

Registration No.	201901004975 (1314302-V)
------------------	--------------------------

**TELADAN SETIA GROUP BERHAD**  
**Registration No. 201901004975 (1314302-V)**  
**(Incorporated in Malaysia)**

**REPORT AND COMBINED FINANCIAL STATEMENTS**  
**31 DECEMBER 2020**

**TELADAN SETIA GROUP BERHAD**  
**Registration No. 201901004975 (1314302-V)**  
**(Incorporated in Malaysia)**

**REPORT AND COMBINED FINANCIAL STATEMENTS**  
**31 DECEMBER 2020**

<b>CONTENTS</b>	<b>PAGE NO.</b>
<b>DIRECTORS' REPORT</b>	<b>1 - 4</b>
<b>COMBINED STATEMENT OF FINANCIAL POSITION</b>	<b>5</b>
<b>COMBINED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME</b>	<b>6</b>
<b>COMBINED STATEMENT OF CHANGES IN EQUITY</b>	<b>7</b>
<b>COMBINED STATEMENT OF CASH FLOWS</b>	<b>8 - 9</b>
<b>NOTES TO THE COMBINED FINANCIAL STATEMENTS</b>	<b>10 - 67</b>
<b>STATEMENT BY DIRECTORS AND STATUTORY DECLARATION</b>	<b>68</b>
<b>INDEPENDENT AUDITORS' REPORT</b>	<b>69 - 73</b>

**TELADAN SETIA GROUP BERHAD**  
**Registration No. 201901004975 (1314302-V)**  
**(Incorporated in Malaysia)**

**DIRECTORS' REPORT**

The directors have pleasure in presenting their report together with the audited combined financial statements of Teladan Setia Group Berhad (“the Company”) and its subsidiaries (collectively “the Group”) for the financial year ended 31 December 2020.

**PRINCIPAL ACTIVITIES**

The principal activity of the Company is investing holding. The principal activities of the companies within the Group are set out in Note 8 to the financial statements.

**FINANCIAL RESULTS**

	<b>RM</b>
Net profit for the financial year	<u>25,278,730</u>

In the opinion of the directors, the financial results of the Group during the financial year have not been substantially affected by any item, transaction or event of a material and unusual nature.

**DIVIDEND**

No dividend has been paid or declared by the Company since the end of the previous financial year and the directors do not recommend any dividend for the current financial year.

**RESERVES AND PROVISIONS**

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

**ISSUE OF SHARES AND DEBENTURES**

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

**OPTIONS GRANTED OVER UNISSUED SHARES**

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

## **DIRECTORS**

The directors who held office during the financial year until the date of this report are:

Teo Lay Ban	
Foo Yit Lan	
Annandan A/L Chandran	
Madeline Lee May Ming	
Teo Siew May	(Appointed on 20 February 2020)
Teo Lay Lee	(Appointed on 20 February 2020)
Roy Thean Chong Yew	(Appointed on 20 February 2020)
Sia Ah Piew	(Appointed on 20 February 2020)

During and at the end of the financial year, the Company was not a party to any arrangement whose object is to enable the directors to acquire benefits through the acquisition of shares in, or debentures of, the Company or any other body corporate.

None of the directors in office at the end of the financial year held interest in the shares or debentures of the Company or its related corporations during the financial year.

Since the end of the previous financial year, no director has received or become entitled to receive any benefit by reason of a contract made by the Company or a related corporation with a director or with a firm of which a director is a member or with a company in which the director has a substantial financial interest.

## **DIRECTORS' REMUNERATION**

The directors' remuneration is disclosed in Note 21 to the combined financial statements.

## **INDEMNIFYING DIRECTORS, OFFICERS AND AUDITORS**

No indemnities have been given or insurance premiums paid, during or since the end of the financial year, for any person who is or has been the director, officer or auditor of the Group and of the Group.

## **SUBSIDIARY COMPANIES**

The details of the Company's subsidiaries are disclosed in Note 8 to the combined financial statements.

## **AUDITORS' REMUNERATION**

The auditors' remuneration is disclosed in Note 21 to the combined financial statements.

## OTHER STATUTORY INFORMATION

- (a) Before the combined financial statements of the Group were prepared, the directors took reasonable steps:
- (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts, and had satisfied themselves that all known bad debts had been written off and that no provision for doubtful debts was necessary; and
  - (ii) to ensure that the current assets which were unlikely to realise their value as shown in the accounting records in the ordinary course of business had been written down to an amount which they might be expected so to realise.
- (b) At the date of this report, the directors are not aware of any circumstances:
- (i) which would render the amount written off for bad debts inadequate to any substantial extent or require the setting up of provision for doubtful debts in the financial statements of the Group; or
  - (ii) which would render the value attributed to current assets in the combined financial statements of the Group misleading; or
  - (iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group misleading or inappropriate; or
  - (iv) not otherwise dealt with in this report or combined financial statements which would render any amount stated in the Group combined financial statements misleading.
- (c) At the date of this report, there does not exist:
- (i) any charge on the assets of the Group which has arisen since the end of the financial year which secures the liabilities of any other person; or
  - (ii) any contingent liability in respect of the Group which has arisen since the end of the financial year.
- (d) In the opinion of the directors:
- (i) no contingent liability or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group to meet its obligations as and when they fall due; and
  - (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to substantially affect the financial results of the Group for the current financial year.

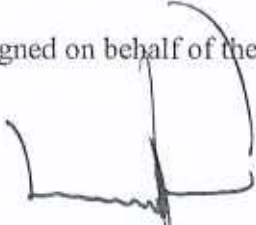
## SUBSEQUENT EVENTS

The subsequent events after the financial year are disclosed in Note 32 to the combined financial statements.

**AUDITORS**

The auditors, Messrs RSM Malaysia, have expressed their willingness to continue in office.

Signed on behalf of the Board of Directors in accordance with a resolution of the directors:



**TEO LAY BAN**



**SIA AH PEW**

**28 APR 2021**

**TELADAN SETIA GROUP BERHAD**  
**Registration No. 201901004975 (1314302-V)**  
**(Incorporated in Malaysia)**

**COMBINED STATEMENT OF FINANCIAL POSITION**  
**AS AT 31 DECEMBER 2020**

	Note	2020 RM	2019 RM
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment	6	4,323,417	5,347,999
Right-of-use assets	7	241,627	407,752
Inventories	9	99,126,740	171,747,966
		<u>103,691,784</u>	<u>177,503,717</u>
<b>CURRENT ASSETS</b>			
Inventories	9	277,759,423	182,830,644
Trade and other receivables	10	33,657,354	27,742,364
Contract assets	11	49,962,294	61,051,573
Current tax assets		265,280	1,467,446
Cash and cash equivalents	12	76,323,909	92,296,801
		<u>437,968,260</u>	<u>365,388,828</u>
<b>TOTAL ASSETS</b>		<u>541,660,044</u>	<u>542,892,545</u>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Share capital	13	3,750,002	3,750,002
Retained earnings/(Accumulated losses)		365,934,985	340,656,255
<b>TOTAL EQUITY</b>		<u>369,684,987</u>	<u>344,406,257</u>
<b>NON-CURRENT LIABILITIES</b>			
Bank borrowings	14	110,576,332	105,912,564
Lease liabilities	7	176,241	269,997
Finance lease liabilities	15	223,183	369,462
Deferred tax liabilities	16	46,000	46,000
		<u>111,021,756</u>	<u>106,598,023</u>
<b>CURRENT LIABILITIES</b>			
Trade and other payables	17	37,159,668	68,858,331
Bank borrowings	14	22,474,387	22,461,912
Lease liabilities	7	93,756	178,943
Finance lease liabilities	15	173,651	216,230
Current tax liabilities		1,051,839	172,849
		<u>60,953,301</u>	<u>91,888,265</u>
<b>TOTAL LIABILITIES</b>		<u>171,975,057</u>	<u>198,486,288</u>
<b>TOTAL EQUITY AND LIABILITIES</b>		<u>541,660,044</u>	<u>542,892,545</u>

The annexed notes form an integral part of the financial statements.

**TELADAN SETIA GROUP BERHAD**  
**Registration No. 201901004975 (1314302-V)**  
**(Incorporated in Malaysia)**

**COMBINED STATEMENT OF PROFIT OR LOSS AND  
OTHER COMPREHENSIVE INCOME  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020**

	Note	2020 RM	2019 RM
<b>REVENUE</b>	18	149,565,786	232,988,035
<b>COST OF SALES</b>	19	<u>(95,738,103)</u>	<u>(152,451,362)</u>
<b>GROSS PROFIT</b>		53,827,683	80,536,673
<b>OTHER OPERATING INCOME</b>		2,753,842	2,469,791
<b>OTHER OPERATING EXPENSES</b>		(8,422,637)	(9,280,449)
<b>ADMINISTRATIVE EXPENSES</b>		(13,067,675)	(17,921,255)
<b>FINANCE COSTS</b>	20	<u>(615,708)</u>	<u>(467,909)</u>
<b>PROFIT BEFORE TAXATION</b>	21	34,475,505	55,336,851
<b>TAXATION</b>	22	<u>(9,196,775)</u>	<u>(11,935,139)</u>
<b>NET PROFIT/TOTAL COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR</b>		<u>25,278,730</u>	<u>43,401,712</u>

The annexed notes form an integral part of the financial statements.



**TELADAN SETIA GROUP BERHAD**  
**Registration No. 201901004975 (1314302-V)**  
**(Incorporated in Malaysia)**

**COMBINED STATEMENT OF CHANGES IN EQUITY**  
**FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020**

	← Attributable to equity holders of the Company →				
	Share capital RM	Retained earnings RM	Total RM	Non- controlling interest RM	Total equity RM
Balance as at 1.1.2019	3,750,000	297,254,543	301,004,543	14,645	301,019,188
Issuance of share capital	2	-	2	-	2
Effect of strike off of a subsidiary	-	-	-	(14,645)	(14,645)
Total comprehensive income for the financial year	-	43,401,712	43,401,712	-	43,401,712
Balance as at 31.12.2019/1.1.2020	3,750,002	340,656,255	344,406,257	-	344,406,257
Total comprehensive income for the financial year	-	25,278,730	25,278,730	-	25,278,730
Balance as at 31.12.2020	3,750,002	365,934,985	369,684,987	-	369,684,987

The annexed notes form an integral part of the financial statements.

**TELADAN SETIA GROUP BERHAD**  
**Registration No. 201901004975 (1314302-V)**  
**(Incorporated in Malaysia)**

**COMBINED STATEMENT OF CASH FLOWS**  
**FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020**

	2020 RM	2019 RM
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before taxation	34,475,505	55,336,851
Adjustments for:		
Bad debt written off	288	16,400
Depreciation of property, plant and equipment	1,019,117	1,155,723
Depreciation of right-of-use assets	166,125	165,544
Interest expenses	581,050	418,398
Interest expenses on lease liabilities	34,658	49,511
Interest income	(1,720,729)	(1,698,880)
Gain on disposal of property, plant and equipment	(277,214)	(459,242)
<b>Operating profit before working capital changes</b>	<b>34,278,800</b>	<b>54,984,305</b>
(Increase)/Decrease in inventories	(1,587,710)	29,980,995
(Increase)/Decrease in trade and other receivables	(5,915,278)	32,217,710
Decrease/(Increase) in contract assets	11,089,279	(43,825,791)
(Decrease)/Increase in trade and other payables	(17,998,663)	5,139,591
	<u>(14,412,372)</u>	<u>23,512,505</u>
<b>Cash generated from from operations</b>	<b>19,866,428</b>	<b>78,496,810</b>
Interest received	1,720,729	1,698,880
Tax paid	(10,551,865)	(18,692,758)
Tax refunded	3,436,246	572,285
<b>Net cash generated from operating activities</b>	<b>14,471,538</b>	<b>62,075,217</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Proceeds from disposal of property, plant and equipment	344,999	497,800
Purchase of property, plant and equipment	(62,320)	(1,091,706)
Placement of fixed deposits	(693,471)	(182,093)
Purchase of land held for development	(5,211,342)	(8,252,694)
<b>Net cash used in investing activities</b>	<b>(5,622,134)</b>	<b>(9,028,693)</b>

**TELADAN SETIA GROUP BERHAD**  
**Registration No. 201901004975 (1314302-V)**  
**(Incorporated in Malaysia)**

**COMBINED STATEMENT OF CASH FLOWS**  
**FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020**

	2020 RM	2019 RM
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Issuance of share capital	-	2
Proceeds from loan borrowings	35,396,750	18,159,732
Repayment of:		
- loans	(40,316,840)	(44,944,501)
- finance lease liabilities	(188,858)	(194,888)
- lease liabilities	(178,943)	(169,092)
Interest paid	(6,888,551)	(7,352,892)
Interest paid on lease liabilities	(34,658)	(49,511)
Dividend paid	<u>(13,700,000)</u>	<u>(12,500,000)</u>
<b>Net cash used in financing activities</b>	<u>(25,911,100)</u>	<u>(47,051,150)</u>
<b>NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS</b>	(17,061,696)	5,995,374
<b>CASH AND CASH EQUIVALENTS BROUGHT FORWARD</b>	<u>73,962,439</u>	<u>67,967,065</u>
<b>CASH AND CASH EQUIVALENTS CARRIED FORWARD (NOTE 12)</b>	<u><u>56,900,743</u></u>	<u><u>73,962,439</u></u>

The annexed notes form an integral part of the financial statements.

**TELADAN SETIA GROUP BERHAD**  
**Registration No. 201901004975 (1314302-V)**  
**(Incorporated in Malaysia)**

**NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2020**

**1. GENERAL INFORMATION**

**1.1 Introduction**

This report has been prepared solely to comply with the ACE Market Listing Requirements and Section 266 of the Companies Act 2016 in Malaysia and should not be relied upon for any other purposes. We do not assume responsibility to any other person for the content of this opinion.

**1.2 Background**

Teladan Setia Group Berhad (“Teladan”) was incorporated on 14 February 2019 under the Companies Act, 2016 as a public limited company and domiciled in Malaysia. TSG is listed on the Ace Market of Bursa Malaysia Securities Berhad. The registered office of the Company is located at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Malaysia.

The principal place of business of the Company is located at No. 8 & 10, Ground Floor, Jalan Mutiara Melaka 2, Taman Mutiara Melaka, 75350 Batu Berendam, Melaka.

Teladan Setia Group Berhad, Teladan Setia Sdn Bhd, Asal Harta Sdn Bhd, Midas Dimensi Sdn Bhd, Riverwell Resources Sdn Bhd, Oriview Realty Sdn Bhd, Midwest Pavilion Sdn Bhd and Widenote Sdn Bhd are collectively known as ‘the Group’ in the combined financial statements contained in this report.

The combined financial statements of the Group for the financial year ended 31 December 2019 and 31 December 2020 were prepared in accordance with Malaysian Financial Reporting Standards and International Financial Reporting Standards. None of the above mentioned audited combined financial statements used in the preparation of this Report for the financial years under review were subject to any qualification.

The report should be read in conjunction with the Accountants’ Report as disclosed in the Prospectus dated 23 February 2021.

## 1. GENERAL INFORMATION (CONTINUED)

### 1.3 The Acquisition

#### Acquisition under Teladan

Teladan Setia Group Berhad shall acquire the entire issued capital of Teladan Setia Sdn Bhd comprising 3,750,000 ordinary shares (“Acquisition”).

The aggregate purchase consideration for the Acquisition shall be RM322,119,000, satisfied by the issuance of 644,238,000 new shares at an issuance of RM0.50 per share.

Following the completion of the Acquisition, the Group’s adopted the current structures as follows:



\* *Non-controlling interests in Midwest Pavilion Sdn Bhd (6%)*  
 - *Datuk New Wee Siang (5%)*  
 - *Mohd Kamsani Bin Abd Rahim (1%)*

*Midwest Pavilion Sdn Bhd had been strike-off on 1st July 2019*

## **1. GENERAL INFORMATION (CONTINUED)**

### **1.3 The Acquisition (continued)**

#### Acquisition under Teladan (continued)

The Group is regarded as a continuing entity resulting from the Acquisition since the management of all the entities which took major part in the Acquisition were controlled substantially by the same major shareholders before and immediately after the Acquisition. Consequently, immediately after the Acquisition, there was a continuation of the control over the entities' financial and operating policy decisions and risk and benefits to the ultimate shareholders that existed prior to the Acquisition. The Acquisition has been accounted for as an acquisition under common control in a manner similar to pooling of interest. Accordingly, the financial information for the financial years ended 31 December 2019 and 31 December 2020 have been prepared on the basis of merger accounting and comprise the financial statements of the subsidiaries which were under common control of the ultimate shareholders that existed prior to the Acquisition during the relevant periods or since their respective dates of incorporation.

## **2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

### **2.1 Statement of compliance**

The combined financial statements have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRS") and International Financial Reporting Standards ("IFRS") based on the Guidance Note on "combined financial statements" issued by the Malaysian Institute of Accountants in relation to the Listing.

The combined financial statements consist of the financial statements of combining entities as disclosed in Notes 1.3 and 8 to this report, which were under common control throughout the reporting years by virtue of common controlling shareholders.

The combined financial statements have been prepared using financial information obtained from the records of the combining entities during the reporting years.

The financial information as presented in the combined financial statements do not correspond to the consolidated financial statements of the Group, as the combined financial statements reflect business combinations under common control for the purpose of the Listing. Consequently, the financial information from the combined financial statements do not purport to predict the financial positions, results of operations and cash flows of the combining entities during the reporting years.

### 3. SIGNIFICANT ACCOUNTING POLICIES

#### (a) Basis of accounting

The combined financial statements have been prepared under the historical cost convention, unless otherwise stated in the combined financial statements.

The preparation of the combined financial statements requires the directors to make estimates and assumptions that affect the reported amount of assets, liabilities, revenue and expenses and disclosure of contingent assets and liabilities. In addition, the directors are also required to exercise their judgement in the process of applying the accounting policies. The areas involving such judgements, estimates and assumptions are disclosed in Note 4. Although these estimates and assumptions are based on the directors' best knowledge of events and actions, actual results could differ from those estimates.

#### (b) Basis of combination

The combined financial statements consist of the financial statements of the combining entities which are under common control as disclosed in Note 1.3 accordingly. Subsidiaries are entities controlled by the Group. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Specifically, the Group controls an investee if and only if the Group has:

- (a) Power over the investee;
- (b) Exposure, or rights, to variable returns from its involvement with the investee; and
- (c) The ability to use its power over the investee to affect its returns.

If the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (d) The contractual arrangement with the other vote holders of the investee;
- (e) Rights arising from other contractual agreements; and
- (f) The voting rights of the Group and potential voting rights.

Intragroup balances, transactions, income and expenses are eliminated on consolidation. The combined financial statements reflect external transactions only.

### 3. SIGNIFICANT ACCOUNTING POLICIES

#### (b) Basis of combination (continued)

##### (i) Common control entities

Business combination involving entities under common control are accounted for by applying the merger accounting principles. The assets and liabilities of the combining entities are reflected at their carrying amounts reported in the combined financial statements.

In a business combination involving entities under common control, any differences between the cost of the merger and the share capital of the "acquired" entity is reflected within equity as merger reserve.

The combined statements of profit or loss and other comprehensive income reflects the results of the combining entities for the full year and the comparatives are presented as if the entities had always been combined since the date for which the entities had come under common control.

In a business combination accounted for by applying the acquisition method of accounting, the identifiable assets acquired, liabilities and contingent liabilities assumed in a business combination are measured at their fair value at the acquisition date, except that:

- (a) deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with MFRS 112 Income Taxes and MFRS 119 Employee Benefits respectively;
- (b) liabilities or equity instruments related to share-based payment transactions of the acquiree or the replacement by the Group of an acquiree's share-based payment transactions are measured in accordance with MFRS 2 Share-based Payment at the acquisition date; and
- (c) assets (or disposal groups) that are classified as held for sale in accordance with MFRS 5 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that Standard.

Acquisition-related costs are recognised as expenses in the periods in which the costs are incurred and the services are received.



### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (b) Basis of combination (continued)

##### (ii) Non-common control entities

Any contingent consideration payable is recognised at fair value at the acquisition date. Measurement period adjustments to contingent consideration are dealt with as follows:

- (a) If the contingent consideration is classified as equity, it is not remeasured and settlement is accounted for within equity.
- (b) Subsequent changes to contingent consideration classified as an asset or liability that is a financial instrument within the scope of MFRS 139 or MFRS 9 are recognised either in profit or loss or in other comprehensive income in accordance with MFRS 139 or MFRS 9. All other subsequent changes are recognised in profit or loss.

In a business combination achieved in stages, previously held equity interests in the acquiree are re-measured to fair value at the acquisition date and any corresponding gain or loss is recognised in profit or loss.

Components of non-controlling interests in the acquiree that are present ownership interests and entitle their holders to a proportionate share of the Group net assets in the event of liquidation are initially measured at fair value. All other components of non-controlling interests shall be measured at their acquisition-date fair values, unless another measurement basis is required by MFRSs. The choice of measurement basis is made on a combination-by-combination basis. Subsequent to initial recognition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity.

Any excess of the sum of the fair value of the consideration transferred in the business combination, the amount of non-controlling interest in the acquiree (if any), and the fair value of the previously held equity interest of the Group in the acquiree (if any), over the net fair value of the acquiree's identifiable assets and liabilities is recorded as goodwill in the consolidated statement of financial position.

Subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (b) Basis of combination (continued)

##### (ii) Non-common control entities (continued)

The financial statements of the subsidiaries are prepared for the same reporting period as that of the Group, using consistent accounting policies. Where necessary, accounting policies of subsidiaries are changed to ensure consistency with the policies adopted by the other entities in the Group.

Non-controlling interests represent equity in subsidiaries that are not attributable, directly or indirectly, to the owners, and is presented separately in the combined statement of profit or loss and other comprehensive income and within equity in the combined statement of financial position, separately from equity attributable to owners of the Group. Profit or loss and each component of other comprehensive income are attributed to the owners of the parent and to the non-controlling interests. Total comprehensive income is attributed to non-controlling interests even if this results in the non-controlling interests having a deficit balance.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Subsidiaries are consolidated from the date on which control is transferred to the Group up to the effective date on which control ceases, as appropriate. Assets, liabilities, income and expenses of a subsidiary acquired or disposed off during the financial period/year are included in the combined statement of profit or loss and other comprehensive income from the date the Group gains control until the date the Group ceases to control the subsidiary. Changes in the Group owners' ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. In such circumstances, the carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interest is adjusted and the fair value of consideration paid or received is recognised directly in equity and attributed to the owners.

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (b) Basis of combination (continued)

##### (iii) Non-common control entities (continued)

Changes in the Group owners' ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. In such circumstances, the carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interest is adjusted and the fair value of consideration paid or received is recognised directly in equity and attributed to the owners. If the Group loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between:

If the Group loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between:

- (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest; and
- (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests.

Amounts previously recognised in other comprehensive income in relation to the subsidiary are accounted for (i.e. reclassified to profit or loss or transferred directly to retained earnings) in the same manner as would be required if the relevant assets or liabilities were disposed of. The fair value of any investments retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under MFRS 139 Financial Instruments: Recognition and Measurement or MFRS 9 Financial Instruments or, where applicable, the cost on initial recognition of an investment in associate.

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (c) Property, plant and equipment (continued)

On initial recognition, items of property, plant and equipment are recognised at cost, which includes the purchase price as well as any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management, and the cost of dismantling and removing the items and restoring the site on which they are located.

After initial recognition, items of property, plant and equipment are carried at cost less any accumulated depreciation and any accumulated impairment losses.

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

The cost of replacing a component of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced component is derecognised to profit or loss. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

Except for freehold land and buildings which are not depreciated, depreciation is calculated so as to write off the cost of the assets, less their estimated residual value, over their useful economic lives as follows:

Buildings	2%
Site equipment	10%
Office equipment	10%
Renovation	10%
Furniture and fittings	10%
Motor vehicles	20%
Computers	10%

Useful lives, residual values and depreciation methods are reviewed, and adjusted if appropriate, at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (d) Inventories

##### (i) Land held for property development

Land held for property development is stated at cost less impairment losses, if any. Such land is classified as non-current asset when no significant development work has been carried out or where development activities are not expected to be completed within the normal operating cycle.

Cost associated with the acquisition of land includes the purchase price of the land, professional fees, stamp duties, commissions, conversion fees and other relevant levies.

Land held for property development is reclassified as property development costs at the point when development activities have commenced and where it can be demonstrated that the development activities can be completed within the normal operating cycle.

##### (ii) Property development costs

Property development costs comprise all cost that are directly attributable to the development activities or that can be allocated on a reasonable basis to such activities. They comprise the cost of land under development, construction costs and other related development costs common to the whole project including professional fees, stamp duties, commissions, conversion fees and other relevant levies as well as borrowing costs.

The property development cost is subsequently recognised as an expense in profit or loss as and when the control of the inventory is transferred to the customer.

Property development costs not recognised as an expense are recognised as an asset measured at the lower of cost and net realisable value.

Property development cost of unsold unit is transferred to completed development unit once the development is completed.

##### (iii) Completed development units

The cost of completed development units is stated at the lower of cost and net realisable value. Cost includes the relevant cost of land, development expenditure and other costs of bringing the inventories to their present location and condition.

Net realisable value is the estimated sales price in the ordinary course of business after allowing for all further costs of completion and disposal.

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (e) Leases

##### (i) Definition of lease

A contract is, or contains, a lease if the contract conveys a 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 assesses whether:

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the customer has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the customer has the right to direct the use of the asset. The customer has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the customer has the right to direct the use of the asset if either the customer has the right to operate the asset; or the customer designed the asset in a way that predetermines how and for what purpose it will be used.

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease and non-lease component on the basis of their relative stand-alone prices. However, for leases of properties in which the Group is a lessee, it has elected not to separate non-lease components and will instead account for the lease and non-lease components as a single lease component.

##### (ii) Recognition and initial measurement

###### 1. As a lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured 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.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the respective Group entities' incremental borrowing rate. Generally, the Group entities use their incremental borrowing rate as the discount rate.

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (e) Leases (continued)

##### (ii) Recognition and initial measurement (continued)

###### 1. As a lessee (continued)

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

- fixed payments, including in-substance fixed payments less any incentive receivable;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate at the commencement date;
- amounts expected to be payable under a residual value guarantee;
- the exercise price under a purchase option that the Group is reasonably certain to exercise; and
- penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The Group excludes variable lease payments that linked to future performance or usage of the underlying asset from the lease liability. Instead, these payments are recognised in profit or loss in the period in which the performance or use occurs.

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

###### 2. As a lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease.

If an arrangement contains lease and non-lease components, the Group applies MFRS 15 to allocate the consideration in the contract based on the stand-alone selling prices.

### **3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

#### **(i) Leases (continued)**

#### **(ii) Recognition and initial measurement (continued)**

##### **2. As a lessor (continued)**

When the Group and is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. It assesses the lease classification of a sublease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sublease as an operating lease.

#### **(iii) Subsequent measurement**

##### **i. As a lessee**

The right-of-use asset is subsequently 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 asset or the end of the lease term. The estimated useful lives of right-of-use asset are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a revision of in-substance fixed lease payments, or if there is a change in the Group estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right-is-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

##### **ii. As a lessor**

The Group recognises lease payments received under operating leases as income on straight-line basis over the lease term as part of “revenue”.



### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (ii) Impairment of non-financial assets

##### (i) Impairment of property, plant and equipment

The carrying amounts of such assets, other than contract assets are reviewed at each reporting date for indications of impairment and where an asset is impaired, it is written down as an expense through profit or loss to its estimated recoverable amount. Recoverable amount is the higher of value in use and the fair value less costs to sell of the individual asset or the cash-generating unit. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. If this is the case, recoverable amount is determined for the cash-generating unit to which the asset belongs.

Value in use is the present value of the estimated future cash flows of that unit. Present values are computed using pre-tax discount rates that reflect the time value of money and the risks specific to the unit which impairment is being measured.

Impairment losses for cash-generating units are allocated first against the goodwill of the unit and then pro rata amongst the other assets of the unit.

Subsequent increases in the recoverable amount caused by changes in estimates are credited to profit or loss to the extent that they reverse the impairment.

#### (iii) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and fixed deposits placed with licensed banks and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to insignificant risk of changes in value.

For the purpose of the statement of cash flows only, cash and cash equivalents are presented net of bank overdrafts, fixed deposits with maturities of more than three months and pledged deposits, if any.

#### (iv) Provisions

Where, at reporting date, the Group has a present obligation (legal or constructive) as a result of a past event and it is probable that the Group will settle the obligation, a provision is made in the statement of financial position. Provisions are made using best estimates of the amount required to settle the obligation and are discounted to present values using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. Changes in estimates are reflected in profit or loss in the period they arise.

Any reimbursement attributable to a recognised provision from a counter-party (such as an insurer) is not off-set against the provision but recognised separately as an asset when, and only when, the reimbursement is virtually certain.

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (v) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Ordinary shares are equity instruments.

Ordinary shares are recorded at the proceeds received, net of directly attributable incremental transactions cost. Ordinary shares are classified as equity.

Retained profits include all current and prior years retained profits. Cost directly attributable to the issue of instruments classified as equity are recognised as a deduction from equity.

Dividends on ordinary shares are accounted for in shareholders' equity as an appropriation of retained profits.

All transactions with owners of the parent are recorded separately within equity.

#### Dividend distribution

Dividends are recognised as liabilities when they are declared (i.e. the dividends are appropriately authorised and no longer at the discretion of the entity). Typically, dividends are recognised as liabilities in the period in which their distribution is approved at the Shareholders' Annual General Meeting. Interim dividends are recognised when paid.

#### (j) Financial instruments

##### (i) Initial recognition and measurement

The Group recognise a financial asset or a financial liability (including derivative instruments) in the statement of financial position when, and only when, an entity in the Group become a party to the contractual provisions of the instruments.

If a contract is a host financial liability or a non-financial host contract that contains an embedded derivative, the Group assess whether the embedded derivative shall be separated from the host contract on the basis of the economic characteristics and risks of the embedded derivative and the host contract at the date when the Group become a party to the contract. If the embedded derivative is not closely related to the host contract, it is separated from the host contract and accounted for as a stand-alone derivative. The Group does not make a subsequent reassessment of the contract unless there is a change in the terms of the contract that significantly modifies the expected cash flows or when there is a reclassification of a financial liability out of the fair value through profit or loss category. Embedded derivatives in host financial assets are not separated.

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (j) Financial instruments (continued)

##### (i) Initial recognition and measurement (continued)

On initial recognition, all financial assets (including intra-group loans and advances) and financial liabilities (including intra-group payables and government loans at below market interest rates) are measured at fair value plus transaction costs if the financial asset or financial liability is not measured at fair value through profit or loss. For instruments measured at fair value through profit or loss, transaction costs are expensed to profit or loss when incurred.

##### (ii) Derecognition of financial instruments

For derecognition purposes, the Group first determine whether a financial asset or a financial liability should be derecognised in its entirety as a single item or derecognised part-by-part of a single item or of a group of similar items.

A financial assets, whether as a single item or as a part, is derecognised when, and only when, the contractual rights to receive the cash flows from the financial asset expire, or when the Group transfer the contractual rights to receive cash flows of the financial asset, including circumstances when the Group act only as a collecting agent of the transferee, and retain no significant risks and rewards of ownership of the financial asset or no continuing involvement in the control of the financial asset transferred.

A financial liability is derecognised when, and only when, it is legally extinguished, which is either when the obligation specified in the contract is discharged or cancelled or expires. A substantial modification of the terms of an existing financial liability is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. For this purpose, the Group consider a modification as substantial if the present value of the revised cash flows of the modified terms discounted at the original effective interest rate is different by 10% or more when compared with the carrying amount of the original liability.

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (j) Financial instruments (continued)

##### (iii) Financial assets

For the purpose of subsequent measurement, the Group classify financial assets into three measurement categories, namely: (i) financial assets at amortised cost (“AC”); (ii) financial assets at fair value through other comprehensive income (“FVOCI”) and (iii) financial assets at fair value through profit or loss (“FVPL”). The classification is based on the Group business model objective for managing the financial assets and the contractual cash flow characteristics of the financial instruments.

After initial recognition, the Group measures financial assets, as follow:

##### (i) Financial assets at AC

A financial asset is measured at amortised cost if: (a) it is held within the Group business objective to hold the asset only to collect contractual cash flows, and (b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest in principal outstanding.

##### (ii) Financial assets at FVOCI

A financial asset is measured at FVOCI if: (a) it is held within the Group business objective to hold the asset both to collect contractual cash flows and selling the financial asset, and (b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest in principal outstanding.

##### (iii) Financial asset at FVPL

A financial asset is measured at FVPL if it is an equity investment, held for trading (including derivative assets) or if it does not meet any of the condition specified for the AC or FVOCI model.

Other than financial assets measured at fair value through profit or loss, all other financial assets are subject to review for impairment in accordance with Note 3j(viii) to the financial statements.

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (j) Financial instruments (continued)

##### (iv) Financial liabilities

After initial recognition, the Group measure all financial liabilities at amortised cost using the effective interest method, except for:

- (i) Financial liabilities at fair value through profit or loss (including derivatives that are liabilities) are measured at fair value.
- (ii) Financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies. Paragraph 3.2.15 and 3.2.17 of MFRS 9 apply to the measurement of such financial liabilities.
- (iii) Financial guarantee contracts 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. Financial guarantees issued are initially measured at fair value. Subsequently, they are measured at higher of: (a) the amount of the loss allowance; and (b) the amount initially recognised less, when appropriate, the cumulative of income recognised in accordance with the principles in MFRS 15 *Revenue from Contracts with Customers*.

##### (v) Fair value measurement

The fair value of a financial asset or a financial liability is determined by reference to the quoted market price in an active market, and in the absence of an observable market price, by a valuation technique as described in Note 3(r) to the financial statements.

##### (vi) Recognition of gains and losses

Fair value changes of financial assets and financial liabilities classified as at fair value through profit or loss are recognised in profit or loss when they arise.

For financial assets mandatorily measured at FVOCI, interest income (calculated using the effective interest rate method), impairment losses, and exchange gains or loss are recognised in profit or loss. All other gains or losses are recognised in other comprehensive income and retained in a fair value reserve. On derecognition of the financial assets, the cumulative gain or loss recognised in OCI is reclassified to profit or loss as a reclassification adjustment.

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (j) Financial instruments (continued)

##### (vii) Recognition of gains and losses (continued)

For financial assets and financial liabilities carried at amortised, interest income and interest expense are recognised in profit or loss using the effective interest method. A gain or loss is recognised in profit or loss only when the financial asset or financial liability is derecognised or impaired, and through the amortisation process of the instrument.

##### (viii) Impairment of financial assets

The Group applies the expected credit loss (“ECL”) model of MFRS 9 to recognise impairment losses of financial assets measured at amortised cost or at fair value through other comprehensive income. Except for trade receivables, a 12-month ECL is recognised in profit or loss on the date of origination or purchase of the financial assets. At the end of each reporting period, the Group assess whether there has been a significant increase in credit risk of a financial asset since its initial recognition or at the end of the prior period. Other than for financial assets which are considered to be of low risk grade, a lifetime ECL is recognised if there has been a significant increase in credit risk since initial recognition. For trade receivables, the Group has availed the exception to the 12-month ECL requirement to recognise only lifetime expected credit losses.

The assessment of whether credit risk has increased significantly is based on quantitative and qualitative information that include financial evaluation of the creditworthiness of the debtors or issuers of the instruments, ageing of receivables, defaults and past due amounts, past experiences with the debtors, current conditions and reasonable forecast of future economic conditions. For operational simplifications: (a) a 12-month expected credit loss is maintained for financial assets which investment grades that are considered as low credit risk, irrespective of whether credit risk has increased significantly or not; and (b) credit risk is considered to have increase significantly if payments are more than 30 days past due if no other borrower-specific information is available without undue cost or effort.

The ECL is measured using an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes, discounted for the time value of money and applying reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions, and forecast of future economic conditions. The ECL for a financial asset (when assessed individually) or a group of financial assets (when assessed collectively) is measured at the present value of the probability-weighted expected cash shortfalls over life of the financial asset or group of financial assets. When a financial asset is determined as credit-impaired (based on objective evidence of impairment), the lifetime ECL is determined individually.

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (j) Financial instruments (continued)

##### (viii) Impairment of financial assets (continued)

For trade receivable, the lifetime ECL is determined at the end of each reporting period using a provision matrix. For each significant receivable, individual lifetime ECL is assessed separately. For significant receivables which are not impaired and for all other receivables, they are grouped into risk classes by type of customers and businesses, and the ageing of the receivables. Collective lifetime ECLs are determined using past loss rates, which are updated for effects of current conditions and reasonable forecasts for future economic conditions. In the event that the economic or industry outlook is expected to worsen, the past loss rates are increased to reflect the worsening economic conditions.

#### (k) Revenue from contracts with customers

The Group revenue comprises revenue from property development projects.

Revenue recognition of the Group is applied for each contract with a customer or a combination of contracts with the same customer (or related parties of the customer). For practical expedient, the Group applies revenue recognition to a portfolio of contracts (or performance obligations) with similar characteristics in the property development business if the Group reasonably expects that the effects on the financial statements would not differ materially from recognising revenue on the individual contracts (or performance obligations) within that portfolio.

For a portfolio of property development contracts with customers, when control of the promised good or service is transferred over time to the customer (and hence the performance obligation is satisfied over time), revenue is recognised in profit or loss over time or progressively by reference to the stage of completion in a performance obligation. For property development contracts, the stage of completion is measured using the value of work certified to date as a percent of estimated total contract value basis (an output method).

When the outcome of a portfolio of property development contracts cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that are recoverable.

Revenue from sales of completed properties is recognised at the point in time upon delivery of properties where the control of the properties has been passed to the buyers.

Interest income is recognised as it accrues, using the effective interest method.

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

### **3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

#### **(l) Property development activities**

The Group property development segment undertakes development of housing and office units for sales to customers, with a majority of the development projects being on the “sell and built” model. Costs of property development, which include land costs and development costs, are accumulated in a work in progress account on a project-by-project basis, upon commencement of a development project. Upon signing of sales and purchase agreements with customers, a rateable portion of the accumulated costs in the project account is transferred to a contract asset account based on the number of units sold. When the revenue of units sold is recognised progressively over time in profit or loss, a rateable portion of the accumulated costs in contract asset is amortised as cost of sales in profit or loss. Completed development units not sold at the end of the reporting period are transferred to inventories.

Management uses its judgement to decide on when control and significant risks and rewards of a development unit are transferred to a customer. Control is transferred over time when the customer can obtain benefits from the sold unit in progress or when the Group has no substantive alternative use to the unit sold other than to complete the development and has an enforceable right to payments. If control is transferred over time to customers, revenue and costs of development units sold are recognised in profit or loss using percentage of completion method. For the limited “build and sell” development projects, where control is transferred to a customer only upon completion of the development of a unit, revenue and costs are recognised in profit or loss using the completed contract method.

#### **(m) Contract assets and contract liabilities**

The excess of cumulative revenue recognised in profit or loss over the billings to customers is recognised as contract assets.

The excess of cumulative billings to customers over revenue recognised in profit or loss is recognised as contract liabilities.

#### **(n) Contract costs**

##### **(i) Incremental cost of obtaining a contract**

The Group recognises incremental costs of obtaining contracts when the Group expects to recover these costs.

##### **(ii) Cost to fulfil a contract**

The Group recognises a contract cost that relate directly to a contract or to an anticipated contract as an asset when the cost generates or enhances resources of the Group, will be used in satisfying performance obligations in the future and it is expected to be recovered.



### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (o) Borrowing costs

Interest on borrowings to finance the purchase and development of a self-constructed qualifying asset (i.e. an asset that necessarily takes a substantial period of time to get ready for its intended use or sale) is included in the cost of the asset until such time as the assets are substantially ready for use or sale. Such borrowing costs are capitalised net of any investment income earned on the temporary investment of funds that are surplus pending such expenditure.

The capitalisation of borrowing costs as part of the cost of a qualifying asset commences when expenditure for the asset is being incurred, borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalisation of borrowing costs is suspended or ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are interrupted or completed.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

#### (p) Employees benefits

##### (i) Short-term benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the year in which the associated services are rendered by employees of the Group. Short term accumulating compensated absence such as paid annual leave is recognised when services are rendered by employees and short term non-accumulating compensated absences such as sick leave are recognised when the absences occur.

##### (ii) Defined contribution plan

As required by law, companies in Malaysia make contributions to the Employees' Provident Fund ("EPF"). The contributions are recognised as a liability after deducting any contribution already paid and as an expense in profit or loss in the period in which the employee render their services. Once the contributions have been paid, the Group has no further payment obligations.

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (q) Income taxes

Tax currently payable is calculated using the tax rates in force or substantively enacted at the reporting date. Taxable profit differs from accounting profit either because some income and expenses are never taxable or deductible, or because the time pattern that they are taxable or deductible differs between tax law and their accounting treatment.

Using the statement of financial position liability method, deferred tax is recognised in respect of all temporary differences between the carrying value of assets and liabilities in the statement of financial position and the corresponding tax base, with the exception of goodwill not deductible for tax purposes and temporary differences arising on initial recognition of assets and liabilities that do not affect taxable or accounting profit.

Deferred tax is calculated at the tax rates that are expected to apply to 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 by the reporting date. Deferred tax assets are recognised only to the extent that the Group consider that it is probable (i.e. more likely than not) that there will be sufficient taxable profits available for the asset to be utilised within the same tax jurisdiction.

Unused tax credits do not include unabsorbed reinvestment allowances and unabsorbed investment tax allowances because the Group treats these as part of initial recognition differences.

Deferred tax assets and liabilities are offset only when there is a legally enforceable right to offset current tax assets against current tax liabilities, they relate to the same tax authority and the Group intention is to settle the amounts on a net basis.

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except if it arises from transactions or events that are recognised in other comprehensive income or directly in equity. In this case, the tax is recognised in other comprehensive income or directly in equity, respectively. Where tax arises from the initial accounting for a business combination, it is included in the accounting for the business combination.

### 3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### (r) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When measuring the fair value of an asset or a liability, the Group use market observable data to the extent possible. If the fair value of an asset or a liability is not directly observable, it is estimated by the Group (working closely with external qualified valuers) using valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs (e.g. by use of the market comparable approach that reflects recent transaction prices for similar items, discounted cash flow analysis, or option pricing models refined to reflect the issuer's specific circumstances). Inputs used are consistent with the characteristics of the asset / liability that market participants would take into account.

Fair values are categorised into different levels in a fair value hierarchy based on the degree to which the inputs to the measurement are observable and the significance of the inputs to the fair value measurement in its entirety:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Transfers between levels of the fair value hierarchy are recognised by the Group at the end of the reporting period during which the change occurred.

#### 4. ADOPTION OF MFRSs, AMENDMENTS TO MFRSs AND INTERPRETATIONS

##### 4.1 MFRSs, Amendments to MFRSs and Interpretations adopted

For the preparation of the financial statements, the following accounting standards, amendments and interpretations of the MFRS framework issued by the MASB are mandatory for the first time for the financial year beginning on or after 1 January 2020:

- Amendments to References to the Conceptual Framework in MFRS Standards
- Amendments to MFRS 3 *Business Combination – Definition of a Business*
- Amendments to MFRS 101 *Presentation of Financial Statements* and MFRS 108 *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Material*
- Amendments to MFRS 9 *Financial Instruments*, MFRS 139 *Financial Instruments: Recognition and Measurement* and MFRS 7 *Financial Instruments: Disclosures – Interest Rate Benchmark Reform*

During the financial year, the Group have early adopted the Amendment to MFRS 16 *Leases – Covid-19-Related Rent Concessions*.

##### 4.2 New/ Revised MFRSs, Amendments to MFRSs and Interpretations not adopted

The following are accounting standards, amendments and interpretations of the MFRS framework that have been issued by the MASB but have not been adopted by the Group:

##### **MFRSs, Amendments to MFRSs and Interpretations effective for annual periods beginning on or after 1 January 2021**

- Amendments to MFRS 9 *Financial Instruments (2014)*, MFRS 139 *Financial Instruments: Recognition and Measurement*, MFRS 7 *Financial Instruments: Disclosure*, MFRS 4 *Insurance Contracts* and MFRS 16 *Leases – Interest Rate Benchmark Reform Phase 2*

##### **MFRSs, Amendments to MFRSs and Interpretations effective for annual periods beginning on or after 1 April 2021**

- Amendments to MFRS 16 *Leases – Covid-19-Related Rent Concessions beyond 30 June 2021*

##### **MFRSs, Amendments to MFRSs and Interpretations effective for annual periods beginning on or after 1 January 2022**

- Amendments to MFRS 3 *Business Combinations – Reference to the Conceptual Framework*
- Amendments to MFRS 116 *Property, Plant and Equipment – Proceeds before Intended Use*
- Amendments to MFRS 137 *Provisions, Contingent Liabilities and Contingent Assets – Onerous Contracts – Cost of Fulfilling a Contract*
- Annual Improvements to MFRS Standards 2018–2020

#### 4. ADOPTION OF MFRSs, AMENDMENTS TO MFRSs AND INTERPRETATIONS (CONTINUED)

##### 4.2 New/ Revised MFRSs, Amendments to MFRSs and Interpretations not adopted (continued)

###### **MFRSs, Amendments to MFRSs and Interpretations effective for annual periods beginning on or after 1 January 2023**

- Amendments to MFRS 101 *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current*
- Amendments to MFRS 101 *Presentation of Financial Statements – Disclosure of Accounting Policies*
- Amendments to MFRS 108 *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Accounting Estimates*

###### **MFRSs, Amendments to MFRSs and Interpretations effective date yet to be confirmed**

- Amendments to MFRS 10 *Consolidated Financial Statements* and MFRS 128 *Investment in Associates and Joint Ventures – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

The directors anticipate that the above-mentioned accounting standards, amendments and interpretations will be adopted by the Group when they become effective.

Amendments to MFRS 4 *Insurance Contracts – Applying MFRS 9 Financial Instruments with MFRS 4 Insurance Contracts* and MFRS 17 *Insurance Contracts* have not been taken into consideration because they are not applicable to the Group.

#### 4. ADOPTION OF MFRSs, AMENDMENTS TO MFRSs AND INTERPRETATIONS (CONTINUED)

##### 4.3 Financial Reporting updates

###### i. IFRIC Tentative Agenda Decision (“TAD”) - Over time transfer of constructed good, which may have impacts on the Group’s financial statements on adoption

The IFRS Interpretations Committee (“IFRIC”) received a submission about the capitalisation of borrowing costs in relation to the construction of a residential multi-unit real estate development.

Based on the fact pattern described in the submission, the request asked whether the entity has a qualifying asset as defined in IAS 23 *Borrowing Costs* and, therefore, capitalises any directly attributable costs.

The IFRIC concluded in March 2019 that, in the fact pattern described in the request:

- (i) Any receivable and contract asset that the entity recognises is not a qualifying asset.
- (ii) Any inventory (work-in-progress) for unsold units under construction that the entity recognises is also not a qualifying asset because the unsold units are ready for its intended use or sale.

The MASB announced on 20 March 2019 that an entity shall apply the change in accounting policy as a result of this Agenda Decision to financial statements of annual periods beginning on or after 1 July 2020.

The Group is in the process of obtaining new information and adapting its systems to implement this change in accounting policy. The implementation results would be reported during the financial year ending 31 December 2021.