



AbleGroup Berhad 200401015685 (654188-H)

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AbleGroup Berhad

Annual Report 2021



Delivering Excellence
in Bespoke Craftmanship

ANNUAL REPORT
2021



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CORPORATE INFORMATION

BOARD OF DIRECTORS

YEOH CHONG KEAT

*Chairman/
Independent Non-Executive
Director*

DATO' LIM KIM HUAT

Managing Director

LOI HENG SEWN

*Independent Non-Executive
Director*

CHEONG MARN SENG

*Independent Non-Executive
Director*

SHARE REGISTRAR

**TRICOR INVESTOR & ISSUING
HOUSE SERVICES SDN BHD**

Unit 32-01, Level 32, Tower A
Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur

Tel: 03 -2783 9299

Fax: 03 -2783 9222

AUDITORS

SBY PARTNERS PLT
9-C, Jalan Medan Tuanku
Medan Tuanku
50300 Kuala Lumpur

PRINCIPAL BANKERS

Alliance Bank Malaysia Berhad
Bangkok Bank Berhad

AUDIT COMMITTEE

CHEONG MARN SENG

Chairman

YEOH CHONG KEAT

Member

LOI HENG SEWN

Member

COMPANY SECRETARIES

LIM FEI CHIA

SSM PC No. 202008000515
MAICSA 7036158

**TAN FONG SHIAN @
LIM FONG SHIAN**

SSM PC No. 201908004045
MAICSA 7023187

NOMINATION COMMITTEE

LOI HENG SEWN

Chairman

YEOH CHONG KEAT

Member

CHEONG MARN SENG

Member

CORPORATE OFFICE

Block D4-U2-10
Level 2, Solaris Dutamas
No. 1, Jalan Dutamas 1
50480 Kuala Lumpur

Tel: 03-6207 8186

Fax: 03-6207 8786

WEBSITE

www.ablegroup.com.my

REMUNERATION COMMITTEE

YEOH CHONG KEAT

Chairman

CHEONG MARN SENG

Member

LOI HENG SEWN

Member

REGISTERED OFFICE

Suite 11.1A, Level 11, Menara Weld
76 Jalan Raja Chulan
50200 Kuala Lumpur

Tel: 03-2031 1988

Fax: 03-2031 9788

STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia
Securities Berhad

Sector/Sub-sector: Industrial Products
& Services/Building Materials

Stock Name: ABLEGRP

Stock Number: 7086

CORPORATE STRUCTURE



--- Syarikat Bukit Granite Sdn. Bhd.

100%

--- Atlas Rhythm Sdn. Bhd.

100%

DIRECTORS' PROFILE

YEOH CHONG KEAT

Chairman, Independent Non-Executive Director

64 years of age
Malaysian
Male

Yeoh Chong Keat, an Independent Non-Executive Director and Chairman of the Board, was appointed to the Board of the Company on 1 August 2011 as a Non-Independent Non-Executive Director. Mr Yeoh was re-designated as an Independent Director of the Company on 19 August 2013. He is also the Chairman of the Remuneration Committee and a member of the Audit Committee and Nomination Committee of the Board.

He is a Fellow of the Institute of Chartered Accountants in England and Wales, a Fellow of the Chartered Tax Institute of Malaysia, a Chartered Accountant of the Malaysian Institute of Accountants and a Member of the Malaysian Institute of Certified Public Accountants.

He trained and qualified as a Chartered Accountant with Deloitte Haskins & Sells, Birmingham, United Kingdom (now part of PwC network) and was formerly the head of a leading corporate services firm for over 10 years before founding Archer Corporate Services Sdn Bhd which provides corporate secretarial and advisory services to private and public listed companies. He is the President/CEO of Archer Corporate Services Sdn Bhd. He has accumulated a wealth of experience in audit, tax, financial and management consulting and corporate secretarial work with "Big Four" firms in the United Kingdom and Malaysia.

He also sits on the board of Advancecon Holdings Berhad and Lien Hoe Corporation Berhad, both listed on the Main Market of Bursa Malaysia Securities Berhad.

He has no family relationship with any Director and/or major shareholder of the Company and has no conflict of interest with the Company. He has no conviction for any offences within the past 5 years (other than traffic offences), nor any public sanction or penalty imposed by regulatory bodies during the financial year.

He attended all the five (5) Board of Directors' meetings of the Company held during the financial year ended 31 December 2021.

DATO' LIM KIM HUAT

Managing Director

62 years of age
Malaysian
Male

Dato' Lim Kim Huat was appointed as Managing Director of the Company on 15 September 2009.

He is a Certified Public Accountant by profession and is a member of The Malaysian Institute of Certified Public Accountants. He began his career at PricewaterhouseCoopers in Kuala Lumpur in 1980 before venturing into the commercial sector. Dato' Lim is a businessman and entrepreneur with extensive exposure and experience across diverse industries including manufacturing, trading, property development, agriculture, leisure and entertainment, and food services.

Dato' Lim was formerly the Deputy Executive Chairman of Sunrise Berhad, where he led the development of multiple internationally acclaimed projects including "10 Mont' Kiara", "28 Mont' Kiara" and "Solaris Dutamas – Publika".

Dato' Lim is currently the Chairman of MyTech Group Berhad (formerly known as Widetech (Malaysia) Berhad), a public company listed on the Main Market of Bursa Malaysia Securities Berhad. His directorships in other public companies include Golden Agro Plantation (Mukah) Berhad, Purerich Realty Berhad and Lone Pine Resorts Berhad.

He is the major shareholder of the Company through Parallel Pinnacle Sdn Bhd with shareholdings of 140,816,400 ordinary shares as at 31 March 2022. Parallel Pinnacle Sdn Bhd is a subsidiary of Golden Century Overseas Ltd in which he has controlling interest.

He has no family relationship with any Director of the Company and has no conflict of interest with the Company. He has no conviction for offences within the past 5 years (other than traffic offences) nor any public sanction or penalty imposed by regulatory bodies during the financial year.

He attended all the five (5) Board of Directors' meetings of the Company held during the financial year ended 31 December 2021.

DIRECTORS' PROFILE

(CONT'D)

LOI HENG SEWN

Independent Non-Executive Director

62 years of age
Malaysian
Male

Loi Heng Sewn, an Independent Non-Executive Director, was appointed to the Board of the Company on 28 September 2006 as a Non-Independent Non-Executive Director. Mr Loi was re-designated as an Independent Director of the Company on 28 February 2018. He is the Chairman of the Nomination Committee and a member of the Audit Committee and Remuneration Committee of the Board.

He holds a Bachelor of Business Administration (Management) from Lakehead University, Thunder Bay, Ontario, Canada. He started his career with the MBf group of companies as a member of their senior management team. He was also a member of the Board of Directors on a number of the MBf group of companies.

He has vast operational and managerial experience in the manufacturing, plantation and real estate industries after having involved in the capacity as a business owner.

He has no directorship in other public companies, no family relationship with any Director and/or major shareholder of the Company and no conflict of interest with the Company. He has no conviction for offences within the past 5 years (other than traffic offences) nor any public sanction or penalty imposed by regulatory bodies during the financial year.

He attended all the five (5) Board of Directors' Meetings of the Company held during the financial year ended 31 December 2021.

CHEONG MARN SENG

Independent Non-Executive Director

57 years of age
Malaysian
Male

Cheong Marn Seng, an Independent Non-Executive Director, was appointed to the Board of the Company on 28 September 2006. He is the Chairman of the Audit Committee and a member of the Nomination Committee and Remuneration Committee of the Board.

He holds a Bachelor of Commerce degree in economic and finance from The University of Melbourne, Australia and is a Chartered Accountant of The Malaysian Institute of Accountants. He has wide experience and knowledge in corporate finance, after working in the corporate finance department of an investment bank for more than 8 years in senior management position. Prior to his stint with the investment banking industry, he was attached to two international accounting firms for several years in the audit and financial service division.

He is the executive director of Lien Hoe Corporation Berhad, a company listed on the Main Market of Bursa Malaysia Securities Berhad since 2001.

He has no family relationship with any Director and/or major shareholder of the Company and has no conflict of interest with the Company. He has no conviction for offences within the past 5 years (other than traffic offences) nor any public sanction or penalty imposed by regulatory bodies during the financial year.

As at 31 March 2022, he has direct shareholdings of 9,000 ordinary shares in the Company. He attended all the five (5) Board of Directors' Meetings of the Company held during the financial year ended 31 December 2021.

MANAGEMENT DISCUSSION AND ANALYSIS

OVERVIEW OF GROUP OBJECTIVES AND STRATEGIES

AbleGroup Berhad's primary objective is to create long term value for our stakeholders through supply and installation of building materials business and deriving an income stream from our property assets.

The year 2021 continues to be challenging for our business given the re-imposition of nationwide movement control by the government in June 2021 to counter the resurgence in COVID-19 cases including new variants. The Group's performance was impacted by the mandated lockdown as business operations were mostly halted during this period. The Group has also dropped a contract after thorough consideration of the external reappointment whilst prudently minimise its exposure to the heightened risk of payment default faced by many in the construction industry, amongst others.

The Group remains focus on developing its competencies and skills to continuously improve the fundamentals of the long-term growth for the Group and meet the objective of delivering value and returns to the stakeholders.

FINANCIAL PERFORMANCE REVIEW

SUMMARY OF 2021 RESULTS

In financial year ended 31 December 2021 ("FYE21"), AbleGroup Berhad recorded consolidated revenue of RM3.23 million, a decrease of 9% from the revenue of RM3.56 million in the preceding financial year ended 31 December 2020 ("FYE20"). The decline in revenue was due to lower billing of works from projects that were completed in FYE20 such as Lower Perak Club in Teluk Intan, Opero Hotel in Southkey Johor Bahru, Pusat Kawalan Trafik Udara in KLIA and other projects in Klang Valley. The Group's revenue in FYE21 was contributed by the progressive billing of works for private residence projects plus several new supply and installation projects in Klang Valley including Nihonkan Club.

The Group recorded a higher net loss of RM1.10 million for FYE21 as compared to the net loss of RM0.59 million in FYE20 on the back of impairment loss on trade receivables of RM0.17 million and loss on disposal of a dormant subsidiary company, Montana Madencilik Mermer Sanayi Insaat Ve Ticaret Limited Sirketi ("Montana") of RM0.40 million totaling RM0.57 million. Saved for these losses, the Group recorded a lower net loss of RM0.53 million as compared to the net loss of RM0.59 million in FYE20 attributable to measures taken to control the administrative expenses and corporate overheads in FYE21.



MANAGEMENT DISCUSSION AND ANALYSIS

(CONT'D)

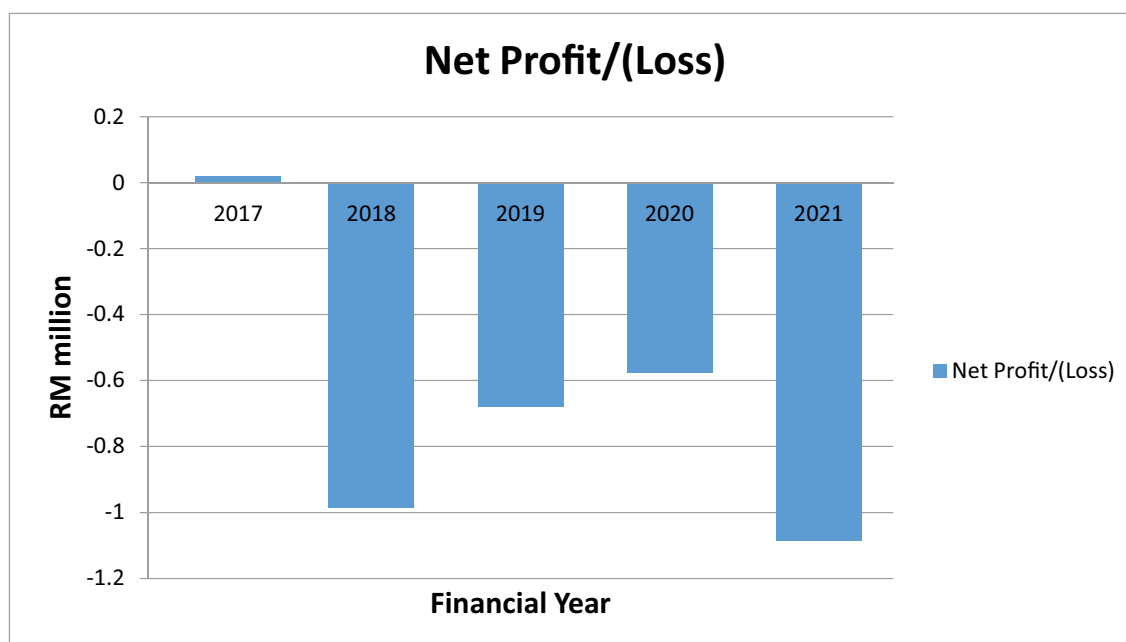
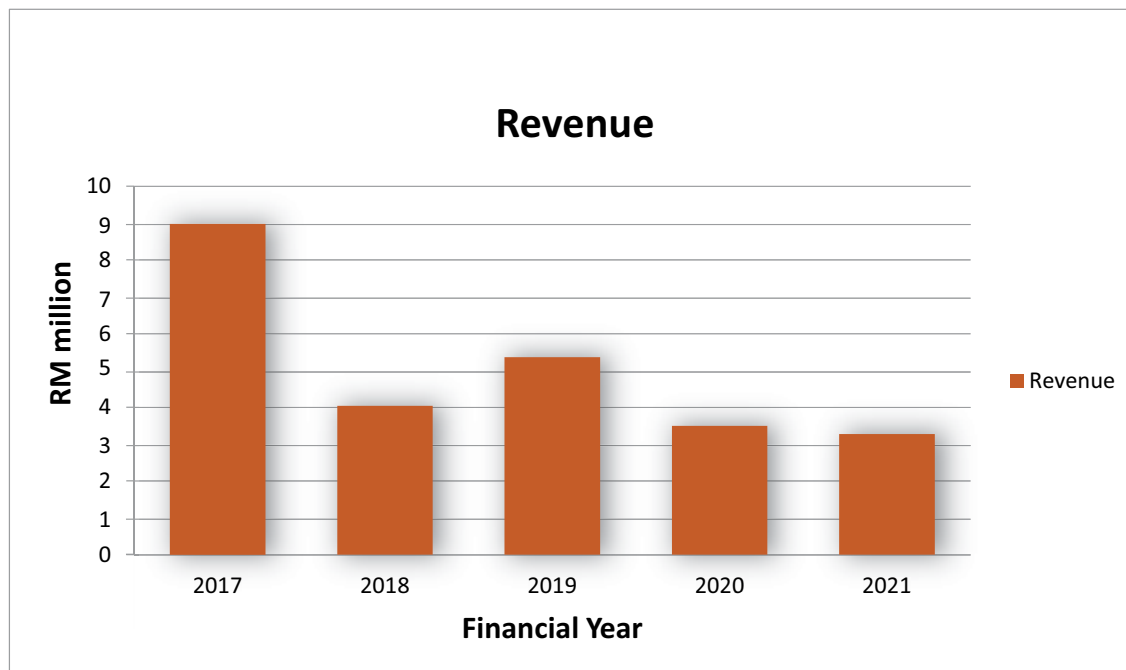
5-year Financial Highlights

FINANCIAL YEAR ENDED 31 DECEMBER

	2021 RM'000	2020 RM'000	2019 RM'000	2018 RM'000	2017 RM'000
FINANCIAL PERFORMANCE					
Revenue	3,231	3,558	5,506	3,957	9,063
Gross Profit	935	1,136	1,171	744	2,021
(Loss) / Profit after tax	(1,101)	(593)	(681)	(987)	3
(Loss) / Profit Attributable to Owners of the Company	(1,101)	(593)	(681)	(987)	3
FINANCIAL POSITION					
<u>ASSETS</u>					
Non-Current Assets	37,778	38,064	38,330	1,351	1,494
Current Assets	7,172	8,563	8,115	46,076	47,371
Total Assets	44,950	46,627	46,445	47,427	48,865
<u>LIABILITIES AND SHAREHOLDERS' FUNDS</u>					
Non-current Liabilities	-	227	443	-	4
Current Liabilities	2,072	2,828	1,839	2,583	3,030
Total Liabilities	2,072	3,055	2,282	2,583	3,034
Paid-Up Share Capital	39,585	39,585	39,585	39,585	39,585
Other Reserves	-	(407)	(409)	(409)	(409)
Retained Profits	3,293	4,394	4,987	5,668	6,655
Total Equity	42,878	43,572	44,163	44,844	45,831
Net Operating Cash Flows	150	(256)	(401)	(850)	1,165
SHARE INFORMATION					
<u>Per ordinary share (Sen)</u>					
Basic (Loss)/Earnings	(0.417)	(0.225)	(0.258)	(0.374)	0.001
Share price as at 31 December (Sen)	0.12	0.12	0.07	0.08	0.13
FINANCIAL RATIOS					
Gross Margin (%)	28.94	31.93	21.27	18.80	22.30
Return on Net Assets (%)	(2.57)	(1.35)	(1.53)	(2.20)	0.01
Return on Shareholders' funds (%)	(2.55)	(1.35)	(1.53)	(2.18)	0.01
Current ratio (times)	3.46	3.03	4.41	17.84	15.63
Gearing ratio (times)	0.01	0.01	0.01	0.02	0.01

MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

The following charts illustrate the Group's revenue contributions as well as the net profit/(loss):-



MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

OPERATIONAL REVIEW

A) BUILDING MATERIAL SEGMENT

Syarikat Bukit Granite Sdn Bhd ("SBG"), the main contributor to the Group's revenue, is principally engaged in the building material business encompasses the processing, trading, exporting and contract workmanship of high quality marble and granite slabs.

Backed by more than two decades of experience, SBG had passionately strive to pair together the beauty of natural stones with the technical expertise in its fabrication works to meet and exceed the varied and high quality expectations of our valued customers. Our capability stems from the fact that we have our own sizing plant in Sg Buloh, Selangor which is equipped with technologically advanced machineries and supported by a team of well-trained workers in delivering precision cutting and quality finishes.

Our core products comprise of a variety range of natural marble and granite. Recognising the customer's perception that quality and price are the predominant factors in deciding on a purchase, the Company embarks on a constant review to expand its range of granite and marble products through extensive sourcing efforts and fabricated in our sizing plant for better control on quality and continuity in supply. With a wider and varied range of products, we are able to offer customers with more choices of selection at competitive prices. Secondly, we believe in delivering quality products through stringent QAQC measures being instituted at different stages of processing to ensure compliance with QAQC standards. At the same time, we believe in operational cost efficiencies and control so that we are able to provide more competitive pricing for our customers.

New strategies are required to remain competitive in the new business environment as the pandemic has certainly changed the way business is carried out in many sectors. In tandem with the New Norm, SBG had embarked on E-Commerce as a marketing platform to broaden its customers' base. Amongst others, SBG had revamped and maintained a website: www.sbgstones.com with the purpose to create greater awareness on the Company, inculcate corporate identity and branding for its varied range of products.

In addition, we promote our BeSpoke Furnitures through our website, which is a new line of elegantly and customised crafted stoneworks products to cater for the mid to high range market segments. The introduction of BeSpoke Furnitures had thus far received favourable and encouraging responses from walk-in customers and we will widen the range of our product offerings with the objective to increase the diversity of our customer base and revenue source to the Group.

For FYE21 SBG's business were stifled by the re-imposition of the Movement Control Orders beginning on 1st June 2021 resulting in the stoppage of various ongoing projects. Faced with this unprecedented challenge, SBG continued to embark on various cost cutting exercises of its measurable operating expenses as a means to remain viable and to sustain the business. Supported by the various incentive stimulus packages offered by the Government such as the Wages Subsidy Program, rental concessions and electricity rebates, SBG remains resilient against the challenges and weather the difficult times by focussing on related party projects which contributed positively to the bottom line and to a large extent, assisted to cushion and smoothen the stretched cashflow position in the Company through timeliness in payments due from this related party.

MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

OPERATIONAL REVIEW (CONT'D)

B) PROPERTY DEVELOPMENT SEGMENT

Atlas Rhythm Sdn Bhd is a wholly owned subsidiary involved in the property development of the piece of 1.214 hectares freehold land located in North Kiara near Mont' Kiara in Kuala Lumpur. The short term business plan of the Group is to derive an income stream from its landed asset.

FUTURE PROSPECTS

Economy recovery is expected to be firmer and broad-based on the resumption of business activities with the adoption of a "Living with COVID-19" strategy enabled by mass immunisation, gradual easing of restriction and the implementation of the National Recovery Plan. The Ministry of Finance is expecting GDP growth of between 5.5% to 6.5% which supported by the rise in commodity prices, improvement in labour market conditions, the nation's transformation to digitalization and the execution of infrastructure projects.

The property sector outlook remains cautious but translucent although Malaysia is transitioning from pandemic to endemic. The year 2022 could be a gradual recovery due to improvement sentiment resulting from the local economy's opening, but meeting buyers' and sellers' expectations remains the challenge for the property market due to lack of transparency in housing prices and the availability of real-time data to mitigate the risk of oversupply and overhang crises.

As we navigate through the challenges in 2022, we will continue to pursue new jobs to add to our order books which stood at RM1.68 million at the end of FYE21. SBG has tendered for potential jobs with value totalled RM6.90 million, and anticipate a good success rate to which will contribute positively to the financial performance of the Group in the financial year 2022.

The Company is now strategically better positioned and had embraced changes to adapt to the New Norm and had contrived new ways to drive business growth. On a regular basis, notices are being emailed to architects, designers and end users on the arrival of latest range of products and new launches of the BeSpoke Furnitures to create greater awareness on the Company and its products. Whilst keeping in tandem with its core strength of project sales, the Group is moving towards E-Commerce as a platform to penetrate the online business market to spur future market growth for its BeSpoke Furnitures as well as retail sales, both locally and abroad.

For the property development segment, we constantly reassess and monitor the market condition and surrounding developments while considering other viable options including deriving an income stream from our property asset.

The Group will continuously monitor and realign its business plans and strategies to weather the challenging business environment for 2022 and strive to achieve positive results. The Group will continue to pursue cost optimisation activities within the Group to drive operational efficiency and focus on growing its brand name through enhanced workmanship quality and development of our core competencies.



SUSTAINABILITY STATEMENT

Overview

The sustainability practices and performance of AbleGroup Berhad and its subsidiaries ("Group") covered in this statement is in respect of the reporting period from 1 January 2021 to 31 December 2021.

This statement discloses the efforts of the Group in prioritising economic, environmental, and social ("EES") sustainability and considerations as well as good governance across its operations. Our sustainability strategy is carefully developed in ways that it will contribute to long term business growth and value creation. Our long term sustainability approach aims to manage material sustainability risks and opportunities which entails doing business ethically and responsibly and committed towards engagement with stakeholders to better understand and meet their expectations.

This statement has been prepared in accordance to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and guided by the Bursa Securities' Sustainability Reporting Guide.

Sustainability Management

The Board and Management oversee the corporate sustainability strategy and performance and places importance on sustainability being integrated across the operations of the Group. The Board is supported by the Managing Director ("MD"), who oversees and monitors the implementation of sustainability strategies and performances by the Management team.

Stakeholder Engagement

In spite of the disruption to the nation's economy caused by the COVID-19 pandemic, the Group has continued to make positive strides towards its sustainability journey. The Group recognises the importance of understanding and addressing the stakeholders' concerns and issues for business sustainability and stakeholders' engagements through continuous interaction and dialogue.

From time to time, the Group engages with the following groups of stakeholders through meetings, reviews, discussions, calls and focus groups to better identify and understand any sustainability expectations these stakeholders may have:

- Employees
- Directors
- Investors and shareholders
- Customers
- Suppliers (including contractors)
- Senior Management
- Government and regulators

SUSTAINABILITY STATEMENT

(CONT'D)

Stakeholder Engagement (cont'd)

Tabled below is a summary of their identified areas of interest and our response to these interests:

Stakeholder Group	Key Areas of Interest	Methods of Engagement
Employees	<ul style="list-style-type: none"> Corporate directions and growth plans Job security & development Remuneration and benefits Workplace health and safety Labour and human rights 	<ul style="list-style-type: none"> Management meetings Circulation of Internal Policies and procedures Annual performance evaluation Code of Conduct and Ethics
Directors	<ul style="list-style-type: none"> Continuous business and operational improvement Financial risk and company compliance to laws and regulations Financial results Interest of stakeholders and shareholders Environmental matters 	<ul style="list-style-type: none"> Quarterly and ad-hoc Board and Board Committee meetings Board Charter Code of Conduct and Ethics
Investors and Shareholders	<ul style="list-style-type: none"> Corporate information Continuous business growth Financial returns for property project Timely financial reporting and updates 	<ul style="list-style-type: none"> Annual General Meeting Quarterly results announcements Announcements to Bursa Securities The Group's website
Customers	<ul style="list-style-type: none"> Competitive pricing Quality and workmanship assurance Innovative design and features Product safety and reliability Defects rectification Customer service and experience 	<ul style="list-style-type: none"> Customer feedbacks Social media engagement The Company's website Face to face meetings and interaction
Suppliers/Contractors	<ul style="list-style-type: none"> Payment schedule Tendering process Fair procurement practices Competitive prices Business continuity and supply commitment Quality materials and services 	<ul style="list-style-type: none"> Email communications Ad-hoc tender exercises and meetings Supplier briefings Contract negotiation Process improvement
Senior Management	<ul style="list-style-type: none"> Ensure safe and humane work environment Ensure customer requirements are met, including security of customer data Management of the supply chain Ensure talent retention by providing competitive compensation and benefit packages for employees, and ensuring human rights of all employees are respected 	<ul style="list-style-type: none"> Management meetings Ad-hoc meetings Code of Conduct and Ethics
Government & Regulators	<ul style="list-style-type: none"> Regulatory disclosure Accountability Adherence to relevant laws and regulations Corporate governance and compliances 	<ul style="list-style-type: none"> Quarterly announcements Compliance with government legislative framework

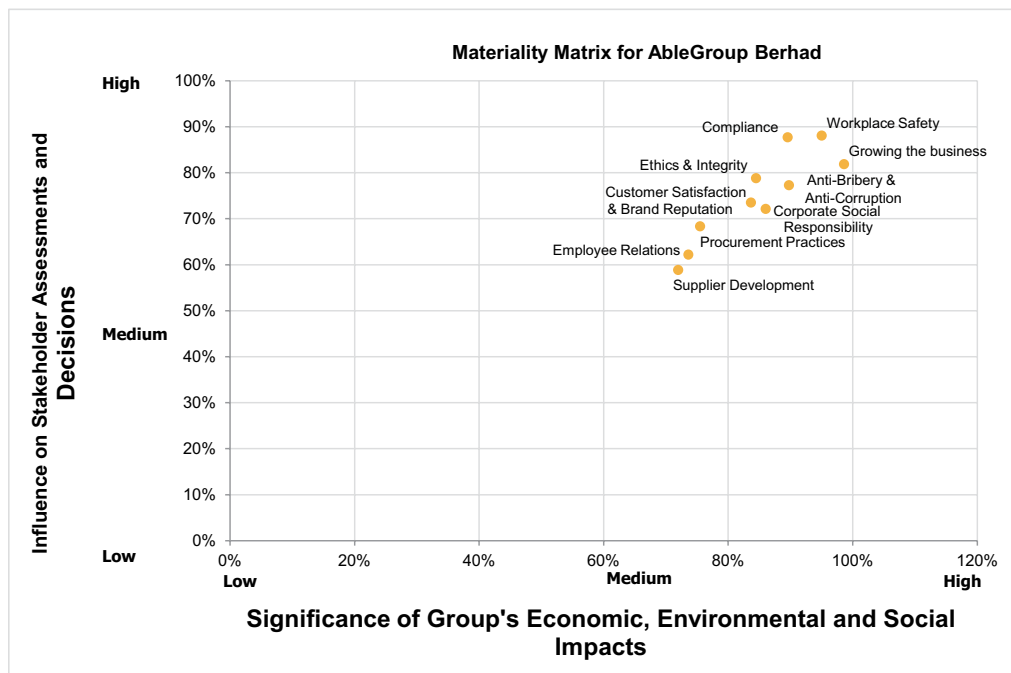
SUSTAINABILITY STATEMENT (CONT'D)

Managing Material Sustainability Matters

Material assessment is important to identify EES risks and opportunities that are material to our business operations and of importance to the stakeholders. The assessment helps identify and prioritise the wide-ranging sustainability matters of the organisation and refines the focus to those material matters that are relevant from the perspective of key stakeholders with understanding of the impact of material matters on the Group's business in a holistic approach.

The materiality matrix generated from this process is used as a sustainability lens to assess the priorities of the Group's business. It presents the scope of the Group's operations to balance its short term business prospects with its long term vision for business resilience and sustainability.

The Company closely monitors and reassess the sustainability matters and relevant impact to the stakeholders. The materiality matrix below demonstrates the priorities of our material matters whereby high priority are located towards the top most right corner as they are significant to both our stakeholders and our business operations.



Compared to FYE2020's matrix, the material matter 'Workplace Safety' has increased in priority, attributed to the concerns surrounding the pandemic.

Corporate Governance & Compliance

The Board recognises that sound governance structure is essential to ensure transparency and accountability throughout the business operations for long-term sustainable growth of the Group. Good corporate governance is vital as it provides a foundation for the instilling of ethical behaviour within the Group.

The adopted Board Charter sets out respective roles and responsibilities of the Board, Board Committees, individual Director and the Management. It outlines inter-alia, the processes and procedures for the Board and its Committees in discharging their stewardship effectively and efficiently. The Board Charter is available on the Company's website at www.ablegroup.com.my.

The Code of Conduct and Ethics of the Group governs the conduct of all the employees including the Board with the aim to cultivate good ethical conduct, based on the core principles of integrity, transparency, fairness, accountability and contributing towards the social and environmental growth of the surroundings in which the Group operates.

SUSTAINABILITY STATEMENT (CONT'D)

The Board, together with the Senior Management team led by the Managing Director, are committed to ensuring that the Group practices the standard of corporate governance and transparency in line with the principles and recommendations of the updated Malaysian Code on Corporate Governance to achieve the Group's objective and enhance shareholders' value.

Anti-Bribery and Anti-Corruption Policy

The Group has adopted a zero-tolerance policy against all forms of bribery and corruption, which includes facilitation payments, kickbacks, as well as gifts, entertainment, or anything of value given in an attempt to affect a person's actions or decisions in order to gain or retain a business advantage. The policy is also applicable to persons associated with the Group including vendors, suppliers and business partners.

In order to maintain the highest standard of integrity, the Group has, amongst others, conducted due diligence inquiries to review the prospective business counterparties, all parties are made aware of the Group's policy, to sign and declare if there is conflict of interest, and has maintain a whistleblowing channel for employees or business partners to report any misconduct or malpractice within the Company and the anonymity of the whistleblower who lodge a complaint or report in good faith is protected. During the year, there was no whistleblowing case reported.

The Whistle Blowing Policy and Anti-Bribery & Anti-Corruption Policy are available at www.ablegroup.com.my.

Maintaining a Sustainable Environment Aspect

A) Resource use (usage of paper)

The Group is aware of the importance of paper and its volume of usage. As we have pledged ourselves to environmental awareness, a conservative approach on paper usage is communicated to all staff and employees. The Group's initiatives in undertaking the following actions with the aim of preserving the environment include:

- i. Reduce usage of paper via email communications and projector
- ii. Print double sided
- iii. Reuse recycled paper
- iv. Unused papers, recycled papers and boxes are sent for recycling.



B) Recycling wooden crates

It is normal in the stone industry, to use wooden crates for packing of its granite and marble panels for delivery to the site. These wooden crates are extensively being used during the importation of the material from overseas suppliers and subsequently deliveries to the site locally.

As a concerted effort, the Company is committed and engaged in recycling these wooden crates that are still durable for subsequent reuse. Such efforts besides cost savings, will evidently reduce our consumption of the timber that is procured to make the wooden crates.

C) Waste management

The Group is aware that one of the key factors in the sustainable supply and installation works is responsible waste management which refers to the sustainability of the environment and economic prosperity. While the amount of waste generated from operations is a function of its throughput volume, where possible, we strive to reduce and manage waste generated wherever feasible. Secondly, on handling of disposal of waste as scrap proceeds, the Group engages specialised contractor whom transport and recycle waste generated through resizing for resale.

SUSTAINABILITY STATEMENT (CONT'D)

Providing a Healthy and Safe Workplace

The Group places paramount importance in safeguarding the health and safety of our employees and customers amid the challenging operating environment due to the pandemic to ensure the continuity of our business operations. We have implemented strict Standard Operating Procedures ("SOPs") and precautionary initiatives in our operations to prevent the spread of COVID-19 including but not limited to the following: -

- I. Cleaning and disinfection at the workplaces at frequent intervals
- II. All employees and visitors must pass temperature checks before entering premises
- III. Face masks are compulsory and must be worn at all times
- IV. Hand sanitisers are made available at all premises
- V. Regular COVID-19 self-test by the employees who are reporting to work physically
- VI. All staff and workers are required to self-declare if unwell and allowed to seek medical treatment or work from home depending on severity of illness
- VII. Virtual meetings are encouraged

As at end of 2021, most employees of the Group have completed at least 2 doses of COVID-19 vaccination.

On top of the above, we also give top priority to worker safety by promoting various health and safety practices at the workplace. Fire drills, fire marshal training and safety awareness briefings are in place made available to all staff including newcomers during operation process. We have also regularly assessed health and safety at the workplace, discuss mitigation plans for safe working conditions, besides conducting awareness and training programs for workers.

Promoting Social Sustainability: Employee Welfare

The Group treats employees as critical stakeholders and recognises that commitment to the welfare of employees is fundamental to its long-term success as it contributes to better employee morale and motivation thus improving productivity and performance as well as saving replacement costs. The Group protects the employees welfare by providing competitive salary and offer non-monetary benefits including annual, sick, hospitalisation, maternity, paternity, compassionate and vaccination leaves. Additionally, we reward our employees who have well-performed and demonstrated their positive dedication to their works.

The Group also emphasizes equal opportunity amongst its employees, fostering a fulfilling workplace environment, where all employees are treated with respect and dignity. We maintain a zero-tolerance policy towards any form of discrimination and harassment, be it ethnicity, age, gender, and beliefs. During the year, there was no violent or harassment case reported within the Group.



CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors ("Board") of AbleGroup Berhad ("Company") recognises the importance of adopting good corporate governance practice and is fully committed to ensuring that the Company and its subsidiaries ("Group") continue to practice the standard of corporate governance and transparency in line with the principles and recommendations of the updated Malaysian Code on Corporate Governance ("Code") in order to achieve the Group's objective and enhance shareholders' value.

The Board is pleased to report an overview of the Company's application of the principles and practices of the updated Code during the financial year ended 31 December 2021 ("FYE21").

This Statement should be read together with the CG Report 2021 of the Company which is available on the Company's website at www.ablegroup.com.my.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

I. BOARD RESPONSIBILITY

Clear functions of the Board and Management

The role of the Board includes to lead and oversee the Group's business operations and performance and ensure that the Group's objectives are met and shareholders value are maximised.

The Group continues to be led by an experienced Board, with high personal integrity, business acumen and management skills, which is primarily entrusted with the responsibility of charting the direction of the Group.

The roles and responsibilities of the Chairman and Managing Director are separated to ensure appropriate balance of power and authority, clear division of responsibilities and accountability at Board level. The Chairman is primarily responsible for ensuring that the conduct and function of the Board is in an orderly and effective manner besides providing leadership for the Board whilst the Managing Director ensures that the daily business operations are properly managed, drives and provides strategic direction and guidance and ensures effective implementation of Board policies and procedures. The Managing Director lead a team of senior personnel who is responsible for the execution of business plans and strategies, policies and decisions approved by the Board, updating and communicating the progress to the Board from time to time. The responsibilities and authorities of the senior management team are clearly defined.

Clear Roles and Responsibilities

There are four (4) members on the Board of Directors, comprising the Managing Director and three (3) Independent Non-Executive Directors, including the Chairman of the Board.

The presence of the Independent Directors that make up more than half of the composition of the Board ensures unbiased and independent opinion and judgement in board deliberations. The Independent Directors act independently of Management and are not engaged in the day to day operations of the Group.

The main duties and responsibilities of the Board comprise the following:-

- Setting the objectives, goals and strategic plan for the Group;
- Adopting and monitoring the progress of the Group's strategy, budgets, plans and policies;
- Overseeing the conduct of the Group's business and evaluating whether the business is being properly managed to sustain the value for shareholders;
- Considering and approving the matters reserved for the Board covering corporate policies, material investment and/or acquisition/disposal of assets;
- Promoting better investor relations and shareholders' communications;
- Reviewing the adequacy and integrity of the Group's internal control systems and management information systems, including systems for compliance with applicable laws, regulations, rules, directives and guidelines; and
- Ensuring that the Group's financial statements are true and fair and conform with applicable accounting standards.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITY (CONT'D)

Clear Roles and Responsibilities (Cont'd)

The Board has delegated specific duties and responsibilities to the Board Committees namely the Audit Committee ("AC"), Remuneration Committee ("RC") and Nomination Committee ("NC"), each with defined terms of reference and responsibilities which are available on the Company's website.

The Board receives reports and minutes of the Committees' proceedings and deliberations at their respective meetings. Where these Committees have no authority to make decisions on matters reserved for the Board, recommendations would be presented to the Board for approval. The Chairman of the Committees report to the Board key matters discussed and the outcome of their meetings and relevant decisions are recorded in the minutes of the Board of Directors' meetings accordingly. The oversight functions and activities undertaken by the Board Committees are elaborated in their respective report set out in this Annual Report.

The Board is satisfied with its current composition with appropriate mix of skills, knowledge and experience in the business and management fields which are essential to enable the Board to carry out its responsibilities in an effective and efficient manner.

Access to Information and Professional Advice

The Board recognises the importance of providing timely, relevant and updated information to the Board in ensuring an effective review and deliberation prior to the Board making an informed decision.

The Board is provided with quantitative and qualitative information that are pertinent to enable the Board to discharge their duties effectively. The Board receives management reports, including comprehensive review and analysis of the Group's performance and operations. Board agenda together with the relevant documents and information are compiled and distributed to the Directors prior to the Board meetings to enable them to have sufficient time to review and be prepared for discussion. The Managing Director and/or key management personnel will brief and provide explanation of pertinent issues and/or recommendations of the Management on the proposal(s) being tabled. Matters requiring the Board's review and approval will be deliberated and discussed thoroughly by the Board prior to decision making. Formal minutes that record the proceedings of the Board meetings are circulated and signed by the Chairman at the following Board meeting of the Company. Decision made and/or policies approved by the Board will appropriately be communicated to the Management Team for execution after the meeting.

Where necessary, members of the Management Team will be invited to attend Board/Board Committees' meetings to report and/or update the Directors on specific areas of the business within their responsibility to enable the Board members to seek further details or clarifications on the matters being reviewed. The Chairman of the Board ensures that the Directors share their views and insights in the course of deliberation and participate in the discussions.

Board members are updated on the Company's activities and its operations on periodic and/or quarterly basis. In order to facilitate the Directors' effective time planning, the annual meeting calendar setting out the scheduled dates for the meetings of the Board and Board Committees is prepared and circulated in advance by the Company Secretary to enable the Directors to plan effectively. All Directors and Principal Officers of the Group are reminded quarterly of the closed periods for dealings in the securities of the Company based on the targeted date of announcement of the Group's interim financial results. All Directors whether as a full board or in their individual capacity have access to all information of the Group on a timely basis in an appropriate form and quality necessary to enable them to discharge their duties and responsibilities.

All Directors have access to the advice and services of the Company Secretary on matters relating to procedures regulating the Group and necessary compliance by the Group. The Directors, in their individual capacity or collectively, may take independent professional advice in furtherance of their duties, whenever necessary and in appropriate circumstances, at the Company's expense. If such advice is considered necessary, it shall first be discussed with the Chairman before proceeding further.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

I. BOARD RESPONSIBILITY (CONT'D)

Anti-Bribery and Anti-Corruption

The Group had in place a zero-tolerance policy against all forms of bribery and corruption. In line with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements") in relation to anti-corruption measures, the Group had adopted the anti-bribery and anti-corruption action plans that aims to prevent the occurrence of corrupt practices in relation to the business dealings and activities of the Group.

The Anti-Bribery and Anti-Corruption Policy adopted by the Group sets out the commitment of the Group towards the prevention, deterrence and detection of fraud, bribery and all other corrupt business practices, amongst others, and applicable to all the companies and employees of the Group, Board of Directors and all third parties, including but not limited to contractors, vendors, suppliers, agents, consultants, business partners and any person associated with the Group.

The Anti-Bribery and Anti-Corruption Policy is published on the Company's website.

II. BOARD COMPOSITION

The current composition of the Board that comprised of the Managing Director and three (3) Independent Non-Executive Directors fulfils the requirements of paragraph 15.02(1) of the Listing Requirements of Bursa Securities that requires one-third (1/3) of the Board Members of the Company to be independent directors. The Board composition also fulfils Practise 5.2 of the updated Code that provides at least half of the Board to be Independent Directors.

The three (3) Independent Non-Executive Directors bring their independent and objective view and judgement to Board deliberation and decision-making process, mitigate risks due to conflict of interest or undue influence from interested parties.

The composition of the Board not only reflects the broad range of experience, diverse perspective and insights, skills and knowledge required to oversee the Group business activities, but also the importance of independence in decision-making at the Board level.

Boardroom and Workplace Diversity

The Board is committed to provide a fair and equal opportunities and nurturing diversity in the boardroom and workplace. The Board acknowledges that Board membership should be determined based on a candidate's skills, experience, and knowledge in areas identified by the Board.

In line with the recent amendments to the Listing Requirements mandating a listed issuer to have at least 1 woman director on its board, the Board will look into sourcing a women director having regard to amongst others, the requirements of the Board and Management and the selection criteria set out in the adopted Director Recruitment Policy and Procedure.

The Board will also seek to ensure the development of diversity in the senior management roles within the Group and supports and oversees the Group's objective of achieving senior roles held by female executives and to develop opportunities for female executives to ensure unbiased career progression opportunities.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

Annual Assessment of Board effectiveness and Independence

The Board, through the NC and facilitated by the Company Secretary, has carried out annual assessment on the effectiveness of the Board and Board Committees.

The NC also assesses the independence of the Independent Non-Executive Directors annually based on the established criteria to ensure that the Independent Non-Executive Directors continue to provide unbiased, objective and independent views and judgement in Board deliberations.

The assessment criteria for independence shall not limit to the length of service of the Independent Non-Executive Directors. Particular emphasis is placed on the role of Independent Non-Executive Directors to facilitate independent and objective review and decisions making of the Group, free from undue influence and bias.

The Board and NC concluded that all the Independent Non-Executive Directors continue to demonstrate conduct and behaviour that are essential indicators of independence, and that each of them continues to fulfil the prescribed definition and established criteria of independence.

The updated Code provides that the tenure of an independent non-executive director does not exceed a cumulative term limit of nine (9) years. Upon completion of the nine (9) years, an independent director may continue to serve on the board as a non-independent director. If the board intends to retain an independent director beyond nine (9) years, it should justify and seek annual shareholders' approval through a two-tier voting process.

The NC and the Board have assessed the independence of the Independent Directors of the Company and is of the view that a Director's independence cannot be determined solely with reference to tenure of service. The Group benefits from having long serving directors who have accumulated valuable knowledge of the Group's operations and have demonstrated competence in advising and overseeing the management of the Group.

Fostering Commitment

All Directors are expected to devote sufficient time and attention to carry out their duties and responsibilities. In this regard, annual meetings timetable is circulated to the Board with details of the proposed scheduled date of meetings of the Board and Board Committees to enable the Directors to plan ahead.

The Board Charter provides that all Directors should notify the Chairman before accepting any new directorship.

Board Meetings

The Board meets on a quarterly basis with additional meetings held whenever necessary. There were five (5) board meetings held during the financial year ended 31 December 2021 and the attendance record is as follows:-

Directors	No. of Board Meetings attended
Yeoh Chong Keat	5/5
Dato' Lim Kim Huat	5/5
Loi Heng Sewn	5/5
Cheong Marn Seng	5/5

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

II. BOARD COMPOSITION (CONT'D)

Directors' Training

The Board acknowledges the fact that continuous education is vital for the Board members to gain insight and keep abreast with the state of economy, manufacturing, technological advances in the core business, latest regulatory developments and governance of sustainability matters including risks and opportunities.

The Board encourages its Directors to attend training programmes to updates and enhance their skills and knowledge and to keep abreast with the prevailing laws and requirements, development in regulatory, corporate governance and sustainability issues relevant to the Company and its business.

The training programmes attended by the Director during the financial year ended 31 December 2021 are summarised as follows:-

Date of Training	Subject
19 July 2021	The Malaysian Code on Corporate Governance (Updated 2021) – Implications to the Company, its Directors & Management
27 & 28 July 2021	National Tax Conference 2021
24 Aug 2021	SSM National Conference 2021 on Governing under New Normal

During the financial year, all the Directors have been continuously updated by the Company Secretary on changes to corporate governance developments, Listing Requirements besides other applicable laws and regulations. The Board was also briefed by the External Auditors on changes to the accounting standards that may affect the Group's financial statements from time to time.

The Board is satisfied that the Directors have gathered sufficient experience and knowledge from their daily business activities to assist them in the discharge of their duties and responsibilities.

III. REMUNERATION

Directors' Remuneration

The RC's primary responsibility is to review and recommend to the Board the remuneration package of the Executive and Non-Executive Directors. The objective is to ensure that the Group attracts and retains Directors of the calibre needed to run the Group successfully. The Executive Director is to be appropriately rewarded giving due regard to the Group's performance. In the case of Non-Executive Directors, the level of remuneration should be appropriate to the level of responsibilities undertaken by the Non-Executive Directors concerned, taking into account factors such as effort and time spent and responsibilities of the Directors including their appointment in the Board Committees.

The Group also reimburses reasonable expenses incurred by Directors where required, in the course of carrying out their duties as Directors.

The Directors will abstain from discussion and voting on decisions in respect of their own remuneration. In compliance with the Companies Act 2016, the Board shall recommend the payment of Directors' fees and allowance of the Non-Executive Directors for approval by the shareholders at the AGM of the Company.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

III. REMUNERATION (CONT'D)

Directors' Remuneration (Cont'd)

Details of Directors' remuneration for the financial year ended 31 December 2021 are set out below:-

	Fees (RM'000)	Salaries and Other Emoluments (RM'000)	Benefits- In-Kind (RM'000)	Total (RM'000)
Executive Director				
Dato' Lim Kim Huat	—	—	—	—
Non-Executive Directors				
Yeoh Chong Keat	38	—	—	38
Loi Heng Sewn	29	—	—	29
Cheong Marn Seng	29	—	—	29
Total	96	—	—	96

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

Audit Committee ("AC")

The AC of the Board comprises three (3) members, all of whom are Independent Non-Executive Directors. The Chairman of the AC is a member of the Malaysian Institute of Accountants.

The AC has established formal and transparent arrangements to maintain an appropriate relationship with the External Auditors of the Group. This includes undertaking annual evaluation to ascertain the suitability, independence, objectivity and professional scepticism of the External Auditors. The Auditors will highlight to the AC and the Board on matters that require their attention.

During the financial year ended 31 December 2021, the AC has conducted private sessions with the External Auditors without the presence of the Management on 19 February 2021, 13 April 2021 and 26 November 2021 to discuss material matters relating to the audit and the assistance provided by the Management to the External Auditors. The AC noted that there were no major issues within the Group that requires the attention of the AC during the course of the audit.

The AC has, in the adopted External Auditors Policy provides amongst others, that the former key audit partners of the External Auditors to observe a cooling-off period at least three (3) years before being considered for appointment as a member of the Audit Committee.

The AC was satisfied with the External Auditors' independence, suitability, and the quality and candour of the communication with the AC and the Company and had recommended to the Board for approval their re-appointment as Company's Auditors at the Company's AGM.

A summary of the activities of the AC during the year under review is set out in the AC Report on pages 24 and 26 of this Annual Report.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT (CONT'D)

Risk Management and Internal Control

The Board acknowledges its responsibility and re-affirms its commitment in maintaining a sound risk management and internal control system to safeguard the interest of shareholders and the Group's assets. The responsibility of reviewing the adequacy and integrity of the Group's risk management and internal control systems is delegated to the AC which is empowered by its Terms of Reference to seek assurance on the adequacy and integrity of financial, operational and compliance control and internal control system and risk management procedures through independent reviews carried out by the internal audit function and management.

The Board through the AC has established an ongoing process in identifying, evaluating and managing significant risks faced by the Group. This ongoing process which includes updating the risk management and internal control system when there are changes in the business environment or regulatory guidelines is reviewed by the Board.

The Board recognises that risk cannot be totally eliminated and the system of internal control instituted can only help to minimise and manage risk and provides reasonable assurance that assets of the Company and of the Group are safeguarded against material loss and unauthorised use and the financial statements are not materially misstated.

The Company has outsourced its internal audit function to Messrs Sterling Business Alignment Consulting Sdn Bhd, an independent professional consultancy firm with the aim of providing independent and objective review on the systems of internal control within the Group. The Internal Auditors conduct the audit review based on the approved internal audit plan on the identified business processes and key areas to ensure the effectiveness of the management of risks and processes as well as systems of internal control and report its findings to the AC accordingly including recommendations with respect to identified control weaknesses and Management responses to the recommendations. Follow up reviews will be conducted to ensure that the necessary corrective actions and/or improvement procedures have been implemented by Management to address the audit observations and/or lapses highlighted. The internal audit function is conducted in a manner that is consistent with and meets the Standards for the Professional Practice of Internal Auditing and Code of Ethics of the Institute of Internal Auditors Malaysia.

The Statement on Risk Management and Internal Control as set out in pages 30 to 33 of this Annual Report provides an overview of the management of risks and state of internal controls within the Group.

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

Investor Relations and Shareholders Communication

The Board values dialogue with its shareholders and investors through the maintenance of an open communication policy with investors and shareholders alike. In ensuring effective communication, the various means and forums such as press releases, public announcements released by the Group including the interim financial report on quarterly basis, annual report and financial statements, disclosures to the Bursa Securities and other Group activities are made.

In addition to its published annual report and quarterly reports announced to Bursa Securities, the Group has established a website at www.ablegroup.com.my from which shareholders can assess for information.

Members of the Board including the Chairman of the Board and Board Committees attend the general meetings of shareholders to engage with and address shareholders' queries on the business and performance of the Group at these meetings.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS (CONT'D)

Conduct of General Meeting

The notice convening the 2021 Annual General Meeting ("AGM") of the Company was sent to the shareholders more than 21 days before the AGM in accordance with the provisions of the Listing Requirements of Bursa Securities and the Company's Constitution. The notice convening the 2021 AGM was advertised in a nationally circulated English daily newspaper giving shareholders sufficient time to prepare and/or to appoint proxy to attend and vote for their behalf.

The Board recognised that the general meetings of shareholders of the Company represents the principal forum for dialogue and interaction between the Board and the shareholders. On 24 September 2021, the Company held its first fully virtual Postponed AGM through the online meeting platform in Malaysia provided by Tricor Investor & Issuing House Services Sdn Bhd via TIH Online website at <https://tiah.online>.

Along with the announcement of the Notice convening the Postponed AGM, a detailed administrative guide was also circulated to all shareholders in advance to provide guidance for the appointment of proxy or corporate representative and participation by the shareholders and/or proxy holders remotely at the fully virtual AGM. A tutorial on the use of the Remote Participation and Electronic Voting facilities as well as submission of questions relating to the business of the Company and the proposed resolutions tabled at the AGM was made available at the TIH Online website.

All questions received prior to and during the live streaming of the AGM were made visible to all participants during the AGM and were addressed in real time by the Managing Director during the meeting.

An independent scrutineer was appointed to verify the poll results for the resolutions and announced by the Chairman of the meeting.

The Minutes of the AGM including the responses to the questions raised were uploaded on the Company's website within the required timeline after the meeting.

This statement is made in accordance with the resolution passed by the Board of Directors on 15 April 2022.

REPORT OF THE AUDIT COMMITTEE

1. COMPOSITION

Director	Designation
Cheong Marn Seng (Chairman)	Independent Non-Executive Director
Yeoh Chong Keat	Independent Non-Executive Director
Loi Heng Sewn	Independent Non-Executive Director

2. TERMS OF REFERENCE

The Terms of Reference of the Audit Committee is available at www.ablegroup.com.my.

3. MEETINGS AND ATTENDANCE

The Audit Committee held five (5) meetings during the financial year ended 31 December 2021 ("FYE21"). Details of the attendance records are as follows:-

Director	Designation	Attendance
Cheong Marn Seng	Independent Non-Executive Director	5/5
Yeoh Chong Keat	Independent Non-Executive Director	5/5
Loi Heng Sewn	Independent Non-Executive Director	5/5

4. ACTIVITIES OF THE AUDIT COMMITTEE

During FYE21, the Audit Committee in the discharge of its duties and functions carried out the following activities:

I. Financial reporting

- (a) Reviewed the unaudited quarterly financial results and audited financial statements of the Group and the Company to ensure compliance with approved accounting standards and adherence to other regulatory requirements before recommending to the Board for approval and release to Bursa Malaysia Securities Berhad. The review also focuses on significant and unusual events, major judgmental areas, and performance and prospects commentary.
- (b) Reviewed the Audit Committee Report and Statement on Risk Management and Internal Control for inclusion in the Annual Report of the Company.

II. External audit

- (c) Reviewed with the External Auditors the audit plan for the FYE21 to ensure that the scope of work and approach adequately cover the activities of the Group and reporting requirements.
- (d) Reviewed with the External Auditors the outcome and issues arising from the audit of the financial statements of the Group and the resolution of such issues as highlighted in the audit completion report.
- (e) Conducted private sessions with the External Auditors without the presence of the Management on 19 February 2021, 13 April 2021 and 26 November 2021 to discuss material matters relating to the audit and the assistance provided by the Management to the External Auditors; the Audit Committee noted that there were no major issues within the Group that requires the attention of the Audit Committee.
- (f) Conducted annual evaluation of the performance of External Auditors, considering their independence, suitability and the quality and candour of their communication with the Audit Committee and the Company before recommending to the Board their re-appointment as Company's Auditors for tabling to the shareholders for approval at the Company's AGM.

REPORT OF THE AUDIT COMMITTEE (CONT'D)

4. ACTIVITIES OF THE AUDIT COMMITTEE (CONT'D)

III. Risk Management and Internal Audit

- (g) Reviewed with the Internal Auditors the proposed Internal Audit Plan for 2021 and ensure that major processes and risk areas were adequately identified and covered in the plan.
- (h) Reviewed the reports of the Internal Auditors on their findings, recommendations with respect to the identified control weaknesses, Management's responses, and actions taken on those recommendations. Where appropriate, advised the Management to rectify and improve control procedures, workflow processes and documentation based on the findings of the Internal Auditors.
- (i) Conducted a private session with the Internal Auditors without the presence of the Management on 19 February 2021 to discuss matters relating to the audit and the assistance provided by the Management to the Internal Auditors, and noted that there were no major issues within the Group that requires the attention of the Audit Committee.
- (j) Conducted annual evaluation of the performance of Internal Auditors and after being satisfied with the performance of the Internal Auditors, reported to the Board accordingly for its notation.
- (k) Reviewed the Assessment Report on the Effectiveness of the Risk and Internal Control processes of the Company and Group, the Audit Committee Report and Statement on Risk Management and Internal Control for inclusion in the Annual Report of the Company.

IV. Related Party Transactions

- (l) Reviewed on a quarterly basis any related party transactions ("RPTs") and/or recurrent RPT ("RRPT") entered into by the Group to ensure that the RRPTs had been undertaken in accordance with the shareholders' mandate and carried out on the Group's normal commercial terms and that the internal guidelines and review procedures for RRPTs had been adhered to.
- (m) Reviewed the circular to shareholders in relation to the proposed renewal of existing shareholders' mandate for RRPT of a revenue or trading nature before tabling it to the Board for recommendation to the shareholders for approval.
- (n) Reviewed the report of the Internal Auditors on compliance with approvals as outlined under the internal guidelines and review procedures for RRPTs.

5. REVIEW OF AUDIT COMMITTEE

In accordance with the Listing Requirements of Bursa Securities, an annual review and assessment on the terms of office and performance of the Audit Committee were undertaken by the Nomination Committee for the FYE21.

The assessment covers amongst others, the main roles and responsibilities of the Audit Committee and its key areas of oversight, specifically the review of internal control and risk management systems, the effectiveness of internal and external audits, integrity of financial statements and review of significant financial reporting judgments.

The Board of Directors was satisfied that the Audit Committee and its members have discharged their functions, duties and responsibilities in accordance with the Audit Committee's Terms of Reference.

REPORT OF THE AUDIT COMMITTEE (CONT'D)

6. INTERNAL AUDIT FUNCTION

The Audit Committee is supported by the outsourced Internal Auditors, Messrs Sterling Business Alignment Consulting Sdn Bhd in the oversight of the internal audit function of the Group. The Internal Auditors provide independent and objective feedback to the Audit Committee and Board of Directors on the adequacy, effectiveness and efficiency of the internal control system within the Group.

The Internal Auditors report to the Audit Committee on their audit findings and recommendations of corrective actions or improvement measures together with management's responses in relation thereto. Follow-up reviews will be performed on the status of implementation of recommendations/improvement measures by the Management for reporting to the Audit Committee.

The Audit Committee ensures that the Internal Auditors have the necessary resources and unrestricted access to the relevant documentation including the financial statements, operational reports, internal policies and procedures as well as corporate and governance processes to enable them to effectively discharge their duties and responsibilities, besides having direct access to the Audit Committee.

The Internal Auditors undertake internal audit functions based on the audit plan approved by the Audit Committee upon consultation with the Managing Director. The audit plan was drawn up based on the level of business activities of the Group and covers the review of the adequacy of the Group's operational control, risk management, compliance with established policies and procedures, laws and regulations.

The Internal Auditors had during the FYE21 carried out reviews on the processes and procedures of the Business Development, Sales and Marketing functions, Revenue and Accounts Receivables functions as well as RRPTs involving Syarikat Bukit Granite Sdn Bhd ("SBG"), the Company's main operating subsidiary. It was reported that the controls and compliance of the internal control environment of the functional areas under review were generally in place to support the adequacy of the appropriateness of organisation structure to provide a conducive control environment in managing the operational activities and the adequacy and relevance of established roles and responsibilities. From the review of the said functions of SBG, the Internal Auditors reported that the internal control environment was adequate and sufficiently robust to ascertain the availability and effectiveness of monitoring activities to uphold the integrity of the internal control framework.

The Internal Auditors reported that overall, the internal control for the key areas reviewed was in place and adequate and there were no major issues with controls and compliance that requires the Audit Committee's attention.

The costs incurred for the internal audit function in respect of FYE21 were RM20,000.

REPORT OF THE REMUNERATION COMMITTEE

1. COMPOSITION OF REMUNERATION COMMITTEE

Director	Designation
Yeoh Chong Keat (Chairman)	Independent Non-Executive Director
Cheong Marn Seng	Independent Non-Executive Director
Loi Heng Sewn	Independent Non-Executive Director

2. TERMS OF REFERENCE

The Terms of Reference of the Remuneration Committee is available at www.ablegroup.com.my.

3. MEETINGS AND ATTENDANCE

The Remuneration Committee met once during the financial year ended 31 December 2021 and recorded full attendance of its members.

4. ACTIVITIES OF THE REMUNERATION COMMITTEE

For the FYE21, the challenging business environment and gloomy economic outlook continued to impact the performance of the Group given the re-imposition of nationwide movement control by the government on all social and economic sectors in Malaysia to counter the resurgence in COVID-19 cases including new variants which has caused major disruption in the operations of the Building Material Segment, the main contributor to the Group's revenue. In the effort to alleviate the cashflow position of the Group arising therefrom, the Managing Director has extended his full pay cut from January 2021 to December 2021.

The Remuneration Committee and the Board, having regard to the challenging business environment and unsatisfactory financial results of the Group, and in support of the Managing Director's full pay cut extension from the previous financial year, agreed with the reduction of 25% of the Directors fees for FYE21. The Remuneration Committee and Board would monitor and review the same next year or earlier if the performance of the Company improves.

Consistent with the adopted remuneration policy that inter-alia provides the principles and guidelines for remuneration offered to the members of the Board including the Executive and Non-Executive Directors of the Company, the Remuneration Committee ensures that remuneration of the Executive Director and Senior Management is linked to the financial performance which are aligned to the Company's business objectives. The remuneration of Non-Executive Directors should be appropriate having regard to their memberships in Board Committees, contributions to the Company, taking into account factors such as effort and time spent, and responsibilities of the Directors and Board.

The Remuneration Committee reviewed its Terms of Reference at least once annually to ensure its adequacy for current circumstances, membership, functions and the Company's policies and/or compliance with applicable rules and regulations.

During the financial year, the Remuneration Committee, in discharging its duties and responsibilities also reviewed the Report of the Remuneration Committee for inclusion in the Annual Report of the Company.

REPORT OF THE NOMINATION COMMITTEE

1. COMPOSITION OF NOMINATION COMMITTEE

Director	Designation
Loi Heng Sewn (Chairman)	Independent Non-Executive Director
Yeoh Chong Keat	Independent Non-Executive Director
Cheong Marn Seng	Independent Non-Executive Director

2. TERMS OF REFERENCE

The Terms of Reference of the Nomination Committee is available at www.ablegroup.com.my.

3. MEETINGS AND ATTENDANCE

The Nomination Committee met once during the financial year ended 31 December 2021 and recorded full attendance of its members.

4. ACTIVITIES OF THE NOMINATION COMMITTEE

During the FYE21, the Nomination Committee reviewed the size, structure and composition of the Board, assessed the effectiveness and performance of the Board of Directors and Board Committees as well as their respective functions, focusing on the structure of the Board and its operations, Board's roles and responsibilities, Board Committees' and Board Chairman's roles and responsibilities.

The annual assessment and evaluation was carried out by the Nomination Committee facilitated by the Company Secretary through questionnaires which were duly completed by all Directors prior to the meeting and the outcome was reported to the Board accordingly. The Nomination Committee and Board, upon reviewed, was satisfied that the size, structure and composition of the Board and Committees are satisfactory with appropriate mix of knowledge, skills, attributes and core competencies to enable the Board to discharge its duties and responsibilities effectively.

The Nomination Committee also reviewed the attendance records of Directors at Board and Board Committees' meetings; and noted that all the Board Committees were assessed to be effective as a whole in discharging their roles and responsibilities. The Nomination Committee would accordingly provide its recommendation to the Board. All assessments and evaluations carried out by the Nomination Committee in the discharge of all its functions were properly recorded and documented.

The performance of the Company Secretary was also reviewed and it was concurred and recorded that the Board is satisfied with the duties and functions performed by the Company Secretary.

In accordance with the Company's Constitution, the Nomination Committee reviewed and determined the Directors retiring by rotation at the Company's Annual General Meeting, taking into consideration satisfactory evaluation of the performance of the Board and individual Director.

The Nomination Committee conducted annual assessment of independence of the Independent Directors which make up more than half of the composition of the Board including their tenure of service and based on the self-assessment checklist duly completed and declared by all Independent Directors of the Company, the Nomination Committee and Board were satisfied that all the Independent Directors continue to demonstrate conduct and behaviour that are essential indicators of independence and that each of them continues to fulfil the prescribed definition and established criteria of independence and their ability to act in the best interest of the Company and the Group.

REPORT OF THE NOMINATION COMMITTEE (CONT'D)

4. ACTIVITIES OF THE NOMINATION COMMITTEE (CONT'D)

The Nomination Committee and the Board are of the view that a Director's independence cannot be determined solely with reference to tenure of service. The Group benefits from having long serving directors who have accumulated valuable knowledge of the Group's operations, the challenges and the business environment and have shown competence in advising and overseeing the management of the Group independently. The individual Director concerned would abstain from deliberation of his own independence.

In the discharge of its oversight function, the Nomination Committee reviewed, in accordance with the Listing Requirements of Bursa Securities, the term of office and performance of the Audit Committee and each of its members for the year under review against the prescribed assessment checklist. The Nomination Committee was satisfied that the Audit Committee had carried out its duties in accordance with its Terms of Reference.

The Nomination Committee also reviewed and discussed the training needs of the Directors and training program including ESG related program to equip themselves with relevant knowledge and keep abreast of latest regulatory developments to effectively discharge their duties and responsibilities.

The Chairman of Nomination Committee reported to the Board the matters reviewed and discussed at the meeting and its recommendations for the Board's consideration and decision. The minutes of the Nomination Committee meetings, upon approval at its following meeting would be tabled to the Board for notation.

The Nomination Committee reviewed its Terms of Reference annually to ensure its adequacy for current circumstances, the Company's policies and/or compliance with applicable rules and regulations. The Nomination Committee also reviewed Nomination Committee Report for inclusion in the Annual Report of the Company. The Directors' Recruitment Policy and Procedure will be reviewed when necessary in line with the changes in regulations applicable to the Group and best practices.

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STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

1. INTRODUCTION

The Board of Directors of AbleGroup Berhad ("Board") is pleased to present its Statement on Risk Management and Internal Control for the financial year ended 31 December 2021, which has been prepared pursuant to paragraph 15.26(b) of the Listing Requirements of Bursa Securities and guided by the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers ("Guidelines") and the updated Malaysian Code on Corporate Governance. The statement below outlines the nature and scope of internal controls of the Group during the financial year under review.

2. BOARD RESPONSIBILITY

The Board acknowledges its responsibility and re-affirms its commitment in maintaining a sound risk management and internal control system to safeguard the interest of shareholders, customers, employees and the Group's assets. The responsibility of reviewing the adequacy and integrity of the Group's risk management and internal control system is delegated to the Audit Committee ("AC"), guided by its Terms of Reference to seek assurance on the adequacy and integrity of financial, operational and compliance control and internal control system and risk management procedures through independent reviews carried out by the internal audit function.

The Board in consultation with the AC has appraised the adequacy and effectiveness of risk management and internal control processes which were in place during the financial year ended 31 December 2021. Assurance has been received by the Board from the Managing Director of the Company that the Group's risk management and internal control systems are operating adequately and effectively, in all material aspects and there are no major weaknesses at the existing level of operations of the Group. Recognising that the internal control system must be continuously reviewed and improved to meet the challenging business environment, the Board will continue to take appropriate action plans to review, monitor and strengthen the Group's risk management and internal control system.

However, as there are inherent limitations in any system of internal controls, such systems put into effect by the Management can only reduce but cannot eliminate all risks that may impede the achievement of the Group's business objectives. Therefore, the risk management and internal control system can only provide reasonable and not absolute assurance against material misstatement of management and financial information and records or against financial losses or fraud.

The Board has established an ongoing process for identifying, evaluating and managing significant risks faced by the Group. This ongoing process which includes updating the risk management and internal control systems when there are changes in the business environment or regulatory guidelines is reviewed by the AC and the Board.

The Board is of the view that risk management and internal control systems in place for the year under review and up to the date of the issuance of the financial statements are sound and sufficient to safeguard the shareholders' investment, the Group's assets and the interests of other stakeholders.

3. RISK MANAGEMENT FRAMEWORK

The Group's internal control mechanism is embedded in the various work processes and procedures at appropriate levels within the Group. The management team led by the Managing Director of the Company comprising experienced personnel with vast specialised industry knowledge is assigned with the responsibility of managing the Group. They are accountable for the conduct and performance of the respective operating units under their care.

The Heads of Department have been delegated the responsibility of identifying, evaluating and managing the risks of the respective department on an on-going basis. Significant risks identified and the corresponding internal control processes implemented are reviewed and discussed at periodic management meetings attended by the Managing Director.

In addition, significant risks identified, material issues and updated information affecting the Group which requires decisions or appropriate actions to be taken are brought to the attention of the Board.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

3. RISK MANAGEMENT FRAMEWORK (CONT'D)

The AC is also responsible for reviewing and monitoring the effectiveness of the Group's internal control systems. In this respect, the Group has outsourced the internal audit function to an independent professional service provider to undertake the responsibility of overseeing and conducting regular reviews on the Group's key operational processes in accordance with the approved internal audit plan. The internal audit reports set out details of the findings and recommended corrective actions from the Internal Auditors with respect to the identified control weaknesses and the Management's responses to the observations and/or recommendations are reported to the AC accordingly. Subsequent follow-up reviews are carried out to ensure that the agreed action plans have been implemented or in progress, as the case may be.

4. INTERNAL AUDIT FUNCTION

The outsourced Internal Auditors review compliances of the processes with the established policies and procedures in order to assess the effectiveness and efficiency of the internal control systems of the Group as appropriate. Any significant findings on non-compliances and weaknesses will be highlighted to the AC via the internal audit reports. The internal audit function adopts a risk-based approach in the preparation of the audit plan based on key risk areas identified.

The Internal Auditors carried out reviews according to the annual internal audit plan approved by the AC and the Board. Additional reviews to be performed on the key business processes by the Internal Auditors may be instructed by the AC as the need arises. The scope of work encompasses the examination and evaluation of the adequacy, integrity and effectiveness of the system of internal control, risk management framework, corporate governance and management of the Group, which include:-

- Reviewing the reliability and integrity of the financial and operating information and the means used to identify, classify and report such information;
- Evaluating the system established to ensure compliance with policies, plans, procedures, laws and regulations which could have a significant impact on the operations and performance of the Group;
- Examining the means of safeguarding assets and, as appropriate, verifying the existence of such assets;
- Assessing the economy and efficiency with which resources are employed; and
- Appraising operations to ascertain whether results are consistent with established objectives and goals and whether the operations are being carried out as planned.

The Internal Auditors use the Committee of Sponsoring Organizations of the Treadway Commission's (COSO) Internal Control – Integrated Framework as a basis for evaluating the effectiveness of the internal control systems. These involved walking through the processes and procedures, discussing with key members of senior management, reviewing documentation as well as observation of current practices.

During the financial year ended 31 December 2021, the Internal Auditors had performed audit reviews in accordance with the approved internal audit plan. The results of their review were tabled at the scheduled meetings of the AC. Key members of senior management are responsible for ensuring that corrective actions or improvement measures are taken within the stipulated timeframe on the reported weaknesses as required. There were no significant control weaknesses identified during the financial year under review that requires the AC's attention. The Internal Auditors engaged with the management team on audit issues noted during the exit meetings. The respective Head of the Department was called to clarify and explain to the management team and develop necessary action plans within the stipulated timeline to address/rectify the issues noted. Subsequent follow-up audits were conducted to ensure that corrective measures had been taken to address the identified weaknesses.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

5. OTHER KEY FEATURES OF THE GROUP'S INTERNAL CONTROL SYSTEMS

- There is a well-defined organisation chart with clear lines of accountability, including delegation of authority that sets out decisions that need to be taken and the appropriate authority levels and matters that require the Board's approval.
- The AC reviews the financial results and reports from management every quarter as well as the internal audit reports at the scheduled meetings and discusses with and/or seeks clarifications from the management on the key factors affecting the operation and financial performance of the Group, the internal control matters and appropriate corrective actions that are required to be taken to address internal control weaknesses identified.
- The composition of AC that comprises solely of Independent Non-Executive Directors further strengthen and provide independent and objective judgement and opinion on the matters under its purview including internal control matters of the Group.
- The Managing Director and senior management personnel with the support teams are dedicated and actively involved in the running and managing of the business and operations of the Group. Any significant changes in business or external environment which may affect the operations of the Group at large are reported by the Managing Director to the Board accordingly.
- There is in place a timely and effective internal reporting involving the advice and services of qualified professionals such as the Internal Auditors and the Company Secretary.
- There are regular operational meetings held among the senior management personnel to discuss and review the business plans, budgets, financial and operational performances of the Group. Monthly meetings of the Heads of Department are held to review and monitor performances. The management updates the status of the business operations including job tenders and projects being pursued and also the status of the on-going projects during monthly operations meetings and quarterly meetings of the Board.
- The Credit Control Committee is chaired by the Acting COO and held monthly meetings to review reports on receivables from the Head of Finance Department with the objective of maximising collection and minimising the exposure of debts being impaired.

6. REVIEW OF EFFECTIVENESS OF INTERNAL CONTROL SYSTEMS

The Board is dedicated to operating a sound system of internal control and recognises that the system must continuously evolve to support the business and the size of the Group.

The Board is satisfied that the process for identifying, evaluating and managing risks as outlined in this Statement had been in place for the year under review upon due and careful assessment and based on the information and assurance provided. The Board is satisfied that there were no material control deficiencies, losses or contingencies noted during the financial year under review as the reported internal control weakness are considered to be at an acceptable level within the context of the Group's operating environment and the size of the business.

The Board and management will continue to take proactive measures to enhance and strengthen the control environment and the internal control system of the Group.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

7. REVIEW OF STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

Pursuant to paragraph 15.23 of the Listing Requirements of Bursa Securities, the External Auditors have conducted a limited assurance engagement and reviewed this Statement for inclusion in the annual report of the Group for the financial year ended 31 December 2021. Their review was performed in accordance with Malaysian Approved Standard on Assurance Engagements, ISAE 3000 (Revised), Assurance Engagements Other Than Audits or Review of Historical Financial Information and Audit and Assurance Practice Guide 3 ("AAPG3"): Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report issued by the Malaysian Institute of Accountants.

AAPG 3 does not require the external auditors to consider whether this Statement covers all risk and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control systems.

Based on the procedures performed, they have reported to the Board that nothing has come to their attention that causes them to believe that this Statement intended to be included in the annual report is not prepared, in all material respects, in accordance with the disclosures required by paragraphs 41 and 42 of the Statement on Risk Management and Internal Controls: Guidelines for Directors of Listed Issuers to be set out, nor is factually inaccurate.

This Statement is made in accordance with the resolution passed at the Board of Directors' meeting held on 15 April 2022.

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ADDITIONAL COMPLIANCE INFORMATION

1. UTILISATION OF PROCEEDS FROM CORPORATE PROPOSAL

The Company did not undertake any corporate proposal during the financial year ended 31 December 2021.

2. AUDIT AND NON-AUDIT FEES

The amount of audit and non-audit fees paid/payable to the External Auditors for services rendered for the financial year ended 31 December 2021 are as follows:

	Group (RM'000)	Company (RM'000)
Audit services - current year	75	52
Non-audit services	5	5
Total	80	57

3. MATERIAL CONTRACT

There were no material contracts of the Company and its subsidiaries involving the interests of the Directors or Major Shareholders, either still subsisting at the end of the financial year under review, or entered into since the end of the previous financial year.

4. RECURRENT RELATED PARTY TRANSACTIONS ("RRPT") OF A REVENUE OR TRADING NATURE

The aggregate value of the RRPT conducted pursuant to the shareholders' mandate obtained at the Annual General Meeting held on 24 September 2021 is as follows:

Type of RRPT	Related Party	Relationship	Actual Value Transacted from 1 January 2021 to 31 December 2021 (RM'000)
Sale of stones and provision of contract workmanship and other related services by Syarikat Bukit Granite Sdn Bhd to GPL Group	GPL Group Sdn Bhd and companies related to Dato' Lim Kim Huat ("GPL Group")	Dato' Lim Kim Huat is a Director and Major Shareholder of the Company as well as a director and shareholder of GPL Group.	1,382

DIRECTORS' RESPONSIBILITY STATEMENT IN PREPARING THE AUDITED FINANCIAL STATEMENTS

The Board is responsible to ensure that the financial statements are properly drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards, the requirements of Companies Act 2016 and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad so as to give a true and fair view of the financial position of the Group and of the Company as at the financial year ended 31 December 2021 and of their financial performance and cash flows for the financial year then ended.

In preparing these financial statements, the Directors are satisfied that the Group has:-

- Adopted suitable accounting policies and applied them consistently;
- Made judgement and estimates that are prudent and reasonable;
- Ensured applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- Prepared the financial statements on going concern basis.

The Directors are responsible for ensuring that the Group keeps proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and the Group and to enable them to ensure that the financial statements comply with the Companies Act 2016. The Directors are also responsible for safeguarding the assets of the Company and the Group and to take reasonable steps for prevention and detection of fraud and other irregularities.

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DIRECTORS' REPORT

The directors hereby submit their report together with the audited financial statements of the Group and of the Company for the financial year ended 31 December 2021.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are as set out in *Note 9* to the financial statements. There have been no significant changes in the nature of these activities during the financial year.

FINANCIAL RESULTS

	Group RM	Company RM
Loss for the financial year		
Attributable to:		
Equity holders of the Company	(1,101,224)	(638,915)

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.

DIVIDEND

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

MOVEMENTS ON RESERVES AND PROVISIONS

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

ISSUE OF SHARES AND DEBENTURES

There were no issuance of shares or debentures made by the Company during the financial year.

OPTIONS GRANTED OVER UNISSUED SHARES

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

DIRECTORS

The directors of the Company in office since the beginning of the financial year to the date of this report are:

Dato' Lim Kim Huat
Loi Heng Sewn
Cheong Marn Seng
Yeoh Chong Keat

DIRECTORS' REPORT (CONT'D)

DIRECTORS OF SUBSIDIARIES

The directors of the subsidiaries in office during the financial year and since the beginning of the financial year to the date of this report are:

Dato' Lim Kim Huat
Loi Heng Sewn

DIRECTORS' INTERESTS

According to the Register of Directors' Shareholdings required to be kept by the Company under Section 59 of the Companies Act 2016 in Malaysia, the interests of directors who held office at the end of the financial year in the shares in the Company and its related corporations during the financial year were as follows:

	No. of Ordinary Shares		
	Balance 01.01.2021	Bought Sold	Balance 31.12.2021
<i>Direct interests:</i>			
Loi Heng Sewn	548,100	—	548,100
Cheong Marn Seng	9,000	—	9,000
<i>Indirect interests:</i>			
Dato' Lim Kim Huat [#]	140,816,400	—	140,816,400

[#] Held through Parallel Pinnacle Sdn. Bhd. ("Parallel"). Deemed interested pursuant to Section 8(4) of the Companies Act 2016 by virtue of his interest in Golden Century Overseas Ltd, the holding company of Parallel.

By virtue of his interest in the ordinary shares of the Company and pursuant to Section 8 of the Companies Act 2016 in Malaysia, Dato' Lim Kim Huat is deemed to have an interest in the ordinary shares of the subsidiaries to the extent that the Company has an interest.

By virtue of their interest in the ordinary shares of the Company, Loi Heng Sewn and Cheong Marn Seng are deemed to have an interest in the ordinary shares of the subsidiaries to the extent that the Company has an interest.

The other director holding office at the end of the financial year had no interest in shares in the Company during the financial year.

DIRECTORS' BENEFITS

Since the end of the previous financial year, no director has received or become entitled to receive a benefit (*other than benefits included in the aggregate amount of emoluments received or due and receivable by directors or the fixed salary of a full-time employee of the Company as shown under Directors' Remuneration section below and Note 29 to the financial statements*), by reason of a contract made by the Company or a related corporation with the director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest, except for any benefit which may be deemed to have arisen by virtue of the balances and transactions with companies in which certain directors of the Company are also directors and/or have substantial financial interests as disclosed in Note 32 to the financial statements.

Neither during nor at the end of the financial year was the Company a party to any arrangement whose object was to enable the directors to acquire benefits through the acquisition of shares in, or debentures of, the Company or any other body corporate.

DIRECTORS' REPORT (CONT'D)

DIRECTORS' REMUNERATION

The directors' remuneration of the Group and of the Company for the financial year ended 31 December 2021 amounted to RM98,250 (2020: RM164,526).

INDEMNITY AND INSURANCE FOR DIRECTORS, OFFICERS AND AUDITORS

There was no indemnity given to or liability insurance effected for any directors, officers and auditors of the Company during the financial year.

OTHER STATUTORY INFORMATION

Before the financial statements of the Group and of the Company were prepared, 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 satisfied themselves that all known bad debts had been written off and that no allowance for doubtful debts was necessary; 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 inadequate to any substantial extent in the financial statements of the Group and Company or necessitate to make any allowance for doubtful debts; or
- (b) which would render the values attributed to the current assets in the financial statements of the Group and of the Company misleading; or
- (c) which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate; 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.

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 liabilities of any other person; or
- (b) any contingent liability in respect of the Group and of the Company any which has arisen since the end of the financial year, except as disclosed in *Note 35* to the financial statements.

No contingent or other liability of the Group and of the Company has become enforceable, or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the directors, will or may affect the ability of the Group and of the Company to meet its obligations when they fall due.

In the opinion of the directors, 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 operations of the Group and of the Company for the financial year in which this report is made.

DIRECTORS' REPORT (CONT'D)

SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR AND SUBSEQUENT EVENTS AFTER THE FINANCIAL YEAR

The significant events during the financial year and subsequent events after the financial year are disclosed in *Note 36* to the financial statements.

AUDITORS

The auditors' remuneration for the financial year ended 31 December 2021 of the Group and Company amounted to RM75,000 (2020: RM75,000) and RM52,000 (2020: RM52,000) respectively.

The auditors, Messrs SBY Partners PLT, Chartered Accountants, have expressed their willingness to continue in office.

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

DATO' LIM KIM HUAT

Director

LOI HENG SEWN

Director

Kuala Lumpur,
Date: 15 April 2022

STATEMENT BY DIRECTORS

PURSUANT TO SECTION 251(2) OF THE COMPANIES ACT 2016

In the opinion of the directors, the financial statements set out on pages 48 to 99 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2021 and of the financial performance and cash flows of the Group and of the Company for the financial year ended on that date.

Signed in Kuala Lumpur on 15 April 2022

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

DATO' LIM KIM HUAT

LOI HENG SEWN

STATUTORY DECLARATION

PURSUANT TO SECTION 251(1)(B) OF THE COMPANIES ACT 2016

I, Lum Wing Kitt, being the officer primarily responsible for the financial management of AbleGroup Berhad, do solemnly and sincerely declare that to the best of my knowledge and belief the financial statements set out on pages 48 to 99 are correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by
the abovenamed, Lum Wing Kitt
at Kuala Lumpur on 15 April 2022

Before me

LUM WING KITT

Amir Bin Ismail
No. W800
Commissioner for Oaths

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF ABLEGROUP BERHAD

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of AbleGroup Berhad, which comprise the statements of financial position as at 31 December 2021 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 48 to 99.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 December 2021, and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence and Other Ethical Responsibilities

We are independent of the Company in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the Group and of the Company for the current financial year. These matters were addressed in the context of our audit of the financial statements of the Group and of the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

INDEPENDENT AUDITORS' REPORT (CONT'D)

Key Audit Matters (Cont'd)

Group

Risk area and rationale	Our response
<p>Inventories (Note 8 to the financial statements)</p> <p>As at 31 December 2021, the Group's inventories amounted to RM39,342,643 consists of land held for development and finished goods amounted to RM36,494,004 and RM2,848,639 respectively.</p> <p><u>Finished goods</u></p> <p>We determine that the finished goods is to be a key audit matter as the determination of the carrying value of inventories by the Group at lower of cost and net realisable values involves significant estimates.</p> <p>The assessment on impairment of inventories involves judgements and estimation uncertainty in analysing damages, obsolete and slow-moving inventories.</p> <p><u>Land held for property development</u></p> <p>As at 31 December 2021, the Group's land held for property development classified as inventories amounted to RM36,494,004 consists of a freehold land at cost and the development cost amounted to RM28,202,375 and RM8,291,629 respectively.</p> <p>We determine that the land held for property development is to be a key audit matter as the carrying value of a freehold land at cost by the Group at lower of cost and net realisable values involves significant estimation on the valuation report prepared by an independent professional consultant. The valuation report rely on the accuracy of assumptions estimates and the recent transacted price of the comparable lands.</p>	<p>Our audit procedures included, amongst others:</p> <p><u>Finished goods</u></p> <ul style="list-style-type: none"> - Observing year end physical inventory count to observe physical existence and condition of the inventories; - Inspected relevant documentation in the Group's assessment on the net realisable value of the selected inventories; and - Reviewed subsequent sales and evaluating the Group's assessment on identifying slow moving inventories. <p><u>Land held for property development</u></p> <ul style="list-style-type: none"> - Performed physical sighting to observe physical existence and condition of the freehold land; - Evaluating the competencies, capabilities and objectivities of the independent professional consultant, discussed and check with the professional consultant on the accuracy and relevance of input data used in the Proxy Price report, evaluating the valuation amounts by comparing against comparable property sales and market data and evaluating and challenging the key assumptions used in the Proxy Price report; and - Verify and assess the capitalisation of the development costs amounted to RM8,291,629.

INDEPENDENT AUDITORS' REPORT (CONT'D)

Key Audit Matters (Cont'd)

Group (Cont'd)

Risk area and rationale	Our response
<p>Trade receivables (Note 13 to the financial statements)</p> <p>As at 31 December 2021, the Group's trade receivables amounted to RM995,368 (net of allowances of impairment loss).</p> <p>We determine that the trade receivables of the Group as key audit matter due to the significant amount of the trade receivables to the Group, and the involvement of management's judgement and estimation in assessing the expected credit loss.</p> <p>The management assessed the expected credit loss of trade receivables as at 31 December 2021 in accordance with the Group's accounting policy. The Group adopted simplified approach which permits the use of lifetime expected credit loss in measuring the loss allowance, if any, for trade receivables. For construction contracts, the Group assessed the risk of each customer individually based on their financial capability, past trend of payments and other external information relating to the customers that are publicly available. The expected credit loss is estimated by reference to past default experience in respect of the customers, an analysis of the customers' current financial position adjusted for factors that are specific to the customers, and an assessment of both current conditions as at the reporting date as well as future conditions (including general economic condition of the industry). Estimating the expected credit loss requires management to estimate the future conditions of the customers as well as considering the impact of the COVID-19 pandemic. Management's conclusion on the expected credit loss is judgmental as it involves collective assessment on past, present and future conditions of the customers.</p>	<p>Our audit procedures included, amongst others:</p> <ul style="list-style-type: none"> - Obtain the understanding of the Group's process in assessing the recoverability of trade receivables; - We assessed and challenged the key bases and assumptions used by management in the estimation of expected credit loss; - We assess the management's conclusion on the expected credit loss by considering the internal and external information, including, but not limited to the historical default rate, historical payment trend, communication with customers, current status of the customers and future economic indicator that are relevant to the customers; - We reviewed the collection of trade receivables subsequent to the financial year; - We also reviewed the disclosure of credit risk in the financial statements; and - We assess the ageing analysis of trade receivables.

INDEPENDENT AUDITORS' REPORT (CONT'D)

Key Audit Matters (Cont'd)

Group (Cont'd)

Risk area and rationale	Our response
<p>Revenue and costs recognition (Note 22 and Note 23 to the financial statements)</p> <p>As at 31 December 2021, the Group's revenue and costs arising from the construction contracts amounted to RM3,230,826 and RM2,295,783 respectively.</p> <p>We determine that the Group's revenue and costs recognition as key audit matter due to the significant directors' judgement is required, in determining the progress towards satisfaction of a performance obligation, the extent of the construction costs incurred, the estimated total construction contracts revenue and costs, as well as the recoverability of the construction contracts projects. The estimated total revenue and costs are affected by a variety of uncertainties that depend on the outcome of future events.</p> <p>The amount of revenue and corresponding costs of the Group's construction activities are recognised over the period of contract by reference to the progress towards complete satisfaction of that performance obligation.</p> <p>The progress towards complete satisfaction of performance obligation is determined by reference to proportion of construction costs incurred for works performed to date bear to the estimated total construction costs for each project.</p>	<p>Our audit procedures included, amongst others:</p> <ul style="list-style-type: none"> - Assess the terms and conditions of the agreements with customers; - Understanding the management's process in preparing the budget and review its feasibility; - Assess the reliability of total budgeted cost by comparing budgeted costs to actual outcomes; - Assess on the management's determination on the satisfaction of a performance obligations; - Recomputed on the percentage of completion computation that contribute towards the revenue recognition during the financial year ended 31 December 2021 and assessed management's assessment in determining the percentage of completion; and - Verified actual construction costs incurred.

Company

We do not have the key audit matter arising from the audit of the financial statements of the Company that are required to be communicated in this report.

Information Other Than the Financial Statements and Auditors' Report Thereon

The directors of the Company are responsible for the other information. The other information comprises the 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.

INDEPENDENT AUDITORS' REPORT (CONT'D)

Key Audit Matters (Cont'd)

Company (Cont'd)

Responsibilities of the Directors for the Financial Statements

The directors of the Company are responsible for the preparation of the 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 Companies Act 2016 in Malaysia. The directors are also responsible for such internal control as the directors determine is necessary to enable the preparation of financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements of the Group and of the Company, the directors are responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements of the Group and of the Company as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with approved standards on auditing in Malaysia and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements of the Group. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

INDEPENDENT AUDITORS' REPORT (CONT'D)

Key Audit Matters (Cont'd)

Company (Cont'd)

Auditors' Responsibilities for the Audit of the Financial Statements (Cont'd)

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 financial year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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.

SBY PARTNERS PLT

Reg. No: 202106000003 (LLP0026726-LCA) AF: 0660
Chartered Accountants

TEH SEW HONG

03062/02/2023 J
Chartered Accountant

Kuala Lumpur,
Date: 15 April 2022

STATEMENTS OF FINANCIAL POSITION

AS AT 31 DECEMBER 2021

		Group		Company	
	Note	2021 RM	2020 RM	2021 RM	2020 RM
ASSETS					
NON-CURRENT ASSETS					
Property, plant and equipment	5	482,103	535,065	1,317	2,094
Right-of-use asset	6	217,791	435,581	–	–
Investment property	7	578,597	594,669	578,597	594,669
Inventories	8	36,494,004	36,494,004	–	–
Investment in subsidiaries	9	–	–	40,852,088	41,010,020
Deferred tax assets	10	5,395	5,395	–	–
Goodwill	11	–	–	–	–
		37,777,890	38,064,714	41,432,002	41,606,783
CURRENT ASSETS					
Inventories	8	2,848,639	2,929,629	–	–
Contract assets	12	672,372	1,067,942	–	–
Trade receivables	13	995,368	1,499,588	–	–
Other receivables, deposits and prepayments	14	66,932	111,635	4,976	8,197
Amount owing by a subsidiary	15	–	–	2,058,020	2,449,066
Current tax assets		18,238	12,283	–	–
Fixed deposits with a licensed bank	16	1,700,000	1,800,000	–	–
Cash and bank balances		206,399	124,935	1,856	9,017
		6,507,948	7,546,012	2,064,852	2,466,280
TOTAL ASSETS		44,285,838	45,610,726	43,496,854	44,073,063
EQUITY AND LIABILITIES					
EQUITY					
Share capital	17	39,584,978	39,584,978	39,584,978	39,584,978
Other reserves	18	–	(407,295)	–	–
Retained earnings		3,293,288	4,394,512	3,741,390	4,380,305
TOTAL EQUITY		42,878,266	43,572,195	43,326,368	43,965,283
LIABILITIES					
NON-CURRENT LIABILITIES					
Lease liabilities	19	–	226,849	–	–
CURRENT LIABILITIES					
Trade payables	20	377,114	472,872	–	–
Other payables and accruals	21	803,609	1,123,002	170,486	107,780
Lease liabilities	19	226,849	215,808	–	–
		1,407,572	1,811,682	170,486	107,780
TOTAL LIABILITIES		1,407,572	2,038,531	170,486	107,780
TOTAL EQUITY AND LIABILITIES		44,285,838	45,610,726	43,496,854	44,073,063

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

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021

		Group		Company	
	Note	2021 RM	2020 RM	2021 RM	2020 RM
REVENUE	22	3,230,826	3,557,719	–	–
COST OF SALES	23	(2,295,783)	(2,421,427)	–	–
GROSS PROFIT		935,043	1,136,292	–	–
OTHER OPERATING INCOME	24	55,964	37,698	–	6,966
OTHER OPERATING EXPENSES		(2,075,695)	(1,747,564)	(638,915)	(556,393)
SELLING AND MARKETING EXPENSES		(10,751)	(9,076)	–	–
LOSS FROM OPERATIONS		(1,095,439)	(582,650)	(638,915)	(549,427)
FINANCE COSTS	25	(5,785)	(10,493)	–	–
LOSS BEFORE TAXATION	26	(1,101,224)	(593,143)	(638,915)	(549,427)
INCOME TAX EXPENSE	27	–	–	–	–
LOSS FOR THE FINANCIAL YEAR		(1,101,224)	(593,143)	(638,915)	(549,427)
OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR		–	1,537	–	–
TOTAL COMPREHENSIVE LOSS FOR FINANCIAL YEAR		(1,101,224)	(591,606)	(638,915)	(549,427)
LOSS ATTRIBUTABLE TO: Equity holders of the Company		(1,101,224)	(591,606)		
LOSS PER SHARE (Sen)					
Basic	28	(0.42)	(0.22)		
Diluted	28	(0.42)	(0.22)		
Loss for the financial year		(1,101,224)	(593,143)		
Exchange differences on translation of foreign operations		–	1,537		
Total comprehensive loss for the financial year		(1,101,224)	(591,606)		
TOTAL COMPREHENSIVE LOSS ATTRIBUTABLE TO: Equity holders of the Company		(1,101,224)	(591,606)		

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

STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021

Group	← Attributable to owners of the Company →			
	← Non-distributable →		Distributable	
	Share capital RM	Foreign currency translation reserves RM	Retained profits RM	Total equity RM
At 1 January 2020	39,584,978	(408,832)	4,987,655	44,163,801
Loss for the financial year	–	–	(593,143)	(593,143)
Other comprehensive income	–	1,537	–	1,537
Total comprehensive loss for the financial year	–	1,537	(593,143)	(591,606)
At 31 December 2020/ 1 January 2021	39,584,978	(407,295)	4,394,512	43,572,195
Loss for the financial year	–	–	(1,101,224)	(1,101,224)
Realisation for disposal of subsidiary company	–	407,295	–	407,295
Total comprehensive loss for the financial year	–	407,295	(1,101,224)	(693,929)
At 31 December 2021	39,584,978	–	3,293,288	42,878,266
Company				
At 1 January 2020	39,584,978	–	4,929,732	44,514,710
Total comprehensive loss for the financial year	–	–	(549,427)	(549,427)
At 31 December 2020/ 1 January 2021	39,584,978	–	4,380,305	43,965,283
Total comprehensive loss for the financial year	–	–	(638,915)	(638,915)
At 31 December 2021	39,584,978	–	3,741,390	43,326,368

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

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021

Note	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
CASH FLOWS FROM/(USED IN) OPERATING ACTIVITIES				
Loss before taxation	(1,101,224)	(593,143)	(638,915)	(549,427)
<i>Adjustments for:</i>				
Deposits written off	2,821	–	2,821	–
Depreciation of property, plant and equipment	58,498	58,391	777	1,306
Depreciation of right-of-use assets	217,790	217,790	–	–
Depreciation of investment property	16,072	16,072	16,072	16,072
Equipment written off	663	516	–	–
Impairment loss on investment in subsidiary company	–	–	178,829	–
Impairment loss on trade receivables	167,246	–	–	–
Loss on disposal of subsidiary company	9 404,066	–	–	–
Interest expenses	5,785	10,493	–	–
Gain on disposal of property plant and equipment	(29,999)	–	–	–
Interest income	(25,965)	(37,698)	–	(6,966)
<i>Operating loss before working capital changes</i>	(284,247)	(327,579)	(440,416)	(539,015)
Decrease/(increase) in inventories	80,990	(154,515)	–	–
Decrease in contract assets	395,570	409,965	–	–
Decrease/(increase) in trade receivables	336,974	(129,102)	–	–
Decrease/(increase) in other receivables, deposits and prepayments	41,882	(11,746)	400	(484)
Decrease in trade payables	(95,758)	(433,935)	–	–
(Decrease)/increase in other payables and accruals	(319,393)	397,503	62,706	(20,720)
<i>Cash generated from/(used in) operations</i>	156,018	(249,409)	(377,310)	(560,219)
Tax paid	(5,955)	(6,758)	–	–
<i>Net cash generated from/(used in) operating activities</i>	150,063	(256,167)	(377,310)	(560,219)

STATEMENTS OF CASH FLOWS

(CONT'D)

		Group		Company	
	Note	2021 RM	2020 RM	2021 RM	2020 RM
CASH FLOWS FROM INVESTING ACTIVITIES					
Purchase of property, plant and equipment		(6,200)	–	–	–
Proceeds from disposal of property, plant and equipment		30,000	–	–	–
Net repayment from subsidiaries		–	–	370,149	560,162
Net cash outflow from disposal of subsidiary company	9	(7,381)	–	–	–
Interest received		25,965	37,698	–	6,966
<i>Net cash generated from investing activities</i>		42,384	37,698	370,149	567,128
CASH FLOWS USED IN FINANCING ACTIVITIES					
Interest paid		(5,785)	(10,493)	–	–
Repayment of lease liabilities		(215,808)	(205,305)	–	–
<i>Net cash used in financing activities</i>		(221,593)	(215,798)	–	–
<i>Net (decrease)/increase in cash and cash equivalents</i>		(29,146)	(434,267)	(7,161)	6,909
<i>Effect of foreign exchange</i>		10,610	–	–	–
<i>Cash and cash equivalents at the beginning of the financial year</i>		1,912,935	2,347,202	9,017	2,108
<i>Cash and cash equivalents at the end of the financial year</i>		1,894,399	1,912,935	1,856	9,017
Cash and cash equivalents comprise:					
Fixed deposits with a licensed bank		1,700,000	1,800,000	–	–
Cash and bank balances		206,399	124,935	1,856	9,017
		1,906,399	1,924,935	1,856	9,017
<i>Less: Deposits pledged for banking facilities</i>		(12,000)	(12,000)	–	–
		1,894,399	1,912,935	1,856	9,017

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

NOTES TO THE FINANCIAL STATEMENTS

- 31 DECEMBER 2021

1. PRINCIPAL ACTIVITIES AND GENERAL INFORMATION

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

The address of the registered office of the Company is located at Suite 11.1A, Level 11, Menara Weld, 76, Jalan Raja Chulan, 50200 Kuala Lumpur.

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are as set out in Note 9 to the financial statements. There were no significant changes in the nature of these principal activities during the financial year.

The address of the principal place of business of the Company is located at Block D4-U2-10, Level 2, Solaris Dutamas, No. 1, Jalan Dutamas 1, 50480 Kuala Lumpur.

2. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

The financial statements of the Group and of the Company have been prepared in accordance with the Malaysian Financial Reporting Standards ("MFRSs"), International Financial Reporting Standards ("IFRSs") and the requirements of the Companies Act 2016 in Malaysia. The financial statements have been prepared under the historical cost convention, except as disclosed in the accounting policies below.

On 1 January 2021, the Group and the Company adopted the following MFRSs and Amendments to MFRSs issued by the Malaysian Accounting Standards Board, effective for the annual periods beginning on or after 1 January 2021:

Amendments to MFRS 16 Leases – Covid-19 - Related Rent Concessions

The adoption of the above MFRSs and Amendments to MFRSs did not have any material impacts to the financial statements of the Group and of the Company.

MFRSs and amendments to MFRSs that have been issued and applicable to the Group and the Company but are not yet effective

The MFRSs and amendments to MFRSs that have been issued and applicable to the Group and the Company but not yet effective up to the date of issuance of the Group and the Company's financial statements are disclosed below. The Group and Company intend to adopt these standards when they become effective.

MFRSs and Amendments to MFRSs	Effective for annual periods beginning on or after
Amendments to MFRS 116 Property, plant and equipment – Proceeds before Intended Use	1 January 2022
Amendments to MFRS 3 Business Combinations – Reference to the Conceptual Framework	1 January 2022
Amendments to MFRS 137 Provisions, Contingent Liabilities and Contingent Assets – Onerous Contracts – Cost of Fulfilling a Contract	1 January 2022
Annual Improvements to MFRS Standards 2018 - 2020 Cycle	1 January 2022
Amendments to MFRS 101 Presentation of Financial Statements – Classification of Liabilities as Current or Non-Current	1 January 2023
Amendments to MFRS 101 Presentation of Financial Statements – Disclosure of Accounting Policies	1 January 2023
Amendments to MFRS 108 Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Accounting Estimates	1 January 2023
Amendments to MFRS 112 Income Taxes – Deferred Tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023
Amendments to MFRS 10 Consolidated Financial Statements, MFRS 128 Investments in Associates and Joint Ventures - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred

The adoption of these MFRSs and Amendments to MFRSs that have been issued and applicable to the Group and Company but not yet effective are not expected to have a material impact to the financial statements of the Group and the Company.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES

All significant accounting policies set out below are consistent with those applied in the previous financial year unless otherwise stated.

(a) Basis Of Consolidation

The financial statements of the Group include the financial statements of the Company and its subsidiaries made up to the end of the financial year. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied to like transactions and events in similar circumstances.

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

(i) *Acquisition method of accounting for non-common control business combinations*

Acquisition of subsidiaries is accounted for by applying the acquisition method. Under the acquisition method of accounting, identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Acquisition-related costs are recognised as expenses in the periods in which the costs are incurred and the services are received.

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

The Group elects, for each individual business combination, whether to recognise non-controlling interest in the acquiree (if any) at fair value on the acquisition date, or the non-controlling interest's proportionate share of the acquiree's net identifiable assets.

Any excess of the sum of the fair value of the consideration transferred in the business combination, the amount of non-controlling interest in the acquiree (if any), and the fair value of the Group's previously held equity interest in the acquiree (if any), over the net fair value of the acquiree's identifiable assets and liabilities is recorded as goodwill in the statements of financial position. In instances where the latter amount exceeds the former, the excess is recognised as a gain on bargain purchase in profit or loss on the acquisition date.

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

(ii) *Non-controlling interest*

Non-controlling interest represents the equity in subsidiaries not attributable, directly or indirectly, to owners of the Company, and is presented separately in the consolidated profit or loss and within equity in the consolidated financial position, separately from equity attributable to owners of the Company.

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

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(b) Investment In Subsidiaries

Subsidiaries are entities, including structured entities, controlled by the Group. The Group controls the entities when it is exposed, or has rights, to variable returns from its involvement with the entities and has the ability to affect those returns through its power over the entities.

In the Company's separate financial statements, investment in subsidiaries is stated at cost less any impairment, unless the investment is classified as held for sale. The impairment loss is recognised in the profit or loss.

On disposal of an investment, the difference between net disposal proceeds and its carrying amount is charged or credited to profit or loss.

(c) Property, Plant And Equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses, where applicable.

Property, plant and equipment are depreciated on a straight-line basis to write off the cost of each asset to their residual values over their estimated useful lives at the following annual rates:

Leasehold building	2%
Plant and machinery	2%
Motor vehicles	10%
Office and other equipment	5% - 25%

Depreciation of an asset begins when it is ready for its intended use.

The residual value, useful lives and depreciation method of property, plant and equipment are reviewed at each end of reporting date. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

On disposal of property, plant and equipment, the difference between the net disposal proceeds and the carrying amount is credited or charged to profit or loss in determining profit from operations.

(d) Investment Property

Investment property is property which is held either to earn rental income or for capital appreciation or for both. Such properties are measured initially at cost, including transaction costs. Investment property is stated at cost less accumulated depreciation and impairment losses, if any.

The Group is using the cost model to measure the investment property after initial recognition.

Investment properties are derecognised when either they have been disposed of or when the investment properties are permanently withdrawn from use and no future economic benefit is expected from their disposal. Any gains or losses on the retirement or disposal of an investment properties are recognised in profit or loss in the financial year in which they arise.

Depreciation is provided on a straight-line method so as to write off the depreciable amount of the following assets over their estimated useful lives at the following annual rates:

Freehold building	2%
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NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(e) Goodwill

Goodwill is measured at cost less accumulated impairment losses, if any. The carrying value of goodwill is reviewed for impairment annually. The impairment value of goodwill is recognised immediately in profit or loss. An impairment loss recognised for goodwill is not reversed in a subsequent period.

Under the acquisition method, goodwill represents the excess of the fair value of the purchase consideration over the Group's share of the fair values of the identifiable assets, liabilities and contingent liabilities of the subsidiaries at the date of acquisition.

If, after reassessment, the Group's interest in the fair values of the identifiable net assets of the subsidiaries exceeds the cost of the business combinations, the excess i.e. bargain purchase is recognised as income immediately in profit or loss.

(f) Inventories

(i) *Land held for property development*

Land held for property development consists of land where development activities are not expected to be completed within the normal operating cycle. Cost includes cost of land and attributable development expenditures.

Land held for property development will be reclassified to properties under development when significant development work has been undertaken and is expected to be completed within the normal operating cycle.

(ii) *Property under development*

Cost includes:

- freehold rights for land;
- amounts paid to contractors for construction; and
- planning and design costs, costs for site preparation, professional fees for legal services, property transfer taxes, construction overheads and other related costs.

(iii) *Finished goods*

The finished goods consist of granites and marble stocks. The cost of finished goods includes the cost of direct materials and labour based on normal operating capacity. These costs are assigned on a weighted average cost basis.

Inventories are valued at the lower of cost and net realisable value. Cost is determined based on the first in, first out basis and is the aggregate of the original cost of purchases plus the cost of bringing the inventories to their present conditions and locations.

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

Where necessary, due allowance is made for all damaged, obsolete and slow-moving items. The Group writes down its obsolete or slow-moving inventories based on assessment of the condition and the future demand for the inventories. These inventories are written down when events or changes in circumstances indicate that the carrying amount may not be recovered.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(g) Impairment Of Non-financial Assets

The carrying amounts of assets, other than those to which MFRS 136 - Impairment of Assets does not apply, are reviewed at each end of the reporting period for impairment when there is an indication that the assets might be impaired. Impairment is measured by comparing the carrying values of the assets with their recoverable amounts. The recoverable amount of the assets is the higher of the assets' net selling price and their value-in-use, which is measured by reference to discounted future cash flow.

An impairment loss is charged to profit or loss immediately unless the asset is carried at its revalued amount. Any impairment loss of a revalued asset is treated as a revaluation decrease to the extent of a previously recognised revaluation surplus for the same asset.

Impairment losses arising from the goodwill is not reversed. For other assets, when there is a change in the estimates used to determine the recoverable amount, a subsequent increase in the recoverable amount of an asset is treated as a reversal of the previous impairment loss and is recognised to the extent of the carrying amount of the asset that would have been determined (net of amortisation and depreciation) had no impairment loss been recognised. The reversal is recognised in profit or loss immediately, unless the asset is carried at its revalued amount.

A reversal of an impairment loss on a revalued asset is credited to other comprehensive income. However, to the extent that an impairment loss on the same revalued asset was previously recognised as an expense in profit or loss, a reversal of that impairment loss is recognised as income in profit or loss.

(h) Financial Assets

All regular way purchases or sale of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sale of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

(i) *Classification Of Financial Assets*

Debt instruments that meet the following conditions are subsequently measured at amortised cost:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income ('FVTOCI'):

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

By default, all other financial assets are subsequently measured at fair value through profit or loss ('FVTPL').

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(h) Financial Assets (Cont'd)

(ii) *Amortised Cost And Effective Interest Method*

At initial recognition financial assets are measured at fair value plus transaction costs that are directly attributable to the acquisition of the financial asset. The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. The gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

Interest income is recognised using the effective interest method for debt instruments measured subsequently at amortised cost and at FVTOCI. For financial instruments other than purchased or originated credit-impaired financial assets, interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset. For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset.

For purchased or originated credit-impaired financial assets, the Group and the Company recognise interest income by applying the credit-adjusted effective interest rate to the amortised cost of the financial asset from initial recognition. The calculation does not revert to the gross basis even if the credit risk of the financial asset subsequently improves so that the financial asset is no longer credit-impaired.

Interest income is recognised in profit or loss and is included in the "investment income" line item.

(iii) *Debt Instruments Classified As FVTOCI*

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

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.
- FVTOCI: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVTOCI. Movements of gains or losses in the carrying amount are taken through other comprehensive income ('OCI'), except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit or loss. Accumulated OCI is reclassified from equity to profit or loss and recognised in other gains/losses upon derecognition of the financial assets. Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains and losses and impairment expenses in other expenses.
- FVTPL: Assets that do not meet the criteria for amortised cost or FVTOCI are measured at FVTPL. A gain or loss on a debt instrument that is subsequently measured at FVTPL and is not part of a hedging relationship is recognised in profit or loss and presented net in the profit or loss within other gains/losses in the period in which it arises.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(h) Financial Assets (Cont'd)

(iv) *Equity Instruments*

The Group and the Company subsequently measure all equity instruments at fair value. Where the Group's and the Company's management have elected to present fair value gains and losses on equity instruments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the instruments. Dividends from such instruments continue to be recognised in profit or loss as other income when the Group's and the Company's right to receive payments is established.

Changes in the fair value of financial assets at FVTPL are recognised in other gain/losses in the profit or loss as applicable. Impairment losses (and reversal of impairment losses) on equity instruments measured at FVTOCI are not reported separately from other changes in fair value.

(v) *Financial Assets At FVTPL*

This category comprises only in-the-money derivatives. They are carried in the statements of financial position at fair value with changes in fair value recognised in the profit or loss in the finance income or expense line. Other than derivative financial instruments which are not designated as hedging instruments, the Group and the Company do not have any assets held for trading nor do they voluntarily classify any financial assets as being at FVTPL.

(vi) *Impairment Of Financial Assets*

The Group and the Company recognise a loss allowance for expected credit losses ("ECL") on investments in debt instruments that are measured at amortised cost or at FVTOCI. No impairment loss is recognised for investments in equity instruments. The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument. Any impairment gain or loss arising from such changes is to be recognised in profit or loss.

The Group and the Company recognise lifetime ECL for trade receivables. The ECL on these financial assets are estimated using a provision matrix based on the Group's and the Company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate. For construction contracts, the Group assessed the risk of each customer individually based on their financial capability, past trend of payments and other external information relating to the customers that are publicly available.

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

- significant financial difficulty of the debtor;
- a breach of contract, such as a default of past due events;
- the debtor, for economic or contractual reasons relating to the debtor's financial difficulty, having granted to the debtor a concessions that the Group would not otherwise consider: or
- it is becoming probable that the debtor will enter bankruptcy or other financial reorganisation.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(h) Financial Assets (Cont'd)

(vi) *Impairment Of Financial Assets (Cont'd)*

For all other financial instruments, the Group and the Company recognise lifetime ECL when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Group and the Company measure the loss allowance for that financial instrument at an amount equal to 12 months ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition instead of on evidence of a financial asset being credit-impaired at the reporting date or an actual default occurring.

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of a financial instrument. In contrast, 12 months ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

(vii) *Derecognition Of Financial Assets*

The Group and the Company derecognise a financial asset when the contractual right to the cash flows from the financial asset expire, or the Group and the Company transfer the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group and the Company neither transfer nor retain substantially all of the risks and rewards of ownership and the Group and the Company do not retain control of the financial asset.

In the event the Group and the Company enter into transactions whereby the Group and the Company transfer assets recognised in statements of financial position, but retain either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

(i) Financial Liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

(i) *Financial Liabilities At FVTPL*

This category comprises only out-of-the-money derivatives. They are carried in the statements of financial position at fair value with changes in fair value recognised in the profit or loss. The Group and the Company do not have any liabilities held for trading nor have the Group and the Company designated any financial liabilities as being at FVTPL.

(ii) *Other Financial Liabilities*

Other financial liabilities include the following items:

- bank borrowings, where such interest-bearing liabilities are subsequently measured at amortised cost using the effective interest rate method, which ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the statements of financial position. For the purposes of each financial liability, interest expense includes initial transaction costs as well as any interest payable while the liability is outstanding; and
- payables and other short-term monetary liabilities, which are initially recognised at fair value and subsequently carried at amortised cost using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(i) Financial Liabilities (Cont'd)

(iii) *Derecognition Of Financial Liabilities*

The Group and the Company derecognise a financial liability when their contractual obligations are discharged or cancelled, or expire. The Group and the Company also derecognise a financial liability when their terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

(j) Equity Instruments

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from proceeds.

Dividends on ordinary shares are recognised as liabilities when approved for appropriation.

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

(k) Contract Assets/Contract Liabilities

(i) Contract Assets

Contract asset represents service contract cost which comprise of cost related directly to the specific contract and those that are attributable to the contract activity in general and can be allocated to the contract and such other costs that are specifically chargeable to the customer under the terms of the contract. The right to consideration for goods or services transferred to the customers when that right is conditioned on something other than the passage of time. Contract costs includes direct labour, expenses and an appropriate proportion of contract overheads.

Revenue from work done on service contract is recognised based on the stage of completion method. The stage of completion is determined based on proportion of contract costs incurred for work performed to date to the estimated total contract costs.

When the outcome of a contract cannot be estimated reliably, the contract revenue shall be recognised only to the extent of contract costs incurred that is probable to be recoverable and contract costs are recognised as an expense in the period in which they are incurred.

When it is probable that total contract costs will exceed total contract revenue, the foreseeable loss is recognised as an expense immediately.

The aggregate costs incurred and profit or loss recognised on each contract is compared against the progress billings up to the financial year end. Where costs incurred plus recognised profits (less recognised losses) exceed progress billings, the balance is shown as contract assets. Where progress billings exceed costs incurred plus recognised profits (less recognised losses), the balance is shown as contract liabilities.

(ii) Contract Liabilities

Contract liabilities represents the Group's obligation to transfer goods or services to customers for which the Group has received the consideration or has billed to the customer. The contract liabilities of the Group comprise of deferred revenue where the Group has billed or has collected the payment before services are provided to the customers.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(l) Lease

The Group and the Company have applied MFRS 16 Leases using the modified retrospective approach, under which the cumulative effect of initial application is recognised in retained profits at 1 January 2019. Accordingly, the comparative information presented for 2018 has not been restated – i.e it is presented, as previously reported under MFRS 117 Leases and related interpretations.

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

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

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

Recognition And Measurement

(i) *Initial Measurement*

As a Lessor

When the Group and the Company act as a lessor, it determines at lease inception whether each lease is a finance lease or operating lease.

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

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

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

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(l) Lease (Cont'd)

Recognition And Measurement (Cont'd)

(i) *Initial Measurement (Cont'd)*

As a Lessee

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

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

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

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

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

The Group and the Company assess at lease commencement whether it is reasonably certain to exercise the extension options in determining the lease term.

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

The Group and the Company present right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'borrowings' in the statement of financial position.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(l) Lease (Cont'd)

Recognition And Measurement (Cont'd)

(ii) *Subsequent measurement*

As a Lessor

The Group and the Company recognise lease payments received under operating leases as income on a straight-line basis over the lease term as part of "revenue".

As a Lessee

The right-of-use assets is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use assets or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use assets is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

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

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

When there is lease modification due to increase in the scope of lease by adding the right-to-use one or more underlying assets, the Group and the Company assess whether the lease modification shall be accounted for as a separate lease or similar to reassessment of lease liability. The Group and the Company account for lease modification as a separate lease when the consideration for the lease increases by an amount that commensurate with the stand-alone price for the increase in scope and any appropriate adjustments.

When there is lease modification due to decrease in scope, the Group and the Company decrease the carrying amount of the right-of-use assets and remeasure the lease liability to reflect the partial or full termination of the lease. The corresponding gain or loss shall be recognised in profit or loss. Lease liabilities are remeasured for all other lease modifications with corresponding adjustments to the right-of-use assets.

(m) Revenue Recognition

Revenue which represents income arising in the course of the Group's and the Company's ordinary activities is recognised by reference to each distinct performance obligation promised in the contract with customer when or as the Group and the Company transfer the control of the goods or services promised in a contract and the customer obtains control of the goods or services. Depending on the substance of the respective contract with customer, the control of the promised goods or services may transfer over time or at a point in time.

A contract with customer exists when the contract has commercial substance, the Group and the Company and their customer have approved the contract and intend to perform their respective obligations, the Group's and the Company's and the customer's rights regarding the goods or services to be transferred and the payment terms can be identified, and it is probable that the Group and the Company will collect the consideration to which the Group and the Company will be entitled to in exchange of those goods or services.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(m) Revenue Recognition (Cont'd)

Recognition And Measurement

At the inception of each contract with customer, the Group and the Company assess the contract to identify distinct performance obligations, being the units of account that determine when and how revenue from the contract with customer is recognised. A performance obligation is a promise to transfer a distinct goods or services (or a series of distinct goods or services that are substantially the same and that have the same pattern of transfer) to the customer that is explicitly stated in the contract and implied in the Group's and in the Company's customary business practices. A goods or services is distinct if:

- the customer can benefit from the goods or service either on its own or together with other resources that are readily available to the customer; and
- the Group's and the Company's promise to transfer the goods or service to the customer is separately identifiable from other promises in the contract.

If a goods or service is not distinct, the Group and the Company combine it with other promised goods or services until the Group and the Company identify a distinct performance obligation consisting a distinct bundle of goods or services.

Revenue is measured based on the consideration specified in contract with a customer excludes amounts collected on behalf of third parties such as sales and service taxes or goods and services taxes. If the amount of consideration varies due to discounts, rebates, refunds, credits, incentives, performance bonuses, penalties or other similar items, the Group and the Company estimate the amount of consideration that they expect to be entitled based on the expected value or the most likely outcome but the estimation is constrained up to the amount that is highly probable of no significant reversal in the future. If the contract with customer contains more than one distinct performance obligation, the amount of consideration is allocated to each distinct performance obligation based on the relative stand-alone selling prices of the goods or services promised in the contract.

The consideration allocated to each performance obligation is recognised as revenue when or as the customer obtains control of the goods or services. At the inception of each contract with customer, the Group and the Company determine whether control of the goods or services for each performance obligation is transferred over time or at a point in time. Controls over the goods or services are transferred over time and revenue is recognised over time if:

- the customer simultaneously receives and consumes the benefits provided by the Group's and the Company's performance as the Group and the Company perform;
- the Group's and the Company's performances create or enhance a customer-controlled asset; or
- the Group and the Company performances do not create an asset with alternative use to the Group and the Company and the Group and the Company have a right to payment for performance completed to date.

Revenue for performance obligation that is not satisfied over time is recognised at the point in time at which the customer obtains control of the promised goods or services.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(m) Revenue Recognition (Cont'd)

Recognition And Measurement (Cont'd)

The revenue recognition policies of the Group's and of the Company's major activities are described below:

(i) *Revenue From Sales Of Goods*

Revenue from sale of goods is recognised at a point in time when control of the products has been transferred, being when the customer accepts the delivery of the goods.

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

(ii) *Revenue From Construction Contracts*

Revenue from contract works is recognised on a percentage of completion method. Percentage of completion is determined on the proportion of contract costs incurred for work performed to-date against total estimated costs where the outcome of the project can be estimated reliably.

The Group provides supply, delivery and installation of stone and tiling works under the long-term contracts with customers. Construction service contracts comprise multiple deliverables that require significant integration service and therefore accounted as a single performance obligation.

Under the terms of the contracts, control of the supply, delivery and installation of stone and tiling works is transferred over time as the Group creates or enhances an asset that the customer controls as the asset is created or enhanced. Revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of a performance obligation. The progress towards complete satisfaction of a performance obligation is determined by the proportion of construction costs incurred for work performed to date bear to the estimated total construction costs (an input method).

Sales are made with a credit ranging from 30 days to 60 days, which is consistent with market practice, therefore, no element of financing is deemed present. The Group becomes entitled to invoice customers for supply, delivery and installation of stone and tiling works based on achieving a series of performance-related milestones.

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

(iii) *Interest Income*

Interest income is recognised on an accrual basis using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(n) Employee Benefits

(i) *Short Term Employee Benefits*

Wages, salaries, paid annual leave, paid sick leave, bonuses and non-monetary benefits are accrued in the period in which the associated services are rendered by employees of the Company and its subsidiaries. Short term accumulating compensated absences such as paid annual leave are recognised when services are rendered by employees that increase their entitlement to future compensated absences. Short term non-accumulating compensated absences such as sick and medical leave are recognised when the absences occur. The expected cost of accumulating compensated absences is measured as additional amount expected to be paid as a result of the unused entitlement that has accumulated at the end of the reporting period. Past-service costs are recognised immediately in profit or loss.

(ii) *Defined Contribution Plan*

The Company's and its subsidiaries contributions to defined contribution plans regulated and managed by the government are charged to profit or loss in the period to which they relate. Once the contributions have been paid, the Company and its subsidiary companies have no further financial obligations.

(o) Income Tax Expense

Income taxes for the period comprise current and deferred taxes.

Current tax is the expected amount of income taxes payable in respect of the taxable profit for the period and is measured using the tax rates that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax liabilities are recognised for all taxable temporary differences other than those that arise from goodwill or excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the business combination costs 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 accounting profit nor taxable profit.

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 taxable profit will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised.

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

Deferred tax is recognised in 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 or excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the business combination costs. The carrying amounts of deferred tax assets are reviewed at each end of the reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax assets to be utilised.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(p) Related Parties

A related party is a person or entity that is related to the entity that is preparing its financial statements (the reporting entity).

A related party is:

- (i) a person or a close member of that person's family is related to a reporting entity if that person:
 - a. has control or joint control of the reporting entity;
 - b. has significant influence over the reporting entity; or
 - c. is a member of the key management personnel of the reporting entity or of a holding company of the reporting entity.
- (ii) an entity is related to a reporting entity if any of the following conditions applies:
 - a. the entity and the reporting entity are members of the same group (which means that each holding company, subsidiaries and fellow subsidiaries is related to the others).
 - b. one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
 - c. both entities are joint ventures of the same third party.
 - d. one entity is a joint venture of a third entity and the other entity is an associate of the third entity.
 - e. the entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity.
 - f. the entity is controlled or jointly controlled by a person identified in (i).
 - g. a person identified in (i)(b) has significant influence over the entity or is a member of the key management personnel of the entity (or of the holding company of the entity).
 - h. The entity, or any member of a group of which it is a part, provides key management personnel services to the reporting entity or to the holding company of the reporting entity.

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

Key management personnel is defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Company and of the subsidiary companies either directly or indirectly. The key management personnel includes all the directors of the Company and directors of the subsidiaries, members of senior management and chief executive officer of the Company as well as members of senior management and chief executive officers of major subsidiaries of the Group.

(q) Cash And Cash Equivalents

For the purposes of the statements of cash flows, cash and cash equivalents comprise cash in hand, bank balances and highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(r) Functional And Foreign Currency

(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 ("RM"), which is also the Company's functional currency.

(ii) *Foreign Currency Transactions and Balances*

Transactions in foreign currencies are converted into the respective functional currencies on initial recognition, using the exchange rates at the transaction dates. Monetary assets and liabilities at the end of the reporting period are translated at the exchange rates ruling as of that date. Non-monetary assets and liabilities are translated using exchange rates that existed when the values were determined. All exchange differences are recognised in profit or loss.

(iii) *Foreign Operations*

Assets and liabilities of foreign operations, including goodwill and fair value adjustments arising from the acquisition of foreign operations, are translated into RM for consolidation at the rates of exchange ruling at the end of the reporting period. Revenues and expenses of foreign operations are translated into RM at the average rates for the financial year. All exchange differences arising from translation are recognised directly to other comprehensive income and accumulated in equity under translation reserve. On disposal of a foreign operation, accumulated translation differences recognised in other comprehensive income relating to that particular foreign operation is reclassified from equity to comprehensive income.

(s) Provisions For Liabilities

Provisions for liabilities are recognised 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 embodying economic benefits will be required to settle the obligation; and when a reliable estimate of the amount of the obligation can be made. Provisions are reviewed at each end of reporting date and adjusted to reflect the current best estimate.

Where the effect of the time value of money is material, the amount of a provision is the present value of the expenditure expected to be required to settle the obligation. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed.

Any reimbursement that the Group or the Company can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision. The expense relating to any provision is presented in the profit or loss, net of any reimbursement.

(t) Contingent Liabilities

A contingent liability is a possible obligation that arises from past events and whose existence will only be confirmed by the occurrence of one or more uncertain future events not wholly within the control of the Group and of the Company. It can also be a present obligation arising from past events that is not recognised because it is not probable that an outflow of economic resources will be required or the amount of obligation cannot be measured reliably.

A contingent liability is not recognised but is disclosed in the notes to the financial statements. When a change in the probability of an outflow occurs so that the outflow is probable, it will then be recognised as a provision.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(u) Earnings Per Ordinary Share ("EPS")

The Group presents basic and diluted earnings per share data for its ordinary shares.

Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held, if any.

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, if any, for the effect of all dilutive potential ordinary shares, which comprise warrants and share options granted to the employees.

(v) Operating Segments

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. An operating segment's operating results are reviewed regularly by the chief operating decision makers to make decisions about resources to be allocated to the segment and to assess its performance, and for which discrete financial information is available. An operating segment may engage in business activities for which it has yet to earn revenues.

(w) Borrowing costs

Borrowing costs are interests and other cost that the Group incurs in connection with borrowing of funds.

(x) Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:-

- in the principal market for the asset or liability; or
- in the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to by the Group and by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

Valuation techniques that are appropriate in the circumstances and for which sufficient data are available, are used to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: fair value is derived from quoted prices (unadjusted) in active markets for identical financial assets or liabilities that the entity can access at the measurement date.
- Level 2: fair value is estimated using inputs other than quoted prices included within Level 1 that are observable for the financial assets or liabilities, either directly or indirectly.
- Level 3: fair value is estimated using unobservable inputs for the financial assets and liabilities.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The estimates and judgements that affect the application of the Group's and the Company's accounting policies and disclosures, and have a significant risk of causing a material adjustment to the carrying amounts of assets, liabilities, income and expenses are discussed below.

(a) Depreciation Of Property, Plant And Equipment And Investment Property

The estimates for residual values, useful lives and related depreciation charges for the property, plant and equipment and investment property are based on commercial and production factors which could change significantly as a result of technical innovations and competitors' action in response to the market conditions.

The Group and the Company anticipate that the residual values of their property, plant and equipment will be insignificant. As a result, residual values are not being taken into consideration for the computation of the depreciable amount.

Changes in the expected level of usage and technological development could impact the economic useful lives and the residual values of these assets, therefore future depreciation charges could be revised.

The carrying amount of property, plant and equipment and investment property are disclosed in *Note 5* and *Note 7*.

(b) Measurement Of Right-of-use Asset And Lease Liabilities

The measurement of a lease liability and the corresponding right-of-use asset includes in-substance fixed payments, variable lease payments linked to an inflation-related index or rate, estimates of lease term, option to purchase, payments under residual value guarantee and penalties for early termination. The actual payments may not coincide with these estimates. The Company reassesses the lease liability for any change in the estimates and a corresponding adjustment is made to the right-of-use asset.

The carrying amounts of right-of-use asset and lease liabilities are disclosed in *Note 6* and *Note 19*.

(c) Income Taxes

There are certain transactions and computations for which the ultimate tax determination may be different from the initial estimate. The Company and its subsidiaries recognise tax liabilities based on their understanding of the prevailing tax laws and estimate of whether such taxes will be due in the ordinary course of business. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such difference will impact the income tax and deferred tax provisions in the period in which such determination is made.

The carrying amount of current tax asset of the Group is RM18,238 (2020: RM12,283).

The carrying amount of deferred tax asset is disclosed in *Note 10*.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONT'D)

(d) Provision For ECL Of Trade Receivables

The Group and the Company adopted the simplified approach to calculate ECLs for trade receivables. For construction contracts, the Group assessed the risk of each customer individually based on their financial capability, past trend of payments and other external information relating to the customers that are publicly available.

The provision matrix is initially based on the Group's and the Company's historical observed default rates. The Group and the Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

In determining the ECL, management uses its historical credit loss experience for trade receivables to estimate the ECL. Management is not only required to consider historical information that is adjusted to reflect the effects of current conditions and information that provides objective evidence that trade receivables are impaired in relation to incurred losses, but management is also considering, when applicable, reasonable and supportable information that may include forecasts of future economic conditions when estimating the ECL, on an individual and collective basis. The need to consider forward-looking information means that management exercises considerable judgement as to how changes in macroeconomic factors will affect the ECL on trade receivables.

The carrying amount of provision for ECL of trade receivables is disclosed in *Note 13*.

(e) Contingent Liabilities

Determination of the treatment of contingent liabilities is based on management's view of the expected outcome of the contingencies after consulting internal and external experts to the Group for matters in the ordinary course of business.

(f) Write Down Of Inventories

Reviews are made periodically by management on damaged, obsolete and slow-moving inventories. These reviews require judgements and estimates. Possible changes in these estimates could result in revisions to the valuation of inventories.

The carrying amount of inventories is disclosed in *Note 8*.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

5. PROPERTY, PLANT AND EQUIPMENT

The details of property, plant and equipment are as follows:

Group	Leasehold building RM	Plant and machinery RM	Motor vehicles RM	Office and other equipment RM	Total RM
<i>Cost</i>					
At 1 January 2020	620,669	1,334,506	422,205	906,982	3,284,362
Written off	—	—	—	(54,756)	(54,756)
At 31 December 2020/ 1 January 2021	620,669	1,334,506	422,205	852,226	3,229,606
Additions	—	—	—	6,200	6,200
Disposal	—	—	(170,025)	—	(170,025)
Written off	—	—	—	(10,200)	(10,200)
At 31 December 2021	620,669	1,334,506	252,180	848,226	3,055,581
<i>Accumulated depreciation</i>					
At 1 January 2020	249,528	1,330,058	365,733	745,071	2,690,390
Charge for the financial year	12,414	1,053	14,129	30,795	58,391
Written off	—	—	—	(54,240)	(54,240)
At 31 December 2020/ 1 January 2021	261,942	1,331,111	379,862	721,626	2,694,541
Charge for the financial year	12,414	1,053	13,732	31,299	58,498
Disposal	—	—	(170,024)	—	(170,024)
Written off	—	—	—	(9,537)	(9,537)
At 31 December 2021	274,356	1,332,164	223,570	743,388	2,573,478
<i>Net carrying amount</i>					
At 31 December 2021	346,313	2,342	28,610	104,838	482,103
At 31 December 2020	358,727	3,395	42,343	130,600	535,065

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

5. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

The details of property, plant and equipment are as follows: (Cont'd)

Company	Office equipment RM
<i>Cost</i>	
At 1 January 2020/31 December 2020/1 January 2021/31 December 2021	13,067
<i>Accumulated depreciation</i>	
At 1 January 2020	9,667
Charge for the financial year	1,306
At 31 December 2020/1 January 2021	10,973
Charge for the financial year	777
At 31 December 2021	11,750
<i>Net carrying amount</i>	
At 31 December 2021	1,317
At 31 December 2020	2,094

6. RIGHT-OF-USE ASSET

	Group Leasehold land RM
<i>Cost</i>	
At 1 January 2020/31 December 2020/1 January 2021/31 December 2021	871,161
<i>Accumulated depreciation</i>	
At 1 January 2020	217,790
Charge for the financial year	217,790
At 31 December 2020/1 January 2021	435,580
Charge for the financial year	217,790
At 31 December 2021	653,370
<i>Net carrying amount</i>	
At 31 December 2021	217,791
At 31 December 2020	435,581

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

7. INVESTMENT PROPERTY

	Group and Company 2021 RM	2020 RM
<i>Freehold building, at cost</i>		
At 1 January/31 December	803,607	803,607
<i>Accumulated depreciation</i>		
At 1 January	208,938	192,866
Charge for the financial year	16,072	16,072
At 31 December	225,010	208,938
<i>Net carrying amount</i>		
At 31 December	578,597	594,669

The direct operating expenses in respect of the investment property recognised in the profit or loss of the Group and of the Company amounted to RM9,075 (2020: RM9,075).

Fair value of the investment property is categorised as follows:

	Level 1 RM	Level 2 RM	Level 3 RM	Total RM
<i>Group and Company</i>				
2021				
Freehold building	–	780,000	–	780,000
2020				
Freehold building	–	920,000	–	920,000

There were no transfers between Level 1 and Level 3 during the financial year ended 31 December 2021 and 31 December 2020.

Level 2 fair value

Level 2 fair values of buildings have been derived using the comparison approach. Sales prices of comparable buildings in close proximity are adjusted for differences in key attributes such as property size. The most significant input into this valuation approach is price per square foot of the comparable buildings.

Highest and best use

In estimating the fair value of the properties, the highest and best use of the properties is their current use.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

8. INVENTORIES

	2021 RM	Group 2020 RM
<i>At lower of cost and net realisable value:</i>		
<i>Non-current</i>		
Land held for property development		
- Freehold land at cost	28,202,375	28,202,375
- Development costs	8,291,629	8,291,629
	36,494,004	36,494,004
<i>Current</i>		
Finished goods	3,742,494	3,823,484
Less: Accumulated impairment losses	(893,855)	(893,855)
	2,848,639	2,929,629
	39,342,643	39,423,633
<u>Recognised in profit or loss</u>		
Inventories recognised as cost of sales	708,865	950,782

9. INVESTMENT IN SUBSIDIARIES

	2021 RM	Company 2020 RM
<i>Unquoted shares, at cost</i>		
In Malaysia		
At 1 January/31 December	15,824,827	15,824,827
<i>Less: Accumulated impairment losses</i>		
At 1 January	(11,833,509)	(11,833,509)
Addition	(178,829)	—
At 31 December	(12,012,338)	(11,833,509)
	3,812,489	3,991,318
Loans that are part of net investments	37,039,599	37,018,702
	40,852,088	41,010,020

Loans that are part of net investments represent amount owing by a subsidiary which is non-trade in nature, unsecured, and non-interest bearing. The settlement of the amount is neither planned nor likely to occur in the foreseeable future as it is the Company's intention to treat them as a long-term source of capital to a subsidiary. As this amount is, in substance, a part of the Company's net investment in the subsidiary, it is stated at cost less impairment loss, if any.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

9. INVESTMENT IN SUBSIDIARIES (CONT'D)

Details of the subsidiary companies are as follows:

Name of subsidiaries	Country of incorporation/ principal place of business	Effective equity interest		Principal activities
		2021 %	2020 %	
Direct holding: Syarikat Bukit Granite Sdn. Bhd. ("SBG")	Malaysia	100	100	Processing, trading, exporting and contract workmanship of high quality marble and granite slabs and investment holding.
Atlas Rhythm Sdn. Bhd. ("AR")	Malaysia	100	100	Property development.
Indirect holding: Subsidiary company of SBG:				
Montana Madencilik Mermer Sanayi Insaat Ve Ticaret Limited Sirketi ("Montana") ^ #	Republic of Turkey	—	100	Ceased operation.

^ Subsidiary not audited by SBY Partners PLT

Consolidated using management accounts as the audited financial statements of this subsidiary was not available for consolidation and the subsidiary was currently inactive. There was no legal requirement for the entity to be audited.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

9. INVESTMENT IN SUBSIDIARIES (CONT'D)

Impairment loss recognised

Impairment loss was provided for investment in subsidiaries in which these subsidiaries had accumulated losses and had deficits in their shareholders' equity. The forecasted financial position, financial performance and cash flows of these subsidiaries are not expected to generate sufficient recoverable amount to justify the carrying amount of the investment in these subsidiaries.

Disposal of subsidiary company

On 28 December 2021, Syarikat Bukit Granite Sdn. Bhd. had disposed its subsidiary company Montana Madencilik Mermer Sanayi Insaat Ve Ticaret Limited Sirketi (Montana) with a disposal consideration of USD1 equivalent to RM4. Montana ceased to be the subsidiary company of the Company upon disposal.

The effects of disposal of the subsidiary company on the financial statements were as follows:-

	2021 RM
Disposal of subsidiary company, net of cash disposed	
Cash and bank balances	7,385
Trade payables	(731)
Other payables and accruals	(5,193)
Total identified net assets disposed	1,461
Foreign exchange translation reserve	402,609
	404,070
Less: proceeds from disposal	(4)
Loss on disposal of subsidiary company	404,066
Proceeds from disposal of a subsidiary company	4
Less: Cash and bank balances	(7,385)
Cash flow on disposal, net of cash disposed	(7,381)

10. DEFERRED TAX ASSETS

	2021 RM	Group 2020 RM
At 1 January/31 December	5,395	5,395

The deferred tax assets are in respect of deductible temporary differences arising from the qualifying plant and equipment's total capital allowances claimed in excess of corresponding accumulated depreciation.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

11. GOODWILL

	2021 RM	Group 2020 RM
<i>Cost</i>		
At 1 January 2020/31 December 2021	1,477,440	1,477,440
<i>Less: Accumulated impairment losses</i>		
At 1 January 2020/31 December 2021	(1,477,440)	(1,477,440)
<i>Net carrying amount</i>		
At 1 January 2020/31 December 2021	–	–

Group

The goodwill mainly arose from the acquisition of Syarikat Bukit Granite Sdn. Bhd. The amount of goodwill initially recognised was dependent upon the allocation of the purchase price to the fair value of the identifiable assets acquired and the liabilities assumed.

The carrying amount of the goodwill is assessed for impairment on an annual basis. The recoverable amount of the goodwill is determined based on the assessment of the value-in-use, using discounted cash flow forecast and projections based on financial budgets approved by the management.

12. CONTRACT ASSETS

	2021 RM	Group 2020 RM
Aggregate cost incurred to date	60,086,156	61,260,939
Add: Attributable profits	2,966,758	3,079,799
	63,052,914	64,340,738
Less: Progress billings	(62,380,542)	(63,272,796)
	672,372	1,067,942
Represented by:		
Contract assets	672,372	1,067,942

The contract assets represent the unbilled amount for work completed as at the reporting date. This amount will be transferred to trade receivables when the right to bill becomes unconditional.

NOTES TO THE FINANCIAL STATEMENTS

(CONT'D)

13. TRADE RECEIVABLES

	2021 RM	Group 2020 RM
Trade receivables	2,528,301	2,865,275
Less: Accumulated impairment losses	(1,532,933)	(1,365,687)
	995,368	1,499,588

Trade receivables are non-interest bearing and are generally on 30 to 60 days (2020: 30 to 60 days) credit terms. Other credit terms are assessed and approved on a case-by-case basis. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

Movements in the accumulated impairment losses are as follows:

	2021 RM	Group 2020 RM
At 1 January	1,365,687	1,365,687
Addition	167,246	–
At 31 December	1,532,933	1,365,687

Included in trade receivables are retention sums of RM645,042 (2020: RM1,198,836) relating to the ongoing construction work. The retention sums are unsecured, interest-free and are expected to be collected as follows:

	2021 RM	2020 RM
Within 1 year	237,557	1,060,092
Between 1 - 2 years	407,485	100,785
Between 2 - 3 years	–	37,959
	645,042	1,198,836

Included in trade receivables is an amount of RM110,811 (2020: RM434,471) owing by companies in which a director of the company has interest.

The information about the credit exposure is disclosed in *Note 33(a)(iii)* to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

14. OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
Other receivables	1,318,540	1,352,748	1,314,000	1,314,000
Deposits	740,269	744,949	3,340	6,161
Prepayments	15,711	21,526	1,636	2,036
	2,074,520	2,119,223	1,318,976	1,322,197
Less: Accumulated impairment losses	(2,007,588)	(2,007,588)	(1,314,000)	(1,314,000)
	66,932	111,635	4,976	8,197

15. AMOUNT OWING BY A SUBSIDIARY

Amount owing by a subsidiary is non-trade in nature, unsecured, interest free, repayable on demand and is expected to be settled in cash.

16. FIXED DEPOSITS WITH A LICENSED BANK

In previous financial year, the fixed deposits with a licensed bank earn effective interest rates ranged from 1.45% to 2.75% per annum. The fixed deposits have maturity period of 365 days.

The money market deposits with a licensed bank earn effective interest rates ranged from 1.30% to 1.55% (2020: 1.30% to 2.15%) per annum. The money market deposits have maturity period ranged from 3 to 32 days (2020: 3 to 32 days).

17. SHARE CAPITAL

	Group and Company			
	2021 Number of ordinary shares	2020	2021 RM	2020 RM
Issued and fully paid up:				
As at 1 January/31 December	263,899,852	263,899,852	39,584,978	39,584,978

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions and rank equally with regards to the Company's residual assets.

NOTES TO THE FINANCIAL STATEMENTS

(CONT'D)

18. OTHER RESERVES

	Group 2021 RM	2020 RM
Foreign currency translation reserve	–	(407,295)

The foreign currency translation reserve represented exchange differences arose from the translation of a foreign subsidiary financial statements in which the functional currencies were different from the Group's presentation currency.

19. LEASE LIABILITIES

The lease liabilities are repayable as follows:

Group	Future instalments payable RM	Undue interest RM	Principal payable RM
2021			
<i>Shown under current liabilities</i>			
Within 1 year	233,040	(6,191)	226,849
2020			
<i>Shown under current liabilities</i>			
Within 1 year	233,040	(17,232)	215,808
<i>Shown under non-current liabilities</i>			
Between 2 to 5 years	233,040	(6,191)	226,849
	466,080	(23,423)	442,657

The Company as lessee

The Company has entered into lease arrangements on rental of a piece of leasehold land.

The aggregate future minimum lease payables as at the end of each reporting period are as follows:

	2021 RM	2020 RM
Leasehold land		
- within 1 year	233,040	233,040
- between 2 to 5 years	–	233,040
	233,040	466,080

The interest rate implicit in the lease is 5% (2020: 5%).

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

20. TRADE PAYABLES

Trade payables are non-interest bearing and are generally on 30 to 60 days (2020: 30 to 60 days) credit terms. Other credit terms are assessed and approved on a case-by-case basis.

Included in trade payables are retention sums of RM106,004 (2020: RM149,410) relating to the ongoing construction work. The retention sums are unsecured, interest-free and are expected to be settled as follows:

	Group	
	2021 RM	2020 RM
Within 1 year	106,004	115,998
Between 1 - 2 years	–	33,412
	106,004	149,410

21. OTHER PAYABLES AND ACCRUALS

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
Other payables	127,465	125,143	59,320	21,845
Accruals	424,330	513,320	111,166	85,935
Deposit received	223,927	456,652	–	–
Provision	27,887	27,887	–	–
	803,609	1,123,002	170,486	107,780

Included in accruals in the Group are accruals for construction costs amounting to RM296,083 (2020: RM285,901).

A provision of RM27,887 (2020: RM27,887) was credited in financial year 2019 in respect of the Company's obligation to dismantle and remove the items and restore the site after the end of 4 years tenure. The provision has been calculated using a discount rate of 5% (2020: 5%).

22. REVENUE

	Group	
	2021 RM	2020 RM
Construction contracts	2,966,758	3,079,799
Sale of goods and services rendered	264,068	477,920
	3,230,826	3,557,719

	2021 RM	2020 RM
Timing and recognition:		
- at a point in time	264,068	477,920
- over time	2,966,758	3,079,799
	3,230,826	3,557,719

NOTES TO THE FINANCIAL STATEMENTS

(CONT'D)

22. REVENUE (CONT'D)

Disaggregation of revenue

The Group presented the building materials segments in accordance with MFRS 8 Operating Segments. For the purpose of disclosure of disaggregation of revenue, it disaggregates revenue into construction contracts (contract workmanship and related services) and sale of goods and services (sales of stones).

Transaction price allocated to the remaining performance obligation

The Group applies the practical expedient in paragraph 121(a) of MFRS 15 and do not disclose information about remaining performance obligations that have original expected durations of one year or less.

23. COST OF SALES

	2021 RM	Group 2020 RM
Construction contracts	2,049,459	2,116,677
Cost of goods sold	246,324	304,750
	2,295,783	2,421,427

24. OTHER OPERATING INCOME

	2021 RM	Group 2020 RM	2021 RM	Company 2020 RM
Fixed deposit interests	–	20,264	–	4,073
Gain on disposal of property, plant and equipment	29,999	–	–	–
Money market deposit interests	25,965	17,434	–	2,893
	55,964	37,698	–	6,966

25. FINANCE COSTS

	2021 RM	Group 2020 RM
Interest expenses:		
Bank guarantee charges	205	235
Lease liabilities interests	5,580	10,258
	5,785	10,493

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

26. LOSS BEFORE TAXATION

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
Loss before taxation is stated <i>after charging</i> :				
Auditors' remuneration				
- current year's provision	75,000	75,000	52,000	52,000
- other service provision	5,000	5,000	5,000	5,000
- under provision in respect of prior year	—	36,040	—	21,000
Deposits written off	2,821	—	2,821	—
Depreciation of property, plant and equipment (Note 5)	58,498	58,391	777	1,306
Depreciation of investment property (Note 7)	16,072	16,072	16,072	16,072
Depreciation of right-of-use asset (Note 6)	217,790	217,790	—	—
Equipment written off	663	516	—	—
Impairment loss on investment in subsidiary company	—	—	178,829	—
Impairment loss on trade receivables	167,246	—	—	—
Loss on disposal of a subsidiary company (Note 9)	404,066	—	—	—
Rental of copier machine	2,400	2,200	—	—
Employee benefit expenses (Note 29)	1,270,574	1,561,544	180,306	259,484
<hr/>				
<i>and crediting:</i>				
Gain on disposal of property, plant and equipment	29,999	—	—	—
<hr/>				

NOTES TO THE FINANCIAL STATEMENTS

(CONT'D)

27. INCOME TAX EXPENSE

The company has no chargeable income for the financial year ended 31 December 2021.

Income tax is calculated based on the Malaysian statutory tax rate of 24% (2020: 24%) of the estimated assessable profits for the financial year. Taxation for other jurisdiction is calculated at the rate prevailing in the respective jurisdictions.

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

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
Loss before taxation	(1,101,224)	(593,143)	(638,915)	(549,427)
Income tax expense at Malaysian statutory tax rate of 24% (2020: 24%)	(264,294)	(142,354)	(153,340)	(131,862)
• Adjustments for the following tax effects:				
- expenses not deductible for tax purposes	250,211	141,407	153,340	133,534
- income not subject to tax	(5,084)	(1,672)	—	(1,672)
- deferred tax assets not recognised during the financial year	19,167	9,060	—	—
- utilisation of deferred tax assets not recognised in respect of prior year	—	(6,441)	—	—
	264,294	142,354	153,340	131,862
	—	—	—	—

The amount of temporary differences for which no deferred tax assets have been recognised in the statement of financial position are as follows:

	Group	
	2021 RM	2020 RM
Excess of capital allowances claimed over corresponding accumulated depreciation	(291,103)	(321,198)
Unutilised capital allowances	757,388	755,442
Unutilised investment tax allowances	442,165	442,165
Unutilised business losses	4,002,784	3,954,961
	4,911,234	4,831,370

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

28. LOSS PER ORDINARY SHARE

Loss Per Ordinary Share

The basic loss per ordinary share as at 31 December 2021 is arrived at by dividing the Group's loss attributable to owners of the Company by the weighted average number of ordinary shares issued and calculated as follows:

	Group	
	2021	2020
Loss attributable to owners of the Company (RM)	(1,101,224)	(593,143)
Weighted average number of ordinary shares (units):		
Ordinary shares as at 1 January/31 December	263,899,852	263,899,852
Basic loss per ordinary share (Sen)	(0.42)	(0.22)

Diluted Loss Per Ordinary Share

The diluted loss per ordinary share calculation is equivalent to the basic loss per share as the Company does not have potential ordinary shares outstanding at the end of the reporting period.

29. EMPLOYEE BENEFIT EXPENSES

The employee benefit expenses recognised in profit or loss are as follows:

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
Salaries, bonus, wages and allowances	1,046,121	1,278,154	73,200	112,180
Defined contribution plan	114,500	141,155	7,344	12,696
Other employee benefits	109,953	142,235	99,762	134,608
	1,270,574	1,561,544	180,306	259,484

Included in employee benefit expenses are directors' remuneration who are also the key management personnel of the Group and of the Company are as follows:

	Group and Company	
	2021 RM	2020 RM
Directors' remuneration		
- fees	98,250	120,250
- other emoluments	–	44,276

NOTES TO THE FINANCIAL STATEMENTS

(CONT'D)

30. CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

The table below details changes in the liabilities of the Group arising from the financing activities, including both cash and non-cash changes as follows:-

	At 01.01.2021 RM	Net Cash Flows RM	Non-cash Changes RM	At 31.12.2021 RM
Group				
Lease liabilities	442,657	(215,808)	–	226,849

	At 01.01.2020 RM	Net Cash Flows RM	Non-cash Changes RM	At 31.12.2020 RM
Group				
Lease liabilities	647,962	(205,305)	–	442,657

31. OPERATING SEGMENTS

Operating segments are prepared in a manner consistent with the internal reporting provided to the Managing Director as chief operating decision maker in order to allocate resources to segments and to assess their performance. For management purposes, the Group is organised into business units based on their building materials, investment holding and property development.

The Group is organised into three main business segments as follows:

- (a) Building materials
Involved in supply, delivery and installation of stone and tiling works.
- (b) Investment holding
Involved in investment holding.
- (c) Property development
Involved in property development activity.

For the purpose of making decisions about resource allocation, the Managing Director assesses the performance of the operating segments based on operating profits or losses which is measured differently from those disclosed in the financial statements.

The Managing Director is of the opinion that all inter-segment transactions are entered into in the normal course of business and are at arm's length basis in a manner similar to transactions with third parties. The effects of such inter-segment transactions are eliminated on consolidation.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31. OPERATING SEGMENTS (CONT'D)

Business segments

Group 2021	Building materials RM	Investment holding RM	Property development RM	Total RM
Revenue				
External revenue	3,230,826	–	–	3,230,826
Inter-company	–	–	–	–
Total revenue	3,230,826	–	–	3,230,826
Results				
Segment operating loss	(632,882)	(460,086)	(47,684)	(1,140,652)
Other operating income				55,964
Unallocated expenses				(10,751)
Finance costs				(5,785)
Loss before taxation				(1,101,224)
Income tax expense				–
Loss after taxation/Loss attributable to equity holders of the Company				(1,101,224)
Assets				
Segment assets	7,103,280	586,746	36,595,812	44,285,838
Total assets				44,285,838
Liabilities				
Segment liabilities	1,232,769	170,486	4,317	1,407,572
Total liabilities				1,407,572
Other information				
Deposits written off	–	2,821	–	2,821
Depreciation of property, plant and equipment	25,924	777	31,797	58,498
Depreciation of investment property	–	16,072	–	16,072
Depreciation of right-of-use asset	217,790	–	–	217,790
Equipment written off	663	–	–	663
Impairment loss on trade receivables	167,246	–	–	167,246
Gain on disposal of property, plant and equipment	(29,999)	–	–	(29,999)

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31. OPERATING SEGMENTS (CONT'D)

Business segments (Cont'd)

Group 2020	Building materials RM	Investment holding RM	Property development RM	Total RM
Revenue				
External revenue	3,557,719	–	–	3,557,719
Inter-company	–	–	–	–
Total revenue	3,557,719	–	–	3,557,719
Results				
Segment operating loss	(8,112)	(559,139)	(46,767)	(614,018)
Other operating income				37,698
Unallocated expenses				(6,330)
Finance costs				(10,493)
Loss before taxation				(593,143)
Income tax expense				–
Loss after taxation/Loss attributable to equity holders of the Company				(593,143)
Assets				
Segment assets	8,350,905	635,626	36,624,195	45,610,726
Total assets				45,610,726
Liabilities				
Segment liabilities	1,907,471	125,146	5,914	2,038,531
Total liabilities				2,038,531
Other information				
Depreciation of property, plant and equipment	25,288	1,306	31,797	58,391
Depreciation of investment property	–	16,072	–	16,072
Depreciation of right-of-use asset	217,790	–	–	217,790
Equipment written off	516	–	–	516

Geographical information

No information is prepared on the geographical segment as the Group principally operates within Malaysia.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

32. RELATED PARTY DISCLOSURE

(a) Identities of related parties

- (i) The Group has related party relationship with companies in which directors have financial interest and its key management personnel; and
- (ii) The Company has related party relationships with its subsidiaries and key management personnel.

(b) In addition to the transactions detailed elsewhere in the financial statements, the Group and the Company carried out the following transactions with the related parties during the financial year as follows:

(i) Transaction with related parties

	2021 RM	Group 2020 RM
Sales of stones and provision of contract workmanship and other related services to a company in which a director has interest	1,381,615	1,609,722

The directors are of the opinion that all the transactions above have been entered into in the normal course of business and have been established on terms and conditions that are not materially different from that obtainable in transactions with unrelated parties.

(ii) Compensation of key management personnel

	Group and Company 2021 RM	2020 RM
<u>Short-term employee benefit expenses</u>		
Executive Director:-		
- Salary	—	40,000
- other emoluments	—	4,276
	—	44,276
Non-executive Director:-		
- fees	98,250	120,250
	98,250	164,526

NOTES TO THE FINANCIAL STATEMENTS

(CONT'D)

33. FINANCIAL INSTRUMENTS

The Group's activities are exposed to interest rate risk, foreign currency risk, credit risk and liquidity and cash flow risks. The Group's and the Company's overall financial risk management objectives are to optimise value for their shareholders. The Group and the Company do not trade in derivatives instruments.

(a) Financial Risk Management Policies

The Group's and the Company's financial risk management policies seek to ensure that adequate financial resources are available for the development of the Group's and the Company's businesses whilst managing each of these risks as summarised below:

(i) *Interest Rate Risk*

Interest rate is the risk that the fair value or future cash flows of the Company's financial instruments will fluctuate because of changes in market interest rates.

The Company's exposures to interest rate risk arise mainly from its deposits placed with financial institutions and interest-bearing financial liabilities. The Company manages its interest-bearing deposits placement by placing such balances on varying maturities and interest rate returns. The Company's policies in dealing with interest bearing financial liabilities are to obtain the financing with the most favourable interest rates in the market.

Interest Rate Risk Sensitivity Analysis

	Group	
	2021	2020
	Increase/ (decrease)	Increase/ (decrease)
	RM	RM
Effects on loss after taxation/equity		
Increase of 100 basis points	(1,724)	(3,364)
Decrease of 100 basis points	1,724	3,364

(ii) *Foreign Currency Risk*

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group is exposed to foreign currency risk on transactions and balances that are denominated in currencies other than the respective functional currencies of the Group's entities.

The currencies giving rise to this risk is primarily New Turkish Lira (TRY). Foreign currency risk is monitored closely on an ongoing basis to ensure that the net exposure is at an acceptable level.

The net unhedged financial assets/(liabilities) of the Group that are not denominated in RM are as follows:-

	TRY	
	2021	2020
	RM	RM
Group		
Cash and bank balances	—	20,490
Other payables	—	(16,436)
Currency exposure	—	4,054

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

33. FINANCIAL INSTRUMENTS (CONT'D)

(a) Financial Risk Management Policies (Cont'd)

(ii) *Foreign Currency Risk (Cont'd)*

Foreign Currency Risk Sensitivity Analysis

In previous financial year, the Group's principal foreign currency exposure relates mainly New Turkish Lira.

The directors believe that the impact of foreign currency fluctuation will not significantly affect the profitability of the Group and of the Company. As such, sensitivity analysis is not presented.

(iii) *Credit Risk*

Credit risk is the risk of financial loss to the Group and the Company that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group's exposure to credit risk is primarily arises from its trade receivables and contract assets while the Company's exposure to credit risk primarily arises from amount owing by a subsidiary. The Group and the Company have a credit policy in place and the exposure to credit risk is managed through the application of credit approvals, credit limit and monitoring procedures. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment.

Trade receivables and contract assets

As at the end of the reporting period, the maximum exposure to credit risk arising from trade receivables and contract assets is represented by the carrying amounts in the statements of financial position. The carrying amount of trade receivables and contract assets are not secured by any collateral or supported by any other credit enhancements. In determining the recoverability of these receivables, the Group considers any change in the credit quality of the receivables from the date the credit was initially granted up to the reporting date. The Group has adopted a policy of dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults. The Company monitors the results of the subsidiaries in determining the recoverability of the intercompany balances.

Concentration of credit risk

The Group determines the credit risk concentration of its trade receivables and contract assets by industry sector profile on an ongoing basis. The credit risk concentration profile of the Group's trade receivables and contract assets at the reporting date are as follows:

	Group			
	2021		2020	
	RM	%	RM	%
Trade receivables				
Supply of goods and construction services	995,368	100	1,499,588	100
Contract assets				
Construction services	672,372	100	1,067,942	100

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

33. FINANCIAL INSTRUMENTS (CONT'D)

(a) Financial Risk Management Policies (Cont'd)

(iii) Credit Risk (Cont'd)

Trade receivables and contract assets (Cont'd)

Recognition and measurement of impairment loss

The Group applies the simplified approach to providing for impairment losses prescribed by MFRS 9, which permits the use of the lifetime expected credit losses ("ECL") provision for trade receivables and contract assets. To measure the impairment losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The expected credit losses also incorporate forward looking information.

For construction contracts, the Group assessed the risk of each customer individually based on their financial capability, past trend of payments and other external information relating to the customers that are publicly available.

The table below provides information about the exposure on credit risk for trade receivables and contract assets as at 31 December 2021 and 2020:

	2021 RM	Group 2020 RM
Contract Assets		
Current (not past due)	672,372	1,067,942
Trade Receivables		
Not past due	282,696	478,485
Past due but not impaired:		
- more than 30 days	173,963	116,407
- more than 60 days	28,265	26,386
- more than 90 days	2,043,377	2,243,997
Impaired	2,528,301 (1,532,933)	2,865,275 (1,365,687)
	995,368	1,499,588

Trade receivables and contract assets that are neither past due nor impaired are creditworthy receivables with good payment records with the Group.

Trade receivables that are past due but not impaired are unsecured in nature. They are creditworthy receivables.

At the end of the reporting year, trade receivables that are individually impaired were those that have defaulted in payments. These receivables are not secured by any collateral or credit enhancement.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

33. FINANCIAL INSTRUMENTS (CONT'D)

(a) Financial Risk Management Policies (Cont'd)

(iii) *Credit Risk (Cont'd)*

Other receivables and other financial assets

For other receivables and other financial assets (including cash and cash equivalents), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties. At the reporting date, the Group's and the Company's maximum exposures to credit risk arising from other financial assets is represented by the carrying amount of each class of financial assets recognised in the statements of financial position.

The Group and the Company consider the probability of default upon initial recognition of assets and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the Group and the Company compare the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information.

A significant increase in credit risk is presumed if a debtor is more than 30 days past due in making a contractual payment.

Some intercompany loans between entities with the Group are repayable on demand. For loans that are repayable on demand, impairment losses are assessed based on the assumption that repayment of the loan is determined at the reporting date. If the borrower does not have sufficient high liquid resources when the loan is demanded, the Group and the Company will consider the expected manner of recovery and recovery period of the intercompany loan.

(iv) *Liquidity and Cash Flow Risks*

Liquidity and cash flow risks are the risks that the Group or the Company will encounter difficulty in meeting financial obligations due to shortage of funds.

The Group's and the Company's exposures to liquidity and cash flow risks arise mainly from trade and other payables and lease liabilities. The Group and the Company practise risk management by maintaining sufficient cash balances and the availability of funding through certain committed credit facilities.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

33. FINANCIAL INSTRUMENTS (CONT'D)

(a) Financial Risk Management Policies (Cont'd)

(iv) Liquidity and Cash Flow Risks (Cont'd)

The following tables set out the maturity profile of the financial liabilities as at the end of the reporting period based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on the rates at the end of the reporting period):

Group 2021	Weighted Average Effective Rate %	Carrying Amount RM	Contractual Undiscounted Cash Flows RM	On Demand Or Within 1 Year RM	1 - 5 Years RM
Trade payables	–	377,114	377,114	377,114	–
Other payables and accruals	–	775,722	775,722	775,722	–
Lease liabilities	5.00	226,849	233,040	233,040	–
		1,379,685	1,385,876	1,385,876	–
2020		RM	RM	RM	RM
Trade payables	–	472,872	472,872	472,872	–
Other payables and accruals	–	1,095,115	1,095,115	1,095,115	–
Lease liabilities	5.00	442,657	466,080	233,040	233,040
		2,010,644	2,034,067	1,801,027	233,040
Company 2021			Carrying Amount RM	Contractual Undiscounted Cash Flows RM	On Demand Or Within 1 Year RM
Other payables and accruals			170,486	170,486	170,486
2020			RM	RM	RM
Other payables and accruals			107,780	107,780	107,780

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

33. FINANCIAL INSTRUMENTS (CONT'D)

(b) Capital Risk Management

The Group and the Company manage their capital to ensure that the Group and the Company will be able to maintain an optimal capital structure so as to support their businesses and maximise shareholders' value. To achieve this objective, the Group and the Company may make adjustments to the capital structure in view of changes in economic conditions, such as returning of capital to shareholders or issuing new shares.

The Group and the Company manage their capital based on debt-to-equity ratio. The debt-to-equity ratio is calculated as net debt divided by total equity. Net debt for the Group and the Company are calculated as trade and other payables plus accruals and lease liabilities less fixed deposits with a licensed bank and cash and bank balances.

The debt-to-equity ratios of the Group and of the Company as at the end of the financial year were as follows:

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
Trade payables	377,114	472,872	–	–
Other payables and accruals	775,722	1,095,115	170,486	107,780
Lease liabilities	226,849	442,657	–	–
	1,379,685	2,010,644	170,486	107,780
Less: Fixed deposits with a licensed bank	(1,700,000)	(1,800,000)	–	–
Less: Cash and bank balances	(206,399)	(124,935)	(1,856)	(9,017)
	(526,714)	85,709	168,630	98,763
Total equity	42,878,266	43,572,195	43,326,368	43,965,283
Debt-to-equity ratio	N/A	0.002	0.004	0.002

N/A: The cash and cash equivalents of the Group and of the Company are sufficient to settle all the debts of the Group and of the Company as at the financial year end.

There were no changes in the Group's and the Company's approach to capital management during the financial year.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

33. FINANCIAL INSTRUMENTS (CONT'D)

(c) Classification of Financial Instruments

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
Financial Assets				
<u>Measured at amortised cost</u>				
Trade receivables	995,368	1,499,588	–	–
Other receivables and deposits	51,221	90,109	3,340	6,161
Amount owing by a subsidiary company	–	–	2,058,020	2,449,066
Fixed deposits with a licensed bank	1,700,000	1,800,000	–	–
Cash and bank balances	206,399	124,935	1,856	9,017
	2,952,988	3,514,632	2,063,216	2,464,244

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
Financial Liabilities				
<u>Measured at amortised cost</u>				
Trade payables	377,114	472,872	–	–
Other payables and accruals	775,722	1,095,115	170,486	107,780
Lease liabilities	226,849	442,657	–	–
	1,379,685	2,010,644	170,486	107,780

(d) Fair Values of Financial Instruments

The carrying amounts of the financial assets and financial liabilities of the Group and of the Company reported in the financial statements approximated their fair values due to the relatively short-term nature of these financial instruments.

It was not practicable to estimate the fair value of the financial lease liabilities at fixed rate due to the lack of comparable quoted prices in an active market and the fair value cannot be reliably measured.

Fair value estimates are made at a specific point in time and based on relevant market information and information about the financial instruments. These estimates are subjective in nature, involve uncertainties and matters of significant judgement and therefore cannot be determined with precision. Changes in assumptions could significantly affect the estimates.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

34. FAIR VALUE

The fair value measurement hierarchies used to measure assets and liabilities carried at fair value in the statements of financial position as at 31 December 2021 are as follows:

- (i) Level 1 fair value is derived from quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.
- (ii) Level 2 fair value is estimated using inputs other than quoted prices included within Level 1 that are observable for the assets or liabilities, either directly or indirectly.
- (iii) Level 3 fair value is estimated using unobservable inputs for the assets and liabilities.

Group	Level 1 RM	Level 2 RM	Level 3 RM	Total RM
<i>2021</i>				
Investment property				
- Freehold building	–	780,000	–	780,000
<i>2020</i>				
Investment property				
- Freehold building	–	920,000	–	920,000

There has been no transfer between Level 1 and Level 3 during the financial year.

35. CONTINGENT LIABILITIES

	Group 2021 RM	2020 RM
Performance bonds extended to third parties		
- project related	12,000	12,000

36. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR AND SUBSEQUENT EVENTS AFTER THE FINANCIAL YEAR

On 11 January 2021, the Government of Malaysia has reimposed the MCO and CMCO for states which were severely affected by COVID-19. On 12 January 2021, His Majesty the Yang di-Pertuan Agong has proclaimed a state of emergency for the country until 1 August 2021 as a proactive measure to contain the pandemic.

The Group and the Company have performed assessments on the overall impact of the situation on the Group's and Company's operations and financial implications, including the recoverability of the carrying amount of assets and subsequent measurement of assets and liabilities, and concluded that there is no material adverse effect on the financial statements for the financial year ended 31 December 2021.

The Group and the Company will continuously monitor the impact of COVID-19 and take appropriate and timely measures to minimise the impact of the outbreak on the Group's and the Company's operations.

37. AUTHORISATION FOR ISSUE OF FINANCIAL STATEMENTS

These financial statements were authorised for issue on 15 April 2022 by the Board of Directors.

LIST OF PROPERTIES

Location/Address	Description/ Existing Use	Tenure	Approximate Area	Approximate Age of Building (Years)	Year of Acquisition	Carrying amount as at 31.12.2021
Lot 18-15, Centro Business Centre, No. 8, Jalan Batu Tiga Lama, 41300 Klang, Selangor Darul Ehsan held under Lot No.18-15, HS(M) 8806-HS(M) 8829, PT20412-PT20435, HS(M) 20856 PT27083 Mukim Kapar and GM 5802 Lot 1034 all of Mukim Kapar, Daerah Klang	Office unit/ Investment property	Freehold	260m ² (built-up)	14	2007	578,597
289, Lot No. 1589, Mukim Of Batu, District Of Kuala Lumpur, State Of Wilayah Persekutuan Kuala Lumpur	Development land/ Property development costs	Freehold	1.214 hectares	N/A	2012	28,202,375

ANALYSIS OF SHAREHOLDINGS

AS AT 31 MARCH 2022

Total number of Issued Shares : 263,899,852 ordinary shares
 Class of Shares : Ordinary Shares
 Voting Rights : One vote per ordinary share

DISTRIBUTION OF SHAREHOLDINGS

Size of Holdings	No. of Holders	%	No. of Shares	%
1 - 99	68	1.653	2,647	0.001
100 - 1,000	2,338	56.857	729,144	0.276
1,001 - 10,000	720	17.509	4,026,776	1.525
10,001 - 100,000	779	18.944	29,650,340	11.235
100,001 - 13,194,991(*)	206	5.009	88,674,545	33.601
13,194,992 and above (**)	1	0.024	140,816,400	53.359
Total	4,112	100.000	263,899,852	100.000

* Less than 5% of issued shares

** 5% and above of issued shares

DIRECTORS' SHAREHOLDINGS

(As per Register of Directors' Shareholdings)

Name of Directors	Direct		Indirect	
	No. of Shares held	%	No. of Shares held	%
Dato' Lim Kim Huat	—	—	140,816,400 ^(a)	53.359
Cheong Marn Seng	9,000	0.003	—	—
Loi Heng Sewn	—	—	—	—
Yeoh Chong Keat	—	—	—	—

Note:

(a) Held through Parallel Pinnacle Sdn Bhd ("Parallel"). Deemed interested pursuant to Section 8(4) of the Companies Act 2016 by virtue of his interest in Golden Century Overseas Ltd, the holding company of Parallel.

SUBSTANTIAL SHAREHOLDERS' SHAREHOLDINGS

(As per Register of Substantial Shareholders' Shareholdings)

Name of Substantial Shareholders	Direct		Indirect	
	No. of Shares held	%	No. of Shares held	%
Parallel Pinnacle Sdn Bhd	140,816,400	53.359	—	—
Golden Century Overseas Ltd	—	—	140,816,400 ^(a)	53.359
Dato' Lim Kim Huat	—	—	140,816,400 ^(b)	53.359
Datin Chan Shiou Bin	—	—	140,816,400 ^(b)	53.359

Notes:

(a) Deemed interested pursuant to Section 8(4) of the Companies Act 2016 by virtue of Golden Century Overseas Ltd ("Golden Century") being the holding company of Parallel.

(b) Deemed interested pursuant to Section 8(4) of the Companies Act 2016 by virtue of his/her interest in Golden Century, the holding company of Parallel.

ANALYSIS OF SHAREHOLDINGS

(CONT'D)

THIRTY (30) LARGEST SHAREHOLDERS

No.	Name	Holding	%
1.	PARALLEL PINNACLE SDN BHD	140,816,400	53.359
2.	NI SHIN GROUP BERHAD	11,601,400	4.396
3.	RAJ PREET KAUR A/P GURNAM SINGH	2,800,000	1.061
4.	LOKE SIE KHEY	2,600,000	0.985
5.	AMSEC NOMINEES (TEMPATAN) SDN BHD <i>PLEDGED SECURITIES ACCOUNT FOR RAJ KUMAR A/L SUKUMARAN</i>	2,551,800	0.966
6.	CIMSEC NOMINESS (TEMPATAN) SDN BHD <i>CIMB FOR AZIZAN BIN ABD RAHMAN (PB)</i>	2,000,000	0.757
7.	TEOH SWEE AUN	1,660,000	0.629
8.	PUBLIC INVEST NOMINESS (TEMPATAN) SDN BHD <i>EXEMPT AN FOR PHILLIP SECURITIES PTE LTD (CLIENTS)</i>	1,480,600	0.561
9.	SOO SIEW SENG	1,460,000	0.553
10.	THEN HON FOH	1,250,000	0.473
11.	SURAJ SINGH A/L JASWANT SINGH	1,153,400	0.437
12.	RHB CAPITAL NOMINEES (TEMPATAN) SDN BHD <i>NG LEE WEI</i>	1,150,000	0.435
13.	CHAN CHOU CHIAN	1,100,000	0.416
14.	TA NOMINEES (TEMPATAN) SDN BHD <i>PLEDGED SECURITIES ACCOUNT FOR CHUNG LIONG YIEN</i>	1,098,000	0.416
15.	TAN MOOI HIANG	1,071,700	0.406
16.	RHB CAPITAL NOMINEES (TEMPATAN) SDN BHD <i>PLEDGED SECURITIES ACCOUNT FOR TAN ENG NAM (CEB)</i>	1,010,000	0.382
17.	HOH KIANG PO	1,000,000	0.378
18.	RHB CAPITAL NOMINEES (TEMPATAN) SDN BHD <i>PLEDGED SECURITIES ACCOUNT FOR SOO SIEW SENG (CEB)</i>	1,000,000	0.378
19.	CHAN THENG SUNG	950,000	0.359
20.	FOONG AI LIN	900,000	0.341
21.	SOO YOKE MUN	900,000	0.341
22.	DOREEN CHIN JING YEN	892,900	0.338
23.	SUN CHEE LIANG	892,000	0.338
24.	SOO YEE LAIN	870,000	0.329
25.	LIM KIM SUAN	860,000	0.325
26.	NG JEY YEONG	850,000	0.322
27.	SOO WENG SWAN	800,000	0.303
28.	TEOH HIN SEND	729,200	0.276
29.	EE KIM CHENG	702,300	0.266
30.	TAY SIEW LAN	700,000	0.265
Total		186,849,700	70.803

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 18th Annual General Meeting ("AGM") of AbleGroup Berhad ("AbleGroup" or "the Company") will be held at Atlanta East, Level 3, Hotel Armada Petaling Jaya, Lot 6, Lorong Utara C, Section 52, 46200 Petaling Jaya, Selangor Darul Ehsan on Friday, 27 May 2022 at 2.30 p.m. to transact the following business: -

ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 December 2021 and the Reports of the Directors and Auditors thereon.
2. To approve the payment of Directors' fees and allowances up to RM224,000.00 from 28 May 2022 until the next AGM of the Company. (Ordinary Resolution 1)
3. To re-elect the following Directors retiring pursuant to Article 92 of the Company's Constitution:-
 - (i) Loi Heng Sewn (Ordinary Resolution 2)
 - (ii) Cheong Marn Seng (Ordinary Resolution 3)
4. To re-appoint Messrs SBY Partners PLT as the Company's Auditors and to authorise the Directors to fix their remuneration. (Ordinary Resolution 4)

SPECIAL BUSINESS

To consider and if thought fit, to pass with or without modifications, the following resolutions:-

5. **RETENTION OF CHEONG MARN SENG AS INDEPENDENT DIRECTOR** (Ordinary Resolution 5)

"THAT in accordance with the Malaysian Code on Corporate Governance, subject to the passing of Resolution No. 3, Cheong Marn Seng be and is hereby retained as Independent Non-Executive Director of the Company and be designated as such until the conclusion of the next AGM, subject to the provisions of the relevant regulatory authorities."
6. **AUTHORITY FOR DIRECTORS TO ISSUE SHARES** (Ordinary Resolution 6)

"THAT pursuant to Sections 75 and 76 of the Companies Act 2016 ("Act"), and subject to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant regulatory authorities, the Directors be and are hereby empowered to issue new shares in the Company at any time, to such person or persons at such price, upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 20% of the total number of issued shares of the Company at the time of issue AND THAT the Directors be and are also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued AND THAT such authority shall continue to be in force until the conclusion of the next AGM of the Company."

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

7. **PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED RENEWAL OF RRPT MANDATE")**

(Ordinary Resolution 7)

"THAT subject always to the provisions of the Main Market Listing Requirements of Bursa Securities, approval be and is hereby given to the Company and its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as stated in Section 2.4 of the Circular to Shareholders dated 28 April 2022 with the specified classes of related party(ies) mentioned therein which are necessary for the Group's day-to-day operations and are carried out in the ordinary course of business on normal commercial terms which are not more favourable to the related party(ies) than those generally available to the public and are not detrimental to the minority shareholders of the Company.

THAT the approval shall continue to be in force until: -

- (i) the conclusion of the next AGM of the Company following the AGM at which such mandate was passed, at which time it will lapse, unless by a resolution passed at the AGM whereby the authority is renewed;
- (ii) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is the earlier;

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary or in the interests of the Company to give effect to the Proposed Renewal of RRPT Mandate."

8. To transact any other business of which due notice shall have been given in accordance with the Act and the Company's Constitution.

BY ORDER OF THE BOARD

LIM FEI CHIA
SSM PC NO. 202008000515
MAICSA 7036158

TAN FONG SHIAN
SSM PC NO. 201908004045
MAICSA 7023187

Company Secretaries

Kuala Lumpur
28 April 2022

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

Notes:-

1. The Audited Financial Statements for the financial year ended 31 December 2021 are laid in accordance with Section 340(1)(a) of the Companies Act 2016 for discussion only and do not require shareholders' approval. As such, this item will not be put for voting.
2. In respect of deposited securities, only members whose names appear in the Record of Depositors on 23 May 2022 (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at this meeting.
3. A member shall be entitled to appoint not more than two (2) proxies to attend, speak and vote at this meeting. A proxy may but need not be a member of the Company.
4. Where a member appoints more than one (1) proxy, the member shall specify the proportions of his/her shareholdings to be represented by each proxy failing which, the appointment shall be invalid.
5. Where a member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
6. To be valid, the original Proxy Form, duly completed and the power of attorney (if any) under which it is signed or a certified copy thereof must be deposited at the registered office of the Company at Suite 11.1A, Level 11, Menara Weld, 76 Jalan Raja Chulan, 50200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof.
7. If the appointor is a corporation, the Proxy Form must be executed under its common seal or under the hand of an officer or attorney duly authorised.
8. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities, all resolutions set out in the Notice of this meeting will be put to vote by way of poll.
9. The Personal Data Protection Act 2010, which regulates the processing of personal data in commercial transactions, applies to the Company. By providing to the Company personal data which may include the name, contact details and mailing address, a member of the Company hereby consent, agree and authorise the processing and/ or disclosure of any personal data of or relating to the member for the purposes of issuing the notice of this meeting and convening the meeting (including any adjournment thereof), including but not limited to preparation and compilation of documents and other matters, whether or not supplied by the member. The member further confirms to have obtained the consent, agreement and authorisation of all persons whose personal data the member has disclosed and/ or processed in connection with the foregoing.

Explanatory Notes on Special Business

10. Retention of Cheong Marn Seng as Independent Director (Ordinary Resolution 5)

The proposed resolution is to seek shareholders' approval to retain Cheong Marn Seng as Independent Non-Executive Director of the Company. The Board recommended that Cheong Marn Seng be retained as Independent Non-Executive Director based on the following justifications:-

- (i) Confirmation and declaration that he met the criteria of Independent Director prescribed under Paragraph 1.01 of the Listing Requirements of Bursa Securities;
- (ii) Confirmation and declaration that he has no conflict of interests with the Company and have not been entering/ are not expected to enter into contract(s) especially material contract(s) with the Company and/or its subsidiary companies;
- (iii) His length of service on the Board does not in any way interfere with his exercise of balance and objective views to Board deliberations. His experiences and knowledge in the Group's business and operations enables him to contribute effectively to Board deliberations and decision making.

NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

Explanatory Notes on Special Business (Cont'd)

11. Authority for Directors to Issue Shares (Ordinary Resolution 6)

This proposed resolution, if passed, will renew the authority given to the Directors of the Company to issue and allot new shares in the Company at any time, to such person or persons, upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 20% of the total number of issued shares of the Company (excluding treasury shares) at the time of issue ("General Mandate").

The General Mandate procured in the preceding year 2021 was not exercised by the Company.

The General Mandate will provide flexibility to the Company to raise funds expeditiously and efficiently to meet its funding requirements including but not limited to corporate proposals, working capital, capital expenditures, investment project(s) and/or acquisition(s) without having to convene separate general meeting to seek shareholders' approval when such opportunities or needs arise. The Board, having considered the current and prospective financial position, needs and capacity of the Group, is of the opinion that the General Mandate is in the best interests of the Company and its shareholders.

12. Proposed Renewal of RRPT Mandate (Ordinary Resolution 7)

This proposed resolution, if passed, will grant authority to the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature, particulars of which are as set out in the Circular to Shareholders dated 28 April 2022 despatched together with this Annual Report. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next AGM of the Company.

STATEMENT ACCOMPANYING NOTICE OF THE 18TH ANNUAL GENERAL MEETING

(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Securities)

No individual is standing for election as Director at the 18th AGM of the Company.

**ABLEGROUP BERHAD**

Registration No. 200401015685 (654188-H)
(Incorporated in Malaysia)

FORM OF PROXY

Number of Shares held	
CDS Account No.	
Contact No.	

I/We _____ NRIC/Passport/Company No. _____
(FULL NAME IN BLOCK LETTERS)

of _____
(FULL ADDRESS)

being a member of **ABLEGROUP BERHAD**, do hereby appoint _____
(FULL NAME IN BLOCK LETTERS AND NRIC/PASSPORT NO.)

contact no. _____ of _____

(FULL ADDRESS)

or failing him/her _____
(FULL NAME IN BLOCK LETTERS AND NRIC/PASSPORT NO.)

contact no. _____ of _____

(FULL 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 18th Annual General Meeting of the Company to be held at Atlanta East, Level 3, Hotel Armada Petaling Jaya, Lot 6, Lorong Utara C, Section 52, 46200 Petaling Jaya, Selangor Darul Ehsan on Friday, 27 May 2022 at 2.30 p.m. or at any adjournment thereof.

*My/Our Proxy(ies) is/are to vote as indicated below:-

No.	Resolutions	For	Against
1.	To approve the payment of Directors' fees and allowances up to RM224,000.00 from 28 May 2022 until the next AGM of the Company.		
2.	To re-elect Loi Heng Sewn as Director.		
3.	To re-elect Cheong Marn Seng as Director.		
4.	To re-appoint Messrs SBY Partners PLT as the Company's Auditors and to authorise the Directors to fix their remuneration.		
5.	To retain Cheong Marn Seng as Independent Director.		
6.	Authority for Directors to Issue Shares.		
7.	Proposed Renewal of RRPT Mandate.		

(Please indicate with a "x" in the space provided on how you wish your vote to be cast. If no specific direction as to voting is given, the proxy will vote or abstain at his/her discretion.)

* Delete if not applicable.

Delete if you do not wish to appoint the Chairman of the Meeting as your proxy/one of your proxies.

Dated this _____ day of _____, 2022.

Signature/ Common Seal of Member(s)

Notes:

- In respect of deposited securities, only members whose names appear in the Record of Depositors on 23 May 2022 (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at this meeting.
- A member shall be entitled to appoint not more than two (2) proxies to attend, speak and vote at this meeting. A proxy may but need not be a member of the Company.
- Where a member appoints more than one (1) proxy, the member shall specify the proportions of his/her shareholdings to be represented by each proxy failing which, the appointment shall be invalid.
- Where a member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
- To be valid, the original Form of Proxy, duly completed and the power of attorney (if any) under which it is signed or a certified copy thereof must be deposited at the registered office of the Company at Suite 11.1A, Level 11, Menara Weld, 76 Jalan Raja Chulan, 50200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof.
- If the appointor is a corporation, the Form of Proxy must be executed under its common seal or under the hand of an officer or attorney duly authorised.
- By submitting the duly executed Form of Proxy, the member and his/her proxy consent to the Company and/or its agents collecting, processing, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010 for the purpose of this meeting and at any adjournment thereof.



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The Company Secretaries

ABLEGROUP BERHAD
Reg. No. 200401015685 (654188-H)

c/o Archer Corporate Services Sdn Bhd
Suite 11.1A, Level 11
Menara Weld
76 Jalan Raja Chulan
50200 Kuala Lumpur

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