Pledged deposits 2	(1,000)	(500)	-	-
	19,000	9,500	5,000	3,000
Cash and bank balances	18,500	8,500	7,500	3,500
107.8 Bank overdrafts	(xxx)	(xxx)	(xxx)	(xxx)
	37,500	**18,000**	**12,500**	**6,500**

7.14 Included in the deposits placed with licensed banks of the Group, RM1,000,000 (31.12.2019: RM500,000) is pledged for revolving credit granted to a subsidiary as disclosed in Note 23(g).

107.48 Included in cash and bank balances of the Group and the Company are amount of RM9,350,000 (31.12.2019: RM5,380,000) and RM3,290,000 (31.12.2019: RM1,340,000) respectively held pursuant to Section 7A of the Housing Development (Control and Licensing) Act, 1966 and therefore restricted from use in other operations.

Commentary:

FRSIC Consensus 22 107.7

1. MIA issued FRSIC Consensus 22 *Classification of Fixed Deposits and Similar Instruments as Cash and Cash Equivalents* to address the issue on the classification of fixed deposits as cash equivalents. As stated in MFRS 107.7, an investment is qualified as cash equivalents only when it has a short maturity of, say three month or less from the date of acquisition. "Short-term" is not defined in MFRS 107 *Statement of Cash Flows*, but the standard indicates a three-month maturity cut-off. Therefore, it is pertinent and relevant to take into account of this three-month presumption when considering whether the fixed deposit is classified as cash equivalents or for investment purposes.

FRSIC Consensus 3

2. In our view, as fixed deposits held on lien are restricted cash, it will be excluded from the cash and cash equivalents. However, the entity may adopt the policy of including fixed deposits held on lien in determining the composition of cash and cash equivalents provided there are adequate disclosure which includes the policy adopted by the entity, the balances that are not available for use by the entity, together with a commentary by the management on the nature of the restriction.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

19. ASSETS/(LIABILITIES) OF A DISPOSAL GROUP CLASSIFIED AS HELD FOR SALE AND DISCONTINUED OPERATION ❶❷

5.41(a)
5.41(b)
5.41(d)

(a) Assets/(liabilities) of a disposal group classified as held for sale

On 30 September 2020, the Board of Directors approved and announced a plan to sell a subsidiary, PT BLK Construction, which operates in Indonesia. The assets and liabilities related to PT BLK Construction (part of the construction business segment) have been presented as held for sale. The completion date for the transaction is expected by June 2021.

5.38

Assets of a disposal group classified as held for sale

	Group
	31.12.2020 RM'000
Property, plant and equipment (Note 5)	10,400
Inventories	8,000
Trade and other receivables	4,000
Other assets	3,000
	25,400

5.38

Liabilities of a disposal group classified as held for sale

	Group
	31.12.2020 RM'000
Trade and other payables	16,500

13.93(a)
13.93(b)
13.93(d)

In accordance with MFRS 5 *Non-current Assets Held for Sale and Discontinued Operations*, the assets and liabilities held for sale of the above disposal group had been written down to their fair value less costs to sell. This is a non-recurring fair value which has been measured using observable inputs, being the prices for recent sales of similar businesses, and is therefore within Level 2 of the fair value hierarchy. The fair value has been measured by calculating the ratio of transaction price to annual revenue for the similar businesses and applying the average to PT BLK Construction.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

19. ASSETS/(LIABILITIES) OF A DISPOSAL GROUP CLASSIFIED AS HELD FOR SALE AND DISCONTINUED OPERATION (CONTINUED)

5.38 **(a) Assets/(liabilities) of a disposal group classified as held for sale (continued)**

The asset classified as held for sale on the Company's statement of financial position as at 31 December 2020 is as follows:

	Company
	31.12.2020
	RM'000
Asset:	
Investment in a subsidiary	10,000

5.33(b) **(b) Discontinued operation**

As disclosed in Note (a) above, the Group had discontinued its construction business in Indonesia on 30 September 2020. The segment was not a discontinued operation or classified as held for sale as at 31 December 2019 and the comparative statements of comprehensive income has been re-presented to show the discontinued operation separately from continuing operations.

(i) Analysis of the result of discontinued operation and the result recognised on the remeasurement of disposal group is as follows:

Reference		Group	
		2020	**2019**
		RM'000	**RM'000**
	Revenue	10,000	8,700
	Expenses	(11,000)	(7,000)
	(Loss)/profit before tax of discontinued operation	(1,000)	1,700
112.81(h)(ii)	Income tax benefit/(expense)	200	(500)
	(Loss)/profit after tax of discontinued operation	(800)	1,200
	Loss before tax recognised on the remeasurement of assets of disposal group	(2,500)	-
112.81(h)(i)	Income tax benefit	500	-
	Loss for the financial year recognised on the remeasurement of assets of disposal group	(2,000)	-
	(Loss)/profit for the financial year from discontinued operation, net of tax	**(2,800)**	**1,200**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

19. ASSETS/(LIABILITIES) OF A DISPOSAL GROUP CLASSIFIED AS HELD FOR SALE AND DISCONTINUED OPERATION (CONTINUED)

(b) Discontinued operation (continued)

(ii) The following items have been (credited)/charged in arriving at profit before tax:

Reference		Group 2020 RM'000	Group 2019 RM'000
5Sch(I)(10)	Auditors' remuneration	45	40
	Depreciation of property, plant and equipment (Note 5)	7,000	6,400
	Gain on disposal of property, plant and equipment	(200)	(600)

5.33(c) (iii) Cash flows generated from/(used in) discontinued operation:

	Group 2020 RM'000	Group 2019 RM'000
Net cash flows from operating activities	9,200	7,900
Net cash flows used in investing activities	(5,600)	(2,300)
Net cash flows used in financing activities	(1,200)	(1,100)
	2,400	**4,500**

Commentary:

1 Presentation requirements for non-current assets or disposal group held for sale:

Nature	Statement of financial position			Statement of comprehensive income		
	CY?	PY?	Required by	CY?	PY?	Required by
A) Presentation:						
Non-current asset ("NCA")/ Disposal Group ("DG"):						
(a) NCA/DG first classified as held for sale	✓	×	MFRS 5.38 MFRS 5.40	N/A	N/A	
(b) NCA/DG ceased to be classified as held for sale	✓	×	MFRS 5.38 MFRS 5.40	N/A	N/A	
Discontinued operations ("DC"):						
(c) Component of an entity held for sale and classified as a DC	✓	×	MFRS 5.38 MFRS 5.40	✓	✓	MFRS 5.33(a) MFRS 5.34
(d) Component of an entity disposed of and classified as a DC	N/A	N/A		✓	✓	MFRS 5.33(a) MFRS 5.34
(e) Component of an entity ceased to be DC	✓	×	MFRS 5.38 MFRS 5.40	✓	✓	MFRS 5.33(a) MFRS 5.36

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

19. ASSETS/(LIABILITIES) OF A DISPOSAL GROUP CLASSIFIED AS HELD FOR SALE AND DISCONTINUED OPERATION (CONTINUED)

Commentary (continued):

2 Measurement requirements for non-current assets or disposal group held for sale:

Nature	Measure in accordance with MFRS 5			Cease depreciation (or amortisation)		
	CY?	PY?	Required by	CY?	PY?	Required by
B) Measurement:						
Non-current asset ("NCA")/ Disposal Group ("DG")/ Discontinued operation ("DC"):						
(a) NCA/DG/DC first classified as held for sale	✓	N/A	MFRS 5.15	✓	N/A	MFRS 5.25
(b) NCA/DG/DC ceased to be classified as held for sale	×	✓	MFRS 5.27 MFRS 5.28	×	N/A	MFRS 5.28[(1)]
When DG is a subsidiary/associates/joint venture:						
(c) Subsi/Ass/JV first classified as held for sale	✓	N/A	MFRS 5.15	N/A	N/A	
(d) Subsi/Ass/JV ceased to be classified as held for sale	×	×	MFRS 5.28[(2)] MFRS 5.28[(2)]	N/A	N/A	

(1) The entity shall include any required adjustment to the carrying amount of a non-current asset that ceases to be classified as held for sale in profit or loss from continuing operations in the period in which the criteria for classification as held for sale are no longer met.

(2) Financial statements for the periods since classification as held for sale shall be amended accordingly if the disposal group or non-current asset that ceases to be classified as held for sale is a subsidiary, joint operation, joint venture, associate, or a portion of an interest in a joint venture or an associate.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.78(e) **20. SHARE CAPITAL**

	Group and Company			
	Number of ordinary shares		------------ Amounts ------------	
	31.12.2020 '000	31.12.2019 '000	31.12.2020 RM'000	31.12.2019 RM'000
101.79(a)(ii) **Issued and fully paid up:**				
101.79(a)(iv) At 1 January	200,000	200,000	250,000	250,000
Issued during the financial year	75,000	-	150,000	-
Acquisition of a subsidiary	25,000	-	50,000	-
Transaction costs of share issue	-	-	(2,000)	-
At 31 December	**300,000**	**200,000**	**448,000**	**250,000**

101.79(a)(i)&(iii) Effective from 31 January 2017, the Companies Act 2016 abolished the concept of authorised share capital and par value of share capital.

101.79(a)(v) The holders of ordinary shares (except treasury shares) are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regard to the Company's residual assets.

During the financial year, the Company:

(i) issued 25,000,000 new ordinary shares at a price of RM2 per ordinary share as partial discharge of the purchase consideration for the acquisition of the 80% equity interest in PT Halia Palm Oil pursuant to a share sale agreement dated 20 January 2020; and

(ii) issued 75,000,000 new ordinary shares at a price of RM2 per ordinary share for working capital purposes.

The new ordinary shares issued during the financial year rank pari passu in all respects with the existing ordinary shares of the Company.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.78(e)

21. TREASURY SHARES

101.79(a)(vi)
101.79(b)

Treasury shares relate to ordinary shares of the Company that are repurchased and held by the Company. The Company's share buyback scheme was first approved by the Company's shareholders in the Annual General Meeting held on 30 May 2017 for the Company to repurchase 10% of its issued ordinary shares within a 5-year period. The directors of the Company believe that the repurchase plan are applied in the best interests of the Company and its shareholders. The mandate for share buybacks was renewed in each subsequent Annual General Meeting of shareholders. The share repurchases made to date were financed by internally generated funds and are being held as treasury shares in accordance with the requirement of Section 127 of the Companies Act 2016 in Malaysia.

For the financial year ended 31 December 2019, the Company repurchased 5,000,000 shares of its issued shares from the open market. The average price paid for the shares repurchased was RM2.00.

At 31 December 2020, the Company's treasury shares are held at a carrying amount of RM20,000,000 (31.12.2019: RM20,000,000).

There was no repurchase of the Company's issued ordinary shares, nor any resale, cancellation or distribution of treasury shares during the financial year. 1

Commentary:

S127(13) 1 When shares repurchased were cancelled, the costs of the shares to cancel the treasury shares shall be applied in the reduction of the retained earnings in accordance with the requirement of Section 127(13) of the Companies Act 2016 ("the Act").

S127(15) Cancellation of shares shall not be deemed to be a reduction of share capital in accordance with the requirement of Section 127(15) of the Act.

Illustrative disclosure if there is subsequent cancellation of treasury shares

The shares repurchased were cancelled and the costs of the shares to cancel the treasury shares were applied in the reduction of the retained earnings in accordance with the requirement of Section 127(13) of the Companies Act 2016 ("the Act").

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

22. OTHER RESERVES

		Group		Company	
	Note	31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
Equity component of convertible bonds	(a)	21,400	-	21,400	-
Fair value reserve of financial assets at FVOCI	(b)	9,607	8,045	4,000	1,000
Cash flow hedge reserve	(c)	5,606	4,600	3,900	1,700
Share option reserve	(d)	8,600	8,600	8,600	8,600
Exchange reserve	(e)	36,975	31,550	-	-
		82,188	52,795	37,900	11,300

101.79(b) **(a) Equity component of convertible bonds**

This represents the residual amount of convertible bonds after deducting the fair value of the liability component. This amount is presented net of transaction costs and deferred tax liability arising from convertible bonds. Further details on the convertible bonds are disclosed in Note 23(d).

101.79(b) **(b) Fair value reserve of financial assets at FVOCI**

This reserve comprises the cumulative net change in the fair value of financial assets at fair value through other comprehensive income ("FVOCI") until the investments are derecognised or impaired.

The Group and the Company have elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income, as explained in Note 15. These changes are accumulated within the fair value reserve of financial assets at FVOCI. The Group and the Company transfer amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

The Group and the Company also have certain debt investments measured at FVOCI, as explained in Note 15. For these investments, changes in fair value are accumulated within the fair value reserve of financial assets at FVOCI. The accumulated changes in fair value are transferred to profit or loss when the investment is derecognised or impaired.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

22. OTHER RESERVES (CONTINUED)

101.79(b) **(c) Cash flow hedge reserve**

This reserve comprises the effective portion of the cumulative net change in the fair value of hedging instruments entered into for cash flow hedges of forecast transactions.

101.79(b) **(d) Share option reserve**

5Sch(I)(5)
5Sch(I)(6)
2.45(a)

The share option reserve comprises the cumulative value of director services received for the issue of share options. The reserve is recorded over the vesting period commencing from the grant date and is reduced by the expiry or exercise of the share options. When the option is exercised, the amount from the share option reserve is transferred to share capital. When the share options expire, the amount from the share option reserve is transferred to retained earnings.

Share options are granted to directors who have rendered services of three years and above. The options granted are vesting immediately and settlement is by issuance of fully paid ordinary shares. The exercise price in each grant is set 10% below the weighted average of the market prices of the Company's ordinary shares in the last five trading days before the grant date. The contractual term of each option granted is five years. There are no cash settlement alternatives. The options carry neither rights to dividends nor voting rights. Options may be exercised any time from the date of vesting to the date of expiry.

2.45(b) Movement of share options during the financial year

The following table illustrates the number and weighted average exercise prices ("WAEP") of, and movement in, share options:

Reference		Number 2020 '000	WAEP 2020	Number 2019 '000	WAEP 2019
2.45(b)(i)	At 1 January	10,000	RM1.80	-	-
2.45(b)(ii)	Granted on 30 June 2019	-	-	5,000	RM1.75
2.45(b)(ii)	Granted on 31 October 2019	-	-	5,000	RM1.85
2.45(b)(iv)	Exercised during the year	xxx	xxx	xxx	xxx
2.45(b)(iii)	Forfeited during the year	xxx	xxx	xxx	xxx
2.45(b)(v)	Expired during the year	xxx	xxx	xxx	xxx
2.45(b)(vi)	At 31 December	10,000	RM1.80	10,000	RM1.80
2.45(b)(vii)	Exercisable at 31 December	1,000	RM1.80	1,000	RM1.75

2.45(d)
2.47(a)

The options outstanding at 31 December 2020 have exercise prices range from RM1.75 to RM1.85 (31.12.2019: RM1.75 to RM1.85) and the weighted average remaining contractual life for the share options outstanding as at 31 December 2020 was 3.8 years (31.12.2019: 4.5 years).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

22. OTHER RESERVES (CONTINUED)

(d) Share option reserve (continued)

2.46
2.47(a)(i)

The fair values of the share options granted were determined using a binomial option pricing model, and the inputs were:

	31.12.2019
Fair value of share options and assumptions	
Weighted average fair value of share option at grant date (RM)	0.86
Weighted average share price (RM)	2
Option life (years)	4.8
Risk-free rate (%)	4.5
Expected dividends (%)	3
Expected volatility (%)	25

2.47(a)(ii)
2.47(a)(iii)

The expected volatility is based on the historical share price volatility over the last 3 years. When determine the fair value, the management has also taken into consideration of the exercise restrictions and exercise behaviour. It was assumed that the directors would exercise the options after the vesting date when the share price is three times of the exercise price.

101.79(b)

(e) Exchange reserve

121.32

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency as well as the foreign currency differences arising from monetary items which form part of the Group's net investment in foreign operations, where the monetary item is denominated in either the functional currency of the reporting entity or the foreign operation or another currency.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

23. LOANS AND BORROWINGS 1

Reference		Note	Group 31.12.2020 RM'000	Group 31.12.2019 RM'000	Company 31.12.2020 RM'000	Company 31.12.2019 RM'000
101.69	**Non-current:**					
	Term loans	(a)	116,500	112,700	36,900	28,700
	Lease liabilities	(b)	13,800	7,700	-	-
	Government loan	(c)	8,000	-	-	-
	Convertible bonds	(d)	71,900	-	71,900	-
	Medium-term notes	(e)	20,000	27,800	8,000	7,000
	Redeemable preference shares	(f)	40,000	40,000	40,000	40,000
			270,200	188,200	156,800	75,700
101.69	**Current:**					
	Term loans	(a)	15,500	13,000	11,565	8,700
	Revolving credit	(g)	2,500	2,000	435	300
	Lease liabilities	(b)	2,000	1,000	-	-
			20,000	16,000	12,000	9,000
			290,200	**204,200**	**168,800**	**84,700**
	Total loans and borrowings:					
	Term loans	(a)	132,000	125,700	48,465	37,400
	Lease liabilities	(b)	15,800	8,700	-	-
	Government loan	(c)	8,000	-	-	-
	Convertible bonds	(d)	71,900	-	71,900	-
	Medium-term notes	(e)	20,000	27,800	8,000	7,000
	Redeemable preference shares	(f)	40,000	40,000	40,000	40,000
	Revolving credit	(g)	2,500	2,000	435	300
			290,200	**204,200**	**168,800**	**84,700**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

23. LOANS AND BORROWINGS (CONTINUED)

7.14
7.31

(a) Term loans

Term loan 1 of a subsidiary of RM40,483,000 (31.12.2019: RM44,485,000) bears interest at 6.85% (31.12.2019: 6.85%) per annum and is repayable by quarterly instalments of RM1,737,000 over ten years commencing from the day of first drawdown and is secured and supported as follows:
(i) Legal charge over the freehold land and building of a subsidiary;
(ii) Legal charge over the investment properties of a subsidiary;
(iii) Legal charge over the biological assets of a subsidiary;
(iv) Legal charge over the freehold land held for development; and
(v) Corporate guarantee of the Company.

Term loan 2 of a subsidiary of RM31,572,000 (31.12.2019: RM43,815,000) bears interest at 6.85% (31.12.2019: 6.85%) per annum and is repayable by monthly instalments of RM1,223,000 over five years commencing from the day of first drawdown and is secured and supported as follows:
(i) Legal charge over the investment properties of a subsidiary;
(ii) Legal charge over the biological assets of a subsidiary;
(iii) Legal charge over the freehold land held for development; and
(iv) Corporate guarantee of the Company.

Term loan 3 of a subsidiary of RM11,480,000 (31.12.2019: Nil) bears interest at 7.15% (31.12.2019: Nil) per annum and is repayable by monthly instalments of RM1,223,000 over ten years commencing from the day of first drawdown and is secured and supported as follows:
(i) Legal charge over the investment properties of a subsidiary;
(ii) Legal charge over the biological assets of a subsidiary;
(iii) Legal charge over the freehold land held for development; and
(iv) Corporate guarantee of the Company.

Term loan 4 of the Company of RM19,675,000 (31.12.2019: RM22,379,000) bears interest at 6.85% (31.12.2019: 6.85%) per annum and is repayable by quarterly instalments of RM1,042,000 over ten years commencing from the day of first drawdown and is secured and supported as follows:
(i) Legal charge over the investment properties of the Company;
(ii) Legal charge over freehold land and building of the Company; and
(iii) Legal charge over the freehold land held for development of the Company.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

23. LOANS AND BORROWINGS (CONTINUED)

7.14
7.31

(a) Term loans (continued)

Term loan 5 of the Company of RM13,820,000 (31.12.2019: RM15,021,000) bears interest at 6.85% (31.12.2019: 6.85%) per annum and is repayable by bi-monthly instalments of RM370,000 over ten years commencing from the day of first drawdown and is secured and supported as follows:
(i) Legal charge over the freehold land and building of the Company;
(ii) Legal charge over the investment properties of the Company; and
(iii) Legal charge over the freehold land held for development of the Company.

Term loan 6 of the Company of RM14,970,000 (31.12.2019: Nil) bears interest at 7.15% (31.12.2019: Nil) per annum and is repayable by bi-monthly instalments of RM434,000 over eight years commencing from the day of first drawdown and is secured and supported as follows:
(i) Legal charge over the freehold land and building of the Company;
(ii) Legal charge over the investment properties of the Company; and
(iii) Legal charge over the freehold land held for development of the Company.

7.19

Breach of loan covenants 2

According to the terms of the agreement, the secured Term loan 3 contains a debt covenant that at the end of reporting period, the subsidiary shall maintain a debt to equity ratio of 0.5 as disclosed in Note 43. As at 31 December 2020, the subsidiary's debt to equity ratio was 0.7, resulting in the entire loan to be classified as current liability. The management is currently negotiating with the bank to amend the terms of the covenants.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

23. LOANS AND BORROWINGS (CONTINUED)

(b) Lease liabilities

16.58
7.39
7.B11

Future minimum lease payments together with the present value of net minimum lease payments are as follows:

	Group	
	31.12.2020 RM'000	**31.12.2019 RM'000**
Minimum lease payments:		
Not later than one year	2,100	1,050
Later than one year and not later than 5 years	10,900	8,550
Later than 5 years	7,400	-
	20,400	9,600
Less: Future finance charges	(4,600)	(900)
Present value of minimum lease payments	15,800	8,700
Present value of minimum lease payments:		
Not later than one year	2,000	1,000
Later than one year and not later than 5 years	9,100	7,700
Later than 5 years	4,700	-
	15,800	8,700
Less: Amount due within 12 months	(2,000)	(1,000)
Amount due after 12 months	13,800	7,700

120.10A

(c) Government loan

On 31 December 2020, the Group received an interest-free loan of RM12,000,000 from the Malaysian government to finance a research project on the refinery of oil palm over a period of five years. The loan is repayable in full at the end of the fifth year. Using prevailing market interest rate of 5.4% for an equivalent loan, the fair value of the loan is estimated to be RM8,000,000. The difference of RM4,000,000 between the gross proceeds and the fair value of the loan is recognised as deferred income as disclosed in Note 25. Interest expense of RM120,000 shall be recognised in the financial year ending 31 December 2021.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

23. LOANS AND BORROWINGS (CONTINUED)

132.28
132.31
7.17

(d) Convertible bonds

Group and Company:	31.12.2020 RM'000
Proceeds from issue of 100,000,000 convertible bonds	105,000
Transaction costs	(5,500)
Fair value of convertible bonds issued on 10 September 2020	99,500
Equity component (Note 22(a))	(28,100)
Liability component on initial recognition on 10 September 2020	71,400
Interest expense	500
	71,900

During the financial year, the Company issued 100,000,000 units of convertible bonds at a price of RM1.05 per unit. Each bond is convertible at any time up to maturity into 10,000,000 ordinary shares at the conversion price of RM2 each, which is at a rate of one ordinary share for every ten convertible bonds held. Unconverted bonds shall become repayable on demand. The bonds mature ten years from the issue date and carry a coupon interest rate of 6.5% payable on 31 December each year.

132.38 The amount of the convertible bonds classified as equity is net of attributable transaction costs. Deferred tax liability of RM6,700,000 has been recognised directly to statements of changes in equity.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

23. LOANS AND BORROWINGS (CONTINUED)

(e) Medium-term notes

The Company and a wholly-owned subsidiary of the Company (HHH Development Sdn Bhd ("HHH")) established a multi-currency Medium-Term Notes ("MTN") Programme arranged by Credit Diners (M) Sdn Bhd with the purpose to issue MTN up to RM10,000,000 and RM30,000,000 respectively. The MTN programme can be utilised during the 10-year tenure commencing from the date of the first issue under the MTN programme on 1 June 2018. The net proceeds from the issuance of the MTN is expected to be utilised for general corporate purposes, which include financing on potential acquisition, strategic expansion, general working capital and capital expenditures.

The salient features of the MTN Programme are as follows:

(i) The Company and HHH may, subject to compliance with all the relevant laws and regulations, from time to time, issue MTN in series or tranches with aggregate nominal value of the outstanding MTN not exceeding RM10,000,000 and RM30,000,000 respectively and agreed between the relevant dealer (s) and the Company and HHH;

(ii) Each series or tranche of MTN may be issued in various amounts and tenors, and may bear fixed, floating, variable or hybrid rates of interest ranging from 7.1% to 7.5% (31.12.2019: 7.0% to 7.35%)

(iii) The payment obligations of HHH under the MTN and certain other obligations under the documents pursuant to the MTN Programme ("Programme Documents") will be unconditionally and irrevocably guaranteed by the Company in accordance with the provisions of the applicable Programme Documents; and

(iv) The Company and HHH shall maintain their debts to equity ratio of not more than 1.25% times.

132.15
132.18(a)
101.79(a)(v)

(f) Redeemable preference shares

On 1 June 2018, 40,000,000 redeemable preference shares of RM1 each were issued by the Company at an issue price of RM1 per share. The salient features of the redeemable preference shares are as follows:

- They do not carry the right to vote;
- They carry a fixed cumulative dividend of 5% per annum
- They are not convertible to ordinary shares; and
- They are redeemable at the option of the holders on or after 31 December 2021 at RM1.25 each.

(g) Revolving credit

The revolving credit of the Group and the Company are secured by way of:

(i) a pledge of short-term deposits;
(ii) legal charge over the investment properties of a subsidiary; and
(iii) legal charge over the biological assets of a subsidiary.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

23. LOANS AND BORROWINGS (CONTINUED)

Commentary:

1. An entity shall consider the following factors in determining the classification of loans and borrowings:

Unconditional right to defer settlement of the liability for at least 12 months after the reporting period? (MFRS 101.69(d))

A right is **NOT CREATED** as at the end of the reporting period by agreement entered into **AFTER** the reporting period. Circumstances include:	A right is **CREATED** as at the end of the reporting period by agreement entered into **BEFORE** the reporting period. Circumstances include:
- The liabilities are due to be settled within 12 months after the reporting date even if the original term was for a period longer than 12 months and an agreement to refinance, or to reschedule payments, on a long-term basis is completed after the reporting period and before the financial statements are authorised for issue. (MFRS 101.72)	- An agreement to refinance or roll over a liability is in place at the end of the reporting period and the entity expects and has discretion to refinance or roll over the obligation for at least 12 months after the reporting period under an existing loan facility. (MFRS101.73)
- Refinancing on a long-term basis is agreed after the reporting period. (MFRS 101.76(a))	- N/A

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

23. LOANS AND BORROWINGS (CONTINUED)

Commentary (continued):

1. An entity shall consider the following factors in determining the classification of loans and borrowings (continued):

- The borrower breaches a provision of a long-term arrangement on or before the end of reporting period with the effect that the liabilities becomes repayable on demand, even if the lender agrees after the reporting period not to demand payment, as a consequences of the breach. (MFRS101.74)	- The borrower breaches a provision of a long-term arrangement on or before the end of reporting period with the effect that the liabilities becomes repayable on demand, but, the lender agrees by the end of the reporting period to provide a period of grace of at least 12 months after the reporting period within which the entity can rectify the breach and during which the lender cannot demand immediate repayment. (MFRS101.75)
- A period of grace is granted after the reporting period. (MFRS101.76(c))	- N/A
- The breach is rectified after the reporting period. (MFRS101.76(b))	- N/A
Classify the liability as **CURRENT**	Classify the liability as **NON-CURRENT**

7.19 2. If, during the period, there were breaches of loan agreement terms other than those described in Paragraph 18 of MFRS 7 *Financial Instruments: Disclosures*, an entity shall disclose the same information as required by Paragraph 18 if those breaches permitted the lender to demand accelerated repayment (unless the breaches were remedied, or the terms of the loan were renegotiated, on or before the end of the reporting period).

Amongst others, those information are:
(a) Details of any breaches of loan agreement terms during the period;
(b) The carrying amount of the loan payables where the Company has breached the terms of the agreement at the end of the reporting period; and
(c) Whether the breaches of loan agreement terms were renegotiated before the financial statements were authorised for issue.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

24. EMPLOYEE BENEFITS

	Group	
	31.12.2020 RM'000	31.12.2019 RM'000
Non-current:		
Liabilities		
Defined benefit pension plan	7,349	5,799
Post-employment healthcare benefit plan	1,151	1,101
	8,500	6,900

	Note	Group	
		2020 RM'000	2019 RM'000
Included in profit or loss (Note 34)			
Defined benefit pension plan	(a)	2,475	2,329
Post-employment healthcare benefit plan	(b)	1,070	970
		3,545	3,299
119.120(c) **Remeasurement**			
Defined benefit pension plan	(a)	(380)	(2,030)

119.139(a) **(a) Defined benefit pension plan**

The Group's defined benefit pension plan requires contributions to be made to a separately administered fund. This plan provides benefits to members in the form of a guaranteed level of pension payable in perpetuity. The level of benefits provided depends on members' length of service and their salary in the final years leading up to retirement.

119.147(a) The funding requirements are based on the pension fund's actuarial measurement framework set out in the funding policies of the plan. Employees are not required to contribute to the plans.

119.140(a) The amounts recognised in the statements of financial position are as follows:

	Group	
	31.12.2020 RM'000	31.12.2019 RM'000
Present value of funded obligations	15,349	14,599
Fair value of plan assets	(8,000)	(8,800)
Net defined benefit liability	7,349	5,799

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

24. EMPLOYEE BENEFITS (CONTINUED)

119.140(a)

(a) Defined benefit pension plan (continued)

Movement in the net defined benefit liability

The following table illustrates a reconciliation of the net defined benefit liability and its components:

Reference		Present value of obligation RM'000	Fair value of plan assets RM'000	Net defined benefit liability RM'000
	At 1 January 2019	(14,900)	9,300	(5,600)
	Included in profit or loss			
119.141(a)	Current service cost	(1,900)	-	(1,900)
119.141(b)	Interest (expense)/income	(894)	465	(429)
		(2,794)	465	(2,329)
	Included in other comprehensive income			
	Remeasurement gain of the net defined benefit liability			
119.141(c)(i)	- Return on plan assets, excluding amounts included in interest (expense)/income	-	930	930
	- Actuarial (loss)/gain arising from changes in:			
119.41(c)(ii)	(a) Demographic assumptions	(700)	-	(700)
119.41(c)(iii)	(b) Financial assumptions	1,800	-	1,800
		1,100	930	2,030
	Others			
119.141(e)	Effects of changes in foreign exchange rates	50	50	100
119.141(g)	Benefit payments	651	(651)	-
119.141(g)	Payments on settlement	1,294	(1,294)	-
	At 31 December 2019	(14,599)	8,800	(5,799)

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

24. EMPLOYEE BENEFITS (CONTINUED)

119.140(a) **(a) Defined benefit pension plan (continued)**

Movement in the net defined benefit liability (continued)

The following table illustrates a reconciliation of the net defined benefit liability and its components (continued):

Reference		Present value of obligation RM'000	Fair value of plan assets RM'000	Net defined benefit liability RM'000
	At 31 December 2019 (continued)	(14,599)	8,800	(5,799)
	Included in profit or loss			
119.141(a)	Current service cost	(2,000)	-	(2,000)
119.141(b)	Interest (expense)/income	(915)	440	(475)
		(2,915)	440	(2,475)
	Included in other comprehensive income			
	Remeasurement gain/(loss) of the net defined benefit liability			
119.141(c)(i)	- Return on plan assets, excluding amounts included in interest (expense)/income	-	(120)	(120)
	- Actuarial gain/(loss) arising from changes in:			
119.41(c)(ii)	(a) Demographic assumptions	1,000	-	1,000
119.41(c)(iii)	(b) Financial assumptions	(500)	-	(500)
		500	(120)	380
	Others			
119.141(e)	Effects of changes in foreign exchange rates	(100)	30	(70)
119.141(g)	Contribution by employers	-	615	615
119.141(g)	Benefit payments	1,765	(1,765)	-
	At 31 December 2020	(15,349)	8,000	(7,349)

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

24. EMPLOYEE BENEFITS (CONTINUED)

(a) Defined benefit pension plan (continued)

119.142 Components of plan assets

The plan assets comprise:

Reference		Group 31.12.2020 RM'000	Group 31.12.2019 RM'000
119.142(b)	Equity investments:		
	- Quoted equity investments in Singapore:		
	(a) bank sector investments	700	600
	(b) trading sector investments	800	600
	- Quoted equity investments in China:		
	(a) telecommunication sector investments	500	680
	(b) manufacturing sector investments	500	420
	- Equity investment funds	300	750
		2,800	3,050
119.142(c)	Debt investments:		
	- Quoted foreign government bonds	4,000	4,500
	- Structured debts	1,000	1,050
		5,000	5,550
119.142(a)	Cash and cash equivalents	200	200
		8,000	8,800

All equity and debts investments are quoted in active markets. All government bonds are issued by Malaysian government and are rated AAA or AA, based on Synergy's ratings. In general, the Group maintains a mix portfolio of 35-65 in equity and debt instruments respectively.

119.139(b)
119.146
The defined benefit plans expose the Group to actuarial risks, includes longevity risk, currency risk, interest rate risk and equity market risk. The Group does not use derivatives to manage its risk. The Group actively monitors how the duration and the expected yield of the investments are matched with the expected cash outflows.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

24. EMPLOYEE BENEFITS (CONTINUED)

(b) Post-employment healthcare benefit plan

The method of accounting and significant assumptions is similar to those used for defined benefit pension plan set out above with addition of actuarial assumptions relating to the long-term increase in healthcare costs of 6% (31.12.2019: 5.8%).

119.140(a) Movement in the defined benefit liability

The following table illustrates a reconciliation of the net defined benefit liability and its components:

Reference		Defined benefit obligation RM'000
	At 1 January 2019	**400**
119.141(a)	Current service cost	600
119.141(b)	Interest expense	370
119.141(g)	Benefit payments	(349)
119.141(e)	Effects of changes in foreign exchange rates	80
	At 31 December 2019	**1,101**
119.141(a)	Current service cost	730
119.141(b)	Interest expense	340
119.141(g)	Benefit payments	(920)
119.141(e)	Effects of changes in foreign exchange rates	(100)
	At 31 December 2020	**1,151**

119.144 Significant actuarial assumptions

The significant actuarial assumptions applied in the measurement of defined benefit pension plan and post-employment healthcare benefit plan are as follows:

	31.12.2020		31.12.2019	
	China %	Singapore %	China %	Singapore %
Discount rate	4.7	4.0	4.8	4.1
Future salary growth	5.0	5.0	4.5	4.5
Future increases in employee benefits	3.2	3.1	3.2	3.1
Future increases in healthcare costs	2.7	2.3	2.4	2.2

Assumptions on future mortality are determined based on the published past statistics and actual experience in each jurisdiction. The measurements assume an average life expectancy of 23 years for an employee retiring at age 60.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

24. EMPLOYEE BENEFITS (CONTINUED)

119.145(a) Sensitivity analysis

The sensitivity of the defined benefit obligation to the significant actuarial assumptions at the end of reporting period are shown below:

Group	Reasonably possible change in assumption	Effect on defined benefit obligation	
	%	RM'000	RM'000
31.12.2020			
Discount rate	1.0	(2,850)	2,940
Future salary growth	1.0	1,320	(1,210)
Future increases in employee benefits	1.0	3,300	(3,080)
Future increases in healthcare costs	1.0	1,580	(1,370)
31.12.2019			
Discount rate	1.0	(2,650)	2,835
Future salary growth	1.0	1,220	(1,091)
Future increases in employee benefits	1.0	3,078	(2,880)
Future increases in healthcare costs	1.0	1,465	(1,284)

119.145(b) The sensitivity analysis above has been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in significant actuarial assumptions occurring at the end of reporting period. 1

Commentary:

119.145(c) 1 An entity shall disclose changes from the previous period in the methods and assumptions used in preparing the sensitivity analysis and the reason for such change.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

25. DEFERRED INCOME

	Note	Group		Company	
		31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
Non-current					
Government grants:					
At 1 January		10,500	11,600	1,800	1,500
Received during the financial year	**(a)**	9,000	6,900	3,700	2,300
Initial difference from valuing government loan at below-market interest rates	**(b)**	4,000	-	-	-
Released to profit or loss		(8,500)	(8,000)	(2,000)	(2,000)
At 31 December		15,000	10,500	3,500	1,800

120.39(b) **(a) Government grants relates to assets**

Government grants have been received for the purchase of certain items of property, plant and equipment. There are no unfulfilled conditions or contingencies attached to these grants.

120.39(b) **(b) Government loan**

On 31 December 2020, the Group received an interest-free loan of RM12,000,000 from the Malaysian government to finance a research project on the refinery of oil palm over a period of 5 years. The loan is repayable in full at the end of the fifth year. Using the prevailing market interest rate of 5.4% for an equivalent loan, the fair value of the loan is estimated to be RM8,000,000 as disclosed in Note 23(c). The difference of RM4,000,000 from the net of the gross proceeds and the fair value of the loan is recognised as above. Interest expense of RM120,000 shall be recognised in financial year ending 31 December 2021.

The deferred income is offset against the research costs when incurred.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

26. PROVISIONS

Reference	Group	Warranties RM'000	Site restoration costs RM'000	Legal claims RM'000	Total RM'000
	At 1 January 2019	10,400	-	2,000	12,400
	Recognised in profit or loss	1,000	2,000	-	3,000
	Utilised during the financial year	(975)	-	-	(975)
	Reversed during the financial year	xxx	xxx	xxx	xxx
	Unwinding of discount	375	-	-	375
137.84(a)	At 31 December 2019	10,800	2,000	2,000	14,800
137.84(b)	Recognised in profit or loss	5,500	-	1,000	6,500
137.84(c)	Utilised during the financial year	(2,600)	-	-	(2,600)
137.84(d)	Reversed during the financial year	(880)	-	-	(880)
137.84(e)	Unwinding of discount	280	500	-	780
137.84(a)	At 31 December 2020	**13,100**	**2,500**	**3,000**	**18,600**
	31.12.2020				
	Non-current	8,600	2,500	-	11,100
	Current	4,500	-	3,000	7,500
		13,100	**2,500**	**3,000**	**18,600**
	31.12.2019				
	Non-current	9,300	2,000	-	11,300
	Current	1,500	-	2,000	3,500
		10,800	**2,000**	**2,000**	**14,800**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

26. PROVISIONS (CONTINUED)

Reference		Site restoration costs	Legal claims	Total
	Company	**RM'000**	**RM'000**	**RM'000**
	At 1 January 2019	-	500	500
	Recognised in profit or loss	500	-	500
	Utilised during the financial year	xxx	xxx	xxx
	Reversed during the financial year	(15)	-	(15)
	Unwinding of discount	15	-	15
137.84(a)	At 31 December 2019	500	500	1,000
137.84(b)	Recognised in profit or loss	2,500	-	2,500
137.84(c)	Utilised during the financial year	(800)	-	(800)
137.84(d)	Reversed during the financial year	(250)	-	(250)
137.84(e)	Unwinding of discount	50	-	50
137.84(a)	At 31 December 2020	**2,000**	**500**	**2,500**
	31.12.2020			
	Non-current	2,000	-	2,000
	Current	-	500	500
		2,000	**500**	**2,500**
	31.12.2019			
	Non-current	500	-	500
	Current	-	500	500
		500	**500**	**1,000**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

26. PROVISIONS (CONTINUED)

(a) Warranties

137.85(a)
137.85(b)

The provision for warranties represents the present value of the directors' best estimates of future economic obligation that will be required under the Group's obligation for warranties on plastic mould sold during the last two financial years. The provision is recognised based on estimation made from historical warranty data associated with similar products.

(b) Site restoration costs

137.85(a)
137.85(b)
101.125
101.129

A provision of RM2,500,000 was made during the financial year ended 31 December 2020 in respect of the Company's obligation to dismantle and remove the items and restore the site on which the plant is located in China after the end of six tenure periods. The Company has estimated a range of reasonably possible outcomes of the total cost of RM3,250,000, reflecting different assumptions about the pricing of the individual components of cost. The provision has been calculated using a discount rate of 4.5%, which is the risk-free rate in the jurisdiction of the liability.

(c) Legal claims

137.85

The provisions relate to a legal action by a former employee on his retrenchment issue and legal claims brought against the Group by its customers of the manufacturing operating segment. In the directors' opinion, after taking appropriate legal advice, the outcome of these legal claims will not give rise to any significant loss beyond the amounts as provided in the financial statements.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.77 **27. TRADE AND OTHER PAYABLES**

	Note	Group		Company	
		31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
Non-current:					
Non-trade					
Amount owing to ultimate holding company	(c)	4,000	4,000	2,000	2,000
Amount owing to subsidiaries	(c)	-	-	1,000	1,000
Amount owing to related companies	(c)	2,000	2,000	1,000	1,000
		6,000	**6,000**	**4,000**	**4,000**
Current:					
Trade					
Trade payables	(a)	69,090	64,253	11,298	27,544
Retention sum	(a)	xxx	xxx	xxx	xxx
		69,090	64,253	11,298	27,544
Non-trade					
Other payables	(b)	9,728	2,347	2,502	2,856
Contingent consideration		5,262	-	1,000	1,000
Accruals		8,550	6,400	500	500
Amount owing to ultimate holding company	(c)	3,000	2,300	500	500
Amount owing to related companies	(c)	4,500	6,400	1,000	1,000
Amount owing to related parties	(c)	2,370	4,500	-	-
		33,410	21,947	5,502	5,856
Total trade and other payables (current)		**102,500**	**86,200**	**16,800**	**33,400**
Total trade and other payables (non-current and current)		**108,500**	**92,200**	**20,800**	**37,400**

(a) Trade payables are non-interest bearing and are normally settled on 60-day terms. The retention sum is payable upon the expiry of defect liability period.

(b) Other payables are non-interest bearing and have an average term of 6 months.

(c) Amount owing to ultimate holding company, related companies and related parties are unsecured, non-interest bearing, repayable upon demand and is expected to be settled in cash.

7.39(c) For explanations on the Group's and the Company's liquidity risk management processes, refer to Note 39(b)(ii).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

28. REVENUE 1

15.113(a)
15.B89(a)

	Group		Company	
	2020 RM'000	2019 RM'000	2020 RM'000	2019 RM'000
Revenue from contract customers:				
Sale of agricultural commodities	476,574	307,300	-	-
Sale of goods	309,950	256,800	-	-
Property development	557,760	333,480	102,300	98,600
Construction contracts	428,918	272,555	40,300	51,900
Concession arrangement *	104,000	-	104,000	-
	1,877,202	1,170,135	246,600	150,500
Revenue from other source:				
Rental income from investment property	29,098	20,865	3,900	3,500
	1,906,300	**1,191,000**	**250,500**	**154,000**

* These relate to construction revenue recognised in accordance with IC Interpretation 12 *Service Concession Arrangements* and MFRS 15 *Revenue from Contracts with Customers* in respect of the construction of the convention centre and power plant pursuant to the concession arrangements as disclosed in Note 9(b).

15.114-115

(a) Disaggregation of revenue 2

15.IE210
15.B89

The Group and the Company report the following major segments: plantation, construction services, service concession, property development and manufacturing in accordance with MFRS 8 *Operating Segments*. For the purpose of disclosure for disaggregation of revenue, it disaggregates revenue into primary geographical markets, major goods or services, timing of revenue recognition (i.e. goods transferred at a point in time or services transferred over time).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

28. REVENUE (CONTINUED)

15.114
15.115
15.IE210
15.B89

(a) Disaggregation of revenue (continued)

Group 2020	Plantation RM'000	Construction services RM'000	Service concession RM'000	Property development RM'000	Manufacturing RM'000	Total RM'000
Primary geographical markets:						
Asia	262,116	428,918	104,000	557,760	185,970	1,538,764
North America	166,801	-	-	-	77,487	244,288
Europe	47,657	-	-	-	46,493	94,150
	476,574	**428,918**	**104,000**	**557,760**	**309,950**	**1,877,202**
Major goods or services:						
Crude palm oil	357,431	-	-	-	-	357,431
Palm kernel	119,143	-	-	-	-	119,143
Construction services	-	300,243	104,000	-	-	404,243
Engineering services	-	128,675	-	-	-	128,675
Office properties	-	-	-	223,104	-	223,104
Residential units	-	-	-	334,656	-	334,656
Plastic moulds	-	-	-	-	309,950	309,950
	476,574	**428,918**	**104,000**	**557,760**	**309,950**	**1,877,202**
Timing of revenue recognition:						
At a point in time	476,574	-	-	-	309,950	786,524
Over time	-	428,918	104,000	557,760	-	1,090,678
	476,574	**428,918**	**104,000**	**557,760**	**309,950**	**1,877,202**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

15.114
15.115
15.IE210
15.B89

28. REVENUE (CONTINUED)

(a) Disaggregation of revenue (continued)

Group 2019	Plantation RM'000	Construction services RM'000	Property development RM'000	Manufacturing RM'000	Total RM'000
Primary geographical market:					
Asia	169,015	272,555	333,480	154,080	929,130
North America	107,555	-	-	64,200	171,755
Europe	30,730	-	-	38,520	69,250
	307,300	**272,555**	**333,480**	**256,800**	**1,170,135**
Major goods or services:					
Crude palm oil	230,475	-	-	-	230,475
Palm kernel	76,825	-	-	-	76,825
Construction services	-	190,789	-	-	190,789
Engineering services	-	81,766	-	-	81,766
Office properties	-	-	133,392	-	133,392
Residential units	-	-	200,088	-	200,088
Plastic moulds	-	-	-	256,800	256,800
	307,300	**272,555**	**333,480**	**256,800**	**1,170,135**
Timing of revenue recognition:					
At a point in time	307,300	-	-	256,800	564,100
Over time	-	272,555	333,480	-	606,035
	307,300	**272,555**	**333,480**	**256,800**	**1,170,135**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

28. REVENUE (CONTINUED)

15.114
15.115
15.IE210
15.B89

(a) Disaggregation of revenue (continued)

Company 2020	**Construction services RM'000**	**Service concession RM'000**	**Property development RM'000**	**Total RM'000**
Primary geographical market:				
Asia	**40,300**	**104,000**	**102,300**	**246,600**
Major goods or services:				
Construction services	30,300	104,000	-	134,300
Engineering services	10,000	-	-	10,000
Office properties	-	-	42,300	42,300
Residential units	-	-	60,000	60,000
	40,300	**104,000**	**102,300**	**246,600**
Timing of revenue recognition:				
Over time	**40,300**	**104,000**	**102,300**	**246,600**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

28. REVENUE (CONTINUED)

15.114
15.115
15.IE210
15.B89

(a) Disaggregation of revenue (continued)

Company **2019**	**Construction services RM'000**	**Property development RM'000**	**Total RM'000**
Primary geographical market:			
Asia	**51,900**	**98,600**	**150,500**
Major goods or services:			
Construction services	21,900	-	21,900
Engineering services	30,000	-	30,000
Office properties	-	48,600	48,600
Residential units	-	50,000	50,000
	51,900	**98,600**	**150,500**
Timing of revenue recognition:			
Over time	**51,900**	**98,600**	**150,500**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

28. REVENUE (CONTINUED)

15.120
15.IE212-218

(b) Transaction price allocated to the remaining performance obligations 3

Group **At 31 December 2020**	**2021 RM'000**	**2022 RM'000**	**2023 RM'000**	**Total RM'000**
Revenue expected to be recognised on:				
- Construction contracts	250,000	150,000	50,000	450,000
- Property development contracts	300,000	200,000	60,000	560,000
	550,000	350,000	110,000	1,010,000

Company **At 31 December 2020**	**2021 RM'000**	**2022 RM'000**	**2023 RM'000**	**Total RM'000**
Revenue expected to be recognised on:				
- Construction contracts	30,000	20,000	-	50,000
- Property development contracts	150,000	60,000	20,000	230,000
	180,000	80,000	20,000	280,000

15.121(a)
15.122

The Group and the Company apply the practical expedient in paragraph 121(a) of MFRS 15 and do not disclose information about remaining performance obligations that have original expected durations of one year or less. 4

Commentary:

IC Int 22

1 IC Interpretation 22 *Foreign Currency Transaction and Advance Consideration* clarified the date of the transaction for the purpose of determining exchange rate to be used on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration in a foreign currency. The exchange rate should be based on the rate at the date on which an entity initially recognises the non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration.

15.B89

2 Examples of categories that might be appropriate include, but are not limited to, all of the following:
(a) type of good or service (for example, major product lines);
(b) geographical region (for example, country or region);
(c) market or type of customer (for example, government and non-government customers);
(d) type of contract (for example, fixed-price and time-and-materials contracts);
(e) contract duration (for example, short-term and long-term contracts);
(f) timing of transfer of goods or services (for example, revenue from goods or services transferred to customers at a point in time and revenue from goods or services transferred over time); and
(g) sales channels (for example, goods sold directly to consumers and goods sold through intermediaries).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

28. REVENUE (CONTINUED)

Commentary (continued):

15.120 ❸ An entity shall disclose the following information about its remaining performance obligations:

(a) the aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied (or partially unsatisfied) as of the end of the reporting period; and
(b) an explanation of when the entity expects to recognise as revenue the amount disclosed in accordance with paragraph 120(a), which the entity shall disclose in either of the following ways:
    (i) on a quantitative basis using the time bands that would be most appropriate for the duration of the remaining performance obligations; or
    (ii) by using qualitative information.

15.IE220-221 Illustration of qualitative disclosure:

"As of 31 December 2020, the aggregate amount of the transaction price allocated to the remaining performance obligation is RM6.8 million and the entity will recognise this revenue as the building is completed, which is expected to occur over the next 12–18 months."

15.121 ❹ Entity may apply the practical expedient for need not to disclose the information about the remaining obligations for a performance obligation that are unsatisfied (or partially unsatisfied) if either of the following conditions is met:

(a) the performance obligation is part of a contract that has an original expected duration of one year or less; or
(b) the entity recognises revenue from the satisfaction of the performance obligation when the entity has a right to consideration from a customer in an amount that corresponds directly with the value to the customer of the entity's performance completed to date.

15.122 If an entity elects to use the practical expedient, it shall disclose the fact.

15.122 ❺ Entity shall disclose whether any consideration from contracts with customers is not included in the transaction price and, therefore, not included in the information disclosed for the remaining obligations of performance obligation that are unsatisfied (or partially unsatisfied).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

29. COST OF SALES

	Group		Company	
	2020 RM'000	**2019 RM'000**	**2020 RM'000**	**2019 RM'000**
Cost of agricultural commodities sold	433,682	276,570	-	-
Cost of manufactured goods sold	282,054	231,120	-	-
Cost of sales of property development units	507,560	300,130	45,700	58,600
Cost of construction services	390,314	248,000	21,460	43,100
Service concession costs	94,640	-	94,640	-
Direct operating expenses of investment properties	26,480	16,080	1,200	1,200
	1,734,730	1,071,900	163,000	102,900

30. OTHER INCOME

Reference		Group		Company	
		2020 RM'000	**2019 RM'000**	**2020 RM'000**	**2019 RM'000**
	Dividend income from financial assets at FVOCI	1,500	1,350	1,050	1,000
140.76(d)	Fair value gain on investment properties	4,000	3,000	2,000	2,100
140.75(f)(i)	Rental income from investment property	3,600	2,200	-	-
141.40	Fair value gain of produce growing on bearer plants	68,600	-	-	-
7.20(a)(i)	Net fair value gain on derivatives	800	-	-	600
7.20(a)(i)	Net fair value gain on fair value hedge	-	1,300	-	2,200
101.34(a)	Net fair value gain on disposal of financial asset at FVOCI	xx	xx	xx	xx
101.34(a) 101.98(c)	Gain on disposal of property, plant and equipment	300	200	500	300
12.19(b)	Gain on disposal of a subsidiary	400	-	-	-
121.52(a)	Net unrealised foreign exchange gain	-	4,968	200	-
	Reversal of provisions	880	-	250	15
	Amortisation of government grant income	8,500	8,000	2,000	2,000
16.53(f)	Income from subleasing right-of-use assets	xx	xx	xx	xx
16.90(b)	Income relating to variable lease payments not included in the measurement of finance lease receivables	xx	xx	xx	xx
	Gain arising from sale and leaseback transactions	xx	xx	xx	xx
16.60A(b)	COVID-19-related rent concession income	xx	-	xx	-
	Miscellaneous	520	432	2,950	1,785
		89,100	21,450	8,950	10,000

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

31. FINANCE INCOME

Reference		Group 2020 RM'000	Group 2019 RM'000	Company 2020 RM'000	Company 2019 RM'000
	Interest income on short-term deposits	480	220	100	100
	Interest income on finance lease receivables	120	80	-	-
7.20(b)	Interest income on debt securities measured at amortised cost	2,420	2,870	1,650	1,800
	Interest income on impaired financial assets	80	80	-	-
		3,100	**3,250**	**1,750**	**1,900**

32. FINANCE COSTS

Reference		Group 2020 RM'000	Group 2019 RM'000	Company 2020 RM'000	Company 2019 RM'000
7.20(b)	Interest expense on:				
	- Term loans	9,206	9,154	3,016	2,034
	- Revolving credit	248	178	98	75
	- Convertible bonds	2,452	-	2,452	-
	- Medium-term notes	892	1,334	1,295	2,321
	- Redeemable preference shares	2,000	2,000	1,000	500
16.53(b)	- Lease liabilities	1,300	1,200	-	-
137.84(e)	Unwinding of discounts on:				
	- Contingent consideration	262	-	-	-
	- Provisions	780	375	50	15
		17,140	**14,241**	**7,911**	**4,945**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

33. PROFIT BEFORE TAX

Other than disclosed elsewhere in the financial statements, the following items have been charged/(credited) in arriving at profit before tax:

Reference		Note	Group		Company	
			2020 RM'000	**2019 RM'000**	**2020 RM'000**	**2019 RM'000**
5Sch(I)(10)	Auditors' remuneration:					
	- Malaysian operations					
	- current year		250	240	110	100
	- prior year		50	20	-	-
	- Overseas operations					
	- current year		78	65	-	-
	Non-statutory audit fees:					
	- Malaysian operations		60	55	40	38
101.104 116.75(a) 101.98(a)	Depreciation of property, plant and equipment	**5, 19(b)**	12,530	12,350	4,930	4,790
136.126(a) 101.104	Impairment loss on property, plant and equipment	**5**	1,000	1,500	-	-
138.118(d)	Amortisation of intangible assets	**9**	7,900	4,950	6,000	2,000
136.126(a)	Impairment loss on intangible assets	**9**	500	3,000	-	-
16.53(c)	Expense relating to short-term lease [1]		XX	-	XX	-
16.53(d)	Expense relating to lease of low value assets [2]		XX	-	XX	-
16.53(e)	Expense relating to variable lease payment not included in the measurement of lease liabilities		XX	-	XX	-
16.53(i)	Losses arising from sale and leaseback transactions		XX	-	XX	-

Commentary:

16.53(c) [1] To exclude expense relating to leases with lease term of one month or less.

16.53(d) [2] To exclude expense relating to short-term lease of low-value assets which has been included in the disclosure for "expense relating to short-term lease".

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

33. PROFIT BEFORE TAX (CONTINUED)

Other than disclosed elsewhere in the financial statements, the following items have been charged/(credited) in arriving at profit before tax (continued):

Reference		Note	Group 2020 RM'000	Group 2019 RM'000	Company 2020 RM'000	Company 2019 RM'000
141.50(a)	Fair value loss of produce growing on bearer plants		-	3,047	-	-
7.20(a)(i)	Net fair value loss on derivatives		-	1,850	100	-
7.20(a)(i)	Net fair value loss on fair value hedge		800	-	3,900	-
136.126(a) 15.113(b)	Impairment losses on financial assets and contract assets:					
	- Impairment loss on trade and other receivables		1,500	1,500	300	300
	- Impairment loss on contract assets		1,050	958	335	277
136.126(b)	- Reversal of impairment losses on trade and other receivables		(100)	-	-	-
101.98(a)	Inventories written down		200	240	20	25
138.126	Research and development expenditure		1,000	500	-	-
121.52(a)	Net realised foreign exchange loss		6,200	6,500	-	-
121.52(a)	Net unrealised foreign exchange loss		5,838	-	-	500
	Provision for warranties	**26**	5,500	1,000	-	-
	Provision for site restoration costs	**26**	-	2,000	2,500	500
	Provision for legal claims	**26**	1,000	-	-	-
101.104	Employee benefits expense	**34**	58,600	48,200	24,900	19,900

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.104

34. EMPLOYEE BENEFITS EXPENSE

Reference		Note	Group 2020 RM'000	Group 2019 RM'000	Company 2020 RM'000	Company 2019 RM'000
	Wages and salaries		49,255	32,001	22,700	10,000
119.53	Defined contribution plans		5,800	4,300	2,200	1,300
	Defined benefit plans	24	3,545	3,299	-	-
2.51(a)	Share-based payments		-	8,600	-	8,600
			58,600	**48,200**	**24,900**	**19,900**
	Included in employee benefits expenses are:					
5Sch(I)(2)(a)	**Directors of the Company**					
	Executive directors					
	- Fees		2,000	2,000	600	600
	- Other emoluments		6,600	6,000	2,200	1,600
			8,600	8,000	2,800	2,200
	Non-executive Directors					
	- Fees		xxx	xxx	xxx	xxx
	- Other emoluments		xxx	xxx	xxx	xxx
			xxx	xxx	xxx	xxx
	Directors of subsidiaries					
	Executive Directors					
	- Fees		xxx	xxx	xxx	xxx
	- Other emoluments		xxx	xxx	xxx	xxx
			xxx	xxx	xxx	xxx
			8,600	**8,000**	**2,800**	**2,200**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

35. INCOME TAX EXPENSE

112.79 The major components of income tax expense for the financial years ended 31 December 2020 and 31 December 2019 are as follows:

Reference		Note	Group 2020 RM'000	Group 2019 RM'000	Company 2020 RM'000	Company 2019 RM'000
	Statements of comprehensive income					
	Continuing operations					
	Current income tax:					
112.80(a)	- Current income tax charge		42,070	22,335	11,050	5,310
112.80(b)	- Adjustment in respect of prior years		(570)	(1,335)	250	(110)
			41,500	21,000	11,300	5,200
	Deferred tax:					
112.80(c)	Origination of temporary differences		3,100	2,400	3,200	750
112.80(d)	Effect of changes in tax rate		-	(100)	-	(50)
			3,100	2,300	3,200	700
	Income tax expense attributable to continuing operations		44,600	23,300	14,500	5,900
	Income tax (benefit)/expense attributable to discontinued operation	**19(b)**	(700)	500	-	-
	Income tax expense recognised in profit or loss		**43,900**	**23,800**	**14,500**	**5,900**

Domestic income tax is calculated at the Malaysian statutory income tax rate of 24% (2019: 24%) of the estimated assessable profit for the financial year.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

35. INCOME TAX EXPENSE (CONTINUED)

112.81(c) The reconciliations from the tax amount at the statutory income tax rate to the Group's and the Company's tax expense are as follows:

	Group		Company	
	2020 RM'000	2019 RM'000	2020 RM'000	2019 RM'000
Profit before tax from continuing operations	178,500	93,200	58,200	27,200
(Loss)/profit before tax from discontinued operation	(3,500)	1,700	-	-
Accounting profit before tax	175,000	94,900	58,200	27,200
Tax at Malaysian statutory income tax rate of 24%	42,000	22,776	13,968	6,528
Different tax rates in other countries	(1,323)	140	-	-
Share of results of associates	(3,308)	(1,400)	-	-
Share of results of joint ventures	(150)	(675)	-	-
Effect of changes in tax rate	-	(100)	-	(50)
Adjustments:				
Income not subject to tax	(12,200)	(9,600)	(418)	(1,328)
Non-deductible expenses	18,251	13,994	700	860
Deferred tax not recognised on tax losses and temporary differences	1,200	-	-	-
Adjustment in respect of current income tax of prior years	(570)	(1,335)	250	(110)
112.80(e) Utilisation of previously unrecognised tax losses and capital allowances	xxx	xxx	xxx	xxx
112.80(f) Deferred tax not recognised on previously unrecognised tax losses and temporary differences	xxx	xxx	xxx	xxx
112.80(g) Write-down of deferred tax asset / (Reversal of a previously write-down of deferred tax assets)	xxx	xxx	xxx	xxx
Adjustment in respect of deferred tax of prior years	xxx	xxx	xxx	xxx
Income tax expense	**43,900**	**23,800**	**14,500**	**5,900**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.90

36. OTHER COMPREHENSIVE INCOME

Group 2020	Exchange reserve RM'000	Fair value reserve for financial assets at FVOCI RM'000	Cash flow hedge reserve RM'000	Retained earnings RM'000	Sub-total (Gross) RM'000	Non-controlling interest RM'000	Total (Gross) RM'000	Income tax (expense)/ benefit RM'000	Total (Net of tax) RM'000
Items that will not be reclassified subsequently to profit or loss	-	1,562	-	607	**2,169**	681	**2,850**	(100)	**2,750**
Remeasurement of defined benefit plans	-	-	-	480	**480**	-	**480**	(100)	**380**
Fair value gain of equity instruments designated at fair value through other comprehensive income	-	1,562	-	-	**1,562**	638	**2,200**	-	**2,200**
Share of other comprehensive income of associates	-	-	-	127	**127**	43	**170**	-	**170**
Items that may be reclassified subsequently to profit or loss	5,425	-	1,376	-	**6,801**	919	**7,720**	(370)	**7,350**
Exchange differences on translation of foreign operations	5,000	-	-	-	**5,000**	50	**5,050**	-	**5,050**
Reclassification adjustments of exchange translation reserve	(1,000)	-	-	-	**(1,000)**	-	**(1,000)**	-	**(1,000)**
Fair value gain of debt instruments at fair value through other comprehensive income	-	xxx	-	-	**xxx**	-	**xxx**	xxx	**xxx**
Cash flow hedges	-	-	2,376	-	**2,376**	394	**2,770**	(570)	**2,200**
Reclassification adjustments of cash flow hedges	-	-	(1,000)	-	**(1,000)**	-	**(1,000)**	200	**(800)**
Share of other comprehensive income of associates	1,425	-	-	-	**1,425**	475	**1,900**	-	**1,900**
	5,425	1,562	1,376	607	**8,970**	1,600	**10,570**	(470)	**10,100**
Income tax expense	-	-	(370)	(100)	**(470)**	-	**(470)**		
	5,425	**1,562**	**1,006**	**507**	**8,500**	**1,600**	**10,100**		

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.90

36. OTHER COMPREHENSIVE INCOME (CONTINUED)

Group 2019	Exchange reserve RM'000	Fair value reserve for financial assets at FVOCI RM'000	Cash flow hedge reserve RM'000	Retained earnings RM'000	Sub-total (Gross) RM'000	Non-controlling interest RM'000	Total (Gross) RM'000	Income tax (expense)/ benefit RM'000	Total (Net of tax) RM'000
Items that will not be reclassified subsequently to profit or loss	-	3,245	-	2,305	**5,550**	580	**6,130**	(200)	**5,930**
Remeasurement of defined benefit plans	-	-	-	2,230	**2,230**	-	**2,230**	(200)	**2,030**
Fair value gain of equity instruments designated at fair value through other comprehensive income	-	3,245	-	-	**3,245**	555	**3,800**	-	**3,800**
Share of other comprehensive income of associates	-	-	-	75	**75**	25	**100**	-	**100**
Items that may be reclassified subsequently to profit or loss	2,250	-	(1,600)	-	**650**	220	**870**	300	**1,170**
Exchange differences on translation of foreign operations	1,800	-	-	-	**1,800**	70	**1,870**	-	**1,870**
Fair value gain of debt instruments at fair value through other comprehensive income	-	xxx	-	-	**xxx**	-	**xxx**	xxx	**xxx**
Cash flow hedges	-	-	(2,100)	-	**(2,100)**	-	**(2,100)**	400	**(1,700)**
Reclassification adjustments of cash flow hedges	-	-	500	-	**500**	-	**500**	(100)	**400**
Share of other comprehensive income of associates	450	-	-	-	**450**	150	**600**	-	**600**
	2,250	3,245	(1,600)	2,305	**6,200**	800	**7,000**	100	**7,100**
Income tax expense	-	-	300	(200)	**100**	-	**100**		
	2,250	**3,245**	**(1,300)**	**2,105**	**6,300**	**800**	**7,100**		

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.90

36. OTHER COMPREHENSIVE INCOME (CONTINUED)

Company **2020**	**Fair value reserve for financial assets at FVOCI RM'000**	**Cash flow hedge reserve RM'000**	**Total (Gross) RM'000**	**Income tax (expense)/ benefit RM'000**	**Total (Net of tax) RM'000**
Items that will not be reclassified subsequently to profit or loss					
Fair value gain of equity instruments designated at fair value through other comprehensive income	3,000	-	**3,000**	-	**3,000**
Items that may be reclassified subsequently to profit or loss	-	2,500	**2,500**	(300)	**2,200**
Cash flow hedges	-	2,900	**2,900**	(400)	**2,500**
Reclassification adjustments of cash flow hedges	-	(400)	**(400)**	100	**(300)**
	3,000	2,500	5,500	(300)	5,200
Income tax expense	-	(300)	(300)		
	3,000	**2,200**	**5,200**		
2019					
Items that will not be reclassified subsequently to profit or loss					
Fair value gain of equity instruments designated at fair value through other comprehensive income	2,000	-	**2,000**	-	**2,000**
Items that may be reclassified subsequently to profit or loss	-	2,000	**2,000**	(500)	**1,500**
Cash flow hedges	-	3,000	**3,000**	(700)	**2,300**
Reclassification adjustments of cash flow hedges	-	(1,000)	**(1,000)**	200	**(800)**
	2,000	2,000	**4,000**	(500)	**3,500**
Income tax expense	-	(500)	**(500)**		
	2,000	**1,500**	**3,500**		

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

37. EARNINGS/(LOSS) PER SHARE

Basic earnings/(loss) per ordinary share

133.10 Basic earnings/(loss) per share are based on the profit/(loss) for the financial year attributable to owners of the Company and the weighted average number of ordinary shares outstanding during the financial year, calculated as follows:

Reference		2020 RM'000	2019 RM'000
133.70(a)	Profit/(loss) attributable to owners of the Company:		
	- Continuing operations	121,000	60,700
	- Discontinued operation	(2,800)	1,200
		118,200	61,900

Reference		2020 '000	2019 '000
133.70(b)	Weighted average number of ordinary shares for basic earnings/(loss) per share	250,000	200,000

Reference		2020 Sen	2019 Sen
133.68	Basic earnings/(loss) per ordinary share		
	- Continuing operations	48.4	30.4
	- Discontinued operation	(1.1)	0.6
		47.3	31.0

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

37. EARNINGS/(LOSS) PER SHARE (CONTINUED)

Diluted earnings per ordinary share

133.31 Diluted earnings/(loss) per share are based on the profit/(loss) for the financial year attributable to owners of the Company (after adjusting for interest on the convertible bonds) and the weighted average number of ordinary shares outstanding during the financial year plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares, calculated as follows:

Reference		2020 RM'000	2019 RM'000
133.70(a)	Profit attributable to owners of the Company:		
	- Continuing operations	121,000	60,700
	Interest expense on convertible bonds	2,452	-
	Profit used to determine diluted earnings per share	123,452	60,700
	(Loss)/profit from discontinued operation	(2,800)	1,200
		120,652	61,900

Reference		2020 '000	2019 '000
133.70(b)	Weighted average number of ordinary shares for basic earnings/(loss) per share	250,000	200,000
	Effect of dilution from:		
	- Convertible bonds	10,000	-
	- Share options	10,000	10,000
	Weighted average number of ordinary shares for diluted earnings/(loss) per share	270,000	210,000

Reference		2020 Sen	2019 Sen
133.68	Diluted earnings/(loss) per ordinary share		
	- Continuing operations	45.7	28.9
	- Discontinued operation	(1.0)	0.6
		44.7	29.5

133.68 There have been no transactions involving ordinary shares or potential ordinary shares since the reporting date and before the authorisation of these financial statements other than the issuance of 159,400 ordinary shares pursuant to the exercise of ESOS.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

101.107

38. DIVIDENDS

	Company	
	2020 RM'000	2019 RM'000
Recognised during the financial year:		
Dividends on ordinary shares:		
- Single tier final dividend for the financial year ended 31 December 2019: 5.26 sen per ordinary share, paid on 20 April 2020	10,000	-
- Single tier final dividend for the financial year ended 31 December 2018: 5.12 sen per ordinary share, paid on 15 April 2019	-	10,000
- Single tier interim dividend for the financial year ended 31 December 2020: 3.45 sen per ordinary share, paid on 18 June 2020	10,000	-
- Single tier interim dividend for the financial year ended 31 December 2019: 2.63 sen per ordinary share, paid on 30 June 2019	-	5,000
	20,000	15,000

101.137(a)

At the forthcoming Annual General Meeting, a single tier final dividend of 5.17 sen (2019: 5.26 sen) per ordinary share, amounting to RM15,000,000 (2019: RM10,000,000) in respect of the current financial year, based on the number of outstanding ordinary shares in issue (net of treasury shares) as at 31 December 2020, will be proposed for the shareholders' approval.

110.12
110.13

The financial statements for the current financial year do not reflect this proposed dividend. Such dividend, if approved by the shareholders, will be accounted for in equity as an appropriation of retained earnings in the financial year ending 31 December 2021.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS

7.6
7.8

(a) Categories of financial instruments

The following table analyses the financial instruments in the statements of financial position by the classes of financial instruments to which they are assigned:
(i) Fair value through profit or loss ("FVPL")
(ii) Designated fair value through profit or loss ("DFVPL")
(iii) Amortised cost
(iv) Fair value through other comprehensive income ("FVOCI")
(v) Designated fair value through other comprehensive income ("DFVOCI")

	Carrying amount RM'000	Amortised cost RM'000	FVPL RM'000	DFVPL RM'000	FVOCI RM'000	DFVOCI RM'000	Derivatives used for hedging RM'000
At 31 December 2020							
Financial assets							
Group							
Other investments	81,400	35,600	-	xxx	xxx	45,800	-
Trade and other receivables	143,700	143,700	-	xxx	xxx	-	-
Derivative financial assets	8,500	-	3,200	xxx	xxx	-	5,300
Cash and short-term deposits	38,500	38,500	-	xxx	xxx	-	-
	272,100	217,800	3,200	xxx	xxx	45,800	5,300
Company							
Other investments	53,300	27,800	-	xxx	xxx	25,500	-
Trade and other receivables	86,800	86,800	-	xxx	xxx	-	-
Derivative financial assets	4,200	-	1,500	xxx	xxx	-	2,700
Cash and short-term deposits	12,500	12,500	-	xxx	xxx	-	-
	156,800	127,100	1,500	xxx	xxx	25,500	2,700
Financial liabilities							
Group							
Loans and borrowings	(290,200)	(290,200)	-	-	-	-	-
Trade and other payables	(108,500)	(103,238)	-	(5,262)	-	-	-
Derivatives financial liabilities	(2,500)	-	(1,000)	-	-	-	(1,500)
	(401,200)	(393,438)	(1,000)	(5,262)	-	-	(1,500)
Company							
Loans and borrowings	(168,800)	(168,800)	-	-	-	-	-
Trade and other payables	(20,800)	(19,800)	-	(1,000)	-	-	-
Derivatives financial liabilities	(1,500)	-	-	-	-	-	(1,500)
	(191,100)	(188,600)	-	(1,000)	-	-	(1,500)

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

7.6
7.8

(a) Categories of financial instruments (continued)

	Carrying amount RM'000	Amortised cost RM'000	FVPL RM'000	DFVPL RM'000	FVOCI RM'000	DFVOCI RM'000	Derivatives used for hedging RM'000
At 31 December 2019							
Financial assets							
Group							
Other investments	76,810	37,010	-	xxx	xxx	39,800	-
Trade and other receivables	111,190	111,190	-	xxx	xxx	-	-
Derivative financial assets	6,500	-	2,500	xxx	xxx	-	4,000
Cash and short-term deposits	18,500	18,500	-	xxx	xxx	-	-
	213,000	166,700	2,500	xxx	xxx	39,800	4,000
Company							
Other investments	19,800	14,500	-	xxx	xxx	5,300	-
Trade and other receivables	23,800	23,800	-	xxx	xxx	-	-
Derivative financial assets	5,000	-	1,600	xxx	xxx	-	3,400
Cash and short-term deposits	6,500	6,500	-	xxx	xxx	-	-
	55,100	44,800	1,600	xxx	xxx	5,300	3,400
Financial liabilities							
Group							
Loans and borrowings	(204,200)	(204,200)	-	xxx	-	-	-
Trade and other payables	(92,200)	(92,200)	-	xxx	-	-	-
Derivatives financial liabilities	(1,900)	-	(1,100)	xxx	-	-	(800)
	(298,300)	(296,400)	(1,100)	xxx	-	-	(800)
Company							
Loans and borrowings	(84,700)	(84,700)	-	-	-	-	-
Trade and other payables	(37,400)	(36,400)	-	(1,000)	-	-	-
Derivatives financial liabilities	(500)	-	-	-	-	-	(500)
	(122,600)	(121,100)	-	(1,000)	-	-	(500)

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management

7.31 The Group's and the Company's activities are exposed to a variety of financial risks arising from their operations and the use of financial instruments. The key financial risks include credit risk, liquidity risk, foreign currency risk, interest rate risk and market price risk. The Group's and the Company's overall financial risk management objective is to optimise value for their shareholders. The Group and the Company use derivative financial instruments, such as, foreign exchange contracts to hedge certain exposures. The Group and the Company do not trade in financial instruments.

The Board of Directors reviews and agrees to policies and procedures for the management of these risks, which are executed by the Group's senior management. The audit committee provides independent oversight to the effectiveness of the risk management process.

(i) Credit risk

7.33(a) Credit risk is the risk of financial loss to the Group and the Company that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group and the Company are exposed to credit risk from its operating activities
7.33(b) (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments. The Group and the Company have a credit policy in place and the exposure to credit risk is managed through the application of credit approvals, credit limits and monitoring procedures. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment.

Trade receivables and contract assets

7.35K(a) As at the end of the reporting period, the maximum exposure to credit risk arising from trade receivables and contract assets is represented by the carrying amounts in the statements of financial position.

7.35K(b) The carrying amount of trade receivables and contract assets are not secured by any collateral or supported by any other credit enhancements. In determining the recoverability of these receivables, the Group and the Company consider any change in the credit quality of the receivables from the date the credit was initially granted up to the reporting date. The Group and the Company have adopted a policy of dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(i) Credit risk (continued)

Trade receivables and contract assets (continued)

7.34(c) Credit risk concentration profile
7.B8 The Group and the Company determine the credit risk concentration of its trade receivables and contract assets by industry sector profile on an ongoing basis. The credit risk concentration profile of the Group's and the Company's trade receivables and contract assets at the reporting date are as follows:

Trade receivables:

	31.12.2020		31.12.2019	
Group	**RM'000**	**%**	**RM'000**	**%**
Crude palm oil and palm kernel	42,900	44%	16,723	24%
Construction services	29,801	30%	23,455	33%
Property development	20,189	21%	24,189	34%
Plastic mould manufacturing	1,855	2%	1,938	3%
Others	3,455	3%	4,595	6%
	98,200	100%	70,900	100%
Company				
Construction services	25,874	52%	6,352	42%
Property development	23,875	47%	8,284	55%
Others	251	1%	364	3%
	50,000	100%	15,000	100%

Contract assets:

	31.12.2020		31.12.2019	
Group	**RM'000**	**%**	**RM'000**	**%**
Construction services	78,820	91%	72,357	92%
Property development	7,580	9%	6,043	8%
	86,400	100%	78,400	100%
Company				
Construction services	10,102	75%	7,656	78%
Property development	3,298	25%	2,144	22%
	13,400	100%	9,800	100%

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(i) Credit risk (continued)

Trade receivables and contract assets (continued)

7.35F(c) The Group and the Company apply the simplified approach to provide for impairment losses prescribed by MFRS 9 *Financial Instruments*, which permits the use of the lifetime expected credit losses provision for all trade receivables and contract assets. To measure the impairment losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The impairment losses also incorporate forward looking information.

7.35M
7.35N
7.IG20D

The information about the credit risk exposure on the Group's and Company's trade receivables and contract assets using provision matrix are as follows:

		Trade receivables				
Group	**Contract assets**	**Current**	**> 30 days past due**	**> 60 days past due**	**> 90 days past due**	**Total**
At 31 December 2020						
Expected credit loss rate	x-x%	x-x%	x-x%	x-x%	x-x%	x-x%
Gross carrying amount at default	87,450	xxx	xxx	xxx	xxx	106,400
Impairment losses	1,050	xxx	xxx	xxx	xxx	1,500
At 31 December 2019						
Expected credit loss rate	x%	x%	x%	x%	x%	x%
Gross carrying amount at default	79,358	xxx	xxx	xxx	xxx	78,000
Impairment losses	958	xxx	xxx	xxx	xxx	1,500

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(i) Credit risk (continued)

Trade receivables and contract assets (continued)

7.35M
7.35N
The information about the credit risk exposure on the Group's and Company's trade receivables and contract assets using provision matrix are as follows (continued):

		Trade receivables				
Company	**Contract assets**	**Current**	**> 30 days past due**	**> 60 days past due**	**> 90 days past due**	**Total**
At 31 December 2020						
Expected credit loss rate	x-x%	x-x%	x-x%	x-x%	x-x%	x-x%
Gross carrying amount at default	13,735	xxx	xxx	xxx	xxx	51,500
Impairment losses	335	xxx	xxx	xxx	xxx	300
At 31 December 2019						
Expected credit loss rate	x%	x%	x%	x%	x%	x%
Gross carrying amount at default	10,077	xxx	xxx	xxx	xxx	16,200
Impairment losses	277	xxx	xxx	xxx	xxx	300

For construction contracts, as there are only a few customers, the Group and the Company assessed the risk of loss of each customer individually based on their financial information, past trend of payments and external credit ratings, where applicable.

7.35I
The following significant changes in the gross carrying amounts of trade receivables and contract assets contributed to the changes in the impairment loss allowance during the financial year 2020:

- The growth of the Group's business in Asian resulted in increase in trade receivables of RMXXX and increase in the Group's impairment losses in the financial year 2020 of RM XXX.
- The COVID-19 pandemic resulted in modification of contractual cash flows of trade receivables and increase in the Group's impairment losses in the financial year 2020 of RMXXX.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(i) Credit risk (continued)

Other receivables and other financial assets

7.33(b)
7.35K(a)

For other receivables and other financial assets (including investment securities, cash and cash equivalents and derivatives), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties. At the reporting date, the Group's and the Company's maximum exposure to credit risk arising from other receivables and other financial assets is represented by the carrying amount of each class of financial assets recognised in the statements of financial position.

7.35F(a)
9.B5.5.5
7.35G(a)

The Group and the Company consider the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group and the Company compare the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information. Especially the following indicators are incorporated:

- internal credit rating
- external credit rating (as far as available)
- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the borrower's ability to meet its obligations
- actual or expected significant changes in the operating results of the borrower
- significant increases in credit risk on other financial instruments of the same borrower
- significant changes in the value of the collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements
- significant changes in the expected performance and behaviour of the borrower, including changes in the payment status of borrowers in the group and changes in the operating results of the borrower

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(i) Credit risk (continued)

Other receivables and other financial assets (continued)

7.35G(b) Macroeconomic information (such as market interest rates or growth rates) is incorporated as part of the internal rating model.

7.35F(a)(ii) Regardless of the analysis above, a significant increase in credit risk is presumed if a debtor is more than 30 days past due in making a contractual payment. ❶

Some intercompany loans between entities within the Group are repayable on demand. For loans that are repayable on demand, impairment losses are assessed based on the assumption that repayment of the loan is demanded at the reporting date. If the borrower does not have sufficient highly liquid resources when the loan is demanded, the Group and the Company will consider the expected manner of recovery and recovery period of the intercompany loan.

As at the end of the reporting date, the Group and the Company did not recognise any loss allowance for impairment for other receivables and other financial assets. Refer to Note 3.16(a) for the Group's and the Company's other accounting policies for impairment of financial assets.

Finance lease receivables ❷

7.35K(a) The credit risk associated with finance lease receivables is mitigated by way of obtaining security over the leased equipment. At the reporting date, the Group's maximum exposure to credit risk is represented by the carrying amounts recognised in the statements of financial position.

As at the end of the reporting date, the Group and the Company did not recognise any loss allowance for impairment for finance lease receivables.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(i) Credit risk (continued)

Financial guarantee contracts

7.35K(a)

The Company is exposed to credit risk in relation to financial guarantees given to banks in respect of loans granted to certain subsidiaries. The Company monitors the results of the subsidiaries and their repayment on an on-going basis. The maximum exposure to credit risks amounts to RM83,535,000 (31.12.2019: RM88,300,000) representing the maximum amount the Company could pay if the guarantee is called on as disclosed in Note 39(b)(ii). As at the reporting date, there was no loss allowance for impairment as determined by the Company for the financial guarantee.

The financial guarantees have not been recognised since the fair value on initial recognition was not material as the guarantee is provided as credit enhancement to subsidiaries' secured borrowings.

Commentary:

7.35F(a)(ii)

1. An entity shall explain if the presumption in MFRS 9.5.11, that there have been significant increases in credit risk since initial recognition when financial assets are more than 30 days past due, has been rebutted.

9.5.5.15(b)

2. An entity has an accounting policy choice to measure the loss allowance using simplified or general approach. That accounting policy shall be applied to all lease receivables but may be applied separately to finance and operating lease receivables.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(i) Credit risk (continued)

Commentary (continued):

Illustrative disclosure where there is impairment loss recognised for financial assets using general approach

7.35F(b)
7.35F(d)-(e)
7.35G(a)

A summary of the assumptions underpinning the Company's expected credit loss model is as follows:

Category	Definition of category	Basis of recognition of expected credit loss provision
Performing	Customers have a low risk of default and a strong capacity to meet contractual cash flows	12 month expected loss. Where the expected lifetime of an asset is less than 12 months, expected losses are measured at its expected lifetime.
Underperforming	Loans for which there is a significant increase in credit risk; as significant increase in credit risk is presumed if interest and/or principal repayments are 30 days past due (see above in more detail)	Lifetime expected loss
Non-performing	Interest and/or principal repayments are 60 days past due	Lifetime expected loss
Write-off	Interest and/or principal repayments are 120 days past due and there is no reasonable expectation of recovery.	Asset is written off

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(i) Credit risk (continued)

Commentary (continued):

Illustrative disclosure where there is impairment loss recognised for financial assets using general approach (continued)

7.35M The tables below detail the credit quality of the Group's and the Company's financial assets and other items, as well as maximum exposure to credit risk by credit risk rating grades:

Group	Note	External credit rating	Internal credit rating	12-months or lifetime expected credit losses (ECLs)	Gross carrying amount RM'000	Loss allowance RM'000	Net carrying amount RM'000
At 31 December 2020							
Other receivables	xx	n.a	Performing	12-months ECL	xxx	(xxx)	xxx
Debt securities	xx	BBB-	Performing	12-months ECL	xxx	-	xxx
					xxx	xxx	xxx

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(i) Credit risk (continued)

Commentary (continued):

Illustrative disclosure where there is impairment loss recognised for financial assets using general approach (continued)

7.35M The tables below detail the credit quality of the Group's and the Company's financial assets and other items, as well as maximum exposure to credit risk by credit risk rating grades (continued):

Company	Note	External credit rating	Internal credit rating	12-months or lifetime expected credit losses (ECLs)	Gross carrying amount RM'000	Loss allowance RM'000	Net carrying amount RM'000
At 31 December 2020							
Other receivables	xx	n.a	Performing	12-months ECL	xxx	(xxx)	xxx
Debt securities	xx	BBB-	Performing	12-months ECL	xxx	-	xxx
					xxx	xxx	xxx

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(ii) Liquidity risk

7.33(a) Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations when they fall due. The Group's and the Company's exposure to liquidity risk arise primarily from mismatches of the maturities between financial assets and liabilities. The Group's and the Company's exposure to liquidity risk arise principally from trade and other payables, loans and borrowings.

7.33(b)
7.39(c) The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by facilities. The Group and the Company maintain sufficient liquidity and available funds to meet daily cash needs, while maintaining controls and security over cash movements. The Group and the Company use a series of processes to obtain maximum benefits from its flow of funds, such that they are efficiently managed to maximise income from investment and minimise cost on borrowed funds. The Group's and the Company's treasury department also ensure that there are sufficient unutilised stand-by facilities, funding and liquid assets available to meet both short-term and long-term funding requirements.

7.39(a)
7.39(b) <u>Maturity analysis</u>
The maturity analysis of the Group's and the Company's financial liabilities by their relevant maturity at the reporting date based on contractual undiscounted repayment obligations are as follows:

Group		------------------------ Contractual cash flows ------------------------			
At 31 December 2020	Carrying amount RM'000	On demand or within 1 year RM'000	Between 1 and 5 years RM'000	More than 5 years RM'000	Total RM'000
Trade and other payables	108,500	102,500	6,000	-	108,500
Redeemable preference shares	40,000	2,000	54,000	-	56,000
Convertible bonds	71,900	6,500	26,000	126,000	158,500
Lease liabilities	15,800	2,100	15,700	-	17,800
Term loans	132,000	18,000	93,668	29,852	141,520
Revolving credit	2,500	2,764	-	-	2,764
Government loan	8,000	1,600	1,900	5,450	8,950
Medium-term notes	20,000	4,000	8,450	11,500	23,950
Derivative financial liabilities	2,500	2,500	-	-	2,500
	401,200	**141,964**	**205,718**	**172,802**	**520,484**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(ii) Liquidity risk (continued)

7.39(a) Maturity analysis (continued)
7.39(b) The maturity analysis of the Group's and the Company's financial liabilities by their relevant maturity at the reporting date based on contractual undiscounted repayment obligations are as follows (continued):

Group		Contractual cash flows			
At 31 December 2019	Carrying amount RM'000	On demand or within 1 year RM'000	Between 1 and 5 years RM'000	More than 5 years RM'000	Total RM'000
Trade and other payables	92,200	86,200	6,000	-	92,200
Redeemable preference shares	40,000	2,000	54,000	-	56,000
Lease liabilities	8,700	1,050	8,550	-	9,600
Term loans	125,700	15,000	73,076	27,564	115,640
Revolving credit	2,000	2,287	-	-	2,287
Medium-term notes	27,800	8,950	13,050	13,800	35,800
Derivative financial liabilities	1,900	1,900	-	-	1,900
	298,300	**117,387**	**154,676**	**41,364**	**313,427**

Company		Contractual cash flows			
At 31 December 2020	Carrying amount RM'000	On demand or within 1 year RM'000	Between 1 and 5 years RM'000	More than 5 years RM'000	Total RM'000
Trade and other payables	20,800	16,800	4,000	-	20,800
Redeemable preference shares	40,000	2,000	54,000	-	56,000
Convertible bonds	71,900	6,500	26,000	126,000	158,500
Term loans	48,465	12,000	25,500	17,500	55,000
Revolving credit	435	562	-	-	562
Medium-term notes	8,000	1,830	2,500	4,930	9,260
Derivative financial liabilities	1,500	1,500	-	-	1,500
Financial guarantee contracts	-	83,535	-	-	83,535
	191,100	**124,727**	**112,000**	**148,430**	**385,157**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(ii) Liquidity risk (continued)

7.39(a) Maturity analysis (continued)
7.39(b) The maturity analysis of the Group's and the Company's financial liabilities by their relevant maturity at the reporting date based on contractual undiscounted repayment obligations are as follows (continued):

Company	Contractual cash flows				
At 31 December 2019	**Carrying amount RM'000**	**On demand or within 1 year RM'000**	**Between 1 and 5 years RM'000**	**More than 5 years RM'000**	**Total RM'000**
Trade and other payables	37,400	33,340	4,000	-	37,340
Redeemable preference shares	40,000	2,000	54,000	-	56,000
Term loans	37,400	9,000	22,800	5,200	37,000
Revolving credit	300	413	-	-	413
Medium-term notes	7,000	2,000	2,650	3,700	8,350
Derivative financial liabilities	500	500	-	-	500
Financial guarantee contracts	-	88,300	-	-	88,300
	122,600	**135,553**	**83,450**	**8,900**	**227,903**

Commentary:

Illustrative disclosure when there are significant doubts about going concern but mitigating actions judged sufficient to make going concern appropriate and the entity determines no material uncertainties (Close call)

At [31 December XX], the Group's current liabilities exceeding its current assets by RMXXXX, and the Group has RMXXX of borrowings. This includes committed bank facilities that are subject to financial covenants. [The Group is required to maintain a maximum debt-to-equity ratio of 0.5 to comply with a bank covenant. During the financial year, the Group has breached this covenant.] [Subsequent to financial year end, the Group successfully concluded a refinancing plan under which the Group received relaxation of covenants in its banking facilities.]

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(iii) Foreign currency risk

7.33(a) Foreign currency risk is the risk of fluctuation in fair value or future cash flows of a financial instrument as a result of changes in foreign exchange rates. The Group's and the Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's and the Company's operating activities (when sales, purchases and borrowings that are denominated in a foreign currency) and the Group's net investments in foreign subsidiaries.

7.33(b) Management has set up a policy that requires all companies within the Group and the Company to manage their treasury activities and exposures. The Group's and the Company's policy is to hedge all material foreign currency exposures arising from its transactions and balances using derivative instruments that have maturity periods that match the corresponding maturity periods of the hedged items. In addition, the Group and the Company also takes advantage of any natural effects of its foreign currencies revenues and expenses by maintaining current accounts in foreign currencies.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(iii) Foreign currency risk (continued)

The Group's and the Company's unhedged financial assets and liabilities that are not denominated in their functional currencies are as follows:

	Group				Company			
	Functional currencies				Functional currencies			
At 31 December 2020	**Ringgit Malaysia RM'000**	**United State Dollar RM'000**	**Singapore Dollar RM'000**	**Total RM'000**	**Ringgit Malaysia RM'000**	**United State Dollar RM'000**	**Singapore Dollar RM'000**	**Total RM'000**
Financial assets and liabilities not held in functional currencies:								
Trade receivables								
United State Dollar	5,570	-	-	5,570	372	-	-	372
Singapore Dollar	11,140	-	-	11,140	551	-	-	551
Indonesian Rupiah	3,342	-	-	3,342	-	-	-	-
Chinese Renminbi	-	-	-	-	355	-	-	355
Other currencies	2,028	-	-	2,028	-	-	-	-
	22,080	-	-	22,080	1,278	-	-	1,278
Other receivables								
United State Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Singapore Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Indonesian Rupiah	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Cash and short-term deposits								
United State Dollar	1,300	-	-	1,300	-	-	-	-
Singapore Dollar	2,100	-	-	2,100	-	-	-	-
Indonesian Rupiah	1,875	-	-	1,875	-	-	-	-
	5,275	-	-	5,275	-	-	-	-

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(iii) Foreign currency risk (continued)

The Group's and the Company's unhedged financial assets and liabilities that are not denominated in their functional currencies are as follows (continued):

	Group				Company			
	Functional currencies				Functional currencies			
	Ringgit Malaysia RM'000	United State Dollar RM'000	Singapore Dollar RM'000	Total RM'000	Ringgit Malaysia RM'000	United State Dollar RM'000	Singapore Dollar RM'000	Total RM'000
At 31 December 2020 (continued)								
Financial assets and liabilities not held in functional currencies:								
Trade payables								
United State Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Singapore Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Indonesian Rupiah	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Other payables								
United State Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Singapore Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Indonesian Rupiah	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Loans and borrowings								
United State Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Singapore Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Indonesian Rupiah	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(iii) Foreign currency risk (continued)

The Group's and the Company's unhedged financial assets and liabilities that are not denominated in their functional currencies are as follows (continued):

	Group				Company			
	Functional currencies				Functional currencies			
At 31 December 2019	**Ringgit Malaysia RM'000**	**United State Dollar RM'000**	**Singapore Dollar RM'000**	**Total RM'000**	**Ringgit Malaysia RM'000**	**United State Dollar RM'000**	**Singapore Dollar RM'000**	**Total RM'000**
Financial assets and liabilities not held in functional currencies:								
Trade receivables								
United State Dollar	4,195	-	-	4,195	403	-	-	403
Singapore Dollar	8,390	-	-	8,390	762	-	-	762
Indonesian Rupiah	2,517	-	-	2,517	-	-	-	-
Chinese Renminbi	431	-	-	431	-	-	-	-
Other currencies	2,178	-	-	2,178	2,178	-	-	2,178
	17,711	-	-	17,711	3,343	-	-	3,343
Other receivables								
United State Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Singapore Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Indonesian Rupiah	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Cash and short-term deposits								
United State Dollar	1,088	-	-	1,088	-	-	-	-
Singapore Dollar	1,733	-	-	1,733	-	-	-	-
Indonesian Rupiah	1,914	-	-	1,914	-	-	-	-
	4,735	-	-	4,735	-	-	-	-

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(iii) Foreign currency risk (continued)

The Group's and the Company's unhedged financial assets and liabilities that are not denominated in their functional currencies are as follows (continued):

	Group				Company			
	Functional currencies				Functional currencies			
	Ringgit Malaysia RM'000	United State Dollar RM'000	Singapore Dollar RM'000	Total RM'000	Ringgit Malaysia RM'000	United State Dollar RM'000	Singapore Dollar RM'000	Total RM'000
At 31 December 2019 (continued)								
Financial assets and liabilities not held in functional currencies:								
Trade payables								
United State Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Singapore Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Indonesian Rupiah	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Other payables								
United State Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Singapore Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Indonesian Rupiah	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Loans and borrowings								
United State Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Singapore Dollar	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Indonesian Rupiah	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(iii) Foreign currency risk (continued)

7.40(a)
7.40(b)

Sensitivity analysis for foreign currency risk
The Group's and the Company's principal foreign currency exposure relates mainly to United States Dollar ('USD') and Singapore Dollar ('SGD').

The following table demonstrates the sensitivity to a reasonably possible change in the USD and SGD, with all other variables held constant on the Group's and the Company's total equity and profit for the financial year.

	Change in rate	Effect on profit for the financial year	Effect on equity
	%	RM'000	RM'000
Group:			
31 December 2020			
- USD	+ 15%	xxx	xxx
	- 15%	xxx	xxx
- SGD	+ 15%	xxx	xxx
	- 15%	xxx	xxx
31 December 2019			
- USD	+ 15%	xxx	xxx
	- 15%	xxx	xxx
- SGD	+ 15%	xxx	xxx
	- 15%	xxx	xxx
Company:			
31 December 2020			
- USD	+ 15%	xxx	xxx
	- 15%	xxx	xxx
- SGD	+ 15%	xxx	xxx
	- 15%	xxx	xxx
31 December 2019			
- USD	+ 15%	xxx	xxx
	- 15%	xxx	xxx
- SGD	+ 15%	xxx	xxx
	- 15%	xxx	xxx

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(iv) Interest rate risk

7.33(a)
7.33(b)

Interest rate risk is the risk of fluctuation in fair value or future cash flows of the Group's and the Company's financial instruments as a result of changes in market interest rates. The Group's and the Company's exposure to interest rate risk arises primarily from their long-term loans and borrowings with floating interest rates. The Group's and the Company's policy to manage their interest rate risk is to hedge all material floating rate borrowings using interest rate swaps.

7.40(a)
7.40(b)

Sensitivity analysis for interest rate risk
The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant on the Group's and the Company's total equity and profit for the financial year.

	Change in basis points	Effect on profit for the financial year	Effect on equity
		RM'000	RM'000
Group:			
31 December 2020	+ 50	xxx	xxx
	- 50	xxx	xxx
31 December 2019	+ 50	xxx	xxx
	- 50	xxx	xxx
Company:			
31 December 2020	+ 50	xxx	xxx
	- 50	xxx	xxx
31 December 2019	+ 50	xxx	xxx
	- 50	xxx	xxx

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(v) Market price risk

7.33(a)
7.33(b)

Market price risk is the risk of fluctuation in fair value or future cash flows of the Group's financial instruments, agricultural produce stocks as a result of changes in market price (other than interest or exchange rates).

The Group's and the Company's investments in quoted equity instruments are subject to market price risk. Such exposures are not hedged as the investments are mostly stable blue chip companies and government securities, where the risks accepted are commensurate with the expected returns.

The Group's agricultural produce stocks are subject to price risk. The Group's strategy is to hedge forecast sales of expected production of crude palm oil and palm kernel in each quarter using the 3-month palm oil and palm kernel futures contracts. The Group does not anticipate that prices of other manufactured products will decline significantly in the foreseeable future and, therefore, has not entered into derivatives or other contracts to manage the risk of decline in prices of manufactured products.

7.40(a)
7.40(b)

Sensitivity analysis for equity price risk

The following table demonstrates the sensitivity to a reasonably change in the FTSE Bursa Malaysia KLCI ("FBM KLCI"), with all other variables held constant on the Group's and the Company's total equity and profit for the financial year.

	Change in % of FBMKLCI	Effect on profit for the financial year	Effect on equity
	%	RM'000	RM'000
Group:			
31 December 2020	+ 10%	xxx	xxx
	- 10%	xxx	xxx
31 December 2019	+ 10%	xxx	xxx
	- 10%	xxx	xxx

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management (continued)

(v) Market price risk (continued)

7.40(a)
7.40(b)
Sensitivity analysis for equity price risk (continued)

	Change in % of FBMKLCI	Effect on profit for the financial year	Effect on equity
	%	RM'000	RM'000
Company:			
31 December 2020	+ 10%	xxx	xxx
	- 10%	xxx	xxx
31 December 2019	+ 10%	xxx	xxx
	- 10%	xxx	xxx

7.40(a)
7.40(b)
Sensitivity analysis for commodity price risk

The following table demonstrates the sensitivity to a reasonably change of prices of palm oil products, with all other variables held constant on the Group's total equity and profit for the financial year.

	Change in % of price	Effect on profit for the financial year	Effect on equity
	%	RM'000	RM'000
Group:			
31 December 2020	+ 10%	xxx	xxx
	- 10%	xxx	xxx
31 December 2019	+ 10%	xxx	xxx
	- 10%	xxx	xxx

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(c) Hedging activities

7.21A The Group and the Company are exposed to certain risks relating to its ongoing business operations. The primary risks managed using derivative instruments are foreign currency risk and interest rate risk.

The Group's and the Company's risk management strategy and how it is applied to manage risk are explained in Note 39(b).

(i) Fair value hedge

7.22B(a) Foreign exchange forward contracts are designated as hedging instruments in fair value hedges of forecast sales and forecast purchases in USD. These forecast transactions are highly probable, and they comprise about xx% of the Group's total expected sales in USD and about xx% of its total expected purchases in USD. The foreign exchange forward contract balances vary with the level of expected foreign currency sales and purchases and changes in foreign exchange forward rates.

7.22B(b) There is an economic relationship between the hedged items and the hedging
7.22B(c) instruments as the terms of the foreign exchange contracts match the terms of the
7.22C expected highly probable forecast transactions (i.e. notional amount and expected payment rate). The Group has established a hedge ratio of 1:1 for the hedging relationships as the underlying risk of foreign exchange contracts are identical to the hedged risk components. To test the hedge effectiveness, the Group uses the hypothetical derivative method and compares the changes in the fair value of the hedging instruments against the changes in fair value of the hedged items attributable to the hedged risks.

7.22B(c) The hedged ineffectiveness can arise from:
7.23D
- Differences in the timing of the cash flows of the hedged items and hedging instruments.
- Different indexes linked to the hedged risk of the hedged items and hedging instruments.
- The counterparties' credit risk differently impacting the fair value movements of the hedging instrument and hedged item.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(c) Hedging activities (continued)

7.34(a)

(i) Fair value hedge (continued)

(a) Fair value hedges of recognised trade receivables:

	Average RM/USD rate		Foreign currency amount		Contract value		Fair value loss in profit or loss	
	2020	2019	2020	2019	2020	2019	2020	2019
			USD'000	USD'000	RM'000	RM'000	RM'000	RM'000
Group								
Forward USD foreign currency:								
7.23B “Sell” contracts:								
- 3 months to maturity	3.3444	3.2200	5,000	4,000	16,722	12,880	400	100
- 6 months to maturity	3.4800	3.2560	3,000	4,000	10,440	13,024	600	200
			8,000	**8,000**	**27,162**	**25,904**	**1,000**	**300**
Company								
Forward USD foreign currency:								
“Sell” contracts:								
- 3 months to maturity	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
- 6 months to maturity	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
			xxx	**xxx**	**xxx**	**xxx**	**xxx**	**xxx**

(b) Fair value hedges of recognised trade payables:

	Average RM/USD rate		Foreign currency amount		Contract value		Fair value gain in profit or loss	
	2020	2019	2020	2019	2020	2019	2020	2019
			USD'000	USD'000	RM'000	RM'000	RM'000	RM'000
Group								
7.23B Forward USD foreign currency:								
“Buy” contracts:								
- 3 months to maturity	3.301	3.478	4,000	2,000	13,204	6,956	(200)	(100)

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(c) Hedging activities (continued)

7.34(a)

(i) Fair value hedge (continued)

(b) Fair value hedges of recognised trade payables (continued):

	Average RM/USD rate		Foreign currency amount		Contract value		Fair value gain in profit or loss	
	2020	2019	2020	2019	2020	2019	2020	2019
			USD'000	USD'000	RM'000	RM'000	RM'000	RM'000
Company								
Forward USD foreign currency:								
"Buy" contracts:								
- 3 months to maturity	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx

During the financial year, the hedge was 100% effective in hedging the fair value exposure to changes in foreign exchange currency. As a result, the carrying amounts of trade receivables and payables were adjusted by RM1,000,000 (31.12.2019: RM300,000) and RM200,000 (31.12.2019: RM100,000) respectively. The adjustments were included in profit or loss simultaneously with the fair value loss of forward foreign exchange contracts.

7.24B

Hedge item in financial position	Carrying amount		Accumulated fair value adjustments		Change in fair value		Accumulated fair value of ceased items	
	2020	2019	2020	2019	2020	2019	2020	2019
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Group								
Trade receivables	8,000	8,000	(1,300)	(300)	(1,000)	(300)	-	-
Trade payables	(4,000)	2,000	300	100	200	100	-	-
	4,000	**10,000**	**(1,000)**	**(200)**	**(800)**	**(200)**	**-**	**-**
Company								
Trade receivables	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
Trade payables	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
	xxx	**xxx**	**xxx**	**xxx**	**xxx**	**xxx**	**xxx**	**xxx**

No ineffectiveness recognised in profit or loss during the financial year.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(c) Hedging activities (continued)

(ii) Cash flow hedge

7.22B(a) Foreign exchange forward contracts are designated as hedging instruments in cash flows hedges of forecast sales in USD. These forecast transactions are highly probable, and they comprise about xx% of the Group's total expected sales in USD. The foreign exchange forward contract balances vary with the level of expected foreign currency sales and changes in foreign exchange forward rates.

7.22B(b)
7.22B(c)
7.22C

There is an economic relationship between the hedged items and the hedging instruments as the terms of the foreign exchange contracts match the terms of the expected highly probable forecast transactions (i.e. notional amount and expected payment rate). The Group has established a hedge ratio of 1:1 for the hedging relationships as the underlying risk of foreign exchange contracts are identical to the hedged risk components. To test the hedge effectiveness, the Group uses the hypothetical derivative method and compares the changes in the fair value of the hedging instruments against the changes in fair value of the hedged items attributable to the hedged risks.

The hedged ineffectiveness can arise from:

7.22B(c)
7.23D

- Differences in the timing of the cash flows of the hedged items and hedging instruments.
- Different indexes linked to the hedged risk of the hedged items and hedging instruments.
- The counterparties' credit risk differently impacting the fair value movements of the hedging instrument and hedged item.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(c) Hedging activities (continued)

(ii) Cash flow hedge (continued)

Reference		Average RM/USD rate		Foreign currency amount		Contract value		Fair value loss/ (gain) in other comprehensive income	
		2020	2019	2020	2019	2020	2019	2020	2019
				USD'000	USD'000	RM'000	RM'000	RM'000	RM'000
	Group								
	Forward USD foreign currency:								
7.23B	"Sell" contracts:								
	- 6 months to maturity	3.3150	3.2340	8,000	6,000	26,520	19,404	1,600	3,000
	- 9 months to maturity	3.4510	3.2510	6,000	4,000	20,706	13,004	(3,800)	(1,300)
				14,000	**10,000**	**47,226**	**32,408**	**(2,200)**	**1,700**
	Company								
	Forward USD foreign currency:								
7.23B	"Sell" contracts:								
	- 6 months to maturity	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
	- 9 months to maturity	xxx	xxx	xxx	xxx	xxx	xxx	xxx	xxx
				xxx	**xxx**	**xxx**	**xxx**	**xxx**	**xxx**

The hedged highly probable forecast transactions denominated in foreign currency are expected to occur at various dates during the next 12 months. Gains and losses recognised in the hedging reserve in equity on forward foreign exchange contracts as of 31 December 2020 are recognised in the profit or loss in the period or periods during which the hedged forecast transaction affects the profit or loss.

The cash flow hedges of the expected future purchases in 2019 were assessed to be highly effective, and as at 31 December 2020, a net unrealised loss of RM2,200,000 was included in other comprehensive income in respect of these contracts. Comparatively in prior financial year, the cash flow hedges of the expected future purchases in 2020 were also assessed to be highly effective and an unrealised profit of RM1,700,000 was included in other comprehensive income in respect of these contracts.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(c) Hedging activities (continued)

(ii) Cash flow hedge (continued)

7.24B(b) The amounts removed from other comprehensive income during the financial year and included in the carrying amount of the hedging items as a basis adjustment for 2020 are detailed in Note 36, totalling decrease of RM800,000 (2019: increase of RM400,000). The amounts retained in other comprehensive income at 31 December 2020 are expected to mature and affect the statement of profit or loss in 2019.

	Change in fair value in the financial year		Balance in hedge reserve for continuing hedge		Balance in hedge reserve for continuing hedge	
	2020	2019	2020	2019	2020	2019
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Group						
Trade receivables	xxx	xxx	xxx	xxx	xxx	xxx
Company						
Trade receivables	xxx	xxx	xxx	xxx	xxx	xxx

7.24C(b) The effect of the cash flow hedge in the statement of profit or loss and other comprehensive income ("OCI") is as follows:

Group	Total hedging gain/(loss) recognised in OCI	Ineffectiveness recognised in profit or loss	Cost of hedging recognised in OCI	Amount reclassified from OCI to profit or loss	Line item in the statement of profit or loss
	RM'000	RM'000	RM'000	RM'000	
31 December 2020					
Highly probable forecast sales	xxx	xxx	xxx	xxx	xxx
Highly probable forecast purchases	xxx	xxx	xxx	xxx	xxx
31 December 2019					
Highly probable forecast sales	xxx	xxx	xxx	xxx	xxx
Highly probable forecast purchases	xxx	xxx	xxx	xxx	xxx

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(d) Fair value measurement

7.29(a) The carrying amounts of cash and cash equivalents, short-term receivables and payables and short-term borrowings reasonably approximate to their fair values due to the relatively short-term nature of these financial instruments.

13.93(c) There have been no transfers between Level 1 and Level 2 during the financial year (31.12.2019: no transfer in either directions).

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(d) Fair value measurement (continued)

13.93(b) The following table provides the fair value measurement hierarchy of the Group's and the Company's financial instruments:

	Carrying amount	Fair value of financial instruments carried at fair value				Fair value of financial instruments not carried at fair value			
		Fair value				Fair value			
Group	Total RM'000	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000
31 December 2020									
Financial assets									
Quoted equity securities	44,100	44,100	-	-	44,100	-	-	-	-
Unquoted equity securities	1,700	-	-	1,700	1,700	-	-	-	-
Quoted debt securities	26,500	-	-	-	-	27,700	-	-	27,700
Unquoted debt securities	9,100	-	-	-	-	-	-	9,200	9,200
Interest-rate swap contracts	3,200	-	3,200	-	3,200	-	-	-	-
Forward foreign exchange contracts	5,300	-	5,300	-	5,300	-	-	-	-
Amount owing by immediate holding company	5,000	-	-	-	-	-	-	5,200	5,200
Amount owing by related companies	3,000	-	-	-	-	-	-	3,100	3,100
Financial lease receivables	5,100	-	-	-	-	-	-	5,500	5,500
Financial liabilities									
Interest-rate swap contracts	(1,000)	-	(1,000)	-	(1,000)	-	-	-	-
Forward foreign exchange contracts	(1,500)	-	(1,500)	-	(1,500)	-	-	-	-
Term loans	(116,500)	-	-	-	-	-	-	(120,000)	(120,000)
Government loan	(8,000)	-	-	-	-	-	-	(8,100)	(8,100)
Convertible bonds	(71,900)	-	-	-	-	-	(72,000)	-	(72,000)
Medium-term notes	(20,000)	-	-	-	-	-	-	(22,500)	(22,500)
Redeemable preference shares	(40,000)	-	-	-	-	-	-	(40,500)	(40,500)
Amount owing to ultimate holding company	(4,000)	-	-	-	-	-	-	(4,100)	(4,100)
Amount owing to related companies	(2,000)	-	-	-	-	-	-	(2,100)	(2,100)

Registration No. 201901000001 (0000-X)

FLYING COLOURS BERHAD
(Incorporated in Malaysia)

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(d) Fair value measurement (continued)

13.93(b) The following table provides the fair value measurement hierarchy of the Group's and the Company's financial instruments (continued):

	Carrying amount	Fair value of financial instruments carried at fair value				Fair value of financial instruments not carried at fair value			
		----Fair value----				----Fair value----			
Group	**Total RM'000**	**Level 1 RM'000**	**Level 2 RM'000**	**Level 3 RM'000**	**Total RM'000**	**Level 1 RM'000**	**Level 2 RM'000**	**Level 3 RM'000**	**Total RM'000**
31 December 2019									
Financial assets									
Quoted equity securities	38,200	38,200	-	-	38,200	-	-	-	-
Unquoted equity securities	1,600	-	-	1,600	1,600	-	-	-	-
Quoted debt securities	28,300	-	-	-	-	28,800	-	-	28,800
Unquoted debt securities	8,710	-	-	-	-	-	-	8,910	8,910
Interest-rate swap contracts	2,500	-	2,500	-	2,500	-	-	-	-
Forward foreign exchange contracts	4,000	-	4,000	-	4,000	-	-	-	-
Amount owing by immediate holding company	5,000	-	-	-	-	-	-	5,100	5,100
Amount owing by related companies	3,000	-	-	-	-	-	-	3,100	3,100
Financial lease receivables	4,300	-	-	-	-	-	-	4,500	4,500
Financial liabilities									
Interest-rate swap contracts	(1,100)	-	(1,100)	-	(1,100)	-	-	-	-
Forward foreign exchange contracts	(800)	-	(800)	-	(800)	-	-	-	-
Term loans	(112,700)	-	-	-	-	-	-	(110,000)	(110,000)
Medium-term notes	(27,800)	-	-	-	-	-	-	(27,900)	(27,900)
Redeemable preference shares	(40,000)	-	-	-	-	-	-	(40,500)	(40,500)
Amount owing to ultimate holding company	(4,000)	-	-	-	-	-	-	(4,100)	(4,100)
Amount owing to related companies	(2,000)	-	-	-	-	-	-	(2,100)	(2,100)

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(d) Fair value measurement (continued)

13.93(b) The following table provides the fair value measurement hierarchy of the Group's and the Company's financial instruments (continued):

	Carrying amount	Fair value of financial instruments carried at fair value				Fair value of financial instruments not carried at fair value			
		Fair value				Fair value			
Company	**Total RM'000**	**Level 1 RM'000**	**Level 2 RM'000**	**Level 3 RM'000**	**Total RM'000**	**Level 1 RM'000**	**Level 2 RM'000**	**Level 3 RM'000**	**Total RM'000**
31 December 2020									
Financial assets									
Quoted equity securities	25,500	25,500	-	-	25,500	-	-	-	-
Quoted debt securities	26,500	-	-	-	-	27,700	-	-	27,700
Unquoted debt securities	1,300	-	-	-	-	-	-	1,100	1,100
Interest-rate swap contracts	1,500	-	1,500	-	1,500	-	-	-	-
Forward foreign exchange contracts	2,700	-	2,700	-	2,700	-	-	-	-
Amount owing by immediate holding company	1,000	-	-	-	-	-	-	1,100	1,100
Amount owing by subsidiaries	2,000	-	-	-	-	-	-	2,100	2,100
Financial liabilities									
Forward foreign exchange contracts	(1,500)	-	(1,500)	-	(1,500)	-	-	-	-
Term loans	(36,900)	-	-	-	-	-	-	(37,000)	(37,000)
Convertible bonds	(71,900)	-	-	-	-	-	(72,000)	-	(72,000)
Medium-term notes	(8,000)	-	-	-	-	-	-	(8,100)	(8,100)
Redeemable preference shares	(40,000)	-	-	-	-	-	-	(40,500)	(40,500)
Amount owing to ultimate holding company	(2,000)	-	-	-	-	-	-	(1,900)	(1,900)
Amount owing to subsidiaries	(1,000)	-	-	-	-	-	-	(900)	(900)
Amount owing to related companies	(1,000)	-	-	-	-	-	-	(900)	(900)

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(d) Fair value measurement (continued)

13.93(b) The following table provides the fair value measurement hierarchy of the Group's and the Company's financial instruments (continued):

	Carrying amount	Fair value of financial instruments carried at fair value				Fair value of financial instruments not carried at fair value			
		Fair value				Fair value			
Company	**Total RM'000**	**Level 1 RM'000**	**Level 2 RM'000**	**Level 3 RM'000**	**Total RM'000**	**Level 1 RM'000**	**Level 2 RM'000**	**Level 3 RM'000**	**Total RM'000**
31 December 2019									
Financial assets									
Quoted equity securities	5,300	5,300	-	-	5,300	-	-	-	-
Quoted debt securities	13,300	-	-	-	-	13,600	-	-	13,600
Unquoted debt securities	1,200	-	-	-	-	-	-	1,100	1,100
Interest-rate swap contracts	1,600	-	1,600	-	1,600	-	-	-	-
Forward foreign exchange contracts	3,400	-	3,400	-	3,400	-	-	-	-
Amount owing by subsidiaries	1,000	-	-	-	-	-	-	1,100	1,100
Amount owing by related companies	800	-	-	-	-	-	-	900	900
Financial liabilities									
Forward foreign exchange contracts	(500)	-	(500)	-	(500)	-	-	-	-
Term loans	(28,700)	-	-	-	-	-	-	(28,800)	(28,800)
Medium-term notes	(7,000)	-	-	-	-	-	-	(7,100)	(7,100)
Redeemable preference shares	(40,000)	-	-	-	-	-	-	(40,500)	(40,500)
Amount owing to ultimate holding company	(2,000)	-	-	-	-	-	-	(1,900)	(1,900)
Amount owing to subsidiaries	(1,000)	-	-	-	-	-	-	(900)	(900)
Amount owing to related companies	(1,000)	-	-	-	-	-	-	(900)	(900)

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(d) Fair value measurement (continued)

Level 2 fair value

13.93(d) Fair value of financial instruments carried at fair value

The fair value of interest rate swap contracts is calculated as the present value of the estimated future cash flows based on observable market based yield curves.

The fair value of forward foreign exchange contracts is estimated by discounting the difference between the contractual forward price and the current forward price for the residual maturity of the contract.

13.97 Fair value of financial instruments not carried at fair value

The fair value of liability component of convertible bonds is calculated based on the present value of future principal and interest cash flows, discounted at the market interest rate of similar liabilities that do not have a conversion option.

Level 3 fair value

13.93(d) Fair value of financial instruments carried at fair value

The fair value of unquoted equity investments has been estimated using a discounted cash flows model. The valuation requires management to make certain assumptions about the model inputs, including forecast cash flows, the discount rate, credit risk and volatility. The probabilities of the various estimates within the range can be reasonably assessed and are used in the management's estimate of fair value for these unquoted equity investments.

13.97 Fair value of financial instruments not carried at fair value

The fair value of unquoted debt securities, amount owing by immediate holding company, amount owing by subsidiaries, amount owing by related companies, finance lease receivables, bank borrowings, government loan, medium-term notes, redeemable preference shares, finance lease liabilities, amount owing to ultimate holding company, amount owing to subsidiaries and amount owing to related companies are determined using the discounted cash flows method based on discount rates that reflects the issuer's borrowing rate as at the end of the reporting period.

Commentary:

7.29 **Disclosure of the fair values of financial instruments is not required:**

- When the carrying amount is a reasonable approximation of fair value (e.g.: short-term trade receivables and payables);
- For a contract containing a discretionary participating feature (as described in MFRS 4 *Insurance Contracts*) if the fair value of that feature cannot be measured reliably; or
- For lease liabilities.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(d) Fair value measurement (continued)

Level 3 fair value (continued)

13.93(e) The following table shows a reconciliation of fair value measurement of investment in unquoted equity securities classified as financial asset designated at fair value through other comprehensive income:

	Group
	31.12.2020 **RM'000**
At 1 January	1,600
Additions	100
Disposal	(xx)
Transfer into Level 3	xx
Transfer out of Level 3	(xx)
Gains and losses recognised in other comprehensive income	xx
Exchange differences	xx
At 31 December	**1,700**

13.93(d) The following table shows the valuation techniques used in the determination of fair values within Level 3, as well as the significant unobservable.

Description	Valuation technique	Significant unobservable inputs	Relationship of unobservable inputs to fair value
Investment in unquoted equity securities	Discounted cash flows	Long-term growth rate for cash flows for subsequent years (31.12.2019: 3.5% - 4.5%)	Increase in the growth rate would result in an increase in fair value.
		Long-term operating margin (31.12.2019: 5.0% - 10.0%)	Increase in margin would result in an increase in fair value.
		Weighted average cost of capital ("WACC") (31.12.2019: 11.0%-13.0%)	Increase in WACC would result in a decrease in fair value.
		Discount for lack of marketability (31.12.2019: 5.0% - 12.0%)	Increase in the discount would result in a decrease in fair value.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(d) Fair value measurement (continued)

Level 3 fair value (continued)

13.93(g) Valuation processes applied by the Group (1)
The Group's and the Company's finance department include a team that performs valuation analysis for unquoted equity securities required for financial reporting purposes, including Level 3 fair values. This team reports directly to the chief financial officer.

The main level 3 inputs used by the Group and the Company are derived and evaluated as follows:

a) Discount rates for financial assets are determined using a capital asset pricing model to calculate a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the asset.
b) Risk adjustments specific to the counterparties (including assumptions about credit default rates) are derived from credit risk grading determined by the Group's and the Company's internal credit risk management group.
c) Growth rate for unquoted equity securities are estimated based on market information for similar types of companies.

Changes in Level 3 fair values are analysed by the team at the end of each reporting period. There has been no change to the valuation technique during the financial year.

Commentary:

(1) **Illustrative disclosure where the fair value of unquoted equity investment is determined by an external valuer**

The Group's finance department includes a team that performs valuation analysis for unquoted equity securities required for financial reporting purposes, including Level 3 fair values. This team reports directly to the chief financial officer.

The fair value of unquoted equity securities is determined by external independent valuation company, Messrs Advisory & Co., a member of XXX, with appropriate recognised professional qualifications and recent experience in valuation of unquoted financial instruments. The valuation company provides the fair value of the Group's and the Company's unquoted financial instruments every year end. Changes in Level 3 fair values are analysed by the team after obtaining the valuation report from the valuation company. There has been no change to the valuation technique during the financial year.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(d) Fair value measurement (continued)

Commentary (continued):

Disclosure requirements under MFRS 13 *Fair Value Measurement* (Paragraph 91-99)

(a) Recurring : Includes those that other MFRS require or permit in the statement of financial position at the end of each reporting period

(b) Non-recurring: Includes those that other MFRS require or permit in the statement of financial position in particular circumstances

: Apply where assets and liabilities not measured at fair value but for which the fair value is disclosed [MFRS 13.97]

Assets and liabilities measured at fair values			Recurring FV measurement			Non- recurring FV measurement		
			Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
1	Fair value at the end of the reporting period	93 (a)	✓	✓	✓	✓	✓	✓
2	Reasons for the measurement e.g.: MFRS 5	93(a)	X	X	X	✓	✓	✓
3	Level of fair value hierarchy	93(b)	✓	✓	✓	✓	✓	✓
4	The amounts of any transfers between Level 1 and Level 2, the reasons for those transfer and the entity's policy for determining when transfers between levels are deemed to have occurred. Transfer into each level shall be disclosed and discussed separately from transfers out of each level.	93(c)	✓	✓	✓	X	X	X
5	Description of valuation technique(s) and the inputs used in the fair value measurement. If there has been a change in valuation technique, disclose that change and reason(s) for making it.	93(d)	X	✓	✓	X	✓	✓
6	Quantitative information about the significant unobservable inputs used	93(d)	X	X	✓	X	X	✓

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

39. FINANCIAL INSTRUMENTS (CONTINUED)

(d) Fair value measurement (continued)

Commentary (continued):

Disclosure requirements under MFRS 13 *Fair Value Measurement* (Paragraph 91-99) (continued)

Assets and liabilities measured at fair values			Recurring FV measurement			Non- recurring FV measurement		
			Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
7	A reconciliation from the opening balances to the closing balance, disclosing separately changes during the period attributable to the following: (i) total gains or losses recognised in P/L; (ii) total gains or losses recognised in OCI; (iii) purchases, sales, issues and settlements; (iv) the amounts of any transfers into or out of level 3, the reasons for those transfer and the entity's policy for determining when transfers between levels are deemed to have occurred. Transfers into Level 3 shall be disclosed and discussed separately from transfers out of Level 3.	93(e)	X	X	✓	X	X	X
8	The amount of the total gains or losses for the period in (e)(i) included in profit or loss that is attributable to the change in unrealised gains or losses at the end of the reporting period and the line item in profit or loss	93(f)	X	X	✓	X	X	X
9	A description of the valuation processes used by the entity (including, for example, how an entity decides its valuation policies and procedures and analyses changes in fair value measurements from period to period).	93(g)	X	X	✓	X	X	✓
10	A narrative description of the sensitivity of the FV measurement to changes in unobservable inputs if a change in those inputs to a different amount might result in a significantly higher or lower fair value measurement.	93(h)(i)	X	X	✓	X	X	X
11	For financial assets and financial liabilities, to disclose the fact and effect if changing one or more of the unobservable inputs to reflect reasonably possible alternative assumptions would change fair value significantly.	93(h)(ii)	X	X	✓	X	X	X
12	Disclose the fact, if the highest and best use of a non-financial asset differs from its current use.	93(i)	✓	✓	✓	✓	✓	✓

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

40. COMMITMENTS

(a) Commitments

The Group and the Company have made commitments for the following capital expenditures:

Reference		Group		Company	
		31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
140.75(h)	- Investment properties	2,000	2,000	2,000	500
138.122(e)	- Intangible assets	xxx	xxx	xxx	xxx
116.74(c)	- Property, plant and equipment	15,000	10,000	3,500	1,500
141.49(b)	- Biological assets	25,000	12,000	-	-
		42,000	**24,000**	**5,500**	**2,000**

12.23(a)
12.B18-B20

The commitments relating to the Group's and the Company's interest in joint ventures are as follows:

	Group		Company	
	31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
Commitment to fund development costs of joint ventures	**8,000**	**6,000**	**1,500**	**1,000**

(b) Lease commitments - as lessee

16.59(b)(iv) The Group and the Company have various lease contracts that have not yet commenced as at 31 December 2020. The future lease payments for these non-cancellable lease contracts are RMXXX within one year, RMXXX within five years and RMXXX thereafter.

16.55 At 31 December 2020, the Group and the Company are committed to RMXXX and RMXXX for short-term leases respectively that are dissimilar to the portfolio of short-term leases expensed during the year. ❶

Commentary:

16.55 ❶ A lessee shall disclose the amount of its lease commitments for short-term leases accounted for applying paragraph 6 of MFRS 16 *Leases* if the portfolio of short-term leases to which it is committed at the end of the reporting period is dissimilar to the portfolio of short-term leases to which the short-term lease expense disclosed applying MFRS 16 paragraph 53(c) relates.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

40. COMMITMENTS (CONTINUED)

(c) Operating lease commitments - as lessor

16.92(a) The Group and the Company lease several of its investment properties which have remaining lease term between two to six years. Rental charges are revised every three years to reflect current market conditions.

16.97 The maturity analysis of the Group's and the Company's lease payments, showing the undiscounted lease payments to be received after the reporting date are as follows:

	Group		Company	
	31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
- Not later than one year	500	400	xx	xx
- One to two years	625	500	xx	xx
- Two to three years	625	500	xx	xx
- Three to four years	625	500	xx	xx
- Four to five years	625	500	xx	xx
- More than five years	500	400	xx	xx
	3,500	**2,800**	**xx**	**xx**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

41. CONTINGENCIES

137.86 **(a) Contingent liabilities**

	Group		Company	
	31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
Legal claims assessed as possible	10,000	5,000	2,000	2,000
Share of joint ventures' contingent liabilities:				
12.23(b) - Restoration costs	xxx	xxx	xxx	xxx
	10,000	**5,000**	**2,000**	**2,000**

137.86
137.92
A competitor has filed a lawsuit against a subsidiary of the Group for a possible infringement of a patented product. The subsidiary has filed a counter-claim against the plaintiff and the case hearing has been fixed on 28 May 2021 in the High Court. The directors are of the opinion that the information required to be disclosed in accordance with MFRS 137 *Provisions, Contingent Liabilities and Contingent Assets* is expected to prejudice the position of the Group, pending decision of the High Court and subject to appeal to Higher Courts. Accordingly, details of this lawsuit have not been disclosed.

137.89 **(b) Contingent assets**

Certain land of the Group has been a subject of a Government compulsory land acquisition. The Group has disputed the adequacy of the amount of compensation received and filed a claim against the Government in the High Court for an additional compensation of RM10,000,000. Based on past judgements by the Courts on similar cases and the advice of legal experts, the directors are of the opinion that it is probable the claim for additional compensation will succeed.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

42. RELATED PARTIES

124.9 ### (a) Identity of related parties

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

Related parties of the Group include:

(i) Company's holding company;
(ii) Entities having significant influence over the Group;
(iii) Subsidiaries;
(iv) Associates;
(v) Joint ventures;
(vi) Entities in which directors have substantial financial interests; and
(vii) Key management personnel of the Group’s and the Company’s holding company, comprise persons (including directors) having the authority and responsibility for planning, directing and controlling the activities directly or indirectly.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

42. RELATED PARTIES (CONTINUED)

124.18
124.19
124.21
124.24

(b) Significant related party transactions

Significant related party transactions other than disclosed elsewhere in the financial statements are as follows:

	Group		Company	
	2020 RM'000	2019 RM'000	2020 RM'000	2019 RM'000
Sales of goods				
Company's holding company	2,000	1,000	600	500
Entities having significant influence over the Group	500	400	200	200
Subsidiaries	-	-	1,000	1,000
Associates	2,000	3,000	1,500	2,000
Joint ventures	3,000	2,000	1,000	1,000
Key management personnel of the Group's and the Company's holding company	500	500	400	400
Entities in which directors have substantial financial interests	500	400	500	400
	8,500	7,300	5,200	5,500
Purchase of goods				
Subsidiaries	-	-	3,000	2,500
Associates	1,000	1,000	500	500
Joint ventures	500	500	400	400
	1,500	1,500	3,900	3,400
Rental income				
Subsidiaries	-	-	1,000	1,000
Associates	2,000	2,000	1,000	1,000
Joint ventures	3,000	3,000	1,000	1,000
	5,000	5,000	3,000	3,000

Significant outstanding balances with related parties at the end of the reporting period are as disclosed in Note 14 and 27.

The Company provides secured corporate guarantees to banks in respect of banking facilities granted to the subsidiaries as disclosed in Note 39(b)(i).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

42. RELATED PARTIES (CONTINUED)

124.18
124.19
124.21
124.24

(b) Significant related party transactions (continued)

Significant related party transactions other than disclosed elsewhere in the financial statements are as follows (continued):

	Group		Company	
	2020 RM'000	**2019 RM'000**	**2020 RM'000**	**2019 RM'000**
Management fee				
Subsidiaries	-	-	3,000	2,500
Sale of a property				
An associate	5,000	4,000	-	-
Transfer of a software system				
Company's holding company	*	*	*	*

124.14 * During the financial year ended 31 December 2020, the Group received a software system from its ultimate holding company, Flying Colours Holdings Sdn Bhd. The software system was transferred at nil consideration. The Group expects significant economic benefits to be derived from the use of this software system in the Group's operations but the amount of the benefits could be not reasonably quantified for reporting purposes.

124.17 **(c) Compensation of key management personnel**

	Group		Company	
	2020 RM'000	**2019 RM'000**	**2020 RM'000**	**2019 RM'000**
Short-term employee benefits	12,000	11,000	4,500	3,600
Post-employment employee benefits	3,000	2,500	2,000	1,800
Share-based payments	-	3,000	-	1,000
	15,000	16,500	6,500	6,400

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

43. CAPITAL MANAGEMENT

101.134
101.135

The primary objective of the Group's and the Company's capital management is to ensure that they maintain a strong credit rating and healthy capital ratio in order to support their business and maximise shareholder value. The Group and the Company manage their capital structure and make adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group and the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies and processes during the financial years ended 31 December 2020 and 31 December 2019.

The Group and the Company monitor capital using debt to equity ratio. The debt to equity ratio is calculated as total debts divided by total equity. The Group's and the Company's policy is to keep the debt to equity ratio between 30% and 60%. The debt to equity ratio at 31 December 2020 and 31 December 2019 are as follows:

		Group		Company	
	Note	31.12.2020 RM'000	31.12.2019 RM'000	31.12.2020 RM'000	31.12.2019 RM'000
Trade and other payables	27	108,500	92,200	20,800	37,400
Loans and borrowings	23	290,200	204,200	168,800	84,700
Total debts		398,700	296,400	189,600	122,100
Total equity		881,800	535,200	512,100	264,000
Debt to equity ratio		45%	55%	37%	46%

101.135(e)
7.19

A subsidiary of the Group is required to maintain a debt to equity ratio of 0.5 to comply with a bank covenant. The subsidiary has breached this covenant as disclosed in Note 23(a).

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

44. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

(a) During the financial year, the Company has entered into two material service concession arrangements, one is with the State Government of Penang in Malaysia to construct and operate the State Government convention center and the other is with the State Government of Shenzhen in China to build and operate a power plant to supply electricity to consumers in a designated area. The Company is granted a right to intangible assets or a license to charge public customers for the use of the public infrastructure and the concession rights have been granted for a period of twenty five years. Further details are disclosed in Note 9(b).

(b) On 31 March 2020, the Company acquired an 80% controlling interest in the equity shares of PT Halia Palm Oil for a total purchase consideration of RM80,000,000. Further details are disclosed in Note 10(a).

(c) On 1 June 2020, the Company disposed its 70% equity investment in ABC Sdn Bhd for a total consideration of RM20,100,000. The Company classified its remaining 30% equity interest in ABC Sdn Bhd as associate given the Company has significant influence over the financial and operating policy decisions of ABC Sdn Bhd. Further details are disclosed in Note 10(b).

(d) On 31 July 2020, the Company purchased an additional 10% equity interest (representing 5,000,000 ordinary shares) in XYZ Sdn Bhd, a subsidiary of the Group at a price of RM2 per share. Further details are disclosed in Note 10(c).

(e) On 30 September 2020, the Board of Directors approved and announced a plan to sell a subsidiary, PT BLK Construction, which operates in Indonesia. The assets and liabilities related to PT BLK Construction (part of the construction business segment) have been presented as held for sale. The completion date for the transaction is expected by June 2021. Further details are disclosed in Note 19(a).

(f) On 31 December 2020, the Group received an interest-free loan of RM12,000,000 from the Malaysian government to finance a research project on the refinery of oil palm over a period of five years. The loan is repayable in full at the end of the fifth year. Further details are disclosed in Note 23(c). The difference between the gross proceeds and the fair value of the loan is recognised as deferred income as disclosed in Note 25.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

45. SIGNIFICANT EVENTS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

110.21 **(a) Probable acquisition of a business**

On 26 February 2020, the Company entered into a negotiation for an arrangement to acquire a 75% equity interest of XYZ Ltd from its controlling shareholder, PQR Ltd. XYZ Ltd is in the business of commodity marketing and trading in international markets. The directors of the Company believe that the acquisition of a controlling stake in XYZ Ltd would create synergies and increase the Group's market shares in agricultural business. Negotiation with the controlling shareholder is at the advanced stage and the Group expects to complete the agreement by end of November 2021. The estimated financial effects of this probable acquisition are as follows:

	RM'000
Cash consideration	120,000
Non-controlling interests at fair value	40,000
	160,000
Fair value of identifiable net assets acquired	(120,000)
Goodwill arising on acquisition	40,000

110.19
110.20 **(b) Update of information about a lawsuit**

A lawsuit was disclosed as a contingent liability at the end of the financial year 2020. The Group has, after the end of the reporting period, commenced negotiation with the plaintiff to settle the dispute out of court. Negotiation is in the advanced stage and it is possible that the claims by the plaintiff will be settled out of court by the end of financial year 2021. The amount of the possible settlement is not disclosed because any such disclosure may prejudice seriously the position of the Group in the negotiation with the plaintiff or the pending court hearing.

110.21 **(c) COVID-19 pandemic**

On 11 March 2020, the World Health Organisation declared the COVID-19 outbreak as a pandemic in recognition of its rapid spread across the globe. On 16 March 2020, the Malaysian Government has imposed several levels of Movement Control Order ("MCO") starting from 18 March 2020 to curb the spread of the COVID-19 outbreak in Malaysia. The COVID-19 outbreak also resulted in travel restriction, lockdown, social distancing and other precautionary measures imposed in various countries.

[When there is no material adverse impact from COVID-19 pandemic]

The Group and the Company have performed assessments on the overall impact of the situation on the Group's and the Company's operations and financial implications, including the recoverability of the carrying amount of assets and subsequent measurement of assets and liabilities, and concluded that there was no material adverse effect on the financial statements for the financial year ended 31 December 2020.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

45. SIGNIFICANT EVENTS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR (CONTINUED)

(c) COVID-19 pandemic (continued)

[When there is no material adverse impact from COVID-19 pandemic] (continued)

Given the fluidity of the situation, the Group and the Company are unable to reasonably estimate the complete financial impacts of COVID-19 pandemic for the financial year ending 31 December 2021 to be disclosed in the financial statements as impact assessment of the COVID-19 pandemic is a continuing process. The Group and the Company will continuously monitor any material changes to future economic conditions that will affect the Group and the Company.

[When there were material adverse impacts from COVID-19 pandemic]
The Group has considered and estimated the impact of the COVID-19 pandemic in the Group's financial position and performance by carrying out the following assessments:

- impairment assessment of its property, plant and equipment, inventories, trade receivables and contract assets;
- determination of additional provisions for rectification costs and onerous contracts; and
- assessment of constraints on variable consideration in relation to revenue recognition.

In developing the assumptions relating to the possible future uncertainties in the global economic conditions, the Group has, as at the reporting date, used internal and external sources, including economic forecasts and estimates from market sources. However, the impact assessment of the COVID-19 pandemic is a continuing process and the Group will continue to monitor any material changes to future economic conditions.

The Group's operations are largely project-focused and hence, liquidity requirements and cash flow positions are subject to fluctuations and market exposures. As the Group's earnings and operating cashflows are expected to be affected by the challenging operating environment due to the COVID-19 pandemic, the Group is currently focusing on capital and cashflow management, including cost-cutting measures and actively seeking to enhance their financing facilities. These are expected to equip the Group with sufficient cash flows and financial resources to meet its obligations as and when they fall due. Details of the Group's liquidity risk management and available facilities are disclosed under the Liquidity risk section in note XX.

As the ongoing COVID-19 pandemic continues to evolve, there is significant uncertainty over the duration of the pandemic and its full range of possible effects on the Group's financial and liquidity positions.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

45. SIGNIFICANT EVENTS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR (CONTINUED)

(c) COVID-19 pandemic (continued)

[When there were material adverse impacts from COVID-19 pandemic] (continued)

OR

The Group and the Company have accounted for the possible impacts of COVID-19 pandemic in their application of significant judgements and estimates for the financial year ended 31 December 2020 in determining the amounts recognised in the financial statements for the financial year ended 31 December 2020 as disclosed in Note 4 to the financial statements.

Given the fluidity of the situation, the Group and the Company are unable to reasonably estimate the complete financial impacts of COVID-19 pandemic for the financial year ending 31 December 2021 to be disclosed in the financial statements as impact assessment of the COVID-19 pandemic is a continuing process. The Group and the Company will continuously monitor any material changes to future economic conditions that will affect the Group and the Company.

Commentary:

Assess potential areas likely to have material financial impacts in the financial statements

Potential Financial Impacts			
Going concern	**Contracts**	**Provisions**	**Impairment of assets**
Material uncertainties that may cast significant doubt on the ability to continue as going concern (*i.e. uncertainties arising from extent and duration of the impact*)	Reassessment of variable consideration, refund liabilities, enforceability of contracts and contract modifications	Potential provisions for: ▪ restructuring ▪ rehabilitation ▪ onerous contracts arising from increased costs and/or reduced demand	Indication of impairment of assets
			Changes in assumptions for impairment assessment
			Changes in net realisable value of inventories
Breach of loan covenants			Recoverability of deferred tax assets

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

45. SIGNIFICANT EVENTS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR (CONTINUED)

Commentary (continued):

Assess potential areas likely to have material financial impacts in the financial statements (continued)

Potential Financial Impacts (continued)			
Fair value of assets	**Credit losses**	**Foreign exchange transactions**	**Government support**
Changes in fair value of assets	Changes in expected credit losses for receivables and other financial assets	Changes in foreign exchange differences Changes in effectiveness for hedge accounting	Effect arising from government support (*e.g. Economic Stimulus Package*)

Consider disclosure requirements in the financial statements

Areas	Examples of potential implication
Disclosure	**Disclosure requirements in the financial statements include, but not limited to:** ▪ Events subsequent to the end of the reporting period ▪ Significant accounting judgments, estimates and assumptions that could result material adjustments to the carrying amount of assets and liabilities, including sensitivity analysis ▪ Policies and processes for managing credit and liquidity risks exposures ▪ Contingent liabilities ▪ Default in payment and breach of loan covenant

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

46. SEGMENT INFORMATION

8.20 The Group prepared the following segment information in accordance with MFRS 8 *Operating Segments* based on the internal reports of the Group's strategic business units which are regularly reviewed by the Group's Chief Executive Officer ("CEO") for the purpose of making decisions about resource allocation and performance assessment.

The five reportable operating segments are as follows:

Segments	Products and services
Plantation	Cultivation of oil palms, milling of fresh fruit bunches and production of crude palm oil and palm kernel.
Construction services	Construction of commercial and industrial building and provision of mechanical and engineering services.
Property development	Development and sales of residential, commercial and/or industrial buildings.
Service concession	Construction and operation of public infrastructure.
Manufacturing	Manufacturing and selling of plastic mould related products.

8.16 Other non-reportable segments involved in business of fast-food operation and equipment leasing which are below the quantitative thresholds for determining reportable segments.

8.27(a) Inter-segment pricing is determined on negotiated basis.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

46. SEGMENT INFORMATION (CONTINUED)

8.22(a) Factors used to identify reportable segments

The oil palm business was developed internally whereas other businesses were acquired as individual units, and the management at the time of the acquisition was retained. The oil palm cultivation operating segment and the milling operating segment are aggregated into the reportable plantation business segment due to the nature of the production process and they shared same methods of distribution and customers' base. The performance of the two separate operations is evaluated internally as a single business unit.

The service concession segment and the property development segment are organised and identified as separate reportable segments due to the regulatory environments in which the businesses operate.

The construction operating segment and the engineering service operating segment are aggregated into the reportable construction segment due to similar construction technology and long-term profit margins. The two operating segments are evaluated internally as a single business unit.

8.23 Segment profit

8.27(b) Segment performance is used to measure performance as Group's CEO believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Performance is evaluated based on operating profit or loss which is measured differently from operating profit or loss in the consolidated financial statements.

Segment assets

8.23 The total of segment asset is measured based on all assets (excluding investment in associates
8.27(c) and joint ventures) of a segment, as included in the internal reports that are reviewed by the Group's CEO.

Segment liabilities

8.23 Segment liabilities are not included in the internal reports that are reviewed by the Group's CEO,
8.27(d) hence no disclosures are made on segment liabilities.

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

46. SEGMENT INFORMATION (CONTINUED)

Reference	2020	Note	Plantation RM'000	Construction services RM'000	Service concession RM'000	Property development RM'000	Manufacturing RM'000	Discontinued operation RM'000	Adjustments and eliminations RM'000	Total RM'000
	Revenue:									
8.23(a)	Revenue from external customers	A	476,574	408,918	104,000	547,760	309,950	10,000	49,098	1,906,300
8.23(b)	Inter-segment revenue	B	-	20,000	-	10,000	-	-	(30,000)	-
			476,574	**428,918**	**104,000**	**557,760**	**309,950**	**10,000**	**19,098**	**1,906,300**
	Results:									
	Included in the measure of segment profit/(loss) are:									
8.23(c)	Interest income		1,000	1,100	-	1000	-	-	-	3,100
8.23(f)	Dividend income		-	1,500	-	-	-	-	-	1,500
8.23(d)	Interest expense		(5,300)	(4,000)	-	(4,398)	(2,400)	-	-	(16,098)
8.23(e)	Depreciation and amortisation		(8,000)	(6,332)	(2,866)	(132)	(2,100)	(7,000)	(1,000)	(27,430)
8.23(f)	Net gain on investment property		-	-	-	4,000	-	-	-	4,000
8.23(f)	Rental income from investment property		-	-	-	3,600	-	-	-	3,600
8.23(f)	Impairment of non-financial assets		-	-	-	-	(1,500)	-	-	(1,500)
8.23(f)	Net impairment losses on financial assets and contract assets		-	-	-	-	(2,450)	-	-	(2,450)
8.23(f)	Provision for warranties		-	-	-	-	5,500	-	-	5,500
8.23(f)	Employment benefits expense		14,986	23,658	241	9,845	9,870	-	-	58,600
	Fair value gain of FFBs harvested and produce on bearer plants		68,600	-	-	-	-	-	-	68,600
	Not included in the measure of segment profit/(loss) but provided to Group's CEO are:									
8.23(g)	Share of results of associates and joint ventures		5,080	3,950	-	4,800	-	-	-	13,830
	Segment profit/(loss)	C	**62,320**	**29,080**	**4,100**	**45,600**	**11,300**	**(3,500)**	**26,100**	**175,000**
8.23(h)	Income tax expense		(16,850)	(8,450)	(1,000)	(12,600)	(2,800)	700	(2,900)	(43,900)
8.21(b) 8.28(b)	Profit/(loss) for the financial year	C	**45,470**	**20,630**	**3,100**	**33,000**	**8,500**	**(2,800)**	**23,200**	**131,100**
	Assets:									
8.24(a)	Investments in associates and joint ventures		35,700	21,300	-	40,400	-	-	-	97,400
8.24(b)	Additions to non-current assets		39,800	40,300	20,100	63,200	42,030	-	-	205,430
8.23	**Segment assets**	D	**320,600**	**288,600**	**69,900**	**375,200**	**208,700**	**25,400**	**167,100**	**1,455,500**

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

46. SEGMENT INFORMATION (CONTINUED)

Reference	2019	Note	Plantation RM'000	Construction services RM'000	Property development RM'000	Manufacturing RM'000	Discontinued operation RM'000	Adjustments and eliminations RM'000	Total RM'000
	Revenue:								
8.23(a)	Revenue from external customers	A	307,300	262,555	323,480	256,800	8,700	32,165	1,191,000
8.23(b)	Inter-segment revenue	B	-	10,000	10,000	-	-	(20,000)	-
			307,300	**272,555**	**333,480**	**256,800**	**8,700**	**12,165**	**1,191,000**
	Results:								
	Included in the measure of segment profit/(loss) are:								
8.23(c)	Interest income		1,000	1,250	1,000	-	-	-	3,250
8.23(f)	Dividend income		-	1,350	-	-	-	-	1,350
8.23(d)	Interest expense		(5,300)	(3,841)	(2,425)	(2,300)	-	-	(13,866)
8.23(e)	Depreciation and amortisation		(5,637)	(2,715)	(2,563)	(2,435)	(6,400)	(3,950)	(23,700)
8.23(f)	Net gain on investment property		-	-	3,000	-	-	-	3,000
8.23(f)	Rental income from investment property		-	-	2,200	-	-	-	2,200
8.23(f)	Impairment of non-financial assets		(500)	(1,500)	(1,000)	(1,500)	-	-	(4,500)
8.23(f)	Net impairment losses on financial assets and contract assets		-	-	-	(2,458)	-	-	(2,458)
8.23(f)	Provision for warranties		-	-	-	1,000	-	-	1,000
8.23(f)	Employment benefits expense		15,348	278	13,745	18,829	-	-	48,200
8.23(f)	Fair value loss of FFBs harvested and produce on bearer plants		(3,047)	-	-	-	-	-	(3,047)
	Not included in the measure of segment profit/(loss) but provided to Group's CEO are:								
8.23(g)	Share of results of associates and joint ventures		2,300	3,300	2,700	-	-	-	8,300
	Segment profit	C	40,600	14,300	23,500	11,200	1,700	3,600	94,900
8.23(h)	Income tax expense		(9,280)	(4,700)	(5,200)	(3,300)	(500)	(820)	(23,800)
8.21(b) 8.28(b)	Profit for the financial year	C	**31,320**	**9,600**	**18,300**	**7,900**	**1,200**	**2,780**	**71,100**
	Assets:								
8.24(a)	Investments in associates and joint ventures		24,300	18,200	34,000	-	-	-	76,500
8.24(b)	Additions to non-current assets		8,200	10,300	18,300	12,300	-	-	49,100
8.23	**Segment assets**	D	**280,600**	**167,100**	**275,300**	**108,300**	**-**	**126,500**	**957,800**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

46. SEGMENT INFORMATION (CONTINUED)

Reconciliation of reportable segment revenue, profit or loss, assets, liabilities and other material items are as follows:

8.28(a) **A Revenue from external customers**

	2020 RM'000	2019 RM'000
Non-reportable segments	59,098	40,865
Discontinued operation	(10,000)	(8,700)
	49,098	**32,165**

8.28(a) **B Inter-segment revenue**

Inter-segment revenues are eliminated on consolidation.

8.28(b) **C Reconciliation of profit or loss**

	2020 RM'000	2019 RM'000
Non-reportable segments	19,270	300
Share of results of associates and joint ventures	13,830	8,300
Elimination of inter-segment unrealised profits	(6,000)	(4,000)
Unallocated amounts:		
- Other corporate expenses	(1,000)	(1,000)
	26,100	**3,600**
Less: Income tax expense	(2,900)	(820)
	23,200	**2,780**

8.28(c) **D Reconciliation of assets**

	2020 RM'000	2019 RM'000
Non-reportable segments	19,700	5,000
Investments in associates and joint ventures	36,900	21,000
Inter-segment assets	XXX	XXX
	167,100	**126,500**

Reference

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

46. SEGMENT INFORMATION (CONTINUED)

8.33 Geographical information ❶
Revenue and non-current assets information based on the geographical location of customers are as follows:

31 December 2020	Revenue RM'000	❷ Non-current assets RM'000
Malaysia	1,262,854	663,366
United States of America	244,288	28,389
China	190,630	47,315
Singapore	114,378	56,778
Other countries	94,150	37,852
	1,906,300	**833,700**

31 December 2019	Revenue RM'000	Non-current assets RM'000
Malaysia	759,435	367,902
United States of America	171,755	18,030
China	119,100	30,050
Singapore	71,460	36,060
Other countries	69,250	24,040
	1,191,000	**476,082**

8.34 Information about major customers ❸
For construction segment, revenue from one customer represented approximately RM200,000,000 (2019: RM130,000,000) for the Group's total revenue.

Commentary:

❶ If the Group operates predominantly in Malaysia, the illustrative disclosure is as follows:

The Group operates predominantly in Malaysia and hence, no geographical segment is presented.

8.33(b) ❷ Non-current assets exclude financial instruments, deferred tax assets, post-employment benefit assets and rights arising under insurance contracts.

8.34 ❸ If revenues from transactions with a single external customer amount to 10% or more of an entity's revenues, the entity shall disclose that fact, the total amount of revenues from each such customer, and the identity of the segment or segments reporting the revenues.

Reference

S251(2)

STATEMENT BY DIRECTORS
(Pursuant to Section 251(2) of the Companies Act 2016)

We, **HASHID ALIM BIN SAMAD** and **WONG KAH HIM**, being two of the directors of FLYING COLOURS BERHAD, do hereby state that in the opinion of the directors, the accompanying financial statements set out on pages 13 to 292 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting 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 Group and of the Company as at 31 December 2020 and of their financial performance and cash flows for the financial year then ended.

Signed on behalf of the Board of Directors in accordance with a resolution of the directors.

……………………………………
HASHID ALIM BIN SAMAD
Director

……………………………………
WONG KAH HIM
Director

Petaling Jaya

Date: (date)

Reference

S251(1)

STATUTORY DECLARATION
(Pursuant to Section 251(1) of the Companies Act 2016)

I, **LEE KAR TEE**, being the officer primarily responsible for the financial management of FLYING COLOURS BERHAD, do solemnly and sincerely declare that to the best of my knowledge and belief, the accompanying financial statements set out on pages 13 to 292 are 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.

………………………………………………
LEE KAR TEE
(MIA Membership No: 12345)

Subscribed and solemnly declared by the abovenamed at Petaling Jaya in the State of Selangor Darul Ehsan on (date).

Before me,

……………………………………….
Commissioner for Oaths

Reference

AAPG 1

Report on the Audit of the Financial Statements

Opinion 1

We have audited the financial statements of Flying Colours Berhad, which comprise the statements of financial position as at 31 December 2020 of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 13 to 292.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 December 2020, and of their financial performance and their cash flows for the financial year then ended in accordance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Group and of the Company in accordance with the *By-Laws (on Professional Ethics, Conduct and Practice)* of the Malaysian Institute of Accountants ("By-Laws") and the International 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. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern[1] 2

We draw attention to Note X to the financial statements, which disclosed that the Group incurred a net loss of RMXXX during the financial year ended XXX and, as of that date, the Group's current liabilities exceeded its current assets by RMXXX and recorded a capital deficiency of RMXXX, thereby indicating the existence of a material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

[1] To be included when the use of going concern basis of accounting is appropriate but a material uncertainty exists.

Reference

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the Group and of the Company for the current financial year. These matters were addressed in the context of our audit of the financial statements of the Group and of the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. *[In addition to the matter described in the Material Uncertainty Related to Going Concern section, we have determined the matters below to be the key audit matters to be communicated in our report]* 3

Group

Funding requirements and ability to meet short term obligations (Note X to the financial statements) 2

At *31 December 20XX,* the Group's current liabilities exceeding its current assets by RMXXXX, and the Group has RMXXX of borrowings. This includes committed bank facilities that are subject to financial covenants. *[The Group is required to maintain a maximum debt-to-equity ratio of 0.5 to comply with a bank covenant. During the financial year, the Group has breached this covenant.] [Subsequent to financial year end, the Group successfully concluded a refinancing plan under which the Group received relaxation of covenants in its banking facilities.]*

We focused on this area due to the significant amount of the short term liabilities, and the significant adverse impact of COVID-19 pandemic on the operating cash flows of the Group. In addition, significant Directors' judgement and estimates were involved in determining the assumptions used by the Group in arriving at the Group's cash flows forecast for the next 12 months from the end of reporting period.

The Group's policies and processes for the management of liquidity risk is disclosed in Note X to the financial statements.

Our response:
Our audit procedures included, among others:

- comparing the actual results with previous cash flow forecast to assess the performance of the business and reliability of the forecasting process;
- comparing the Group's assumptions in cash flow forecast to externally derived data, which include the Group's assessment and consideration of the current economic and business environment affected by COVID-19 pandemic, in relation to key inputs such as revenue and profit margin;
- testing the mathematical accuracy of the cash flow forecast calculation;
- performing stress tests for a range of reasonably possible scenarios;
- discussing and reading the Group's executed refinancing plans, comparing to legal agreements and correspondence with lenders; and
- agreeing sources of financing and uses of funds to relevant supporting documents.

Reference

Property, plant and equipment (Note X to the financial statements)

The Group has significant balances of property, plant and equipment relating to its oil and gas operations. The persistently weak oil prices have adversely affected the demand for and charter rates of the Group's oil and gas operating assets. This indicates that the property, plant and equipment may be impaired. As such, there is a risk the future performance of the assets may not lead to their carrying values being recoverable in full. The Group has performed an impairment assessment to estimate the recoverable amount of these assets which involved significant judgement. The significant judgements are executed over the discount rates applied in the recoverable amount calculation and assumptions supporting the underlying cash flow projections, including forecast growth rates, inflation rates and gross profit margin.

Our response:
Our audit procedures focus on evaluating the cash flow projections and the Group's projection procedures which included, among others:

- considering and evaluating the appropriateness of the methodology and method adopted by the Group in measuring the recoverable amount is in accordance to the requirements of MFRS 136 *Impairment of Assets*;
- comparing the cash flow projections to available business plan;
- comparing the actual results with previous budget to assess the performance of the business and reliability of forecasting process;
- comparing the Group's key assumptions in cash flow forecast to externally derived data, which include the Group's assessment and consideration of the current economic and business environment affected by COVID-19 pandemic, in relation to key inputs such as discount rates, forecast growth rates, inflation rates and gross profit margin;
- testing the mathematical accuracy of the impairment assessment; and
- analysing the sensitivity of key assumptions by assessing the impacts of these key assumptions and inputs that are expected to be most sensitive to the recoverable amount.

Right-of-use assets, lease liabilities and provision for restoration costs (Note X to the financial statements)

During the financial year, the Group has recognised significant right-of-use ("ROU") assets and lease liabilities at the commencement date of the lease. We focused on this area because the measurement of the right-of-use assets and lease liabilities requires the application of significant judgement by the Group in determining the lease term, lease payment, incremental borrowing rate and estimated restoration costs.

Our response:
Our audit procedures included, among others:

- reading the salient terms of the agreements;
- obtaining an understanding on the judgement and estimates made by the Group on key inputs in the computation of ROU assets, lease liabilities and restoration costs;
- testing the mathematical accuracy of the computation of the ROU assets, lease liability and restoration costs; and
- evaluating the Group's assessment on the lease modifications arising from COVID-19 related rent concessions received from landlords.

Reference

Intangible assets (Note X to the financial statements)

The Group has significant balances of *[concession rights, development costs, computer software, acquired licenses]*. There is a risk the future performance of the assets may not lead to their carrying values being recoverable in full. Significant judgements arise over the discount rates applied in the recoverable amount calculation and assumptions supporting the underlying cash flow projections, including forecast growth rates, inflation rates and gross profit margin.

Our response:
Our audit procedures focus on evaluating the cash flow projections and the Group's projection procedures which included, among others:

- considering and evaluating the appropriateness of the methodology and method adopted by the Group in measuring the recoverable amount is in accordance to the requirements of MFRS 136 *Impairment of Assets*;
- comparing the cash flow projections to available business plan;
- comparing the actual results with previous budget to assess the performance of the business and reliability of forecasting process;
- comparing the Group's key assumptions which include consideration of the current economic and business environment affected by COVID-19 pandemic, to externally derived data, in relation to key inputs such as discount rates, forecast growth rates, inflation rates and gross profit margin;
- testing the mathematical accuracy of the impairment assessment; and
- analysing the sensitivity of key assumptions by assessing the impacts of these key assumptions and inputs that are expected to be most sensitive to the recoverable amount.

Intangible assets with indefinite useful life (Note X to the financial statements)

The Group has significant balances of intangible assets which include *[rights, licenses]*. These are considered to have an indefinite economic useful life as the Group is of the opinion that these can be renewed indefinitely without significant cost and there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows for the Group. We focused on this area because the carrying amount of these intangible assets requires the application of significant assumptions and judgement by the Group in determining the indefinite useful life.

Our response:
We checked the Group's assessment in accordance with the requirements of MFRS 138 *Intangible Assets*. Our audit procedures included, among others:

- obtaining evidence that based on past experience, the Group was able to renew the *[rights, licenses]* without any material or significant disruptions to business operations; and
- discussing with management to understand the key assumptions used to derive the total renewal cost.

Reference

Goodwill (Note X to the financial statements)

The Group has significant balances of goodwill arising from the acquisition of ABC Sdn. Bhd. The goodwill is tested for impairment annually. We focused on this area because this assessment requires significant judgements by the Group on the discount rates applied in the recoverable amount calculation and assumptions supporting the underlying cash flow projections, including forecast growth rates, inflation rates and gross profit margin.

Our response:
Our audit procedures focus on evaluating the cash flow projections and the Group's projection procedures which included, among others:

- considering and evaluating the appropriateness of the methodology and method adopted by the Group in measuring the recoverable amount is in accordance to the requirements of MFRS 136 *Impairment of Assets*;
- comparing the cash flow projections to available business plan;
- comparing the actual results with previous budget to assess the performance of the business and reliability of forecasting process;
- comparing the Group's key assumptions which include consideration of the current economic and business environment affected by COVID-19 pandemic, to externally derived data, in relation to key inputs such as discount rates, forecast growth rates, inflation rates and gross profit margin;
- testing the mathematical accuracy of the impairment assessment; and
- analysing the sensitivity of key assumptions by assessing the impacts of these key assumptions and inputs that are expected to be most sensitive to the recoverable amount.

Investment properties (Note X to the financial statements)

The Group's investment properties are measured at fair value subsequent to their initial recognition. The Group estimated the fair value of the investment properties based on the market valuation performed by an external independent valuer. We focused on this area because the valuation requires significant judgement in determining the appropriate valuation methods and the key assumptions used in the valuations.

Our response:
Our audit procedures included, among others:

- evaluating the competence, capabilities and objectivity of the external valuers which included consideration of their qualifications and experience;
- understanding the scope and purpose of the valuation by reading the terms of engagement to assess whether any matters that might have affected their objectivity or limited the scope of their work;
- reading the valuation reports for all significant properties and discussed with external valuers on their valuation approach and the significant judgements they made, including the selection of comparable properties and adjustments for differences in key attributes made to the transacted value of comparable properties;
- assessing the valuation approach used and appropriateness of the key assumptions based on our knowledge of the property industry; and
- testing, on sample basis, the accuracy and relevance of the key input data used by the external valuers.

Reference

Unquoted and complex financial instruments (Note X to the financial statements)

The valuation of some of the Group's *[derivatives and compound financial instruments]* was a key focus area due to the significance of the judgements and estimates made by the Group. These financial instruments require significant judgement because quoted prices are not readily available. Therefore, management select and use the valuation basis for each investment to estimate their fair value.

Our response:
Our audit procedures included, among others:

- understanding the design and implementation of the controls in the Group's financial instrument valuation processes;
- assessing the valuation methodology used by the Group and comparing it with alternative valuation methodologies used by other market participants;
- comparing the Group's assumptions to externally derived data as well as our own input data;
- recalculating, on sample basis, the valuations of financial instruments; and
- analysing the sensitivity of key assumptions by assessing the impacts of these key assumptions and inputs that are expected to be most sensitive to the fair value.

Deferred tax assets (Note X to the financial statements)

As at 31 December 20XX, the Group has recognised deferred tax assets for unused tax losses and deductible temporary differences that it believes are recoverable. The recoverability of recognised deferred tax assets is dependent on the Group's ability to generate future taxable profits sufficient to be utilised against the unused tax losses and the deductible temporary differences.

We focused on this area because the realisation of these deferred tax assets is often dependent on future taxable profits and there are inherent uncertainties involved in projecting the amount.

Our response:
Our audit procedures focus on evaluating the profit projections and the Group's projection procedures which included, among others:

- comparing the actual results with previous budget to assess the performance of the business and reliability of forecasting process;
- verifying the consistency of projections used in the recoverability test for deferred tax assets with those used for impairment assessment;
- comparing the Group's assumptions in profit projections which include consideration of the current economic and business environment affected by COVID-19 pandemic, to externally derived data as well as our assessments in relation to key inputs such as growth rates, inflation rates and gross profit margin;
- testing the mathematical accuracy of the profit projection calculation; and
- analysing the sensitivity of key assumptions by assessing the impacts of these key assumptions and inputs that are expected to be most sensitive to the future taxable profits.

Reference

Trade receivables and contract assets (Note X and Y to the financial statements)

The Group has significant trade receivables and contract assets as at 31 December 20XX which include certain amounts which are long outstanding. We focused on this area because the Group made significant judgements over assumptions about risk of default and expected loss rate. In making the assumptions, the Group selected inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of the reporting period.

Our response:
Our audit procedures included, among others:

- understanding the design and implementation of controls associated with monitoring of outstanding receivables and contract assets and impairment calculation;
- developing understanding of significant credit exposures which were significantly overdue or deemed to be in default through analysis of ageing reports and other collection or legal reports prepared by management;
- obtaining confirmation of balances from selected receivables;
- checking subsequent receipts, customer correspondence, and considering level of activity with the customer and management explanation on recoverability with significantly past due balances; and
- assessing the reasonableness and calculation of expected credit losses as at the end of the reporting period.

Inventory (Note X to the financial statements)

We focused on this this area because certain inventories, in particular *[finished goods]* of the Group are kept more than [1 year]. The review of saleability and valuation of these inventories at lower of cost and net realisable value by the Group are major source of estimation uncertainty.

Our response:
Our audit procedures included, among others:

- understanding the design and implementation of controls associated with monitoring and detection and write down/off of slow-moving inventories as at 31 December 20XX;
- observing year end physical inventory count to examine physical existence and condition of the finished goods and evaluating the design and implementation of controls during the count;
- checking subsequent sales and evaluating Group's assessment on estimated net realisable value on selected inventory items; and
- evaluating whether the inventories have been written down to their net realisable value for inventory items with net realisable value lower than their cost.

Reference

Provision for product warranty (Note X to the financial statements)

The appropriateness and adequacy of provisions made by the Group in respect of product warranty, which is subject to inherent uncertainty. We focused on this area because there is significant judgement involved in the assumptions used to estimate the provisions.

Our response:
Our audit procedures included, among others:

- understanding the design and implementation of the controls over the identification and calculation of the provisions;
- testing the mathematical accuracy of the underlying calculations and the input data by assessing the estimated probability of warranty claims, verifying the actual repair costs incurred to date and the products in circulation subject to customer dispute using external evidence, such as correspondence with third parties;
- discussing with the management and reading of correspondences with customers; and
- obtaining correspondence from external solicitors and discussing with certain of those external solicitors for the more significant cases.

Provision for legal claims (Note X to the financial statements)

The appropriateness and adequacy of provisions made by the Group in respect of legal claim, which is subject to inherent uncertainty. We focused on this area because there is significant judgement involved in the assumptions used to estimate the provisions.

Our response:
Our audit procedures included, among others:

- understanding the design and implementation of the controls over the identification and calculation of the provisions;
- where available, reading legal opinion obtained by management;
- discussing with the management and reading of subsequent correspondences; and
- obtaining correspondence from external solicitors and discussing with certain of those external solicitors for the more significant cases.

Reference

Contingent liabilities (Note X to the financial statements)

There are a number of legal, regulatory and tax cases against the Group. Judgement is required to assess the likelihood of these liabilities crystallising, so as to assess whether a liability should be recognised and, if so, the amount of that liability.

Our response:
Our audit procedures included, among others:

- understanding the design and implementation of the controls over the identification and calculation of the provisions;
- evaluating the Group's assessment of the nature and status of those cases and considering the probability of a liability crystallising;
- where available, reading legal opinion obtained by management;
- discussing with the management and reading of subsequent correspondences; and
- obtaining correspondence from external solicitors and discussing with certain of those external solicitors for the more significant cases.

Non-current assets held for sale (Note X to the financial statements)

We focused on this area because there is a risk that held for sale assets may not be appropriately classified. Furthermore, non-current assets held for sale are stated at the lower of carrying amount and fair value less cost to sell. The determination of fair value of the held for sale assets requires significant judgement and estimation due to a range of potential sales prices and assumptions around the method and quantum of recovery of held for sale assets.

Our response:
In this area, our procedures included, among others:

- evaluating whether the available evidence sufficiently corroborate the Group's commitment to sell the assets and the probability of sale to be completed within one year from the date of classification, to meet the criteria of MFRS 5 *Non-current Assets Held for Sale and Discontinued Operations* for presentation as assets held for sale; and
- comparing the Group's assumptions to externally derived data as well as discussing with external valuer on their assessment of the fair value of the assets.

Reference

Revenue recognition for property development activities (Note X to the financial statements)

The amount of revenue of the Group's property development activities is recognised over the period of contract by reference to the progress towards complete satisfaction of that performance obligation. The progress towards complete satisfaction of performance obligation is determined by reference to proportion of construction costs incurred for works performed to date bear to the estimated total costs for each project (input method). We focused on this area because significant Group's judgement is required, in particular with regards to determining the progress towards satisfaction of a performance obligation, the extent of the property development costs incurred, the estimated total property development revenue and costs, as well as the recoverability of the development projects. The estimated total revenue and costs are affected by a variety of uncertainties that depend on the outcome of future events.

Our response:

Our audit procedures on a sample of major projects included, among others:

- reading the terms and conditions of agreements with customers;
- understanding the Group's process in preparing project budget and the calculation of the progress towards complete satisfaction of performance obligation;
- comparing the Group's major assumptions to contractual terms, our understanding gathered from the analysis of changes in the assumptions from previous financial year and discussing with project manager;
- comparing the Group's computed progress towards complete satisfaction of performance obligation for identified projects against architect or consultant certificate;
- checking the mathematical computation of recognised revenue for the projects during the financial year; and
- comparing the Group's assessment on the potential deduction to revenue arising from liquidated and ascertained damages against the contractual delivery dates and estimated delivery dates, progress reports, interview of relevant project personnel and correspondence from solicitors.

Reference

Revenue recognition for construction activities (Note X to the financial statements)

The amount of revenue of the Group's construction activities is recognised over the period of contract by reference to the progress towards complete satisfaction of that performance obligation. The progress towards complete satisfaction of performance obligation is determined by reference to proportion of construction costs incurred for works performed to date bear to the estimated total costs for each project (input method). We focused on this area because significant Group's judgement is required, in particular with regards to determining the progress towards satisfaction of a performance obligation, the extent of the construction costs incurred, the estimated total construction contracts revenue and costs, as well as the recoverability of the construction contracts projects. The estimated total revenue and costs are affected by a variety of uncertainties that depend on the outcome of future events.

Our response:
Our audit procedures on a sample of major projects included, among others:

- reading the terms and conditions of agreements with customers;
- understanding the Group's process in preparing project budget and the calculation of the progress towards anticipated satisfaction of a performance obligation;
- comparing the Group's major assumptions to contractual terms, our understanding gathered from the analysis of changes in the assumptions from previous financial year and discussing with project manager;
- comparing the Group's computed progress towards complete satisfaction of performance obligation for identified projects against architect or consultant certificate;
- checking the mathematical computation of recognised revenue for the projects during the financial year; and
- comparing the Group's assessment on the potential deduction to revenue arising from liquidated and ascertained damages against the contractual delivery dates and estimated delivery dates, progress reports, interview of relevant project personnel and correspondence from solicitors.

Reference

Business combination (Note X to the financial statements)

During the financial year ended 31 December 20XX, the Group made a significant acquisition of *[ABC Sdn Bhd]*. We focused on this area due to the following factors:

- complex judgement is involved in determining whether the transaction should be accounted for as a business combination or as the acquisition of an asset;
- in accounting for the *[ABC Sdn Bhd]* under MFRS 3 *Business Combinations*, the Group has to apply judgement on purchase price allocation in relation to the valuation of the intangible assets and the remaining goodwill balance; and
- the values of the intangible assets have been provisionally determined in accordance with MFRS 3 pending the finalisation of the valuation exercise.

Our response:
Our audit procedures included, among others:

- reading the sales and purchase agreements and assessing the accounting treatment on the acquisition of *[ABC Sdn Bhd]* in accordance to the requirements of MFRS 3 *Business Combination*;
- assessing the appropriateness of the identifiable assets acquired and the liabilities assumed at the acquisition date;
- evaluating the work performed by management's experts in respect of the valuation of tangible and intangible assets;
- comparing the assumptions used in determining the contingent consideration against our assessment;
- testing the mathematical computations in the allocation of the purchase price to the different assets and liabilities; and
- assessing the appropriateness of the related disclosures.

Investment in a joint venture (Note X to the financial statements)

The Group and the Company determined whether objective evidence of impairment exists for investment in a joint venture.

The recoverable amount of investment in a joint venture was determined based on value-in-use and the amount owing by a joint venture was compared with the present value of estimated future cash flows, which involves exercise of significant judgement on the discount rates applied and the assumptions supporting the underlying cash flow projections which include future sales, gross profit margin and operating expenses.

Our response:
Our audit procedures focused on evaluating the cash flow projections and the Group's and the Company's forecasting procedures which included, among others:

- comparing the actual results with previous budget to assess the performance of the business and reliability of the forecasting process;
- comparing the Group's and the Company's assumptions to externally derived data, in relation to key assumptions to assess their reasonableness and achievability of the projections;
- testing the mathematical accuracy of the impairment assessment; and
- analysing the sensitivity of key assumptions by assessing the impacts of these key assumptions and inputs that are expected to be most sensitive to the recoverable amount.

Reference

Investment in an associate (Note X to the financial statements)

The Group has significant balance of investment in an associate, *[XYZ Sdn. Bhd.]*. At the end of the financial year, the Group determines whether objective evidence of impairment exists for its investment in the associate.

We focused on this area because the Group's assessment of the recoverable amount involved significant judgement. The recoverable amount of investment in the associate was determined based on value-in-use which includes the discount rate applied in the recoverable amount calculation and the assumption supporting the underlying cash flow projections which include future sales, gross profit margin and operating expenses.

Our response:
Our audit procedures focus on evaluating the cash flow projections which included, among others:
- comparing the actual results with previous budget to assess the performance of the business and reliability of the forecasting process;
- comparing the Group's assumptions which include consideration of the current economic and business environment affected by COVID-19 pandemic, in relation to key assumptions to assess their reasonableness and achievability of the projections;
- testing the mathematical accuracy of the impairment assessments; and
- analysing the sensitivity of key assumptions by assessing the impacts of these key assumptions and inputs that are expected to be most sensitive to the recoverable amount.

Amount owing by an associate (Note X to the financial statements)

The Group has significant balance of amount owing by an associate. At the end of the financial year, the Group determines the amount of expected credit losses on the amount owing by an associate.

We focused on this area because the Group's assessment of the amount of expected credit losses involved significant judgement. The amount owing was determined on the assumptions about risk of default and expected loss rate. In making the assumptions, the Group selected inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of the reporting period.

Our response:
Our audit procedures focus on evaluating the cash flow projections which included, among others:
- comparing the actual results with previous budget to assess the performance of the business and reliability of the forecasting process;
- comparing the Group's assumptions which include consideration of the current economic and business environment affected by COVID-19 pandemic, in relation to key assumptions to assess their reasonableness and achievability of the projections;
- testing the mathematical accuracy of the impairment assessments; and
- analysing the sensitivity of key assumptions by assessing the impacts of these key assumptions and inputs that are expected to be most sensitive to the recoverable amount.

Reference

Company 4

Investment in a subsidiary (Note X to the financial statements)

The Company has significant balance of investment in a subsidiary, namely *[ABC Sdn. Bhd.]*. At the end of the financial year, the Company determined whether there is any indication of impairment in investment in a subsidiary.

We focused on this area because the Company's assessment of the recoverable amount involved significant judgement. The recoverable amount of investment in the subsidiary was determined based on value-in-use which includes the discount rate applied in the recoverable amount calculation and the assumption supporting the underlying cash flow projections which include future sales, gross profit margin and operating expenses.

Our response:
Our audit procedures focus on evaluating the cash flow projections which included, among others:
- comparing the actual results with previous budget to assess the performance of the business and reliability of the forecasting process;
- comparing the Company's assumptions which include consideration of the current economic and business environment affected by COVID-19 pandemic, in relation to key assumptions to assess their reasonableness and achievability of the projections;
- testing the mathematical accuracy of the impairment assessment; and
- analysing the sensitivity of key assumptions by assessing the impacts of these key assumptions and inputs that are expected to be most sensitive to the recoverable amount.

Reference

Information Other than the Financial Statements and Auditors' Report Thereon 5

The directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon. 6

Our opinion on the financial statements of the Group and of the Company does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements of the Group and of the Company, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements of the Group and of the Company or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Statements

The directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia. The directors are also responsible for such internal control as the directors determine is necessary to enable the preparation of financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements of the Group and of the Company, the directors are responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or the Company or to cease operations, or have no realistic alternative but to do so.

The directors of the Company are responsible for overseeing the Group's financial reporting process.

Reference

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements of the Group and of the Company as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with approved standards on auditing in Malaysia and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- 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 Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.
- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements of the Group. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

Reference

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the Group and of the Company for the current financial year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements 7

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiaries of which we have not acted as auditors, are disclosed in Note 10 to the financial statements.

Other Matters 8

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 contents of this report.

ISA 700.46 S265(5)	Baker Tilly Monteiro Heng PLT 201906000600 (LLP0019411-LCA) & AF 0117 Chartered Accountants	Cheah Pooi Lin No. 03462/11/2021 J Chartered Accountant

Kuala Lumpur

Date: (date)

Reference

Commentary:

1 Types of Modified Opinions

ISA 705(revised) Types of Modified Opinions
The table below illustrates how the auditors' judgement about the nature of the matter giving rise to the modification, and the pervasiveness of its effects or possible effects on the financial statements, affects the type of opinion to be expressed.

Nature of Matter Giving Rise to the Modification	Auditors' Judgment about the Pervasiveness of the Effects or Possible Effects on the Financial Statements	
	Material but Not Pervasive	Material and Pervasive
Financial statements are materially misstated	Qualified opinion	Adverse opinion
Inability to obtain sufficient appropriate audit evidence	Qualified opinion	Disclaimer of opinion

2 Going concern consideration - Implication to Independent Auditors' Report

(a) ***Scenario 1: Close Call Situation - Events or conditions have been identified that may cast significant doubt on the entity's ability to continue as a going concern but after considering management's plans to deal with these events or conditions, management and the auditors concluded that no material uncertainty exists, but, determined that one or more matters relating to this conclusion are key audit matters.***

This is a potential key audit matter (KAM). Please refer to the illustrative KAM - Funding requirements and ability to meet short term obligations.

(b) ***Scenario 2: Auditors concluded that material uncertainty exists and financial statements have adequately disclosed the fact***

This will be highlighted in a separate section under the heading "Material Uncertainty Related to Going Concern."

Example applicable to general business which was materially impacted by the COVID-19 Pandemic i.e.: hotels, travel agencies etc.

We draw attention to Note X to the financial statements, which disclosed that the Group incurred a net loss of RMXXX during the financial year ended XXX and, as of that date, the Group's current liabilities exceeded its current assets by RMXXX and recorded a capital deficiency of RMXXX.

In addition, as disclosed in Note XX to the financial statements, along with other matters as set forth in Other Information, the Group has been materially impacted by the COVID-19 pandemic, thereby indicating the existence of a material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Reference

Commentary (continued):

2 Going concern consideration - Implication to Independent Auditors' Report (continued)

(b) Scenario 2: Auditors concluded that material uncertainty exists and financial statements have adequately disclosed the fact (continued)

This will be highlighted in a separate section under the heading "Material Uncertainty Related to Going Concern." (continued)

Example applicable to entertainment & leisure businesses such as salons, aesthetic/cosmetics one-stop center, gyms, bars, etc where the outlets are closed due to MCO or CMCO

We draw attention to Note X to the financial statements, which disclosed that the Group incurred a net loss of RMXXX during the financial year ended XXX and, as of that date, the Group's current liabilities exceeded its current assets by RMXXX and recorded a capital deficiency of RMXXX.

In addition, as disclosed in Note XX to the financial statements, along with other matters as set forth in Other Information, the Group has been materially impacted by the COVID-19 pandemic, whereby the Group has had to temporarily close all of its outlets as a result of enforcement action by the government, and there is uncertainty over the length of the required closed period and the potential reductions in the revenues resulting from the changes in the behaviours of customers once the outlets are allowed to open.

As the situation is still evolving and the uncertainty of the outcome of the current events, the Group's plans in regard to these matters as described in Note XX, the financial statements do not include any adjustments that might result from the outcome of this uncertainty. These conditions indicate the existence of a material uncertainty which may cast significant doubt about the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

(c) Scenario 3: Auditors concluded that material uncertainty exists and financial statements do not adequately disclose the fact

A qualified opinion will be issued.

(d) Scenario 4: Auditors concluded that material uncertainty exists and financial statements do not disclose the fact

An adverse opinion will be issued.

Reference

Commentary (continued):

3 **Modified opinion or a material uncertainty related to going concern**

For a matter giving rise to a modified opinion or a material uncertainty related to going concern, a reference to the Basis for Qualified (Adverse) Opinion or the Material Uncertainty Related to Going Concern Section(s) shall be included in the Key Audit Matter section.

4 The following illustrates the presentation in the auditors' report if the auditor has determined there are no key audit matters to communicate:

We have determined that there are no key audit matters to communicate in our report which arose from the audit of the financial statements of the Company.

5 **Disclaimer of opinion**

When the auditor disclaims an opinion on the financial statements, providing further details about the audit, including a section to address other information may overshadow the disclaimer of opinion on the financial statements as a whole. Accordingly, in these circumstances, the auditors' report does not include a section addressing the reporting requirements under ISA 720 (Revised) *The Auditor's Responsibilities Relating to Other Information.*

6 **Other Information obtained after the date of the auditors' report**

If other information obtained after the date of the auditors' report, the following paragraph shall be modified:

(a) An auditors' report of a listed entity containing an unmodified opinion when the auditor has obtained part of the other information prior to the date of the auditors' report, has not identified a material misstatement of the other information, and expects to obtain other information after the date of the auditors' report.

The directors of the Company are responsible for the other information. The other information comprises the [X report] (but does not include the financial statements of the Company and our auditors' report thereon), which we obtained prior to the date of this auditors' report, and the [Y report], which is expected to be made available to us after that date.

Our opinion on the financial statements of the Company does not cover the other information and we do not and will not express any form of assurance conclusion thereon. In connection with our audit of the financial statements of the Company, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements of the Company or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditors' report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard. [When we read the Y report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors of the Company and [describe applicable actions].]

Reference

Commentary (continued):

6 Other Information obtained after the date of the auditors' report (continued)

If other information obtained after the date of the auditors' report, the following paragraph shall be modified (continued):

(b) An auditors' report of a listed entity containing an unmodified opinion when the auditor has obtained no other information prior to the date of the auditors' report but expects to obtain other information after the date of the auditors' report

The directors of the Company are responsible for the other information. The other information comprises the [information included in the X report, but does not include the financial statements and our auditors' report thereon]. The X report is expected to be made available to us after the date of this auditors' report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

[When we read the X report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and [describe actions applicable in the jurisdiction].]

7 Report on other legal and regulatory requirements

<u>For the auditors' report with Qualified opinion due to a material misstatement of financial statements</u>

In accordance with the requirement of the Companies Act 2016 in Malaysia, we report that:

(a) the subsidiaries of which we have not acted as auditors, are disclosed in Note X to the financial statements.

(b) in our opinion, the accounting and other records for the matter as described in *the Basis for Qualified Opinion* section have not been properly kept by the Company in accordance with the provision of the Companies Act 2016 in Malaysia [1].

<u>For the auditors' report with Qualified opinion due to inability to obtain sufficient appropriate audit evidence</u>

In accordance with the requirement of the Companies Act 2016 in Malaysia, we report that:

(a) the subsidiaries of which we have not acted as auditors, are disclosed in Note X to the financial statements.

(b) in our opinion, the accounting and other records for the matter as described in *the Basis for Qualified Opinion* section have not been properly kept by the Company in accordance with the provision of the Companies Act 2016 in Malaysia [1].

(c) in our opinion, we have not obtained all the information and explanations that we required [2].

OR

Reference

Commentary (continued):

7 Report on other legal and regulatory requirements (continued)

For the auditors' report with Qualified opinion due to inability to obtain sufficient appropriate audit evidence (continued)

In accordance with the requirement of the Companies Act 2016 in Malaysia, we report that:

(a) the subsidiaries of which we have not acted as auditors, are disclosed in Note X to the financial statements.

(b) in our opinion, we have not obtained all the information and explanations that we required [2].

For the auditors' report with Adverse opinion

In accordance with the requirement of the Companies Act 2016 in Malaysia, we report that:

(a) the subsidiaries of which we have not acted as auditors, are disclosed in Note X to the financial statements.

(b) in our opinion, the accounting and other records for the matters as described in *the Basis for Adverse Opinion* section have not been properly kept by the Company in accordance with the provision of the Companies Act 2016 in Malaysia [1].

For the auditors' report with Disclaimer of opinion due to inability to obtain sufficient appropriate audit evidence about multiple elements of the financial statements

In accordance with the requirement of the Companies Act 2016 in Malaysia, we report that:

(a) the subsidiaries of which we have not acted as auditors, are disclosed in Note X to the financial statements.

(b) in our opinion, the accounting and other records for the matter as described in *the Basis for Disclaimer of Opinion* section have not been properly kept by the Company in accordance with the provision of the Companies Act 2016 in Malaysia [1].

(c) in our opinion, we have not obtained all the information and explanations that we required [2].

[1] In accordance with Section 266(3)(b) of the Companies Act 2016, the auditor shall state in his report the particulars of any deficiency, failure or shortcoming in respect of any matter referred to in this subsection.

[2] In accordance with Section 266(3)(a) of the Companies Act 2016, the auditor shall state in his report whether he has obtained all the information and explanations that he required.

Reference

Commentary (continued):

8 Matters to be included under "Other Matter" section

<u>This paragraph is only applicable for financial statements prepared in accordance with the MFRS framework for the first time</u>

As stated in Note X to the financial statements, Flying Colours Berhad adopted the Malaysian Financial Reporting Standards on 1 January 20XX with a transition date of 1 January 20XX-1. These standards were applied retrospectively by directors to the comparative information in these financial statements, including the statements of financial position of the Group and of the Company as at 31 December 20XX-1 and 1 January 20XX-1, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year ended 31 December 20XX-1 and related disclosures. We were not engaged to report on the restated comparative information and it is unaudited. Our responsibilities as part of our audit of the financial statements of the Group and of the Company for the financial year ended 31 December 20XX have, in these circumstances, included obtaining sufficient appropriate audit evidence that the opening balances as at 1 January 20XX do not contain misstatements that materially affect the financial position as at 31 December 20XX and the financial performance and cash flows for the financial year then ended.

<u>This paragraph is only applicable for if there are unaudited comparative figures</u>

Without qualifying our report, we draw attention to Note XX to the financial statements which states that the Group's comparative figures disclosed in the financial statements have not been audited.

<u>The comparative financial statements of the Group and of the Company were audited by another firm of chartered accountants</u>

The financial statements of the Group and of the Company for the financial year ended XXX were audited by another firm of chartered accountants whose report dated XXX expressed an unmodified opinion on those financial statements.

OR

Reference

Commentary (continued):

8 Matters to be included under "Other Matter" section (continued)

<u>The comparative financial statements of the Group and of the Company were audited by another firm of chartered accountants (continued)</u>

The financial statements of the Group and of the Company for the financial year ended XXX were audited by another firm of chartered accountants whose report dated XXX expressed an unmodified opinion, had the following material uncertainty related to going concern paragraph on those financial statements:

"Without qualifying our opinion, we draw attention to Note X to the financial statements. As disclosed in Note X to the financial statements, the Group and the Company have net current liabilities of RMXXXX and RMXXXX respectively as at XXX. However, the financial statements of the Group and of the Company have been prepared on a going concern basis. This going concern basis presumes that the Group and the Company will be able to successfully implement the Regularisation Plan that has been approved by the Securities Commission subsequent to the financial year end, within the anticipated timeframe to enable the Group and the Company to operate profitably in the foreseeable future and consequently, the realisation of assets and settlement of liabilities in the ordinary course of business. Accordingly, the financial statements do not include any adjustments relating to the recoverability and classification of assets or the amounts and classification of liabilities that might be necessary should the Group and the Company be unable to continue on a going concern. In this connection, the directors are confident that the Regularisation Plan, as more fully explained in Note X to the financial statements, would be implemented successfully without any material modifications and within the anticipated time frame."

OR

The financial statements of the Group and of the Company for the financial year ended XXX were audited by another firm of chartered accountants whose report dated XXX expressed the following qualified opinion on those financial statements:

"Basis for Qualified Opinion

We did not observe the counting of the physical inventories as at XXX, since that date was prior to the time we were initially engaged as auditors for the Company. Owing to the nature of the Company's record, we were unable to satisfy ourselves as to inventory quantities by other audit procedures."

OR

Reference

Commentary (continued):

8 Matters to be included under "Other Matter" section (continued)

The comparative financial statements of the Group and of the Company were audited by another firm of chartered accountants (continued)

The financial statements of the Group and of the Company for the financial year ended XXX were audited by another firm of chartered accountants whose report dated XXX expressed the following adverse opinion on those financial statements:

"Basis for Adverse Opinion

As described in Note X to the financial statements, the Group has not consolidated subsidiary XZ Company that the Group acquired during 20X1 because it has not yet been able to determine the fair values of certain of the subsidiary's material assets and liabilities at acquisition date. This investment is therefore accounted for on a cost basis. Under MFRSs, the Company should have consolidated this subsidiary and accounted for the acquisition based on provisional amounts. Had XYZ Company been consolidated, many elements in the accompanying consolidated financial statements would have been materially affected. The effects on the consolidated financial statements of the failure to consolidate have not been determined."

OR

The financial statements of the Group and of the Company for the financial year ended XXX were audited by another firm of chartered accountants whose report dated XXX expressed the following disclaimer of opinion on those financial statements:

"Basis for Disclaimer of Opinion

As discussed in Note X to the financial statements, a fire at the Company's computer center destroyed many of the accounting records and related documents. The financial statements consequently include significant amounts based on estimates. We were unable to carry out appropriate audit procedures to obtain sufficient appropriate audit evidence over these estimates. We could not determine the effect of adjustments, if any, on the financial position of the Company as at XXX, or on its financial performance and cash flows for the financial year then ended."

9 Matters to be included under "Emphasis of Matter" section

The auditor may consider it necessary to include an Emphasis of Matter paragraph in accordance with ISA 706 (Revised) *Emphasis of Matter Paragraphs in the Independent Auditor's Report* if the COVID-19 pandemic has had, or continues to have, a significant effect on the reporting entity's financial position.

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