theSun
TELLING IT AS IT IS

ANNUAL REPORT 2019

BERJAYA

BERJAYA MEDIA BERHAD

(Company No. 290601-T)

A refreshed new look

CORPORATE INFORMATION

BOARD OF DIRECTORS

Dato' Sri Robin Tan Yeong Ching
- Chairman, Non-Independent Non-Executive Director

Chan Kien Sing
- Non-Independent Executive Director

Datuk Robert Yong Kuen Loke
- Independent Non-Executive Director

Datuk Seri Azman Bin Ujang
- Independent Non-Executive Director

SECRETARIES

Tham Lai Heng Michelle
(MAICSA 7013702)

Wong Siew Guek
(MAICSA 7042922)

AUDIT AND RISK MANAGEMENT COMMITTEE

Datuk Robert Yong Kuen Loke (Chairman)

Datuk Seri Azman Bin Ujang

Dato' Sri Robin Tan Yeong Ching

NOMINATING COMMITTEE

Datuk Seri Azman Bin Ujang (Chairman)

Dato' Sri Robin Tan Yeong Ching

Datuk Robert Yong Kuen Loke

REMUNERATION COMMITTEE

Dato' Sri Robin Tan Yeong Ching (Chairman)

Datuk Robert Yong Kuen Loke

Datuk Seri Azman Bin Ujang

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

SHARE REGISTRAR

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

AUDITORS

Deloitte PLT
Chartered Accountants
Level 16 Menara LGB
1 Jalan Wan Kadir
Taman Tun Dr Ismail
60000 Kuala Lumpur
Tel: 03-7610 8888
Fax: 03-7726 8986

STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia Securities Berhad

Stock Short Name: BJMEDIA

Stock Code: 6025

MANAGEMENT TEAM

SUN MEDIA CORPORATION SDN BHD

CHING CHUN KEAT
Executive Director

EDITORIAL

FREDDIE NG CHEE HOCK
Managing Editor

KONG SEE HOH
Production Editor

LEONG YAT MENG
Acting Chief Sub-Editor

HOO CHOON HUAT
Executive Editor

YEOH GUAN JIN
Associate Editor

LEE WENG KHUEN
Acting Business Editor

NAVJEET SINGH A/L GURBACHAN SINGH
Sports Editor

RAJ KUMAR A/L SOMAN
Photo Editor

MICHELE A/P EDWARD THESEIRA
Supplements Editor

CHOO MEI FOONG
Deputy Editor, Entertainment & Lifestyle

YAP KIM CHOR, PETER
Deputy Head of Entertainment & Lifestyle and Editor Fashion & Beauty

TEO KAH KEONG
Foreign Editor

AZLAN BIN MOHD RAMLI
Special Projects and Motoring Editor

CHEN TEE KERK
Head, Graphic

JOHARISHAM BIN BAHADZAMAN
Head, Design

ADVERTISING & MARKETING

LEE SIEW SIEW
General Manager, Advertising & Marketing

SHIRLEY ENG KIM FUNG
Head of Ad Traffic

RAMONA REVI PILLAI
Senior Manager, Marketing Studio

BUSINESS DEVELOPMENT & STRATEGIST

ANAFIAH BINTI OMAR
General Manager, Business Development & Strategist

OPERATIONS

NG YOOI MENG, RICKY
Financial Controller

TAN TEIK BOON, JEREMY
Senior Manager, Production

GURUNATHAM A/L GOPAL
Senior Manager, Distribution Channels

SASEETHARAN A/L GOPAL
Senior Manager, Information Technology

CANISIUS SYLVESTER
Assistant Manager, HR & Admin

PROFILE OF DIRECTORS

DATO' SRI ROBIN TAN YEONG CHING

45 years of age, Malaysian, Male

CHAIRMAN
NON-INDEPENDENT NON-EXECUTIVE DIRECTOR

He was appointed to the Board as Chairman and Non-Independent Non-Executive Director on 1 April 2010. He is also the Chairman of the Remuneration Committee and a member of the Nominating Committee and Audit and Risk Management Committee.

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 Chief Executive Officer of Berjaya Corporation Berhad, the Chairman of Informatics Education Limited, Singapore and a Director of Atlan Holdings Bhd and KDE Recreation Berhad. He is also an Executive Director of 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 a major shareholder of the Company.

CHAN KIEN SING

62 years of age, Malaysian, Male

NON-INDEPENDENT EXECUTIVE DIRECTOR

He was appointed to the Board as an Executive Director on 26 February 2008.

He is a member of The Malaysian Institute of Certified Public Accountants and Malaysian Institute of Accountants. Having articled with Messrs Peat Marwick Mitchell (now known as KPMG) from 1975 to 1981, he subsequently joined Arab-Malaysian Merchant Bank Berhad (now known as AmInvestment Bank Berhad) specialising in corporate finance until 1989 when he joined Berjaya Group Berhad.

Currently, he is a Director of Berjaya Corporation Berhad, Berjaya Sports Toto Berhad, Berjaya Assets Berhad and 7-Eleven Malaysia Holdings Berhad. He also holds directorships in several other private limited companies.

DATUK ROBERT YONG KUEN LOKE

67 years of age, Malaysian, Male

INDEPENDENT NON-EXECUTIVE DIRECTOR

He was appointed to the Board as an Independent Non-Executive Director on 22 November 2017. He is the Chairman of the Audit and Risk Management Committee and a member of the Nominating Committee and Remuneration Committee.

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.

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

DATUK SERI AZMAN BIN UJANG

68 years of age, Malaysian, Male

INDEPENDENT NON-EXECUTIVE DIRECTOR

He was appointed to the Board as an Independent Non-Executive Director on 21 July 2008. He is the Chairman of the Nominating Committee and a member of the Audit and Risk Management Committee and Remuneration Committee.

He began his 36 years career with Malaysian National News Agency ("BERNAMA") as a cadet reporter in 1971 and was promoted to various editorial positions before he rose to become Editor-in-Chief in 2004. He was made the General Manager of BERNAMA in March 2007 before retiring from BERNAMA in June 2008 and subsequently appointed as the Editorial Advisor of BERNAMA until June 2009. He is currently the Chairman of BERNAMA.

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

CHING CHUN KEAT

50 years of age, Malaysian, Male

EXECUTIVE DIRECTOR

He was appointed Executive Director of Sun Media Corporation Sdn Bhd on 30 December 2016.

He is a member of the Malaysian Institute of Accountants and Fellow Member of the Association of Chartered Certified Accountants. Prior to joining an investment bank specialising in corporate finance in 1993, he was attached to a medium-sized audit firm.

He joined Berjaya Group Berhad in 1996. He is currently the Senior General Manager, Operations of Berjaya Group. He also holds directorships in a public company and several other private limited companies.

FREDDIE NG

57 years of age, Malaysian, Male

MANAGING EDITOR

He was appointed Managing Editor of Sun Media Corporation Sdn Bhd ("Sun Media") on 1 January 2012 and subsequently Director on 30 December 2016.

He is a career journalist with more than 36 years of working experience in the media industry, having worked in the New Straits Times Press for over 20 years before joining Sun Media as News Editor in 2003.

He was promoted to Senior Editor (News) before being appointed Managing Editor in 2012. He holds a certificate in legal studies from the Council of National Academic Accreditation of the United Kingdom.

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

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

CHAIRMAN'S STATEMENT

On behalf of the Board of Directors, it is my pleasure to present the Annual Report and Financial Statements of Berjaya Media Berhad ("BMedia") for the financial year ended 30 April 2019.

FINANCIAL PERFORMANCE

For the financial year ended 30 April 2019, the Group registered a lower revenue of RM25.66 million against RM33.27 million in the previous financial year. The decrease in revenue for the financial year under review was mainly due to lower advertising demand and weak market sentiments.

The Group reported a loss before tax of RM16.96 million against RM12.46 million in the previous financial year due to court award expenses of RM5.91 million and lower revenue despite a reduction in operating costs.

DIVIDEND

The Board did not recommend the payment of dividends for the financial year ended 30 April 2019.

REVIEW OF OPERATIONS

SUN MEDIA CORPORATION SDN BHD

Sun Media owns theSun newspaper, which is the highest circulated urban English language newspaper in Malaysia, with 259,661 copies delivered on weekdays (audited by Audit Bureau of Circulations during the second half of 2018).

During the financial year under review, the advertising and media industry was impacted by the decrease in consumer sentiment amid the prevailing economic conditions. This can be seen through the decrease in advertising income and expenditure of consumer products and services as it is being gradually diverted to digital channels. Subsequently, advertising agencies, which contribute nearly 75% of print media revenue, are facing challenges in sustaining clients and revenue.

Sun Media has been exploring strategies and initiatives to reassure current and potential clients about the value and relevance of newspapers as a communication medium, particularly leveraging on theSun's credibility value of balanced reporting for the educated, affluent urban white-collar and PMEB (professionals, managers, executives and businessmen) segments who have higher disposable incomes, social mobility and the ability to generate conversations about current trends and new topics.

Sun Media has been offering customised solutions, including advertorials, structured infomercials, country and economic reports besides various types of persuasive commercial and corporate communications to its existing and potential clients. Leveraging on its unique distribution mode, theSun will continue to offer product trials and test marketing options in targeted urban areas.

To effectively engage its readers and serve the advertisers at the same time, Sun Media has introduced a three-platform approach which are theSun newspaper (print), theSun daily (website) and iPaper (HTML version of the online newspaper). This approach is strategically targeted towards capturing business through value-for-money advertising packages while providing its readers refreshing innovative advertisement visuals and messages.

"Sun Media has been offering customised solutions, including advertorials, structured infomercials, country and economic reports besides various types of persuasive commercial and corporate communications to its existing and potential clients."

FUTURE OUTLOOK AND PROSPECTS

The Malaysian economic growth moderated to 4.5% in the first quarter of 2019 after growing 4.7% in 2018 amid a challenging global market. Growth in the domestic economy was supported by private sector activity on the back of firm private consumption growth. However, private investment growth fell substantially due to moderating business sentiment.

According to the Malaysian Institute of Economic Research (MIER), the Consumer Sentiment Index (CSI) and Business Condition Index (BCI) continued to stay below the 100-threshold line during the second quarter of 2019. CSI rose to 93 points from 85.6 points in the previous quarter, but BCI fell marginally to 94.2 points from 94.3 points.

The Group expects the business environment to remain challenging in the next financial year on the back of the reduction in advertising expenditure by most of the corporate clients and advertisers.

In spite of this, the Group will strive to increase its revenue base and market share by providing more customised solutions to its corporate clients and advertisers to better suit their needs. Moreover, to further strengthen its financial position, the Group has been implementing cost-cutting measures to reduce operating costs and to improve advertising revenue. One of the measures taken is through expanding its online platforms and digital channels and offering multi-modal content to complement its print medium. In 2018, theSun revamped its website to enhance readers' visual experience and to encourage the use of digital technology in accessing the latest news and happenings on theSun's website.

Bursa Malaysia has accorded BMedia a deadline extension to 20 December 2019 for the submission of a regularisation plan on the Group's PN17 condition, subject to BMedia entering into a definitive agreement with a proposed white knight by 20 October 2019.

The Board is exploring options, including diversifying into new businesses outside the media sector. The Board will release the requisite announcement to Bursa Malaysia when it secures a viable proposal to strengthen the financial position of the Group.

ACKNOWLEDGEMENTS

On behalf of the Board, I would like to record my appreciation to our devoted readers, business associates, advertisers and advertising agencies, and regulatory authorities for their endless support.

I would also like to convey my gratitude to my fellow members of the Board for their valuable contributions and active participation over the course of the year.

My heartfelt gratitude also goes out to the management and employees, for their hard work and dedication throughout the year and I look forward to their continuous support in the coming financial year 2020.

DATO' SRI ROBIN TAN YEONG CHING
CHAIRMAN
1 AUGUST 2019

MANAGEMENT DISCUSSION AND ANALYSIS

Berjaya Media Berhad ("BMedia") registered a revenue of RM25.66 million in the financial year ended 30 April 2019 as compared to revenue of RM33.27 million in the previous financial year, mainly due to lower advertising income recorded by its principal subsidiary, Sun Media Corporation Sdn Bhd ("Sun Media") as a result of the lower advertising spending by advertisers and weak market sentiments. The Group registered a pre-tax loss of RM16.96 million in the financial year under review as compared to the pre-tax loss of RM12.46 million in the previous financial year.

SUN MEDIA CORPORATION SDN BHD ("SUN MEDIA")

NATURE OF BUSINESS AND OPERATIONS

Sun Media publishes theSun newspaper which is the highest circulated urban English Language newspaper in Malaysia. Armed with a strong average daily distribution (Monday to Friday) of 259,661 copies in Peninsular Malaysia (audited by Audit Bureau of Circulations) during the second half of 2018, theSun is widely recognised in the core cosmopolitan markets of Klang Valley, Penang and Johor.

Presented in an easy-to-read compact and concise format, theSun offers strong editorial content and stays true to its motto "Telling It As It Is" with un-spun news and timely news features on politics and business, human interest and governance, opinions and insights, entertainment, lifestyle and sports.

OVERVIEW

FINANCIAL SUMMARY

	Financial Year		
	2019 RM'000	2018 RM'000	+/(-) %
i. Revenue	25,714	33,336	(22.86)%
ii. Gross profit	5,518	7,791	(29.17)%
iii. Operating loss	15,882	9,818	61.76 %
iv. Loss before tax	16,277	10,081	61.46 %
v. Loss after tax	16,277	10,081	61.46 %
vi. Finance cost	395	263	50.19 %

REVENUE

Sun Media registered a revenue of RM25.71 million for the financial year ended 30 April 2019 compared to RM33.34 million in the preceding financial year. The lower revenue during the financial year was due to subdued consumer demands and weak advertisers' budget and continued migration of media spending to digital advertising platforms.

GROSS PROFIT

Sun Media recorded a lower gross profit of RM5.52 million in the financial year under review, a decrease of 29.1% from RM7.79 million in the preceding financial year, principally due to lower revenue registered by the company.

OPERATING LOSS

Sun Media recorded an operating loss of RM15.88 million for the financial year ended 30 April 2019 as compared to an operating loss of RM9.82 million in the preceding financial year, which was mainly due to lower revenue and litigation costs but mitigated by reduction in other operating costs.

The High Court awarded damages amounting to RM5.91 million against Sun Media on 31 January 2019 but Sun Media has obtained a stay of execution on the payment from the High Court pending the outcome of appeal in the Court of Appeal.

LOSS BEFORE AND AFTER TAX

With the higher finance cost incurred, Sun Media recognised a loss before/after tax of RM16.28 million for the financial year under review as compared to RM10.08 million loss before/after tax in the previous financial year. The loss before/after tax was mainly due to lower revenue and high litigation costs during the financial year. There was no income tax expense for the financial year under review due to the losses incurred.

FUTURE PROSPECTS

theSun's advertisement business is expected to continue to be challenging with advertising budget allocation being affected by the prevailing weak market sentiment. Consumer and advertising expenditure are increasingly shifting to digital and online platforms. To further develop its digital and online media business, theSun has revamped its website to be more visually appealing and interactive to its readers. The company will continue to develop new marketing ideas and solutions for advertisers, and improve its online and digital channels to boost its advertising revenue. The company will continue to practise prudent cost efficiencies and manage its operational expenditure, while striving to improve on productivity and efficiency.

EVENTS, PROMOTIONS AND CORPORATE SOCIAL RESPONSIBILITY

TIGER CNY VISIT

January 23, 2019

The entourage from Heineken Malaysia visits theSun, together with a lion dance troupe and Gods of Prosperity to celebrate the start of the CNY festivities.

Heineken Malaysia Berhad paid a visit to theSun on a Wednesday afternoon to set the Chinese New Year festive mood in motion.

The event began with a spectacular lion dance performance featuring five lions, each in a colour to represent brands under the Heineken Malaysia stable – Tiger, Heineken, Guinness, Anchor and Strongbow/Apple Fox. The five "lions" then presented senior management from both theSun and Heineken Malaysia with mandarin oranges (symbolic gesture to draw luck) and bottles of (but of course) Tiger beer! The traditional Lou Sang ceremony which involved the tossing of yee sang ensued, to usher in joy, prosperity and wealth.

To mark the long-standing working partnership between both companies and a sign of goodwill, Heineken Malaysia managing director Roland Bala presented a special memento to Sun Media Corporation Sdn Bhd executive director Ching Chun Keat. The kind gesture was reciprocated with Ching presenting a souvenir to Bala.

There was also a surprise appearance by Zhu Bajie, a popular character in the Chinese classical novel *Journey to the West*. This was quite the centre of attraction and many employees queued up to take photographs.

In the spirit of giving, Fuk, Luk and Sau (the Gods of Fortune, Prosperity and Longevity) handed out oranges and ang pow packets which contain lucky draw numbers.

"Chinese New Year is a time when auspicious wishes are exchanged among family, friends and even strangers. We would like to take this opportunity to usher in the Year of the Pig with our friends from theSun and we hope to join you on your journey as you chart new beginnings with your loved ones," said Bala.

Once the formalities were over, the mingling and merriment continued. Heineken Malaysia personnel also took the opportunity to share about its CNY campaign where consumers who purchased any big bottle of Tiger Beer, Guinness Foreign Extra Stout or Heineken at participating F&B outlets could win prizes such as an ang pow worth RM88,888; exclusive Tiger Beer Mahjong sets; and exclusive Prosperity Bowl sets. The positive energy and festive spirit lasted well into the work day.

theSun executive director Ching Chun Keat presents a momento – a framed cover of theSun special edition – to Heineken Malaysia managing director Roland Bala, as theSun managing editor Freddie Ng looks on.

Key management staff of Heineken Malaysia and theSun toast to a good year with beer and yee sang.

EVENTS, PROMOTIONS AND CORPORATE SOCIAL RESPONSIBILITY (CONTINUED)

CARLSBERG CNY VISIT

January 22, 2019

Members of the Carlsberg team visit theSun office, bringing with them 'Pop' and more to mark the start of the CNY celebrations.

Carlsberg Malaysia treated the employees of Sun Media Corporation Sdn Bhd to a colourful start in welcoming the Chinese New Year. Carlsberg Malaysia (then) managing director Lars Lehmann led an entourage of four Carlsberg staff, who were dressed as Gods of Prosperity. As the four distributed ang pow packets theSun employees took the opportunity to capture them in wefies.

The celebration began with senior management teams from both Carlsberg and theSun toasting to a prosperous year ahead. Next on the agenda was the presentation of a special token from Lehmann to Sun Media Corporation executive director Ching Chun Keat.

Festivities continued and ran in line with the Carlsberg CNY campaign – "Prosperity Begins With A POP!" On a "pop", a colourful balloon drop was released onto the crowd. Just the sight of the bright-hued balloons falling, as though from the heavens, captivated the "audience". theSun employees were seen having a whale of a time popping balloons in their bid to find hidden tokens inside, which they later redeemed for Carlsberg merchandise.

Adding to the revelry and cheer was a replica of Carlsberg's "Probably The Best CNY Shopping Experience" activation. theSun employees were feted again with more opportunities to win Carlsberg products and merchandise including cartons of beer and limited-edition playing cards. All the while, light refreshments were served, in what turned out to be an early Chinese New Year party.

It was made known that the new Carlsberg CNY campaign took on a vibrant twist to the traditionally red-dominated festival by introducing four vibrant-coloured bottle caps and cans in hues of red, pink, green and blue. The campaign also allowed for beer lovers to take up challenges and win exciting prizes like an electronic mahjong table, mahjong sets and ang pow money.

As the norm during the festive occasion is to spread goodwill and share well wishes, all Carlsberg and Carlsberg Smooth Draught big bottles and cans were marked with Chinese characters representing Prosperity, Happiness, Wealth and Good Luck.

In keeping with the spirit of the celebration, the annual fun-filled reception at theSun office grounds, went into the afternoon and saw both theSun's and Carlsberg's personnel enjoying the "POP" and social interaction.

Carlsberg Malaysia (then) managing director Lars Lehmann and Corporate Communications director Pearl Lai present a memento to theSun executive director Ching Chun Keat and managing editor Freddie Ng.

theSun reciprocates with a framed special-edition cover as a memento.

EVENTS, PROMOTIONS AND CORPORATE SOCIAL RESPONSIBILITY (CONTINUED)

SUNWAY LAGOON VISIT
September 12, 2018

An entourage of scary-looking characters including a zombie, IT, the chainsaw massacre murderer and a vampire dropped by theSun office to give employees a "taste" of Sunway Lagoon's Nights of Fright 6. The visit was aimed at promoting the sixth edition of this annual event, popularly referred as NOF6, in view of Halloween.

The ghastly group from Sunway Lagoon went from desk to desk, creeping up on theSun employees to give them the "scare of their lives". A game of finding a corresponding match added more surprises and thrills to the already "heart-stopping" promotional publicity stint.

In short, NOF6 offered entertainment for thrill-seekers and scaredy-cats through its "Nights of Fright 6" and welcomed those looking to be scared from 7.30pm to 11.30pm on Fridays, Saturdays and Sundays from Oct 3 to Halloween Day itself on Oct 31. Entrance tickets came with a "blood bag" or "devils horns" and provided access to seven haunted houses, a haunted theatre, four scare zones, three live stage shows, alongside other Halloween-related attractions like kiosks, rides and photo-op stations.

While employees got a bit of the scary fun on a workday, staff who participated in the game and won also received some entrance tickets to NOF6.

The "zombies" from Sunway Lagoon pay managing editor Freddie Ng a visit.

IT manager S. Saseetharan gets a taste of the Massacre Murderer's chainsaw.


Ghouls and all things scary "invade" theSun during the promotional visit.

Members of theSun's editorial team find their match among Sunway Lagoon's group of "zombies".

EVENTS, PROMOTIONS AND CORPORATE SOCIAL RESPONSIBILITY (CONTINUED)

AH HUAT SAMPLING
January 10, 2019

In food truck style, Ah Huat White Coffee arrived at theSun office to promote its brand and wide selection of coffee. From classic white coffee to extra rich, low fat, gold, hazelnut with cane sugar, Hainan tea and others. The branding and PR visit made for a delightful coffee break which left employees pepped up and chipper taking selfies and wefies with the Ah Huat mascot.

theSun's HR manager Canisius Sylvester gets a big hug from the Ah Huat mascot.

A taste of Ah Huat's wide range of drinks.

MILO SAMPLING
February 27, 2019

Employees of theSun received their doses of calcium and protein for the day when Milo by Nestle came by. Several employees from various departments participated in a round-table discussion to learn and discover the goodness that Milo provides, previously in a tin and box, and now in stick sachets sold in packets. Present to explain the favourite drink of a majority of Malaysians were Milo Business Unit consumer marketing manager Maria Murni and Nestle's group corporate nutrition manager Wong Mei Ching.

All myths about Milo were busted and further questions were answered before employees of theSun were invited to taste the differences between the regular Milo Kosong and Milo Less Sugar. It was also learnt that Milo makes for a nutritious, energy-packed drink that is delicious. The visit was also to promote Milo Less Sugar (25% less sugar) and Milo Kosong, sold in stick sachets.

theSun managing editor Freddie Ng receives packets of Milo.

Milo for the staff during a promotional visit.

Staff eagerly wait for a taste of chocolatey goodness.

The drink station serves Milo prepared the good old-fashion way that most of us remember.

EVENTS, PROMOTIONS AND CORPORATE SOCIAL RESPONSIBILITY (CONTINUED)

HEALTH TALK
March 13, 2019

theSun HR Department organised a health talk for its employees on ergonomics. Ergonomics is the study of people in their working environment. Certified physiotherapist from the Taman Desa Medical Centre (TDMC), Najiah Idris, delivered the talk. She also engaged with attendees, explaining and demonstrating how to avoid neck strain, fatigue and discomfort at work, which is by keeping a good posture.

Attendees were also taught some stretching exercises which can be done at/around their desks. It was recommended that everyone spend at least 20 minutes every day doing these simple stretches.

Additionally, on May 2, a group of nurses from TDMC set up a booth at theSun and conducted free health screening services. Response was good as many employees queued up to get their glucose levels and blood pressure checked and general health examined. Those who went for the screening were given a RM50 medical gift voucher, courtesy of TDMC.

Tilting their heads forward to overcome strain at the neck after hours at their work stations.

Above: A medical professional explaining the correct way to sit at one's work station.

Left: theSun staff learn some stretching exercises to overcome stress.

THESUN PIXMAN SURPRISES HIMSELF
April 29, 2019

Photographer with theSun, Mohd Amirul Syafiq Mohd Din, was all smiles on being selected as one of two recipients for the consolation prize under the Excellent Photojournalism category at the Malaysian Press Institute-Petronas (MPI-Petronas) 2018 awards.

Mohd Amirul received RM1,000 and a certificate for his photo titled "Mammoth Offering", featuring a stunning shot of a temple worker in Ampang, lighting a giant joss stick for the Nine Emperor Gods Festival last year.

"I was surprised because I did not follow up after submitting my entry. I didn't think it would be shortlisted. It is 'rezeki' that it got chosen," said one very happy photographer. Mohd Amirul was presented with the cash and certificate at the Malaysian Journalism Awards 2019. The event was held at the Berjaya Times Square Hotel and was graced by Education Minister Maszlee Malik. In his speech, Maszlee mentioned that his ministry will be offering scholarships to journalists for higher education at local universities and that international television station Al-Jazeera has agreed to collaborate with the ministry by providing training and internships to media students from Universiti Teknologi Mara and the International Islamic University Malaysia.

The office at theSun was abuzz on receiving the news about Mohd Amirul's award. An announcement was made and colleagues congratulated the modest and shy cameraman. Obviously, he made the news in theSun.

EVENTS, PROMOTIONS AND CORPORATE SOCIAL RESPONSIBILITY (CONTINUED)

TRAINING AND DEVELOPMENT

In its effort to remain competitive in the industry, Sun Media Corporation continues to direct its attention to focus on its employees. This continuous awareness and investment in strategic employee development programmes are specifically intended to drive change in employee mindsets and attitudes and, at the same time, cultivate a people-centric organisational culture towards better business operating results.

Training programmes that focused on preparing employees to adapt to change in line with the company's new business direction – towards a leaner, flatter, continuously evolving organisation – were rolled out. Enhancing employee engagement and commitment were also part and parcel of the various creatively-crafted training programmes.

SUSTAINABILITY STATEMENT

Berjaya Media Berhad ("BMedia") is committed to its objectives of being socially responsible, environmentally sound and economically viable. The Group seeks to achieve these objectives through responsible management and sustainable practices in the course of its business operations.

In a challenging media landscape, BMedia seeks to reinvent itself by offering new platforms for the dissemination of news and features.

It recognises how the consumption of news has changed with time with the advent of hand-held devices and greater access to broadband services. It is not only news consumption that has changed, but also the way advertisers engage consumers.

In the face of these challenges, BMedia has embarked on a transformation plan to stay relevant in the media landscape and capture the shift in advertising expenditure (Adex).

In keeping with the Group's long-term strategy in its business operations, BMedia continues to guide its employees in their work ethics and daily tasks, and deliver value to its stakeholders.

The scope of this sustainability statement covers material issues arising from the daily business operations of BMedia's subsidiary, Sun Media Corporation Sdn Bhd ("Sun Media") in terms of the economic, environmental and social aspects of sustainability for the financial year ended 30 April 2019.

ECONOMIC SUSTAINABILITY

The digitalisation of news sees media houses harnessing new technology to extend their readership beyond print. With Adex placements beginning to shift from print to online, BMedia has introduced a three-platform approach to effectively engage its readers and serve the advertisers at the same time.

The three platforms are theSun newspaper (print), theSun daily (website and app) and iPaper (HTML version of the online newspaper).

While advertising spending ("adspend") is still largely in print, BMedia has started to see a significant shift to online advertising by several major advertisers.

The adspend for online advertising is still not as substantial as the current adspend in print, but BMedia recognises this shift will become more pronounced in the future.

So as not to be slow off the blocks, BMedia's main focus now is to build up its online readership in terms of number of eyeballs according to pageviews, sessions and unique visitors.

Advertisers are mining Big Data and tracking user reach through Urchin Tracking Module (UTM) codes. Likewise, media houses are upping their digital game. In terms of business sustainability, BMedia's three-platform approach is strategically targeted towards capturing business through value-for-money advertising packages while providing its readers refreshing innovative advertisement visuals and messages.

ENVIRONMENTAL SUSTAINABILITY

Sun Media uses recycled newsprint for the printing of theSun newspaper while at the same time ensures waste papers are recycled and ink wastes are properly disposed of in compliance with the approved guidelines from the Department of Environment Malaysia.

Sun Media has also supported wildlife conservation through its advertising sponsorship of World Wide Fund for Nature ("WWF") programmes such as their tiger, elephant and turtle conservation efforts, creating greater awareness for these causes among its readers.

In addition to WWF, theSun also works with UNICEF to help create awareness in promoting and protecting children's rights and their well-being.

SOCIAL SUSTAINABILITY

GOOD GOVERNANCE

BMedia strives to maintain a positive impact on its stakeholders via a set of values and policies expounded in its Code of Ethics, Procurement Policy, and Whistleblowing Policy which prohibit bribery and corruption among its employees.

WORKPLACE

Attracting and retaining the right people and helping them to develop to their full potential is one of BMedia's main focus areas in meeting its objectives of business sustainability.

BMedia's employment practices uphold its belief in fair employment, diversity and inclusion, rewarding employees appropriately and helping them to achieve their career aspirations and goals through customised training programmes and the right opportunities for career development.

EMPLOYEE HEALTH AND SAFETY

BMedia is also committed to providing a safe working environment for its employees through strict compliance with all requirements and regulations listed in the Occupational Safety and Health Act.

Besides ensuring that protective equipment such as safety boots, ear protectors and safety harnesses are worn by its employees, Sun Media's Occupational Safety and Health department also organises and carries out various safety awareness and improvement campaigns as well as activities such as basic fire-fighting, first-aid courses, safety campaigns and annual workplace fire evacuation drills.

COMMUNITY SUPPORT

BMedia recognises the importance of being a responsible corporate citizen. Through theSun, BMedia has been at the forefront in helping communities afflicted by natural disasters such as floods, by launching donation campaigns and mounting on-the-ground relief and supply efforts in partnership with Mercy Malaysia.

SAVE SEAFIELD TEMPLE FUND

Following a controversy involving the Sri Maha Mariamman Temple and developer One City Sdn Bhd in December 2018, theSun collected RM292,492.84 in a donation drive to buy the land occupied by the temple in Subang Jaya from the developer.

However, the fundraising initiative was ceased following news of an amicable settlement between the temple and developer.

A total of RM54,232.55 was subsequently refunded to donors who wanted their money back while the remaining RM238,260.29 was placed in an escrow account to be handed over once the High Court determines who the legitimate trustees of the temple are.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors recognises the importance of adopting good corporate governance throughout the Group as a fundamental part of discharging its responsibilities to protect and enhance its shareholders' value and the financial performance of the Group. The Board is committed in ensuring that the Group carries out its business operations within the required standards of corporate governance as set out in the Malaysian Code of Corporate Governance ("MCCG").

This Corporate Governance Overview Statement ("CG Statement") provides a summary of the corporate governance practices of the Company during the financial year ended 30 April 2019 with reference to the three key Principles of good corporate practices as set out in the MCCG. This CG Statement is prepared in compliance with Bursa Malaysia Securities Berhad ("Bursa Securities") Main Market Listing Requirements ("Listing Requirements") and it is to be read together with the Company's Corporate Governance Report ("CG Report") for the financial year 2019 which is available on Bursa Securities website at www.bursamalaysia.com.

The CG Report provides the details on how the Company has applied each Practice as set out in the MCCG and any departures thereof during the financial year ended 30 April 2019. The Board is satisfied that the Company has substantially complied with the MCCG throughout the financial year ended 30 April 2019 save for the exceptions which are fully described in the CG Report.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

BOARD RESPONSIBILITIES

The Board recognises the key role it plays in charting the strategic direction of the Company. The Board has assumed, amongst others, the following responsibilities to facilitate it in discharging its duties: determining strategic direction of the Group, overseeing the conduct of the business of the Group, formulation of policies, succession planning, corporate governance, identifying principal risks and ensuring the implementation of systems to manage risks.

The Chairman is responsible for ensuring Board effectiveness and standards of conduct. He has authority over the agenda for each Board meeting to ensure that all Directors are provided with relevant information on a timely basis. The general agenda may include minutes of previous meetings of the Board and the Board Committees, quarterly financial results of the Group, issues requiring the Board's deliberation and approval, reports or briefings on operational and financial issues of major subsidiary and other ad-hoc reporting.

The Board delegates the authority and responsibilities for managing the everyday affairs of the Group to the Executive Director. He leads the senior management team in making and implementing the day-to-day decisions on the business operations and management, managing resources and risks in pursuing the corporate objectives of the Group. He brings material and other relevant matters to the Board, motivates employees, and drives change/ innovation and growth within the Group. The role of the management, on the other hand, is to run the business operations and general activities and administration of financial matters of the Group.

BOARD COMMITTEES

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

a. Audit and Risk Management Committee

b. Nominating Committee

c. Remuneration Committee

These Committees play a significant part in reviewing matters within each Committee's terms of reference and facilitating the Board's discharge of its duties and responsibilities. Each of these Committees has specific terms of reference, 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 SECRETARY

The Board is supported by suitably qualified, experienced and competent company secretaries who are members of a professional body, namely Malaysian Institute of Chartered Secretaries and Administrators. The Company Secretaries play an advisory role to the Board in relation to the Company's constitution and advises the Board on any updates relating to new statutory and relevant regulatory requirements pertaining to the duties and responsibilities of the Directors as and when necessary. The Company Secretaries are also responsible in ensuring that Board meeting procedures are followed and all the statutory records of the Company are properly maintained at the Registered Office of the Company.

In order to discharge their roles effectively, the Company Secretaries have been continuously attending the necessary trainings and professional development programmes so as to keep themselves abreast with the latest developments in corporate governance realm and changes in regulatory requirements that are relevant to their profession.

BOARD MEETING AND MEETING MATERIALS

The Board meets regularly on a quarterly basis with additional meetings being convened when necessary. Other than quarterly Board meetings, additional Board meetings may be convened as and when necessary to consider urgent proposals or matters that require the Board's expeditious review or consideration. The Board members deliberate and in the process, 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 absence of any forthcoming Board meetings, any matters requiring Board's decisions and approvals may be obtained by way of circular resolutions. These circular resolutions will then be tabled at the next Board meeting for notation.

Notices with relevant agenda and Board papers are provided at least five (5) business days prior to Board meetings except for meetings called on an ad-hoc basis for special matters. This is to enable the Directors to have an overview of the matters to be discussed or reviewed at the meetings and to obtain further explanation or clarification, if any. The Board papers include reports on the Group's operations, finance and corporate developments. As part of the Group's green initiatives to create a paperless meeting environment, the Directors are provided with electronic devices to enable them to access meeting papers electronically, instead of receiving the conventional hard copy meeting papers prior to a meeting.

There is also a schedule of matters reserved for the Board's decision, which includes, amongst others, approval of policies and strategic plans for the Company and the Group; material acquisitions and disposals of undertakings and assets in the Group and approval of new major ventures, to ensure that the direction and control of the Company are in the hands of the Board.

All Directors also ensure that the minutes of Board Meetings reflect the deliberations and decisions of the Board including whether any Directors had abstained from voting/ deliberating on a particular matter. The minutes of the meeting will be circulated to all Directors and tabled at next meeting for confirmation. The minutes of the meeting are duly signed by the Chairman of the meeting and properly kept at the Registered Office.

ACCESS TO INFORMATION AND ADVICE

The Directors have full and timely access to information concerning the Company and the Group. All Directors also have unrestricted access to the advice and services of the Company Secretaries and Senior Management staff in the Group to enable them to discharge their duties effectively. The Directors may also obtain independent professional advice, both inside and outside the Company, at the Company's expense if they deem it necessary in ensuring performance of their duties.

BOARD CHARTER, ETHICAL STANDARDS THROUGH CODE OF ETHICS, CODE OF CONDUCT AND WHISTLEBLOWING POLICY AND PROCEDURES

The Board has the following in place:-

(a) Board Charter

The Board has formally adopted a Board Charter which sets out the roles, duties and responsibilities as well as the composition and processes to enable all Board members, acting on behalf of the Company, to be aware of their duties and responsibilities at all times. The Board will review the Board Charter annually to ensure that it remains consistent with the Board's roles and objectives. A copy of the Board Charter is available on the Company's website at www.berjaya.com.

(b) Code of Ethics for Director

The Board has also adopted a Code of Ethics ("Code") for Directors 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 Company has established and adopted a Code of Conduct which applies to all employees of the Group and its subsidiaries as well as the Directors of the Company. The aim of the Code of Conduct is to provide guidelines on the expected behaviour and conduct of all employees and also to serve as a tool to guide the employees' actions when dealing with both internal and external parties and compliance with all applicable laws, rules and regulations in all its business activities.

All employees and Directors of the Company and its subsidiaries 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 Group.

The Board will periodically review the Code of Conduct. The Code of Conduct is available on the Company's website at www.berjaya.com.

(d) Whistleblowing Policy and Procedures

The Company 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.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

The Company has adopted a Whistleblowing Policy with the aim to provide an avenue for any individual, whether employee or otherwise, to raise genuine concerns related to any suspected acts of wrongdoings within the Group without fear of reprisal. The Policy, amongst others, sets out the reporting procedures and information about protections accorded to the whistleblower who reports such allegations.

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

The Policy is published on the Company's website at 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.

BOARD COMPOSITION

The Board currently has four (4) members comprising:-

- The Chairman (who is Non-Independent Non-Executive);
- One (1) Non-Independent Executive Director; and
- Two (2) Independent Non-Executive Directors.

This composition fulfills the requirements as set out under the Listing Requirements which requires at least one third (1/3) of the Board members of a listed issuer to be Independent Directors. The current Board composition is also in compliance with Practice 4.1 of the MCCG which requires at least half of the Board to be Independent Directors.

The Executive and Non-Executive Directors, with their different backgrounds and experiences in the field of finance, accounting, media and business development made up a balanced and effective Board.

The presence of two (2) Independent Non-Executive Directors provides sufficient 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 in their participation as members of the various committees of the Board. Hence, they are able to carry out their duties and provide an unfettered and unbiased independent judgement and to promote good corporate governance in their role as Independent Directors.

The Board is satisfied that the current size and composition of the Board is considered adequate to provide an optimum mix of skills and experience.

BOARDROOM DIVERSITY

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

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

The Board is of the view that while promoting boardroom diversity is essential, the normal selection criteria 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 on gender, age, nationality or ethnicity composition but will work towards achieving the appropriate boardroom diversity. Currently, there is no female Director on the Board.

The Board has in place its Board Diversity Policy and a copy of the Policy is available on the Company's website.

TIME COMMITMENT

The Board meets regularly on a quarterly basis with additional meetings being convened when necessary. The meeting dates are planned ahead of schedule to ensure that each member of the Board is committed to meet when the time arises. During the financial year ended 30 April 2019, the Board met five (5) times and the record of attendance of each Director is set out below:-

Directors	No. Of Meetings Attended
Dato' Sri Robin Tan Yeong Ching	5/5
Chan Kien Sing	5/5
Datuk Seri Azman Bin Ujang #	5/5
Datuk Robert Yong Kuen Loke #	5/5

# Denotes Independent Non-Executive Directors

All the Directors have remained fully committed in carrying out their duties and responsibilities and are able to give sufficient time commitment to their duties and responsibilities as reflected in their full attendance at the Board meetings held during the financial year ended 30 April 2019.

All Directors have complied with the restrictions on the number of directorships in public listed companies as prescribed under the Listing Requirements and hold not more than five directorships in listed issuer. Each Director is expected to commit time as and when required to discharge the relevant duties and responsibilities, besides attending meetings of the Board and Board Committees. All Board members 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.

The Board is satisfied with the level of time commitment given by the Directors towards fulfilling their roles and responsibilities.

DIRECTORS' TRAINING

The Board recognizes the importance of training as a continuous education process for the Directors in order to ensure that the Directors stay abreast of the latest developments and changes in laws and regulations, business environment and new challenges and to equip the Directors with the necessary knowledge and skills to enable them to fulfill their responsibilities and effectively discharge their duties.

All Directors have attended the Mandatory Accreditation Programme ("MAP") prescribed by the Bursa Securities. The Directors are mindful that they should continue to attend seminars and courses to keep themselves updated on regulatory and corporate governance developments, besides enhancing their professionalism and knowledge to effectively discharge their duties and obligations.

Details of the training programmes attended by the current Directors during the financial year ended 30 April 2019 were as follows:-

DIRECTORS	SEMINARS / CONFERENCES / FORUM
Dato' Sri Robin Tan Yeong Ching	- Forbes Asia Forum, Singapore : The Next Tycoons – A Generation Emerges - For Asia Exclusive Dialogue, Singapore - Leaders in Trust Talk, Kuala Lumpur - Berjaya 1st HR Conference, Kuala Lumpur - CEO Forum 2019, Kuala Lumpur
Chan Kien Sing	- MIA International Accountants Conference 2018 - Anti-Corruption Summit 2018 "Good Governance and Integrity for Sustainable Business Growth"
Datuk Seri Azman Bin Ujang	- MIA's Engagement Session with Audit Committee Members on Integrated Reporting
Datuk Robert Yong Kuen Loke	- Bursa Malaysia – Minister's Dialogue with Corporate Sustainability Manager - BDO Tax Budget Seminar 2018 - Keeping Ahead of Tax Reforms

The Board will, on a continuous basis, evaluate and determine the training needs of its members to assist them in the discharge of their duties as Directors.

APPOINTMENT TO THE BOARD

The Nominating Committee of the Company comprises exclusively of Non-Executive Directors, a majority of whom are Independent Directors. The members of the Nominating Committee are as follows:-

1. Datuk Seri Azman Bin Ujang - Chairman/Independent Non-Executive Director
2. Datuk Robert Yong Kuen Loke - Independent Non-Executive Director
3. Dato' Sri Robin Tan Yeong Ching - Non-Independent Non-Executive Director

The Chairman of the Nominating Committee, Datuk Seri Azman Bin Ujang, who is an Independent Non-Executive Director, has been identified as the Senior Independent Director to whom concerns may be conveyed.

The composition, authority as well as the duties and responsibilities of the Nominating Committee are set out under its Terms of Reference which is available at the Company's website at www.berjaya.com.

The Nominating Committee is responsible amongst others, for identifying and making recommendations for any appointments of Board members or Board Committee members. The process for the appointment of a new director is summarised in the sequence as follows:-

1. The candidate identified upon the recommendation by the existing Directors, senior Management staff, major shareholders and/or other independent source such as external consultants;

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

2. In evaluating the suitability of candidates to the Board, the Nominating Committee considers, inter-alia, the competency, experience, commitment, contribution and integrity of the candidates, and in the case of candidates proposed for appointment as Independent Non-Executive Directors, the candidate's independence;
3. Recommendation to be made by Nominating Committee to the Board if the proposed candidate is found to be suitable. 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.

ANNUAL ASSESSMENT

The Nominating Committee is responsible to carry out the necessary evaluation of the effectiveness of each Director, the Board and the Board Committees on an annual basis. During the financial year, the Committee had carried out an annual evaluation assessment as an effort to monitor the level of effectiveness of the Board, the Board Committees as well as the Board members. The evaluation involves individual Directors and Committee members completing separate evaluation questionnaires regarding the processes of the Board and its Committees, their effectiveness and 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 involved a peer and self-review assessment, where each Director will assess their own performance and that of their fellow Directors. The outcome of the assessments and comments by all the Directors were summarised and tabled at the Nominating Committee meeting for the Committee's review and were then reported to the Board at the Board meeting held thereafter. All assessments and evaluations carried out by the Nominating Committee in the discharge of its duties are properly documented.

Based on the assessment conducted for the financial year ended 30 April 2019, the Nominating Committee and the Board indicated their satisfaction with the level of performance and effectiveness of the Board, the Board Committees and the Board Members.

During the financial year ended 30 April 2019, the Nominating Committee also carried out the following activities:

- 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 and effectiveness of the Board and Board Committees:
- recommended to the Board for approval of the re-election of Chan Kien Sing and Datuk Robert Yong Kuen Loke who were subject to retirement at the Company's 2018 Annual General Meeting and who being eligible, offered themselves for re-election;
- recommended to the Board for approval of the retention of Datuk Seri Azman Bin Ujang, an Independent Non-Executive Director, who has served on the Board for cumulative term of more than nine years;
- reviewed the proposed amendments to Board Diversity Policy;
- reviewed the proposed amendments to the Terms of Reference of the Nominating Committee;
- reviewed the performance of the Audit and Risk Management Committee and assessed the financial literacy of its members.

RE- ELECTIONS OF DIRECTORS

In accordance with the Company's Articles of Association, one-third (1/3) of the Directors are subject to retirement by rotation at each Annual General Meeting ("AGM") and each Director shall retire at least once in every three (3) years. The Articles also provides that a Director appointed during the year is required to retire and seek re-election by shareholders at the following AGM immediately after their appointment. Retiring Directors can offer themselves for re-election.

The Nominating Committee also conducted an assessment of the Directors who are subject to retirement at the forthcoming AGM in accordance with the above provisions of the Articles of Association of the Company.

The Nominating Committee is also responsible, amongst others, for recommending to the Board those Directors who are eligible to stand for re-election.

The Director who will retire by rotation and eligible for re-election pursuant to Article 104(1) of the Company's Articles of Association at the forthcoming Twenty-Fifth AGM is Dato' Sri Robin Tan Yeong Ching.

ANNUAL ASSESSMENT OF INDEPENDENCE

The presence of Independent Directors provides objectivity to the Board's decisions, ensuring that all strategies proposed by the Management are fully discussed and examined, and take into account the long-term interests of stakeholders, including shareholders, employees, customers, suppliers and the various communities in which the Company conducts its business.

The Board through the Nominating Committee assesses the independence of the Independent Directors based on the criteria set out in the Listing Requirements on an annual basis. Based on the assessment conducted in year 2019, the Board is satisfied with the level of independence demonstrated by the independent directors and their ability to act in the best interests of the Company.

The Independent Directors namely, Datuk Seri Azman Bin Ujang and Datuk Robert Yong Kuen Loke have also provided the necessary confirmations of their independence to the Board based on the criteria as prescribed under the Listing Requirements.

TENURE OF INDEPENDENT DIRECTORS

The MCCG recommends that the tenure of an Independent Director should not exceed a cumulative terms of nine (9) years. Upon completion of the nine years, an Independent Director may continue to serve on the Board subject to the Directors' redesignation 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 years. As set out in the Board Charter, the tenure of independent directors of the Company shall not exceed a cumulative term of twelve (12) years.

The Board is of the view that the independence of the Independent Directors should not be determined solely 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 responsibilities in the best interest of the Company predominantly determines the ability of a Director to serve effectively as an Independent Director.

As at the date of this statement, Datuk Seri Azman Bin Ujang has served the Board for more than nine years. The approval of the Company's shareholders was obtained at the last AGM held on 4 October 2018 for the retention of Datuk Seri Azman Bin Ujang as an Independent Non-Executive Director of the Company notwithstanding that he had been on the Board of the Company for a cumulative term of more than nine years. The Nominating Committee and the Board have upon their annual assessments conducted for the year 2019, concluded that Datuk Seri Azman Bin Ujang has remained independent and recommended that the approval of the shareholders be sought at the Company's forthcoming AGM to retain Datuk Seri Azman Bin Ujang as an Independent Non-Executive Director of the Company based on the following justifications:-

i) he fulfilled the criteria under the definition of Independent Director as stated in the Listing Requirements, and thus, he would be able to function as a check and balance, bring an element of objectivity to the Board.

ii) he has been with the Company for more than nine years and was familiar with the Group's business operations and the overall media industry.

iii) he remains objective and independent in expressing his views and participating in deliberations and decision making process of the Board and Board Committees. The length of his services on the Board does not in any way interfere with his exercise of independent judgement and ability to act in the best interests of the Company.

iv) he has exercised his due care during his tenure as an Independent Non-Executive Director of the Company and carried out his professional duties in the interest of the Group and the shareholders.

REMUNERATION POLICIES AND PROCEDURES

The Company has a Remuneration Committee, which comprises exclusively Non-Executive Directors with a majority of them being Independent Directors. The members are as follows:-

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

Datuk Seri Azman Bin Ujang - Independent Non-Executive

Datuk Robert Yong Kuen Loke - Independent Non-Executive

The composition, authority as well as the duties and responsibilities of the Remuneration Committee are set out under its Terms of Reference which is available at the Company's website at www.berjaya.com.

The Board has adopted a Remuneration Policy to support 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 Board has delegated to the Remuneration Committee to implement its Remuneration Policy. The Remuneration Policy is subject to regular review by the Remuneration Committee and will be amended as appropriate to align with the current market practices and requirement of the MCCG and any other new requirements. The Remuneration Policy is also available on the Company's website at www.berjaya.com.

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.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

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 recommended level of remuneration shall reflect the experience and the level of responsibilities undertaken by each Non-Executive Director. The Board will then recommend the yearly Directors' fees and other benefits payable to Non-Executive Directors to the shareholders for approval at the AGM in accordance with Section 230(1) of the Companies Act 2016.

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 year ended 30 April 2019 were as follows:-

(a) Individual Directors on a named basis

Company

	RM					
	Fees	**Salary**	**Bonus**	**Benefits-in-kind**	**Other emoluments**	**Total**
Executive Director						
Chan Kien Sing	-	-	-	-	-	-
Non-Executive Director						
Dato' Sri Robin Tan Yeong Ching	-	-	-	-	-	-
Datuk Seri Azman Bin Ujang	30,000	-	-	-	9,900	39,900
Datuk Robert Yong Kuen Loke	30,000	-	-	-	11,300	41,300
	60,000	-	-	-	21,200	81,200

Group

	RM					
	Fees	**Salary**	**Bonus**	**Benefits-in-kind**	**Other emoluments**	**Total**
Executive Director						
Chan Kien Sing	-	40,000	-	-	28,393	68,393
Non-Executive Director						
Dato' Sri Robin Tan Yeong Ching	-	-	-	-	-	-
Datuk Seri Azman Bin Ujang	30,000	-	-	-	9,900	39,900
Datuk Robert Yong Kuen Loke	30,000	-	-	-	11,300	41,300
	60,000	40,000	-	-	49,593	149,593

Although the new MCCG has recommended that the Company should disclose on a named basis, the detailed remuneration of the top five (5) Senior Management, the Board has opined that it is inappropriate to make such disclosure on the remuneration of Senior Management due to sensitivity of the remuneration package, privacy, security and issue of staff poaching. The aggregate remuneration of the top three Senior Management for the financial year ended 30 April 2019 is RM645,183.22.

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

AUDIT AND RISK MANAGEMENT COMMITTEE

The Audit and Risk Management Committee is established by the Board and comprises three (3) members, all of whom are Non-Executive Directors with a majority of them being Independent Directors. The members are as follows:-

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

Datuk Seri Azman Bin Ujang - Independent Non-Executive Director

Dato' Sri Robin Tan Yeong Ching - Non-Independent Non-Executive Director

The Chairman of the Audit and Risk Management Committee 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 Audit and Risk Management Committee are set out under its Terms of Reference approved by the Board and is available at the Company's website at www.berjaya.com.

The members of the Audit and Risk Management Committee possess a mix of skills, knowledge and experience to enable them to discharge their duties and responsibilities pursuant to the Terms of Reference of the Audit and Risk Management Committee. In addition, the members of the Audit and Risk Management Committee are financially literate and are able to understand, analyse and challenge matters under the purview of the Audit and Risk Management Committee including the financial reporting process.

The Audit and Risk Management Committee provides an independent channel of communication for the external and internal auditors. The Board ensures that an objective and professional relationship is maintained with the external auditor through the Audit and Risk Management Committee which keeps under review the nature, scope and results of the external audit, its cost effectiveness and the independence and objectivity of the auditors. It also reviews the scope and extent of the activity of the internal audit function.

One of the key responsibilities of the Audit and Risk Management Committee is to review the financial statements and quarterly results of the Group and to ensure that such quarterly results and financial statements comply with the applicable financial reporting standards. The quarterly financial results and audited financial statements were reviewed by the Audit and Risk Management Committee and approved by the Board before they were released to Bursa Securities. The Audit and Risk Management Committee would meet with the External Auditors to review the scope and adequacy of the audit process, the annual financial statements and their audit findings. Furthermore, the Audit and Risk Management Committee is updated regularly by the External Auditors on the changes in financial reporting standards which are applicable to the Group.

ASSESSMENT OF EXTERNAL AUDITORS

The Board maintains a transparent and professional relationship with the External Auditors through the Audit and Risk Management Committee. Under the existing practice, the Audit and Risk Management Committee invites the 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 Audit and Risk Management Committee will also have private meeting with the External Auditors without the presence of the Senior Management to enable exchange of views on issues requiring attention.

The Board has delegated to the Audit and Risk Management Committee to undertake an annual assessment of the quality of audit which encompassed the performance and quality of the External Auditors and their independence, objectivity and professionalism. The Audit and Risk Management Committee has put in place an External Auditors Policy which outlines the policies and procedures for the Audit and Risk Management Committee to review, assess and monitor the performance, suitability, objectivity and independence of the External Auditors. This assessment process involves identifying the areas of assessment, setting the minimum standard 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 Audit and Risk Management Committee's assessment of their independence, the External Auditors have provided a declaration in their annual audit plan presented to the Audit and Risk Management Committee confirming their independence throughout the conduct of the audit engagement in accordance with the relevant professional and regulatory requirements.

The Audit and Risk Management Committee also ensures that the External Auditors are independent of the activities they audit and will review the contracts for provision of non-audit services by the External Auditors. The recurring non-audit services were in respect of tax compliance and the annual review of the Statement on Risk Management and Internal Control. The non-recurring non-audit services are acting as reporting accountants for any corporate exercises.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONTINUED)

During the financial year, the amount of statutory audit fees and non-audit fees paid/payable to the External Auditors by the Company and the Group respectively for the financial year ended ("FYE") 30 April 2019 were as follows:-

	Company		Group	
	FYE2019	FYE2018	FYE2019	FYE2018
	RM'000	RM'000	RM'000	RM'000
Statutory audit fees paid/ payable to:-				
- Deloitte Malaysia	30	30	99	99
- Affiliates of Deloitte Malaysia	-	-	-	-
Total (a)	30	30	99	99
Non-audit fees paid to:-				
- Deloitte Malaysia	5	3	5	3
- Affiliates of Deloitte Malaysia	5	5	15	15
Total (b)	10	8	20	18
% of non-audit fees (b/a)	33.3	26.7	20.2	18.2

In considering the nature and scope of non-audit fees, the Audit and Risk Management Committee 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 Audit and Risk Management Committee 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 on the activities and functions of the Audit and Risk Management Committee are set out in the Audit and Risk Management Committee Report on pages 19 to 20 of this Annual Report.

RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

The Board of Directors acknowledges that risk management and internal controls is an integral part of the overall management process. It is an ongoing process to identify, evaluate, monitor, manage and mitigate the risks that may affect the achievement of its business and corporate objectives.

The Audit and Risk Management Committee is entrusted to provide advice and assistance to the Board in fulfilling its statutory and fiduciary responsibilities relating to the Company's internal and external audit functions, risk management and matters that may significantly impact the financial conditions or affairs of the business.

INTERNAL AUDIT FUNCTION

The Board acknowledges its overall responsibility for the Group's system of internal control and its effectiveness as well as reviewing its adequacy and integrity to safeguard shareholders' investments and the Group's assets.

The internal audit function of the Group was outsourced to the internal auditors of Berjaya Corporation Berhad, an affiliated company, to assist the Audit and Risk Management Committee in discharging its duties and responsibilities. The internal auditors' responsibilities include providing independent and objective reports on the state of internal controls of the operating unit in the Group to the Audit and Risk Management Committee, with the necessary recommendations for improvement to the control procedures.

The details of the risk management and system of internal control of the Company are set out in the Statement on Risk Management and Internal Controls in this Annual Report.

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

COMMUNICATION WITH STAKEHOLDERS

The Company recognises the importance of being transparent and accountable to its shareholders and has used various channels of communications to enable the Board and Management to continuously communicate, disclose and disseminate comprehensive and timely information to investors, shareholders, financial community and the public generally.

The 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 where shareholders can access corporate information, annual reports, financial information and Company's announcements.

CONDUCT AT GENERAL MEETINGS

The Company provides a platform for dialogue and interaction with all shareholders through its general meetings. The Chairman of the meeting provided sufficient time for the shareholders to ask questions for each agenda in the notice of the general meetings. At each AGM, the Board presents the progress and performance of the Group's businesses and encourages shareholders to participate through a question and answer session. The Directors (including all members of the Board Committees), Senior Management and External Auditors of the Company are in attendance to respond to shareholders' queries during the general meetings.

In respect of the Company's 24th AGM held on 4 October 2018, the Notice of the AGM was despatched to the shareholders on 23 August 2018. The notice for the 25th AGM in 2019 scheduled to be held on 3 October 2019 will be sent out on 28 August 2019. The Notice period for both the AGMs is more than 28 days. The long notice period provides shareholders with ample time to review the annual report, to consider the resolutions that will be discussed at the AGM for informed decision making and to make the necessary arrangements to attend and participate personally at the AGM or through a proxy or a corporate representative. Each item of special business included in the Notice of AGM is accompanied by an explanatory statement for the proposed resolution to facilitate a better understanding and evaluation of issues involved.

POLL VOTING

At the Company's AGM held on 4 October 2018, all the resolutions passed by the shareholders were conducted by poll pursuant to Paragraph 8.29(1) of the Listing Requirements. The shareholders were briefed on the voting procedures by the Share Registrar prior to the commencement of the voting process. The poll vote count was conducted by the Share Registrar and the results of the poll were then verified by the Scrutineers, Messrs L.T Lim & Associates. An announcement of the poll results showing the number of votes cast for and against each resolution was announced to Bursa Securities on the same day for the benefit of all shareholders. The minutes of the AGM was also made available on the Company's website after it has been confirmed and signed by the Chairman of the AGM.

The Company may consider adopting the electronic voting moving forward to facilitate a more efficient voting process and to ensure a transparent and accurate voting result.

This CG Statement was approved by the Board of Directors of the Company on 1 August 2019.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTRODUCTION

The Malaysian Code on Corporate Governance requires listed companies to maintain a sound system of internal control to safeguard shareholders' investments and the Group's assets. The Bursa Malaysia Securities Berhad ("Bursa Securities") Main Market Listing Requirements require Directors of listed companies to include a statement in annual reports on the state of their risk managements and internal controls. The Bursa Securities' Statement on Internal Control: Guidance for Directors of Public Listed Companies ("Guidance") provides guidance for compliance with these requirements. The Board's Risk Management and Internal Control Statement, which has been prepared in accordance with the Guidance, is set out below.

RESPONSIBILITY

The Board of Directors recognises the importance of sound internal controls and risk management practices to good corporate governance. The Board affirms its overall responsibility for the Group's systems of internal controls and risk management, and for reviewing the adequacy and integrity of those systems. It should be noted, however, that such systems are designed to manage rather than eliminate the risk of failure to achieve business objectives. In addition, it should be noted that any system could provide only reasonable assurance against material misstatement or loss.

The Group had in place an ongoing process for identifying, evaluating, monitoring and managing the significant risks affecting the achievement of its business objectives throughout the period. This process is regularly reviewed by the Board, which dedicates time for discussion on this subject.

The Board has received assurance from the Executive Director that the Group's risk management and internal control system are operating adequately and effectively, in all material aspects.

RISK MANAGEMENT FRAMEWORK

The Board has established an organisation structure with clearly defined lines of accountability and delegated authority. It has extended the responsibilities of the Audit and Risk Management Committee ("ARMC") to include the work of monitoring all internal controls and risk management. Its review covers matters such as responses to significant risks identified, output from the monitoring process and changes made to the internal control system.

ASSURANCE MECHANISM

The Board recognises that effective monitoring on a continuous basis is a vital component of a sound internal control system. In this respect, the ARMC carries out an internal audit function to monitor and assess the effectiveness of the internal control system. Observations from internal audits were presented to the ARMC together with management's response and proposed action plans for its review. The action plans were then followed up during subsequent internal audits with implementation status reported to the ARMC.

The internal audit function is outsourced to Group Internal Audit Division of Berjaya Corporation Berhad, which reports directly to the ARMC. The scope of work covered by the internal audit function is determined by the ARMC after careful consideration and discussion of the audit plan with the Board.

The Board through the ARMC regularly receives and reviews reports on internal control, which include highlights on significant risks affecting the Group, from its internal audit function.

The external auditors form an opinion on the financial statements of the Group based on their annual statutory audit. Any areas for improvement identified during the course of audit are highlighted to the attention of the ARMC through management letters, or are articulated at the ARMC meetings.

The ARMC also hold private meetings with the external auditors to have exchange of views on any areas that require their attention. Apart from the statutory audit, the external auditors also review the Statement of Risk Management and Internal Control ("SRMIC") in accordance with Paragraph 15.23 of the Main Market Listing Requirements of Bursa Securities. Based on their review, the external auditors have reported to the Board that nothing has come to their attention that causes them to believe that the disclosures in SRMIC are not consistent with their understanding of the ongoing processes that the Board has in place for identifying, evaluating and managing the significant risks in achieving the objectives and strategies of the Group.

OTHER KEY ELEMENTS OF INTERNAL CONTROL

The other key elements of the Group's internal control systems are described below:-

- Clearly defined delegation of responsibilities to committees of the Board and to management of Head Office and operating units, including authorisation level for all aspects of the business which are set out in an authority matrix;
- Regular and comprehensive information provided to management, covering financial performance and key business indicators, such as cash flow performance; and
- Regular visits to operating units by senior management.

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.

WHISTLEBLOWING POLICY

The Group has in place a whistleblowing policy, designed to enable all its employees (including Directors) with the appropriate mechanisms to confidentially provide information in an independent and unbiased manner, on any genuine concerns, without fear of recrimination so as to enable prompt corrective action to be taken where appropriate.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

The Board of Directors of Berjaya Media Berhad ("BMedia" or "the Company") is pleased to present the report of the Audit and Risk Management Committee ("ARMC") for the financial year ended 30 April 2019.

Members and Meetings Attendances

The members of the ARMC are as follows:-

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

Datuk Seri Azman Bin Ujang
- Independent Non-Executive Director

Dato' Sri Robin Tan Yeong Ching
- Non-Independent Non-Executive Director

The ARMC held five (5) meetings during the financial year ended 30 April 2019. The details of attendance of the ARMC members are as follows:-

Name	No. Of Meetings Attended
Datuk Robert Yong Kuen Loke	5/5
Datuk Seri Azman Bin Ujang	5/5
Dato' Sri Robin Tan Yeong Ching	5/5

The ARMC meetings were convened with proper notices and agenda and these were distributed to all members of the ARMC with sufficient notification. The minutes of each of the ARMC meetings were recorded and tabled for confirmation at the next ARMC meeting and tabled at the Board Meeting for the Directors' review and notation.

The General Manager of Group Internal Audit, the Head of Group Accounts and Budgets of Berjaya Corporation Berhad as well as the Financial Controller of Sun Media Corporation Sdn Bhd were invited to attend the ARMC meetings. The external auditors were also invited to attend three (3) of these meetings.

SUMMARY OF ACTIVITIES AND WORK OF THE ARMC DURING THE FINANCIAL YEAR ENDED 30 APRIL 2019

During the financial year, the ARMC had discharged its duties and responsibilities by carrying out the following works and activities:-

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	Quarterly Financial Statements Reviewed
26 June 2018	Fourth quarter results as well as the unaudited results of the Group for the financial year ended 30 April 2018
24 September 2018	First quarter results for the financial year ended 30 April 2019
6 December 2018	Second quarter results for the financial year ended 30 April 2019
12 March 2019	Third quarter results for the financial year ended 30 April 2019

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 the Malaysian Financial Reporting Standards ("MFRS") 134 - Interim Financial Reporting Standards in Malaysia and International Accounting Standards ("IAS") 34 - Interim Financial Reporting as well as the applicable disclosure provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

b. reviewed the audited financial statements of the Company and the Group for the financial year ended 30 April 2018 together with the Management and the External Auditors at its meeting held on 3 August 2018 to ensure that it presented a true and fair view of the Company's financial position and performance for the year and is in compliance with all disclosure and regulatory requirements before recommending the audited financial statements to the Board for approval.

External Audit

a. discussed and considered the significant accounting and auditing issues arising from the interim audit as well as the final audit with the External Auditors including the following key audit matter raised in the external auditors' report for the financial year ended 30 April 2018:-

(1) Assessment of Impairment of Investment in Subsidiary Companies

The ARMC also had a private discussion with the External Auditors on 3 August 2018 without the presence of the Management during the review of the audited financial statements for the year ended 30 April 2018 to discuss any problems/issues arising from the audit review.

b. evaluated the performance of the External Auditors for the financial year ended 30 April 2018 covering areas such as calibre, quality processes, audit team, audit scope, audit communication, audit governance and independence as well as the audit fees of the External Auditors. The ARMC, having been satisfied with the independence, suitability and performance of Messrs Deloitte PLT ("Deloitte PLT"), had recommended to the Board the re-appointment of Deloitte PLT as External Auditors for the ensuing financial year end of 30 April 2019 at its meeting held on 3 August 2018 for approval.

c. reviewed with the External Auditors at the meeting held on 12 March 2019, their audit plan in respect of the financial year end of 30 April 2019, outlining the auditors' responsibilities, timing of audit, materiality, significant risks, areas of audit focus, fraud consideration, internal control plan, involvement of internal auditors and independence policies and procedures and also financial reporting updates.

Internal Audit

a. reviewed the Internal Audit report on the Company's principal subsidiary namely, Sun Media Corporation Sdn Bhd at the ARMC meeting held on 24 September 2018 and considered the findings and Internal Auditor's recommendations to improve any weakness or non-compliance together with the Management's responses thereto.

b. reviewed and approved the Internal Audit Plan for the financial year ending 30 April 2020 to ensure that the scope and coverage of the internal audit on the operation of the Group's operating subsidiary is adequate and comprehensive and that all the risk areas are audited annually.

Recurrent Related Party Transactions

a. reviewed the recurrent related party transactions of the Company on a half yearly basis at the ARMC meetings held on 26 June 2018 and 6 December 2018 respectively to ensure that the transactions were carried out on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the interests of the minority shareholders and also to ensure that the actual value transacted did not exceed the estimated value of the recurrent related party transactions duly approved by the shareholders at the Company's Annual General Meeting.

b. reviewed the Circular to Shareholders in connection with the recurrent related party transactions that arose within the Group at its meeting held on 3 August 2018 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 recurrent related party transactions includes inter-alia, the following:-

(i) The transaction 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 BMedia Group;

(iii) Records of recurrent related party transactions will be retained and compiled by accountant for submission to the ARMC for review;

(iv) The ARMC is to provide a statement that it has reviewed the terms of the recurrent related party transactions 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 BMedia Group;

(v) Directors who have any interest in any recurrent related party transaction 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 at the Extraordinary General Meeting or Annual General Meeting to be convened for the purpose; and

(vi) Disclosures will be made in the annual report on the breakdown of the aggregate value of the recurrent related party transactions during the financial year, amongst others, based on the following information:-

(a) the type of the recurrent related party transactions made; and

(b) the names of the related parties involved in each type of the recurrent related party transactions made and their relationships with the BMedia Group.

Risk Management activities

a. reviewed the risk management activities on the Company's principal subsidiary namely, Sun Media Corporation Sdn Bhd, including the risk descriptions, risk mitigation strategies and controls and its existing controls to ensure the business activities and risk areas are re-aligned and enhanced on an on-going basis.

b. reviewed the summary of the risk register covering areas such as the likelihood of occurrence, the impact of the risks, risk score, risk treatment, risk owner and control effectiveness to ensure that the management of the relevant risks is appropriately placed within the Group.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT
(CONTINUED)

Other activities

a. reviewed and recommended to the Board for approval, the ARMC Report, Corporate Governance Report and Corporate Governance Overview Statement and Statement on Risk Management and Internal Control for inclusion in the 2018 Annual Report.

In order to discharge the above duties and responsibilities of ARMC effectively, the ARMC had undertaken continuous professional development by 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 THE WORK OF THE INTERNAL AUDITORS

The Company does not have its own in-house Internal Audit function. The internal audit function was outsourced to the internal auditors of Berjaya Corporation Berhad, an affiliated company, to assist the ARMC in discharging its duties and responsibilities. Their role is to provide the ARMC with independent and objective reports on the state of internal controls of the operating unit within the Group and the extent of compliance by such units with the Group's established policies and procedures.

The Internal Audit's activities are guided by 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 activities undertaken by the Internal Audit Division during the financial year ended 30 April 2019 included the following:

1. Tabled Internal Audit Plan for the ARMC's review and endorsement.
2. Reviewed the existing systems, controls and governance processes of the operating unit 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 operating unit and the Group in accomplishing its internal control requirements by suggesting improvements to the control processes.
5. Issued internal audit reports incorporating audit recommendations and management's responses in relation to audit findings on weaknesses in the systems and controls to the ARMC and the respective operations management.
6. Presented internal audit reports to the ARMC for review.
7. Followed up review to ensure that the agreed internal audit recommendations are effectively implemented.

For the financial year under review, the Internal Audit Division conducted audit assignments on operating unit of the Group involved in publication, printing and distribution of daily newspapers.

The cost incurred for the Internal Audit function in respect of the financial year ended 30 April 2019 was approximately RM38,000.

TERMS OF REFERENCE OF THE ARMC

The terms of reference of the ARMC can be viewed on the Company's website at 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 of 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 Company and to prevent and detect other irregularities.


THE Sun
COLLECTOR'S ITEM!
INAUGURAL ISSUE
DRAMA AT SEA
Jet skier lost overnight in stormy weather
THE SUN's CREDO
PM: Choose carefully
TOMORROW'S TECHNOLOGY, BROUGHT TO YOU BY HYUNDAI ELECTRONICS

1993


theSun
AUSTRALIA 1ST
Youth back in action
Over 180,000 Malaysian students have made Australia their first choice for quality, affordable education.

2002


theSun
Law today, gone tomorrow
Keep the peace: PM
Peel & WIN!
GRAND PRIZE RM50,000

2007

New Sun Rising

A fresh new take on theSun newspaper – redesigned and revamped

The days of shouting headlines and eye-catching colours are gone. The internet has taken over the role of being the first with the news. By the time newspapers hit the stands, they basically carry yesterday's stories which have already been shared across the digital world.

To stay relevant as a content provider, we espied the need to go beyond direct reporting and begin telling the stories behind the stories, which led to a change in the way we report stories. A transformation reflects this change of approach to break away from the past.

From the design on the whole to page layout, we have done away with colours in the headlines, page straps and folios. Similarly, with attention-arresting hues such as signal red, violet, yellow, gold and neon shades, instead going for more subtle tones that are more pleasing to the eye.

PRINT & DESIGN

The revamped paper, specifically the front page, brandishes eight different colours on one page — aside from that in the advertisement. Our DNA boasts a more contemporary subdued pantone palette that puts focus on the news/copy. Fonts and typefaces are more business-like, serious in "tone", easily discernible. The layout embodies cleaner lines and white space, not too cluttered, for a more sophisticated design.

Still, not all is new as our logo and tagline are for keeps — reflected in our news reports and our people, committed to "Telling It As It Is".

Content wise, keep with theSun and soak in the small adjustments that make huge impact across our various sections — News, Business, Entertainment & Lifestyle, Fashion & Beauty, Gear-Up, Media & Marketing, Sports and our diverse range of Supplements.

In Business, besides the weekly warrants and columns that touch on law and business, the nation's energy resources, corporate big-wigs and decision makers; look out for new additions on start-ups, investments and financial news. Our lifestyle-based pages bring readers more leading-edge content featuring celebrities and personalities as well as the no-less-important man on the street, trending stories, millennial fashion and culture, not leaving out the young-at-heart.

Our motoring section Gear-Up offers the latest from the automotive industry with reviews and insights into the world of motoring. In Sports, fans can expect wider views and across the board analysis. In the pipeline are shorter snippets and more engaging reads that warrant feedback from our readers on talking points.

Huge change across our Supplements pages with revised titles Edu+, Grad+, Careers+, Education News, Her!, Well-being, Property Insights and UrbanX, not forgetting our festive and special day supplements. While story ideas and design layouts promise to be beyond-the-box, advertisers and readers can both expect articles and write-ups that will leave an impression and even question mindsets.

The latest section to join the line-up is Buzz, which mainly caters for the millennials with editorial approach and language tone to suit the younger set.

DIGITAL & SOCIAL MEDIA

Better late than never, theSun has made its presence felt in the digital world. Though young, we're far from "wet behind the ears". Check out our website (www.thesundaily.my) offering vast amounts of information covering local and global news, along with the complete spectrum of lifestyle stories and entertainment reports, not forgetting sports updates. From here, you will also have access to our e-paper — the entire week's print paper online. Articles can be read, re-read, cut and pasted to save, file or maybe frame and flaunt.

We also have our footing on Facebook, Twitter, Instagram. We can be reached via Email and Short Message Service (SMS) alerts and our content can be tracked through Really Simple Syndication (RSS) feeds.

There's a saying "Good things come in small packages"; then again there's the idiom "Small but powerful" and the phrase "Small wonder". What we're really getting at is


Her!
Modern day influencers
URBANX
Careers+
Increasing the odds
Edu+
'One' for the record
GRAD+
'Out of the Box'
WELLBEING
Return to natural eating habits
BUZZ
chill • live • inspire
Escape to paradise

2012

2019

that "theSun's up", dedicated is our name and "Telling It As It Is" is our game. Our digital presence may not be at the utmost top for now but our numbers are rising and isn't it but true that "theSun is strong in Malaysia?"

Advertisement wise, check out what we can do, online as well as in print, reaching out to the masses across mobiles, tablets, high-tech gadgets, etc. From top leaderboards to in article ads, twin skyscrapers, floating and site take-over ads, YouTube streaming, Email alerts, Mobile banners and floating ads, video links and pop-ups, — through formats like JPG, HTML, GIF, SWF, URL Links, GIF Animation, PNG, video, ... and our rates are really very reasonable and attractive. Check with our innovative and experienced sales and marketing professionals who work arm in arm with our editorial team to offer some of the most creative advertisement designs and packages.

DISTRIBUTION & POSITIONING

We are a weekday publication that enjoys strong market presence in the Klang Valley and major towns of big cities. Our paper is distributed at carefully selected pick-up points and specifically targetted locations.

Our content offers critical and essential news; interesting and informative business articles; engaging and impacting lifestyle, fashion and beauty stories; analytical and opinion-based columns and reports; retail and consumer promotions and campaigns; as well as special pull-outs and supplement features.

FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2019

CONTENTS	PAGE

DIRECTORS' REPORT

The Directors of Berjaya Media Berhad hereby submit their report and the audited financial statements of the Group and of the Company for the year ended 30 April 2019.

PRINCIPAL ACTIVITIES

The Company is principally involved in investment holding.

The information on the name, place of incorporation, principal activities and percentage of issued share capital held by the Company in each subsidiary company is as disclosed in Note 14 to the financial statements.

RESULTS

The results of operations of the Group and of the Company for the financial year are as follows:

	Group RM'000	Company RM'000
Loss for the year, attributable to owners of the parent	(16,996)	(6,389)

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 Note 9(c) to the financial statements.

DIVIDENDS

No dividend has been paid or declared by the Company since the end of the previous financial year. The Directors do not recommend any final dividend payment in respect of the current financial year.

ISSUE OF SHARES AND DEBENTURES

The Company has not issued any new shares or debentures during the financial year.

SHARE OPTIONS

No options or warrants have been granted by the Company to any parties during the financial year to take up unissued shares of the Company.

INDEMNITY AND INSURANCE FOR DIRECTORS AND OFFICERS

The Company maintains Directors' liability insurance for purposes of Section 289(5) of the Companies Act 2016, throughout the year, which provides appropriate insurance cover for the Directors of the Company. The amount of insurance premium paid during the year amounted to RM28,206.

OTHER STATUTORY INFORMATION

Before the statements of profit or loss, statements of comprehensive income and statements of financial position of the Group and of the Company were made out, the Directors took reasonable steps:

(a) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts, and had satisfied themselves that all known bad debts had been written off and that adequate allowance for doubtful debts had been made; and

(b) to ensure that any current assets which were unlikely to be realised in the ordinary course of business including the value of current assets as shown in the accounting records of the Group and of the Company had been written down to an amount which the current assets might be expected so to realise.

At the date of this report, the Directors are not aware of any circumstances:

(a) which would render the amount written off for bad debts or the amount of allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or

(b) which would render the values attributed to current assets in the financial statements of the Group and of the Company misleading; or

(c) which have arisen and render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate; or

(d) not otherwise dealt with in this report or financial statements which would render any amount stated in the financial statements of the Group and of the Company misleading.

As at the date of this report, there does not exist:

(a) any charge on the assets of the Group and of the Company which has arisen since the end of the financial year which secures the liability of any other person; or

(b) any contingent liability of the Group and of the Company which has arisen since the end of the financial year.

In the opinion of the directors:

(a) 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 and of the Company to meet their obligations as and when they fall due; and

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

AUDITORS' REMUNERATION

The remuneration of the auditors for the financial year ended 30 April 2019 is as disclosed in Note 9 to the financial statements.

DIRECTORS

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

Dato' Sri Robin Tan Yeong Ching
Chan Kien Sing
Datuk Seri Azman Bin Ujang
Datuk Robert Yong Kuen Loke

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 hereof.

DIRECTORS' BENEFITS

Since the end of the previous financial year, none of the Directors of the Company has received or becomes entitled to receive any benefit (other than the benefit included in the aggregate amount of emoluments received or due and receivable by Directors as disclosed in the financial statements or the fixed salary of full-time employees of the related companies) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which he is a member, or with a company in which he has a substantial financial interest except for any benefits that may be deemed to have arisen by virtue of the transactions between the Company and certain companies in which certain Directors and/or shareholders of the Company are also Directors and/or shareholders as disclosed in Note 20 to the financial statements.

During and at the end of the financial year, no arrangement subsisted to which the Company was a party whereby Directors of the Company might acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

DIRECTORS' INTERESTS

The shareholdings in the Company and in the related companies of those who were Directors at the end of the financial year, as recorded in the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act 2016, are as follows:

	Number of ordinary shares			
	At 1.5.18	Acquired	Disposed	At 30.4.19
The Company				
Dato' Sri Robin Tan Yeong Ching	18,000	-	-	18,000
	17,071,200 #	-	-	17,071,200
	100 *	-	-	100
Chan Kien Sing	1,100	-	-	1,100

Notes:
# Denotes indirect interest pursuant to Section 8 of the Companies Act 2016.
* Denotes indirect interest pursuant to Section 59(11)(c) of the Companies Act 2016.

Other than as disclosed above, none of the other Directors in office at the end of the financial year had any interest in shares of the Company and in shares of its related corporations during the financial year.

SIGNIFICANT EVENT DURING THE YEAR

Significant event during the financial year is disclosed in Note 30 to the financial statements.

SUBSEQUENT EVENT

Significant event subsequent to the end of the financial year as disclosed in Note 31 to the financial statements.

AUDITORS

The auditors, Deloitte PLT, have indicated their willingness to continue in office.

INDEMNIFICATION OF AUDITORS

There was no indemnity given to or insurance effected for the auditor of the Company.

Signed on behalf of the Board in accordance with a resolution of the directors dated 1 August 2019

CHAN KIEN SING

DATUK SERI AZMAN BIN UJANG

STATEMENT BY DIRECTORS
(Pursuant to Section 251(2) of the Companies Act 2016)

The Directors of BERJAYA MEDIA BERHAD state that, in their opinion, the accompanying financial statements set out on pages 28 to 40 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 April 2019 and of the financial performance and the cash flows of the Group and of the Company for the year then ended.

Signed on behalf of the Board in accordance with a resolution of the directors dated 1 August 2019

CHAN KIEN SING DATUK SERI AZMAN BIN UJANG

STATUTORY DECLARATION
(Pursuant to Section 251(1)(b) of the Companies Act 2016)

I, CHAN KIEN SING, the Director primarily responsible for the financial management of BERJAYA MEDIA BERHAD, do solemnly and sincerely declare that the accompanying financial statements set out on pages 28 to 40, 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)
CHAN KIEN SING at Kuala Lumpur in the Federal Territory)
on 1 August 2019) CHAN KIEN SING
MIA No.: 4882

Before me:

Commissioner for Oaths
YM TENGKU FARIDDUDIN BIN TENGKU SULAIMAN
(No. W533)
Kuala Lumpur

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF BERJAYA MEDIA BERHAD
(Incorporated in Malaysia)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Berjaya Media Berhad, which comprise the statements of financial position as at 30 April 2019, and the statements of profit or loss, statements of comprehensive income, statements of changes in equity and statements of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 28 to 40.

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 April 2019, and of their financial performance and their cash flows for the 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 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 Ethics Standards Board for *Accountants' Code of Ethics for Professional Accountants* ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

Material Uncertainty Related to Going Concern

As disclosed in Note 2 to the financial statements, during the financial year ended 30 April 2019, the Group and the Company incurred net losses of RM16,996,000 and RM6,389,000 respectively. As at 30 April 2019, the Group reported shareholders' deficit of RM235,000 and the Group's current liabilities exceeded its current assets by RM14,485,000 as a result of losses incurred during the current and prior financial years. The current liabilities of the Group as at 30 April 2019 arose mainly from trade and other payables of RM16,314,000 and short-term borrowings of RM5,409,000.

As disclosed in Notes 30 and 31 to the financial statements, on 21 June 2017, the Company announced that it has triggered the Prescribed Criteria under Paragraph 2.19(a) of Practice Note 17 ("PN17") of the Main Market Listing Requirements of Bursa Malaysia.

On 3 June 2019, AmInvestment Bank Berhad had, on behalf of the Company, submitted an application to Bursa Malaysia for an extension of time to submit its regularisation plan. Bursa Malaysia vide its letter dated 25 June 2019, granted the Company an extension of time up to 20 December 2019 to submit its regularisation plan subject to the Company entering into a definitive agreement with proposed white knight by 20 October 2019.

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF BERJAYA MEDIA BERHAD (CONTINUED)
(Incorporated in Malaysia)

Material Uncertainty Related to Going Concern (Continued)

These events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. Our opinion is not qualified in respect of this matter.

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. Except for the matter described in the Material Uncertainty Related to Going-Concern section, we have determined that there are no key audit matters in the audit of the financial statements of the Group and of the Company to be communicated in our auditors' report.

Information Other than the Financial Statements and Auditor's Report Thereon

The Directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon.

Our opinion on the financial statements of the Group and of the Company does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements of the Group and of the Company, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements of the Group and of the Company or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with 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 controls 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.

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.

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF BERJAYA MEDIA BERHAD (CONTINUED)
(Incorporated in Malaysia)

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:

(a) 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.

(b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.

(c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.

(d) Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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.

(e) 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.

(f) 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, related safeguards.

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 MEDIA BERHAD (CONTINUED)
(Incorporated in Malaysia)

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.

DELOITTE PLT (LLP0010145-LCA)
Chartered Accountants (AF 0080)

TEO SWEE CHUA
Partner - 02846/01/2020 J
Chartered Accountant

1 August 2019

STATEMENTS OF PROFIT OR LOSS
FOR THE YEAR ENDED 30 APRIL 2019

		Group		Company	
	Note	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Revenue	5	25,655	33,267	-	-
Cost of sales		(20,197)	(25,544)	-	-
Gross profit		5,458	7,723	-	-
Other income	9b	355	671	4,140	34
Selling and distribution expenses		(734)	(1,169)	-	-
Administrative expenses		(15,669)	(17,356)	(825)	(492)
Other expenses	9c	(5,974)	(2,070)	(9,704)	(13,188)
		(16,564)	(12,201)	(6,389)	(13,646)
Finance costs	8	(395)	(263)	-	-
Loss before tax	9	(16,959)	(12,464)	(6,389)	(13,646)
Income tax expense	10	(37)	(36)	-	-
Loss for the year attributable to owners of the parent		(16,996)	(12,500)	(6,389)	(13,646)
Loss per share (Sen) attributable to owners of the parent					
- Basic, for the year	11	(7.23)	(5.32)		

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

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 APRIL 2019

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Loss for the year	(16,996)	(12,500)	(6,389)	(13,646)
Other comprehensive income:				
Items that may be reclassified subsequently to profit or loss				
- Loss on changes in fair value of available-for-sale ("AFS") investment	-	(3,246)	-	(135)
- Cumulative impairment loss transferred to profit or loss	-	2,070	-	99
	-	(1,176)	-	(36)
Items that will not be reclassified subsequently to profit or loss				
- Loss on changes in fair value of quoted investment at fair value through other comprehensive income ("FVTOCI")	(1,563)	-	(60)	-
	(1,563)	-	(60)	-
Total comprehensive income for the year	(18,559)	(13,676)	(6,449)	(13,682)
Total comprehensive income attributable to owners of the parent	(18,559)	(13,676)	(6,449)	(13,682)

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

STATEMENTS OF FINANCIAL POSITION AS AT 30 APRIL 2019

		Group		Company	
	Note	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
ASSETS					
Non-current assets					
Property, plant and equipment	12	2,300	2,088	-	-
Publishing rights	13	-	-	-	-
Investment in subsidiary companies	14	-	-	13,688	19,223
Other investments	15	11,950	16,552	286	684
		14,250	18,640	13,974	19,907
Current assets					
Inventories	17	2,845	4,644	-	-
Trade and other receivables	18	4,317	6,979	15	15
Amount owing by subsidiary companies	19	-	-	-	334
Tax recoverable		-	24	-	-
Cash and bank balances	25	1,002	2,724	10	4
		8,164	14,371	25	353
TOTAL ASSETS		22,414	33,011	13,999	20,260
EQUITY AND LIABILITIES					
Equity attributable to equity holders of the parent					
Share capital	21	191,538	191,538	191,538	191,538
Reserves	22	(191,773)	(173,214)	(179,665)	(173,216)
(Shareholders' deficit)/Total equity		(235)	18,324	11,873	18,322
Current liabilities					
Trade and other payables	23	16,314	7,452	339	149
Contract liability		924	-	-	-
Taxation		2	9	-	-
Amount owing to a subsidiary company	19	-	-	1,787	1,789
Short term borrowings	24	5,409	7,226	-	-
Total liabilities		22,649	14,687	2,126	1,938
TOTAL EQUITY AND LIABILITIES		22,414	33,011	13,999	20,260

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 APRIL 2019

	Attributable to the equity holders of the parent				
		Non-distributable reserves			
	Ordinary shares RM'000	AFS reserve RM'000	FVTOCI reserve RM'000	Accumulated losses RM'000	Total equity/ (Shareholders' deficit) RM'000
GROUP					
At 1 May 2017	191,538	1,123	-	(160,661)	32,000
Total comprehensive income	-	(1,176)	-	(12,500)	(13,676)
At 30 April 2018	191,538	(53)	-	(173,161)	18,324
At 1 May 2018 (as reported)	191,538	(53)	-	(173,161)	18,324
Effect of adoption of MFRS 9 (Note 2.1(1))	-	53	(31,486)	31,433	-
As 1 May 2018 (as restated)	191,538	-	(31,486)	(141,728)	18,324
Total comprehensive income	-	-	(1,563)	(16,996)	(18,559)
Arising from disposal of FVTOCI investment	-	-	5,820	(5,820)	-
At 30 April 2019	191,538	-	(27,229)	(164,544)	(235)

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

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 APRIL 2019

	Attributable to the equity holders of the parent				
		Non-distributable reserves			
	Ordinary shares RM'000	AFS reserve RM'000	FVTOCI reserve RM'000	Accumulated losses RM'000	Total equity RM'000
COMPANY					
At 1 May 2017	191,538	34	-	(159,568)	32,004
Total comprehensive income	-	(36)	-	(13,646)	(13,682)
At 30 April 2018	191,538	(2)	-	(173,214)	18,322
At 1 May 2018 (as reported)	191,538	(2)	-	(173,214)	18,322
Effect of adoption of MFRS 9 (Note 2.1(1))	-	2	(1,011)	1,009	-
As 1 May 2018 (as restated)	191,538	-	(1,011)	(172,205)	18,322
Total comprehensive income	-	-	(60)	(6,389)	(6,449)
Arising from disposal of FVTOCI investment	-	-	487	(487)	-
At 30 April 2019	191,538	-	(584)	(179,081)	11,873

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

STATEMENTS OF CASH FLOWS
FOR THE YEAR ENDED 30 APRIL 2019

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
OPERATING ACTIVITIES				
Receipts from customers	27,025	35,879	-	-
Payments to suppliers	(15,262)	(21,378)	-	-
Payments for operating expenses	(13,621)	(21,405)	(635)	(511)
Payments of taxes	(44)	(32)	-	-
Tax refunds	24	36	-	-
Net cash flow used in operating activities	(1,878)	(6,900)	(635)	(511)
INVESTING ACTIVITIES				
Interest received	170	241	-	37
Proceeds from disposal of property, plant and equipment	10	5	-	-
Purchase of property, plant and equipment	(847)	(235)	-	-
Proceeds from disposal of other investments	3,035	-	338	-
Net change in inter-company indebtedness	-	-	303	(852)
Net cash flow generated from/(used in) investing activities	2,368	11	641	(815)
FINANCING ACTIVITIES				
Drawdown of short term borrowing	7,917	10,726	-	-
Repayment of short term borrowing	(9,911)	(9,236)	-	-
Finance costs paid	(395)	(263)	-	-
Net cash flow (used in)/generated from financing activities	(2,389)	1,227	-	-
NET CHANGE IN CASH AND CASH EQUIVALENTS	(1,899)	(5,662)	6	(1,326)
CASH AND CASH EQUIVALENTS BROUGHT FORWARD	7	5,669	4	1,330
CASH AND CASH EQUIVALENTS CARRIED FORWARD	(1,892)	7	10	4

STATEMENTS OF CASH FLOWS
FOR THE YEAR ENDED 30 APRIL 2019 (CONTINUED)

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
CASH AND CASH EQUIVALENTS				
The closing cash and cash equivalents comprise the following:				
Cash and bank balances (Note 25)	1,002	2,724	10	4
Bank overdrafts (Note 24)	(2,894)	(2,717)	-	-
	(1,892)	7	10	4

Changes in liabilities arising from financing activities:

	Group	
	2019 RM'000	2018 RM'000
Borrowings (excluding bank overdraft)		
At 1 May	4,509	3,019
Drawdown of bank borrowing	7,917	10,726
Repayment of bank borrowing	(9,911)	(9,236)
At 30 April	2,515	4,509

Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Group's and the Company's statements of cash flows as cash flows from financing activities.

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

NOTES TO THE FINANCIAL STATEMENTS - 30 APRIL 2019

1 CORPORATE INFORMATION

The Company is a public limited liability company, incorporated and domiciled in Malaysia, and listed on the Main Market of Bursa Malaysia Securities Berhad ("Bursa Malaysia").

The Company is principally involved in investment holding.

The information on the name, place of incorporation, principal activities and percentage of issued share capital held by the Company in each subsidiary company is as disclosed in Note 14.

The Company's registered office is located at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No.1, Jalan Imbi, 55100 Kuala Lumpur.

The Company's principal place of business is located at Level 12, Berjaya Times Square, No.1, Jalan Imbi, 55100 Kuala Lumpur.

The financial statements of the Group and of the Company were authorised by the Board of Directors for the issuance in accordance with a resolution of the Directors on 1 August 2019.

2 BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

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

During the financial year ended 30 April 2019, the Group and the Company incurred net losses of RM16,996,000 and RM6,389,000 respectively. As at 30 April 2019, the Group reported shareholders' deficit of RM235,000 and the Group's current liabilities exceeded its current assets by RM14,485,000 as a result of losses incurred during the current and prior financial years.

However, the financial statements of the Group have been prepared on a going concern basis. This going concern basis is applied on the assumptions that the Group will receive financial support from a major shareholder to meet its obligations as and when they fall due and that the regularisation plan as disclosed in Notes 30 and 31 will be successfully formulated and implemented. In this regard, the Group has received a letter from a major shareholder confirming that financial support will be provided to enable the Group to meet its obligations as and when they fall due until the successful implementation of the regularisation plan.

The financial statements are presented in Ringgit Malaysia ("RM") and all values are rounded to the nearest thousand Ringgit ("RM'000") except when otherwise indicated.

2.1 Changes in accounting policies

On 1 May 2018, the Group and the Company adopted the following new MFRSs, Amendments to MFRSs, Annual Improvements to MFRSs and IC Interpretations:

Effective for financial periods beginning on or after 1 January 2018:

- Amendments to MFRS 2: Classification of Measurement of Share-based Payment Transactions
- Amendments to MFRS 4: Applying MFRS 9: Financial Instruments with MFRS 4: Insurance Contracts
- MFRS 9: Financial Instruments (2014)

2 BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS (CONTINUED)

2.1 Changes in accounting policies (Continued)

Effective for financial periods beginning on or after 1 January 2018 (continued):

- MFRS 15: Revenue from Contracts with Customers
- MFRS 15: Clarifications to MFRS 15
- Amendments to MFRS 140: Transfer of Investment Property
- Annual Improvements to MFRSs 2014-2016 Cycle - Amendments to MFRS 1: First-time Adoption of Malaysian Financial Reporting Standards
- Annual Improvements to MFRSs 2014-2016 Cycle - Amendments to MFRS 128: Investment in Associates and Joint Ventures
- IC Interpretation 22: Foreign Currency Transactions and Advance Consideration

Adoption of the above new MFRSs, Amendments to MFRSs, Annual Improvements to MFRSs and IC Interpretations did not have any effect on the financial performance or position of the Group and of the Company except as discussed below:

(1) MFRS 9: Financial Instruments

MFRS 9 Financial Instruments replaces MFRS139 Financial Instruments: Recognition and Measurement for annual periods beginning on or after 1 January 2018, bringing together all three aspects of the accounting for financial instruments: classification and measurement; impairment; and hedge accounting. Retrospective approach application is required, but restatement of comparative information is not compulsory.

As permitted by the transitional provision of MFRS 9, the Group and the Company elected not to restate comparative information for prior periods with respect to classification and measurement and impairment requirements. The comparative information continues to be reported under MFRS 139.

The Group and the Company have assessed the impact of MFRS 9 to the Group's financial statements as follows:

(i) Classification and measurement

All the quoted and unquoted equity investments previously classified as available-for-sale ("AFS") are now classified and measured as financial fair value through other comprehensive income ("FVTOCI"). The Group and the Company elected to classify irrevocably its quoted and unquoted equity investments under this category as they intend to hold these investments for the foreseeable future.

Loans and receivables are held to collect contractual cash flows and are expected to give rise to cash flows representing solely payments of principal and interest. The Group and the Company analysed the contractual cash flow characteristics of those instruments and concluded that they meet the criteria for amortised cost measurement under MFRS 9. Therefore, reclassification for these instruments is not required.

2 BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS (CONTINUED)

2.1 Changes in accounting policies (Continued)

(1) MFRS 9: Financial Instruments (continued)

(ii) Impairment

Under MFRS 9, the Group and the Company are required to record expected credit loss on its trade and other receivables, either on a 12-month or lifetime basis. The Group and the Company apply simplified approach permitted by MFRS 9 and record expected lifetime loss on its trade receivables. This impairment requirement does not have a significant impact on its carrying amount of the trade and other receivables.

The financial impact from the initial adoption of MFRS 9 as at 1 May 2018 are as follows:

	Note	As previously reported RM'000	Effects of adoption of MFRS 9 RM'000	As restated RM'000
Group				
Statements of Financial Position				
AFS reserve	22	(53)	53	-
FVTOCI reserve	22	-	(31,486)	(31,486)
Accumulated losses	22	(173,161)	31,433	(141,728)
Company				
Statements of Financial Position				
AFS reserve	22	(2)	2	-
FVTOCI reserve	22	-	(1,011)	(1,011)
Accumulated losses	22	(173,214)	1,009	(172,205)

(2) MFRS 15: Revenue from Contracts with Customers

MFRS 15 supersedes MFRS 111: Construction Contracts, MFRS 118: Revenue and related interpretations and it applies, with limited exceptions, to all revenue arising from contracts with its customers. MFRS 15 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

MFRS 15 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires extensive disclosure.

The Group adopted MFRS 15 using the full retrospective method and apply all the practical expedients available for full retrospective approach. The adoption of MFRS 15 has no material impact on the Group's financial position or performance.

2 BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS (CONTINUED)

2.2 Standards and interpretations issued but not yet effective

At the date of authorisation of these financial statements, the following new MFRSs, Amendments to MFRSs, Annual Improvements to MFRSs and IC Interpretations 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 2019:

- Amendments to MFRS 9: Financial Instruments – Prepayment Features with Negative Compensation
- MFRS 16: Leases
- Amendments to MFRS 119: Employee Benefits – Plan Amendment, Curtailment or Settlement
- Amendments to MFRS 128: Long Term Interest in Associates and Joint Ventures
- Annual Improvements to MFRSs 2015-2017 Cycle - Amendments to MFRS 3: Business Combinations
- Annual Improvements to MFRSs 2015-2017 Cycle - Amendments to MFRS 11: Joint Arrangements
- Annual Improvements to MFRSs 2015-2017 Cycle - Amendments to MFRS 112: Income Taxes
- Annual Improvements to MFRSs 2015-2017 Cycle - Amendments to MFRS 123: Borrowing Costs
- IC Interpretation 23: Uncertainly over Income Tax Treatments

Effective for financial periods beginning on or after 1 January 2020:

- Amendments to MFRS 2: Share-based Payment
- Amendments to MFRS 3: Business Combinations – Definition of a Business
- Amendments to MFRS 6: Exploration for and Exploration for and Evaluation of Mineral Resources
- Amendments to MFRS 14: Regulatory Deferral Accounts
- 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
- Amendments to MFRS 134: Interim Financial Reporting
- Amendments to MFRS 137: Provisions, Contingent Liabilities and Contingent Assets
- Amendments to MFRS 138: Intangible Assets
- IC Interpretation 12: Service Concession Arrangements
- IC Interpretation 19: Extinguishing Financial Liabilities with Equity Instruments
- IC Interpretation 20: Stripping Costs in the Production Phase of a Surface Mine
- IC Interpretation 22: Foreign Currency Transactions and Advance Consideration
- IC Interpretation 132: Intangible Assets – Web Site Costs

Effective for financial periods beginning on or after 1 January 2021:

- MFRS 17: Insurance Contracts

Effective date yet to be determined:

- Amendments to MFRS 10 and MFRS 128: Sales or Contribution of Assets between an Investor and its Associate or Joint Venture (Deferred)

2 BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS (CONTINUED)

2.2 Standards and interpretations issued but not yet effective (Continued)

Unless otherwise described below, the new MFRSs, Amendments to MFRSs, Annual Improvements to MFRSs and IC Interpretations 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, Amendments to MFRSs, Annual Improvements to MFRSs and IC Interpretations.

The Group is currently assessing the impact that these standards below will have on the financial position and performance.

(1) MFRS 16: Leases

MFRS 16 will replace MFRS 117 Leases, IC Interpretation 4 Determining whether an Arrangement contains a Lease, IC Interpretation 115 Operating Lease-Incentives and IC Interpretation 127 Evaluating the Substance of Transactions Involving the Legal Form of a Lease. MFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under MFRS 117.

At the commencement date of a lease, a lessee will recognise a liability to make lease payments and an asset representing the right to use the underlying asset during the lease term. The right-of-use asset is initially measured at cost and subsequently measured at cost (subject to certain exceptions), less accumulated depreciation and impairment losses, adjusted for any remeasurement of the lease liability. The lease liability is initially measured at present value of the lease payments that are not paid at that date. Subsequently, the lease liability is adjusted for interest and lease payments, as well as the impact of lease modifications.

Classification of cash flows will also be affected as operating lease payments under MFRS 117 are presented as operating cash flows, whereas under MFRS 16, the lease payments will be split into a principal (which will be presented as financing cash flows) and an interest portion (which will be presented as operating cash flows).

Lessor accounting under MFRS 16 is substantially the same as the accounting under MFRS 117. Lessors will continue to classify all leases using the same classification principle as in MFRS 117 and distinguish between two types of leases: operating and finance leases. MFRS 16 also requires lessees and lessors to make more extensive disclosures than under MFRS 117.

MFRS 16 is effective for annual periods beginning on or after 1 January 2019. Early application is permitted but not before an entity applies MFRS 15. A lessee can choose to apply the standard using either a full retrospective or a modified retrospective approach.

The Group plans to adopt the new standard on the required effective date using the modified retrospective approach. On initial adoption of MFRS 16, there may be impact on the accounting treatment for leases, which the Group as a lessee currently accounts for as operating leases. On adoption of this standard, the Group will be required to capitalise its rented premises, equipment on the statements of financial position by recognising them as "rights-of-use" assets and the corresponding liability in respect of these leases.

3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) Basis of Consolidation (Continued)

When the Group loses control of a subsidiary company, a gain or loss calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest; and (ii) the previous carrying amount of the assets and liabilities of the subsidiary company and any non-controlling interest, 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 profits. The fair value of any investment retained in the former subsidiary company at the date control is lost is regarded as the cost on initial recognition of the investment.

Business Combinations

Acquisitions of subsidiary companies are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interest in the acquiree. The Group elects on a transaction-by-transaction basis whether to measure the non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Transaction costs incurred are expensed and included in administrative expenses.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes in the fair value of the contingent consideration which is deemed to be an asset or liability, will be recognised in profit or loss or as a change to other comprehensive income. If the contingent consideration is classified as equity, it will not be remeasured. Subsequent settlement is accounted for within equity.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through profit or loss.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than fair value of the net assets of the subsidiary company acquired, the difference is recognised in profit or loss.

(c) Revenue

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.

3 SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Accounting

The financial statements of the Group and of the Company have been prepared under the historical cost basis unless otherwise indicated in the accounting policies stated below. Historical cost is generally based on the fair value of the consideration given in exchange for assets.

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of MFRS 2, leasing transactions that are within the scope of MFRS 117, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in MFRS 102 or value in use in MFRS 136.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

(a) Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

(b) Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

(c) Level 3 inputs are unobservable inputs for the asset or liability.

The principal accounting policies are set out below:

(b) Basis of Consolidation

The consolidated financial statements incorporate the financial statements of the Company and all its subsidiary companies, which are prepared up to the end of the same financial year.

Subsidiary companies are consolidated when the Company obtains control over the subsidiary company and ceases when the Company loses control of the subsidiary company.

The Company controls an investee if and only if the Company has all the following:

(i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);

(ii) Exposure, or rights, to variable returns from its investment with the investee; and

(iii) The ability to use its power over the investee to affect its returns.

All intra-group balances, income and expenses and unrealised gains and losses resulting from intra-group transactions are eliminated in full.

Changes in the Group's ownership interests in subsidiary companies that do not result in the Group losing control over the subsidiary companies are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary companies. The resulting difference is recognised directly in equity and attributed to owner of the Company.

3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Revenue (Continued)

The Group and the Company recognise 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.

(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 or the Company expect(s) 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 or the Company need(s) to allocate the transaction price to each performance obligation in accordance to the amount of consideration for satisfying each performance obligation.

(v) Recognise revenue when the Group or the Company satisfy(s) a performance obligation or as the Group or the Company is satisfying a performance obligation.

Revenue is recognised at the point in time at which the performance obligation is satisfied. However, the Group shall recognise revenue over time if the Group's or the Company's performance:

(i) Does not create an asset with an alternative use to the Group or the Company or the Group or the Company has an enforceable right to payment for performance completed to-date; or

(ii) Creates or enhances an asset that the customer controls as the asset is created or enhanced; or

(iii) Provides benefits that the customer simultaneously receives and consumes as the Group or the Company performs.

The recognition of the Group's revenue are further described below:

(i) Advertising income

For one-off sales, revenue from services rendered is recognised at a point in time as and when the advertisements are published or displayed. Revenue is recognised at net of service taxes less discount.

For package sales, revenue is recognised over time as the package sales contract comprises multiple deliverables which represent a series of distinct services that are substantially the same. Revenue is recognised upon the completion of the performance obligations embodied in the package sales contract based on an amount which is commensurate with the value of the completed performance obligation.

(ii) Dividend income

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

3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Revenue (Continued)

When either party to a contract has performed, the Group and the Company shall present the contract in the statement of financial position as a contract asset or a contract liability.

A contract asset is presented when the Group or the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due.

A contract liability is presented when a customer pays consideration or the Group and the Company recognises a receivable (i.e. has a right to an amount of consideration that is unconditional) before the Group or the Company transfers goods or services to the customer.

(d) 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 or the Company.

Contingent liabilities and assets are not recognised in the statements of financial position of the Group and the Company except for contingent liabilities assumed in a business combination of which the fair value can be reliably measured.

(e) Income Tax

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year, calculated using tax rates that have been enacted or substantively enacted at the reporting date. Current tax for current and prior periods is recognised as a liability (or asset) to the extent that it is unpaid (or recoverable).

Deferred tax is provided for, using the "liability" method, on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts in the financial statements. In principle, deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised for all deductible temporary differences, unused tax losses and unused tax credits to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised. Deferred tax is not recognised if the temporary difference arises from goodwill or from the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction, affects neither the accounting profit nor taxable profits.

The carrying amount of the deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient future taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is measured at the tax rates that are expected to apply in the year when the asset is realised or the liability settled, based on tax rates that have been enacted or substantively enacted at the reporting date. Deferred tax is recognised in the statements of profit or loss, except when it arises from a transaction which is recognised directly in equity, in which case the deferred tax is also charged or credited directly in equity, or when it arises from a business combination that is an acquisition, in which case the deferred tax is included in the resulting goodwill.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(j) Property, Plant and Equipment

Property, plant and equipment are stated at cost less accumulated depreciation and any impairment losses.

Depreciation of property, plant and equipment is computed on the straight-line method at the following annual rates based on the estimated useful lives of the various assets:

Plant and machinery	10% - 20%
Office, factory equipment and air-conditioning system	10% - 20%
Furniture, fittings and fixtures	10% - 25%
Computers	10% - 33%
Motor vehicles	20% - 25%
Renovations	20%

The estimated useful lives, residual values and depreciation method are reviewed at each year end, with the effect of any changes in estimates accounted for prospectively.

Gain or loss arising from the disposal of an asset is determined as the difference between the estimated net disposal proceeds and the carrying amount of the asset, and is recognised in the statements of profit or loss.

(k) Publishing Rights

Publishing rights are stated at cost less impairment losses.

For the purpose of impairment testing, publishing rights are allocated to the Group's CGU expected to benefit from the synergies of the combination. CGU to which the publishing rights have been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired.

If the recoverable amount of the CGU is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any publishing rights allocated to the unit and then to the other assets of the unit on a pro-rata basis of the carrying amount of each asset in the unit. An impairment loss recognised for publishing rights is not reversed in the subsequent period.

On disposal of the CGU, the attributable amount of publishing rights is included in the determination of the gain or loss on disposal.

(l) Investment in Subsidiary Companies

Investment in subsidiary companies, which is eliminated on consolidation, is stated at cost in the Company's financial statements less impairment losses.

(m) Inventories

Inventories are valued at the lower of cost and net realisable value. Cost is determined using the weighted average method. The cost of inventories comprises the original purchase price plus cost incurred in bringing the inventories to their present location and condition. The cost of production materials comprises the cost of raw materials, direct labour and a proportion of production overheads. Net realisable value represents the estimated selling price in the ordinary course of business less selling and distribution costs and all other estimated costs to completion.

3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(f) Borrowing Costs

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.

(g) Foreign Currency Conversion

(i) 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 ("the functional currency"). The consolidated financial statements are presented in Ringgit Malaysia, which is also the Company's functional currency.

(ii) Foreign currency transactions

Transactions in foreign currencies are converted into Ringgit Malaysia at the approximate exchange rates prevailing at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rates prevailing at reporting date. All foreign exchange gains and losses are taken up in the statements of profit or loss.

(h) Employee Benefits

Wages, salaries, paid annual leave, bonuses and non-monetary benefits are accrued in the year in which the associated services are rendered by employees of the Group and the Company.

The Group and the Company make statutory contributions to an approved provident fund and contributions are charged to the statements of profit or loss. Once the contributions have been paid, the Group and the Company have no further payment obligations. The approved provident fund is a defined contribution plan.

(i) Impairment of Non-Financial Assets

The carrying amounts of property, plant and equipment, publishing rights and investment in subsidiary companies are reviewed at each reporting date to determine whether there is any indication of impairment. If such an indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit ("CGU") exceeds its recoverable amount.

Recoverable amount is the higher of fair value less costs to sell and value-in-use. In assessing value-in-use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statements of profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or CGU) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or CGU) in prior years. A reversal of an impairment loss is recognised immediately in the statements of profit or loss.

3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(n) Provisions

Provisions are made when the Group and the Company have a present legal or constructive obligation as a result of past events, when it is probable that an outflow of resources will be required to settle the obligation, and when a reliable estimate of the amount can be made.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. Where the effect of the time value of money is material, the amount of provision is the present value of the expenditure expected to be required to settle the obligation.

(o) Statements of Cash Flows

The Group and the Company adopt the direct method in the preparation of the statements of cash flows.

Cash equivalents are short-term, highly liquid investments with maturities of three months or less from the date of acquisition and are readily convertible to cash with insignificant risk of change in value, against which the bank overdrafts, if any, are deducted.

(p) 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, net of tax. Equity transaction costs comprise only those incremental external costs directly attributable to the equity transaction which would otherwise have been avoided.

(q) 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.

With the exception of trade receivables that do not contain a significant financing component or for which the Group and the Company have applied the practical expedient, the Group and the Company initially measure 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. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Trade receivables that do not contain a significant financing component or if the period between performance and payment is 1 year or less under practical expedient of MFRS 15, are measured at the transaction price determined under MFRS 15.

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.

Classification and subsequent measurement

Classification of financial assets are determined on initial recognition and are not reclassified subsequent to their initial recognition unless the Group or the Company 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.

3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(q) Financial Assets (Continued)

Classification and subsequent measurement (Continued)

The classification of financial assets are as follows:

(i) Amortised cost

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 on specified dates to cash flows that are solely payments of principal and interest 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. Any gain or loss on derecognition is recognised in profit or loss.

(ii) Fair value through other comprehensive income

Debt instruments

Fair value through other comprehensive income category comprises debt investment where it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the debt investment, and its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Fair value changes are recognised in other comprehensive income. On derecognition, fair value changes accumulated in other comprehensive income are reclassified to profit or loss. Interest income is recognised by applying effective interest rate to the gross carrying amount except for credit impaired financial assets where the effective interest rate is applied to the amortised cost.

Equity instruments

This category comprises investment in equity that is not held for trading, and the Group and the Company irrevocably elect to present subsequent changes in the investment's 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 dividend clearly represents a recovery of part of the cost of investment. Other net gains and losses are recognised in other comprehensive income. On derecognition, gains and losses accumulated in other comprehensive income are not reclassified to profit or loss.

(iii) 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 a derivative that is a designated and effective hedging instrument). On initial recognition, the Group or the Company may irrevocably designate a financial asset that otherwise meets the requirements to be classified as amortised cost or as fair value through other comprehensive income as 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.

3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(r) Impairment of Financial Assets (Continued)

The Group and the Company recognise 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, and does not reduce the carrying amount of the financial asset in the statement of financial position.

(s) 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.

The Group and the Company initially measure 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.

Classification and subsequent measurement

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

(i) Amortised cost

Financial liabilities are measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that discounts estimated future cash payments (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 (where appropriate).

(ii) 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. 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 the statement of profit or loss.

3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(q) Financial Assets (Continued)

Classification and subsequent measurement (Continued)

The classification of financial assets are as follows (continued):

(iii) Fair value through profit or loss (continued)

Financial assets classified as fair value through profit or loss are subsequently measured at their fair values. Net gains or losses, including any interest or dividend income, are recognised in the 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 rights to receive cash flows from the asset have expired; or

(ii) The Group or the Company has transferred its rights to receive the cash flows from the assets and has transferred substantially all risks and rewards; or

(iii) The Group or the Company has assumed an obligation to pay the cash flows in full from the assets without material delay to a third party under a 'pass-through' arrangement; or

(iv) The Group or the Company has transferred its rights to receive the cash flows from the assets, has not transferred substantially all risk and rewards but has not retained control of the assets.

(r) Impairment of Financial Assets

The Group and the Company recognise loss allowances for expected credit losses ("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 and the Company expect 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 and the Company apply the simplified approach in calculating ECLs. Therefore, the Group and the Company do not track changes in credit risk, but instead recognise a loss allowance based on lifetime ECLs at each reporting date. The Group and the Company have established provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors and the economic environment.

3 SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(t) Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement 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.

(u) Leases

Operating lease payments are recognised as an expense in profit or loss on a straight-line basis over the lease term. The aggregate benefit of incentives provided by the lessor is recognised as a reduction of rental expense over the lease term on a straight-line basis.

(v) Current and Non-Current Classification

The Group and the Company present 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 the 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 the 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.

4 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, which are described in Note 3, management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

4 CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (CONTINUED)

(a) Critical Judgements in Applying the Group's Accounting Policies

The following is the judgement 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.

(i) Going concern

During the financial year ended 30 April 2019, the Group and the Company incurred net losses of RM16,996,000 and RM6,389,000 respectively. As at 30 April 2019, the Group reported shareholders' deficit of RM235,000 and the Group's current liabilities exceeded its current assets by RM14,485,000 as a result of losses incurred during the current and prior financial years.

However, the financial statements of the Group have been prepared on a going concern basis. This going concern basis is applied on the assumptions that the Group will receive financial support from a major shareholder to meet its obligations as and when they fall due and that the regularisation plan will be successfully formulated and implemented. In this regard, the Group has received a letter from a major shareholder confirming that financial support will be provided to enable the Group to meet its obligations as and when they fall due until the successful implementation of the regularisation plan.

(ii) Impairment of financial assets

The Group and the Company follow the guidance of MFRS 9 in determining when a financial asset is considered impaired. This determination requires significant judgement. The Group and the Company evaluate, among other factors, the duration and extent to which the fair value of a financial asset is less than its cost; and the financial health of and the near-term business outlook of the issuer of the instrument, including factors such as industry performance, changes in technology and operational and financing cash flows.

(b) Key Sources of Estimation Uncertainty

Management believes that there are no key assumptions made 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 except for the following:

(i) Impairment of investment in subsidiary companies

The Company carried out the impairment test based on the assessment of the fair value of the respective asset's or CGU's fair value less costs to sell or based on the estimation of the value-in-use ("VIU") of the CGUs to which the respective subsidiary companies are allocated. Estimating the VIU requires the Company to make an estimate of the expected future cash flows from the CGU, growth rate, consideration of economic factors and future trends and also to choose a suitable discount rate in order to calculate the present value of those cash flows.

The carrying amount of the investments in subsidiary companies of the Company is disclosed in Note 14.

5 REVENUE

	Group	
	2019 RM'000	2018 RM'000
Timing of advertising revenue recognition:		
At a point in time	14,149	18,821
Over time	11,506	14,446
	25,655	33,267

Transaction price allocated to the remaining performance obligation

The Group has applied the practical expedient not to disclose the information about its remaining performance obligation as the remaining performance obligation is expected to be fulfilled in the next twelve months.

6 SEGMENT INFORMATION

Segment information is presented in respect of the Group's business segments, which reflect the Group's internal reporting structure that are regularly reviewed by the Group's chief operating decision maker for the purposes of allocating resources to the segment and assessing its performance.

The Group is organised into the following operating divisions:
- investment holding
- publishing
- others

Group 2019	Investment holding RM'000	Publishing RM'000	Others RM'000	Eliminations RM'000	Consolidated RM'000
Revenue					
Total revenue	-	25,714	-	(59)	25,655
Results					
Results from operations	(866)	(15,867)	(5)	29	(16,709)
Other income - investing activities	160	10	-	-	170
Other expenses - investing activities	-	(25)	-	-	(25)
Finance costs	-	(395)	-	-	(395)
Loss before tax					(16,959)
Income tax expense					(37)
Loss for the year					(16,996)

6 SEGMENT INFORMATION (CONTINUED)

Group 2019	Investment holding RM'000	Publishing RM'000	Others RM'000	Eliminations RM'000	Consolidated RM'000
Other Information					
Capital expenditure	-	847	-	-	847
Depreciation of property, plant and equipment	-	610	-	-	610
Assets					
Segment assets	25,909	10,193	1,787	(15,475)	22,414
Liabilities					
Segment liabilities	7,901	27,059	186	(12,497)	22,649

Group 2018	Investment holding RM'000	Publishing RM'000	Others RM'000	Eliminations RM'000	Consolidated RM'000
Revenue					
Total revenue	-	33,336	-	(69)	33,267
Results					
Results from operations	(2,807)	(9,868)	(5)	2,312	(10,368)
Other income - investing activities	187	50	-	-	237
Other expenses - investing activities	(2,070)	-	-	-	(2,070)
Finance costs	-	(263)	-	-	(263)
Loss before tax					(12,464)
Income tax expense					(36)
Loss for the year					(12,500)
Other Information					
Capital expenditure	-	235	-	-	235
Depreciation of property, plant and equipment	2	611	-	-	613
Assets					
Segment assets	37,737	14,858	1,789	(21,373)	33,011
Liabilities					
Segment liabilities	11,888	15,447	183	(12,831)	14,687

7 DIRECTORS' REMUNERATION

Directors' remuneration, which is included as part of the administrative expenses in the statements of profit or loss, is as follows:

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Executive:				
- Emoluments	336	458	-	-
- Contribution to Employees Provident Fund	41	55	-	-
	377	513	-	-
Non-executive:				
- Fees	60	56	60	56
- Other emoluments	21	21	21	21
	458	590	81	77

8 FINANCE COSTS

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Interest expense on:				
- bank overdrafts	200	41	-	-
- banker acceptance	189	197	-	-
Commitment fees	6	25	-	-
	395	263	-	-

9 LOSS BEFORE TAX

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Loss before tax is arrived at after charging:				
Cost of newsprint consumed	10,458	13,110	-	-
Staff cost (Note a)	14,021	16,847	-	-
Depreciation of property, plant and equipment	610	613	-	2
Allowance for impairment of trade receivables	-	252	-	-
Operating leases:				
- minimum lease payment of premises	513	583	-	-
- minimum lease payment of equipment	213	255	-	-
Auditors' remuneration statutory audit:				
- current year	99	99	30	30
- fees for non audit services	5	3	5	3

Note a: Staff costs

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Salaries and wages	11,528	13,823	-	-
Social security costs	159	173	-	-
Contribution to Employees Provident Fund	1,374	1,558	-	-
Other staff related expenses	960	1,293	-	-
Total staff costs	14,021	16,847	-	-

9 LOSS BEFORE TAX (CONTINUED)

Note b: Other income

Included in other income are the following:

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Interest income				
- fixed and other deposits	17	84	-	34
- quoted loan stocks	153	153	-	-
Gain on disposal of property, plant and equipment	10	2	-	-
Gain on foreign exchange	9	145	-	-
Recovery of allowance for doubtful debts				
- trade receivables	8	6	-	-
- amount owing by subsidiary companies	-	-	4,140	-

Note c: Other expenses

Included in other expenses are the following:

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Accrual for legal damages	5,912	-	-	-
Property, plant and equipment written off	25	-	-	-
Allowance for impairment of receivables				
- amount owing by subsidiary companies	-	-	4,169	2,309
Bad debts written off	33	-	-	-
Impairment loss in:				
- investment in subsidiary companies	-	-	5,535	10,781
- investment in quoted shares	-	1,794	-	99
- investment in quoted loan stocks	-	276	-	-

10 INCOME TAX EXPENSE

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Estimated tax expense:				
- Current year	37	36	-	-

A reconciliation of income tax expense applicable to loss before tax at the applicable statutory income tax rate to income tax expense at the effective income tax rate is as follows:

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Loss before tax	(16,959)	(12,464)	(6,389)	(13,646)
Tax expense at applicable statutory tax rate of 24% (2018: 24%)	4,070	2,991	1,533	3,275
Tax effects of:				
Expenses that are not deductible in determining taxable profit	(2,187)	(676)	(2,527)	(3,275)
Income that are not taxable in determining taxable profit	-	13	994	-
Deferred tax assets not recognised during the financial year	(1,920)	(2,364)	-	-
Income tax expense for the year	(37)	(36)	-	-

11 LOSS PER SHARE

	Group	
	2019	2018
Loss attributable to owners of the parent (RM'000)	(16,996)	(12,500)
Weighted average number of ordinary shares ('000)	235,085	235,085
Basic loss per share (sen)	(7.23)	(5.32)

Fully Diluted

There are no potential ordinary shares outstanding as at 30 April 2019. As such, the fully diluted loss per share of the Group is equivalent to the basic loss per share.

There have been no other transactions involving ordinary shares or potential shares between the reporting date and the date of authorisation of these financial statements.

12 PROPERTY, PLANT AND EQUIPMENT

Group	Plant and machinery RM'000	Office, factory equipment and air-conditioning system RM'000	Furniture, fittings and fixtures RM'000	Computers RM'000	Motor vehicles RM'000	Renovations RM'000	Total RM'000
Cost							
At 1 May 2017	20,993	1,991	63	9,060	1,155	991	34,253
Additions	-	10	-	51	174	-	235
Disposals	-	-	-	(33)	-	-	(33)
At 30 April 2018/ 1 May 2018	20,993	2,001	63	9,078	1,329	991	34,455
Additions	-	16	-	772	-	59	847
Disposal	-	-	-	-	(131)	-	(131)
Written off	-	(7)	-	-	-	(151)	(158)
At 30 April 2019	20,993	2,010	63	9,850	1,198	899	35,013
Accumulated Depreciation							
At 1 May 2017	20,506	1,578	32	7,745	1,031	892	31,784
Charge for the year	132	99	6	266	68	42	613
Disposals	-	-	-	(30)	-	-	(30)
At 30 April 2018/ 1 May 2018	20,638	1,677	38	7,981	1,099	934	32,367
Charge for the year	131	79	6	293	72	29	610
Disposal	-	-	-	-	(131)	-	(131)
Written off	-	(5)	-	-	-	(128)	(133)
At 30 April 2019	20,769	1,751	44	8,274	1,040	835	32,713
Net Book Value							
At 30 April 2019	224	259	19	1,576	158	64	2,300
At 30 April 2018	355	324	25	1,097	230	57	2,088

12 PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Company	Office equipment RM'000
Cost	
At 1 May 2017/ 30 April 2018/1 May 2018/30 April 2019	18
Accumulated Depreciation	
At 1 May 2017	16
Charge for the year	2
At 30 April 2018/1 May 2018/30 April 2019	18
Net Book Value	
At 30 April 2019	-
At 30 April 2018	-

13 PUBLISHING RIGHTS

	Group	
	2019 RM'000	2018 RM'000
Cost		
At 1 May/30 April	113,705	113,705
Accumulated Impairment Loss		
At 1 May/30 April	(113,705)	(113,705)
Net Carrying Amount	-	-

Publishing rights acquired in a business combination is allocated to the cash generating unit ("CGU") that is expected to benefit from the business combination.

The Group tests the CGU for impairment annually or more frequently if there are indications that CGU might be impaired. In the prior financial years, the Group had fully impaired the value of publishing rights.

14 INVESTMENT IN SUBSIDIARY COMPANIES

Investment in subsidiary companies consists of:

	Company	
	2019 RM'000	2018 RM'000
Unquoted Shares at Cost		
At 1 May	268,272	241,420
Addition during the year through capitalisation of amount owing by subsidiary companies	-	26,852
At 30 April	268,272	268,272
Accumulated Impairment Loss		
At 1 May	249,049	238,268
Recognised during the year	5,535	10,781
At 30 April	254,584	249,049
Net Carrying Amount	13,688	19,223

The details of subsidiary companies, all incorporated in Malaysia, are as follows:

Name of Company	Proportion of Ownership Interest 2019 %	2018 %	Principal Activities
Sun Media Corporation Sdn. Bhd.	100	100	Publication, printing and distribution of daily newspaper.
Gemtech (M) Sdn. Bhd.	100	100	Investment holding.
Moves & Shakes Sdn. Bhd.	100	100	Promoters and organisers of events, seminars, workshops, concerts and others. Ceased operations.
Nexnews Channel Sdn. Bhd.	100	100	Property holding. Ceased operations.

Composition of the Group

Information about the composition of the Group at the end of the reporting period is as follows:

Principal Activities	Place of Incorporation and Operation	Number of Subsidiaries 2019	2018
Investment holding	Malaysia	1	1
Publishing	Malaysia	1	1
Others	Malaysia	2	2
		4	4

14 INVESTMENT IN SUBSIDIARY COMPANIES (CONTINUED)

During the current financial year, the Company carried out an impairment test by assessing the recoverable amounts of the value of its investments. The assessment gave rise to the recognition of an impairment loss of investment in a subsidiary company of RM5,535,000 (2018: RM10,781,000) as disclosed in Note 9(c) based on recoverable amount of RM13,688,000 (2018: RM19,223,000).

15 OTHER INVESTMENTS

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Quoted investment in Malaysia:				
Shares	10,833	15,119	273	662
Loan stock	981	1,196	-	-
Warrants	136	237	13	22
	11,950	16,552	286	684
Unquoted investment:				
Shares, at cost	-	4,200	-	-
Less: Impairment loss	-	(4,200)	-	-
	-	-	-	-
	11,950	16,552	286	684

As at 30 April 2019, investment in quoted shares in Malaysia with carrying values of RM10,833,000 (2018: RM11,557,000) of the Group and RM273,000 (2018: RM299,000) of the Company are pledged to a financial institution for credit facility granted to a subsidiary company.

16 DEFERRED TAX ASSETS

As mentioned in Note 3, the tax effects of deductible temporary differences, unused tax losses and unused capital allowances which would give rise to deferred tax asset are recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences, unused tax losses and unabsorbed capital allowances can be utilised. The estimated amount of unused tax losses and unused tax credits of the Group, for which the deferred tax assets have not been recognised due to uncertainty of their realisation, are as follows:

	Group	
	2019 RM'000	2018 RM'000
Unused tax losses	242,250	233,082
Unabsorbed capital allowances	2,121	1,457
Unabsorbed reinvestment allowances	17,213	17,213
Others	1,145	2,975
	262,729	254,727

The Malaysia Finance Act 2018 gazetted on 27 December 2018 has imposed a time limitation to restrict the carry forward of the unutilised tax losses and unabsorbed reinvestment allowances. The unutilised tax losses and unabsorbed reinvestment allowances 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 losses and unabsorbed reinvestment allowances thereafter shall be disregarded.

However, for any unutilised tax losses and unabsorbed reinvestment allowances that originated from the year of assessment 2019 onwards, these 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 and unabsorbed reinvestment allowances thereafter shall be disregarded.

17 INVENTORIES

	Group	
	2019 RM'000	2018 RM'000
At cost:		
Raw materials	2,307	4,052
Production materials	56	62
Stores and consumables	482	530
	2,845	4,644

The cost of inventories recognised as an expense during the financial year in the Group amounted to RM11,675,158 (2018: RM14,818,533).

18 TRADE AND OTHER RECEIVABLES

Trade and other receivables consist of the following:

	Note	Group 2019 RM'000	Group 2018 RM'000	Company 2019 RM'000	Company 2018 RM'000
Trade receivables	(a)				
Third parties		2,428	5,566	-	-
Less: Allowance for doubtful debts		(344)	(2,467)	-	-
Trade receivables, net		2,084	3,099	-	-
Other receivables	(b)				
Other receivables		135	1,540	1	1
Prepaid expenses		1,057	1,092	14	14
Refundable deposits		413	660	-	-
		1,605	3,292	15	15
Less: Allowance for doubtful debts		(4)	(16)	-	-
Other receivables, net		1,601	3,276	15	15
Amount owing by related parties	(c)	632	620	-	-
Less: Allowance for doubtful debts		-	(16)	-	-
Amount owing by related parties, net		632	604	-	-
		4,317	6,979	15	15

(a) Trade receivables

The credit period granted to customers ranges from 90 to 120 days (2018: 90 to 120 days).

The Group does not hold any collateral over these balances.

The Group has no significant concentration of credit risk that may arise from exposures to single receivable or to group or groups of receivables.

All trade receivables are denominated and receivable in Ringgit Malaysia.

Ageing analysis of trade receivables

	Group 2019 RM'000	Group 2018 RM'000
Neither past due nor impaired	2,007	2,791
1 to 30 days past due not impaired	77	308
31 to 60 days past due not impaired	-	-
	77	308
Impaired	344	2,467
	2,428	5,566

18 TRADE AND OTHER RECEIVABLES (CONTINUED)

(a) Trade receivables (Continued)

Trade receivables that are neither past due nor impaired

Trade receivables that are neither past due nor impaired are creditworthy debtors with good payment track records with the Group. None of the Group's trade receivables that are neither past due nor impaired have been renegotiated during the financial year.

Trade receivables that are past due but not impaired

The Group's trade receivables include an aggregate amount of RM77,000 (2018: RM308,000) that are past due but not impaired as there is no concern on the creditworthiness of the counterparties and the recoverability of these debts.

Movement in allowance for doubtful debts:

	Group 2019 RM'000	Group 2018 RM'000
At 1 May	2,467	2,221
Allowance for doubtful debts	-	252
Recovery of allowance for doubtful debts	(8)	(6)
Write off	(2,115)	-
At 30 April	344	2,467

Trade receivables that are individually determined to be impaired at the reporting date relate to debtors that are in significant financial difficulties and have defaulted on payments. These receivables are not secured by any collateral or credit enhancements.

(b) Other receivables

Movement in allowance for doubtful debts:

	Group 2019 RM'000	Group 2018 RM'000
At 1 May	16	3,064
Write off	(12)	(3,048)
At 30 April	4	16

All other receivables are denominated and receivable in Ringgit Malaysia.

Included in other receivables is amount owing by former affiliates for which the balance has been fully provided.

18 TRADE AND OTHER RECEIVABLES (CONTINUED)

(c) Amount owing by related parties

Movement in allowance for doubtful debts:

	Group 2019 RM'000	Group 2018 RM'000
At 1 May	16	16
Write off	(16)	-
At 30 April	-	16

Nature of relationship with related parties is disclosed in Note 20.

Amount owing by related parties, which arose from trade transactions, is unsecured and the credit period granted ranges from 90 to 120 days (2018: 90 to 120 days). The net amount owing by related parties at the reporting date is neither past due nor impaired.

19 AMOUNT OWING BY/(TO) SUBSIDIARY COMPANIES

	Company 2019 RM'000	Company 2018 RM'000
Amount owing by subsidiary companies	10,710	11,015
Less: Allowance for doubtful debts	(10,710)	(10,681)
	-	334

Movement in allowance for doubtful debts:

	Company 2019 RM'000	Company 2018 RM'000
At 1 May	10,681	8,372
Less: Recovery of allowance for doubtful debts	(4,140)	-
Add: Allowance for doubtful debts	4,169	2,309
At 30 April	10,710	10,681
Amount owing to a subsidiary company	1,787	1,789

Amount owing by/(to) subsidiary companies, which arose mainly from expenses paid on behalf and advances, is interest-free, unsecured and repayable on demand.

20 SIGNIFICANT RELATED PARTY TRANSACTIONS

Related parties are entities, excluding related companies, which have common directors and/or shareholders with the Company or its subsidiary companies and/or are related to certain directors of the Company.

During the financial year, significant transactions undertaken between the Group and the Company with related parties, which are negotiated on a basis determined between the said parties, are as follows:

		Group 2019 RM'000	Group 2018 RM'000
Advertising revenue received/receivable from:			
- a deemed substantial shareholder and its subsidiary companies	(a)	2,296	2,094
- companies related to a substantial shareholder	(b)	1,444	1,109
Purchase of goods and services from:			
- a subsidiary company of a deemed substantial shareholder	(a)	25	142
- companies related to a substantial shareholder	(b)	720	720
Rental paid/payable to:			
- a subsidiary company of a deemed substantial shareholder	(a)	477	573
- a company related to a substantial shareholder	(b)	16	17
Management fees payable to a deemed substantial shareholder	(a)	120	120
Share registration services rendered by a subsidiary company of a deemed substantial shareholder	(a)	60	61
Writer's fees payable to a related party	(c)	3	10

		Company 2019 RM'000	Company 2018 RM'000
Management fees payable to a deemed substantial shareholder	(a)	120	120
Share registration services rendered by a subsidiary company of a deemed substantial shareholder	(a)	60	61

20 SIGNIFICANT RELATED PARTY TRANSACTIONS (CONTINUED)

Nature of Relationship

(a) These include a substantial shareholder, Berjaya Corporation Berhad ("BCorp") and its subsidiary companies. Dato' Sri Robin Tan Yeong Ching ("DSRT") is the Chief Executive Officer and a substantial shareholder of BCorp.

(b) These companies are deemed related parties by virtue of the interests of Tan Sri Dato' Seri Vincent Tan Chee Yioun ("TSVT") in these companies. TSVT is the Executive Chairman of BCorp and a substantial shareholder of both the Company and BCorp and is the father of DSRT.

(c) Datuk Seri Azman Bin Ujang is a related party by virtue of his directorship in the Company.

The remunerations of the key management personnel are as follows:

	Group	
	2019 RM'000	2018 RM'000
(a) Short-term employee benefits	721	1,131
(b) Post-employment benefits	67	75

All other significant related party balances have been disclosed under Notes 18 and 23.

21 SHARE CAPITAL

Share capital is represented by:

	Group and Company			
	Number of shares		Share capital	
	2019 '000	2018 '000	2019 RM'000	2018 RM'000
Issued and Fully Paid:				
Ordinary Shares				
At 1 May/30 April	235,085	235,085	191,538	191,538

22 RESERVES

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
AFS reserves	-	(53)	-	(2)
FVTOCI reserves	(27,229)	-	(584)	-
	(27,229)	(53)	(584)	(2)
Accumulated losses	(164,544)	(173,161)	(179,081)	(173,214)
	(191,773)	(173,214)	(179,665)	(173,216)

23 TRADE AND OTHER PAYABLES

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Financial liabilities				
Trade payables	2,283	2,263	-	-
Other payables	1,779	1,034	200	5
Accrued expenses and deposits	3,325	3,840	139	144
Accrual for legal damages	5,812	-	-	-
Amount owing to a former director	3,115	315	-	-
	16,314	7,452	339	149

The credit period granted to the Group for trade purchases ranges from 90 to 120 days (2018: 90 to 120 days).

Included in the trade payables is an amount of RM884,984 (2018: RM949,695) owing to a related party.

Accrual for legal damages is recognised for the lawsuits that were judged in favour of the plaintiffs as disclosed in Note 26(a) to the financial statements.

Amount owing to a former director, which arose mainly from unsecured advances, is interest-free and is repayable on demand.

All trade and other payables are denominated and payable in Ringgit Malaysia.

24 SHORT TERM BORROWINGS

	Group	
	2019 RM'000	2018 RM'000
Secured:		
Bank overdrafts	2,894	2,717
Bankers acceptance	2,515	4,509
	5,409	7,226

The bankers acceptance and bank overdrafts are secured by pledge of quoted investments of the Company and a subsidiary company and bears effective interest at rates ranging from 5.30% to 8.37% (2018: 5.35% to 8.37%) per annum.

A covenant of the banking facilities of a subsidiary company was technically not complied with. However, the bank had granted a waiver for the non-compliance before the financial year end.

25 CASH AND BANK BALANCES

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Fixed deposits with licensed banks	-	1	-	-
Cash on hand and at banks	1,002	2,723	10	4
	1,002	2,724	10	4

Fixed deposits with licensed banks earn interest rates ranging from 1.75% to 3.25% (2018: 2.75%) per annum. In the previous financial year, the fixed deposits have an average maturity of 60 days.

26 CONTINGENT LIABILITIES AND MATERIAL LITIGATIONS

	Group	
	2019 RM'000	2018 RM'000
Legal claims	-	555,000

(a) Asia Pacific Higher Learning Sdn. Bhd. ("APHLSB") and Wan Mazlan Bin Mohamed Woojdy ("WMBMW") filed a Statement of Claim against SunMedia on 14 November 2013 and 15 November 2013 respectively for defamation by reason of articles published in theSun and its webpage. The cases were subsequently withdrawn by APHLSB on 30 December 2014 with liberty to file afresh. On 25 March 2015, APHLSB and WMBMW filed a fresh Statement of Claim against SunMedia and its journalists alleging that it was defamed by reason of certain articles published in theSun. APHLSB and WMBMW sought an unconditional written apology, an injunction restraining SunMedia, and/or its agents from giving comments, repeating and/or causing the publication or words and/or any statement that is defamatory in nature against APHLSB and WMBMW. APHLSB and WMBMW were claiming damages of RM550 million and RM5 million respectively, together with interest and cost. SunMedia filed in their Statement of Defence on 20 April 2015. The Court fixed the matter for decision on 10 October 2018 and subsequently adjourned to 12 December 2018. On 31 January 2019, the High Court had delivered its judgment in favour of APHLSB and WMBMW. The High Court has ordered SunMedia to publish an unconditional written apology to APHLSB and WMBMW. The High Court has also awarded a total of RM4.6 million in damages, RM100,000 in costs and an interest of 5% per annum from the date of filing the suit up to full payment of the damages. The total amount awarded by the High Court for the suits was RM5.912 million. The solicitors for SunMedia had filed a stay of execution and an appeal against the decisions of the High Court. For the application for the stay of execution, the High Court had allowed the application for stay of execution of the High Court on 13 May 2019. For the appeal against the decision of the High Court, the solicitors had filed the Records of Appeal for APHLSB and WMBMW, on 26 April 2019 and 29 April 2019, respectively. The solicitors had informed the Court of Appeal of the filing of Records of Appeal on 14 May 2019. The Court of Appeal had fixed the next case management on 26 July 2019 and it had subsequently adjourned to 5 August 2019.

26 CONTINGENT LIABILITIES AND MATERIAL LITIGATIONS (CONTINUED)

(b) During the financial year 2012, SunMedia took legal action against The Nielsen Company (Malaysia) Sdn. Bhd. ("Nielsen") for defamation arising out of readership data of theSun newspaper published in the Nielsen Media Index. SunMedia is seeking among other reliefs, general damages for defamation and special damages for loss of profits. Nielsen also made a counterclaim against SunMedia for allegedly publishing articles defamatory to Nielsen. Trial proceedings of the dispute commenced on 13 to 16 June 2016. The case was on trial during 25 to 29 July 2016, 18 to 22 August 2016, 5 to 8 September 2016 and 17 to 21 October 2016. The case was dismissed by the High Court with cost of RM600,000 awarded to Nielsen on 27 February 2017. SunMedia has appealed against the decision on 23 March 2017 and the next hearing has been adjourned to 12 February 2019. After hearing the verbal submissions from both parties on 15 February 2019, the Court of Appeal had adjourned the matter and it is now pending for the Court's decision. Based on the legal advice, the Directors are of the opinion that there is a reasonable prospect of success in the claim against Nielsen and for SunMedia to defend against Nielsen's counterclaim.

(c) On 12 February 2018, Universiti Malaya ("UM") filed a statement of claims against SunMedia for defamation by reason of articles published on SunMedia webpage. UM was seeking a declaration that the statement published in the article was defamatory, withdrawal of the alleged article from the webpage, unconditional written apology and damages from SunMedia. The case was on trial during 26 to 27 July 2018 and 1 to 3 August 2018. The trial resumed on 23 August 2018. The Court had on 15 November 2018 dismissed UM's claim against SunMedia and awarded SunMedia cost of RM10,000, which has received on 26 February 2019.

27 LEASE COMMITMENTS

	Group	
	2019 RM'000	2018 RM'000
Non-cancellable operating lease commitments as lessee		
- Not later than 1 year	25	48
- Later than 1 year and not later than 5 years	23	54
	48	102

The Group entered into operating leases for the use of certain premises and equipment.

28 FINANCIAL INSTRUMENTS

28.1 Financial Risk Management Objectives and Policies

The operations of the Group are subject to a variety of financial risks, including interest rate risk, credit risk, liquidity risk, cash flow risk and equity risk. The Group has taken measures to minimise its exposure to risks and/or costs associated with the financing, investing and operating activities of the Group.

The following sections provide details regarding the Group's and Company's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks.

(a) Interest Rate Risk

The Group's and the Company's primary interest rate risks relate to interest bearing assets and interest bearing borrowings.

The Group's and the Company's interest bearing assets are mainly fixed deposits with licensed banks and financial institutions. The Group and the Company manage the interest rate risk of its deposits with licensed banks by placing them at the most competitive interest rates obtainable, which yield better returns than cash at bank. The interest bearing assets are not held for speculative purposes.

The Group's interest bearing borrowings are mainly bank overdraft and bankers acceptance. Borrowings at floating rates expose the Group to cash flow interest rate risk. Borrowings at fixed rates expose the Group to fair value interest rate risk. The Group manages its interest rate exposure by maintaining a mix of fixed and floating rate borrowings.

The carrying amounts, the range of applicable interest rates during the year and the remaining maturities of the Group's and the Company's financial instruments that are exposed to interest rate risk are disclosed in Notes 24 and 25.

(b) Credit Risk

The Group is exposed to credit risk mainly from trade receivables. Trade receivables are monitored closely on an on-going basis through management reporting procedures.

The Group extends credit to its customers based upon careful evaluation of the customers' financial condition and credit history.

The Group has no significant concentration of credit risk, with exposure spread over a large number of counterparties and customers.

The Group's credit risk on cash and bank balances is limited as the Group places its fund with reputable financial institutions with high credit ratings.

The Company provides secured financial guarantees to a financial institution for credit facilities granted to its subsidiary company. The Company monitors on an ongoing basis the financial results and repayments made by the subsidiary company.

The Company's maximum exposure to the aforesaid credit risk amounts to RM8,500,000 (2018: RM8,500,000), representing the total credit facilities granted to the subsidiary company.

The financial guarantees have not been recognised since the fair value on initial recognition is not material. As at the reporting date, there were no indications that the subsidiary company would default on repayment.

As at the reporting date, the Group's maximum exposure to credit risk are mainly trade receivables balances as reported in statements of financial position.

28 FINANCIAL INSTRUMENTS (CONTINUED)

28.1 Financial Risk Management Objectives and Policies (Continued)

(c) Liquidity Risk

Liquidity risk is the risk that the Group and the Company will encounter difficulty in meeting financial obligations. The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities.

The Group's current liabilities exceeded its current assets by RM14,485,000 (2018: RM316,000) as a result of losses incurred during the current financial year and prior financial years. The current liabilities of the Group arose mainly from trade and other payables of RM16,314,000 (2018: RM7,452,000) and short term borrowings of RM5,409,000 (2018: RM7,226,000). However, the financial statements of the Group have been prepared on a going-concern basis. This going concern basis is applied on the assumptions that the Group will receive financial support from a major shareholder to meet its obligations as and when they fall due and that the regularisation plan will be successfully formulated and implemented. In this regard, the Group has received a letter from a major shareholder confirming that financial support will be provided to enable the Group to meet its obligations as and when they fall due until the successful implementation of the regularisation plan.

The Group actively manages its operating cash flows and the availability of funding so as to ensure that all funding needs are met. As part of its overall prudent liquidity management, the Group maintains the availability of funding through adequate amount of committed credit facilities.

Analysis of financial instruments by remaining contractual maturities

The table below summarises the maturity profile of the Group's and the Company's liabilities at the reporting date based on contractual undiscounted repayment obligations.

	On demand or within 1 year RM'000	1 to 5 years RM'000	Total RM'000
2019			
Group			
Financial liabilities			
Trade and other payables	16,314	-	16,314
Short term borrowings	5,409	-	5,409
Total undiscounted financial liabilities	21,723	-	21,723
Company			
Financial liabilities			
Trade and other payables	339	-	339
Amount owing to a subsidiary company	1,787	-	1,787
Total undiscounted financial liabilities	2,126	-	2,126

28 FINANCIAL INSTRUMENTS (CONTINUED)

28.1 Financial Risk Management Objectives and Policies (Continued)

(c) Liquidity Risk (Continued)

	On demand or within 1 year RM'000	1 to 5 years RM'000	Total RM'000
2018			
Group			
Financial liabilities			
Trade and other payables	7,452	-	7,452
Short term borrowings	7,226	-	7,226
Total undiscounted financial liabilities	14,678	-	14,678
Company			
Financial liabilities			
Trade and other payables	149	-	149
Amount owing to a subsidiary company	1,789	-	1,789
Total undiscounted financial liabilities	1,938	-	1,938

(d) Cash Flows Risk

The Group reviews its cash flow position regularly to manage its exposure to fluctuations in future cash flows associated with its monetary financial instruments.

(e) Equity Risk

The Group and the Company are exposed to equity price risk arising from its investment in quoted equity instruments. The quoted equity investments are listed on the Bursa Malaysia and classified as FVTOCI financial assets based on the purpose for which the quoted equity investments were acquired.

Sensitivity analysis for equity price risk

As at the reporting date, if the price of the Group's and the Company's quoted equity investments in Bursa Malaysia had been 10% higher or lower, with all other variables held constant, the Group's and the Company's equity would have been RM1,195,000 (2018: RM1,655,000) and RM29,000 (2018: RM68,000) higher and lower respectively, arising as a result of an increase and decrease in the fair value of equity instruments classified as FVTOCI.

28 FINANCIAL INSTRUMENTS (CONTINUED)

28.2 (a) Significant Accounting Policies

Details of the significant accounting policies and methods adopted (including the criteria for recognition, the basis of measurement and the basis for recognition of income and expenses), for each class of financial asset, financial liability and equity instrument are disclosed in Note 3.

(b) Classification of financial instruments

		Group		Company	
	Note	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Financial assets					
Loans and receivables					
Trade and other receivables	18	-	5,887	-	1
Amount owing by subsidiary companies	19	-	-	-	334
Cash and bank balances	25	-	2,724	-	4
Amortised cost:					
Trade and other receivables	18	3,260	-	1	-
Cash and bank balances	25	1,002	-	10	-
		4,262	8,611	11	339
Available-for-sale					
Other investments	15	-	16,552	-	684
FVTOCI					
Other investments	15	11,950	-	286	-
Financial liabilities					
Amortised cost:					
Trade and other payables	23	16,314	7,452	339	149
Amount owing to a subsidiary company	19	-	-	1,787	1,789
Short term borrowings	24	5,409	7,226	-	-
		21,723	14,678	2,126	1,938

28 FINANCIAL INSTRUMENTS (CONTINUED)

28.3 Fair Value of Financial Instruments

(a) Fair value of financial assets that are measured at fair value on a recurring basis

As at the reporting date, the Group and the Company held the following financial instruments carried at fair values in the statements of financial position:

	Group		Company	
	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Fair Value Hierarchy - Level 1				
Available-for-sale financial assets:				
Quoted investments	-	16,552	-	684
FVTOCI financial assets:				
Quoted investments	11,950	-	286	-

The fair values of the financial assets are based on quoted price listed in the Main Market of Bursa Malaysia.

(b) Fair value of financial assets and liabilities that are not measured at fair value on a recurring basis

Financial instruments that are recognised at amortised cost and whose carrying amounts are reasonable approximation of fair value are as follows:

	Note	
Trade and other receivables	18	*
Trade and other payables	23	*
Fixed deposits with licensed banks	25	*
Cash on hand and at banks	25	*
Short term borrowings	24	^
Amount owing by subsidiary companies	19	#
Amount owing to a subsidiary company	19	#

Notes:

* The carrying amounts of these financial assets and liabilities are reasonable approximation of fair values as they are either within the normal credit terms or they have short maturity period.

^ The carrying amount of short term borrowing are reasonable approximation of fair value as it is a floating rate instrument that is re-priced to market interest rate on or near to the reporting date.

\# The carrying amount of these financial assets and liabilities are reasonable approximation of fair values as they are repayable on demand.

28 FINANCIAL INSTRUMENTS (CONTINUED)

28.3 Fair Value of Financial Instruments (continued)

(b) Fair value of financial assets and liabilities that are not measured at fair value on a recurring basis (continued)

As at 30 April 2019, the Company provided corporate guarantee amounting to RM8,500,000 (2018: RM8,500,000) to a financial institution for credit facilities obtained by its subsidiary company. As at reporting date, the fair value of the corporate guarantee is immaterial. The fair value of the corporate guarantee is determined based on probability weighted discounted cash flow method. The probability has been estimated and assigned for the following key assumptions:

(i) the likelihood of the guaranteed party defaulting within the guaranteed period;

(ii) the estimated loss exposure (after taking into consideration of the estimated value of asset pledged), if the guaranteed party was to default.

29 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. No changes were made in the objectives, policies or processes during the years ended 30 April 2019 and 2018 other than the Group is currently in the midst of formulating a regularisation plan as disclosed in Notes 30 and 31.

As disclosed in Note 2, during the financial year ended 30 April 2019, the Group and the Company incurred net losses of RM16,996,000 and RM6,389,000 respectively. As at 30 April 2019, the Group reported shareholders' deficit of RM235,000, and the Group's current liabilities exceeded its current assets by RM14,485,000 as result of losses incurred during the current and prior financial years. The current liabilities of the Group as at 30 April 2019 comprised mainly trade and other payables of RM16,314,000 and short-term borrowings of RM5,409,000.

Notwithstanding these events and conditions, the financial statements have been prepared on the basis of a going concern, which presumes the Group will receive financial support from a major shareholder to meet its obligations as and when they fall due and that the regularisation plan will be successfully formulated and implemented. In this regard, the Group has received a letter from a major shareholder confirming that financial support will be provided to enable the Group to meet its obligations as and when they fall due until the successful implementation of the regularisation plan.

29 CAPITAL MANAGEMENT (CONTINUED)

The Group monitors capital using a ratio, calculated based on net debt divided by total equity plus net debt (hereinafter referred to as "Debt Equity Ratio"). The Group's policy is to maintain a prudent level of debt to equity ratio that complies with debt covenants and regulatory requirements. The Group includes within net debt, loans and borrowings, trade and other payables, less cash and bank balances. Equity includes equity attributable to the shareholders of the Company.

		Group		Company	
	Note	2019 RM'000	2018 RM'000	2019 RM'000	2018 RM'000
Trade and other payables	23	16,314	7,452	339	149
Short term borrowing	24	5,409	7,226	-	-
Amount owing to a subsidiary company	19	-	-	1,787	1,789
Less: Cash and bank balances	25	(1,002)	(2,724)	(10)	(4)
Net debt		20,721	11,954	2,116	1,934
Equity attributable to the equity holders of the parent, representing (shareholders' deficit)/total equity		(235)	18,324	11,873	18,322
Equity and net debt		20,486	30,278	13,989	20,256
Debt Equity Ratio		*	0.39	0.15	0.10

* As the Group is in a shareholders' deficit position, the debt-to-equity ratio may not provide a good indicator of the risk of borrowings.

30 SIGNIFICANT EVENT DURING THE YEAR

On 21 June 2017, the Company announced that it has triggered the Prescribed Criteria under Paragraph 2.1(a) of Practice Note 17 ("PN17") of the Main Market Listing Requirements of Bursa Malaysia as the shareholders' equity of the Group is less than RM40.0 million and is 25% or less of its total issued and paid-up capital.

On 1 June 2018, the Company submitted an application to Bursa Malaysia seeking its approval for an extension of time for the Company to submit its regularisation plan. On 25 July 2018, the Company announced that it had appointed AmInvestment Bank Berhad as its Principal Adviser for the submission of the regularisation plan. Bursa Malaysia vide its letter dated 26 July 2018, granted the Company an extension of time up to 20 December 2018 to submit its regularisation plan. On 3 December 2018, AmInvestment Bank Berhad had, on behalf of the Company, submitted an application to Bursa Malaysia for an extension of time to submit its regularisation plan. Bursa Malaysia vide its letter dated 7 January 2019, granted the Company an extension of time up to 20 June 2019 to submit its regularisation plan.

31 SIGNIFICANT EVENT SUBSEQUENT TO THE FINANCIAL YEAR

On 3 June 2019, AmInvestment Bank Berhad had, on behalf of the Company, submitted an application to Bursa Malaysia for an extension of time to submit its regularisation plan. Bursa Malaysia vide its letter dated 25 June 2019, granted the Company an extension of time up to 20 December 2019 to submit its regularisation plan subject to the Company entering into a definitive agreement with a proposed white knight by 20 October 2019.

RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE FOR THE FINANCIAL YEAR ENDED 30 APRIL 2019

Berjaya Media Berhad ("BMedia") Group with the following Related Parties	Nature of transactions	Amount transacted during the financial year (RM'000)
Berjaya Corporation Berhad ("BCorp") and its unlisted subsidiaries:-		
BCorp Berjaya Higher Education Sdn Bhd Berjaya College Sdn Bhd Inter Pacific Securities Sdn Bhd Berjaya China Motor Sdn Bhd	Placement of advertisement in theSun	446
Successline (M) Sdn Bhd	Distribution of theSun on behalf of Sun Media Corporation Sdn Bhd ("SMCSB")	2
EVA Management Sdn Bhd	HRMS system	23
Berjaya Registration Services Sdn Bhd	Receipt of share registration services and related expenses by BMedia	60
BCorp	Management fees payable by BMedia	120
Total		651
Berjaya Land Berhad ("BLand") and its unlisted subsidiaries:-		
BLand KDE Recreation Bhd The Taaras Beach & Spa Resort (Redang) Sdn Bhd	Placement of advertisement in theSun	106
Regnis Industries (Malaysia) Sdn Bhd ("Regnis")	Rental of office premises payable by SMCSB	477
Total		583
Berjaya Sports Toto Berhad ("BToto") and its unlisted subsidiaries:-		
BToto Sports Toto Malaysia Sdn Bhd	Placement of advertisement in theSun	1,313
Total		1,313
Berjaya Food Berhad ("BFood") and its unlisted subsidiaries:-		
BFood Berjaya Roaster (M) Sdn Bhd Berjaya Starbucks Coffee Company Sdn Bhd	Placement of advertisement in theSun	426
Total		426
Berjaya Assets Berhad ("BAssets") and its unlisted subsidiaries:-		
BAssets Berjaya Times Square Theme Park Sdn Bhd Berjaya Times Square Sdn Bhd Berjaya Assets Food (BAF) Sdn Bhd	Placement of advertisement in theSun	48
Total		48
REDtone International Berhad ("REDtone") and its unlisted subsidiaries:-		
REDtone International Berhad	Placement of advertisement in theSun	5
Total		5
Other related parties:-		
7-Eleven Malaysia Sdn Bhd U Mobile Sdn Bhd Berjaya Sompo Insurance Berhad	Placement of advertisement in theSun	1,396
7-Eleven Malaysia Sdn Bhd	Distribution of theSun on behalf of SMCSB	720
Singer (Malaysia) Sdn Bhd	Rental of office premises payable by SMCSB	16
Datuk Seri Azman Bin Ujang	Writer's fees	3
Total		2,135
Grand Total		**5,161**

STATISTICS ON SHARES AS AT 31 JULY 2019

ANALYSIS OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	%	No. of Shares	%
less than 100	233	3.33	6,502	**0.00**
100 - 1,000	5,598	80.09	1,353,463	**0.58**
1,001 - 10,000	849	12.15	3,119,930	**1.33**
10,001 - 100,000	238	3.40	7,015,021	**2.98**
100,001 - 11,754,232	69	0.99	116,432,453	**49.53**
11,754,233* and above	3	0.04	107,157,290	**45.58**
Total	**6,990**	**100.00**	**235,084,659**	**100.00**

Note:
Each share entitles the holder to one vote.
* Denotes 5% of the total number of issued shares of the Company.

LIST OF THIRTY (30) LARGEST SHAREHOLDERS AS AT 31 JULY 2019

	NAME OF SHAREHOLDERS	No. of Shares	%
1	**Scotia Nominees (Tempatan) Sdn Bhd** Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun	66,748,269	28.39
2	**ABB Nominee (Tempatan) Sdn Bhd** Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (OD Facility)	21,558,713	9.17
3	**Prime Credit Leasing Berhad** (As Owner)	18,850,308	8.02
4	**Berjaya Sompo Insurance Berhad**	11,269,238	4.79
5	**Citigroup Nominees (Asing) Sdn Bhd** Exempt An For Bank Of Singapore Limited (Foreign)	11,014,771	4.69
6	**Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd** Pledged Securities Account For Pantai Cemerlang Sdn Bhd	11,000,000	4.68
7	**Scotia Nominees (Tempatan) Sdn Bhd** Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	8,380,100	3.56
8	**Scotia Nominees (Tempatan) Sdn Bhd** Pledged Securities Account For Pasti Eksklusif Sdn Bhd	7,506,600	3.19
9	**Maybank Nominees (Tempatan) Sdn Bhd** Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	7,124,600	3.03
10	**Regnis Industries (Malaysia) Sdn Bhd**	5,478,451	2.33
11	**CIMB Group Nominees (Asing) Sdn. Bhd.** Exempt An For DBS Bank Ltd (SFS-PB)	4,876,000	2.07
12	**FEAB Properties Sdn Bhd**	4,724,409	2.01
13	**Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd** Arsam Bin Damis (IPM)	3,800,000	1.62
14	**Premier Merchandise Sdn Bhd**	3,675,000	1.56
15	**Scotia Nominees (Tempatan) Sdn Bhd** Pledged Securities Account For Superior Structure Sdn Bhd	3,652,400	1.55
16	**JF Apex Nominees (Tempatan) Sdn Bhd** Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (Margin)	3,197,900	1.36
17	**Kenanga Nominees (Tempatan) Sdn Bhd** Derrick Kong Ying Kit (PCS)	2,903,000	1.24
18	**Yap Lim Sen**	2,424,200	1.03
19	**Berjaya Bright Sdn Bhd**	2,337,200	0.99
20	**Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd** Pledged Securities Account For Fabulous Channel Sdn Bhd (AF0010)	2,300,000	0.98
21	**Chan Lai Sheong**	2,230,000	0.95
22	**Berjaya Hills Resort Berhad**	2,142,238	0.91
23	**Tan Sri Dato' Seri Tan Kok Ping**	1,584,603	0.67
24	**Maybank Nominees (Tempatan) Sdn Bhd** Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	1,512,500	0.64
25	**Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd** Pledged Securities Account For Arsam Bin Damis (AA0023)	1,495,000	0.64
26	**Maybank Nominees (Tempatan) Sdn Bhd** Pledged Securities Account For Tan Sri Dato' Seri Tan Kok Ping	792,301	0.34
27	**Amanah Raya Berhad** Exempted Administrator (CWP)	791,304	0.34
28	**Maybank Securities Nominees (Tempatan) Sdn Bhd** Malayan Banking Berhad For Tan Sri Dato' Tan Chee Sing	693,000	0.30
29	**Scotia Nominees (Tempatan) Sdn Bhd** Pledged Securities Account For B & B Enterprise Sdn Bhd	681,900	0.29
30	**CGS-CIMB Nominees (Tempatan) Sdn Bhd** Pledged Securities Account For Chan Foong Cheng (Tmn Cheras-CL)	600,200	0.26
		215,344,205	**91.60**

STATEMENT OF DIRECTORS' SHAREHOLDINGS AS AT 31 JULY 2019

	No. of Ordinary Shares			
Name of Directors	**Direct Interest**	**%**	**Deemed Interest**	**%**
Dato' Sri Robin Tan Yeong Ching	18,000	0.01	17,017,200 100*	7.24 0.00
Chan Kien Sing	1,100	0.00	-	-

* Denotes indirect interests pursuant to Section 59(11)(c) of the Companies Act 2016.

Save as disclosed, none of the other Directors of the Company had any interests in the shares of the Company or its related corporations as at 31 July 2019.

SUBSTANTIAL SHAREHOLDERS AS AT 31 JULY 2019

	No. of Ordinary Shares			
Name of Substantial Shareholders	**Direct Interest**	**%**	**Deemed Interest**	**%**
Tan Sri Dato' Seri Vincent Tan Chee Yioun	91,504,882	38.92	71,396,844 (a)	30.37
Berjaya Corporation Berhad	-	-	42,464,644 (b)	18.06
Berjaya Group Berhad	-	-	40,322,406 (c)	17.15
Juara Sejati Sdn Bhd	-	-	40,322,406 (d)	17.15
Bizurai Bijak (M) Sdn Bhd	-	-	30,119,546 (e)	12.81
Berjaya Capital Berhad	-	-	30,119,546 (f)	12.81
Prime Credit Leasing Berhad	18,850,308	8.02	-	-
Hotel Resort Enterprise Sdn Bhd	17,017,200	7.24	-	-
Dato' Sri Robin Tan Yeong Ching	18,000	0.01	17,017,200 (g)	7.24

Notes:

(a) Deemed interested by virtue of his interests in Berjaya Corporation Berhad, Hotel Resort Enterprise Sdn Bhd, Superior Structure Sdn Bhd, Berjaya Assets Berhad (the holding company of Berjaya Times Square Sdn Bhd and Berjaya Bright Sdn Bhd), B & B Enterprise Sdn Bhd (the holding company of Lengkap Bahagia Sdn Bhd and Nautilus Corporation Sdn Bhd) and HQZ Credit Sdn Bhd, the ultimate holding company of Desiran Unggul Sdn Bhd and Premier Merchandise Sdn Bhd.

(b) Deemed interested by virtue of its 100% interest in Berjaya Group Berhad and Berjaya Hills Resort Berhad.

(c) Deemed interested by virtue of its interests in Juara Sejati Sdn Bhd and Bizurai Bijak (M) Sdn Bhd.

(d) Deemed interested by virtue of its interest in Berjaya Capital Berhad and its deemed interests in Regnis Industries (Malaysia) Sdn Bhd and FEAB Properties Sdn Bhd.

(e) Deemed interested by virtue of its interest in Berjaya Capital Berhad, the holding company of Prime Credit Leasing Berhad and its deemed interest in Berjaya Sompo Insurance Berhad.

(f) Deemed interested by virtue of its interest in Prime Credit Leasing Berhad and its associate company, Berjaya Sompo Insurance Berhad.

(g) Deemed interested by virtue of his interest in Hotel Resort Enterprise Sdn Bhd.

OTHER INFORMATION

1. NON-AUDIT FEES
The amount of non-audit fees incurred for services rendered to the Group for the financial year ended 30 April 2019 amounted to RM5,000.

2. MATERIAL CONTRACTS
Other than those disclosed in the financial statements, there were no material contracts including contracts relating to any loans entered into by the Company and its subsidiaries involving Directors' and major shareholders' interests.

3. REVALUATION POLICY ON LANDED PROPERTIES
The Company does not own any landed properties as at 30 April 2019.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Twenty-Fifth Annual General Meeting of the Company will be held at Perdana Ballroom, Bukit Jalil Golf & Country Resort, Jalan Jalil Perkasa 3, Bukit Jalil, 57000 Kuala Lumpur on Thursday, 3 October 2019 at 10.00 a.m. for the following purposes:-

AGENDA

1 To receive and adopt the audited financial statements of the Company for the financial year ended 30 April 2019 and the Directors' and Auditors' Reports thereon.

2 To approve the payment of Directors' fees amounting to RM60,000.00 to the Non-Executive Directors of the Company for the financial year ended 30 April 2019. **Ordinary 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 RM66,100.00 for the period from 4 October 2019 until the next Annual General Meeting of the Company to be held in 2020. **Ordinary Resolution 2**

4 To re-elect Dato' Sri Robin Tan Yeong Ching who retires by rotation pursuant to Article 104(1) of the Company's Articles of Association and who being eligible, offers himself for re-election. **Ordinary Resolution 3**

5 To re-appoint Deloitte PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **Ordinary Resolution 4**

6 As special business:-

(a) 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 Articles of Association 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." **Ordinary Resolution 5**

(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 28 August 2019 ("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." **Ordinary Resolution 6**

(iii) Proposed Retention of Independent Non-Executive Director

"THAT Datuk Seri Azman Bin Ujang 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 9 years." **Ordinary Resolution 7**

(b) To consider and, if thought fit, with or without modifications, pass the following Special Resolution:-

(i) Proposed Adoption of A New Constitution

"THAT the proposed new Constitution as set out in Appendix II of Part B of the Circular to Shareholders dated 28 August 2019 be and is hereby approved and adopted as the Constitution of the Company to replace the whole of the existing Memorandum and Articles of Association of the Company with immediate effect AND THAT the Board of Directors and/or Secretary of the Company be and are hereby authorised to do all acts and things in any manner as they may deem necessary and/or expedient in order to give full effect to the aforesaid with full powers to assent to any conditions, modifications and/or amendments as may be required or permitted by any relevant authorities." **Special Resolution**

By Order of the Board

WONG SIEW GUEK
(MAICSA 7042922)
Secretary

Kuala Lumpur
28 August 2019

NOTICE OF ANNUAL GENERAL MEETING (CONTINUED)

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

The quantum of the Directors' fees for each of the Non-Executive Directors is the same as the previous financial year ended 30 April 2018.

3. Directors' Remuneration (excluding Directors' Fees)

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. Accordingly, shareholders' approval shall be sought at this Annual General Meeting ("AGM") for the payment of Directors' Remuneration (excluding Directors' Fees) payable to the Non-Executive Directors of the Company for the period from 4 October 2019 until the next AGM of the Company under Resolution 2.

The current Directors' Remuneration (excluding Directors' Fees) payable to the Non-Executive Directors for the Company includes meeting allowances.

In determining the estimated amount of remuneration payable to Non-Executive Directors, the Board considered various factors including the number of scheduled meetings for the Board of Directors ("Board"), Board Committees and general meetings of the Company as well as the number of Non-Executive Directors involved in these meetings.

In the event, where the payment of 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.

4. Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016

Ordinary Resolution 5 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.

As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the last AGM held on 4 October 2018 and which will lapse at the conclusion of the Twenty-Fifth AGM.

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 future investment project(s), working capital and/or acquisitions.

5. Proposed Renewal of and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

Ordinary Resolution 6 is in relation to the approval on the Shareholders' Mandate on Recurrent Related Party Transactions and if passed, will allow the Company and its subsidiaries to enter into Recurrent Related Party Transactions with the related parties in accordance with Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The explanatory notes on Resolution 6 are set out in the Circular to Shareholders dated 28 August 2019 which is despatched together with the Company's 2019 Annual Report.

6. Proposed Retention of Independent Non-Executive Director

Ordinary Resolution 7 is proposed pursuant to the Malaysian Code of Corporate Governance and if passed, will allow Datuk Seri Azman Bin Ujang to be retained and continue to act as an Independent Non-Executive Director of the Company. The full details of the Board's justifications for the retention of Datuk Seri Azman Bin Ujang are set out in the Corporate Governance Overview Statement in the Company's 2019 Annual Report.

7. Proposed Adoption of A New Constitution

The Special Resolution, if passed, will align the Constitution of the Company with the provisions of the Companies Act 2016 and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The relevant information on the Special Resolution is set out in Part B of the Circular to Shareholders dated 28 August 2019 which is despatched together with the Company's 2019 Annual Report.

The Constitution shall take effect once the Special Resolution has been passed by a majority of not less than 75% of such members who are entitled to vote and do vote in person or by proxy at the Twenty-Fifth AGM.

8. Proxy and Entitlement of Attendance

i) A member of the Company who is entitled to attend, speak and vote at the meeting is entitled to appoint another person as his/her 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.

ii) A member, other than an authorised nominee or an exempt authorised nominee may appoint not more than two (2) proxies.

iii) An authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), may appoint at least one (1) proxy in respect of each securities account.

iv) 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.

v) Where more than one (1) proxy is appointed, the number of shares represented by each proxy must be clearly indicated in the Form of Proxy.

vi) 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.

vii) 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.

viii) Only members whose names appear in the Record of Depositors as at 26 September 2019 shall be entitled to attend and vote at the meeting.

9. Poll Voting

Pursuant to 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.

FORM OF PROXY

BERJAYA MEDIA BERHAD

(Company No.290601-T)

I/We, ____
(Name in full)

I.C. or Company No.: ______________________ CDS Account No.: ______________
(New and Old I.C. Nos. or Company No.)

of ____
(Address)

being a member/members of BERJAYA MEDIA BERHAD hereby appoint:

1) ______________________ I.C. No.: ______________
(Name in full) (New and Old I.C. Nos.)

of ____
(Address)

2) ______________________ I.C. No.: ______________
(Name in full) (New and Old I.C. Nos.)

of ____
(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 Twenty-Fifth Annual General Meeting of the Company to be held at Perdana Ballroom, Bukit Jalil Golf & Country Resort, Jalan Jalil Perkasa 3, Bukit Jalil, 57000 Kuala Lumpur on Thursday, 3 October 2019 at 10.00 a.m. or 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
ORDINARY RESOLUTION 1 -	To approve payment of Directors' Fees.		
ORDINARY RESOLUTION 2 -	To approve payment of Directors' Remuneration (excluding Directors' fees) for the period from 4 October 2019 until the next Annual General Meeting of the Company.		
ORDINARY RESOLUTION 3 -	To re-elect Dato' Sri Robin Tan Yeong Ching as Director.		
ORDINARY RESOLUTION 4 -	To re-appoint Auditors.		
ORDINARY RESOLUTION 5 -	To approve authority to issue and allot shares.		
ORDINARY RESOLUTION 6 -	To renew and to seek shareholders' mandate for Recurrent Related Party Transactions.		
ORDINARY RESOLUTION 7 -	To approve the proposed retention of Datuk Seri Azman Bin Ujang as an Independent Non-Executive Director.		
SPECIAL RESOLUTION -	To approve the proposed adoption of a new Constitution.		

Dated this ______________ day of ______________________, 2019

No. of shares held

For appointment of two proxies, percentage of shareholdings to be represented by the proxies:		
	No. of shares	Percentage
Proxy 1		
Proxy 2		
Total		100%

____
Signature(s)/Common Seal of Member(s)

NOTES

i) A member of the Company who is entitled to attend and vote at the meeting is entitled to appoint another person as his/her 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.

ii) A member, other than an authorised nominee or an exempt authorised nominee may appoint not more than two (2) proxies.

iii) An authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), may appoint at least one (1) proxy in respect of each securities account.

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viii) Only members whose names appear in the Record of Depositors as at 26 September 2019 will be entitled to attend and vote at the meeting.

ix) Pursuant to 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.

Stamp

The Company Secretary
BERJAYA MEDIA BERHAD (290601-T)
Lot 13-01A, Level 13 (East Wing)
Berjaya Times Square
No. 1, Jalan Imbi,
55100 Kuala Lumpur

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