UHY

SYF RESOURCES BERHAD

(Company No.: 364372-H)
(Incorporated in Malaysia)

REPORT AND FINANCIAL STATEMENTS

31 JULY 2014

Registered office:
Suite 10.03, Level 10
The Gardens South Tower
Mid Valley City
Lingkaran Syed Putra
59200 Kuala Lumpur

Principal place of business:
Kawasan Perindustrian Sungai Lalang
Lot 971, Jalan Vill
Mukim Semenyih
Jalan Sungai Lalang
43500 Semenyih
Selangor Darul Ehsan

Company No. | 364372 | H

SYF RESOURCES BERHAD
(Incorporated in Malaysia)

REPORT AND FINANCIAL STATEMENTS

31 JULY 2014

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SYF RESOURCES BERHAD
(Incorporated in Malaysia)

DIRECTORS' REPORT

The Directors have pleasure to present their report together with the audited financial statements of the Group and of the Company for the financial year ended 31 July 2014.

Principal Activities

The principal activity of the Company is that of investment holding. The principal activities of the subsidiary companies are disclosed in Note 5 to the financial statements.

There have been no significant changes in the nature of these activities during the financial year.

Financial Results

	Group RM'000	Company RM'000
Net profit for the financial year		
- Attributable to owners of the parent	21,698	30,381

Dividends

There were no dividends proposed, declared or paid by the Company since the end of the previous financial year. The Board of Directors does not recommend any dividend in respect of the financial year.

Reserves and Provisions

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

Issue of Shares and Debentures

During the financial year, the Company increased its issued and paid-up share capital from RM68,281,000 to RM69,145,000 by the issuance of 3,455,000 new ordinary shares of RM0.25 each for cash arising from exercise of Employees' Share Options at a price of RM0.50 per ordinary share.

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

There were no issues of debentures during the financial year.

Treasury Shares

The Company has obtained its shareholders' approval to purchase up to 10% of its issued and paid up share capital of the Company at the Annual General Meeting held on 13 January 2014.

During the financial year, the Company repurchased 810,000 ordinary shares of RM0.25 each of its issued share capital from the open market. The average price paid for the shares repurchased was RM0.60 per share. The total consideration paid for the repurchase was amounting to RM486,698. The repurchased transactions were financed by internally generated funds. The shares repurchased were held as treasury shares and treated in accordance with the requirements of Section 67A of the Companies Act, 1965.

As at 31 July 2014, the Company held 820,000 treasury shares out of the total 276,580,506 issued ordinary shares. Further relevant details are disclosed in Note 16(b) to the financial statements.

Options Granted Over Unissued Shares

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

Employees' Share Option Scheme

The Company's ESOS was approved by the shareholders at the Extraordinary General Meeting held on 1 March 2012. At all times, the ESOS shall not exceed 15% of the issued share capital and shall be granted to eligible Directors and employees of the Group. The ESOS shall be in force for a period of five (5) years until 8 May 2017.

The salient features and other terms of the ESOS are disclosed in Note 29 to the financial statements.

Details of the options granted to Directors are disclosed in the section on Directors' Interests in this report.

Warrants

The total number of warrants that remain unexercised as at 31 July 2013 was 35,358,171. The warrants expired on 30 September 2013 and were delisted on 1 October 2013.

Directors

The Directors in office since the date of the last report are as follows:

Dato' Sri Ng Ah Chai	
Dato' Sri Chee Hong Leong, JP	
Dr. Roslan Bin A. Ghaffar	
Datuk Mohamed Arsad Bin Sehan	
Cheong Yee Kiong	
Foo Lee Khean	
Dato' Sri Thong Kok Khee	(Appointed on 26.06.2014)
Dato' Wong Gian Kui (Alternate Director to Dato' Sri Thong Kok Khee)	(Appointed on 26.06.2014)
Tan Sri Hii Chii Kok @ Hii Chee Kok	(Resigned on 28.04.2014)

Directors' Interests

The interests and deemed interests in the shares and options over shares of the Company and of its related corporations (other than wholly-owned subsidiary companies) of those who were Directors at year end (including their spouses or children) according to the Register of Directors' Shareholdings are as follows:

	Number of ordinary shares of RM0.25 each			
	At 1.8.2013	**Acquired**	**Disposed**	**At 31.7.2014**
SYF Resources Berhad				
Direct Interest				
Dato' Sri Ng Ah Chai	66,108,400	108,029,700	(16,500,000)	157,638,100
Dato' Sri Chee Hong Leong, JP	33,578,300	-	-	33,578,300
Cheong Yee Kiong	3,340,000	-	(3,000,000)	340,000
Indirect Interest				
* Dato' Sri Thong Kok Khee	-	27,500,000	-	27,500,000

***** Deemed Interest pursuant to Section 6A of the Companies Act, 1965 via Insas Plaza Sdn Bhd, a wholly owned subsidiary of Insas Berhad.

By virtue of their interest in the shares of the Company, Dato' Sri Ng Ah Chai, Dato' Sri Chee Hong Leong, JP, Cheong Yee Kiong and Dato' Sri Thong Kok Khee are also deemed to have interests in the shares of all the subsidiary companies to the extent the Company has an interest.

Directors' Interests (Cont'd)

	Number of options over ordinary shares of RM 0.25 each (ESOS)			
	At 1.8.2013	**Granted**	**Exercised**	**At 31.7.2014**
SYF Resources Berhad				
Direct Interest				
Dato' Sri Ng Ah Chai	1,500,000	-	-	1,500,000
Cheong Yee Kiong	1,440,000	-	-	1,440,000

None of the other Directors holding office at the end of the financial year had any interest in the ordinary shares of the Company and of its related corporations during the financial year.

Directors' Benefits

Since the end of the previous financial year, no Director of the Company has received or become entitled to receive any benefit (other than benefits included in the aggregate amount of emoluments and rental received or due and receivable by Directors as shown in 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 the deemed benefit which may arise from transactions entered into in the ordinary course of business as disclosed in Note 32(b) to the financial statements.

Neither during nor at the end of the financial year, was the Company a party to any arrangement the object of which is to enable the Directors to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate, other than those arising from the share options granted under the Company's ESOS.

Other Statutory Information

(a) Before the statements of financial position and statements of comprehensive income of the Group and of the Company were made out, the Directors took reasonable steps:

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

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

Other Statutory Information (Cont'd)

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

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

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

(iii) not otherwise dealt with in this report or the financial statements which would render any amount stated in the financial statements misleading; or

(iv) 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.

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

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

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

(d) No contingent liability or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group and of the Company to meet their obligations as and when they fall due.

(e) In the opinion of the Directors, the financial performance of the Group and of the Company for the financial year ended 31 July 2014 have not been substantially affected by any item, transaction or event of a material and unusual nature, occurred in the interval between the end of the financial year and the date of this report.

Significant Event

The significant event is disclosed in Note 34 to the financial statements.

Subsequent Events

The subsequent events are disclosed in Note 35 to the financial statements.

Auditors

The Auditors, Messrs UHY, have expressed their willingness to continue in office.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 30 October 2014.

DATO' SRI NG AH CHAI

CHEONG YEE KIONG

KUALA LUMPUR

SYF RESOURCES BERHAD
(Incorporated in Malaysia)

STATEMENT BY DIRECTORS
Pursuant to Section 169(15) of the Companies Act, 1965

We, the undersigned, being two of the Directors of the Company, do hereby state that, in the opinion of the Directors, the financial statements set out on pages 12 to 109 are drawn up in accordance with Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as of 31 July 2014 and of their financial performance and cash flows for the financial year then ended.

The supplementary information set out on page 110 to the financial statements has been compiled in accordance with Guidance on Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, as issued by the Malaysian Institute of Accountants and the directive of Bursa Malaysia Securities Berhad.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 30 October 2014.

DATO' SRI NG AH CHAI

CHEONG YEE KIONG

KUALA LUMPUR

SYF RESOURCES BERHAD
(Incorporated in Malaysia)

STATUTORY DECLARATION
Pursuant to Section 169(16) of the Companies Act, 1965

I, LEE OON KAR, being the officer primarily responsible for the financial management of SYF RESOURCES BERHAD, do solemnly and sincerely declare that the financial statements set out on pages 12 to 110 are to the best of my knowledge and belief, 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 at KUALA LUMPUR in the Federal Territory on 30 October 2014)

LEE OON KAR

Before me,

PESURUHJAYA SUMPAH
No. W 521
MOHAN A.S. MANIAM
COMMISSIONER FOR OATHS
MALAYSIA

No. 50, Jalan Hang Lekiu
50100 Kuala Lumpur

UHY (AF1411)
Chartered Accountants
Suite 11.05, Level 11
The Gardens South Tower
Mid Valley City
Lingkaran Syed Putra
59200 Kuala Lumpur

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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SYF RESOURCES BERHAD
(Company No.: 364372-H)
(Incorporated in Malaysia)

Report on the Financial Statements

We have audited the financial statements of SYF Resources Berhad, which comprise the statements of financial position as at 31 July 2014 of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and a summary of significant accounting policies and other explanatory information as set out on pages 12 to 109.

Directors' Responsibility for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements so as to give a true and fair view in accordance with Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation of financial statements that give a true and fair view 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SYF RESOURCES BERHAD (CONT'D)
(Company No.: 364372-H)
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Opinion

In our opinion, the financial statements give a true and fair view of the financial position of the Group and of the Company as of 31 July 2014 and of their financial performance and cash flows for the financial year then ended in accordance with Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report the following:

(a) In our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiary companies of which we have acted as auditors have been properly kept in accordance with the provisions of the Act.

(b) We are satisfied that the financial statements of the subsidiary companies that have been consolidated with the Company's financial statements are in form and content appropriate and proper for the purposes of the preparation of the financial statements of the Group and we have received satisfactory information and explanations required by us for those purposes.

(c) Our audit reports on the financial statements of the subsidiary companies did not contain any qualification or any adverse comment made under Section 174(3) of the Act.

Other Reporting Responsibilities

The supplementary information set out on page 110 is disclosed to meet the requirement of Bursa Malaysia Securities Berhad and is not part of the financial statements. The Directors are responsible for the preparation of the supplementary information in accordance with Guidance on Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, as issued by the Malaysian Institute of Accountants ("MIA Guidance") and the directive of Bursa Malaysia Securities Berhad. In our opinion, the supplementary information is prepared, in all material respects, in accordance with the MIA Guidance and the directive of Bursa Malaysia Securities Berhad.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SYF RESOURCES BERHAD (CONT'D)
(Company No.: 364372-H)
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Other Matters

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act, 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

Uhy
UHY
Firm Number: AF 1411
Chartered Accountants

CHAN JEE PENG
Approved Number: 3068/08/16 (J)
Chartered Accountant

KUALA LUMPUR

30 October 2014

SYF RESOURCES BERHAD
(Incorporated in Malaysia)

STATEMENTS OF FINANCIAL POSITION
AS AT 31 JULY 2014

		Group		Company	
		2014	2013	2014	2013
	Note	RM'000	RM'000	RM'000	RM'000
ASSETS					
Non-Current Assets					
Property, plant and equipment	4	172,568	157,648	-	-
Investment in subsidiary companies	5	-	-	64,579	50,079
Deferred tax assets	6	700	700	-	-
		173,268	158,348	64,579	50,079
Current Assets					
Land and property development costs	7	20,935	6,516	-	-
Inventories	8	65,321	56,802	-	-
Trade receivables	9	16,169	11,387	-	-
Other receivables	10	25,782	18,403	37	-
Derivative financial assets	11	700	-	-	-
Amount owing by subsidiary companies	12	-	-	84,851	71,238
Tax recoverable		1	31	-	-
Fixed deposits with a licensed bank	13	-	221	-	-
Cash and bank balances	14	5,981	3,018	284	180
		134,889	96,378	85,172	71,418
Total Assets		308,157	254,726	149,751	121,497

SYF RESOURCES BERHAD
(Incorporated in Malaysia)

STATEMENTS OF FINANCIAL POSITION AS AT 31 JULY 2014 (CONT'D)

		Group		Company	
		2014	**2013**	**2014**	**2013**
	Note	**RM'000**	**RM'000**	**RM'000**	**RM'000**
EQUITY AND LIABILITIES					
Equity					
Share capital	15	69,145	68,281	69,145	68,281
Reserves	16	118,226	96,151	80,058	49,300
Total Equity		187,371	164,432	149,203	117,581
Non-Current Liabilities					
Hire purchase payables	18	1,217	927	-	-
Bank borrowings	19	27,071	18,721	-	-
Deferred tax liabilities	6	10,839	8,938	-	-
		39,127	28,586	-	-
Current Liabilities					
Trade payables	20	23,899	19,916	-	-
Other payables	21	22,404	11,814	548	357
Derivative financial liabilities	11	-	777	-	-
Amount owing to a subsidiary company	12	-	-	-	3,559
Hire purchase payables	18	599	374	-	-
Bank borrowings	19	31,978	28,609	-	-
Tax payable		2,779	218	-	-
		81,659	61,708	548	3,916
Total Liabilities		120,786	90,294	548	3,916
Total Equity and Liabilities		308,157	254,726	149,751	121,497

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

SYF RESOURCES BERHAD
(Incorporated in Malaysia)

STATEMENTS OF COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 31 JULY 2014

		Group		Company	
		2014	2013	2014	2013
	Note	RM'000	RM'000	RM'000	RM'000
Revenue	22	277,129	219,666	20,080	80
Cost of sales	23	(234,565)	(195,532)	-	-
Gross profit		42,564	24,134	20,080	80
Other income		2,461	4,110	11,500	16,230
Distribution expenses		(7,962)	(5,590)	-	-
Administrative expenses		(6,416)	(8,604)	(1,199)	(1,659)
Finance costs	24	(3,631)	(2,602)	-	-
Profit before taxation	25	27,016	11,448	30,381	14,651
Taxation	26	(5,318)	407	-	(39)
Net profit for the financial year		21,698	11,855	30,381	14,612
Other comprehensive income					
Items that will not be reclassified subsequently to profit or loss					
- Revaluation of leasehold land, freehold land and buildings	4	-	2,620	-	-
Items that are or may be reclassified to profit or loss					
- Deferred tax liabilities relating to components of other comprehensive income	6	-	(457)	-	-
		-	2,163	-	-
Total comprehensive income for the financial year		21,698	14,018	30,381	14,612

SYF RESOURCES BERHAD
(Incorporated in Malaysia)

STATEMENTS OF COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 31 JULY 2014 (CONT'D)

		Group	
		2014	**2013**
	Note	**RM'000**	**RM'000**
Net profit for the financial year attributable to:			
Owners of the parent		21,698	11,855
Total comprehensive income for the financial year attributable to:			
Owners of the parent		21,698	14,018
Earnings per share attributable to owners of the parent (sen)	27		
Basic		7.9	4.4
Fully diluted		7.8	4.3

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

SYF RESOURCES BERHAD
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STATEMENTS OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 31 JULY 2014

		Attributable to Owners of the Parent					
		Non -Distributable				Distributable	
	Note	Share Capital RM'000	Share Premium RM'000	Treasury Shares RM'000	Assets Revaluation Reserve RM'000	Retained Earnings RM'000	Total Equity RM'000
Group							
At 1 August 2012		67,714	15,374	-	38,169	28,030	149,287
Net profit for the financial year		-	-	-	-	11,855	11,855
Other comprehensive income for the financial year		-	-	-	2,163	-	2,163
Total comprehensive income for the financial year		-	-	-	2,163	11,855	14,018
Realisation of assets revaluation reserve		-	-	-	(378)	378	-
Transactions with owners:							
Employees' Share Options	15	567	567	-	-	-	1,134
Purchase of treasury shares	16(b)	-	-	(7)	-	-	(7)
Total transactions with owners		567	567	(7)	-	-	1,127
At 31 July 2013		68,281	15,941	(7)	39,954	40,263	164,432

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STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 JULY 2014 (CONT'D)

		Attributable to Owners of the Parent					
		Non -Distributable				Distributable	
	Note	Share Capital RM'000	Share Premium RM'000	Treasury Shares RM'000	Assets Revaluation Reserve RM'000	Retained Earnings RM'000	Total Equity RM'000
Group							
At 1 August 2013		68,281	15,941	(7)	39,954	40,263	164,432
Net profit for the financial year		-	-	-	-	21,698	21,698
Realisation of assets revaluation reserve		-	-	-	(405)	405	-
Transactions with owners:							
Employees' Share Options	15	864	864	-	-	-	1,728
Purchase of treasury shares	16(b)	-	-	(487)	-	-	(487)
Total transactions with owners		864	864	(487)	-	-	1,241
At 31 July 2014		69,145	16,805	(494)	39,549	62,366	187,371

SYF RESOURCES BERHAD
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STATEMENTS OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 31 JULY 2014 (CONT'D)

		Non-Distributable			Distributable	
	Note	**Share Capital RM'000**	**Share Premium RM'000**	**Treasury Shares RM'000**	**Retained Earnings RM'000**	**Total Equity RM'000**
Company						
At 1 August 2012		67,714	15,374	-	18,754	101,842
Net profit for the financial year, representing total comprehensive income for the financial year		-	-	-	14,612	14,612
Transactions with owners:						
Employees' Share Options	15	567	567	-	-	1,134
Purchase of treasury shares	16(b)	-	-	(7)	-	(7)
Total transactions with owners		567	567	(7)	-	1,127
At 31 July 2013		68,281	15,941	(7)	33,366	117,581

SYF RESOURCES BERHAD
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STATEMENTS OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 31 JULY 2014 (CONT'D)

	Note	Non-Distributable			Distributable	
		Share Capital RM'000	Share Premium RM'000	Treasury Shares RM'000	Retained Earnings RM'000	Total Equity RM'000
Company						
At 1 August 2013		68,281	15,941	(7)	33,366	117,581
Net profit for the financial year, representing total comprehensive income for the financial year		-	-	-	30,381	30,381
Transactions with owners:						
Employees' Share Options	15	864	864	-	-	1,728
Purchase of treasury shares	16(b)	-	-	(487)	-	(487)
Total transactions with owners		864	864	(487)	-	1,241
At 31 July 2014		69,145	16,805	(494)	63,747	149,203

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

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STATEMENTS OF CASH FLOWS FOR THE FINANCIAL YEAR ENDED 31 JULY 2014

	Group		Company	
	2014 RM'000	**2013 RM'000**	**2014 RM'000**	**2013 RM'000**
Cash Flows From Operating Activities				
Profit before taxation	27,016	11,448	30,381	14,651
Adjustment for:				
Bad debts written off	46	7	-	-
Depreciation of property, plant and equipment	7,925	6,328	-	-
Impairment on:				
- investment in a subsidiary company	-	-	2,500	-
- trade receivables	61	-	-	-
Inventories written down	280	350	-	-
Inventories written off	-	163	-	-
Interest expenses	3,631	2,602	-	-
Property, plant and equipment written off	86	1,977	-	-
Gain on disposal of property, plant and equipment	(196)	(158)	-	-
Interest income	(3)	(15)	-	-
(Gain)/Loss on foreign exchange - unrealised	(143)	82	-	-
(Gain)/Loss on derivative financial assets/ liabilities	(1,477)	913	-	-
Reversal of impairment on investment in a subsidiary company	-	-	(14,000)	(16,230)
Operating profit/(loss) before working capital changes	37,226	23,697	18,881	(1,579)

SYF RESOURCES BERHAD
(Incorporated in Malaysia)

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 JULY 2014 (CONT'D)

		Group		Company	
		2014	**2013**	**2014**	**2013**
	Note	**RM'000**	**RM'000**	**RM'000**	**RM'000**
Operating profit/(loss) before working capital changes (Cont'd)		37,226	23,697	18,881	(1,579)
Change in working capital:					
Land and property development costs		(14,419)	1,428	-	-
Inventories		(8,799)	(9,150)	-	-
Trade receivables		(4,889)	8,599	-	-
Other receivables		(7,829)	(5,987)	(37)	-
Trade payables		3,983	(8,346)	-	-
Other payables		10,733	671	191	(8)
Amount owing by/to subsidiary companies		-	-	(17,172)	382
Amount owing to a Director		-	(2,400)	-	-
		(21,220)	(15,185)	(17,018)	374
Cash generated from/(used in) operations		16,006	8,512	1,863	(1,205)
Interest paid		(3,631)	(2,602)	-	-
Tax paid		(856)	(361)	-	(69)
Tax refund		30	-	-	-
		(4,457)	(2,963)	-	(69)
Net cash from/(used in) operating activities		11,549	5,549	1,863	(1,274)
Cash Flows From Investing Activities					
Interest income		3	15	-	-
Investment in a subsidiary company		-	-	(3,000)	-
Proceeds from disposal of property, plant and equipment		326	210	-	-
Purchase of property, plant and equipment	4(f)	(21,584)	(10,893)	-	-
Net cash used in investing activities		(21,255)	(10,668)	(3,000)	-

SYF RESOURCES BERHAD
(Incorporated in Malaysia)

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 JULY 2014 (CONT'D)

	Group 2014 RM'000	Group 2013 RM'000	Company 2014 RM'000	Company 2013 RM'000
Cash Flows From Financing Activities				
Drawdown of bank borrowings	16,000	7,000	-	-
Purchase of treasury shares	(487)	(7)	(487)	(7)
Proceeds from exercised of ESOS	1,728	1,134	1,728	1,134
Repayment of bank borrowings	(3,956)	(10,166)	-	-
Repayment of hire purchase payables	(512)	(336)	-	-
Upliftment of fixed deposits pledged with a licensed bank	221	19	-	-
Net cash from/(used in) financing activities	12,994	(2,356)	1,241	1,127
Net increase/(decrease) in cash and cash equivalents	3,288	(7,475)	104	(147)
Cash and cash equivalents at beginning of the financial year	(7,735)	(260)	180	327
Cash and cash equivalents at end of the financial year	(4,447)	(7,735)	284	180
Cash and cash equivalents at the end of the financial year comprises:				
Fixed deposits with a licensed bank	-	221	-	-
Cash and bank balances	5,981	3,018	284	180
Bank overdrafts	(10,428)	(10,753)	-	-
	(4,447)	(7,514)	284	180
Less: Fixed deposits pledged with a licensed bank	-	(221)	-	-
	(4,447)	(7,735)	284	180

SYF RESOURCES BERHAD
(Incorporated in Malaysia)

NOTES TO THE FINANCIAL STATEMENTS

1. **Corporate Information**

The principal activity of the Company is that of investment holding. The principal activities of the subsidiary companies are disclosed in Note 5. There have been no significant changes in the nature of these activities during the financial year.

The Company is a public limited liability company, incorporated in Malaysia under the Companies Act, 1965 and domiciled in Malaysia and listed on the Main Market of Bursa Malaysia Securities Berhad.

The registered office of the Company is located at Suite 10.03, Level 10, The Gardens South Tower, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur.

The principal place of business of the Company is located at Kawasan Perindustrian Sungai Lalang, Lot 971, Jalan Vill, Mukim Semenyih, Jalan Sungai Lalang, 43500 Semenyih, Selangor Darul Ehsan.

2. **Basis of Preparation**

(a) Statement of compliance

The financial statements of the Group and of the Company have been prepared on the historical cost convention except as disclosed in the notes to the financial statements and in accordance with Financial Reporting Standards ("FRSs") and the Companies Act, 1965 in Malaysia.

During the financial year, the Group and of the Company have adopted the following new Financial Reporting Standards ("FRSs"), Issues Committee ("IC") Interpretations and amendments to FRSs and IC Interpretations which are effective and mandatory for current financial year:

FRS 10	Consolidated Financial Statements
FRS 11	Joint Arrangements
FRS 12	Disclosure of Interests in Other Entities
FRS 13	Fair Value Measurement
FRS 119 (2011)	Employee Benefits
FRS 127 (2011)	Separate Financial Statements
FRS 128 (2011)	Investments in Associates and Joint Ventures

2. **Basis of Preparation (Cont'd)**

(a) Statement of compliance (Cont'd)

IC Interpretation 20	Stripping Costs in the Production Phase of a Surface Mine
Amendments to FRS 1	Government Loans
Amendments to FRS 7	Disclosures - Offsetting Financial Assets and Financial Liabilities
Amendments to FRS 10, FRS 11 and FRS 12	Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance
Improvements to FRSs (2012)	

The effects of the adoption of applicable FRSs and amendments to FRSs above are summarised below:

<u>FRS 10 Consolidated Financial Statements</u>

Under FRS 10, an investor controls an investee when the investor has:

(i) The power by investor over an investee;

(ii) Exposure, or rights, to variable returns from investor's involvement with the investee; and

(iii) Ability to affect those returns through its power over investee.

This new control model differs from how previously companies were assessed to be a subsidiary company. Under FRS 127 (2010), control was defined as the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

Upon adoption of the two new FRSs, the Group has reviewed the relationships with its investments in other entities to assess whether the conclusion to consolidate is different under FRS 10 than under FRS 127 (2010), and noted no material differences were found for any of the investments

2. **Basis of Preparation (Cont'd)**

(a) Statement of compliance (Cont'd)

FRS 12 Disclosure of Interests in Other Entities

FRS 12 includes all disclosure requirements for interests in subsidiaries, joint arrangements, associates and structured entities. A number of new disclosures are required. This standard affects disclosures only and has no impact on the Group's financial position or performance.

FRS 127 Separate Financial Statements (as amended in November 2011)

As a consequence of the new FRS 10 and FRS 12, FRS 127 is limited to accounting for subsidiary company, joint ventures and associates in separate financial statements. This standard affects disclosures only and has no impact on the Group's financial position or performance.

FRS 128 Investments in Associates and Joint Ventures (as amended in November 2011)

As a consequence of the new FRS 11 and FRS 12, FRS 128 Investments in Associates (as revised in 2005) is renamed as FRS 128 Investments in Associates and Joint Ventures. This new standard describes the application of the equity method to investments in joint ventures in addition to associates. This standard affects disclosures only and has no impact on the Group's financial position or performance.

FRS 13 Fair Value Measurement

FRS 13 establishes a single source of guidance under FRS for all fair value measurements. FRS 13 does not change when an entity is required to use fair value, but rather provides guidance on how to measure fair value under FRS. FRS 13 defines fair value as an exit price. As a result of the guidance in as an exit price, the Group re-assessed its policies for measuring fair values, in particular, its valuation inputs such as non-performance risk for fair value measurement of liabilities. FRS 13 also requires additional disclosures.

Application of FRS 13 has not materially impacted the fair value measurement of the Group. Additional disclosures where required, are provided in the individual notes relating to the assets and liabilities whose fair values were determined.

2. **Basis of Preparation (Cont'd)**

(a) Statement of compliance (Cont'd)

The Group and the Company have not applied the following FRSs that have been issued by the Malaysian Accounting Standards Board ("MASB") but are not yet effective for the Company:

		Effective date for financial periods beginning on or after
Amendments to FRS 10, FRS 12 and FRS 127	Investment Entities	1 January 2014
Amendments to FRS 132	Offsetting Financial Assets and Financial Liabilities	1 January 2014
Amendments to FRS 136	Recoverable Amount Disclosures for Non-Financial Assets	1 January 2014
Amendments to FRS 139	Novation of Derivatives and Continuation of Hedge Accounting	1 January 2014
IC Interpretation 21	Levies	1 January 2014
Amendments to FRS 119	Defined Benefits Plans: Employee Contributions	1 July 2014
Annual Improvements to FRS 2010-2012 Cycle		1 July 2014
Annual Improvements to FRS 2011-2013 Cycle		1 July 2014
FRS 14	Regulatory Deferral Accounts	1 January 2016
Amendments to FRS 11	Accounting for Acquisitions of Interests in Joint Operations	1 January 2016
Amendments to FRS 116 and FRS 138	Clarification of Acceptable Methods of Depreciation and Amortisation	1 January 2016
Amendments to FRS 7 and FRS 9	Mandatory Effective Date of FRS 9 and Transition Disclosures	To be announced
FRS 9	Financial Instruments (IFRS 9 issued by IASB in November 2009)	To be announced
FRS 9	Financial Instruments (IFRS 9 issued by IASB in October 2010)	To be announced
FRS 9	Financial Instruments (Hedge Accounting and amendments to FRS 9, FRS 7 and FRS 139)	To be announced

2. **Basis of Preparation (Cont'd)**

(a) Statement of compliance (Cont'd)

The Group and the Company intend to adopt the above FRSs when they become effective.

The initial application of the abovementioned FRSs is not expected to have any significant impacts on the financial statements of the Group and the Company except as mentioned below:

FRS 9 Financial Instruments

FRS 9 (IFRS 9 (2009)) replaces the guidance in FRS 139 Financial Instruments: Recognition and Measurement on classification and measurement of financial asset. FRS 9 requires financial asset to be measured at fair value or amortised cost. The classification depends on the entity's business model for managing its financial instruments and the contractual cash flow characteristics of the instrument.

FRS 9 (IFRS 9 (2010)) includes the requirements for the classification and measurement of financial liabilities and for derecognition. Measurement for financial liability designated as at fair value through profit or loss, requires the amount of change in the fair value of the financial liability, that is attributable to the change of credit risk of that liability, is presented in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss.

Under FRS 139, the entire amount of the change in fair value of the financial liability designated as fair value through profit or loss was presented in profit or loss.

FRS 9 (Hedge Accounting and amendments to FRS 9, FRS 7 and FRS 139):

(i) replace the general hedge accounting requirements to more closely align hedge accounting with risk management activities undertaken when hedging financial and non-financial risks;

(ii) permit fair value changes due to changes in 'own credit risk ' of financial liabilities measured at fair value to be recognised through other comprehensive income, without applying all other requirements of FRS 9 at the same time; and

(iii) remove the mandatory effective date of FRS 9. The new effective date will be decided when the project is closer to completion.

The adoption of FRS 9 will result in a change in accounting policy. The Group is currently examining the financial impact of adopting FRS 9.

2. **Basis of Preparation (Cont'd)**

(a) Statement of compliance (Cont'd)

New Malaysian Financial Reporting Standards ("MFRS Framework") issued but not yet effective

On 19 November 2011, the MASB issued a new approved accounting framework, the Malaysian Financial Reporting Standards ("MFRS Framework"). The MFRS Framework is to be applied by all Entities Other Than Private Entities for annual periods beginning on or after 1 January 2012, with the exception of entities that are within the scope of MFRS 141 *Agriculture* and IC Interpretation 15 *Agreements for Construction of Real Estate*, including its parent, significant investor and venturer (hereinafter called "Transitioning Entities").

On 2 September 2014, with the issuance of *Agriculture: Bearer Plants* (Amendments to MFRS 116 and MFRS 141) and MFRS 15 *Revenue from Contracts with Customers*, which shall apply to financial statements of annual periods beginning on or after 1 January 2016 and 1 January 2017 respectively, the MASB has allowed Transitioning Entities to defer the adoption of the MFRS Framework to annual periods beginning on or after 1 January 2017.

The Group falls within the scope definition of Transitioning Entities and expects to be in a position to fully comply with the requirements of the MFRS Framework for the financial year ending 31 July 2018. In presenting its first MFRS financial statements for the financial year ending 31 July 2018, the Group will be required to restate the comparative financial statements to amounts reflecting the application of the MFRS Framework. The majority of the adjustments required on transition will be made, retrospectively, against opening retained profits.

2. **Basis of Preparation (Cont'd)**

(a) Statement of compliance (Cont'd)

MFRS 15 *Revenue from Contracts with Customers*

MFRS 15 outlines a single comprehensive model for entities to use in accounting for revenue from contracts with customers. It also includes new guidance as to whether revenue should be recognised at a point in time or over time, which replace the current distinction between goods and services.

Its core principle is that revenue is recognised to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which an entity expects to be entitled in exchange for those goods or services.

A five-step approach to revenue recognition is required:
(a) Identify the contract(s) with a customer.
(b) Identify the performance obligations in the contract.
(c) Determine the transaction price.
(d) Allocate the transaction price to the performance obligations in the contract.
(e) Recognise revenue when (or as) performance obligations are satisfied.

MFRS 15 also includes requirements for accounting for costs related to a contract with a customer. These are recognised as an asset if certain criteria are met. Furthermore, MFRS 15 also significantly expands the current disclosure requirements about revenue recognition.

The Group is currently assessing the implications and financial impact of transition to the MFRS Framework, in particular MFRS 15. Accordingly, the financial performance and financial position as disclosed in these financial statements for the year ended 31 July 2014 could be different if prepared under the MFRS Framework.

(b) Functional and presentation currency

The financial statements are presented in Ringgit Malaysia ("RM") which is the Group's and the Company's functional currency and all values has been rounded to the nearest thousand except otherwise stated.

(c) Significant accounting estimates and judgements

The summary of accounting policies as described in Note 3 are essential to understand the Group's and the Company's results of operations, financial position, cash flows and other disclosures. Certain of these accounting policies require critical accounting estimates that involve complex and subjective judgements and the use of assumptions, some of which may be for matters that are inherently uncertain and susceptible to change. The Directors exercise their judgement in the process of applying the Group's accounting policies.

2. **Basis of Preparation (Cont'd)**

(c) Significant accounting estimates and judgements (Cont'd)

Estimates, assumptions concerning the future and judgements are made in the preparation of the financial statements. They affect the application of the Group's accounting policies and reported amounts of assets, liabilities, income and expenses, and disclosures made. Estimates and underlying assumptions are assessed on an on-going basis and are based on experience and relevant factors, including expectations of future events that are believed to be reasonable under the circumstances. The actual results may differ from the judgements, estimates and assumptions made by management, and will seldom equal the estimated results.

The key assumptions concerning the future and other key sources of estimation or uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are set out below:

(i) Useful lives of property, plant and equipment (Note 4)

Management estimates the useful lives of the property, plant and equipment to be within 5 to 50 years and reviews the useful lives of depreciable assets at the end of each reporting period. At 31 July 2014, the management assesses that the useful lives represent the expected utilisation of the assets to the Group. Actual results, however, may vary due to change in the business plan and strategies, expected level of usage and technological developments, resulting in the adjustment to the Group's assets. A reduction in the estimated useful lives of property, plant and equipment would increase the recorded depreciation and decrease the carrying amount of property, plant and equipment.

(ii) Impairment of non-financial assets (Note 4)

An impairment loss is recognised for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount. To determine the recoverable amount, management estimates expected future cash flows from each cash-generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows. In the process of measuring expected future cash flows, management makes assumptions about future operating results. The actual results may vary, and may cause significant adjustments to the Group's assets within the next reporting period.

In most cases, determining the applicable discount rate involves estimating the appropriate adjustment to market risk and the appropriate adjustment to asset-specific risk factors.

2. **Basis of Preparation (Cont'd)**

(c) Significant accounting estimates and judgements (Cont'd)

(iii) Impairment of investment in subsidiary companies (Note 5)

The carrying amounts of investment in subsidiary companies and the related goodwill are reviewed for impairment. In the determination of the value in use of the investment, the Company is required to estimate the expected cash flows to be generated by the subsidiary companies and also to choose a suitable discount rate in order to calculate the present value of those cash flows.

(iv) Deferred tax assets (Note 6)

Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which all the deductible temporary differences can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies.

(v) Property development costs (Note 7)

The Group recognises property development revenue and expenses in the statements of comprehensive income by using the stage of completion method. The stage of completion is determined by the proportion that property development costs incurred for work performed to date bear to the estimated total property development costs.

Significant judgement is required in determining the stage of completion, the extent of the property development costs incurred, the estimated total property development revenue and costs, as well as the recoverability of the development projects. In making the judgement, the Group evaluates based on past experience and by relying on the work of specialists.

(vi) Inventories written down (Note 8)

Inventories are measured at the lower of cost and net realisable value. The Group estimates the net realisable value of inventories based on an assessment of expected sales prices. Demand levels and pricing competition could change from time to time. If such factors result in an adverse effect on the Group's products, the Group might be required to reduce the value of its inventories.

2. **Basis of Preparation (Cont'd)**

(c) Significant accounting estimates and judgements (Cont'd)

(vii) Impairment of loans and receivables (Notes 9 and 10)

The Group assesses at the end of each reporting period whether there is any objective evidence that a financial asset is impaired. To determine whether there is objective evidence of impairment, the Group considers factors such as the probability of significant financial difficulties of the debtor and default or significant delay in payments.

Where there is objective evidence of impairment, the amount and timing of future cash flows are estimated based on historical loss experience for assets with similar credit risk characteristics.

(viii) Employees' Share Option Scheme

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also require determining the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

(ix) Income taxes

There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. Significant judgement is involved especially in determining tax base allowances and deductibility of certain expenses in determining the Group-wide provision for income taxes. The Group and the Company recognise liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will have impact on the income tax and deferred tax provisions in the period in which such determination is made.

3. **Significant Accounting Policies**

The Group and the Company apply the significant accounting policies set out below, consistently throughout all periods presented in the financial statements unless otherwise stated.

(a) Basis of consolidation

The consolidated financial statements include the financial statements of the Company and all its subsidiary companies, which have been prepared in accordance with the Group's accounting policies, and are all drawn up to the same reporting period.

(i) Subsidiary companies

Subsidiary companies are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has right to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

In the Company's separate financial statements, investment in subsidiary companies is stated at cost less any impairment losses, unless the investment is held for sale or distribution. The cost of investments includes transaction costs.

Upon the disposal of investment in a subsidiary company, the difference between the net disposal proceeds and its carrying amount is included in profit or loss.

(ii) Consolidation

The acquisition method of accounting is used to account for business combination. The consideration transferred for acquisition of a subsidiary company is the fair value of the assets transferred, equity instruments issued and liabilities incurred or assumed at the date of exchange, as well as any contingent consideration given. Acquisition related costs are expensed off in the profit or loss as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values on the date of acquisition

3. **Significant Accounting Policies (Cont'd)**

(a) Basis of consolidation (Cont'd)

(ii) Consolidation (Cont'd)

The consolidated financial statements include the financial statements of the Company and all its subsidiary companies made up to the end of the financial year. Subsidiary companies are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

In a business combination achieved in stages, the previously held equity interest in the acquiree is re-measured at its acquisition date fair value and the resulting gain or loss is recognised in profit or loss.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in accordance with FRS 139 either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not remeasured, and its subsequent settlement is accounted for within equity.

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

If the Group loses control of a subsidiary company, the assets and liabilities of the subsidiary company, including any goodwill, and non-controlling interests are derecognised at their carrying amount on the date that control is lost. Any remaining investment in the entity is recognised at fair value. The difference between the fair value of consideration received and the amounts derecognised and the remaining fair value of the investment is recognised as a gain or loss on disposal in profit or loss. Any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities.

Inter-company transactions, balances and unrealised gains or losses on transactions between Group companies are eliminated, unless the transaction provides evidence of an impairment of the asset transferred. Where necessary, the accounting policies of subsidiary companies have been changed to ensure consistency with the policies adopted by the Group.

3. **Significant Accounting Policies (Cont'd)**

(a) Basis of consolidation (Cont'd)

(iii) Goodwill on consolidation

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill. If this is less than the fair value of the net assets of the subsidiary company acquired, the gain is recognised in profit or loss.

Following the initial recognition, goodwill is measured at cost less accumulated impairment losses. Goodwill is not amortised but instead, it is reviewed for impairment annually or more frequent when there is objective evidence that the carrying value may be impaired.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. Gains or losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

(iv) Non-controlling interests

Non-controlling interest is the equity in a subsidiary company not attributable, directly or indirectly, to a parent. On an acquisition-by-acquisition basis, the Group measures any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets. At the end of reporting period, non-controlling interest consists of amount calculated on the date of combinations and its share of changes in the subsidiary company's equity since the date of combination.

All earnings and losses of the subsidiary company are attributed to the parent and the non-controlling interest, even if the attribution of losses to the non-controlling interest results in a debit balance in the shareholders' equity. Profit or loss attribution to non-controlling interests for prior years is not restated.

3. **Significant Accounting Policies (Cont'd)**

(b) Property, plant and equipment (Cont'd)

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. The policy of recognition and measurement of impairment losses is in accordance with Note 3(g)(i).

(i) Recognition and measurement

Cost includes expenditures that are directly attributable to the acquisition of the asset and any other costs directly attributable to bringing the asset to working condition for its intended use, cost of replacing component parts of the assets, and the present value of the expected cost for the decommissioning of the assets after their use. The cost of self-constructed assets also includes the cost of materials and direct labour. For qualifying assets, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs. All other repair and maintenance costs are recognised in profit or loss as incurred.

The cost of property, plant and equipment recognised as a result of a business combination is based on fair value at acquisition date. The fair value of property is the estimated amount for which a property could be exchanged on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. The fair value of other items of property, plant and equipment is based on the quoted market prices for similar items.

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

Property, plant and equipment are derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in profit or loss. On disposal of a revalued asset, the amounts in revaluation reserve relating to those assets are transferred to retained earnings.

Land and buildings are measured at fair value less accumulated depreciation on buildings and impairment losses recognised after the date of the revaluation. Valuations are performed with sufficient regularity, usually every five years, to ensure that the carrying amount does not differ materially from the fair value of the land and buildings at the end of the reporting period.

3. **Significant Accounting Policies (Cont'd)**

(b) Property, plant and equipment (Cont'd)

(i) Recognition and measurement (Cont'd)

As at the date of revaluation, accumulated depreciation, if any, is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Any revaluation surplus arising upon appraisal of land is recognised in other comprehensive income and credited to the revaluation reserve in equity. To the extent that any revaluation decrease or impairment loss has previously been recognised in profit or loss, a revaluation increase is credited to profit or loss with the remaining part of the increase recognised in other comprehensive income. Downward revaluations of land are recognised upon appraisal or impairment testing, with the decrease being charged to other comprehensive income to the extent of any revaluation surplus in equity relating to this asset and any remaining decrease recognised in profit or loss. Any revaluation surplus remaining in equity on disposal of the asset is transferred to other comprehensive income.

(ii) Subsequent costs

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

(iii) Depreciation

Depreciation is recognised in the profit or loss on straight line basis to write off the cost or valuation of each asset to its residual value over its estimated useful life. Freehold land is not depreciated. Leased assets are depreciated over the shorter of the lease term and their useful lives. Property, plant and equipment under construction are not depreciated until the assets are ready for its intended use.

3. **Significant Accounting Policies (Cont'd)**

(b) Property, plant and equipment (Cont'd)

(iii) Depreciation (Cont'd)

Property, plant and equipment are depreciated based on the estimated useful lives of the assets as follows:

Freehold buildings and building improvements	50 years
Leasehold land	Over the remaining lease period
Leasehold buildings	50 years
Office equipment, furniture and fittings	5 to 20 years
Renovation and electrical upgrade	5 to 50 years
Tools and machinery	10 to 12.5 years
Motor vehicles	5 years

The residual values, useful lives and depreciation method are reviewed at the end of reporting period to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits in the property, plant and equipment.

(c) Land and property development costs

(i) Land held for property development

Land held for property development consists of land held for future development activities where no significant development has been undertaken or where development activities are not expected to be completed within normal operating cycle. Such land is classified as non-current asset and is stated at cost less any accumulated impairment losses. The policy of recognition and measurement of impairment losses is in accordance with Note 3(g)(i).

Land held for property development is reclassified as current asset when the development activities have been commenced or development activities are expected to commence within the period of twelve months after the end of the reporting period and where it can be demonstrated that the development activities can be completed within the normal operating cycle.

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

3. **Significant Accounting Policies (Cont'd)**

(c) Land and property development costs (Cont'd)

(ii) Property development costs

Property development costs comprise all costs that are directly attributable to development activities or that can be allocated on a reasonable basis to such activities.

Property development costs shall be classified as non-current asset where no development activities have been carried out or development activities are not expected to commence within the period of twelve months after the end of the reporting period or where development activities are not expected to be completed within the normal operating cycle.

Property development costs shall be reclassified to current asset when the development activities have commenced or development activities are expected to commence within the period of twelve months after the end of the reporting period or where the activities are expected to be completed within the normal operating cycle.

When the financial outcome of development activity can be reliably estimated, property development revenue and expenses are recognised in the statements of comprehensive income by using the stage of completion. The stage of completion is determined by the proportion that property development costs incurred for work performed to date bear to the estimated total property development costs.

When the financial outcome of a development activity cannot be reliably estimated, property development revenue is recognised only to the extent of property development costs incurred that is probable will be recoverable, and property development costs on units sold are recognised as an expense in the period in which they are incurred.

Any expected loss on a development project including costs to be incurred over the defects liability period shall be recognised as an expense immediately.

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

When the revenue recognised in the statements of comprehensive income exceeds billings to purchasers, the balance is shown as accrued billings under current assets. When the billings to purchasers exceed the revenue recognised in the statements of comprehensive income, the balance is shown as progress billings under current liabilities.

3. **Significant Accounting Policies (Cont'd)**

(d) Financial assets

Financial assets are recognised on the statements of financial position when, and only when the Group and the Company become a party to the contractual provisions of the financial instrument.

Financial assets are initially recognised at fair value plus transaction costs except for financial assets at fair value through profit or loss, which are recognised at fair value. Transaction costs for financial assets at fair value through profit or loss are recognised immediately in profit or loss.

Embedded derivative is recognised separately from the host contract and accounted for as a derivative if, and only if, it is not closely related to the economic characteristics and risks of the host contract and the host contract is not categorised at fair value through profit or loss. The host contract, in the event an embedded derivative is recognised separately, is accounted for in accordance with policy applicable to the nature of the host contract.

The Group and the Company classify their financial assets depending on the purpose for which it was required at initial recognition, into the following categories:

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

Financial assets at fair value through profit or loss are financial assets held for trading, including derivative or financial assets that are designated into this category upon initial recognition. A financial asset is classified in this category if it is acquired or incurred principally for the purpose of selling or repurchasing it in the near term. Derivatives are also categorised as held for trading unless they are designated as hedges. Assets in this category are classified as current assets.

After initial recognition, financial assets in this category are measured at fair value with any gains or losses arising from changes in the fair values recognised in profit or loss in the period in which the changes arise.

<u>Loans and receivables</u>

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are presented as current assets, except for those maturing later than 12 months after the end of the reporting period which are presented as non-current assets.

After initial recognition, financial assets categorised as loans and receivables are measured at amortised cost using the effective interest method, less impairment losses. Gains and losses are recognised in profit or loss when the loans and receivables are derecognised or impaired, and through the amortisation process.

3. **Significant Accounting Policies (Cont'd)**

(d) Financial assets (Cont'd)

Regular way purchase or sale of financial assets

Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace concerned. All regular way purchases and sales of financial assets are recognised or derecognised on the trade date i.e., the date that the Group and the Company commit to purchase or sell the asset.

Derecognition of financial assets

Financial assets are derecognised when the contractual rights to receive cash flows from the financial assets have expired or have been transferred and the Group and the Company have transferred substantially all risks and rewards of ownership. On derecognition of a financial asset, the difference between the carrying amount and the sum of consideration received and any cumulative gains or loss that had been recognised in equity is recognised in the profit or loss.

(e) Inventories

Raw materials, work-in-progress and finished goods are stated at the lower of cost and net realisable value.

Cost of raw material is determined on a first-in-first out basis. Cost of finished goods and work-in-progress consists of direct material, direct labour and appropriate proportion of production overheads based on normal operating capacity.

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

(f) Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, bank balances, demand deposits, bank overdrafts and highly liquid investments that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value. For the purpose of the statements of cash flows, cash and cash equivalents are presented net of bank overdrafts and pledged deposits, if any.

3. **Significant Accounting Policies (Cont'd)**

(g) Impairment on assets

(i) Non-financial assets

The carrying amounts of non-financial assets are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment loss is recognised immediately in profit or loss, unless the asset is carried at a revalued amount, in which such impairment loss is recognised directly against any revaluation surplus for the asset to the extent that the impairment loss does not exceed the amount in the revaluation surplus for that same asset. A cash-generating unit is the smallest identifiable asset group that generates cash flows that largely are independent from other assets and groups.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Previously recognised impairment losses are assessed at the end of each reporting period whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for asset in prior years. Such reversal is recognised in the profit or loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

3. **Significant Accounting Policies (Cont'd)**

(g) Impairment on assets (Cont'd)

(ii) Financial assets

All financial assets, other than those at fair value through profit or loss, are assessed at the end of each reporting period whether there is any objective evidence of impairment as a result of one or more events having an impact on the estimated future cash flows of the asset.

Financial assets carried at amortised cost

To determine whether there is objective evidence that an impairment loss on financial assets has been incurred, the Group considers factors such as the probability of insolvency or significant financial difficulties of the receivable and default or significant delay in payments. For certain categories of financial assets, such as trade receivables, assets that are assessed not to be impaired individually are subsequently assessed for impairment on a collective basis based on similar risk characteristics.

Objective evidence of impairment for a portfolio of receivables could include the Group's past experience of collecting payments, an increase in the number of delayed payments in the portfolio past the average credit period and observable changes in national or local economic conditions that correlate with defaults on receivables.

If any such evidence exists, the amount of impairment loss is measured as the difference between the assets carrying amount and the present value of estimated future cash flows (excluding future expected credit losses that have not yet been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account and the amount of impairment loss is recognised in the profit or loss.

If in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed to the extent that the carrying amount of the asset does not exceed its amortised cost at the reversal date. The amount of reversal is recognised in profit or loss.

3. **Significant Accounting Policies (Cont'd)**

(h) Financial liabilities

Financial liabilities are recognised on the statements of financial position when, and only when the Group and the Company become a party to the contractual provisions of the financial instrument.

All financial liabilities are initially recognised at fair value plus transaction cost and subsequently carried at amortised cost using the effective interest method, other than those categorised as fair value through profit or loss. Changes in the carrying amount of these liabilities are recognised in the profit or loss.

The Group and the Company classify their financial liabilities at initial recognition, into the following categories:

Financial liabilities at fair value through profit or loss

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

Other liabilities measured at amortised cost

Other financial liabilities are non-derivatives financial liabilities. The Group's and the Company's other financial liabilities comprise trade and other payables and borrowings. Other financial liabilities are classified as current liabilities; except for maturities more than 12 months after the end of the reporting period, in which case they are classified as non-current liabilities.

Other liabilities are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in the profit or loss when the liabilities are derecognised as well as through the effective interest rate method amortisation process.

Financial guarantee contracts

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

3. **Significant Accounting Policies (Cont'd)**

(h) Financial liabilities (Cont'd)

Financial guarantee contracts (Cont'd)

Financial guarantee contracts are recognised initially at fair value and are amortised to profit or loss using a straight-line method over the contractual period or, when there is no specific contractual period, recognised in profit or loss upon discharge of the guarantee. Subsequently, the carrying amount is measured at the higher of the best estimate of the obligation under the contract in accordance with FRS 137 at the end of the reporting period and the initial amount recognised less accumulated amortisation. If the carrying amount of the financial guarantee contract is lower than the obligation, the carrying amount is adjusted to the obligation amount and accounted for as a provision.

Derecognition of financial liabilities

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

Offsetting of financial instruments

A financial asset and financial liability are offset and the net amount reported in the statements of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

(i) Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date, whether fulfilment of the arrangement is dependent on the use of a specific asset or asset or the arrangement conveys a right to use the asset, even if that right is not explicitly specific in an arrangement.

(i) Finance lease

Leases in terms of which the Group assumes substantially all the risks and rewards of ownership are classified as finance lease. Upon initial recognition, the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset.

3. **Significant Accounting Policies (Cont'd)**

(i) Leases (Cont'd)

(i) Finance lease (Cont'd)

Minimum lease payments made under finance leases are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised as finance costs in the profit or loss. Contingent lease payments are accounted for by revising the minimum lease payments over the remaining term of the lease when the lease adjustment is confirmed.

Leasehold land which in substance is a finance lease is classified as a property, plant and equipment.

(ii) Operating lease

Leases, where the Group or the Company does not assume substantially all the risks and rewards of ownership are classified as operating leases and, except for property interest held under operating lease, the leased assets are not recognised on the statements of financial position. Property interest held under an operating lease, which is held to earn rental income or for capital appreciation or both, is classified as investment property.

Payments made under operating leases are recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives received are recognised in profit or loss as an integral part of the total lease expense, over the term of the lease. Contingent rentals are charged to profit or loss in the reporting period in which they are incurred.

Leasehold land which in substance is an operating lease is classified as prepaid land lease payments.

(j) Share capital

(i) Ordinary shares

An equity instrument is any contract that evidences a residual interest in the assets of the Group and the Company after deducting all of its liabilities. Ordinary shares are equity instruments. Ordinary shares are recorded at the nominal value of shares issued. Ordinary shares are classified as equity.

Dividends on ordinary shares are accounted for in equity as appropriation of retained earnings and recognised as a liability in the period in which they are declared.

3. **Significant Accounting Policies (Cont'd)**

(j) Share capital (Cont'd)

(ii) Treasury shares

When issued shares of the Company are repurchased, the amount of the consideration paid, including directly attributable costs, net of any tax effects, is recognised as a deduction from equity. Repurchased shares that are not subsequently cancelled are classified as treasury shares in the statements of changes in equity.

When treasury shares are distributed as share dividends, the cost of the treasury shares is applies in the reduction of the share premium account or distributable reserves, or both.

When treasury shares are sold or reissued subsequently, the difference between the sales consideration net of directly attributable costs and the carrying amount of the treasury shares is recognised in equity, and the resulting surplus or deficit on the transaction is presented in share premium.

(k) Foreign currency transactions and balances

Transactions in foreign currency are recorded in the functional currency of the respective Group entities using the exchange rates prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing on that date.

Non-monetary items denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date on which the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the rate at the date of transaction.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are included in profit or loss for the reporting period. Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss for the reporting period except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised directly in equity. Exchange differences arising from such non-monetary items are also recognised directly in equity.

3. **Significant Accounting Policies (Cont'd)**

(l) Revenue

(i) Sales of goods

Revenue is measured at the fair value of consideration received or receivable, net of returns and allowances, trade discount and volume rebates. Revenue from sale of goods is recognised when the transfer of significant risk and rewards of ownership of the goods to the customer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, and there is no continuing management involvement with the goods.

(ii) Property development

Revenue from property development is accounted for by the stage of completion method as described in Note 3(c)(ii).

(iii) Interest income

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

(iv) Rental income

Rental income is accounted for a straight-line basis over the lease terms. The aggregate costs of incentives provided to lessees are recognised as a reduction of rental income over the lease term on a straight-line basis.

(v) Dividend income

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

(vi) Management fee

Management fee is recognised on accrual basis when services are rendered.

(m) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalised as part of the cost of those assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale. All borrowing costs are recognised in profit or loss in the period in which they are incurred. Borrowing costs consist of interets and other costs that the Group incurred in connection with the borrowing of funds.

3. **Significant Accounting Policies (Cont'd)**

(m) Borrowing costs (Cont'd)

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

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

(n) Income taxes

Tax expense in profit or loss comprises current and deferred tax. Current tax and deferred tax is recognised in profit or loss except to the extent that it relates to items recognised directly in equity or other comprehensive income.

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

Deferred tax is recognised on the liability method for all temporary differences between the carrying amount of assets or liabilities in the statements of financial position and their tax bases. Deferred tax is not recognised for the temporary differences arising from the initial recognition of goodwill, the initial recognition of assets and liabilities in a transaction which is not a business combination and that affects neither accounting profit nor taxable profit or loss. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax is based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, at the end of the reporting period. Deferred tax assets and liabilities are not discounted.

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

3. **Significant Accounting Policies (Cont'd)**

(n) Income taxes (Cont'd)

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at the end of each reporting period and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Unutilised reinvestment allowances, being tax incentives that is not a tax base of an asset, is recognised as a deferred tax asset to the extent that it is probable that the future taxable profits will be available against the unutilised tax incentive can be utilised.

(o) Employee benefits

(i) Short term employee benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the period in which the associated services are rendered by employees of the Group and of the Company. 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.

(ii) Defined contribution plans

As required by law, companies in Malaysia contributions to the state pension scheme, the Employee Provident Fund ("EPF"). Such contributions are recognised as an expense in the profit or loss as incurred. Once the contributions have been paid, the Group has no further payment obligations.

3. **Significant Accounting Policies (Cont'd)**

(o) Employee benefits (Cont'd)

(iii) Share based compensation (Cont'd)

The Group operates an equity-settled, share-based compensation plan for the employees of the Group. Employee services received in exchange for the grant of the share options is recognised as an expense in the profit or loss over the vesting periods of the grant with a corresponding increase in equity.

For options granted to the employees of the subsidiary companies, the fair value of the options granted is recognised as cost of investment in the subsidiary companies over the vesting period with a corresponding adjustment to equity in the Company's financial statements.

The total amount to be expensed over the vesting period is determined by reference to the fair value of the share options granted, excluding the impact of any non-market vesting conditions (for example, profitability and sales growth targets). Non-market vesting conditions are included in assumptions about the number of options that are expected to be vested. At the end of each reporting period, the Group revises its estimates of the number of share options that are expected to be vested. It recognises the impact of the revision of original estimates, if any, in the profit or loss, with a corresponding adjustment to equity.

The proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value) and share premium when the options are exercised.

(p) Earnings per share

The Group presents basic and diluted earnings per share ("EPS") data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to owners of the parent by the weighted average number of ordinary shares in issue during the period. Diluted EPS is determined by adjusting the profit or loss attributable to owners of the parent and the weighted average number of ordinary shares in issue adjusted for the effects of all dilutive potential ordinary shares, which comprise share options granted to employees.

3. **Significant Accounting Policies (Cont'd)**

(q) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-makers are responsible for allocating resources and assessing performance of the operating segments and make overall strategic decisions. The Group's operating segments are organised and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.

(r) Contingent liabilities

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent asset or liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events, are also disclosed as contingent asset or liability unless the probability of outflow of economic benefits is remote.

4. Property, Plant and Equipment

	At Valuation			At Cost							
	Freehold land RM'000	Leasehold land RM'000	Freehold buildings RM'000	Freehold buildings and building improvements RM'000	Leasehold land and buildings RM'000	Office equipment, furniture and fittings RM'000	Renovation and electrical upgrade RM'000	Tools and machinery RM'000	Motor vehicles RM'000	Capital work-in-progress RM'000	Total RM'000
2014											
Group											
Cost / Valuation											
At 1 August 2013	37,645	3,800	70,260	12,555	2,965	5,874	547	65,020	3,305	-	201,971
Additions	-	-	-	1,295	5,959	280	30	4,107	720	10,670	23,061
Disposals	-	-	-	-	-	-	-	(1,989)	(380)	-	(2,369)
Written off	-	-	-	-	-	-	-	-	(114)	-	(114)
At 31 July 2014	37,645	3,800	70,260	13,850	8,924	6,154	577	67,138	3,531	10,670	222,549

4. Property, Plant and Equipment (Cont'd)

	At Valuation			At Cost							
	Freehold land RM'000	**Leasehold land RM'000**	**Freehold buildings RM'000**	**Freehold buildings and building improvements RM'000**	**Leasehold land and buildings RM'000**	**Office equipment, furniture and fittings RM'000**	**Renovation and electrical upgrade RM'000**	**Tools and machinery RM'000**	**Motor vehicles RM'000**	**Capital work-in-progress RM'000**	**Total RM'000**
2014											
Group											
Accumulated depreciation											
At 1 August 2013	-	55	1,571	2,240	198	2,717	82	35,264	1,481	-	43,608
Charge for the financial year	-	52	1,405	259	115	434	12	5,067	581	-	7,925
Disposals	-	-	-	-	-	-	-	(1,869)	(370)	-	(2,239)
Written off	-	-	-	-	-	-	-	-	(28)	-	(28)
At 31 July 2014	-	107	2,976	2,499	313	3,151	94	38,462	1,664	-	49,266

4. **Property, Plant and Equipment (Cont'd)**

	At Valuation			At Cost							
	Freehold land RM'000	**Leasehold land RM'000**	**Freehold buildings RM'000**	**Freehold buildings and building improvements RM'000**	**Leasehold land and buildings RM'000**	**Office equipment, furniture and fittings RM'000**	**Renovation and electrical upgrade RM'000**	**Tools and machinery RM'000**	**Motor vehicles RM'000**	**Capital work-in-progress RM'000**	**Total RM'000**
2014											
Group											
Accumulated impairment losses											
At 1 August 2013/ 31 July 2014	-	-	-	715	-	-	-	-	-	-	715
Carrying amount											
At 31 July 2014	37,645	3,693	67,284	10,636	8,611	3,003	483	28,676	1,867	10,670	172,568

4. Property, Plant and Equipment (Cont'd)

	At Valuation			At Cost							
	Freehold land RM'000	**Leasehold land RM'000**	**Freehold buildings RM'000**	**Freehold buildings and building improvements RM'000**	**Leasehold land and building RM'000**	**Office equipment, furniture and fittings RM'000**	**Renovation and electrical upgrade RM'000**	**Tools and machinery RM'000**	**Motor vehicles RM'000**	**Capital work-in-progress RM'000**	**Total RM'000**
2013											
Group											
Cost / Valuation											
At 1 August 2012	32,566	3,800	58,813	14,382	2,134	3,764	460	50,479	2,712	152	169,262
Additions	4,287	-	9,467	43	831	2,121	173	16,729	1,031	-	34,682
Revaluation surplus	792	-	1,828	-	-	-	-	-	-	-	2,620
Disposals	-	-	-	-	-	(11)	-	(1,094)	(438)	-	(1,543)
Written off	-	-	-	(1,870)	-	-	(86)	(1,094)	-	-	(3,050)
Reclassification	-	-	152	-	-	-	-	-	-	(152)	-
At 31 July 2013	37,645	3,800	70,260	12,555	2,965	5,874	547	65,020	3,305	-	201,971

4. Property, Plant and Equipment (Cont'd)

	At Valuation			At Cost							
	Freehold land RM'000	Leasehold land RM'000	Freehold buildings RM'000	Freehold buildings and building improvements RM'000	Leasehold land and building RM'000	Office equipment, furniture and fittings RM'000	Renovation and electrical upgrade RM'000	Tools and machinery RM'000	Motor vehicles RM'000	Capital work-in-progress RM'000	Total RM'000
2013											
Group											
Accumulated depreciation											
At 1 August 2012	-	6	206	2,349	152	2,406	86	33,238	1,401	-	39,844
Charge for the financial year	-	49	1,365	264	46	317	10	3,759	518	-	6,328
Disposals	-	-	-	-	-	(6)	-	(1,047)	(438)	-	(1,491)
Written off	-	-	-	(373)	-	-	(14)	(686)	-	-	(1,073)
At 31 July 2013	-	55	1,571	2,240	198	2,717	82	35,264	1,481	-	43,608

4. Property, Plant and Equipment (Cont'd)

	At Valuation			At Cost							
	Freehold land RM'000	Leasehold land RM'000	Freehold buildings RM'000	Freehold buildings and building improvements RM'000	Leasehold land and building RM'000	Office equipment, furniture and fittings RM'000	Renovation and electrical upgrade RM'000	Tools and machinery RM'000	Motor vehicles RM'000	Capital work-in-progress RM'000	Total RM'000
2013											
Group											
Accumulated impairment losses											
At 1 August 2012/ 31 July 2013	-	-	-	715	-	-	-	-	-	-	715
Carrying amount											
At 31 July 2013	37,645	3,745	68,689	9,600	2,767	3,157	465	29,756	1,824	-	157,648

4. **Property, Plant and Equipment (Cont'd)**

(a) Certain freehold land, freehold buildings and building improvements, leasehold land and buildings of the Group with carrying amount of RM108,627,000 (2013: RM109,860,000) have been pledged to licensed banks as security for credit facilities granted to the Group as disclosed in Note 19.

(b) The carrying amount of property, plant and equipment of the Company acquired under hire purchase arrangement as follows:

	Group	
	2014	**2013**
	RM'000	**RM'000**
Motor vehicles	1,512	1,622
Plant & machinery	674	-
	2,186	1,622

(c) Included in the property, plant and equipment of the Group are motor vehicles with carrying amount of RM861,000 (2013: RM1,287,000) held in trust under the name of a Director and third parties.

(d) The leasehold land, freehold land and buildings of the Group were revalued by independent professional qualified valuer, Raine & Horne International Zaki + Partners Sdn. Bhd. in May 2012 and KGV International Property Consultants (M) Sdn. Bhd. in December 2011 respectively, using the open market value method.

(e) Had the revalued property been included in the financial statements at cost less accumulated depreciation and accumulated impairment, the carrying amount of the revalued property would have been as follows:

	Group	
	2014	**2013**
	RM'000	**RM'000**
Leasehold land	1,943	1,969
Freehold land	8,043	8,043
Buildings	52,002	53,246
	61,988	63,258

4. **Property, Plant and Equipment (Cont'd)**

(f) The aggregate additional cost for the property, plant and equipment of the Group during the financial year under hire purchase financing, term loan financing, reclassified from other receivables and cash payments are as follows:

	Group 2014 RM'000	Group 2013 RM'000
Aggregate costs	23,061	34,682
Less : Hire purchase financing	(1,027)	(750)
Term loan financing	-	(9,200)
Reclassified from other receivables	(450)	(13,839)
Cash payments	21,584	10,893

(g) The remaining lease terms of the leasehold land range from 75 to 82 (2013: 76 to 83) years.

5. **Investment in Subsidiary Companies**

(a) Investment in subsidiary companies

	Company 2014 RM'000	Company 2013 RM'000
In Malaysia		
Unquoted shares, at cost		
At 1 August	80,070	80,070
Additions	3,000	-
At 31 July	83,070	80,070
Less : Accumulated impairment		
At 1 August	(29,991)	(46,221)
Impairment made	(2,500)	-
Reversal of impairment	14,000	16,230
At 31 July	(18,491)	(29,991)
	64,579	50,079

5. **Investment in Subsidiary Companies (Cont'd)**

(b) The subsidiary companies and shareholdings therein are as follows:

Name of Company	Country of incorporation	Effective interest 2014 %	2013 %	Principal activities
Direct holding:				
Seng Yip Furniture Sdn. Bhd.	Malaysia	100	100	Manufacture and export of moulded timber, furniture products and timber treatment processing
Tomisho Sdn. Bhd.	Malaysia	100	100	Manufacture and export of furniture and component parts
SYF Venture Sdn. Bhd.	Malaysia	100	100	Investment holding
Great Platform Sdn. Bhd.	Malaysia	100	100	Manufacture and trading of particle board
Indirect holding:				
Subsidiary companies of SYF Venture Sdn. Bhd.				
SYF Development Sdn. Bhd.	Malaysia	100	100	Property development
Seng Yip Timber Sdn. Bhd.	Malaysia	100	100	Dormant
SYF Plantation Sdn. Bhd.	Malaysia	100	100	Dormant

6. **Deferred Tax (Assets)/Liabilities**

(a) Deferred tax assets

	Note	Group 2014 RM'000	Group 2013 RM'000
At 1 August		(700)	-
Recognised in profit or loss	26	-	(700)
At 31 July		(700)	(700)

The net deferred tax assets and liability shown on the statements of financial position after appropriate offsetting are as follow:

	Group 2014 RM'000	Group 2013 RM'000
Deferred tax assets	(1,439)	(1,302)
Deferred tax liability	739	602
	(700)	(700)

The components and movements of the deferred tax assets and liability are as follows:

Deferred tax assets of the Group:

	Other temporary differences RM'000	**Unutilised capital allowances RM'000**	**Unutilised reinvestment allowances RM'000**	**Unused tax loss RM'000**	**Total RM'000**
At 1 August 2013	(154)	(81)	(1,067)	-	(1,302)
Recognised in profit or loss	(4)	81	93	(307)	(137)
At 31 July 2014	(158)	-	(974)	(307)	(1,439)
At 1 August 2012	-	(646)	(242)	-	(888)
Recognised in profit or loss	(154)	698	(1,064)	-	(520)
(Under)/Over provision in prior year	-	(133)	239	-	106
At 31 July 2013	(154)	(81)	(1,067)	-	(1,302)

6. **Deferred Tax (Assets)/Liabilities (Cont'd)**

(a) Deferred tax assets (Cont'd)

Deferred tax liability of the Group:

	2014 RM'000	2013 RM'000
Accelerated capital allowances		
At 1 August	602	888
Recognised in profit or loss	137	(180)
Under provision in prior year	-	(106)
At 31 July	739	602

(b) Deferred tax liabilities

		Group	
	Note	2014 RM'000	2013 RM'000
At 1 August		8,938	8,736
Recognised in profit or loss	26	1,901	(255)
Other comprehensive income:			
Deferred tax liabilities arising from revaluation of leasehold land, freehold land and buildings		-	457
At 31 July		10,839	8,938

The net deferred tax liabilities and assets shown on the statements of financial position after appropriate offsetting are as follow:

	Group	
	2014 RM'000	2013 RM'000
Deferred tax liabilities	16,005	16,811
Deferred tax assets	(5,166)	(7,873)
	10,839	8,938

6. **Deferred Tax (Assets)/Liabilities (Cont'd)**

(b) Deferred tax liabilities (Cont'd)

The components and movements of the deferred tax liabilities and assets are as follows:

Deferred tax liabilities of the Group:

	Accelerated capital allowances RM'000	**Revaluation surplus RM'000**	**Total RM'000**
At 1 August 2013	7,777	9,034	16,811
Recognised in profit or loss	(214)	(611)	(825)
Under provision in prior year	19	-	19
At 31 July 2014	7,582	8,423	16,005
At 1 August 2012	5,762	8,736	14,498
Recognised in profit or loss	1,364	(159)	1,205
Recognised in other comprehensive income	-	457	457
Under provision in prior year	651	-	651
At 31 July 2013	7,777	9,034	16,811

Deferred tax assets of the Group:

	Other temporary differences RM'000	**Unutilised capital allowances RM'000**	**Unutilised reinvestment allowances RM'000**	**Unused tax losses RM'000**	**Total RM'000**
At 1 August 2013	(174)	(1,628)	(5,208)	(863)	(7,873)
Recognised in profit or loss	457	(39)	1,769	759	2,946
(Under)/Over provision in prior year	-	(4)	44	(279)	(239)
At 31 July 2014	283	(1,671)	(3,395)	(383)	(5,166)
At 1 August 2012	-	-	(5,756)	(6)	(5,762)
Recognised in profit or loss	(174)	(1,628)	1,200	(858)	(1,460)
(Under)/Over provision in prior year	-	-	(652)	1	(651)
At 31 July 2013	(174)	(1,628)	(5,208)	(863)	(7,873)

6. **Deferred Tax (Assets)/Liabilities (Cont'd)**

(b) Deferred tax liabilities (Cont'd)

The deferred tax assets have not been recognised in respect of the following temporary differences due to uncertainty of its recoverability.

	Group		Company	
	2014	2013	2014	2013
	RM'000	RM'000	RM'000	RM'000
Unutilised capital allowances	2,071	1,228	-	-
Unutilised reinvestment allowances	2,978	6,680	-	-
Unused tax losses	19,273	20,517	1,908	1,383
	24,322	28,425	1,908	1,383

7. **Land and Property Development Costs**

	Group	
	2014	2013
	RM'000	RM'000
Freehold land, at cost		
At 1 August	6,040	5,443
Additions	16,605	597
At 31 July	22,645	6,040
Property development costs		
At 1 August	43,476	16,325
Additions	36,645	27,151
At 31 July	80,121	43,476
Less: Costs recognised in the statements of comprehensive income		
At 1 August	43,000	13,824
Recognised during the financial year	38,831	29,176
At 31 July	81,831	43,000
Total land and property development costs	20,935	6,516

7. **Land and Property Development Costs (Cont'd)**

(a) During the financial year, a subsidiary company has entered into joint venture agreement ("Agreement") with two parties ("the landowners") to develop three pieces of freehold land and based on the Agreement, the landowners are entitled to an agreed sum as specified in the Agreement.

(b) The land held for development of the Group amounting to RM16,605,000 (2013: Nil) has been pledged to a licensed bank as security for credit facility granted to a subsidiary company as disclosed in Note 19.

8. **Inventories**

	Group	
	2014	**2013**
	RM'000	**RM'000**
At cost		
Raw material	20,679	19,811
Consumables	1,466	1,016
Work-in-progress	34,632	28,087
Finished goods	8,495	7,530
	65,272	56,444
At net realisable value		
Consumables	-	82
Finished goods	49	276
	49	358
	65,321	56,802

During the financial year, the Group has recognised the following:

	Group	
	2014	**2013**
	RM'000	**RM'000**
Inventories written down	280	350
Inventories written off	-	163

9. Trade Receivables

	Group 2014 RM'000	Group 2013 RM'000
Trade receivables	14,503	12,468
Less: Accumulated impairment	(980)	(1,081)
	13,523	11,387
Accrued billings in respect of property development costs	2,646	-
	16,169	11,387

Trade receivables are recognised at their original invoice amounts which represent their fair value on initial recognition.

The Group's normal trade credit terms range from 1 to 90 days (2013: 1 to 90 days). Other credit terms are assessed and approved on a case by case basis.

The Group's credit exposures are concentrated mainly on 5 (2013: 3) debtors, which accounted for 21% (2013: 28.5%) of total trade receivables.

Analysis of the trade receivables ageing is as follows:

	Group 2014 RM'000	Group 2013 RM'000
Neither past due nor impaired	11,471	10,519
Past due but not impaired:		
Less than 30 days	590	359
31 to 60 days	317	151
More than 60 days	1,145	358
	2,052	868
	13,523	11,387
Impaired	980	1,081
	14,503	12,468

<u>Receivables that are neither past due nor impaired</u>

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

9. **Trade Receivables (Cont'd)**

Receivables that are past due but not impaired

Trade receivables that are past due but not impaired are unsecured in nature. As per Directors, these relate to a number of independent customers from whom there is no recent history of default. Included in trade receivables of the Group is RM3,730,000 (2013: RM25,000) that are past due but not impaired which were related to sales of properties. The Group has not made any significant impairment on its past due receivable as the Directors are of the view that most of the purchasers have obtained end financing. The ownership of the titles will only be transferred to the purchasers upon full settlement of purchase price.

Movements in impairment on trade receivables (individually impaired) are as follows:

	Group	
	2014	**2013**
	RM'000	**RM'000**
At 1 August	1,081	1,397
Impairment during the financial year	61	-
Amount written off	(162)	(316)
At 31 July	980	1,081

Trade receivables that are individually determined to be impaired at the end of the reporting period related to debtors that have defaulted on payments. These receivables are not secured by any collateral or credit enhancements.

The foreign currency exposure profile is as follows:

	Group	
	2014	**2013**
	RM'000	**RM'000**
United States Dollar (USD)	6,774	5,855

10. Other Receivables

	Group		Company	
	2014	**2013**	**2014**	**2013**
	RM'000	**RM'000**	**RM'000**	**RM'000**
Other receivables	17,864	3,758	37	-
Less: Accumulated impairment	(40)	(40)	-	-
	17,824	3,718	37	-
Deposits	3,283	4,996	-	-
Prepayments	4,675	9,689	-	-
	25,782	18,403	37	-

In the previous financial year, included in other receivables was an amount of RM2,523,000 pursuant to insurance claim receivable for property, plant and equipment and inventories written off due to fire incident. The insurance claim was received during the financial year.

Included in the other receivables of the Group are advances to contractors for property development project amounting to RM14,663,200 (2013: RM1,000,000).

Included in the deposits of the Group are Nil (2013: RM450,000) paid for the acquisition of property, plant and equipment by a subsidiary company.

Included in the deposits of the Group are Nil (2013: RM1,600,000) paid for the acquisition of land held for property development by a subsidiary company.

Included in the prepayments of the Group are prepayment for extraction of rubberwood timber amounting to RM3,136,000 (2013: RM8,866,000).

11. Derivative Financial Assets/(Liabilities)

	Group			
	2014		2013	
	Contract/ Notional amount USD'000	Financial Assets RM'000	Contract/ Notional amount USD'000	Financial Liabilities RM'000
Non-hedging derivative:				
Current				
Forward currency contracts	6,110	700	12,550	(777)

The Group has forward currency contracts to manage some of the transaction exposure. These contracts are not designated as cash flow or fair value hedges and are entered into for periods consistent with currency transaction exposure and fair value changes exposure. Such derivatives do not qualify for hedge accounting.

Forward currency contracts are used to hedge the Group's sales denominated in USD for which firm commitments existed at the end of the reporting period, extending to August 2015 (2013: July 2014).

During the financial year, the Group recognised a gain of RM1,477,000 (2013: loss of RM913,000) arising from fair value changes of derivative assets/liabilities. The fair value changes are attributable to changes in foreign exchange spot and forward rates.

12. Amount Owing by/(to) Subsidiary Companies

(a) Amount owing by subsidiary companies

	Company	
	2014 RM'000	2013 RM'000
Amount owing by subsidiary companies	91,851	78,238
Less: Accumulated impairment	(7,000)	(7,000)
	84,851	71,238

This represents unsecured, interest free advances and is repayable on demand.

(b) Amount owing to a subsidiary company

This represents unsecured, interest free advances and is repayable on demand.

13. Fixed Deposits with a Licensed Bank

The fixed deposits of the Group were pledged to a licensed bank as security for certain bankers' guarantee granted to certain subsidiary companies.

In prior year, the interest rates and maturities of deposits was 3.0% per annum and 365 days respectively.

14. Cash and Bank Balances

The foreign currency exposure profile is as follows:

	Group	
	2014	**2013**
	RM'000	**RM'000**
USD	863	112
Reminbi (RMB)	2	2

15. Share Capital

	Group/Company			
	Number of shares ('000)		**Amount**	
	2014	**2013**	**2014**	**2013**
	Units	**Units**	**RM'000**	**RM'000**
Ordinary shares of RM0.25 each				
Authorised:				
At 1 August/31 July	800,000	800,000	200,000	200,000
Issued and fully paid				
At 1 August	273,126	270,857	68,281	67,714
Exercised of ESOS	3,455	2,269	864	567
At 31 July	276,581	273,126	69,145	68,281

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 regard to the Company's residual assets. In respect of the Company's treasury shares that are held by the Group, all rights are suspended until those shares are reissued.

15. **Share Capital (Cont'd)**

During the financial year, the Company increased its issued and paid-up share capital from RM68,281,000 to RM69,145,000 by the issuance of 3,455,000 new ordinary shares of RM0.25 each for cash arising from exercise of ESOS at a price of RM0.50 per ordinary share.

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

16. **Reserves**

		Group		Company	
		2014	**2013**	**2014**	**2013**
	Note	**RM'000**	**RM'000**	**RM'000**	**RM'000**
Non-distributable:					
Share premium		16,805	15,941	16,805	15,941
Assets revaluation reserve	(a)	39,549	39,954	-	-
Treasury shares	(b)	(494)	(7)	(494)	(7)
		55,860	55,888	16,311	15,934
Distributable:					
Retained earnings		62,366	40,263	63,747	33,366
		118,226	96,151	80,058	49,300

The movements in the reserves are reflected in the statements of changes in equity.

(a) Assets revaluation reserve

Assets revaluation reserve arose from the revaluation of leasehold land, freehold land and buildings of the subsidiary companies, net of tax, and are not available for distribution as dividends to the shareholders.

(b) Treasury shares

	Group/Company			
	Number of shares ('000)		Amount	
	2014	**2013**	**2014**	**2013**
	Units	**Units**	**RM'000**	**RM'000**
At 1 August	10	-	7	-
Own shares acquired	810	10	487	7
At 31 July	820	10	494	7

16. **Reserves (Cont'd)**

(b) Treasury shares (Cont'd)

During the financial year, the Company has obtained its shareholders' approval to purchase up to 10% of its issued and paid up share capital of the Company at the Annual General Meeting held on 13 January 2014.

The shares purchased were retained as treasury shares and treated in accordance with the requirements of Section 67A of the Companies Act, 1965. The Company has the right to re-issue these shares at a later date. As treasury shares, the rights attached as to voting, dividends and participation in other distribution are suspended.

During the financial year, the Company repurchased 810,000 ordinary shares of its issued share capital from the open market. The average price paid for the shares repurchased was RM0.60 per share. The total consideration paid for the repurchase was amounting to RM487,000. The repurchased transactions were financed by internally generated funds.

Details of treasury shares are as follows:

	Average price RM	Highest price RM	Lowest price RM	Number of shares repurchased Units ('000)	Cost RM'000
2014					
August 2013	0.60	0.60	0.58	150	89
September 2013	0.60	0.60	0.59	306	183
October 2013	0.61	0.61	0.60	354	215
				810	487
2013					
April 2013	0.68	0.68	0.68	10	7

17. **Warrants Reserve**

The total numbers of warrants that remain unexercised was 35,358,171 as at 31 July 2013. The warrants expired on 30 September 2013 and were delisted on 1 October 2013.

18. Hire Purchase Payables

	Group 2014 RM'000	Group 2013 RM'000
(a) **Minimum lease payments**		
Repayable within one year	672	416
Repayable between one and two years	653	373
Repayable between two and five years	627	601
	1,952	1,390
Less: Future finance charges	(136)	(89)
Present value of minimum lease payments	1,816	1,301
(b) **Present value of minimum lease payments**		
Repayable within one year	599	374
Repayable between one and two years	611	345
Repayable between two and five years	606	582
	1,816	1,301
Analysed as:		
Repayable within twelve months	599	374
Repayable after twelve months	1,217	927
	1,816	1,301

Interest is charged at rates ranging from 1.52% to 2.59% (2013: 2.44% to 3.50%) per annum.

Certain hire purchase payables of the Group amounting to RM707,000 (2013: RM1,056,000) are in relation to assets held in trust under the name of a Director and third parties as disclosed in Note 4(c).

19. **Bank Borrowings**

	Group	
	2014	**2013**
	RM'000	**RM'000**
Secured		
Floating rates		
Bank overdrafts	10,428	10,753
Term loans	32,815	21,957
Bills payables	15,806	14,620
Total bank borrowings	59,049	47,330
Analysed as:		
Repayable within twelve months		
Secured		
Floating rates		
Bank overdrafts	10,428	10,753
Term loans	5,744	3,236
Bills payables	15,806	14,620
	31,978	28,609
Repayable after twelve months		
Secured		
Floating rates		
Term loans	27,071	18,721
Total bank borrowings	59,049	47,330

The credit facilities of the Group obtained from licensed banks are secured by way of legal charge on certain property, plant and equipment as disclosed in Note 4(a) and corporate guarantee by the Company.

Maturity of the bank borrowings is as follows:

	Group	
	2014	**2013**
	RM'000	**RM'000**
Within one year	31,978	28,609
Between one and two years	6,174	2,928
Between two and three years	6,715	3,112
Between three and four years	7,439	3,120
Between four and five years	2,870	2,817
After five years	3,873	6,744
	59,049	47,330

19. **Bank Borrowings (Cont'd)**

Range of interest rates at the end of the reporting period is as follows:

	Group	
	2014	**2013**
	%	**%**
Bank overdrafts	7.60 - 7.85	7.60
Term loans	6.70 - 7.88	6.70 - 7.60
Bills payables	4.40 - 5.00	4.35 - 5.03

20. **Trade Payables**

	Group	
	2014	**2013**
	RM'000	**RM'000**
Trade payables	15,156	15,152
Retention sum	2,986	902
Landowners' entitlement		
- related parties	1,740	1,160
- third parties	-	2,205
	1,740	3,365
	19,882	19,419
Progress billings in respect of property development costs	4,017	497
	23,899	19,916

The normal trade credit term granted to the Group range from 1 to 90 days (2013: 1 to 90 days). Other credit terms are assessed and approved on a case by case basis.

The foreign currency exposure profile is as follows:

	Group	
	2014	**2013**
	RM'000	**RM'000**
Japanese Yen (JPY)	10	10

21. **Other Payables**

	Group		Company	
	2014	**2013**	**2014**	**2013**
	RM'000	**RM'000**	**RM'000**	**RM'000**
Other payables				
- Related party	13	-	-	-
- Third parties	15,162	6,070	268	57
	15,175	6,070	268	57
Accruals	4,918	4,491	280	300
Deposits	2,311	1,253	-	-
	22,404	11,814	548	357

The foreign currency exposure profile is as follows:

	Group	
	2013	**2013**
	RM'000	**RM'000**
USD	568	1,328
RMB	5,061	-

22. **Revenue**

	Group		Company	
	2014	**2013**	**2014**	**2013**
	RM'000	**RM'000**	**RM'000**	**RM'000**
Sale of goods	220,436	181,882	-	-
Property development	56,693	37,784	-	-
Dividend income from a subsidiary company	-	-	20,000	-
Management fees from subsidiary companies	-	-	80	80
	277,129	219,666	20,080	80

23. Cost of Sales

	Group 2014 RM'000	Group 2013 RM'000
Cost of goods sold	195,734	166,356
Property development	38,831	29,176
	234,565	195,532

24. Finance Costs

	Group 2014 RM'000	Group 2013 RM'000
Interest expenses on:		
Term loans	2,483	1,171
Bank overdrafts	393	259
Bills payables	696	1,092
Hire purchase	59	53
Late payment	-	27
	3,631	2,602

25. Profit before Taxation

Profit before taxation is derived at after charging/(crediting):

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Auditors' remuneration				
- Statutory				
- current year	100	100	30	30
- over provision in prior years	-	(10)	-	-
- other	3	5	3	5
Bad debts written off	46	7	-	-
Company's Directors				
- fee	114	126	114	126
- salaries and other emoluments	1,456	1,456	247	986
- EPF	174	174	30	118
- Benefits-in-kind	52	52	52	52

25. Profit before Taxation (Cont'd)

Profit before taxation is derived at after charging/(crediting): (Cont'd)

	Group 2014 RM'000	Group 2013 RM'000	Company 2014 RM'000	Company 2013 RM'000
Depreciation of property, plant and equipment	7,925	6,328	-	-
Impairment on:				
- investment in a subsidiary company	-	-	2,500	-
- trade receivables	61	-	-	-
Inventories written down	280	350	-	-
Inventories written off	-	163	-	-
Property, plant and equipment written off	86	1,977	-	-
Rental of land and premises paid/payable				
- a subsidiary company	-	-	72	72
- Company's Director	526	526	-	-
- third parties	1,125	1,609	-	-
Fixed deposit interest income	(3)	(15)	-	-
Gain on disposal of property, plant and equipment	(196)	(158)	-	-
(Gain)/Loss on derivative financial assets/liabilities	(1,477)	913	-	-
Loss/(Gain) on foreign exchange				
- realised	519	(695)	-	-
- unrealised	(143)	82	-	-
Insurance claim received /receivable	(288)	(2,523)	-	-
Reversal of impairment on investment in a subsidiary company	-	-	(14,000)	(16,230)

26. Taxation

	Group 2014 RM'000	Group 2013 RM'000	Company 2014 RM'000	Company 2013 RM'000
Tax expenses recognised in profit or loss:				
Current tax provision	3,406	509	-	-
Under provision in prior years	11	39	-	39
	3,417	548	-	39
Deferred tax:				
Relating to origination and reversal of temporary differences	2,121	(955)	-	-
Over provision in prior years	(220)	-	-	-
	1,901	(955)	-	-
	5,318	(407)	-	39

Current income tax is calculated at the statutory tax rate of 25% (2013: 25%) of the estimated assessable profits for the financial year.

A reconciliation of income tax expense applicable to profit before taxation at the statutory income tax rate to income tax expenses at the effective income tax rate of the Group and of the Company are as follows:

	Group 2014 RM'000	Group 2013 RM'000
Profit before taxation	27,016	11,448
Taxation on statutory tax rate of 25% (2013: 25%)	6,754	2,862
Income not subject to tax	(1,290)	(191)
Expenses not deductible for tax purpose	1,345	597
Deferred tax assets not recognised	207	(185)
Double tax relief	(250)	(142)
Utilisation of previously unrecognised tax losses and capital allowances	(1,230)	(3,387)
Crystalisation of deferred tax	(9)	-
Under provision of taxation in respect of prior years	11	39
Over provision of deferred taxation in respect of prior years	(220)	-
Tax expense for the financial year	5,318	(407)

26. **Taxation (Cont'd)**

Tax savings arising from tax losses:

	Group 2014 RM'000	Group 2013 RM'000
Income tax arising from utilisation of prior year losses not recognised	759	1,896

	Company 2014 RM'000	Company 2013 RM'000
Profit before taxation	30,381	14,651
Taxation on statutory tax rate of 25% (2013: 25%)	7,595	3,662
Income not subject to tax	(8,500)	(4,057)
Expenses not deductible for tax purpose	774	395
Deferred tax assets not recognised	131	-
Under provision of taxation in respect of prior year	-	39
Tax expense for the financial year	-	39

Malaysian Investment Development Authority ("MIDA") has approved the application of the "Pioneer Status" by a subsidiary company under Promotions of Investment Act 1986, of which 70% of the statutory income from the manufacturing of particle board is exempted from tax for a period of 5 years. The subsidiary company has on 24 October 2014 obtained pioneer certificate from MIDA stating the subsidiary company will be able to enjoy pioneer status starting from 1 August 2013 to 31 July 2018 for pioneer activity of producing particle board.

The Group has the following estimated unutilised capital allowances, unutilised reinvestment allowances and unused tax losses available for set-off against future taxable profits. The said amounts are subject to approval by the tax authorities.

	Group 2014 RM'000	Group 2013 RM'000	Company 2014 RM'000	Company 2013 RM'000
Unutilised capital allowances	8,755	8,080	-	-
Unutilised reinvestment allowances	20,454	31,604	1,908	1,383
Unused tax losses	22,033	25,085	-	-
	51,242	64,769	1,908	1,383

27. **Earnings Per Share**

(a) Basic earnings per share

The basic earnings per share has been calculated based on the consolidated profit for the financial year attributable to the owners of the parent of RM21,698,000 (2013: RM11,855,000) and the weighted average number of ordinary shares in issue during the financial year of 273,733,000 (2013: 272,295,000).

	Group	
	2014	**2013**
Net profit for the financial year attributable to the owners of the parent (RM’000)	21,698	11,855
Weighted number of ordinary shares in issue (in thousands)	273,733	272,295
Basic earnings per share (sen)	7.9	4.4

(b) Diluted earnings per share

Diluted earnings per share has been calculated based on the adjusted consolidated profit for the financial year attributable to the owners of the parent of RM21,698,000 (2013: RM11,855,000) and the adjusted weighted average number of ordinary shares issued and issuable of 276,504,000 (2013: 274,091,000) shares.

	Group	
	2014	**2013**
Net profit for the financial year attributable to the owners of the parent (RM’000)	21,698	11,855
Weighted number of ordinary shares in issue (in thousands)	273,733	272,295
Adjusted for:		
Assumed exercise of ESOS at no consideration (in thousands)	2,770	1,796
	276,503	274,091
Diluted earnings per share (sen)	7.8	4.3

28. Employee Benefits

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Employee benefits (excluding Directors)	33,264	28,243	82	51

Included in the total employee benefits above are contributions made to the Employees Provident Fund under a defined contribution plan for the Group and for the Company amounting to RM804,000 and RM6,500 (2013: RM695,000 and RM5,400) respectively.

29. Employees' Share Option Scheme

The Company's Employees' Share Option Scheme ("ESOS") was approved by the shareholders at the Extraordinary General Meeting held on 1 March 2012. At all times, the ESOS shall not exceed 15% of the issued share capital and shall be granted to eligible Directors and employees of the Group. The ESOS shall be in force for a period of five (5) years from the effective date of implementation until 8 May 2017.

The salient features and other terms of the ESOS are as follows:

(i) Eligible employees are those who have been confirmed in writing as employees of the Group and must have completed service for a continuous period of at least one year.

(ii) The option is personal to the grantee and is non-assignable.

(iii) The option price shall be at a discount of not more than ten percent from the weighted average of the market price of the Company's ordinary shares as shown in the daily official list issued by Bursa Malaysia Securities Berhad for the five trading days preceding the respective dates of the offer in writing to the grantee or at the par value of the ordinary shares of the Company, whichever is higher.

29. **Employees' Share Option Scheme (Cont'd)**

(iv) The options granted may be exercised by the grantee by notice in writing to the Company in the prescribed form from time to time during the option period in respect of all or any part of the Company's shares comprised in the option, provided that where an option is exercised in respect of a part of the new ordinary shares comprised therein, the number of the Company's shares of which such option may be exercised shall not be less than one hundred and shall be in multiples of one hundred.

(v) Subject to any adjustments that may be made in accordance with the by-laws of the ESOS, the price payable for the exercise of an option under the ESOS shall be determined by the Option Committee at its discretion based on the five (5)-day weighted average market price of the underlying Company's shares at the time the option is offered by the Option Committee with a discount of not more than ten percent (10%), if deemed appropriate, or the par value of the Company's shares, whichever is higher.

Movements in the number of share options outstanding are as follows:

	Number of Share Options						
	Outstanding as at	Movements during the financial year				Outstanding as at	Exercisable as at
	1 August '000	Granted '000	Exercised '000	Forfeited '000	Lapsed '000	31 July '000	31 July '000
2014							
ESOS	12,729	-	(3,455)	(682)	-	8,592	8,592
2013							
ESOS	14,998	-	(2,269)	-	-	12,729	12,729

29. **Employees' Share Option Scheme (Cont'd)**

Details of share options outstanding at the end of the reporting period are as follows:

Share Options	**Exercise prices RM**	**Exercise periods**
2014		
ESOS	0.50	11.05.2012 - 08.05.2017
2013		
ESOS	0.50	11.05.2012 - 08.05.2017

The fair value of share options granted was estimated by the management using Black-Scholes-Merton model, taking into account the terms and conditions upon which the options were granted. The fair value of share options measured at grant date and the assumptions are as follows:

ESOS

	2014
Fair value of share options (RM)	0.44
Weighted average share price (RM)	0.483
Weighted average exercise price (RM)	0.500
Expected volatility (%)	4.160
Expected option life (years)	5
Risk-free interest rate, p.a. (%)	3.456
Expected dividend yield (%)	-

The expected life of the share options is based on historical data and is not necessarily indicative of exercise patterns that may occur in the future. The expected volatility is based on the historical volatility, adjusted for unusual or extraordinary volatility arising from certain economic or business occurrences which is not reflective of its long term average level. While the expected volatility is assumed to be indicative of future trends, it may not necessarily be the actual outcome. No other features of the option grant were incorporated into the measurement of fair value.

29. **Employees' Share Option Scheme (Cont'd)**

Executive Directors of the Group and of the Company and other members of key management have been granted the following number of options under the ESOS:

	Group		Company	
	2014	**2013**	**2014**	**2013**
	Unit ('000)	**Unit ('000)**	**Unit ('000)**	**Unit ('000)**
ESOS				
At 1 August	6,360	6,360	2,940	2,940
Exercised	(714)	-	-	-
At 31 July	5,646	6,360	2,940	2,940

The share options were granted on the same terms and conditions as those offered to other employees of the Group.

30. **Contingent Liabilities**

	Group		Company	
	2014	**2013**	**2014**	**2013**
	RM'000	**RM'000**	**RM'000**	**RM'000**
Bankers' guarantees issued in favour of:				
- a supplier of goods	1,000	1,000	-	-
- Tenaga Nasional Berhad	1,646	1,128	-	-
- Jabatan Immigresen	814	1,765	-	-
	3,460	3,893	-	-
Guarantee given for banking facilities granted to subsidiary companies	-	-	62,509	51,223
	3,460	3,893	62,509	51,223

The Company has assessed the financial guarantee contracts and concluded that the guarantees are more likely not to be called upon by the banks and accordingly not recognised as financial liability as at 31 July 2014.

31. Commitments

	Group 2014 RM'000	Group 2013 RM'000
(a) **Capital commitment**		
Approved and contracted for:		
Purchase of land held for property development	-	14,400
Purchase of property, plant and equipment	7,691	4,050
(b) **Operating lease commitment**		
Future minimum lease payments:		
Within one year	769	946
Between one and five years	3,077	2,386
After five years	769	-
	4,615	3,332

The Group has entered into commercial lease for certain of its land and premises. These leases have tenure of 3 years (2013: 1 to 3 years) with a renewal option included in the contracts. There are no restrictions placed upon the Group by entering into these leases.

32. Related Party Disclosures

(a) Identity of related party

For the purposes of these financial statements, parties are considered to be related to the Group or to the Company if the Group or the Company has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group or the Company and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

Related parties also include key management personnel defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly. The key management personnel include all the Directors of the Group and certain members of senior management of the Group.

The Group and the Company have related party relationship with its subsidiary companies and Directors’ related company.

32. **Related Party Disclosures (Cont'd)**

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

	2014 RM'000	2013 RM'000
Group		
Director		
Rental paid	526	526
Related parties		
Landowner's entitlement paid/payable		
- Kiara Susila Sdn. Bhd., a company in which certain Directors have financial interest	2,436	3,401
- Datin' Sri Chee Ah Kuan, spouse of a Director	4,604	6,429
Company		
Subsidiary companies		
Management fee received/receivable	80	80
Rental paid/payable	72	72

(c) Information regarding outstanding balances arising from related party transactions as at 31 July 2014 is disclosed in Notes 12, 20 and 21.

(d) Information regarding compensation of key management personnel is as follows:

	Group 2014 RM'000	Group 2013 RM'000	Company 2014 RM'000	Company 2013 RM'000
Short-term employee benefits	2,632	2,915	277	1,104
Benefits-in-kind	52	52	52	52
	2,684	2,967	329	1,156

33. Segment Information

For management purposes, the main business segments of the Group comprise the following:

Rubberwood furniture	Manufacture and trading of rubberwood furniture and component parts
Particle board	Manufacture and trading of particle board
Property development	Property development
Others	Investment holding and others

Except as indicated above, no operating segments have been aggregated to form the above reporting operating segments.

Performance is measured based on segment profit before taxation, interest and depreciation, as included in the internal management reports that are reviewed by the Chief Executive Officer, who is the Group's chief operating decision maker. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

Transactions between segments are carried out on agreed terms between both parties. The effects of such inter-segment transactions are eliminated on consolidation. The measurement basis and classification are consistent with those adopted in the previous financial year.

Segment assets

Segment assets information is neither included in the internal management reports nor provided regularly to the Chief Executive Officer. Hence no disclosure is made on segment assets.

Segment liabilities

Segment liabilities information is neither included in the internal management reports nor provided regularly to the Chief Executive Officer. Hence no disclosure is made on segment liabilities.

33. **Segment Information (Cont'd)**

	Rubberwood furniture RM'000	Particle board RM'000	Property development RM'000	Others RM'000	Adjustments and eliminations RM'000	Per consolidated financial statements RM'000
2014						
Revenue						
External sales	205,689	14,747	56,693	-	-	277,129
Inter-segment sales	28,471	-	-	20,080	(48,551)	-
Total sales	234,160	14,747	56,693	20,080	(48,551)	277,129
Results						
Segment results	18,112	(401)	14,263	30,378	(31,708)	30,644
Interest income	3	-	-	-	-	3
Finance costs	(2,282)	(628)	(721)	-	-	(3,631)
Profit/(Loss) before taxation	15,833	(1,029)	13,542	30,378	(31,708)	27,016
Taxation	(2,350)	9	(3,429)	-	452	(5,318)
Net profit/(loss) for the financial year, representing total comprehensive income for the financial year	13,483	(1,020)	10,113	30,378	(31,256)	21,698
Asset						
Addition to non-current assets	7,779	13,614	1,668	-	-	23,061

33. **Segment Information (Cont'd)**

	Rubberwood furniture RM'000	Particle board RM'000	Property development RM'000	Others RM'000	Adjustments and eliminations RM'000	Per consolidated financial statements RM'000
2014						
Non-cash expenses/(income)						
Bad debts written off	46	-	-	-	-	46
Depreciation of property, plant and equipment	5,724	2,022	179	-	-	7,925
Impairment on trade receivables	61	-	-	-	-	61
Impairment on investment in a subsidiary company	-	-	-	2,500	(2,500)	-
Inventories written down	280	-	-	-	-	280
Property, plant and equipment written off	86	-	-	-	-	86
Gain on disposal of property, plant and equipment	(196)	-	-	-	-	(196)
Gain on foreign exchange - unrealised	(86)	(57)	-	-	-	(143)
Gain on derivative financial liabilities	(1,477)	-	-	-	-	(1,477)
Reversal of impairment on investment in subsidiary companies	-	-	-	(14,000)	14,000	-

33. **Segment Information (Cont'd)**

	Rubberwood furniture RM'000	Particle board RM'000	Property development RM'000	Others RM'000	Adjustments and eliminations RM'000	Per consolidated financial statements RM'000
2013						
Revenue						
External sales	181,720	162	37,784	-	-	219,666
Inter-segment sales	19,564	-	-	-	(19,564)	-
Total sales	201,284	162	37,784	-	(19,564)	219,666
Results						
Segment results	12,411	(3,152)	6,359	17,373	(18,956)	14,035
Interest income	15	-	-	-	-	15
Finance costs	(2,043)	(548)	(11)	-	-	(2,602)
Profit/(Loss) before taxation	10,383	(3,700)	6,348	17,373	(18,956)	11,448
Taxation	933	9	(496)	(39)	-	407
Net profit/(loss) for the financial year, representing total comprehensive income for the financial year	11,316	(3,691)	5,852	17,334	(18,956)	11,855
Asset						
Addition to non-current assets	3,653	31,029	-	-	-	34,682

33. **Segment Information (Cont'd)**

	Rubberwood furniture RM'000	Particle board RM'000	Property development RM'000	Others RM'000	Adjustments and eliminations RM'000	Per consolidated financial statements RM'000
2013						
Non-cash expenses/(income)						
Bad debts written off	7	-	-	-	-	7
Depreciation of property, plant and equipment	5,684	562	82	-	-	6,328
Inventories written down	350	-	-	-	-	350
Inventories written off	163	-	-	-	-	163
Gain on disposal of property, plant and equipment	(158)	-	-	-	-	(158)
Loss on foreign exchange - unrealised	49	33	-	-	-	82
Loss on derivative financial liabilities	913	-	-	-	-	913
Property, plant and equipment written off	1,977	-	-	-	-	1,977
Reversal of impairment on investment in subsidiary companies	-	-	-	(18,433)	18,433	-
Reversal of impairment on amount owing by a subsidiary company	-	-	-	(523)	523	-

33. **Segment Information (Cont'd)**

Geographical segments

Revenue and addition to non-current assets information is based on the geographical location of customers and assets respectively are as follow:

	Revenue		Addition to non-current assets	
	2014	**2013**	**2014**	**2013**
	RM'000	**RM'000**	**RM'000**	**RM'000**
Group				
Malaysia	160,755	119,164	23,061	34,682
Asia Pacific and other Asian countries	28,612	23,093	-	-
Europe	2,915	4,154	-	-
North America	50,650	43,488	-	-
Others *	34,197	29,767	-	-
	277,129	219,666	23,061	34,682

* No further segregation as no individual overseas country contributed more than 10% of the consolidated operating revenue or assets

Major customer

The following major customer with revenue equal or more than 10% of the Group's revenue:

	Revenue		Segment
	2014	**2013**	
	RM'000	**RM'000**	
One major customer (2013: One)	45,783	35,049	Rubberwood furniture

34. **Significant Event**

On 25 July 2013, Seng Yip Furniture Sdn. Bhd. entered into an Asset Purchase Agreement with Eleplas Industries Sdn. Bhd. for the purchase of all that pieces of leasehold land together with a single storey detached factory building and machinery and equipment, erected thereon measuring approximately 15,559 square meter and held under Pajakan Negeri 9785, Lot 4654 and Pajakan Negeri 9786, Lot 4655, both Pekan Simpang Pertang, District of Jelebu, State of Negeri Sembilan for a total purchase consideration of RM4,500,000.

The above acquisition has been completed during the financial year.

35. **Subsequent Events**

(a) Private Placement of up to 28,517,200 new shares of the Company

On 14 July 2014, M & A Securities Sdn. Bhd. announced on behalf of the Company, that Bursa Malaysia Securities Berhad ("Bursa Securities") had approved the listing of and quotation for up to 28,517,200 new ordinary shares of RM0.25 each to independent third party investors. The private placement was completed following the listing of and quotation for 27,658,000 placement shares on the Main Market of Bursa Securities on 21 August 2014.

(b) On 27 October 2014, the Company announced that Bursa Securities has approved the following proposals:

(i) proposed bonus issue of up to 312,830,506 new ordinary shares of RM0.25 each to be credited as fully paid-up, together with up to 312,830,506 free detachable warrants, on the basis of one (1) bonus share together with one (1) warrant for every one (1) existing share held on an entitlement date to be determined later;

(ii) proposed increase in the authorised share capital from RM200,000,000 comprising 800,000,000 ordinary shares of RM0.25 each to RM500,000,000 comprising 2,000,000,000 ordinary shares of RM0.25 each; and

(iii) proposed amendments to the Company's memorandum of association.

(collectively referred to as the "Proposals")

The above Proposals are subject to the approvals from the shareholders of the Company at an Extraordinary General Meeting and other relevant authorities, if required.

36. Financial Instruments

(a) Classification of financial instruments

Financial assets and financial liabilities are measured on an ongoing basis either at fair value or at amortised cost. The principal accounting policies in Note 3 describe how the classes of financial instruments are measured, and how income and expense, including fair value gains and losses, are recognised. The following table analyses the financial assets and financial liabilities in the statements of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis:

	At fair value through profit or loss RM'000	Loan and receivables RM'000	Other financial liabilities at amortised costs RM'000	Total RM'000
Group				
2014				
Financial Assets				
Trade receivables	-	13,523	-	13,523
Other receivables	-	21,107	-	21,107
Derivative financial assets	700	-	-	700
Cash and bank balances	-	5,981	-	5,981
Total financial assets	700	40,611	-	41,311
Financial Liabilities				
Trade payables	-	-	19,882	19,882
Other payables	-	-	22,404	22,404
Hire purchase payables	-	-	1,816	1,816
Bank borrowings	-	-	59,049	59,049
Total financial liabilities	-	-	103,151	103,151

36. **Financial Instruments (Cont'd)**

(a) Classification of financial instruments (Cont'd)

	At fair value through profit or loss RM'000	Loan and receivables RM'000	Other financial liabilities at amortised costs RM'000	Total RM'000
2013				
Financial Assets				
Trade receivables	-	11,387	-	11,387
Other receivables	-	8,714	-	8,714
Fixed deposits with a licensed bank	-	221	-	221
Cash and bank balances	-	3,018	-	3,018
Total financial assets	-	23,340	-	23,340
Financial Liabilities				
Trade payables	-	-	19,419	19,419
Other payables	-	-	11,814	11,814
Derivative financial liabilities	777	-	-	777
Hire purchase payables	-	-	1,301	1,301
Bank borrowings	-	-	47,330	47,330
Total financial liabilities	777	-	79,864	80,641
Company				
2014				
Financial Assets				
Other receivables	-	37	-	37
Amount owing by subsidiary companies	-	84,851	-	84,851
Cash and bank balances	-	284	-	284
Total financial assets	-	85,172	-	85,172
Financial Liability				
Other payables	-	-	548	548

36. **Financial Instruments (Cont'd)**

(a) Classification of financial instruments (Cont'd)

	At fair value through profit or loss RM'000	Loan and receivables RM'000	Other financial liabilities at amortised costs RM'000	Total RM'000
Company				
2013				
Financial Assets				
Amount owing by subsidiary companies	-	71,238	-	71,238
Cash and bank balances	-	180	-	180
Total financial assets	-	71,418	-	71,418
Financial Liabilities				
Other payables	-	-	357	357
Amount owing to a subsidiary company	-	-	3,559	3,559
Total financial liabilities	-	-	3,916	3,916

(b) Financial risk management objectives and policies

The Group's financial risk management policy is to ensure that adequate financial resources are available for the development of the Group's operations whilst managing its financial risks, including credit risk, liquidity risk and cash flows risk. The Group operates within clearly defined guidelines that are approved by the Board and the Company's policy is not to engage in speculative transactions.

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

36. **Financial Instruments (Cont'd)**

(b) Financial risk management objectives and policies (Cont'd)

(i) Credit risk

Financial assets that are primarily exposed to credit risks are receivables, inter-company balances, deposits, cash and bank balances.

Credit risk is the risk of a financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's exposure to credit risk arises principally from the inability of its customers to make payments when due. The Company's exposure to credit risk arises principally from loans and advances to subsidiary companies and financial guarantees given to banks for credit facilities granted to subsidiary company.

<u>Receivables, deposits, cash and bank balances</u>

The Group has adopted a policy of only dealing with creditworthy counterparties and deposit with banks and financial institutions with good credit rating. The exposure to credit risk is monitored on an ongoing basis via Group's management reporting procedures and action will be taken for long outstanding debts.

At the end of the reporting period, the Group's and the Company's maximum exposure to credit risk is represented by the carrying amounts of each class of financial assets recorded on the statements of financial position. No financial assets carry a significant exposure to credit risk except as disclosed in Note 9.

<u>Inter-company balances</u>

The Company provides advances to subsidiary companies. The maximum exposure to credit risk is represented by their carrying amounts in the statements of financial position as at the end of the reporting period.

At the end of the reporting period, there was no indication that the advances to subsidiary companies are not recoverable other than those which had been impaired. The Company does not specifically monitor the ageing of the advances to subsidiary companies. The Company monitors the results of the subsidiary companies regularly.

36. **Financial Instruments (Cont'd)**

(b) Financial risk management objectives and policies (Cont'd)

(i) Credit risk (Cont'd)

Financial guarantees

The Company provides unsecured corporate guarantees amounting to RM62,509,000 (2013: RM51,223,000) to the banks in respect of credit facilities granted to certain subsidiary companies.

At the end of the reporting period, there was no indication that any subsidiary companies would default on repayment. Hence, the financial guarantee granted by the Company has not been recognised since the fair value on initial recognition was not material.

(ii) Liquidity risk

Liquidity risk refers to the risk that the Group or the Company will encounter difficulty in meeting its financial obligations as they fall due. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities.

The Group's and the Company's funding requirements and liquidity risk are managed with the objective of meeting business obligations on a timely basis. The Group finances its liquidity through internally generated cash flows and minimises liquidity risk by keeping committed credit lines available.

The following table analyses the remaining contractual maturity for non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group and the Company can be required to pay.

36. **Financial Instruments (Cont'd)**

(b) Financial risk management objectives and policies (Cont'd)

(ii) Liquidity risk (Cont'd)

	On demand or within 1 year RM'000	1 to 2 years RM'000	2 to 5 years RM'000	After 5 years RM'000	Total contractual cash flows RM'000	Total carrying amount RM'000
Group						
2014						
Trade payables	20,818	-	-	-	20,818	20,818
Other payables	22,404	-	-	-	22,404	22,404
Hire purchase payables	672	653	627	-	1,952	1,816
Bank borrowings	33,980	8,050	19,669	2,268	63,967	59,049
	77,874	8,703	20,296	2,268	109,141	104,087
2013						
Trade payables	19,419	-	-	-	19,419	19,419
Other payables	11,814	-	-	-	11,814	11,814
Derivative financial liabilities	777	-	-	-	777	777
Hire purchase payables	416	373	601	-	1,390	1,301
Bank borrowings	30,095	4,226	11,622	7,213	53,156	47,330
	62,521	4,599	12,223	7,213	86,556	80,641

36. **Financial Instruments (Cont'd)**

(b) Financial risk management objectives and policies (Cont'd)

(ii) Liquidity risk

	On demand or within 1 year RM'000	Total contractual cash flows RM'000	Total carrying amount RM'000
Company			
2014			
Other payables	548	548	548
2013			
Other payables	357	357	357
Amount owing to a subsidiary company	3,559	3,559	3,559
	3,916	3,916	3,916

(c) Market risks

(i) 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 that are denominated in foreign currencies, primarily USD.

Foreign currencies exposures of the Group are hedged through forward currency contracts. Most of the forward currency contracts have maturities of less than one year after the end of the reporting period.

36. **Financial Instruments (Cont'd)**

(c) Market risks (Cont'd)

(i) Foreign currency risk (Cont'd)

The carrying amounts of the Group's foreign currency denominated financial assets and liabilities at the end of the reporting period are as follows:

	Denominated in			
	USD RM'000	**RMB RM'000**	**JPY RM'000**	**Total RM '000**
2014				
Financial assets				
Trade receivables	6,774	-	-	6,774
Cash and bank balances	863	2	-	865
Derivative financial assets	700	-	-	700
	8,337	2	-	8,339
Financial liabilities				
Trade payables	-	-	10	10
Other payables	568	5,061	-	5,629
	568	5,061	10	5,639
2013				
Financial assets				
Trade receivables	5,855	-	-	5,855
Cash and bank balances	112	2	-	114
	5,967	2		5,969
Financial liabilities				
Trade payables	-	-	10	10
Other payables	1,328	-	-	1,328
Derivative financial liabilities	777	-	-	777
	2,105	-	10	2,115

36. **Financial Instruments (Cont'd)**

(c) Market risks (Cont'd)

(ii) Foreign currency risk sensitivity

The following table demonstrates the sensitivity of the Group's profit before taxation for the financial year to a reasonably possible change in the USD, RMB and JPY exchange rates against the respective functional currencies of the Group, with all other variables held constant.

	Increase/(Decrease)	
	2014	**2013**
	RM'000	**RM'000**
Effect to profit or loss		
USD		
- Strengthen by 10% (2013: 10%)	777	386
- Weaken by 10% (2013: 10%)	(777)	(386)
RMB		
- Strengthen by 10% (2013: 10%)	(506)	1
- Weaken by 10% (2013: 10%)	506	(1)
JPY		
- Strengthen by 10% (2013: 10%)	1	1
- Weaken by 10% (2013: 10%)	(1)	(1)

(iii) Interest rate risk

The Group is exposed to interest rate risk arising primarily from financing through interest bearing financial assets and financial liabilities. The Group's policy is to obtain the financing with the most favourable interest rates in the market.

The Group constantly monitors its interest rate risk by reviewing its debts portfolio to ensure favourable rates are obtained. The Group does not utilise interest swap contracts or other derivative instruments for trading or speculative purposes.

The Group is exposed to interest rate risk arising from its short and long term debts obligations and its fixed deposits.

36. **Financial Instruments (Cont'd)**

(c) Market risks (Cont'd)

(iii) Interest rate risk (Cont'd)

The carrying amounts of the Group's financial instruments that are exposed to interest rate risk are as follows:

	Group	
	2014	**2013**
	RM'000	**RM'000**
Financial asset		
Fixed deposits with a licensed bank	-	221
Financial liability		
Bank borrowings	59,049	47,330

(iv) Interest rate risk sensitivity

An increase in market interest rates by 1% on financial asset and financial liability of the Group which have variable interest rates at the end of the reporting period would decrease the profits before taxation by RM590,000 (2013: RM471,000). This analysis assumes that all other variables remain unchanged.

A decrease in market interest rates by 1% on financial asset and financial liability of the Group which have variable interest rates at the end of the reporting period would have had the equal but opposite effect on the amounts shown above, on the basis that all other variables remain unchanged.

36. **Financial Instruments (Cont'd)**

(d) Fair values of financial instruments

(i) Financial instruments at fair value

The fair value measurement hierarchies used to measure financial instruments at fair value in the statement of financial position are as follows:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

- Level 3: Inputs for the asset or liability that is not based on observable market data (unobservable inputs).

Financial instruments are classified as Level 1 when the valuation is based on quoted prices for identical assets or liabilities in active markets. The fair value of financial instruments traded in active markets is based on quoted market prices at the reporting date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

The fair value of financial instruments that are not traded in an active market (for example over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3. Such inputs are determined based on observable inputs of a similar nature, historical observations or other analytical techniques.

36. **Financial Instruments (Cont'd)**

(d) Fair values of financial instruments (Cont'd)

(i) Financial instruments at fair value (Cont'd)

	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000
2014				
Financial asset				
Derivative financial assets				
- Forward currency contracts	-	700	-	700
2013				
Financial liability				
Derivative financial liabilities				
- Forward currency contracts	-	(777)	-	(777)

There were no transfers between Level 1 and Level 2 during the current and previous financial years.

(ii) Financial instruments other than those carried at fair value

Financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value

The carrying amounts of short term receivables and payables, cash and cash equivalents and short term borrowings approximate their fair values due to the relatively short term nature of these financial instruments and insignificant impact of discounting.

The carrying amount of long term floating rate loans approximates their fair value as the loans will be re-priced to market interest rate on or near the end of reporting period.

36. **Financial Instruments (Cont'd)**

(d) Fair values of financial instruments (Cont'd)

(ii) Financial instruments other than those carried at fair value (Cont'd)

Financial instruments that are not carried at fair value and whose carrying amounts are not reasonable approximation of fair value

The carrying amounts of the financial liability of the Group at the end of the reporting period reasonably approximate their fair values except as follows:

	Carrying amount RM'000	**Fair value RM'000**
Financial liability - Non-current		
Hire purchase payables		
2014	1,217	1107
2013	927	849

The fair value of hire purchase payables, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the end of the reporting period.

37. **Capital Management**

The Group's management manage its capital is to maintain a strong capital base and safeguard the Group's ability to continue as a going concern and maintains an optimal capital structure, so as to maximise shareholder value. The management reviews the capital structure by considering the cost of capital and the risks associated with the capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividend paid to shareholder, return capital to shareholder or issue new shares.

Total capital managed at Group level consists of shareholders' equity, cash and cash equivalents and bank borrowings.

37. **Capital Management (Cont'd)**

The gearing ratio is as follows:

	Group	
	2014	**2013**
Total loans and borrowings (RM'000)	60,865	48,631
Less: Cash and bank balances (RM'000)	(5,981)	(3,018)
Net debts (RM'000)	54,884	45,613
Total equity (RM'000)	187,371	164,432
Debt-to-equity ratio	29.3%	27.7%

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

The Group is not subject to any externally imposed capital requirements.

38. **Date of Authorisation for Issue**

The financial statements of the Group and of the Company for the financial year ended 31 July 2014 were authorised for issue in accordance with a resolution of the Board of Directors on 30 October 2014.

Supplementary Financial Information on the Disclosure of Realised and Unrealised Profits or Losses

The breakdown of the retained earnings of the Group and of the Company as of 31 July 2014 and 31 July 2013 into realised and unrealised amounts is as follows:

	Group		Company	
	2014 RM'000	2013 RM'000	2014 RM'000	2013 RM'000
Retained earnings				
- Realised	57,423	25,619	63,747	33,366
- Unrealised	720	(835)	-	-
	58,143	24,784	63,747	33,366
Less: Consolidation adjustments	4,223	15,479	-	-
	62,366	40,263	63,747	33,366

The disclosure of realised and unrealised profits or losses is solely compiled in accordance to the Malaysian Institute of Accountants Guidance of Special Matter No. 1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements issued on 20 December 2010.

The disclosure of realised and unrealised profits and losses is solely for the purpose of disclosure requirements of Bursa Malaysia Securities Berhad Listing Requirements and should not be applied for any other purpose.