



**BERJAYA**

**BERJAYA CORPORATION BERHAD**

[Registration No. 200101019033 [554790-X]]



**RISING THROUGH  
EVOLUTION**

Annual Report 2021



The corporate logo comprises the word BERJAYA in blue and a symbol made up of four outward facing Bs in green with blue lining around the circumference and a blue dot in the centre.

BERJAYA means “success” in Bahasa Malaysia and reflects the success and Malaysian character of Berjaya Corporation’s core businesses. The four Bs of the symbol represent the strong foundations and constant synergy taking place within the Berjaya Corporation group of companies. Each B faces a different direction, depicting the varied strengths of the companies that make up the Berjaya Corporation group of companies.

## VISION

- To be an organisation which nurtures and carries on profitable and sustainable businesses in line with the Group’s diverse business development and value creation aspirations and interests of all its stakeholders.
- To also be an organisation which maximizes the value of human capital through empowerment, growth and a commitment to excellence.

## MISSION

We strive to generate profitable returns for our shareholders from investments in core business activities:

- By providing direction, financial resources and management support for each operating unit;
- Through dynamic and innovative management, teamwork and a commitment to excellence; and
- By providing a cross-functional environment and development and upskilling opportunities for our employees to develop their full potential for both personal and professional advancements.

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Form of Proxy

# CORPORATE PROFILE

The history of the Berjaya Corporation group of companies dates back to 1984 when its Founder, Tan Sri Dato' Seri Vincent Tan Chee Yioun acquired a major controlling stake in Berjaya Industrial Berhad (originally known as Berjaya Kawat Berhad and now known as Reka Pacific Berhad) from the founders, The Broken Hill Proprietary Company Limited, Australia and National Iron & Steel Mills Limited, Singapore. The shareholding change also resulted in a major change in the business, direction and dynamic growth of a diversified conglomerate under the flagship of Berjaya Corporation Berhad ("BCorp").

In October 1988, following a major restructuring, Berjaya Group Berhad (then known as Inter-Pacific Industrial Group Berhad) became the holding company of Reka Pacific Berhad.

Inter-Pacific Industrial Group Berhad (formerly known as Raleigh Berhad) was incorporated in 1967 as a bicycle manufacturer. In 1969, the Company gained official listing on Bursa Malaysia Securities Berhad ("Bursa Securities").

BCorp assumed the listing status of Berjaya Group Berhad on the Main Market of Bursa Securities upon the completion of the group restructuring exercise in October 2005 and the listing of the new shares on 3 January 2006.

The Group is a diversified entity engaged in the following core businesses:

- Consumer Marketing, Direct Selling and Retail;
- Financial Services;
- Hotels, Resorts, Vacation Timeshare and Recreation Development;
- Property Investment and Development;
- Gaming and Lottery Management;
- Food and Beverage;
- Environmental Services and Clean Technology Investment;
- Motor Trading and Distribution;
- Telecommunication and Information Technology related Services, Solutions and Products;
- Investment Holding and others.



*Alda Hotel Reykjavik, Iceland*

# CORPORATE INFORMATION

## BOARD OF DIRECTORS

Non-Independent Non-Executive Chairman  
**Tan Sri Dato' Seri Vincent Tan Chee Yioun**

Non-Independent Non-Executive Deputy Chairman  
**Dato' Sri Robin Tan Yeong Ching**

Chief Executive Officer  
**Abdul Jalil Bin Abdul Rasheed**

Executive Directors  
**Vivienne Cheng Chi Fan**  
**Datuk Seri Zurainah Binti Musa**  
**Nerine Tan Sheik Ping**

Independent Non-Executive Directors  
**Datuk Robert Yong Kuen Loke**  
**Dr Jayanthi Naidu G. Danasamy**  
**Penelope Gan Paik Ling**  
**Datin Seri Sunita Mei-Lin Rajakumar**  
**Dato' Hisham Bin Othman**  
**Dato' Leong Kwei Chun**  
**Norlela Binti Baharudin**  
**Tan Peng Lam**

## AUDIT COMMITTEE

Chairman/  
Senior Independent Non-Executive Director  
**Datuk Robert Yong Kuen Loke**

Independent Non-Executive Directors  
**Dr Jayanthi Naidu G. Danasamy**  
**Penelope Gan Paik Ling**  
**Dato' Hisham Bin Othman**  
**Norlela Binti Baharudin**  
**Tan Peng Lam**

## SECRETARIES

Tham Lai Heng Michelle  
(MAICSA No. 7013702)  
(SSM PC No. 202008001622)

Wong Siew Guek  
(MAICSA No. 7042922)  
(SSM PC No. 202008001490)

Soh Ley Moi  
(MAICSA No. 7049925)  
(SSM PC No. 202008003510)

## SHARE REGISTRAR

Berjaya Registration Services Sdn Bhd  
Lot 10-04A & 10-04B, Level 10, West Wing  
Berjaya Times Square  
No. 1 Jalan Imbi  
55100 Kuala Lumpur  
Tel : 03-2145 0533  
Fax : 03-2145 9702

## AUDITORS

Messrs Ernst & Young PLT  
202006000003 (LLP0022760-LCA) & AF 0039  
Chartered Accountants  
Level 23A Menara Milenium  
Jalan Damanlela  
Pusat Bandar Damansara  
50490 Kuala Lumpur  
Tel : 03-7495 8000  
Fax : 03-2095 5332

## REGISTERED OFFICE

Lot 13-01A, Level 13 (East Wing)  
Berjaya Times Square  
No. 1 Jalan Imbi  
55100 Kuala Lumpur  
Tel : 03-2149 1999  
Fax : 03-2143 1685

## PRINCIPAL BANKERS

Malayan Banking Berhad  
CIMB Bank Berhad  
AmBank (M) Berhad  
RHB Bank Berhad  
OCBC Bank (Malaysia) Berhad

## STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia Securities Berhad

## STOCK SHORT NAME

BJCORP (3395)

## PLACE OF INCORPORATION AND DOMICILE

Malaysia

# PROFILE OF DIRECTORS



**TAN SRI DATO' SERI VINCENT  
TAN CHEE YIOUN**

*69 years of age, Malaysian, Male*  
Non-Independent Non-Executive Chairman

He was previously appointed to the Board of the Company on 15 September 2005 as the Chairman/Chief Executive Officer ("CEO"). Subsequently on 1 January 2011, he relinquished his position as the CEO and remained as the Chairman of the Company until his retirement on 23 February 2012.

On 1 November 2017, Tan Sri Dato' Seri Vincent Tan Chee Yioun was re-appointed as the Executive Chairman of the Company. Subsequently on 5 April 2021, he was redesignated as the Non-Independent Non-Executive Chairman of the Company.

He is a businessman and entrepreneur with more than four decades of entrepreneurial experience and has diverse interests in property development and investment, gaming, lottery management, stockbroking, motor distribution, retailing, trading, hospitality, internet related businesses, environmental and utilities, media, food and beverage, telecommunications, insurance and education through various public and private companies namely, Berjaya Corporation group of companies, Berjaya Assets Berhad, 7-Eleven Malaysia Holdings Berhad, Berjaya Media Berhad, Berjaya Retail Sdn Bhd, Intan Utilities Sdn Bhd, U Mobile Sdn Bhd and MOL Ventures Pte Ltd.

Currently, Tan Sri Dato' Seri Vincent Tan Chee Yioun is the Executive Chairman of Berjaya Times Square Sdn Bhd and the Chairman of Berjaya Hills Resort Berhad, Berjaya Capital Berhad and U Mobile Sdn Bhd. He is also the Managing Director/CEO of Sports Toto Malaysia Sdn Bhd. He also holds directorships in several other private limited companies and also in Berjaya Corporation group of companies.

His children, Dato' Sri Robin Tan Yeong Ching and Ms Nerine Tan Sheik Ping are also members of the Board.



**DATO' SRI ROBIN TAN  
YEONG CHING**

*47 years of age, Malaysian, Male*  
Non-Independent Non-Executive Deputy  
Chairman

He was appointed to the Board on 21 December 2006 as an Executive Director. He was later appointed as the Chief Executive Officer ("CEO") of the Company on 1 January 2011 and subsequently as the Chairman/CEO on 23 February 2012. Subsequently on 1 November 2017, he relinquished his position as the Chairman of the Company and remained as the CEO of the Company.

On 16 March 2021, Dato' Sri Robin Tan Yeong Ching relinquished his position as the CEO of the Company and was redesignated as the Executive Deputy Chairman. Subsequently on 1 June 2021, he was redesignated as the Non-Independent Non-Executive Deputy Chairman of the Company.

He graduated with a Bachelor of Social Science Degree in Accounting/Law from the University of Southampton, United Kingdom in 1995. He joined Berjaya Group Berhad in 1995 as an Executive and subsequently became the General Manager, Corporate Affairs in 1997.

Currently, he is the Executive Chairman of Berjaya Sports Toto Berhad, the Chairman of Berjaya Media Berhad and Informatics Education Ltd, Singapore and a Director of Atlan Holdings Bhd and KDE Recreation Berhad. He is also an Executive Director of Berjaya Hartanah Berhad (formerly known as Berjaya Golf Resort Berhad), Bukit Kiara Resort Berhad and Staffield Country Resort Berhad. He also holds directorships in several other private limited companies in the Berjaya Corporation group of companies.

His father, Tan Sri Dato' Seri Vincent Tan Chee Yioun is the Chairman and a major shareholder of the Company and his sister, Ms Nerine Tan Sheik Ping is also a member of the Board.

Dato' Sri Robin Tan Yeong Ching is a member of the Remuneration Committee of the Company.

## PROFILE OF DIRECTORS



### **ABDUL JALIL BIN ABDUL RASHEED**

*39 years of age, Malaysian, Male*  
Chief Executive Officer

He was appointed to the Board on 16 March 2021 as a Director and Chief Executive Officer (“CEO”) of the Company.

He obtained his Bachelor of Science (Honours) Accounting & Finance Degree and Diploma in Economics from University of London, United Kingdom.

He was formerly the President & Group CEO of Permodalan Nasional Berhad (PNB), Malaysia’s national unit trust manager. En Jalil brings with him 18 years of investment and business leadership experience, having worked in the United Kingdom, United States of America, Malaysia and Singapore with the global investment firms, Aberdeen Standard Investments and Invesco Limited. Besides investment experience, he also brings with him many years of experience in working with large corporations and Boards on corporate governance and instilling operational effectiveness and excellence.

Currently, he is the Deputy Chairman of REDtone Digital Berhad (formerly known as REDtone International Berhad). He holds directorships in several other private limited companies in the Berjaya Corporation group of companies.

He is also a member of the International Advisory Council for Malaysia at the Singapore Management University (“SMU”), helping SMU students gain the right industry experience.



### **VIVIENNE CHENG CHI FAN**

*62 years of age, Malaysian, Female*  
Executive Director

She was appointed to the Board on 15 September 2005 as an Executive Director.

She graduated with a Bachelor of Economics (Accounting) from Monash University, Australia in 1982 and was subsequently admitted as a member of the Australian Society of Accountants.

She has 38 years of experience managing Project Financing, Debt & Equity Capital Funding, Corporate and Debt Restructuring, Credit Analysis, Privatization, Initial Public Offerings and Group Treasury Cash Management in various sectors ranging from Financial Services, Consumer Products & Services, Hotels & Resorts, Property Development, Gaming, Motor Trade & Distribution, Food & Beverage, Environmental & Clean Technology Services, Construction, Education and Telecommunications. She is also responsible for the Money Lending/ Leasing and Hire Purchase and Nominees Department of the Group. Prior to joining the Treasury Department of Berjaya Group Berhad in 1989, she was attached to Sunway Group of Companies for 6 years and headed its Treasury Division.

Currently, she is also an Executive Director of Berjaya Group Berhad, Director of Cosway Corporation Berhad, Chailease Berjaya Credit Sdn Bhd, Singapore Institute of Advanced Medicine Holdings Pte Ltd (pioneer of Proton Therapy in Singapore) and several other private limited companies in the Berjaya Corporation group of companies.

She joined the Board of Tropicana Corporation Berhad as an Independent Non-Executive Director on 7 December 2020.

Ms Vivienne Cheng Chi Fan is a member of the Risk Management Committee and Sustainability Committee of the Company.

## PROFILE OF DIRECTORS



**DATUK SERI ZURAINAH BINTI MUSA**

*59 years of age, Malaysian, Female*  
Executive Director

She was appointed to the Board on 13 January 2012 as an Executive Director.

She obtained her MBA from Berjaya University College of Hospitality in year 2016 and Post Graduate Diploma in Human Resource Management from University of Newcastle, Australia in 1997. She also holds diplomas in Occupational Health And Safety from University of New South Wales, Australia and Secretarial Science from the MARA Institute of Technology.

She started work in 1983 and was working in senior capacities for several organisations, both locally and internationally. She has more than 25 years of experience in the field of Human Resource Management and Development and is well skilled in the art of Networking, Negotiations and Human Relationship Management. Her experience includes inter-alia, the designing, developing, managing, organising and conducting training program and courses as well as providing consulting services relating to the various aspects of human resource development and management for organisations in Malaysia, Australia, United States of America, Indonesia and the Middle East.

Previously, she was a Director of Berjaya Food Berhad from May 2010 to January 2017 and Federal Agricultural Marketing Authority (FAMA) from September 2013 to July 2018.

Currently, Datuk Seri Zurainah Binti Musa is a Director of Boustead Holdings Berhad, Uzma Berhad and Tioman Island Resort Berhad. She holds directorships in several other private limited companies and in Uzma Berhad's group of companies. She is also an Executive Director of Berjaya Times Square Sdn Bhd and a Director of several subsidiaries of Berjaya Assets Berhad.



**NERINE TAN SHEIK PING**

*45 years of age, Malaysian, Female*  
Executive Director

She was appointed to the Board on 1 January 2016 as an Executive Director. She graduated with a Bachelor of Science Degree in Management (Second Class Honours) from the London School of Economics, United Kingdom in 1998.

She has more than 20 years of experience in sales, marketing and business development in several operations. She started work as a Business Development Manager at Cosway (M) Sdn Bhd from January 1999 to September 2002 and was mainly responsible for overseeing the sales and marketing of Cosway products. From September 2000 to March 2003, she was appointed as an Executive Director of eCosway Sdn Bhd to oversee the development of the eCosway website with a software developer.

In addition, she was also appointed as Vice President in the Marketing division of Berjaya Hotels & Resorts (M) Sdn Bhd ("BHRM") in January 1999 and was appointed as Executive Director of Berjaya Hotels & Resorts (S) Pte Ltd from January 2005 until her resignation in April 2009. During her tenure at BHRM, she was overseeing the sales and marketing functions and development of spa management for different resorts.

In February 2007, she was appointed as the General Manager (Sales & Marketing) of Sports Toto Malaysia Sdn Bhd ("STMSB") and was subsequently promoted as an Executive Director of STMSB in April 2010.

Currently, she is the Chief Executive Officer of Berjaya Sports Toto Berhad and also an Executive Director of Berjaya Land Berhad and Berjaya Group Berhad. She is also a Director of Berjaya Hills Resort Berhad and holds directorships in several other private limited companies in the Berjaya Corporation group of companies.

Her father, Tan Sri Dato' Seri Vincent Tan Chee YOUNG is the Chairman and a major shareholder of the Company and her brother, Dato' Sri Robin Tan Yeong Ching is also a member of the Board.

## PROFILE OF DIRECTORS



### **DATUK ROBERT YONG KUEN LOKE**

*69 years of age, Malaysian, Male*  
Independent Non-Executive Director

He was appointed to the Board on 15 September 2005.

He is a Fellow member of The Institute of Chartered Accountants in England and Wales and a member of the Institute of Singapore Chartered Accountants and the Malaysian Institute of Accountants. He is also a Council Member of The Malaysian Institute of Certified Public Accountants and presently serves as a member of its Executive Committee. He has many years of working experience in the fields of accounting, audit, treasury and financial management. He started his career in London in 1973 and worked there for more than five years with chartered accounting firms. Subsequently he was with Price Waterhouse, Singapore from 1979 to 1982. From 1983 to 1986, he served as the Group Finance Manager in UMW Holdings Berhad and Group Treasurer in Edaran Otomobil Nasional Bhd. He joined Berjaya Group of companies in 1987 until his retirement as an Executive Director on 30 November 2007 and is currently an Independent Non-Executive Director of the Company.

He is also a Director of Berjaya Land Berhad, Berjaya Sports Toto Berhad and Berjaya Assets Berhad.

Datuk Robert Yong Kuen Loke is the Chairman of the Audit Committee, Nomination Committee, Remuneration Committee, Risk Management Committee and Sustainability Committee of the Company.



### **DR JAYANTHI NAIDU G. DANASAMY**

*45 years of age, Malaysian, Female*  
Independent Non-Executive Director

She was appointed to the Board on 13 January 2012.

She obtained her LLB (Hons) in 2000 and her LLM (Distinction) in 2004 from University Malaya. She obtained her PhD in the area of sustainability standards from Queen Mary, University of London, United Kingdom in 2008.

Dr Jayanthi started her career as a Prosecuting Officer with the Securities Commission of Malaysia in 2001 before taking up academic positions both in Malaysia and the United Kingdom, from 2002 till 2006. During her tenure in the United Kingdom, she also worked with international corporations advising them on their sustainability strategies. She has wide experience working at Board and Senior Management levels with clients and business partners.

She was previously the Executive Director of the Malaysian Centre of Regulatory Studies, University Malaya. As an experienced trainer, she has also conducted training and provided lectures for institutions across Asia, Europe and the Middle East, in various sustainability and community investment areas.

Currently, she is the Managing Director of Synergio Global Sdn Bhd ("Synergio"), a sustainability strategy consultancy. In this role, she is involved in advising companies and institutions across Asia with regards to sustainability strategies. She is also a Director of several companies namely, Synergio and BoomGrow Productions Sdn Bhd.

Dr Jayanthi Naidu G. Danasamy is a member of the Audit Committee, Nomination Committee, Remuneration Committee, Risk Management Committee and Sustainability Committee of the Company.



## PROFILE OF DIRECTORS



**PENELOPE GAN PAIK LING**

*45 years of age, Malaysian, Female*  
Independent Non-Executive Director

She was appointed to the Board on 30 March 2018.

She is a law graduate from University of Sheffield, United Kingdom (LLB Hons). In 2001, she completed her Malaysian Certificate of Legal Practice and was subsequently admitted to the High Court of Malaya as an advocate and solicitor in year 2003.

She has over 15 years of legal practice as an advocate and solicitor. Additionally, she was an in-house legal advisor for a multinational company. Her experience in various areas of law is proved to be invaluable as she has gained extensive experience from conveyance of properties to drafting of various corporate and securities agreements.

She is the founder of Messrs Penelope G, a legal firm which provides professional legal services to corporations, financial institutions, developers, statutory bodies as well as individual clients.

Ms Penelope Gan Paik Ling is a member of the Audit Committee, Nomination Committee, Remuneration Committee, Risk Management Committee and Sustainability Committee of the Company.



**DATIN SERI SUNITA MEI-LIN RAJAKUMAR**

*53 years of age, Malaysian, Female*  
Independent Non-Executive Director

She was appointed to the Board on 1 June 2021.

She obtained her Degree in Law (LLB Hons) from University of Bristol, England in 1990 and qualified as a Member of the Institute of Chartered Accountants of England and Wales in 1994.

Datin Seri Sunita Mei-Lin Rajakumar is a professional independent director and a strong advocate of the importance of governance in general and risk management in particular. She founded Climate Governance Malaysia Berhad which is the country chapter of the World Economic Forum's Climate Governance Initiative. She is a Fellow of the Institute of Corporate Directors Malaysia, promotes gender diversity on boards with the 30% Club, is also a member of the Global Advisory Board of Nottingham University's School of Business, the Advisory Panel of the UN Global Compact Malaysia's Sustainability Center of Excellence and Workstream Lead for Government Policy at the CEO Action Network, an industry-led initiative to increase sustainability and climate resilience.

She is an independent director of Bursa-listed Dutch Lady Milk Industries Berhad (Chairman), MCIS Insurance Berhad (a member of the Sanlam group) and Zurich General Insurance Malaysia Berhad, and serves as trustee of 5 charitable foundations.

Her Legal Degree from the University of Bristol and professional qualification as a Chartered Accountant (England and Wales), led on to a career in investment banking. After 6 years in investment banking, she was invited by the Ministry of Finance to manage the first government-owned foreign technology venture capital fund. She has also advised on national innovation ecosystems.

Datin Seri Sunita Mei-Lin Rajakumar is a member of the Risk Management Committee and Sustainability Committee of the Company.

# PROFILE OF DIRECTORS



## **DATO' HISHAM BIN OTHMAN**

*59 years of age, Malaysian, Male*  
Independent Non-Executive Director

He was appointed to the Board on 1 June 2021.

He holds a Bachelor of Civil Engineering from University of Western Australia and a Master of Business Administration (MBA) from Universiti Putra Malaysia. He also holds a Senior Management Certificate from INSEAD of France. In addition, he holds a Certificate in "Circular Economy and Sustainable Strategies" from University of Cambridge, Judge Business School. He has also completed the "Leading Sustainable Corporations" programme by University of Oxford, Said Business School.

Dato' Hisham started his career in 1985 as an engineer in the Public Works Department (JKR). After 5 years, he left to join PLUS Bhd. In August 1997, he was made the Chief Operating Officer ("COO") of Renong Overseas Corporation. In 1998, he became the COO of Touch n Go. In June 1999, he was made the COO of ELITE Expressway. Shortly after that, in May 2002, he was promoted within the Group to become the Managing Director of Linkedua Bhd.

Dato' Hisham joined the DRB-Hicom Group in February 2010, where he was seconded to Puspakom Sdn Bhd, the national vehicle inspection company, as its Chief Executive Officer ("CEO"). After a successful 2-year stint there, he was made the CEO of EON Bhd. In September 2012, at which time DRB-Hicom had acquired Proton, he was made the CEO of Proton Edar Sdn Bhd. In August 2013, he was promoted to become the COO of Proton Holdings Bhd. In August 2014, he was made DRB-Hicom's Head of Automotive.

In May 2016, he left the DRB-Hicom Group after a successful spell of 6 years to take up the post of CEO and Executive Director of Hektar Asset Management Sdn Bhd, the Manager of Hektar Real Estate Investment Trust (Hektar REIT), a public company listed on Bursa Malaysia. He is a Registered Property Manager, governed by the BOVEAP Board, Malaysia. Dato' Hisham is also the current Chairman of the Malaysian REIT Managers Association (MRMA).

Dato' Hisham is a Qualified Risk Director and a Member of Institute of Enterprise Risk Practitioners (IERP) based in the United Kingdom. He is also a member of Malaysian Institute of Corporate Governance (MICG) and Institute of Corporate Directors Malaysia (ICDM).

Dato' Hisham Bin Othman is a member of the Audit Committee, Nomination Committee, Remuneration Committee, Risk Management Committee and Sustainability Committee of the Company.

## PROFILE OF DIRECTORS



### **NORLELA BINTI BAHARUDIN**

*58 years of age, Malaysian, Female*  
Independent Non-Executive Director

She was appointed to the Board on 1 June 2021.

She obtained a Degree in Commerce (Admin Studies) with specialisation in Accounting from York University, Canada. For her professional qualification, she attended Professional Development courses at HELP University, Kuala Lumpur and later attained her professional qualifications from CPA Australia. Subsequently she was conferred a Fellow status in 2016. She is also a member of the Malaysian Institute of Accountants. She also obtained a Certificate in Teaching of English as a Foreign Language (TEFL) from English Language Services ELS, Kuala Lumpur. She has been an active member in accounting professional bodies, namely, Malaysian Institute of Accountants (MIA) and Certified Public Accountant, Australia (CPA Aust). Apart from attending professional development seminars and talks, she was involved as a committee member of the Global Business Services Task Force, as an expert in active discussions and knowledge on professional development of shared services industry.

Pn Norlela started her career in June 1986 as an Accounts Officer for Accounting and Reporting (BNM/Global) with the Bank of Nova Scotia, Kuala Lumpur and later as Account Manager in charge of Credit Marketing. In 1991, she joined Avis Leasing as the Accounting Manager for the Malaysia HQ. She then joined Bureau Veritas (BV) SE, Kuala Lumpur in August 1996 as the Regional Accounting Manager and in 1998 was appointed to the BV office in Australia responsible for Australia and New Zealand. Thereafter, she worked as the Financial Accountant of Australian Government Analytical Laboratory (AGAL) Services, Australia in May 2000.

Then, in April 2002, she returned to Malaysia and joined Shell Shared Service Centre (SSSC), Kuala Lumpur as the Senior Manager of Finance, IT and Admin of the Shell Finance Operations. During her tenure with SSSC, she also held the positions of Senior Manager of Financial Accounting and as Change Manager for Shell global ERP system. She was also the Senior Manager in charge of Business Contingency Planning.

In January 2008, she joined BASF SE, Kuala Lumpur as Director of Finance Operations of the service centre, then as Director of Strategic Transformation for Finance and Controlling in BASF SE regional HQ Hong Kong, then was assigned as an expatriate as the Finance Head of BASF SE in Japan. At the end of the assignment, she returned as Director of Project Development until January 2015. She then joined WPP Business Services Sdn Bhd, Kuala Lumpur in November 2015 as the Managing Director and the Executive Director, and later held the role of Director for Transformation of the global system and accounting process changes for the Asia Pacific centre.

Currently, she was a member of the Investment Panel (IP) Committee of the Social Security Organisation (Perkeso Malaysia) since June 2020 as an Independent Director with business experiences, a role she held until July 2021.

Pn Norlela Binti Baharudin is a member of the Audit Committee, Nomination Committee and Remuneration Committee of the Company.

## PROFILE OF DIRECTORS



### DATO' LEONG KWEI CHUN

66 years of age, Malaysian, Female  
Independent Non-Executive Director

Dato' Leong Kwei Chun nee Dato' Anne Eu was appointed to the Board on 1 June 2021.

Dato' Anne Eu is the Chairman of Eu Yan Sang Malaysia since 2007. In her leadership position at Eu Yan Sang Malaysia, she is responsible for the company's strategic direction and sustainable growth in corporate development and retail business. She plays an integral role in bringing the company forward through local and international marketing strategies and developing sound business opportunities nationwide. Under her stewardship, Eu Yan Sang Malaysia has recorded steady growth and international recognition.

She is instrumental in driving business growth and broadening market appeal with organic and halal-certified TCM products. She is an exemplary corporate leader, an advocate of women's entrepreneurship and a champion for community welfare and philanthropy.

Dato' Anne Eu was recognised as one of Asia's Heroes of Philanthropy by US Forbes magazine in 2016. In 2017, she was voted by Amazon.com Watch as the Top 100 Most Influential Women in Emerging Economies. She is the Chairman of the Registered Trustees of the Joseph William Yee Eu Foundation and is an active member of the Board of Trustees of the Tunku Azizah Fertility Foundation and the Board of Cancer Research Malaysia. She was appointed as a Director of the World Board of Olave Baden-Powell Society UK in 2019.

Dato' Anne Eu is a member of the Risk Management Committee and Sustainability Committee of the Company.



### TAN PENG LAM

62 years of age, Malaysian, Male  
Independent Non-Executive Director

He was appointed to the Board on 1 June 2021.

He holds a Diploma in Commerce from Tunku Abdul Rahman College and a Master of Business Administration (MBA) from Massey University, New Zealand. He is a Member of the Malaysian Institute of Accountants and a Fellow Member of the Chartered Association of Certified Accountants.

He started his career as an Audit Junior, was promoted to Audit Semi-Senior and then to Audit Senior of Ernst & Young (Kuala Lumpur) from December 1983 to February 1988. In May 1988, he was employed as an Accountant of Fletcher Fishing Limited, Auckland. Thereafter, he was employed as an Audit Senior and was promoted to Audit Supervisor of The Audit Office in New Zealand before becoming an Accountant cum Administrator at Pent Marketing (NZ) LTD.

In June 1993, he was appointed as the Group Chief Accountant of Texchem Group of Companies and left in January 1996 to join L.K Ooi group of companies as the General Manager of Finance and Accounts from February 1996 to December 1996.

Subsequently he was employed as the Group Finance Manager and was promoted to the Group Financial Controller in March 1998 and to Finance Director in January 2000 of Century Logistics Berhad. He then joined the eCosway.com Sdn Bhd in June 2000, as a Finance & Business Process Manager. He left eCosway and joined Texchem Group as the Group Finance Director in January 2002. He was promoted as Chief Financial Officer of Texchem Group in April 2011 till his retirement in January 2019.

Currently, he is an Independent Non-Executive Director of Yenher Holdings Berhad.

Mr Tan Peng Lam is a member of the Audit Committee, Nomination Committee and Remuneration Committee of the Company.

Save as disclosed, none of the Directors have:-

1. any family relationship with any Directors and/or major shareholders of the Company;
2. any conflict of interest with the Company;
3. any conviction for offences within the past 5 years other than traffic offences; and
4. any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

# KEY SENIOR MANAGEMENT

## ERNEST LAU LUB DING

*55 years of age, Malaysian, Male*

**Chief Financial Officer  
Berjaya Corporation Berhad**

He was appointed as Chief Financial Officer of Berjaya Corporation Berhad on 1 January 2019.

He has a Bachelor of Accounting (Hons) degree from University Malaya. He is a member of the Malaysian Institute of Certified Public Accountants, the Malaysian Institute of Accountants and the Chartered Tax Institute of Malaysia.

He started his career with KPMG and during his tenure there, he was involved in the audit of companies in the various financial sectors such as banking, stock broking and insurance.

In 1993, he joined Berjaya Group Berhad in the Group Accounts division. He has been with the Berjaya Group for more than 28 years and has been involved in group reporting and various corporate exercises of the Group.

## SYED ALI SHAHUL HAMEED

*50 years of age, Indian, Male*

**Chief Executive Officer  
Berjaya Land Berhad**

He was appointed to the Board of Berjaya Land Berhad ("BLand") on 20 March 2019 as an Executive Director and subsequently appointed as the Chief Executive Officer of BLand on 8 August 2019. He holds a Bachelor of Engineering degree from Institute of Road & Transport Technology, Bharathiar University at Coimbatore.

He began his career as a Lecturer in a Technical Institution for a short stint of 2 years before embarking his journey in the Hospitality Industry. He joined BLand Group on 4 September 1997 as an Assistant Engineer at Berjaya Tioman Resort and rose to the position of Chief Engineer on 4 September 2003. He held the position of Director of Engineering & Technical Services since 20 January 2009 before his appointment as Corporate Director, Engineering & Technical Services of Berjaya Hotels & Resorts Division on 1 April 2009. He was subsequently appointed as Director, Property Development and Complexes, Property Division on 11 March 2019.

During his tenure of more than 24 years in BLand Group, he gained a myriad of exposure in the area of due diligence and technical involvement with Inter-Continental and Sheraton Hotels in Hanoi as well as Four Seasons and Ritz Carlton projects. He was also actively involved in the Four Seasons project at Kyoto, and Ritz Carlton Residences in Kuala Lumpur.

In the engineering field, he oversees the maintenance aspect of the properties and was entrusted to spearhead various in-house renovation projects in BLand Group's properties.

In the hospitality business, he has acquired experience in managing interior design projects as well as corporate purchasing ranging from designer's products, construction items and food & beverage goods.

He is currently responsible for overseeing the engineering aspects of all the BLand Group's properties in Malaysia and overseas; leading the operations in Okinawa Four Seasons Resort and Four Seasons Yokohama. He is also managing all the local and overseas property development projects as well as managing the complexes.

Currently, he is also a Director of Berjaya Vacation Club Berhad, Berjaya Hills Resort Berhad, Bukit Kiara Resort Berhad, Indah Corporation Berhad, KDE Recreation Berhad, Staffield Country Resort Berhad and Tioman Island Resort Berhad. He also holds directorships in several other private limited companies in the Berjaya Corporation group of companies.

# KEY SENIOR MANAGEMENT

## SEOW SWEE PIN

*64 years of age, Malaysian, Male*

**Non-Independent Executive  
Director, Berjaya Sports Toto  
Berhad**

He was appointed to the Board of Berjaya Sports Toto Berhad ("BToto") on 17 December 2007 as an Executive Director. He is a member of the Malaysian Institute of Certified Public Accountants and the Malaysian Institute of Accountants. He worked with Ernst & Young from 1976 to 1984 where he last held the position of an Audit Manager.

Prior to joining Berjaya Group in 1991, he was Group Financial Controller of Island & Peninsular Berhad, Group Chief Accountant of Sime Darby Berhad and Group Chief Accountant of Lion Corporation Berhad. In 1993, he was appointed as General Manager (Finance) of Sports Toto Malaysia Sdn Bhd. He was promoted to Senior General Manager in 1996 and Executive Director in 2008.

Currently, he is also Chairman of Berjaya Philippines Inc. and Philippine Gaming Management Corporation, and a Director of several other private limited companies.

Seow Swee Pin is a member of the Risk Management Committee and the Sustainability Committee of BToto.

## CHOCK ENG TAH

*63 years of age, Malaysian, Male*

**Managing Director  
Berjaya EnviroParks Sdn Bhd**

He was appointed to the Board of Berjaya EnviroParks Sdn Bhd as the Managing Director on 28 September 2005. He is also the Managing Director of Berjaya Energies Sdn Bhd, Executive Director of Berjaya Project Management Sdn Bhd, the Chairman and Managing Director of Amita Berjaya Sdn Bhd, Managing Director of Berjaya Enviro Holdings Sdn Bhd, a Director of Berjaya Alam Murni Sdn Bhd and holds Directorships in several local and overseas subsidiaries of Berjaya Corporation Berhad.

Prior to the above positions, he was employed by Berjaya Corporation Berhad as the Executive Director of New Pantai Expressway Sdn Bhd, a highway concessionaire in Malaysia and a subsidiary previously owned by Berjaya Corporation Berhad.

He has also previously worked for the Renong and UEM groups in his various capacities including Senior General Manager, in the implementation of Malaysia's North South Expressway and the Kuala Lumpur Putra LRT project.

He graduated with a Bachelor of Civil Engineering and has 38 years of working experience in the civil engineering and construction industry.

# KEY SENIOR MANAGEMENT

## HEW CHIT KONG

*56 years of age, Malaysian, Male*

**Corporate Director, Finance  
Berjaya Hotels & Resorts Division**

He is a member of The Malaysian Institute of Certified Public Accountants and the Malaysian Institute of Accountants. He has over 28 years of working experience in the fields of accounting, audit and financial management. He started his career as an Audit Assistant in Messrs Anuarul, Azizan, Chew & Co, a public accounting firm in Kuala Lumpur from 1991 to 1995 where he last held the position of an Audit Manager. Between 1996 and 2001, he held senior management positions in several private limited companies.

He joined Berjaya Hartanah Berhad (formerly known as Berjaya Golf Resort Berhad) in 2002 as a Finance Manager and was promoted to Senior Finance Manager and transferred to the Head Office to oversee the group accounting function of Berjaya Clubs Division in 2005. Subsequently he was appointed as an Assistant General Manager (Finance) of the Berjaya Hotels & Resorts, a division of Berjaya Land Berhad in June 2007.

He was appointed as Corporate Director, Finance on 1 April 2009.

He also holds directorships in several other private limited companies in the Berjaya Corporation group of companies.

## KHOR POH WAA

*65 years of age, Malaysian, Male*

**President /  
Director of Berjaya Clubs  
Berjaya Vacation Club Berhad**

He holds an Accounting Degree from the University of Malaya and served in the Accountant General's Office before joining the private sector in 1985.

He joined Berjaya Vacation Club Berhad ("BVC") in 1993 and has been the President of BVC since 1997 and the Director of Berjaya Clubs since 2012. He manages the Company's timeshare, golf and recreation club division and has vast experience in the hotel, golf and club industry.

He was the Chairman of the Malaysian Holiday Timeshare Developer's Federation from 1995 to 2015 and is the Chairman of the Malaysian Golf & Recreational Owners Association from 2015 until present.

Currently, he is also a Director of Berjaya Hartanah Berhad (formerly known as Berjaya Golf Resort Berhad), BVC, Bukit Kiara Resort Berhad, KDE Recreation Berhad and Staffield Country Resort Berhad.

# KEY SENIOR MANAGEMENT

## LAU BIK SOON

*50 years of age, Malaysian, Male*

**Group Chief Executive Officer  
REDtone Digital Berhad  
(formerly known as REDtone  
International Berhad)**

He was appointed to the Board of Directors of REDtone Digital Berhad (formerly known as REDtone International Berhad) ("REDtone") on 13 August 2008. He assumed the position of REDtone's Group Chief Executive Officer on 8 July 2011. He holds a First Class Honours Degree in Electrical Engineering from University Technology Malaysia.

Having guided REDtone to achieve a firm footing by transforming the business from a discounted call provider to an integrated telecommunications service provider, he continues to play a significant role in driving REDtone's success as it expands its offerings which encompass voice, data, telco engineering and industry digital solutions. He was awarded the 2014 Asia Pacific Entrepreneurship Awards, a regional award for outstanding entrepreneurship.

His extensive experience in the ICT and telecommunications industry spans over 27 years during which he held key positions with international organizations such as Cisco Systems, Sun Microsystems, Compaq Computer, TQC Consultant (IT Division) Sdn Bhd and Motorola. He won numerous sales management excellence awards and accolades during his time there. Prior to joining REDtone, he was the Country Manager for Hitachi Data Systems Malaysia.

## SYDNEY LAWRENCE QUAYS

*53 years of age, Malaysian, Male*

**Chief Executive Officer  
Berjaya Food Berhad**

He was appointed to the Board of Berjaya Food Berhad ("BFood") on 12 January 2017 as an Executive Director and subsequently appointed as the Chief Executive Officer of BFood on 1 June 2017. He is the Chairman of the Employees' Share Scheme Committee. He is also a member of the Sustainability Committee.

He graduated with Honors from the American Hotel and Lodging Association, United States of America majoring in Hospitality Management and Marketing in 1988. He started his career in the hotel industry, moving through different divisions and subsequently joined the Quick Service Restaurant industry, working for McDonald's Malaysia as a trainee manager in 1989.

He was a pioneer with Berjaya Starbucks Coffee Company Sdn Bhd ("BStarbucks") holding the position of Marketing and Merchandise Manager when he joined in 1998. Subsequently, he was appointed as Managing Director of BStarbucks on 31 October 2012 and Berjaya Food Supreme Sdn Bhd ("BFood Supreme") on 24 September 2013. He has been awarded "The Asia Pacific Entrepreneurship Award" in years 2014 and 2016 respectively and "The Asia Responsible Entrepreneur" in 2016.

Currently, he is overseeing the day-to-day operational decisions for BStarbucks, Berjaya Roasters (M) Sdn Bhd ("BRoasters"), Jollibean Foods Pte Ltd ("JFPL") and Berjaya Food Supreme. He is also responsible for developing the business strategies and directions for business growth and new market expansion as well as preparing and implementing comprehensive business and marketing plans, bringing new and innovative ideas to build sales and elevate brand status. In addition, he is also responsible for the financial performance, profitability and future prospects of the business.

He is a Managing Director of Berjaya Food Trading Sdn Bhd ("BFood Trading") and is responsible for the growth of BFood Trading, which operates the fast-moving consumer goods ("FMCG") business, overseeing the expansion of the FMCG business into different channels and other retail sections as well as new products implementation.

He is also a Director of BRoasters, Berjaya Jollibean (M) Sdn Bhd, JFPL, Berjaya Food (International) Sdn Bhd, and holds directorships in several other private limited companies in the Berjaya Corporation group of companies.

Save as disclosed, none of the Key Senior Management have:-

1. any family relationship with any Key Senior Management and/or major shareholders of the Company;
2. any conflict of interest with the Company;
3. any conviction for offences within the past 5 years other than traffic offences; and
4. any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.



# CHAIRMAN'S STATEMENT

## POISED FOR THE FUTURE

**“2021 was a very difficult year but we were able to weather the worst of the economic storm, making us battle ready for the year ahead”**



Dear Shareholders,

On behalf of the Board of Directors of Berjaya Corporation Berhad (“BCorp”), I am pleased to present the Annual Report and Financial Statements for the financial year ended 30 June 2021.

COVID-19 was a tsunami that left economies decimated globally. BCorp was also not spared as many of our interests are in the retail, hospitality and consumer segments. Yet, we weathered the storm and have once again proven our resilience. If anything, we have learnt a lot and will put this knowledge to good use for the years to come.

The Group saw a mixed bag in terms of performance with some sectors like automotive and food performing better despite the pandemic, while as expected, hospitality and gaming were negatively impacted. The Group saw revenues of RM7.46 billion compared to RM6.99 billion in the previous financial year. This is contrasted with a pre-tax loss of RM260.39 million compared to a pre-tax profit of RM173.46 million in the previous financial year. The 2021 result was achieved despite the hotels and resorts segment being severely impacted by international border closures and domestic travel restrictions. The other business segments recorded profits which mitigated losses somewhat.

However, this loss was primarily due to impairment of assets and inventories written off totaling about RM280.43 million. The Group would have otherwise seen a pre-tax profit of about RM20.04 million. Also worthy of note is that, in the previous financial year, the Group’s pre-tax profit included a significant gain of about RM669.79 million from the disposal of the trust beneficial interest on the hotel component of the Four Seasons Hotel & Hotel Residences, Kyoto, Japan. Seen in this light, the Group has done well for itself considering prevailing market conditions.

# CHAIRMAN'S STATEMENT



*The Taaras Beach & Spa Resort, Redang Island*

This year also saw some important movement at both Board and Management level. Firstly, we welcomed Abdul Jalil bin Abdul Rasheed, who joined the Group as Chief Executive Officer on 16 March 2021. Jalil's extensive experience working with large corporations stand him in good stead to carry out his mandate of streamlining the Group's businesses, transforming BCorp into a high performing organisation and unlocking shareholder value.

The Board would like to congratulate Dato' Sri Robin Tan Yeong Ching who was promoted to Executive Deputy Chairman on 16 March 2021. He was redesignated as Non-Independent Non-Executive Deputy Chairman of BCorp on 1 June 2021. We thank him for his contributions during his tenure as Chief Executive Officer of the Group and look forward to working with him in his new capacity as Deputy Chairman.

On behalf of the Board, I would also like to give a warm welcome to our new Independent Directors, Datin Seri Sunita Mei-Lin Rajakumar, Dato' Leong Kwei Chun nee Dato' Anne Eu; Dato' Hisham Bin Othman; Pn. Norlela Binti Baharudin; and Mr. Tan Peng Lam who were appointed on 1 June 2021. In an effort to instill true diversity, our new Board has 57% female representation, far exceeding the 30% recommended under the Malaysian Code on Corporate Governance. We would also like to express our sincere appreciation to Mr. Derek Chin Chee Seng, who resigned as Executive Director on 1 June 2021 in line with a change in his portfolio to Executive Director of Berjaya Sports Toto Berhad.

The Board would also like to record its sincere thanks and deepest appreciation to Mr Chan Kien Sing, who retired as Executive Director during the Company's AGM on 16 December 2020. Mr Chan was a dedicated member of the Board since September 2005 and his many contributions and sound advice have been instrumental to the growth and success of the Group.

At the same time, we also extend our deepest gratitude and appreciation to the late Dato' Sri Azlan Meah Bin Haji Ahmed Meah who passed away on 6 February 2021. He served as an Executive Director on the Board from September 2005 and made many valuable contributions to the development and growth of the Group. He will be missed.

I want to take this opportunity to offer my gratitude to all of you; shareholders, customers, business partners, financiers, and regulatory authorities, for your ongoing support and trust in the Group especially during these difficult times. I would also like to express my sincere gratitude to my fellow Board members for their valuable input as we navigated another challenging year.

It is my fervent hope that the economy will continue to strengthen and brighter days lie ahead for the Group. Together with our new colleagues, we will continue striving to make BCorp a high performing organisation that delivers sustainable value for all stakeholders.

**TAN SRI DATO' SERI VINCENT TAN CHEE YIOUN**  
Chairman  
26 October 2021

# MANAGEMENT DISCUSSION & ANALYSIS



*Cosway Experience Centre in Berjaya Times Square, Kuala Lumpur.*

## MARKETING OF CONSUMER PRODUCTS AND SERVICES

### COSWAY CORPORATION BERHAD (“COSWAY”)

Cosway is a home-grown brand which was established in 1975 and expanded internationally from 2005. At the core of Cosway’s success is its premium quality JAKIM-certified consumer products that appeal to a vast demographic of consumers, both locally and internationally. The sustainability of Cosway’s business is also due to its evolution from a traditional multi-level marketing model to a hybrid consumer model. In addition, there was an upsurge in the recruitment of young trendy entrepreneurs within the last 2 years, driving business among the younger generation. In 2021, Cosway was awarded a 10-year Akta Jualan Langsung (“AJL”) licence from the Ministry of Domestic Trade and Consumer Affairs.

For the financial year ended 30 June 2021, Cosway recorded a slight decline of 9% in total revenue as compared to the previous financial year. The decline was mainly attributed to the poor performance from the China market. Due to the unprecedented challenges, Cosway has decided to cease its China operations.

The ongoing pandemic has caused a shift in Cosway’s customer buying patterns and choice of products with an increase of 16.2% in the household category, 11.9% in the health category, and 9.3% in the personal care category. In addition, Cosway’s manufacturing division recorded a 30% increment in total revenue with 3 new items added to the production line.

Cosway’s continuous efforts to drive business digitalisation, social e-commerce and digital marketing has shown promising results and helped sustain the business especially during the ongoing pandemic where people were encouraged to stay in their homes. Online revenue vastly improved especially

in Hong Kong and Malaysia, with an increase of 386% and 32% respectively. This positive outcome was mainly driven by exclusive online campaigns, free delivery, speedy fulfilment, the launch of the Cosway Consultant Programme, and personalised customer support teams. The basket size for each transaction also showed an increase of 9.3% in the financial year under review due to a few targeted initiatives such as “Lindung Diri Special” and “PWP Giler Beli”.

With the encouraging results derived from all its online initiatives, Cosway will continue its focus on improving its customers’ shopping experience by using convenient everyday digital tools to achieve more seamless transactions. Cosway will also launch more exciting products (predominantly for the household and health categories) in the financial year 2022, providing more holistic offerings to meet its members’ needs.



*Cosway’s healthcare products*

# MANAGEMENT DISCUSSION & ANALYSIS



IPS head office in Berjaya Times Square, Kuala Lumpur

## FINANCIAL SERVICES

### INTER-PACIFIC CAPITAL SDN BHD (“IPC”)

#### Market Overview

After recouping most of its pandemic losses in the first half of 2020, the second half saw increased market volatility as profit taking emerged, particularly on rubber glove stocks that made significant gains earlier. Despite the increased volatility, Malaysian equities managed to play catch-up in the last quarter of 2020, riding on the vaccine optimism that spurred investor appetite and confidence over the economic reopening theme. This also allowed the FBM KLCI to register a gain of 2.4% year-on-year in 2020 after it recovered from the steep losses at the start of the pandemic in March 2020. However, in the first half of 2021 Malaysian equities underperformed with the FBM KLCI shedding 5.8%, falling to 1,532.63 points at the end of June, which is also the key index's lowest level in seven months. Market sentiments were severely affected by the resurgence of COVID-19 cases during the first half of 2021 that required stricter lockdowns, hampering the economic and corporate earnings recovery prospects. Notwithstanding the heightened volatility, the FBM KLCI managed to post a 1.2% gain for the financial year from 1 July 2020 to 30 June 2021.

During the financial year, the average daily traded volume on Bursa Malaysia amounted to 8.58 billion shares, contributing to an average daily value of RM4.85 billion. This was higher than the previous financial year's daily averages of 3.66 billion shares and RM2.46 billion respectively. Much of the higher volumes were attained in the second half of 2020 on hopes for a stronger rebound in the economic environment with the vaccine availability. However, both traded volumes and value then thinned in the first half of 2021, in tandem with the weaker market sentiment.

The total transacted value on Bursa Malaysia for the financial year ended 30 June 2021 was RM1,192 billion. This was 86% higher than the total of RM640 billion transacted in the previous financial year.

#### Financial Performance

During the financial year under review, IPC recorded an operating revenue of RM109.5 million compared to RM61.6 million recorded in the previous financial year ended 30 June 2020 due to the increase in the overall volume of transactions on Bursa Malaysia and an increase in IPC's market share. Correspondingly, pre-tax profit increased to RM63.2 million for the financial year ended 30 June 2021, double the RM31.5 million recorded in the previous financial year ended 30 June 2020. Operating expenditure was maintained at approximately the same level as in the previous year.

#### Prospects and Outlook

The near-term equity market performance will continue to be dependent on the country's COVID-19 situation and is likely to remain fluid until the pandemic eases. At the same time, the country's economic recovery is expected to be modest due to the prolonged lockdowns that has resulted in stoppages on most economic sectors with 2021's GDP growth to come in at 4.0%-5.0%, compared to the earlier Bank Negara Malaysia estimates of 6.5% - 7.5%. The lower growth estimates are also preserving the cautious market sentiments and could keep investor participation subdued.

Although the Malaysian equity market's near-term direction is still guarded due to the ongoing pandemic, the medium-term prognosis appears more sanguine due to the increasing vaccination rate. The corporate earnings outlook should also start to improve when more economic activities can resume later in the year after vaccination rates reach targeted levels. This may provide the much-needed lift to investor sentiments that could potentially extend into the start of 2022. At the same time, the prevailing low interest rate environment, coupled with more attractive equity prices, would also help to encourage fresh buying interest in due course and help to improve both market breadth and depth.

### INTER-PACIFIC ASSET MANAGEMENT SDN BHD (“IPAM”)

#### Overview

The principal businesses of Inter-Pacific Asset Management Sdn Bhd (“IPAM”) are management of unit trust funds and portfolio management that cater for institutional and retail investors. As of 30 June 2021, IPAM manages 5 unit trust and 2 wholesale funds along with private mandates with the total assets under management (“AUM”) of RM700 million, an increase of around 900% year-on-year under the stewardship of the new CEO, Dato' Dr. Nazri Khan.

# MANAGEMENT DISCUSSION & ANALYSIS



(From left) BCorp Deputy Chairman, Dato' Sri Robin Tan, BCorp Chairman, Tan Sri Dato' Seri Vincent Tan, and IPAM CEO, Dato' Dr Nazri Khan at the launch of the Inter-Pacific Capital Preservation and Growth Fund

For more than a year, the global economy has been severely affected by COVID-19. The containment measures by governments affected both the supply and demand side of the economy, causing a steep drop in economic activities. Many businesses are facing financial challenges caused by a sharp decline in revenues and tightened credit conditions. In the Malaysian capital market industry, regulators implemented a series of measures to support businesses affected by the pandemic, simultaneously ensuring the capital market remains orderly. Overall, the fund management industry witnessed resilient growth of 10% to RM905.5 billion in terms of AUM in December 2020, reflecting strong investor interest in the capital market.

## Financial Performance

The financial year ended 30 June 2021 saw the revenue increase to RM40.4 million, an increase of RM38.8 million as compared to the last financial year. This was in line with the increase in AUM underpinned by aggressive mass marketing and a buildup of the agency force. IPAM recorded a pre-tax profit of RM9.7 million for the financial year ended 30 June 2021, a turnaround from a pre-tax loss of RM0.3 million reported for the previous financial year.

## Prospects and Outlook

Given the speed at which the COVID-19 vaccinations have taken place, the prospects of the Malaysian economy are expected to be on a path to recovery in 2021 and the domestic capital market will remain resilient throughout the year as it is adjusting to the new norm, supported by the nation's strong economic fundamentals. In addition, the stimulus packages granted by the Government may fuel more participation by retail investors in the industry.

Nonetheless, uncertainties remain and overall recovery is expected to be gradual and uneven across all sectors of the economy. New variants of the coronavirus and the current political situation may post downside risks to economic recovery.

The adoption of technology and digitalization will serve as catalysts to enhance business sustainability in the capital market industry as the way forward. Moving in tandem, with the implementation of a new front-to-back office system that will automate most of processes, IPAM is on track for gradual digital transformation.

## HOTELS AND RESORTS

### BERJAYA HOTELS AND RESORTS DIVISION ("BHR")

BHR owns and operates 29 hotels and resorts locally and internationally.

### Financial performance

For the financial year under review, BHR recorded significant reductions in revenues, both from rooms, and food and beverage in all its hotels and resorts, impacted by the ongoing pandemic. BHR's combined gross revenue declined by 42.1% to RM230.0 million from RM397.3 million posted in the previous financial year, and the current combined gross revenue includes Icelandair Hotels Group which was consolidated for a full 12 months compared to 3 months in the last financial year. Nevertheless, the year-on-year decline in revenue caused a significant reduction in gross operating profit, which was not enough to cover the fixed costs like depreciation charges and staff payroll. Consequently, BHR registered a significantly higher loss before tax of RM272.9 million as compared to RM27.1 million in the previous financial year.

# MANAGEMENT DISCUSSION & ANALYSIS



*Aerial view of Berjaya Langkawi Resort*



*ANSA Okinawa Resort, Japan*

For BHR's room business operations, the continued international border closures and domestic travel restrictions resulted in a lower occupancy rate at 18.0% compared to 40.6% a year ago, while the average room rate was marginally lower. As a result, the Revenue per Available Room ("RevPAR") declined to RM95 from RM218 in the previous financial year.

## **HOTELS & RESORTS IN MALAYSIA**

BHR's hotels and resorts in Malaysia are Berjaya Langkawi Resort; Berjaya Times Square Hotel, Kuala Lumpur; ANSA Hotel Kuala Lumpur; Berjaya Penang Hotel; Berjaya Tioman Resort; The Taaras Beach & Spa Resort, Redang; and Colmar Tropicale, and The Chateau Spa & Organic Wellness Resort at Berjaya Hills.

The financial performance of BHR's domestic operations for the financial year under review was adversely affected by the pandemic and the re-imposition of various lockdowns to curb the rise in COVID-19 cases. The ongoing pandemic and the various phases of movement control orders by the Government resulted in a significant drop in visitor arrivals to the Group's Malaysia-based hotels and resorts.

As a result, the total gross revenue for the financial year ended 30 June 2021 dropped 62.5% to RM72.7 million from RM194.0 million reported in previous financial year. Declining top-line performance was further worsened by fixed expenditure causing an adverse impact on the bottom-line. Consequently, the Malaysia-based properties made a total loss before tax of RM77.2 million compared to a loss before tax of RM34.0 million in the previous financial year.

A substantial drop in hotel demand from the leisure individual and corporate group markets led to a drop in occupancy to 16.4% from 39.9% in the financial year 2020, resulting in a lower RevPAR of RM59 compared to RM139 reported a year ago.

## **OVERSEAS HOTELS & RESORTS**

The overseas hotels and resorts of the Group are Four Seasons Hotel and Hotel Residences in Kyoto, Japan, Icelandair Hotels Group in Iceland, Berjaya Beau Vallon Bay Resort & Casino and Berjaya Praslin Resort in Seychelles, Berjaya Hotel Colombo, Sri Lanka, Berjaya Eden Park London Hotel and The Castleton Hotel in London, United Kingdom.

The room night bookings for the overseas hotel properties are mostly generated from the leisure travel market. However, for the financial year under review, the continued border closures and travel restrictions on foreign travellers resulted in the overseas properties registering a reduction in combined occupancy at 19.8% compared to 42.4% in the previous financial year. The average room rate decreased by 31.4%, and consequently, the RevPAR dropped to RM139 from RM435 in the previous financial year.

For the financial year ended 30 June 2021, due to the negative effects of the pandemic, BHR's overseas hotel properties reported a total gross revenue of RM157.3 million compared to RM203.3 million in the previous financial year, largely contributed by the Icelandair Hotels Group and Four Seasons Hotel and Hotel Residences, Kyoto, Japan. However, the revenue was insufficient to cover the higher fixed costs in depreciation charges and staff payroll. As a result, BHR registered a loss before tax of RM195.7 million compared to a profit before tax of RM6.9 million in the previous financial year.

# MANAGEMENT DISCUSSION & ANALYSIS

## Future Prospects

The operating environment for the hospitality industry is expected to remain challenging as COVID-19 continues to be the main operating risk. Globally, businesses are facing unprecedented social and economic challenges following the increase in COVID-19 infections and the threat of new virus variants.

The timing of full recovery cannot be accurately predicted, nonetheless, BHR is optimistic about the global recovery and the return of the travel. With vaccination programmes accelerating and greater immunity, BHR anticipates that business demands from the international market will gradually recover in 2022.

As the short-term outlook for international travel and tourism remains uncertain, BHR will concentrate its efforts on the domestic leisure market over the coming months. Meanwhile, BHR will continue its cost optimisation initiatives and explore ways to enhance efficiency in order to minimise losses.

## CLUBS AND RECREATION

### CLUBS AND RECREATION DIVISION (“THE CLUBS”)

The Clubs and Recreation Division (“The Clubs”) operates five golf clubs and one equestrian club located in Klang Valley, Mantin (Negeri Sembilan), Batu Pahat (Johor) and Berjaya Hills (Pahang). Golf and equestrian are the core activities of The Clubs supported by ancillary services such as sports facilities, dining outlets as well as banqueting facilities and event venue. The Clubs have a total membership of 13,274 as at 30 June 2021 of which 7,016 are golf memberships and 6,258 are non-golf memberships.

During the financial year, Bukit Jalil Golf and Country Resort and Staffield Country Resort have upgraded their food & beverage (“F&B”) facilities (i.e. Golfers’ Terrace and Halfway Hut) with new flooring and furniture as well as an improved menu with affordable pricing. The Clubs expects its F&B revenue to improve in the near future.

In order to reduce operating costs due to constant maintenance work, Kelab Darul Ehsan ordered a new fleet of 60 golf buggies to replace its existing fleet which were constantly breaking down. This will also help to enhance its golf revenue.

### Financial Performance

The Clubs reported a higher revenue of RM55.41 million compared to RM52.08 million in the previous financial year due to the one-off revenue recognised upon termination of membership. Consequently, The Clubs reported a profit before tax of RM3.19 million compared to a loss before tax of RM3.22 million in the previous financial year due to lower operating expenses incurred during the financial year under review. To relief the financial burden of its members, The Clubs deferred the increase of monthly subscription fees during the financial year under review.

### Future Prospects

The financial year 2022 will remain competitive and challenging for the golf and recreation club industry. The Clubs’ operations have been severely restricted due to intermittent business closures but with the pent-up demand that is building up, The Clubs’ management expects the business to improve significantly when The Clubs resume operations. In anticipation of the business resumption, The Clubs have taken proactive measures to ensure all its employees are fully vaccinated and ready for business.



Kelab Darul Ehsan, Selangor

# MANAGEMENT DISCUSSION & ANALYSIS

## VACATION TIME SHARE

### BERJAYA VACATION CLUBS BERHAD (“BVC”)

Berjaya Vacation Club Berhad (“BVC”) operates and manages a vacation membership scheme which provides and coordinates holiday accommodation packages at holiday resorts in Malaysia.

Through the affiliation with Resort Condominiums International, BVC also offers accommodation packages at more than 4,000 resorts in over 100 countries spanning across Asia, Europe, Middle East and Africa, among others.

During the year under review, BVC was adversely impacted by the international border closures and movement restrictions.

### Financial Performance

For the financial year under review, BVC recorded a revenue of RM15.5 million compared to RM15.3 million in the previous financial year due to the higher termination of delinquent members.

Operating profit increased by 19.04% to RM9.5 million from RM7.98 million in the previous financial year due to the lower room rental expenses incurred for members’ accommodation as well as lower housekeeping, office and staff related expenses.

### Future Prospects

The timeshare industry in Malaysia has generally reached its maturity stage with no new players coming into the industry. Most of the competitors in the industry are merely servicing their members with no plan to aggressively recruit more members.



Artist Impression of The Tropika entrance

## PROPERTY DEVELOPMENT

BCorp’s property development business segment (“PD Division”) focuses mainly on development of the Group’s land bank, locally and abroad, and the sales of its completed projects.

The financial year under review was tumultuous as the whole world struggled to cope with the disruptions and uncertainties caused by the pandemic. In Malaysia, the numerous lockdowns curtailed efforts to restart economic activities. The property sector was not spared as demand and prices of properties dipped.

With physical sales activities hampered by the various lockdown phases, the PD Division focused on digital initiatives to market its properties. In May 2021, the PD Division launched Tower C of **The Tropika**. A series of digital campaigns were organised both under Maybank’s Houzkey scheme and the HOC. A Live on FB event with Dato’ Joey Yap, renowned influencers, Sean Tan, Brian See and Yvonne Chia garnered about 2,000 viewers and yielded approximately 30% sales for Tower C. The total sales generated from The Tropika, Bukit Jalil amounted to RM228.70 million during the financial year under review.

The construction of The Tropika’s four towers of 868 units of apartments together with 9 units of shop offices and 11 retail outlets built over 2.6 hectares of freehold land was also affected by the lockdowns. To date, progress has reached 70% for the commercial blocks and 35% for the residential blocks.

The PD Division has also been actively marketing the shop offices and retail spaces at the commercial blocks at The Tropika, Bukit Jalil. Jaya Grocer has been secured as its anchor tenant, together with several other businesses ranging from food and beverage, convenience store, pharmaceutical and lifestyle services. The commercial component is targeted to be operational by the third quarter of 2022.

The PD Division intensified its sales and marketing initiatives to sell the remaining units of bungalow lots at **The Peak** at Taman TAR and **Seputeh Heights**. As at 30 June 2021, The Peak, comprising 88 bungalow lots with sizes ranging from 8,831 to 27,037 square feet, has achieved 85% sales with a total sales value of RM229.0 million, while 96% of the 103 bungalow lots at Seputeh Heights have been sold with a total sales value of RM208.0 million.

During the year under review, the PD Division faced challenges in marketing the unsold inventories at **The Ritz-Carlton Residences Kuala Lumpur** due to border closures as their potential purchasers were predominantly overseas nationalities. The PD Division had to rely on digital platforms to connect with potential purchasers and arranged for virtual viewings. The total sales concluded during the financial year under review amounted to RM33.3 million.



# MANAGEMENT DISCUSSION & ANALYSIS



*Artist impression of Kensington Gardens, Penang*

Up north in Penang, **Kensington Gardens**, Phase 1 of Jesselton Villas comprising 68 units of bungalow lots with sizes ranging from 5,995 to 9,634 square feet at an average price of RM727 per square feet was completed and handed over to the purchasers progressively from March 2020. The project achieved 75% sales with 17 bungalow lots left unsold.

The PD Division is now focused on Phase 2, **Jesselton Courtyard Villas** which will be developed over 12 acres of freehold land. The project consists of 32 units of zero-lot bungalows and 207 units of courtyard villas. The zero-lot bungalows with an approximate built up area of 5,700 square feet are 4-storey landed strata homes with a large private garden, 5 parking bays, private lift and direct access to the very first community sky garden in Penang. The courtyard villas are based on a townhouse design concept, with built ups ranging from approximately 2,700 square feet to 3,300 square feet, with 4 car parks and orientated around a grand community courtyard garden where all the facilities are mostly located. This unique development is now open for registration.

In Ho Chi Minh City, Vietnam, **Topaz Twins**, featuring 2 towers of 668 units of residential apartments and 15 units of shop lots, in the administration hub of Bien Hoa City was successfully completed on 15 November 2020. The total estimated gross development value of the project is VND1,367 billion (approximately RM248.0 million). As at 30 Jun 2021, 661 apartment units and all 15 units of shop lots which were sold with the value of VND1,252 billion (approximately RM227.0 million) were handed over to purchasers.

Over in Hanoi, Vietnam, the PD Division is involved in the development of Hanoi Garden City, a joint venture mixed development on 78 acres of land located at Thach Ban Ward in Long Bien district. As at 30 June 2021, 101 units out of 103 units of **Arden Park Garden Villas** have been sold with a total sales value of VND815.9 billion (approximately RM150.3 million). All 148 units of **Canal Park Apartments** and 72 units of **Eastern Park** shop houses were sold and handed over to the purchasers. Following the success of Eastern Park, **Hanoi Garden City** launched another new phase of shop houses, **88 Central** which consists of 86 units of shop houses with an estimated gross development value of VND850.0 billion (approximately RM153.5 million) on January 2020. As at 30 June 2021, the PD Division logged sales bookings for 71 units of 88 Central with a total sales value of VND676.7 billion (approximately RM124.7 million). The piling work for 88 Central has been completed.



*Artist impression of Topaz Twins in HCMC, Vietnam*

# MANAGEMENT DISCUSSION & ANALYSIS

## Financial Performance

For the financial year under review, the PD Division recorded a revenue of RM424.01 million and a pre-tax profit of RM38.98 million.

## Future Projects

The PD Division will move cautiously on launching new projects in the forthcoming financial year as there are still a lot of uncertainties in the property market and the economy as a result of the ongoing pandemic.

At Berjaya Park, Shah Alam, the PD Division has revamped **Bayu Timur** in terms of concept, design and affordability. Built on 8.51 acres of land, Bayu Timur will feature 2 blocks of 9-storey low rise condominiums totalling 158 units, with sizes ranging from 1,000 square feet to 1,200 square feet; and 2 blocks of 20-storey high rise condominiums totalling 360 units, with sizes ranging from 1,000 square feet and 1,280 square feet. Targeted to be launched in the 2<sup>nd</sup> quarter of 2022, the estimated Gross Development Value of this project is approximately RM268.0 million.

Down south in Batu Pahat, the PD Division is planning on developing the tract of development land at **Banang Park**. Phase 1 of the 9.21-acre mixed development will comprise 2-storey shop offices, 2-storey terraced houses as well as 1-storey low medium shops and 2-storey affordable terrace houses to cater to market demand. This mixed development with an estimated Gross Development Value of RM56 million is slated to kick off in the 2<sup>nd</sup> quarter of 2022.

## Future Prospects

The year ahead is envisaged to be challenging as the property market is expected to be soft with the gradual recovery of the economy. As more economic sectors open up, the property market is expected to start recovering on the back of a more positive outlook. Globally, with the likelihood of borders reopening and international trading and travel resume, consumer confidence and sentiment which are key to economic growth will be improved, and inadvertently, so will the property market.

Market confidence is also expected to improve gradually with domestic investors shifting from the stock market back to the property market, which is considered a safer and less volatile alternative investment. The overall property market is expected to gradually recover supported by record-low interest rates, lockdown savings, pent-up demands and attractive property deals introduced via the Home Ownership Campaign and developers' sales incentive campaigns.

However, the PD Division is mindful of the pre-existing challenges in the property market that remain to be solved - market oversupply and overhang due to the mismatch between supply and demand, affordability issues, financing obstacles as well as rising construction costs. To mitigate these persisting issues, the PD Division will adopt a more

systemic approach by engaging with its stakeholders to arrive at more-informed decisions for project planning and approvals through in-depth market studies, better financing packages, well-negotiated construction and supply contracts, sound financial planning, practical and efficiently designed concepts as well as attractive marketing strategies.

The PD Division will continue to evolve and embrace the changes and challenges brought on by the pandemic and market demand in order to remain competitive, sustainable and recognised as a reputable developer in the property market.

## PROPERTY INVESTMENT

**The Property Investment Division ("PI Division")** owns 4 commercial properties comprising Plaza Berjaya, Kuala Lumpur; Kota Raya Complex, Kuala Lumpur; Wisma Cosway, Kuala Lumpur; and Berjaya Megamall, Kuantan, Pahang. Collectively, these properties achieved an average occupancy rate of 61% during the financial year under review.

## Financial Performance

For the financial year ended 30 June 2021, the PI Division registered a revenue of RM18.0 million and a loss before tax of RM16.0 million. The financial performance of the PI Division was affected by the ongoing pandemic and this has resulted in a downward adjustment to the fair value of its investment properties.



Wisma Cosway, Kuala Lumpur

# MANAGEMENT DISCUSSION & ANALYSIS

## Future Prospects

The Group's complexes in Kuala Lumpur are expected to remain resilient despite stiff competition from the growing number of complexes in the Klang Valley. With its strategic locations within the city centre of Kuala Lumpur and easy accessibility, the Group's complexes will continue to perform well. The Group's complexes will continue to promote itself in an effort to strengthen its presence in the market place.

## GAMING

The toto betting and related activities business segment of the Group is operated via Berjaya Sports Toto Berhad ("BToto"). BToto is principally engaged in the operations of Toto betting, manufacturing and distribution of computerized wagering and voting systems, and provision of software licences and support. In Vietnam, BCorp operates a computerized lottery business together with its business cooperation partner, Vietnam Computerized Lottery One Member Company Limited ("Vietlott").

## MALAYSIA

Sports Toto, the principal operating subsidiary of BToto, has 680 outlets operating throughout the country, offering 8 games namely Toto 4D, Toto 4D Jackpot, Toto 4D Zodiac, Toto 5D, Toto 6D, Star Toto 6/50, Power Toto 6/55 and Supreme Toto 6/58, which are drawn three days a week.

For the financial year ended 30 June 2021, Sports Toto recorded a revenue of RM2.26 billion with 157 draws conducted, a decrease of 8.2% as compared to a revenue of RM2.47 billion in the previous financial year with 126 draws conducted. The lower revenue in the financial year under review was due to the extended impact of the COVID-19 pandemic whereby the implementation of the various Movement Control Orders ("MCO") by the Malaysian Government resulted in the temporary closure of Sports Toto's operations beyond the financial year end.



A SportsToto draw in progress

While there were more draws conducted in the financial year under review as compared to the previous year, the prolonged lockdown and irregular business disruptions had dampened consumer sentiments and excitement from the draws as well as caused a change in the punters' spending behaviour. Sports Toto registered a decline of 26.4% in average sales per draw compared to the previous financial year.

The business environment is expected to recover at a slower pace and customer sentiment remains weak with the surge in infections due to new and more contagious COVID-19 variants. With the recent efforts by the Malaysian Government in speeding up the vaccination rate and the launch of the National Recovery Plan to help Malaysia emerge from the economic downturn, Sports Toto is cautiously optimistic that its business will remain resilient as it had during past economic crises and turbulent periods when its sales outlets are allowed to resume operation. Sports Toto is confident that it will continue to maintain its market share in the NFO business for the upcoming financial year 2022.

## THE UNITED STATES OF AMERICA

In the United States of America ("USA"), International Lottery & Totalizator Systems, Inc. ("ILTS"), a subsidiary of BToto, provides a full spectrum of lottery products and services, including gaming system software, instant ticket management, agent terminals, data communications, consulting, training, facilities management, and management support. ILTS also has a voting business segment, operated through its wholly-owned subsidiary, Unisyn Voting Solutions, Inc. ("Unisyn") which develops and markets the OpenElect® digital optical scan voting system to election jurisdictions in the USA.

ILTS recorded significantly lower revenue and profit before tax for the financial period under review. The substantial decrease was primarily due to the lower contract activities in the voting segment and the decreased turnkey lottery system sales.

For its voting business segment, Unisyn continued to make progress with additional sales through its authorized sales representatives and its own direct sales efforts to counties in many states in the USA. Unisyn has delivered more than 16,000 OpenElect® digital optical scan election systems and voting machines to more than 250 counties throughout the states of Arizona, Illinois, Indiana, Iowa, Kansas, Missouri, Ohio, Pennsylvania, Tennessee, Utah and Virginia. Its OpenElect® election systems and voting machines were implemented and successfully used to run the elections in the aforesaid states in the November 2020 USA Presidential election, state and local elections and various private elections.

ILTS will continue its research and development for new gaming and voting products to develop new high quality, secure hardware and software using state-of-the-art technology to grow its market share and maintain its competitiveness in the gaming and voting sector. One of its corporate strategies is to pursue growth through strategic alliances to gain access to new and tactically important geographical and business opportunities, and to capitalize on its existing business relationships.

# MANAGEMENT DISCUSSION & ANALYSIS



A Vietlott outlet in Vietnam

## VIETNAM

BCorp together with its business cooperation partner, Vietlott has been operating a computerized lottery business in Vietnam since 18 July 2016. For the financial year under review, Vietlott has 5 games in the market namely Mega 6/45 Lotto Jackpot Game, Power 6/55 Lotto Jackpot Game, Max 4D Digit Game, Max 3D+ Digit Game, and Keno fast draw game. There are currently 5,950 terminals deployed in 62 provinces out of 63 provinces in Vietnam.

For the financial year under review, BCorp recorded a higher fee revenue of VND510 billion compared to VND430 billion in the previous financial year. The increase in revenue was mainly due to higher sales from the Keno fast draw and Lotto Jackpot games.

During the financial year under review, BCorp Vietnam lottery operations launched its ticket sales via short messaging service (“sms”) for Lotto Jackpot games with the approval of the Vietnam Ministry of Finance (“VMOF”).

In the next financial year, BCorp’s Vietnam lottery operations will launch a new fast draw game and make digit games available via sms. It will also commence discussions with Vietlott and the VMOF on launching an internet channel platform.

The COVID-19 pandemic is expected to continue to be challenging and will have a negative impact on lottery sales in the next financial year as the fourth wave of COVID-19 resulted in a longer period of lockdown in Vietnam since June 2021.

## MOTOR TRADING AND DISTRIBUTION

### H.R. OWEN PLC. (“H.R. OWEN”)

In the United Kingdom (“UK”), H.R. Owen is a luxury motor retailer which operates a number of vehicle dealerships in the prestige and specialist car market for both sales and aftersales, predominantly in London. The company has 18 showrooms and 14 service centres for Bugatti, Rolls-Royce, Aston Martin, Bentley, Ferrari, Maserati, Lamborghini, BAC, Rimac and Puritalia.

### Financial Performance

For the financial year ended 30 June 2021, H.R. Owen recorded a revenue of £448.5 million with a total of 1,150 new prestige cars and 1,345 pre-owned cars sold, as compared to a revenue of £388.7 million with 1,058 new prestige cars and 1,472 pre-owned cars sold in the previous financial year. The 16.6% increase in revenue was mainly attributed to higher sales generated from the new and used car sectors, and primarily due to the sale of new model cars during the current year coupled with the backlog order fulfilment from the earlier COVID-19 lockdown in the UK.

H.R. Owen registered a profit before tax of £13.7 million in the financial year under review as compared to a profit before tax of £1.9 million in the previous financial year ended 30 June 2020. The increase was due to the increased revenue and lower operating expenses incurred because of certain austerity measures undertaken by H.R. Owen coupled with support fee income received from franchises as well as certain governmental grants and business reliefs obtained arising from the lockdown.



H.R. Owen’s Lamborghini London Showroom

# MANAGEMENT DISCUSSION & ANALYSIS



*Berjaya China Motor vehicles*

## Future Prospects

H.R. Owen remains optimistic about its prospects in the medium to longer term due to the unique position of its operations and relationships with the brand it represents. The company has also taken sufficient measures to adapt to changes in the environment due to the pandemic by rebalancing its resources and trading practices, especially with the UK Government phasing out COVID-19 related support in the financial year 2022.

## BERJAYA CHINA MOTOR SDN BHD (“BCM”)

BCM is the exclusive distributor for Kaicene (rebranded from Changan) light duty commercial vehicles (Pick-up Truck & Panel Van) and holds exclusive distributorship of selective Van models under the Foton Motor Group (FMG) and selective Window Van models under the Golden Dragon brand in Malaysia.

Despite the unrelenting pandemic, the commercial vehicles distributed by BCM continue to receive positive response, in particular for the goods delivery vehicles, due to the surge in e-commerce. The positive reception is also the result of BCM's earlier initiatives in providing support to its sales teams and dealers through marketing activities, especially digital marketing, to reach out to more customers.

## Financial Performance

BCM's ongoing cost efficiency measures and various initiatives have placed the company in a financially stronger position at the close of the financial year 2021 with a net profit after tax of RM1.47 million. Revenue for the financial year under review increased by 7% to RM35.7 million as compared to the previous financial year.

## Future Prospects

BCM will continue to expand its revenue potential by exploring the needs of customers in the new normal. The present pandemic has accelerated the adoption of digital platforms in customer engagement. Digital communication has now become a way of life. Therefore, BCM will continue its digital marketing initiatives to engage with existing customers and reach out to new customers. BCM remains cautious about its future vehicles sales.

## FOOD & BEVERAGE

### BERJAYA STARBUCKS COFFEE COMPANY SDN BHD (“BSTARBUCKS”)

BStarbucks is a wholly-owned subsidiary of Berjaya Food Berhad (“BFood”). The nature of BStarbucks' business is to sell high-quality whole bean coffees, along with freshly brewed coffees, Italian-style espresso beverages, cold blended beverages, a variety of pastries and confectionery, coffee-related equipment and accessories, and a selection of premium teas, among others.

The first Starbucks retail store in Malaysia was opened in Fahrenheit 88, Kuala Lumpur (previously known as KL Plaza) on 17 December 1998. As at 30 June 2021, BStarbucks has 327 stores located throughout Malaysia, except in the state of Perlis.

## Financial Performance

For the financial year ended 30 June 2021, BStarbucks registered a revenue of RM625.4 million compared to RM533.2 million in the previous financial year despite the continuous negative impact of the COVID-19 pandemic on the retail industry.

BStarbucks recorded a profit before tax of RM90.1 million compared to RM21.3 million in the previous financial year. Various cost management initiatives and efforts were adopted to minimise the negative impact arising from the pandemic in order to keep expenditure low. During the lockdown phases, Starbucks outlets at the airports, theme parks and certain tourist spots were temporarily closed in order to minimise operating costs.

During the financial year under review, BStarbucks' stores increased to 327 from 316 stores in the previous financial year. The new store openings included one Starbucks Reserve Store, Tropicana Gardens Reserve, which opened in March 2021 and is the largest Starbucks Reserve store in Malaysia. The number of drive-thru store count is 56 stores with 6 new drive-thru stores opened during the financial year ended 30 June 2021.



*Starbucks X Kate Spade New York merchandise*

# MANAGEMENT DISCUSSION & ANALYSIS



Starbucks Sogo Southkey in Johor Bahru, Johor

Starbucks launched the new Starbucks Rewards programme – a spend-based loyalty programme – ahead of its initial schedule, bringing new excitement to their loyal customers. The Starbucks Rewards loyalty programme recorded a tender rate of 47.2%, contributing total of RM312.5 million for the financial year ended 30 June 2021. During the year, market specific Starbucks Cards were launched, themed around significant observances in Malaysia such as the Negaraku 63 Tahun Starbucks Card, Signing with theme “Love” Starbucks Card, Reserve 5th Anniversary Starbucks Card, Diwali Starbucks Card, Lunar Ox Starbucks Card and Gawai Kaamatan Starbucks Card.

As at 30 June 2021, there were approximately 3.7 million (30 June 2020: 3.3 million) registered Starbucks Rewards members. Starbucks continues to drive key tactical programmes such as new designer series, merchandise launches, promoting sustainable products, and special weekend promotion to customers.



The Starbucks card launched in conjunction with Deaf Awareness Month

## Future Prospects

In the financial year 2022, BStarbucks plans to open 38 new stores with one additional Reserve Drive-Thru concept store and a store in Perlis, the only state in which Starbucks is not currently present in. BStarbucks will continue to focus on unique and elevated store designs with relevant local elements to create affinity for local Malaysians and strengthen its brand presence across the country.

BStarbucks will continue to introduce innovative food and beverage offerings that resonate with its customers’ tastes and expectations of Starbucks as a premium coffee company.

BStarbucks will also promote the new Starbucks Rewards loyalty programme to drive customers’ loyalty and frequency, offering more card designs and attractive benefits for its members. BStarbucks will leverage digital innovations as well as strengthen its IT capabilities and improve its Customer Relationship Management system to provide more efficiency and cater for future growth.

As part of its commitment towards empowering Malaysian communities, BStarbucks will continue to obtain raw materials from local communities to develop food products and merchandise for sale in Starbucks stores.

# MANAGEMENT DISCUSSION & ANALYSIS

## BERJAYA ROASTERS (M) SDN BHD (“BROASTERS”)

BRoasters is the master franchisee of restaurant chain, Kenny Rogers ROASTERS (“KRR”) in Malaysia. It offers a mid-casual dining setting with rotisserie-roasted chicken as its main core item complemented by a variety of hot and cold side dishes, Kenny’s famous home-made muffins, soups, desserts and beverages served in a friendly and comfortable environment.

During the financial year ended June 2021, BRoasters’ main focus was on cost rationalisation and optimisation. The company also accelerated its digital marketing efforts with promotional activities carried out through various online and e-commerce platforms. BRoasters also collaborated with other corporates and e-wallet providers to drive sales through digital voucher programmes.

To stay competitive and appealing to supporters as well as new customers, BRoasters launched four limited-time KRR offers, namely Ayam Nyior Pedas, Tandoori Chicken, Classic Chicken Chop and Satay Ayam during the financial year. BRoasters also introduced various products to cater to changing consumer trends such as dining-at-home and cooking-at-home lifestyles brought about by the pandemic. These included Festive Gift Packs, Epic Roast, and Kenny’s Kitchen Inspirations range of ready-to-serve sauces.

BRoasters aggressively worked on driving online delivery sales volume through strategic menu offerings and frequent co-funded marketing campaigns with food aggregators. In line with its delivery coverage expansion plan at a lower capital expenditure, BRoasters opened a cloud kitchen in collaboration with a food aggregator during the financial year under review.

As at 30 June 2021, there are 75 KRR stores throughout Malaysia.

### Financial Performance

For the financial year ended 30 June 2021, BRoasters recorded a revenue of RM55.3 million, a decrease of 19.5% as compared to RM68.7 million in the previous financial year. The decreased revenue was mainly due to the spread of COVID-19 and the lockdown phases where most businesses were mandated by the Government to shut down or to restrict business hours and dine-ins. During the financial year under review, BRoasters opened 2 new stores and closed 4 non-performing stores.

BRoasters registered a loss before tax of RM4.4 million during the financial year ended 30 June 2021 as compared with a loss after tax of RM12.2 million in the previous financial year. The improvement was due to the cost saving initiatives undertaken by the company to lower operating costs.



*Kenny's Family Meal*

### Future Prospects

Moving forward, BRoasters will continue to strategise towards digitalisation and cost optimisation. Collaboration with business partners will be the key focus in driving sales from various digital platforms to the restaurants. Contactless menus and cashless payments will be emphasised to offer a safer environment for guests and team members in the new normal. BRoasters will maintain its strategy of prudent restaurant expansion with a smaller footprint.

## ROASTERS ASIA PACIFIC (HONG KONG) LIMITED (“RAP”)

RAP was incorporated in Hong Kong in June 1993. RAP is a wholly-owned subsidiary of BCorp and the holding company of KRR International Corp. which owns the worldwide franchise rights of the KRR brand. RAP grants franchises to operate restaurants under the “Kenny Rogers ROASTERS” name and related trademarks.

As at 30 June 2021, there are 180 KRR outlets operating in Malaysia, Philippines, India, Thailand and Singapore.

### Financial Performance

For the financial year ended 30 June 2021, RAP recorded a revenue of RM2.35 million compared to RM2.60 million in the previous financial year ended 30 June 2020. The decrease in revenue was mainly due to reductions of royalty fee from franchises affected by the pandemic, both in terms of closure or minimising during the lockdowns imposed by respective government of the countries in which there are KRR franchisees.

# MANAGEMENT DISCUSSION & ANALYSIS



KRR Drive-Thru in L.Sumulong Memorial Circle, Antipolo, Philippines

RAP recorded a profit before tax of RM1.16 million during the financial year under review as compared to a RM0.74 million loss before tax in the previous financial year. Profit increased due to a reduction in operating expenses.

## Future Prospects

Over the years, RAP has been able to sustain its growth and remain competitive in markets that are saturated with new and existing food and beverages players, with a reasonable amount of brand recognition.

RAP will continue to increase brand awareness in its existing markets through aggressive marketing campaigns and new product innovations. RAP will also continue to improve its sales performance through the growth of new stores in its existing markets, as well as penetrate new markets in the financial year 2022. Moving forward, RAP plans to expand KRR's presence into Sri Lanka, Qatar, Nigeria and sub-franchisees in Malaysia, which will contribute positively to the growth of RAP.

## JOLLIBEAN FOODS PTE LTD ("JOLLIBEAN FOODS")

Jollibean Foods holds the sole and exclusive worldwide rights to develop, franchise, operate and manage all outlets, stalls, and kiosks, and the distribution rights for the products under the brand names of 'Jollibean', 'Sushi Deli', 'Kopi Alley' and 'Kopi Alley Plus' in Singapore, and 'Joybean' in Malaysia. The 'Jollibean' brand has become a household name since its inception in 1995. It all started with the philosophy of bringing back the nostalgic childhood memories of Singaporeans by providing nutritious and healthy traditional snacks suitable for all ages. As at 30 June 2021, Jollibean Foods operates 33 outlets under 4 brands in Singapore and 5 outlets in Malaysia.



Joybean by Jollibean outlet in Singapore

## Financial Performance

For the financial year ended 30 June 2021, revenue decreased by 9.72% to S\$6.5 million from S\$7.2 million in the previous financial year. The results reflect a contraction in demand during lockdowns imposed by the Singapore Government, that encouraged citizens to work-from-home. As such, the outlets in the CBD and office areas took the biggest impact. The decrease in revenue was also contributed by lower footfall in retail malls.

During the financial year under review, Jollibean Foods recorded a loss before tax of S\$695,000, a reduction of 14.6% from a loss before tax of S\$814,000 registered in the previous financial year. This was due to the adoption of several cost-saving initiatives, such as staff cost reduction by shortening operation hours, and monthly cost reduction in Point of Sale ("POS") rentals by negotiating with the vendor.

## Future Prospects

As part of its business strategy moving forward, Jollibean Foods will focus on store expansions and targets to open six new stores in the financial year 2022. Prior to COVID-19, the company had embarked on an e-commerce strategy on a modest scale, which substantially scaled its online stores to reach a revenue of S\$100,000. Moving forward, the company will pivot to digital channels in order to connect with its current and future customers. It also aims to emerge stronger from the current economic crisis by building on its capabilities, increasing productivity, mitigating risks, and being alert to opportunities which can add value to its existing business. On this basis, the company is in the process of sourcing a central kitchen facility for soy milk and sushi production in order to reduce its operating expenditure.



# MANAGEMENT DISCUSSION & ANALYSIS

Jollibean Foods will also be introducing a wholemeal Mee Chiang Kueh as a healthy alternative to its customers in light of the growing trend for plant-based food. In order to increase ticket prices, Jollibean Foods will also provide alternative options such as “OATLY” milk and soy cold brew introductions, as well as embark on further brand collaborations with “Laughing Cow”, “Ovaltine” and “Yeos”. The company does not expect a full return to normality in the near future, even as Singapore pivots from a pandemic to an endemic. However, Jollibean Foods will strive to achieve profitability by adapting its business strategies to the new normal.

## BERJAYA KRISPY KREME DOUGHNUTS SDN BHD (“BKKD”)

BKKD is the franchise holder of Krispy Kreme outlets in Malaysia. As at 30 June 2021, BKKD has a total of 31 stores, with three stores located outside of Kuala Lumpur in Genting Highlands and Berjaya Hills, Pahang Darul Makmur.

### Financial Performance

For the financial year under review, BKKD registered a revenue of RM15.8 million as compared to RM12.1 million in the previous financial year. Although the opening of new stores contributed to the increased sales, this was below forecasted levels from October 2020 until February 2021, as a result of the COVID-19 restrictions and strict SOPs.

January and February 2021 showed a big decline in sales and the business was fully dependent on food delivery aggregators and takeaways. BKKD collaborated with the food delivery aggregators on aggressive promotions and offers during this challenging period.

There were nine new stores that opened during the financial year, namely Sunway Velocity, Alamanda Putrajaya, Paradigm Mall, KL East Mall, One Utama, 1'Mont Kiara, The Sphere Bangsar South and Publika. BKKD also opened its first Drive-Thru Outlet at Bandar Rimbau, Telok Panglima Garang. The store expansions have helped the brand reach out to more untapped high-profile areas, providing even greater accessibility to new customers.

In addition, BKKD put more effort in developing new and innovative creations that appeal to customers. These creations were rolled out through successful campaigns such as the Fantasia Campaign which showcased colourful and attractive unicorn doughnuts, local fusion classics during Ramadan and Hari Raya such as Ketayap and Almond London and the Choco Mania Campaign which introduced doughnuts using well-known confectionaries such as Snickers and Kinder Bueno.

Krispy Kreme also created special merchandise, the Krispy Kreme's Fantasia reusable tin, which created high visibility and demand when it was launched. The huge success of these campaigns cushioned the impact of the MCO on the business during the financial year under review.



Promotional poster for Krispy Kreme Doughnuts' Fantasia Campaign

BKKD recorded a slight loss before tax of RM0.6 million during the financial year under review as compared to a RM1.7 million loss before tax in the previous financial year. Although BKKD was expected to break even due to the incremental sales growth and reduction of operating expenses, the introduction of MCO 3.0 by the Government, especially the Enhanced MCO for Selangor and Kuala Lumpur throughout the year, have greatly impacted the business and financial results, as 90% of Krispy Kreme outlets are situated within Klang Valley. The company had also closed its outlets in Genting Sky Avenue, Genting Highlands Premium Outlets, Berjaya Hills, Pavilion Mall and KLIA2 for few months due to reduced foot traffic. To counter this, BKKD has implemented cost saving initiatives and increased its cost efficiency and productivity to ensure business continuity.

### Future Prospects

In the financial year 2022, BKKD will seek to increase market reach through its expansion to new markets such as Penang. It will also look to find opportunities for another drive-thru outlet, innovate attractive new doughnut boxes with window packaging, develop fun and exciting new merchandises and build more aggressive marketing campaigns. The company also plans to continue to source for bulk orders, more external

# MANAGEMENT DISCUSSION & ANALYSIS

events through pop-up stores, booths and utilising its Joy Patrol Food Truck to reach areas that are less accessible. BKKD will also continue to introduce new doughnut flavours, including creating more premium doughnuts that are trendy and appealing to elevate offerings and entice customers further.

## ENVIRONMENTAL AND CLEAN TECHNOLOGY SERVICES

### BERJAYA ENVIROPARKS SDN BHD (“BEPARKS”)

BEParks is principally engaged in the treatment of solid waste, involving amongst others, the development, design, construction, operation, management and maintenance of sanitary landfills and construction activities. BEParks manages and operates the sanitary landfill at Bukit Tagar EnviroParks (“BTEP”) under a 30-year concession from the Government.

BTEP currently receives an average of 2,639 tonnes of municipal solid waste (“MSW”) per day from Kuala Lumpur, the Selangor District and Ulu Selangor District in the state of Selangor and a few private companies.

BTEP is located approximately 55km from Kuala Lumpur and is accessible from the North-South Expressway through the purpose-built Bukit Tagar interchange. BEParks constructed the interchange together with a new 9km 4-lane access road to enable direct and easy access to BTEP from Kuala Lumpur and Selangor.



*Berjaya EnviroParks - Aerial view of the sanitary landfill at Bukit Tagar Selangor*

### Financial Performance

For the financial year ended 30 June 2021, BEParks recorded a marginal decrease of RM0.8 million in revenue from waste treatment to RM45.5 million from revenue of RM46.3 million recorded in the previous financial year as a result of lower waste tonnage recorded due to the impact of the COVID-19 pandemic and the ensuing lockdown phase. Despite the lockdowns and the restrictions imposed on all the business and commercial activities throughout the nation, waste generation was not affected significantly. BEParks registered an increase in profit before tax to RM15.7 million from the RM14.0 million registered in the preceding year due to lower finance costs incurred.

### Future Prospects

For the foreseeable future, BEParks will continue to focus on securing more private waste customers to increase waste volume, improving on operational efficiency to achieve higher profit margin, exploring additional income streams from the existing business, and sourcing new landfill projects.

### BERJAYA ENERGIES SDN BHD (“BENERGIES”)

BENERgies, a wholly-owned subsidiary of BEParks, is involved in the generation and sale of electricity from landfill gas. BENERgies commenced its commercial operation on 1 June 2011.

The electricity generated is sold to Tenaga Nasional Malaysia (“TNB”) under the Feed-in Tariff (“FiT”) scheme based on the following agreements :-

- Renewable Energy Power Purchase Agreement (“REPPA”) with TNB for the sale of up to 1.2MW renewable energy under FiT for a duration of 16 years, up to June 2028 at the agreed rate of RM0.42/kWh;
- REPPA with TNB for the sale of up to 3.2MW renewable energy under FiT for a duration of 16 years, expiring in June 2030 at the agreed rate of RM0.4169/kWh;
- REPPA with TNB for the sale of up to 6.0MW renewable energy under FiT for a duration of 16 years, expiring in July 2035, at the agreed rate of RM0.447/kWh;
- REPPA with TNB for the sale of up to 0.125MW solar power under FiT for a duration of 21 years, expiring in December 2034, at the agreed rate of RM1.0488/kWh.

BENERgies’ Power Generation Licence was granted by Suruhanjaya Tenaga under the Minister of Energy, Green, Technology and Water, while approval for sale of energy to TNB was granted by the Sustainable Energy Development Authority (“SEDA”).

### Financial Performance

For the financial year ended 30 June 2021, BENERgies reported a revenue of RM24.3 million, an increase of 44% as compared to RM16.9 million in the previous financial year due to the higher volume of electricity generated. On the back of higher revenue, BENERgies’ profit before tax increased by 112% to RM14.4 million (2020: RM6.8 million).

# MANAGEMENT DISCUSSION & ANALYSIS



*The Pengfa Water Treatment Plant*

## **AMITA BERJAYA SDN BHD (“ABSBS”)**

ABSBS is licensed by the Department of Environment Malaysia (“DOE”) to receive and manage Scheduled Waste, as well as the transportation of Scheduled Waste under the Environmental Quality Act 1974.

ABSBS offers a sustainable alternative to conventional methods of managing Scheduled Waste. Instead of simply disposing or incinerating the waste, ABSBS’s proprietary technology enables Scheduled Waste to be 100% recycled without any residue by turning Scheduled Waste into Alternative Raw Material (“ARM”) and Alternative Fuel (“AF”) as substitutes for natural raw material and fossil fuel for the cement production industry. ABSBS is approved by DOE to manage 15 categories of Scheduled Waste.

### **Financial Performance**

For the financial year ended 30 June 2021, ABSBS recorded an increase in revenue to RM18.6 million from RM15.9 million in the previous financial year mainly due to higher waste tonnage received. On the back of higher revenues, ABSBS recorded a higher profit before tax of RM9.0 million as compared to RM5.3 million in the preceding financial year.

### **Future Prospects**

Moving forward, the future prospects of the industry is heartening as the Department of Environment is encouraging waste industry players to undertake more recycling of scheduled waste to achieve the Cradle-to-Cradle concept of waste management.

## **AWF LIMITED (“AWF”)**

AWF is a wholly-owned subsidiary of the Group, and the main shareholder of the following Longxi Water Project companies:

- Boluo Longxi Water Supply Co. Ltd. (“Boluo Longxi”), 50% owned by AWF;
- Boluo Longxi Zhiwang Water Supply Co. Ltd. (“Zhiwang”), 100% owned by AWF;
- Boluo Longxi Pengfa Water Supply Co. Ltd. (“Pengfa”), 100% owned by AWF.

AWF has been managing the operation and maintenance of three potable water treatment plants and 137km length of pipelines in its service area of 119 sq.km. Its scope of services includes extracting, treating, and distributing treated water for supply to consumers within the distribution area of Longxi Sub-District, Boluo County, Huizhou City of the Guangdong Province, China. AWF is supplying 60 million liters per day (“MLD”) of treated potable water to the industrial, commercial, and domestic (residential properties such as landed and strata properties) within the distribution area.

### **Financial Performance**

For the financial year under review, AWF recorded a total consolidated revenue of RMB28.63 million, with an increase of RMB3.21 million or 13%, as compared to RMB25.42 million in the previous financial year. The increase in revenue was due to:

- The hike in water demand from industrial and commercial consumers by 8% and domestic by 13% predicated on Longxi Sub-district Government’s economic recovery plan since the second quarter of 2020.
- An additional 733 new registered consumers, with a 3% increase in registered consumer accounts as compared to 21,398 consumer accounts in the previous financial year



*ABSBS has a comprehensive laboratory for material analysis*

# MANAGEMENT DISCUSSION & ANALYSIS

For the financial year under review, AWF recorded a consolidated gross profit of RMB6.39 million, with an increase of RMB2.56 million or 67% as compared to the previous financial year. AWF recorded a consolidated loss before tax of RMB3.39 million, easing by RMB3.42 million as compared to the loss before tax of RMB6.81 million in the previous financial year.

## Future Prospects

Moving forward, the future prospect of the industry is very encouraging with the positive spill-over effect from the development of the Guangdong-Hong Kong-Macao Greater Bay Area in the region. A total of 16 new factory projects have commenced construction since the first quarter of 2021 and they are expected to commence operations by Year 2022, which will further increase water demand and AWF's revenue. AWF expects its financial performance to grow marginally in the financial year 2022.

## EDUCATION

### BERJAYA HIGHER EDUCATION SDN BHD ("BHE")

**BERJAYA University College ("BERJAYA UC")** is a higher learning education institution which operates under BHE. BERJAYA UC's campus is located at Level 11, West Wing, Berjaya Times Square. To date, all 24 programmes offered at BERJAYA UC are approved by the Malaysian Qualifications Agency ("MQA"), ranging from foundation, diploma, degree and postgraduate Masters under the following four faculties :-

- 1) Faculty of Business
- 2) Faculty of Culinary Arts
- 3) Faculty of Hospitality & Tourism
- 4) Faculty of Liberal Arts

### Financial Performance

BERJAYA UC recorded a revenue of RM9.85 million in the financial year under review, a decrease of 33.6% or RM5 million as compared to a revenue of RM14.84 million registered in the previous financial year. This was mainly due the imposition of the various MCOs by the Government, which resulted in a lower enrolment of students for both the January and May 2021 intakes, as well as loss of income from the short-term student mobility programme from South Korea, Japan and China due to travel restrictions.

BERJAYA UC recorded a lower loss before tax of RM10.69 million in the financial year under review as compared to RM11.32 million in the previous financial year. The 1.8% improvement was due to a significant reduction in operating costs as a result of a restructuring process and a more efficient management system put in place.

## Future Prospects

Year 2020-2021 was an extremely challenging year for the private higher education business as the world confronted the COVID-19 pandemic and its subsequent disruptions to both lives and livelihoods. For the first time in the history of Malaysia, all higher education institutions including BERJAYA UC had to shut down physical operations and transition to remote online learning with only a few days' notice. Moreover, continued surges of the virus in the country meant that all higher education premises were always on high alert and went through a process of scaling up and scaling down operations as deemed necessary by the relevant authorities namely The National Security Council ("MKN"), the Ministry of Health ("MoH") and the Ministry of Higher Education ("MoHE").

Despite the challenges, the MQA granted BERJAYA UC full accreditation status for two programmes in 2020. These programmes are the Foundation in Arts and Social Sciences under the Faculty of Liberal Arts; and the Master of Science in Logistics and Supply Chain Management under the Faculty of Business.

On 18 December 2020, through an announcement made by the Higher Education Minister, Datuk Seri Dr Noraini Ahmad, BERJAYA UC successfully achieved 4 stars in the Rating System for the Malaysian Higher Education Institutions ("SETARA") 2018/2019. Developed under the Malaysian Education Blueprint 2015-2025 for Higher Education, SETARA employs a rigorous assessment methodology to rate a University or University College in three core functions, namely teaching, research, and services. This achievement has put BERJAYA UC at the forefront of competitive university colleges in Malaysia.



BERJAYA UC Culinary students

# MANAGEMENT DISCUSSION & ANALYSIS

With the 'new normal' of working from home and with more working adults striving for personal improvement education-wise, BUC has introduced micro-credential flexible learning courses to allow working adults including Form 5 (SPM) dropouts to upskill their knowledge. BERJAYA UC continuously strives to develop graduates who will be both excellent service professionals and ensures its academic programmes make them employment ready.

## TELECOMMUNICATIONS

### REDTONE DIGITAL BERHAD (“REDTONE”)

REDtone was listed on the ACE Market of Bursa Malaysia Securities Berhad in 2004. A well-respected home-grown brand founded in 1996, REDtone is a leading integrated telecommunications and digital infrastructure services provider. It has evolved from a voice provider to a company that offers an extensive range of services under three main categories:

- (a) Telecommunications Services (“TS”) – It offers data, voice and managed network and security services to government, enterprises and SMEs. REDtone is one of the service providers in the industry to provide infrastructure integration expertise. Its access to a unique suite of last mile technologies also enables it to offer broadband-on-demand.
- (b) Managed Telecommunications Network Services (“MTNS”) – This includes telecommunication engineering services, building, maintaining and operating mobile base stations, fiber infrastructure and large scale Wifi hotspots.
- (c) Industry Digital Services (“IDS”) – It offers cloud services and applications, data centre services, virtual reality and Internet of Things (“IoT”) for smart farming.

### Financial Performance

For the financial year ended 30 June 2021, REDtone recorded a revenue of RM174.7 million, which represented a decrease of 2% from a revenue of RM177.9 million registered in the previous financial year. The decline was largely due to lower revenue from the TS segment as many businesses were not allowed to operate during the MCO, thus affecting the segment. However, REDtone remains fairly positive that this TS segment will contribute positively in the following financial year once the COVID-19 pandemic is under control with the rapid progress of the country's vaccination programme.



REDtone VR Showroom promotional poster

REDtone delivered sharp growth in its profit before tax in the financial year under review to achieve RM42.1 million, representing a 113.7% improvement compared to the profit before tax of RM19.7 million in the previous financial year, and it is REDtone's highest ever profit before tax recorded in recent years. The growth was mainly contributed by its MTNS segments, despite the challenges faced during the pandemic.

### Future Prospects

REDtone has established and activated a comprehensive pandemic response plan since the financial year 2020 with requisite risk mitigation protocols, ensuring the continuity of mission critical processes for keeping its networks working and made available to customers and underserved communities.

With the ongoing pandemic continuing to impact the Malaysian economy, REDtone's business and operating performance going into the financial year 2022 will remain challenging and competitive. REDtone will continue to adopt measures to improve operational efficiencies and profitability in its core businesses. The contributions from its MTNS segment will remain significant while data services for the enterprise market will continue to be the main focus in extracting growth from recurring businesses.

# CORPORATE STRUCTURE

of main subsidiaries, associated companies and joint ventures as at 1 October 2021

## BERJAYA CORPORATION BERHAD



■ Listed Company    + Combined Interest

# CORPORATE STRUCTURE

of main subsidiaries, associated companies and joint ventures as at 1 October 2021

## BERJAYA CORPORATION BERHAD

### HOTELS, RESORTS, VACATION TIMESHARE, AND RECREATION

**100%** **BTS Hotel Sdn Bhd**

- Berjaya Times Square Hotel, Kuala Lumpur

**100%** **ANSA Hotel KL Sdn Bhd**

- ANSA Hotel, Kuala Lumpur

**100%** **Berjaya Vacation Club Berhad**

- Berjaya Penang Hotel

**100%** **Berjaya Vacation Club (Cayman) Limited**

- Berjaya Eden Park Hotel, London, United Kingdom

**100%** **BHR (Cayman) Limited**

- The Castleton Hotel, London, United Kingdom

**100%** **Berjaya Langkawi Beach Resort Sdn Bhd**

- Berjaya Langkawi Resort, Kedah

**99.80%** **The Taaras Beach & Spa Resort (Redang) Sdn Bhd**

- The Taaras Beach & Spa Resort, Redang Island, Terengganu
- Redang Island Resort, Terengganu

**86.25%** **Tioman Island Resort Berhad**

- Berjaya Tioman Resort, Pahang (Temporary closure for redevelopment exercise)

**100%** **Berjaya Beau Vallon Bay Beach Resort Limited**

- Berjaya Beau Vallon Bay Resort & Casino, Seychelles

**100%** **Berjaya Praslin Limited**

- Berjaya Praslin Resort, Seychelles

**92.6%** **Berjaya Mount Royal Beach, Hotel Limited**

- Berjaya Hotel Colombo, Sri Lanka

**50%** **Berjaya Hotay Joint Venture Company Limited**

- Sheraton Hanoi Hotel, Hanoi, Vietnam

**100%** **Perdana Hotel, Philippines Inc**

- Berjaya Makati Hotel, Makati, Philippines

**100%** **Berjaya Kyoto Development Kabushiki Kaisha**

- Four Seasons Hotel, Kyoto, Japan

**100%** **Berjaya Property Ireland Ltd**

- Canopy by Hilton Reykjavik City Centre
- Icelandair Hotel Herad
- Icelandair Hotel Akureyri
- Icelandair Hotel Myvatn
- Icelandair Hotel Hamar
- Icelandair Hotel Fludir
- Hotel Edda Hofn
- Hotel Edda Egilstadir
- Hotel Edda Akureyri
- Hilton Reykjavik Nordica
- Icelandair Hotel Reykjavik Natura
- Icelandair Hotel Reykjavik Marina
- Reykjavik Konsulat CURIO
- ALDA Hotel Reykjavik
- Development of Iceland Parliament Hotel CURIO

**100%** **Bukit Kiara Resort Berhad**

- Bukit Kiara Equestrian & Country Resort, KL

**100%** **KDE Recreation Berhad**

- Kelab Darul Ehsan, Selangor

**100%** **Berjaya Hills Resort Berhad**

- Berjaya Hills Golf & Country Club, Pahang
- Colmar Tropicale, Berjaya Hills, Pahang
- The Chateau Spa & Organic Wellness Resort, Berjaya Hills, Pahang

**80%** **Staffield Country Resort Berhad**

- Staffield Country Resort, Negeri Sembilan

**100%** **Indah Corporation Berhad**

- Bukit Banang Golf & Country Club, Batu Pahat, Johor

**100%** **Berjaya Air Sdn Bhd**

**51%** **Asia Jet Partners Malaysia Sdn Bhd**

### PROPERTY INVESTMENT & DEVELOPMENT

**100%** **Berjaya Hartanah Berhad (f.k.a Berjaya Golf Resort Berhad)**

- Bukit Jalil Golf & Country Resort, KL
- Arena Green Apartments, KL
- Greenfields Apartments, KL
- Green Avenue Condominiums, KL
- Savanna Condominiums, KL
- Savanna 2, KL
- Covillea, KL
- Jalil Link @ Bukit Jalil, KL
- KM1 West Condominiums, KL
- KM1 East Condominiums, KL
- The Link 2 @ Bukit Jalil, KL
- Residensi Lanai @ Bukit Jalil, KL
- The Tropika, Bukit Jalil, KL

**100%** **BerjayaCity Sdn Bhd**

- Oil Palm Plantation

**100%** **Wangsa Tegap Sdn Bhd**

- Menara Bangkok Bank @ Berjaya Central Park, Jalan Sultan Ismail
- Ritz Carlton Residences @ Berjaya Central Park, Jalan Sultan Ismail

**100%** **Berjaya Sanhe Real Estate Development Co Ltd**

- French Village, Hebei Province, People's Republic of China
- Les OE Residence, Hebei Province, People's Republic of China

**77.90%** **Berjaya Land Berhad**

**100%** **Taman TAR Development Sdn Bhd**

- The Peak @ Taman TAR, Ampang, Selangor

**100%** **Berjaya Tagar Sdn Bhd**

- Seputeh Heights, KL
- Vasana 25, KL
- Subang Heights, Shah Alam, Selangor

**80%** **Pakar Angsana Sdn Bhd**

- Berjaya Park, Shah Alam, Selangor

**100%** **Sri Panglima Sdn Bhd**

- Taman Kinrara IV, Puchong, KL

**100%** **Berjaya Land Development Sdn Bhd**

- Kelang Lama New Business Center, KL
- Gemilang Indah Apartments, KL
- Medan Indah, Kota Tinggi, Johor
- Taman UPC, Ayer Hitam, Johor
- Bandar Banang Jaya, Batu Pahat, Johor
- Robson Condominiums, KL
- Jesselton Villas, Penang

**100%** **Berjaya Engineering Construction Sdn Bhd**

**100%** **Securiservices Sdn Bhd**

- 1 Petaling Residences & Commerz @ Sg. Besi, KL
- Petaling Indah Condominiums, KL
- 3-Storey Shop Office @ Sg. Besi, KL

**100%** **Klasik Mewah Sdn Bhd**

- Sri Indah Court, Johor Bahru

**80%** **Berjaya-Handico 12 Co. Ltd**

- Ha Noi Garden City, Hanoi, Vietnam

**100%** **Berjaya-D2D Company Limited**

- Bien Hoa City Square, Dong Nai Province, Vietnam

**100%** **Berjaya Okinawa Development Kabushiki Kaisha**

- ANSA Okinawa Resort, Japan
- Development of Four Seasons Resort and Private Residences Okinawa

**100%** **Cosway Corporation Limited**

**100%** **Stephens Properties Sdn Bhd**

- Wisma Cosway, KL

**100%** **Nural Enterprise Sdn Bhd**

- Plaza Berjaya, KL

**100%** **Kota Raya Development Sdn Bhd**

- Kota Raya Complex, KL

**100%** **Cempaka Properties Sdn Bhd**

- Berjaya Megamall, Kuantan, Pahang
- Kuantan Perdana, Kuantan, Pahang

**100%** **Kyoto Higashiyama Hospitality Assets TMK**

- Hotel Residences, Kyoto Japan

**11.52%** **Berjaya Assets Berhad**

- Berjaya Times Square, KL
- Natural Avenue Sdn Bhd
- Berjaya Waterfront Hotel, Johor Bahru, Johor
- Berjaya Waterfront Complex, Johor Bahru, Johor
- Menara MSC Cyberport, Johor Bahru, Johor
- Islington on the Green, London, United Kingdom
- Berjaya Assembly Sdn Bhd

# GROUP FINANCIAL SUMMARY

Description	2021 US\$'000	2021 RM'000	2020 RM'000 (Restated)	2019 RM'000	2018 RM'000	2017 RM'000
Revenue	1,798,468	7,464,542	6,989,780	9,793,275	8,694,348	9,182,394
(Loss)/Profit Before Tax	(62,737)	(260,390)	173,455	423,535	(90,162)	662,628
(Loss)/Profit After Tax	(110,142)	(457,143)	(62,892)	121,534	(345,287)	317,420
(Loss)/Profit Attributable To Shareholders	(110,741)	(459,630)	(95,226)	(111,757)	(357,867)	149,285
Share Capital	1,227,078	5,092,989	5,017,956	5,017,956	4,930,556	4,930,556
Equity Component of ICULS	58,465	242,657	306,739	306,739	306,739	306,848
Reserves	194,585	807,627	1,342,074	1,398,628	1,503,099	1,835,144
Equity Funds	1,480,128	6,143,273	6,666,769	6,723,323	6,740,394	7,072,548
Treasury Shares	(14,453)	(59,987)	(92,344)	(34,253)	(33,669)	(33,669)
<b>Net Equity Funds</b>	<b>1,465,675</b>	<b>6,083,286</b>	<b>6,574,425</b>	<b>6,689,070</b>	<b>6,706,725</b>	<b>7,038,879</b>
Non-controlling Interests	680,455	2,824,227	2,977,670	3,043,826	3,482,257	3,622,916
<b>Total Equity</b>	<b>2,146,130</b>	<b>8,907,513</b>	<b>9,552,095</b>	<b>9,732,896</b>	<b>10,188,982</b>	<b>10,661,795</b>
ICULS	8,957	37,178	73,673	101,591	128,193	152,278
Long Term Liabilities	1,480,774	6,145,952	6,645,966	5,119,881	5,365,883	5,121,625
Current Liabilities	1,212,351	5,031,861	5,169,228	4,866,271	5,173,349	5,650,819
<b>Total Equity and Liabilities</b>	<b>4,848,212</b>	<b>20,122,504</b>	<b>21,440,962</b>	<b>19,820,639</b>	<b>20,856,407</b>	<b>21,586,517</b>
Property, Plant and Equipment	756,479	3,139,768	3,172,281	3,481,071	3,465,051	3,727,176
Right-of-use Assets	447,661	1,858,016	1,907,081	-	-	-
Intangible Assets	1,175,553	4,879,130	4,993,190	5,251,165	5,695,064	5,853,796
Investments and Long Term Receivables	1,239,569	5,144,833	4,903,567	5,673,031	5,880,826	5,849,136
Current Assets	1,228,950	5,100,757	6,464,843	5,415,372	5,815,466	6,156,409
<b>Total Assets</b>	<b>4,848,212</b>	<b>20,122,504</b>	<b>21,440,962</b>	<b>19,820,639</b>	<b>20,856,407</b>	<b>21,586,517</b>
Total number of shares with voting rights in issue	5,113,516	5,113,516	4,874,324	5,164,924	4,875,583	4,875,583
Net Assets Per Share	0.28	1.14	1.29	1.24	1.31	1.38
Net (Loss)/Earnings Per Share (Cents/Sen)	(1.94)	(8.04)	(1.47)	(1.81)	(6.18)	2.93
Dividend (Sen/Share)	-	-	1.08	-	-	-
Total Net Dividend Amount	-	-	52,851	-	-	-

## Notes:

Figures for 2017-2018 are for 12 months ended 30 April, 2019 are for 14 months ended 30 June 2019, and 2020-2021 are 12 months ended 30 June.

Where additional shares are issued, the (loss)/earnings per share is calculated based on a weighted average number of shares with voting rights in issue.

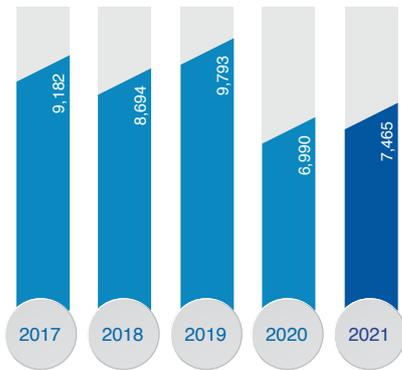
Net Assets Per Share represents the net equity funds less equity component of ICULS divided by the number of outstanding shares in issue with voting rights.

Exchange rate as at 30 June 2021: US\$1.00=RM4.1505

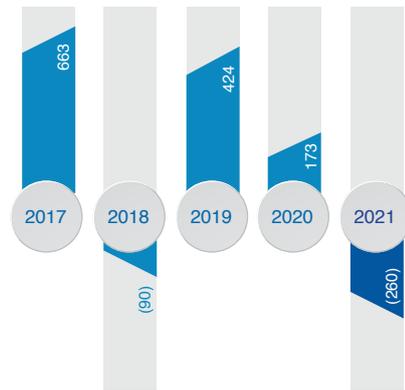


# GROUP FINANCIAL HIGHLIGHTS

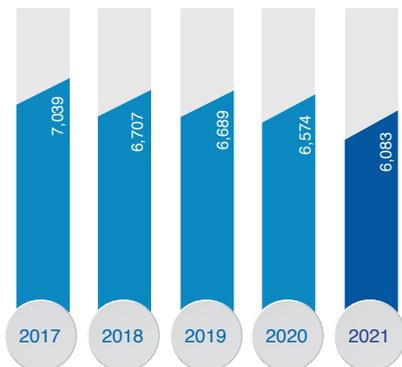
**REVENUE**  
(RM' Million)



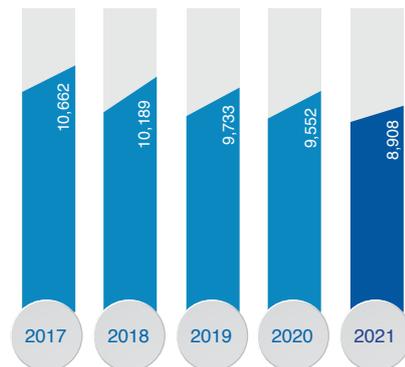
**PROFIT/(LOSS) BEFORE TAX**  
(RM' Million)



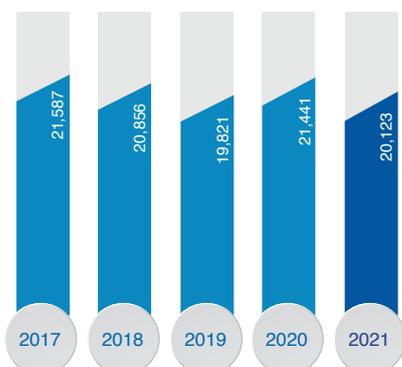
**NET EQUITY FUNDS**  
(RM' Million)



**TOTAL EQUITY**  
(RM' Million)



**TOTAL ASSETS**  
(RM' Million)



**NET ASSETS PER SHARE**  
(RM)



# SUSTAINABILITY STATEMENT

## 1. REPORTING PROFILE AND SCOPE

This Sustainability Statement for Berjaya Corporation Berhad (“BCorp” or “the Group”) focuses primarily on the operations and management of the economic, environmental and social sustainability of BCorp for the financial year ended 30 June 2021. It highlights the Group’s commitment to operating business in a responsible and sustainable manner and outlines the various practices that have been embedded into the Group’s processes with the ultimate aim of bringing more value to its businesses, stakeholders and society in general. The information and data disclosed in this statement were derived from internal reporting processes, systems and records. The statement is prepared in accordance with the Sustainability Reporting Guide and Toolkits from Bursa Malaysia Securities Berhad (“Bursa Malaysia”).

Due to the diverse business nature of the Group, the scope of this Sustainability Statement covers material issues arising from its principal business activities in Malaysia, Singapore, the Philippines and United Kingdom, operated under the following subsidiaries - Berjaya EnviroParks Sdn Bhd, Berjaya Energies Sdn Bhd, Berjaya Enviro Holdings Sdn Bhd, Amita Berjaya Sdn Bhd, Cosway (M) Sdn Bhd, Inter-Pacific Securities Sdn Bhd, Berjaya Higher Education Sdn Bhd, Berjaya Starbucks Coffee Company Sdn Bhd, Berjaya Roasters (M) Sdn Bhd, Ser Vegano Sdn Bhd, Berjaya Hills Resort Berhad, Property Development Division, Property Investment Division, Berjaya Hotels and Resorts, Berjaya Clubs, REDtone Digital Berhad (formerly known as REDtone International Berhad), Sports Toto Malaysia Sdn Bhd, Jollibean Foods Pte Ltd, Singapore, Berjaya Philippines Inc., the Philippines, and H.R. Owen Plc, United Kingdom.



Sala outlet at Mont Kiara, Kuala Lumpur

## 2. APPROACH TO SUSTAINABILITY

BCorp strives to conduct its business operations according to pragmatic principles and sustainable practices with a long-term sustainability strategy comprising the following aspects:-



### ECONOMIC

the creation of long-term value for shareholders and added value for all the Group’s stakeholders;



### ENVIRONMENTAL

striving towards reducing the Group’s environmental footprint by improving on the efficiency of its use of resources and supporting conservation efforts.



### SOCIAL

dealing with the customers and public according to good market practices and regulatory requirements, conducive workplace practices and community engagement through a variety of initiatives involving the Group’s monetary and non-monetary resources.



### GOVERNANCE

- ensuring healthy business and operation practices by being fully compliant with the approved policies, standard operating procedures, Malaysian laws, local and the international standards.
- promoting fair engagement, accountability, and access to justice, internally and externally.

The uncertainty caused by the pandemic brought about disruptive changes to the Group’s business operations during the financial year under review, with significant impacts across the four main aspects of the Group’s sustainability. While the respective businesses in the Group were able to operate during the various lockdown phases imposed by the Government, albeit at a lower capacity, several key activities planned for the year were disrupted. Nevertheless, the Group implemented various initiatives to ensure business continuity in the new normal, and put in place stringent hygiene standards and operational procedures as mandated by the local authorities to safeguard the well-being of its employees and the various stakeholder groups.

# SUSTAINABILITY STATEMENT

While the global pandemic continues to affect the Group's businesses and the communities it serves locally and internationally, the continuing impact going forward cannot be accurately estimated at this juncture. The Group strives to adapt, innovate and take the necessary steps to navigate through this challenging time.

## 3. STAKEHOLDER ENGAGEMENT

BCorp believes that it is essential to maintain a good degree of communication and understanding through continuous dialogue and sharing of information with all its internal and external stakeholders.

The Group has established a series of engagement initiatives with various stakeholders through its respective operating divisions. The feedback and perspectives gathered from all the stakeholders specialised in their respective fields have been beneficial for long-term collaboration as well as the development of the Group's business strategy and operations.

The Group's key stakeholders and engagement platforms are listed below:

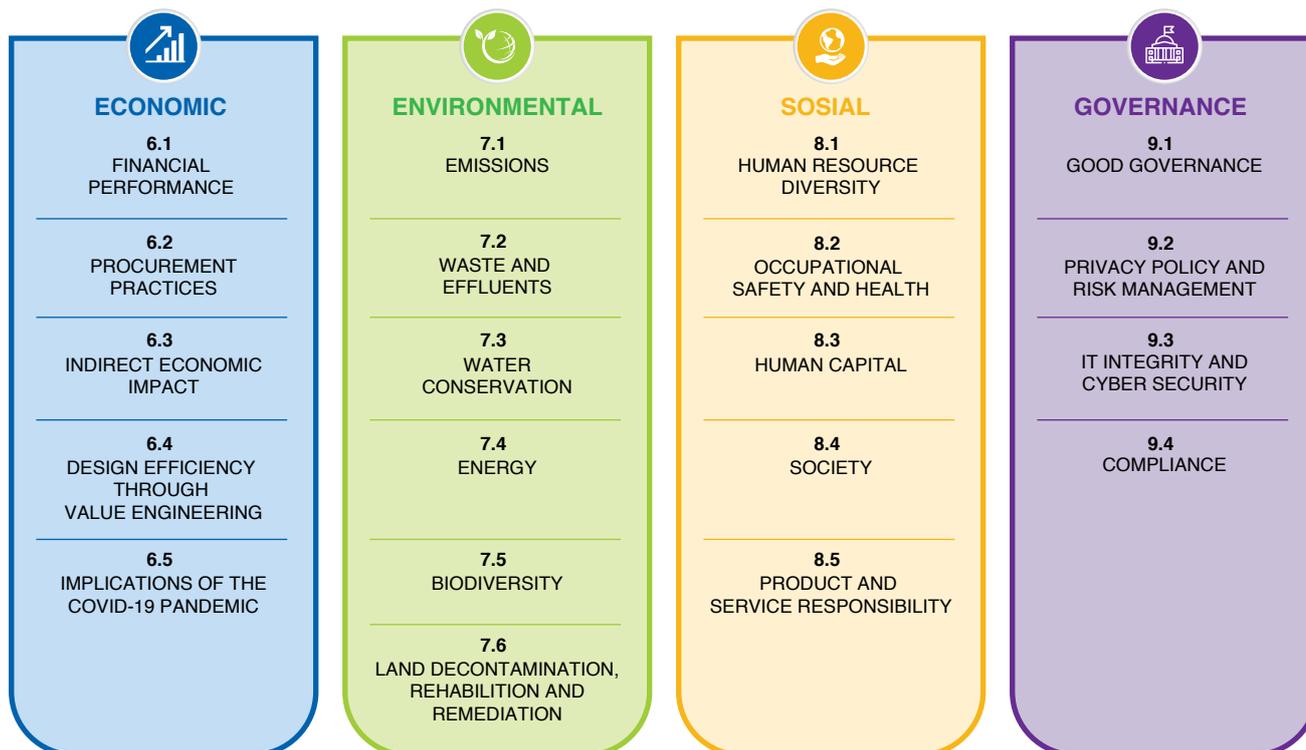
STAKEHOLDER ENGAGEMENT	
 <b>Government and Regulators</b>	<ul style="list-style-type: none"> <li>Meetings with Government bodies and regulators on policy matters, issues and concerns arising from the changing operating environment as well as matters concerning customers and the general public.</li> </ul>
 <b>Customers</b>	<ul style="list-style-type: none"> <li>Regular networking activities and gatherings.</li> <li>Formal and informal meetings to collect feedback, attend to grievances and disseminate information on the Group's products and services.</li> <li>Customer surveys are conducted periodically to keep updated with the customers' needs and expectations for the Group's products and services.</li> <li>Regular outlet / store visits are made to keep tabs on customer behaviour and satisfaction.</li> <li>Online reservation / purchase channels.</li> <li>Company websites, printed material, telecommunication companies' messages, and other communication channels to disseminate information / updates on products and services.</li> </ul>
 <b>Employees</b>	<ul style="list-style-type: none"> <li>Internal engagement channels such as the intranet and corporate newsletters to communicate information on events, activities, staff promotions as well as key messages within the Group.</li> <li>Orientation for new staff.</li> <li>Training and development programmes.</li> <li>Synergy meetings attended by representatives of the various operating companies.</li> </ul>
 <b>Suppliers, consultants, vendors</b>	<ul style="list-style-type: none"> <li>Tender and procurement process.</li> <li>Regular review of major suppliers to provide feedback on service delivery and areas of improvement for the mutual benefit of both parties.</li> </ul>
 <b>Communities, NGOs, industry groups</b>	<ul style="list-style-type: none"> <li>Focus groups and consultative meetings.</li> <li>Community programmes in collaboration with non-governmental organisations ("NGOs") and charitable organisations.</li> </ul>
 <b>Media</b>	<ul style="list-style-type: none"> <li>Regular engagement and updates with the mainstream media.</li> <li>Press conferences, media releases, and media visits relating to key business development and corporate social responsibility ("CSR") activities.</li> </ul>
 <b>Investors, shareholders and stock analysts</b>	<ul style="list-style-type: none"> <li>Communication via announcements to Bursa Securities, Annual Report, General Meetings, the Group's Corporate Website.</li> <li>Conducting briefings and updates for analysts, fund managers and potential investors as and when required.</li> </ul>

# SUSTAINABILITY STATEMENT

## 4. MATERIALITY

An annual materiality assessment is fundamental in the Group’s approach to sustainability and identifies the significant impact of economic, environmental, social and governance factors towards the sustainability of its businesses. It helps the Group to categorise prevalent sustainability issues, improve on its sustainability strategy, set priorities and allocate resources accordingly. Material issues are defined as elements that have a significant effect on and are related to the Group’s various stakeholders.

### BCORP’S SUSTAINABILITY PILLARS



The materiality assessment, conducted by engaging with the relevant stakeholders, resulted in the identification of 20 material issues that impact the sustainability of the Group. These issues were mapped to the relevant sustainability pillars as illustrated below.

The Materiality Matrix displays the position of the 20 material issues relative to the degree of importance to the Group’s business operations and its stakeholders. The Group reviews the Materiality Matrix on an annual basis.

### BCORP’S MATERIALITY MATRIX



# SUSTAINABILITY STATEMENT

## 5. SUSTAINABILITY GOVERNANCE

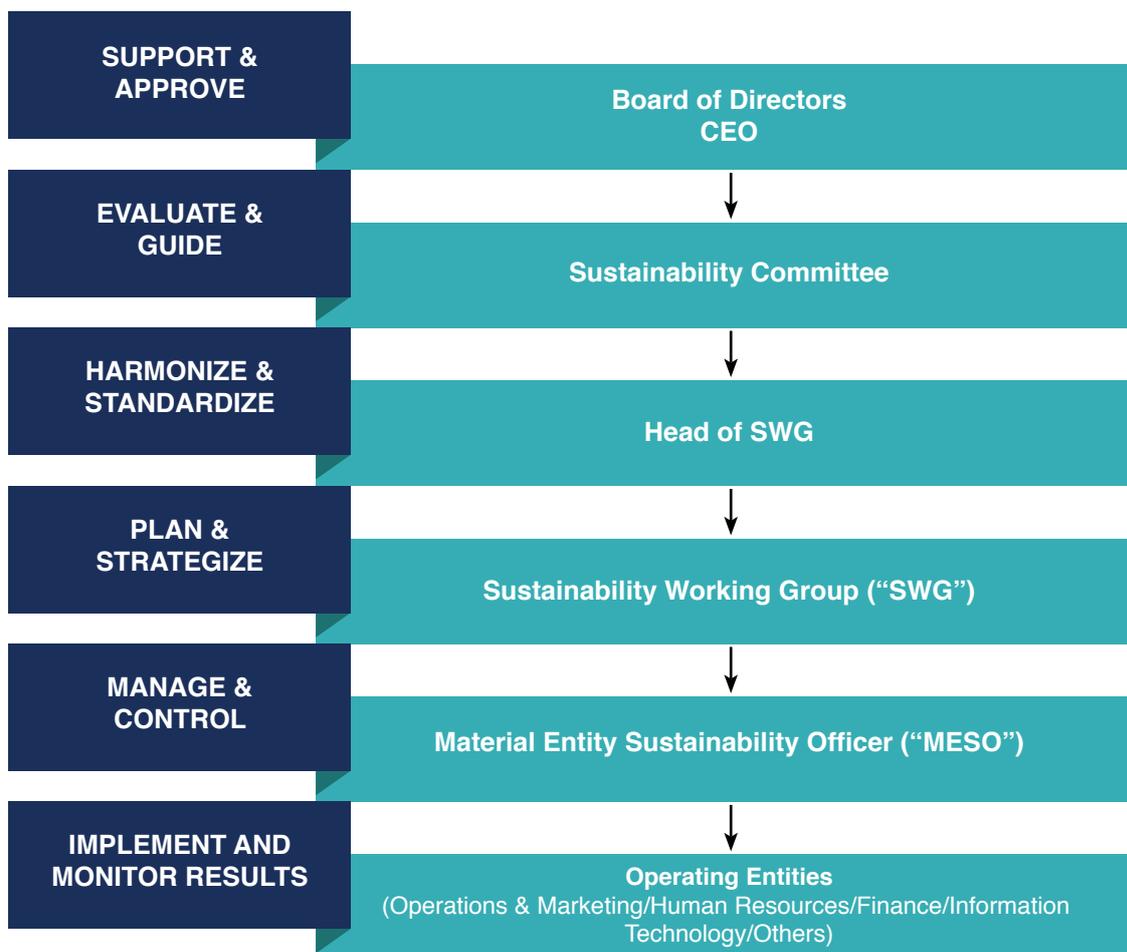
BCorp has in place a corporate governance structure and processes which are detailed in the Corporate Governance Overview Statement and Statement on Risk Management and Internal Control sections of this Annual Report.

In line with the Group’s belief that corporate governance and creation of value for stakeholders are mutually dependent as both are critical components for business continuity and sustainability, a Sustainability Working Group (“SWG”) was formed in 2017. Each of the operating companies is represented by a Material Entity Sustainability Officer (“MESO”) who collate the significant findings on the operating company’s economic, environmental and social aspects of sustainability which are then submitted to the SWG for evaluation and preparation of the Sustainability Statement. Subsequently, the Sustainability Statement is presented to the Sustainability Committee for review, followed by the Board’s approval.

Each of the Group’s operating companies take sustainability into consideration in their business strategy planning, operations and processes. In doing so, the Group strives to monitor the implementation of its internal control and sustainability measures as well as ensure the completeness and reliability of information regarding the financial, operational, safety, health and environmental management aspects of the Group. The Board and management are committed to continually refining and improving these processes over time.

For more detailed information on the Group’s Corporate Governance Overview Statement and Statement on Risk Management and Internal Control, please refer to pages 83 to 86 of the BCorp Annual Report 2021.

### SUSTAINABILITY GOVERNANCE STRUCTURE



# SUSTAINABILITY STATEMENT

## 6. ECONOMIC

### 6.1 Financial Performance

BCorp is committed to strengthening its financial position and enhancing its competitiveness through adopting good and ethical business practices, corporate governance as well as effective capital management.

BCorp's financial performance highlights for the financial year ended 30 June 2021 and its comparatives for the previous financial year are as follows:-



BPI collaborated with GK to build houses at Berjaya GK Friendship Village in Daet, Camarines Norte, Philippines.

Amidst the challenging and evolving business landscape, the Group continues to operate effectively through stringent and prudent cost management whilst enhancing the productivity and efficiency of its businesses.

For more information on the Group's financial performance, please refer to the Group Financial Summary and Highlights on pages 38 and 39 of the BCorp Annual Report 2021.

### 6.2 Procurement Practices

BCorp prioritises the procurement of products and services from locally established business entities to generate economic value in the local community. The procurement process adheres to standard operating procedures for efficient and reliable business transactions, while ensuring that the products conform to high standards of quality and delivery. BCorp companies endeavour to procure their products from responsible and reputable manufacturers or suppliers who are ISO, Good Manufacturing Practice ("GMP") or Hazard Analysis and Critical Control Points ("HACCP") certified.

BCorp's food and beverage businesses ensure that 100% of their food products adhere to the "Halal" requirements from JAKIM. Suppliers are required to self-declare and provide an updated certification. Compliance audits are conducted regularly to ensure that local regulatory hygiene practices are complied with.

The Group's Property Development Division ("PD Division") and Berjaya EnviroParks Sdn Bhd ("BEnviroParks") have successfully achieved 100% local procurement by awarding construction and consultancy contracts to local contractors and vendors.

Where local procurement is not possible for products such as specialised technical equipment for lottery operations, BCorp and its subsidiaries will procure products and services from overseas entities within the Group or collaborate with reputable local business partners to introduce the product or technology from abroad. For instance, Sports Toto procures its lottery terminals, central system and system software from International Lottery & Totalizator Systems, Inc. ("ILTS"), which is a subsidiary of Berjaya Sports Toto Berhad and a leading supplier of lottery systems in the USA. In keeping with Starbucks' global direction, BStarbucks imports its raw materials such as coffee beans, chocolate powder and ingredient beverages from its Regional Distribution Centre which emphasises ethical sourcing and commitment on continuous improvement to distribute the best quality products.

# SUSTAINABILITY STATEMENT

## 6.3 Indirect Economic Impact

BCorp and its subsidiaries create indirect economic impact through their support and contributions to the local communities. Since 2018, BStarbucks has been supporting Silent Teddies Bakery through the purchase of the Starbucks Jumbo Chocolate Chip Cookies, which are preservative-free and freshly made, and retailing it in all Starbucks stores across Malaysia. RM1 is donated to the Silent Teddies Bakery for every cookie purchased by Starbucks customers. Since the start of the programme, BStarbucks has raised a total of RM73,260 for the Silent Teddies Bakery to support the Community Service Centre for the Deaf (“CSCD”) programmes and its school for deaf children.

Cosway promotes entrepreneurship which is an essential component of economic development. As at 30 June 2021, Cosway has managed to increase its total recruitment pool by 16% or 70,449 from the previous financial year. The population of young entrepreneurs increased 21% to 105,702 from 87,049 in the previous financial year, with an increase of 35% in young Bumiputra entrepreneurs.



REDtone's Smart Farming solutions increase farming productivity

REDtone provided Smart Farming solutions which include systems for Smart Greenhouses, Smart Aquafarming, Smart Fertigation and Smart Pesticide Misting to the local farmers in Hulu Selangor and Sarawak. Smart Farming takes advantage of the real-time data captured by IoT sensors so that farmers can predict the weather, check soil and water conditions, prevent diseases and manage crop conditions. These smart solutions ensure crops are well nourished and watered without human intervention. The data collected from the sensors are stored in a cloud and can be easily accessed using a phone, tablet or desktop computer at the farmer's convenience. These solutions are aimed at digitalising the agriculture sector in order to increase farming productivity and quality, and maintain the affordability and sustainability of the value chain.

Since 2012, Berjaya Philippines Inc. (“BPI”) has been a supporter of Gawad Kalinga (“GK”), a Philippine-based poverty alleviation and nation-building organisation, to build houses for Filipinos hit by calamity and poverty-stricken families. To-date, BPI has built 1,342 houses in 33 villages all over the country. BPI's contribution to GK for housing and non-housing projects amounts to Peso 208.2 million in total.

## 6.4 Design Efficiency Through Value Engineering

The PD Division and Property Investment Division (“PI Division”) are always mindful of the economic sustainability of their development projects and continuously review their design concepts, material selections and work methodology with the aim of reducing the overall project costs through value engineering and alternative material selection or substitution without compromising on quality and delivery.

The PD Division's affordable homes project, Lanai Residensi in Bukit Jalil used a precast Industrialised Building System (“IBS”) combined with precast design software such as the “Cloud Work sharing” and “Autodesk Revit with BIM 360” which enhanced the efficiency of the construction process, reduced construction wastage and provided a safer construction environment. Lanai Residensi also used Autoclaved Aerated Concrete, a type of precast concrete composed of natural raw materials and is well-known for its high fire and termite resistant features, apart from easy handling and installation due to its light weight.

Kensington Gardens, Penang engaged geotechnical engineers for detailed soil investigation and slope analysis works to facilitate a more sustainable construction method.

The PI Division's renovation works in upgrading Kota Raya Complex and Wisma Cosway in Kuala Lumpur and Berjaya Megamall in Kuantan optimised cost and design efficiency through value engineering and a careful selection of construction products and materials.

# SUSTAINABILITY STATEMENT

Through the use of design efficiency, the completed 68-room ACES Hotel in Kota Raya Complex will contribute to the long-term economic sustainability of the Group.

## 6.5 Implications of the COVID-19 Pandemic

The business community experienced severe economic impact due to the unprecedented COVID-19 pandemic which has caused varying degrees of population lockdown globally, and which have led to various levels of business suspension or closure. Consequently, the operating companies of the Group implemented various business strategies to sustain their business operations.

BERJAYA University College (“BERJAYA UC”) implemented online classes to ensure a continuous process of teaching and learning. The academic staff used the “Classcast” through its learning management system, ‘Course Networking’, ‘Zoom’, and ‘Google Classroom’ to conduct online classes, presentations and student assessments. All the online classes were also recorded for the students’ reference. However, classes which required practical facilities like the use of the laboratory, resumed after the lockdown restrictions were lifted.

The Group’s food and beverage businesses continued to work with online food aggregators such as “Grab Food” and “Food Panda” to drive sales and cater to customers who were observing the new normal of staying at home or working from home. A Business Continuity Plan was also implemented to support the sustainability of the businesses.

Cosway revamped its online website to incorporate user-friendly features to improve on customer experience, and this resulted in an increase of its online sales. In addition, Cosway rolled out its “You Shop, We Deliver” Campaign which offered free delivery service and set up a “Care Team” to provide assistance to members who order their stocks online. Cosway further increased its digital engagement with its members and customers by distributing e-catalogues and sharing product knowledge and showcasing new products via live podcasts on Facebook and Tik Tok.

The pandemic had affected consumers’ behaviour, lifestyle and outlook towards healthcare and this resulted in an increase in demand for healthcare products, particularly dietary supplements to strengthen the immune system. To cater to this demand, Cosway increased its procurement for healthcare and hygiene products.

The pandemic had changed the way businesses are conducted and how people interact with each other. To support the needs of its customers in the new normal, REDtone introduced new technological tools such as virtual reality and virtual event solutions. REDtone also increased its marketing efforts and secured leads and customers via various digital tools and platforms. REDtone’s FlexiCraft Holodeck’s virtual reality platform provides a panoramic 720-degree virtual tour through retail outlets, automotive showrooms, hotels, restaurants, museums, and art galleries. REDtone’s FlexiCloud Immersive Virtual Event provides businesses with an integrated platform to host and organise various events such as product launches, roadshows, exhibitions, and conferences. The immersive power of virtual reality negates large crowd gatherings.



The Tropika at Bukit Jalil, Kuala Lumpur

## 7. ENVIRONMENTAL

BCorp and its subsidiaries endeavour to reduce its negative environmental impact through the efficient use of resources and minimising wastage in the course of conducting its businesses. BCorp and its subsidiaries strive to monitor carbon emission, and increase usage of ‘green products’ where possible.

### 7.1 Emissions

The PD Division has put in place several considerations for environmental sustainability in the development of The Tropika at Bukit Jalil. The Tropika is easily accessible via public transportation such as bus and LRT which can help minimise the use of private vehicles and other modes of transportation. Covered walkways will be provided from the development to the bus stop or Grab pick up and drop off points. The Tropika also provides basic services, such as a supermarket, within a 1km walking distance for the convenience of its residents. High-speed internet connectivity will be available for the dwelling units of The Tropika to enable residents to work from home or carry out online activities, minimising the need to commute.



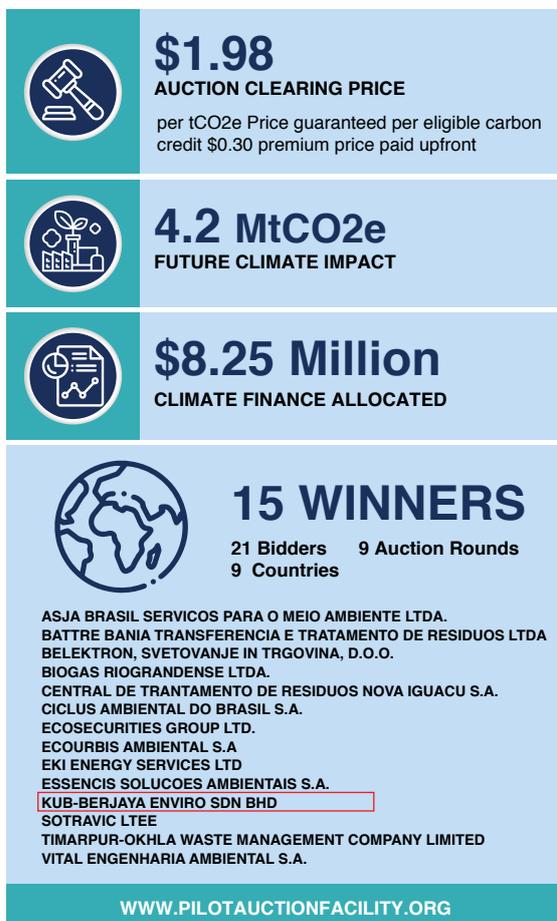
# SUSTAINABILITY STATEMENT

Green materials are used for the construction of The Tropika such as low carbon timber, low carbon steel, Volatile Organic Compound paints and coatings, and certified adhesives and sealants to minimise airborne contamination and toxicity. The project team also monitors the amount of carbon emissions resulting from the associated energy used during construction.

In an effort to reduce its carbon footprint, electric buggies are used at Berjaya Langkawi Resort and The Taaras Beach & Spa Resort, Redang Island as the main mode of transportation around the resorts.

BEnviroParks supports on-going initiatives to reduce the impact of carbon emissions associated with its business operations. In this regard, Bukit Tagar Enviro Parks ("BTEP"), a registered Clean Development Mechanism ("CDM") project with the United Nations Framework Convention on Climate Change, has achieved one of the highest Certified Emission Reduction ("CER") among landfills in the region. Methane gas emitted from the decaying waste is destroyed by flaring and by channeling into several gas engines to generate Renewable Energy.

## WORLD BANK PILOT AUCTION 4



BEnviroParks (formerly known as KUB-Berjaya Enviro Sdn Bhd) participated in the World Bank PAF 4 (2020) and received a contract to sell 180,000 CERs generated in 2020.

BEnviroParks achieved 2,667,151 CERs from August 2009 till December 2020, which is equivalent to the units of measurements shown below:-



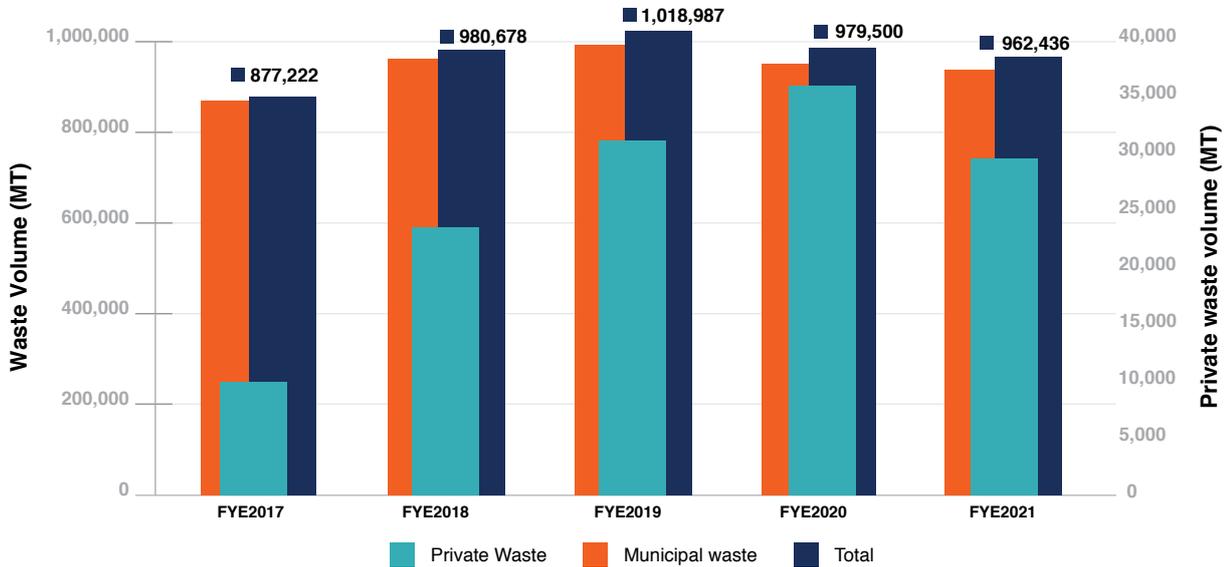
In advocating healthier, safer and greener living, Cosway strives to ensure its products meet stringent quality control, comply with local regulations, and are free from harmful ingredients like paraben, formaldehyde, triclosan heavy metals, synthetic colorants, petroleum distillate and ammonium chloride.

## 7.2 Waste and Effluents

At the state-of-the-art Level 4 sanitary landfill at Bukit Tagar EnviroParks ("BTEP"), the operating landfill cells, which measure about 58 hectares, are lined with an impermeable flexible high-density polyethylene ("HDPE") membrane, which forms the composite liner system that prevents infiltration of leachate into the ground. The leachate generated from the garbage in the landfill cell is collected and sent for treatment at BTEP's leachate treatment plant, the largest in Malaysia. Although the leachate is treated to meet environmental discharge standards, it is not released to open water courses but instead irrigated to the surrounding plantation and vegetation within the site boundary. This process is in line with BTEP's 'Zero Discharge' Policy.

# SUSTAINABILITY STATEMENT

## WASTE DISPOSAL

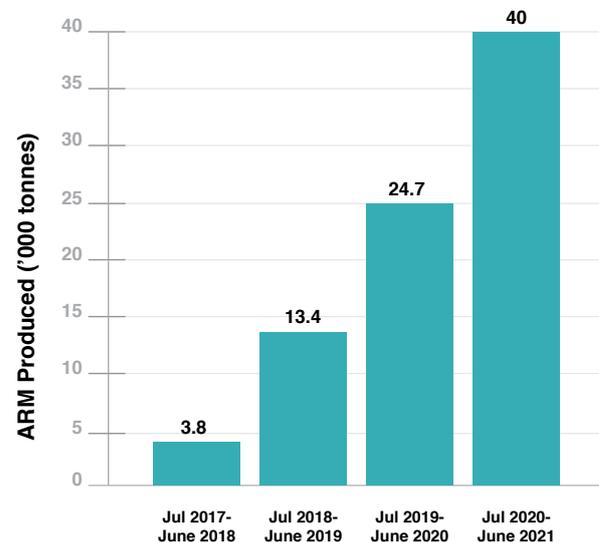


## WASTE GENERATION



Amita Berjaya Sdn Bhd's ("ABSB") proprietary technology enables suitable Scheduled Waste to be 100% recycled without any residue by turning Scheduled Waste into Alternative Raw Material ("ARM") and Alternative Fuel ("AF"), which are used as substitutes for natural raw material and fossil fuel in the cement making industry. In the financial year under review, a total of 40,000 tonnes of ARM were produced from Scheduled Wastes. This is a significant contribution towards the conservation of natural resources which would have otherwise been mined and consumed in the cement-making industry. ABSB's pioneering technology achieves sustainability of resources by adopting the "Cradle-to-Cradle" principle where Scheduled Wastes are recycled for continuous use, in line with the Government's Green Industry Strategic Plan. The reuse and recycling of these Scheduled Wastes have resulted in saving approximately 80,000 square metres of land which is equivalent to the landfill size needed to securely dispose of these hazardous wastes.

## ABSB'S ALTERNATIVE RAW MATERIAL ("ARM") PRODUCED



The GreenRE Assessment Scheme, established in 2013, is a recognised green building rating system which is tailored for tropical climates. GreenRE sets the parameters and establishes indicators to facilitate the design, construction and operation of buildings in order to increase energy effectiveness and enhance environmental performance. The PD Division's achievement of a GreenRE V3.1 Bronze Award has become its benchmark in improving its green initiatives.

# SUSTAINABILITY STATEMENT

The PD Division emphasises the usage of sustainable and recycled materials; green cements with approved industrial by-products such as the Ground Granulated Blast Furnace Slag, silica fume and fly ashes to replace ordinary Portland cement for super-structural works. The Tropika complies to the Concrete Usage Index of less than 0.60 m3/m2 in order to minimise its usage of concrete. Timber, plywood and rebars wood based were collected and sold to wood chip manufacturers for wood waste compost. At the Tropika, compost bins are provided to collect organic waste and used wire mesh sold as scrap to the steel mills. Recyclable and biodegradable paper are reused or recycled where possible.

Berjaya Hotels and Resorts (“BHR”) continues to improve on waste management in its daily operations through several initiatives. BHR adopts a paperless check-in process and invoices are only printed upon request, whilst quotations and room confirmation are communicated via emails. Old linens and towels are repurposed into rags and floor mats for use in common areas. Plastic wrappers for in-room amenities are replaced with recycled paper wrapping. At Berjaya Langkawi Resort and The Taaras Beach & Spa Resort in Redang Island, water dispenser units are provided to complement the existing practice of using water bottles in the hotel rooms.

At Bukit Kiara Equestrian and Country Resort, the horses’ manure is covered with sawdust to ensure that the smell and odour do not attract flies. The manure is harrowed frequently to break up accumulated manure piles. This will kill parasitic insect larvae, and reduces leaching into water sources.

In an effort to reduce waste associated with its business practices, BCorp’s food and beverage companies are also working to shrink their environmental footprint. BStarbucks has a “Bring Your Own Tumbler” programme which rewards its customers with a RM2 discount when they bring their personal Starbucks tumbler to purchase handcrafted beverages of their choice at all Starbucks stores. During the financial year under review, 803,217 customers (FYE 2020 : 617,700) brought their own Starbucks tumblers when purchasing their beverages.

BStarbucks is committed to significantly reducing and diverting the waste generated by its stores in various ways, including recycling. The Grounds for Your Garden Programme provides complimentary 1kg bags of soil-enriching used coffee grounds for customers to take home for their gardens. The coffee grounds make an excellent garden fertiliser and provide much-needed nutrients to the soil. For the financial year ended 30 June 2021, 93% of Starbucks stores diverted 185,524 kg (FYE 2020 : 180,086) of used coffee grounds from the landfill.

Berjaya Roasters (M) Sdn Bhd (“BROasters”) introduced the i.Care Box and i.Care Bag as its ongoing environmental initiative to manage waste better. BROasters provides a special discount to Kenny Rogers Roasters’ (“KRR”) customers who use the i.Care Box for their purchases. During the financial year under review, 3,340 customers (FYE 2020 : 20,606) brought their KRR i.Care Box when purchasing their meals. The number was significantly lower compared to the previous financial year due to dine-in restrictions during the lockdown phases.

During the financial year under review, BStarbucks partnered with the Young Women’s Christian Association (“YWCA”), Kuala Lumpur to upcycle its Flavorlock coffee bags into pouches which are retailed in all Starbucks’ stores. RM1 for each pouch sold was channelled back to YWCA and to the B40 community who helped to convert these Flavorlock coffee bags into pouches. The partnership with YWCA contributes to the Vocational Opportunity Centre curriculum and enhance the skill sets of the young girls and women who lent a helping hand in sewing the Starbucks’ Flavorlock coffee bags.

Sports Toto Malaysia Sdn Bhd (“Sports Toto”) uses recycled papers for its betting slips and biodegradable paper cores for its thermal ticket rolls. The distribution of thermal paper for bet tickets to Sports Toto outlets is closely monitored by its Logistics Department with a computerised ticket roll and inventory tracking system to ensure efficient paper consumption. Unused promotional materials and used betting slips are discarded responsibly.

The various subsidiaries within the Group minimise the printing of marketing material by reaching out to customers via digital channels and online communications.



Promotional poster for Kenny Rogers Roasters’ i.Care Box

# SUSTAINABILITY STATEMENT

Cosway optimises its logistic services for product deliveries from its centralised warehouse to its physical stores and uses recyclable and durable plastic totes for the consignments, therefore reducing the usage of corrugated boxes. Similarly, other BCorp companies are mindful of the materials used for their packaging and other products and have switched to using biodegradable materials, wherever possible.

Inter-Pacific Securities Sdn Bhd (“IPS”) has also set up a panel of waste management agencies to handle the disposal of non-biodegradable materials to prevent contamination of the environment.

### 7.3 Water Conservation

BCorp subsidiaries strive to conserve water in their daily operations and have put in place various water conservation efforts. To conserve water usage, the subsidiaries have installed self-closing pillar tap fittings and dual flush cistern and hand dryers in restrooms, and water sub-meters to improve the monitoring of water consumption and for early detection of leaks.

The PD Division collects and stores storm water for use in landscaping irrigation and construction cleaning. There are two methods of storing storm water, namely the use of underground tanks and On-site Detention (“OSD”) tanks. In Kensington Gardens, storm water is stored in underground tanks whilst at The Tropika and Bayu Timur, OSD tanks are installed to manage storm water in compliance with The Urban Storm Water Management Regulation.

In BTEP, treated waste water is used for the irrigation of oil palms, rubber plantation, and secondary forest. Approximately 700 to 1,000 cubic meters of water is treated daily.

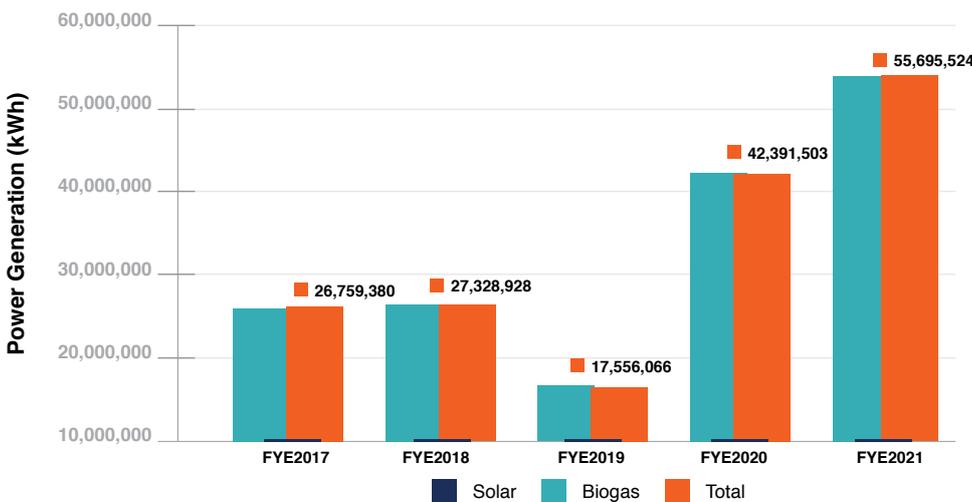
The Clubs’ golf courses use reclaimed water stored in irrigation ponds to irrigate the golf course area which requires specific irrigation care as compared to the other green areas. The amount of water required for an average green size of 500m2 is about 450 litres for each round of watering. Water sourced from rivers, rain and man-made ponds is used for general cleaning of the golf course greens and landscape, the indoor arena and indoor sports complex, thus minimising the usage of treated water.

Starbucks has replaced its “dipper wells” with auto-close water faucets which reduced water consumption by 15%, and a rain water harvesting system for garden watering purposes was introduced at the stand-alone and Drive-Thru Starbucks’ stores.

### 7.4 Energy

Berjaya Energies Sdn Bhd (“BEnergies”) is involved in the production of electricity using landfill gas and conversion of solar energy. Energy produced from the solar project will be supplied to TNB under the Feed-In Tariff scheme. The total renewable energy generated by all of the power generation assets are as follows:-

### POWER GENERATION



- 
**5,022,086,694**  
 smartphones charged
- OR
- 
**19,076**  
 air-conditioners a year
- OR
- 
**6,668**  
 home electricity use for 1 year

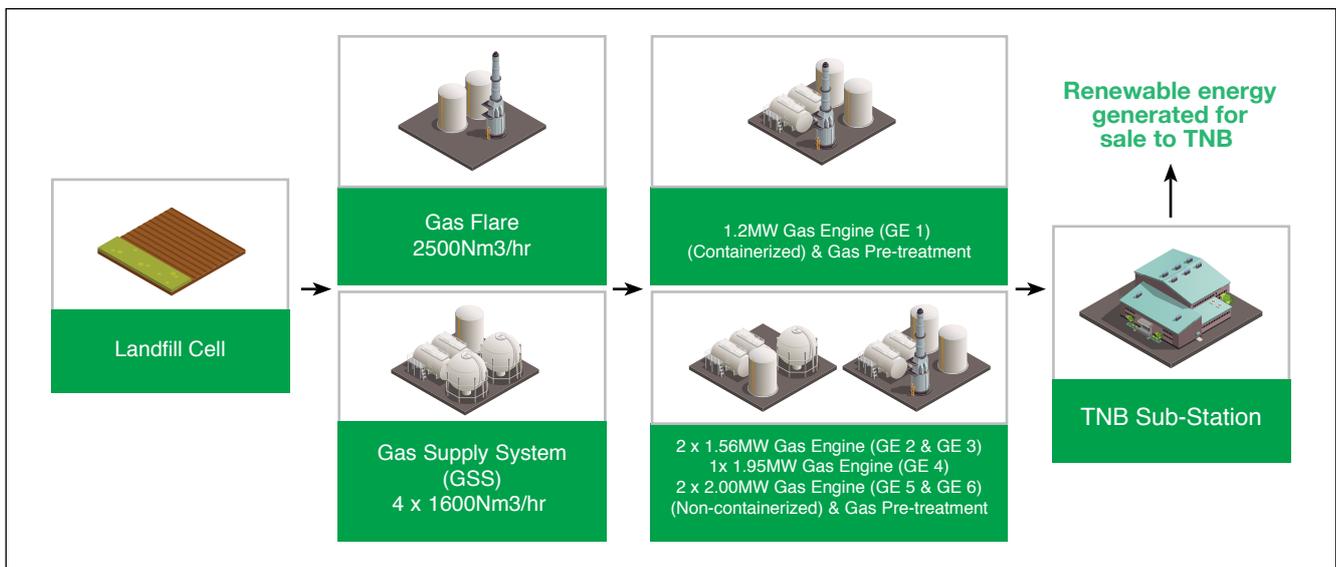
**55,695,524 kWh (FYE2021)**

# SUSTAINABILITY STATEMENT

BEnergies employs a comprehensive landfill gas (“LFG”) management strategy to harness the landfill gas that is emitted upon the decomposition of buried waste and uses the harnessed gas to generate renewable energy. Generating renewable energy from LFG promotes sustainability of natural resources by reducing the use of fossil fuel in electricity production. BEnviroParks has one of the largest waste-to-energy projects in the nation, with

a combination of 10.5 megawatt gas engines to generate electricity from LFG. The electricity is then fed into the grid under the Government’s Feed-in Tariff programme which is administered by the Sustainable Energy Development Authority (“SEDA”). BTEP is the largest grid-connected biogas (landfill gas) renewable energy facility under the Feed-in Tariff programme in Malaysia. In addition, BEnergies also deploys gas flare to eliminate excess methane gas.

## BENERGIES - LANDFILL GAS MANAGEMENT



The PD Division incorporates various measures to achieve optimum energy in terms of project design and layout of the residential and commercial components of its developments. Phase 1 of The Link 2 and Lanai Residensi at Bukit Jalil, Kuala Lumpur, Bayu Timur and Berjaya Property Gallery at Berjaya Park, Shah Alam, Selangor and Jesselton Villas in Penang incorporate green building features which include the usage of energy-saving light fittings, smart lighting with automated intelligent control switching features, mechanical and electrical equipment with emphasis on green energy, and control systems such as AC variable voltage and variable frequency motor drive for the lifts. Kensington Gardens in Penang utilises renewable energy through solar panels to power up the street lightings at the playground.

At The Tropika, Bukit Jalil, all rooms are designed to comply with UBBL Clause 39 Natural Daylight requirements, optimising the use of daylighting. Natural lighting features are also incorporated into common spaces to maximise the use of daylight and reduce electricity consumption. The thermal performance of the building’s envelope aims to minimise heat gains by the building, while natural ventilation is utilised for common areas like staircases, corridors, lift lobbies, car park and shopping boulevard. More than 50% of The Tropika’s hardscaped non-roof area will be finished with

light coloured surfaces with materials carrying a Solar Reflective Index value of 29 or more. These efficient energy measures incorporated in The Tropika will be GreenRE RB V3.1 Bronze compliant.

To save cost and implement sustainable energy initiatives, the PI Division switched the car park lighting for all its properties from fluorescent lights to LED lights which has resulted in savings of between 25% to 30% on its electricity consumption. To further increase energy savings and reduce operating costs, the PI Division has also reduced the operation times for operating equipment such as air-conditioners, lifts and escalators.

BHR has also upgraded to energy-efficient lighting as well as installed capacitor banks for an efficient power system across its hotel properties. Several BHR properties use solar water heating systems to improve the efficiency of energy consumption.

REDtone data centres are designed with sustainability in mind, and are incorporated with green technologies. Energy efficient services, power usage optimisation and cooling capacity enhancement show REDtone’s commitment to emphasise energy efficiency gains in order to minimise its carbon footprint.

# SUSTAINABILITY STATEMENT

H.R. Owen complies with the various local regulations for its environmental responsibilities. The UK Government’s mandatory energy assessment scheme, the Energy Savings Opportunity Scheme, requires H.R. Owen to measure its total energy consumption and carry out its energy audits to identify cost-effective energy-saving opportunities. H.R. Owen also invested in energy-saving fit-outs on the refurbishment of its existing and new sites.

## 7.5 Biodiversity

Projects such as Residensi Lanai, Bayu Timur and The Tropika conform to the Green Provision which emphasises on the greater use of greenery and restoration of existing trees, in order to reduce the heat island effect and to achieve a high Green Plot Ratio (“GnPR”) landscape design. GnPR is calculated by considering the 3D volume which is covered by the plants using the Leaf Area Index. The PD Division also maintains 10% of the plot area for greenery and landscape purposes. The PD Division also prioritises materials with “green” product certification during the selection of construction materials.

The PD Division also strongly advocates the greater use of greenery and the preservation or restoration of trees to reduce the heat island effect. The matured trees affected by the construction works at The Tropika, Bukit Jail and Kensington Gardens, Penang have been relocated and transplanted to a suitable site. Both development projects also provide greenery and landscape spaces within the development that are more than the statutory requirements.

BHR continues to promote awareness on the preservation of Redang Island’s marine ecosystem through annual activities such as the clean-up dive to remove sea debris and Crown-of-thorns starfish from the sea bed and regular beach cleaning activities. During the financial year under review, employees of The Taaras Beach & Spa Resort went on daily missions to collect washed up rubbish including tons of plastic from the shorelines and surrounding areas of the island. A total of 1,872 trash bags with an estimated weight of 37,440kg were collected and sorted for recycling and disposal at the mainland of Kuala Terengganu. The other sustainability and conservation efforts carried out by the resort include the establishment of the SEATRU Turtle Lab which provides conservation and education on the plight of the sea turtle; retrieving and recycling ghost nets into beach cabana roofing; replacing plastic straws with paper straws; replacing plastic drinking water bottles with reusable glass bottles for refills from alkaline water filters, and introducing a paperless check-in system.

The Clubs recognises that golf courses are home to numerous wetland animals and bird species. Organic wastes from the Golf Course Maintenance (“GCM”) are used to nourish the local ecosystem by feeding the fish in the river and ponds. Horse manure from the stables is utilised for landscaping. The GCM team works closely with the Department of Environment (“DOE”) to identify any anomalies or pollution found in the water source. The Clubs ensure that only appropriate and approved fertilisers and chemicals are in use to avoid harm to the century-old trees. Chemical applications are done prudently on the greens rather than spraying on a large scale to avoid contamination and pollution of streams or rivers.

During the financial year under review, Bukit Banang Golf & Country Resort (“BBGCR”) carried out desilting of its streams and ponds to maintain its water source as well as preserve the quality of water and the surrounding flora and fauna. Desilting also reduces damage to the golf course caused by overflowing or water ponding during heavy downpours.



Clean-up around Redang Island by employees of The Taaras Beach & Spa Resort



BBGCR (Before desilting)



Desilting In Progress

# SUSTAINABILITY STATEMENT



BBGCR (After desilting)

At BTEP, 76% of the total size of the landfill, measuring 283 hectares, remain as oil palm and rubber plantations. In a mixed landscape of oil palm and forests, BTEP continues to maintain its ecological connectivity among the population of forest species. Furthermore, the oil palm captures large amounts of carbon and provides good protection to the soil.

Berjaya Hills is a mixed resort development spread over 16,000 acres of land, of which 85% remains as natural environment with mountaintops and rainforest. Berjaya Hills Resort Berhad (“BHRB”) practises minimal tree cutting where only trees which are cracked or rotten are taken down.

Through Berjaya Philippines Inc (“BPI”), the Group supports various campaigns which promote environmental consciousness in an effort to mitigate climate change in the Philippines. During the financial year under review, BPI participated in Haribon Foundation’s Forests for Life Movement by joining the Buhay Punlaan Native Tree Nursery activities in Lumban, Laguna. Forests for Life is an environmental movement to restore Philippine rainforests using native tree species such as *Narra*, *Apitong*, *Lauan* and many others, which are more adaptive and have a greater chance of survival. It provides an opportunity for participants to come together and help restore the natural forests. The participants helped in soil bagging, root pruning and transplanting of native tree wildings. BPI selected Haribon Foundation as its CSR partner for its solid reputation and commitment to environmental conservation. In addition, BPI also donated funds for seedlings that will be used for reforestation.

## 7.6 Land decontamination, rehabilitation and remediation

As a result of the interconnectivity of the ecosystem, land contamination and degradation cause cascading effects, ultimately affecting food security, water security and carbon emission. BCorp stepped up its efforts to minimise contamination at BTEP by using a composite linear system, and land remediation by using technology to monitor and reduce the usage of pollutants in the soil.

At Berjaya Hills, BHRB has performed the necessary assessment, risk management and remediation activity such as slope improvement methods in order to reduce soil erosion. Notwithstanding that rehabilitation is a costly exercise, the BHRB management will continue its efforts to minimise the impact of soil erosion and landslip.

## 8. SOCIAL SUSTAINABILITY

### 8.1 Human Resource Diversity

BCorp and its subsidiaries embrace diversity in the workplace and continue to promote a collaborative and respectful working environment among their employees. BCorp aims to create an innovative and resilient workforce to achieve competitive advantage through its diverse workforce. BCorp believes that its fair employment practice, equal treatment to all employees and equal access to opportunity are important elements in boosting employees’ motivation to drive performance and continuous improvement.

Employment opportunities are also provided by BCorp to the local communities where it operates. As an example, in BTEP, more than 90% of the local employees who work on the landfill sites are from the neighbouring towns and villages such as Bukit Beruntung, Bestari Jaya, Bukit Tagar Estates and Felda Sungai Tenggi.

BHRB has started employing local employees for labour-intensive scope of work to create a stable workforce as well as achieve planned performance. There are a total of 8 indigenous employees working at the durian orchard in Berjaya Hills Resort, replacing all the outsourced foreign workers.

The Starbucks Signing Store provides a platform and the opportunity for deaf employees to have a meaningful career and attaining self-sufficiency. Deaf employees provide customers with a uniquely uplifting Starbucks Experience and the store celebrates the contributions of deaf employees and raises awareness towards people with disabilities in the workplace. The first Starbucks



BCorp Group CEO, En Abdul Jalil Bin Abdul Rasheed with Starbucks partners at the Starbucks Signing Store in Bangsar Village II, Kuala Lumpur.

# SUSTAINABILITY STATEMENT

Signing Store in Kuala Lumpur, which opened in 2016, has become a model store that inspired the opening of 6 more stores globally, including in Washington D.C., China and Japan. Malaysia's second Signing Store opened in Penang in 2019.

BCorp strives to maintain a working environment in which all employees treat each other with courtesy and respect and BCorp has always been committed to providing a workplace that is safe and free from any form of harassment, humiliation and intimidation in any nature.

BCorp practises fair and equal employment opportunities for all employees and job applicants. Equal opportunities apply to all activities within the Group, including, but not limited to, recruitment, hiring, compensation, benefits, secondment or transfer, assignment, training, promotion, discipline and discharge.

## 8.2 Occupational Safety and Health

BCorp promotes a proactive occupational safety, health and environmental philosophy and adopts best practices in building and maintaining a healthy and safe working environment. Since the outbreak of the COVID-19 pandemic, various communication on awareness and precautionary measures for COVID-19 have been shared with the employees to prevent the chain of infection within the office premises.

The Berjaya Crisis Management and Recovery Committee was activated to spearhead COVID-19 preparedness and response within the BCorp group of companies with emphasis on the Business Continuity Plan. A COVID-19 Incident Management Taskforce ("CIMT"), established at Berjaya Corporate Office, has played a crucial role in ensuring the Group's continuity of services and its preparedness in handling issues quickly and effectively. CIMT's role and responsibilities include planning and implementation of emergency measures, as well as communicating and disseminating clear guidance and action plans to the employees at the Berjaya Corporate Office and various subsidiaries.

Implementing the 'new normal' in the office environment, Berjaya Safety and Health COVID-19 Prevention Protocols were developed and detailed infographics and videos on 'Returning to Work' were created and displayed at strategic common locations in the office premises. Apart from precautionary measures, case management guidelines were also developed and cascaded to all subsidiaries to enable them to handle all COVID-19 related issues with consistency and efficiency.

In August 2020, ISO-certified antimicrobial self-sanitisation technology fabric face masks were distributed to employees based at Berjaya Corporate Office to replace the disposable medical face mask.

BCorp's Occupational, Health, Safety and Environment ("OHSE") Committee, together with its OHSE Support Team were trained for critical OHSE roles such as Fire Marshals, First Aider and Environmentalist, and are tasked to ensure that the OHSE best practices are well communicated and adopted at the workplace.

At BTEP, various measures have been implemented to ensure that the landfill site is a safe workplace for employees. These include implementation of health and safety policies, monthly site safety meetings, chemical spillage training and fire drills. The Safety & Health standard operating procedures serve as a guideline for the daily operations of the sanitary landfill. The Safety Committee is chaired by the senior management and the Committee meets on a monthly basis. It is represented by the management, site operations, general workers' supervisors and subcontractors. Annual vaccinations such as for typhoid, tetanus and meningitis, are carried out for the staff and contractors who work at BTEP.

To promote personnel safety at the landfill site, safety briefings were also conducted for the sub-contractors, Alam Flora workers and third-party drivers. Various control measures such as Hazard Identification, Risk Assessment and Risk Control ("HIRARC") and Chemical Health Risk Assessment ("CHRA") are implemented to assess and anticipate risks to the health of employees and persons working in the sanitary landfill operations. The landfill project site is approved by the Department of Occupational Safety and Health. HIRARC represents three consecutive activities, namely, hazard identification, risk assessment, and risk control. CHRA represents chemical, health risk assessment as a result of chemical exposure.

The PD Division ensures its contractors set up Safety Committees and demonstrate their commitment to providing initiatives such as occupational health and safety induction and workshops. The PD Division also provides leadership support to promote employee participation in safety programmes at the project sites such as The Tropika, Kensington Gardens, and Bayu Timur.

BERJAYA UC was awarded the OHSAS 18001, Occupational Health and Safety Management Certification which recognises that BERJAYA UC has put in place a rigorous health and safety policy for employees, students and the public, and has adopted international best practices in relation to risk management.

Several BHR properties such as Berjaya Times Square Hotel Kuala Lumpur and Berjaya Langkawi Resort have Safety Officers ("SO") who are tasked with dedicated OSHA functions. The general duties of the SO are to ensure compliance and to promote safe work conduct, as well as provide training on safety topics.



# SUSTAINABILITY STATEMENT

H.R. Owen ensures that all of its vehicle sites comply with the health and safety requirements. H.R. Owen has in place a Health and Safety Action Plan which includes the identification of risks and hazards by the Health and Safety Advisor. H.R. Owen is required under the Health & Safety at Work Act 1974 Section 2(8) to inform its employees of the actions that are taken to mitigate risks at the place of work. H.R. Owen conducts Workplace Risks Assessments at its vehicle sites such as The Burr Road and Jack Barclay.

REDtone's field engineers are required to undergo safety induction training before they are assigned to their respective sites. They are also required to obtain a Construction Industry Development Board Malaysia ("CIDB") card. CIDB is an integrated programme that involves the registration and accreditation of field employees to enhance safety levels at sites.



REDtone engineers adhere to strict safety guidelines when carrying out maintenance work at USP sites

REDtone's Safety and Health Officer, who was trained by the National Institute of Occupational Safety, provides regular training at its corporate office and branches. Risk assessments concerning safety-related facilities are also conducted at REDtone's Corporate Office, branches and sites annually. The main contractors for IT equipment, for example, Huawei and Ericsson, regularly conduct audits at the sites to ensure guidelines on safety and health are complied with.

## 8.3 Labour Practices - Human Capital

### i. Human Resource Deliverables

BCorp believes that cultivating a growth mindset and positive culture at the workplace is integral in building a highly adaptive and resilient workforce. These serve as the basis for a strong foundation of its human capital and the critical enabler to support the continued expansion and sustainability of the Group. To this end, BCorp continued to invest immense effort to recruit the best fits, strengthen its talent and leadership pipeline, improve work structure and embrace digital transformation to remain as the "Employer of Choice" of its current generation of workforce and future generations to come.

#### DELIVERABLES



Recruiting the Best Talents through Talent Acquisition Strategies



Strengthen Talent and Leadership Pipeline through Talent Management and Succession Planning Strategies



Cultivating a Performance-Driven Culture



Building a Learning Culture and highly agile workforce through learning and development programmes



Progressively Reviewing and Improving Human Resource Policies, Work Environment and Work Systems



Building a Highly Engaged and Productive Workplace Culture



Capitalising on HR Technology and Developing a Digital Native Culture

# SUSTAINABILITY STATEMENT

## ii. Company and Employer Branding

BCorp has established its employer brand locally and overseas which helps to convey to internal and external talents what distinguishes the Group from its competitors. BCorp believes that a sustainable and long-term branding comes from within and its employees are its brand ambassadors. As such, BCorp focuses on bringing out the best in its employees.

BCorp adopts an equitable hiring process and seeks to attract potential talents with the right attitude, mindset and skills. In adapting to the new normal, BCorp shifted its talent acquisition process to a virtual platform which is integral in meeting the needs of the constantly evolving business and circumstances. This change was not only cost and time-efficient but also created an opportunity for the HR team to keep abreast with current trends and to be able to reach out to more talents in the market.

In December 2020, BCorp was again listed as one of Malaysia's 100 Leading Graduate Employers, for the 13th consecutive year.

BStarbucks won 3 awards during the financial year:



## iii. Learning and Development

Due to the pandemic, BCorp recognised the need to reimagine ways of fostering talent and building an agile future-ready workforce through learning and development programmes to thrive in the constantly changing world.

BCorp has in place a formal talent management framework which focuses on providing the best-tailored programmes to cater to its different pools of talents, especially employees holding key positions, potential successors and high potential talents.

Unique and specially tailored, Berjaya's Talent Management Programmes are designed to meet its future talent needs and to build opportunities for current talent growth. BCorp continues to offer its leadership development programmes, namely the Berjaya Advanced Leadership Programme ("B. ALP"), Berjaya Manager Development Programme ("B.MDP") and Berjaya Executive Development Programme ("B.EDP"), to help its employees develop and reach their full potential.

The number of employees who graduated from B. ALP, B.MDP and B.EDP are as follows:-

- i. FYE 2021: 26 (Note: BEDP only)
- ii. FYE 2020: 53
- iii. FPE 2019: 53



Virtual Graduation Ceremony for BEDP participants held on 25 February 2021

To track the progress of graduates of Berjaya's development programmes as well as the effectiveness of the programmes, every graduate is required to plan and craft out their short-term and long-term individual development plans. With these, BCorp is able to gauge the graduates' potential for further advancement and meet their career development needs, as well as cater to its organisational development and succession planning. In August 2020, a gamification system was added as a tool to enhance the experience for the graduates and their coaches in the Career Coaching Programme which was part of the individual development plans.

# SUSTAINABILITY STATEMENT

In line with its aim of becoming a high-performance organisation, the Group introduced a Performance Management evaluation based on the Balance ScoreCard Concept (“BSC”) and provided training for an e-Appraisal system for the Performance ScoreCard (“PSC”) module.

The number of training sessions on Performance Management based on the BSC and the number of attendees respectively are as follows:-

- i. FYE 2021: 28 / 190
- ii. FYE 2020: 11 / 89
- iii. FPE 2019: 25 / 337

The number of trainings on the e-Appraisal system and the number of attendees are as follows:-

- i. FYE 2021: 47 / 259
- ii. FYE 2020: 32 / 173
- iii. FPE 2019: 28 / 244

As at 30 June 2021, a total of 354 employees from BHR and The Clubs had attended various training programmes such as English language classes, hospitality language classes, grooming workshops, customer service programmes and halal assurance system training.

BEEnviroParks conducts various technical knowledge trainings and programmes yearly to enhance its employees’ knowledge in order to keep abreast with external changes and new requirements.

BCorp’s food and beverage companies continue to conduct training programmes which emphasise on coaching, skills training, supervisory and manager training programmes, and retail management and customer service programmes for their operations staff. The number of participants who attended these training programmes are as follows:-

- i. FYE 2021: 7,938
- ii. FYE 2020: 6,990
- iii. FPE 2019: 5,625

BStarbucks introduced the Starbucks Global Academy (“SGA”) so that all its employees can have access to certified courses on their own time. Starbucks International launched the SGA in 2017 which is a globally accessible platform created in partnership with Arizona State University for Starbucks employees, customers, community members, and learners around the world. The SGA delivers world-class learning content and eliminates barriers to high-quality education. Using SGA, learners can advance their personal and professional goals by choosing from a library of over 80 curated courses including sustainability courses like the Greener Apron, Starbucks Coffee Academy, and To Be Welcoming.

BStarbucks introduced an advanced level of the Coffee Master Programme by rolling out the Advanced Coffee Master in the Pour Over, Latte Art, Chemex, Black Eagle and Siphon. The Coffee Master Programme is aimed at deepening each employee’s knowledge and elevating the coffee experience for BStarbucks’ customers. There are currently 1,700 BStarbucks employees who have been successfully certified as Coffee Masters as at 30 June 2021.

As part of its commitment to developing its employees’ capabilities and skills, BRoasters leverages three aspects of the business, which relate to the consistent delivery of products and services and the effectiveness of training. These initiatives are aimed at enhancing both technical and soft skills, increase job competencies and create sustainable transferability of skills and knowledge among its team members.

To improve its customer service levels, Sports Toto provides regular training on product knowledge and service upselling for its employees and agents’ frontline staff. To encourage greater safety awareness and protection among its computer users, Sports Toto provided “Cyber Security Awareness Training” to equip 172 employees with the knowledge and skills they need to protect themselves from cybercrime elements.

In meeting the Continuing Professional Education (“CPE”) requirement by Securities Commission Malaysia, IPS conducted CPE courses for its dealers in its Head Office and Johor Bahru during the financial year under review. A CPE course is a programme for capital markets professionals to consistently update or refresh their technical knowledge, enhance behavioural competencies as well as instil ethical standards.

No.	Course	Date	Branch	No. of Participants
1.	AMLA: CMSL’S Corporate Liability Section 17A MACC AMENDMENT ACT (2018)	29 Aug 2020	JB	94
2.	AMLA: CMSL’S Corporate Liability Section 17A MACC AMENDMENT ACT (2018)	19 Sep 2020	HQ	141

# SUSTAINABILITY STATEMENT

## iv. Employee Engagement and Wellbeing

The new normal has put most physical engagement activities on hold. However, it has created a higher awareness of the need to engage employees during this difficult time and throughout the recovery period. BCorp's priorities are focused on strengthening the employee's agile mindset and psychological resilience which would be the best practical approach for them to balance and manage their work and personal life. BCorp also believes that cultivating empathy in the workplace is the key to more engaged employees which, in turn, will improve productivity at work.

To this end, the Berjaya Learning & Organisational Development unit organised a series of virtual talks and mini workshops on topics related to mental and physical health and good lifestyle practices:

- On 7 September 2020, during the talk on "Step out in Style", employees were taught how to create a great first impression, how to look expensive within a budget, how to create a visual slimming effect and how to choose the best colours for apparel. This session attracted 82 employees.
- On 18 November 2020, 80 employees attended a talk on "The Triad to Better Manage Our Emotions" where employees were taught to control and manage emotions through their body and mind, reduce emotions of anxiety and fear, and increase emotions of confidence and courage.
- On 14 December 2020, 50 employees learnt how to develop resilience and awareness of change, accept reality, and be optimistic about the future through a talk entitled "Resilience in times of Change and Uncertainty".
- A mini workshop was organised on 28 September 2020 for employees on "The Art of Giving Feedback". A total of 50 employees benefited from this workshop where they learned how to give positive yet constructive feedback.
- On 10 March 2021, 45 employees attended a mini workshop titled "Boost Your Mental Health" in which employees were informed on the signs of poor mental health and the importance of good mental health, as well as learnt ways to improve EQ and mental health.
- On 14 June 2021, 60 employees garnered tips on how to live a happier life for better mental and physical health through a talk entitled "Joyfeels. Be Happier".

On 18 March 2021, Berjaya Group Human Resource Division together with the Employee Engagement Committee ("EEC") organised a talk on Cancer Awareness: Prevention & Detection which was attended by 90 employees who gained a better understanding of the signs of cancer, the importance of early detection, the types of treatments and post-treatment care for cancer patients.

Maintaining a healthy mind and body is an ongoing process for the prevention and early detection of sicknesses. BCorp employees are encouraged to perform yearly health screenings/health checks by utilising the balance of their yearly clinical outpatient entitlement at selected panel clinics at a special staff rate.

BCorp introduced "Sick Leave without Medical Certificate" in March 2021 as part of its continuous improvement on employee welfare and benefits. This initiative will foster a culture of trust and flexibility as employees may choose to rest at home if they are feeling unwell for work.

In October 2020, BCorp launched its first phase of mFlexHR, the mobile application version for the Employee Self-Service ("ESS") feature for e-Leave, e-Claim and e-Payslip. The mobile application was fully launched to all employees in March 2021, creating a seamless process and better employee experience in accessing ESS to view, submit or approve claims and leave applications.

BCorp provides financial assistance to its employees and their immediate family members to alleviate their financial burden in times of crisis, covering medical expenses incurred by the employee/employee's immediate family members or providing financial support in the event that the home of an employee is affected by fire or natural disaster.

Sports Toto continued its "Boost Your Health" campaign where fruits were provided daily to all its employees based in the Klang Valley. Employees were also provided with dental care products free-of-charge, on a bi-yearly basis, to promote good oral hygiene.

Employees from different business units continue to uphold the practice of constant synergy, collaboration and partnership through participation in the Group's various activities and initiatives. Communication with employees are conducted using commonly used platforms, such as BStarbucks' MySiren App, "Buzz" Mobile App, "Bfamily" intranet, "Beritajaya" newsletter and synergy meetings.

"MySiren App", a dedicated platform for Starbucks Support Center, is aimed at improving the productivity and efficiency of Starbucks stores.

# SUSTAINABILITY STATEMENT

BCorp's in-house mobile application - "Buzz" is designed to serve as a communication and engagement tool for BCorp employees who are based in the Corporate Office, Property Division and other subsidiaries.



**Main features of Buzz:**

- Announcement & Events
- Contents & Surveys
- Employee-Exclusive Offers & Promotions
- Hall of Buzz (Platform to Welcome New Employees & Recognise Achievements)

## 8.4 Society

### i. Culture of Volunteerism

BCorp embraces the values of CSR and encourages its employees to make a difference, to bring about positive change and to give back to society. The number of employees from BCorp's subsidiaries who participated in the Group's CSR projects such as blood donation drive, fund raising activities, donation to front-liners and to the less fortunate are as follows:-

- i. FYE 2021: 390
- ii. FYE 2020: 1,209
- iii. FPE 2019: 2,964



BCorp staff volunteers sorting out recyclables at the Recycle for a Good Cause campaign

### Community

Despite the challenges faced during the financial year under review, the Group continued to carry out various projects to add value and uplift the communities within which it operates.

BCorp and its subsidiaries hosted several festive gatherings during Chinese New Year, Hari Raya, Deepavali and Christmas, with scrumptious treats, gifts and token money as well as entertainment for the less privileged groups.

On 8 December 2020, Berjaya Group Human Resource Division together with the Employee Engagement Committee ("EEC") organised a "Spark Joy" charity drive at Berjaya Corporate Office, in collaboration with B.Youth and supported by Borders bookstore for 2 children homes. Employees who participated in this special event fulfilled a wish list from the children of Rumah Hope and Rumah Charis. The gifts brought cheer to the children during the Christmas season.

To comply with the SOPs set by the National Security Council to avoid large gatherings and practise social distancing, Sports Toto organised the 34th Sports Toto Chinese New Year Ang Pow Donation Campaign differently in the financial year under review, with 118 old folks' homes nationwide becoming beneficiaries of the campaign. Since the inception of the Chinese New Year donation campaign in 1988, Sports Toto has contributed over RM22.5 million worth of ang paws and hampers to more than 414,000 senior citizens in the country.



BCorp Deputy Chairman, Dato' Sri Robin Tan at the launch of the "Spark Joy" Charity Drive on 8 December 2020

# SUSTAINABILITY STATEMENT



*Berjaya Sports Toto Berhad CEO, Ms Nerine Tan presenting a contribution to a beneficiary of the Sports Toto Chinese New Year Ang Pow Donation Campaign*

Through BPI in the Philippines, the Group built houses for Filipinos hit by calamity and for poverty-stricken families. To-date, a total of 1,342 houses have been built in 33 villages all over the country.

## Education

BCorp supported the operating costs for four community education centres providing free English, Mathematics, computer and personal development lessons for underprivileged children and adults. During the financial year under review, approximately 7,300 students have benefitted from the programme.

In line with the objective to promote literacy and education, Sports Toto has been supporting the “Reading My Companion” learning programme since 2012 with the distribution of storybooks and storytelling sessions for students at micro-sized Chinese primary schools. Since schools were closed due to the ongoing pandemic, the programme has been deferred to the financial year 2022. Since its inception, the programme has benefitted more than 14,000 students in 132 rural Chinese primary schools.

BPI has always been an advocate of uplifting lives through good education. Heeding the call of the government to the private sector to share resources and help improve the state of public schools, as well as to provide some of the latest technology for teaching, BPI donated projector units and Smart TVs to public high schools, namely, Makati High School in Makati City, Pinaglabanan Elementary School in San Juan City, and Liberato Damian Elementary School in Pasig City.

## Sports

Sports Toto views sports development as a key element in nation-building and fostering national unity. Since its inception in 1983, Sports Toto has contributed substantial annual contributions to the National Sports Council, playing its part in helping the nation to groom sports talents over the past 38 years. During the financial year under review, Sports Toto contributed RM30 million to the National Sports Council to promote national sports development.

The Group was forced to either cancel or postpone all sports and cultural-related CSR projects due to the pandemic.

## COVID-19 Support

Sports Toto collaborated with Sin Chew Daily, a vernacular news organisation, on a face mask campaign for school children. Sports Toto donated 70,000 face masks and Sin Chew Daily helped to distribute the face masks to selected primary schools in Kedah, Selangor, Pahang and Johor to ensure that school children would be receiving their education in a safe environment.

To show support towards the frontliners during the MCO period, BStarbucks delivered more than 1,000 cups of beverages to the medical frontliners of Pusat Perubatan University Malaya, Klinik Kesihatan Bangi, Klinik Kesihatan Kajang and other frontliners like Bomba and PDRM. BStarbucks also partnered with HOPE Worldwide Malaysia to distribute 375 boxes of Chewy Kurma Cookies to approximately 200 low-income families.

BRoasters delivered 900 sets of wholesome Kenny’s Quarter Meals to the medical frontliners of Sungai Buloh Hospital, and collaborated with Mamee Double-Decker Sdn Bhd to contribute 100 sets of ‘Seoul Sedap Chikin’ meals to Pusat Kesihatan Lembah Pantai Kuala Lumpur.



*BCorp subsidiaries contributed to frontliners during the MCO period.*

# SUSTAINABILITY STATEMENT

REDtone collaborated with the Malaysia Association of Professional Trainers and Coaches (“MAPTaC”) for the “C-19 Heroes Support Group” to provide psychosocial support service to frontliners during the MCO period.

## 8.5 Product and Service Responsibility

### i. Responsible Marketing and Communication Practices

The Group ensures that the products and services offered to its customers adhere to regulatory guidelines, and that all the information disseminated through its promotional materials and marketing channels are clear, concise and fair.

Social considerations such as effects on students’ health, safety and privacy are key considerations for BERJAYA UC in its process of designing, developing and delivering a new product or service. In line with this, BERJAYA UC maintains its College Management System (“CMS”) which facilitates enrolment, admissions, attendance, fees, grades, and all aspects relating to students’ courses. As long as there is internet connectivity, the students can access information and updates via the CMS.

With the restrictions on classroom learning during the pandemic, BERJAYA UC adapted to a new way of teaching through Course Network (“CN”) which facilitated instructors to create and teach their courses online. Instructors are able to guide their students in taking quizzes, turning in assignments, reading uploaded documents, and attending live lectures. The students are able to access the CN from anywhere as long as there is internet connectivity and online courses are convenient for working adults.

### ii. Customer Care and Experience

BCorp and its subsidiaries have various communication channels to engage with their customers and provide product information, seasonal greetings, marketing and promotional activities and special offers on a regular basis through these channels.



Sports Toto donated 70,000 face masks to children of Chinese primary schools

Cosway used Facebook Live (“FB Live”) sessions to promote new product launches and product demonstrations. In the financial year 2021, Cosway’s Facebook and Instagram posts achieved a total reach of 1.66 million.

Since the beginning of Cosway’s Facebook Live sessions at the end of February 2020, 93 Facebook Live shows have been made, with a total of 639,000 video views. The online demographics are also heavily weighted by women at 87%, with 81% of them being under 45 years old with a large majority between 25 and 34 years old.

Recognising that the traditional business model is evolving with the emergence of the digital era which is changing consumer spending behaviour, Cosway launched its Virtual Online Store (“VOS”) to meet the demands of the digital sphere, generating business opportunities for the youth segment in particular, who are seen as future key entrepreneurs, and capturing market share from the growing segment of online shoppers. This online business model inadvertently reduced operational costs as it did not require a physical store set-up and a large staff force. As at 30 June 2021, Cosway registered a total of 31 (FYE 2020: 27) certified VOS.

REDtone’s vision is to serve and make a positive impact on people and organisations by delivering reliable digital infrastructure and services. “Flexibility”, “Value” and “Dependability” are key objectives set out by REDtone to its customers, underscoring a firm commitment to delivering reliable services with professionalism.



Screenshots of Cosway’s FB Live sessions

# SUSTAINABILITY STATEMENT

## 9. GOVERNANCE

### 9.1 Good Governance

Several policies and procedures are published in BCorp's website and they include, among others, the following:-

- i. Employees' Code of Conduct;
- ii. Whistleblowing Policy & Procedures; and
- iii. Adequate Procedures to Curb and Prevent Bribery and Corruption – T.R.U.S.T Concept;

Section 17A of the Malaysian Anti-Corruption Commission (MACC) Act 2009 ("Act") came into force on 1 June 2020. To ensure strict adherence to and effectiveness of the Group's anti-bribery and anti-corruption programmes / initiatives against any form of bribery and corruption, BCorp established the Berjaya Adequate Procedures to Curb & Prevent Bribery and Corruption ("T.R.U.S.T. Concept"). The T.R.U.S.T. Concept is applicable to all the directors and employees of BCorp, its business associates and any third party whom BCorp engages with.

All BCorp employees are required to attend a mandatory online seminar on the T.R.U.S.T. Concept. In the financial year under review, a total of 1,423 employees attended the mandatory seminar.

BEnviroParks, which operates the BTEP sanitary landfill is ISO9001:2015 certified. To ensure compliance to this ISO certification, annual trainings are conducted in various technical and administration areas for all levels of employees.

BTEP is known for its high standards in environmental protection and it meets the requirements of the United States Environmental Protection Agency Resource Conservation and Recovery Act Regulations. Classified as a Level 4 landfill under the Technical Guidelines for Sanitary Landfill, Design and Operation, issued by the Ministry of Urban Wellbeing, Housing and Local Government, BTEP executes a comprehensive environmental monitoring plan and is in compliance with the Department of Environment's ("DOE") regulations for water, air, noise and odour emissions.

BEnviroParks works together with its consultants, suppliers and contractors to comply to the relevant environmental laws and regulations. The National Solid Waste Management Department ("NSWMD"), which is under the Ministry of Housing and Local Government, performs monthly visits to verify the operations in BTEP which include the weighbridge, landfill, maintenance of landfill assets, and monitoring and reporting. NSWMD consistently provides BEnviroParks with a monthly performance score as high as 95%.

BEnviroParks was awarded The CDL Outstanding Singapore Environmental Achievement Awards 2013 and DFS Singapore Environmental Achievement Awards 2013 (Regional) from the Singapore Environment Council. BEnergies was recognised by the National Energy Awards for its contribution in power generation using renewable sources; earned the Merit Awards Category 2-National Grid in 2019 and was awarded the ASEAN Energy Awards in 2012 and 2016.

The PD Division regularly engages with its stakeholders in the government agencies and regulatory bodies on matters relating to the policies that govern the PD Division's business in property development. It also keeps abreast of the changes to ensure its developments conform to the stipulated requirements for sustainable planning and growth.

In compliance with label requirements which are set by the National Pharmaceutical Regulatory Agency under the Ministry of Health Malaysia, Cosway's product labelling discloses the required details such as Manufacturer, Distributor, Product Ingredients, Product Registration Serial Code (MAL Licence) and Usage Directions for its healthcare supplement, skin care and personal care products.

Cosway adheres to the laws and regulations which are set by the Ministry of Domestic Trade, Co-operatives and Consumerism; and the Code of Conduct which are issued by the Direct Sales Association Malaysia. It also complies with other laws including the Direct Selling and Anti-Pyramid Act 1993, Price Control and Anti-Profitteering laws, to name a few.



A Sports Toto poster promoting responsible gaming.



# SUSTAINABILITY STATEMENT

Cosway also adheres to health and product safety regulations and it is subject to regular inspections by the relevant authorities. Its Quality Control Department conducts rigorous product checks and quality audits by batch on an ongoing basis.

IPS's Compliance and Internal Audit department carries out timely reviews and audits on the stockbroking operations, and its reports on the findings are duly submitted to its senior management for review and further improvement.

Sports Toto works closely and maintains good relationships with the Government authorities and agencies including Bank Negara Malaysia, MOF, local councils and district police departments. The company ensures that its gaming operations are in compliance with the relevant laws governing legal gaming operations, including the Pool Betting Act 1967 and anti-money laundering laws.

Sports Toto is also committed to promoting responsible behaviour among its customers and employees in its premises and dedicate its resources to educate and build awareness especially among minors and Muslims, in order to deter problem gambling. Sports Toto attained the World Lottery Association Security Control Standard: 2016 (WLA-SCS:2016) and level 2 of the Responsible Gaming certification from WLA in June 2020. During the financial year under review, Sports Toto established a Responsible Gaming Committee to manage matters relating to responsible gaming.

BCorp's food and beverage businesses ensure that their menu offerings are safe for consumption and adhere to laws, regulations and best practices such as:-

- Halal' requirements by JAKIM (Jollibean & Sala are undergoing 'Halal' certification);
- Quality Assurance Standards Audit ("QASA");
- Good Catering Practice ("GCP") audits;
- Supplier Audits are based on Global Food Safety Initiative ("GFSI") standards; and
- Supplier Base Management ("SBM") risk assessment based on four risk categories: Product Risk, Supplier Risk, Business Risk and Brand Risk.

## 9.2 Privacy Policy and Risk Management

The Group recognises the importance of respecting the privacy of its customers and takes strict measures to ensure that customers' information is safeguarded at all times.

In compliance with the Personal Data Protection Act 2010, a privacy policy has been published on the respective operating companies' websites.

During the MCO phases, BCorp encouraged its employees to work from home except for those who are directly involved in the provision of essential products and services. The Group's IT department provided technical support to the employees, while monitoring and protecting the Group's information security and privacy. Using VTC software such as "Microsoft TEAMS" and "Cisco Webex" became a new experience to the employees.

Sports Toto and REDtone attained the ISO/IEC 27001:2013 certification in December 2019 and January 2018 (renewed in January 2021) respectively. ISO/IEC 27001:2013 provides a set of standardised requirements for an Information Security Management System ("ISMS"). The Standard adopts a process-based approach for establishing, implementing, operating, monitoring, maintaining, and improving the ISMS.

REDtone also attained certification for the Payment Card Industry Data Security Standard ("PCI-DSS"), a security standard for payment card information. This compliance is a requirement by Bank Negara Malaysia for all Malaysian financial institutions, e-Money and payment operators who use REDtone's data centre and cloud infrastructure and related IT services.

## 9.3 IT Integrity and Cyber Security

Information technology ("IT") integrity and cyber security are of vital importance to all the operations of the businesses in BCorp. Various security measures are put in place to minimise exposure to cyber security risk. For instance, the Group's IT division identifies potential vulnerabilities in its operating environment, and ensures timely response and recovery in the event of a cyber-breach. Intensive system testing and reviews are conducted regularly to prevent unauthorised access to the Group's computer systems and network. Regular training programmes conducted by industry experts are also organised to educate employees on the latest data security threats and protection measures.

IPS performs vulnerability assessments on its IT facility and IT infrastructure apart from regular preventive monitoring. These measures include :-

- Implementing cyber security services to protect systems from internal or external attacks and conducting annual system penetration tests;
- Regular monitoring and testing of all perimeter security controls. A Security Operation Center monitors trading systems at all times;

# SUSTAINABILITY STATEMENT

- Malware scanning across IPS's systems on a routine basis;
- Establishment of a response security incident team and procedures to manage any security breach; and
- Review of the cyber security report on a monthly basis.
- Periodic IT system penetration test for its mobile trading applications namely "iPacOnline" (for both iOS and Android)

IPS complies with the Securities Commission Malaysia Guidelines on the Management of Cyber Risk pursuant to Section 377 of the Capital Market and Services Act 2007 ("CMSA"), where employees are educated on matters concerning cyber risk, and priority and sufficient resources to manage cyber risk are part of its overall risk management framework.

All IPS employees were required to attend a Cyber Security Education and Awareness training conducted in December 2020.

## 9.4 Compliance

BCorp and several of its subsidiaries comply to laws and guidelines relating to the environment in operating its business as well as undertake efforts to assess the anticipated environmental and social impact of its activities.

ISO 14001, developed by the International Organisation for Standardisation specifies requirements for an effective environmental management system. It maps out frameworks which BCorp, ABSB and BERJAYA UC comply with in order to enhance its environmental performance, minimise environmental footprint and develop its businesses in a more sustainable manner.

For project developments, the PD Division and BHRB seek prior approval from the relevant government authorities including the DOE. For development projects which require Environmental Impact Assessment and Environmental Management Plan approvals, the PD Division and BHRB comply with the DOE's standards and guidelines which aim to prevent pollution and protect the environment.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors (“Board”) of Berjaya Corporation Berhad (or “the Company”) recognises the importance of corporate governance towards promoting business prosperity and corporate accountability to realise long term shareholders’ value and the interests of other stakeholders.

This Corporate Governance Overview Statement (“CG”) provides a summary of the corporate governance practices of the Company during the financial year ended 30 June 2021 (“FYE 2021”) with reference to the three (3) key Principles of good corporate practices as set out in the Malaysian Code on Corporate Governance (“MCCG”) as follows:-

- a) Principle A : Board Leadership and Effectiveness;
- b) Principle B : Effective Audit and Risk Management; and
- c) Principle C : Integrity in Corporate Reporting and Meaningful Relationship with Stakeholders.

This statement is prepared in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and it is to be read together with the Company’s Corporate Governance Report (“CG Report”) for FYE 2021 which is available on Bursa Securities website at [www.bursamalaysia.com](http://www.bursamalaysia.com).

The CG Report provides details on how the Company has applied each Practice as set out in the MCCG during the FYE 2021. The Board considers that the Company has substantially complied with the MCCG throughout FYE 2021 save for the exceptions which are fully described in the CG Report.

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

### Board Responsibilities

The Board is responsible for the performance and affairs of the Company and its subsidiaries (collectively “the Group”). It also provides leadership and guidance for setting the strategic direction and the control systems of the Group. It then delegates the implementation and monitoring of these set directions and control systems to the management.

The Board has assigned the day-to-day affairs of the Group’s businesses within the various divisions to local management, comprising Managing Directors / Chief Executive Officers / Executive Directors of the main operating companies, who are accountable for the conduct and performance of their businesses within the agreed business strategies.

The Board is led by the Chairman, Tan Sri Dato’ Seri Vincent Tan Chee Yioun, and is supported by the Deputy Chairman, Dato’ Sri Robin Tan Yeong Ching, and the Chief Executive Officer (“CEO”), Encik Abdul Jalil Bin Abdul Rasheed, and other Board members with experience in a wide range of expertise and they collectively play an important role in the stewardship of the direction and operations of the Group.

### Separation of Positions of the Chairman and Chief Executive Officer

The positions of the Chairman and CEO are held by two (2) different individuals. The roles and responsibilities of the Chairman and CEO are distinct and separated to ensure that there is a balance of power and authority and that no one has unfettered control of the Board.

The roles and responsibilities of the Chairman and CEO have been formalised in the Board Charter of the Company.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## Chairman, Deputy Chairman and Chief Executive Officer

The Chairman is responsible for providing leadership to the Board and ensuring the smooth and effective functioning of the Board as well as to ensure the procedural rules are followed in the conduct of meetings and that decisions made are formally recorded and adopted.

The Board delegated the day-to-day management of the Group's businesses to the CEO of the Company, who holds the primary executive responsibility for the Group's business performance and to manage the Group in accordance with the strategies and policies approved by the Board. The CEO will focus on the strategic and operational decision-making and planning the future business direction of the Group together with the Deputy Chairman.

The Deputy Chairman supports the Chairman in the development of business, corporate policies and strategies for the Company.

The Group's Executive Directors are involved in leadership roles by overseeing the day-to-day operations and management within their specific areas of expertise or assigned responsibilities. They are also responsible for implementing strategic plans and policies set by the Board and to assist CEO in discharging his duties. They represent the Company at the highest level and are decision makers on matters within their scope. They liaise frequently with the CEO (or the Managing Director as the case may be) and with each other to lead the management to drive the Company and the Group forward.

The Non-Executive Directors are not involved in the day-to-day management of the Group but are contributing their particular expertise and experience in assisting the development of business strategy of the Group and to make insightful contribution to the Board's deliberations. They also assist and ensure the Board adopts a good corporate governance practice within the Group.

## Board Committees

The Board has established the following Board Committees which consist of a majority of Independent Non-Executive Directors to provide independent oversight of management and to ensure that there are appropriate checks and balances in discharging its oversight function:-

- Audit Committee
- Nomination Committee
- Remuneration Committee
- Risk Management Committee
- Sustainability Committee

These Committees play a significant part in reviewing matters within each Committee's terms of reference ("TOR") and facilitate the Board's discharge of its duties and responsibilities. Each of these Committees has specific TOR, scope and specific authorities to review matters and report to the Board with their recommendations. The Board may also form such other committees from time to time as dictated by business imperatives and/or to promote operational efficiency. Notwithstanding the above, the ultimate responsibility for decision making still lies with the Board.

## Company Secretaries

The Board is supported by the Company Secretaries, who are members of the professional body namely, The Malaysian Institute of Chartered Secretaries and Administrators and they are also qualified under the Companies Act 2016 ("CA 2016"). The Company Secretaries play an important role in facilitating the overall compliance with the CA 2016, Main Market Listing Requirements of Bursa Securities and other relevant laws and regulations. The Company Secretaries also assist the Board and Board Committees to function effectively and in accordance with their TOR and best practices and ensuring adherence to the existing Board policies and procedures. The roles and responsibilities of the Company Secretaries have been formalised in the Board Charter which provides reference for Company Secretaries in the discharge of their roles and responsibilities.

In order to discharge their roles effectively, the Company Secretaries have been attending regularly the necessary training programmes, conferences, seminars and/or forums so as to keep themselves abreast with the latest developments in the corporate governance realm and changes in regulatory requirements that are relevant to their profession so as to enable them to provide the necessary advisory role to the Board.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## **Board Meetings and Meeting Materials**

In order to discharge their responsibilities effectively, the Board meets regularly on a quarterly basis. Additional or special Board meetings may be convened as and when necessary to consider and deliberate on any urgent proposals or matters that require the Board's expeditious review or consideration. Such meetings will enable the Board members to effectively assess the viability of the business and corporate proposals and the principal risks that may have significant impact on the Group's business or on its financial position and the mitigating factors. All Board approvals sought are supported with all the relevant information and explanations required for an informed decision to be made.

In the intervals between Board meetings, any matters requiring urgent Board decisions or approvals will be sought via circular resolutions of the Directors and these are supported with all the relevant information and explanations required for an informed decision to be made.

Prior to the Board and Committee meetings, the Directors will be provided with the relevant agenda and Board papers five (5) business days' notice or such shorter period as agreed by the Board to enable them to have an overview of matters to be discussed or reviewed at the meetings and to seek further clarifications, if any. The Board papers provide, among others, the minutes of preceding meetings of the Board and Committees, summary of dealings in shares by the Directors or affected persons and directors' circular resolutions, reports on the Group's financial statements, operations, any relevant corporate developments and proposals.

Further, there is also a schedule of matters reserved for Board's deliberations and decision, including among others, to review, evaluate, adopt and approve the policies and strategic plans for the Company and the Group. This is to ensure that the strategic plans of the Company and the Group support long-term value creation, including strategies on economic, environmental and social considerations underpinning sustainability, as well as to review, evaluate and approve any material acquisitions and disposals of undertakings and assets in the Group and any new major ventures.

## **Access to Information and Advice**

The Directors have unrestricted access to the advice and services of the Company Secretaries and Senior Management staff in the Group to assist them in carrying out their duties. They may also obtain independent professional advice at the Company's expense in furtherance of their duties whenever the need arises.

## **Board Charter, Ethical Standards through Code of Ethics, Code of Conduct and Whistleblowing Policy and Procedures and T.R.U.S.T Concept**

The Board has the following in place:-

### **(a) Board Charter**

The Board has adopted a Board Charter to promote the standards of corporate governance and clarifies, among others, the roles and responsibilities of the Board, Board Committees and individual Directors.

The Board Charter is subject to review by the Board periodically to ensure that it remains consistent with the Board's roles and responsibilities as well as the prevailing legislation and practices. The Board Charter was reviewed and updated on 27 May 2021 and a copy is available on the Company's website at [www.berjaya.com](http://www.berjaya.com).

### **(b) Code of Ethics for Directors**

The Board has also adopted a Code of Ethics for Directors ("Code") which is incorporated in the Board Charter. The Code was formulated to enhance the standard of corporate governance and to promote ethical conduct of the Directors.

### **(c) Code of Conduct and Business Ethics**

The Group has established and adopted a Code of Conduct covering business ethics, workplace safety and employees' personal conduct for all employees of the Company and all of its subsidiaries and associates. This is to ensure that all employees and Directors maintain and enforce the highest standards of ethics and professional conduct in the performance of their duties and responsibilities throughout the organisation. All employees and Directors of the Company are required to declare that they have received, read and understood the provisions of the Code of Conduct and agreed to comply with its terms throughout their employment or tenure with the Company.

The Board will periodically review the Code of Conduct and the Code of Conduct is available on the Company's website at [www.berjaya.com](http://www.berjaya.com).

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## (d) Whistleblowing Policy and Procedures

The Group acknowledges the importance of lawful and ethical behaviours in all its business activities and is committed to adhere to the values of transparency, integrity, impartiality and accountability in the conduct of its business and affairs in its workplace.

The Group has in place a Whistleblowing Policy which serves as an internal disclosing channel in relation to whistleblowing at work place which enables employees to raise genuine concerns, disclose alleged, suspected or actual wrongdoings or known improper conduct at the workplace on a confidential basis and pursuant to the Malaysian Whistleblower Protection Act 2010 or other similar laws prevailing in other countries where the subsidiary companies are located, without fear of any form of victimization, harassment, retribution or retaliation.

The Whistleblowing Policy and Procedures also provides contact details of the Senior Independent Director, the Deputy Chairman and the CEO of the Company to whom the whistleblowing report can be addressed.

The Whistleblowing Policy and Procedures was recently reviewed, updated and approved by the Board on 27 May 2021 so as to enhance the reporting procedure to safeguard against the acts of bribery and corruption pursuant to Section 17A of Malaysian Anti-Corruption Commission Act 2009.

The revised and updated Whistleblowing Policy and Procedures, underlining its protection and reporting channels, is available on the Company's website at [www.berjaya.com](http://www.berjaya.com).

## (e) Adequate Procedures to Curb and Prevent Bribery and Corruption - T.R.U.S.T Concept

The Board has established and adopted a T.R.U.S.T Concept which form the ethos and philosophy of the top management in respect of the Group's fight against bribery and corruption in all its business dealings, transactions and such other related activities.

The T.R.U.S.T Concept was formulated to set out the guidelines on adequate procedures to curb and prevent bribery and corruption and the procedures are guided by the following five (5) principles:-

- Principle I: Top Level Commitment;
- Principle II: Risk Management Assessment;
- Principle III: Undertake Control Measures;
- Principle IV: Systematic Review, Monitoring and Enforcement; and
- Principle V: Training and Communication.

(Collectively known as T.R.U.S.T Concept)

The establishment of this T.R.U.S.T Concept demonstrates the Group's zero-tolerance approach against all forms of bribery and corruption in its daily operations and the Group takes a strong stance against such acts. The Group will take all reasonable and appropriate measures to ensure that all its directors and employees are committed to act professionally and with integrity in all their business dealings and not participate in any corrupt activities for its advantage or benefit.

The T.R.U.S.T Concept was recently reviewed, updated and approved by the Board on 27 May 2021 and can be accessed on the Company's website at [www.berjaya.com](http://www.berjaya.com).

## Sustainability Strategies

The Board views the commitment to promote sustainability strategies in the environment, social and governance aspects as part of its broader responsibility to all its various stakeholders and the communities in which it operates.

The Group strives to achieve a sustainable long-term balance between meeting its business goals, preserving the environment to sustain the ecosystem and improving the welfare of its employees and the communities in which it operates. The Group's efforts in this regard have been set out in the Sustainability Statement in this Annual Report.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## Board Composition

The current Board composition of the Company represents a mix of knowledge, skills and expertise which assist the Board in effectively discharging its stewardship and responsibilities. The Board of the Company currently has fourteen (14) members comprising the Non-Independent Non-Executive Chairman, Non-Independent Non-Executive Deputy Chairman, CEO, three (3) Executive Directors and eight (8) Independent Non-Executive Directors. The profiles of each of the Directors are set out on pages 3 to 10 of the Annual Report.

The present composition of the Board is in compliance with Paragraph 15.02 of the Main Market Listing Requirements of Bursa Securities which requires at least two (2) or one third (1/3) of the Board members, whichever is the higher, are Independent Directors. In addition, the Company is in compliance with the requirement under Practice 4.1 of the MCCG which states that at least half of the Board comprises Independent Directors. The current Board composition comprises 57% Independent Directors.

The presence of the Independent Directors which formed more than half (50%) of the Board members, is sufficient to provide the necessary checks and balances on the decision making process of the Board. The significant contributions of the Independent Directors in the decision making process is evidenced by their participation as members of the various committees of the Board. They are able to carry out their duties and responsibilities and to provide an unfettered and unbiased independent judgement.

## Boardroom Diversity

The Board acknowledges the importance of boardroom diversity in terms of age, gender, nationality, ethnicity and recognises the benefits of this diversity.

The Board also recognises that having a range of different skills, backgrounds, experience and diversity is essential to ensure a broad range of viewpoints to facilitate optimal decision making and effective governance.

The Board is of the view that whilst promoting boardroom diversity is essential, the normal selection criteria of a Director, based on an effective blend of competencies, skills, extensive experience and knowledge to strengthen the Board, should remain a priority. Thus, the Company does not set any specific target for boardroom diversity but will actively take the necessary measures towards promoting a corporate culture that embraces gender diversity in the Boardroom.

Furthermore, the Company takes diversity not only in the Boardroom but also in the workplace as it is an essential measure of good governance, critically attributing to a well-functioning organisation and sustainable development of the Company.

The Company is committed to maintaining an environment of respect for people regardless of their gender in all business dealings and achieving a workplace environment free of harassment and discrimination on the basis of gender, physical or mental state, ethnicity, nationality, religion, age or family status. The same principle is applied to the selection of potential candidates for appointment to the Board.

Currently, the Board has eight (8) female Directors namely, Vivienne Cheng Chi Fan, Datuk Seri Zurainah Binti Musa, Nerine Tan Sheik Ping, Dr Jayanthi Naidu G. Danasamy, Penelope Gan Paik Ling, Datin Seri Sunita Mei-Lin Rajakumar, Dato' Leong Kwei Chun and Norlela Binti Baharudin and they represent 57% of the total Board members. They are part of the Board's gender diversity that serves to bring value to the Board discussions from different perspectives and approaches of the female Directors.

The Board Diversity Policy of the Company is available on the Company's website at [www.berjaya.com](http://www.berjaya.com).

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## Time Commitment

The Board is satisfied with the level of time commitment given by the Directors towards fulfilling their roles and responsibilities as Directors of the Company. During the FYE 2021, the Board met five (5) times and the attendances of the Directors at the Board meetings were as follows:-

Directors	Attendance
Tan Sri Dato' Seri Vincent Tan Chee Yioun (Non-Independent Non-Executive Chairman)	5/5
Dato' Sri Robin Tan Yeong Ching (Non-Independent Non-Executive Deputy Chairman)	5/5
Abdul Jalil Bin Abdul Rasheed ~ (Chief Executive Officer) <i>(Appointed on 16 March 2021)</i>	1/1 **
Vivienne Cheng Chi Fan	5/5
Datuk Seri Zurainah Binti Musa	5/5
Nerine Tan Sheik Ping	5/5
Datuk Robert Yong Kuen Loke #	5/5
Dr Jayanthi Naidu G. Danasamy #	5/5
Penelope Gan Paik Ling #	5/5
Datin Seri Sunita Mei-Lin Rajakumar # <i>(Appointed on 1 June 2021)</i>	@
Dato' Hisham Bin Othman # <i>(Appointed on 1 June 2021)</i>	@
Dato' Leong Kwei Chun # <i>(Appointed on 1 June 2021)</i>	@
Norlela Binti Baharudin # <i>(Appointed on 1 June 2021)</i>	@
Tan Peng Lam # <i>(Appointed on 1 June 2021)</i>	@
Chan Kien Sing <i>(Retired on 16 December 2020)</i>	3/3 ** ^1
Derek Chin Chee Seng <i>(Appointed on 16 December 2020, Resigned on 1 June 2021)</i>	2/2 ** ^2
Dato' Sri Azlan Meah Bin Hj Ahmed Meah <i>(Passed away on 6 February 2021)</i>	2/3 ** ^3

~ During the FYE 2021, Abdul Jalil Bin Abdul Rasheed was appointed as the Chief Executive Officer on 16 March 2021.

\*\* Reflects the attendance and the number of meetings held during the financial year since the Director held office.

# Denotes Independent Non-Executive Director.

@ There was no Board meeting held subsequent to the date of his/her appointment as an Independent Non-Executive Director of the Company until 30 June 2021.

^1 During the FYE 2021, Chan Kien Sing has retired as a Non-Independent Non-Executive Director of the Company at the conclusion of the Company's Annual General Meeting held on 16 December 2020.

^2 During the FYE 2021, Derek Chin Chee Seng was appointed as an Executive Director of the Company on 16 December 2020 and subsequently resigned as an Executive Director of the Company on 1 June 2021.

^3 During the FYE 2021, Dato' Sri Azlan Meah Bin Hj Ahmed Meah was passed away on 6 February 2021.

All the Directors of the Company have confirmed that they do not hold more than five (5) directorships in listed issuers pursuant to Paragraph 15.06 of the Main Market Listing Requirements of Bursa Securities. They are required to notify the Chairman of the Board before accepting new directorships outside the Group and indicating the time that will be spent on the new directorship. Similarly, the Chairman of the Board shall also do likewise before taking up any additional appointment of directorships.



# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## Directors' Training

All the Directors of the Company including the newly appointed Directors, have completed the Mandatory Accreditation Programme as required by Bursa Securities. The Board and/or the Directors individually will, on a continuous basis, evaluate and determine their respective training needs to assist them in the discharge of their duties as Directors.

The Board believes that continuous training for Directors is vital for the Board members to enhance their skills and knowledge and to enable them to discharge their duties effectively. As such, the Directors will continuously attend the necessary training programmes, conferences, seminars and/or forums so as to keep abreast with the current developments in the various industries as well as the current changes in laws and regulatory requirements.

During the FYE 2021, the training programmes, seminars, conferences, forum and webinars attended by the Directors were as follows:-

Directors	Training Programmes / Seminars / Conferences / Forum / Webinars
Tan Sri Dato' Seri Vincent Tan Chee Yioun	<ul style="list-style-type: none"> <li>- Interview by The Entrepreneur Magazine</li> <li>- Online talk by Dato' Dr Nazri Khan on "Menang Saham Edisi Bursa"</li> <li>- Interview by The Perak Magazine</li> <li>- Interview by The Edge</li> <li>- Interview &amp; recording by Money Matters</li> </ul>
Dato' Sri Robin Tan Yeong Ching	<ul style="list-style-type: none"> <li>- Forbes Asia CEO Webinar</li> <li>- Developments in ESG and Sustainable Investing</li> </ul>
Abdul Jalil Bin Abdul Rasheed	<ul style="list-style-type: none"> <li>- Masterclass: Board Behavioural Dynamics</li> </ul>
Vivienne Cheng Chi Fan	<ul style="list-style-type: none"> <li>- Fraud Risk Management Workshop for Directors of Listed Companies</li> <li>- MIA Webinar Series: Companies Act 2016 – Directors' Duties and Responsibilities During the Pandemic Era and Beyond</li> <li>- Shariah Investing Dialogue with PLCs 2021 – Session 1: Opportunities for Public Listed Companies in Shariah-Compliant Landscape</li> <li>- Webinar on Economy, Business &amp; Life 2021</li> <li>- Maybank's International Women's Day (IWD) – Virtual</li> </ul>
Datuk Seri Zurainah Binti Musa	<ul style="list-style-type: none"> <li>- TRUST Concept and Bribery Risk Assessment</li> <li>- Webinar CoronaVac Covid 19 Vaccine Updates &amp; Highlights</li> <li>- <i>Kursus Modal Insan 3 – Hak &amp; Tanggungjawab Anggota Koperasi</i></li> <li>- Common Pitfalls in Transaction &amp; RPT Rules</li> <li>- Understanding Board Decision Making Process</li> </ul>
Nerine Tan Sheik Ping	<ul style="list-style-type: none"> <li>- Preparing the Board for a Post-COVID World</li> </ul>
Datuk Robert Yong Kuen Loke	<ul style="list-style-type: none"> <li>- MIA Webinar Series: Companies Act 2016 – Directors' Duties and Responsibilities During the Pandemic Era and Beyond</li> <li>- Asia-Pacific Board Leadership Centre Webinar on Board and Audit Committee Priorities 2021</li> <li>- MICPA Webinar – Towards a Comprehensive System of Corporate Reporting &amp; Long Term Value Creation</li> </ul>
Dr Jayanthi Naidu G. Danasamy	<ul style="list-style-type: none"> <li>- Bright lights of ASEAN – Sustainability Insights &amp; Ideas from Leading Companies in the Region (GRI Regional Hub)</li> <li>- Sustainable Finance Forum; Financing the SDGs in Southeast Asia (UN ESCAP)</li> <li>- Sustainability Reporting: Global Trends, Updates and Addressing Covid (Global Reporting Initiative)</li> <li>- Sustainable Finance and the Investor Perspective (Global Reporting Initiative)</li> <li>- Stakeholder Primacy in a Post-COVID Era (ICDM)</li> </ul>

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

Directors	Training Programmes / Seminars / Conferences / Forum / Webinars
Penelope Gan Paik Ling	<ul style="list-style-type: none"> <li>- Preparing the Board for a Post-COVID World</li> <li>- Fraud Risk Management Workshop for Directors of Listed Companies</li> <li>- Shariah Investing Dialogue with PLCs 2021 – Session 1: Opportunities for Public Listed Companies in Shariah-Compliant Landscape</li> <li>- MIA Virtual Conference – MIA Women Leadership Conference</li> <li>- MIA Webinar Series – Managing Risk Effectively Amidst Uncertainty</li> </ul>

## Appointment to the Board

The members of the Nomination Committee, which comprises exclusively of Independent Non-Executive Directors, as at the date of this Statement are as follows:-

Datuk Robert Yong Kuen Loke	-	Chairman/ Senior Independent Non-Executive Director
Dr Jayanthi Naidu G. Danasamy	-	Member/ Independent Non-Executive Director
Penelope Gan Paik Ling	-	Member/ Independent Non-Executive Director
Dato' Hisham Bin Othman *	-	Member/ Independent Non-Executive Director
Norlela Binti Baharudin *	-	Member/ Independent Non-Executive Director
Tan Peng Lam *	-	Member/ Independent Non-Executive Director

### Note:-

\* Subsequent to the FYE 2021, Dato' Hisham Bin Othman, Puan Norlela Binti Baharudin and Mr Tan Peng Lam were appointed as members of the Nomination Committee on 14 July 2021.

Datuk Robert Yong Kuen Loke has been identified as the Senior Independent Non-Executive Director of the Board to whom concerns may be conveyed.

The composition, authority as well as the duties and responsibilities of the Nomination Committee are set out in its TOR which is available on the Company's website at [www.berjaya.com](http://www.berjaya.com).

The Board delegates to the Nomination Committee the responsibility of recommending the appointment of any new Director. The Nomination Committee is responsible to ensure that the procedures for appointing new Directors are transparent and rigorous and also appointments are made on merits.

The process for the appointment of a new Director is summarised in the sequence as follows:-

1. The candidate is identified upon the recommendation by the existing Directors, Senior Management staff, major shareholders and/or other independent source such as external consultants;
2. In evaluating the suitability of a candidate to the Board, the Nomination Committee considers, inter-alia, the competency, experience, commitment, contribution and integrity of the candidate, and in the case of a candidate proposed for appointment as Independent Non-Executive Director, the candidate's independence;
3. Recommendation to be made by Nomination Committee to the Board. This also includes recommendation for appointment as a member of the various Board Committees, where necessary; and
4. Decision to be made by the Board on the proposed new appointment, including appointment to the various Board Committees.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## Annual Assessment

The Nomination Committee reviews annually, the effectiveness of the Board and Board Committees as well as the performance of individual Directors. The annual evaluation involves individual Directors and Committee members completing separate evaluation questionnaires regarding the processes of the Board and its Committees, their effectiveness and areas where improvements could be considered. The criteria for the evaluation are guided by the Corporate Governance Guide issued by Bursa Securities. The evaluation process also involves a peer and self-review assessment, where Directors will assess their own performance and that of their fellow Directors. The outcome of the assessments and comments by all Directors were summarised and discussed at the Nomination Committee meeting which were then reported to the Board at the Board meeting held thereafter. All assessments and evaluations carried out by the Nomination Committee in the discharge of its duties are properly documented.

During the FYE 2021, the Nomination Committee carried out the following activities:-

- recommended to the Board, the appointment of additional Directors and Board Committees;
- reviewed and assessed the mix of skills, expertise, composition, size and experience of the Board;
- reviewed and assessed the performance of each individual Director, independence of the Independent Directors, effectiveness of the Board and Board Committees;
- reviewed the performance of the Audit Committee and its members;
- reviewed the financial literacy assessment for each of the Audit Committee members;
- recommended to the Board, the Directors who are retiring and being eligible, for re-election; and
- recommended to the Board, the retention of Independent Directors.

## Re-election of Directors

The Nomination Committee also conducted an assessment of the Directors who are subject to retirement at the forthcoming annual general meeting (“AGM”) in accordance with the provisions of the Constitution of the Company and the relevant provisions of the CA 2016.

Clause 117 of the Company’s Constitution provides that at least one-third (1/3) of the Directors shall retire by rotation and they are eligible to seek re-election at each AGM and that each Director shall submit himself/herself for re-election once every three (3) years. The Company’s Constitution also provides that a Director who is appointed during the year shall be subject to re-election at the next AGM to be held following his/her appointment pursuant to Clause 107 of the Company’s Constitution.

The Nomination Committee is also responsible for recommending to the Board those Directors who are retiring and are eligible to stand for re-election at the AGM.

At the forthcoming AGM of the Company, the following Directors are due for retirement and are eligible for re-election pursuant to Clause 117 and Clause 107 of the Company’s Constitution as follows:-

Directors	Retiring Pursuant to:-
i) Tan Sri Dato’ Seri Vincent Tan Chee Yioun	Clause 117
ii) Datuk Seri Zurainah Binti Musa	Clause 117
iii) Dr Jayanthi Naidu G. Danasamy	Clause 117
iv) Penelope Gan Paik Ling	Clause 117
v) Abdul Jalil Bin Abdul Rasheed <i>(Appointed on 16 March 2021)</i>	Clause 107
vi) Datin Seri Sunita Mei-Lin Rajakumar *	Clause 107
vii) Dato’ Hisham Bin Othman *	Clause 107
viii) Dato’ Leong Kwei Chun *	Clause 107
ix) Norlela Binti Baharudin *	Clause 107
x) Tan Peng Lam *	Clause 107

### Note:-

\* Datin Seri Sunita Mei-Lin Rajakumar, Dato’ Hisham Bin Othman, Dato’ Leong Kwei Chun, Puan Norlela Binti Baharudin and Mr Tan Peng Lam were appointed as the Independent Non-Executive Directors of the Company on 1 June 2021.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## Tenure of Independent Directors

The MCCG recommends that the tenure of an Independent Director should not exceed a cumulative term of nine (9) years. Upon completion of the nine (9) years, an Independent Director may continue to serve on the Board subject to the Directors' re-designation as a Non-Independent Director. The MCCG also sets out a recommendation that the Board must justify and seek shareholders' approval in the event it retains an Independent Director who has served in that capacity for more than nine (9) years.

The Board is of the view that the independence of the Independent Directors should not be determined solely or arbitrarily by their tenure of service. The Board believes that continued contribution will provide stability and benefits to the Board and the Company as a whole, especially their invaluable knowledge of the Group and its operations gained through the years. The calibre, qualification, experience and personal qualities, particularly of the Director's integrity and objectivity in discharging his/her responsibilities in the best interest of the Company should be the predominant factors to determine the ability of a Director to serve effectively as an Independent Director.

The Board is also confident that the Independent Directors themselves, after having provided all the relevant confirmations on their independence, will be able to determine if they can continue to bring independent and objective judgement on Board deliberations and decision making.

As at the FYE 2021, the tenure of Datuk Robert Yong Kuen Loke ("DRY") and Dr Jayanthi Naidu G. Danasamy ("DJN") as Independent Directors have exceeded a cumulative term of nine (9) years.

DRY was re-designated from a Non-Independent Non-Executive Director to an Independent Non-Executive Director of the Company on 1 December 2009 and has therefore served the Company as an Independent Director for a cumulative term of more than eleven (11) years at the end of the financial year under review and will reach a cumulative term of more than twelve (12) years at the forthcoming AGM.

DJN was appointed as an Independent Non-Executive Director of the Company on 13 January 2012 and has served the Company as an Independent Director for a cumulative term of more than nine (9) years but less than twelve (12) years at the forthcoming AGM.

The Nomination Committee (save for DRY and DJN who have abstained from deliberation on their own retention) have assessed the independence of DRY and DJN for the FYE 2021 based on criteria set out in the Main Market Listing Requirements of Bursa Securities. The Nomination Committee concluded that DRY and DJN have satisfied the independence criteria and they are able to provide independent judgment and act in the best interest of the Company.

Following the assessment and recommendation by the Nomination Committee, the Board (save for DRY and DJN have abstained from deliberation on their own retention) concluded that pursuant to Practice 4.2 of the MCCG, the Board will be seeking approval from the shareholders of the Company at the forthcoming AGM to support the Board's decision to retain DRY and DJN as Independent Non-Executive Directors of the Company based on the following justifications:-

### Datuk Robert Yong Kuen Loke

- i) He has fulfilled the criteria under the definition of Independent Director as stated in the Main Market Listing Requirements of Bursa Securities, and being independent, he would be able to function as a check and balance, bringing an element of objectivity to the Board.
- ii) He remains independent in expressing his views and in his participation in deliberations and decision making processes of the Board and Board Committees. The length of his service on the Board does not in any way interfere with his exercise of independent judgement and ability to act in the best interest of the Company.
- iii) He has exercised due care during his tenure as Independent Non-Executive Director of the Company as well as the Chairman of Audit Committee, Nomination Committee, Remuneration Committee, Risk Management Committee and Sustainability Committee of the Company. Even as the Senior Independent Non-Executive Director, he has carried out his duties proficiently in the best interest of the Company and the shareholders.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## Dr Jayanthi Naidu G. Danasamy

- i) She has fulfilled the criteria under the definition of Independent Director as stated in the Main Market Listing Requirements of Bursa Securities, and being independent, she would be able to function as a check and balance, bringing an element of objectivity to the Board.
- ii) She has remained independent in expressing her views and in her participation in deliberations and decision making processes of the Board and Board Committees. The length of her service on the Board does not in any way interfere with her exercise of independent judgement and ability to act in the best interest of the Company.
- iii) She has exercised due care during her tenure as Independent Non-Executive Director of the Company as well as a member of Audit Committee, Nomination Committee, Remuneration Committee, Risk Management Committee and Sustainability Committee of the Company. Even as the Independent Non-Executive Director, she has carried out her duties proficiently in the best interest of the Company and the shareholders.

The Board takes cognizance of the recommendation of the MCCG which states that if the Board continues to retain an Independent Director after the twelfth year, the Board should seek annual shareholders' approval through a two-tier voting process.

However, the Company will seek approval of shareholders through a single tier voting process for the ordinary resolution to retain DR Y who has served the Company for more than twelve (12) years at the forthcoming AGM. This is in line with the general rule on voting as provided in the CA 2016 which states that every shareholder has one vote for every share he holds and resolutions are to be passed by a simple majority for ordinary resolutions and 75% of votes for special resolutions through a single tier voting process.

## **Annual Assessment of Independence**

The Board recognises the importance of independence and objectivity in its decision making process. The presence of the Independent Non-Executive Directors is essential in providing unbiased and impartial opinion, advice and judgment to ensure the interests of the Group, shareholders, employees, customers and other stakeholders in which the Group conducts its businesses are well represented and taken into account.

The Board, through the Nomination Committee, has assessed the Independence of its Independent Non-Executive Directors on an annual basis based on criteria set out in the Main Market Listing Requirements of Bursa Securities.

The current Independent Directors of the Company namely, Datuk Robert Yong Kuen Loke, Dr Jayanthi Naidu G. Danasamy, Penelope Gan Paik Ling, Datin Seri Sunita Mei-Lin Rajakumar, Dato' Hisham Bin Othman, Dato' Leong Kwei Chun, Norlela Binti Baharudin and Tan Peng Lam have fulfilled the criteria of "independence" as prescribed under Chapter 1 of the Main Market Listing Requirements of Bursa Securities.

## **Remuneration Policies and Procedures**

The Company has a Remuneration Committee which comprises a majority of Independent Non-Executive Directors. The members of the Remuneration Committee as at the date of this Statement are as follows:-

Datuk Robert Yong Kuen Loke	-	Chairman/Senior Independent Non-Executive Director
Dato' Sri Robin Tan Yeong Ching	-	Member/Deputy Chairman
Dr Jayanthi Naidu G. Danasamy	-	Member/ Independent Non-Executive Director
Penelope Gan Paik Ling	-	Member/ Independent Non-Executive Director
Dato' Hisham Bin Othman *	-	Member/ Independent Non-Executive Director
Norlela Binti Baharudin *	-	Member/ Independent Non-Executive Director
Tan Peng Lam *	-	Member/ Independent Non-Executive Director

### Note:-

\* Subsequent to the FYE 2021, Dato' Hisham Bin Othman, Puan Norlela Binti Baharudin and Mr Tan Peng Lam were appointed as members of the Remuneration Committee on 14 July 2021.

The composition, authority as well as the duties and responsibilities of the Remuneration Committee are set out in its TOR which is available on the Company's website at [www.berjaya.com](http://www.berjaya.com).

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board has in place a Remuneration Policy that supports the Directors' and Key Senior Management in carrying out their responsibilities and fiduciary duties in steering the Group to achieve its long-term goals and enhance shareholders' value. The Board's objective in this respect is to offer a competitive remuneration package in order to attract, motivate, retain and reward Directors and Key Senior Management who will manage and drive the Company's success. The Remuneration Policy has been reviewed by the Remuneration Committee and approved by the Board.

The Board has delegated to the Remuneration Committee to implement its Remuneration Policy.

The primary function of the Remuneration Committee is to set up the policy framework and to recommend to the Board on remuneration packages and other terms of employment of the Executive Directors. The remuneration of Directors is determined at levels which enables the Company to attract and retain Directors with the relevant experience and expertise to manage the business of the Group effectively.

The remuneration of Key Senior Management is determined at a level which enables the Company to attract, develop and retain high performing and talented individual with the relevant experience, level of expertise and level of responsibilities.

Both the remuneration of Executive Directors and Key Senior Management are structured so as to link rewards to the achievement of individual and corporate performance.

The Remuneration Committee is also responsible to review the remuneration packages of the Non-Executive Directors of the Company and thereafter recommend to the Board for their consideration with the Director concerned abstaining from deliberations and voting on decision in respect of his/her individual remuneration package. The Board recommended that the level of remuneration should reflect the experience and the level of responsibilities undertaken by each Non-Executive Director. The Board will then recommend the payment of the Directors' fees and other benefits payable to Non-Executive Directors on a yearly basis to the shareholders for approval at the AGM in accordance with Section 230(1) of the CA 2016.

The Board will periodically review the Remuneration Policy and a copy is available on the Company's website at [www.berjaya.com](http://www.berjaya.com).

Details of the Directors' remuneration paid or payable to all Directors of the Company (both by the Company and the Group) and categorized into appropriate components for the financial FYE 2021 were as follows:-

## a) Individual Directors on a named basis

### Company

	RM'000					
	Fees	Salaries	Bonus	Benefits in-kind	Other Emoluments	Total
<b>Executive</b>						
Tan Sri Dato' Seri Vincent Tan Chee Yioun	-	-	-	-	-	-
Dato' Sri Robin Tan Yeong Ching	-	-	-	-	-	-
Abdul Jalil Bin Abdul Rasheed <sup>a</sup>	-	703.0	-	29.0	144.0	876.0
Vivienne Cheng Chi Fan	-	365.0	31.0	28.0	76.0	500.0
Dato' Sri Azlan Meah Bin Hj Ahmed Meah <sup>b</sup>	-	49.0	3.5	19.5	10.5	82.5
Datuk Seri Zurainah Binti Musa	-	352.5	30.0	30.0	46.5	459.0
Nerine Tan Sheik Ping	-	-	-	-	-	-
Derek Chin Chee Seng <sup>c</sup>	-	-	-	-	-	-
<b>Non-Executive</b>						
Chan Kien Sing <sup>d</sup>	41.5	-	7.5	10.0	9.0	68.0
Datuk Robert Yong Kuen Loke	90.0	-	-	-	33.0	123.0
Dr Jayanthi Naidu G. Danasamy	90.0	-	-	-	28.0	118.0
Penelope Gan Paik Ling	90.0	-	-	-	28.0	118.0
Datin Seri Sunita Mei-Lin Rajakumar <sup>e</sup>	7.5	-	-	-	-	7.5

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

	RM'000					
	Fees	Salaries	Bonus	Benefits in-kind	Other Emoluments	Total
<b>Non-Executive</b>						
Dato' Hisham Bin Othman <sup>e</sup>	7.5	-	-	-	-	7.5
Dato' Leong Kwei Chun <sup>e</sup>	7.5	-	-	-	-	7.5
Norlela Binti Baharudin <sup>e</sup>	7.5	-	-	-	-	7.5
Tan Peng Lam <sup>e</sup>	7.5	-	-	-	-	7.5
	<b>349.0</b>	<b>1,469.5</b>	<b>72.0</b>	<b>116.5</b>	<b>375.0</b>	<b>2,382.0</b>

## Group

	RM'000					
	Fees	Salaries	Bonus	Benefits in-kind	Other Emoluments	Total
<b>Executive</b>						
Tan Sri Dato' Seri Vincent Tan Chee Yioun	-	17,250.0	-	323.0	2,588.0	20,161.0
Dato' Sri Robin Tan Yeong Ching	19.0	2,776.0	241.0	234.0	3,336.0	6,606.0
Abdul Jalil Bin Abdul Rasheed <sup>a</sup>	45.5	703.0	-	29.0	145.5	923.0
Vivienne Cheng Chi Fan	-	1,714.0	146.0	28.0	355.0	2,243.0
Dato' Sri Azlan Meah Bin Hj Ahmed Meah <sup>b</sup>	-	522.5	48.0	19.5	271.5	861.5
Datuk Seri Zurainah Binti Musa	-	1,081.0	92.0	30.0	142.0	1,345.0
Nerine Tan Sheik Ping	-	1,547.0	195.0	13.0	210.0	1,965.0
Derek Chin Chee Seng <sup>c</sup>	-	264.0	24.0	13.0	55.0	356.0
<b>Non-Executive</b>						
Chan Kien Sing <sup>d</sup>	88.0	-	28.0	16.0	175.0	307.0
Datuk Robert Yong Kuen Loke	254.0	-	13.0	13.0	248.0	528.0
Dr Jayanthi Naidu G. Danasamy	90.0	-	-	-	28.0	118.0
Penelope Gan Paik Ling	90.0	-	-	-	28.0	118.0
Datin Seri Sunita Mei-Lin Rajakumar <sup>e</sup>	7.5	-	-	-	-	7.5
Dato' Hisham Bin Othman <sup>e</sup>	7.5	-	-	-	-	7.5
Dato' Leong Kwei Chun <sup>e</sup>	7.5	-	-	-	-	7.5
Norlela Binti Baharudin <sup>e</sup>	7.5	-	-	-	-	7.5
Tan Peng Lam <sup>e</sup>	7.5	-	-	-	-	7.5
	<b>624.0</b>	<b>25,857.5</b>	<b>787.0</b>	<b>718.5</b>	<b>7,582.0</b>	<b>35,569.0</b>

### Notes:-

- <sup>a</sup> During the FYE 2021, Abdul Jalil Bin Abdul Rasheed was appointed as a Director and Chief Executive Officer of the Company on 16 March 2021.
- <sup>b</sup> During the FYE 2021, Dato' Sri Azlan Meah Bin Hj Ahmed Meah was passed away on 6 February 2021.
- <sup>c</sup> During the FYE 2021, Derek Chin Chee Seng was appointed as a Director on 16 December 2020 and subsequently resigned as a Director on 1 June 2021.
- <sup>d</sup> During the FYE 2021, Chan Kien Sing has retired as a Director at the conclusion of the Company's AGM held on 16 December 2020.
- <sup>e</sup> During the FYE 2021, Datin Seri Sunita Mei-Lin Rajakumar, Dato' Hisham Bin Othman, Dato' Leong Kwei Chun, Norlela Binti Baharudin and Tan Peng Lam were appointed as the Independent Non-Executive Directors of the Company on 1 June 2021.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## b) The remuneration of top five (5) Key Senior Management in bands of RM50,000 on an aggregate basis

The number of top five (5) Key Senior Management and their total remuneration from the Group are categorised into the various bands as follows:-

		Number of Key Senior Management
RM850,001	- RM900,000	1
RM950,001	- RM1,000,000	1
RM1,700,001	- RM1,750,000	1
RM1,850,001	- RM1,900,000	1
RM1,900,001	- RM1,950,000	1
		<b>5</b>

Although the MCCG has recommended that the Company should disclose on a named basis, the detailed remuneration of the top five (5) Key Senior Management, the Board has opined that it is inappropriate to make such disclosure on the remuneration of the Key Senior Management due to sensitivity of the remuneration package, privacy, security and issue of staff poaching.

## PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

### Audit Committee

The Audit Committee ("AC") is established by the Board and comprises six (6) members, all of whom are Independent Non-Executive Directors. The members of AC are as follows:-

Datuk Robert Yong Kuen Loke	-	Chairman/Senior Independent Non-Executive Director
Dr Jayanthi Naidu G. Danasamy	-	Member/ Independent Non-Executive Director
Penelope Gan Paik Ling	-	Member/ Independent Non-Executive Director
Dato' Hisham Bin Othman *	-	Member/ Independent Non-Executive Director
Norlela Binti Baharudin *	-	Member/ Independent Non-Executive Director
Tan Peng Lam *	-	Member/ Independent Non-Executive Director

#### Note:-

\* Subsequent to the FYE 2021, Dato' Hisham Bin Othman, Puan Norlela Binti Baharudin and Mr Tan Peng Lam were appointed as members of AC on 14 July 2021.

The Chairman of AC is appointed by the Board and is not the Chairman of the Board. The composition, authority as well as the duties and responsibilities of the AC are set out in its TOR approved by the Board and is available on the Company's website at [www.berjaya.com](http://www.berjaya.com).

Collectively, the members of the AC possess a mix of skills, knowledge and experience to enable them to discharge their duties and responsibilities pursuant to the TOR of the AC. In addition, the AC members are financially literate and are able to understand, analyse and challenge matters under the purview of the AC including the financial reporting process.

The Board is assisted by the AC to oversee the Group's and Company's financial reporting process and the quality of financial reporting and to ensure that the financial statements comply with the provisions of the CA 2016 and the applicable Malaysian Financial Reporting Standards in Malaysia and International Financial Reporting Standards.

In presenting the annual audited financial statements to the shareholders, the Board takes responsibility to present a balanced and meaningful assessment of the Group's and Company's financial performance and prospects and ensures that the financial statements are prepared in accordance with the provisions of the CA 2016, applicable Malaysian Financial Reporting Standards in Malaysia and International Financial Reporting Standards so as to present a true and fair view of the financial position, financial performance and cash flows of the Group and Company. The Financial Statements are also reviewed and recommended by the AC for Board's approval.



# CORPORATE GOVERNANCE OVERVIEW STATEMENT

A statement by the Directors of their responsibilities in the preparation of financial statements is set out in the ensuing section.

In addition, the AC reviews the annual financial statements and quarterly financial results before they are submitted to the Board for approval.

Besides overseeing the Group's accounting and financial reporting process, AC is also responsible to assist the Board to review the nature, scope and results of the external audit, its cost effectiveness and the independence and objectivity of the external auditors, to oversee and monitor the Group internal audit functions, review any related party transactions, oversee recurrent related party transactions, risk management activities and other activities such as governance matters. An AC Report detailing its composition and a summary of activities during the financial year is set out on pages 86 to 91 of this Annual Report.

The performance of the AC is reviewed annually by the Nomination Committee. The evaluation covered aspects such as the members' financial literacy levels, its quality and composition, skills and competencies and the conduct and administration of the AC meetings.

Based on the evaluation, the Nomination Committee concluded that the AC has been effective in its performance and has carried out its duties in accordance with its TOR during the FYE 2021.

## **Assessment of External Auditors**

The Board maintains a transparent and professional relationship with the External Auditors through the AC. Under the existing practice, the AC invites External Auditors to attend its meetings at least twice a year to discuss their audit plan and their audit findings on the Company's yearly financial statements. In addition, the AC also have private meetings with the External Auditors without the presence of the Chief Financial Officer and Senior Management to enable exchange of views on issues requiring attention.

The AC has adopted an External Auditors Policy ("EA Policy") which outlines the policies and procedures for the AC to govern the assessment and to monitor the External Auditors. The EA Policy covers, among others, the appointment of External Auditors, assessment of External Auditors, independence of External Auditors, non-audit services including the need to obtain approvals from the Chief Financial Officer (if any)/ Executive Director/ Head of Group Accounts or the AC for non-audit work up to a certain threshold and the annual reporting and rotation of the External Audit Engagement Partner. In addition, the EA Policy also included a requirement for a former audit partner to observe a cooling-off period of at least two (2) years before they can be considered for appointment as a member of the AC and/or the Board.

The Board has delegated to the AC to perform an annual assessment on the quality of the audit which encompassed the performance and calibre of the External Auditors and their independence, objectivity and professionalism. The assessment process involves identifying the areas of assessment, setting the minimum standards and devising tools to obtain the relevant data. The areas of assessment include among others, the External Auditors' calibre, quality processes, audit team, audit scope, audit communication, audit governance and independence as well as the audit fees. Assessment questionnaires were used as a tool to obtain input from the Company's personnel who had constant contact with the external audit team throughout the year.

To support the AC's assessment of their independence, the External Auditors will provide the AC with a written assurance confirming their independence throughout the conduct of the audit engagement in accordance with the relevant professional and regulatory requirements. The External Auditors are required to declare their independence annually to the AC as specified in the By-Laws issued by the Malaysian Institute of Accountants and the International Code of Ethics for Professional Accountants. The External Auditors have included such declaration in the annual audit plan presented to the AC of the Company.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

During the FYE 2021, the amount of statutory audit and non-audit fees paid/payable to the External Auditors by the Company and the Group respectively for the financial FYE 2021 were as follows:-

	Company		Group	
	FYE 2021 RM'000	FYE 2020 RM'000	FYE 2021 RM'000	FYE 2020 RM'000
Statutory audit fees paid/payable to:-				
- Ernst & Young PLT (“EY”) Malaysia	520	520	4,166	4,532
- Affiliates of EY Malaysia	105	105	1,348	1,471
<b>Total (a)</b>	<b>625</b>	<b>625</b>	<b>5,514</b>	<b>6,003</b>
Non-audit fees paid/payable to:-				
- EY Malaysia	12	12	698	681
<b>Total (b)</b>	<b>12</b>	<b>12</b>	<b>698</b>	<b>681</b>
<b>% of non-audit fees (b/a)</b>	<b>2</b>	<b>2</b>	<b>13</b>	<b>11</b>

In considering the nature and scope of non-audit fees, the AC was satisfied that they were not likely to create any conflict or impair the independence and objectivity of the External Auditors.

Upon completion of the assessment, the AC will make recommendation for re-appointment of the External Auditors to the Board. The proposed appointment will be subject to shareholders’ approval at the AGM.

The details of the AC’s functions are set out in the AC Report on pages 86 to 91 of this Annual Report.

## Risk Management and Internal Control Framework

The Board is responsible for the Group’s risk management framework and system of internal control and for reviewing their adequacy and integrity. Accordingly, the Directors are required to ensure that an effective system of internal control, which provides reasonable assessment of effective and efficient operations, internal financial controls and compliance with laws and regulations as well as with internal procedures and guidelines, are in place within the Group.

While acknowledging their responsibility for the system of internal control, the Directors are aware that such a system is designed to manage rather than eliminate risks and therefore cannot provide an absolute assurance against material misstatement or loss.

To assist the Board in maintaining a sound system of internal control for the purposes of safeguarding the Company’s assets and the shareholders’ investments, the Group has in place, an adequately resourced internal audit department. The activities of this department which reports regularly to the AC provides the Board with much of the assurance it requires regarding the adequacy and integrity of the system of internal control. As proper risk management is a significant component of a sound system of internal control, the Group has also put in place risk management process to help the Board in identifying, evaluating and managing risks. The implementation and maintenance of the risk management process is carried out by the Risk Management Committee (“RMC”) of the Group.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Risk Management Committee currently comprises a majority of Independent Directors as follows:-

Datuk Robert Yong Kuen Loke	-	Chairman/ Senior Independent Non-Executive Director
Vivienne Cheng Chi Fan	-	Member/ Executive Director
Dr Jayanthi Naidu G. Danasamy	-	Member/ Independent Non-Executive Director
Penelope Gan Paik Ling	-	Member/ Independent Non-Executive Director
Datin Seri Sunita Mei-Lin Rajakumar	-	Member/ Independent Non-Executive Director
Dato' Hisham Bin Othman	-	Member/ Independent Non-Executive Director
Dato' Leong Kwei Chun	-	Member/ Independent Non-Executive Director

**Note:-**

Subsequent to the FYE 2021, Datin Seri Sunita Mei-Lin Rajakumar, Dato' Hisham Bin Othman and Dato' Leong Kwei Chun were appointed as members of RMC on 14 July 2021 while Nerine Tan Sheik Ping has resigned as a member of RMC on 20 October 2021.

A Statement on Risk Management and Internal Control of the Group which provides an overview of the state of internal controls within the Group is set out on pages 83 to 85 of the Annual Report.

## PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

### Communication with Stakeholders

The Company strives to maintain an open and transparent channel of communication with its shareholders, institutional investors, analysts and the public at large with the objective of providing as clear and complete a picture of the Group's performance and financial position as possible. The provision of timely information is important to the shareholders and investors for informed decision making. However, whilst the Company endeavours to provide as much information as possible to its shareholders, it is mindful of the legal and regulatory framework governing the release of material and price-sensitive information.

Currently, the Company's various channels of communications are through the quarterly announcements on financial results to Bursa Securities, relevant announcements and circulars, general meetings of shareholders and through the Company's website at [www.berjaya.com](http://www.berjaya.com) where shareholders can have easy access to the Company's corporate information such as the Board Charter, TOR of the Board Committees, Company Policies, annual reports, press releases, financial information, Company announcements of the Company.

The above channels of communication will help to enhance stakeholders' understanding of the business and operations of the Group and to make informed investment decisions.

### Conduct of General Meetings

The Company's AGM remains the principal forum for dialogue with private and institutional shareholders and aims to ensure that the AGM provides an important opportunity for effective communication with and constructive feedback from the Company's shareholders. At each AGM, the Board presents the progress and performance of the Company's businesses and shareholders are encouraged to participate in the proceedings and question and answer session and thereafter to vote on all resolutions. The External Auditors are also present to provide professional and independent clarification on issues and concerns raised by the shareholders in connection with the Audited Financial Statements.

The Chairman, the Deputy Chairman, the Chief Executive Officer and the Chief Financial Officer will respond to shareholders' questions at the AGM. The Executive Directors and other Directors will also respond when required.

The Company despatches its notice of meeting at least twenty-eight (28) days before the AGM together with a copy of an Administrative Guide to the shareholders of the Company. The Company's Annual Report and Circular to Shareholders can be viewed and downloaded from the website of the Company and Bursa Malaysia Securities Berhad at [www.berjaya.com](http://www.berjaya.com) and [www.bursamalaysia.com](http://www.bursamalaysia.com) respectively.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The additional time given to shareholders allows them to make the necessary arrangements to attend and participate in person or through corporate representatives, proxy or attorneys. More importantly, it enables the shareholders to consider the resolutions and make an informed decision in exercising their voting rights at the general meeting. Each item of special business included in the Notice of AGM is accompanied by a brief explanatory statement on the proposed resolution to facilitate a better understanding and evaluation of issues involved.

The shareholders present at the general meetings are given sufficient time and opportunity to participate in the question and answer sessions with regard to the proposed resolutions, the Group's financial performance and operations.

The Directors (except Dato' Sri Azlan Meah Bin Hj Ahmed Meah who was on medical leave during the last AGM) and all members of the Board Committees, Chief Financial Officer, the Management team of the Group and the External Auditors were in attendance at the AGM and provided meaningful response to Shareholders' queries during the meeting.

## **Poll Voting**

Pursuant to Clause 82 of the Constitution of the Company and Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities, the Company is required to ensure that all resolutions set out in the notice of general meetings are voted by poll.

At the Company's previous AGM held on 16 December 2020, all the resolutions passed by the shareholders at the said AGM were voted by way of a poll. In view of the COVID-19 pandemic, the Company had leveraged on technology by conducting the Company's forthcoming AGM on a fully virtual basis through live streaming from the broadcast venue and online remote voting using the Remote Participation and Voting facilities ("RPV Facilities") provided by the Poll Administrator of the Company, SS E Solutions Sdn Bhd via Securities Services ePortal's platform at <https://sshbsb.net.my/>. Shareholders who registered for remote participation via Securities Services e-Portal joined the live streaming of the proceedings of the AGM and posed questions to the Board via real time submission of typed texts and also casted their votes online via RPV Facilities.

The Administrative Guide for the AGM with detailed registration and voting procedures were distributed to shareholders. The Company had appointed SS E Solutions Sdn Bhd as poll administrators to conduct the polling process on all resolutions tabled at the AGM and Commercial Quest Sdn Bhd as the independent scrutineers to verify the poll results. The independent scrutineers announced the poll results of the AGM with details on the number of votes cast for and against for each resolution together with the respective percentages which were simultaneously displayed on the screen. The poll results were also announced to Bursa Securities on the same day by the Company. The minutes of the AGM are also available on the Company's website after they were confirmed and signed by the Chairman of the AGM.

This CG Overview Statement was approved by the Board of Directors of the Company on 20 October 2021.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## INTRODUCTION

The Board of Directors (“the Board”) of Berjaya Corporation Berhad (“BCorp” or “the Group”) is committed to maintaining a sound system of risk management and internal controls to provide for a platform for Group’s business objectives to be achieved. The Board sets out below the nature and scope of the risk management and internal controls of the Group.

## RESPONSIBILITY

The Board of BCorp recognises that the Board is responsible for the Group’s system of internal control and for reviewing its adequacy and integrity. The Board’s responsibility in relation to the system of internal control extends to all subsidiaries of the Group.

The Group’s system of internal control is designed to manage the principal business risks that may impede the Group from achieving its business objectives. Due to the limitations that are inherent in any system of internal control, the Group’s internal control system cannot completely eliminate the risk of failure to achieve its business objectives. The system can only provide reasonable assurance against material misstatement or loss.

The Board has undertaken a review of the adequacy and effectiveness of the risk management and internal control system and concluded that the risk management and internal control system is adequate and effective. Further, the Board has obtained assurance from the Chief Executive Officer and Chief Financial Officer that the Group’s risk management and internal control system is operating adequately and effectively, in all material aspects.

## MANAGEMENT STYLE AND CONTROL CONSCIOUSNESS

The Group is involved in various business interests. These business interests are operated by the subsidiaries of the Group. Management of the day-to-day affairs of the Group’s various subsidiaries are assigned to local management, comprising Managing Directors / Chief Executive Officers / Executive Directors of the main operating companies, who are accountable for the conduct and performance of their subsidiaries within agreed business strategies. Local management sits at various management and operations meetings, and review financial and operations reports, in order to monitor the performance and profitability of the business of their respective subsidiaries. Paramount to this process is the role played by the Group’s Executive Directors and senior management personnel who, by virtue of their presence on the Boards of both listed and unlisted subsidiaries of the Group, supervise the subsidiaries’ activities, and regularly update the Boards of the respective listed and unlisted subsidiaries of the Group.

The Group also prides itself with its ‘open-door’ and ‘hands-on’ approach, practised by the Executive Directors, senior management and executives of the Group. This culture allows for any matters arising to be promptly and efficiently dealt with, drawing from the experience and knowledge of employees throughout the Group.

The above monitoring and reporting processes present the platform for the timely identification of the Group’s principal business risks, as well as systems to manage them. The Group also has in place various support functions, such as secretarial, legal, tax, treasury, human resource, communication, procuring, investing, strategy, digital, accounting and internal auditing, and these support functions are centralised at BCorp. The centralisation of the support functions is intended to maintain consistency in the setting and application of policies and procedures relating to these functions, and reduce duplication of efforts, thereby providing synergy to the Group.

The Board does not regularly review the internal control system of its associated companies and joint ventures, as the Board does not have any direct control over their operations. The Group’s interests are served through representations on the boards of the respective associated companies and joint ventures and the review of their management accounts, and enquiries thereon. These representatives also provide the Board with information and timely decision-making on the continuity of the Group’s investments based on the performance of the associated companies and joint ventures.

## INTERNAL CONTROL PROCESSES

The key aspects of the internal control process are as follows:

- The business units identify the areas of control relevant to their business, design the internal control procedures and document the procedures in manuals.
- The internal auditors of the Group establish the annual audit plan and table the plan to the Audit Committee (“AC”) for approval.
- The internal auditors perform the audit and present their audit reports to the AC, highlighting any shortcomings by the business units in implementing the controls and the remedial procedures implemented by the business units.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## ASSURANCE MECHANISM

The Board has assigned the AC with the duty of reviewing and monitoring the effectiveness of the Group's system of internal control. The AC receives reports from the internal auditors.

The internal auditors of the Group furnish the AC with reports from visits conducted at various unlisted subsidiaries. The internal audit of the subsidiaries and business units of the respective listed subsidiaries are conducted regularly and the internal audit reports are presented directly to the ACs of the respective listed subsidiaries.

The Board also reviews the minutes of the meetings of the AC. The Report of the AC is set out on Pages 86 to 91 of the Annual Report.

## KEY FEATURES OF THE INTERNAL CONTROL SYSTEM

The Group has an extensive system of internal control that enables the management to ensure that established policies, guidelines and procedures are followed and complied with. Some key features of BCorp's system of internal control, include:

1. Clear organisation structure with delineated reporting lines
2. Defined levels of authority
3. Capable workforce with ongoing training efforts
4. Centralised human resource function which outlines procedures for recruitment, training, appraisal and the reward system
5. Timely financial and operations reports
6. Scheduled operations and management meetings
7. Centralised procurement function that ensures approval procedures are adhered to, as well as to leverage on the Group's purchasing power
8. Payment functions controlled at Head office
9. Regular visits to the operating units of the Group's businesses by the Executive Directors and senior management personnel
10. Independent assurance on the system of internal control from regular internal audit visits

## WHISTLEBLOWING POLICY

The Group has a whistleblowing policy, which provides an avenue for employees, third party service providers, independent contractors, vendors and suppliers and members of the public to raise genuine concerns, disclose alleged, suspected or actual wrongdoings or known improper conduct on a confidential basis without fear of any form of victimization, harassment, retribution or retaliation. The whistleblowing policy is published on the Company's website.

## ANTI-BRIBERY AND CORRUPTION POLICY

In response to Section 17A of the Malaysian Anti-Corruption Commission Act 2009, the Group has established its Anti-Bribery and Corruption Policy, titled Adequate Procedures To Curb and Prevent Bribery and Corruption - T.R.U.S.T. Concept. The Group and affiliated companies strictly adopt a zero-tolerance policy approach against all forms of bribery and corruption in its daily operations, and take all reasonable and appropriate measures to ensure that all its directors and employees are committed to act professionally and with integrity in all their business dealings and not participate in any corrupt activities for its advantage or benefit.

The Adequate Procedures To Curb and Prevent Bribery and Corruption - T.R.U.S.T. Concept is published on the Company's website.

## RISK MANAGEMENT

In line with the Malaysian Code of Corporate Governance, and as part of the Company's plans to further enhance the Group's system of internal control, it has established a Risk Management Committee ("RMC"). The Board entrusts the RMC with the overall responsibility to regularly review and monitor the risk management activities of the Group, in accordance with the Internal Control Guidance, and to approve appropriate risk management procedures and measurement methodologies. The members of the RMC are Datuk Robert Yong Kuen Loke (Chairman), Vivienne Cheng Chi Fan, Dr Jayanthi Naidu G. Danasamy, Penelope Gan Paik Ling, Dato' Leong Kwei Chun, Dato' Hisham Bin Othman and Datin Seri Sunita Mei-Lin Rajakumar.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

The RMC terms of reference include, inter alia:

- To ensure that the strategic context of the risk management strategy is complete
- To determine the overall risk management processes
- To ensure that the short and long term risk management strategy, framework and methodology are implemented and consistently applied by all business units
- To ensure that risk management processes are integrated into all core business processes
- To establish risk reporting mechanism
- To ensure alignment and coordination of assurance activity across the organisation
- To act as steering committee for the group wide risk management programme

For the financial year ended 30 June 2021, the RMC held four meetings where it reviewed and evaluated the Group's T.R.U.S.T. Concept (i.e. Adequate Procedures To Curb and Prevent Bribery and Corruption, in compliance with Section 17A of the Malaysian Anti-Corruption Commission Act 2009), the adequacy of risk management activities of various unlisted operating subsidiary companies (i.e. Stephen Properties Sdn Bhd, Stephens Properties Management Corporation Sdn Bhd, Golden Works (M) Sdn Bhd, BLoyalty Sdn Bhd, JL Morison (Malaya) Sdn Bhd, Country Farms Sdn Bhd, Boluo Longxi Pengfa Water Supply Co Ltd, Boluo Longxi Zhiwang Water Supply Co Ltd and Boluo Longxi Water Supply Co Ltd), and recommended certain measures to be adopted to mitigate their business risk exposures.

## RISK MANAGEMENT PROCESS

The key aspects of the risk management process are as follows:

- The business units are required to identify the risks relevant to their businesses.
- The risks are then assessed based on the probability of their occurrence and are evaluated as Low, Medium or High. The level of residual risk is determined after evaluating the effectiveness of controls and mitigating measures.
- The business units develop control procedures or action plans to either prevent the occurrence or reduce the impact upon its occurrence.
- The business units are required to update their risk profiles and review their processes in monitoring the risks periodically.
- On a quarterly basis, the business units are required to prepare a report summarising the significant risks and status of action plan. Selected reports will be submitted to the RMC for review and deliberation.

## REVIEW BY EXTERNAL AUDITORS

The external auditors have performed limited assurance procedures on the Statement on Risk Management and Internal Control ("SRMIC") pursuant to the scope set out in Audit and Assurance Practice Guide ("AAPG") 3, Guidance for Auditors on Engagements to Report on the SRMIC included in the Annual Report issued by the Malaysian Institute of Accountants, for the year ended 30 June 2021, and reported to the Board that nothing has come to their attention that causes them to believe the SRMIC intended to be included in the Annual Report is not prepared, in all material respects, in accordance with the disclosures required by paragraphs 41 and 42 of the SRMIC: Guidelines for Directors of Listed Issuers, nor is the SRMIC factually inaccurate. AAPG 3 does not require the auditors to consider whether the Directors' SRMIC covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control system including the assessment and opinion by the Directors and management thereon. The report from the external auditors was made solely to the Board in connection with their compliance with the Listing Requirements of Bursa Malaysia and for no other purposes or parties. The external auditors do not assume responsibility to any person other than the Board in respect of any aspect of this report.

## CONCLUSION

The Board remains committed towards operating a sound system of internal control and recognises the need for the system to continuously evolve to support the types of businesses and size of operations of the Group. The Board, in striving for continuous improvement will put in place appropriate action plans, when necessary, to further enhance the Group's system of internal control.

The system of internal control was satisfactory and has not resulted in any material losses, contingencies or uncertainties that would require disclosure in the Group's Annual Report.

# AUDIT COMMITTEE REPORT

The Board of Directors of Berjaya Corporation Berhad (“BCorporation”) is pleased to present the report of the Audit Committee for the financial year ended 30 June 2021.

## AUDIT COMMITTEE MEMBERS AND MEETING ATTENDANCES

The members of the Audit Committee (“AC”) during the financial year ended 30 June 2021 and up to the date of this AC report are as follows:-

Datuk Robert Yong Kuen Loke  
*Chairman/Senior Independent Non-Executive Director*

Dr Jayanthi Naidu G. Danasamy  
*Member/Independent Non-Executive Director*

Penelope Gan Paik Ling  
*Member/Independent Non-Executive Director*

Dato’ Hisham Bin Othman  
*Member/Independent Non-Executive Director*

Norlela Binti Baharudin  
*Member/Independent Non-Executive Director*

Tan Peng Lam  
*Member/Independent Non-Executive Director*

The AC held six (6) meetings during the financial year ended 30 June 2021. The details of attendance of the AC members are as follows:-

Name	Attendance
Datuk Robert Yong Kuen Loke	6/6
Dr Jayanthi Naidu G. Danasamy	6/6
Penelope Gan Paik Ling	6/6
Dato’ Hisham Bin Othman *	*
Norlela Binti Baharudin *	*
Tan Peng Lam *	*

\* Subsequent to the financial year ended 30 June 2021, Dato’ Hisham Bin Othman, Puan Norlela Binti Baharudin and Mr Tan Peng Lam were appointed as members of AC on 14 July 2021.

The AC meetings were convened with proper notices and agenda and these were distributed to all members of the AC with sufficient notification. The minutes of each of the AC meetings were recorded and tabled for confirmation at the next AC meeting and tabled at the Board meeting for the Directors’ review and notation.

The Head of Group Internal Audit, the Financial Advisor and Chief Financial Officer of the Company were invited to attend the AC meetings. The External Auditors were also invited to attend three (3) of these meetings and having private sessions with the AC members without the presence of executive Board members and the Management. In addition, the senior management of the relevant operations was also invited to provide clarification on the follow-up audit review and the adequacy on internal controls implemented to address those issues raised from the audit reports.



# AUDIT COMMITTEE REPORT

## SUMMARY OF ACTIVITIES AND WORK OF THE AUDIT COMMITTEE

The duties and responsibilities of the AC are set out in its Terms of Reference, a copy of which is available on the Company's website at [www.berjaya.com](http://www.berjaya.com).

In discharging its duties and responsibilities, the AC had undertaken the following activities and work during the financial year ended 30 June 2021:-

### 1) Financial Reporting

- (a) Reviewed the quarterly financial statements including the draft announcements pertaining thereto and made recommendations to the Board for approval of the same as follows:-

Date of Meetings	Review of Quarterly Financial Statements
27 August 2020	Fourth quarter results as well as the unaudited results of the Company and the Group for financial year ended 30 June 2020
22 October 2020	Draft statutory accounts of the Group for financial year ended 30 June 2020
26 November 2020	First quarter results for financial year ended 30 June 2021
25 February 2021	Second quarter results for financial year ended 30 June 2021
27 May 2021	Third quarter results for financial year ended 30 June 2021

The above review is to ensure that the Company's quarterly financial reporting and disclosures present a true and fair view of the Group's financial position and performance and are in compliance with Malaysian Financial Reporting Standard ("MFRS") 134 - Interim Financial Reporting Standards, requirements of the Companies Act 2016 and the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

- (b) Reviewed and made recommendations to the Board for approval in respect of the audited financial statements of the Company and the Group for the financial year ended 30 June 2020 at its meeting held on 22 October 2020 and to ensure that it presented a true and fair view of the Company's financial position and performance for the year and it is in compliance with all disclosure and regulatory requirements. Prior to that, the AC had reviewed the status report on the Audit Plan for financial year ended 30 June 2020 prepared by the External Auditors at the meeting held on 27 August 2020.
- (c) Considered and reviewed the integrity of information in the financial statements and quarterly reports, focus particularly on any changes in accounting policies and practices, significant adjustments resulting from the audit, going concern assumption, completeness of disclosures and compliance with applicable accounting standards.

### 2) External Audit

- (a) Evaluated the performance of the External Auditors for the financial year ended 30 June 2020 covering areas such as calibre of the audit firm, quality processes/performance, audit team, independent and objectivity, audit scope and planning, audit fees and audit communications with the External Auditors. The AC, having been satisfied with the independence, suitability and performance of Messrs Ernst & Young PLT ("EY"), recommended to the Board, the re-appointment of EY as External Auditors for the ensuing financial year of 30 June 2021 at its meeting held on 22 October 2020 for approval.
- (b) Discussed and considered the significant accounting adjustments and auditing issues arising from the interim audit as well as the final audit with the External Auditors. The AC also had a private discussion with the External Auditors on 22 October 2020 without the presence of Management to review the issues relating to complexity in consolidating various listed subsidiaries accounts, loan covenant and security coverage, appropriate procedures and policy to address corporate expenses to comply with Section 17A of Malaysian Anti-Corruption Commission (Amendment) Act 2018 and business performance of operating subsidiaries.
- (c) Reviewed with the External Auditors at the meeting held on 27 May 2021, their audit plan for the financial year ended 30 June 2021, outlining the accounting considerations of COVID-19 outbreak, audit plan, areas of audit emphasis, fraud considerations and the risk of management override, internal control considerations, EY digital audit, important updates on transfer pricing and other important tax related updates, appendices on auditors' independence, engagement letters for the year 2021 statutory audit and review of Directors' Statement on Risk Management and Internal Control, financial reporting developments, publications and areas of audit emphasis of significant subsidiary companies.

# AUDIT COMMITTEE REPORT

## 3) Internal Audit

- (a) Reviewed sixteen (16) Internal Audit reports on various non-listed operating subsidiaries of the Group that are involved in different activities such as:-
- (i) Online to Offline (O2O) engagement platform for merchants and brands to engage with potential customers.
  - (ii) To rent commercial grade digital screens with content management system and sell digital airtime advertisements.
  - (iii) Provision of logistics/transportation, warehousing and courier services.
  - (iv) Production of detergents for Cosway group.
  - (v) Trading of industrial cleaning/chemical products and equipment for hotels, resorts, clubs, laundries and restaurants.
  - (vi) Provision of business consultancy services for business analytics solutions and conducting training programs on business analytics.
  - (vii) Provision of software consultancy and services, focusing on businesses in Singapore and the Philippines.
  - (viii) Managing customers loyalty program known as B Infinite (formerly known as BCard), a Malaysia's lifestyle and brand focused reward program, partnering with merchants from various industries and businesses.
  - (ix) To act as a fund manager, investment advisor and manager of unit trust funds.
  - (x) Imports products (mainly food and beverage) for local distribution at 7-Eleven, supermarkets, grocery/convenient stores and etc.
  - (xi) General trading of computer stationeries and office stationeries, printing mainly for inter-companies.
  - (xii) Trading of thermal paper roll for Sports Toto Malaysia Sdn Bhd.
  - (xiii) Provision of full range of share registration services, printing and mailing services.
  - (xiv) Manage Berjaya University College (BUC), a niche university specialising in culinary arts and hospitality education.
  - (xv) Providing corporate training and non-academic programs.
  - (xvi) Manage Berjaya TVET College (BTVET) that provide technical and vocational education and trainings (TVET), focusing on practical-oriented effective learning for students and its quality of teaching and learning is assured by Jabatan Pembangunan Kemahiran (JPK), under Ministry of Human Resource.

The AC reviewed the Internal Audit reports which covered the following areas:-

- (1) Sales and Marketing, Product Development, Finance, Information Technology
- (2) Review of major operating expenses and capital expenditures
- (3) Operations, Fleet Management, Human Resource and Admin, Safety, Security and Health
- (4) Production, Quality Control, Machinery Maintenance, Purchasing, Inventory Management
- (5) Business Development, Projects
- (6) Compliance and Internal Audit functions
- (7) Supply Chain, Billing and Credit Control
- (8) Share Registration, Printing and Mailing Operations, EDP Operation
- (9) Admissions and Records, Exam and Awards, Student Services, Property Upkeep and Maintenance, Food and Beverage Operations, Government and External Liaison

The AC also reviewed the audit findings and recommendations to improve any weaknesses or non-compliance and the respective Management's responses thereto and the timeline taken by Management to ensure that the deficiencies are addressed promptly. The Internal Auditors monitored the implementation of Management's action plan on outstanding issues through follow up reports to ensure that all key risks and control weaknesses are being properly addressed.

- (b) Reviewed and approved the Internal Audit Plan for financial year ending 30 June 2022 to ensure there is adequate scope and comprehensive coverage over the activities of the non-listed operating subsidiaries in the Group and that all the risk areas are audited annually.

# AUDIT COMMITTEE REPORT

## 4) Recurrent Related Party Transactions

- (a) Reviewed the Circular to Shareholders in connection with the Recurrent Related Party Transactions (“RRPT”) that arose within the Group to ensure that the transactions are fair and reasonable to, and are not to the detriment of, the minority shareholders.

The framework set up for identifying and monitoring the RRPT includes inter-alia the following:-

- (i) The transactions prices are based on prevailing market rates/prices that are agreed upon under similar commercial terms for transactions with third parties, business practices and policies and on terms which are generally in line with industry norms;
- (ii) The related parties and interested Directors will be notified of the method and/or procedures of the RRPT for the Group;
- (iii) Records of the RRPT will be retained and compiled by the Group accountant for submission to the AC for review;
- (iv) The AC is to provide a statement that it has reviewed the terms of the RRPT to ensure that such transactions are undertaken based on terms not more favourable to the related parties than those generally available to the public, are not detrimental to the minority shareholders and are in the best interest of the Group;
- (v) The AC also reviewed the procedures and processes with regards to the RRPT on a half yearly basis to ensure that the transactions are within the approved mandate;
- (vi) Directors who have any interests in any RRPT shall abstain from Board deliberations and voting and will ensure that they and any person connected with them will also abstain from voting on the resolution(s) at the Extraordinary General Meeting or Annual General Meeting to be convened for the purpose; and
- (vii) Disclosures will be made in the annual report on the breakdown of the aggregate value of RRPT during the financial year, amongst others, based on the following information:-
  - (a) the type of the RRPT made; and
  - (b) the names of the related parties involved in each type of the RRPT made and their relationships with the Group.

## 5) Related Party Transactions

The AC also considered transactions with a related party and/or interested persons to ensure that such transactions are undertaken on an arm’s length basis, on normal commercial terms consistent with the Company’s business practices and policies, not prejudicial to the interests of the Company and its minority shareholders and on terms which are generally no more favourable to the related parties and/or interested persons (pursuant to Chapter 10 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad).

During the financial year, the AC had reviewed, the following Related Party Transactions, prior to their recommendation to the Board for approval and to make the relevant announcement thereof:-

- (a) Proposed subscription of fifty one (51) ordinary shares at RM1.00 each in Megah Berseri Sdn Bhd for a total cash consideration of RM51.00 by Berjaya Hills Resort Berhad, a wholly-owned subsidiary of the Company.
- (b) Proposed further acquisitions by the Company and/or its unlisted subsidiaries of such number of ordinary shares in 7-Eleven Malaysia Holdings Berhad (“SEM Shares”) within the next six (6) months in the open market and/or via direct business transaction for a total consideration of up to RM20.0 million.
- (c) Proposed acquisitions by the Company and/or its unlisted subsidiaries to acquire a further 10.0 million ordinary shares in Berjaya Food Berhad (“BFood Shares”) within the next twelve (12) months in the open market and/or via direct business transactions.
- (d) Proposed subscription of 6,120,000 new ordinary shares representing 51% stake in Berjaya Auto Alliance Sdn Bhd for a total subscription money of RM6,120,000.00 or at an issue price of RM1.00 as stipulated in the Subscription cum Shareholders’ Agreement to be entered into between the Company, Bermaz Auto Berhad, Tremendous Success Sdn Bhd and Cangkat Selasih Sdn Bhd.

# AUDIT COMMITTEE REPORT

- (e) Proposed disposal of certain Fixed Assets and Stocks for a total cash consideration of up to RM400,000.00 by Berjaya Pharmacy Retail Sdn Bhd, a 80%-owned subsidiary of the Company to Caring Pharmacy Sdn Bhd, an indirect 75%-owned subsidiary of 7-Eleven Malaysia Holdings Berhad.
- (f) Proposed disposal of 2.28 million ordinary shares in Jubli Mentari Sdn Bhd (“JMSB”) for a total cash consideration of RM4.56 million or at RM2.00 each per JMSB share by Berjaya Group Berhad, a wholly-owned subsidiary of the Company.
- (g) Proposed acquisition of two (2) ordinary shares in Gaia Ayer Sdn Bhd (formerly known as Gaia World Sdn Bhd) (“GASB”) for a total cash consideration of RM2.00 or at RM1.00 each per GASB share by the Company from Euvin Tan U-Liang and Syed Ali Shahul Hameed.

## 6) Other Activities

- (a) Reviewed and recommended to the Board for approval, the Audit Committee Report, Corporate Governance Report and Corporate Governance Overview Statement and Statement on Risk Management and Internal Control for inclusion in the 2020 Annual Report.
- (b) Assessed the adequacy of the scope, competency and performance of the internal audit function and its effectiveness of the audit processes for the financial year ended 30 June 2020.
- (c) Reviewed and assessed the financial literacy of the AC members for the financial year ended 30 June 2020.
- (d) Reviewed, discussed and took note of the new accounting standards and amendments that came into effect during the financial year and other regulatory requirements with the External Auditors and the Management and its impact on the Company’s financial statements.

In discharging the above duties and responsibilities of AC effectively, the AC had undertaken continuous professional development by having attended various seminars, training programs and conferences during the financial year. They were also briefed by the External Auditors of the latest accounting and audit standards applicable to the Group and topics on changes in regulatory environment. The list of training attended is disclosed in the Corporate Governance Overview Statement as set out in this Annual Report.

## SUMMARY OF WORK OF THE INTERNAL AUDIT FUNCTION

The Group has an established Internal Audit Division whose primary function is to assist the Audit Committee in discharging its duties and responsibilities. Their role is to provide the Committee with independent and objective reports on the adequacy and effectiveness of the governance, risk management and system of internal controls and procedures in the operating units within the Group and the extent of compliance with the Group’s established policies, procedures and guidelines, and also compliance with applicable laws, regulations, directives and other external enforced compliance requirements.

The Internal Audit’s activities are guided by the Group’s Internal Audit Charter and the Internal Audit Division adopts a risk-based approach focusing on high risk areas. All high risk activities in each auditable area are audited annually. The principal activity of the Internal Audit Division is to conduct regular and systematic review of the system of internal controls so as to provide reasonable assurance that the system continues to operate satisfactorily and effectively.

For the financial year under review, the Internal Audit Division conducted audit assignments on various operating units in the Group involved in logistic/transportation, warehousing and courier services, manufacturing/trading of industrial/household cleaning products, trading in imported food & beverage products, stationeries, printing and thermal paper rolls, business consultancy services and training programs for business analytics solutions, customer loyalty programme, share registration services, printing and mailing services, Berjaya University College and Berjaya TVET College, investment advisor, unit trust fund management, stock and share broking business, hire purchase, leasing and loan financing, property investment and management and direct selling business.

# AUDIT COMMITTEE REPORT

The activities undertaken by the Internal Audit Division during the financial year ended 30 June 2021 included the following:-

- (1) Tabled Internal Audit Plan for the Audit Committee's review and endorsement.
- (2) Reviewed the existing systems, controls and governance processes of various operating units within the Group.
- (3) Conducted audit reviews and evaluated risk exposures relating to the Group's governance process and system of internal controls on reliability and integrity of financial and operational information, safeguarding of assets, efficiency of operations, compliance with established policies and procedures and statutory requirements.
- (4) Provided recommendations to assist the various operating units and the Group in accomplishing its internal control requirements by suggesting improvements to the control processes.
- (5) Issued internal audit reports with opinion on the adequacy and operation effectiveness of the operating unit's governance, risk management and internal control processes, incorporating audit recommendations and management's responses in relation to audit findings on weaknesses in the systems and controls to the Audit Committee and the respective operations management.
- (6) Presented internal audit reports to the Audit Committee for review.
- (7) Followed up review to ensure that the agreed internal audit recommendations are effectively implemented.

The cost incurred for the Group's Internal Audit function in respect of the financial year ended 30 June 2021 was approximately RM2,459,994.00.

## TERMS OF REFERENCE OF AUDIT COMMITTEE

The Terms of Reference of the AC, which laid down its duties, is accessible via the Company's website at [www.berjaya.com](http://www.berjaya.com).

# STATEMENT OF DIRECTORS' RESPONSIBILITY IN RESPECT OF THE AUDITED FINANCIAL STATEMENTS

The directors are required by the Companies Act 2016 to prepare financial statements which give a true and fair view of the state of affairs of the Group and the Company at the end of each financial year and of their results and cash flows for the financial year then ended.

In preparing the financial statements, the directors have:

- adopted appropriate accounting policies and applied them consistently;
- made judgements and estimates that are reasonable;
- ensured that applicable accounting standards have been complied with; and
- applied the going concern basis.

The directors are responsible for ensuring that the Group and the Company keep proper accounting records, which disclose with reasonable accuracy on the financial position of the Group and of the Company, and which enable them to ensure that the financial statements comply with the provisions of the Companies Act 2016.

The directors are responsible for taking reasonable steps to safeguard the assets of the Group and the Company and to prevent and detect other irregularities.



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# FINANCIAL STATEMENTS

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# DIRECTORS' REPORT

## DIRECTORS' REPORT

The directors hereby present their report together with the audited financial statements of the Group and of the Company for the financial year ended 30 June 2021.

## PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding, provision of management services and lottery operations.

The principal activities of the subsidiary companies consist of:

- (i) Financial services;
- (ii) Marketing of consumer products and services;
- (iii) Motor trading and distribution and provision of after-sales services;
- (iv) Environmental and clean technology services;
- (v) Food and beverage;
- (vi) Property development and investment;
- (vii) Development and operation of hotels, resorts and other recreational activities;
- (viii) Gaming operations comprising lottery operations, Toto betting, provision of software support and development, manufacturing and distribution of computerised wagering and voting systems;
- (ix) Telecommunication and information technology related services, solutions and products; and
- (x) Investment holding and others.

## RESULTS

	<b>Group RM'000</b>	<b>Company RM'000</b>
Loss for the year	<u>(457,143)</u>	<u>(24,972)</u>
Attributable to:		
Owners of the parent	(459,630)	(24,972)
Non-controlling interests	<u>2,487</u>	<u>-</u>
	<u>(457,143)</u>	<u>(24,972)</u>

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

In the opinion of the directors, the results of the operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature other than as disclosed in Notes 33, 41 and 46 to the financial statements.



# DIRECTORS' REPORT

## DIVIDENDS

The dividend paid by the Company since 30 June 2020 was as follows:

	RM'000
<u>In respect of financial year ended 30 June 2020</u>	
First interim share dividend (equivalent to about 1.08 sen per share) of 4 treasury shares for every 100 ordinary shares held (amounting in total 194,949,937 treasury shares), credited into the entitled depositors' securities accounts of the shareholders maintained with Bursa Malaysia Depository Sdn Bhd on 15 October 2020	<u>52,851</u>

The Board does not recommend any final dividend for the current financial year ended 30 June 2021.

## DIRECTORS

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

Tan Sri Dato' Seri Vincent Tan Chee Yioun	
Dato' Sri Robin Tan Yeong Ching	
Abdul Jalil Bin Abdul Rasheed	(Appointed on 16 March 2021)
Nerine Tan Sheik Ping	
Vivienne Cheng Chi Fan	
Datuk Seri Zurainah Binti Musa	
Datuk Robert Yong Kuen Loke	
Dr. Jayanthi Naidu G. Danasamy	
Penelope Gan Paik Ling	
Dato' Leong Kwei Chun	(Appointed on 1 June 2021)
Dato' Hisham Bin Othman	(Appointed on 1 June 2021)
Datin Seri Sunita Mei-Lin Rajakumar	(Appointed on 1 June 2021)
Norlela Binti Baharudin	(Appointed on 1 June 2021)
Tan Peng Lam	(Appointed on 1 June 2021)
Chan Kien Sing	(Retired on 16 December 2020)
Dato' Sri Azlan Meah Bin Haji Ahmed Meah	(Deceased on 6 February 2021)
Derek Chin Chee Seng	(Appointed on 16 December 2020 and resigned on 1 June 2021)

The names of directors of subsidiary companies are set out in the respective subsidiary company's statutory accounts and the said information is deemed incorporated herein by such reference and made a part thereof.

## DIRECTORS' BENEFITS

Neither at the end of the financial year, nor at any time during that year, did there subsist any arrangement to which the Company was a party, whereby the directors might acquire benefits by means of acquisition of shares in or debentures of the Company or any other body corporate.

Since the end of the previous financial year, no director has received or become entitled to receive a benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable by the directors as shown in Note 34 to the financial statements) by reason of a contract made by the Company or a related corporation with any director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest, except as disclosed in Note 39 to the financial statements.

The Company maintained a Directors' and Officers' Liability Insurance in respect of any legal action taken against the directors and officers in the discharge of their duties while holding office for the Company and the Group. The total amount of insurance premium effected for any director and officer of the Company and of the Group as at the financial year end was RM381,988. The directors and officers shall not be indemnified by such insurance for any deliberate negligence, fraud, intentional breach of law or breach of trust proven against them.

# DIRECTORS' REPORT

## DIRECTORS' INTERESTS

According to the register of directors' shareholdings, the interests of directors in office at the end of the financial year in shares, warrants, options and debentures of the Company and its related corporations during the financial year were as follows:

	At 1.7.2020 or at date of appointment	Number of ordinary shares		
		Acquired	Disposed	At 30.6.2021
<b>The Company (or "BCorp")</b>				
Tan Sri Dato' Seri Vincent Tan Chee Yioun	1,189,800,000	40,610,000	40,000,000	1,317,372,298
		47,591,998 *	-	
		79,370,300 #	-	
(a) 8,604,910		344,196 *	14,000,000	14,949,106
		20,000,000 #	-	
Δ 1,382,653,754		128,690,598	408,001,032	1,181,013,463
		55,414,143 *	-	
		22,256,000 #	-	
Dato' Sri Robin Tan Yeong Ching	2,289,532	91,581 *	-	2,381,113
(a) 5,150		206 *	-	5,356
Δ 682,107,122		27,284,282 *	119,920,000	589,471,404
Abdul Jalil Bin Abdul Rasheed	-	181,571,000	-	181,571,000
Vivienne Cheng Chi Fan	12,360	494 *	-	12,854
Datuk Robert Yong Kuen Loke	1,051,545	42,061 *	-	1,093,606
Dato' Leong Kwei Chun	4,038	-	-	4,038
Datin Seri Sunita Mei-Lin Rajakumar	40,000	-	-	40,000

### Number of 5% Irredeemable Convertible Unsecured Loan Stocks 2012/2022 of RM1.00 nominal value each ("BCorp ICULS 2012/2022")

	At 1.7.2020	Acquired	Disposed/	At 30.6.2021
			Converted	
<b>The Company</b>				
Tan Sri Dato' Seri Vincent Tan Chee Yioun	176,028,565	-	79,370,300 #	96,658,265
(a) 82,016,849		-	31,091,000	30,925,849
		-	20,000,000 #	
Δ 119,076,700		22,256,000	23,506,000	95,570,700
		-	22,256,000 #	
Dato' Sri Robin Tan Yeong Ching	2,620,500	-	-	2,620,500
(a) 1,000		-	-	1,000
Δ 66,574,000		-	7,200,000	59,374,000
Nerine Tan Sheik Ping	132,000	-	-	132,000
Vivienne Cheng Chi Fan	2,000	-	-	2,000
Datuk Robert Yong Kuen Loke	2,516,508	-	-	2,516,508

# DIRECTORS' REPORT

## Number of 2% Irredeemable Convertible Unsecured Loan Stocks 2016/2026 of RM1.00 nominal value each

	At 1.7.2020	Acquired	Disposed	At 30.6.2021
<b>The Company</b>				
Tan Sri Dato' Seri Vincent Tan Chee Yioun	102,627,780	-	-	102,627,780

## Number of Warrants 2012/2022

	At 1.7.2020	Acquired	Disposed	At 30.6.2021
<b>The Company</b>				
Tan Sri Dato' Seri Vincent Tan Chee Yioun	211,082,731	-	-	211,082,731
(a)	1,500,000	-	-	1,500,000
Δ	156,303,500	2,029,000	7,912,400	150,420,100
Dato' Sri Robin Tan Yeong Ching	2,620,500	-	-	2,620,500
(a)	1,000	-	-	1,000
Δ	87,029,000	-	2,029,000	85,000,000
Vivienne Cheng Chi Fan	2,000	-	-	2,000
Datuk Robert Yong Kuen Loke	170,108	-	-	170,108

## Number of Warrants 2016/2026

	At 1.7.2020	Acquired	Disposed	At 30.6.2021
<b>The Company</b>				
Tan Sri Dato' Seri Vincent Tan Chee Yioun	353,135,340	-	-	353,135,340

### Subsidiary companies:

## Number of ordinary shares

	At 1.7.2020	Acquired	Disposed	At 30.6.2021
<b>Berjaya Land Berhad</b>				
Tan Sri Dato' Seri Vincent Tan Chee Yioun	95,532,000	1,910,000	-	97,442,000
Δ	4,161,722,872	202,800,000	214,952,500	4,149,570,372
Dato' Sri Robin Tan Yeong Ching	600,000	-	-	600,000
Δ	56,600,000	-	5,500,000	51,100,000
Nerine Tan Sheik Ping	2,000,000	-	-	2,000,000
Datuk Seri Zurainah Binti Musa	680,000	-	-	680,000
Datuk Robert Yong Kuen Loke	360,808	-	-	360,808

## Number of ordinary shares

	At 1.7.2020	Acquired	Disposed	At 30.6.2021
<b>Berjaya Sports Toto Berhad ("BToto")</b>				
Tan Sri Dato' Seri Vincent Tan Chee Yioun	10,305,641	103,054 **	-	10,408,695
Δ	645,228,182	12,365,001	7,005,800	657,034,948
		6,447,565 **	-	
Dato' Sri Robin Tan Yeong Ching	1,007,142	10,071 **	-	1,017,213
Datuk Robert Yong Kuen Loke	123,667	1,236 **	-	124,903
Penelope Gan Paik Ling	10,000	100 **	-	10,100

# DIRECTORS' REPORT

	Number of ordinary shares			
	At 1.7.2020	Acquired	Disposed	At 30.6.2021
<b>Berjaya Food Berhad</b>				
Tan Sri Dato' Seri Vincent Tan Chee Yioun	16,800,000	4,038,200	2,162,000	18,676,200
(a) 231,869,120	231,869,120	31,686,300	47,020,000	216,535,420
Dato' Sri Robin Tan Yeong Ching	2,714,000	72,000 <sup>^</sup>	-	2,786,000
Δ	-	2,930,900	-	2,930,900

	Number of ordinary shares under Employees' Share Scheme ("ESS")			
	At 1.7.2020	Granted	Exercised/ vested	At 30.6.2021
<b>Berjaya Food Berhad – ESS Options</b>				
Dato' Sri Robin Tan Yeong Ching	1,224,000	-	-	1,224,000
<b>Berjaya Food Berhad – ESS Shares</b>				
Dato' Sri Robin Tan Yeong Ching	162,000	-	72,000	90,000

	Number of ordinary shares			
	At 1.7.2020	Acquired	Disposed	At 30.6.2021
<b>REDtone Digital Berhad (formerly known as REDtone International Berhad)</b>				
Tan Sri Dato' Seri Vincent Tan Chee Yioun	7,000,000	-	-	7,000,000
Δ	404,914,692	12,500,000	12,500,000	404,914,692

## Notes:

- Δ Indirect interests pursuant to Section 8 of the Companies Act 2016.
- (a) Indirect interests pursuant to Section 59(11)(c) of the Companies Act 2016.
- \* Shares dividend distribution by BCorp on the basis of four (4) BCorp treasury shares for every one hundred (100) existing BCorp ordinary shares held on 15 October 2020.
- \*\* Shares dividend distribution by BToto on the basis of one (1) BToto treasury share for every one hundred (100) existing BToto ordinary shares held on 8 October 2020.
- # BCorp ICULS 2012/2022 conversion.
- ^ Shares arising from the vesting of Berjaya Food Berhad's ESS shares.

By virtue of his interests in the shares of BCorp, Tan Sri Dato' Seri Vincent Tan Chee Yioun is also deemed interested in the shares of all the subsidiary companies of the Company to the extent the Company has an interest.

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

## ISSUE OF SHARES

During the current financial year, the Company increased its issued and fully paid-up share capital from about RM5,017,956,000 to RM5,092,989,000 by way of the issuance of about 152,070,000 new ordinary shares pursuant to conversion of 152,070,000 BCorp ICULS 2012/2022.

# DIRECTORS' REPORT

## TREASURY SHARES

The number and carrying amount of treasury shares as at 30 June 2021 were as follows:

	Average price per share RM	No. of shares '000	Amount RM'000
Balance as at 30 June 2020	0.27	340,600	92,344
Distributed as share dividend	0.27	(194,950)	(52,851)
Acquisition of treasury shares	0.19	107,828	20,494
Total treasury shares as at 30 June 2021	0.24	253,478	59,987

As at 30 June 2021, the issued ordinary share capital of the Company with voting rights was about 5,113,516,000 (2020: 4,874,324,000) ordinary shares.

## OTHER STATUTORY INFORMATION

- (a) Before the statements of financial position and statements of profit or loss of the Group and of the Company were made out, the directors took reasonable steps:
- (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that all known bad debts have been written off and that adequate provision had been made for doubtful debts; and
  - (ii) to ensure that any current asset which was unlikely to realise its value as shown in the accounting records in the ordinary course of business had been written down to an amount which it might be expected so to realise.
- (b) At the date of this report, the directors are not aware of any circumstances which would render:
- (i) the amount written off for bad debts or the amount of provision for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; and
  - (ii) the values attributed to the current assets in the financial statements of the Group and of the Company misleading.
- (c) At the date of this report, the directors are not aware of any circumstances which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.
- (d) At the date of this report, the directors are not aware of any circumstances not otherwise dealt with in this report or financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading.
- (e) As at the date of this report, there does not exist:
- (i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or
  - (ii) any contingent liability of the Group or of the Company which has arisen since the end of the financial year.
- (f) In the opinion of the directors:
- (i) no contingent or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group or of the Company to meet their 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 affect substantially the results of the operations of the Group or of the Company for the financial year in which this report is made.

# DIRECTORS' REPORT

## SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

Significant events during the financial year are disclosed in Note 46 to the financial statements.

## SUBSEQUENT EVENTS

Significant events subsequent to the end of the financial year are disclosed in Note 47 to the financial statements.

## AUDITORS

The auditors of the Company, Ernst & Young PLT, have expressed their willingness to continue in office.

The remuneration of the auditors of the Company and the other auditors of the Group are disclosed in Note 33 to the financial statements.

To the extent permitted by law, the Company has agreed to indemnify its auditors, Ernst & Young PLT, as part of the terms of its audit engagement against claims by third parties arising from the audit. No payment has been made to indemnify Ernst & Young PLT during the financial year and since the end of the financial year.

Signed on behalf of the Board in accordance with a resolution of the directors dated 26 October 2021

TAN SRI DATO' SERI VINCENT TAN CHEE YIOUN

ABDUL JALIL BIN ABDUL RASHEED

# STATEMENT BY DIRECTORS

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

We, TAN SRI DATO' SERI VINCENT TAN CHEE YIOUN and ABDUL JALIL BIN ABDUL RASHEED, being two of the directors of BERJAYA CORPORATION BERHAD, do hereby state that, in the opinion of the directors, the accompanying financial statements set out on pages 102 to 331 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 30 June 2021 and of the financial performance and the cash flows of the Group and of the Company for the financial year then ended.

Signed on behalf of the Board in accordance with a resolution of the directors dated 26 October 2021

TAN SRI DATO' SERI VINCENT TAN CHEE YIOUN

ABDUL JALIL BIN ABDUL RASHEED

# STATUTORY DECLARATION

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

I, ERNEST LAU LUB DING, being the officer primarily responsible for the financial management of BERJAYA CORPORATION BERHAD, do solemnly and sincerely declare that the accompanying financial statements set out on pages 102 to 331 are in my opinion correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the abovenamed )  
ERNEST LAU LUB DING at Kuala Lumpur in the Federal )  
Territory on 26 October 2021

) ERNEST LAU LUB DING  
MIA No.: 7788

Before me:

YM TENGKU FARIDDUDIN BIN TENGKU SULAIMAN  
(No. W533)

Commissioner for Oaths

Kuala Lumpur

# STATEMENTS OF FINANCIAL POSITION

AS AT 30 JUNE 2021

	Note	Group		Company	
		2021 RM'000	2020 RM'000 (Restated)	2021 RM'000	2020 RM'000
<b>ASSETS</b>					
<b>Non-current assets</b>					
Property, plant and equipment	3	3,139,768	3,172,281	101,185	125,114
Right-of-use assets	4	1,858,016	1,907,081	-	-
Investment properties	5	1,000,714	1,012,176	-	-
Inventories - land held for property development	6	2,238,064	2,165,351	-	-
Subsidiary companies	7	-	-	6,673,319	5,728,594
Associated companies	8	1,065,165	1,075,280	141,817	202,818
Joint ventures	9	134,777	114,018	-	-
Other investments	10	242,804	159,325	19,752	8,027
Other long term receivables	11	359,025	263,036	19,106	-
Retirement benefit assets	27	9,927	-	-	-
Intangible assets	12	4,879,130	4,993,190	92,870	99,968
Deferred tax assets	28	94,357	114,381	-	-
		<b>15,021,747</b>	<b>14,976,119</b>	<b>7,048,049</b>	<b>6,164,521</b>
<b>Current assets</b>					
Inventories - property development costs	6	107,556	67,447	-	-
Inventories - others	6	1,482,677	1,717,677	-	-
Contract cost assets	13	13,127	118,554	-	-
Trade and other receivables	14	1,862,808	1,986,478	854,816	1,666,081
Contract assets	15	129,026	62,280	-	-
Short term investments	16	64,345	78,439	-	-
Tax recoverable		50,071	85,502	8	205
Derivative assets	17	195	2,302	115	1,959
Deposits with financial institutions	18	556,767	494,946	10,319	26,247
Cash and bank balances	19	646,417	1,009,839	11,891	21,661
		<b>4,912,989</b>	<b>5,623,464</b>	<b>877,149</b>	<b>1,716,153</b>
Assets of disposal group/ Non-current assets classified as held for sale	20	187,768	841,379	-	-
		<b>5,100,757</b>	<b>6,464,843</b>	<b>877,149</b>	<b>1,716,153</b>
<b>TOTAL ASSETS</b>		<b>20,122,504</b>	<b>21,440,962</b>	<b>7,925,198</b>	<b>7,880,674</b>



# STATEMENTS OF FINANCIAL POSITION

AS AT 30 JUNE 2021

	Note	Group		Company	
		2021 RM'000	2020 RM'000 (Restated)	2021 RM'000	2020 RM'000
<b>EQUITY AND LIABILITIES</b>					
<b>Equity attributable to equity holders of the parent</b>					
Share capital	21	5,092,989	5,017,956	5,092,989	5,017,956
Equity component of irredeemable convertible unsecured loan stocks	22	242,657	306,739	242,657	306,739
Reserves	23	807,627	1,342,074	1,101,770	1,174,009
		6,143,273	6,666,769	6,437,416	6,498,704
Treasury shares	24	(59,987)	(92,344)	(59,987)	(92,344)
		6,083,286	6,574,425	6,377,429	6,406,360
Non-controlling interests		2,824,227	2,977,670	-	-
<b>Total equity</b>		<b>8,907,513</b>	<b>9,552,095</b>	<b>6,377,429</b>	<b>6,406,360</b>
<b>Non-current liabilities</b>					
Liability component of irredeemable convertible unsecured loan stocks	22	11,464	39,160	6,643	38,440
Long term borrowings	25	2,675,926	3,013,575	675,478	374,292
Lease liabilities	4	1,838,083	1,936,977	-	-
Other long term liabilities	26	157,987	97,509	61,140	75,698
Contract liabilities	15	205,673	224,814	-	-
Provisions	27	24,521	26,051	-	-
Deferred tax liabilities	28	1,243,762	1,318,801	3,676	8,208
Derivative liabilities	17	-	28,239	-	-
		6,157,416	6,685,126	746,937	496,638
<b>Current liabilities</b>					
Liability component of irredeemable convertible unsecured loan stocks	22	25,714	34,513	25,377	34,309
Trade and other payables	29	2,081,346	2,035,071	491,568	542,075
Contract liabilities	15	316,262	452,563	-	-
Provisions	27	7,904	7,466	-	-
Short term borrowings	30	2,349,735	2,299,650	275,355	395,063
Lease liabilities	4	228,154	222,907	-	-
Taxation		41,709	41,046	2,421	-
Derivative liabilities	17	6,751	6,992	6,111	6,229
		5,057,575	5,100,208	800,832	977,676
Liabilities directly associated with disposal groups classified as held for sale	20	-	103,533	-	-
		5,057,575	5,203,741	800,832	977,676
<b>Total liabilities</b>		<b>11,214,991</b>	<b>11,888,867</b>	<b>1,547,769</b>	<b>1,474,314</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>20,122,504</b>	<b>21,440,962</b>	<b>7,925,198</b>	<b>7,880,674</b>

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

# STATEMENTS OF PROFIT OR LOSS

FOR THE YEAR ENDED 30 JUNE 2021

	Note	Group		Company	
		2021 RM'000	2020 RM'000 (Restated)	2021 RM'000	2020 RM'000
Revenue	31	7,464,542	6,989,780	172,400	356,946
Cost of sales		(5,491,351)	(5,113,683)	(101,374)	(87,995)
<b>Gross profit</b>		<b>1,973,191</b>	<b>1,876,097</b>	<b>71,026</b>	<b>268,951</b>
Other income		398,853	1,122,884	86,556	69,398
Administrative expenses		(1,572,290)	(1,677,362)	(39,380)	(33,527)
Selling and distribution expenses		(346,656)	(421,148)	-	-
Other expenses		(361,807)	(348,663)	(46,995)	(33,313)
		91,291	551,808	71,207	271,509
Finance costs	32	(355,991)	(390,321)	(90,802)	(107,147)
Share of results of associates		(10,217)	3,583	-	-
Share of results of joint ventures		14,527	8,385	-	-
<b>(Loss)/Profit before tax</b>	33	<b>(260,390)</b>	<b>173,455</b>	<b>(19,595)</b>	<b>164,362</b>
Taxation	35	(196,753)	(236,347)	(5,377)	(6,122)
<b>(Loss)/Profit for the year</b>		<b>(457,143)</b>	<b>(62,892)</b>	<b>(24,972)</b>	<b>158,240</b>
<b>Attributable to:</b>					
Owners of the parent		(459,630)	(95,226)	(24,972)	158,240
Non-controlling interests		2,487	32,334	-	-
		<b>(457,143)</b>	<b>(62,892)</b>	<b>(24,972)</b>	<b>158,240</b>
Loss per share attributable to owners of the parent (sen)	36				
- Basic, for the year		(8.04)	(1.47)		
- Diluted, for the year		(8.04)	(1.47)		
Dividend per share (sen)					
- First interim share dividend	37			-	1.08

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

# STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2021

	Note	Group		Company	
		2021 RM'000	2020 RM'000 (Restated)	2021 RM'000	2020 RM'000
(Loss)/Profit for the year		(457,143)	(62,892)	(24,972)	158,240
Other comprehensive income:					
<u>Items that may be reclassified</u> <u>subsequently to profit or loss</u>					
Foreign currency translation		60,782	14,544	5,127	(5,406)
Foreign currency reserve transfer to profit or loss due to disposal of associated company		(3,343)	-	-	-
Foreign currency reserve transfer to profit or loss due to disposal/deemed disposal of subsidiaries		(81,437)	-	-	-
Share of associated companies' currency translation differences		(2,354)	-	-	-
<u>Items that will not be reclassified</u> <u>subsequently to profit or loss</u>					
Net changes in fair value reserve of investments classified as fair value through other comprehensive income ("FVTOCI")		23,493	(11,549)	457	(1,216)
Share of associated companies' changes in fair values of FVTOCI investments		(3,398)	(3,303)	-	-
Share of other comprehensive items of associates		(3,634)	21,650	-	-
Revaluation of land and buildings		559	(382)	-	-
Actuarial gain/(loss) recognised in defined benefit pension scheme		12,014	(4,657)	-	-
Tax effects relating to	35				
- Revaluation of land and buildings		(55)	(7)	-	-
- FVTOCI investment		13	(223)	-	-
- Defined benefit pension scheme		(2,987)	986	-	-
		(347)	17,059	5,584	(6,622)
<b>Total comprehensive income for the year</b>		<b>(457,490)</b>	<b>(45,833)</b>	<b>(19,388)</b>	<b>151,618</b>
<b>Attributable to:</b>					
- Owners of the parent		(493,101)	(86,467)	(19,388)	151,618
- Non-controlling interests		35,611	40,634	-	-
		<b>(457,490)</b>	<b>(45,833)</b>	<b>(19,388)</b>	<b>151,618</b>

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

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2021

GROUP	Attributable to the equity holders of the Company														
	Non-distributable														
	Share capital	ICULS - equity component #	FVTOCI reserves+	Reserve of disposal group classified as held for sale	Employees' share plan reserve	Warrant reserve <sup>A</sup>	Consolidation reserve	Fair value reserve	Capital reserves	Foreign currency translation reserves	Retained earnings	Treasury shares	Total	Non-controlling interests	Total equity
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 July 2020 (Restated)	5,017,956	306,739	(165,979)	51,404	2,215	258,797	(483,512)	67,514	222,664	22,886	1,366,085	(92,344)	6,574,425	2,977,670	9,552,095
Loss for the year	-	-	-	-	-	-	-	-	-	-	(459,630)	-	(459,630)	2,487	(457,143)
Other comprehensive income	-	-	13,826	(51,404)	-	-	142	504	(3,776)	4,207	3,030	-	(33,471)	33,124	(347)
Total comprehensive income for the year	-	-	13,826	(51,404)	-	-	142	504	(3,776)	4,207	(456,600)	-	(493,101)	35,611	(457,490)
Share of an associated company's effect arising on changes in interest in its subsidiary company	-	-	-	-	-	-	6,356	-	3,140	-	(15,430)	-	(5,934)	-	(5,934)
<b>Transactions with owners:</b>															
Treasury shares acquired	-	-	82,367	-	111	-	-	-	-	-	-	(20,494)	(20,494)	-	(20,494)
Transfer of reserves	-	-	-	-	-	-	52,225	(20,135)	(3,290)	6,086	(117,364)	-	-	-	-
Reversal of deferred tax liability on conversion of BCorp ICULS	-	1,003	-	-	-	-	-	-	-	-	-	-	1,003	-	1,003
Arising from conversion of BCorp ICULS	75,033	(65,085)	-	-	-	-	-	-	-	-	-	-	9,948	-	9,948
Arising from part disposal/dilution of equity interest in subsidiary companies	-	-	-	-	334	-	(57,248)	-	-	-	-	-	(56,914)	224,772	167,858
Arising from increase in equity interest in subsidiary companies	-	-	-	-	-	-	75,234	-	-	-	-	-	75,234	(223,230)	(147,996)
Acquisition of subsidiary companies	-	-	-	-	-	-	-	-	-	-	-	-	-	2,923	2,923
Disposal of subsidiary companies	-	-	-	-	-	-	-	-	-	-	-	-	-	(136,549)	(136,549)
Capital contribution by non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	-	10,350	10,350
Share based payment - ESS options	-	-	-	-	(590)	-	-	-	-	-	-	-	(590)	401	(189)
Share based payment - ESS shares	-	-	-	-	(291)	-	-	-	-	-	(62,851)	52,851	(291)	-	(291)
Dividend (Note 37)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	-	(67,721)	(67,721)
At 30 June 2021	5,092,989	242,657	(69,796)	-	1,779	258,797	(406,803)	47,883	218,738	33,179	723,840	(69,987)	6,083,286	2,824,227	8,907,513

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2021

GROUP	Attributable to the equity holders of the Company														
	Non-distributable												Total equity		
	Share capital	ICULS - equity component #	FVTOCI reserves+	Reserve of disposal group classified as held for sale	Employees' share plan reserve	Warrant reserve <sup>A</sup>	Consolidation reserve	Fair value reserve	Capital reserves	Foreign currency transition reserves	Retained earnings	Treasury shares		Total	Non-controlling interests
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 July 2019	5,017,956	306,739	(151,338)	926	2,077	258,797	(488,705)	63,387	226,266	98,694	1,388,524	(34,253)	6,689,070	3,043,826	9,732,896
Loss for the year (As previously stated)	-	-	-	-	-	-	-	-	-	-	(117,272)	-	(117,272)	26,146	(91,126)
Prior year adjustment	-	-	-	-	-	-	-	-	-	-	22,046	-	22,046	6,188	28,234
Loss for the year (Restated)	-	-	-	-	-	-	-	-	-	-	(95,226)	-	(95,226)	32,334	(62,892)
Other comprehensive income	-	-	(4,669)	-	-	-	18,761	(390)	5,414	(9,323)	(1,014)	-	8,759	8,300	17,059
Total comprehensive income for the year (Restated)	-	-	(4,669)	-	-	-	18,761	(390)	5,414	(9,323)	(96,240)	-	(86,467)	40,634	(45,833)
Share of an associated company's effect arising on changes in interest in its subsidiary company	-	-	-	-	-	-	-	-	-	-	1,151	-	1,151	-	1,151
<b>Transactions with owners:</b>															
Treasury shares acquired	-	-	-	-	-	-	-	-	-	-	-	(58,091)	(58,091)	-	(58,091)
Transfer of reserves	-	-	(9,952)	50,478	(77)	-	5,224	4,517	(9,016)	(66,485)	25,311	-	-	-	-
Arising from part disposal/dilution of equity interest in subsidiary companies	-	-	-	-	476	-	(17,673)	-	-	-	(113)	-	(17,310)	89,614	72,304
Arising from increase in equity interest in subsidiary companies	-	-	-	-	-	-	(1,119)	-	-	-	47,452	-	46,333	(232,858)	(186,525)
Acquisition of subsidiary companies	-	-	-	-	-	-	-	-	-	-	-	-	-	101,749	101,749
Capital contribution by non-controlling interests	-	-	-	-	30	-	-	-	-	-	-	-	-	2,391	2,391
Share based payment - ESS options	-	-	-	-	(291)	-	-	-	-	-	-	-	-	30	30
Share based payment - ESS shares	-	-	-	-	-	-	-	-	-	-	-	-	-	(291)	(291)
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	-	(67,686)	(67,686)
At 30 June 2020 (Restated)	5,017,956	306,739	(165,979)	51,404	2,215	258,797	(483,512)	67,514	222,664	22,886	1,366,085	(92,344)	6,574,425	2,977,670	9,552,095

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2021

## Notes:

- # This comprises the equity components of 5% Irredeemable Convertible Unsecured Loan Stocks April 2012/2022 ("BCorp ICULS 2012/2022") and 2% Irredeemable Convertible Unsecured Loan Stocks May 2016/2026 ("BCorp ICULS 2016/2026").
- + This represents fair value through other comprehensive income reserves.
- ^ This comprises the fair values of 10-year Warrants 2012/2022 ("Warrants 2012/2022") and 10-year Warrants 2016/2026 ("Warrants 2016/2026").

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

# STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2021

COMPANY	Share capital	ICULS - equity component#	FVTOCI reserves+	Warrant reserve^	Foreign currency translation reserves	Distributable Retained earnings	Treasury shares	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 July 2020	5,017,956	306,739	(826)	260,057	(4,224)	919,002	(92,344)	6,406,360
Loss for the year	-	-	-	-	-	(24,972)	-	(24,972)
Other comprehensive income	-	-	457	-	5,127	-	-	5,584
Total comprehensive income	-	-	457	-	5,127	(24,972)	-	(19,388)
<b>Transactions with owners:</b>								
Reversal of deferred tax liability on conversion of BCorp ICULS	-	1,003	-	-	-	-	-	1,003
Arising from conversion of BCorp ICULS	75,033	(65,085)	-	-	-	-	-	9,948
Treasury shares acquired	-	-	-	-	-	-	(20,494)	(20,494)
Dividend (Note 37)	-	-	-	-	-	(52,851)	52,851	-
	75,033	(64,082)	-	-	-	(52,851)	32,357	(9,543)
At 30 June 2021	5,092,989	242,657	(369)	260,057	903	841,179	(59,987)	6,377,429

COMPANY	Share capital	ICULS - equity component#	FVTOCI reserves+	Warrant reserve^	Foreign currency translation reserves	Distributable Retained earnings	Treasury shares	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 July 2019	5,017,956	306,739	-	260,057	1,182	761,152	(34,253)	6,312,833
Profit for the year	-	-	-	-	-	158,240	-	158,240
Other comprehensive income	-	-	(1,216)	-	(5,406)	-	-	(6,622)
Total comprehensive income	-	-	(1,216)	-	(5,406)	158,240	-	151,618
<b>Transactions with owners:</b>								
Effect arising from disposal of investment at FVTOCI	-	-	390	-	-	(390)	-	-
Treasury shares acquired	-	-	-	-	-	-	(58,091)	(58,091)
	-	-	390	-	-	(390)	(58,091)	(58,091)
At 30 June 2020	5,017,956	306,739	(826)	260,057	(4,224)	919,002	(92,344)	6,406,360

# STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2021

Notes:

# This comprises equity components of BCorp ICULS 2012/2022 and BCorp ICULS 2016/2026.

+ This represents fair value through other comprehensive income reserves.

^ This comprises the fair values of Warrants 2012/2022 and 2016/2026.

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



# STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2021

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>				
Receipts from customers	7,680,269	7,542,714	98,670	91,836
Payment to suppliers, prize winners and operating expenses	(6,920,741)	(7,155,871)	(79,708)	(97,524)
Development expenditure incurred	(170,065)	(136,073)	-	-
Refund of taxes	18,862	35,441	-	-
Payment of taxes	(233,353)	(241,873)	(6,288)	(9,699)
Other receipts/(payments) (Note a)	93,047	31,406	(16,943)	(941)
Net cash flow generated from/(used in) operating activities	468,019	75,744	(4,269)	(16,328)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>				
Sales of property, plant and equipment	60,137	1,970,654	-	-
Sales of investment properties and other non-current assets	-	35,938	-	-
Sales of investments in subsidiary companies (Note b)	450,388	83,005	6,671	18,117
Sales of investments in associated companies	34,754	22,047	18,379	22,047
Sales of other investments	104,163	28,336	-	6,983
Acquisition of property, plant and equipment (Note c)	(168,382)	(247,619)	(265)	(107)
Acquisition of investments in subsidiary companies (Note d)	(22,643)	(364,725)	(50,154)	(13,744)
Acquisition of investments in associated companies	(106,636)	(6,265)	(1,487)	-
Acquisition of investments in joint ventures	(7,500)	(7,500)	-	-
Acquisition of other investments	(137,928)	(108,512)	(11,268)	(16,243)
Acquisition of other non-current assets and intangible assets (Note e)	(71,918)	(63,111)	-	-
Acquisition of treasury shares by subsidiary companies	(18,230)	(39,924)	-	-
Interest received	20,228	32,237	65,497	60,598
Dividends received	22,138	17,421	76,440	276,590
Net repayments to subsidiary companies	-	-	(174,153)	(39,393)
Net repayment from joint ventures	16,194	30,180	-	-
Other (payments)/receipts arising from investments	(41,615)	41,410	(70)	-
Net cash flow generated from/(used in) investing activities	133,150	1,423,572	(70,410)	314,848

# STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2021

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>				
Issuance of share capital to non-controlling interests of subsidiary companies	10,350	2,391	-	-
Treasury shares acquired	(20,494)	(58,091)	(20,494)	(58,091)
Issuance of irredeemable convertible unsecured loan stocks by subsidiary company	20,917	5,613	-	-
Issuance of medium term notes and Sukuk Wakalah MTNs by subsidiary companies	185,360	358,960	-	-
Redemption of medium term notes	(200,000)	(460,000)	-	-
Drawdown of bank borrowings and other loans	1,306,365	1,604,975	435,764	262,000
Repayment of bank borrowings and other loans	(1,594,308)	(2,419,652)	(259,338)	(446,311)
Payment of hire purchase	(13,748)	(24,781)	(625)	(625)
Payment of principal portion of lease liabilities (Note g)	(203,842)	(167,301)	-	-
Interest paid	(360,339)	(339,216)	(106,250)	(115,108)
Dividends paid to non-controlling interests of subsidiary companies	(57,614)	(100,660)	-	-
Withdrawal of/(Placement with) bank deposits maturing more than 3 months	21,046	(62,438)	-	-
Withdrawal from/(Placement with) banks as security pledged for borrowings	50,555	69,241	17,424	(17,008)
Net cash flow (used in)/generated from financing activities	(855,752)	(1,590,959)	66,481	(375,143)
<b>NET CHANGE IN CASH AND CASH EQUIVALENTS</b>	(254,583)	(91,643)	(8,198)	(76,623)
<b>EFFECT OF EXCHANGE RATE CHANGES</b>	14,243	16,248	(76)	99
<b>CASH AND CASH EQUIVALENTS</b>				
<b>AT BEGINNING OF YEAR</b>	1,188,661	1,264,056	12,173	88,697
<b>CASH AND CASH EQUIVALENTS</b>				
<b>AT END OF YEAR</b>	948,321	1,188,661	3,899	12,173

# STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2021

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>CASH AND CASH EQUIVALENTS</b>				
The closing cash and cash equivalents comprise of the following:				
Deposits with financial institutions (Note 18)	556,767	494,946	10,319	26,247
Cash and bank balances	646,417	1,009,839	11,891	21,661
	1,203,184	1,504,785	22,210	47,908
Bank overdrafts (Note 30)	(64,343)	(60,206)	-	-
	1,138,841	1,444,579	22,210	47,908
Excluding : Remisiers' deposits held in trust	(22,902)	(17,666)	-	-
	1,115,939	1,426,913	22,210	47,908
Less : Cash and cash equivalents restricted for use				
- Deposits (Note 18)	(101,502)	(147,253)	(10,319)	(23,646)
- Cash and bank balances (Note 19)	(18,052)	(22,856)	(7,992)	(12,089)
	996,385	1,256,804	3,899	12,173
Less : Deposits with maturities more than 3 months (Note 18)	(48,064)	(69,110)	-	-
Including : Cash and cash equivalents classified as held for sale (Note 20)	-	967	-	-
	948,321	1,188,661	3,899	12,173

Notes:

- a) Other receipts include rental income received, deposits received, government grant received and other miscellaneous income received.

# STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2021

Notes (continued):

b) Analysis of the effects of subsidiary companies disposed:

	Group	
	2021 RM'000	2020 RM'000
Property, plant and equipment	326	21
Net other assets disposed	16,173	376
Non-controlling interests	(136,549)	-
Less: Reclassification to associates at fair value	-	(99)
Add: Assets and liabilities classified as disposal groups	423,143	-
Net assets disposed	303,093	298
Excluding: Cash and cash equivalents of subsidiary companies disposed	(10,229)	(10,269)
Accrual of withholding tax	45,125	-
Partial disposal of shares in subsidiary companies #	41,771	93,274
Gain arising from disposal	70,954	-
Loss arising from disposal	(326)	(298)
Cash flow on disposal (net of cash in subsidiary companies disposed)	<u>450,388</u>	<u>83,005</u>

# These are proceeds from partial disposal of shares in subsidiary companies that did not result in loss of control.

c) Analysis of the payments for acquisition of property, plant and equipment:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Payment for current year acquisition (Note 3)	142,438	197,070	265	107
Payment for previous year acquisition	25,944	50,549	-	-
	<u>168,382</u>	<u>247,619</u>	<u>265</u>	<u>107</u>

# STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2021

Notes (continued):

d) Analysis of the effects of subsidiary companies acquired:

	Group	
	2021 RM'000	2020 RM'000 (Restated)
Property, plant and equipment	1,057	822,268
Right-of-use assets	602	702,037
Investment properties	-	51,028
Inventories - Land held for property development	-	61,117
Other assets acquired, excluding cash and cash equivalents	16,293	78,633
Cash and cash equivalents acquired	654	57,100
Lease liabilities	(885)	(692,762)
Other borrowings and loans	(359)	(323,097)
Other liabilities	(11,316)	(265,386)
Non-controlling interests	(2,923)	(101,749)
Net assets acquired	3,123	389,189
Deferred purchase consideration classified as derivative liabilities	-	(28,239)
Goodwill on consolidation	514	26,979
Negative goodwill on consolidation	(2,309)	(31,357)
Total cost of acquisition	1,328	356,572
Carrying amount previously accounted for as associated companies and joint venture	-	(92,622)
Gain on remeasurement, net	-	(86)
Fair value of the equity interests previously owned at the date of acquisition	-	(92,708)
Excluding: Cash and cash equivalents of subsidiary companies acquired	(654)	(57,100)
Acquisition of additional interest in subsidiary companies	21,969	157,961
Cash flow on acquisition (net of cash in subsidiary companies acquired)	22,643	364,725

e) Acquisition of other non-current assets and intangible assets includes payments for acquisition of right-of-use assets, investment properties, land held for property development and intangible assets.

# STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2021

Notes (continued):

f) Reconciliation of liabilities arising from financing activities:

Group	Medium term notes and Sukuk Wakalah MTNs	Term loans and other loans	Hire purchase liabilities	Total
	RM'000	RM'000	RM'000	RM'000
At 1 July 2020	1,197,658	3,983,002	72,359	5,253,019
Drawdown of borrowings	185,360	1,306,365	-	1,491,725
Additional hire purchase liabilities	-	-	3,782	3,782
Repayment of borrowings	(200,000)	(1,594,308)	(13,748)	(1,808,056)
Charge out of deferred transaction costs	555	9,765	-	10,320
Acquisition of subsidiary companies	-	359	-	359
Disposal of subsidiary company	-	(30,818)	-	(30,818)
Exchange differences	-	39,030	1,957	40,987
At 30 June 2021	<u>1,183,573</u>	<u>3,713,395</u>	<u>64,350</u>	<u>4,961,318</u>
At 1 July 2019	1,298,385	4,455,270	92,972	5,846,627
Drawdown of borrowings	358,960	1,604,975	-	1,963,935
Additional hire purchase liabilities	-	-	2,504	2,504
Repayment of borrowings	(460,000)	(2,419,652)	(24,781)	(2,904,433)
Charge out of deferred transaction costs	313	8,487	-	8,800
Acquisition of subsidiary companies	-	323,097	-	323,097
Exchange differences	-	10,825	1,664	12,489
At 30 June 2020	<u>1,197,658</u>	<u>3,983,002</u>	<u>72,359</u>	<u>5,253,019</u>
		Term loans and other loans	Hire purchase liabilities	Total
		RM'000	RM'000	RM'000
At 1 July 2020		767,540	1,815	769,355
Drawdown of borrowings		435,764	-	435,764
Additional hire purchase liabilities		-	589	589
Repayment of borrowings		(259,338)	(625)	(259,963)
Charge out of deferred transaction costs		5,088	-	5,088
At 30 June 2021		<u>949,054</u>	<u>1,779</u>	<u>950,833</u>
At 1 July 2019		949,598	2,294	951,892
Drawdown of borrowings		262,000	-	262,000
Additional hire purchase liabilities		-	146	146
Repayment of borrowings		(446,311)	(625)	(446,936)
Charge out of deferred transaction costs		2,253	-	2,253
At 30 June 2020		<u>767,540</u>	<u>1,815</u>	<u>769,355</u>

# STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2021

Notes (continued):

g) The total cash outflows for leases were as follows:

	Group	
	2021	2020
	RM'000	RM'000
Total cash outflow for leases:		
- payment for principal portion of lease liabilities	203,842	167,301
- interest paid on lease liabilities	82,853	55,005
- payment of expenses relating to short term leases	19,782	28,518
- payment of expenses relating to leases of low-value assets	1,436	2,048
- variable lease payments	2,970	9,754
	<u>310,883</u>	<u>262,626</u>

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

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 1. ABBREVIATIONS AND CORPORATE INFORMATION

### 1.1 Abbreviations and definitions

<u>Abbreviation</u>	<u>Definition</u>
7-Eleven	: 7-Eleven Malaysia Sdn Bhd
Aces	: Aces Corporation Limited
AMSB	: Amat Muhibah Sdn Bhd
ASPL	: Antara Spacecom Pte Ltd
Atlan	: Atlan Holdings Bhd
AWF	: AWF Limited
BAssets	: Berjaya Assets Berhad
BCity	: BerjayaCity Sdn Bhd
BCityLand	: About 750 acres of freehold land located in the area of Sungai Tinggi, Daerah Ulu Selangor
BCorp	: Berjaya Corporation Berhad
BCorp ICULS 2012/2022	: 5% Irredeemable Convertible Unsecured Loan Stocks April 2012/2022
BCorp ICULS 2016/2026	: 2% Irredeemable Convertible Unsecured Loan Stocks May 2016/2026
Beijing SkyOcean	: Beijing SkyOcean International Holdings Limited
BAASB	: Bermaz Auto Alliance Sdn Bhd (formerly known as Berjaya Auto Alliance Sdn Bhd)
BEP	: Berjaya EnviroParks Sdn Bhd
Bermaz	: Bermaz Auto Berhad
BFood	: Berjaya Food Berhad
BGroup	: Berjaya Group Berhad
BHartanah	: Berjaya Hartanah Berhad (formerly known as Berjaya Golf Resort Berhad)
BJR	: Berjaya Jeju Resort Limited
BLand	: Berjaya Land Berhad
BLCC	: Berjaya Leisure Capital (Cayman) Ltd
BLCL	: Berjaya Leisure (Cayman) Ltd
BPI	: Berjaya Philippines Inc.
BRIL	: Berjaya Reykjavik Investment Limited
BSompo	: Berjaya Sompo Insurance Berhad
BToto	: Berjaya Sports Toto Berhad
BTSB	: Berjaya Tagar Sdn Bhd
BVSB	: BGRB Venture Sdn Bhd
Bursa Malaysia	: Bursa Malaysia Securities Berhad
BZP	: Beijing Zhongcai Printing Co.Ltd
CGU	: Cash-generating unit
CoswayUSA	: Cosway USA, Inc.
Cosway China	: Cosway (China) Co. Ltd
CP	: Conditions precedent
CT	: Consideration transferred
DBKL	: Dewan Bandaraya Kuala Lumpur
DSRTYC	: Dato' Sri Robin Tan Yeong Ching
ECL	: Expected credit losses
FDSS	: Fixed Delivery and Settlement System
FIC	: Foreign Investment Committee
FVLCTS	: Fair value less cost to sell
FVTPL	: Fair value through profit or loss



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 1. ABBREVIATIONS AND CORPORATE INFORMATION (CONTINUED)

### 1.1 Abbreviations and definitions (continued)

<u>Abbreviation</u>	<u>Definition</u>
GE11	: Geirsgata 11 ehf
GMOC	: Berjaya (China) Great Mall Co Ltd
Great Mall Project	: Berjaya (China) Great Mall Recreation Centre
HKIAC	: Hong Kong International Arbitration Centre
Icelandair Hotels	: Icelandair Hotels ehf
ICULS	: Irredeemable Convertible Unsecured Loan Stocks
Informatics	: Informatics Education Ltd
JDC	: Jeju Free International City Development Center
Jeju Project	: Property development activities in Jeju, South Korea
JSSB	: Juara Sejati Sdn Bhd
Longxi	: Boluo Longxi Water Supply Co Ltd
Longxi government	: People's Government of Longxi
LVAT	: Land Value Appreciation Tax and other related tax liabilities in relation to the disposal of the Great Mall Project
MCO	: Movement Control Order
MDHS	: Majlis Daerah Hulu Selangor
MFRSs	: Malaysian Financial Reporting Standards
MTN	: Medium Term Notes
Pengfa	: Boluo Longxi Pengfa Water Supply Co Ltd
PGMC	: Philippine Gaming Management Corporation
PPA	: Purchase price allocation
REDtone	: REDtone Digital Berhad (formerly known as REDtone International Berhad)
REDtone ICULS	: 2.75% ICULS March 2010/2020 issued by REDtone
RM	: Ringgit Malaysia
ROU	: Right-of-use
SEM	: 7-Eleven Malaysia Holdings Berhad
SIAMH	: Singapore Institute of Advanced Medicine Holdings Pte Ltd
SIAMH ICULS	: 5.20% ICULS May 2020/2025 issued by SIAMH
Singer	: Singer (Malaysia) Sdn Bhd
SPPI	: Solely payments of principal and interest
STC	: Selangor Turf Club
STC Proposals	: Construction of a new turf club for a total consideration of RM605.0 million
STCLand	: 244.79 acres of leasehold land located in Sungei Besi, Kuala Lumpur
Sukuk Wakalah MTNs	: Sukuk Wakalah structure with a limit of RM1.00 billion and a tenure of 10 years
SupAgmt	: Supplemental agreement to the sale and purchase agreement between BTSSB and STC
Tan Sri Vincent Tan	: Tan Sri Dato' Seri Vincent Tan Chee YOUNG
The Group	: Berjaya Corporation Berhad and its subsidiary companies
TNB	: Tenaga Nasional Berhad
Vmart	: Vmart (Tianjin) Trading Co. Ltd
UMobile	: U Mobile Sdn Bhd
VIU	: Value in use
Warrants 2012/2022	: 10-year Warrants 2012/2022 issued by the Company
Warrants 2016/2026	: 10-year Warrants 2016/2026 issued by the Company
Zhiwang	: Boluo Longxi Zhiwang Water Supply Co Ltd

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 1. ABBREVIATIONS AND CORPORATE INFORMATION (CONTINUED)

### 1.2 Corporate information

The principal activities of the Company are investment holding, provision of management services and lottery operations.

The principal activities of the subsidiary companies consist of:

- (i) Financial services;
- (ii) Marketing of consumer products and services;
- (iii) Motor trading and distribution and provision of after-sales services;
- (iv) Environmental and clean technology services;
- (v) Food and beverage;
- (vi) Property development and investment;
- (vii) Development and operation of hotels, resorts and other recreational activities;
- (viii) Gaming operations comprising lottery operations, Toto betting, provision of software support and development, manufacturing and distribution of computerised wagering and voting systems;
- (ix) Telecommunication and information technology related services, solutions and products; and
- (x) Investment holding and others.

The Company is a public limited liability company, incorporated and domiciled in Malaysia, and listed on the Main Market of Bursa Malaysia.

The registered office of the Company is located at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No.1 Jalan Imbi, 55100 Kuala Lumpur. The principal place of business of the Company is located at Level 12, Berjaya Times Square, No.1 Jalan Imbi, 55100 Kuala Lumpur.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 26 October 2021.

## 2. SIGNIFICANT ACCOUNTING POLICIES

### 2.1 Basis of preparation

The financial statements of the Group and of the Company have been prepared under the historical cost convention unless otherwise indicated in the accounting policies below and comply with MFRSs, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

The financial statements are presented in RM and all values/units are rounded to the nearest thousand (RM'000)/('000) except when otherwise indicated.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies

#### 2.2.1 Subsidiaries and basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and its subsidiary companies, which are prepared up to the end of the same financial year.

Subsidiary companies are those investees controlled by the Group. The Group controls an investee if and only if the Group has all the following:

- (1) power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- (2) exposure, or rights, to variable returns from its investment with the investee; and
- (3) the ability to use its power over the investee to affect its returns.

When the Group has less than a majority of the voting rights of an investee, the Group considers the following in assessing whether or not the Group has power over the investee:

- (1) the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- (2) potential voting rights held by the Group, other vote holders or other parties;
- (3) contractual arrangement with the other vote holders of the investee;
- (4) rights arising from other contractual arrangements; and
- (5) any additional facts and circumstances that indicate that the Group has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Subsidiary companies are consolidated using the acquisition method of accounting except for the business combination with BGroup, which is accounted for under the pooling of interests method as the business combination of this subsidiary company involved an entity under common control.

Under the pooling of interests method of accounting, the results of the entities under common control are presented as if the entities had been combined throughout the current and previous financial years. The difference between the cost of acquisition and the nominal value of the share capital and reserves acquired are reflected within equity as merger reserve or merger deficit, as the case may be.

Under the acquisition method of accounting, subsidiary companies are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until that date such control ceases.

The cost of acquisition of a subsidiary company depends on whether it is a business combination, in accordance to the specifications in MFRS 3: Business Combinations, or not. If it is not a business combination, the cost of acquisition consists of the CT. The CT is the sum of fair values of the assets transferred by the Group, the liabilities incurred by the Group to the former owners of the acquiree and the equity instruments issued by the Group in exchange for control of the acquiree on the date of acquisition and any contingent consideration. For an acquisition that is not a business combination, the acquisition-related costs can be capitalised as part of the cost of acquisition. If it is a business combination, the cost of acquisition (or specifically, the cost of business combination) consists of CT, the amount of any non-controlling interests in the acquiree, and the fair value of the Group's previously held equity interest in the acquiree. For an acquisition that is a business combination, the acquisition-related costs are recognised in profit or loss as incurred.

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

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.1 Subsidiaries and basis of consolidation (continued)

Any excess of the cost of business combination, as the case may be, over the net amount of the fair value of identifiable assets acquired and liabilities assumed is recognised as goodwill. For business combinations, provisions are made for the acquiree's contingent liabilities existing at the date of acquisition as the Group deems that it is probable that an outflow of resources embodying economic benefits will be required to settle the obligations.

Any excess in the Group's interest in the net fair value of the identifiable assets acquired and liabilities assumed over the cost of business combination is recognised immediately in profit or loss.

The contingent consideration to be transferred by the acquirer will be recognised at fair value at the date of acquisition. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with corresponding adjustments against goodwill. Measurement period adjustments are adjustments that arise from additional information obtained during the 'measurement period' (which cannot exceed one year from the date of acquisition) about the facts and circumstances that existed at the date of acquisition. The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or a liability is re-measured at subsequent reporting dates in accordance with MFRS 9: Financial Instruments or MFRS 137: Provisions, Contingent Liabilities and Contingent Assets, as appropriate with the corresponding gain or loss being recognised in profit or loss.

Uniform accounting policies are adopted in the consolidated financial statements for similar transactions and other events in similar circumstances. In the preparation of the consolidated financial statements, the financial statements of all subsidiary companies are adjusted for the material effects of dissimilar accounting policies. Intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation except for unrealised losses, which are not eliminated when there are indications of impairment.

Profit or loss and each component of other comprehensive income are attributed to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

Non-controlling interests represent the equity in subsidiary companies not attributable, direct or indirectly, to the Group which consist of the amount of those non-controlling interests at the date of original combination, and the non-controlling interests' share of changes in the equity since the date of the combination.

Non-controlling interests are presented in the consolidated statement of financial position within equity, separately from the equity of the owners of the parent.

Equity instruments and equity components of hybrid financial instruments issued by subsidiary companies but held by the Group will be eliminated on consolidation. Any difference between the cost of investment and the value of the equity instruments or the equity components of hybrid financial instruments will be recognised immediately in equity upon elimination.

When there is share buyback by a subsidiary company, the accretion of the Group's interest is recognised as a deemed acquisition of additional equity interest in the subsidiary company. Any differences between the consideration of the share buyback over the Group's revised interest in the net fair value of the identifiable assets acquired and liabilities assumed is recognised directly in equity attributable to owners of the parent.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.1 Subsidiaries and basis of consolidation (continued)

Changes in the Group's ownership interest in a subsidiary company that do not result in the Group losing control over the subsidiary company are accounted for as equity transactions. The carrying amounts of the Group's interest and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary companies. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of consideration paid or received is recognised directly in equity and attributed to the owners of the parent.

When the Group loses control of a subsidiary company, a gain or loss calculated as the difference between:

- (1) the aggregate of the fair value of the consideration received and the fair value of any retained interest; and
- (2) the carrying amount of the assets (including goodwill), and liabilities of the subsidiary company and any non-controlling interest at the date when control is lost;

is recognised in profit or loss. The subsidiary company's cumulative gain or loss which has been recognised in other comprehensive income and accumulated in equity are reclassified to profit or loss or where applicable, transferred directly to retained earnings. Any investment retained is recognised at fair value.

In the Company's separate financial statements, investments in subsidiary companies are stated at cost less impairment losses.

#### 2.2.2 Associated companies and joint ventures

Associated companies are entities in which the Group has significant influence. Significant influence is the power through board representations to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

Investments in unquoted associated companies and joint ventures are accounted for in the consolidated financial statements using the equity method of accounting based on the latest audited financial statements and supplemented by management financial statements of the associated companies and the joint ventures made up to the Group's financial year end.

Investments in quoted associated companies which have the same financial year end as the Group's financial year end are accounted for in the consolidated financial statements using the equity method of accounting based on the latest financial statements announced in the respective stock exchanges.

Investment in quoted associated companies which have different reporting date from the Group are accounted for in the consolidated financial statements using the equity method of accounting based on the latest audited financial statements and supplemented by latest quarterly financial statements, made up to a period end of no more than three months difference with the Group's reporting date, announced in the respective stock exchanges.

Uniform accounting policies are adopted for like transactions and events in similar circumstances upon applying equity method of accounting.

After application of the equity method, the Group determines whether it is necessary to recognise impairment loss on its investment in its associated companies and joint ventures. At each reporting date, the Group determines whether there is objective evidence that the investment in the associated companies and joint ventures is impaired. If there is such evidence, the Group recognises the difference between the recoverable amount of the associated company or joint venture and its carrying value as impairment loss in profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.2 Associated companies and joint ventures (continued)

On acquisition of an investment in associated company or joint venture, any excess of the cost of investment over the Group's share of the net fair value of the identifiable assets acquired and liabilities assumed of the investee is recognised as goodwill and included in the carrying amount of the investment and is not amortised.

Any excess of the Group's share of net fair value of the associated company's or the joint venture's identifiable assets acquired and liabilities assumed over the cost of investment is included as income in the determination of the Group's share of associated company's or joint venture's profit or loss in the period in which the investment is acquired.

Under the equity method, the investment in an associated company or a joint venture is recognised at cost on initial recognition, and the carrying amount is increased or decreased to recognise the Group's share of profit or loss and other comprehensive income of the associated company or the joint venture after the date of acquisition, less impairment losses. The Group's share of comprehensive income of associated companies or joint ventures acquired or disposed of during the financial year, is included in the consolidated profit or loss from the date that significant influence effectively commences or until the date that significant influence effectively ceases, as appropriate.

Unrealised gains and losses on transactions between the Group and the associated companies or the joint ventures are eliminated to the extent of the Group's interest in the associated companies or the joint ventures.

When the Group's share of losses equals or exceeds its interest in an equity accounted associated company or joint venture, including any long term interest, that, in substance, form part of the Group's net investment in the associated company or the joint venture, the carrying amount of that interest is reduced to nil and the recognition of further losses is discontinued except to the extent that the Group has legal or constructive obligations or has made payment on behalf of the associated company or the joint venture.

When there is share buyback by an associated company, the accretion of the Group's interest is recognised as a deemed acquisition of additional equity interest in the associated company. Any reduction of the Group's pre-acquisition reserves arising from the share buyback (i.e. Goodwill) is included in the carrying amount of the investment and is not amortised. Any increase of the Group's pre-acquisition reserves arising from the share buyback (i.e. Negative Goodwill) is included as income in the determination of the Group's share of associated company's results in the period of share buybacks.

Upon loss of significant influence over the associated company and loss of joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associated company or joint venture upon loss of significant influence or loss of joint control and the fair value of the retained investment and proceeds from the disposals is recognised in profit or loss.

In the Company's separate financial statements, investments in associated companies and joint ventures are stated at cost less impairment losses.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.3 Property, plant and equipment and depreciation

All items of property, plant and equipment are initially recorded at cost. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. Subsequent to recognition, when property, plant and equipment are required to be replaced in intervals, the Group recognises such parts as individual assets with specific useful lives. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

Subsequent to recognition, property, plant and equipment except for freehold land are stated at cost less accumulated depreciation and any accumulated impairment losses.

Bearer plants are living plants that are used in the production or supply of agriculture produce for more than one period and have remote likelihood of being sold as agriculture produce, except for incidental scrap sales. The bearer plants that are ready to bear fruits are measured at cost less accumulated depreciation and any accumulated impairment losses. Cost includes plantation expenditure incurred from land clearing to the stage of maturity. The mature bearer plants are depreciated over its remaining useful lives on a straight-line basis. The immature bearer plants are not depreciated until they are mature.

Freehold land has an unlimited useful life and therefore is not depreciated but reviewed at each reporting date to determine whether there is an indication of impairment. Capital work-in-progress are also not depreciated as these assets are not available for use.

Depreciation of other property, plant and equipment is provided for on a straight-line basis to write off the cost of each asset to its residual value over the estimated useful life, at the following annual rates:

Buildings	1.25% - 20%
Bearer plants	0.5% - 5%
Plant and equipment	5% - 33%
Computer and office equipment	10% - 67%
Renovation	2% - 33%
Furniture and fittings	5% - 33%
Motor vehicles	20% - 33%
Aircraft	Ranging from 11 to 20 years or based on flying hours
Golf course development expenditure	1% - 2%
Others *	2% - 25%

\* Others comprise mainly linen, silverware, cutleries, kitchen utensils, gymnasium equipment, recreational livestock and apparatus.

The residual values, useful life and depreciation method are reviewed at each financial year end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

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 gains or losses on the derecognition of the asset are included in profit or loss in the year the asset is derecognised.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.4 Investment properties

Investment properties are properties which are held either to earn rentals or for capital appreciation or for both. Such properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value.

Gains or losses arising from changes in the fair values of investment properties are recognised in profit or loss in the year in which they arise.

ROU asset that meets the definition of investment property is classified and accounted for as an investment property on a property-by-property basis when the Group holds it to earn rentals or for capital appreciation or both. Any such property is carried at fair value.

Investment properties are derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an investment property are recognised in profit or loss in the year in which they arise.

When an item of investment property carried at fair value is transferred to property, plant and equipment following a change in its use, the property's deemed cost for subsequent accounting in accordance with MFRS 116: Property, Plant and Equipment shall be its fair value at the date of change in use.

When an item of property, plant and equipment is transferred to investment properties following a change in its use, any difference arising at the date of transfer between the carrying amount of the item immediately prior to transfer and its fair value is recognised directly in other comprehensive income. However, if such fair value gain reverses a previous impairment loss, the gain is recognised in profit or loss. Upon disposal of the investment property, any surplus previously recorded in other comprehensive income is transferred to retained earnings.

When an item of property inventory or property development is transferred to investment properties following a change in its use, any difference arising at the date of transfer between the carrying amount of the item immediately prior to the transfer and its fair value is recognised in profit or loss.

#### 2.2.5 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost, in the case of work-in-progress and finished goods, comprises raw materials, direct labour and an attributable proportion of production overheads. Cost is determined on the first-in first-out basis, the weighted average cost method, or by specific identification. Net realisable value represents the estimated selling price in the ordinary course of business less all estimated costs to completion and the estimated costs necessary to make the sale.

##### (1) Property inventories

Property acquired or being constructed for sale in the ordinary course of business, rather than to be held for rental or capital appreciation, is held as inventory and is measured at the lower of cost and net realisable value.

Cost includes the relevant cost of land and land use rights, development and construction costs and overheads, borrowing costs and other related costs. Net realisable value is the estimated selling price less all estimated costs to completion and the estimated costs necessary to make the sale.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.5 Inventories (continued)

##### (1) Property inventories (continued)

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

Inventory properties where no development activities have been carried out or where development activities are not expected to be completed within the normal operating cycle are referred to as land held for property development and classified within non-current assets.

Generally no significant development work would have been undertaken on these lands other than infrastructure work, earth work and landscape work incurred to prepare the land for development and these inventory properties are stated at cost plus incidental expenditure incurred to put the land in a condition ready for development. These inventory properties are classified to current assets at the point when active development project activities have commenced and when it can be demonstrated that the development activities can be completed within the normal operating cycle.

###### (b) Property development costs

Inventory properties under construction are referred to as property development costs and comprise the cost of land, direct building costs and a share of development costs common to the entire development project where applicable. Once sold, the cost of these inventories is recognised in profit or loss as and when control passes to the respective customers, either over time or at one point in time.

###### (c) Completed properties

Units of development properties completed and held for sale are stated at the lower of cost and net realisable value. Costs comprise costs of acquisition of land, direct building costs and other related costs.

##### (2) Others

Goods on consignment are included in inventories when substantially all of the principal benefits and inherent risks rest with the Group.

#### 2.2.6 Intangible assets

##### (1) Goodwill

Goodwill acquired in a business combination is initially measured at cost being the excess of the cost of business combination over the Group's interest in the net fair value of the identifiable assets acquired and liabilities assumed. Following the initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is reviewed for impairment, annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.6 Intangible assets (continued)

##### (2) Gaming rights

The costs of gaming rights acquired in a business combination are their fair values at the date of acquisition. Following the initial recognition, the gaming rights are carried at cost less any accumulated impairment losses. The gaming rights comprise:

- a licence for Toto betting operations in Malaysia under Section 5 of the Pool Betting Act 1967 ("TBLlicence") which is renewable annually; and
- trademarks, trade dress, gaming design and processes and agency network.

The TBLlicence has been renewed annually since 1985.

The gaming rights - licence with indefinite useful life is not amortised but tested for impairment, annually or more frequently, when indications of impairment are identified. The useful life of gaming rights - licence is reviewed annually to determine whether the indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

##### (3) Trademarks

The cost of trademarks acquired represents its fair value as at the date of acquisition. Following the initial recognition, trademarks are carried at cost less any accumulated impairment losses. Trademarks, which are considered to have indefinite useful lives, are not amortised but tested for impairment, annually or more frequently when indicators of impairment are identified. The useful lives of trademarks are reviewed annually to determine whether indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

##### (4) Concession assets

Concession assets comprise the development expenditure for the construction of plants or structures for the concession which are not covered by a contractual guarantee from the grantor of the concession. These portions of the development expenditure represent the right to charge users of the public service. Concession assets are stated at cost less accumulated amortisation and any accumulated impairment losses. Amortisation is provided for on a straight-line basis over the period of the concession. At the end of each reporting period, the Group assesses whether there is any indication of impairment. If such indication exists, the carrying amount is assessed and written down immediately to its recoverable amount.

Borrowing costs incurred in connection with an arrangement falling within the scope of IC Interpretation 12: Service Concession Arrangements will be expensed as incurred, unless the Group recognises an intangible asset under the Interpretation. In this case, borrowing costs are capitalised in accordance with the general rules of MFRS 123: Borrowing Costs.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.6 Intangible assets (continued)

(5) Dealership rights

The cost of dealership rights acquired in a business combination is at their fair value at the date of acquisition. Following the initial recognition, the dealership rights are carried at cost less any accumulated impairment losses. The dealership rights are assessed and recognised based on the dealership agreements signed with the selected luxury brand car manufacturers that satisfied the criterion to be separately identified as intangible assets and highly likely to contribute significant future economic benefits. The dealership rights, which are considered to have indefinite useful lives, are not amortised but tested for impairment, annually or more frequently, when indications of impairment are identified. The useful lives of dealership rights are reviewed annually to determine whether indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on prospective basis.

(6) Telecommunications licences with allocated spectrum

The Group's telecommunication licences with allocated spectrum were acquired as part of a business combination. The fair value of telecommunication licences with allocated spectrum as at the date of business combination is deemed as its cost. Subsequent to recognition, telecommunication licences with allocated spectrum are carried at cost less accumulated amortisation and any accumulated impairment losses. The net carrying amount is then amortised over its remaining useful lives on a straight-line basis.

(7) Lottery business cooperation contract

Lottery business cooperation contract relates to the contributions required to be paid for the right to participate in the operation of a lottery business. These contributions are capitalised and amortised over the contract period from the date when the operation commences.

(8) Other intangible assets

(i) Computer software

Computer software acquired separately are measured on initial recognition at cost. Following the initial recognition, computer software are carried at cost less accumulated amortisation and any accumulated impairment losses. Computer software are amortised on a straight-line basis over its estimated economic useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for a computer software are reviewed at each reporting date.

(ii) Development rights fees and licence fees

Development rights fees are required to be paid for the rights to develop the franchise business in the respective countries. The development rights fees are capitalised and amortised over the period of the respective development agreement from the date the operation commences.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.6 Intangible assets (continued)

(8) Other intangible assets (continued):

(ii) Development rights fees and licence fees (continued)

Licences fees are required to be paid in respect of the opening of new outlets in the respective countries. The licences fees paid are capitalised and amortised over the period of the respective development agreement. The licence fees are amortised from the date when the respective outlet commences operations.

(iii) Customer relationships

The cost of customer relationships acquired in a business combination is measured at their fair value at the date of acquisition. Following the initial recognition, the customer relationships are carried at cost less accumulated amortisation and any accumulated impairment losses. The customer relationships with finite lives are amortised on a straight-line basis over their useful economic lives and assessed for impairment whenever there is an indication that the customer relationships may be impaired.

#### 2.2.7 Impairment of non-financial assets

The carrying amounts of the Group's non-financial assets, other than investment properties, inventories, deferred tax assets and non-current assets (or disposal groups) held for sale, are reviewed at each reporting date to determine whether there is an indication of impairment. If any indication exists, the asset's recoverable amount is estimated to determine the amount of impairment loss.

For goodwill, intangible assets that have indefinite useful lives and intangible assets that are not yet available for use, the recoverable amount is estimated at each reporting date or more frequently when there is any indication of impairment.

For the purpose of impairment testing of these assets, recoverable amount is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. If this is the case, recoverable amount is determined for the CGU to which the asset belongs to. Goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's CGUs, or groups of CGUs, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

An asset's recoverable amount is the higher of an asset's or CGU's FVLCTS and its VIU. In assessing VIU, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis.

An impairment loss is recognised in profit or loss in the period in which it arises, unless the asset is carried at a revalued amount, in which case the impairment loss is accounted for as a revaluation decrease to the extent that the impairment loss does not exceed the amount held in the fair value reserve for the same asset.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.7 Impairment of non-financial assets (continued)

Impairment loss on goodwill is not reversed in a subsequent period. An impairment loss for an asset other than goodwill is reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying amount of an asset other than goodwill is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised for the asset in prior years. A reversal of impairment loss for an asset other than goodwill is recognised in profit or loss, unless the asset is carried at revalued amount, in which case, such reversal is treated as a revaluation increase.

#### 2.2.8 Fair value measurement

The Group measures financial instruments, such as, short-term investments, derivatives and certain non-financial assets such as investment properties, at fair value at each reporting date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (1) in the principal market for the asset or liability; or
- (2) in the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, based on the lowest level input that is significant to the fair value measurement as a whole as described in Note 42.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.9 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

##### (1) Financial assets

###### Initial recognition and measurement

Financial assets are recognised when, and only when, the entity becomes party to the contractual provisions of the instruments.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e. the date that the Group commits to purchase or sell the asset.

The classification of financial assets at initial recognition depends on:

- (a) the financial asset's contractual cash flow characteristics; and
- (b) the Group's business model for managing them.

Financial assets are classified, at initial recognition, and subsequently measured at amortised cost, fair value through other comprehensive income, and fair value through profit or loss.

Classification of financial assets are determined on initial recognition and are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change of the business model. Such changes are expected to be very infrequent.

With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

Trade receivables that do not contain a significant financing component or if the period between performance and payment is 1 year or less under practical expedient of MFRS 15: Revenue, are measured at the transaction price determined under MFRS 15.

###### Subsequent measurement

Subsequent measurement of financial assets depends on its classification. The classification of financial assets are described below:

##### (a) Amortised cost

This category comprises financial assets that are held within a business model whose objective is to hold assets to collect contractual cash flows and its contractual terms give rise to cash flows on specified dates that are SPPI on the principal amount outstanding.

Subsequent to initial recognition, the amortised cost of a financial asset is the amount at initial recognition minus principal repayments plus cumulative amortisation using the effective interest method and reduced by any impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.9 Financial instruments (continued)

##### (1) Financial assets (continued)

#### **Subsequent measurement (continued)**

##### (b) Fair value through other comprehensive income

#### Debt instruments

This category comprises investments in debt instrument, which are held within a business model whose objective is collecting contractual cash flows and selling the debt investments, and its contractual terms give rise to cash flows on specified dates that are SPPI on the principal amount outstanding. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment losses or reversals are recognised in profit or loss. Fair value changes are recognised in other comprehensive income.

On derecognition of these financial assets, the fair value changes accumulated in other comprehensive income are recycled to profit or loss.

#### Equity instruments

This category comprises investments in equity instrument that are not held for trading, and where the Group irrevocably elects to account for subsequent changes in the investments' fair value in other comprehensive income. This election is made on an investment-by-investment basis. Dividends are recognised as income in profit or loss unless the dividends clearly represent part recovery of the cost of investment. Other net gains and losses are recognised in other comprehensive income.

On derecognition of these financial assets, fair value changes and other net gains and losses accumulated in other comprehensive income are not recycled to profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.9 Financial instruments (continued)

##### (1) Financial assets (continued)

##### **Subsequent measurement (continued)**

##### (c) Fair value through profit or loss

All financial assets not classified as amortised cost or fair value through other comprehensive income as described above are classified as fair value through profit or loss. This includes derivative financial assets (except for derivatives that are designated as effective hedging instruments). On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be classified as financial asset at amortised cost or at fair value through other comprehensive income, as a financial asset at fair value through profit or loss, if doing so, eliminates or significantly reduces an accounting mismatch that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

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 profit or loss. Other net gains or losses, including any interest or dividend income, are also recognised in profit or loss.

All financial assets, except for those measured at fair value through profit or loss and equity investments measured at fair value through other comprehensive income, are subject to impairment assessment.

##### **Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

- (i) The contractual rights to receive cash flows from the asset have expired; or
- (ii) The Group has transferred its rights to receive the cash flows from the assets and has transferred substantially all risks and rewards related to the asset; or
- (iii) The Group has transferred its rights to receive the cash flows from the assets and has not retained control of the assets; or
- (iv) The Group has assumed an obligation to pay the cash flows from the asset in full without material delay to a third party under a 'pass-through' arrangement.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a 'pass-through' arrangement, but is not able to derecognise the asset, the Group has to continue recognising the transferred asset to the extent of its continuing involvement and to 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 has retained.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.9 Financial instruments (continued)

##### (2) Financial liabilities

###### **Initial recognition and measurement**

Financial liabilities are recognised when, and only when, the entity becomes party to the contractual provisions of the instruments.

Financial liabilities are classified, at initial recognition, as financial liabilities at amortised cost or financial liabilities at fair value through profit or loss.

The Group initially measures a financial liability at its fair value minus, in the case of a financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the issue of the financial liability.

###### **Subsequent measurement**

The Group measures the financial liabilities depending on their classification, as described below:

##### (a) Amortised cost

Financial liabilities are measured at amortised cost using the effective interest method, which allocates interest expenses at a constant rate over the term of the financial liabilities. The effective interest rate is calculated at initial recognition and is the rate that exactly discounts the estimated future cash flows (including all fees and points paid that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability to the amortised cost of a financial liability.

Subsequent to initial recognition, the amortised cost of a financial liability is the amount at initial recognition minus repayments, plus the cumulative amortisation using the effective interest method.

Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process.

##### (b) Fair value through profit or loss

The fair value through profit or loss category comprises financial liabilities that are either held for trading or are designated as fair value through profit or loss to eliminate or significantly reduce a measurement or recognition inconsistency that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. This includes derivative financial liabilities (except for derivatives that are designated as effective hedging instruments). The changes in fair value of these financial liabilities are recognised in profit or loss.

###### **Derecognition**

A financial liability is derecognised when the obligation under the liability expires, or is discharged or cancelled. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such a replacement or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.9 Financial instruments (continued)

##### (3) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported 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, or to realise the assets and settle the liabilities simultaneously.

#### 2.2.10 Impairment of financial assets

The Group recognises loss allowances for ECLs on financial assets measured at amortised cost, debt investments measured at fair value through other comprehensive income, contract assets and lease receivables.

ECLs are the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are part of the contractual terms.

ECLs are recognised in two stages. For credit exposures where there have not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures where there have been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and contract assets, the Group applies the simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

For debt instruments at fair value through other comprehensive income, the Group applies the low credit risk simplification. At every reporting date, the Group evaluates whether the debt instrument is considered to have low credit risk using all reasonable and supportable information that is available without undue cost or effort. In making that evaluation, the Group reassesses the internal credit rating of the debt instrument. In addition, the Group considers that there has been a significant increase in credit risk when contractual payments are more than 30 days past due.

The Group recognises impairment loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account, except for investments in debt instruments that are measured at fair value through other comprehensive income, for which the loss allowance is recognised in profit or loss and accumulated in the fair value reserve.

In certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.11 Contract cost assets

(1) Incremental costs of obtaining a contract

The incremental costs of obtaining a contract are those costs that the Group incurs 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 contract cost assets when the Group expects those costs are recoverable.

(2) Costs to fulfil a contract

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 contract cost assets 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 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.

Contract cost assets 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.

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 expects 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 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 shall include the resulting carrying amount of the contract cost assets in the carrying amount of the CGU to which it belongs for the purpose of applying MFRS 136: Impairment of Assets to that CGU.

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

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.12 Contract assets and liabilities

A contract asset is the right of the Group to consideration in exchange for goods or services that it has transferred to the customer when that right is conditional upon future performance but not through the passage of time. If the Group has performed its obligation by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised and presented net of any amounts that has been recognised as receivables. Contract asset is the excess of cumulative revenue earned or recognised in profit or loss over the billings to date to the customer. Contract assets are subject to impairment assessment in accordance of MFRS 9.

A contract liability is the obligation of the Group to transfer goods and services to a customer for which it has received consideration or an amount of consideration is due from the customer. If a customer pays consideration, such as advance payment and down payments, or the Group has a right to an amount of consideration that is unconditional before it transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs its obligation under the contract. Contract liability is the excess of the billings to date to the customer over the cumulative revenue earned or recognised in profit or loss.

#### 2.2.13 Cash and cash equivalents

Cash comprises cash in hand, at bank and short term deposits with a maturity of three months or less. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value, against which the bank overdrafts, if any, are deducted.

The Group has excluded clients' monies and remisiers' deposits held in trust by the stockbroking subsidiary company from cash and cash equivalents of the Group.

#### 2.2.14 Provisions

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

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

#### 2.2.15 Government grants

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and all conditions attached will be met. Government grants related to assets, shall be presented in the statements of financial position by setting up the grant as deferred income. Grants that compensate the Group for expenses incurred are recognised as income over the periods necessary to match the grant on a systematic basis to the costs that it is intended to compensate. Grants that compensate the Group for the cost of an asset are recognised as income on a systematic basis over the useful life of the asset.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.16 Leases

A lease, as defined in MFRS 16: Leases, is a contract or part of a contract that conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Group assesses at inception of a contract whether a contract is, or contains, a lease in accordance to MFRS 16.

##### (1) Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and ROU assets representing the right to use the underlying assets.

##### ROU assets

The Group recognises ROU assets at the commencement date of the lease i.e. the date the underlying asset is available for use. ROU assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of ROU assets includes the amount of lease liabilities recognised, initial direct costs incurred, estimated cost to dismantle/restore the underlying asset, and lease payments made at or before the commencement date less any lease incentives received.

ROU assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. In the case where the lease transfers the ownership of the underlying asset to the Group by the end of the lease term or if the cost of the ROU asset implies that the Group will exercise a purchase option, depreciation is calculated using the estimated useful life of the underlying asset. The depreciation period are as follows:

Leasehold land	17 to 99 years
Buildings	1 to 99 years
Plant and equipment	1 to 20 years
Computer and office equipment	3 to 10 years
Motor vehicles	1 to 7 years
Aircraft and others	1 to 20 years

'Lease term' refers to the non-cancellable period of a lease plus: (i) the period covered by an option to extend the lease if the Group is reasonably certain to exercise; and (ii) the period covered by an option to terminate if the Group is reasonably certain not to exercise.

If the lease transfers the ownership of the underlying asset to the Group at the end of the lease term or the cost of the ROU asset reflects that the Group will exercise a purchase option, depreciation is calculated using the estimated useful life of the underlying asset.

The ROU assets are also subject to impairment assessment.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.16 Leases (continued)

##### (1) Group as a lessee (continued)

###### Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group, and payments of penalties for termination (if the lease term reflects the Group exercising the option to terminate the lease).

Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a reassessment (e.g. change in the lease term) or lease modification (e.g. change in scope of lease).

###### Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of asset (i.e. those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low-value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

###### Sale and leaseback transactions

A sale and leaseback transaction is one where an entity (seller-lessee) transfers an asset to another entity (buyer-lessor) for consideration and then leases the asset back. The transfer is tested under MFRS 15 at the date of the transaction whether a performance obligation is satisfied for the transfer to be accounted for as a sale. If the transfer qualifies as a sale, the underlying asset is derecognised and a ROU asset with a corresponding liability is recognised equal to the retained interest in the asset. Any gain or loss is recognised immediately in profit or loss for the interest in the asset transferred to the lessor. If the transaction does not qualify as sale under MFRS 15, the transfer proceeds is accounted for as a financial liability in accordance with MFRS 9.

Gains and losses arising from sale and leaseback transactions whereby the lease is an operating lease are recognised immediately in profit or loss based on the fair value of the asset transferred. Where the sale price is below the fair value, the difference is accounted for as a prepayment of lease payments. Where the sale price is above fair value, the excess over fair value is accounted for as additional financing provided by the buyer-lessor to the seller-lessee.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.16 Leases (continued)

##### (2) Group as a lessor

As a lessor, the Group 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 to the lessee.

##### Operating lease

Leases in which the Group retains substantially all the risks and rewards incidental to ownership of the underlying asset are classified as operating leases. Lease income from operating lease is accounted for on a straight-line basis or another systematic basis if another systematic basis is more representative of the pattern of benefit received. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as lease income. The underlying asset of an operating lease is included in the statements of financial position based on the nature of the asset.

Contingent rents are recognised in profit or loss in the period in which they are earned.

##### Finance lease

A finance lease is a lease contract which transfers substantially all the risks and rewards incidental to ownership of an underlying asset to the lessee. At commencement of the contract, the Group recognises the finance lease as a receivable at an amount equal to the net investment in the lease. The net investment of a lease is the present value of the gross investments which includes fixed payments (including in-substance fixed payments) less any lease incentives payable, variable lease payments that depend on an index or a rate, residual value guarantees, exercise price of a purchase option and penalties for termination which are reasonably certain to be received.

Subsequent to the commencement date, finance income is recognised over the lease term on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease.

Contingent rents from finance lease are recognised in profit or loss in the period in which they are earned.

#### 2.2.17 Non-current assets (or disposal groups) held for sale and discontinued operation

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. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary.

Immediately before classification as held for sale, the measurement of the non-current assets (or all the assets and liabilities in a disposal group) is brought up-to-date in accordance with applicable MFRSs. Thereafter, non-current assets or disposal groups (other than investment properties, deferred tax assets, employee benefits assets and financial assets) are measured in accordance with MFRS 5: Non-current Assets Held for Sale and Discontinued Operations that is at the lower of carrying amount and FVLCTS. Any differences are included in profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.17 Non-current assets (or disposal groups) held for sale and discontinued operation (continued)

A component of the Group is classified as a discontinued operation when the criteria to be classified as held for sale have been met or it has been disposed of and such a component represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose a separate major line of business or geographical area of operations, or is a subsidiary company acquired exclusively with a view to resale.

#### 2.2.18 ICULS

ICULS are regarded as compound instruments which consist of an equity component and a liability component.

When the ICULS, which were previously acquired and held by the Group, are reissued at values which are different from the nominal value of the ICULS, the differences would be taken to profit or loss if the ICULS are classified as a liability instrument or to equity if the ICULS are classified as an equity instrument.

#### 2.2.19 Warrants

Warrants issued by the Company are classified as equity instrument and it is allocated its value based on the closing price of the first trading day, if the warrant is listed, or estimated using option pricing models, if the warrant is not listed.

The issuance of ordinary shares upon exercise of the warrants is treated as new subscription of ordinary shares for the consideration equivalent to the exercise price of the warrants.

#### 2.2.20 Equity instruments

Ordinary shares are classified as equity. Dividends on ordinary shares are recognised in equity in the period in which they are approved for payment.

The transaction costs of an equity transaction are accounted for as a deduction from equity. Equity transaction costs comprise only those incremental external costs directly attributable to the equity transaction which would otherwise have been avoided.

The consideration paid, including attributable transaction costs on repurchased ordinary shares of the Company that have not been cancelled, are classified as treasury shares and presented as a deduction from equity. No gain or loss is recognised in profit or loss on the sale, reissuance or cancellation of treasury shares. Consideration paid or received is recognised directly in equity.

#### 2.2.21 Borrowing costs

Borrowing costs are capitalised as part of the cost of a qualifying asset if they are directly attributable to the acquisition, construction or production of that asset. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditure and borrowing costs are incurred. Borrowing costs are capitalised until the assets are substantially completed for their intended use or sale.

All other borrowing costs are recognised in profit or loss in the period they are incurred. Borrowing costs consist of interest and other costs that the Group incurred in connection with the borrowing of funds.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.22 Financial guarantee contracts

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

Financial guarantee contract is recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value. The fair value of a financial guarantee contract is the present value of the difference between the net contractual cash flows required under a debt instrument, and the net contractual cash flows that would have been required without the guarantee. The present value is calculated using a risk free rate of interest.

At the end of each subsequent reporting period, financial guarantees are measured at the higher of:

- (i) the amount of the loss allowance determined in accordance with ECL; and
- (ii) the amount initially recognised less cumulative amount of income recognised in accordance with the principles of MFRS 15, where appropriate.

#### 2.2.23 Contingencies

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

Contingent liabilities and assets are not recognised in the statements of financial position except for contingent liabilities assumed in a business combination of which the fair value can be reliably measured.

#### 2.2.24 Current and non-current classification

The Group presents assets and liabilities in the statements of financial position based on current and non-current classification.

An asset is classified as current when it is:

- (i) expected to be realised or intended to be sold or consumed in normal operating cycle;
- (ii) held primarily for the purpose of trading;
- (iii) expected to be realised within 12 months after the reporting period; or
- (iv) cash and cash equivalents unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- (i) it is expected to be settled in normal operating cycle;
- (ii) it is held primarily for the purpose of trading;
- (iii) it is due to be settled within 12 months after the reporting period; or
- (iv) there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.25 Revenue recognition

MFRS 15 establishes a five-step model that will apply to revenue arising from contracts with customers.

The core principle of MFRS 15 is that an entity should recognise revenue which depicts the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

The Group recognises revenue from contracts with customers based on the five-step model as set out below:

- (i) Identify contract(s) with a customer. A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations. A contract falls within the scope of MFRS 15 if it meets all the criteria sets out in this standard.
- (ii) Identify performance obligations in the contract. A performance obligation is a promise in a contract with a customer to transfer goods or services to the customer.
- (iii) Determine the transaction price. The transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.
- (iv) Allocate the transaction price to the performance obligations in the contract. For a contract that has more than one performance obligation, the Group needs to allocate the transaction price to each performance obligation on a relative stand-alone selling price basis.
- (v) Recognise revenue when the Group satisfies a performance obligation or as the Group is satisfying a performance obligation by transferring a promised good or service (i.e. an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset.

Revenue is recognised at the point in time at which the performance obligation is satisfied. However, where the performance obligation is satisfied over time, the Group shall recognise revenue over time if the Group's performance:

- (a) Provides benefits that the customer simultaneously receives and consumes as the Group performs; or
- (b) Creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- (c) Does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to-date.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.25 Revenue recognition (continued)

The recognition of other classes of revenue that are not within the scope of MFRS 15 are set out below:

(1) Lease income

Lease income is recognised on the basis as detailed in Note 2.2.16(2).

(2) Dividend income

Dividend income is recognised when the shareholders' rights to receive the dividend payment are established.

(3) Interest income

Interest income is recognised on an accrual basis using the effective interest method unless recoverability is in doubt, or where a loan is considered to be non-performing in which case the recognition of interest is suspended. Subsequent to suspension, interest is recognised on receipt basis until all arrears have been paid except for margin accounts where interest is suspended until the account is reclassified as performing.

Interest income from investments in bonds, government securities and loan stocks are recognised on a time proportion basis that takes into account the effective yield of the asset.

(4) Other income

All other income are recognised on accrual basis.

#### 2.2.26 Foreign currencies

(1) Functional and presentation currency

The individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates (i.e. functional currency). The financial statements are presented in RM, which is also the Company's functional currency.

(2) Foreign currency transactions

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency (i.e. foreign currencies) are recorded in the functional currencies using the exchange rates prevailing at the dates of the transactions. At each reporting date, monetary items denominated in foreign currencies are translated at the rates prevailing on the reporting date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rate at the date of initial transaction.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are included in profit or loss for the period except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operations. These are initially taken directly to the foreign currency translation reserve within equity until the disposal of the foreign operations, at which time they are recognised in profit or loss. Exchange differences arising on monetary items that form part of the Company's net investment in foreign operations are recognised in profit or loss of the Company's financial statements or the individual financial statements of the foreign operation, as appropriate.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.26 Foreign currencies (continued)

##### (2) Foreign currency transactions (continued)

Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss for the period except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised directly in equity. Exchange differences arising from such non-monetary items are also recognised directly in equity.

##### (3) Foreign operations

The results and financial position of foreign operations that have a functional currency different from the presentation currency of the consolidated financial statements are translated into RM as follows:

- Assets and liabilities for each statement of financial position presented are translated at the closing rate prevailing at the reporting date;
- Income and expenses for each statement of profit or loss and statement of comprehensive income are translated at average exchange rates for the reporting period, which approximate the exchange rates at the dates of the transactions; and
- All resulting exchange differences are recognised in other comprehensive income and accumulated in a separate component of equity under the header of foreign currency translation reserve.

Goodwill and fair value adjustments arising on the acquisition of foreign operations on or after 1 May 2006 are treated as assets or liabilities of the foreign operations and are recorded in the functional currency of the foreign operations and translated at the closing rate at the reporting date.

Goodwill and fair value adjustments which arose on the acquisition of foreign subsidiary companies before 1 May 2006 are deemed to be assets or liabilities of the parent company and are recorded in RM at the rates prevailing at the date of acquisition.

#### 2.2.27 Employee benefits

##### (1) Short term benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the reporting period in which the associated services are rendered by employees of the Group. Short term accumulating compensated absences such as paid annual leave are recognised when services are rendered by employees that increase their entitlement to future compensated absences. Short term non-accumulating compensated absences such as sick leave are recognised when the absences occur.

##### (2) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities or funds and will have no legal or constructive obligation to pay further contributions if any of the funds do not hold sufficient assets to pay all employee benefits relating to employee services in the current and preceding financial years. Such contributions are recognised as an expense in profit or loss as incurred. As required by law, companies in Malaysia make such contributions to the Employees Provident Fund. Some of the Group's foreign subsidiary companies also make contributions to the statutory pension schemes of their respective countries.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.27 Employee benefits (continued)

##### (3) Defined benefit plans

A defined benefit plan is a pension plan that defines an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and salary.

##### (a) Funded defined benefit plan

Certain foreign subsidiary companies of the Group provide funded pension benefits to its eligible employees.

The legal obligation for any benefits from this kind of pension plan remains with the Group even if plan assets for funding the defined benefit plan have been acquired. Plan assets may include assets specifically designated to a long term benefit fund, as well as qualifying insurance policies.

The Group's net obligations in respect of defined benefit plans for certain foreign subsidiary companies are calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods.

The liability recognised in the statements of financial position for defined benefit plans is the discounted present value of the defined benefit obligation using an appropriate discount factor at the reporting date less the fair value of plan assets. The discount rate is the market yield at the reporting date on high quality corporate bonds or government bonds. The calculation is performed by independent actuaries using the projected unit credit method.

Re-measurements, comprising actuarial gains and losses, the effect of limiting a net defined benefit asset to the asset ceiling (excluding net interest, if applicable) and the return on plan assets (excluding net interest), are recognised immediately in the statements of financial position with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- (i) the date of the plan amendment or curtailment; and
- (ii) the date that the Group recognises restructuring related costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises service costs and net interest expense or income in profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.27 Employee benefits (continued)

(3) Defined benefit plans (continued)

(b) Unfunded defined benefit plan

Certain local subsidiary companies within the Group operate unfunded defined retirement benefit schemes for their eligible employees. The obligation recognised in the statements of financial position under the scheme is calculated by independent actuaries using the projected unit credit method.

Re-measurements, comprising actuarial gains and losses are recognised immediately in the statements of financial position with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- (i) the date of the plan amendment or curtailment; and
- (ii) the date that the Group recognises restructuring related costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises service costs and net interest expense or income in profit or loss.

The present value of the obligation under the scheme 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 the terms of the related post-employment benefit obligation.

(4) Employees' share schemes

Employees of certain subsidiary companies of the Group received remuneration in the form of share options or share awards as consideration for services rendered. The cost of these equity-settled transactions with employees is measured by reference to the fair value of the share options and share awards at the date of grant. This cost is recognised in profit or loss, with a corresponding increase in the employees' share plan reserve over the vesting period. The cumulative expense recognised at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the subsidiary companies' best estimate of the number of share options and share awards that will ultimately vest. The charge or credit to profit or loss for a period represents the movement in cumulative expense recognised at the beginning and end of the period.

No expense is recognised for share options or share awards that do not ultimately vest, except for share options or share awards where vesting is conditional upon a market or non-vesting condition, which are treated as vested irrespective of whether or not the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied. When the share options are exercised or share awards are vested, the employees' share plan reserve relating to the exercised options or vested shares is transferred to share capital. When the share options or share awards are forfeited, the employees' share plan reserve relating to the forfeited share options or share awards is transferred to share capital.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.28 Taxes

##### (1) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date.

Current taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity.

##### (2) Deferred tax

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiary companies, associated companies and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiary companies, associated companies and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date. The measurement of deferred tax liabilities and deferred tax assets shall reflect the tax consequences that would follow from the manner in which the entity expects, at the end of the reporting period, to recover or settle the carrying amounts of its assets and liabilities.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.2 Summary of significant accounting policies (continued)

#### 2.2.28 Taxes (continued)

##### (2) Deferred tax (continued)

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 and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. The adjustment is either treated as a reduction in goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or recognised in profit or loss.

##### (3) Indirect taxes

Indirect taxes include Sales Tax, Service Tax, Gaming Tax, and Goods and Services Tax (also known as Value Added Tax).

The amount of indirect taxes payable to taxation authority is included as part of payables in the statements of financial position.

Indirect taxes incurred on the purchase of assets or services which cannot be recovered from the respective tax authorities are recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable.

The difference between output and input Goods and Services tax, being the amount payable to or receivable from the respective taxation authorities at the reporting date, is included in other payables or other receivables respectively in the statements of financial position.

#### 2.2.29 Segmental information

For management purposes, the Group is organised into operating segments based on their products and services which are managed by the segment managers responsible for the performance of the respective segments under their charge. The segment managers report directly to the management of the Group who regularly review the segment results in order to allocate resources to the segments and to assess the segment performance.

The Group adopts business segment analysis as its primary reporting format and geographical segment analysis as its secondary reporting format.

Segment revenues and expenses are those directly attributable to the segments and include any joint revenue and expenses where a reasonable basis of allocation exists. Revenue and expenses do not include income tax expense and items arising on investing or financing activities. Revenue is attributed to geographical segments based on location where the sales are transacted.

Segment assets include all operating assets used by a segment and do not include tax assets and items arising on investing or financing activities. Assets are allocated to a geographical segment based on location of assets. Segment liabilities comprise operating liabilities and do not include tax liabilities and items arising on investing or financing activities.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.3 Changes in accounting policies

The significant accounting policies adopted by the Group and the Company are consistent with those of the previous financial year, except for the adoption of the following Amendments to MFRSs, effective for financial periods beginning on or after 1 January 2020:

- Amendments to MFRS 3: Business Combinations – Definition of a Business
- Amendments to MFRS 4: Insurance Contracts – Extension of the Temporary Exemption from Applying MFRS 9
- Amendments to MFRS 9, MFRS 139 and MFRS 7: Interest Rate Benchmark Reform
- Amendments to MFRS 101: Presentation of Financial Statements – Definition of Material
- Amendments to MFRS 108: Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Material
- Revised Conceptual Framework for Financial Reporting

The Group had early adopted the Amendments to MFRS 16: Leases – Covid-19 Related Rent Concessions beyond 30 June 2021, which is effective for financial periods beginning on or after 1 April 2021.

The adoption of the above Amendments to MFRSs did not have any significant effect on the financial performance or position of the Group and the Company, except as stated below:

#### **Amendments to MFRS 16: COVID-19 – Related Rent Concessions beyond 30 June 2021**

On the adoption of the Amendments to MFRS 16, the Group applies the practical expedients not to assess whether a COVID-19 related rent concession from a lessor to all rent concessions that meets all of the following conditions is a lease modification:

1. The change in lease payments results in revised consideration for the lease that is substantially the same as or less than the consideration for the lease immediately preceding the change;
2. Any reduction in lease payments affect only payments due on or before 30 June 2022; and
3. There is no substantive change to other terms and conditions of the lease.

The Group has adopted the Amendments to MFRS 16 with election to apply the practical expedient as mentioned above consistently to eligible contracts with similar characteristics and in similar circumstances that meet the conditions as stated above. The Group recognised rental concession received in profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.4 Standards and interpretations issued but not yet effective

At the date of authorisation of these financial statements, the following new MFRS, Amendments to MFRSs and Annual Improvements to MFRSs were issued but not yet effective and have not been applied by the Group and the Company:

#### Effective for financial periods beginning on or after 1 January 2021:

- Amendments to MFRS 9, MFRS 139, MFRS 7, MFRS 4 and MFRS 16: Interest Rate Benchmark Reform – Phase 2

#### Effective for financial periods beginning on or after 1 January 2022:

- Amendments to MFRS 3: Business Combinations – Reference to 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 – Costs of Fulfilling a Contract
- Amendments to MFRS 1, MFRS 9, MFRS 141 – Annual Improvements to MFRS Standards 2018 - 2020

#### Effective for financial periods beginning on or after 1 January 2023:

- MFRS 17: Insurance Contracts
- Amendments to MFRS 17: Insurance Contracts
- 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
- Amendments to MFRS 112: Deferred Tax related to Assets and Liabilities arising from a Single Transaction

#### Effective date yet to be determined:

- Amendments to MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Deferred)

The new MFRSs, Amendments to MFRSs and Annual Improvements to MFRSs above are expected to have no significant impact on the financial statements of the Group and of the Company upon their initial application except for the changes in presentation and disclosures of financial information arising from the adoption of the above new MFRS and Amendments to MFRSs.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.5 Significant accounting estimates and judgements

The preparation of the Group's and of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

#### (1) Critical judgements made in applying accounting policies

The following are the judgements made by management in the process of applying the Group's accounting policies that have the most significant effect on the amounts recognised in the financial statements.

##### (a) Useful lives of gaming rights and dealerships rights

The gaming rights consist of licence for the Toto betting operations in Malaysia and the dealerships rights is relating to the motor vehicle dealership operations.

The Group considers that the license for the Toto betting operations and dealerships rights arising from the motor vehicle dealership operations have indefinite useful lives because they are expected to contribute to the Group's net cash inflows indefinitely. The Group intends to continue the Toto betting and motor vehicle dealership operations and is confident that these rights can be maintained indefinitely. Historically, there has been no compelling challenge to the renewals of these rights.

##### (b) Significant influence over associated companies

Although the Group holds less than 20% of the voting shares in some of the associated companies as disclosed in Note 48, the Group exercises significant influence by virtue of its ability to participate in the financial and operating policy decisions of these associated companies by way of representation on the board of directors.

##### (c) Recoverability of balance cash consideration for the disposal of project by GMOC ("Final Instalment")

As disclosed in Note 41(b)(2), the Group, through its subsidiary company GMOC, has initiated arbitration proceedings at HKIAC to seek the recovery of the Final Instalment and accrued late payment interests as well as other reliefs from Beijing SkyOcean and the Guarantors who are SkyOcean Holdings Group Limited and Mr Zhou Zheng.

GMOC had, on 21 May 2020, obtained a favourable arbitration award from the HKIAC and proceeded to seek recognition and enforcement of the Final Award in all jurisdictions. The details of the Final Award are disclosed in Note 41(b)(2). The courts in the People's Republic of China and Hong Kong have ordered the recognition and enforcement of the Final Award and have frozen various assets of Beijing SkyOcean and its Guarantors, SkyOcean Holdings Group Limited and Mr Zhou Zheng.

The Group has assessed that no impairment is required for the Final Instalment as the total valuations appraised of the frozen assets exceeds the amount of Final Instalment. The enforcement proceedings are still ongoing and the Group expects the proceedings to be completed by 30 June 2022.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.5 Significant accounting estimates and judgements (continued)

#### (1) Critical judgements made in applying accounting policies (continued)

- (d) Determination of the lease term of contracts with renewal and termination options as lessee

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by 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 not to be exercised.

The Group assesses, by applying significant judgement at lease commencement date, whether it is reasonably certain to exercise the extension options. Group entities consider all facts and circumstances including their past practice and any cost that will be incurred to change the asset if an option to extend is not taken, to help them determine the lease term. After the commencement date, the Group reassesses 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 it.

#### (2) Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are set out below:

- (a) Impairment of goodwill and other intangible assets, gaming rights and dealerships rights

The Group performs an impairment test on its gaming rights, dealerships rights and goodwill and other intangible assets at least on an annual basis or when there is evidence of impairment. This requires an estimation of the VIU of the respective CGU. Estimating a VIU amount requires the management to make an estimate of the expected future cash flows from the CGU and also to choose a suitable discount rate in order to calculate the present value of those cash flows. Details of assumptions used for VIU computation and the recognition of impairment during the financial year are disclosed in Note 12.

The carrying amounts of goodwill and other intangible assets of the Group as at 30 June 2021 are disclosed in Note 12.

- (b) Impairment of property, plant and equipment and ROU assets

During the current financial year, the Group recognised impairment losses in respect of certain subsidiary companies' property, plant and equipment and ROU assets. The Group carried out the impairment test based on a variety of estimation including the VIU of the CGU to which the property, plant and equipment and ROU assets are allocated. Estimating the VIU requires the Group to make an estimate of the expected future cash flows from the CGU and also to choose a suitable discount rate in order to calculate the present value of those cash flows. Further details of the impairment losses recognised are disclosed in Notes 3 and 4.

The carrying amounts of property, plant and equipment and ROU assets of the Group as at 30 June 2021 are disclosed in Notes 3 and 4.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.5 Significant accounting estimates and judgements (continued)

#### (2) Key sources of estimation uncertainty (continued)

- (c) Impairment of investment in subsidiary companies, associated companies and joint ventures

During the current financial year, the Group and the Company recognised impairment losses in respect of its investments in certain associated companies. The Group carried out the impairment test based on the assessment of the FVLCTS of the investees' assets or CGU or based on the estimation of the VIU of the CGUs of the respective subsidiary companies, associated companies and joint ventures. Estimating the VIU requires the Group to make an estimate of the expected future cash flows from the CGU and also to choose a suitable discount rate in order to calculate the present value of those cash flows. Further details of the accumulated impairment losses recognised are disclosed in Notes 7, 8 and 9.

The carrying amounts of investments in associated companies and joint ventures of the Group are disclosed in Notes 8 and 9 respectively whilst the carrying amounts of investments in subsidiary companies of the Company are disclosed in Note 7.

- (d) LVAT

During the prior financial years, the Group completed the disposal of Great Mall Project. Consequently, the Group has estimated that the LVAT estimate to be approximately RMB72.74 million (equivalent to approximately RM46.72 million). As of the reporting date, the LVAT estimate has yet to be agreed with the relevant tax authorities. Where the final outcome of LVAT estimate is different from the amount initially recognised, such difference will impact profit or loss in the period in which such determination is made.

- (e) Fair value of investment properties

The Group carries its investment properties at fair value, with changes in fair value being recognised in profit or loss. The Group engaged independent professional valuers to perform valuations on its investment properties as at 30 June 2021. The valuation methodology commonly used is the comparison method which is based on comparable historical transactions adjusted for specific market factors such as location, size, condition, accessibility and design of the respective properties.

The details of the investment properties are disclosed in Note 5 whilst the valuation techniques and key assumptions applied on the determination of the fair values are disclosed in Note 42.1.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

### 2.5 Significant accounting estimates and judgements (continued)

#### (2) Key sources of estimation uncertainty (continued)

##### (f) Provision for ECLs of trade and other receivables and contract assets

The Group uses the simplified approach to estimate a lifetime ECL allowance for all trade receivables and contract assets. The Company develops the expected loss rates based on the payment profiles of past sales and the corresponding historical credit losses, and adjusts for qualitative and quantitative reasonable and supportable forward-looking information.

Other than trade receivables and contract assets, the Group and the Company assess the credit risk of other receivables at each reporting date on an individual basis, to determine whether or not there have been significant increases in credit risk since the initial recognition of these assets. To determine whether there is a significant increase in credit risks, the Group and the Company consider factors such as the probability of insolvency or significant financial difficulties of the debtors and default or significant delay in payments. Where there is a significant increase in credit risk, the Group and the Company determine the lifetime ECL by considering the loss given default and the probability of default assigned to each counterparty customer. The financial assets are written off either partially or in full when 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 sources of income that could generate sufficient cash flows to repay the amount subject to the write-offs.

In assessing credit risks for purposes of applying the ECL model, the Group and the Company consider the need to incorporate forward-looking factors and to estimate the probability of default, which are likely to be judgmental and subject to estimation uncertainties.

The information about the ECLs on the Group's trade and other receivables and contract assets are disclosed in Notes 14 and 15 respectively.

##### (g) Inventory valuations

The Group holds significant inventories of used cars in the United Kingdom. Trade guides and other publications are used to assist in the assessment of the carrying values of these cars at the reporting date and write-downs are taken as necessary.

##### (h) Recoverability of amounts owing by subsidiary companies, associated companies and joint ventures

Based on the ECL model of provision of impairment loss, the Group and the Company assess the credit risk of these debts at each reporting date on an individual basis, to determine whether or not there have been significant increases in credit risk since the initial recognition of these assets.

During the current financial year, the Group and the Company have assessed the credit risks in respect of the amounts owing by associated companies and certain subsidiary companies respectively. The Group and the Company recognised impairment losses on these balances as disclosed in Note 33.

The amounts owing by the subsidiary companies, joint ventures and associated companies are disclosed in Note 14.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 3. PROPERTY, PLANT AND EQUIPMENT

GROUP	At beginning of financial year	Additions	Disposals	Depreciation charge	Write off/ Impairment loss	Reclassification/ Adjustments	Exchange differences	Acquisition of subsidiaries	Disposal of subsidiaries	At end of financial year
2021	255,499	57,408	(2,376)	-	-	(49,868)	(2,391)	-	-	258,272
Net Carrying Amount	1,874,613	4,726	(2,342)	(62,122)	(712)	(6,313)	36,739	-	-	1,844,589
Freehold land	4,202	655	-	(271)	-	-	-	-	-	4,586
Buildings	179,907	21,668	(237)	(25,646)	(5,875)	789	(1,082)	184	(32)	169,676
Bearer plants	89,639	8,037	(108)	(26,760)	(183)	(216)	(618)	85	(283)	69,593
Plant and equipment	346,117	30,800	(1,360)	(46,805)	(6,625)	8,642	7,947	263	(11)	338,968
Computer and office equipment	104,636	7,030	(500)	(25,275)	(462)	1,090	4,719	116	-	91,354
Renovations	41,029	6,726	(805)	(10,401)	-	4	354	409	-	37,316
Furniture and fittings	76,659	232	-	(5,783)	(23,450)	-	(4)	-	-	47,654
Motor vehicles	115,081	-	-	(1,850)	-	-	-	-	-	113,231
Aircraft	57,753	87,747	-	-	(325)	(8,863)	(150)	-	-	136,162
Golf course development expenditure	27,146	2,105	(85)	(1,854)	(44)	842	257	-	-	28,367
Capital work-in-progress										
Others										
	3,172,281	227,134	(7,813)	(206,767)	(37,676)	(53,893)	45,771	1,057	(326)	3,139,768

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

GROUP	At beginning of financial year	Additions	Disposals	Depreciation charge	Write off/ Impairment loss	Reclassification/ Adjustments	Exchange differences	Acquisition of subsidiaries	Disposal of subsidiaries	At end of financial year
2020										
<b>Net Carrying Amount (Restated)</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
Freehold land	384,441	109	(145,388)	-	-	5,910	10,427	-	-	255,499
Buildings	1,748,443	19,710	(585,144)	(54,762)	(8,893)	66,167	21,028	668,064	-	1,874,613
Bearer plants	4,001	470	-	(269)	-	-	-	-	-	4,202
Plant and equipment	183,185	31,408	(4,583)	(24,829)	(9,121)	864	2,983	-	-	179,907
Computer and office equipment	99,299	14,913	(144)	(30,836)	(661)	285	1,838	4,966	(21)	89,639
Renovations	217,877	57,966	(211)	(44,618)	(7,805)	24,713	517	97,678	-	346,117
Furniture and fittings	242,173	9,200	(179,662)	(32,421)	(827)	9,291	8,253	48,629	-	104,636
Motor vehicles	44,644	9,989	(2,151)	(10,774)	(2)	(57)	(653)	33	-	41,029
Aircraft	83,239	-	-	(6,580)	-	-	-	-	-	76,659
Golf course development expenditure	116,885	-	-	(1,804)	-	-	-	-	-	115,081
Capital work-in-progress	64,126	84,541	-	-	(418)	(91,219)	723	-	-	57,753
Others	23,400	2,741	(10)	(1,686)	(113)	(95)	11	2,898	-	27,146
	<b>3,211,713</b>	<b>231,047</b>	<b>(917,293)</b>	<b>(208,579)</b>	<b>(27,840)</b>	<b>15,859</b>	<b>45,127</b>	<b>822,268</b>	<b>(21)</b>	<b>3,172,281</b>



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

GROUP	Accumulated			Net carrying amount
	Cost	depreciation	impairment losses	
As at 30 June 2021	RM'000	RM'000	RM'000	RM'000
Freehold land	261,384	-	(3,112)	258,272
Buildings	2,491,687	(635,832)	(11,266)	1,844,589
Bearer plants	6,920	(2,334)	-	4,586
Plant and equipment	512,227	(333,914)	(8,637)	169,676
Computer and office equipment	355,755	(283,352)	(2,810)	69,593
Renovations	811,987	(447,403)	(25,616)	338,968
Furniture and fittings	409,787	(316,676)	(1,757)	91,354
Motor vehicles	143,635	(106,119)	(200)	37,316
Aircraft	179,536	(72,101)	(59,781)	47,654
Golf course development expenditure	167,592	(40,524)	(13,837)	113,231
Capital work-in-progress	140,492	-	(4,330)	136,162
Others	60,504	(29,743)	(2,394)	28,367
	<u>5,541,506</u>	<u>(2,267,998)</u>	<u>(133,740)</u>	<u>3,139,768</u>

GROUP	Accumulated			Net carrying amount
	Cost	depreciation	impairment losses	
As at 30 June 2020 (Restated)	RM'000	RM'000	RM'000	RM'000
Freehold land	258,611	-	(3,112)	255,499
Buildings	3,041,282	(1,154,598)	(12,071)	1,874,613
Bearer plants	6,265	(2,063)	-	4,202
Plant and equipment	523,594	(327,346)	(16,341)	179,907
Computer and office equipment	359,505	(266,284)	(3,582)	89,639
Renovations	806,329	(424,498)	(35,714)	346,117
Furniture and fittings	581,339	(474,032)	(2,671)	104,636
Motor vehicles	146,399	(105,052)	(318)	41,029
Aircraft	251,483	(106,286)	(68,538)	76,659
Golf course development expenditure	164,925	(36,007)	(13,837)	115,081
Capital work-in-progress	61,755	-	(4,002)	57,753
Others	59,781	(29,649)	(2,986)	27,146
	<u>6,261,268</u>	<u>(2,925,815)</u>	<u>(163,172)</u>	<u>3,172,281</u>

Others comprise mainly linen, silverware, cutleries, kitchen utensils, gymnasium equipment, recreational livestock and apparatus.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

### COMPANY

2021	At beginning	Additions	Depreciation	Exchange	At end
	of financial		charge	differences	financial
	year				year
Net Carrying Amount	RM'000	RM'000	RM'000	RM'000	RM'000
Plant and equipment	85,141	-	(13,730)	(2,301)	69,110
Computer and office equipment	37,924	7,763	(14,497)	(1,125)	30,065
Furniture and fittings	33	-	(12)	-	21
Motor vehicles	2,016	733	(760)	-	1,989
	<u>125,114</u>	<u>8,496</u>	<u>(28,999)</u>	<u>(3,426)</u>	<u>101,185</u>

2020	At beginning	Additions	Depreciation	Exchange	At end
	of financial		charge	differences	financial
	year				year
Net Carrying Amount	RM'000	RM'000	RM'000	RM'000	RM'000
Plant and equipment	72,770	22,693	(13,184)	2,862	85,141
Computer and office equipment	44,910	4,675	(13,414)	1,753	37,924
Furniture and fittings	51	-	(18)	-	33
Motor vehicles	2,643	182	(809)	-	2,016
	<u>120,374</u>	<u>27,550</u>	<u>(27,425)</u>	<u>4,615</u>	<u>125,114</u>

<u>As at 30 June 2021</u>	Cost	Accumulated depreciation	Net carrying amount
	RM'000	RM'000	RM'000
Plant and equipment	116,393	(47,283)	69,110
Computer and office equipment	79,532	(49,467)	30,065
Furniture and fittings	144	(123)	21
Motor vehicles	5,208	(3,219)	1,989
	<u>201,277</u>	<u>(100,092)</u>	<u>101,185</u>

<u>As at 30 June 2020</u>	Cost	Accumulated depreciation	Net carrying amount
	RM'000	RM'000	RM'000
Plant and equipment	119,770	(34,629)	85,141
Computer and office equipment	73,830	(35,906)	37,924
Furniture and fittings	144	(111)	33
Motor vehicles	4,475	(2,459)	2,016
	<u>198,219</u>	<u>(73,105)</u>	<u>125,114</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

The additions in property, plant and equipment were by way of:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Finance leases	3,782	2,504	589	146
Cash	142,438	197,070	265	107
Deferred payment	3,555	27,472	7,642	27,297
Accruals for capital work-in-progress/ restoration cost	19,951	4,001	-	-
Prepayment made in preceding financial year	57,408	-	-	-
	<u>227,134</u>	<u>231,047</u>	<u>8,496</u>	<u>27,550</u>

The Group conducted a review of the recoverable amounts of certain property, plant and equipment and the review has led to the following recognitions:

- (1) an impairment loss of RM20,289,000 (2020: RM6,548,000), included in Other expenses – investing activities as disclosed in Note 33(c)(i). The impairment loss was due to a decline in the recoverable amount of aircrafts, clubhouse building located on a leased land, closure of certain outlets and certain property, plant and equipment for which the VIU is less than the carrying value.

Included in the Group's reclassification/adjustments column are:

	Group	
	2021 RM'000	2020 RM'000
(i) transfer of certain property (to)/from investment properties (Note 5)	(1,016)	8,658
(ii) gross revaluation deficit resulting from a change in its use from property, plant and equipment to investment properties	559	(382)
(iii) transfer of certain property from land held for property development (Note 6(a))	-	143
(iv) under/(over) accrual of cost for certain property, plant and equipment	1,069	(2,652)
(v) transfer to intangible assets (Note 12)	-	(448)
(vi) transfer (to)/from ROU assets (Note 4)	(50,229)	11,356
(vii) transfer from inventories	3,253	-
(viii) transfer to assets of disposal groups/non-current assets classified as held for sale (Note 20)	(7,529)	(816)
	<u>(53,893)</u>	<u>15,859</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Property, plant and equipment with net book value of RM848,842,000 (2020: RM648,823,000) have been pledged to financial institutions for facilities granted to certain subsidiary companies.

The net carrying amounts of assets acquired under finance leases and hire purchase arrangements are as follows:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Plant and equipment	928	720	-	-
Computer and office equipment	21	21	-	-
Renovations	2,145	2,837	-	-
Furniture and fittings	324	366	-	-
Motor vehicles	8,300	8,503	1,975	1,991
Aircraft	40,882	54,542	-	-
Others	37	-	-	-
	<u>52,637</u>	<u>66,989</u>	<u>1,975</u>	<u>1,991</u>

## 4. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

### (a) ROU assets

#### GROUP

2021	Leasehold land	Buildings	Plant and equipment	Computer and office equipment	Motor vehicles	Aircraft and others	Total
Net Carrying Amount	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At beginning of financial year	313,844	1,573,146	5,920	2,815	836	10,520	1,907,081
Additions	1,799	88,453	275	393	906	78	91,904
Disposals	(3,765)	(4,059)	-	-	-	-	(7,824)
Depreciation charge (Note 33)	(17,484)	(211,758)	(3,151)	(813)	(445)	(3,467)	(237,118)
Impairment loss (Note 33(c)(i))	(451)	(3,454)	-	-	-	-	(3,905)
Reclassification	25,651	8,282	-	-	-	-	33,933
Acquisition of subsidiary companies	-	602	-	-	-	-	602
Disposal of subsidiary companies	-	(9,372)	-	-	-	-	(9,372)
Exchange differences	1,585	83,843	(157)	(193)	(41)	(488)	84,549
Reassessment	(2,022)	2,578	-	-	-	-	556
Modification	-	(621)	-	-	-	-	(621)
Termination	-	(1,595)	-	(4)	(170)	-	(1,769)
At end of financial year	<u>319,157</u>	<u>1,526,045</u>	<u>2,887</u>	<u>2,198</u>	<u>1,086</u>	<u>6,643</u>	<u>1,858,016</u>
<b>At 30 June 2021</b>							
Cost	378,581	1,958,378	9,080	3,580	1,701	13,820	2,365,140
Accumulated depreciation	(58,961)	(420,390)	(6,193)	(1,382)	(615)	(7,177)	(494,718)
Accumulated impairment losses	(463)	(11,943)	-	-	-	-	(12,406)
Net carrying amount	<u>319,157</u>	<u>1,526,045</u>	<u>2,887</u>	<u>2,198</u>	<u>1,086</u>	<u>6,643</u>	<u>1,858,016</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 4. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONTINUED)

### (a) ROU assets (continued)

#### GROUP

2020	Leasehold land	Buildings	Plant and equipment	Computer and office equipment	Motor vehicles	Aircraft and others	Total
Net Carrying Amount (Restated)	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At beginning of financial year	123,023	891,705	6,218	1,230	855	14,230	1,037,261
Additions	208,935	149,796	1,307	2,104	164	-	362,306
Depreciation charge (Note 33)	(6,880)	(173,057)	(3,286)	(660)	(220)	(3,710)	(187,813)
Impairment loss (Note 33(c)(i))	-	(2,438)	-	-	-	-	(2,438)
Reclassification	(16,149)	3,576	-	-	-	-	(12,573)
Acquisition of subsidiary companies	2,161	698,121	1,614	141	-	-	702,037
Exchange differences	2,754	6,224	67	-	37	-	9,082
Reassessment	-	(781)	-	-	-	-	(781)
At end of financial year	<u>313,844</u>	<u>1,573,146</u>	<u>5,920</u>	<u>2,815</u>	<u>836</u>	<u>10,520</u>	<u>1,907,081</u>
<b>At 30 June 2020 (Restated)</b>							
Cost	363,818	1,808,436	9,232	3,475	1,174	14,230	2,200,365
Accumulated depreciation	(46,190)	(230,018)	(3,312)	(660)	(338)	(3,710)	(284,228)
Accumulated impairment losses	(3,784)	(5,272)	-	-	-	-	(9,056)
Net carrying amount	<u>313,844</u>	<u>1,573,146</u>	<u>5,920</u>	<u>2,815</u>	<u>836</u>	<u>10,520</u>	<u>1,907,081</u>

Included in the Group's reclassification are:

	Group	
	2021 RM'000	2020 RM'000
(i) transfer to investment properties (Note 5)	-	(1,217)
(ii) transfer from/(to) property, plant and equipment (Note 3)	50,229	(11,356)
(iii) transfer to prepayments in receivables	(16,296)	-
	<u>33,933</u>	<u>(12,573)</u>

As at the reporting date, leasehold land and buildings of the Group, with net carrying amount of RM240,886,000 (2020: RM204,330,000) were pledged to financial institutions for credit facilities granted to certain subsidiary companies.

Other than the above, the Group has ROU assets classified as land held for property development under inventories amounting to RM227,832,000 (2020: RM259,913,000) at the reporting date.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 4. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONTINUED)

### (b) Lease liabilities

Set out below are the carrying amounts of lease liabilities recognised and the movements during the financial year:

	Group	
	2021 RM'000	2020 RM'000
At beginning of financial year	2,159,884	890,645
Additions	91,904	721,563
Accretion of interest (Note 32)	82,853	55,005
Acquisition of subsidiary companies	885	692,762
Disposal of subsidiary companies	(9,488)	-
Lease payments	(286,695)	(222,306)
Exchange differences	73,576	22,996
Reassessment	556	(781)
Modification	(1,274)	-
Termination	(1,808)	-
Deferred lease payment	(44,156)	-
At end of financial year	<u>2,066,237</u>	<u>2,159,884</u>
Analysed as:		
Current	228,154	222,907
Non-current	1,838,083	1,936,977
	<u>2,066,237</u>	<u>2,159,884</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 5. INVESTMENT PROPERTIES

	Group	
	2021 RM'000	2020 RM'000
At beginning of financial year	1,012,176	859,094
Additions	729	-
Fair value adjustments, net	(24,649)	89,489
Exchange differences	6,282	(2,372)
Net transfer from/(to) property, plant and equipment (Note 3)	1,016	(8,658)
Net transfer from ROU assets (Note 4)	-	1,217
Net transfer from inventories	5,160	22,378
Acquisition of subsidiary company	-	51,028
At end of financial year	<u>1,000,714</u>	<u>1,012,176</u>

Investment properties with carrying amount totalling RM291,475,000 (2020: RM290,945,000) are held under lease terms.

The carrying amounts of the investment properties were determined based on valuations by independent valuers, who hold recognised qualifications and have relevant experience. These valuations make reference to market evidence of transaction prices of similar properties or comparable available market data. Fair value hierarchy for investment properties is disclosed in Note 42.

The Group determined that certain properties that were previously classified as investment properties amounting to RM523,000 (2020: RM11,052,000), are now occupied by subsidiary companies of the Group, thus, do not qualify as investment properties according to MFRS 140: Investment Property. Certain other properties previously classified under property, plant and equipment amounting to RM980,000 (2020: RM2,394,000), are now not occupied by subsidiary companies of the Group, thus, qualify as investment properties according to MFRS 140: Investment Property. These properties were reclassified accordingly.

Investment properties of the Group amounting to RM658,495,000 (2020: RM821,605,000) have been pledged to various financial institutions for credit facilities granted to the Company and certain subsidiary companies.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 6. INVENTORIES

	Group	
	2021 RM'000	2020 RM'000
<b>NON-CURRENT</b>		
<u>Inventories - land held for property development</u>		
At cost:		
Land held for property development (Note a)	2,238,064	2,165,351
<b>CURRENT</b>		
<u>Inventories - property development costs</u>		
At cost:		
Property development costs (Note b)	107,556	67,447
<u>Inventories - others</u>		
At cost:		
Raw materials	70,657	64,729
Work-in-progress	16,737	10,901
Finished goods and inventories for resale	472,140	561,604
Property inventories	724,121	852,494
Stores and consumables	15,371	24,232
Ticket inventories	4,544	3,527
	<u>1,303,570</u>	<u>1,517,487</u>
At net realisable value:		
Raw materials	2,153	2,056
Finished goods and inventories for resale	65,629	148,770
Property inventories	91,615	29,100
Stores and consumables	18,019	17,803
	<u>177,416</u>	<u>197,729</u>
At fair value:		
Trading account securities	1,691	2,461
	<u>1,482,677</u>	<u>1,717,677</u>
Total for Inventories - others	<u>1,482,677</u>	<u>1,717,677</u>
Total inventories	<u>3,828,297</u>	<u>3,950,475</u>

The cost of inventories recognised as an expense during the financial year in the Group amounted to RM2,840,886,000 (2020: RM2,423,171,000).



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 6. INVENTORIES (CONTINUED)

### (a) Land held for property development

	Group	
	2021 RM'000	2020 RM'000
<b>At cost:</b>		
At beginning of financial year:		
- freehold land	1,509,107	1,478,783
- leasehold land	247,848	185,294
- land use rights/land lease premium	12,065	11,608
- development costs	396,331	379,209
	<u>2,165,351</u>	<u>2,054,894</u>
Arising from acquisition of a subsidiary company:		
- leasehold land	-	61,117
Transfer/Adjustments during the financial year:		
- freehold land	24,940	(4)
- leasehold land	(24,940)	-
- development costs	-	(139)
- freehold land to property development costs	(6,317)	-
	<u>(6,317)</u>	<u>(143)</u>
Additions:		
- freehold land	46,902	27,794
- leasehold land	-	-
- development costs	51,697	15,665
	<u>98,599</u>	<u>43,459</u>
Disposals:		
- leasehold land	(4,763)	-
Exchange differences:		
- freehold land	(6,867)	2,970
- leasehold land	(2,378)	1,437
- land use rights/land lease premium	-	457
- development costs	(4,905)	1,596
	<u>(14,150)</u>	<u>6,460</u>
Write-down in value		
- freehold land (Note 33)	(656)	(436)
Carrying value at end of financial year		
- freehold land	1,567,109	1,509,107
- leasehold land	215,767	247,848
- land use rights/land lease premium	12,065	12,065
- development costs	443,123	396,331
	<u>2,238,064</u>	<u>2,165,351</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 6. INVENTORIES (CONTINUED)

### (a) Land held for property development (continued)

Included in the transfer/adjustments section are the following:

	2021 RM'000	2020 RM'000
(i) transfer to property, plant and equipment (Note 3)	-	(143)
(ii) transfer to property development cost (Note 6(b))	(6,317)	-
	<u>(6,317)</u>	<u>(143)</u>

### (b) Property development costs

	Group	
	2021 RM'000	2020 RM'000
At cost:		
At beginning of financial year:		
- freehold land	6,102	43,806
- land use rights	612	11,235
- development costs	60,733	141,580
	<u>67,447</u>	<u>196,621</u>
Costs incurred during the financial year:		
- freehold land	-	1,075
- development costs	100,447	91,953
	<u>100,447</u>	<u>93,028</u>
Transfers/Adjustments during the financial year:		
- from land held for property development (Note 6(a))	6,317	-
- from/(to) inventories - others	1,125	(98,106)
- to contract cost assets (Note 13)	(67,626)	(126,319)
	<u>(60,184)</u>	<u>(224,425)</u>
Exchange differences	(154)	2,223
Carrying value at end of financial year	<u>107,556</u>	<u>67,447</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 6. INVENTORIES (CONTINUED)

The following inventories have been pledged to various financial institutions for credit facilities granted to certain subsidiary companies:

	Group	
	2021 RM'000	2020 RM'000
Land held for property development	439,244	408,731
Property development costs	91,525	56,758
Property inventories	669,765	733,783
Vehicle stock included in finished goods and inventories for resale	255,193	351,771
	<u>1,455,727</u>	<u>1,551,043</u>

## 7. SUBSIDIARY COMPANIES

	Company	
	2021 RM'000	2020 RM'000
At cost:		
Quoted shares in Malaysia	300,431	259,771
Unquoted shares	6,405,930	5,501,865
	<u>6,706,361</u>	<u>5,761,636</u>
Less: Accumulated impairment	(33,042)	(33,042)
	<u>6,673,319</u>	<u>5,728,594</u>

The Group's equity interests in the subsidiary companies, their respective principal activities and country of incorporation are shown in Note 48.

During the financial year, the Company subscribed to additional shares issued by a subsidiary of RM900,000,000 by utilising the amount owing by the subsidiary company.

Quoted shares costing RM299,665,000 (2020: RM220,856,000) have been pledged to financial institutions for credit facilities granted to the Company and certain of its subsidiary companies.

During the financial year, the Company conducted a review of the recoverable amounts of its investments in subsidiary companies and the review concluded that no further impairment was required as the recoverable amounts, determined based on VIU, were higher than the carrying value.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 7. SUBSIDIARY COMPANIES (CONTINUED)

### 7.1 Acquisition of subsidiary companies

#### 7.1.1 Current financial year

During the current financial year, the Group completed the following acquisitions which qualified as business combination:

- (1) On 17 July 2020, Berjaya Engineering and Construction Sdn Bhd, a wholly-owned subsidiary company of the Group, acquired 51% equity interest in Mantra Design Sdn Bhd ("MDSB"), comprising 510,000 ordinary shares for a cash consideration of RM250,000.
- (2) On 19 August 2020, Berjaya Food (International) Sdn Bhd, a wholly owned subsidiary company of the Group, completed the acquisition of 50% equity interests in Ser Vegano Sdn Bhd ("SER") for a total cash consideration of RM250,000. SER was accounted for as a subsidiary company as the Group has control in accordance with the requirements of MFRS 10 despite the Group has 50% shareholding.
- (3) On 23 September 2020, Berjaya Group Berhad, a wholly owned subsidiary company of the Group, had subscribed for 306,000 ordinary shares, representing 51% equity interest, in Simply Real Sdn Bhd ("SRSB") for a total consideration of RM306,000.
- (4) On 29 September 2020, Berjaya Group (Cayman) Limited, a wholly owned subsidiary company of the Group, had subscribed for 3,060,000 ordinary shares representing 30% equity interest in Berjaya Auto Asia Inc. ("BAAI"). The Group's equity interest in BAAI increased from 30% to 60% and BAAI became a subsidiary company of the Group.

The cost of acquisitions comprised the followings:

Group	Acquisition of				Total
	MDSB	SER	SRSB	BAAI	
	RM'000	RM'000	RM'000	RM'000	RM'000
Purchase consideration satisfied by cash	250	250	306	522	1,328

The acquired subsidiary companies which qualified as business combination contributed the following results to the Group in the current financial year:

Group	Acquisition of				Total
	MDSB	SER	SRSB	BAAI	
	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue	9,858	198	576	7,477	18,109
Profit/(Loss) for the year	646	(64)	(215)	(254)	113

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 7. SUBSIDIARY COMPANIES (CONTINUED)

### 7.1 Acquisition of subsidiary companies (continued)

#### 7.1.1 Current financial year (continued)

The fair values of the identifiable assets and liabilities of the acquired subsidiary companies at the date of acquisition were as follows:

Group	Acquisition of				Total
	MDSB	SER	SRSB	BAAI	
	RM'000	RM'000	RM'000	RM'000	RM'000
Property, plant and equipment	215	301	174	367	1,057
ROU assets	-	41	561	-	602
Other assets acquired, excluding cash and cash equivalents	10,195	310	630	5,158	16,293
Cash and cash equivalents acquired	-	80	95	479	654
Lease liabilities	-	(40)	(845)	-	(885)
Other borrowings and loans	-	(70)	(289)	-	(359)
Other liabilities	(5,392)	(386)	-	(5,538)	(11,316)
Non-controlling interests	(2,459)	(118)	(160)	(186)	(2,923)
Total net assets acquired	2,559	118	166	280	3,123
Goodwill on consolidation	-	132	140	242	514
Negative goodwill on consolidation	(2,309)	-	-	-	(2,309)
Total cost of acquisition	250	250	306	522	1,328

The cash effects on acquisitions are as follows:-

Group	Acquisition of				Total
	MDSB	SER	SRSB	BAAI	
	RM'000	RM'000	RM'000	RM'000	RM'000
Purchase consideration satisfied by cash	(250)	(250)	(306)	(522)	(1,328)
Cash and cash equivalent of subsidiary companies acquired	-	80	95	479	654
Net cash outflow on acquisition of subsidiaries companies at the date of acquisition	(250)	(170)	(211)	(43)	(674)

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 7. SUBSIDIARY COMPANIES (CONTINUED)

### 7.1 Acquisition of subsidiary companies (continued)

#### 7.1.2 Previous financial year

- (1) On 22 August 2019, BLCC, a wholly-owned subsidiary of the Group, subscribed for its entitlement and the excess of rights shares cum free warrants, totalling 100,000,000 new ordinary shares and 33,333,333 free warrants in Informatics for a total cash consideration of SGD5.0 million (equivalent to approximately RM15.305 million). Consequently, the Group's equity interest in Informatics increased from 28.38% to 67.95%, thus making Informatics a subsidiary company of the Group.
- (2) On 22 August 2019, SIAMH, (an associated company of the Group then) undertook a share buyback exercise which resulted in the reduction of its shares with voting rights. Consequently, the Group's equity interest in SIAMH increased from 47.44% to 50.01% and hence, it became a subsidiary company of the Group.
- (3) On 9 October 2019, Cosway Corporation Limited, a wholly owned subsidiary of the Group acquired 1 unit of ordinary share which represent 100% equity interest in Aces in Hong Kong for a total consideration of HKD1. The principal activity of Aces is to engage in E-Commerce platform for sales and marketing of healthcare products.
- (4) On 12 February 2020, Berjaya Group (Cayman) Limited, a wholly owned subsidiary company of the Group, subscribed for 512,000 new ordinary shares in ASPL for a total consideration of SGD2.56 million (equivalent to approximately RM7.64 million). Consequently, the Group's equity interest in ASPL increased from 50% to 51%, thus making ASPL a subsidiary company of the Group.
- (5) Berjaya Property Ireland Limited ("BPIL"), a wholly owned subsidiary company of the Group has completed the acquisition of 75% equity interest in Icelandair Hotels, a company incorporated in Reykjavik, Iceland that owns several hotels and real estate assets in Iceland for a cash consideration of USD45.31 million (equivalent to approximately RM179.84 million), BPIL had also entered into a put and call option agreement with the seller for the remaining 25% stake in the Icelandair Hotels. This option, which was treated as deferred consideration of the acquisition, effectively gave BPIL a present ownership interest of 100% in Icelandair Hotels. As disclosed in Note 49, BPIL completed the PPA exercise in the current financial year. The PPA exercise resulted in BPIL recognising a negative goodwill amounting to RM28,234,000 on the consolidation of Icelandair Hotels ehf. The negative goodwill is now adjusted retrospectively to the financial statements of the previous financial year ended 30 June 2020 and certain comparatives have been restated accordingly.
- (6) BRIL, a wholly owned subsidiary company of the Group, has completed the acquisition of the entire equity interest in GE11, a company incorporated in Reykjavik, Iceland that owns a piece of leasehold land in Iceland for a cash consideration of USD1.399 million (equivalent to approximately RM5.75 million).

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 7. SUBSIDIARY COMPANIES (CONTINUED)

### 7.1 Acquisition of subsidiary companies (continued)

#### 7.1.2 Previous financial year (continued)

The cost of acquisitions comprised the following:

Group	Acquisition of				Total
	Icelandair Hotels	SIAMH	GE11	Others*	
	RM'000	RM'000	RM'000	RM'000	RM'000
Purchase consideration satisfied by cash	179,838	-	61,262	22,764	263,864
Reclassified from associated companies and joint venture	-	91,392	-	1,230	92,622
Fair value adjustments on associated companies and joint venture prior to reclassification to investment in subsidiary companies	-	(1,794)	-	1,880	86
Total cost of acquisition, representing fair value of the consideration	<u>179,838</u>	<u>89,598</u>	<u>61,262</u>	<u>25,874</u>	<u>356,572</u>

The acquired subsidiary companies which qualified as business combination contributed the following results to the Group in the current financial year:

Group	Acquisition of				Total
	Icelandair Hotels	SIAMH	GE11	Others*	
	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue	9,967	23,439	72	52,121	85,599
Loss for the year	<u>(33,711)</u>	<u>(25,985)</u>	<u>(6,725)</u>	<u>(6,974)</u>	<u>(73,395)</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 7. SUBSIDIARY COMPANIES (CONTINUED)

### 7.1 Acquisition of subsidiary companies (continued)

#### 7.1.2 Previous financial year (continued)

The fair values of the identifiable assets and liabilities of the acquired subsidiary companies at the date of acquisition were as follows:

Group	Acquisition of				Total RM'000 (Restated)
	Icelandair Hotels RM'000 (Restated)	SIAMH RM'000	GE11 RM'000	Others* RM'000	
Property, plant and equipment	562,186	259,833	-	249	822,268
ROU assets	567,900	131,976	-	2,161	702,037
Investment properties	-	51,028	-	-	51,028
Inventories - Land held for property development	-	-	61,117	-	61,117
Other assets acquired, excluding cash and cash equivalents	30,585	26,465	3,280	18,303	78,633
Cash and cash equivalents acquired	21,716	10,522	-	24,862	57,100
Lease liabilities	(555,702)	(131,976)	-	(5,084)	(692,762)
Other borrowings and loans	(272,123)	(50,974)	-	-	(323,097)
Other liabilities	(117,169)	(104,717)	(3,135)	(40,365)	(265,386)
Non-controlling interests	(1,082)	(102,559)	-	1,892	(101,749)
Total net assets acquired	236,311	89,598	61,262	2,018	389,189
Deferred purchase consideration classified as derivative liabilities	(28,239)	-	-	-	(28,239)
Goodwill on consolidation	-	-	-	26,979	26,979
Negative goodwill on consolidation	(28,234)	-	-	(3,123)	(31,357)
Total cost of acquisition	179,838	89,598	61,262	25,874	356,572



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 7. SUBSIDIARY COMPANIES (CONTINUED)

### 7.1 Acquisition of subsidiary companies (continued)

#### 7.1.2 Previous financial year (continued)

The cash effects on acquisitions are as follows:-

Group	Acquisition of				Total
	Icelandair Hotels	SIAMH	GE11	Others*	
	RM'000	RM'000	RM'000	RM'000	RM'000
Purchase consideration satisfied by cash	(179,838)	-	(61,262)	(22,764)	(263,864)
Cash and cash equivalent of subsidiary companies acquired	21,716	10,522	-	24,862	57,100
Net cash inflow/(outflow) on acquisition of subsidiaries companies at the date of acquisition	(158,122)	10,522	(61,262)	2,098	(206,764)

Note:

\* Comprise of acquisitions of Informatics, Aces and ASPL.

### 7.3 Disposal of subsidiary companies

#### 7.3.1 Current financial year

During the current financial year, the Group completed the following disposals/deemed disposals:

- (1) On 28 August 2020, BLand announced that the JDC Lawsuit has been fully settled and resolved with the receipt of Settlement Sum by BLCL and accordingly, BJR ceased to be a subsidiary of the Group on even date.
- (2) On 31 May 2021, BGroup completed the disposal of its entire equity interest of 51% in Berjaya Paper Trading Sdn Bhd for a cash consideration of RM5.30 million.
- (3) On 8 June 2021, BCorp announced it has completed the disposal of its entire equity interest of 51% in Bermaz Auto Alliance Sdn Bhd (formerly known as Berjaya Auto Alliance Sdn Bhd) for a cash consideration of RM6.70 million.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 7. SUBSIDIARY COMPANIES (CONTINUED)

### 7.3 Disposal of subsidiary companies (continued)

#### 7.3.2 Previous financial year

In the previous financial year, the Group completed the following disposal/deemed disposal:

- (1) On 1 July 2019, BPI disposed of 1,000,000 ordinary shares, representing 20% equity interest, in its wholly owned subsidiary company, PGMC for a consideration of Philippine Peso ("PHP") 117.15 million (equivalent to approximately RM9.49 million). BPI in turn, is a subsidiary company of BToto. Subsequently on 3 July 2019, PGMC issued additional 5,000,000 ordinary shares with par value of PHP100 each. BPI waived its right to subscribe for the additional shares issued by PGMC. BPI's equity interest in PGMC was thus further diluted to 39.99% from 79.99%, and PGMC ceased as a subsidiary company and became an associated company of BPI; and
- (2) The Group equity interest in Aces Property Management Sdn Bhd ("APMSB") was diluted from 100% to 25%. Consequently, the Group has reclassified its investment in APMSB as investment in associated company.

#### 7.3.3 Effects of disposal

The effects of the disposal on the financial statements of the Group are disclosed in the Consolidated Statement of Cash Flows, Note (b).

The acquisition, incorporation or disposal of subsidiary companies during the financial year which do not have any material effect on the financial position of the Group and of the Company are not listed above.

### 7.4 Subsidiary companies with material non-controlling interests

The Group regards the non-controlling interests of the following subsidiary companies as material to the Group and is set out below. The equity interests held by non-controlling interests are as follows:

Name	Equity interest held by non-controlling interests	
	2021 %	2020 %
BLand	22.1	21.9
BFood	46.6	42.9
REDtone	47.6	47.6

# NOTES TO THE FINANCIAL STATEMENTS

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## 7. SUBSIDIARY COMPANIES (CONTINUED)

### 7.4 Subsidiary companies with material non-controlling interests (continued)

Summarised financial information of subsidiary companies which have non-controlling interests that are material to the Group is set out below. The summarised financial information presented below include fair value adjustments arising from business combination and other consolidation adjustment but exclude inter-company elimination.

#### GROUP

	BLand	BFood	REDtone	Total
At 30 June 2021	RM'000	RM'000	RM'000	RM'000
Non-current assets	9,503,607	1,078,510	151,086	10,733,203
Current assets	3,348,226	99,142	227,424	3,674,792
Non-current liabilities	(4,179,707)	(407,265)	(29,020)	(4,615,992)
Current liabilities	(2,838,487)	(395,663)	(86,339)	(3,320,489)
Net assets	<u>5,833,639</u>	<u>374,724</u>	<u>263,151</u>	<u>6,471,514</u>
Equity attributable to equity holders of the parent	3,378,100	208,437	132,808	3,719,345
Non-controlling interests	2,455,539	166,287	130,343	2,752,169
Total equity	<u>5,833,639</u>	<u>374,724</u>	<u>263,151</u>	<u>6,471,514</u>
<b>Year ended 30 June 2021</b>				
Revenue	<u>5,406,076</u>	<u>717,337</u>	<u>174,673</u>	<u>6,298,086</u>
(Loss)/Profit for the year	(142,392)	45,726	(42,688)	(139,354)
Other comprehensive income	(23,526)	(47)	5,996	(17,577)
Total comprehensive income for the year	<u>(165,918)</u>	<u>45,679</u>	<u>(36,692)</u>	<u>(156,931)</u>
(Loss)/Profit attributable to:				
- Owners of the parent	(179,776)	27,352	(23,609)	(176,033)
- Non-controlling interests	37,384	18,374	(19,079)	36,679
	<u>(142,392)</u>	<u>45,726</u>	<u>(42,688)</u>	<u>(139,354)</u>
Total comprehensive income attributable to:				
- Owners of the parent	(232,165)	27,363	(17,613)	(222,415)
- Non-controlling interests	66,247	18,316	(19,079)	65,484
	<u>(165,918)</u>	<u>45,679</u>	<u>(36,692)</u>	<u>(156,931)</u>
<b>Year ended 30 June 2021</b>				
Net cash generated from/(used in):				
Operating activities	342,128	187,009	22,355	551,492
Investing activities	502,468	(48,311)	8,427	462,584
Financing activities	(826,040)	(138,700)	(21,515)	(986,255)
Net change in cash and cash equivalents	<u>18,556</u>	<u>(2)</u>	<u>9,267</u>	<u>27,821</u>
Dividends paid to non-controlling interests	<u>(41,366)</u>	<u>(3,968)</u>	<u>(7,327)</u>	<u>(52,661)</u>

# NOTES TO THE FINANCIAL STATEMENTS

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## 7. SUBSIDIARY COMPANIES (CONTINUED)

### 7.4 Subsidiary companies with material non-controlling interests (continued)

GROUP	BLand	BFood	REDtone	Total
	RM'000 (Restated)	RM'000	RM'000	RM'000 (Restated)
<b>At 30 June 2020</b>				
Non-current assets	9,199,266	1,125,948	235,168	10,560,382
Current assets	4,592,141	103,164	217,572	4,912,877
Non-current liabilities	(5,154,012)	(430,524)	(54,680)	(5,639,216)
Current liabilities	(2,448,724)	(465,280)	(84,764)	(2,998,768)
Net assets	<u>6,188,671</u>	<u>333,308</u>	<u>313,296</u>	<u>6,835,275</u>
Equity attributable to				
equity holders of the parent	3,584,656	193,312	160,563	3,938,531
Non-controlling interests	2,604,015	139,996	152,733	2,896,744
Total equity	<u>6,188,671</u>	<u>333,308</u>	<u>313,296</u>	<u>6,835,275</u>
<b>Year ended 30 June 2020</b>				
Revenue	<u>5,160,309</u>	<u>632,939</u>	<u>177,906</u>	<u>5,971,154</u>
Profit/(Loss) for the year	72,002	(20,086)	(63,864)	(11,948)
Other comprehensive income	10,933	22	(150)	10,805
Total comprehensive income for the year	<u>82,935</u>	<u>(20,064)</u>	<u>(64,014)</u>	<u>(1,143)</u>
(Loss)/Profit attributable to:				
- Owners of the parent	(20,355)	(11,797)	(34,380)	(66,532)
- Non-controlling interests	92,357	(8,289)	(29,484)	54,584
	<u>72,002</u>	<u>(20,086)</u>	<u>(63,864)</u>	<u>(11,948)</u>
Total comprehensive income attributable to:				
- Owners of the parent	(21,265)	(11,784)	(34,457)	(67,506)
- Non-controlling interests	104,200	(8,280)	(29,557)	66,363
	<u>82,935</u>	<u>(20,064)</u>	<u>(64,014)</u>	<u>(1,143)</u>
<b>Year ended 30 June 2020</b>				
Net cash generated from/(used in):				
Operating activities	17,801	154,905	57,193	229,899
Investing activities	(201,244)	(55,661)	(39,337)	(296,242)
Financing activities	54,098	(94,629)	(14,994)	(55,525)
Net change in cash and cash equivalents	<u>(129,345)</u>	<u>4,615</u>	<u>2,862</u>	<u>(121,868)</u>
Dividends paid to non-controlling interests	<u>(88,250)</u>	<u>(5,487)</u>	<u>(3,621)</u>	<u>(97,358)</u>

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## 8. ASSOCIATED COMPANIES

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
At cost:				
Quoted shares - in Malaysia	415,875	455,444	213,034	234,295
Unquoted shares	658,498	495,045	1,537	50
Less: Unrealised profit on transactions with associated companies	(6,404)	(6,550)	-	-
	<u>1,067,969</u>	<u>943,939</u>	<u>214,571</u>	<u>234,345</u>
Group's share of post acquisition reserves	208,751	293,048	-	-
	<u>1,276,720</u>	<u>1,236,987</u>	<u>214,571</u>	<u>234,345</u>
Less: Accumulated impairment				
- Quoted shares in Malaysia	(105,870)	(68,395)	(72,754)	(31,527)
- Unquoted shares	(105,685)	(93,312)	-	-
	<u>(211,555)</u>	<u>(161,707)</u>	<u>(72,754)</u>	<u>(31,527)</u>
	<u>1,065,165</u>	<u>1,075,280</u>	<u>141,817</u>	<u>202,818</u>
Carrying value of:				
Quoted shares - in Malaysia	393,260	457,210	140,280	202,768
Unquoted shares	671,905	618,070	1,537	50
	<u>1,065,165</u>	<u>1,075,280</u>	<u>141,817</u>	<u>202,818</u>
Market value (level 1 in the fair value hierarchy):				
Quoted shares - in Malaysia	249,284	318,923	140,280	202,768

Certain quoted shares of the Group and of the Company costing RM312,600,000 (2020: RM271,643,000) and RM213,034,000 (2020: RM193,049,000) respectively, have been pledged to financial institutions for credit facilities granted to the Company and certain subsidiary companies.

During the financial year, the Group and the Company conducted a review of the recoverable amounts of certain investment in associated companies and the review has led to the following recognition:

- (a) an impairment loss amounting to RM54,000,000 (2020: RM15,198,000) for the Group and RM44,538,000 (2020: RM23,342,000) for the Company as disclosed in Note 33(c)(i), in associated companies with recoverable amounts of RM249,284,000 (2020: RM228,896,000) for the Group and RM140,280,000 (2020: RM202,768,000) for the Company. The recoverable amounts are determined based on the higher of VIU calculations or FVLCTS. The fair values are based on observable market prices.

In the previous year, the Group reversed an impairment loss of RM269,000 as disclosed in Note 33(d)(ii), in associated companies with recoverable amount of RM539,000.

# NOTES TO THE FINANCIAL STATEMENTS

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## 8. ASSOCIATED COMPANIES (CONTINUED)

The Group's equity interest in the associated companies, their respective principal activities and country of incorporation are shown in Note 48.

Although the Group holds less than 20% of the voting shares in BAssets and Berjaya Media Berhad, the Group exercises significant influence by virtue of its ability to participate in the financial and operating policy decisions of these companies by way of representation on their respective boards of directors.

The Group regards Atlan, BAssets and BSompo as its material associated companies.

Summarised financial information in respect of the material associated companies is set out below. The summarised financial information represents the amounts in the financial statements of the associated companies and not the Group's share of those amounts.

<b>GROUP</b>	<b>Atlan</b>	<b>BAssets</b>	<b>BSompo</b>
<b>2021</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
Non-current assets	299,805	2,900,594	2,039,613
Current assets	497,613	286,963	679,318
Non-current liabilities	(114,244)	(980,141)	-
Current liabilities	(131,768)	(254,765)	(1,709,539)
Net assets	<u>551,406</u>	<u>1,952,651</u>	<u>1,009,392</u>
Equity attributable to:			
Owners of the associated company	435,972	1,952,438	1,009,391
Non-controlling interests of the associated company	115,434	213	1
Total equity	<u>551,406</u>	<u>1,952,651</u>	<u>1,009,392</u>
<b>GROUP</b>	<b>Atlan</b>	<b>BAssets</b>	<b>BSompo</b>
<b>2020</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
Non-current assets	317,849	2,971,006	1,833,496
Current assets	585,352	304,711	691,501
Non-current liabilities	(119,710)	(987,257)	(2,377)
Current liabilities	(190,074)	(275,920)	(1,514,807)
Net assets	<u>593,417</u>	<u>2,012,540</u>	<u>1,007,813</u>
Equity attributable to:			
Owners of the associated company	464,929	2,012,474	1,007,813
Non-controlling interests of the associated company	128,488	66	-
Total equity	<u>593,417</u>	<u>2,012,540</u>	<u>1,007,813</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 8. ASSOCIATED COMPANIES (CONTINUED)

GROUP 2021	Atlan	BAssets	BSompo
	RM'000	RM'000	RM'000
Revenue	413,130	178,400	902,603
(Loss)/Profit for the year	(27,946)	(107,954)	113,226
Other comprehensive income	(1,296)	48,065	(10,863)
Total comprehensive income for the year	(29,242)	(59,889)	102,363
(Loss)/Profit for the year attributable to:			
- owners of the associated company	(16,030)	(107,632)	113,921
- non-controlling interests of the associated company	(11,916)	(322)	(695)
	(27,946)	(107,954)	113,226
Total comprehensive income attributable to:			
- owners of the associated company	(16,850)	(60,036)	103,058
- non-controlling interests of the associated company	(12,392)	147	(695)
	(29,242)	(59,889)	102,363
Dividends received from the associated companies during the year	3,110	-	30,444
<b>GROUP 2020</b>	<b>Atlan RM'000</b>	<b>BAssets RM'000</b>	<b>BSompo RM'000</b>
Revenue	694,343	246,702	630,325
(Loss)/Profit for the year	(11,819)	(130,518)	81,920
Other comprehensive income	1,076	(47,336)	22,866
Total comprehensive income for the year	(10,743)	(177,854)	104,786
(Loss)/Profit for the year attributable to:			
- owners of the associated company	(9,798)	(123,762)	81,920
- non-controlling interests of the associated company	(2,021)	(6,756)	-
	(11,819)	(130,518)	81,920
Total comprehensive income attributable to:			
- owners of the associated company	(9,235)	(171,134)	104,786
- non-controlling interests of the associated company	(1,508)	(6,720)	-
	(10,743)	(177,854)	104,786
Dividends received from the associated companies during the year	12,790	-	-

# NOTES TO THE FINANCIAL STATEMENTS

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## 8. ASSOCIATED COMPANIES (CONTINUED)

Reconciliation of the summarised financial information presented above to the carrying amount of the Group's interest in associated companies:

<b>GROUP</b>	<b>Atlan</b>	<b>BAssets</b>	<b>BSompo</b>
<b>2021</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
Attributable to the owners of associated companies:			
Net assets at beginning of year	464,929	2,012,474	1,007,813
(Loss)/Profit for the year	(16,030)	(107,632)	113,921
Other comprehensive income	(820)	47,596	(10,863)
Other transactions with owners	576	-	-
Dividends paid during the year	(12,683)	-	(101,480)
Net assets at end of year	<u>435,972</u>	<u>1,952,438</u>	<u>1,009,391</u>
Group's equity interest	24.52%	11.52%	30.00%
Interest in associated companies	106,900	224,921	302,817
Goodwill	167,776	-	158,400
Accumulated impairment	(102,934)	(2,936)	-
Exchange differences	2,418	-	-
Unrealised profit on transaction with associated company	-	-	(6,404)
Less: Intragroup adjustments	-	(2,714)	-
Carrying value of Group's interest in associated companies	<u>174,160</u>	<u>219,271</u>	<u>454,813</u>
<b>GROUP</b>	<b>Atlan</b>	<b>BAssets</b>	<b>BSompo</b>
<b>2020</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
Attributable to the owners of associated companies:			
Net assets at beginning of year	525,176	2,183,608	903,027
(Loss)/Profit for the year	(9,798)	(123,762)	81,920
Other comprehensive income	563	(47,372)	22,866
Other transactions with owners	(282)	-	-
Dividends paid during the year	(50,730)	-	-
Net assets at end of year	<u>464,929</u>	<u>2,012,474</u>	<u>1,007,813</u>
Group's equity interest	24.52%	11.51%	30.00%
Interest in associated companies	114,001	231,636	302,344
Goodwill	171,462	-	158,400
Accumulated impairment	(58,982)	-	-
Exchange differences	2,415	-	-
Unrealised profit on transaction with associated company	-	-	(6,551)
Less: Intragroup adjustments	-	(3,322)	-
Carrying value of Group's interest in associated companies	<u>228,896</u>	<u>228,314</u>	<u>454,193</u>



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 8. ASSOCIATED COMPANIES (CONTINUED)

Aggregate information of associated companies that are not individually material:

	Group	
	2021	2020
	RM'000	RM'000
The Group's share of loss for the financial year	(28,064)	(4,346)
The Group's share of other comprehensive income	(7,775)	16,802
The Group's share of total comprehensive income for the financial year	(35,839)	12,456
Aggregate carrying amount of the Group's interests in these associated companies	216,921	163,877

The Group has discontinued the recognition of its share of losses of certain associated companies because the share of losses of these associated companies has exceeded the Group's interest in these associated companies. As at the reporting date, the Group's cumulative unrecognised share of losses in these associated companies amounted to RM42,252,000 (2020: RM36,802,000), which exceeded the Group's interest in these associated companies. Accordingly, the Group did not recognise its share of current year's loss amounting to RM5,450,000 (2020: RM3,133,000) of these associated companies.

The Group recognises its share of Atlan's results based on its financial statements drawn up to its most recent reporting date, which is 31 May 2021. Atlan, being listed on Bursa Malaysia is not allowed to release any information other than those publicly published.

## 9. JOINT VENTURES

	Group	
	2021	2020
	RM'000	RM'000
Contributed legal capital/cost of investment	206,711	217,031
Share of post-acquisition reserves	(68,153)	(78,799)
Exchange differences	4,068	5,159
	142,626	143,391
Less: Accumulated impairment	(7,849)	(29,373)
	134,777	114,018

In the previous financial year, the Group conducted a review of the recoverable amounts of its investment in joint ventures and the review has led to the recognition of an impairment loss of RM1,000,000 as disclosed in Note 33(c)(i).

The Group's equity interest in the joint ventures, their respective principal activities and country of incorporation are shown in Note 48.

# NOTES TO THE FINANCIAL STATEMENTS

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## 9. JOINT VENTURES (CONTINUED)

Summarised financial information in respect of Berjaya Hotay Joint Venture Company Limited (“BHotay”) and Chailease Berjaya Finance Corporation (“Chailease”), the material joint ventures is set out below. The summarised financial information represents the amounts in the financial statements of the joint ventures after modification of fair value adjustments arising from business combination and not the Group’s share of those amounts.

GROUP	BHotay		Chailease	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Non-current assets	182,247	206,349	1,280,960	1,091,875
Current assets	10,816	8,684	436,180	286,873
Non-current liabilities	(102,905)	(104,468)	(839,419)	(476,390)
Current liabilities	(33,662)	(33,643)	(603,826)	(718,070)
Net assets	56,496	76,922	273,895	184,288
The amounts of assets and liabilities above include the following:				
Cash and cash equivalents	7,059	6,403	174,768	80,146
Current financial liabilities (excluding trade and other payables and provision)	(23,644)	(24,868)	(583,846)	(697,780)
Non-current financial liabilities (excluding trade and other payables and provision)	(79,150)	(94,719)	(839,419)	(476,390)
Revenue	36,155	70,771	229,080	188,203
(Loss)/Profit for the year	(18,245)	(7,407)	64,454	28,066
Other comprehensive income	-	-	153	-
Total comprehensive income for the year	(18,245)	(7,407)	64,607	28,066
The (loss)/profit for the year includes the following:				
Depreciation and amortisation	17,345	18,167	2,916	3,115
Interest income	-	-	1,384	1,145
Income tax expense	-	-	21,436	9,356
Finance costs	3,322	6,854	-	-

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 9. JOINT VENTURES (CONTINUED)

Reconciliation of the summarised financial information presented above to the carrying amount of the Group's interest in joint ventures:

GROUP	BHotay		Chailease	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Net assets as at beginning of year	76,922	81,295	184,288	131,222
(Loss)/Profit for the year	(18,245)	(7,407)	64,454	28,066
Other comprehensive income	-	-	153	-
Increase in share capital	-	-	25,000	25,000
Exchange differences	(2,181)	3,034	-	-
Net assets at end of year	56,496	76,922	273,895	184,288
Group's equity interest	50%	50%	30%	30%
Carrying value of Group's interest in joint ventures	28,248	38,461	82,169	55,286

Aggregate information of joint ventures that are not individually material:

	Group	
	2021 RM'000	2020 RM'000
The Group's share of profit for the financial year, representing total comprehensive income	4,314	3,669
Aggregate carrying amount of the Group's interests in these joint ventures	24,360	20,271

The Group has discontinued recognition of its share of losses of certain joint ventures because the share of losses of these joint ventures has exceeded the Group's interest in these joint ventures, and the Group does not have any legal and constructive obligations to provide financial support to the joint ventures. As such, during the current financial year, the Group did not recognise its share of the current year net profit of these joint ventures and the Group's cumulative share of unrecognised losses of these joint ventures amounted to RM1,586,000 (2020: RM8,618,000).

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 10. OTHER INVESTMENTS

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
At fair value:				
Quoted investments in Malaysia				
- shares	145,112	95,566	19,752	8,027
- warrants	6,091	3,385	-	-
- Malaysian Government Securities	3,275	3,374	-	-
- unit trust funds	2,065	1,310	-	-
Quoted investments outside Malaysia				
- shares	14,854	4,103	-	-
- warrants	-	2	-	-
Unquoted shares	71,077	51,210	-	-
Total investment in financial assets	242,474	158,950	19,752	8,027
Golf club corporate memberships	330	375	-	-
Total investments	242,804	159,325	19,752	8,027

The investment in Malaysian Government Securities is deposited with the Malaysian Government in accordance with the Pool Betting Act, 1967 in connection with the issue of the pool betting licence and yields interest at 4.50% (2020: 4.50%) per annum.

During the financial year, certain quoted shares of the Group and of the Company costing RM47,310,000 (2020: RM17,973,000) and RM20,121,000 (2020: RM8,853,000) respectively, have been pledged to financial institutions for credit facilities granted to the Company.

Further details on fair value hierarchy and classification of equity investments are disclosed in Notes 42 and 43 respectively.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 11. OTHER LONG TERM RECEIVABLES

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Amounts due from joint ventures (Note a)	193,947	211,807	-	-
Amount due from a subsidiary company (Note b)	-	-	19,106	-
Amount due from associated company (Note c)	106,640	-	-	-
	<u>300,587</u>	<u>211,807</u>	<u>19,106</u>	<u>-</u>
Less: Allowance for impairment (Note e)	(7,757)	-	-	-
	<u>292,830</u>	<u>211,807</u>	<u>19,106</u>	<u>-</u>
Sundry receivables (Note d)	22,007	-	-	-
Other long term deposits	40,352	44,142	-	-
Hire purchase receivables	13,091	16,234	-	-
Less: Unearned carrying charges	(1,447)	(1,533)	-	-
	<u>11,644</u>	<u>14,701</u>	<u>-</u>	<u>-</u>
Less: Allowance for impairment	(7,808)	(7,614)	-	-
Hire purchase receivables, net of unearned interest (Note f)	<u>3,836</u>	<u>7,087</u>	<u>-</u>	<u>-</u>
	<u>359,025</u>	<u>263,036</u>	<u>19,106</u>	<u>-</u>

### Notes:

- (a) Amounts owing by joint ventures are unsecured, interest-bearing with schedule of repayments ranging from 2 to 20 (2020: 2 to 20) years except for a gross amount totalling RM19,849,000 which is non-interest bearing.
- (b) The amount due from a subsidiary company is unsecured, interest bearing with schedule of repayments of 5 years.
- (c) Amount due from associated company is unsecured, repayable on demand and interest-bearing except for a gross amount totalling RM18,123,000 (2020: RM Nil), which is non-interest bearing.
- (d) Sundry receivables represent advance payments made in respect of property development projects of the Group's foreign ventures.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 11. OTHER LONG TERM RECEIVABLES (CONTINUED)

Notes (continued):

(e) Amount due from associated company:

Movement in allowance accounts

	Group	
	2021 RM'000	2020 RM'000
At beginning of financial year	-	-
Charge for the financial year (Note 33 (c)(i))	7,757	-
At end of financial year	7,757	-

(f) Future receipts for these hire purchase receivables are as follows:

	Group			
	2021		2020	
	Minimum lease receivables RM'000	Present value of Minimum lease receivables RM'000	Minimum lease receivables RM'000	Present value of Minimum lease receivables RM'000
<u>Later than 1 year but not later than 5 years</u>				
Hire purchase receivables	13,091	11,644	16,234	14,701
Less: Unearned interest	(1,447)	-	(1,533)	-
	11,644	11,644	14,701	14,701
Less: Allowance for impairment	(7,808)	(7,808)	(7,614)	(7,614)
	3,836	3,836	7,087	7,087

Movement in allowance accounts:

	Group	
	2021 RM'000	2020 RM'000
At beginning of financial year	7,614	-
Charge for the financial year (Note 33)	194	7,614
At end of financial year	7,808	7,614

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 12. INTANGIBLE ASSETS

### GROUP

	Goodwill	Gaming rights	Trademarks	Lottery business cooperation contract	Concession assets	Dealership rights	Telecommunications licences with allocated spectrum	Other intangible assets	Total
2021	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<b>Net Carrying Amount</b>									
At beginning of financial year	915,044	3,437,211	9,457	99,968	240,035	54,712	199,459	37,304	4,993,190
Additions	514	-	-	-	16,297	-	-	7,994	24,805
Amortisation for the financial year (Note 33)	-	-	(51)	(7,098)	(21,003)	-	(13,893)	(5,359)	(47,404)
Impairment losses (Note 33(c)(i))	(63,788)	-	(1,591)	-	-	-	(80,000)	-	(145,379)
Written off (Note 33(c)(i))	-	-	-	-	-	-	-	(352)	(352)
Deferred tax liability recognised (Note 28)	3,480	-	-	-	-	-	-	-	3,480
Transfer from assets held for sale (Note 20)	-	-	32,300	-	-	-	-	-	32,300
Exchange differences	5,920	-	(1,108)	-	8,599	4,844	-	235	18,490
At end of financial year	861,170	3,437,211	39,007	92,870	243,928	59,556	105,566	39,822	4,879,130
Cost	2,166,257	4,685,784	50,964	131,319	385,986	59,556	314,601	99,800	7,894,267
Accumulated amortisation	-	(57,107)	(207)	(38,449)	(107,643)	-	(83,378)	(52,552)	(339,336)
Accumulated impairment	(1,305,087)	(1,191,466)	(11,750)	-	(34,415)	-	(125,657)	(7,426)	(2,675,801)
	861,170	3,437,211	39,007	92,870	243,928	59,556	105,566	39,822	4,879,130

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 12. INTANGIBLE ASSETS (CONTINUED)

### GROUP

	Goodwill	Gaming rights	Trademarks	Lottery business cooperation contract	Concession assets	Dealership rights	Telecommunications licences with allocated spectrum	Other intangible assets	Total
2020	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<b>Net Carrying Amount</b>									
At beginning of financial year	1,005,090	3,437,211	42,217	107,066	248,667	54,557	314,601	41,756	5,251,165
Additions	26,979	-	-	-	9,736	-	-	8,246	44,961
Amortisation for the financial year (Note 33)	-	-	(50)	(7,098)	(16,461)	-	(69,485)	(5,978)	(99,072)
Impairment losses (Note 33(c)(i))	(118,940)	-	(1,592)	-	-	-	(45,657)	-	(166,189)
Arising from acquisition of subsidiary companies	-	-	-	-	-	-	-	956	956
Transfer from property, plant and equipment (Note 3)	-	-	-	-	448	-	-	-	448
Disposals	-	-	-	-	-	-	-	(2,797)	(2,797)
Written off (Note 33(c)(i))	-	-	-	-	(1,523)	-	-	(5,150)	(6,673)
Deferred tax liability recognised (Note 28)	1,094	-	-	-	-	-	-	-	1,094
Transfer to assets held for sale (Note 20)	-	-	(32,300)	-	-	-	-	-	(32,300)
Exchange differences	821	-	1,182	-	(832)	155	-	271	1,597
At end of financial year	915,044	3,437,211	9,457	99,968	240,035	54,712	199,459	37,304	4,993,190
Cost	2,156,343	4,685,784	19,772	131,319	361,090	54,712	314,601	91,990	7,815,611
Accumulated amortisation	-	(57,107)	(156)	(31,351)	(86,640)	-	(69,485)	(47,260)	(291,999)
Accumulated impairment	(1,241,299)	(1,191,466)	(10,159)	-	(34,415)	-	(45,657)	(7,426)	(2,530,422)
	915,044	3,437,211	9,457	99,968	240,035	54,712	199,459	37,304	4,993,190

### Company

#### Lottery business cooperation contract

	2021 RM'000	2020 RM'000
At beginning of financial year	99,968	107,066
Amortisation for the financial year	(7,098)	(7,098)
At end of financial year	92,870	99,968
Cost	131,319	131,319
Accumulated amortisation	(38,449)	(31,351)
Net carrying amount	92,870	99,968



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 12. INTANGIBLE ASSETS (CONTINUED)

### 12.1 Service concession arrangements

The development expenditure for service concession arrangements which are not covered by a contractual guarantee from the grantor of the concessions are recognised as intangible assets in accordance with IC Interpretation 12: Service Concession Arrangements. These portions of the development expenditure represent the rights to charge users of the public service. The salient features of the concessions are described as below:

#### (1) Bukit Tagar Sanitary Landfill Project

This is a 6-year concession, automatically renewable over 5 terms of 6 years each (the last term expiring in January 2044) granted to BEP, a wholly owned subsidiary company of BGroup, on a build, operate, and transfer basis. BEP will design, build, operate and maintain the Bukit Tagar Sanitary Landfill which is located at Mukim Sg. Tinggi, Hulu Selangor District in the State of Selangor. The concession grants the rights to BEP to receive waste from DBKL and in return to collect tipping fee in accordance to the concession agreement. The tipping fee is determined on a phase-to-phase basis. Upon the termination of the concession, BEP shall transfer the project to DBKL without any further compensation.

#### (2) Landfill Gas Utilisation Project

This is a concession whereby Berjaya Energies Sdn Bhd, a wholly owned subsidiary company of BEP, generates electricity from biogas recovered from the Bukit Tagar Sanitary Landfill and solar source, and sells it to the national grid under the Feed-in-Tariff ("FIT") scheme. This is achieved through:

- a Renewable Energy Power Purchase Agreement REPPA ("REPPA") with TNB for the sale of 1.2MW renewable energy under FIT for a duration of 16 years (expiring in June 2028) at the agreed rate of RM0.42/kWh;
- a REPPA with TNB for the sale of 3.2MW renewable energy source under FIT for a duration of 16 years (expiring in December 2029) at the agreed rate of RM0.4169/kWh;
- a REPPA with TNB for the sale of 6.0MW renewable energy under FIT for a duration of 16 years (expiring in July 2035) at the agreed rate of RM0.447/kWh; and
- a REPPA with TNB for the sale of 0.125MW solar power under FIT for a duration of 21 years (expiring in December 2034) at the agreed rate of RM1.0488/kWh.

#### (3) AWF Water Supply Project

This is a concession granted by the Longxi government exclusively to AWF to acquire, upgrade, operate and maintain the existing water supply facilities in Longxi Town, Boluo County, Huizhou City, Guangdong Province, People's Republic of China. AWF shall operate the concession through its three subsidiary companies, namely Zhiwang and Pengfa which are wholly-owned by AWF, as well as Longxi which is 50% owned by C.A. Pioneer Holding Inc. Limited (a wholly-owned subsidiary company of AWF). Zhiwang, Pengfa and Longxi supply treated potable water to the entire Longxi Town territory and charge water tariff rates approved by the Pricing Bureau of Boluo County. The tariff rates shall be reviewed by the Longxi government upon application submitted by the operators when the increase in costs of supplying water warrants the tariff review. AWF, through its subsidiary companies, is obligated to improve the water supply distribution networks, maintain the normal operation of water supply and piping networks.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 12. INTANGIBLE ASSETS (CONTINUED)

### 12.2 Impairment test on goodwill

#### (1) Allocation of goodwill

Goodwill has been allocated to the Group's CGU identified according to business segments as follows:

	Group	
	2021 RM'000	2020 RM'000
Financial services	13,589	13,589
Property investment and development	207,630	207,529
Hotels and resorts	53,140	67,440
Restaurants	427,754	427,482
Marketing of consumer products and services	159,050	198,997
Multiple units without significant goodwill	7	7
	<u>861,170</u>	<u>915,044</u>

#### (2) Key assumptions used in VIU calculation and FVLCTS of CGUs

The recoverable amount of a CGU is determined based on the higher of VIU or FVLCTS if available of the respective CGUs. VIU is calculated using cash flow projections based on financial budgets covering a five-year period with a terminal value thereafter. FVLCTS are estimated based on the best information available in an active market to reflect the amount obtainable in an arm's length transaction, less costs of disposal.

The following describes each key assumption on which management based its cash flow projections for VIU calculations of CGUs to undertake impairment test on goodwill:

##### (a) Budgeted gross margins

The bases used to determine the values assigned to the budgeted gross margins are the average gross margins achieved historically adjusted for expected efficiency improvements, market and economic conditions, internal resource efficiency and supply and demand factors, where applicable.

##### (b) Discount rates

The discount rates used for identified CGUs reflect the specific risks relating to the relevant business segments.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 12. INTANGIBLE ASSETS (CONTINUED)

### 12.2 Impairment test on goodwill (continued)

#### (2) Key assumptions used in VIU calculation and FVLCTS of CGUs (continued)

##### (c) Terminal growth rates

Terminal growth rates used for identified CGUs are based on the average anticipated growth rate of the respective industries and economies.

The followings are the key assumptions used in the VIU calculations for the respective CGUs:

Group	Post-tax discount rate	Terminal growth rate
<b>2021</b>		
Financial services	11.50%	1.00%
Restaurants	10.50% - 11.50%	0.50% - 1.50%
Marketing of consumer products and services		
- Retail distribution business	13.00%	2.00%
- Telecommunication business	11.50%	1.50%
- Others	7.80% - 9.30%	1.00%
<b>2020</b>		
Financial services	11.50%	1.00%
Restaurants	10.50% - 11.50%	0.50% - 1.50%
Marketing of consumer products and services		
- Retail distribution business	12.00%	2.00%
- Telecommunication business	10.50%	1.50%
- Others	7.80% - 10.84%	1.00%

The recoverable amounts of the Hotels and resorts CGU and Property investment and development CGU are determined based on FVLCTS. The fair values are estimated based on observable market prices of recent transactions of similar assets within the same industry and similar locations, which are categorised as level 3 in the fair value hierarchy.

#### (3) Sensitivity to changes in assumptions

The management believes that there is no reasonable possible change in any of the key assumptions which would cause the carrying values of the CGU's allocated to all the other goodwill to materially exceed their recoverable amounts.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 12. INTANGIBLE ASSETS (CONTINUED)

### 12.2 Impairment test on goodwill (continued)

#### (4) Recognition of impairment

During the current financial year, the Group has assessed that certain CGUs were carried in excess of their VIU or FVLCTS. The impairments recognised are as follows:

- (a) RM44,799,000 in respect of goodwill allocated to retail distribution business in the marketing of consumer products and services segment with recoverable amount based on its VIU of RM19,140,000;
- (b) RM4,663,000 in respect of goodwill allocated to facilitator and licensor for training and examination centres business in the marketing of consumer products and services segment following the subsidiary company's intention to gradually cease the private education business in Singapore; and
- (c) RM14,326,000 in respect of goodwill allocated to hotels and resorts business segment with recoverable amount based on its FVLCTS of RM83,790,000.

In the previous financial year, the Group assessed that certain CGUs were carried in excess of their VIU and the significant impairments recognised were as follows:

- (a) RM60,000,000 in respect of goodwill allocated to retail distribution business in the marketing of consumer products and services segment with recoverable amount based on its VIU of RM69,268,000;
- (b) RM46,161,000 in respect of goodwill allocated to telecommunication business in the marketing of consumer products and services segment with recoverable amount based on its VIU of RM343,715,000; and
- (c) RM12,779,000 in respect of goodwill allocated to other businesses in the marketing of consumer products and services segment.

The total impairment loss of RM63,788,000 (2020: RM118,940,000) in respect of goodwill was accounted for in profit or loss as disclosed in Note 33(c)(i).

### 12.3 Impairment test on gaming rights

#### (1) Allocation of gaming rights

Gaming rights are allocated to the Group's lottery operations in Malaysia.

#### (2) Key assumptions used in VIU calculation and FVLCTS of CGUs

The recoverable amount of a CGU is determined based on the higher of VIU or FVLCTS if available of the respective CGUs. VIU is calculated using cash flow projections based on financial budgets covering a five-year period with a terminal value thereafter.

The following describes each key assumption on which management based its cash flow projections for VIU calculations of CGUs to undertake impairment test on gaming rights:

#### (a) Budgeted gross margins

The basis used to determine the value assigned to the budgeted gross margin are the average gross margin achieved historically, adjusted for expected efficiency improvements, market and economic conditions, internal resource efficiency and the supply and demand factors, where applicable.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 12. INTANGIBLE ASSETS (CONTINUED)

### 12.3 Impairment test on gaming rights (continued)

#### (2) Key assumptions used in VIU calculation and FVLCTS of CGUs (continued)

##### (b) Discount rates

The discount rates used reflect the specific risks relating to the gaming and related activities segment. The post-tax discount rates, applied to post-tax cash flows used is 9.00% (2020: 9.00%).

##### (c) Terminal growth rates

Terminal growth rates used are based on the average anticipated growth rate of the respective industry and economy. The terminal growth rate used is 1.50% (2020: 1.50%).

#### (3) Sensitivity to changes in assumptions

For the Malaysian toto betting business segment, which goodwill has been fully impaired, the recoverable amount of its gaming rights based on VIU computation, remains sensitive towards possible negative changes in terminal and revenue growth rates due to the unforeseeable regulatory and economic changes.

Should the post-tax discount rate increase by 0.1% with all other variables held constant, the VIU of the gaming rights of the Malaysian toto betting business segment would equal to the carrying amount of the CGU.

Management believes that there are no reasonable possible change in any of the key assumptions (apart from as described above) which would cause the carrying values of the CGU's allocated to all the other goodwill to materially exceed their recoverable amounts.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 12. INTANGIBLE ASSETS (CONTINUED)

### 12.4 Impairment testing on dealership rights

#### (1) Key assumptions used in VIU calculation

The recoverable amounts of the CGU is determined based on VIU calculations using cash flow projections based on financial budgets covering five-year period with a terminal value thereafter. The key assumptions used for VIU calculations are:

#### (a) Budgeted gross margin and growth rate

The basis used to determine the value assigned to the budgeted gross margin is the average gross margin achieved historically adjusted for market and economic conditions, internal resource efficiency and the supply and demand factors, where applicable.

#### (b) Discount rate

The post-tax discount rate, applied to post-tax cash flows, used for the CGU is 10.30% (2020: 11.84%).

#### (2) Sensitivity to changes in assumptions

The management believes that there is no reasonable possible change in any of the above key assumptions which would cause the carrying values of the CGU's allocated to the dealership rights to materially exceed their recoverable amounts.

### 12.5 Impairment testing on telecommunications licences with allocated spectrum

On 31 December 2019, the Malaysian Communications and Multimedia Commission ("MCMC") announced that the telecommunication licences with allocated spectrum (2300 MHz and 2600 MHz) will be maintained until December 2021, and thereafter MCMC will undertake a review of its position.

As the renewal of the 2300 MHz spectrum after its expiry in December 2021 was uncertain, the Group changed its assumption of the useful life of the 2300 MHz from indefinite to definite useful life. With the change, the Group conducted an impairment assessment by estimating its recoverable amount and comparing it to the carrying amount. The recoverable amount was determined based on the discounted future cash flows to be generated from its continuing use until its expected expiry in December 2021. The impairment assessment has led to the recognition of impairment loss on 2300 MHz spectrum of RM45,657,000 in the previous financial year.

In the previous financial year, the directors, having considered all the pertinent information, believed that the 2600 MHz spectrum would continue to be made available beyond 2021 for a period of 15 years. The Group conducted an impairment assessment based on the useful life of 16.5 years and concluded that no impairment was required in the previous financial year as the recoverable amount was higher than the carrying amount. However, MCMC announced on 31 May 2021 that the 2600 MHz spectrum will only be extended for 5 years. During the financial year, the Group conducted an impairment assessment based on the revised remaining useful life of 5.5 years by estimating its recoverable amount and comparing it to the carrying amount. The recoverable amount is determined based on the discounted future cash flows to be generated for the remaining useful life. The impairment assessment has led to the recognition of impairment loss of RM80,000,000.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 13. CONTRACT COST ASSETS

	Group	
	2021 RM'000	2020 RM'000
Costs to obtain contracts with customers	5,072	6,727
Costs to fulfil contracts with customers	8,055	111,827
	<u>13,127</u>	<u>118,554</u>

### (a) Costs to obtain contracts with customers

	Group	
	2021 RM'000	2020 RM'000
At beginning of financial year	6,727	4,510
Additions	6,115	2,709
Amortisation for the financial year (Note 33)	(7,610)	(648)
Exchange differences	(160)	156
At end of financial year	<u>5,072</u>	<u>6,727</u>

### (b) Costs to fulfil contracts with customers

Property development activities:

	Group	
	2021 RM'000	2020 RM'000
At cost:		
At beginning of financial year		
- freehold land	11,686	162,710
- development costs	107,424	106,543
	<u>119,110</u>	<u>269,253</u>
Costs incurred during the financial year:		
- freehold land	-	2,312
- development costs	9,523	41,276
	<u>9,523</u>	<u>43,588</u>
Costs recognised in profit or loss:		
- at beginning of financial year	(7,283)	(175,812)
- recognised during the financial year	(177,923)	(151,521)
- eliminated during the financial year due to completion of project	-	320,050
- at end of financial year	<u>(185,206)</u>	<u>(7,283)</u>
Transferred during the financial year:		
- from inventories - property development costs (Note 6(b))	67,626	126,319
Costs eliminated during the financial year due to completion of project:		
- freehold land	-	(165,829)
- development costs	-	(154,221)
	<u>-</u>	<u>(320,050)</u>
Exchange differences	(2,998)	-
At end of financial year	<u>8,055</u>	<u>111,827</u>

# NOTES TO THE FINANCIAL STATEMENTS

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## 14. TRADE AND OTHER RECEIVABLES

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<u>Trade receivables</u>				
Trade receivables	579,854	555,507	24,712	20,223
Less: Allowance for impairment	(45,348)	(46,409)	-	-
	<u>534,506</u>	<u>509,098</u>	<u>24,712</u>	<u>20,223</u>
Hire purchase receivables	25,581	23,578	-	-
Unearned carrying charges	(3,046)	(3,097)	-	-
	<u>22,535</u>	<u>20,481</u>	<u>-</u>	<u>-</u>
Less: Allowance for impairment	(15,955)	(18,882)	-	-
Hire purchase receivables, net	<u>6,580</u>	<u>1,599</u>	<u>-</u>	<u>-</u>
Trade receivables, net	<u>541,086</u>	<u>510,697</u>	<u>24,712</u>	<u>20,223</u>
<u>Other receivables</u>				
Sundry receivables	229,085	320,744	999	706
Amount receivable from disposal of GMOC Project (Note 41 (b)(2))	625,695	589,440	-	-
Refundable deposits	105,130	97,562	2	3
Amounts due from:				
- subsidiary companies	-	-	817,114	1,632,021
- associated companies	143,787	257,746	-	-
- joint ventures	90,905	91,657	-	-
	<u>1,194,602</u>	<u>1,357,149</u>	<u>818,115</u>	<u>1,632,730</u>
Less: Allowance for impairment	(90,829)	(105,335)	-	-
	<u>1,103,773</u>	<u>1,251,814</u>	<u>818,115</u>	<u>1,632,730</u>
<u>Other current assets</u>				
Sundry receivables	77,236	76,693	11,027	12,675
Prepayments	118,523	141,434	454	453
Dividend receivable	18,052	1,250	508	-
Deposits for acquisition of assets	4,138	4,590	-	-
	<u>217,949</u>	<u>223,967</u>	<u>11,989</u>	<u>13,128</u>
	<u>1,862,808</u>	<u>1,986,478</u>	<u>854,816</u>	<u>1,666,081</u>



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 14. TRADE AND OTHER RECEIVABLES (CONTINUED)

The Group's normal credit terms are as follows:

- Non-margin clients and brokers 2 market days in accordance with the Bursa Malaysia FDSS trading rules.
- Clients margin call future contracts 3 market days in accordance with the Bursa Malaysia Derivatives Berhad guidelines.
- Hire purchase receivables 36 months to 108 months.
- Other trade receivables 1 day to 90 days.

The credit terms for other trade receivables are assessed and approved on a case-by-case basis.

### 14.1 Trade receivables

#### (1) Ageing analysis of trade receivables

The ageing analysis of the Group's trade receivables is as follows:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Current	412,823	382,290	24,712	20,223
1 to 30 days	29,921	26,373	-	-
31 to 60 days	12,590	7,018	-	-
61 to 90 days	6,771	7,519	-	-
More than 90 days	77,947	83,701	-	-
	127,229	124,611	-	-
Impaired	62,337	69,087	-	-
	<u>602,389</u>	<u>575,988</u>	<u>24,712</u>	<u>20,223</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 14. TRADE AND OTHER RECEIVABLES (CONTINUED)

### 14.1 Trade receivables (continued)

#### (2) Receivables that are impaired

The Group's trade receivables that are impaired at the reporting date and the movement of the allowance accounts used to record the impairment are as follows:

	Group	
	2021	2020
	RM'000	RM'000
Trade receivables - nominal amounts	62,337	69,087
Less: Allowance for impairment	(61,303)	(65,291)
	<u>1,034</u>	<u>3,796</u>

Movement in allowance accounts:

	Group	
	2021	2020
	RM'000	RM'000
At beginning of financial year	65,291	71,577
Charge for the financial year (Note 33)	4,988	10,006
Reversal of impairment loss (Note 33)	(4,645)	(8,265)
Written off	(596)	(4,358)
Exchange differences	(3,735)	(3,669)
At end of financial year	<u>61,303</u>	<u>65,291</u>

The Group measures allowance for impairment losses of trade receivables based on lifetime ECLs.

Impairment for trade receivables are recognised based on the simplified approach. Impairment is recognised against trade receivables over their credit period based on estimated amounts determined by reference to past default experience of the counterparty and an analysis of the counterparty's current financial position. As for the property development activities, the Group has assessed that these debts should be realised in full without material losses in the ordinary course of business as the legal title to the properties sold remains with the Group until the purchase consideration is fully settled/paid.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 14. TRADE AND OTHER RECEIVABLES (CONTINUED)

### 14.2 Other receivables

Movements in allowance accounts:

	Group	
	2021 RM'000	2020 RM'000
At beginning of financial year	105,335	127,237
Charge for the financial year		
- other receivables (Note 33)	11,430	2,097
- amount owing from associated companies (Note 33 (c)(i))	229	530
Reversal of impairment loss (Note 33)	(349)	(122)
Written off	(25,776)	(22,438)
Exchange differences	(40)	(1,969)
At end of financial year	<u>90,829</u>	<u>105,335</u>

The amounts due from subsidiary companies are unsecured and repayable on demand. Amounts totalling RM814,627,000 (2020: RM1,630,634,000) bear interest, while the rest are non-interest bearing.

The amounts owing by associated companies of the Group are unsecured, repayable on demand and non-interest bearing except for a gross amount totalling RM139,098,000 (2020: RM207,635,000) which are interest bearing.

The amounts owing by joint ventures are unsecured and interest bearing, except for a gross amount totalling RM3,000 (2020: RM Nil) which are non-interest bearing.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 15. CONTRACT ASSETS/(LIABILITIES)

		Group	
		2021	2020
		RM'000	RM'000
Note			
<b>Contract assets</b>			
<u>Current</u>			
	Property development	45,231	2,774
	Construction contracts	537	577
	Wagering and voting systems contracts	7,471	6,631
	Telecommunication services	75,787	52,298
		<u>129,026</u>	<u>62,280</u>
<b>Contract liabilities</b>			
<u>Non-current</u>			
	Club and vacation time share memberships	(205,511)	(224,566)
	Wagering and voting systems contracts	(162)	(248)
		<u>(205,673)</u>	<u>(224,814)</u>
<u>Current</u>			
	Property development	(29,639)	(137,764)
	Club and vacation time share memberships	(8,382)	(8,986)
	Wagering and voting systems contracts	(415)	(669)
	Deposits received from customers for sale of motor vehicles contracts	(169,341)	(177,523)
	Hotel operations	(29,462)	(22,015)
	Telecommunication services	(5,490)	(11,769)
	Retail and services	(73,533)	(93,837)
		<u>(316,262)</u>	<u>(452,563)</u>
		<u>(521,935)</u>	<u>(677,377)</u>

(a) Contract assets/(liabilities) from property development

		Group	
		2021	2020
		RM'000	RM'000
	Contract assets	45,231	2,774
	Contract liabilities	(29,639)	(137,764)
		<u>15,592</u>	<u>(134,990)</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 15. CONTRACT ASSETS/(LIABILITIES) (CONTINUED)

- (a) Contract assets/(liabilities) from property development (continued)

The movement of contract assets/(liabilities) is as follows:

	Group	
	2021	2020
	RM'000	RM'000
At beginning of financial year	(134,990)	(91,817)
Consideration payable to customers	6,096	2,310
Revenue recognised during the financial year	223,525	234,264
Progress billings during the financial year	(79,039)	(279,747)
At end of financial year	<u>15,592</u>	<u>(134,990)</u>

Revenue from property development activities are recognised over time using the input method, which is based on the actual cost incurred to date on the property development project as compared to the total budgeted cost for the respective development projects.

The transaction price allocated to the remaining performance obligations as at the reporting date is expected to be recognised as follows:

	Group	
	2021	2020
	RM'000	RM'000
Within one year	245,378	280,014
Later than one year	14,147	73,033
	<u>259,525</u>	<u>353,047</u>

- (b) Contract assets from construction contracts

	Group	
	2021	2020
	RM'000	RM'000
Contract assets	<u>537</u>	<u>577</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 15. CONTRACT ASSETS/(LIABILITIES) (CONTINUED)

### (b) Contract assets from construction contracts (continued)

The movement of contract assets is as follows:

	Group	
	2021	2020
	RM'000	RM'000
At beginning of financial year	577	197
Revenue recognised during the financial year	262	2,797
Progress billings during the financial year	(302)	(2,417)
At end of financial year	537	577

Revenue from construction contracts are recognised progressively based on the actual cost incurred to date on the construction projects as compared to the total budgeted cost for the respective projects.

### (c) Contract liabilities from club and vacation time share memberships

	Group	
	2021	2020
	RM'000	RM'000
Contract liabilities	(213,893)	(233,552)

The movement of contract liabilities is as follows:

	Group	
	2021	2020
	RM'000	RM'000
At beginning of financial year	(233,552)	(252,311)
Revenue recognised during the financial year	19,659	18,759
At end of financial year	(213,893)	(233,552)

Revenue from club and vacation time share membership activities are recognised over time using the input method. These revenue are recognised on a straight-line basis over the tenure of each respective membership as services are provided in the form of usage of facilities of the clubs and time share operations.

The transaction price allocated to the remaining performance obligations as at the reporting date is expected to be recognised as follows:

	Group	
	2021	2020
	RM'000	RM'000
Within one year	8,382	8,986
Later than one year	205,511	224,566
	213,893	233,552

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 15. CONTRACT ASSETS/(LIABILITIES) (CONTINUED)

(d) Contract assets/(liabilities) from wagering and voting systems contracts

	Group	
	2021 RM'000	2020 RM'000
Contract assets	7,471	6,631
Contract liabilities	(577)	(917)
	<u>6,894</u>	<u>5,714</u>

The movement of contract assets/(liabilities) is as follows:

	Group	
	2021 RM'000	2020 RM'000
At beginning of financial year	5,714	7,402
Revenue recognised during the financial year	1,348	3,180
Progress billings during the financial year	-	(5,204)
Exchange differences	(168)	336
At end of financial year	<u>6,894</u>	<u>5,714</u>

Revenue from wagering and voting systems contracts are recognised over time using the input method, which represent the milestones billings, which are either structured or negotiated with contract customers to reflect the physical stage of completion of the contracts.

The transaction price allocated to the remaining performance obligations as at the reporting date is expected to be recognised as follows:

	Group	
	2021 RM'000	2020 RM'000
Within one year	415	669
Later than one year	162	248
	<u>577</u>	<u>917</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 15. CONTRACT ASSETS/(LIABILITIES) (CONTINUED)

- (e) Contract liabilities from deposits received from customers for sale of motor vehicles

	Group	
	2021 RM'000	2020 RM'000
Contract liabilities	(169,341)	(177,523)

The movement of contract liabilities is as follows:

	Group	
	2021 RM'000	2020 RM'000
At beginning of financial year	(177,523)	(151,098)
Revenue recognised during the financial year	180,496	152,328
Deferred during the financial year	(162,303)	(177,523)
Exchange differences	(10,011)	(1,230)
At end of financial year	(169,341)	(177,523)

Contract liabilities represent the obligations to deliver the motor vehicles to the customers for which the Group has received the considerations (i.e. customer deposits received of which the motor vehicles production phase has commenced) from the customers.

The transaction price allocated to the remaining performance obligations as at the reporting date is expected to be recognised as follows:

	Group	
	2021 RM'000	2020 RM'000
Within one year	169,341	177,523



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 15. CONTRACT ASSETS/(LIABILITIES) (CONTINUED)

(f) Contract liabilities from hotel operations

	Group	
	2021 RM'000	2020 RM'000
Contract liabilities	(29,462)	(22,015)

The movement of contract liabilities is as follows:

	Group	
	2021 RM'000	2020 RM'000
At beginning of financial year	(22,015)	(5,712)
Arising on acquisition of a subsidiary	-	(24,496)
Revenue recognised during the financial year	80,393	112,438
Progress billings during the financial year	(87,840)	(104,245)
At end of financial year	(29,462)	(22,015)

Contract liabilities represent the obligations to perform services relating to hotel operations for which the Group has received the considerations from the customers.

The transaction price allocated to the remaining performance obligations as at the reporting date is expected to be recognised as follows:

	Group	
	2021 RM'000	2020 RM'000
Within one year	29,462	22,015

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 15. CONTRACT ASSETS/(LIABILITIES) (CONTINUED)

(g) Contract assets/(liabilities) from telecommunication services

	Group	
	2021	2020
	RM'000	RM'000
Contract assets	75,787	52,298
Contract liabilities	(5,490)	(11,769)
	<u>70,297</u>	<u>40,529</u>

The movement of contract assets/(liabilities) is as follows:

	Group	
	2021	2020
	RM'000	RM'000
At beginning of financial year	40,529	70,892
Revenue recognised during the financial year	11,769	6,261
Progress billings during the financial year	(52,298)	(77,153)
Deferred during the financial year	(5,490)	(11,769)
Unbilled revenue to customer	75,787	52,298
At end of financial year	<u>70,297</u>	<u>40,529</u>

Contract assets primarily relate to the Group's right to consideration for service transferred for which receipt of its consideration is conditional on the completion and final acceptance by the customers. Contract assets are transferred to receivables when the right becomes unconditional.

Contract liabilities primarily relate to the Group's obligation to transfer goods or services to customers for which the Group has received the consideration in advance or has billed the customer. Contract liabilities are recognised as revenue as the Group performs the services under the contract.

The transaction price allocated to the remaining performance obligations as at the reporting date is expected to be recognised as follows:

	Group	
	2021	2020
	RM'000	RM'000
Within one year	73,760	69,911
Later than one year	41,039	87,189
	<u>114,799</u>	<u>157,100</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 15. CONTRACT ASSETS/(LIABILITIES) (CONTINUED)

(h) Contract liabilities from retail and services

	Group	
	2021 RM'000	2020 RM'000
Contract liabilities	(73,533)	(93,837)

The movement of contract liabilities is as follows:

	Group	
	2021 RM'000	2020 RM'000
At beginning of financial year	(93,837)	(76,116)
Arising from acquisition of a subsidiary company	-	(9,960)
Deferred during the financial year	(354,730)	(398,162)
Revenue recognised during the financial year	375,034	390,401
At end of financial year	(73,533)	(93,837)

For retail business segment, the contract liabilities/deferred income will only be recognised when the cash balances are used for purchases or when redemption occurs or upon expiry of the redemption period, and hence the Group applies the practical expedient not to disclose the information pertaining to the timing of revenue recognition from the remaining performance obligations.

For services segment, the contract liabilities primarily relate to the Group's obligation to perform services relating to franchisor and licensor for computer and commercial training centres and examination facilitators operations for which the Group has received the considerations from the customers. The Group applies the practical expedient for exemption on disclosure of information on remaining performance obligation of services segment that have original expected duration of one year or less.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 16. SHORT TERM INVESTMENTS

	Group	
	2021 RM'000	2020 RM'000
Unit trust funds in Malaysia, at fair value	64,345	78,439

## 17. DERIVATIVES

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>Non-hedging derivative assets</b>				
<u>Current</u>				
Call options (Note i)	195	2,302	115	1,959
<b>Non-hedging derivative liabilities</b>				
<u>Non-current</u>				
Options relating to deferred consideration of business combination (Note ii)	-	28,239	-	-
<u>Current</u>				
Put options (Note i)	6,751	6,992	6,111	6,229
	6,751	35,231	6,111	6,229

Notes:

- (i) In the previous financial year, the Group and the Company entered into various call and put options agreements on certain quoted shares with third parties. The call options granted the Group and the Company, the rights to buy certain quoted shares at agreed prices within the option periods. The call options were accounted for as derivative assets. The put options, which were granted by the Group and the Company, gave the rights to third parties to sell certain quoted shares at agreed prices within the option periods. The put options were accounted for as derivative liabilities.
- (ii) In the previous financial year, included in the derivative liabilities was the call and put option agreement with Icelandair Group hf. for the remaining 25% stake in the Icelandair Hotels. The exercise price for the call and put option was based on predetermined terms stated in the agreement and was exercisable after the third anniversary of the completion of the acquisition of Icelandair Hotels.

During the current financial year, the subsidiary company entered into a Share Purchase Agreement with the seller to acquire the remaining 25% stake in the Icelandair Hotels Group for a total cash consideration of USD3.4 million (equivalent to approximately RM14.1 million) ("25% Acquisition"). Upon the completion of the 25% Acquisition, the put and call option agreement was terminated.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 18. DEPOSITS WITH FINANCIAL INSTITUTIONS

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Deposits with:				
Licensed banks	464,103	492,052	10,319	26,247
Other financial institutions	92,664	2,894	-	-
	<u>556,767</u>	<u>494,946</u>	<u>10,319</u>	<u>26,247</u>

Included in deposits of the Group are:

- (1) remisiers' deposits held in trust of RM22,038,000 (2020: RM16,604,000); and
- (2) amounts held in sinking funds and trust accounts of RM17,522,000 (2020: RM16,389,000) for the operations of recreational clubs and time share operations.

As at reporting date, there was monies held in trust for clients of RM125,003,000 (2020: RM191,455,000) which were not recognised as part of the above deposits in accordance to Financial Reporting Standards Implementation Committee Consensus 18 ("FRSIC Consensus 18").

The amounts which are restricted in usage and do not form part of cash and cash equivalents are as follows:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Monies held in debt service reserve accounts	67,299	77,259	10,319	23,646
Monies pledged with financial institutions	34,203	69,994	-	-
	<u>101,502</u>	<u>147,253</u>	<u>10,319</u>	<u>23,646</u>

The amounts which do not form part of cash and cash equivalents are RM48,064,000 (2020: RM69,110,000) being deposits with maturity more than 3 months held by the Group.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 18. DEPOSITS WITH FINANCIAL INSTITUTIONS (CONTINUED)

The range of interest rates per annum of deposits as at reporting date was as follows:

	Group		Company	
	2021 %	2020 %	2021 %	2020 %
Licensed banks	0.04 - 2.35	0.20 - 3.25	1.35 - 1.80	1.75 - 3.10
Other financial institutions	1.55 - 5.90	0.78	-	-

The range of maturities of deposits as at reporting date was as follows:

	Group		Company	
	2021 Days	2020 Days	2021 Days	2020 Days
Licensed banks	1 - 296	1 - 311	9 - 152	9 - 153
Other financial institutions	9 - 30	365	-	-

## 19. CASH AND BANK BALANCES

Included in cash and bank balances are:

- (1) amounts totalling RM58,382,000 (2020: RM124,436,000) held pursuant to Section 7A of the Housing Developers (Control and Licensing) Act, 1966;
- (2) remisers' deposits of RM864,000 (2020: RM1,062,000) held in trust; and
- (3) monies held for the operations of recreational clubs and time share operations amounting to RM179,000 (2020: RM627,000).

As at reporting date, there were monies held in trust for clients of the stockbroking business of RM3,859,000 (2020: RM7,820,000), which were not recognised as part of the cash and bank balances of the Group in accordance to FRSIC Consensus 18.

The amounts which are restricted in usage and do not form part of cash and cash equivalents are as follows:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Monies held in debt service reserve accounts	12,414	17,643	7,992	12,089
Monies pledged with financial institutions	5,638	5,213	-	-
	18,052	22,856	7,992	12,089

# NOTES TO THE FINANCIAL STATEMENTS

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## 20. ASSETS OF DISPOSAL GROUPS/NON-CURRENT ASSETS CLASSIFIED AS HELD FOR SALE

### 20.1 Current financial year

Included in disposal group/non-current assets classified as held for sale on the statements of financial position of the Group and of the Company as at 30 June 2021 are the following:

- (1) the carrying amount of an associated company, Berjaya Vietnam Financial Center Limited ("BVFC") of RM145,373,000. BLCL had received a refundable deposit of USD15.0 million (equivalent to about RM61.465 million). On 4 June 2018, BLCL announced that BLCL had entered into an agreement to dispose of its entire 32.5% of the capital contribution in BVFC to Vinhomes Joint Stock Company ("Vinhomes") and Can Gio Tourist City Corporation for a total cash consideration of VND884.93 billion (about RM154.86 million) ("PropBVFCDisposal"). The cash consideration will be paid in three tranches in accordance to the fulfilment of certain conditions in the agreement;
- (2) an unquoted investment of 0.8% equity interest in Berjaya Vietnam International University Town One Member Limited Liability Company ("BVIUT"). In conjunction with the PropBVFCDisposal as disclosed in Note 20.1(1), Vinhomes and its affiliates ("VinhomesAff") are being considered as potential purchasers of BVIUT. VinhomesAff had in December 2017 injected fresh capital of VND11,904 billion (about RM2.08 billion) pursuant to the Vietnamese authorities' requirement to increase the charter capital of BVIUT and thereby diluting BLCL's stake in BVIUT from 100% to 0.8%. It is the intention of BLCL to dispose of its 0.8% stake in BVIUT in the near future ("PropBVIUTDisposal"). This investment with carrying amount of RM5,376,000 was fully impaired in the prior financial year; and
- (3) a freehold land with carrying amount of RM7,529,000 transferred from property, plant and equipment as disclosed in Note 3. The disposal has been approved by the board of the foreign subsidiary company and is expected to be completed in the next financial year.

As of reporting date, Note 20.1(1) and 20.1(2) are pending completion as certain conditions imposed by the authorities, were beyond the control and anticipation of the Group and the prospective buyers. Both parties remain committed to the disposal plans and are taking the necessary actions to address these conditions. The Group is of the view that this matter will be satisfactorily resolved in its favour.

### 20.2 Previous financial year

Included in disposal group/non-current assets classified as held for sale on the statements of financial position of the Group as at 30 June 2020 are the following:

- (1) the carrying amount of an associated company, BZP of RM31,023,000. Berjaya Group (Cayman) Ltd ("BGCL") completed the disposal of its entire 20% equity interest in BZP to another existing shareholder of BZP in the current financial year;
- (2) the carrying amount of an associated company, BVFC of RM145,373,000 as disclosed in Note 20.1(1);
- (3) an unquoted investment of 0.8% equity interest in BVIUT as disclosed in Note 20.1(2);
- (4) the carrying amount of the assets and liabilities of BJR. Following the resolution of JDC Lawsuit during the financial year, BLCL transferred its entire equity interest in BJR to JDC pursuant to the Settlement Agreement and the gain arising on disposal amounted to RM67,096,000; and
- (5) the carrying amount of certain trademark and its development rights of RM32,300,000. The Group terminated the proposed disposal in the current financial year.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 20. ASSETS OF DISPOSAL GROUPS/NON-CURRENT ASSETS CLASSIFIED AS HELD FOR SALE (CONTINUED)

20.3 Details of assets and liabilities classified as disposal groups and assets held for sale:

	Group	
	2021 RM'000	2020 RM'000
<b>Assets</b>		
Property, plant and equipment (Note 3)	-	816
Intangible assets (Note 12)	-	32,300
Trade and other receivables	-	593,904
Cash and bank balances	-	967
Assets of disposal groups classified as held for sale	-	627,987
<b>Non-current assets classified as held for sale</b>		
- Property, plant and equipment (Note 3)	7,529	-
- Associated companies	145,373	176,395
- Amounts due from BVFC and BVIUT	34,866	36,997
	187,768	213,392
Assets of disposal groups/Non-current assets classified as held for sale	187,768	841,379
<b>Liabilities</b>		
Payables	-	103,533
Liabilities directly associated with disposal groups classified as held for sale	-	103,533
Cash and bank balances, representing cash and cash equivalents of the disposal groups classified as held for sale	-	967



# NOTES TO THE FINANCIAL STATEMENTS

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## 21. SHARE CAPITAL

	Group and Company			
	Number of shares		Share capital	
	2021 '000	2020 '000	2021 RM'000	2020 RM'000
<b>Issued and fully paid:</b>				
At beginning of financial year	5,214,924	5,214,924	5,017,956	5,017,956
Arising from conversion of BCorp ICULS 2012/2022	152,070	-	75,033	-
At end of financial year	<u>5,366,994</u>	<u>5,214,924</u>	<u>5,092,989</u>	<u>5,017,956</u>

	Group and Company	
	Number of shares	
	2021 '000	2020 '000
<b>Issued ordinary shares with voting rights</b>		
Total number of issued ordinary shares	5,366,994	5,214,924
Less: Total number of ordinary shares held as treasury shares (Note 24)	(253,478)	(340,600)
	<u>5,113,516</u>	<u>4,874,324</u>

The holders of ordinary shares (other than 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 the ordinary shares (other than treasury shares) rank equally with regard to the Company's residual assets.

## 22. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS

### Equity component

	Group and Company	
	2021 RM'000	2020 RM'000
BCorp ICULS 2012/2022 (Note a)	189,426	253,508
BCorp ICULS 2016/2026 (Note b)	53,231	53,231
	<u>242,657</u>	<u>306,739</u>

# NOTES TO THE FINANCIAL STATEMENTS

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## 22. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS (CONTINUED)

### Equity component (continued)

Notes:

(a) BCorp ICULS 2012/2022

The BCorp ICULS 2012/2022 at nominal value of RM1.00 each were constituted by a Trust Deed dated 9 April 2012 made between the Company and the Trustee for the holders of the BCorp ICULS 2012/2022. The main features of BCorp ICULS 2012/2022 are as follows:

- The BCorp ICULS 2012/2022 shall be convertible into ordinary shares of the Company during the period from 26 April 2012 to the maturity date on 25 April 2022 by surrendering one RM1.00 nominal value of BCorp ICULS 2012/2022 for one new ordinary share of the Company;
- Upon conversion of the BCorp ICULS 2012/2022 into new ordinary shares, such shares shall rank pari passu in all respects with the ordinary shares of the Company in issue at the time of conversion except that they shall not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period in which the BCorp ICULS 2012/2022 are converted or any interim dividend declared prior to the date of conversion of the BCorp ICULS 2012/2022; and
- The interest on the BCorp ICULS 2012/2022 is payable semi-annually in arrears.

In the financial year ended 30 April 2012, 700,109,520 BCorp ICULS 2012/2022 were issued pursuant to a renounceable rights issue on the basis of one BCorp ICULS 2012/2022 with free detachable warrants for every six existing ordinary shares held at an issue price of RM1.00 on 26 April 2012. The BCorp ICULS 2012/2022 were listed on Bursa Malaysia on 26 April 2012.

During the current financial year, 152,070,000 (2020: Nil) BCorp ICULS 2012/2022 was converted into ordinary shares of the Company.

The outstanding BCorp ICULS 2012/2022 as at 30 June 2021 was 492,929,000 (2020: 644,999,000) units at the Group and Company levels.

### BCorp ICULS 2012/2022 – Equity Component Movement

	Group and Company	
	2021	2020
	RM'000	RM'000
At beginning of financial year	253,508	253,508
Converted into shares of the Company	(65,085)	-
Deferred tax effect on conversion	1,003	-
At end of financial year	<u>189,426</u>	<u>253,508</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 22. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS (CONTINUED)

### Equity component (continued)

Notes (continued):

#### (b) BCorp ICULS 2016/2026

The BCorp ICULS 2016/2026 at nominal value of RM1.00 each were constituted by a Trust Deed dated 30 May 2016 made between the Company and the Trustee for the holders of the BCorp ICULS 2016/2026. The main features of BCorp ICULS 2016/2026 are as follows:

- The BCorp ICULS 2016/2026 shall be convertible into ordinary shares of the Company during the period from 31 May 2016 to the maturity date on 29 May 2026 by surrendering one RM1.00 nominal value of BCorp ICULS 2016/2026 for one new ordinary share of the Company;
- Upon conversion of the BCorp ICULS 2016/2026 into new ordinary shares, such shares shall rank pari passu in all respects with the ordinary shares of the Company in issue at the time of conversion except that they shall not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period in which the BCorp ICULS 2016/2026 are converted or any interim dividend declared prior to the date of conversion of the BCorp ICULS 2016/2026; and
- The interest on the BCorp ICULS 2016/2026 is payable semi-annually in arrears.

In the financial year ended 30 April 2017, 353,248,340 BCorp ICULS 2016/2026 together with 706,496,680 free detachable warrants were issued at its nominal value to partially settle on behalf of JSSB for its acquisition of 12.00% equity interest in BLand for a purchase consideration of RM419.11 million. The balance of the purchase consideration was settled with a cash payment of RM65.86 million. The BCorp ICULS 2016/2026 were listed on Bursa Malaysia on 2 June 2016.

During the current financial year, no (2020: Nil) BCorp ICULS 2016/2026 were converted into ordinary shares of the Company.

The outstanding BCorp ICULS 2016/2026 as at 30 June 2021 was 102,837,000 (2020: 102,837,000) units at the Group and Company levels.

#### BCorp ICULS 2016/2026 – Equity Component Movement

	Group and Company	
	2021 RM'000	2020 RM'000
At beginning/end of financial year	53,231	53,231

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 22. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS (CONTINUED)

### Liability component

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>Non-current portion</b>				
BCorp ICULS 2012/2022 (Note a)	-	30,309	-	30,309
BCorp ICULS 2016/2026 (Note b)	6,643	8,131	6,643	8,131
SIAMH ICULS (Note c)	4,821	720	-	-
	<u>11,464</u>	<u>39,160</u>	<u>6,643</u>	<u>38,440</u>
<b>Current portion</b>				
BCorp ICULS 2012/2022 (Note a)	23,320	32,250	23,320	32,250
BCorp ICULS 2016/2026 (Note b)	2,057	2,059	2,057	2,059
SIAMH ICULS (Note c)	337	204	-	-
	<u>25,714</u>	<u>34,513</u>	<u>25,377</u>	<u>34,309</u>
	<u>37,178</u>	<u>73,673</u>	<u>32,020</u>	<u>72,749</u>

Notes:

(a) BCorp ICULS 2012/2022

#### BCorp ICULS 2012/2022 – Liability Component Movement

	Group and Company	
	2021 RM'000	2020 RM'000
At beginning of financial year	62,559	89,965
Accrual of interest	1,947	4,844
Payment of interest	(31,238)	(32,250)
Converted into shares of the Company	(9,948)	-
At end of financial year	<u>23,320</u>	<u>62,559</u>

(b) BCorp ICULS 2016/2026

#### BCorp ICULS 2016/2026 – Liability Component Movement

	Group and Company	
	2021 RM'000	2020 RM'000
At beginning of financial year	10,190	11,601
Accrual of interest	564	648
Payment of interest	(2,054)	(2,059)
At end of financial year	<u>8,700</u>	<u>10,190</u>

# NOTES TO THE FINANCIAL STATEMENTS

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## 22. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS (CONTINUED)

### Liability component (continued)

Notes (continued):

(c) SIAMH ICULS

The main features of SIAMH ICULS are as follows:

- The SIAMH ICULS shall be convertible into ordinary shares of the subsidiary company on the maturity date of 30 May 2025 by surrendering four (4) SGD0.30 nominal value of SIAMH ICULS for one (1) new ordinary share of the subsidiary company;
- Upon conversion of the SIAMH ICULS into new ordinary shares, such shares shall rank pari passu in all respects with the existing ordinary shares of the subsidiary company in issue at the date of allotment of the new ordinary shares except the newly converted ordinary shares shall not be entitled to any rights, allotments of dividends, and/or other distribution if the dividend entitlement date is on or before the relevant conversation date; and
- The SIAMH ICULS carry interest at the rate of 5.20% per annum on the nominal value of the SIAMH ICULS commencing May 2020 and is payable monthly in arrears on the 7th of each month.

The total principal amount of the SIAMH ICULS is SGD15,987,000, to be issued in three tranches on 30 May 2020, 30 September 2020 and 31 March 2021 respectively pursuant to a renounceable rights issue on the basis of 4 SIAMH ICULS for every 1 ordinary share held at the nominal value of SGD0.30 each. During the financial year, the second and third tranches of a total of 10,049,000 (2020: the first tranche of 3,274,000) units of SIAMH ICULS was issued.

The outstanding SIAMH ICULS as at 30 June 2021 was 7,002,000 (2020: 1,167,000) units at the Group level.

### SIAMH ICULS – Liability Component Movement

	Group	
	2021 RM'000	2020 RM'000
At beginning of financial year	924	-
Issued during the financial year	5,020	918
Accrual of interest	249	6
Payment of interest	(674)	-
Foreign exchange	(361)	-
At end of financial year	5,158	924

# NOTES TO THE FINANCIAL STATEMENTS

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## 23. RESERVES

	Group		Company	
	2021 RM'000	2020 RM'000 (Restated)	2021 RM'000	2020 RM'000
Capital reserves (Note a)	218,738	222,664	-	-
Fair value reserves (Note b)	47,883	67,514	-	-
FVTOCI reserves (Note c)	(69,786)	(165,979)	(369)	(826)
Reserve of disposal group classified as held for sale	-	51,404	-	-
Foreign currency translation reserves (Note d)	33,179	22,886	903	(4,224)
Consolidation reserve (Note e)	(406,803)	(483,512)	-	-
Employees' share plan reserve (Note f)	1,779	2,215	-	-
Warrants reserve (Note g)	258,797	258,797	260,057	260,057
	83,787	(24,011)	260,591	255,007
Retained earnings (Note h)	723,840	1,366,085	841,179	919,002
	807,627	1,342,074	1,101,770	1,174,009

### Notes:

- (a) The capital reserves represent the amount capitalised for bonus issue by subsidiary companies and share of capital reserves of associated companies.
- (b) The fair value reserves arose mainly from the increase in equity interests of the Group in BToto, whereby BToto became a subsidiary company in the financial year ended 30 April 2008, which resulted in the identification and recognition of gaming rights which was included in intangible assets on the consolidated statement of financial position. The reserves also include other fair value adjustments relating to transfers of property, plant and equipment to investment properties in accordance to MFRS 116: Property, Plant and Equipment.
- (c) The FVTOCI reserve represents the cumulative fair value changes, net of tax, if applicable, of FVTOCI financial assets until they are disposed of.
- (d) This reserve represents the foreign currency translation differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from the Group's presentation currency.
- (e) The consolidation reserve comprises the consolidation effects of changes in the Group's equity interest in subsidiary companies. If the change in the Group's equity interest results in a loss of control of a subsidiary company, all the consolidation reserve relating to this subsidiary company will be transferred to retained earnings.
- (f) The employees' share plan reserve represents the equity-settled share options/grants to employees of a subsidiary company. The share option reserve is made up of the cumulative value of services received from employees recorded over the vesting period commencing from the grant date of the share options/grants and are reduced by the expiry, forfeiture or exercise of the share options.

# NOTES TO THE FINANCIAL STATEMENTS

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## 23. RESERVES (CONTINUED)

Notes (continued):

(g) The warrants reserve comprised the following warrants:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Warrants expiring on 22 April 2022 (Note g(i))	145,758	145,758	147,018	147,018
Warrants expiring on 29 May 2026 (Note g(ii))	113,039	113,039	113,039	113,039
	<u>258,797</u>	<u>258,797</u>	<u>260,057</u>	<u>260,057</u>

(i) Warrants expiring on 22 April 2022

On 23 April 2012, the Company issued 700,109,520 Warrants 2012/2022 pursuant to the rights issue of BCorp ICULS 2012/2022. The Warrants 2012/2022 are constituted by a deed poll dated 6 March 2012. The Warrants 2012/2022 were listed on Bursa Malaysia on 26 April 2012. During the current financial year, no Warrants 2012/2022 were exercised. The outstanding Warrants 2012/2022 as at 30 June 2021 was 694,085,842 (2020: 694,085,842) units at Group level and 700,085,842 (2020: 700,085,842) units at Company level.

The main features of the Warrants 2012/2022 were as follows:

- Each Warrant 2012/2022 entitles the registered holder at any time during the exercise period to subscribe for one new ordinary share in the Company at an exercise price of RM1.00 per ordinary share;
- The exercise price and the number of Warrants 2012/2022 are subject to adjustment in the event of alteration to the share capital, bonus issue, capital distribution and rights issue by the Company in accordance with the conditions provided in the deed poll;
- The Warrants 2012/2022 shall be exercisable at any time within the period commencing on and including the date of issue of the Warrants 2012/2022 and ending on the date preceding the tenth anniversary of the date of issue of the Warrants 2012/2022;
- Upon exercise of the Warrants 2012/2022 into new ordinary shares, such shares shall rank pari passu in all respects with the ordinary shares of the Company in issue at the time of exercise except that they shall not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period in which the Warrants 2012/2022 are exercised or any interim dividend declared prior to the date of exercise of the Warrants 2012/2022; and
- At the expiry of the exercise period on 22 April 2022, any Warrant 2012/2022 which has not been exercised will lapse and cease to be valid for any purposes.

The value allocated to one unit of Warrant 2012/2022 was based on the proportion of the fair value of one unit of Warrant 2012/2022, being the fair value of Warrant 2012/2022 on the first day of its listing, over the combined fair values of the equity and liability components of the BCorp ICULS 2012/2022 and the Warrant 2012/2022 to the issue price of the BCorp ICULS 2012/2022 of RM1.00 each.

# NOTES TO THE FINANCIAL STATEMENTS

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## 23. RESERVES (CONTINUED)

Notes (continued):

(g) The warrants reserve comprised the following warrants (continued):

(ii) Warrants expiring on 29 May 2026

On 31 May 2016, the Company issued 706,496,680 Warrants 2016/2026 pursuant to the issue of BCorp ICULS 2016/2026 (two units of Warrants 2016/2026 for one unit of BCorp ICULS 2016/2026 issued). The Warrants 2016/2026 are constituted by a deed poll dated 30 May 2016. The Warrants 2016/2026 were listed on Bursa Malaysia on 2 June 2016. During the current financial year, no Warrants 2016/2026 were exercised. The outstanding Warrants 2016/2026 as at 30 June 2021 was 706,496,680 (2020: 706,496,680) units at Group and Company levels.

The main features of the Warrants 2016/2026 were as follows:

- Each Warrant 2016/2026 entitles the registered holder at any time during the exercise period to subscribe for one new ordinary share in the Company at an exercise price of RM1.00 per ordinary share;
- The exercise price and the number of Warrants 2016/2026 are subject to adjustment in the event of alteration to the share capital, bonus issue, capital distribution and rights issue by the Company in accordance with the conditions provided in the deed poll;
- The Warrants 2016/2026 shall be exercisable at any time within the period commencing on and including the date of issue of the Warrants 2016/2026 and ending on the date preceding the tenth anniversary of the date of issue of the Warrants 2016/2026;
- Upon exercise of the Warrants 2016/2026 into new ordinary shares, such shares shall rank pari passu in all respects with the ordinary shares of the Company in issue at the time of exercise except that they shall not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period in which the Warrants 2016/2026 are exercised or any interim dividend declared prior to the date of exercise of the Warrants 2016/2026; and
- At the expiry of the exercise period on 29 May 2026, any Warrant 2016/2026 which has not been exercised will lapse and cease to be valid for any purposes.

The value allocated to one unit of Warrant 2016/2026 was based on the proportion of the fair value of one unit of Warrant 2016/2026, being the fair value of Warrant 2016/2026 on the first day of its listing, over the combined fair values of the equity and liability components of one unit of BCorp ICULS 2016/2026 and two units of Warrant 2016/2026 to the issue price of the BCorp ICULS 2016/2026 of RM1.00 each.

(h) Subject to Section 131 of the Companies Act 2016, the entire retained earnings of the Company is available for distribution as single-tier dividends.



# NOTES TO THE FINANCIAL STATEMENTS

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## 24. TREASURY SHARES

	Group and Company Ordinary shares			
	2021 No. of shares '000	2020 No. of shares '000	2021 RM'000	2020 RM'000
At beginning of financial year	340,600	50,000	92,344	34,253
Shares bought back	107,828	290,600	20,494	58,091
Distributed as share dividend	(194,950)	-	(52,851)	-
At end of financial year	<u>253,478</u>	<u>340,600</u>	<u>59,987</u>	<u>92,344</u>

Pursuant to an Extraordinary General Meeting held on 23 July 2008, the Company obtained a shareholders' mandate to undertake the purchase of up to 10% of the issued and paid-up share capital of the Company at the time of purchase.

The renewal of the Company's mandate relating to the share buyback of up to 10% of the existing total paid-up share capital, inclusive of all treasury shares that have been bought back, was approved by the shareholders of the Company at the Annual General Meeting held on 16 December 2020.

The shares bought back are held as treasury shares and none of the shares were cancelled during the financial year.

# NOTES TO THE FINANCIAL STATEMENTS

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## 25. LONG TERM BORROWINGS

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>Secured:</b>				
Term loans (Note a)	1,843,061	1,718,793	555,550	347,094
Portion repayable within 12 months included under short term borrowings (Note 30)	(317,737)	(321,323)	(66,895)	(80,828)
	<u>1,525,324</u>	<u>1,397,470</u>	<u>488,655</u>	<u>266,266</u>
Medium term notes (Note b)	1,098,213	1,197,658	-	-
Portion repayable within 12 months included under short term borrowings (Note 30)	(554,650)	(199,893)	-	-
	<u>543,563</u>	<u>997,765</u>	<u>-</u>	<u>-</u>
Sukuk Wakalah MTNs (Note c)	85,360	-	-	-
Portion repayable within 12 months included under short term borrowings (Note 30)	(35,360)	-	-	-
	<u>50,000</u>	<u>-</u>	<u>-</u>	<u>-</u>
Other bank borrowings	496,232	546,008	185,678	106,824
Block discounting payables (Note d)	17,285	24,471	-	-
Unexpired interest	(1,528)	(1,978)	-	-
	<u>15,757</u>	<u>22,493</u>	<u>-</u>	<u>-</u>
Portion repayable within 12 months included under short term borrowings (Note 30)	(5,697)	(8,739)	-	-
	<u>10,060</u>	<u>13,754</u>	<u>-</u>	<u>-</u>
Hire purchase payables (Note e)	64,350	72,359	1,779	1,815
Portion repayable within 12 months included under short term borrowings (Note 30)	(13,603)	(13,781)	(634)	(613)
	<u>50,747</u>	<u>58,578</u>	<u>1,145</u>	<u>1,202</u>
	<u>2,675,926</u>	<u>3,013,575</u>	<u>675,478</u>	<u>374,292</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 25. LONG TERM BORROWINGS (CONTINUED)

The terms of the long term borrowings outstanding are as follows:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>Long term borrowings</b>				
Amounts repayable:				
Later than one year				
but not later than two years	611,293	1,170,456	199,434	163,059
Later than two years				
but not later than five years	1,456,019	1,189,042	410,952	193,476
Later than five years	608,614	654,077	65,092	17,757
	<u>2,675,926</u>	<u>3,013,575</u>	<u>675,478</u>	<u>374,292</u>

Notes:

- (a) The secured borrowings of the Group and of the Company are secured on quoted and unquoted shares held by the Group, deposits of the Group and/or fixed and floating charges over the assets of certain subsidiary companies as disclosed in Notes 3, 4, 5, 6, 7, 8, 10, 18 and 19.

The range of effective interest rates per annum at the reporting date for borrowings was as follows:

	Group		Company	
	2021 %	2020 %	2021 %	2020 %
Term loans and other bank borrowings	<u>2.08 - 9.23</u>	<u>1.88 - 9.23</u>	<u>3.91 - 5.65</u>	<u>4.26 - 5.80</u>

- (b) The facility amounts of the MTN programmes are as follows:

	Group	
	2021 RM'000	2020 RM'000
MTN-A	800,000	800,000
MTN-B	<u>650,000</u>	<u>650,000</u>

MTN-A is secured by a third party first equitable charge over the entire issued and paid-up capital of a subsidiary company which is the issuer and a corporate guarantee granted by BToto. MTN-B is guaranteed by Danajamin Nasional Berhad up to RM500,000,000 and secured by a bank guarantee from OCBC Bank (Malaysia) Berhad up to RM150,000,000.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 25. LONG TERM BORROWINGS (CONTINUED)

Notes (continued):

(b) The facility amounts of the MTN programmes are as follows (continued):

The maturities of the MTN as at the reporting date are as follows:

	Maturity	Group	
		2021 RM'000	2020 RM'000
<b>Current</b>			
<b>Secured with fixed rate</b>			
3.89% p.a. fixed rate MTN-B	December 2020	-	149,930
3.47% p.a. fixed rate MTN-B	December 2020	-	24,988
4.75% p.a. fixed rate MTN-A	June 2021	-	24,975
4.90% p.a. fixed rate MTN-A	September 2021	30,000	-
5.35% p.a. fixed rate MTN-B	December 2021	99,962	-
3.97% p.a. fixed rate MTN-B	December 2021	124,952	-
4.82% p.a. fixed rate MTN-A	June 2022	40,000	-
4.90% p.a. fixed rate MTN-A	June 2022	64,933	-
4.95% p.a. fixed rate MTN-A	June 2022	79,919	-
4.95% p.a. fixed rate MTN-A	June 2022	114,884	-
Portion repayable within 12 months included under short term borrowings (Note 30)		554,650	199,893
<b>Non-Current</b>			
<b>Secured with fixed rate</b>			
4.90% p.a. fixed rate MTN-A	September 2021	-	30,000
5.35% p.a. fixed rate MTN-B	December 2021	-	99,962
3.97% p.a. fixed rate MTN-B	December 2021	-	124,952
4.95% p.a. fixed rate MTN-A	June 2022	-	79,846
4.82% p.a. fixed rate MTN-A	June 2022	-	40,000
4.95% p.a. fixed rate MTN-A	June 2022	-	114,779
4.90% p.a. fixed rate MTN-A	June 2022	-	64,874
3.10% p.a. fixed rate MTN-B	December 2022	75,000	-
Portion repayable more than one year but not later than two years		75,000	554,413
5.14% p.a. fixed rate MTN-A	January 2024	25,000	25,000
5.05% p.a. fixed rate MTN-A	June 2024	39,888	39,855
4.20% p.a. fixed rate MTN-A	June 2024	25,000	-
5.25% p.a. fixed rate MTN-A	June 2026	139,390	-
Portion repayable more than two years but not later than five years		229,278	64,855
5.25% p.a. fixed rate MTN-A	June 2026	-	139,287
5.45% p.a. fixed rate MTN-A	June 2028	54,685	54,649
5.55% p.a. fixed rate MTN-A	June 2029	124,600	124,561
4.98% p.a. fixed rate MTN-A	June 2030	60,000	60,000
Portion repayable more than five years		239,285	378,497
Total non-current MTN		543,563	997,765
Total MTN		1,098,213	1,197,658

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 25. LONG TERM BORROWINGS (CONTINUED)

Notes (continued):

- (c) BVSB, a wholly-owned subsidiary company of BHartanah has established an Islamic MTN programme under the Sukuk Wakalah MTNs. The Sukuk Wakalah MTNs are secured with a corporate guarantee from BHartanah. As at 30 June 2021, Sukuk Wakalah MTNs totalling RM85,360,000 (2020: RM Nil) in nominal value remains outstanding.

The maturities of the Sukuk Wakalah MTNs as at the reporting date are as follows:

		Group	
		2021	2020
<u>Current</u>	Maturity	RM'000	RM'000
<b>Secured with fixed rate</b>			
7.00% p.a.	August 2021	15,600	-
7.00% p.a.	October 2021	5,530	-
7.00% p.a.	November 2021	2,250	-
7.00% p.a.	March 2022	8,000	-
7.00% p.a.	May 2022	3,980	-
Portion repayable within 12 months included under short term borrowings (Note 30)		35,360	-
<b>Non-Current</b>			
<b>Secured with fixed rate</b>			
7.00% p.a.	December 2023	50,000	-
Portion repayable more than two years but not later than five years		50,000	-
Total Sukuk Wakalah MTNs		85,360	-

- (d) The block discounting payables are secured by corporate guarantee of a subsidiary company and assignment of the rights under leasing and hire purchase agreements.

Maturity of long term block discounting payables is as follows:

		Group	
		2021	2020
		RM'000	RM'000
Later than one year but not later than two years		4,393	6,986
Later than two years but not later than five years		5,667	6,768
		10,060	13,754

The weighted average effective interest rates of block discounting payables are as follows:

		Group	
		2021	2020
		%	%
Block discounting payables		5.17	5.56

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 25. LONG TERM BORROWINGS (CONTINUED)

Notes (continued):

(e) The present value of hire purchase payables are summarised as follows:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Within one year after reporting date	13,603	13,781	634	613
Later than one year but not later than two years	12,270	12,273	549	535
Later than two years but not later than five years	38,362	46,298	596	667
Later than five years	115	7	-	-
	<u>64,350</u>	<u>72,359</u>	<u>1,779</u>	<u>1,815</u>

The range of interest rates per annum at the reporting date for hire purchase payables was as follows:

	Group		Company	
	2021 %	2020 %	2021 %	2020 %
Hire purchase payables	<u>1.51 - 8.80</u>	<u>2.35 - 8.80</u>	<u>4.75 - 5.90</u>	<u>3.50 - 5.90</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 26. OTHER LONG TERM LIABILITIES

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Other long term payable (Note a)	-	1,322	-	-
Amount owing to				
an associated company (Note b)	51,382	-	-	-
Retention sum	26,131	-	-	-
Rental deposits	646	899	-	-
Project contribution (Note c)	61,140	75,698	61,140	75,698
Financial liabilities	139,299	77,919	61,140	75,698
Club members' deposits (Note d)	18,597	19,491	-	-
Other deferred income (Note e)	91	99	-	-
	<u>157,987</u>	<u>97,509</u>	<u>61,140</u>	<u>75,698</u>

- (a) The other long term payable in the previous financial year represents a loan granted by a related party to a foreign subsidiary company.
- (b) The amount owing to an associated company by a foreign subsidiary company is unsecured and non-interest bearing. The portion repayable within 12 months from the reporting date is included in payables as disclosed in Note 29.
- (c) Project contribution is an obligation pursuant to a lottery business cooperation contract to make contributions over ten annual instalments, whereby the first instalment was made in February 2016 and each subsequent instalment to be made at the end of each calendar year in December.
- (d) Club members' deposits represent amounts paid by members to certain subsidiary companies for membership licences issued to use and enjoy the facilities of the subsidiary companies' recreational clubs. The monies are refundable to the members upon expiry of prescribed terms from the dates of issuance of the licences.
- (e) Other deferred income represents government grant received from the Ministry of Plantation Industries and Commodities Malaysia to promote replanting of oil palm.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 27. PROVISIONS

GROUP	Sales warranty	Retirement benefits	Restoration costs	Total
	RM'000	RM'000	RM'000	RM'000
<b>2021</b>				
At beginning of financial year	1,584	8,475	23,458	33,517
Additional provision	861	1,928	1,795	4,584
Utilisation of provision	(270)	(361)	(207)	(838)
Unused amount reversed	(721)	-	(983)	(1,704)
Exchange differences	(31)	400	(191)	178
Employers' contribution	-	(1,259)	-	(1,259)
Recognised in other comprehensive income	-	(12,014)	-	(12,014)
Acquisition of subsidiary company	-	-	34	34
At end of financial year	<u>1,423</u>	<u>(2,831)</u>	<u>23,906</u>	<u>22,498</u>
<b>At 30 June 2021</b>				
Current liabilities	784	159	6,961	7,904
Non-current liabilities	639	6,937	16,945	24,521
	<u>1,423</u>	<u>7,096</u>	<u>23,906</u>	<u>32,425</u>
Non-current assets	-	(9,927)	-	(9,927)
	<u>1,423</u>	<u>(2,831)</u>	<u>23,906</u>	<u>22,498</u>
<b>GROUP</b>				
	Sales warranty	Retirement benefits	Restoration costs	Total
	RM'000	RM'000	RM'000	RM'000
<b>2020</b>				
At beginning of financial year	1,360	6,541	21,212	29,113
Additional provision	900	1,109	3,749	5,758
Utilisation of provision	(197)	(299)	-	(496)
Unused amount reversed	(519)	-	(1,765)	(2,284)
Exchange differences	40	29	10	79
Employers' contribution	-	(1,153)	-	(1,153)
Recognised in other comprehensive income	-	4,657	-	4,657
Acquisition of subsidiary company	-	-	252	252
Reversal of provision	-	(2,409)	-	(2,409)
At end of financial year	<u>1,584</u>	<u>8,475</u>	<u>23,458</u>	<u>33,517</u>
<b>At 30 June 2020</b>				
Current liabilities	1,396	172	5,898	7,466
Non-current liabilities	188	8,303	17,560	26,051
	<u>1,584</u>	<u>8,475</u>	<u>23,458</u>	<u>33,517</u>

Notes:

(a) Sales warranty

Certain subsidiary companies of the Group give 3 months to 3 years warranties on certain products and undertake to repair or replace items that fail to perform satisfactorily. A provision for warranties is recognized for all products under warranty at the reporting date based on past experience on the level of repairs and returns.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 27. PROVISIONS (CONTINUED)

Notes (continued):

(b) Retirement benefits

GROUP 2021	Funded	Unfunded	Total
	RM'000	RM'000	RM'000
At beginning of financial year	2,267	6,208	8,475
Additional provision	1,244	684	1,928
Utilisation of provision	-	(361)	(361)
Employer contributions	(1,259)	-	(1,259)
Recognised in other comprehensive income	(11,974)	(40)	(12,014)
Exchange differences	403	(3)	400
At end of financial year	<u>(9,319)</u>	<u>6,488</u>	<u>(2,831)</u>
<b>At 30 June 2021</b>			
Current liabilities	-	159	159
Non-current liabilities	608	6,329	6,937
	608	6,488	7,096
Non-current assets	(9,927)	-	(9,927)
	<u>(9,319)</u>	<u>6,488</u>	<u>(2,831)</u>
GROUP 2020	Funded RM'000	Unfunded RM'000	Total RM'000
At beginning of financial year	(2,254)	8,795	6,541
Additional provision	438	671	1,109
Utilisation of provision	-	(299)	(299)
Reversal of provision	-	(2,409)	(2,409)
Employer contributions	(1,153)	-	(1,153)
Recognised in other comprehensive income	5,223	(566)	4,657
Exchange differences	13	16	29
At end of financial year	<u>2,267</u>	<u>6,208</u>	<u>8,475</u>
<b>At 30 June 2020</b>			
Current liabilities	-	172	172
Non-current liabilities	2,267	6,036	8,303
	<u>2,267</u>	<u>6,208</u>	<u>8,475</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 27. PROVISIONS (CONTINUED)

Notes (continued):

### (b) Retirement benefits (continued)

The amounts recognised in the profit or loss are as follows:

GROUP	Funded	Unfunded	Total
	RM'000	RM'000	RM'000
<b>2021</b>			
Current service cost (net of gain on settlement)	1,192	529	1,721
Net interest cost (Note 32)	52	155	207
	<u>1,244</u>	<u>684</u>	<u>1,928</u>
<b>2020</b>			
Current service cost (net of gain on settlement)	485	555	1,040
Net interest (income)/cost (Note 32)	(47)	116	69
	<u>438</u>	<u>671</u>	<u>1,109</u>

The amounts recognised in other comprehensive income are as follows:

	Group	
	2021 RM'000	2020 RM'000
Remeasurement arising from:		
Actuarial changes in financial assumptions	(813)	8,178
Actuarial changes in demographic assumptions	(153)	(3,382)
(Return)/Deficit on plan assets	(10,990)	3,148
Experience adjustments arising from defined benefit obligations	(58)	(3,287)
	<u>(12,014)</u>	<u>4,657</u>

### Funded defined benefit plan

A foreign subsidiary company of the Group maintains separate funded retirement plans for its eligible employees. Actuarial valuation are made regularly to update the retirement benefit obligations/(assets).

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 27. PROVISIONS (CONTINUED)

Notes (continued):

### (b) Retirement benefits (continued)

#### Funded defined benefit plan (continued)

The amounts of funded defined benefit obligation recognised in the statement of financial position are determined as follows:

	<b>Group</b>	
	<b>2021</b>	<b>2020</b>
	<b>RM'000</b>	<b>RM'000</b>
Present value of the obligation	80,955	75,177
Fair value of plan assets	(90,274)	(72,910)
(Surplus)/Deficit in plan assets	<u>(9,319)</u>	<u>2,267</u>
Retirement benefit assets	(9,927)	-
Retirement benefit liabilities	608	2,267
	<u>(9,319)</u>	<u>2,267</u>

The movements in present value of the funded defined benefit obligation recognised are as follows:

	<b>Group</b>	
	<b>2021</b>	<b>2020</b>
	<b>RM'000</b>	<b>RM'000</b>
At beginning of financial year	75,177	72,563
Current service cost	355	485
Interest cost	1,273	1,681
Benefit paid by the plan	(2,509)	(1,840)
Past service cost	837	-
Recognised in other comprehensive income	(984)	2,075
Exchange differences	6,806	213
At end of financial year	<u>80,955</u>	<u>75,177</u>

The movements in fair value of plan assets are presented below:

	<b>Group</b>	
	<b>2021</b>	<b>2020</b>
	<b>RM'000</b>	<b>RM'000</b>
At beginning of financial year	72,910	74,817
Interest income	1,221	1,728
Return/(Deficit) on plan assets	10,990	(3,148)
Benefit paid by the plan	(2,509)	(1,840)
Employers' contribution	1,259	1,153
Exchange differences	6,403	200
At end of financial year	<u>90,274</u>	<u>72,910</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 27. PROVISIONS (CONTINUED)

Notes (continued):

### (b) Retirement benefits (continued)

#### Funded defined benefit plan (continued)

The plan assets consist of the following:

	Group	
	2021 RM'000	2020 RM'000
Equity instruments	63,473	47,977
Fixed income assets	26,547	24,655
Cash in bank	254	278
	<u>90,274</u>	<u>72,910</u>

The following principal assumptions were used to determine the retirement benefit obligation:

	Group	
	2021 %	2020 %
Discount rate	<u>1.90 - 4.50</u>	<u>1.60 - 4.10</u>

#### Sensitivity analysis for retirement benefit obligation of funded benefit plan

The management is of the view that any reasonably possible changes to the principal actuarial assumptions will not have significant impact to the Group.

#### Unfunded defined benefit plans

Certain local subsidiary companies operate unfunded defined retirement benefit schemes and provision is made at contracted rates for benefits that would become payable on retirement of eligible employees. Under the various schemes, eligible employees are entitled to lump sum retirement benefits of a certain percentage of either the average monthly salary of each full year of service or the final salary for each year of service on attainment of the retirement age (which varies from 55 years to 60 years depending on the scheme).

Certain foreign subsidiary companies operate unfunded defined retirement benefit schemes and the estimated liabilities of the benefits are based on actuarial valuation by independent actuaries. The amounts recognised in the statement of financial position are determined based on the present value of unfunded defined benefit obligations.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 27. PROVISIONS (CONTINUED)

Notes (continued):

### (b) Retirement benefits (continued)

#### Unfunded defined benefit plans (continued)

The amounts of unfunded defined benefit obligation recognised in the statement of financial position are determined as follows:

	<b>Group</b>	
	<b>2021</b> RM'000	<b>2020</b> RM'000
Present value of the obligation	<u>6,488</u>	<u>6,208</u>

The following principal assumptions were used to determine the retirement benefit obligations:

	<b>Group</b>	
	<b>2021</b> %	<b>2020</b> %
Range of discount rates used for the various plans	4.20 - 5.30	4.20 - 5.62
Expected rate of salary increase used for the various plans	<u>5.00</u>	<u>5.00</u>

#### Sensitivity analysis for retirement benefit obligation of unfunded benefit plans

The management is of the view that any reasonably possible changes to the discount rate at the reporting date will not have significant impact to the Group.

#### Current service cost and net interest costs

The current service and net interest costs are charged to profit or loss and presented as part of the employee benefit expenses and finance costs respectively.

#### Amounts recognised in other comprehensive income

The amounts recognised in other comprehensive income were included within items that will not be reclassified subsequently to profit or loss.

### (c) Provision for restoration costs

Provision for restoration of property, plant and equipment is the estimated cost of dismantlement, removal or restoration of property, plant and equipment arising from the acquisition and use of such assets, which are capitalised and included in the cost of property, plant and equipment and right-of-use assets.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 28. DEFERRED TAX

	Group		Company	
	2021 RM'000	2020 RM'000 (Restated)	2021 RM'000	2020 RM'000
At beginning of the financial year	1,204,420	1,143,332	8,208	11,530
Recognised in profit or loss (Note 35)	(62,155)	31,580	(3,529)	(3,322)
Arising on acquisition of a subsidiary company	-	33,412	-	-
Arising on disposal of subsidiary companies	589	-	-	-
Exchange differences	1,045	(4,242)	-	-
Recognised in intangible assets (Note 12)	3,480	1,094	-	-
Recognised in other comprehensive income (Note 35)	3,029	(756)	-	-
Recognised in equity (Note 35)	(1,003)	-	(1,003)	-
At end of the financial year	<u>1,149,405</u>	<u>1,204,420</u>	<u>3,676</u>	<u>8,208</u>

Presented after appropriate offsetting as follows:

	Group		Company	
	2021 RM'000	2020 RM'000 (Restated)	2021 RM'000	2020 RM'000
Deferred tax assets	(94,357)	(114,381)	-	-
Deferred tax liabilities	1,243,762	1,318,801	3,676	8,208
	<u>1,149,405</u>	<u>1,204,420</u>	<u>3,676</u>	<u>8,208</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 28. DEFERRED TAX (CONTINUED)

The components and movements of deferred tax assets and liabilities during the financial year are as follows:

GROUP	Unused tax losses and unabsorbed		Payables	Contract liabilities	Others+	Total
	Provision for liabilities	capital allowances				
<u>Deferred Tax Assets</u>	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<b>2021</b>						
At beginning of the financial year	9,180	45,144	46,919	61,281	28,776	191,300
Recognised in profit or loss	2,858	5,110	7,377	(10,771)	(5,419)	(845)
Arising on disposal of a subsidiary company	(589)	-	-	-	-	(589)
Exchange differences	-	192	1,336	2,230	(4,744)	(986)
Recognised in other comprehensive income	-	-	-	-	(2,987)	(2,987)
At end of the financial year	<u>11,449</u>	<u>50,446</u>	<u>55,632</u>	<u>52,740</u>	<u>15,626</u>	<u>185,893</u>
Set-off against deferred tax liabilities						(91,536)
						<u>94,357</u>
<b>2020</b>						
At beginning of the financial year	8,051	57,318	37,628	63,269	18,778	185,044
Recognised in profit or loss	1,129	(12,386)	4,869	(1,988)	8,691	315
Arising on acquisition of a subsidiary company	-	-	4,153	-	-	4,153
Exchange differences	-	212	269	-	529	1,010
Recognised in other comprehensive income	-	-	-	-	778	778
At end of the financial year	<u>9,180</u>	<u>45,144</u>	<u>46,919</u>	<u>61,281</u>	<u>28,776</u>	<u>191,300</u>
Set-off against deferred tax liabilities						(76,919)
						<u>114,381</u>

Note:

+ Includes deferred tax adjustments arising from other temporary differences.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 28. DEFERRED TAX (CONTINUED)

### GROUP

	Property, plant and equipment	Intangible assets	Properties*	Payables	Undistributed profits of a subsidiary company	Others+	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<b>Deferred Tax Liabilities</b>							
<b>2021</b>							
At beginning of the financial year	149,972	875,236	313,803	2,945	35,584	18,180	1,395,720
Recognised in profit or loss	3,106	(22,534)	(4,235)	1,256	(33,386)	(7,207)	(63,000)
Exchange differences	(1,819)	472	2,925	429	-	(1,948)	59
Recognised in intangible assets (Note 12)	-	3,480	-	-	-	-	3,480
Recognised in other comprehensive income	55	-	-	-	-	(13)	42
Recognised in equity	-	-	-	-	-	(1,003)	(1,003)
At end of the financial year	<u>151,314</u>	<u>856,654</u>	<u>312,493</u>	<u>4,630</u>	<u>2,198</u>	<u>8,009</u>	<u>1,335,298</u>
Set-off against deferred tax assets							(91,536)
							<u>1,243,762</u>
<b>2020 (Restated)</b>							
At beginning of the financial year	109,722	897,062	289,475	3,189	6,954	21,974	1,328,376
Recognised in profit or loss	4,434	(22,920)	27,780	(427)	28,630	(5,602)	31,895
Arising on acquisition of a subsidiaries	37,565	-	-	-	-	-	37,565
Exchange differences	(1,756)	-	(3,452)	183	-	1,793	(3,232)
Recognised in intangible assets (Note 12)	-	1,094	-	-	-	-	1,094
Recognised in other comprehensive income	7	-	-	-	-	15	22
At end of the financial year	<u>149,972</u>	<u>875,236</u>	<u>313,803</u>	<u>2,945</u>	<u>35,584</u>	<u>18,180</u>	<u>1,395,720</u>
Set-off against deferred tax assets							(76,919)
							<u>1,318,801</u>

### Notes:

\* Includes deferred tax adjustments on temporary differences arising from land held for property development, property development costs, investment properties, property inventories and contract cost assets.

+ Includes deferred tax adjustments on BCorp ICULS and other temporary differences.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 28. DEFERRED TAX (CONTINUED)

### COMPANY

	Unabsorbed capital allowances	
	RM'000	Total RM'000
<b><u>Deferred Tax Asset</u></b>		
<b>2021</b>		
At beginning/end of financial year	30	30
Set-off against deferred tax liabilities		(30)
		-
<b>2020</b>		
At beginning/end of financial year	30	30
Set-off against deferred tax liabilities		(30)
		-

### COMPANY

	Accelerated capital allowances		Total RM'000
	RM'000	ICULS RM'000	
<b><u>Deferred Tax Liabilities</u></b>			
<b>2021</b>			
At beginning of the financial year	30	8,208	8,238
Recognised in profit or loss	-	(3,529)	(3,529)
Reclassification	-	(1,003)	(1,003)
At end of the financial year	30	3,676	3,706
Set-off against deferred tax asset			(30)
			3,676
<b>2020</b>			
At beginning of the financial year	30	11,530	11,560
Recognised in profit or loss	-	(3,322)	(3,322)
At end of the financial year	30	8,208	8,238
Set-off against deferred tax asset			(30)
			8,208

# NOTES TO THE FINANCIAL STATEMENTS

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## 28. DEFERRED TAX (CONTINUED)

Deferred tax assets have not been recognised in respect of the following items:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Unused tax losses	1,932,130	1,864,881	-	-
Unabsorbed capital allowances	496,362	472,273	101	93
Unabsorbed investment tax allowances	122,541	122,541	-	-
Others	267,646	252,238	-	-
	<u>2,818,679</u>	<u>2,711,933</u>	<u>101</u>	<u>93</u>

Deferred tax assets have not been recognised in respect of the items above as it is not probable that future taxable profits will be available against which the items above can be utilised.

The Malaysia Finance Act gazetted on 27 December 2018 has imposed a time limit to restrict the carry forward of the unutilised tax losses. The unutilised tax losses accumulated up to the year of assessment 2018 are allowed to be carried forward for 7 consecutive years of assessment (i.e. from years of assessment 2019 to 2025) and any balance of the unutilised tax losses thereafter shall be disregarded.

In addition, unutilised tax losses that originated from the year of assessment 2019 onwards are allowed to be carried forward for a maximum period of 7 consecutive years of assessment immediately following that originating year of assessment and any balance of the unutilised tax losses thereafter shall be disregarded.

The foreign unutilised tax losses and unabsorbed capital allowance applicable to foreign incorporated subsidiary companies are pre-determined by and subject to the tax legislation of the respective countries.

Pursuant to the relevant tax regulations, the unutilised tax losses at the end of the reporting period will expire as follows:

	Group	
	2021 RM'000	2020 RM'000
With no expiry	126,857	132,223
Within 12 months	52,653	31,346
More than 12 months	1,752,620	1,701,312
	<u>1,932,130</u>	<u>1,864,881</u>

# NOTES TO THE FINANCIAL STATEMENTS

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## 29. TRADE AND OTHER PAYABLES

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Trade payables	468,598	518,453	-	-
<u>Other payables</u>				
Accruals	640,557	542,575	6,535	3,528
Agency deposits	38,370	37,997	-	-
Sundry payables	575,203	572,709	20,752	21,417
Refundable deposits	141,952	171,488	-	-
Amounts due to subsidiary companies	-	-	464,281	517,083
Amounts due to associated companies	1,992	66,939	-	47
Amounts due to joint venture	21,666	-	-	-
	<u>1,419,740</u>	<u>1,391,708</u>	<u>491,568</u>	<u>542,075</u>
<u>Other current liabilities</u>				
Deposits	392	158	-	-
Loyalty point liability	11,510	13,214	-	-
Deferred lease income and others	2,362	2,564	-	-
Other duties payable	149,912	103,237	-	-
Dividend payables	10,464	168	-	-
Pool betting duty payables	18,368	5,569	-	-
	<u>193,008</u>	<u>124,910</u>	<u>-</u>	<u>-</u>
	<u>2,081,346</u>	<u>2,035,071</u>	<u>491,568</u>	<u>542,075</u>

Included in accruals of the Group are accrued contribution to the National Sports Council and accrual for gaming tax payable to the Ministry of Finance.

Agency deposits represent deposits obtained from agents for operating toto betting outlets. These deposits are refundable upon termination of operation contracts.

Loyalty point liability represents the amount payable by a loyalty programme management subsidiary company to the participating merchants for the redemption of points by loyalty programme members.

Included in the deferred lease income and others are advance lease rental received from lessees.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 29. TRADE AND OTHER PAYABLES (CONTINUED)

Included in sundry payables are as follows:

- (1) An amount of RM122,976,000 (2020: RM136,939,000) which relates to balance purchase price of several parcels of freehold land acquired by a subsidiary company.
- (2) An amount of RM20,752,000 (2020: RM21,417,000) being the current portion of project contribution (refer Note 26(c)).
- (3) Advances from certain directors of subsidiary companies amounting to RM5,860,000 (2020: RM2,103,000).
- (4) A refundable deposit of USD15.0 million (equivalent to about RM61.47 million) (2020: USD15.0 million (equivalent to about RM58.73 million)) in relation to the proposed disposal of a foreign subsidiary company as disclosed in Note 20.1(1).

The amounts due to subsidiary companies for the Company are unsecured, repayable on demand and non-interest bearing, except for a gross amount totalling RM208,724,000 (2020: RM280,228,000) which are interest bearing. The amounts due to associated companies for the Group are trade in nature, non-interest bearing and have normal credit terms that range from 30 to 180 days (2020: 30 to 180 days).

The amount due to joint venture amounting to RM21,666,000 is unsecured, repayable on demand and interest bearing.

The normal trade credit terms granted by trade creditors of the Group are as follows:

- |                                  |   |
|----------------------------------|---|
| - Non-margin clients and brokers | 2 market days (2020: 2 market days) in accordance with the Bursa Malaysia FDSS trading rules. |
| - Other trade payables           | 1 to 184 days (2020: 1 to 184 days).  |

# NOTES TO THE FINANCIAL STATEMENTS

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## 30. SHORT TERM BORROWINGS

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>Secured:</b>				
Portion repayable within 12 months				
- Long term loans (Note 25)	317,737	321,323	66,895	80,828
- Medium term notes (Note 25)	554,650	199,893	-	-
- Sukuk Wakalah MTNs (Note 25)	35,360	-	-	-
- Block discounting payables (Note 25)	5,697	8,739	-	-
- Hire purchase payables (Note 25)	13,603	13,781	634	613
Short term loans	132,515	28,392	-	-
Bank overdrafts	64,343	60,206	-	-
Margin facilities	387,955	300,716	132,868	86,460
Trade financing facilities	241,377	17,626	-	-
Revolving credits	374,807	954,891	74,958	227,162
Vehicle stocking loans	190,923	359,932	-	-
	<u>2,318,967</u>	<u>2,265,499</u>	<u>275,355</u>	<u>395,063</u>
<b>Unsecured:</b>				
Other bank borrowings	59	-	-	-
Trade financing facilities	28,709	32,151	-	-
Revolving credits	2,000	2,000	-	-
	<u>30,768</u>	<u>34,151</u>	<u>-</u>	<u>-</u>
	<u>2,349,735</u>	<u>2,299,650</u>	<u>275,355</u>	<u>395,063</u>

The secured short term loans, bank overdrafts, margin facilities, trade financing facilities and revolving credits of the Group and of the Company are secured either by way of fixed charges on certain landed properties, certain quoted investments, or fixed and floating charges over certain other assets of the Group and deposits of the Group, as disclosed in Notes 3, 4, 5, 6, 7, 8, 10, 18 and 19.

The vehicle stocking loans obtained by foreign subsidiary companies are secured by fixed and floating charges on certain vehicle inventories held.

The range of interest rates per annum at the reporting date for borrowings was as follows:

	Group		Company	
	2021 %	2020 %	2021 %	2020 %
Short term loans	1.73 - 8.50	1.73 - 8.50	-	-
Bank overdrafts	3.92 - 9.45	3.54 - 9.82	-	-
Margin facilities	6.00 - 8.00	6.25 - 8.11	6.00 - 8.00	6.25 - 8.11
Trade financing facilities	1.00 - 8.81	1.00 - 8.81	-	-
Revolving credits	1.25 - 9.00	1.40 - 9.00	3.94 - 5.65	4.26 - 6.75
Vehicle stocking loans	2.23 - 3.25	2.74 - 6.95	-	-

# NOTES TO THE FINANCIAL STATEMENTS

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## 31. REVENUE

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Revenue from contracts with customers	7,420,224	6,933,872	95,269	80,356
Revenue from other sources:				
- Margin interest income	6,738	8,080	-	-
- Interest income from hire purchase, lease and loan financing	1,897	1,431	-	-
- Lease income from investment properties and ROU assets	35,683	46,397	-	-
- Gross dividends	-	-	77,131	276,590
	<u>7,464,542</u>	<u>6,989,780</u>	<u>172,400</u>	<u>356,946</u>
<u>Disaggregation of the revenue from contracts with customers:</u>				
<b>Major goods and services</b>				
Gross brokerage and other financial services income	177,780	45,933	-	-
Sales of goods and services on cash and credit terms:				
- Motor vehicles, charges for aftersales services, repairs and maintenance services rendered	2,597,297	2,100,406	-	-
- Telecommunications services	174,673	177,906	-	-
- Retails, food and beverages and others	1,350,653	1,309,580	-	-
Sale of property inventories	410,075	239,596	-	-
Income from hotels, resort, theme park and casino operations	251,800	396,964	-	-
Income from chartered flights	931	1,341	-	-
Membership fees and subscriptions	71,616	67,970	-	-
Lottery operations	2,382,124	2,594,176	92,989	78,060
Management fee income	3,275	-	2,280	2,296
	<u>7,420,224</u>	<u>6,933,872</u>	<u>95,269</u>	<u>80,356</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 31. REVENUE (CONTINUED)

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>Geographical market</b>				
Malaysia	4,215,596	4,449,046	2,280	2,296
Outside Malaysia	3,204,628	2,484,826	92,989	78,060
	<u>7,420,224</u>	<u>6,933,872</u>	<u>95,269</u>	<u>80,356</u>
<b>Timing of revenue recognition</b>				
At a point in time	7,106,635	6,610,393	92,989	78,060
Over time	313,589	323,479	2,280	2,296
	<u>7,420,224</u>	<u>6,933,872</u>	<u>95,269</u>	<u>80,356</u>

## 32. FINANCE COSTS

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Interest expense on:				
- Bank loans and overdrafts	171,476	227,552	62,787	79,211
- BCorp ICULS	2,511	5,492	2,511	5,492
- REDtone ICULS	-	104	-	-
- SIAMH ICULS	249	6	-	-
- MTN	55,641	61,527	-	-
- Sukuk Wakalah MTNs	3,482	-	-	-
- Hire purchase	3,811	6,112	142	185
- Vehicle stocking loans	7,055	11,728	-	-
- Defined benefit plans (Note 27(b))	207	69	-	-
- Lease liabilities (Note 4(b))	82,853	55,005	-	-
- Subsidiary company	-	-	15,195	11,215
- Joint venture	2,462	-	-	-
- Others	2,468	-	-	-
Unwinding of discount and charge out of deferred transaction costs	15,816	16,957	8,482	9,801
Others (inclusive of loan related expenses)	7,960	5,769	1,685	1,243
	<u>355,991</u>	<u>390,321</u>	<u>90,802</u>	<u>107,147</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 33. (LOSS)/PROFIT BEFORE TAX

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>(Loss)/Profit before tax is arrived at after charging:</b>				
Auditors' remuneration				
- Auditors of the Company				
- statutory audit fee	4,166	4,532	520	520
- underprovision of statutory audit fees in prior years	44	395	-	34
- other services	698	681	12	12
- Other auditors other than Ernst & Young PLT				
- statutory audit fee	5,471	4,657	105	105
- underprovision of statutory audit fees in prior years	278	33	-	33
- other services	-	301	-	-
Depreciation of				
- property, plant and equipment	206,767	208,579	28,999	27,425
- ROU assets	237,118	187,813	-	-
Amortisation of				
- contract cost assets	7,610	648	-	-
- intangible assets	47,404	99,072	7,098	7,098
Direct operating expenses of investment properties *	14,251	16,354	-	-
Royalty expenses	37,036	27,630	-	-
Staff costs (Note a)	848,868	871,084	9,421	11,482
Allowance for impairment on receivables				
- trade receivables	4,988	10,006	-	-
- other receivables	11,430	2,097	-	-
- other long term receivables	194	7,614	-	-
Bad debts written off	842	1,504	-	-
Inventories written off/down	48,874	11,753	-	-
Expenses relating to leases				
- short-term leases	19,782	28,518	-	-
- leases of low-value assets	1,436	2,048	-	-
- variable lease payments	2,970	9,754	-	-
Loss on foreign exchange	53,688	33,713	76	3,118
Research and development expenditure	511	527	-	-
Provision for sales warranty	861	900	-	-
Contribution to National Sports Council	30,116	28,692	-	-



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 33. (LOSS)/PROFIT BEFORE TAX (CONTINUED)

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>and crediting:</b>				
Amortisation of government grants	8	8	-	-
Reversal of impairment loss on receivables				
- trade receivables	4,645	8,265	-	-
- other receivables	349	122	-	-
Gain on foreign exchange	70,210	70,743	19,981	4,693
Reversal of provision for sales warranty	721	519	-	-

Notes:

\* It is not practicable to segregate the direct operating expenses of investment properties in respect of revenue and non-revenue generating properties due to periodic changes in the occupancy rates during the financial year.

(a) Staff costs consist of the following:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Wages, salaries and allowances	682,605	709,822	7,673	8,724
Social security costs and employees insurance	23,822	27,226	281	259
Bonuses	25,566	27,621	513	1,179
Pension costs				
- defined contribution plans	57,004	57,403	930	1,143
- defined benefit plans	1,643	991	-	-
Provision for short term compensated absences	482	127	-	-
Share-based payments (Note b)	236	552	-	-
Other staff related expenses	57,510	47,342	24	177
<b>Total staff costs</b>	<b>848,868</b>	<b>871,084</b>	<b>9,421</b>	<b>11,482</b>

Staff costs exclude remuneration of executive directors.

# NOTES TO THE FINANCIAL STATEMENTS

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## 33. (LOSS)/PROFIT BEFORE TAX (CONTINUED)

(b) Share-based payments consist of the following:

	Group	
	2021 RM'000	2020 RM'000
Share-based payments for		
- employees of the Group	236	552
- director of the Company	55	128
- other directors of the Group	126	245
	<u>417</u>	<u>925</u>

(c) Other expenses

Included in other expenses are the following:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>(i) Other expenses - investing activities</b>				
Loss on disposal of property, plant and equipment	425	603	-	-
Loss on disposal/deemed disposal of subsidiary companies	6,879	298	-	-
Loss on partial disposal of subsidiary company	-	-	-	1,328
Loss on disposal/deemed disposal of associated company	-	3,031	-	303
Fair value loss for investment properties	27,129	21,669	-	-
Fair value loss of FVTPL equity instruments quoted in Malaysia	616	3,279	-	-
Impairment in value of				
- property, plant and equipment	20,289	6,548	-	-
- ROU assets	3,905	2,438	-	-
Impairment of intangible assets				
- goodwill	63,788	118,940	-	-
- others	81,591	47,249	-	-
Impairment on amount owing from associated companies				
- current	229	530	-	-
- non-current	7,757	-	-	-
Impairment in value of investments in				
- associated companies	54,000	15,198	44,538	23,342
- a joint venture	-	1,000	-	-

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 33. (LOSS)/PROFIT BEFORE TAX (CONTINUED)

### (c) Other expenses (continued)

Included in other expenses are the following (continued):

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>(i) Other expenses - investing activities (continued)</b>				
Impairment loss in value of golf club corporate memberships	-	54	-	-
Land held for development written down	656	436	-	-
Loss on remeasurement of retained equity interest in former associated companies	-	1,794	-	-
Loss on dilution in an associated company	1,698	-	-	-
Property, plant and equipment written off	17,387	21,292	-	-
Intangible assets written off	352	6,673	-	-
Loss on initial recognition of derivative liabilities	-	6,157	-	5,478
Fair value loss on derivative assets	2,107	2,447	1,844	2,111
Fair value loss on derivative liabilities	-	835	-	751

### (d) Other income

Included in other income are the following:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>(i) Other income - operating activities</b>				
Income from rental of land and buildings	15,259	16,325	-	-
Finance income - loans and receivables and other liabilities at amortised costs	3,624	79,195	-	-
Government grant	58,173	17,674	-	-
Gain on lease modification	653	-	-	-

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 33. (LOSS)/PROFIT BEFORE TAX (CONTINUED)

(d) Other income (continued)

Included in other income are the following (continued):

	Group		Company	
	2021 RM'000	2020 RM'000 (Restated)	2021 RM'000	2020 RM'000
<b>(ii) Other income - investing activities</b>				
Interest income				
from loans and receivables				
- subsidiary companies	-	-	65,092	58,173
- others	37,941	48,347	385	2,462
Gross dividends from other investments				
- quoted in Malaysia	1,671	1,825	-	-
- unquoted in Malaysia	-	1,250	-	-
- unquoted associated company classified as non-current assets held for sale	-	2,609	-	-
Gain on disposal of:				
- property, plant and equipment	45,632	2,005	-	-
- investment properties	-	8,578	-	-
Gain on disposal/deemed disposal of subsidiary companies	88,993	-	551	-
Gain on disposal of:				
- associated companies	10,127	-	429	-
- a joint venture	1,571	-	-	-
Reversal of impairment loss on amount owing from a joint venture	7,371	-	-	-
Gain on remeasurement of retained equity interest in a former subsidiary company	-	2,000	-	-
Gain on remeasurement of retained equity interest in a former associated company	-	1,880	-	-
Reversal of impairment in value of investments in associated companies	-	269	-	-
Gain on initial recognition of derivative assets	-	4,749	-	4,070
Gain arising from sale and leaseback transaction	-	669,788	-	-
Fair value gain of FVTPL equity instruments quoted in Malaysia	9,301	348	-	-
Fair value gain for investment properties	2,480	111,158	-	-
Fair value gain on derivative liabilities	241	-	118	-
Fair value gain on the derecognition of derivative liability	14,128	-	-	-

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 33. (LOSS)/PROFIT BEFORE TAX (CONTINUED)

(d) Other income (continued)

Included in other income are the following (continued):

	Group		Company	
	2021 RM'000	2020 RM'000 (Restated)	2021 RM'000	2020 RM'000
<b>(ii) Other income - investing activities (continued)</b>				
Negative goodwill	2,309	31,357	-	-
Awards of insurance claims	17,848	26,000	-	-
Gain on dilution in an associated company	-	167	-	-

## 34. DIRECTORS' REMUNERATION

The aggregate remuneration paid or payable by the Group and by the Company to the directors of the Company are as follows:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>Directors of the Company</b>				
Executive				
Salaries and other emoluments	28,895	25,304	1,528	752
Bonus	746	10,167	65	99
Retirement benefits				
- defined contribution plans	4,130	5,008	218	130
Benefits-in-kind	690	571	106	86
	<b>34,461</b>	<b>41,050</b>	<b>1,917</b>	<b>1,067</b>
Non-executive				
Fees	560	604	349	360
Bonus	41	33	8	-
Retirement benefits				
- defined contribution plans	27	43	1	5
Other emoluments	452	595	97	136
Benefits-in-kind	28	35	10	23
	<b>1,108</b>	<b>1,310</b>	<b>465</b>	<b>524</b>
<b>Total</b>	<b>35,569</b>	<b>42,360</b>	<b>2,382</b>	<b>1,591</b>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 35. TAXATION

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>Statements of profit or loss</b>				
Income tax:				
- Malaysian income tax	180,978	153,480	8,336	3,900
- Foreign tax	29,660	14,034	-	-
- Withholding tax	38,418	21,121	-	5,427
- Real property gains tax	3,400	-	-	-
Under/(Over)provision in prior years				
- Malaysian income tax	8,478	16,650	570	117
- Foreign tax	(2,026)	(518)	-	-
	<u>258,908</u>	<u>204,767</u>	<u>8,906</u>	<u>9,444</u>
Deferred tax (Note 28):				
Relating to origination and reversal of temporary differences				
	(63,888)	23,459	(3,529)	(3,322)
Effects of real property gains tax	1,707	3,404	-	-
Under provision in prior years	26	4,717	-	-
	<u>(62,155)</u>	<u>31,580</u>	<u>(3,529)</u>	<u>(3,322)</u>
	<u>196,753</u>	<u>236,347</u>	<u>5,377</u>	<u>6,122</u>

Domestic income tax is calculated at the Malaysian statutory tax rate of 24% (2020: 24%) of the estimated assessable profit for the financial year. Taxation for other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>Statements of comprehensive income</b>				
Deferred tax relating to other comprehensive income (Note 28):				
- Revaluation of land and building	55	7	-	-
- FVTOCI investment	(13)	223	-	-
- Defined benefit pension scheme	2,987	(986)	-	-
	<u>3,029</u>	<u>(756)</u>	<u>-</u>	<u>-</u>
<b>Statements of changes in equity</b>				
Deferred tax recognised in equity (Note 28)				
- Tax effect on conversion of BCorp ICULS 2012/2022	(1,003)	-	(1,003)	-

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 35. TAXATION (CONTINUED)

A reconciliation of income tax expense applicable to (loss)/profit before tax at the statutory income tax rate to income tax expense at the effective income tax rate of the Group and of the Company is as follows:

	Group		Company	
	2021 RM'000	2020 RM'000 (Restated)	2021 RM'000	2020 RM'000
(Loss)/Profit before tax	(260,390)	173,455	(19,595)	164,362
Applicable tax rate (%)	24	24	24	24
Taxation at applicable tax rate	(62,494)	41,629	(4,703)	39,447
Effect of different tax rates in other countries	(4,259)	4,381	(1,818)	(466)
Effect of share of results of associated companies and joint ventures	(1,034)	(2,872)	-	-
Effect of income subject to real property gain tax	5,107	3,404	-	-
Effect of income not subject to tax	(47,132)	(199,765)	(23,359)	(73,003)
Expenses not deductible under tax legislation	272,965	272,442	38,214	37,921
Effect of withholding tax	38,418	21,121	-	5,427
Utilisation of previously unrecognised deferred tax assets	(10,328)	(4,995)	-	-
Deferred tax assets not recognised during the financial year	41,461	55,183	2	1
Recognition as deferred tax assets on previously unrecognised deferred tax assets	(5,514)	(338)	-	-
Effects of BCorp ICULS interests	(3,529)	(3,322)	(3,529)	(3,322)
Deferred tax liabilities recognised on changes in undistributed profits of subsidiary company	(33,386)	28,630	-	-
Under provision of income tax in prior years	6,452	16,132	570	117
Under provision of deferred tax in prior years	26	4,717	-	-
Taxation for the year	196,753	236,347	5,377	6,122

# NOTES TO THE FINANCIAL STATEMENTS

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## 36. LOSS PER SHARE

### (1) Basic

Basic loss per share is calculated by dividing loss for the financial year attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares with voting rights in issue during the financial year, including mandatorily convertible instruments.

	Group	
	2021 RM'000	2020 RM'000 (Restated)
Loss attributable to equity holders	(459,630)	(95,226)
Adjustment for assumed conversion of BCorp ICULS (Note 32)	2,511	5,492
	<u>(457,119)</u>	<u>(89,734)</u>
Weighted average number of ordinary shares with voting rights in issue (inclusive of mandatorily convertible instruments) ('000)	5,688,969	6,083,870 #
Basic loss per share (sen)	<u>(8.04)</u>	<u>(1.47)</u>

### (2) Diluted

For the purpose of calculating diluted loss per share, the loss for the financial year attributable to ordinary equity holders of the Company and the weighted average number of ordinary shares with voting rights in issue during the financial year, including mandatorily convertible instruments, have been adjusted for the dilutive effects of the dilutive instruments of the Group.

	Group	
	2021 RM'000	2020 RM'000 (Restated)
Adjusted loss attributable to equity holders	(457,119)	(89,734)
Dilution effect on exercise of BFood ESS options	(117)	-
Loss attributable to equity holders after assumed conversion/exercise	<u>(457,236)</u>	<u>(89,734)</u>
Weighted average number of ordinary shares with voting rights in issue (inclusive of mandatorily convertible instruments) ('000)	5,688,969	6,083,870 #
Diluted loss per share (sen)	<u>(8.04)</u>	<u>(1.47)</u>

Note:

# For the purpose of calculating earnings per share, the comparative weighted average number of shares with voting rights outstanding has been adjusted for the distribution of share dividend by BCorp on the basis of four (4) BCorp treasury shares for every one hundred (100) existing BCorp ordinary shares held.



# NOTES TO THE FINANCIAL STATEMENTS

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## 37. DIVIDENDS

	Company			
	2021 Dividend per share Sen	2021 Dividend RM'000	2020 Dividend per share Sen	2020 Dividend RM'000
<b>Recognised during the year</b>				
<u>In respect of preceding financial year</u>				
- First interim dividend of 1.08 sen per share approved in respect of financial year ended 30 June 2020 (2020: Nil)	1.08	52,851	-	-

On 28 August 2020, the directors of the Company approved a first interim dividend for the financial year ended 30 June 2020 via distribution of treasury shares on the basis of 4 treasury shares for every 100 existing ordinary shares held (equivalent to a dividend of approximately 1.08 sen per share), which was credited into the entitled depositors' securities accounts maintained with Bursa Malaysia Depository Sdn Bhd on 15 October 2020. This dividend was accounted for in the shareholders' equity as an appropriation of retained earnings in the financial year ended 30 June 2021.

## 38. SEGMENTAL INFORMATION

The Group is organised on a worldwide basis and presents its segmental information based on business segments:

- (1) financial services;
- (2) marketing of consumer products and services;
- (3) property investment and development;
- (4) hotels and resorts;
- (5) gaming and related activities;
- (6) restaurants; and
- (7) others.

Other business segments include clubs, recreation, and plantation segments which are not of a sufficient size to be reported separately.

All inter-segment transactions were carried out in the normal course of business and established under negotiated terms.

The geographical segmental information is prepared based on the locations of assets. The segment revenue by geographical location of where the sales are transacted does not differ materially from the segment revenue by geographical location of assets.

Unallocated assets/liabilities include items relating to investing and financing activities and items that cannot be reasonably allocated to individual segments. These include mainly corporate assets, tax recoverable/liabilities, borrowings, hire purchase and lease obligations.

Other non-cash expenses include property, plant and equipment written-off, intangible assets written-off, inventories written-off, bad debts written off and impairment on receivables.

# NOTES TO THE FINANCIAL STATEMENTS

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## 38. SEGMENTAL INFORMATION (CONTINUED)

### By business segments

	External	Inter- segment	Total
Revenue	RM'000	RM'000	RM'000
<b>2021</b>			
Financial services	186,415	2,677	189,092
Marketing of consumer products and services	3,352,895	21,759	3,374,654
Property investment and development	445,087	59,592	504,679
Hotels and resorts	242,085	1,866	243,951
Gaming and related activities	2,382,124	100,596	2,482,720
Restaurants and cafés	737,831	9,451	747,282
Others	118,105	15,020	133,125
Inter-segment elimination	-	(210,961)	(210,961)
<b>Total Revenue</b>	<b>7,464,542</b>	<b>-</b>	<b>7,464,542</b>

### 2020

Financial services	55,444	3,377	58,821
Marketing of consumer products and services	2,883,580	26,202	2,909,782
Property investment and development	311,078	36,843	347,921
Hotels and resorts	406,017	3,529	409,546
Gaming and related activities	2,594,176	123,512	2,717,688
Restaurants and cafés	654,713	10,142	664,855
Others	84,772	15,925	100,697
Inter-segment elimination	-	(219,530)	(219,530)
<b>Total Revenue</b>	<b>6,989,780</b>	<b>-</b>	<b>6,989,780</b>

### Results

	2021 RM'000	2020 RM'000 (Restated)
Financial services	45,367	13,555
Marketing of consumer products and services	74,687	(123,440)
Property investment and development	16,376	(111,417)
Hotels and resorts	(213,895)	(81,078)
Gaming and related activities	262,946	307,059
Restaurants and cafés	106,551	30,647
Others	(35,758)	(21,384)
	256,274	13,942
Unallocated corporate expenses	(115,788)	(113,993)
	140,486	(100,051)
Other income - investing activities	239,613	912,330
Other expenses - investing activities	(288,808)	(260,471)
	91,291	551,808
Finance costs	(355,991)	(390,321)
Share of results of associates	(10,217)	3,583
Share of results of joint ventures	14,527	8,385
(Loss)/Profit before tax	(260,390)	173,455
Taxation	(196,753)	(236,347)
Loss for the financial year	(457,143)	(62,892)

# NOTES TO THE FINANCIAL STATEMENTS

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## 38. SEGMENTAL INFORMATION (CONTINUED)

Assets and liabilities	Assets	Liabilities
	RM'000	RM'000
<b>2021</b>		
Financial services	357,351	119,535
Marketing of consumer products and services	2,940,066	1,006,969
Property investment and development	6,672,812	2,963,308
Hotels and resorts	2,784,482	1,239,278
Gaming and related activities	3,944,682	785,418
Restaurants and cafés	533,688	757,342
Others	970,574	890,228
Inter-segment elimination	(926,300)	(886,421)
	<u>17,277,355</u>	<u>6,875,657</u>
Unallocated items	2,845,149	4,339,334
<b>Total Assets and Liabilities</b>	<u><u>20,122,504</u></u>	<u><u>11,214,991</u></u>
<b>2020 (Restated)</b>		
Financial services	332,770	95,454
Marketing of consumer products and services	3,283,532	1,550,821
Property investment and development	7,114,968	2,785,207
Hotels and resorts	2,841,779	1,112,549
Gaming and related activities	4,185,483	693,579
Restaurants and cafés	610,793	611,987
Others	1,048,532	884,875
Inter-segment elimination	(886,199)	(848,900)
	<u>18,531,658</u>	<u>6,885,572</u>
Unallocated items	2,909,304	5,003,295
<b>Total Assets and Liabilities</b>	<u><u>21,440,962</u></u>	<u><u>11,888,867</u></u>

# NOTES TO THE FINANCIAL STATEMENTS

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## 38. SEGMENTAL INFORMATION (CONTINUED)

Other information	Capital expenditure	Depreciation and amortisation	Impairment loss	Other non-cash expenses
	RM'000	RM'000	RM'000	RM'000
<b>2021</b>				
Financial services	2,500	2,632	-	4,077
Marketing of consumer products and services	183,664	137,677	133,761	42,559
Property investment and development	6,715	13,836	1,494	958
Hotels and resorts	10,997	121,763	14,326	2,495
Gaming and related activities	4,054	44,388	90	3,111
Restaurants and cafés	95,359	134,567	4,718	3,356
Others	12,627	33,573	13,482	17,589
	<u>315,916</u>	<u>488,436</u>	<u>167,871</u>	<u>74,145</u>
Unallocated items	27,413	10,463	63,688	9,728
<b>Total</b>	<b><u>343,329</u></b>	<b><u>498,899</u></b>	<b><u>231,559</u></b>	<b><u>83,873</u></b>
<b>2020</b>				
Financial services	1,327	2,584	-	4,147
Marketing of consumer products and services	151,175	189,065	111,741	7,938
Property investment and development	233,731	32,528	12	1,854
Hotels and resorts	37,111	56,262	-	14,484
Gaming and related activities	20,977	45,054	-	770
Restaurants and cafés	113,584	127,356	3,677	16,384
Others	10,045	29,672	13,596	4,018
	<u>567,950</u>	<u>482,521</u>	<u>129,026</u>	<u>49,595</u>
Unallocated items	43,385	13,591	62,931	3,730
<b>Total</b>	<b><u>611,335</u></b>	<b><u>496,112</u></b>	<b><u>191,957</u></b>	<b><u>53,325</u></b>
<b>By geographical segments</b>				
	<b>Revenue</b>	<b>Capital expenditure</b>	<b>Assets</b>	
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	
<b>2021</b>				
Malaysia	4,271,819	300,330	13,194,928	
Outside Malaysia	3,192,723	42,999	6,927,576	
<b>Total</b>	<b><u>7,464,542</u></b>	<b><u>343,329</u></b>	<b><u>20,122,504</u></b>	
<b>2020 (Restated)</b>				
Malaysia	4,442,768	344,735	13,423,863	
Outside Malaysia	2,547,012	266,600	8,017,099	
<b>Total</b>	<b><u>6,989,780</u></b>	<b><u>611,335</u></b>	<b><u>21,440,962</u></b>	

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 39. SIGNIFICANT RELATED PARTY TRANSACTIONS

In addition to the related party information disclosed in the financial statements, the following significant transactions between the Group and related parties took place at terms agreed between the parties during the financial year.

	Note	Group		Company	
		2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Management fees receivable from					
- subsidiary companies		-	-	(2,079)	(2,079)
- associated company		-	-	-	(38)
Rental of premises and related services receivable from					
- Singer	b	(485)	(485)	-	-
- Sun Media Corporation Sdn Bhd ("SMCSB")	a	(399)	(399)	-	-
- 7-Eleven	b	(2,847)	(2,473)	-	-
- UMobile	c	(1,723)	(1,753)	-	-
- Berjaya Assets Food (BAF) Sdn Bhd	e	(10)	(657)	-	-
Rental of premises payable to					
- Berjaya Times Square Sdn Bhd	e	4,547	4,578	-	-
- BSompo	a	-	562	-	-
Parking charges payable to					
- BTS Car Park Sdn Bhd	e	839	1,136	-	-
Transportation service provided to					
- 7-Eleven	b	(7,300)	(9,300)	-	-
Research, development, implementation and maintenance services as well as purchase of hardware, software, network equipment from Qinetics Solutions Sdn Bhd, Qinetics MSP Sdn Bhd and Qinetics Services Sdn Bhd	b	4,146	4,741	1,284	1,316
Advertising and publishing services charged by SMCSB	a	1,141	1,469	40	-
Sales of product to 7-Eleven	b	(4,172)	(3,330)	-	-
Supply of computerised lottery systems and related services to Natural Avenue Sdn Bhd	e	(690)	(1,846)	-	-

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 39. SIGNIFICANT RELATED PARTY TRANSACTIONS (CONTINUED)

	Note	Group		Company	
		2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Provision of wireless broadband services to BSompo	a	(1,032)	(1,045)	-	-
Purchase of land from - Deru Klasik Sdn Bhd	b	38,450	-	-	-
Provision of security guard services to - Subsidiaries of BAssets	e	(10)	(40)	-	-
- Singer	b	(230)	(210)	-	-
Upkeep of motor vehicles and purchase of motor vehicles - Auto Tulin Sdn Bhd	d	1,020	1,694	31	233
- Roda Indah Motors Sdn Bhd	d	383	-	-	-
Vehicle assembly related services provided by Berjaya Assembly Sdn Bhd	e	1,625	1,414	-	-

Notes:

- (a) Associated companies of the Group.
- (b) Companies where Tan Sri Vincent Tan, a major shareholder and the chairman of the Company, is deemed to have an interest.
- (c) A company in which the directors of the Company, namely DSRTYC and Nerine Tan Sheik Ping ("NT") have interests. Tan Sri Vincent Tan is also a substantial shareholder of UMobile.
- (d) A company in which a person connected with Tan Sri Vincent Tan has interest.
- (e) Subsidiary company of BAssets. Tan Sri Vincent Tan is a substantial shareholder of BAssets while DSRTYC and NT are also shareholders of BAssets. Tan Sri Vincent Tan is the father of DSRTYC and NT.

As at the reporting date, a foreign subsidiary company had deposit placements amounting to RM90,939,000 (2020: Nil) with a foreign asset management firm of which a director of the foreign subsidiary company has an interest.

The compensation of the key management personnel of the Group and of the Company are as follows:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
Short-term benefits	38,986	44,322	2,716	2,000
Post-employment benefits	5,267	6,068	283	197
	44,253	50,390	2,999	2,197

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 40. COMMITMENTS

### (a) Other commitments

	Group	
	2021	2020
	RM'000	RM'000
Capital expenditure		
- approved and contracted for	260,454	362,414
Share subscription in		
- associated company	-	104,946
- joint venture	8,000	8,000
	<u>268,454</u>	<u>475,360</u>

### (b) Non-cancellable operating lease commitments - Group as lessors

	Group	
	2021	2020
	RM'000	RM'000
Non-cancellable operating		
lease commitments as lessors		
- Within 1 year after reporting date	21,660	26,257
- Later than 1 year but not more than 5 years	13,440	19,405
	<u>35,100</u>	<u>45,662</u>

The Group entered into commercial property leases on its investment properties portfolio consisting of commercial and office space.

# NOTES TO THE FINANCIAL STATEMENTS

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## 41. FINANCIAL GUARANTEES, MATERIAL LITIGATIONS AND CONTINGENT LIABILITY

### (a) Financial guarantees

The Company provided corporate guarantees to certain financial institutions for credit facilities granted to its subsidiary companies. The Company has assessed and regarded that the credit enhancements provided by these guarantees are minimal. As such, the Company did not ascribe any values to these corporate guarantees.

### (b) Details of material litigations

#### (1) The STC Proposals Proceedings

On 19 July 2004, BTSB, a wholly owned subsidiary company of BLand, proposed the acquisition of STCLand from STC for a consideration of RM640.0 million and BCityLand, located in the area of Sungai Tinggi, Daerah Ulu Selangor, Selangor from BCity, a subsidiary company of the Group, and also proposed the appointment of BCity as a turnkey contractor for the STC Proposals. On 28 June 2010, BLand announced the status of the CP of the STC Proposals as follows:

- 1) Approval from the FIC for the STC Proposals was obtained on 12 October 2004;
- 2) Approval from the FIC for the acquisition of the BCityLand was obtained on 21 October 2004;
- 3) Approvals from the shareholders of BTSB, BLand, BCity and BGroup for the STC Proposals were obtained on 4 November 2004;
- 4) Approvals from the State Authority Consent for the transfer of STCLand in favour of BTSB were obtained on 11 January 2005. However, the consent had lapsed and application will be re-submitted after item (6) of the CP is fulfilled;
- 5) The agreement between STC and BTSB on the layout plans, building plans, designs, drawings and specifications for the new turf club is still pending the fulfilment of item (6) of the CP;
- 6(a) The approval for the master layout plan for the BCityLand was obtained on 11 February 2008. However, due to the change in the Selangor government, the plan is to be re-tabled and BTSB is awaiting the decision from the Selangor government;
- 6(b) The approval from the MDHS for the Development Order, Earthworks and Infrastructure and Building Plan pertaining to the construction of the new turf club is pending as MDHS is unable to process the application until item 6(a) of the CP is fulfilled; and
- 6(c) The approval from the State Exco of Selangor for the conversion and subdivision of BCityLand is pending as the application will only be tabled at the State Exco of Selangor after approvals for items 6(a) and 6(b) are obtained.

As announced on 16 August 2010, CP no. 4, 5, 6a, 6b and 6c above have yet to be fulfilled.

On 29 January 2010, BLand announced that STC and BTSB have mutually agreed to an extension of time to 18 January 2011 to fulfil the CP in the abovementioned conditional sale and purchase agreement. This extension of time was further extended by STC to 18 January 2012. Subsequently, on 22 December 2011, BLand announced that STC granted an extension of time from 19 January 2012 to 18 January 2013.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 41. FINANCIAL GUARANTEES, MATERIAL LITIGATIONS AND CONTINGENT LIABILITY (CONTINUED)

### (b) Details of material litigations (continued)

#### (1) The STC Proposals Proceedings (continued)

On 13 August 2012, BLand announced that BLSB and STC had entered into a SupAgmt to mutually vary certain terms of the sale and purchase agreement dated 19 July 2004, as follows:

- i) if there is any CP remaining outstanding, BLSB shall be entitled to request from STC further extension of time to fulfil the CPs pursuant to the proposed acquisition of the STCLand. STC shall grant an extension of one year subject to a cash payment of RM3.0 million by BLSB for such extension; and
- ii) upon signing the SupAgmt, BLSB shall pay STC an advance part payment of RM7.0 million, which will be deducted from the cash portion of the consideration of RM35.0 million. The balance of the purchase consideration will be paid within 33 months from the date of the last CP is fulfilled or such other date as mutually extended.

Pursuant to the aforesaid SupAgmt, the period is extended to 18 January 2022 to fulfil the CP below:

- 1) renewal of consent by Land and Mines Department (Federal) for the transfer to BLSB of the portion of Sungai Besi Land (held under H.S.(D) 61790 No. P.T. 2872 in the Mukim of Petaling, District and State of Wilayah Persekutuan) that resides in Wilayah Persekutuan, Kuala Lumpur which had expired on 11 January 2006; and
- 2) the approvals, permits or consents of any other relevant authorities as may be required by applicable laws include inter-alia the following:
  - (i) approval from the Town and Country Planning Department of the State of Selangor on the re-tabling of the amended master layout plan which was re-submitted on 19 August 2008;
  - (ii) approval from the MDHS for the Development Order and building plan pertaining to the construction of the new turf club after approval under item 2(i) above is obtained; and
  - (iii) approval from the State Exco of Selangor for the conversion and subdivision of BCityLand after approvals under items 2(i) and (ii) above are obtained.

On 10 November 2017, BLand announced that further to the legal proceedings instituted by BLand, BLSB and BCity ("the Applicants") in March 2016 against the (1) Selangor State Government, (2) MDHS, (3) Majlis Daerah Kuala Selangor, (4) Pengarah Pejabat Tanah & Galian Negeri Selangor, (5) Pengarah Jabatan Perancangan Bandar dan Desa Negeri Selangor, (6) Pengarah Jabatan Kerja Raya Negeri Selangor, (7) Pengarah Jabatan Alam Sekitar Negeri Selangor and (8) Pengarah Jabatan Geosains Negeri Selangor (the "Respondents") by way of an application for judicial review in the Shah Alam High Court, the Shah Alam High Court had on 9 November 2017 decided on the judicial review in favour of the Applicants.

# NOTES TO THE FINANCIAL STATEMENTS

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## 41. FINANCIAL GUARANTEES, MATERIAL LITIGATIONS AND CONTINGENT LIABILITY (CONTINUED)

(b) Details of material litigations (continued)

(1) The STC Proposals Proceedings (continued)

The judgment rendered on 9 November 2017 was as follows:

- 1) The Applicants' applications against the 2nd, 3rd, 4th, 6th, 7th and 8th Respondents were dismissed with costs of RM2,000.00 awarded to the 2nd, 3rd, 4th, 6th, 7th and 8th Respondents respectively;
- 2) The Applicants are allowed to proceed with the development;
- 3) The Applicants are required to submit the relevant documents to the relevant technical departments for comments;
- 4) The technical departments are directed to respond within 3 months from the receipt of these documents, and failing which it is deemed that they have no objection to these documents;
- 5) Pursuant to an order in the nature of mandamus, the 1st and 5th Respondents are directed to re-table the Applicants' proposal papers to relocate and construct the STC before the National Physical Planning Council within 3 months after the receipt of the proposal papers from the Applicants;
- 6) The Applicants are directed to submit the said proposal papers within 1 month upon receipt of the fair order, failing which the Applicants shall forfeit the benefit of the order of mandamus pursuant to paragraph (5) above; and
- 7) The 1st and 5th Respondents are ordered to pay the Applicants compensation for any loss suffered by the Applicants. The amount of such compensation will be assessed in subsequent proceedings.

On 14 December 2017, BLand announced that the Selangor State Government and several other respondents ("the Appellants") have filed a Notice of Appeal to the Court of Appeal to appeal against the above decision of the Shah Alam High Court ("Main Appeal"). The hearing at the Court of Appeal has been fixed on 8 October 2018. The 1st and 5th Respondents have also applied to stay the ongoing proceedings in the Shah Alam High Court and the execution of the Shah Alam High Court judgment in the judicial review proceedings ("Stay of Proceedings Application"). The Applicants have applied to the Shah Alam High Court for an extension of time to submit the proposal papers to the 1st and 5th Respondents ("Extension of Time Application"). In addition, the Applicants have also filed an application for assessment of compensation pursuant to the aforesaid Shah Alam High Court judgment ("Assessment Proceedings").

The Court of Appeal has granted a stay of execution of the Shah Alam High Court judgment and the Assessment Proceedings pending the disposal of the Main Appeal at the Court of Appeal. The hearing of the Main Appeal at the Court of Appeal, which was previously fixed on 24 October 2019 has been vacated by the Court of Appeal. The Court of Appeal will instead hear a motion by the Appellants to adduce further evidence in this matter. The Court of Appeal has fixed 22 November 2019 as case management date to fix the hearing date of the Main Appeal. The Court of Appeal fixed the hearing date of the Main Appeal on 27 March 2020.

The hearing of the Appellants' motion to adduce further evidence in the matter was dismissed by the Court of Appeal on 24 October 2019. The Appellants subsequently filed a motion for leave to appeal to the Federal Court against the decision of the Court of Appeal in dismissing the Appellants' motion to adduce further evidence (the "FC Leave Motion"). The Federal Court has fixed the hearing of the FC Leave Motion on 13 April 2020.

# NOTES TO THE FINANCIAL STATEMENTS

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## 41. FINANCIAL GUARANTEES, MATERIAL LITIGATIONS AND CONTINGENT LIABILITY (CONTINUED)

### (b) Details of material litigations (continued)

#### (1) The STC Proposals Proceedings (continued)

The Appellants have also filed a stay application to stay the hearing of the Main Appeal pending disposal of the FC Leave Motion. This stay application is fixed for hearing on the same day as the hearing of the Main Appeal, that is on 27 March 2020. In the event that the stay is refused by the Court of Appeal, the hearing of the Main Appeal will proceed.

Due to the MCO coming into effect on 18 March 2020, the hearings of the FC Leave Motion and the application for stay as well as the main appeal were postponed to 6 July 2020 and 2 July 2020 respectively. A case management date for the main appeal was also fixed for 9 July 2020 by the Court of Appeal.

Subsequently, the State Government has withdrawn both the FC Leave Motion and the stay application at the Court of Appeal on 19 June 2020 and 2 July 2020 respectively. The hearing of the Main Appeal by the Court of Appeal was initially fixed on 14 December 2020. However, the Court of Appeal had postponed the hearing date of the Main Appeal to 29 June 2021. The implementation of FMCO beginning 1 June 2021 further postponed the hearing date to 27 September 2021. On 27 September 2021, the Court of Appeal postponed the hearing date to 3 November 2021.

As for the Assessment Proceedings, the Shah Alam High Court has fixed further case management date on 8 November 2021 to update the Shah Alam High Court on the status of the Main Appeal.

The STC Proposals proceedings are still ongoing.

#### (2) GMOC Project Arbitration Proceedings

In the financial year ended 30 April 2017, BLand had announced that GMOC, a 51.00% owned subsidiary company of the BLand group, had completed the disposal of the Great Mall Project located in Sanhe City, Hebei Province, the People's Republic of China for a revised total cash consideration of RMB2.04 billion (or about RM1.23 billion) to Beijing SkyOcean. GMOC had received RMB1,065 million (or about RM641.28 million) and the balance of cash consideration of RMB974.07 million (or about RM586.53 million) ("Final Instalment") was to be received by November 2017. The Final Instalment is secured by a guarantee granted by SkyOcean Holdings Group Limited, the holding company of Beijing SkyOcean and its major shareholder, Mr Zhou Zheng ("Guarantors").

On 8 December 2017, BLand announced that Beijing SkyOcean had not remitted the Final Instalment of RMB974.07 million (about RM602.40 million) by the appointed time. Accordingly, GMOC had on 7 December 2017 issued a notice of demand to Beijing SkyOcean and the Guarantors to pay to GMOC the Final Instalment and accrued late payment interest within 3 days upon receipt of the said notice, failing which GMOC will take all relevant legal measures, including commencing legal proceedings in Hong Kong against Beijing SkyOcean and the Guarantors to protect and enforce GMOC's legitimate rights.

On 19 January 2018, BLand announced that GMOC submitted a Notice of Arbitration to the HKIAC against Beijing SkyOcean and the Guarantors ("Respondents") to seek recovery of the Final Instalment and accrued late payment interest as well as other reliefs.

The arbitral tribunal was constituted and the procedural timetable was determined by the tribunal for pre-trial preparations, including closing of pleadings, discovery of documents and exchange of witness statements, etc. The arbitration hearing which was originally scheduled to take place in the week of 14 October 2019 was subsequently held and concluded during the week of 16 December 2019.

# NOTES TO THE FINANCIAL STATEMENTS

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## 41. FINANCIAL GUARANTEES, MATERIAL LITIGATIONS AND CONTINGENT LIABILITY (CONTINUED)

(b) Details of material litigations (continued)

(2) GMOC Project Arbitration Proceedings (continued)

On 27 May 2020, Bland announced that GMOC has on 21 May 2020 obtained a favourable arbitration award from the HKIAC ("Final Award"), details of which are as follows:-

- (i) Beijing SkyOcean shall pay to GMOC the outstanding balance amount of RMB974.07 million;
- (ii) Beijing SkyOcean shall pay liquidated damages on the outstanding balance amount calculated at the People's Bank of China's lending rate of 4.75% per annum from the payment due date of 28 November 2017 until the date full payment is made;
- (iii) The Guarantors shall be jointly and severally liable for the amounts payable by Beijing SkyOcean under the Final Award; and
- (iv) The Respondents shall jointly pay legal costs of about RMB15.9 million (or about RM9.72 million) and arbitration costs of about HKD3.96 million (or about RM2.23 million) within 30 days after issuance of the Final Award, failing which late payment interest at 8% per annum shall be charged from the due date until the date of actual payment.

On 18 December 2020, Beijing Fourth Intermediate People's Court ordered the recognition and enforcement of GMOC's Final Award under the Supplemental Arrangement Concerning Mutual Enforcement of Arbitral Awards between the Mainland and the Hong Kong Special Administrative Region ("HKSAR"), which was entered between the Chinese Supreme People's Court and HKSAR.

On 2 June 2021, the Hong Kong Court ordered a bankruptcy order against Zhou Zheng. Subsequently, GMOC appointed Grant Thornton Recovery & Reorganisation Limited as joint and several trustees of the property of Zhou Zheng, to investigate and recover the Final Award.

The courts in the People's Republic of China and Hong Kong have ordered that various assets of Beijing SkyOcean and its Guarantors to be frozen and will be appraised for auction to eventually recover the Final Award.

The abovementioned recognition and enforcement proceedings are still ongoing.

# NOTES TO THE FINANCIAL STATEMENTS

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## 41. FINANCIAL GUARANTEES, MATERIAL LITIGATIONS AND CONTINGENT LIABILITY (CONTINUED)

### (c) Details of contingent liability

#### (1) Amat Muhibah Tax Dispute

On 16 June 2021, the Inland Revenue Board of Malaysia ("IRB") issued Notice of Assessment ("Form J") in accordance with Sections 4(c) and 4(f) of the Income Tax Act 1967 ("ITA 1967") to AMSB, a 52.6% subsidiary company of the Group, on gains from the surrender of certain assets to authorities for the Year of Assessment (YA) 2017. The amount of additional tax assessed, inclusive of tax penalties amounted to RM66.44 million ("Tax in Dispute"). Previously, the gains were brought to tax under Section 4(a) of the ITA 1967 by AMSB.

AMSB did not agree with the basis applied by the IRB and has filed an official appeal against the additional assessment for YA2017 through submission of the prescribed Form Q to the Special Commissioners of Income Tax ("SCIT").

On 1 July 2021, AMSB wrote to the Ministry of Finance Malaysia ("MOF"), requesting MOF:

- (a) to give a general character direction to Director General of Inland Revenue ("DGIR") as to the exercise of the functions of the DGIR under Section 135 of the ITA 1967 and for the DGIR to give effect to the direction so given; or
- (b) to grant an exemption under Section 127(3A) of the ITA 1967 with regards to Tax in Dispute, within the week.

As MOF did not respond to AMSB's request, AMSB has filed an application to the High Court of Kuala Lumpur ("High Court") for judicial review against MOF on 8 July 2021 ("MOF Judicial Review"). The High Court fixed 15 September 2021 for the first hearing of the MOF Judicial Review. AMSB has also been granted an interim stay on the payment of the Tax in Dispute until 15 September 2021. Subsequently, the hearing date has been rescheduled to 4 April 2022 and an interim stay has been granted till then.

Based on the opinion obtained from its legal advisors, AMSB has an arguable case that the IRB has no legal and factual basis to raise the Tax in Dispute.

# NOTES TO THE FINANCIAL STATEMENTS

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## 42. FAIR VALUE MEASUREMENT

The Group and the Company measure fair values using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements:

- Level 1 Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

### 42.1 Group's non-financial assets that are measured at fair value

The table below analyses the Group's non-financial assets measured at fair value at the reporting date, according to the level in the fair value hierarchy:

Group	Level 1	Level 2	Level 3	Total
	RM'000	RM'000	RM'000	RM'000
<b>2021</b>				
Investment properties			1,000,714	1,000,714
<b>2020</b>				
Investment properties			1,012,176	1,012,176

# NOTES TO THE FINANCIAL STATEMENTS

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## 42. FAIR VALUE MEASUREMENT (CONTINUED)

### 42.1 Group's non-financial assets that are measured at fair value (continued)

Description of valuation techniques used and key inputs to valuation on non-financial assets

#### (1) Comparison method

Under the comparison method, a property's fair value is estimated based on comparable transactions. This approach is based upon the principle of substitution under which a potential buyer will not pay more for the property than it will cost to buy a comparable substitute property. In theory, the best comparable sale would be an exact duplicate of the subject property and would indicate, by the known selling price of the duplicate, the price for which the subject property could be sold.

The land is valued by reference to transactions of similar lands in surrounding with adjustments made for differences in location, terrain, size and shape of the land, tenure, title restrictions, if any and other relevant characteristics.

Investment properties valued using the comparison method with significant adjustments made for differences such as location, size, condition, accessibility and design ("adjustment factors") are categorised as Level 3 in the fair value hierarchy. The significant unobservable inputs for this category of investment properties, which are the adjustment factors, range between -66% and 33% (2020: -56% and 38%) of the respective properties' fair value.

Fair value reconciliation of non-financial assets measured at Level 3:

	<b>Group</b>	
	<b>2021</b>	<b>2020</b>
	<b>RM'000</b>	<b>RM'000</b>
At beginning of financial year	1,012,176	697,531
Reclassification from Level 2	-	161,563
Additions during the financial year	729	-
Acquisition of a subsidiary company	-	51,028
Net transfer from/(to) property, plant and equipment	1,016	(8,658)
Net transfer from ROU assets	-	1,217
Net transfer from inventories	5,160	22,378
Fair value adjustments during the financial year	(24,649)	89,489
Exchange differences	6,282	(2,372)
At end of financial year	<u>1,000,714</u>	<u>1,012,176</u>

In the previous financial year, an amount of RM161,563,000 was transferred from Level 2 in the fair value hierarchy to Level 3, as the Group has assessed the adjustment factors for this categories of investment properties became significant in the light of softer real estate market mainly due to the effect of the COVID-19 pandemic.

#### (2) Sensitivity analysis

The increase in the price per square feet of comparable properties in the surrounding vicinity will result in an increase of fair value of these properties.

# NOTES TO THE FINANCIAL STATEMENTS

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## 42. FAIR VALUE MEASUREMENT (CONTINUED)

### 42.2 Financial Instruments that are measured at fair value

The table below analyses the financial instruments measured at fair value at the reporting date, according to the level in the fair value hierarchy:

Group	Level 1	Level 2	Level 3	Total
	RM'000	RM'000	RM'000	RM'000
<b>2021</b>				
<b>Financial assets</b>				
Other investments	171,397	-	71,077	242,474
Short-term investments	-	64,345	-	64,345
Inventories - Trading account securities	1,691	-	-	1,691
Derivative assets	-	195	-	195
<b>Financial liability</b>				
Derivative liabilities	-	6,751	-	6,751
<b>2020</b>				
<b>Financial assets</b>				
Other investments	107,740	-	51,210	158,950
Short-term investments	-	78,439	-	78,439
Inventories - Trading account securities	2,461	-	-	2,461
Derivative assets	-	2,302	-	2,302
<b>Financial liability</b>				
Derivative liabilities	-	6,992	28,239	35,231
<b>Company</b>				
	Level 1	Level 2	Level 3	Total
	RM'000	RM'000	RM'000	RM'000
<b>2021</b>				
<b>Financial assets</b>				
Other investments	19,752	-	-	19,752
Derivative assets	-	115	-	115
<b>Financial liability</b>				
Derivative liabilities	-	6,111	-	6,111
<b>2020</b>				
<b>Financial assets</b>				
Other investments	8,027	-	-	8,027
Derivative assets	-	1,959	-	1,959
<b>Financial liability</b>				
Derivative liabilities	-	6,229	-	6,229



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 42. FAIR VALUE MEASUREMENT (CONTINUED)

### 42.2 Financial Instruments that are measured at fair value (continued)

The Level 3 investments consist certain equity securities inside and outside Malaysia of which their market values are not quoted in an active market. The fair values of unquoted equity securities inside Malaysia are determined to be the Group's and the Company's share of the net assets of the respective investees or estimated through discounted cash flows analysis of the respective investees.

The following table reconciles the Group's Level 3 fair value measurement of the other investments:

	Group	
	2021 RM'000	2020 RM'000
At beginning of financial year	51,210	45,524
Addition during the financial year	7,530	-
Disposal during the financial year	-	(452)
Fair value adjustments during the financial year	12,598	6,138
Exchange differences	(261)	-
At end of financial year	<u>71,077</u>	<u>51,210</u>

The Level 3 derivative liability is determined by the terms in the call and put option agreement, which requires making assumptions on the future performance of an investee, such as discount rate and the expected growth rate in the DCF of the investee.

The following table reconciles the Group's Level 3 fair value measurement of the derivative liabilities:

	Group	
	2021 RM'000	2020 RM'000
At beginning of financial year	28,239	-
Initial recognition during the financial year	-	28,257
Fair value adjustments during the financial year	-	(18)
Reclassified to payables	(9,977)	-
Fair value gain on the derecognition of derivative liability	(14,128)	-
Terminated during the financial year	(4,134)	-
At end of financial year	<u>-</u>	<u>28,239</u>

# NOTES TO THE FINANCIAL STATEMENTS

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## 43. FINANCIAL INSTRUMENTS

### 43.1 Classification of financial instruments

Financial assets and financial liabilities are measured either at fair value or at amortised cost. The accounting policies in Note 2.2 describe how the classes of financial instruments are measured, and how income and expense, including fair value gains and losses, are recognised. The following table analyses the financial assets and liabilities in the statement of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis:

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>Financial assets</b>				
<u>Fair value through other comprehensive income</u>				
Other investments	210,294	144,392	19,752	8,027
<u>FVTPL</u>				
Other investments	32,180	14,558	-	-
Inventories - Trading account securities	1,691	2,461	-	-
Short-term investments	64,345	78,439	-	-
Derivative assets	195	2,302	115	1,959
	98,411	97,760	115	1,959
<u>At amortised cost</u>				
Other long term receivables	359,025	263,036	19,106	-
Trade and other receivables	1,644,859	1,762,511	842,827	1,652,953
Deposits with financial institutions	556,767	494,946	10,319	26,247
Cash and bank balances	646,417	1,009,839	11,891	21,661
	3,207,068	3,530,332	884,143	1,700,861
Total financial assets	3,515,773	3,772,484	904,010	1,710,847

# NOTES TO THE FINANCIAL STATEMENTS

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## 43. FINANCIAL INSTRUMENTS (CONTINUED)

### 43.1 Classification of financial instruments (continued)

	Group		Company	
	2021 RM'000	2020 RM'000	2021 RM'000	2020 RM'000
<b>Financial liabilities</b>				
<u>FVTPL</u>				
Derivative liabilities	6,751	35,231	6,111	6,229
<u>At amortised cost</u>				
Liability component of irredeemable convertible unsecured loan stocks	37,178	73,673	32,020	72,749
Long term borrowings	2,675,926	3,013,575	675,478	374,292
Other long term liabilities	139,299	77,919	61,140	75,698
Trade and other payables	1,866,672	1,910,161	491,568	542,075
Short term borrowings	2,349,735	2,299,650	275,355	395,063
	<u>7,068,810</u>	<u>7,374,978</u>	<u>1,535,561</u>	<u>1,459,877</u>
Total financial liabilities	<u>7,075,561</u>	<u>7,410,209</u>	<u>1,541,672</u>	<u>1,466,106</u>

### 43.2 Fair value

(1) Financial instruments that are measured at fair value

Information of financial instruments of the Group that are measured at fair value is disclosed in Note 42.

(2) Financial instruments that are not measured at fair value and whose carrying amounts are reasonable approximations of fair values

The following are classes of financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair values:

	<u>Note</u>
Other long term receivables	11
Trade and other receivables (current)	14
Trade and other payables (current)	29
Short term borrowings (current)	30
Other long term liabilities	26
Long term borrowings (non-current) at floating rate	25

The carrying amounts of these financial assets and liabilities are reasonable approximations of fair values due to either insignificant impact of discounting from their short term nature or that they are floating rate instruments that are re-priced to market interest rates on or near the reporting date.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 43. FINANCIAL INSTRUMENTS (CONTINUED)

### 43.2 Fair value (continued)

- (3) Financial instruments that are not measured at fair value and whose carrying amounts are not reasonable approximation of fair value.

	Group			
	2021 Carrying amount RM'000	2021 Fair value RM'000	2020 Carrying amount RM'000	2020 Fair value RM'000
<u>Financial liabilities</u>				
BCorp ICULS 2012/2022	23,320	19,137	62,559	30,624
BCorp ICULS 2016/2026	8,700	8,738	10,190	9,165
SIAMH ICULS	5,158	5,274	924	924
Fixed rate loan	22,163	20,555	24,476	19,597
MTN	1,098,213	1,105,516	1,197,658	1,220,780
Sukuk Wakalah MTNs	85,360	87,208	-	-

	Company			
	2021 Carrying amount RM'000	2021 Fair value RM'000	2020 Carrying amount RM'000	2020 Fair value RM'000
<u>Financial liabilities</u>				
BCorp ICULS 2012/2022	23,320	19,137	62,559	30,624
BCorp ICULS 2016/2026	8,700	8,738	10,190	9,165

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 44. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The financial risk management policies of the Group seek to ensure that adequate financial resources are available for the development of the Group's businesses whilst managing its market risk (including interest rate risk, foreign currency risk and equity price risk), liquidity risk and credit risks. The Group operates within clearly defined guidelines and the Group's policy is not to engage in speculative transactions.

### 44.1 Market risk

#### (1) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market interest rates.

The interest bearing assets are made up of deposits with licensed financial institutions and interest bearing receivables.

The Group manages the interest rate risk of its deposits with licensed financial institutions by placing them at the most competitive interest rates obtainable, which yield better returns than cash at bank and by maintaining a prudent mix of short and long term deposits and actively reviewing its portfolio of deposits. The Group also ensures that the rates contracted for its interest bearing receivables are reflective of the prevailing market rates.

The Group manages its interest rate risk exposure from interest bearing borrowings by maintaining a mix of fixed and floating rate borrowings. The Group actively reviews its debt portfolio, taking into account the investment holding period and nature of its assets. This strategy allows it to capitalise on cheaper funding in a low interest rate environment and achieve a certain level of protection against rate hikes. The Group does not utilise interest swap contracts or other derivative instruments for trading or speculation purposes.

All of the Group's and Company's financial assets and liabilities at floating rates are contractually re-priced at intervals of less than 6 months (2020: less than 6 months) from the reporting date.

The information on maturity dates and effective interest rates of financial assets and liabilities are disclosed in their respective notes.

#### (i) Fair value sensitivity analysis for fixed rate instruments

The Group does not measure any fixed rate instruments at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect the income statement.

#### (ii) Sensitivity analysis for floating rate instruments

A change of 25 basis points in interest rates at the reporting date would result in the profit or loss before tax of the Group and of the Company to be higher/lower by RM8,151,000 (2020: RM8,705,000) and by RM821,000 (2020: RM1,461,000), respectively. This analysis assumes that all other variables remain constant.

# NOTES TO THE FINANCIAL STATEMENTS

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## 44. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

### 44.1 Market risk (continued)

#### (2) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign currency rates.

The Group operates internationally and is exposed to various currencies, mainly United States Dollar ("USD"), Euro ("EUR"), Singapore Dollar ("SGD"), Thai Baht ("THB"), Japanese Yen ("JPY"), Seychelles Rupees ("SCR"), Vietnam Dong ("VND") and Icelandic Krona ("ISK"). The Group maintains a natural hedge, whenever possible, by borrowing in the currency of the country in which the property or investment is located.

The significant unhedged financial assets and liabilities of the Group that are not denominated in their functional currencies are as follows:

Functional Currency of Group	USD	EUR	SGD	THB	JPY	VND	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000

As at 30 June 2021

#### Trade and Other Receivables

MYR	199,397	-	101	129,232	-	61,049	389,779
SCR	574	1,742	-	-	-	-	2,316
SGD	-	-	-	-	7,914	-	7,914
	<u>199,971</u>	<u>1,742</u>	<u>101</u>	<u>129,232</u>	<u>7,914</u>	<u>61,049</u>	<u>400,009</u>

#### Cash and Bank Balances

MYR	6,267	9	2,690	-	-	-	8,966
SCR	859	7,537	-	-	-	-	8,396
SGD	37	-	-	-	132,380	-	132,417
ISK	94	4,228	-	-	4,973	-	9,295
	<u>7,257</u>	<u>11,774</u>	<u>2,690</u>	<u>-</u>	<u>137,353</u>	<u>-</u>	<u>159,074</u>

#### Trade and Other Payables

MYR	14,428	-	5,929	-	-	61,465	81,822
SCR	240	21	-	-	-	-	261
SGD	-	-	-	-	119,542	-	119,542
ISK	1,609	13,894	-	-	-	-	15,503
	<u>16,277</u>	<u>13,915</u>	<u>5,929</u>	<u>-</u>	<u>119,542</u>	<u>61,465</u>	<u>217,128</u>

#### Borrowings

MYR	55,711	-	12,326	-	-	-	68,037
SCR	-	17,522	-	-	-	-	17,522
SGD	-	-	-	-	120,230	-	120,230
ISK	-	249,432	-	-	-	-	249,432
	<u>55,711</u>	<u>266,954</u>	<u>12,326</u>	<u>-</u>	<u>120,230</u>	<u>-</u>	<u>455,221</u>

# NOTES TO THE FINANCIAL STATEMENTS

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## 44. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

### 44.1 Market risk (continued)

#### (2) Currency risk (continued)

Functional Currency of Group Companies	USD	EUR	SGD	THB	JPY	VND	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000

As at 30 June 2020

#### Trade and Other Receivables

MYR	215,860	-	220	91,341	3,691	63,172	374,284
SCR	366	3,697	-	-	-	-	4,063
SGD	-	-	-	-	15,835	-	15,835
ISK	-	499	-	-	-	-	499
	<u>216,226</u>	<u>4,196</u>	<u>220</u>	<u>91,341</u>	<u>19,526</u>	<u>63,172</u>	<u>394,681</u>

#### Cash and Bank Balances

MYR	22,156	-	30,471	-	-	-	52,627
SCR	1,291	8,469	-	-	-	-	9,760
SGD	8	-	-	-	398,412	-	398,420
ISK	423	379	-	-	-	-	802
	<u>23,878</u>	<u>8,848</u>	<u>30,471</u>	<u>-</u>	<u>398,412</u>	<u>-</u>	<u>461,609</u>

#### Trade and Other Payables

MYR	24,285	-	4,245	-	-	63,173	91,703
SCR	81	6	-	-	-	-	87
SGD	3	-	-	-	124,900	-	124,903
ISK	-	237	-	-	-	-	237
	<u>24,369</u>	<u>243</u>	<u>4,245</u>	<u>-</u>	<u>124,900</u>	<u>63,173</u>	<u>216,930</u>

#### Borrowings

MYR	86,399	-	10,661	-	-	-	97,060
SCR	-	16,427	-	-	-	-	16,427
SGD	-	-	-	-	93,929	-	93,929
ISK	-	242,975	-	-	-	-	242,975
	<u>86,399</u>	<u>259,402</u>	<u>10,661</u>	<u>-</u>	<u>93,929</u>	<u>-</u>	<u>450,391</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 44. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

### 44.1 Market risk (continued)

#### (2) Currency risk (continued)

##### (i) Sensitivity analysis for currency risk

The following table demonstrates the sensitivity of the Group's loss net of tax to a reasonably possible change in those foreign currencies and MYR exchange rates, which might have material impact to the Group's loss net of tax, against the respective major functional currencies of the Group entities, with all other variables remain constant.

		<b>GROUP</b>	
		<b>2021</b>	<b>2020</b>
		<b>RM'000</b>	<b>RM'000</b>
MYR/USD	- strengthened 3% (2020: 1%)	4,066	1,273
	- weakened 3% (2020: 4%)	(4,066)	(5,093)
MYR/THB	- strengthened 7% (2020: 4%)	9,046	3,654
	- weakened 7% (2020: 4%)	(9,046)	(3,654)
SGD/JPY	- strengthened 6% (2020: 4%)	(5,969)	(7,817)
	- weakened 6% (2020: 2%)	5,969	3,908
SCR/EUR	- strengthened 29% (2020: 32%)	(2,397)	(1,365)
	- weakened 29% (2020: 32%)	2,397	1,365
ISK/EUR	- strengthened 9% (2020: 2%)	(23,319)	(4,847)
	- weakened 9% (2020: 2%)	23,319	4,847

The impact of sensitivity analysis of the other foreign currencies is not material to the Group.



# NOTES TO THE FINANCIAL STATEMENTS

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## 44. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

### 44.1 Market risk (continued)

#### (3) Market price risk

Market price risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market prices (other than interest or exchange rates).

The Group is exposed to equity price risk arising from its investment in quoted instruments. The quoted instruments in Malaysia are listed on Bursa Malaysia and other foreign stock exchanges. These instruments are classified as fair value through profit or loss or fair value through other comprehensive income financial assets. To manage its market price risk arising from investments in quoted instruments, the Group diversifies its portfolio and diversification of the portfolio is done in accordance with the limits set by the Group.

#### (i) Sensitivity analysis for quoted instruments price risk

At the reporting date, if the prices of the quoted investments had been 1% higher/lower, with all other variables held constant, the Group's loss net of tax would have been RM1,659,000 (2020: RM211,000) lower/higher, arising as a result of higher/lower fair value gains on fair value through profit or loss equity instruments, and the Group's other reserve in equity would have been RM54,000 (2020: RM867,000) higher/lower, arising as a result of an higher/lower fair value gains on equity instruments classified at fair value through other comprehensive income.

### 44.2 Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligation.

Credit risk is controlled by the application of credit approval limits, monitoring procedures and assessment of collateral values. A credit approval authority limit structure is in place for all lending activities of the Group. Credit risks are minimised and monitored by limiting the Group's association to business partners with high creditworthiness. Receivables are monitored on an ongoing basis via management reporting procedures.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 44. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

### 44.2 Credit risk (continued)

#### (1) Exposure to credit risk

The carrying amounts of the financial assets recorded on the statements of financial position at the reporting date represent the Group's and the Company's maximum exposure to credit risk in relation to financial assets. The Group has a significant concentration risk that may arise for exposure to a single debtor or a group of debtors of RM625,695,000 (2020: RM589,440,000) being the Final Instalment of the disposal of the GMOC Project and the amounts owing by joint ventures and associated companies as disclosed in Notes 11 and 14. The Company has a significant concentration of credit risk that may arise from exposures to the amounts owing by subsidiary companies.

At the reporting date, the Company's maximum exposure to credit risk from guarantees is represented by a nominal amount of RM379,765,000 (2020: RM289,273,000) relating to corporate guarantee provided by the Company to banks on subsidiary companies' borrowings.

#### (2) Credit risk concentration profile

The Group determines concentrations of credit risk by monitoring the business segments of its trade receivables on an ongoing basis.

Further information on trade receivables are disclosed in Note 14.

The credit risk concentration profile of the Group's trade receivables at the reporting date are as follows:

	Group			
	2021		2020	
	RM'000	%	RM'000	%
<b>By business segments</b>				
Financial services	236,635	43.43	207,853	40.14
Marketing of consumer products and services	152,746	28.03	162,112	31.31
Property investment and development	84,277	15.47	78,318	15.13
Hotels and resorts	23,830	4.37	22,840	4.41
Gaming and related activities	23,395	4.29	31,078	6.00
Restaurants	8,109	1.49	6,248	1.21
Others	15,930	2.92	9,335	1.80
	<u>544,922</u>	<u>100.00</u>	<u>517,784</u>	<u>100.00</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 44. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

### 44.3 Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligation due to the shortage of funds.

The Group actively manages its operating cash flows and the availability of fund so as to ensure that all funding needs are met. As part of its overall prudent liquidity management, the Group maintains sufficient levels of cash or cash convertible investments to meet its working capital requirements. In addition, the Group strives to maintain available banking facilities at reasonable level to its overall debt position. As far as possible, the Group raises committed funding from both capital markets and financial institutions and prudently balances its portfolio with some short term funding so as to achieve overall cost effectiveness.

Analysis of undiscounted financial instruments by remaining contractual maturities

Group	On demand or within one year	One to five years	More than five years	Total
2021	RM'000	RM'000	RM'000	RM'000
<b>Financial liabilities</b>				
ICULS	27,826	12,721	-	40,547
Lease liabilities	281,940	1,060,507	1,109,166	2,451,613
Trade and other payables	1,866,672	-	-	1,866,672
Hire purchase payables	17,618	56,060	139	73,817
Loans and borrowings	2,454,897	2,278,501	753,366	5,486,764
Other long term liabilities	-	161,169	25,676	186,845
Derivative liabilities	6,751	-	-	6,751
	<u>4,655,704</u>	<u>3,568,958</u>	<u>1,888,347</u>	<u>10,113,009</u>
<b>2020</b>				
<b>Financial liabilities</b>				
ICULS	36,842	35,687	1,876	74,405
Lease liabilities	287,427	1,129,790	1,294,296	2,711,513
Trade and other payables	1,910,161	-	-	1,910,161
Hire purchase payables	18,050	66,565	7	84,622
Loans and borrowings	2,365,587	2,546,123	609,173	5,520,883
Other long term liabilities	-	87,899	21,418	109,317
Derivative liabilities	6,992	28,239	-	35,231
	<u>4,625,059</u>	<u>3,894,303</u>	<u>1,926,770</u>	<u>10,446,132</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 44. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

### 44.3 Liquidity risk (continued)

Company	On demand or within one year	One to five years	More than five years	Total
2021	RM'000	RM'000	RM'000	RM'000
<b>Financial liabilities</b>				
ICULS	26,703	8,227	-	34,930
Trade and other payables	491,568	-	-	491,568
Hire purchase payables	765	1,281	-	2,046
Loans and borrowings	298,339	662,444	113,720	1,074,503
Other long term liabilities	-	83,010	-	83,010
Derivative liabilities	6,111	-	-	6,111
Financial guarantees	379,765	-	-	379,765
	<u>1,203,251</u>	<u>754,962</u>	<u>113,720</u>	<u>2,071,933</u>
<b>2020</b>				
<b>Financial liabilities</b>				
ICULS	36,578	34,651	1,876	73,105
Trade and other payables	542,075	-	-	542,075
Hire purchase payables	749	1,335	-	2,084
Loans and borrowings	419,582	390,590	18,518	828,690
Other long term liabilities	-	85,670	21,418	107,088
Derivative liabilities	6,229	-	-	6,229
Financial guarantees	289,273	-	-	289,273
	<u>1,294,486</u>	<u>512,246</u>	<u>41,812</u>	<u>1,848,544</u>

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 45. CAPITAL MANAGEMENT

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. This function is carried out on a centralised entity wide basis by the Group's Treasury Division. The Treasury Division will handle and manage the Group's funds and financial resources and all its loans and borrowings on a "pool basis". No changes were made in the objectives, policies or processes during the financial year.

The Group monitors capital using a gearing ratio, which is total debt divided by total equity. The Group includes within total debt, borrowings and liability component of ICULS. Total equity represents net equity attributable to the owners of the parent plus non-controlling interests.

	Note	Group	
		2021 RM'000	2020 RM'000 (Restated)
Liability component of ICULS	22	37,178	73,673
Long term borrowings	25	2,675,926	3,013,575
Short term borrowings	30	2,349,735	2,299,650
Total debt		<u>5,062,839</u>	<u>5,386,898</u>
Total equity		<u>8,907,513</u>	<u>9,552,095</u>
Gearing ratio (%)		<u>56.8</u>	<u>56.4</u>

The gearing ratio is not governed by the MFRS and its definition and calculation may vary from one group/company to another.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 46. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

- (1) On 24 July 2020, REDtone announced that it had, during the period from 21 July 2020 to 24 July 2020, acquired 1.90 million ordinary shares, representing 0.17% equity interest, in SEM for a total cash consideration of about RM2.62 million. Following these acquisitions, REDtone holds about 2.60 million SEM shares, representing about 0.23% equity interest in SEM.

On 3 Aug 2020, REDtone announced that it had, during the period from 27 July 2020 to 3 August 2020, acquired 2.20 million ordinary shares, representing 0.19% equity interest, in SEM for a total cash consideration of about RM2.96 million. Following these acquisitions, REDtone holds about 4.80 million SEM shares, representing about 0.42% equity interest in SEM.

- (2) On 1 August 2020, BVSB, a subsidiary of the Group, established an Islamic medium term notes programme under the Sukuk Wakalah MTNs. The Sukuk Wakalah MTNs are secured with a corporate guarantee from BHartanah. As at 30 June 2021, a total of RM85.36 million Sukuk Wakalah MTNs has been issued.
- (3) On 28 August 2020, the Group announced that the resolution of the JDC Lawsuit involving the settlement of all claims and disputes in relation to the Jeju Project has been completed upon the receipt of the settlement for damages incurred in relation to the Jeju Project amounting to approximately KRW112 billion (equivalent to approximately RM394.0 million) ("Settlement Sum") from JDC. Accordingly, BJR ceased as a subsidiary of the Group.
- (4) On 2 September 2020, BLand announced that it had, during the period from 7 August 2020 to 2 September 2020, acquired 13.74 million ordinary shares, representing 1.20% equity interest, in SEM for a total cash consideration of about RM19.09 million. Following these acquisitions, BLand holds a total of 52.40 million ordinary shares, representing 4.58% equity interest in SEM.
- (5) On 11 September 2020, the Company announced that it had together with its unlisted subsidiary companies, during the period from 19 September 2019 to 10 September 2020, acquired 14.66 million ordinary shares, representing 1.28% equity interest, in SEM for total cash consideration of about RM20.11 million. Following these acquisitions, the Group holds about 79.05 million SEM shares, representing 6.92% equity interest in SEM.
- (6) On 1 December 2020, Groupe PSA has awarded BAASB, a newly incorporated company whereby the Company has a 51% stake, the sole distributorship of new vehicles under the PEUGEOT marque and the rights of aftersales and spare parts distribution for the PEUGEOT, CITROEN and DS marque vehicles in Malaysia. On 8 June 2021, the Company announced that it has divested its entire 51% stake in BAASB comprising 6,120,000 ordinary shares for a cash consideration of RM6.67 million.
- (7) On 18 March 2021, the Company announced that it has entered into a partnership with New World Capital Advisors Limited ("NWCA"), a leading London-headquartered merchant banking and investment company to establish New World Capital Advisors Sdn Bhd ("NCWA Malaysia"). The Company has subscribed for a 40% stake in NCWA Malaysia for USD240,000 (equivalent to approximately RM974,400) based on the founding share capital of USD500,000 (equivalent to approximately RM2,030,001) but the subscription money of USD240,000 shall be payable by the Company in four quarterly installments of USD60,000 each. As at 30 June 2021, the Company has paid two installments totalling USD120,000 (equivalent to approximately RM487,200). NCWA Malaysia will be focusing on providing advisory services including mergers and acquisitions, strategy and operations advice to diversified businesses, corporations, and institutional investors in Malaysia as well as neighbouring countries where they have a presence.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 46. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR (CONTINUED)

- (8) On 8 April 2021, Berjaya Property Ireland Limited ("BPIL"), a wholly-owned subsidiary company of the Group, entered into a Share Purchase Agreement with Icelandair Group hf., to acquire the remaining 25% equity interest in Icelandair Hotels ehf, for a cash consideration of USD3.40 million (equivalent to approximately RM14.11 million). Consequently, Icelandair Hotels ehf became a wholly owned subsidiary company of BPIL. Upon the completion of the aforementioned acquisition, the Shareholders Agreement and a Put and Call Option Agreement entered into between BPIL and Icelandair Group hf were terminated.
- (9) The World Health Organisation declared the Coronavirus ("Covid-19") as a pandemic on 11 March 2020. The Covid-19 pandemic remains fluid and continuing to evolve locally and globally to date. In order to curb the spread of the Covid-19 outbreak, the Malaysian Government as well as the governments of the respective countries where the Group has business operations have implemented multiple phases of lockdown or restrictive measures and this has disrupted the Group's operations.

The Group's toto betting business segment operated by BToto's subsidiary, Sports Toto Malaysia Sdn Bhd ("Sports Toto") were partially and fully closed when the Movement Control Order ("MCO") 2.0 was imposed from 13 January 2021 to 18 February 2021 and subsequently MCO 3.0 from 1 June 2021, respectively. The closure was further extended until September 2021 in line with the National Recovery Plan and Sports Toto was only allowed to resume business on 14 September 2021. Similarly, the Group's motor vehicle dealership business segment operated by H.R. Owen Ltd shut down its showrooms for about 4 months during the financial year in compliance with the lockdown measures implemented by the UK government.

The hotels and resorts, clubs and recreation business segments continued to be adversely impacted by the prolonged closure of international borders and strict social distancing rules. These segments had mostly relied on domestic tourism whenever domestic travelling restrictions were eased. The hospitality industry is quite dependent on international tourism and therefore sole reliance on domestic tourism is not sustainable during this pandemic.

The progress of the Group's property developments are now well underway despite being hampered by the imposition of lockdowns. Footfalls to the Group's shopping malls were significantly reduced during the financial year and rental reliefs were offered to eligible tenants as support during this challenging period.

The ultimate impact of the Covid-19 is highly uncertain. Nevertheless, the management will continue to monitor the development and impact of Covid-19 on the Group's operations and their financial performance. The Group will also be taking appropriate and timely measures to minimise the potential impact from Covid-19 when more economic and social sectors are reopened, as the government adopt the practice of living with the pandemic as the new normal.

## 47. SIGNIFICANT EVENTS SUBSEQUENT TO THE FINANCIAL YEAR END

- (1) On 7 July 2021, the Company announced that Vmart (Tianjin) Trading Co. Ltd and Cosway China, both wholly-owned subsidiary companies incorporated in the People's Republic of China have commenced members' voluntary liquidation pursuant of the People's Republic of China Laws.
- (2) On 2 September 2021, BLand announced that the voluntary winding-up of its indirect wholly-owned subsidiary, Berjaya Okinawa Hospitality Asset TMK ("BOHA"), has been completed and accordingly BOHA ceased to be a subsidiary company of the Group.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>SUBSIDIARIES:</b>				
<b>Subsidiaries of the Company</b>				
AWF Limited*	Hong Kong	100.0	100.0	Investment holding.
Berjaya Group Berhad	Malaysia	100.0	100.0	Investment holding.
Berjaya Hills Resort Berhad	Malaysia	100.0	100.0	Hotel operator, golf and recreation club operator, investment in property and property development.
Berjaya Investments (Labuan) Limited	Malaysia	100.0	100.0	Provision of financing services.
Berjaya Kyoto Development (S) Pte Ltd*	Singapore	100.0	<sup>1</sup> 100.0	Investment holding.
Berjaya Lottery Vietnam Limited	Malaysia	100.0	<sup>2</sup> 100.0	Investment holding.
Berjaya Myanmar Limited	Malaysia	100.0	100.0	Investment holding.
Gaia Ayer Sdn Bhd (formerly known as Gaia World Sdn Bhd)	Malaysia	100.0	-	Water bottling and manufacturing.
<b>Subsidiaries of AWF Limited</b>				
Boluo Longxi Pengfa Water Supply Co Ltd*	People's Republic of China	100.0	100.0	Production and supply of potable water and provision of water supply infrastructure.
Boluo Longxi Zhiwang Water Supply Co Ltd*	People's Republic of China	100.0	100.0	Production and supply of potable water and provision of water supply infrastructure.
C.A. Pioneer Holding Inc. Limited*	Hong Kong	100.0	100.0	Investment holding.

<sup>1</sup> The total equity interests held by the Group is 100.0% and it is held by the following companies:

(i)	Berjaya Corporation Berhad	50.00 %
(ii)	Berjaya Land Berhad	50.00 %

<sup>2</sup> The total equity interests held by the Group is 100.0% and it is held by the following companies:

(i)	Berjaya Corporation Berhad	80.00 %
(ii)	Berjaya Sports Toto Berhad	20.00 %



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiary of C.A. Pioneer Holding Inc. Limited</b>				
Boluo Longxi Water Supply Co Ltd*	People's Republic of China	50.0	50.0	Production and supply of potable water and provision of water supply infrastructure.
<b>Subsidiaries of Berjaya Group Berhad</b>				
Beam Team Sdn Bhd*	Malaysia	100.0	100.0	To provide digital media marketing programs across omni-channels and multi-platforms.
Berjaya 2nd Homes (MM2H) Sdn Bhd*	Malaysia	100.0	100.0	To act as an agent to assist any person for the purpose of staying, investing and trading in Malaysia.
Berjaya Auto Asia Inc*	Philippines	60.0	<sup>3</sup> -	Selling and distribution of vehicles within the territory of the Philippines.
Berjaya Bakes Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Berjaya Books Sdn Bhd*	Malaysia	100.0	100.0	Operation of book stores under the name of "Borders Books".
Berjaya Cafe (M) Sdn Bhd (formerly known as All Joy Cafe Sdn Bhd)*	Malaysia	100.0	-	Dormant.
Berjaya Capital Berhad	Malaysia	100.0	<sup>4</sup> 100.0	Investment holding and provision of management services.
Berjaya Channel Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Berjaya China Motor Sdn Bhd*	Malaysia	70.0	70.0	Production and selling of motor vehicles.

<sup>3</sup> The total equity interests held by the Berjaya Group Berhad group is 60.00% and it is held by the following companies:

(i)	Berjaya Group (Cayman) Limited	30.00%
(ii)	Berjaya Philippines Inc.	30.00%

<sup>4</sup> The total equity interests held by the Berjaya Group Berhad group is 100.00% and it is held by the following companies:

(i)	Berjaya Group Berhad	41.94 %
(ii)	Bizurai Bijak (M) Sdn Bhd	30.00 %
(iii)	Juara Sejati Sdn Bhd	28.06 %

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Berjaya Group Berhad (continued)</b>				
Berjaya College Sdn Bhd*	Malaysia	70.0	70.0	Provide educational, training activities and consultancy services.
Berjaya Corporation (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Corporation (S) Pte Ltd *	Singapore	100.0	100.0	Real estate agencies and valuation services.
Berjaya Education Sdn Bhd*	Malaysia	99.6	99.3	Provision of professional training seminars.
Berjaya Enviro (S) Pte Ltd*	Singapore	70.0	70.0	Investment holding.
Berjaya Enviro (Sabah) Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Berjaya Enviro Holdings Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Berjaya EnviroParks Sdn Bhd	Malaysia	100.0	100.0	Sanitary landfill operation.
Berjaya eSports Sdn Bhd*	Malaysia	70.0	70.0	Promotion and operation of esports.
Berjaya Fintech Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Berjaya Food Berhad	Malaysia	53.4	57.1	Investment holding.
Berjaya Group (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Higher Education Sdn Bhd*	Malaysia	71.7	71.7	Investment holding and operating a private university college.
Berjaya HR Cafe Korea Limited*	Republic of Korea	100.0	100.0	Development and operation of the "Just KPop Limited".

<sup>5</sup> The total equity interests held by the Berjaya Group Berhad group is 53.36% and it is held by the following companies:

(i)	Berjaya Group Berhad	40.52 %
(ii)	Berjaya Philippines Inc.	0.90 %
(iii)	Country Farms Sdn Bhd	0.11 %
(iv)	Nural Enterprise Sdn Bhd	0.89 %
(v)	Juara Sejati Sdn Bhd	7.84 %
(vi)	REDtone Digital Berhad (formerly known as REDtone International Berhad)	1.94 %
(vii)	Inter-Pacific Captial Sdn Bhd	0.42 %
(viii)	Berjaya EnviroParks Sdn Bhd	0.74 %

<sup>6</sup> The total equity interests held by the Berjaya Group Berhad group is 77.50% and it is held by the following companies:

(i)	Berjaya Group Berhad	71.73 %
(ii)	NCC Education (M) Sdn Bhd	5.77 %

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Berjaya Group Berhad (continued)</b>				
Berjaya International Schools Sdn Bhd*	Malaysia	70.0	70.0	Temporary ceased operations.
Berjaya Land Berhad	Malaysia	70.3	<sup>7</sup> 72.2	Investment holding.
Berjaya Pangkor Sdn Bhd*	Malaysia	100.0	100.0	Infrastructure and land development, hotel and resort.
Berjaya Papa John's Pizza Sdn Bhd*	Malaysia	100.0	100.0	Temporary ceased operations.
Berjaya Paper Trading Sdn Bhd*	Malaysia	-	51.0	Trading of papers. Disposed of during the year.
Berjaya Pharmacy Sdn Bhd*	Malaysia	80.0	80.0	Owner and operator of pharmacy stores and engage in importation, trading, distribution, marketing and retail sales of products sold in pharmacies and health and beauty retailers.
Berjaya Pizza (Philippines) Inc.*	Philippines	70.0	<sup>8</sup> 70.0	Development and operation of the "Papa John's Pizza" chain of restaurants in the Philippines.

<sup>7</sup> The total equity interests held by the Berjaya Group Berhad group is 70.29% and it is held by the following companies:

(i)	Berjaya Group Berhad	2.15 %
(ii)	Juara Sejati Sdn Bhd	28.40 %
(iii)	Teras Mewah Sdn Bhd	22.54 %
(iv)	Bizurai Bijak (M) Sdn Bhd	12.37 %
(v)	Inter-Pacific Securities Sdn Bhd	2.03 %
(vi)	Inter-Pacific Capital Sdn Bhd	1.65 %
(vii)	Rantau Embun Sdn Bhd	0.81 %
(viii)	Prime Credit Leasing Berhad	0.30 %
(ix)	REDtone Digital Berhad (formerly known as REDtone International Berhad)	0.04 %

The total equity interests held by the Group is 77.90% and the additional equity interest is held by the following company:

(i)	Berjaya Corporation Berhad	7.61%
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<sup>8</sup> The total equity interests held by the Berjaya Group Berhad group is 70.00% and it is held by the following companies:

(i)	Berjaya Corporation (Cayman) Limited	21.62 %
(ii)	Berjaya Philippines Inc.	48.38 %

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Berjaya Group Berhad (continued)</b>				
Berjaya Premier Restaurants Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Berjaya Registration Services Sdn Bhd*	Malaysia	100.0	100.0	Provision of securities and printing services.
Berjaya Roasters Pte Ltd#	Singapore	100.0	100.0	Dormant.
Berjaya Soutex Sdn Bhd*	Malaysia	100.0	100.0	Manufacturing of yarn and investment holding. The company has ceased its operations.
Berjaya Utama Sdn Bhd*	Malaysia	100.0	100.0	Property investment and development.
Berjaya Wood Furniture (Malaysia) Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Bizurai Bijak (M) Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
BLoyalty Marketing Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
BLoyalty Pte Ltd*	Singapore	60.0	60.0	To act as loyalty solutions provider to engage, manage and operate customer loyalty programmes on behalf of third parties.
Boxit Holdings Sdn Bhd*	Malaysia	67.0	67.0	Provide logistics consultancy and management services, distribution, material handling to customers and businesses. The company temporarily ceased operations.
Bukit Pinang Leisure Sdn Bhd*	Malaysia	100.0	100.0	Investment holding and property development.
Changan Berjaya Auto Sdn Bhd*	Malaysia	70.8	70.8	Production and selling of motor vehicles and provide after sales service.
Cosway Corporation Berhad	Malaysia	100.0	<sup>9</sup> 100.0	Investment holding.
Country Farms Sdn Bhd*	Malaysia	100.0	100.0	Dealers in organic food.
Espeetex Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.

<sup>9</sup> The total equity interests held by the Group is 100.0% and it is held by the following companies:

(i)	Garima Holdings Sdn Bhd	47.83 %
(ii)	Juara Sejati Sdn Bhd	17.04 %
(iii)	Bizurai Bijak (M) Sdn Bhd	3.75 %
(iv)	Global Empires Sdn Bhd	31.38 %

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021	2020	
		%	%	
<b>Subsidiaries of Berjaya Group Berhad (continued)</b>				
E.V.A. Management Sdn Bhd*	Malaysia	100.0	100.0	Provision of management services and agent for marketing agricultural commodities.
Garima Holdings Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Global Empires Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Graphic Press Group Sdn Bhd*	Malaysia	69.8	69.8	Printing.
Inai Jaya Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Inter-Pacific Development Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Inter-Pacific Trading Sdn Bhd*	Malaysia	100.0	100.0	General trading. Ceased operation.
Juara Sejati Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Kalimas Sendirian Berhad*	Malaysia	100.0	100.0	Dormant.
MG Berjaya Sdn Bhd*	Malaysia	51.0	51.0	Manufacture, assembly and sale of Morris Garages brand vehicles and other related supporting services.
Mothers En Vogue Sdn Bhd*	Malaysia	51.0	51.0	Investment holding and retail sale of wearing apparel for adults, maternity and breastfeeding/nursing apparel. The company has ceased its retail operations.
Natural Intelligence Solutions Pte Ltd*	Singapore	100.0	<sup>10</sup> 100.0	Provision of information technology management and consultancy services.
Natural Intelligence Solutions Technology Sdn Bhd*	Malaysia	100.0	100.0	To provide business consultancy services.
Rangkaian Sejahtera Sdn Bhd	Malaysia	100.0	100.0	Investment holding.

<sup>10</sup> The total equity interests held by the Group is 100.00% and it is held by the following companies:

(i)	Berjaya Group Berhad	85.86 %
(ii)	Berjaya Philippines Inc.	14.14 %

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Berjaya Group Berhad (continued)</b>				
REDtone Digital Berhad (formerly known as REDtone International Berhad)	Malaysia	52.4	<sup>11</sup> 52.4	Investment holding and provision of management services.
RU Cafe Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Shinca Electronics Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Simply Real Sdn Bhd*	Malaysia	51.0	-	Operation of a casual dining restaurant under the trade or business name of "Simply Good Food" offering vegetarian, vegan and organic cuisine and groceries.
Singapore Institute of Advanced Medicine Holdings Pte Ltd*	Singapore	50.01	<sup>12</sup> 50.01	Provision of medical laboratory services, clinic and other general medical services, sale of pharmaceuticals, surgical and consumables.
Successline (M) Sdn Bhd*	Malaysia	100.0	100.0	Investment holding and renting of motor vehicles.
Sweet Spot Digital (Malaysia) Sdn Bhd*	Malaysia	60.2	60.2	Provision of mobile digital media for targeting marketing, advertisement and mobile commerce transaction.
Teras Mewah Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
United Approach Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
VRS (Malaysia) Sdn Bhd*	Malaysia	99.0	99.0	Property investment.
Wangsa Tegap Sdn Bhd	Malaysia	100.0	100.0	Property investment and property development.

<sup>11</sup> The total equity interests held by the Berjaya Group Berhad group is 52.38% and it is held by the following companies:

(i)	Juara Sejati Sdn Bhd	46.45 %
(ii)	Prime Credit Leasing Berhad	0.70 %
(iii)	Berjaya Philippines Inc.	5.23 %

<sup>12</sup> The total equity interests held by the Berjaya Group Berhad group is 50.01 % and it is held by the following companies:

(i)	Espeetex Sdn Bhd	26.28 %
(ii)	Berjaya Leisure (Cayman) Limited	23.73 %

# NOTES TO THE FINANCIAL STATEMENTS

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## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Berjaya Capital Berhad</b>				
Cahaya Nominees (Tempatan) Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Inter-Pacific Asset Management Sdn Bhd	Malaysia	100.0	100.0	Investment advisory, asset and fund manager.
Inter-Pacific Capital Sdn Bhd	Malaysia	91.5	91.5	Investment holding and provision of management services.
Prime Credit Leasing Berhad	Malaysia	100.0	100.0	Hire purchase, lease and loan financing.
Rantau Embun Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
The Tropical Veneer Company Berhad	Malaysia	100.0	100.0	Dormant.
<b>Subsidiaries of Inter-Pacific Capital Sdn Bhd</b>				
Ambilan Imej Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Inter-Pacific Management Sdn Bhd	Malaysia	100.0	100.0	Money lending.
Inter-Pacific Research Sdn Bhd	Malaysia	100.0	100.0	Providing investment research services.
Inter-Pacific Securities Sdn Bhd	Malaysia	100.0	100.0	Stock and share broking.
UT Equities Sdn Bhd	Malaysia	100.0	100.0	Dormant.
<b>Subsidiaries of Inter-Pacific Securities Sdn Bhd</b>				
Inter-Pacific Equity Nominees (Asing) Sdn Bhd	Malaysia	100.0	100.0	Nominee services for foreign clients.
Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd	Malaysia	100.0	100.0	Nominee services for Malaysian clients.
<b>Subsidiary of Berjaya Corporation (Cayman) Limited</b>				
Berjaya Trading (UK) Ltd*	United Kingdom	-	100.0	Dissolved.
JL Morison (Malaya) Sdn Bhd*	Malaysia	100.0	100.0	Importation, exportation and distribution of consumer goods.

# NOTES TO THE FINANCIAL STATEMENTS

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## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Berjaya Enviro Holdings Sdn Bhd</b>				
Berjaya Alam Murni Sdn Bhd*	Malaysia	100.0	100.0	Collection, transportation, storage, treatment, recovery, disposal and management of scheduled (hazardous and toxic) and medical waste, etc.
Berjaya Eco Services Sdn Bhd*	Malaysia	60.0	60.0	To provide sales and marketing, handling and packaging of scheduled waste and other eco related services to stakeholders involved in scheduled waste management.
BPJ-Berjaya Sdn Bhd*	Malaysia	51.0	51.0	To manage and operate sanitary landfill and other construction activities.
Save The Sea Sdn Bhd*	Malaysia	100.0	100.0	Provision of environmental engineering and river cleaning services.
<b>Subsidiary of Berjaya EnviroParks Sdn Bhd</b>				
Berjaya Energies Sdn Bhd	Malaysia	100.0	100.0	Generation and sale of electricity.
<b>Subsidiaries of Berjaya Food Berhad</b>				
Berjaya Food (International) Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Berjaya Food Trading Sdn Bhd	Malaysia	100.0	100.0	Sale and distribution of food and beverage in Malaysia.
Berjaya Roasters (M) Sdn Bhd	Malaysia	100.0	100.0	Development and operation of the "Kenny Rogers Roasters" chain of restaurants in Malaysia.
Berjaya Starbucks Coffee Company Sdn Bhd	Malaysia	100.0	100.0	Development and operation of the "Starbucks Coffee" chain of cafes and retail stores in Malaysia.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Berjaya Food (International) Sdn Bhd</b>				
Berjaya Food Supreme Sdn Bhd#	Brunei	80.0	80.0	Development and operation of "Starbucks Coffee" chain of cafes and retail stores in Brunei Darussalam.
Berjaya Roasters (Cambodia) Ltd*	Cambodia	-	70.0	Dissolved.
Jollibean Foods Pte Ltd*	Singapore	65.0	65.0	Operation of retail outlets and food caterers in Singapore as well as to grant franchise to operate outlets both locally and internationally.
Ser Vegano Sdn Bhd*	Malaysia	50.0	-	To operate Latin-inspired, Tex-Mex, plant-based vegan restaurants under the name "Sala".
<b>Subsidiary of Jollibean Foods Pte Ltd</b>				
Berjaya Jollibean (M) Sdn Bhd	Malaysia	100.0	100.0	Operation of food and beverage retail outlets in Malaysia.
<b>Subsidiaries of Berjaya Group (Cayman) Limited</b>				
Antara Spacecom Pte Ltd*	Singapore	51.0	51.0	Investment holding and provision of satellite communication, broadcasting and mobility services.
Berjaya Engineering & Construction (HK) Limited#	Hong Kong	100.0	<sup>13</sup> 100.0	Investment holding.
Berjaya Forest Products (Luxembourg) S.à r.l.*	Luxembourg	100.0	100.0	Investment holding.
Berjaya Group Equity (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.

<sup>13</sup> The total equity interests held by the Berjaya Group (Cayman) Limited group is 100.0% and it is held by the following companies:

(i)	Berjaya Group (Cayman) Limited	75.00 %
(ii)	SIG Holdings (Cayman) Limited	25.00 %

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Berjaya Group (Cayman) Limited (continued)</b>				
Berjaya Manufacturing (HK) Limited#	Hong Kong	-	100.0	Deregistered and dissolved.
Berjaya Roasters (UK) Limited*	United Kingdom	-	100.0	Dissolved.
Berjaya Sanhe Real Estate Development Co Ltd*	People's Republic of China	100.0	<sup>14</sup> 100.0	Property development and management.
Roadhouse Grill Asia Pacific (HK) Limited#	Hong Kong	100.0	100.0	Owner, operator and franchisor of the "Roadhouse Grill Restaurant" chain for Asia Pacific region and certain other countries in Asia.
Roasters Asia Pacific (HK) Limited#	Hong Kong	100.0	100.0	Owner, operator and franchisor of the "Kenny Rogers Roasters Restaurant" chain for Asia Pacific region.
SIG Holdings (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
South Pacific Textiles Industries (Singapore) Pte Ltd *	Singapore	100.0	100.0	Sale agent and dealer in textile goods.
<b>Subsidiary of Antara Spacecom Pte Ltd</b>				
True Healthcare Pte. Ltd.*	Singapore	100.0	100.0	Provision of healthcare platform and wholesale of medical devices.
<b>Subsidiaries of True Healthcare Pte. Ltd.</b>				
True Healthcare India Pvt. Ltd.*	India	100.0	100.0	Provision of healthcare platform and wholesale of medical devices.

<sup>14</sup> The total equity interests held by the Berjaya Group (Cayman) Limited group is 100.0% and it is held by the following companies:

(i)	Berjaya Group (Cayman) Limited	77.95 %
(ii)	Berjaya Engineering & Construction (HK) Limited	22.05 %

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021	2020	
		%	%	
<b>Subsidiaries of True Healthcare Pte. Ltd. (continued)</b>				
True Healthcare (Thailand) Co., Ltd.*	Thailand	100.0	100.0	Provision of healthcare platform, wholesale of medical devices and provide consultancy services for satellite industry to affiliated enterprises in foreign countries.
<b>Subsidiary of Berjaya Group Equity (Cayman) Limited</b>				
Berjaya Group (Aust) Pty Ltd*	Australia	100.0	100.0	Investment holding.
<b>Subsidiaries of Roadhouse Grill Asia Pacific (HK) Limited</b>				
Roadhouse Grill Asia Pacific (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Roadhouse Grill Asia Pacific (M) Sdn Bhd*	Malaysia	100.0	100.0	Grant franchise to operate restaurant under the "Roadhouse Grill" name and related trademark.
<b>Subsidiaries of Roasters Asia Pacific (HK) Limited</b>				
Kenny Rogers Roasters Catering (Shenzhen) Company Ltd*	People's Republic of China	100.0	100.0	Ceased operation.
Roasters Asia Pacific (Cayman) Limited	Cayman Islands	100.0	100.0	Franchisor of the "Kenny Rogers Roasters Restaurant" chains.
Roasters Asia Pacific (M) Sdn Bhd*	Malaysia	100.0	100.0	Provision of marketing services and to grant franchises to operate restaurants under the "Kenny Rogers Roasters" name and related trademarks in Malaysia only.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiary of Roasters Asia Pacific (Cayman) Limited</b>				
KRR International Corp*	United States of America	100.0	100.0	Owner of the "Kenny Rogers Roasters" brand and investment holding.
<b>Subsidiaries of KRR International Corp</b>				
NF Roasters of Commack Inc.*	United States of America	-	100.0	Dissolved.
NF Roasters of Rockville Center Inc.*	United States of America	-	100.0	Dissolved.
<b>Subsidiary of Berjaya Higher Education Sdn Bhd</b>				
Berjaya Global Professional Development Sdn Bhd*	Malaysia	100.0	100.0	To establish, manage, administer and carry on a non-profit academy via sourcing for sponsorship.
<b>Subsidiary of Berjaya HR Cafe Korea Limited</b>				
Just KPop Limited*	Republic of Korea	98.0	98.0	Food and beverage businesses and restaurants.
<b>Subsidiaries of Berjaya Land Berhad</b>				
Alam Baiduri Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
AM Prestige Sdn Bhd*	Malaysia	100.0	100.0	Ceased operations.
Amat Muhibah Sdn Bhd	Malaysia	52.6	52.6	Dormant.
Amat Teguh Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Angsana Gemilang Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Awan Suria Sdn Bhd*	Malaysia	100.0	100.0	Provision of landscaping service, selling and renting of ornament plants.
B.L. Capital Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
B.T. Properties Sdn Bhd*	Malaysia	100.0	100.0	Property development and investment holding.
Bahan Cendana Sdn Bhd*	Malaysia	100.0	100.0	Property investment.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021	2020	
		%	%	
<b>Subsidiaries of Berjaya Land Berhad (continued)</b>				
Berjaya Air Capital (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Enamelware Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Berjaya Engineering Construction Sdn Bhd	Malaysia	100.0	100.0	Provision of civil engineering contracting works.
Berjaya Fukuoka Development (S) Pte Ltd*	Singapore	100.0	100.0	Investment holding.
Berjaya Guard Services Sdn Bhd*	Malaysia	100.0	100.0	Provision of security services.
Berjaya Holiday Cruise Sdn Bhd*	Malaysia	86.4	86.4	Investment holding.
Berjaya Hotels & Resorts (Seychelles) Limited*	Republic of Seychelles	100.0	100.0	Management and operation of hotel resorts in Seychelles.
Berjaya Hotels & Resorts Vietnam Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Berjaya Jet Charter Sdn Bhd	Malaysia	100.0	100.0	Jet charter.
Berjaya Kawat Industries Sdn Bhd*	Malaysia	100.0	100.0	Property investment and rental of properties.
Berjaya Land Development Sdn Bhd	Malaysia	100.0	100.0	Property development and investment holding.
Berjaya Land (Labuan) Limited*	Malaysia	100.0	100.0	Investment holding.
Berjaya Leasing (Labuan) Limited	Malaysia	100.0	100.0	Provision of aircraft leasing services and undertaking of offshore financial related business.
Berjaya Leisure (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Leisure Capital (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Megamall Management Sdn Bhd*	Malaysia	100.0	100.0	Property management, temporary ceased operations.
Berjaya Myanmar Holdings Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Berjaya North Asia Holdings Pte Ltd*	Singapore	100.0	100.0	Investment holding.
Berjaya Okinawa Investment (S) Pte Ltd*	Singapore	100.0	100.0	Investment holding.
Berjaya Project Management Sdn Bhd*	Malaysia	100.0	100.0	Project management.
Berjaya Property Ireland Limited*	Ireland	100.0	100.0	Investment holding.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Berjaya Land Berhad (continued)</b>				
Berjaya Reykjavik Investment Limited*	Ireland	100.0	100.0	Investment holding.
Berjaya Sports Toto Berhad	Malaysia	40.6	<sup>15</sup> 40.4	Investment holding.
Berjaya Tagar Sdn Bhd	Malaysia	100.0	100.0	Property development and investment holding.
Berjaya Theme Park Management Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Berjaya Vacation Club Berhad	Malaysia	100.0	100.0	Time sharing vacation operator, property investment and investment holding.
BTS Leaseback Management Sdn Bhd*	Malaysia	100.0	100.0	Coordination of pool-profit sharing of owner-owned suites.
Budi Impian Sdn Bhd*	Malaysia	100.0	100.0	Hotel operator, conducting the hotel operations business.
Cempaka Properties Sdn Bhd	Malaysia	100.0	100.0	Property development and investment.
Cerah Bakti Sdn Bhd	Malaysia	70.0	70.0	Property development.
Cerah Tropika Sdn Bhd*	Malaysia	70.0	70.0	Investment holding.
Cergas Jati Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Flexiwang Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Gateway Benefit Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Gemilang Cergas Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Immediate Capital Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Junjung Delima Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.

<sup>15</sup> The total equity interests held by the Berjaya Land Berhad group is 40.64% and it is held by the following companies:

(i)	Gateway Benefit Sdn Bhd	21.81 %
(ii)	Berjaya Land Berhad	16.51 %
(iii)	B.L. Capital Sdn Bhd	1.97 %
(iv)	Immediate Capital Sdn Bhd	0.35 %

The total equity interests held by the Group is 48.58% and the additional equity interest is held by the following companies:

(i)	Berjaya Corporation Berhad	2.52 %
(ii)	Bizurai Bijak (M) Sdn Bhd	2.69 %
(iii)	Berjaya Group Berhad	1.42 %
(iv)	Inter-Pacific Securities Sdn Bhd	1.12 %
(v)	Inter-Pacific Asset Management Sdn Bhd	0.19 %

# NOTES TO THE FINANCIAL STATEMENTS

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## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021	2020	
		%	%	
<b>Subsidiaries of Berjaya Land Berhad (continued)</b>				
Klasik Mewah Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Kota Raya Development Sdn Bhd	Malaysia	100.0	100.0	Investment and rental of property.
Landasan Lumayan Berjaya Sdn Bhd	Malaysia	100.0	-	River cleaning and property development.
Leisure World Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Marvel Fresh Sdn Bhd*	Malaysia	100.0	100.0	Trading.
Nada Embun Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Noble Circle (M) Sdn Bhd*	Malaysia	100.0	100.0	Investment and rental of property.
Nural Enterprise Sdn Bhd	Malaysia	100.0	100.0	Investment and rental of property.
One Network Hotel Management Sdn Bhd*	Malaysia	100.0	100.0	Hotel and charter flight operator.
Pakar Angsana Sdn Bhd	Malaysia	80.0	80.0	Property development.
Pembinaan Stepro Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Portal Access Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Punca Damai Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Regnis Industries (Malaysia) Sdn Bhd*	Malaysia	87.1	<sup>16</sup> 87.1	Investment and rental of property.
Securiservices Sdn Bhd	Malaysia	100.0	100.0	Property development.
Semakin Sinar Sdn Bhd*	Malaysia	51.0	51.0	Dormant.
Semangat Cergas Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Stephens Properties Plantations Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Taaras Spa Sdn Bhd*	Malaysia	100.0	100.0	Spa management.
Tioman Island Resort Berhad	Malaysia	86.3	86.3	Property development and operator of resort hotel.
Tiram Jaya Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Wangsa Sejati Sdn Bhd*	Malaysia	52.6	52.6	Dormant.
Wisma Stephens Management Co Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.

<sup>16</sup> The total equity interests held by the Berjaya Land Berhad group is 87.12% and it is held by the following companies:

(i)	Berjaya Land Berhad	57.12 %
(ii)	B.L. Capital Sdn Bhd	30.00 %

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Berjaya Engineering Construction Sdn Bhd</b>				
Mantra Design Sdn Bhd	Malaysia	51.0		- Provision of interior design and consultancy services for land and building development projects.
Seikou Okinawa Construction Kabushiki Kaisha*	Japan	100.0		- Construction, interior design, electrical work, sales of building material and machinery, development and consultation of hotel business, food and beverage, tourism, retail and publicity.
<b>Subsidiaries of Berjaya Fukuoka Development (S) Pte Ltd</b>				
Berjaya Hakkoda Resort Development Gado Kaisha*	Japan	100.0	100.0	Hotel and resort operation.
Seikou Okinawa Construction Kabushiki Kaisha*	Japan	-	100.0	Construction, interior design, electrical work, sales of building material and machinery, development and consultation of hotel business, food and beverage, tourism, retail and publicity.
Berjaya Japan Kabushiki Kaisha (formerly known as Berjaya Kyoto Management Kabushiki Kaisha)*	Japan	100.0		- Operations of real estate activities.
<b>Subsidiaries of Berjaya Land Development Sdn Bhd</b>				
Indra Ehsan Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Kim Rim Enterprise Sdn Bhd*	Malaysia	100.0	100.0	Property development, temporarily ceased operations.
Sri Panglima Sdn Bhd	Malaysia	100.0	100.0	Property development.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Berjaya Leisure (Cayman) Limited</b>				
Berjaya (China) Great Mall Co. Ltd*	People's Republic of China	51.0	51.0	Property investment and development, temporarily ceased operations.
Berjaya FC (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya International Casino Management (Seychelles) Limited*	Republic of Seychelles	60.0	60.0	Casino operations.
Berjaya IUT (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Jeju Resort Limited*	Republic of Korea	-	72.6	Property development and investment. Disposed of during the year.
Berjaya Mount Royal Beach Hotel Limited#	Sri Lanka	92.6	92.6	Owner and operator of hotel.
Berjaya Properties (HK) Limited#	Hong Kong	-	60.0	Deregistered and dissolved.
Berjaya-D2D Company Limited#	Socialist Republic of Vietnam	100.0	100.0	Property development and investment.
BHR (Cayman) Limited	Cayman Islands	100.0	100.0	Property investment and investment holding.
Mahameru Consultancy d.o.o. Visoko*	Bosnia and Herzegovina	100.0	100.0	Property investment.
Natural Gain Investments Limited#	Hong Kong	100.0	100.0	Dormant.
T.P.C. Development Limited#	Hong Kong	100.0	100.0	Investment holding.
<b>Subsidiary of Berjaya Leisure Capital (Cayman) Limited</b>				
Informatics Education Limited#	Singapore	67.4	67.4	Investment holding, franchisor and licensor for computer and commercial training centres and examination facilitators.

<sup>17</sup> The total equity interests held by the Berjaya Land Berhad group is 100.0% and it is held by the following companies:

(i)	Berjaya Leisure (Cayman) Limited	60.00 %
(ii)	Berjaya International Casino Management (HK) Limited	40.00 %

<sup>18</sup> The total equity interests held by the Berjaya Group Berhad group is 67.95% and it is held by the following companies:

(i)	Berjaya Leisure Capital (Cayman) Limited	67.42 %
(ii)	Rantau Embun Sdn Bhd	0.53 %

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Informatics Education Limited</b>				
Informatics Academy Pte Ltd#	Singapore	100.0	100.0	Computer and business education and training, business management consultancy and child development.
Informatics Computer Education Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Informatics Education (HK) Ltd*	Hong Kong	100.0	100.0	Computer education and training.
Informatics Education Malaysia Sdn Bhd*	Malaysia	-	100.0	Struck-off.
Informatics Education UK Ltd*	United Kingdom	100.0	100.0	Investment holding.
Informatics Global Campus Pte Ltd#	Singapore	100.0	100.0	Dormant.
Informatics International Pte Ltd#	Singapore	100.0	100.0	Dormant, under striking off process.
Singapore Informatics Computer Institute (Pvt) Ltd*	Sri Lanka	100.0	100.0	Dormant, under liquidation.
<b>Subsidiaries of Informatics Education UK Ltd</b>				
NCC Education Limited#	United Kingdom	100.0	100.0	Educational and business management consultancy.
NCC Education (Beijing) Consulting Co., Ltd*	People's Republic of China	100.0	100.0	Consultancy.
NCC Education (M) Sdn Bhd*	Malaysia	100.0	100.0	Marketing and consultancy.
<b>Subsidiaries of Berjaya Myanmar Holdings Sdn Bhd</b>				
BDS Smart City Co. Ltd.*	Myanmar	80.0	80.0	Property development and other related activities.
Berjaya HT Eco Company Limited*	Myanmar	90.0	90.0	Provision of consultation and technical services for property development projects.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiary of Berjaya North Asia Holdings Pte Ltd</b>				
Berjaya Okinawa Development Kabushiki Kaisha*	Japan	100.0	100.0	Resort hotel and residence development.
<b>Subsidiaries of Berjaya Okinawa Investment (S) Pte Ltd</b>				
Berjaya Okinawa Hospitality Asset TMK*	Japan	100.0	100.0	Property investment and development.
Berjaya Okinawa Investment Godo Kaisha*	Japan	100.0	100.0	Investment holding.
Opportunity 24 TMK*	Japan	100.0	100.0	Acquisition, management and disposition of asset.
<b>Subsidiary of Opportunity 24 TMK</b>				
LAC ML2 GK*	Japan	100.0	100.0	Sale and purchase, leasing and management of real estate.
<b>Subsidiary of Berjaya Property Ireland Limited</b>				
Icelandair Hotels ehf*	Iceland	100.0	75.0	Lease and hotel operator.
<b>Subsidiaries of Icelandair Hotels ehf</b>				
ALDA Hotel Reykjavik ehf*	Iceland	-	100.0	Deregistered and dissolved.
Asgarour hf*	Iceland	80.0	80.0	Hotels and real estate assets.
Hljomalindarreitur ehf*	Iceland	100.0	100.0	Hotels and real estate assets.
<b>Subsidiary of Berjaya Property Management Sdn Bhd</b>				
Taman TAR Development Sdn Bhd	Malaysia	100.0	100.0	Property development.

# NOTES TO THE FINANCIAL STATEMENTS

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## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiary of Taman TAR Development Sdn Bhd</b>				
Aces Parking Sdn Bhd*	Malaysia	100.0	100.0	Provision for operation of parking facilities for motor vehicles.
<b>Subsidiary of Berjaya Reykjavik Investment Limited</b>				
Geirsgata 11 ehf*	Iceland	100.0	100.0	Leasehold real estate.
<b>Subsidiaries of Berjaya Sports Toto Berhad</b>				
Berjaya-ILTS Limited#	Hong Kong	-	100.0	Deregistered and dissolved.
FEAB Equities Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
FEAB Land Sdn Bhd	Malaysia	100.0	100.0	Property development and property investment.
FEAB Properties Sdn Bhd	Malaysia	100.0	100.0	Property investment and investment holding.
Magna Mahsuri Sdn Bhd	Malaysia	100.0	100.0	Property investment and investment holding.
Sports Toto Fitness Sdn Bhd	Malaysia	100.0	100.0	Operation of health and fitness centre.
Sports Toto Malaysia Sdn Bhd	Malaysia	100.0	100.0	Toto betting operations.
STM Resort Sdn Bhd	Malaysia	100.0	100.0	Property investment.
<b>Subsidiary of FEAB Land Sdn Bhd</b>				
FEAB Realty Sdn Bhd	Malaysia	-	100.0	Struck-off.
<b>Subsidiaries of Magna Mahsuri Sdn Bhd</b>				
Berjaya Sports Toto (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Sports Toto Apparel Sdn Bhd	Malaysia	100.0	100.0	Dormant.
Sports Toto Computer Sdn Bhd	Malaysia	100.0	100.0	Computer consultancy services.
Sports Toto Products Sdn Bhd	Malaysia	100.0	100.0	Dormant.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021	2020	
		%	%	
<b>Subsidiary of Berjaya Sports Toto (Cayman) Limited</b>				
Berjaya Lottery Management (HK) Limited#	Hong Kong	100.0	100.0	Investment holding.
<b>Subsidiaries of Berjaya Lottery Management (HK) Limited</b>				
Berjaya Philippines Inc.*	Philippines	74.2	<sup>19</sup> 74.2	Investment holding.
International Lottery & Totalizator Systems, Inc.*	United States of America	100.0	100.0	Development, manufacturing, distribution of computerised wagering systems and provision of software licences and support.
<b>Subsidiaries of Berjaya Philippines Inc.</b>				
eDoc Holdings Limited*	United Kingdom	100.0	100.0	Investment holding.
Floridablanca Enviro Corporation*	Philippines	100.0	100.0	Service business of protecting and cleaning the environment.
H.R. Owen PLC*	United Kingdom	100.0	100.0	Investment holding.
Perdana Hotel Philippines Inc.*	Philippines	100.0	100.0	Operation of a hotel in the Philippines.
<b>Subsidiaries of H.R. Owen PLC</b>				
Bodytechnics Limited*	United Kingdom	100.0	100.0	Maintenance and repair of motor vehicles.
Bradshaw Webb (Chelsea) Limited*	United Kingdom	100.0	100.0	Investment holding.
Broughtons of Cheltenham Limited*	United Kingdom	100.0	100.0	Motor retailing and provision of aftersales services.
Hatfield 6939 Limited*	United Kingdom	100.0	100.0	Property investment.

<sup>19</sup> The total equity interests held by the Berjaya Sports Toto (Cayman) Limited group in Berjaya Philippines Inc. is 88.26% and it is held by the following companies:

(i)	Berjaya Lottery Management (HK) Limited	74.20 %
(ii)	Berjaya Sports Toto (Cayman) Limited	14.06 %

# NOTES TO THE FINANCIAL STATEMENTS

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## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of H.R. Owen PLC (continued)</b>				
H R Owen Insurance Services Limited*	United Kingdom	60.0	60.0	Provision of insurance agents and brokers services.
H.R. Owen Dealerships Limited*	United Kingdom	100.0	100.0	Motor retailing and provision of aftersales services.
H.R. Owen Investments Limited*	United Kingdom	100.0	100.0	Dormant.
H.R. Owen Leasing Limited*	United Kingdom	100.0	100.0	Dormant.
H.R. Owen Motor Dealerships Limited*	United Kingdom	100.0	100.0	Dormant.
H.R. Owen Motor Properties Limited*	United Kingdom	100.0	100.0	Dormant.
H.R. Owen Vehicle Leasing Company Limited*	United Kingdom	100.0	100.0	Dormant.
Heathrow Limited*	United Kingdom	100.0	100.0	Dormant.
Holland Park Limited*	United Kingdom	100.0	100.0	Provision of aftersales services.
Jack Barclay Limited*	United Kingdom	100.0	100.0	Motor retailing and provision of aftersales services.
London Lotus Centre Limited*	United Kingdom	100.0	100.0	Dormant.
Malaya Dealerships Limited*	United Kingdom	100.0	100.0	Dormant.
Netprofit.com Limited*	United Kingdom	100.0	<sup>20</sup> 100.0	Dormant.
Pangbourne 6939 Limited*	United Kingdom	100.0	100.0	Property investment.
Shepperton 6939 Limited*	United Kingdom	100.0	100.0	Dormant.
Upbrook Mews Limited*	United Kingdom	100.0	100.0	Property investment.
<b>Subsidiaries of International Lottery &amp; Totalizator Systems, Inc.</b>				
ILTS Vietnam Company Limited*	Socialist Republic of Vietnam	100.0	100.0	Provision of lottery technical support services.
Unisyn Voting Solutions, Inc.*	United States of America	100.0	100.0	Development, manufacturing, distribution of voting systems and provision of software licences and support.

<sup>20</sup> The total equity interests held by the H.R. Owen PLC group is 100.0% and it is held by the following companies:

(i)	H.R. Owen PLC	50.00 %
(ii)	Bradshaw Webb (Chelsea) Limited	50.00 %

# NOTES TO THE FINANCIAL STATEMENTS

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## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Berjaya Vacation Club Berhad</b>				
ANSA Hotels & Resorts Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Berjaya Air Sdn Bhd	Malaysia	100.0	100.0	Charter flight operator.
Berjaya Beau Vallon Bay (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Greenland Invest A/S*	Greenland	100.0	100.0	Investments and operations of real estate activities.
Berjaya Hartanah Berhad (formerly known as Berjaya Golf Resort Berhad)	Malaysia	100.0	100.0	Property development and investment holding and operator of golf and recreation club.
Berjaya Hospitality Services Sdn Bhd*	Malaysia	100.0	100.0	Hotel operator.
Berjaya Hotels & Resorts A/S*	Greenland	100.0	100.0	Hotel business and related activities.
Berjaya Hotels & Resorts (HK) Limited#	Hong Kong	60.0	<sup>21</sup> 60.0	Investment holding.
Berjaya Hotels & Resorts (M) Sdn Bhd*	Malaysia	100.0	100.0	Resort management.
Berjaya International Casino Management (HK) Limited#	Hong Kong	100.0	100.0	Investment holding.
Berjaya Langkawi Beach Resort Sdn Bhd	Malaysia	100.0	100.0	Hotel and resort operation.
Berjaya Praslin Beach (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Vacation Club (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Vacation Club (HK) Limited#	Hong Kong	-	100.0	Deregistered and dissolved.
Berjaya Vacation Club (Philippines) Inc.*	Philippines	100.0	100.0	Dormant.
Berjaya Vacation Club (S) Pte Ltd*	Singapore	100.0	100.0	Vacation time sharing.
BTS Hotel Sdn Bhd	Malaysia	100.0	100.0	Owner of hotel.
Bukit Kiara Resort Berhad	Malaysia	100.0	100.0	Developer and operator of equestrian and recreational club.
Georgetown City Hotel Sdn Bhd	Malaysia	100.0	100.0	Hotel operator.

<sup>21</sup> The total equity interests held by the Group is 100.0% and it is held by the following companies:

(i)	Berjaya Vacation Club Berhad	60.00 %
(ii)	Berjaya Group (Cayman) Limited	40.00 %

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Berjaya Vacation Club Berhad (continued)</b>				
Hotel Integrations Sdn Bhd*	Malaysia	100.0	70.0	Provision of hotel consultancy and related services.
Indah Corporation Berhad	Malaysia	100.0	100.0	Developer and operator of golf resort and property development.
KDE Recreation Berhad	Malaysia	100.0	100.0	Developer and operator of golf and recreational club.
Redang Development Sdn Bhd*	Malaysia	100.0	100.0	Airport development, property development, hotel and resort operation.
Redang Village Resort Sdn Bhd*	Malaysia	51.0	51.0	Dormant.
Sinar Merdu Sdn Bhd	Malaysia	100.0	100.0	Investment and rental of property.
Staffield Country Resort Berhad	Malaysia	80.0	80.0	Developer and operator of golf resort.
The Taaras Beach & Spa Resort (Redang) Sdn Bhd	Malaysia	99.8	99.8	Hotel and resort operation.
The Taaras Luxury Group Sdn Bhd*	Malaysia	100.0	100.0	Management of hotel operations.
Tioman Pearl Sdn Bhd*	Malaysia	70.0	70.0	Development of hotel and resort.
Tioman Travel & Tours Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
<b>Subsidiary of Berjaya Air Sdn Bhd</b>				
Berjaya Air Cargo Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
<b>Subsidiary of Berjaya Beau Vallon Bay (Cayman) Limited</b>				
Berjaya Beau Vallon Bay Beach Resort Limited*	Republic of Seychelles	100.0	100.0	Operation of hotel resort in Seychelles.
<b>Subsidiaries of Berjaya Hartanah Berhad (formerly known as Berjaya Golf Resort Berhad)</b>				
BGRB Venture Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Bukit Jalil Golf Club Sdn Bhd	Malaysia	100.0	-	Golf club and property development.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiary of Berjaya Praslin Beach (Cayman) Limited</b>				
Berjaya Praslin Limited*	Republic of Seychelles	100.0	100.0	Operation of hotel resort in Seychelles.
<b>Subsidiary of Berjaya Vacation Club (Cayman) Limited</b>				
Berjaya Vacation Club (UK) Limited*	United Kingdom	100.0	100.0	Hoteliers and hotel management.
<b>Subsidiaries of Georgetown City Hotel Sdn Bhd</b>				
Berjaya Georgetown Sharksfin Restaurant Sdn Bhd	Malaysia	100.0	100.0	Dormant.
BG Karaoke Sdn Bhd	Malaysia	69.0	69.0	Dormant.
<b>Subsidiary of KDE Recreation Berhad</b>				
Infinity Worth Creation Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
<b>Subsidiary of Redang Development Sdn Bhd</b>				
Redang Infra Sdn Bhd*	Malaysia	100.0	100.0	Infrastructure development.
<b>Subsidiary of The Taaras Beach &amp; Spa Resort (Redang) Sdn Bhd</b>				
Redang Island Golf and Country Club Berhad*	Malaysia	100.0	100.0	Dormant.
<b>Subsidiary of Sinar Merdu Sdn Bhd</b>				
ANSA Hotel KL Sdn Bhd*	Malaysia	100.0	100.0	Property investment and hoteliers.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiary of Cerah Tropika Sdn Bhd</b>				
Penstate Corp. Sdn Bhd*	Malaysia	100.0	100.0	Property development.
<b>Subsidiary of Kota Raya Development Sdn Bhd</b>				
Kota Raya Complex Management Sdn Bhd*	Malaysia	100.0	100.0	Property management, temporary ceased operations.
<b>Subsidiary of Noble Circle (M) Sdn Bhd</b>				
Noble Circle Management Sdn Bhd*	Malaysia	100.0	100.0	Property management, temporary ceased operations.
<b>Subsidiary of Nural Enterprise Sdn Bhd</b>				
Aras Klasik Sdn Bhd*	Malaysia	100.0	100.0	Property management, temporary ceased operations.
<b>Subsidiaries of Tioman Island Resort Berhad</b>				
Berjaya Hotels & Resorts (Singapore) Pte Ltd*	Singapore	100.0	100.0	Hotel booking, marketing agent and investment holding.
Ever Perpetual Growth Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Ever Revenue Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Tioman Golf Management Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
<b>Subsidiary of Berjaya Hotels &amp; Resorts (Singapore) Pte Ltd</b>				
BHR Okinawa Management Godo Kaisha*	Japan	100.0	100.0	Hotel management.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021	2020	
		%	%	
<b>Subsidiary of Wisma Stephens Management Co Sdn Bhd</b>				
Wujud Jaya Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
<b>Subsidiaries of Berjaya Pharmacy Sdn Bhd</b>				
Berjaya Pharmacy Distribution Sdn Bhd*	Malaysia	100.0	100.0	Owner and operator of community pharmacy stores and engage in trading, distribution, marketing and retail sales of pharmaceutical and non-pharmaceutical products (commonly available in pharmacies and health and beauty retailers) and the provision of pharmacy services.
Berjaya Pharmacy Retail Sdn Bhd*	Malaysia	100.0	100.0	Operator of community pharmacy stores.
<b>Subsidiaries of Berjaya Premier Restaurants Sdn Bhd</b>				
Berjaya Burger Sdn Bhd*	Malaysia	92.0	90.0	Ceased operation.
Berjaya Krispy Kreme Doughnuts Sdn Bhd*	Malaysia	70.0	70.0	Development and operation of the "Krispy Kreme Doughnuts" chain of doughnuts outlets in Malaysia.
<b>Subsidiaries of BLoyalty Pte Ltd</b>				
B Infinite Asia Pte Ltd*	Singapore	100.0	100.0	Provision of digital loyalty services.
BLoyalty Sdn Bhd*	Malaysia	100.0	100.0	Managing and operation of Berjaya Loyalty card programme.
<b>Subsidiary of BLoyalty Sdn Bhd</b>				
B Infinite Ventures Sdn Bhd	Malaysia	100.0	-	Investment holding.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiary of Bukit Pinang Leisure Sdn Bhd</b>				
Bukit Pinang Rel Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
<b>Subsidiary of Changan Berjaya Auto Sdn Bhd</b>				
Berjaya Brilliance Auto Sdn Bhd*	Malaysia	85.0	85.0	Marketing, importing and distribution of motor vehicles.
<b>Subsidiaries of Cosway Corporation Berhad</b>				
Cosway Corporation Limited#	Hong Kong	96.0	<sup>22</sup> 95.6	Property investment and investment holding.
First Ever Marketing Sdn Bhd	Malaysia	-	100.0	Struck-off.
Tegas Kinta Sdn Bhd	Malaysia	100.0	100.0	Property investment.
The Catalog Shop Sdn Bhd	Malaysia	100.0	100.0	Collection and administration of hire purchase and equal payment receivables.
<b>Subsidiaries of Cosway Corporation Limited</b>				
Aces Corporation Limited#	Hong Kong	100.0	100.0	E-commerce platform for sales and marketing of healthcare products.
Berjaya Holdings (HK) Limited#	Hong Kong	100.0	100.0	Investment holding.
Cosway (M) Sdn Bhd	Malaysia	100.0	100.0	Direct selling of household, personal care, healthcare and other consumer products.
Mallia Limited#	Hong Kong	100.0	100.0	Dormant.

<sup>22</sup> The total equity interests held by the Berjaya Group Berhad group is 99.30% and it is held by the following companies:

(i)	Cosway Corporation Berhad	96.04 %
(ii)	Berjaya Group (Cayman) Limited	2.46 %
(iii)	Prime Credit Leasing Berhad	0.61 %
(iv)	Inter-Pacific Securities Sdn Bhd	0.19 %

The total equity interests held by the Group is 100.00% and the additional equity interest is held by the following company:

(i)	Berjaya Hills Resort Berhad	0.70 %
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# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiary of Berjaya Holdings (HK) Limited</b>				
Vmart (Tianjin) Trading Co Limited#	People's Republic of China	100.0	100.0	Retailing and wholesaling of consumer, household and skin care products.
<b>Subsidiaries of Cosway (M) Sdn Bhd</b>				
Cosway (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Cosway (China) Co. Ltd*	People's Republic of China	100.0	100.0	Research, development and manufacturing of cleaning products and cosmetics; selling self-produced products; provide technical consultancy and technical service relating to self-produced products; engaging in the wholesale, import and export of the same.
Cosway (S) Pte Ltd*	Singapore	-	100.0	Struck-off.
Cosway (HK) Limited#	Hong Kong	100.0	100.0	Direct selling of consumer, household and skin care products.
Cosway New Zealand Limited*	New Zealand	-	100.0	Deregistered.
Cosway USA, Inc.*	United States of America	100.0	100.0	Direct selling of consumer, household and skin care products.
eCosway Colombia Ltda.*	Colombia	-	99.0	Deregistered.
eCosway Japan K. K.*	Japan	100.0	100.0	Dormant, under liquidation.
eCosway Mexico, S.A. de C.V.*	Mexico	99.0	99.0	Marketing, distribution and import of consumer products.
eCosway Pty Ltd*	Australia	-	100.0	Deregistered.
eCosway Rus LLC*	Russia	-	99.9	Deregistered.
eCosway Trading Mexico, S.A. de C.V.*	Mexico	99.0	99.0	Import, export and commercial trading.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Cosway (M) Sdn Bhd (continued)</b>				
eCosway.com Sdn Bhd	Malaysia	60.0 <sup>23</sup>	60.0	Internet based direct selling of consumer products.
eCosway.com (HK) Limited#	Hong Kong	100.0	100.0	Engaged in E-commerce activities.
Golden Works (M) Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Juara Budi Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Kimia Suchi Sdn Bhd	Malaysia	100.0	100.0	Investment holding, contract manufacture and trading of industrial and household cleaning products.
PT Berjaya Cosway Indonesia*	Indonesia	95.0	95.0	Direct selling of consumer, household and skin care products.
Rank Distributors Sdn Bhd	Malaysia	100.0	100.0	Trading of healthcare and cosmetic products.
Tact Full Limited#	Hong Kong	100.0	100.0	Provision of payment services.
<b>Subsidiaries of Cosway (Cayman) Limited</b>				
Cosway Do Brasil Ltda. *	Brazil	99.0	99.0	Property Investment.
Cosway (UK) Limited*	United Kingdom	-	100.0	Dissolved.
eCosway Inc.*	United States of America	-	100.0	Deregistered and dissolved.
One Qualityways Phils Inc. *	Philippines	95.0	95.0	Dormant.
Cosway Overseas Company Limited	Thailand	49.0	49.0	Investment holding.
Cosway (Thailand) Company Limited	Thailand	49.0	49.0	Direct selling and trading in consumer products.
<b>Subsidiaries of Cosway (HK) Limited</b>				
Cosway (Macau) Limited*	Macau	99.0	99.0	Direct selling of consumer, household and skin care products.
Vmart Corp (HK) Limited#	Hong Kong	100.0	100.0	Investment holding.

<sup>23</sup> The total equity interests held by the Cosway Corporation Limited group is 100.0% and it is held by the following companies:

(i)	Cosway (M) Sdn Bhd	60.00 %
(ii)	Cosway Corporation Limited	40.00 %

# NOTES TO THE FINANCIAL STATEMENTS

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## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiary of Vmart Corp (HK) Limited</b>				
eCosway Korea, Inc.	Republic of Korea	100.0	100.0	Direct selling of consumer, household and skin care products.
<b>Subsidiary of Juara Budi Sdn Bhd</b>				
Stephens Properties Sdn Bhd	Malaysia	100.0	100.0	Investment holding and property investment.
<b>Subsidiary of Stephens Properties Sdn Bhd</b>				
Stephens Properties Management Corporation Sdn Bhd	Malaysia	100.0	100.0	Dormant.
<b>Subsidiary of Kimia Suchi Sdn Bhd</b>				
Kimia Suchi Marketing Sdn Bhd	Malaysia	100.0	100.0	Trading of industrial cleaning products.
<b>Subsidiary of Rank Distributors Sdn Bhd</b>				
Vital Degree Sdn Bhd	Malaysia	100.0	100.0	Trading of healthcare and cosmetic products.
<b>Subsidiary of Country Farms Sdn Bhd</b>				
CountryFarm Organics Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
<b>Subsidiary of Inter-Pacific Development Sdn Bhd</b>				
Inter-Pacific Construction Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
<b>Subsidiary of Mothers en Vogue Sdn Bhd</b>				
Mothers en Vogue Pte Ltd*	Singapore	-	100.0	Struck-off.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of REDtone Digital Berhad (formerly known as REDtone International Berhad)</b>				
Ansar Mobile Sdn Bhd	Malaysia	100.0	100.0	Provision of telecommunications services including fixed and mobile services and telecommunications related services.
REDtone Data Centre Sdn Bhd	Malaysia	70.0	70.0	Provides system integration, software solutions and trading in computer hardware.
REDtone Engineering & Network Services Sdn Bhd	Malaysia	100.0	100.0	Research and development, manufacturing and marketing of telecommunication and multimedia solutions.
REDtone IOT Sdn Bhd	Malaysia	100.0	100.0	Provider of business solutions in information technology and to build interconnection of uniquely identifiable embedded computing devices within existing internet infrastructure and investment holding.
REDtone Technology Sdn Bhd	Malaysia	100.0	100.0	Provider of total solutions in business communication and telecommunication services and investment holding.
REDtone Telecommunications Sdn Bhd	Malaysia	100.0	100.0	Research, development, manufacturing and marketing of computer-telephony integration, provision of communication services and investment holding.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021	2020	
		%	%	
<b>Subsidiary of REDtone Engineering &amp; Network Services Sdn Bhd</b>				
Bytebuilder Sdn Bhd	Malaysia	60.0		- Provision of fibre optics transmission network services and project management services relating to telecommunications.
<b>Subsidiaries of REDtone Technology Sdn Bhd</b>				
Meridianotch Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
REDtone Mytel Sdn Bhd	Malaysia	60.0	60.0	Provision of telecommunication services.
REDtone Technology Pte Ltd*	Singapore	100.0	100.0	Provision of telecommunication related products and services.
SEA Telco Engineering Services Sdn Bhd	Malaysia	80.0	80.0	Provision of information technology services.
<b>Subsidiary of Rangkaian Sejahtera Sdn Bhd</b>				
BerjayaCity Sdn Bhd	Malaysia	100.0	100.0	Property investment, development, cultivation and sale of palm oil and palm kernel.
<b>Subsidiaries of Singapore Institute of Advanced Medicine Holdings Pte Ltd</b>				
Advance Medicine Imaging Pte. Ltd.*	Singapore	100.0	100.0	Provision of clinic and imaging services.
Advanced Medicine Oncology Pte. Ltd.*	Singapore	100.0	100.0	Provision of clinic and oncology services.
Advanced Medicine Radiopharmaceutical Pte. Ltd.*	Singapore	100.0	100.0	Manufacture of medical research and clinical diagnostic instruments and supplies.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Subsidiaries of Singapore Institute of Advanced Medicine Holdings Pte Ltd (continued)</b>				
Asia HealthPartners Pte. Ltd.*	Singapore	100.0	100.0	Provision of clinic and other general medical services, sale of pharmaceuticals, surgical and consumables.
Berjaya Investment Holdings Pte. Ltd.*	Singapore	100.0	100.0	Investment holding of investment properties.
Proton Therapy Pte. Ltd.*	Singapore	100.0	100.0	Provision of clinic and other general medical services.
<b>Subsidiaries of Successline (M) Sdn Bhd</b>				
Securexpress Services Sdn Bhd*	Malaysia	100.0	100.0	Provide logistics, warehousing and transportation services.
Successline Haulers Sdn Bhd*	Malaysia	90.0	90.0	Provide courier and transport services to the general public.
<b>Subsidiaries of Berjaya Hills Resort Berhad</b>				
Avetani Sdn Bhd	Malaysia	100.0	100.0	Property development and investment.
BTR Property Management Sdn Bhd	Malaysia	100.0	100.0	Rental pool programme operator.
BTR Leisure Sdn Bhd	Malaysia	100.0	100.0	Recreational activities operator.
Bukit Tinggi Tours Sdn Bhd	Malaysia	100.0	100.0	To carry on the business as travel and tour agents.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021	2020	
		%	%	
<b>Subsidiaries of Berjaya Kyoto Development (S) Pte Ltd</b>				
Berjaya Kyoto Development Kabushiki Kaisha*	Japan	100.0	100.0	Hotel and residence development.
Berjaya Kyoto Holdings Godo Kaisha*	Japan	100.0	100.0	Investment holding.
Kyoto Higashiyama Hospitality Assets TMK*	Japan	100.0	100.0	Property investment.
<b>Subsidiary of Berjaya Kyoto Development Kabushiki Kaisha</b>				
Berjaya Japan TMK*	Japan	100.0	100.0	Dormant.
<b>Subsidiary of Berjaya Lottery Vietnam Limited</b>				
Berjaya Gia Thinh Investment Technology Joint Stock Company*	Socialist Republic of Vietnam	51.0	51.0	Computer programming and to carry out investment procedures.
<b>Subsidiary of Berjaya Myanmar Limited</b>				
Berjaya Myanmar Investment Limited*	Myanmar	95.0	95.0	Investment holding.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>ASSOCIATED COMPANIES:</b>				
<b>Associates of Berjaya Corporation Berhad</b>				
Atlan Holdings Bhd	Malaysia	19.8	<sup>24</sup> 21.7	Investment holding and the provision of management, financial, technical and other ancillary services.
Tioman Hill Resort Sdn Bhd	Malaysia	50.0	50.0	Investment holding.
Cekap Urus Sdn Bhd	Malaysia	49.0	-	To undertake the maintenance of government vehicle fleet.
<b>Associates of Berjaya Group Berhad</b>				
Adcas Lifescience Sdn Bhd	Malaysia	50.0	50.0	Provision of personalised healthcare.
Berjaya Media Berhad	Malaysia	12.4	<sup>25</sup> 12.4	Investment holding.
Berjaya Racing Management Sdn Bhd	Malaysia	20.0	20.0	Dormant.
Cekap Urus Sdn Bhd	Malaysia	-	49.0	To undertake the maintenance of government vehicle fleet.
Le Proton LIMA Sdn Bhd	Malaysia	40.0	40.0	Organise trade fairs to promote Malaysian products through exhibitions.

<sup>24</sup> The total equity interests held by the Group is 24.52% and it is held by the following companies:

(i)	Berjaya Corporation Berhad	19.75 %
(ii)	Berjaya Philippines Inc.	2.01 %
(iii)	Inter-Pacific Capital Sdn Bhd	0.79 %
(iv)	Juara Sejati Sdn Bhd	1.97 %

<sup>25</sup> The total equity interests held by the Berjaya Group Berhad group is 12.36% and it is held by the following companies:

(i)	Regnis Industries (Malaysia) Sdn Bhd	2.33 %
(ii)	FEAB Properties Sdn Bhd	2.01 %
(iii)	Prime Credit Leasing Berhad	8.02 %

The total equity interests held by the Group is 13.27% and the additional equity interest is held by the following company:

(i)	Berjaya Hills Resort Berhad	0.91 %
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The Group has significant influence, as defined in MFRS 128: Investments in Associates, over Berjaya Media Berhad ("BMedia") and therefore treated BMedia as an associated company of the Group.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Associates of Berjaya Group Berhad (continued)</b>				
Razer Health Pte Ltd	Singapore	45.0	45.0	To build and operate a production line for the production of surgical face masks.
Tunas Cempaka Sdn Bhd*	Malaysia	49.0	49.0	Dormant.
<b>Associate of Berjaya Capital Berhad</b>				
Berjaya Sampo Insurance Berhad	Malaysia	30.0	30.0	General insurance.
<b>Associate of Inter-Pacific Securities Sdn Bhd</b>				
SaigonBank Berjaya Securities Joint Stock Company	Socialist Republic of Vietnam	49.0	49.0	Stock and share broking.
<b>Associates of Berjaya Group (Cayman) Limited</b>				
Beijing Zhongcai Printing Co.Ltd	People's Republic of China	-	20.0	Printing of lottery tickets and undertaking of printing-related works. Disposed of during the year.
Berjaya Auto Asia Inc	Philippines	30.0	-	Selling and distribution of vehicles within the territory of the Philippines.
Berjaya Hotels & Resorts (HK) Limited	Hong Kong	40.0	40.0	Investment holding.
<b>Associate of Berjaya Engineering &amp; Construction (HK) Limited</b>				
Berjaya Sanhe Real Estate Development Co Ltd	People's Republic of China	22.1	22.1	Property development and management.
<b>Associate of Roasters Asia Pacific (HK) Limited</b>				
Roasters Korea Co. Ltd	Republic of Korea	25.0	25.0	Dormant.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Associate of SIG Holdings (Cayman) Limited</b>				
Berjaya Engineering & Construction (HK) Limited	Hong Kong	25.0	25.0	Investment holding.
<b>Associates of Berjaya Corporation (Cayman) Limited</b>				
Berjaya Pizza (Philippines) Inc	Philippines	21.6	21.6	Development and operation of the "Papa John's Pizza" chain of restaurants in the Philippines.
M & A Investments Pte Ltd	Singapore	31.4	31.4	Investment holding.
Ssangyong Berjaya Motor Philippines Inc	Philippines	27.1	27.1 <sup>26</sup>	Selling and distribution of Ssangyong brand vehicles within the territory of the Philippines.
<b>Associates of Cosway Corporation Limited</b>				
eCosway.com Sdn Bhd	Malaysia	40.0	40.0	Internet-based direct selling of consumer products.
Greenland Timber Industries (Private) Limited	Singapore	20.0	20.0	Investment holding.
<b>Associate of Berjaya Fintech Sdn Bhd</b>				
Razer Fintech Holdings Pte. Ltd.	Singapore	49.0	49.0	Investment holding.
<b>Associate of Juara Sejati Sdn Bhd</b>				
REDtone Digital Berhad (formerly known as REDtone International Berhad)	Malaysia	46.5	44.3	Investment holding and the provision of management services.

<sup>26</sup> The total equity interests held by the Group is 48.75% and it is held by the following companies:

(i)	Berjaya Corporation (Cayman) Limited	27.08 %
(ii)	Berjaya Philippines Inc.	21.67 %

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Associate of Successline (M) Sdn Bhd</b>				
Successline Express Sdn Bhd	Malaysia	49.0	49.0	Provision of custom clearing services. The company temporarily ceased operations.
<b>Associate of Rank Distributors Sdn Bhd</b>				
Coswin (M) Sdn Bhd	Malaysia	40.0	40.0	Trading of consumer products.
<b>Associates of Berjaya Land Berhad</b>				
Aces Property Management Sdn Bhd	Malaysia	25.0	25.0	Property development.
Berjaya Assets Berhad	Malaysia	9.5	9.5	Investment holding.
Berjaya Kyoto Development (S) Pte Ltd	Singapore	50.0	50.0	Investment holding.
Centreplus Sdn Bhd	Malaysia	30.0	30.0	Dormant.
Focus Equity Sdn Bhd	Malaysia	32.5	32.5	Dormant, under liquidation.
Resort Cruises (S) Pte Ltd	Singapore	49.0	49.0	Dormant.

<sup>27</sup> The total equity interests held by the Berjaya Land Berhad group is 9.49% and it is held by the following companies:

(i)	Portal Access Sdn Bhd	3.49 %
(ii)	Berjaya Land Berhad	2.99 %
(iii)	BTS Hotel Sdn Bhd	0.41 %
(iv)	Nada Embun Sdn Bhd	0.04 %
(v)	Immediate Capital Sdn Bhd	0.41 %
(vi)	Magna Mahsuri Sdn Bhd	0.86 %
(vii)	Berjaya Philippines Inc	1.15 %
(viii)	KDE Recreation Berhad	0.14 %

The total equity interests held by the Group is 11.52% and the additional equity interest is held by the following companies:

(i)	Ambilan Imej Sdn Bhd	1.06 %
(ii)	Berjaya Capital Berhad	0.70 %
(iii)	Inter-Pacific Capital Sdn Bhd	0.27 %

The Berjaya Land Berhad group has significant influence, as defined in MFRS 128: Investments in Associates, over Berjaya Assets Berhad ("BAssets") and therefore treated BAssets as an associated company of the Berjaya Land Berhad group.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Associate of Stephens Properties Plantations Sdn Bhd</b>				
Berjaya Naza Sdn Bhd	Malaysia	50.0	50.0	Property development.
<b>Associate of Icelandair Hotels ehf</b>				
Gufa ehf	Iceland	31.5	31.5	Real estates and spa operations.
Tjarnir hf	Iceland	-	22.0	Real estates. Disposed of during the year.
<b>Associates of Berjaya Leisure (Cayman) Limited</b>				
AM Automotive (S) Pte Ltd	Singapore	49.9	49.9	Ceased to be a dealer for "Aston Martin" vehicles.
Asian Atlantic Holdings Limited	British Virgin Islands	24.5	24.5	Investment holding.
Berjaya Land (Thailand) Company Ltd	Thailand	40.0	40.0	Property development and investment.
Berjaya Property (Thailand) Company Ltd	Thailand	40.0	40.0	Dormant.
Berjaya Vietnam Financial Center Limited#	Socialist Republic of Vietnam	32.5	32.5	Property development and investment.
Inter-Capital Holdings Pte Ltd	Singapore	50.0	50.0	Investment holding.
Singapore Institute of Advanced Medicine Holdings Pte Ltd	Singapore	23.7	23.7	Provision of medical laboratory services, clinic and other general medical services, sale of pharmaceuticals, surgical and consumables.
<b>Associate of Berjaya Okinawa Development Kabushiki Kaisha</b>				
Nubaru Tochi Kanri Godo Kaisha	Japan	33.0	33.0	Investment holding.
<b>Associate of B.L. Capital Sdn Bhd</b>				
Regnis Industries (Malaysia) Sdn Bhd	Malaysia	30.0	30.0	Property investment and rental of property.



# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Associate of Berjaya International Casino Management (HK) Limited</b>				
Berjaya International Casino Management (Seychelles) Limited	Republic of Seychelles	40.0	40.0	Management of casino and investment holding.
<b>Associate of Tioman Island Resort Berhad</b>				
Tioman Ferry Services Sdn Bhd	Malaysia	20.0	20.0	Dormant.
<b>Associates of Berjaya Sports Toto Berhad</b>				
Berjaya Lottery Vietnam Limited	Malaysia	20.0	20.0	Investment holding.
Berjaya Racing Management Sdn Bhd	Malaysia	20.0	20.0	Dormant.
<b>Associates of Berjaya Philippines Inc.</b>				
Berjaya Auto Asia Inc	Philippines	30.0	30.0	Selling and distribution of vehicles within the territory of the Philippines.
Bermaz Auto Philippines Inc.	Philippines	28.3	28.3	Selling and distribution of Mazda brand cars within the territory of the Philippines.
Berjaya Pizza (Philippines) Inc.	Philippines	48.4	48.4	Development and operation of the "Papa John's Pizza" chain of restaurants in the Philippines.
Chailease Berjaya Finance Corporation	Philippines	25.0	25.0	Providing hire purchase and loan financing services.
Cosway Philippines Inc.	Philippines	40.0	40.0	Dormant.
Neptune Properties Incorporated	Philippines	41.5	41.5	Engage in real estate business.
Perdana Land Philippines Inc.	Philippines	40.0	40.0	Acquire, develop and lease real estate.
Philippine Gaming Management Corporation	Philippines	39.9	39.9	Leasing of online lottery equipment and provision of software support.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Associates of Berjaya Philippines Inc. (continued)</b>				
Ssangyong Berjaya Motor Philippines Inc.	Philippines	21.7	21.7	Selling and distribution of Ssangyong brand vehicles within the territory of the Philippines.
<b>Associate of eDoc Holdings Limited</b>				
VideoDoc Limited	United Kingdom	-	20.2	Deregistered and dissolved.
<b>Associate of FEAB Properties Sdn Bhd</b>				
Cashsystems Asia Technology Sdn Bhd	Malaysia	30.0	30.0	Dormant, under liquidation.
<b>Associates of REDtone Digital Berhad (formerly known as REDtone International Berhad)</b>				
REDtone MEX Sdn Bhd	Malaysia	56.0	<sup>28</sup> 56.0	Building of tele-consultation/ tele-radiology exchange and distributing, designing and development of information system, mobile solutions and healthcare solution.
REDtone Network Sdn Bhd	Malaysia	49.0	49.0	Research and development and marketing of communication applications.
Sea Telco Engineering (Sarawak) Sdn Bhd	Malaysia	49.0	49.0	Telecommunications and related services.
<b>Associate of Berjaya Engineering Construction Sdn Bhd</b>				
Aces Architects Sdn Bhd	Malaysia	30.0	30.0	Provision of architectural service.

<sup>28</sup> The Group classifies its investment in REDtone MEX Sdn Bhd as an associated company notwithstanding its 56% shareholdings as the Group only has significant influence over the investee by virtue of Board representation to participate in the financial and operating policy decisions and not control or joint control over those policies.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>JOINT VENTURES:</b>				
<b>Held by Berjaya Capital Berhad</b>				
Chailease Berjaya Credit Sdn Bhd	Malaysia	30.0	30.0	Hire purchase and loan financing in relation to vehicles and consumer goods.
<b>Held by Berjaya Hotels &amp; Resorts Vietnam Sdn Bhd</b>				
Berjaya Hotay Joint Venture Company Limited	Socialist Republic of Vietnam	50.0	50.0	Developer and operator of an international standard five star hotel and provision of related services.
<b>Held by Berjaya Property Management Sdn Bhd</b>				
Pasdec Cempaka Sdn Bhd	Malaysia	31.0	31.0	Property development.
<b>Held by Berjaya Vacation Club Berhad</b>				
Asia Jet Partners Malaysia Sdn Bhd*	Malaysia	51.0	51.0	Aircraft charter service and related aircraft business.
<b>Held by B.L. Capital Sdn Bhd</b>				
Pasdec Cempaka Sdn Bhd	Malaysia	20.0	20.0	Property development.
<b>Held by Cosway (China) Co. Ltd</b>				
Cosway (Guangzhou) Cosmetic Manufacture Co Ltd	People's Republic of China	-	70.0	Manufacture and trading in consumer, household and skin care products. Disposed of during the year.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 48. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2021 %	2020 %	
<b>Held by FEAB Equities Sdn Bhd</b>				
FEAB Cylabs Sdn Bhd	Malaysia	50.0	50.0	Dormant.
<b>Held by Berjaya Energies Sdn Bhd</b>				
Amita Berjaya Sdn Bhd	Malaysia	-	60.0	Providing industrial waste recycling services.
<b>Held by Berjaya Enviro Holdings Sdn Bhd</b>				
Amita Berjaya Sdn Bhd	Malaysia	60.0	-	Providing industrial waste recycling services.
<b>Held by Berjaya Leisure (Cayman) Limited</b>				
Berjaya-Handico12 Co Ltd	Socialist Republic of Vietnam	80.0	80.0	Property investment and development.

Notes:

- \* Subsidiaries audited by other firms of chartered accountants.
- # Subsidiaries audited by other member firms of Ernst & Young Global.

# NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2021

## 49. PRIOR YEAR ADJUSTMENT

In the previous financial year ended 30 June 2020, the Group had acquired 75% equity interest in Icelandair for a total cash consideration of USD45.31 million (equivalent to approximately RM179.84 million). The consolidation of Icelandair was regarded as a business combination in accordance with MFRS 3: Business Combinations and a PPA exercise was undertaken to determine the fair values of identifiable assets and liabilities at acquisition. During the current financial year, the PPA exercise was finalised resulting in the identification of negative goodwill arising on consolidation of Icelandair amounting to RM28.23 million. The amount of negative goodwill is adjusted retrospectively to the financial statements of the previous financial year ended 30 June 2020.

As a result of the above, certain comparative amounts as at 30 June 2020 have been adjusted as disclosed below:

Group	As previously reported RM'000	Adjustments RM'000	As restated RM'000
<b>Statement of financial position</b>			
<b>As at 30 June 2020</b>			
Property, plant and equipment	2,984,319	187,962	3,172,281
Right-of-use assets	2,049,711	(142,630)	1,907,081
Reserves:			
- Foreign currency translation reserves	13,228	9,658	22,886
- Retained earnings	1,344,039	22,046	1,366,085
Non-controlling interests	2,968,771	8,899	2,977,670
Deferred tax liabilities	1,314,072	4,729	1,318,801
	<u>2,984,319</u>	<u>187,962</u>	<u>3,172,281</u>
	<u>2,049,711</u>	<u>(142,630)</u>	<u>1,907,081</u>
	<u>13,228</u>	<u>9,658</u>	<u>22,886</u>
	<u>1,344,039</u>	<u>22,046</u>	<u>1,366,085</u>
	<u>2,968,771</u>	<u>8,899</u>	<u>2,977,670</u>
	<u>1,314,072</u>	<u>4,729</u>	<u>1,318,801</u>
<b>Statement of profit or loss</b>			
<b>For the year ended 30 June 2020</b>			
Other income	1,094,650	28,234	1,122,884
Profit before tax	145,221	28,234	173,455
Loss for the year	(91,126)	28,234	(62,892)
Loss for the year attributable to:			
- Owners of the parent	(117,272)	22,046	(95,226)
- Non-controlling interests	26,146	6,188	32,334
	<u>(91,126)</u>	<u>28,234</u>	<u>(62,892)</u>
	<u>1,094,650</u>	<u>28,234</u>	<u>1,122,884</u>
	<u>145,221</u>	<u>28,234</u>	<u>173,455</u>
	<u>(91,126)</u>	<u>28,234</u>	<u>(62,892)</u>
	<u>(117,272)</u>	<u>22,046</u>	<u>(95,226)</u>
	<u>26,146</u>	<u>6,188</u>	<u>32,334</u>
<b>Statement of comprehensive income</b>			
<b>For the year ended 30 June 2020</b>			
Foreign currency translation	2,175	12,369	14,544
Total comprehensive income attributable to:			
- Owners of the parent	(118,171)	31,704	(86,467)
- Non-controlling interests	31,735	8,899	40,634
	<u>(118,171)</u>	<u>31,704</u>	<u>(86,467)</u>
	<u>31,735</u>	<u>8,899</u>	<u>40,634</u>

The finalisation of the PPA exercise does not have an impact to the Group's statement of cash flows and the Company's financial statements for the financial year ended 30 June 2020.

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD  
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

Report on the audit of the financial statements

## *Opinion*

We have audited the financial statements of Berjaya Corporation Berhad, which comprise the statements of financial position as at 30 June 2021 of the Group and of the Company, and the statements of profit or loss, statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 102 to 331.

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 30 June 2021, and of their financial performance and their cash flows for the financial year then ended in accordance with 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

## *Independence and other ethical responsibilities*

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

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD  
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

## *Key audit matters*

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the Group and of the Company for the current year. These matters were addressed in the context of our audit of the financial statements of the Group and of the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditors' responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis of our audit opinion on the accompanying financial statements.

## Key audit matters in respect of audit of the financial statements of the Group

### 1. Review of impairment assessment of goodwill and intangible assets

(Refer to summary of significant accounting policies in Note 2.2.6, significant accounting estimates and judgements in Note 2.5(2)(a), and the disclosure of intangible assets in Note 12 to the financial statements.)

The Group performs impairment tests on its goodwill and intangible assets with indefinite useful life at least annually, and on its intangible assets with definite useful life when there is an indication that the asset may be impaired. For purposes of impairment testing, goodwill is allocated to cash-generating units ("CGUs") or groups of CGUs. The Group estimates the recoverable amounts of the CGUs based on either the estimated value-in-use ("VIU") or the fair value less cost to sell ("FVLCTS") of the respective CGU, whichever is higher.

Estimating the VIUs of the CGUs involves estimates made by management relating to the future cash inflows and outflows that will be derived from the CGUs, and discounting them at an appropriate rate. The cash flow forecasts to derive the VIU contain a number of significant judgements and estimates including estimates on revenue growth rates, gross margins, payout ratio, terminal growth rates and the discount rates to be applied.

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD  
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

*Key audit matters (cont'd.)*

Key audit matters in respect of audit of the financial statements of the Group (cont'd.)

## 1. Review of impairment assessment of goodwill and intangible assets (cont'd.)

In estimating the FVLCTS of the CGU, the Group relies on valuations performed by independent professional valuers. These valuations are based on relevant assumptions which includes, amongst others, comparable historical transactions and adjustments to factor in comparable location, size, condition, accessibility and market knowledge.

Arising from the impairment assessment, the Group has mainly recognised an impairment loss of RM44.8 million in respect of the goodwill of Cosway (M) Sdn Bhd and RM80.0 million in respect of the telecommunication license of REDtone International Berhad's 2.6Ghz spectrum.

We have focused our audit effort on the testing of impairment of goodwill and intangible assets as the amounts which they represent are significant to the financial statements. The assumptions applied in arriving at the VIU and FVLCTS are highly subjective and changes in these assumptions may lead to significant changes in the recoverable amounts of the CGUs. The following table summarises the carrying amount of goodwill and intangible assets of the CGUs within these business segments which we have applied our focus on.

Business segments	Carrying amount (RM'000)		% of non-current assets	% of total assets	Measurement of recoverable amount
	As at 30 June 2021	Amount in focus			
<b>Goodwill</b>					
• Restaurants	427,754	422,005	2.8%	2.1%	VIU
• Property investments and development	207,630	194,723	1.3%	1.0%	FVLCTS
• Consumer products and services	159,050	61,537	0.4%	0.3%	VIU
<b>Intangible assets</b>					
• Gaming rights	3,437,211	3,437,211	22.8%	17.0%	VIU
• Telecommunications licences with allocated spectrum	105,566	105,566	0.7%	0.5%	VIU



# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD  
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

*Key audit matters (cont'd.)*

Key audit matters in respect of audit of the financial statements of the Group (cont'd.)

## 1. Review of impairment assessment of goodwill and intangible assets (cont'd.)

In addressing this area of focus, we involved the component auditor in performing the procedures below:

### Recoverable amounts based on VIU

- obtained an understanding of the relevant internal controls over the process of estimating the recoverable amounts of the CGUs;
- evaluated, with the involvement of our internal valuation experts, the appropriateness of the methodology and approach applied, and considered whether they are commonly used in the industry;
- evaluated the basis of preparing the cash flow forecasts taking into consideration the assessment of management's historical budgeting accuracy;
- evaluated whether key assumptions which comprise the revenue growth rates, gross margins, payout ratio, terminal growth rates, inflation rates are reasonable by making comparisons to historical trends, taking into consideration the current and expected outlook of economic growth in the respective country in which the CGU operates;
- assessed, with the involvement of our internal valuation experts, whether the rate used in discounting the future cash flows to its present value was appropriate. This included an assessment of the specific inputs to the discount rate, including the risk-free rate, equity risk premium and beta, along with gearing and cost of debt. Such inputs were benchmarked either against risk rates or equivalent data for peer companies;
- analysed the sensitivity of the key assumptions by assessing the impact of changes in the key assumptions to the recoverable amount; and

### Recoverable amounts based on FVLCTS

- assessed the objectivity, independence, reputation and expertise of the independent valuers;
- obtained an understanding of the methodology adopted by the independent valuers in estimating the fair value of the intangible asset and land and assessed whether such methodology is consistent with those used in the industry; and
- evaluated the appropriateness of the data used by the independent valuers as inputs into their valuations. We interviewed the independent valuers, discussed and challenged the significant estimates and assumptions applied in their valuation process.

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD  
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

*Key audit matters (cont'd.)*

Key audit matters in respect of audit of the financial statements of the Group (cont'd.)

1. Review of impairment assessment of goodwill and intangible assets (cont'd.)

We have also evaluated the adequacy of the note disclosures concerning those key assumptions to which the outcome of the impairment test is most sensitive. The disclosures on key assumptions and sensitivities are included in Note 12 to the financial statements.

2. Recoverability of debts due from the purchaser of the Berjaya (China) Great Mall Co. Ltd. development project

(Refer to significant accounting estimates and judgements in Note 2.5(1)(c), the disclosure of receivables in Note 14, and arbitration proceedings in Note 41(b)(2) to the financial statements)

As disclosed in Note 41(b)(2) to the financial statements, the Group has previously initiated arbitration proceedings against Beijing SkyOcean International Holdings Limited ("Beijing SkyOcean") to recover a debt receivable from Beijing SkyOcean arising from the disposal of a property located in Beijing, China (the "Great Mall Property") (collectively, the "Arbitration Proceedings"). The Group disposed the Great Mall Property in October 2016 to Beijing SkyOcean for a total consideration of RMB2.04 billion and has collected RMB1.07 billion from Beijing SkyOcean. The holding company of Beijing SkyOcean and one of its shareholders ("the Guarantor") have provided guarantees for the outstanding debt.

The Group has on 21 May 2020 obtained a favourable arbitration award and has subsequently obtained the recognition and enforcement of the final award, which includes the outstanding amount of RMB974.1 million (equivalent to RM625.7 million), liquidated damages on the outstanding balance and arbitration costs. As at 30 June 2020, the debt receivable was written back to the nominal amount of RMB974.1 million. Currently, the enforcement proceedings are still ongoing and the Group expects the proceedings to be completed by 30 June 2022.

We considered this to be an area of focus for our audit as the amount involved is significant and judgment and estimates were involved in the estimation of the timing of expected recoverability of the debt.

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD  
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

*Key audit matters (cont'd.)*

Key audit matters in respect of audit of the financial statements of the Group (cont'd.)

2. Recoverability of debts due from the purchaser of the Berjaya (China) Great Mall Co. Ltd. development project (cont'd.)

In addressing this area of focus, we involved the component team in Beijing, People's Republic of China in performing the procedures included below:

- reviewed the arbitration report to verify the outcome of the Arbitration Proceedings;
- interviewed the directors and management to understand the basis of their conclusion in respect of the eventual outcome of the process of the court's enforcement of the final arbitration award and their assessment of the quantum and timing of the recoverability of this debt;
- assessed the legal counsels' objectivity and independence, and reviewed their credentials, qualifications, experience and reputation;
- evaluated the rationale and basis for the legal counsels' opinion by reviewing the legal confirmations and interviewing them to gain an understanding of the status of the process of the court's enforcement of the final arbitration award, and the basis of their opinion on the outcome of this process.

We have also reviewed and assessed the completeness and accuracy of the Group's disclosures pertaining to the said Arbitration Proceedings as disclosed in Note 2.5(1)(c) and Note 41(b)(2) to the financial statements.

3. Revenue and cost of sales from toto betting operations

(Refer to summary of significant accounting policies in Note 2.2.25, and the disclosure of revenue in Note 31 to the financial statements)

The Group is involved in the Toto betting operations where revenue is derived from a large volume of individually insignificant transactions. The Group relies heavily on its information technology system to account for such revenue. During the financial year, the Group recognised revenue of approximately RM2.26 billion from Toto betting operations, which accounted for 30% of the Group's revenue. The related cost of sales from Toto betting operations represents a significant portion of the Group's cost of sales.

The amounts recognised for revenue and cost of sales from Toto betting operations is a key audit matter because the amounts recognised are significant to the financial statements, and they involve large volume of transactions which are processed by the Group's information technology system.

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD  
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

*Key audit matters (cont'd.)*

Key audit matters in respect of audit of the financial statements of the Group (cont'd.)

### 3. Revenue and cost of sales from toto betting operations

In addressing this area of focus, we involved the component auditor in performing the procedures below:

- obtained an understanding of the relevant internal controls over the process of recording of revenue and cost of sales;
- evaluated the operating effectiveness of automated controls over revenue and cost of sales processes by involving our internal experts in testing the operating effectiveness of the automated controls over the revenue and cost of sales processes. We also tested the accuracy of interface between the sales terminal system and the betting operating system, and related calculation of prize payment in the financial information system;
- evaluated the effectiveness of the non-automated controls in place to ensure accuracy of revenue and cost of sales recognised, including the timely posting of revenue and cost of sales to the general ledger in the financial information system;
- evaluated transactions recorded close to the financial year end, including draw sales after financial year end, to establish whether those transactions were recorded in the correct accounting period; and
- performed reconciliation of cash receipts to revenue recorded in the financial statements.

We have also reviewed and assessed the adequacy of the Group's disclosure relating to revenue and cost of sales.

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD  
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

*Key audit matters (cont'd.)*

Key audit matters in respect of audit of the financial statements of the Group (cont'd.)

#### 4. Assessment of fair value for investment properties

(Refer to summary of significant accounting policies in Note 2.2.4, significant accounting estimates and judgements in Note 2.5(2)(e), the disclosure of investment properties in Note 5, and fair value measurement in Note 42.1 to the financial statements.)

As at 30 June 2021, the carrying amount of investment properties amounted to RM1.0 billion representing 6.7% and 5.0% of the Group's total non-current assets and total assets respectively.

Investment properties are stated at fair value and any gain or loss arising from changes in the fair value are included in profit or loss in the year in which they arise. The Group has appointed independent professional valuers to perform valuations on its investment properties. The valuations are based on assumptions, amongst others, comparable historical transactions and adjustments factors to comparable transactions including location, size, condition, accessibility and design and market knowledge.

We consider the valuation of the investment properties as an area of audit focus as such valuation involves significant judgement and estimates that are highly subjective.

Our procedures to address this area of focus include, amongst others, the following:

- assessed the objectivity, independence, reputation, experience and expertise of the independent valuers;
- obtained an understanding of the methodology adopted by the independent valuers in estimating the fair value of the investment properties and assessed whether such methodology is consistent with those used in the industry; and
- evaluated the appropriateness of the data used by the independent valuers as input into their valuations. We interviewed the external valuers, discussed and challenged the significant estimates and assumptions applied in their valuation process.

We have also reviewed and assessed the adequacy of the Group's disclosures relating to investment properties.

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD  
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

*Key audit matters (cont'd.)*

Key audit matters in respect of audit of the financial statements of the Group (cont'd.)

## 5. Acquisition of Icelandair Hotels ehf ("IH")

(Refer to the disclosure of acquisition of subsidiary companies in Note 7.1.2 and Note 49 to the financial statements.)

In the previous financial year ended 30 June 2020, the Group acquired the 75% equity interest in Icelandair Hotels ehf ("IH"), a company incorporated in Reykjavik, Iceland that owns several hotels and real estate assets ("Hotel Assets") in Iceland for a total cash consideration of USD45.3 million (equivalent to approximately RM179.8 million).

The Group has now finalised the Purchase Price Allocation ("PPA") exercise in respect of this acquisition. Based on the finalised PPA, the Group recorded net assets of RM236.3 million, derivative liability of RM28.2 million and negative goodwill of RM28.2 million, which was recognised as a retrospective gain in the profit and loss for the year ended 30 June 2020.

The valuation of the net assets and derivative liability is complex and requires significant judgement based on assumptions and estimates that are subjective. The principal risk relates to the estimates of the fair value of the identifiable assets and liabilities assumed in preparing the PPA. Management has engaged an external independent valuer to fair value the Hotel Assets. Accordingly, we considered this to be a key audit matter.

Our procedures to address this area of focus include, amongst others, the following:

- read the sale and purchase agreement to gain an understanding of the key terms and conditions and to assess the adequacy of the accounting treatment;
- reviewed the finalised PPA workings prepared by management and evaluated the reasonableness of the key assumptions used in calculating the value of the assets and liabilities;
- assessed the objectivity, independence, reputation, experience and expertise of the independent valuers; and
- evaluated the appropriateness of the data used by the independent valuers as input into their valuation of the Hotel Assets. We interviewed the external valuers, discussed and challenged the significant estimates and assumptions applied in their valuation process.

We have also reviewed and assessed the adequacy of the Group's disclosures relating to the acquisition.

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD  
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

*Key audit matters (cont'd.)*

Key audit matters in respect of audit of the financial statements of the Company

## 1. Impairment assessment of investment in subsidiary companies

(Refer to summary of significant accounting policies in Note 2.2.1, significant accounting estimates and judgements in Note 2.5(2)(c), the disclosure of investment in subsidiary companies in Note 7 to the financial statements.)

As at 30 June 2021, the carrying amount of the investment in subsidiary companies of the Company amounted to RM6.67 billion, representing 94.7% and 84.2% of the Company's total non-current assets and total assets respectively.

At the reporting date, the Company reviewed its investment in subsidiary companies for indications of impairment and where such indications exist, the Company performed an impairment assessment to determine the recoverable amounts of such investments. The Company estimated the recoverable amount of the respective cash generating units ("CGUs") based on their fair value less cost to sell.

We considered this to be an area of focus for our audit as the amounts involved are significant, the assessment process is complex and involves significant management's judgements about future market and economic conditions and changes in assumptions may lead to a significant change in the recoverable amount of the investment in subsidiary companies.

Our procedures to address this area of focus included, amongst others, the following:

- obtained an understanding of the relevant internal controls over the process of estimating the recoverable amounts of the CGUs;
- evaluated the appropriateness of the methodology and approach applied; and
- evaluated whether the assumptions applied in determining the fair value less cost to sell of the respective investments and their underlying assets were reasonable, and to obtain an understanding of the related data used as input to the valuation models.

We also reviewed and assessed the Company's disclosures relating to the impairment of assessment of investment in subsidiary companies in Note 2.5(2)(c) and Note 7 to the financial statements.

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD  
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

## *Information other than the financial statements and auditors' report thereon*

The directors of the Company are responsible for the other information. The other information comprises the director's report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon, which we obtained prior to the date of this auditors' report, and the Group's Annual Report, which is expected to be made available to us after the date of this auditors' report.

Our opinion on the financial statements of the Group and of the Company does not cover the other information and we do not 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 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 Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors of the Company and take appropriate action.

## *Responsibilities of the directors for the financial statements*

The directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with 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.



# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD  
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

## *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.

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD  
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

## *Auditors' responsibilities for the audit of the financial statements (cont'd.)*

- 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.

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 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.

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD  
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

## Report on other legal and regulatory requirements

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 48 to the financial statements.

## Other matters

This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

Ernst & Young PLT  
202006000003 (LLP0022760-LCA) & AF 0039  
Chartered Accountants

Ng Kim Ling  
No. 03236/04/2022 J  
Chartered Accountant

Kuala Lumpur, Malaysia  
26 October 2021

# MATERIAL PROPERTIES OF THE GROUP

Location	Tenure	Size	Description	Estimated age of building (Years)	Date of acquisition	Net book value (RM'000)
KM 48, Persimpangan Bertingkat Lebuhraya Karak, 28750 Bukit Tinggi, Bentong Pahang Darul Makmur	Leasehold and freehold	13,567.86 acres	Land held for development	N/A	1990 - 1997	899,723
PT41, The Ritz-Carlton Residences, Laman Sentral Berjaya, No. 105, Jalan Ampang, 50450 Kuala Lumpur	Freehold	339,822 sq ft	198 units of residences	4	16/01/2017	631,619
Lot 28 (GRN 20366) Lot 403 (GRN 20428) Lot 728 ( GRN 18054) Seksyen 2, Bandar Georgetown Daerah Timor Laut Pulau Pinang	Freehold	55.37 acres	Land for mixed development	N/A	31/03/2014	454,444
Canopy Reykjavik City Centre Smidjustigur 4 (Reg No: 200-4476) Hverfisgata 26 (Reg No: 200-4428) Hverfisgata 28 (Reg No: 200-433) Hverfisgata 30 (Reg No: 200-6423) Hverfisgata 32 (Reg No: 200-4438) Hverfisgata 34 (Reg No: 200-4446)	Freehold	6,909 sq m	Hotel	5-116	03/04/2020	350,916
399 parcels of land at Onna-son Okinawa Island, Japan	Freehold	122,953 sq m	Land held for development	N/A	Since 15/07/2009	320,843
Lot 352 Sek 20, Bandar Kuantan District of Kuantan Kuantan, Pahang Darul Makmur	Freehold	5.46 acres	Shopping mall for rental	23	05/02/1991	234,519
KM 48, Persimpangan Bertingkat Lebuhraya Karak, 28750 Bukit Tinggi, Bentong Pahang Darul Makmur	Leasehold	43.69 acres	Chateau, Colmar Tropicale, Convention center No.1, Japanese tea house, Japanese Tatami Suites & Spa, Staff Quarters, Ryo Zan Tei Restaurant & Botanical Garden, Central laundry	7-25	N/A	210,614
Berjaya Times Square 14th, 15th floor and Service Suites at Tower B No. 1, Jln Imbi, Kuala Lumpur	Freehold	345,773 sq ft	327 units of service suites	18	06/01/1998	180,480
Mukim of Sungei Tinggi (7 lots) and Mukim of Batang Berjuntai (8 lots) District of Ulu Selangor, Kuala Selangor Selangor Darul Ehsan	Freehold	2,329.75 acres	Land for development	N/A	04/08/1995	157,596
HS(D) 52466, PT No. 4625, HS(D) 52467, PT No. 4626, HS(D) 52468, PT No. 4627, HS(D) 52471, PT No. 4630, HS(D) 52472, PT No. 4631, HS(D) 52473, PT No. 4632, HS(D) 52474, PT No. 4633, HS(D) 52475, PT No. 4634, Mukim Sungai Tinggi Daerah Ulu Selangor Selangor Darul Ehsan	Freehold	871.10 acres	Land for mixed development	N/A	31/03/2017	156,197

# MATERIAL PROPERTIES OF THE GROUP

Location	Tenure	Size	Description	Estimated age of building (Years)	Date of acquisition	Net book value (RM'000)
445-2,445-3,Myohoin Maekawa-Cho Higashiojiodori Shibutani-sagaru Higashiyama-ku, Kyoto (Four Seasons Residence)	Freehold	3,577.96 sq m	57 condos with 32 units unsold	3.5	28/06/2016	153,618
HS(D) 4/94, PT278 HS(D) 1017, PT140 HS(D) 1018, PT141 Mukim Padang Matsirat Daerah Langkawi Pulau Langkawi Kedah Darul Aman	PT278 - Leasehold expiring on 30/04/2069 PT140, 141 - Leasehold expiring on 30/03/2070	120.83 acres	Beach resort (424 guest rooms/ chalets)	28	PT278 : 27/05/1994 PT140, 141 : 30/03/2010	112,611
Lot 558, Lot 239, Lot 240-242 Lot 50000, Lot 50001 Lot 50002, Lot 705, PT 925-929 Teluk Dalam & Teluk Siang Pulau Redang Terengganu Darul Iman	Lot 558 - Freehold Lot 705, 50000 to 50002 - Leasehold 60 years expiring in year 2070 Lot 239, 240-242, PT 925-929 - Leasehold 60 years expiring in year 2051	613.68 acres	Beach resort (189 guest rooms and a villa)	>25	Lot 558 - in year 1990 Lot 705,50000 to 50002 - in year 2010 Lot 239, 240-242, PT 925-929 - 16/10/1993	111,536
Geran No. 29726, Lot No. 1261 Seksyen 67 Daerah Kuala Lumpur (Plaza Berjaya, 12 Jalan Imbi Kuala Lumpur)	Freehold	158,154 sq ft	Land with office, residential block and shopping complex for rental	35	27/11/1989	99,635
10 parcels of land at Uruma-shi Okinawa Island, Japan	Freehold	57,479 sq m	Land with a building (123 guest rooms)	27	30/03/2017	89,850
Lot 5001 - 5005 Lot 5007 - 5020 PN 14706 to 14710 14712 to 14714 14721 to 14731 Daerah Rompin Bandar Tioman Pulau Tioman Pahang Darul Makmur	Leasehold 99 years expiring on 02/05/2107	201.39 acres	Land for hotel & resort operations	34	30/12/1985	88,494
The Link 2 Phase 2 Lot PTD No.4803 HS(D) No 81317 Mukim of Petaling Kuala Lumpur	Freehold	6.47 acres	Mix development	N/A	05/09/1991	88,036
GM931 Lot 57 GM841 Lot 58 Geran 26066 Lot 1 Geran 26067 Lot 2 GM 1772 Lot 49, Seksyen 94B Mukim Kuala Lumpur	Freehold	387,920 sq ft	Vacant development land	N/A	03/05/2012	87,806
Lot PT No.4805 & 4806 HS (D) No 81319 & 81320 Mukim Petaling Kuala Lumpur	Freehold	7,129,260 sq ft	Club house and golf course	>29	05/09/1991	80,014

# MATERIAL PROPERTIES OF THE GROUP

Location	Tenure	Size	Description	Estimated age of building (Years)	Date of acquisition	Net book value (RM'000)
Lot 001165 Geran 5868 Wisma Cosway Jalan Raja Chulan Kuala Lumpur	Freehold	293,303 sq ft	Shopping podium with shop lots/ offices/ apartments for rental	37	08/11/1997	78,389
KM48, Persimpangan Bertingkat Lebuhraya Karak, 28750 Bukit Tinggi, Bentong Pahang Darul Makmur	Leasehold	185.55 acres	Convention Centre No. 2, Golf Course, Club House, Sports Complex.	14-25	1998	77,668
Icelandai Hotel Akureyri Pingvallastraeti 23 Akureyri Reg No 215-1892	Freehold	3,566 sq m	Hotel	52	2019	69,436
12-01, Berjaya Times Square No.1, Jalan Imbi Kuala Lumpur	Freehold	106,890 sq ft	Commercial office premises	18	11/09/1996	68,500
Lot 100080, Geirsgata 11 Reykjavik, Iceland	Leasehold expiring on 31/12/2037	4,805 sq m	Warehouse	N/A	14/11/2019	67,200
11th Floor Berjaya Times Square No.1, Jalan Imbi Kuala Lumpur	Freehold	104,844 sq ft	1 floor of office space of an integrated commercial development for rental	18	06/01/1998	65,556
Icelandair Hotel Myvatn Reykjahlid plot 2 (Reg No: 216-3143) Reykjahlid/gamilibaer (Reg No: 216-3499) Reykjahlid-Austurhlid (Reg No: 216-3458) Reykjahlid/starfsmenn (Reg No: 2163161-2) Reykjahlid/hotel (Reg No: 216-3462) Reykjahlid/uthlid (Reg No: 216-3466) Reykjahlid/uthlid (Reg No: 216-3467)	Freehold	4,571 sq m	Hotel	44-110	2019	64,366
Plot 5000A Hatfield Business Park Hatfield AL 10 9WN United Kingdom	Freehold	5.4 acres	Showroom and aftersales facility	N/A	23/12/2020	57,408
7835 Makati Avenue Corner Eduque Street Makati City The Philippines 1209	Freehold	586 sq m	Hotel (223 guest rooms)	20	04/12/2009	55,965
13th Floor, Berjaya Times Square No.1, Jalan Imbi Kuala Lumpur	Freehold	106,315.13 sq ft	1 floor of office space of an integrated commercial development for rental	18	06/01/1998	51,906
ANSA Kuala Lumpur No. 101, Jalan Bukit Bintang Kuala Lumpur	Leasehold 60 years expiring on 30/04/2062	22,853 sq ft	Hotel (167 guest rooms)	>42	05/05/2008	51,601

# MATERIAL PROPERTIES OF THE GROUP

Location	Tenure	Size	Description	Estimated age of building (Years)	Date of acquisition	Net book value (RM'000)
164-166 Sussex Gardens London W2 1UD United Kingdom	Freehold	Approx 3,926 sq ft	Hotel (46 guests rooms)	>156	26/09/2014	51,356
HS(D) 11814, Lot 11527 Lot 1 to 8, Lot 49 to 55 Taman Tun Abdul Razak Ampang, Selangor Darul Ehsan	Freehold	351,903 sq ft	Land held for development	N/A	22/12/1990	50,119

## Material Contracts

Other than as disclosed in Notes 11, 13, 14, 15, 29, 31, 33, 34, 39, 40, 46 and 47 to the financial statements for the financial year ended 30 June 2021, there were no other material contracts entered into by Berjaya Corporation Berhad and its subsidiary companies, involving Directors and major shareholders.

## Additional Information

The amount of non-audit fees incurred for services rendered to the Group for the financial year ended 30 June 2021 amounted to RM698,000.

# GROUP ADDRESSES

## FINANCIAL SERVICES

Inter-Pacific Securities Sdn Bhd  
Inter-Pacific Asset Management Sdn Bhd  
West Wing, Level 13  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2117 1888  
Fax : 603-2144 1686  
Website : www.interpac.com.my  
Email : enquiry\_ips@interpac.com.my

### Penang Office:

Canton Square  
Level 2 & 3  
No. 56, Cantonment Road  
10250 Penang  
Tel : 604-226 8288  
Fax : 604-227 6288

### Johor Bahru Office:

95, Jalan Tun Abdul Razak  
80000 Johor Bahru, Johor  
Tel : 607-223 1211  
Fax : 607-224 6266

### Danau Desa Office:

Ground Floor, 7-0-8, Jalan 3/109F  
Danau Business Center  
Danau Desa  
58100 Kuala Lumpur  
Tel : 603-7984 7796  
Fax : 603-7984 7798

### Bandar Baru Seri Petaling Office:

No. 33-1 (First Floor) Jalan Radin Bagus  
Bandar Baru Seri Petaling  
57000 Kuala Lumpur  
Tel : 603-9056 2922  
Fax : 603-9056 2923

### SaigonBank Berjaya Securities

**Joint Stock Company**  
Floor 9, Savico Invest Office Building  
No 66-68, Nam Ky Khoi Nghia Street  
District 1, Ho Chi Minh City  
Vietnam  
Tel : 84-28-3914 3399  
Fax : 84-28-3914 3388  
Website : www.sbbs.com.vn

### Prime Credit Leasing Berhad

Level 13, West Wing  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 03-2148 1009

## HOTELS & RESORTS DEVELOPMENT & MANAGEMENT

### Berjaya Hotels & Resorts

*Corporate Office:*  
Level 15 West  
Berjaya Times Square Hotel  
1 Jalan Imbi  
Kuala Lumpur  
55100 Kuala Lumpur, Malaysia  
Tel : 603-2142 9611  
Fax : 603-2144 2527  
Email : bhr@berjayahotel.com  
Website : www.berjayahotel.com

## MALAYSIAN HOTELS & RESORTS

### Berjaya Tioman Resort

P.O. Box 4, 86807 Mersing  
Johor Darul Takzim  
Tel : 609-419 1000  
Fax : 609-419 1718  
Email : tioman.rsvn@berjayahotel.com  
Website : www.berjayahotel.com/tioman

### Berjaya Langkawi Resort

Karong Berkunci 200  
Burau Bay  
07000 Langkawi  
Kedah Darul Aman  
Tel : 604-959 1888  
Fax : 604-959 1886  
Email : langkawi.rsvn@berjayahotel.com  
Website : www.berjayahotel.com/langkawi

### The Taaras Beach & Spa Resort, Redang

P.O. Box 126, Main Post Office  
20928 Kuala Terengganu  
Terengganu Darul Iman  
Tel : 609-630 8888  
Fax : 609-630 8880  
Email : reservation@thetaaras.com  
Website : www.thetaaras.com

### Redang Island Resort

Teluk Siang, Redang Island  
21090 Kuala Terengganu  
Terengganu Darul Iman  
Tel : 609-630 8787  
Fax : 609-630 8788  
Email : reservation@redangislandresort.com  
Website : www.redangislandresort.com

### Berjaya Penang Hotel

1-Stop Midlands Park  
Jalan Burmah, Georgetown  
10350 Pulau Pinang  
Tel : 604-227 7111  
Fax : 604-226 7111  
Email : pg.reservation@berjayahotel.com  
Website : www.berjayahotel.com/penang

### Berjaya Times Square Hotel, Kuala Lumpur

1 Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2117 8000  
Fax : 603-2143 3352  
Email : bth.rsvn@berjayahotel.com  
Website : www.berjayahotel.com/kualalumpur

### ANSA Hotel Kuala Lumpur

No. 101, Jalan Bukit Bintang  
55100 Kuala Lumpur  
Tel : 603-2146 5000  
Fax : 603-2146 5001  
Email : reservation@ansahotels.com  
Website : www.ansahotels.com/kualalumpur

### Colmar Tropicale Berjaya Hills, Pahang

KM48, Persimpangan Bertingkat Lebuhraya Karak  
28750 Bukit Tinggi  
Bentong  
Pahang Darul Makmur  
Tel : 609-221 3666  
Email : sales@colmartropicale.com.my  
Website : www.colmartropicale.com.my

### The Chateau Spa & Organic Wellness Resort

**Berjaya Hills, Pahang**  
KM48, Persimpangan Bertingkat Lebuhraya Karak  
28750 Bukit Tinggi  
Bentong  
Pahang Darul Makmur  
Tel : 609-221 3888  
Email : sales@thechateau.com.my  
Website : www.thechateau.com.my

## OVERSEAS HOTELS & RESORTS

### Berjaya Beau Vallon Bay Resort & Casino – Seychelles

P.O. Box 550, Victoria  
Mahe, Seychelles  
Tel : 248-4287 287  
Fax : 248-4247 943  
Email : mahe.inquiry@berjayahotel.com  
Website : www.berjayahotel.com/mahe

### Berjaya Praslin Resort – Seychelles

Anse Volbert, Praslin, Seychelles  
Tel : 248-4286 286  
Fax : 248-4232 244  
Email : praslin.rsvn@berjayahotel.com  
Website : www.berjayahotel.com/praslin

### Berjaya Eden Park London Hotel – United Kingdom

35-39, Inverness Terrace  
Bayswater, London W2 3JS  
United Kingdom  
Tel : 44-20-7221 2220  
Fax : 44-20-7221 2286  
Email : reservation.london@berjayahotel.com  
Website : www.berjayahotel.com/london

### The Castleton Hotel, London – United Kingdom

164-166 Sussex Gardens  
London W2 1UD  
United Kingdom  
Tel : 44-20-7706 4666  
Fax : 44-20-7706 2288  
Email : info@castletonhotel.com  
Website : www.thecastletonhotel.com

### Berjaya Hotel Colombo – Sri Lanka

36, College Avenue, Mount Lavinia  
Sri Lanka  
Tel : 94-11-273 9610  
Fax : 94-11-273 3030  
Email : colombo.rsvn@berjayahotel.com  
Website : www.berjayahotel.com/colombo

### Sheraton Hanoi Hotel – Vietnam

K5 Nghi Tam  
11, Xuan Dieu Road  
Tay Ho District  
Hanoi, Socialist Republic of Vietnam  
Tel : 84-24-3719 9000  
Fax : 84-24-3719 9001  
Email : reservations.hanoi@sheraton.com  
Website : www.sheratonhanoi.com

### Berjaya Makati Hotel – Philippines

7835, Makati Avenue, Corner Eduque  
Street, Makati City  
Philippines 1209  
Tel : 632-7750 7500  
Fax : 632-7750 6783  
Email : manila.inquiry@berjayahotel.com  
Website : www.berjayahotel.com/makati

### Four Seasons Hotel and Hotel Residences Kyoto, Japan

445-3, Myohoin Maekawa-cho  
Higashiyama-ku  
Kyoto 605-0932, Japan  
Tel : 81-75 541 8288  
Fax : 81-75 541 8287  
Website : www.fourseasons.com/kyoto



# GROUP ADDRESSES

## Hakkoda Resort Hotel - Japan

1-58 Kansuizawa Arakawa Aomori-shi  
Aomori-ken 030-0111, Japan  
Tel : 81-17-738-2233  
Fax : 81-17-738-2531  
Email : hakkouda-resort@adagio.ocn.ne.jp  
Website : www.hakkouda-resort.jp

## ANSA Okinawa Resort

– Japan  
1468 Yamashiro, Ishikawa,  
Uruma, Okinawa, Japan, 904-1113  
Tel : +81 (0) 98 963 0123  
Fax : +81 (0) 98 963 0111  
Email : aor.svn@ansahotels.com

## Icelandair Hotels, Iceland

### Canopy by Hilton Reykjavik City Centre

Smidjustigur 4  
101 Reykjavik, Iceland  
Tel : 354-528-7000  
Website : www.icelandairhotels.com/en/hotels/  
reykjavik/canopy-reykjavik

### Icelandair Hotel Herad

Midvangur 1-7  
700 Egilsstadir, Iceland  
Tel : 354-471-1500  
Email : herad@icehotels.is  
Website : www.icelandairhotels.com/en/hotels/east/  
icelandair-hotel-herad

### Icelandair Hotel Akureyri

Pingvallarstraeti 23  
600 Akureyri, Iceland  
Tel : 354-518-1000  
Email : akureyri@icehotels.is  
Website : www.icelandairhotels.com/en/hotels/north/  
icelandair-hotel-akureyri

### Icelandair Hotel Myvatn

660 Reykjahlid - Myvatn  
Iceland  
Tel : 354-594-2000  
Email : myvatn@icehotels.is  
Website : www.icelandairhotels.com/en/hotels/north/  
icelandair-hotel-myvatn

### Hilton Reykjavik Nordica

Sudurlandsbraut 2  
108 Reykjavik, Iceland  
Tel : 354-444-5000  
Website : www.icelandairhotels.com/en/hotels/  
reykjavik/hilton-reykjavik-nordica

### Icelandair Hotel Reykjavik Natura

Nautholsvegur 52  
102 Reykjavik, Iceland  
Tel : 354-444-4500  
Email : natura@icehotels.is  
Website : www.icelandairhotels.com/en/hotels/  
reykjavik/reykjavik-natura

### Icelandair Hotel Reykjavik Marina

Myrargata 2  
101 Reykjavik, Iceland  
Tel : 354-560-8000  
Email : marina@icehotels.is  
Website : www.icelandairhotels.com/en/hotels/  
reykjavik/reykjavik-marina

### Reykjavik Konsulat Hotel, Curio

Collection by Hilton  
Hafnarstraeti 17-19  
101 Reykjavik, Iceland  
Tel : 354-514-6800  
Email : konsul@icehotels.is  
Website : www.hilton.com/en/hotels/  
rekcuqq-reykjavik-konsulat-hotel

## Alda Hotel Reykjavik

Laugavegur 66-68  
101 Reykjavik, Iceland  
Tel : 354-553-9366  
Email : aldahotel@icehotels.is  
Website : www.icelandairhotels.com/en/hotels/  
reykjavik/hotel-alda-reykjavik

## Iceland Parliament Hotel, Curio

Collection by Hilton  
Aolstraeti 1 & 11, Thorvaldsenstraeti 2-6,  
Vallarstraeti 2-4, Reykjavik, Iceland

## CLUBS & RECREATION

### Kelab Darul Ehsan, Selangor

Taman Tun Abdul Razak  
Jalan Kerja Air Lama  
68000 Ampang Jaya  
Selangor Darul Ehsan  
Tel : 603-4257 2333  
Email : kde@berjayaclubs.com

### Bukit Kiara Equestrian & Country Resort,

Kuala Lumpur  
Jalan Bukit Kiara  
Off Jalan Damansara  
60000 Kuala Lumpur  
Tel : 603-2093 1222  
Email : kiara@berjayaclubs.com

### Bukit Jalil Golf & Country Resort,

Kuala Lumpur  
Jalan Jalil Perkasa 3, Bukit Jalil  
57000 Kuala Lumpur  
Tel : 603-8994 1600  
Email : jalil@berjayaclubs.com

### Berjaya Hills Golf & Country Club

KM48, Persimpangan Bertingkat Lebuhraya Karak  
28750 Bukit Tinggi  
Bentong  
Pahang Darul Makmur  
Tel : 609-288 8180  
Email : golf@bhgccc.com.my

### Bukit Banang Golf & Country Club, Johor

No. 1, Persiaran Gemilang  
Bandar Banang Jaya  
83000 Batu Pahat  
Johor Darul Takzim  
Tel : 607-428 6001  
Email : banang@berjayaclubs.com

### Staffield Country Resort, Negeri Sembilan

Batu 13, Jalan Seremban-Kuala Lumpur  
71700 Mantin  
Negeri Sembilan Darul Khusus  
Tel : 03-8766 6117  
Email : staffield@berjayaclubs.com

### Tioman Island Golf Club, Pahang

P.O. Box 4  
86807 Mersing  
Johor Darul Takzim  
Tel : 603-8766 6117  
Email : tioman.golf@berjayahotel.com

## VACATION TIMESHARE & TRAVEL

### Berjaya Vacation Club Berhad – Kuala Lumpur

Lot 5-04, 5th Floor  
Fahrenheit 88  
179, Jalan Bukit Bintang  
55100 Kuala Lumpur  
Tel : 603-2116 9999  
Fax : 603-2141 9288/2148 6879  
Email : bvc@berjaya.com.my

## Berjaya Air Sdn Bhd

Head Office:  
Berjaya Hangar  
Sultan Abdul Aziz Shah Airport  
47200 Subang  
Selangor Darul Ehsan  
Tel : 603-7847 1338  
Fax : 603-7842 2038

## Asia Jet Partners Malaysia Sdn Bhd

Lot M6 & M7, Skypark Terminal  
Sultan Abdul Aziz Shah Airport  
47200 Subang  
Selangor Darul Ehsan  
Tel : 603-7845 1888  
Email : admin@asiajet.com.my

## PROPERTY INVESTMENT & DEVELOPMENT

### Main Office:

Level 12 (East Wing)  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2149 1999/2142 8028  
Fax : 603-2143 2028/2145 2126  
Email : property@berjaya.com.my

### Property Management:

Lot 1.35B, 1st Floor Podium Block  
Plaza Berjaya  
No. 12, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2110 6858  
Fax : 603-2110 3272  
Email : propmgmt@berjaya.com.my

### Vietnam Office:

#### Berjaya – D2D Co. Limited

6th Floor, Bao Viet Tower  
233 Dong Khoi Street  
Ben Nghe Ward, District 1  
Ho Chi Minh City  
Socialist Republic of Vietnam  
Tel : 84-28-3521 0038 (General)  
: 84-28-3521 0001 (Marketing)  
Fax : 84-28-3521 0039

#### Berjaya Handico12 Co., Ltd

The Pavilion  
Hanoi Garden City  
Khu DTM Thach Ban, Phuong Thach Ban,  
Long Bien District, Hanoi,  
Socialist Republic of Vietnam  
Tel : 84-24-3652 6666  
Fax : 84-24-3652 6668

### China Office:

#### Berjaya Sanhe Real Estate Development Co. Ltd.

#### Berjaya (China) Great Mall Co. Ltd.

38 Xing Gong West Street  
Yanjiao Development Zone  
065201 Sanhe City  
People's Republic of China  
Tel : 86-10-6159 7200/86-316-333 8022

### Property Addresses:

#### Indah UPC Shops

3 1/2 Mile, Jalan Klang Lama  
58000 Kuala Lumpur

#### Klang Lama New Business Centre

Gemilang Indah Apartments  
Jalan 2/110A  
Batu 3 1/2, Jalan Klang Lama  
58200 Kuala Lumpur

#### Pines Condominiums

No. 116, Jalan Sultan Abdul Samad  
Brickfields  
50470 Kuala Lumpur

# GROUP ADDRESSES

## **Ixora Apartments**

Jalan Rusa  
Off Jalan Tun Razak  
50400 Kuala Lumpur

## **Robson Condominiums**

Jalan 2/87D, Robson Heights  
Persiaran Syed Putra 2  
50470 Kuala Lumpur

## **1 Petaling Residences & Commerz @ Sg. Besi**

Jalan 1C/149, Off Jalan Sungai Besi  
57100 Kuala Lumpur

## **Petaling Indah Condominiums**

Jalan 1C/149, Off Jalan Sungai Besi  
57100 Kuala Lumpur

## **Sri Pelangi Condominiums**

Sri Pelangi Shops & Apartments  
Jalan Genting Kelang, Setapak  
53300 Kuala Lumpur

## **Taman Cemerlang**

**Cemerlang Heights**  
**Cemerlang Court**  
**Cemerlang Apartment**  
**Cemerlang Shop/Office/Apartment**  
Jalan TC 1/5, Taman Cemerlang Gombak  
53100 Kuala Lumpur

## **Berjaya Park**

Seksyen 32, 40460 Shah Alam  
Selangor Darul Ehsan

## **Vasana 25**

**Seputeh Heights**  
Jalan Bukit Seputeh 3  
Taman Seputeh Heights  
58000 Kuala Lumpur

## **Subang Heights**

Jalan SH7/SHB, Taman Subang Heights  
47500 Subang Jaya  
Selangor Darul Ehsan

## **The Peak @ Taman TAR**

Off Jalan Sultan  
Taman Tun Abdul Razak  
68000 Ampang  
Selangor Darul Ehsan

## **Greenfields Apartments**

Green Avenue Condominiums  
No. 8, Jalan 1/155B, Bukit Jalil  
57000 Kuala Lumpur

## **Residensi Lanai**

**Arena Green Apartments**  
Jalan 1/55A, Bukit Jalil  
57000 Kuala Lumpur

## **Savanna Bukit Jalil Condominiums**

Jalan 1/155A, Bukit Jalil  
57000 Kuala Lumpur

## **Savanna 2 Bukit Jalil**

Covillea Bukit Jalil  
Jalan Jalil Perkasa 7  
Bukit Jalil, 57000 Kuala Lumpur

## **Jalil Link @ Bukit Jalil**

Jalan 1/155B, Bukit Jalil  
57000 Kuala Lumpur

## **The Link 2 @ Bukit Jalil**

Jalan Jalil Perkasa 1, Bukit Jalil  
57000 Kuala Lumpur

## **KM1 East & West Condominiums @ Bukit Jalil**

Jalan Jalil Perkasa, Bukit Jalil  
57000 Kuala Lumpur

## **Kinrara Ria Apartments**

Jalan TK 4/11, Taman Kinrara Seksyen IV  
47100 Puchong  
Selangor Darul Ehsan

## **Kinrara Putri Apartments**

Jalan TK 4/12  
Taman Kinrara Seksyen IV  
47100 Puchong  
Selangor Darul Ehsan

## **Kinrara Low Cost Shops & Apartments**

Jalan TK 4/13  
Taman Kinrara Seksyen IV  
47100 Puchong  
Selangor Darul Ehsan

## **Kinrara Mas Shops & Apartments**

Jalan TK 4/14  
Taman Kinrara Seksyen IV  
47100 Puchong  
Selangor Darul Ehsan

## **Kinrara Mas Low Cost Shops**

Jalan TK 4/13  
Taman Kinrara Seksyen IV  
47100 Puchong  
Selangor Darul Ehsan

## **Kinrara Shops, Offices & Apartments**

Jalan TK 4/5  
Taman Kinrara Seksyen IV  
47100 Puchong  
Selangor Darul Ehsan

## **Kuantan Perdana Shop Office**

Jalan Tun Ismail  
25000 Kuantan  
Pahang Darul Makmur

## **Ritz-Carlton Residences**

**Menara Bangkok Bank@Berjaya Central Park**  
Jalan Sultan Ismail/Jalan Ampang  
50250 Kuala Lumpur

## **Berjaya Hills**

KM48  
Persimpangan Bertingkat Lebuhraya Karak  
28750 Bukit Tinggi, Bentong  
Pahang Darul Makmur  
Malaysia  
Tel : 609-288 8888  
Fax : 609-288 3018

## **Batu Pahat Office:**

## **Berjaya Land Development Sdn Bhd**

74 & 75, Jalan Gemilang  
Taman Banang Jaya  
83000 Batu Pahat  
Johor Darul Takzim  
Tel : 607-428 8678

## **Penang Office:**

88 Jalan Masjid Negeri  
11600 Pulau Pinang  
Tel : 604-658 2828

## **Singapore Office:**

## **Berjaya Corporation (S) Pte. Ltd.**

680 Upper Thomson Road  
#01-13 Singapore 787103  
Tel : 602-6227 3688  
Fax : 602-6225 4966

## **Complexes:**

## **Berjaya Megamall**

Lot 3.18, 3rd Floor, Berjaya Megamall  
Jalan Tun Ismail, Sri Dagangan  
25000 Kuantan, Pahang  
Tel : 09-5088 188  
Fax : 09-5088 199

## **Plaza Berjaya, Kuala Lumpur**

Lot 2.05, 2nd Floor  
Podium Block Plaza Berjaya  
No. 12, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2141 2818

## **Kota Raya Complex, Kuala Lumpur**

Lot 3.16A, Level 3  
Kota Raya Complex  
Jalan Tun Tan Cheng Lock  
50000 Kuala Lumpur  
Tel : 603-2072 2562

## **Wisma Cosway**

Lot 1.11, 1st Floor, Wisma Cosway  
88, Jalan Raja Chulan  
50200 Kuala Lumpur  
Tel : 03-2148 2722

## **CONSUMER MARKETING, DIRECT SELLING & RETAIL**

## **Cosway (M) Sdn Bhd**

**Head Office:**  
18-01-01B Menara Cosway  
Plaza Berjaya  
No. 12, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-21161188/6688  
Email : customercare@cosway.com.my  
Website : www.cosway.com.my

## **Country Farms Sdn Bhd**

Unit-C2 Natco Industrial Park  
Lot 9 Lorong Keluli 1B  
Kawasan Perindustrian Bukit Raja Selatan  
Seksyen 7, 40000 Shah Alam  
Selangor Darul Ehsan  
Tel : 603-3342 4401/3342 4402  
Fax : 603-3342 4404  
Email : info@countryfarmorganics.com

## **Berjaya Books Sdn Bhd**

G16, G16A-C, Ground Floor  
The Curve  
No. 6, Jalan PJU 7/3  
Mutiara Damansara  
47800 Petaling Jaya  
Selangor Darul Ehsan  
Tel : 603-7725 8412  
Email : info@borders.com.my

## **MOTOR TRADING AND DISTRIBUTION**

## **Berjaya China Motor Sdn Bhd**

Lot 3, Jalan 225, Section 51A  
46100 Petaling Jaya  
Selangor Darul Ehsan  
Tel : 603-7954 1188  
Fax : 603-7955 1189

## **H.R. Owen Plc.**

Melton Court  
25-27 Old Brompton Road  
London SW7 3TD United Kingdom  
Tel : 44-20-7245 1122  
Website : www.hrowen.co.uk

## **GAMING & LOTTERY MANAGEMENT**

## **Sports Toto Malaysia Sdn Bhd**

Lot 13-01, Level 13 (East Wing)  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2148 9888  
Fax : 603-2141 9581  
Email : webmaster@sportstoto.com.my  
Website : www.sportstoto.com.my

# GROUP ADDRESSES

## **Berjaya Philippines Inc.**

9th Floor, Rufino Pacific Tower  
6784 Ayala Avenue corner V.A. Rufino Street  
Makati City  
Metro Manila, Philippines  
Tel : 632-8811 0668  
Fax : 632-8811 2293  
Website : www.berjaya.com.ph

## **International Lottery & Totalizator Systems, Inc., USA**

2310 Cousteau Court  
Vista (San Diego)  
California 92081-8346  
United States of America  
Tel : 1-760-598 1655  
Fax : 1-760-598 0219  
Email : mktg@ilts.com  
Website : www.ilts.com

## **Berjaya Gia Thinh Investment Technology Joint Stock Company**

Level 17, Lim II Building  
62A Cach Mang Thang Tam  
Ward 6, District 3  
Ho Chi Minh City  
Socialist Republic of Vietnam  
Email : info@bgt.com.vn

## **FOOD & BEVERAGE**

### **Berjaya Starbucks Coffee Company Sdn Bhd**

Lot 10-04, Level 10, West Wing  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2052 5888  
Fax : 603-2052 5889

### **Berjaya Food Trading Sdn Bhd**

Lot 9-11, Level 9, East Wing  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2052 5888  
Fax : 603-2052 5889

### **Berjaya Food Supreme Sdn Bhd**

Unit 202, 2nd Floor  
Mabohai Shopping Complex  
Jalan Kebangsaan (Mabohai)  
Bandar Seri Begawan BA1111  
Brunei Darussalam  
Tel : 603-2052 5888  
Fax : 603-2052 5889

### **Berjaya Roasters (M) Sdn Bhd**

Lot 09-16, Level 9, East Wing  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2119 9888  
Fax : 603-2142 7688  
Email : roasters@krr.com.my

### **Roasters Asia Pacific (M) Sdn Bhd**

Lot 07-33, Level 7, West Wing  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2145 3259  
Fax : 603-2143 4085

### **Berjaya Krispy Kreme Doughnuts Sdn Bhd**

Lot 07-33, Level 7, West Wing  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2141 2699  
Fax : 603-2143 4085

## **Ser Vegano Sdn Bhd**

A-G-03A, Glomac, Galeria Hartamas  
Jalan 26A/70A, Desa Sri Hartamas  
50480 Kuala Lumpur  
Tel : +6012-391 8430/+6011-1150 3606  
Website : www.Salaki.com

## **Simply Real Sdn Bhd**

G-11, 1 Mont Kiara  
No.1, Jalan Kiara, Mont Kiara  
50480 Kuala Lumpur

## **Berjaya Jollibean (M) Sdn Bhd**

Lot 07-33, Level 7, West Wing  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2141 2699  
Fax : 603-2143 4085

## **Jollibean Foods Pte Ltd, Singapore**

No. 63, Ubi Avenue 1  
# 07-06, Boustead House  
Singapore 408937  
Tel : +65 6746 3877  
Fax : +65 6746 8802

## **Just KPop Limited**

5th Floor, Lotte World Mall,  
Olympic-ro 300, Songpa-gu, Seoul  
South Korea  
Tel : 82-1644 9996

## **ENVIRONMENTAL SERVICES**

### **Berjaya EnviroParks Sdn Bhd**

**Berjaya Energies Sdn Bhd**  
**Amita Berjaya Sdn Bhd**  
09-03 & 09-05, Level 9, East Wing  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2688 6333  
Fax : 603-2688 6332

### **Boluo Longxi Water Supply Co., Ltd.**

### **Boluo Longxi Zhiwang Water Supply Co., Ltd.**

### **Boluo Longxi Pengfa Water Supply Co., Ltd.**

Level 3A, Hong Hui Building  
No. 11, GangHu Road  
516121 Longxi Sub-District, Boluo County  
Huizhou, Guangdong Province  
People's Republic of China  
Tel : +86-752-667 8337

## **WHOLESALE DISTRIBUTION**

### **Kimia Suci Sdn Bhd**

21, Jalan TUDM,  
Kampung Baru Subang  
40000 Shah Alam  
Selangor Darul Ehsan  
Tel : 603-7847 6268

## **TELECOMMUNICATIONS**

### **REDtone Digital Berhad**

### **(f.k.a. REDtone International Berhad)**

Suites 22-30, 5th floor  
IOI Business Park  
47100 Puchong  
Selangor Darul Ehsan  
Tel : 603-8084 8888  
Website : www.redtone.com

## **EDUCATION**

### **Berjaya Higher Education Sdn Bhd**

### **Berjaya University College**

Level 11 West Wing  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2687 7000  
Fax : 603-2687 7001  
Email : info@berjaya.edu.my

### **Berjaya College Sdn Bhd**

### **Berjaya TVET College**

Lot 10 – 12A, Level 10, East Wing  
Berjaya Times Square  
No 1, Jalan Imbi,  
55100 Kuala Lumpur  
Tel : 603-2148 8068  
Fax : 603 2141 3251  
Email : bc.info@berjaya.edu.my

### **Informatics Education Ltd**

100 Victoria Street  
#13-01/02 National Library Building  
Singapore 188064  
Tel : 65-6580 4555  
Fax : 65-6565 1371  
Website : www.informaticseducation.com

## **OTHERS**

### **Berjaya Registration Services Sdn Bhd**

Lot 10-04A & 10-04B, Level 10, West Wing  
Berjaya Times Square  
No. 1, Jalan Imbi  
55100 Kuala Lumpur  
Tel : 603-2145 0533  
Fax : 603-2145 9702

### **Natural Intelligence Solutions Technology Sdn Bhd**

*Malaysia (HQ):*  
Unit 16D, Level 16, Office Block Plaza Berjaya  
12 Jalan Imbi  
55100 Kuala Lumpur  
Malaysia

### *Singapore:*

133 Cecil Street  
#17-01B Keck Seng Tower  
Singapore 069535

### *Philippines:*

A Clean & Well-Lighted Place  
F.Ortigas Jr.Road  
Ortigas Center, Pasig City  
Philippines 1605

### **BLoyalty Sdn Bhd**

16th Floor, Office Block  
Plaza Berjaya  
Jalan Imbi  
55100 Kuala Lumpur  
Email : enquiry@binfinite.com.my

# RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

Berjaya Corporation Berhad (“BCorp”) Group with the following Related Parties	Nature of transactions undertaken by BCorp and/or its unlisted subsidiary companies	Amount transacted during the financial year (RM’000)
<b>Berjaya Assets Berhad (“BAssets”) and its unlisted subsidiaries:</b>		
BAssets	Provision of share registration services by Berjaya Registration Services Sdn Bhd (“BRegistration”)	56
BAssets and its subsidiary companies	Supply of stationery products and printing services by Inter-Pacific Trading Sdn Bhd (“IPTSB”)	6
	Provision of human resources management services by E.V.A. Management Sdn Bhd (“E.V.A. Management”)	5
	Loyalty reward fees receivable by BLoyalty Sdn Bhd (“BLoyalty”) for managing the loyalty card programme	1
	Sales of consumer products by JL Morison (Malaya) Sdn Bhd (“JL Morison”)	26
	Leasing & hire purchase provided by Prime Credit Leasing Berhad (“PCL”)	1,566
BTS Car Park Sdn Bhd	Parking charges payable monthly by the BCorp Group for leasing of parking bays	440
Berjaya Times Square Sdn Bhd (“BTSSB”)	Rental payable by Berjaya EnviroParks Sdn Bhd for renting of office premises at Lots 09-01, 09-02 & 09-03, 9 <sup>th</sup> Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	251
	Rental payable by Roasters Asia Pacific (M) Sdn Bhd (“RAPM”) for renting of office premises at Lot 07-24, 7 <sup>th</sup> Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	145
	Rental payable by Cosway (M) Sdn Bhd (“CMSB”) for renting of shoplots at Lots LG-12 & LG-20, Lower Ground Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	447
	Rental payable by CMSB for renting of office premises at Lots 08-52 & 08-53, 8 <sup>th</sup> Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	35
	Rental payable by Berjaya Krispy Kreme Doughnuts Sdn Bhd for renting of kiosk at Lot LG19-C, Lower Ground Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	94
	Rental payable by Berjaya College Sdn Bhd for renting of office premises at Lots 10-11, 10-12 & 10-12A, 10 <sup>th</sup> Floor, and Lot 11-02A, 11 <sup>th</sup> Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	569
	Rental payable by BRegistration for renting of office premises at Lot 10-02A, 10 <sup>th</sup> Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	265
	Rental payable by Berjaya Higher Education Sdn Bhd (“Berjaya Higher Education”) for renting of premises at Lot 14-01, 14 <sup>th</sup> Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	1,076
	Rental payable by Berjaya Higher Education for renting of shoplots at Lots 09-23, 09-24 & 09-25, 9 <sup>th</sup> Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	17

## RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

Berjaya Corporation Berhad (“BCorp”) Group with the following Related Parties	Nature of transactions undertaken by BCorp and/or its unlisted subsidiary companies	Amount transacted during the financial year (RM'000)
	Rental payable by Inter-Pacific Securities Sdn Bhd for renting of premises at rooftop, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	6
	Rental payable by Berjaya Enviro Holdings Sdn Bhd at RM8,682 per month for renting of office premises at Lots 08-65,08-66 & 08-67, 8 <sup>th</sup> Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	104
	Rental payable by BPJ-Berjaya Sdn Bhd at RM3,301 per month for renting of office premises at Lots 09-37 & 09-39, 9th Floor, Berjaya Time Square, Jalan Imbi, Kuala Lumpur	20
Berjaya Waterfront Sdn Bhd	Rental payable by CMSB for renting of shoplot at Lot 2.40, Level 2, Berjaya Waterfront Complex, Jalan Ibrahim Sultan, Stulang Laut, Johor Bahru.	14
Berjaya Assembly Sdn Bhd	Receipt of vehicles assembly related services by Berjaya China Motor Sdn Bhd	1,625
<b>Total</b>		<b>6,768</b>
<b>Berjaya Media Berhad (“BMedia”) and its unlisted subsidiaries:</b>		
BMedia	Provision of share registration services and printing to mailing by BRegistration	27
	Provision of human resources management services by E.V.A. Management	17
Sun Media Corporation Sdn Bhd	Procurement of advertising and publishing services by the BCorp Group	40
<b>Total</b>		<b>84</b>
<b>7-Eleven Holdings Berhad and its unlisted subsidiary companies:</b>		
7-Eleven Malaysia Sdn Bhd	Loyalty reward fees receivable by BLoyalty Sdn Bhd (“BLoyalty”) for managing the loyalty card programme	3
	Provision of transportation services by Securexpress Services Sdn Bhd (“Securexpress Services”)	7,300
	Provision of share registration services and other related services by BRegistration	34
	Provision of human resources management services by E.V.A. Management	7
	Rental Income receivable from Wangsa Tegap Sdn Bhd	120
	Sales of consumer products by JL Morison	943
	Rental income receivable by Berjaya Hills Resort Berhad (“BHills”) at RM500 per month for renting of shoplot at La Flamme Rose, Berjaya Hills Resort, KM48, Persimpangan Bertingkat, Lebuhraya Karak, Bukit Tinggi, Bentong, Pahang	6
Rental income receivable by BHills at RM800 per month for renting of 2 units quarter at Alamanda Staff Quarters, KM48, Persimpangan Bertingkat, Lebuhraya Karak, Bukit Tinggi, Bentong, Pahang	10	
<b>Total</b>		<b>8,423</b>

## RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

Berjaya Corporation Berhad (“BCorp”) Group with the following Related Parties	Nature of transactions undertaken by BCorp and/or its unlisted subsidiary companies	Amount transacted during the financial year (RM'000)
<b>BFood Group and its unlisted subsidiaries</b>		
BFood and its subsidiary companies	Provision of transportation services by Securexpress Services.	31
	Provision of human resource management services services fees by E.V.A. Management	150
	Supply of cleaning chemical products by Kimia Suchi Marketing Sdn Bhd	154
	Loyalty rewards fees received by BLoyalty for managing the loyalty card programme	102
Berjaya Food Berhad	Management fees received by BCorp	300
	Provision of share registration services and other related services by BRegistration	44
Berjaya Roasters (M) Sdn Bhd	Royalty fee received/receivable by RAPM	168
	Fee paid/payable by RAPM pursuant to the rights awarded for granting of franchises to the independent franchisees	31
	Provision of leasing and hire purchase facilities by PCL	4,123
	Supply of reload card and other related services by BLoyalty.	30
Berjaya Starbucks Coffee Company Sdn Bhd	Rental Income receivable by Wangsa Tegap Sdn Bhd At Lot 1-1-1A, Menara Bangkok Bank, Laman Sentral Berjaya, No.105, Jalan Ampang, 50450 Kuala Lumpur	382
Berjaya Food Trading Sdn Bhd	Fee payable by BCorp Group for purchase of bottled beverages and Joybean beverages	3
<b>Total</b>		<b>5,518</b>
<b>Other related parties:-</b>		
MOL.com Sdn Bhd and its subsidiary companies <sup>(a)</sup>	Provision of human resources management services by E.V.A. Management	2
Qinetics Solutions Sdn Bhd and its subsidiary company <sup>(a)</sup>	Purchase of hardware and networking equipment and receipt of information technology consultancy, maintenance, management and other services by the BCorp Group	1,301
	Receipt of network hosting services by E.V.A. Management	112
Roda Indah Sdn Bhd <sup>(a)</sup>	Provision of human resources management services by E.V.A. Management	5

## RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

Berjaya Corporation Berhad (“BCorp”) Group with the following Related Parties	Nature of transactions undertaken by BCorp and/or its unlisted subsidiary companies	Amount transacted during the financial year (RM’000)
U Mobile Sdn Bhd (“UMobile”) <sup>(b)</sup>	Rental income receivable by BHills for renting of broadcasting sites at KM48, Persimpangan Bertingkat, Lebuhraya Karak, Bukit Tinggi, Bentong, Pahang	118
	Provision of printing and mailing services by BRegistration	2,257
	Loyalty reward fees receivable by BLoyalty for managing the loyalty card programme	1
	Rental income receivable by Stephens Properties Sdn Bhd for renting of premises at rooftop, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur	31
Berjaya Retail Berhad <sup>(a)</sup>	Provision of share registration services and printing to mailing by BRegistration	2
	Provision of human resources management services by E.V.A. Management	4
Singer (Malaysia) Sdn Bhd <sup>(a)</sup>	Supply of stationery products by IPTSB	376
Auto Tulin Sdn Bhd <sup>(a)</sup>	Purchase of motor vehicles, component parts and other related products and services by the BCorp Group	31
	Provision of human resources management services by E.V.A. Management	4
<b>Total</b>		<b>4,244</b>
<b>Grand Total</b>		<b>25,037</b>

**Notes:**

- (a) Company where Tan Sri Dato’ Seri Vincent Tan Chee Yioun (“TSVT”), a major shareholder of the Company deemed to have an interest.
- (b) A company in which Dato’ Sri Robin Tan Yeong Ching (“DSRT”) has interests. TSVT is also a substantial shareholder of UMobile. TSVT is the father of DSRT.

# STATEMENT OF DIRECTORS' SHAREHOLDINGS

AS AT 1 OCTOBER 2021

## THE COMPANY

	Number of Ordinary Shares			
	Direct Interest	%	Deemed Interest	%
Tan Sri Dato' Seri Vincent Tan Chee Yioun	1,331,642,298	25.90	1,209,097,463*	23.52
	-	-	14,949,106 <sup>#</sup>	0.29
Dato' Sri Robin Tan Yeong Ching	2,381,113	0.05	617,555,404*	12.01
	-	-	5,356 <sup>#</sup>	0.00
Abdul Jalil Bin Abdul Rasheed	186,571,000	3.63	-	-
Vivienne Cheng Chi Fan	12,854	0.00	-	-
Datuk Robert Yong Kuen Loke	1,093,606	0.02	-	-
Datin Seri Sunita Mei-Lin Rajakumar	40,000	0.00	-	-
Dato' Leong Kwei Chun	4,038	0.00	-	-

### Number of 5% Irredeemable Convertible Unsecured Loan Stocks 2012/2022 of RM1.00 nominal value each

	Direct Interest	%	Deemed Interest	%
Tan Sri Dato' Seri Vincent Tan Chee Yioun	96,658,265	20.79	67,486,700*	14.52
	-	-	15,657,349 <sup>#</sup>	3.37
Dato' Sri Robin Tan Yeong Ching	2,620,500	0.56	31,290,000*	6.73
	-	-	1,000 <sup>#</sup>	0.00
Vivienne Cheng Chi Fan	2,000	0.00	-	-
Nerine Tan Sheik Ping	132,000	0.03	-	-
Datuk Robert Yong Kuen Loke	2,516,508	0.54	-	-

### Number of Warrants 2012/2022

	Direct Interest	%	Deemed Interest	%
Tan Sri Dato' Seri Vincent Tan Chee Yioun	211,082,731	30.15	144,420,100*	20.63
	-	-	1,500,000 <sup>#</sup>	0.21
Dato' Sri Robin Tan Yeong Ching	2,620,500	0.37	85,000,000*	12.14
	-	-	1,000 <sup>#</sup>	0.00
Vivienne Cheng Chi Fan	2,000	0.00	-	-
Datuk Robert Yong Kuen Loke	170,108	0.02	-	-

### Number of 2% Irredeemable Convertible Unsecured Loan Stocks 2016/2026 of RM1.00 nominal value each

	Direct Interest	%	Deemed Interest	%
Tan Sri Dato' Seri Vincent Tan Chee Yioun	102,627,780	99.80	-	-

### Number of Warrants 2016/2026

	Direct Interest	%	Deemed Interest	%
Tan Sri Dato' Seri Vincent Tan Chee Yioun	353,135,340	49.98	-	-



# STATEMENT OF DIRECTORS' SHAREHOLDINGS

AS AT 1 OCTOBER 2021

## SUBSIDIARIES COMPANIES

Berjaya Land Berhad	Direct Interest	Number of Ordinary Shares	
		%	Deemed Interest
Tan Sri Dato' Seri Vincent Tan Chee Yioun	97,442,000	1.98	4,149,570,372*
Dato' Sri Robin Tan Yeong Ching	600,000	0.01	51,100,000*
Nerine Tan Sheik Ping	2,000,000	0.04	-
Datuk Seri Zurainah Binti Musa	680,000	0.01	-
Datuk Robert Yong Kuen Loke	360,808	0.01	-

Berjaya Sports Toto Berhad	Direct Interest	Number of Ordinary Shares	
		%	Deemed Interest
Tan Sri Dato' Seri Vincent Tan Chee Yioun	10,408,695	0.78	656,734,948*
Dato' Sri Robin Tan Yeong Ching	1,017,213	0.08	-
Datuk Robert Yong Kuen Loke	124,903	0.01	-
Penelope Gan Paik Ling	10,100	0.00	-

Berjaya Food Berhad	Direct Interest	Number of Ordinary Shares	
		%	Deemed Interest
Tan Sri Dato' Seri Vincent Tan Chee Yioun	7,437,900	2.08	216,665,420*
Dato' Sri Robin Tan Yeong Ching	2,786,000	0.78	2,930,900*

	Direct Interest	Number of Ordinary Shares under Employees' Share Scheme ("ESS")	
		%	Deemed Interest
<b>ESS Options</b>			
Dato' Sri Robin Tan Yeong Ching	1,224,000	0.34	-
<b>ESS Shares</b>			
Dato' Sri Robin Tan Yeong Ching	90,000	0.03	-

REDtone Digital Berhad (formerly known as REDtone International Berhad)	Direct Interest	Number of Ordinary Shares	
		%	Deemed Interest
Tan Sri Dato' Seri Vincent Tan Chee Yioun	7,000,000	0.91	404,914,692*

### Notes:

\* Indirect interests pursuant to Section 8 of the Companies Act 2016.

# Indirect interests pursuant to Section 59(11)(c) of the Companies Act 2016.

By virtue of his interests in the shares of Berjaya Corporation Berhad ("the Company"), Tan Sri Dato' Seri Vincent Tan Chee Yioun is also deemed interested in the shares of all the subsidiary companies of the Company to the extent the Company has an interest.

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

# STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 1 OCTOBER 2021

## ANALYSIS OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	%	No. of Ordinary Shares	%
less than 100	10,596	14.81	347,444	0.01
100 - 1,000	23,640	33.04	9,906,633	0.19
1,001 - 10,000	22,945	32.06	82,322,544	1.60
10,001 - 100,000	11,933	16.68	363,186,230	7.06
100,001 - 257,080,019	2,443	3.41	4,076,243,453	79.28
257,080,020 and above	2	0.00	609,594,096	11.86
<b>Total</b>	<b>71,559</b>	<b>100.00</b>	<b>5,141,600,400</b>	<b>100.00</b>

Note: Each share entitles the holder to one vote.

\* Denotes 5% of the total number of issued shares with voting right.

## THIRTY LARGEST SHAREHOLDERS

Name of Shareholders	No. of Ordinary Shares	%
1 <b>CIMB Group Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (EDG&CBD)	330,460,166	6.43
2 <b>Kenanga Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	279,133,930	5.43
3 <b>Alliancegroup Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (8087489)	185,347,139	3.60
4 <b>CIMB Group Nominees (Tempatan) Sdn Bhd</b> CIMB Bank Berhad (EDP 2)	135,297,000	2.63
5 <b>CGS-CIMB Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd (M3764C)	110,084,000	2.14
6 <b>CGS-CIMB Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (M3764A)	98,573,300	1.92
7 <b>RHB Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	91,940,980	1.79
8 <b>MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (MGN-UTS0001M)	88,505,400	1.72
9 <b>MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (MGN-VTC0001M)	87,764,942	1.71
10 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	83,290,442	1.62
11 <b>Berjaya Times Square Sdn Bhd</b>	75,883,648	1.48
12 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Berjaya Bright Sdn Bhd (41408491163A)	72,841,600	1.42
13 <b>Citigroup Nominees (Tempatan) Sdn Bhd</b> Exempt An For AIA Bhd	72,436,700	1.41
14 <b>Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Berjaya Bright Sdn Bhd (AS0052)	71,560,000	1.39

# STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 1 OCTOBER 2021

Name of Shareholders	No. of Ordinary Shares	%
15 <b>MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Abdul Jalil Bin Abdul Rasheed (MGN-AJA0001M)	70,000,000	1.36
16 <b>JF Apex Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Abdul Jalil Bin Abdul Rasheed (Margin)	65,571,000	1.28
17 <b>Cheah Fook Ling</b>	59,084,600	1.15
18 <b>RHB Capital Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun	58,576,264	1.14
19 <b>CGS-CIMB Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (MY3309)	57,224,000	1.11
20 <b>Pembinaan Yeng Tong Sdn Bhd</b>	52,000,000	1.01
21 <b>Amsec Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Abdul Jalil Bin Abdul Rasheed	51,000,000	0.99
22 <b>HSBC Nominees (Asing) Sdn Bhd</b> JPMCB NA For Vanguard Emerging Markets Stock Index Fund	46,389,396	0.90
23 <b>Tan Sri Dato' Seri Vincent Tan Chee Yioun</b>	45,383,998	0.88
24 <b>Alliancegroup Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Berjaya Bright Sdn Bhd (3002208)	45,350,240	0.88
25 <b>Citigroup Nominees (Asing) Sdn Bhd</b> Exempt An For Citibank New York (Norges Bank 14)	43,700,000	0.85
26 <b>JF Apex Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (Margin)	43,020,000	0.84
27 <b>Cimsec Nominees (Tempatan) Sdn Bhd</b> CIMB For Tan Sri Dato' Seri Vincent Tan Chee Yioun (PB)	43,000,000	0.84
28 <b>HSBC Nominees (Asing) Sdn Bhd</b> JPMCB NA For Vanguard Total International Stock Index Fund	41,871,161	0.81
29 <b>ABB Nominee (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (BVTCTY TL3)	41,412,592	0.81
30 <b>Amsec Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (MX3977)	40,000,000	0.78
	<b>2,586,702,498</b>	<b>50.32</b>

# STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 1 OCTOBER 2021

## ANALYSIS OF 5% IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS 2012/2022 ("5% ICULS")

Size of 5% ICULS Holdings	No. of 5% ICULS Holders	%	No. of 5% ICULS	%
less than 100	178	4.92	8,208	0.00
100 - 1,000	1,128	31.19	710,021	0.15
1,001 - 10,000	1,318	36.44	5,819,912	1.25
10,001 - 100,000	684	18.91	24,943,087	5.37
100,001 - 23,242,239	307	8.49	314,320,499	67.62
23,242,240 and above	2	0.05	119,043,066	25.61
<b>Total</b>	<b>3,617</b>	<b>100.00</b>	<b>464,844,793</b>	<b>100.00</b>

\* Denotes 5% of the 5% ICULS outstanding.

## THIRTY LARGEST 5% ICULS HOLDERS

Name of 5% ICULS Holders	No. of 5% ICULS	%
1 <b>CIMB Group Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (EDG&CBD)	85,930,866	18.49
2 <b>Teo Kwee Hock</b>	33,112,200	7.12
3 <b>CIMB Group Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd (EDG-TSVT)	17,745,000	3.82
4 <b>Cimsec Nominees (Tempatan) Sdn Bhd</b> CIMB For Rayvin Tan Yeong Sheik (PB)	14,337,449	3.08
5 <b>Wong Yoke Lian</b>	14,111,000	3.04
6 <b>UOB Kay Hian Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Teo Siew Lai	12,984,000	2.79
7 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	10,000,000	2.15
8 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Berjaya Bright Sdn Bhd (41408491163A)	10,000,000	2.15
9 <b>UOB Kay Hian Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Teo Kwee Hock	9,212,100	1.98
10 <b>Berjaya Bright Sdn Bhd</b>	8,830,000	1.90
11 <b>Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Fabulous Channel Sdn Bhd (AF0010)	8,330,000	1.79
12 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For B & B Enterprise Sdn Bhd	5,904,000	1.27
13 <b>ABB Nominee (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (BVTCY TL3)	5,444,000	1.17
14 <b>Ho Chu Chai</b>	5,432,100	1.17
15 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For TINTT Realty Sdn Bhd	5,068,265	1.09
16 <b>Cimsec Nominees (Tempatan) Sdn Bhd</b> CIMB For Teo Ah Seng (PB)	4,953,900	1.07

# STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 1 OCTOBER 2021

Name of 5% ICULS Holders	No. of 5% ICULS	%
17 <b>Tan Lee Hwa</b>	4,590,000	0.99
18 <b>Superior Structure Sdn Bhd</b>	4,295,000	0.92
19 <b>UOB Kay Hian Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Lim Ching Neoh	4,097,000	0.88
20 <b>Palmo Enterprises Sdn Berhad</b>	4,000,000	0.86
21 <b>CIMB Group Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (49877 PDZM)	4,000,000	0.86
22 <b>Khor Keng Saw @ Khaw Ah Soay</b>	3,979,700	0.86
23 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For HQZ Credit Sdn Bhd	3,682,000	0.79
24 <b>Au Yong Mun Yue</b>	3,580,000	0.77
25 <b>RHB Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	3,545,000	0.76
26 <b>Gemtech (M) Sdn Bhd</b>	3,066,700	0.66
27 <b>Malpac Capital Sdn Bhd</b>	3,000,000	0.65
28 <b>Goh Ah Kow</b>	2,881,900	0.62
29 <b>Ong Bee Lian</b>	2,635,500	0.57
30 <b>Dato' Sri Robin Tan Yeong Ching</b>	2,620,500	0.56
	<b>301,368,180</b>	<b>64.83</b>

# STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 1 OCTOBER 2021

## ANALYSIS OF WARRANT HOLDERS (“WARRANT 2012/2022”)

Size of Warrant 2012/2022 Holdings	No. of Warrant 2012/2022 Holders	%	No. of Warrant 2012/2022	%
less than 100	225	5.28	10,395	0.00
100 - 1,000	1,246	29.27	751,233	0.11
1,001 - 10,000	1,274	29.93	5,694,217	0.81
10,001 - 100,000	959	22.53	43,970,793	6.28
100,001 - 35,004,291	550	12.92	407,560,473	58.22
35,004,292 and above	3	0.07	242,098,731	34.58
<b>Total</b>	<b>4,257</b>	<b>100.00</b>	<b>700,085,842</b>	<b>100.00</b>

\* Denotes 5% of the Warrant 2012/2022 outstanding.

## THIRTY LARGEST WARRANT 2012/2022 HOLDERS

Name of Warrant 2012/2022 Holders	No. of Warrant 2012/2022	%
1 <b>Kenanga Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato’ Seri Vincent Tan Chee Yioun	95,560,166	13.65
2 <b>CIMB Group Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato’ Seri Vincent Tan Chee Yioun (49877 PDZM)	76,538,565	10.93
3 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	70,000,000	10.00
4 <b>MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato’ Seri Vincent Tan Chee Yioun (MGN-UTS0001M)	27,606,000	3.94
5 <b>CIMB Group Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Superior Structure Sdn Bhd (CBM4-TSVTCY)	19,351,000	2.76
6 <b>Kenanga Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Premier Merchandise Sdn Bhd (Third Party)	17,047,000	2.43
7 <b>Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Arsam Bin Damis (AA0023)	15,000,000	2.14
8 <b>CIMB Group Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd (TVTCY)	15,000,000	2.14
9 <b>Public Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Yap Jian Ye (E-SPT)	8,750,500	1.25
10 <b>Berjaya Bright Sdn Bhd</b>	7,966,700	1.14
11 <b>Ang Teik Cheang</b>	6,701,000	0.96
12 <b>Chin Chin Seong</b>	6,030,000	0.86
13 <b>ABB Nominee (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato’ Seri Vincent Tan Chee Yioun (BVTCY TL3)	5,444,000	0.78
14 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For B & B Enterprise Sdn Bhd	5,380,000	0.77
15 <b>Alliancegroup Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato’ Seri Vincent Tan Chee Yioun (8087489)	5,100,000	0.73
16 <b>Neng Aik Hong</b>	4,976,000	0.71

# STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 1 OCTOBER 2021

Name of Warrant 2012/2022 Holders	No. of Warrant 2012/2022	%
17 Yap Boon Tian	4,251,600	0.61
18 Tiah Ewe Liang	4,200,000	0.60
19 Nuraiman Bin Jaafar	4,150,000	0.59
20 HQZ Credit Sdn Bhd	3,682,000	0.53
21 Loh Meng Seng	3,492,700	0.50
22 Berjaya Times Square Sdn Bhd	3,313,000	0.47
23 Chin Yew Leong	3,300,000	0.47
24 Chan Yuk Chian	3,040,000	0.43
25 Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Pantai Cemerlang Sdn Bhd	3,000,000	0.43
26 Chin Chin Seong	3,000,000	0.43
27 Dato' Sri Robin Tan Yeong Ching	2,620,500	0.37
28 Public Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Tan Leong Eu (E-KPG)	2,600,000	0.37
29 Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Chong Hwa Jau (7002643)	2,600,000	0.37
30 Kenanga Nominees (Tempatan) Sdn Bhd Rakuten Trade Sdn Bhd For Mashayu Binti Mohd Rahim	2,376,300	0.34
	<b>432,077,031</b>	<b>61.70</b>

# STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 1 OCTOBER 2021

## ANALYSIS OF 2% IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS 2016/2026 ("2% ICULS")

Size of 2% ICULS Holdings	No. of 2% ICULS Holders	%	No. of 2% ICULS	%
less than 100	-	0.00	-	0.00
100 - 1,000	73	82.95	68,600	0.07
1,001 - 10,000	5	5.68	20,800	0.02
10,001 - 100,000	3	3.41	119,900	0.11
100,001 - 5,141,853	3	3.41	9,510,000	9.25
5,141,854 and above	4	4.55	93,117,780	90.55
<b>Total</b>	<b>88</b>	<b>100.00</b>	<b>102,837,080</b>	<b>100.00</b>

\* Denotes 5% of the 2% ICULS outstanding.

## THIRTY LARGEST 2% ICULS HOLDERS

Name of 2% ICULS Holders	No. of 2% ICULS	%
1 <b>CGS-CIMB Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (M3764A)	54,175,000	52.68
2 <b>Kenanga Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun	16,732,780	16.27
3 <b>MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (MGN-VTC0001M)	12,390,000	12.05
4 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun	9,820,000	9.55
5 <b>CIMB Group Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (49877 PDZM)	4,000,000	3.89
6 <b>Cimsec Nominees (Tempatan) Sdn Bhd</b> CIMB For Tan Sri Dato' Seri Vincent Tan Chee Yioun (PB)	3,000,000	2.92
7 <b>MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (MGN-UTS0001M)	2,510,000	2.44
8 <b>Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Arsam Bin Damis (AA0023)	87,000	0.08
9 <b>Liew Kem Yoong</b>	20,000	0.02
10 <b>Chew Kuang Hui</b>	12,900	0.01
11 <b>Lee Eng Min</b>	5,600	0.01
12 <b>Ling Hei Sic</b>	5,000	-
13 <b>Lew Kin Meng</b>	4,400	-
14 <b>Public Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Mun Tiek Chun (E-BMM)	3,000	-
15 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Chan Ah Ngau	2,800	-
16 <b>Loy Soo Fong</b>	1,000	-
17 <b>Lim Kwi Neo</b>	1,000	-



# STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 1 OCTOBER 2021

Name of 2% ICULS Holders	No. of 2% ICULS	%
18 Lim Ah Choo	1,000	-
19 Marshitah Binti Abdul Rahim	1,000	-
20 Mohamad Nasir Bin Mohd Yusoff	1,000	-
21 Chai Lay Hong	1,000	-
22 Lee May Yee	1,000	-
23 Lim Kheng Kuan	1,000	-
24 Goh Sie Chin	1,000	-
25 Ernest Lau Lub Ding	1,000	-
26 Lim Seed Ling	1,000	-
27 Chong Li Chun	1,000	-
28 Hoon Seong Ong	1,000	-
29 Lee Hor Choo	1,000	-
30 Tan Thiam Chai	1,000	-
	<b>102,783,480</b>	<b>99.92</b>

# STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 1 OCTOBER 2021

## ANALYSIS OF WARRANT HOLDERS (“WARRANT 2016/2026”)

Size of Warrant 2016/2026 Holdings	No. of Warrant 2016/2026 Holders	%	No. of Warrant 2016/2026	%
less than 100	1	0.09	40	0.00
100 - 1,000	90	8.60	79,000	0.01
1,001 - 10,000	115	10.98	904,300	0.13
10,001 - 100,000	482	46.04	25,329,500	3.58
100,001 - 35,324,833	357	34.10	448,833,840	63.53
35,324,834 and above	2	0.19	231,350,000	32.75
<b>Total</b>	<b>1,047</b>	<b>100.00</b>	<b>706,496,680</b>	<b>100.00</b>

\* Denotes 5% of the Warrant 2016/2026 outstanding.

## THIRTY LARGEST WARRANT 2016/2026 HOLDERS

Name of Warrant 2016/2026 Holders	No. of Warrant 2016/2026	%
1 <b>Kenanga Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato’ Seri Vincent Tan Chee Yioun (Third Party)	180,000,000	25.48
2 <b>CGS-CIMB Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato’ Seri Vincent Tan Chee Yioun (M3764A)	51,350,000	7.27
3 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato’ Seri Vincent Tan Chee Yioun	31,731,560	4.49
4 <b>Nga Kor Kian</b>	27,500,000	3.89
5 <b>Kenanga Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato’ Seri Vincent Tan Chee Yioun	26,154,000	3.70
6 <b>MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato’ Seri Vincent Tan Chee Yioun (MGN-VTC0001M)	24,780,000	3.51
7 <b>Alliancegroup Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato’ Seri Vincent Tan Chee Yioun (8087489)	24,119,780	3.41
8 <b>RHB Capital Nominees (Tempatan) Sdn Bhd</b> Chan Seng Fatt	21,337,800	3.02
9 <b>MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Tan Sri Dato’ Seri Vincent Tan Chee Yioun (MGN-UTS0001M)	15,000,000	2.12
10 <b>RHB Nominees (Tempatan) Sdn Bhd</b> Tan Choon Piew	10,700,000	1.51
11 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Jonathan Ting Ge	10,300,000	1.46
12 <b>Soo Meng Chong Holdings Sdn Bhd</b>	7,580,000	1.07
13 <b>Cimsec Nominees (Tempatan) Sdn Bhd</b> CIMB For Lee Soi Gek (PB)	6,800,000	0.96
14 <b>RHB Capital Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Lim Chee Seong (CEB)	6,000,000	0.85
15 <b>Khong Heng Jian</b>	5,952,700	0.84

# STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 1 OCTOBER 2021

Name of Warrant 2016/2026 Holders	No. of Warrant 2016/2026	%
16 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Madharan A/L Kipi Nambia	5,053,600	0.72
17 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Chuah Chaw Song	5,000,000	0.71
18 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Chuah Min-Min	4,900,000	0.69
19 <b>Soo Kim Teng</b>	4,845,000	0.69
20 <b>Dato' Ng Aik Kee</b>	4,800,000	0.68
21 <b>Lee Mee Kuen</b>	4,755,900	0.67
22 <b>Kenanga Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Chan Seng Fatt	4,418,000	0.63
23 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Pledged Securities Account For Ow Tong Kiaw	4,204,700	0.60
24 <b>Maybank Nominees (Tempatan) Sdn Bhd</b> Tiong Houg Tai	4,180,700	0.59
25 <b>Gooi Seong Chneh</b>	4,000,000	0.57
26 <b>Cimsec Nominees (Tempatan) Sdn Bhd</b> CIMB For Teo Ah Seng (PB)	4,000,000	0.57
27 <b>Chuah Seong Tat @ Chuah Chee Tat</b>	3,953,200	0.56
28 <b>Gan Paul @ Paul Gan</b>	3,500,000	0.50
29 <b>Lee Boon Koon</b>	3,275,000	0.46
30 <b>Lui Eng Tee</b>	2,840,000	0.40
	<b>513,031,940</b>	<b>72.62</b>

# SUBSTANTIAL SHAREHOLDERS

AS AT 1 OCTOBER 2021

**TOTAL ISSUED SHARE CAPITAL** : 5,395,077,927  
**TOTAL VOTING SHARES** : 5,141,600,400

Name	Direct Interest	Number of Ordinary Shares		%
		%	Deemed Interest	
Tan Sri Dato' Seri Vincent Tan Chee Yioun	1,331,642,298	25.90	1,209,097,463 <sup>(a)</sup>	23.52
Hotel Resort Enterprise Sdn Bhd	617,394,724	12.01	-	-
Berjaya Assets Berhad	-	-	337,120,000 <sup>(b)</sup>	6.56
Dato' Sri Robin Tan Yeong Ching	2,381,113	0.05	617,555,404 <sup>(c)</sup>	12.01

(a) Deemed interested by virtue of his interests in Ascot Sports Sdn Bhd, Hotel Resort Enterprise Sdn Bhd, Jitumaju Sdn Bhd, Prime Realty Holdings Sdn Bhd, Superior Structure Sdn Bhd, U Telemedia Sdn Bhd, Berjaya Assets Berhad (the holding company of Berjaya Bright Sdn Bhd and Berjaya Times Square Sdn Bhd), B & B Enterprise Sdn Bhd (the holding company of Auto Tulin Sdn Bhd), HQZ Credit Sdn Bhd (the ultimate holding company of Desiran Unggul Sdn Bhd and Premier Merchandise Sdn Bhd), MOL.com Sdn Bhd (the ultimate holding company of Lim Kim Hai Sales & Services Sdn Bhd) and his deemed interests in Berjaya Infrastructure Sdn Bhd, Berjaya Sompoo Insurance Berhad and Convenience Shopping (Sabah) Sdn Bhd.

(b) Deemed interested by virtue of its 100% interests in Berjaya Bright Sdn Bhd and Berjaya Times Square Sdn Bhd.

(c) Deemed interested by virtue of his interests in Ascot Sports Sdn Bhd and Hotel Resort Enterprise Sdn Bhd.

# NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Twentieth Annual General Meeting (“AGM”) of Berjaya Corporation Berhad will be conducted on a fully virtual basis through live streaming from the broadcast venue (“Broadcast Venue”) at Manhattan V, Level 14, Berjaya Times Square Hotel Kuala Lumpur, No. 1 Jalan Imbi, 55100 Kuala Lumpur on Thursday, 16 December 2021 at 10.00 a.m. for the following purposes:-

## AGENDA

### As Ordinary Business

1. To receive the Audited Financial Statements of the Company for the financial year ended 30 June 2021 and the Directors’ and Auditors’ Reports thereon.
2. To approve the payment of Directors’ fees of RM7,500.00 per month to each Non-Executive Director of the Company for the period from 17 December 2021 until the next AGM of the Company to be held in 2022. Resolution 1
3. To approve the payment of Directors’ remuneration (excluding Directors’ fees) to the Non-Executive Directors of the Company up to an amount of RM390,000.00 for the period from 17 December 2021 until the next AGM of the Company to be held in 2022. Resolution 2
4. To re-elect the following Directors retiring pursuant to Clause 117 of the Company’s Constitution:-
  - (a) Tan Sri Dato’ Seri Vincent Tan Chee Yioun Resolution 3
  - (b) Datuk Seri Zurainah Binti Musa Resolution 4
  - (c) Dr Jayanthi Naidu G. Danasamy Resolution 5
  - (d) Penelope Gan Paik Ling Resolution 6
5. To re-elect the following Directors retiring pursuant to Clause 107 of the Company’s Constitution:-
  - (a) Abdul Jalil Bin Abdul Rasheed Resolution 7
  - (b) Datin Seri Sunita Mei-Lin Rajakumar Resolution 8
  - (c) Dato’ Hisham Bin Othman Resolution 9
  - (d) Dato’ Leong Kwei Chun Resolution 10
  - (e) Norlela Binti Baharudin Resolution 11
  - (f) Tan Peng Lam Resolution 12
6. To re-appoint Messrs Ernst & Young PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. Resolution 13

### As Special Business

7. To consider and, if thought fit, pass the following Ordinary Resolutions:-
  - (i) **AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016**

“THAT, subject always to the Companies Act 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Constitution of the Company and the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered, pursuant to Sections 75 and 76 of the Companies Act 2016, to issue and allot shares in the Company from time to time at such price and upon such terms and conditions and for such purposes as the Directors may deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company for the time being AND THAT the Directors be and are also empowered to obtain the approval from Bursa Malaysia Securities Berhad for the listing and quotation for the additional shares so issued AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.” Resolution 14

# NOTICE OF ANNUAL GENERAL MEETING

## **(ii) PROPOSED RENEWAL OF AND NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

"THAT, subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and its subsidiary companies, to enter into recurrent related party transactions of a revenue or trading nature with the related parties as specified in Section 2.3 of the Circular to Shareholders dated 29 October 2021 ("Proposed Mandate") which are necessary for the day-to-day operations and/or in the ordinary course of business of the Company and its subsidiary companies on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company and that such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following the AGM at which such ordinary resolution for the Proposed Mandate was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed;
- (b) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier;

AND FURTHER THAT authority be and is hereby given to the Directors of the Company and its subsidiary companies to complete and do all such acts and things (including executing such documents as may be required) to give effect to such transactions as authorised by this Ordinary Resolution."

Resolution 15

## **(iii) PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES**

"THAT, subject always to the Companies Act 2016, ("Act"), rules, regulations and orders made pursuant to the Act, provisions of the Company's Constitution, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Exchange") and the requirements of any other relevant authority, the Directors of the Company be and are hereby authorised to purchase such number of ordinary shares in the Company ("BCorporation Shares") through the Exchange and to take all such steps as are necessary (including the opening and maintaining of a central depositories accounts under the Securities Industry (Central Depositories) Act, 1991) and enter into any agreements, arrangements and guarantees with any party or parties to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities from time to time and to do all such acts and things in the best interests of the Company, subject further to the following:-

1. the maximum number of ordinary shares which may be purchased and held by the Company shall be equivalent to ten per centum (10%) of the total number of issued shares of the Company;
2. the maximum funds to be allocated by the Company for the purpose of purchasing the ordinary shares shall not exceed the total retained profits of the Company;

# NOTICE OF ANNUAL GENERAL MEETING

3. the authority shall commence immediately upon passing of this ordinary resolution until:-
- (a) the conclusion of the next Annual General Meeting (“AGM”) of the Company following the AGM at which such ordinary resolution was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed, either unconditionally or subject to conditions; or
  - (b) the expiration of the period within which the next AGM after that date it is required by law to be held; or
  - (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first;

AND THAT upon completion of the purchase(s) of the BCorporation Shares or any part thereof by the Company, the Directors of the Company be and are hereby authorised to deal with any BCorporation Shares so purchased by the Company in the following manner:-

- (a) cancel all the BCorporation Shares so purchased; or
- (b) retain all the BCorporation Shares as treasury shares (of which may be dealt with in accordance with Section 127(7) of the Act ); or
- (c) retain part thereof as treasury shares and subsequently cancelling the balance; or
- (d) in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of the Exchange and any other relevant authority for the time being in force.”

Resolution 16

**(iv) PROPOSED RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

“THAT Datuk Robert Yong Kuen Loke be and is hereby retained as an Independent Non-Executive Director of the Company and he shall continue to act as an Independent Non-Executive Director of the Company notwithstanding that he has been an Independent Director on the Board of the Company for a cumulative term of more than twelve (12) years.”

Resolution 17

**(v) PROPOSED RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

“THAT Dr Jayanthi Naidu G. Danasamy be and is hereby retained as an Independent Non-Executive Director of the Company and she shall continue to act as an Independent Non-Executive Director of the Company notwithstanding that she has been an Independent Director on the Company for a cumulative term of more than nine (9) years.”

Resolution 18

By Order of the Board

THAM LAI HENG MICHELLE  
(SSM PC No. 202008001622) (MAICSA 7013702)  
Secretary

Kuala Lumpur  
29 October 2021

# NOTICE OF ANNUAL GENERAL MEETING

## NOTES:

### 1. Audited Financial Statements

The Audited Financial Statements are meant for discussion only as it does not require shareholders' approval pursuant to the provisions of Section 340(1)(a) of the Companies Act 2016 ("CA 2016"). Hence, this item on the Agenda is not put forward for voting.

### 2. Directors' Fees and Directors' Remuneration

Section 230(1) of the CA 2016 provides that the 'fees' of the Directors and 'any benefits' payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting. Pursuant thereto, shareholders' approval shall be sought at this Annual General Meeting ("AGM") for the payment of Directors' fees and benefits payable to the Non-Executive Directors of the Company under the Resolutions 1 and 2.

The quantum of the Directors' fees proposed for each of the Non-Executive Directors for the period from 17 December 2021 until the next AGM of the Company to be held in 2022 are also the same quantum paid.

The current Directors' remuneration (excluding Directors' fees) payable to the Non-Executive Directors of the Company comprises of meeting allowances, benefits-in-kind and other emoluments.

The proposed Resolutions 1 and 2, if passed, is to facilitate the payment of Directors' fees and Directors' remuneration (excluding Directors' fees) on a monthly basis and/or as and when incurred. The Board of Directors ("Board") opined that it is just and equitable for the Non-Executive Directors to be paid such payment on such basis upon them discharging their responsibilities and rendering their services to the Company.

In determining the estimated remuneration payable to the Non-Executive Directors, the Board considered various factors including the number of scheduled meetings for the Board, Board Committees and general meetings of the Company as well as the number of Non-Executive Directors involved in these meetings. The estimated amount of remuneration also caters for unforeseen circumstances, for example, the appointment of additional Directors, additional unscheduled Board Meetings and/or Board Committee Meetings, formation of additional Board Committees as well as the provision for an increase in meeting allowances.

In the event, where the payment of Directors' fees and Directors' remuneration (excluding Directors' fees) payable during the above period exceeded the estimated amount sought at this AGM, a shareholders' approval will be sought at the next AGM.

### 3. Authority to issue and allot shares pursuant to Sections 75 and 76 of the CA 2016

Resolution 14 is proposed for the purpose of granting a renewed general mandate ("General Mandate") and empowering the Directors of the Company, pursuant to Sections 75 and 76 of the CA 2016, to issue and allot new shares in the Company from time to time at such price provided that the aggregate number of shares issued pursuant to the General Mandate does not exceed 10% of the total number of issued shares of the Company for the time being. The General Mandate, unless revoked or varied by the Company in general meeting, will expire at the conclusion of the next AGM of the Company.

The General Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding current and/or future investment/project(s), working capital and/or acquisitions or issuance of shares for such other application(s) as the Directors may deem fit and in the best interest of the Company.

### 4. Proposed Renewal of and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

Resolution 15, if passed, will allow the Company and its subsidiaries to enter into Recurrent Related Party Transactions in accordance with Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Proposed Shareholders' Mandate"). Detailed information on the Proposed Shareholders' Mandate is set out under Part A of the Circular/Statement to Shareholders dated 29 October 2021 which can be viewed and downloaded from the website of the Company at [www.berjaya.com](http://www.berjaya.com) and/or Bursa Malaysia Securities Berhad at <https://www.bursamalaysia.com/>.



# NOTICE OF ANNUAL GENERAL MEETING

## 5. Proposed Renewal of Authority for the Company to Purchase its Own Shares

Resolution 16, if passed, will provide the mandate for the Company to buy back its own shares up to a limit of 10% of the total number of issued shares of the Company (“Proposed Share Buy-Back Renewal”). Detailed information on the Proposed Share Buy-Back Renewal is set out under Part B of the Circular/Statement to Shareholders dated 29 October 2021 which can be viewed and downloaded from the website of the Company at [www.berjaya.com](http://www.berjaya.com) and/or Bursa Malaysia Securities Berhad at <https://www.bursamalaysia.com/>.

As at the date of this Notice, the Company had bought back 107,827,464 ordinary shares during the financial year ended 30 June 2021. Please refer to the detailed information in the Share Buy-Back Statement dated 29 October 2021.

## 6. Proposed Retention of Independent Non-Executive Directors

Resolutions 17 and 18 are proposed pursuant to the Malaysian Code on Corporate Governance and if passed, will allow Datuk Robert Yong Kuen Loke and Dr Jayanthi Naidu G. Danasamy to be retained and to continue to act as Independent Non-Executive Directors of the Company.

The full details of the Board’s justifications for the retention of both Datuk Robert Yong Kuen Loke and Dr Jayanthi Naidu G. Danasamy are set out in the Corporate Governance Overview Statement in the Company’s 2021 Annual Report.

## 7. Proxy and Entitlement of Attendance

- (i) As part of the measures to curb the spread of COVID-19, the Twentieth Annual General Meeting (“AGM”) of the Company will be conducted on a fully virtual basis through live streaming and online remote voting via the Remote Participation and Voting (“RPV”) facilities provided by SS E Solutions Sdn Bhd which are available on Securities Services e-Portal (“SSeP”) at <https://sshsb.net.my/login.aspx>. **Please follow the procedures provided in the Administrative Guide for the AGM of the Company in order to register, participate and vote remotely via RPV facilities.**
- (ii) The main and only venue of the AGM is the Broadcast Venue which is strictly for the purpose of complying with Section 327(2) of the CA 2016 which requires the Chairman of the AGM of the Company to be present at the main venue of the AGM of the Company in Malaysia.
- (iii) Shareholders/proxies/corporate representatives from the public **WILL NOT BE ALLOWED TO BE PHYSICALLY PRESENT** at the Broadcast Venue on the day of the AGM of the Company.
- (iv) A member of the Company who is entitled to attend, participate, speak (including posing questions to the Board via real time submission of typed texts) and vote remotely at the AGM of the Company via RPV facilities is entitled to appoint a proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.
- (v) A member, other than an authorised nominee or an exempt authorised nominee may appoint only one (1) proxy.
- (vi) An authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991 (“SICDA”), may appoint one (1) proxy in respect of each securities account.
- (vii) An exempt authorised nominee, as defined under the SICDA, and holding ordinary shares in the Company for multiple beneficial owners in one securities account (‘omnibus account’), may appoint multiple proxies in respect of each of its omnibus account.
- (viii) An individual member who appoints a proxy must sign the Form of Proxy personally or by his attorney duly authorised in writing. A corporate member who appoints a proxy must execute the Form of Proxy under seal or under the hand of its officer or attorney duly authorised.
- (ix) The duly executed Form of Proxy must be deposited at the Company’s Registered Office at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1 Jalan Imbi, 55100 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting, **i.e. latest by Tuesday, 14 December 2021 at 10.00 a.m.**
- (x) Only members whose names appear in the Record of Depositors as at 9 December 2021 shall be entitled to participate and/or vote at the AGM or appoint a proxy to participate and/or vote in his/her stead via RPV facilities.

## 8. Poll Voting

Pursuant to Clause 82 of the Constitution of the Company and Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the Resolutions set out in this Notice will be put to vote by poll. The Company has appointed Poll Administrator and Independent Scrutineers to conduct the polling process and verify the results of the poll respectively.

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**FORM OF PROXY****BERJAYA CORPORATION BERHAD**

[Registration No. 200101019033 (554790-X)]

I/We \_\_\_\_\_  
(Name in full)I.C. or Company No. \_\_\_\_\_ CDS Account No. \_\_\_\_\_  
(New and Old I.C. Nos.)of \_\_\_\_\_  
(Address)

being a member/members of BERJAYA CORPORATION BERHAD

hereby appoint: \_\_\_\_\_ I/C No. \_\_\_\_\_ of  
(Name in full) (New and Old I.C. Nos.)\_\_\_\_\_  
(Address)or failing him/her, \_\_\_\_\_ I/C No. \_\_\_\_\_ of  
(Name in full) (New and Old I.C. Nos.)\_\_\_\_\_  
(Address)

or failing him/her, the CHAIRMAN OF THE MEETING as my/our proxy to vote for me/us on my/our behalf, at the Twentieth Annual General Meeting of the Company to be conducted on a fully virtual basis through live streaming from the broadcast venue ("Broadcast Venue") at Manhattan V, Level 14, Berjaya Times Square Hotel Kuala Lumpur, No. 1, Jalan Imbi, 55100 Kuala Lumpur on Thursday, 16 December 2021 at 10.00 a.m. and at any adjournment thereof.

This proxy is to vote on the Resolutions set out in the Notice of the Meeting as indicated with an "X" in the appropriate spaces. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.

		FOR	AGAINST
RESOLUTION 1	To approve the payment of Director's fees of RM7,500.00 per month to each Non-Executive Director of the Company for the period from 17 December 2021 until the next AGM of the Company.		
RESOLUTION 2	To approve the payment of Directors' remuneration (excluding Directors' fees) for the period from 17 December 2021 until the next AGM of the Company.		
RESOLUTION 3	To re-elect Tan Sri Dato' Seri Vincent Tan Chee Yioun as Director.		
RESOLUTION 4	To re-elect Datuk Seri Zurainah Binti Musa as Director.		
RESOLUTION 5	To re-elect Dr Jayanthi Naidu G. Danasamy as Director.		
RESOLUTION 6	To re-elect Penelope Gan Paik Ling as Director.		
RESOLUTION 7	To re-elect Abdul Jalil Bin Abdul Rasheed as Director.		
RESOLUTION 8	To re-elect Datin Seri Sunita Mei-Lin Rajakumar as Director.		
RESOLUTION 9	To re-elect Dato' Hisham Bin Othman as Director.		
RESOLUTION 10	To re-elect Dato' Leong Kwei Chun as Director.		
RESOLUTION 11	To re-elect Norlela Binti Baharudin as Director.		
RESOLUTION 12	To re-elect Tan Peng Lam as Director.		
RESOLUTION 13	To re-appoint Auditors.		
RESOLUTION 14	To approve authority to issue and allot shares.		
RESOLUTION 15	To renew and to seek shareholders' mandate for Recurrent Related Party Transactions.		
RESOLUTION 16	To renew authority for the Company to purchase its own shares.		
RESOLUTION 17	To approve the proposed retention of Datuk Robert Yong Kuen Loke as an Independent Non-Executive Director.		
RESOLUTION 18	To approve the proposed retention of Dr Jayanthi Naidu G. Danasamy as an Independent Non-Executive Director.		

No. of shares held

.....  
Signature(s)/Common Seal of Member(s)

Dated this ..... day of ....., 2021.

**Notes:**

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**THE COMPANY SECRETARY**  
**BERJAYA CORPORATION BERHAD**  
LOT 13-01A, LEVEL 13 (EAST WING)  
BERJAYA TIMES SQUARE  
NO. 1 JALAN IMBI  
55100 KUALA LUMPUR

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For further information, please contact:

**THE COMPANY SECRETARY**

**Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1, Jalan Imbi, 55100 Kuala Lumpur, Malaysia**

**Tel: 03-2149 1999 Fax: 03-2143 1685**

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