



BERJAYA

BERJAYA CORPORATION BERHAD

[Registration No. 200101019033 (554790-X)]

BRIGHTER TOMORROWS

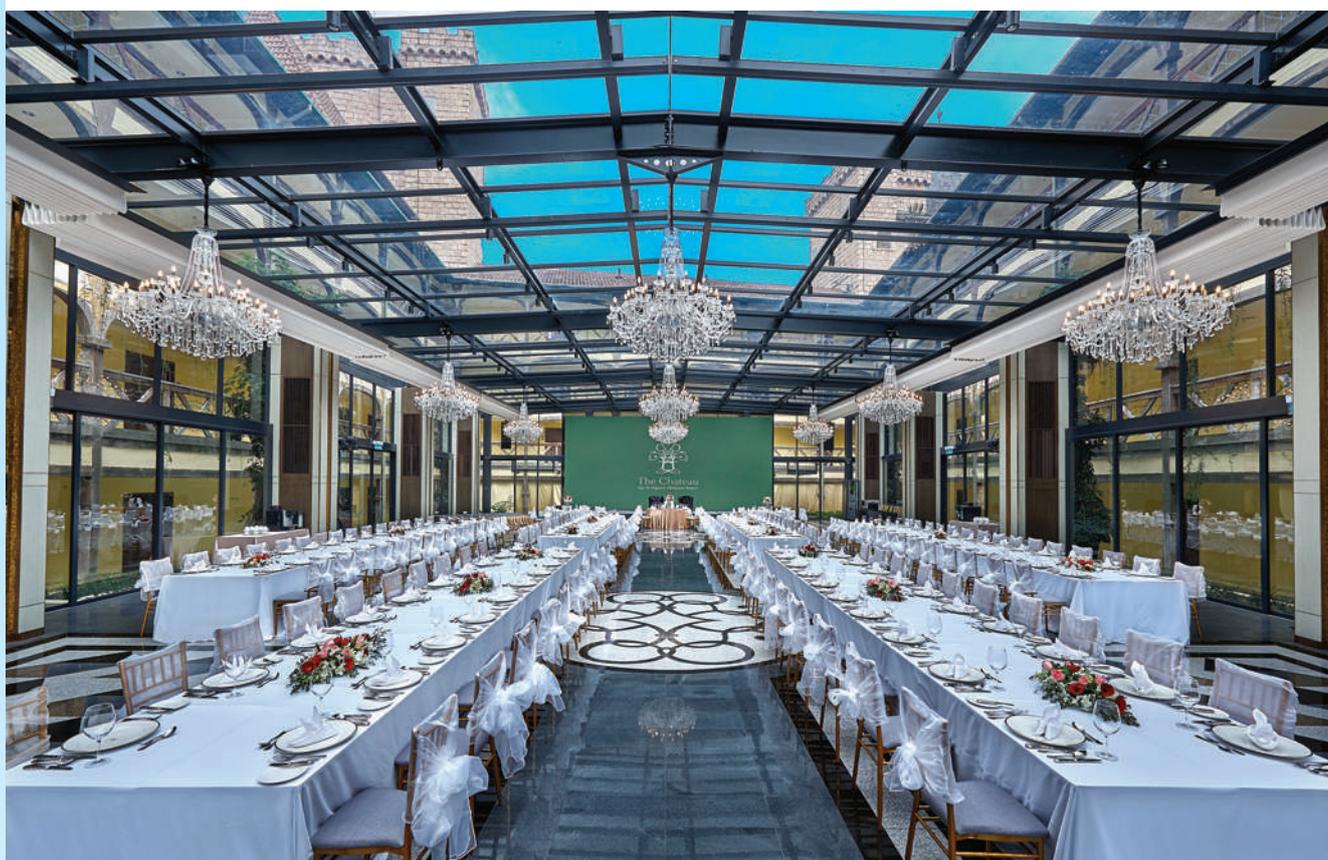
ANNUAL REPORT 2023





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

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



La Serre Glasshouse at The Chateau Spa & Wellness Resort, Berjaya Hills, Pahang

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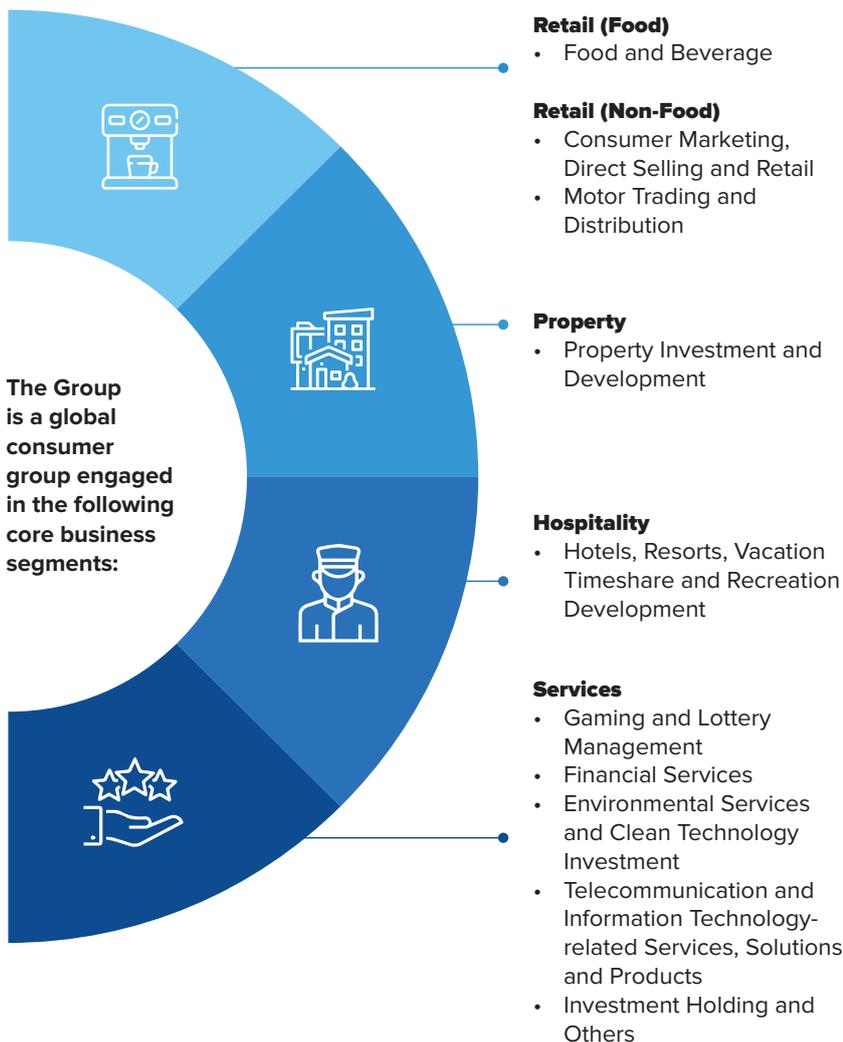
CORPORATE PROFILE

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

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

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

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



VISION

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



MISSION

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

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



Go online to our website at:

www.berjaya.com

CORPORATE INFORMATION

BOARD OF DIRECTORS

Non-Independent Non-Executive Chairman
YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail

Joint Chief Executive Officers
Vivienne Cheng Chi Fan
Nerine Tan Sheik Ping

Executive Directors
Chryseis Tan Sheik Ling
Norlela Binti Baharudin

Independent Non-Executive Directors
Penelope Gan Paik Ling
Dato' Sri Leong Kwei Chun
Nor Afida Binti Abdul Ali

AUDIT COMMITTEE

Nor Afida Binti Abdul Ali (Chairman)
Penelope Gan Paik Ling
Dato' Sri Leong Kwei Chun

NOMINATION COMMITTEE

Dato' Sri Leong Kwei Chun (Chairman)
Penelope Gan Paik Ling
Nor Afida Binti Abdul Ali

REMUNERATION COMMITTEE

Dato' Sri Leong Kwei Chun (Chairman)
Penelope Gan Paik Ling
Nerine Tan Sheik Ping
Nor Afida Binti Abdul Ali

RISK MANAGEMENT COMMITTEE

Penelope Gan Paik Ling (Chairman)
Vivienne Cheng Chi Fan
Dato' Sri Leong Kwei Chun
Nor Afida Binti Abdul Ali

SUSTAINABILITY COMMITTEE

Nerine Tan Sheik Ping (Chairman)
Penelope Gan Paik Ling
Dato' Sri Leong Kwei Chun
Nor Afida Binti Abdul Ali

COMPANY SECRETARIES

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

Wong Siew Guek
(SSM Practising Certificate No. 202008001490)
(MAICSA No. 7042922)

Soh Ley Moi
(SSM Practising Certificate No. 202008003510)
(MAICSA No. 7049925)

SHARE REGISTRAR

Berjaya Registration Services Sdn Bhd
Registration No. 199401008064 (293743-X)
09-27, Level 9, Berjaya Times Square
No. 1 Jalan Imbi
55100 Kuala Lumpur
Tel : 03-2145 0533
Fax : 03-2145 9702
Email : shareg@berjayareg.com.my

AUDITORS

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

REGISTERED OFFICE

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

PRINCIPAL BANKERS

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

STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia Securities Berhad

STOCK SECTOR : Industrial Products & Services

STOCK NAME : BJCORP

STOCK CODE : 3395

PLACE OF INCORPORATION AND DOMICILE

Malaysia

WEBSITE ADDRESS

<https://www.berjaya.com/>

PROFILE OF DIRECTORS

YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail

Non-Independent Non-Executive Chairman



Nationality
Malaysian



Age and Gender
37 / Female



Date of Appointment
1 July 2022

Her Highness was appointed to the Board on 1 July 2022 and subsequently re-designated as the Chairman of the Company on 1 March 2023.

Her Highness graduated from the prestigious LA Salle School of Arts in Singapore.

Currently, Her Highness is the Chairman of REDtone Digital Berhad, Berjaya Assets Berhad, Berjaya Capital Berhad, Berjaya Hartanah Berhad, Bukit Kiara Resort Berhad, Berjaya Rail Sdn Bhd, Berjaya Waterfront Sdn Bhd, Berjaya Times Square Sdn Bhd, Inter-Pacific Securities Sdn Bhd and Inter-Pacific Asset Management Sdn Bhd.

Her Highness has considerable experience in heading private organisations across a broad range of industries and is a Director on the board of several other private companies, including Cekap Urus Sdn Bhd, Jauhari Maksima Sdn Bhd and Ibzi Holdings Sdn Bhd. Her Highness also holds the Kentucky Fried Chicken (KFC) franchise in Stulang Laut, Johor Bahru.

Vivienne Cheng Chi Fan

Joint Chief Executive Officer/Executive Director



Nationality
Malaysian



Age and Gender
64 / Female



Date of Appointment
15 September 2005

She was appointed to the Board on 15 September 2005 as an Executive Director and subsequently re-designated as the Joint Chief Executive Officer of the Company on 1 April 2022.

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

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

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

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

Ms Vivienne Cheng is a member of the Risk Management Committee of the Company.

PROFILE OF DIRECTORS

Nerine Tan Sheik Ping

Joint Chief Executive Officer/Executive Director



Nationality
Malaysian



Age and Gender
47 / Female



Date of Appointment
1 January 2016

She was appointed to the Board on 1 January 2016 as an Executive Director and subsequently re-designated as the Joint Chief Executive Officer of the Company on 1 March 2023

Ms Nerine Tan graduated with a Bachelor of Science Degree in Management (Second Class Honours) from the London School of Economics, United Kingdom in 1998.

She has more than 20 years of experience in sales, marketing and business development in several operations. She started her career as a Business Development Manager at Cosway (M) Sdn Bhd from January 1999 to September 2002 and was mainly responsible for overseeing the sales and marketing of Cosway products.

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

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

Currently, she is the Chief Executive Officer of Sports Toto Berhad and Berjaya Times Square Sdn Bhd and also Executive Director of Berjaya Group Berhad. She also holds directorships in several other private limited companies in the Berjaya Corporation group of companies.

Her father, Tan Sri Dato’ Seri Vincent Tan Chee Yioun is a major shareholder of the Company. Her sister, Ms Chryseis Tan Sheik Ling is an Executive Director of the Company.

Currently, she is the Chairman of the Sustainability Committee and a member of the Remuneration Committee.

Chryseis Tan Sheik Ling

Executive Director



Nationality
Malaysian



Age and Gender
35 / Female



Date of Appointment
1 July 2022

She was appointed to the Board on 1 July 2022. Subsequently, she was re-designated as an Executive Director of the Company on 1 March 2023.

Ms Chryseis Tan graduated with a Bachelor of Arts in Liberal International Studies from Waseda University, Tokyo in 2012.

Currently, she is a Director and Chairman of Natural Avenue Sdn Bhd (“NASB”), a subsidiary of Berjaya Assets Berhad since 1 August 2014. NASB is the exclusive agent for Sarawak Turf Club’s Special Cash Sweep Number Forecast Lotteries in Sarawak.

Presently, she is an Executive Director of Berjaya Land Berhad and Berjaya Assets Berhad and a Non-Executive Director of Berjaya Food Berhad. She is also the Head of Marketing for Four Seasons Hotel and Hotel Residences Kyoto, Japan, a hotel and residences development project undertaken by Berjaya Kyoto Development (S) Pte Ltd, a subsidiary company of Berjaya Corporation Berhad.

Ms Chryseis Tan also holds directorships in several other private limited companies in the Berjaya Corporation group of companies.

Her father, Tan Sri Dato’ Seri Vincent Tan Chee Yioun, is a major shareholder of the Company. Her sister, Ms Nerine Tan Sheik Ping is the Joint Chief Executive Officer/Executive Director of the Company.

PROFILE OF DIRECTORS

Norlela Binti Baharudin

Executive Director



Nationality
Malaysian



Age and Gender
60 / Female



Date of Appointment
1 June 2021

She was appointed to the Board on 1 June 2021 as an Independent Director. Subsequently, she was re-designated as an Executive Director of the Company on 1 March 2023.

She obtained a Degree in Commerce (Accounting) from York University, Canada. She is a member of the Malaysian Institute of Accountants (MIA) and a Fellow member of CPA Australia (FCPA Aus). She holds a Certificate in Teaching of English as a Foreign Language (TEFL) from English Language Services ELS, Kuala Lumpur. Puan Norlela is an Advocate of the 30% Club Malaysian Chapter, a Co-Lead of the Steering Committee responsible for the Board Mentoring Scheme. She also mentors both local and overseas board aspiring candidates.

Puan Norlela began her career in the banking industry with the Bank of Nova Scotia, Kuala Lumpur. She then left the financial services industry into commercial business organisations, first as the Accounting Manager of Avis Leasing, Malaysia.

She then joined Bureau Veritas (BV) SE, Kuala Lumpur as the Regional Accounting Manager later appointed to the BV office in Australia responsible for Australia and New Zealand. Thereafter, she worked as the Financial Accountant of Australian Government Analytical Laboratory (AGAL) Services, Australia.

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

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

She was an Independent Director of the Investment Panel (IP) board of the Social Security Organisation (Perkeso Malaysia) from 2020 to 2021.

In 2023, she was appointed as a Director of Prokhas Sdn Bhd, a private limited company wholly-owned by the Ministry of Finance Incorporated (MOF Inc).

PROFILE OF DIRECTORS

Penelope Gan Paik Ling

Independent Non-Executive Director



Nationality
Malaysian



Age and Gender
47 / Female



Date of Appointment
30 March 2018

She was appointed to the Board on 30 March 2018.

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

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

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

Ms Penelope Gan is the Chairman of the Risk Management Committee. She is also a member of the Audit Committee, Nomination Committee, Remuneration Committee, and Sustainability Committee of the Company.

Dato' Sri Leong Kwei Chun

Independent Non-Executive Director



Nationality
Malaysian



Age and Gender
68 / Female



Date of Appointment
1 June 2021

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

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

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

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

Dato' Sri Anne Eu is the Chairman of the Nomination Committee and Remuneration Committee. She is also a member of the Audit Committee, Risk Management Committee and Sustainability Committee of the Company.

PROFILE OF DIRECTORS

Nor Afida Binti Abdul Ali

Independent Non-Executive Director



Nationality
Malaysian



Age and Gender
47 / Female



Date of Appointment
13 March 2023

She was appointed to the Board on 13 March 2023.

Puan Nor Afida Binti Abdul Ali graduated with a Bachelor of Science Degree in Accounting and Finance from University of Warwick, UK, in 1999. She is a Fellow member of the Institute of Chartered Accountants in England and Wales (ICAEW) and a member of the Malaysian Institute of Accountants (MIA).

She has over 23 years of industry experience, mostly in the oil and gas industry. She started her career as an Auditor with one of the Big Five Accounting Firms in 1999. In 2003, she joined Shell Malaysia as a Finance Analyst, and spent the next 16 years, performing various global and regional financial roles covering areas in Commercial Finance, Financial Planning and Analysis and Treasury.

She has also developed an extensive project management experience and an in-depth knowledge of shared services process design and controls, especially from her role as Continuous Improvement Lead, where she led a global team of Lean Six Sigma specialists, in supporting the delivery of Continuous Improvement initiatives in key processes across Shell Finance Shared Services centres in Asia and Europe. Her experience in Finance and Project Management is complimented with a good foundation in IT Infrastructure Services and Delivery from when she was a member of the Shell IT Global Leadership Team for End User Computing, and Information Risk Management which manages the infrastructure services for more than 70 countries.

In 2020, she joined Repsol Oil & Gas Malaysia Limited based in Kuala Lumpur managing IT financials for Repsol for the Asian region.

Currently, she is the Head of Corporate Services Department at Hibiscus Oil & Gas Malaysia Limited.

Presently, she is the Chairman of the Audit Committee. She is also a member of the Nomination Committee, Risk Management Committee, Remuneration Committee and Sustainability Committee of the Company.

Save as disclosed, none of the Directors have:-

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

KEY SENIOR MANAGEMENT

Tan Sri Dato' Seri Vincent Tan Chee Yioun

Managing Director/
Chief Executive Officer
STM Lottery Sdn Bhd



Nationality
Malaysian



Age and Gender
71 / Male

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

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

His children, Ms Nerine Tan Sheik Ping and Ms Chryseis Tan Sheik Ling are also members of the Board.

Syed Ali Shahul Hameed

Group Chief Executive Officer
Berjaya Land Berhad



Nationality
Indian



Age and Gender
52 / Male

Mr Syed Ali Shahul Hameed was appointed to the Board of Berjaya Land Berhad ("BLand") on 20 March 2019 as an Executive Director. He was later appointed as Chief Executive Officer ("CEO") of BLand in August 2019. On 1 April 2022, he relinquished his position as CEO and was re-designated as Deputy Executive Chairman of BLand when he was appointed as Berjaya Corporation Berhad ("BCorp")'s Joint Group CEO from 1 April 2022 to 1 March 2023. Subsequently on 1 March 2023, he relinquished his position as Deputy Executive Chairman of BLand and was re-designated as the Group CEO. He holds a Bachelor of Engineering from the Institute of Road & Transport Technology, Bharathiar University at Coimbatore, India.

He has over 26 years of experience with the Berjaya Corporation group of companies where he started his career as an Assistant Engineer at Berjaya Tioman Resort under BLand Group in September 1997.

His outstanding operational and strategic capabilities saw him taking on senior roles in BLand Group from 2003 until today, including the role of Chief Engineer in 2003, Corporate Director of Engineering & Technical Services of Berjaya Hotels & Resorts Division in 2009, and Director of Property Development and Complexes, Property Division in 2019, where he spearheaded landmark projects and developments including the multi-award winning Four Seasons Hotel & Hotel Residences Kyoto in Japan, and The Ritz-Carlton Residences in Kuala Lumpur.

He is also responsible for overseeing the overall engineering and operational aspects of BLand Group's property development and investment in Malaysia and overseas, including spearheading the on-going luxury development of Four Seasons Resort & Private Residences, Okinawa and Four Seasons Hotel & Hotel Residences, Yokohama in Japan.

His wealth of experience in technical engineering, project management, business development and strategy are instrumental in the success and growth for both domestic and overseas investments and operations under Berjaya Hotels & Resorts, Berjaya Air Sdn Bhd and Asia Jet Sdn Bhd.

Currently, he is a Director of Berjaya Construction Berhad, Berjaya Hartanah Berhad, Berjaya Japan Developments Berhad, Berjaya Yokohama Investment Pte Ltd, Berjaya Vacation Club Berhad, Berjaya Hills Resort Berhad, Bukit Kiara Resort Berhad, Indah Corporation Berhad, KDE Recreation Berhad, Landasan Lumayan Berjaya Sdn Bhd, Staffield Country Resort Berhad and Tioman Island Resort Berhad. He also holds directorships in several other private limited companies in the Berjaya Corporation group of companies.

KEY SENIOR MANAGEMENT

Dato' Sydney Lawrance Quays

Director and Chief Executive Officer
Berjaya Food Berhad



Nationality
Malaysian



Age and Gender
55 / Male

He was appointed to the Board of Berjaya Food Berhad (“BFood”) on 12 January 2017 as an Executive Director and subsequently appointed as the Chief Executive Officer of BFood on 1 June 2017. He is a member of the Sustainability Committee.

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

He was a pioneer of Berjaya Starbucks Coffee Company Sdn Bhd (“BStarbucks”), holding the position as Marketing and Merchandise Manager when he joined in 1998. Subsequently, he was appointed as Managing Director of BStarbucks on 31 October 2012 and Berjaya Food Supreme Sdn Bhd (“BFood Supreme”) on 24 September 2013. In 2017, Dato’ Sydney emerged as the year’s only “Eminent Leaders in Asia” category winner at the Asia Corporate Excellence & Sustainability Awards (ACES) held in Singapore. He has also been recognised by the Asia Pacific Enterprise Award (APEA) as Outstanding Entrepreneurship in 2014 and 2016, and Master Entrepreneur in 2022 and 2023.

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

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

He is the Chairman and a Director of Ser Vegano Sdn Bhd and Berjaya Kelava Sdn Bhd. He is also a Director of BROasters, Berjaya Jollibean (M) Sdn Bhd, Berjaya Food (International) Sdn Bhd, Berjaya Paris Baguette Sdn Bhd and holds directorships in several other private limited companies in the Berjaya Corporation group of companies.

Lau Bik Soon

Group Chief Executive Officer
REDtone Digital Berhad



Nationality
Malaysian



Age and Gender
52 / Male

Mr. Lau Bik Soon was appointed to the Board of Directors of REDtone on 13 August 2008. He assumed the position of REDtone’s Group Chief Executive Officer on 8 July 2011. He holds a First Class Honours Degree in Electrical Engineering from University Technology Malaysia.

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

His extensive experience in the ICT and telecommunications industry spans over 30 years during which he held key positions with international organisations such as Cisco Systems, Sun Microsystems, Compaq Computer, TQC Consultant (IT Division) Sdn Bhd and Motorola. He won numerous sales management excellence awards and accolades during his time there. Prior to joining REDtone, he was the Country Manager for Hitachi Data Systems Malaysia.

KEY SENIOR MANAGEMENT

Hen Jong Ren

Chief Financial Officer
Berjaya Corporation Berhad



Nationality
Malaysian



Age and Gender
45 / Male

He was appointed as Chief Financial Officer of Berjaya Corporation Berhad on 1 November 2021.

He has a Bachelor of Accounting degree from University of Adelaide, Australia and a Master of Finance from RMIT University, Australia. He is a member of the Malaysian Institute of Accountants and the CPA Australia.

He started his career with the Plantation division of Berjaya group in 2002, and was subsequently transferred to the Group Accounts division in 2005. Since his transfer to Group Accounts division, he has honed his expertise in group reporting and accumulated various experiences related to the many corporate exercises that he was involved in. Prior to his appointment as Chief Financial Officer of the Company, he was a General Manager of Group Accounts & Budgets of Berjaya group. He has been with the Berjaya group for more than 20 years.

Hew Chit Kong

Corporate Director, Finance
Berjaya Hotels & Resorts
Division



Nationality
Malaysian



Age and Gender
58 / Male

He is a member of The Malaysian Institute of Certified Public Accountants and the Malaysian Institute of Accountants. He has over 30 years of working experience in the fields of accounting, audit and financial management. He started his career as an Audit Assistant in Messrs Anuarul, Azizan, Chew & Co, a public accounting firm in Kuala Lumpur from 1991 to 1995 where he last held the position of an Audit Manager. Between 1996 and 2001, he held senior management positions in several private limited companies.

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

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

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

KEY SENIOR MANAGEMENT

Koh Chee Yong

Managing Director
Berjaya EnviroParks Sdn Bhd



Nationality
Malaysian



Age and Gender
48 / Male

He was appointed to the Board of Berjaya EnviroParks Sdn Bhd as the Managing Director on 31 March 2022. He is also the Managing Director of Berjaya Energies Sdn Bhd and Berjaya Project Management Sdn Bhd, the Managing Director of Amita Berjaya Sdn Bhd, Managing Director of Berjaya Enviro Holdings Sdn Bhd, J&T Berjaya Alam Murni Sdn Bhd, Berjaya Eco Services Sdn Bhd, BPJ-Berjaya Sdn Bhd and Director of several local and overseas subsidiaries of Berjaya Corporation Berhad.

He graduated from the Universiti Sains Malaysia with a Master of Science (Traffic & Transportation Engineering) and Bachelor (Hons) of Engineering in Civil Engineering. He has more than 22 years of working experience in the waste management, renewable energy, waste water treatment and environmental projects.

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

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

CHAIRMAN'S STATEMENT

Thriving on all fronts



Dear Shareholders,

On behalf of the Board of Directors of Berjaya Corporation Berhad (“BCorp”), I am pleased to present the Annual Report and Financial Statements for the financial year ended 30 June 2023.

BCorp thrived amidst the challenge of the year that saw an escalation of geopolitical tensions, higher-than-anticipated inflation outturn and a sharp tightening in financial market conditions including further stress in the banking sector.

**YAM TUNKU TUN AMINAH
BINTI SULTAN IBRAHIM ISMAIL**
Non-Independent Non-Executive Chairman

FINANCIAL RESULTS

During the financial year under review, the Group registered a revenue of RM9.61 billion, an 18% increase compared to RM8.16 billion revenue recorded in the previous financial year. The Group registered a higher revenue in the current financial year due to improved performance from all business segments that contributed to the increase in revenue of the year.

In the Non-Food Retail business segment, H.R. Owen Plc (“H.R. Owen”) played a significant role in driving higher revenue. This was achieved through improved sales in both the new and used car sectors, as well as favourable foreign exchange effects during the financial year. The Food Retail business segment also reported higher revenue in the current financial year. This was attributed to aggressive marketing campaigns, effective promotion strategies, and the presence of additional Starbucks cafes in Malaysia compared to the previous financial year.

In the Property business segment, higher revenue was generated through increased property progress billings and the disposal of several land parcels.

As for the Hospitality business segment, the higher revenue was mainly due to higher overall occupancy rates and average room rates in the current financial year under review. The higher revenue in the Group’s Service business segment was mainly driven by the gaming operations. STM Lottery Sdn Bhd (“STM Lottery”) improved sales, mainly attributed to the full resumption of business operations in the current financial year. In contrast, the previous financial year was adversely affected by the cancellation of 37 draws due to a nationwide lockdown from 1 June 2021 to 13 September 2021. In addition, the strong sales achieved were also fuelled by higher accumulated jackpot prizes from jackpot games during the current financial year.

The profit before tax for the current financial year amounted to RM260.84 million, also representing an 13% increase compared to the previous financial year’s RM230.57 million.

The higher profit before tax reported for the current financial year was mainly due to the significant improvement of profit from operations which was mainly contributed by the Services and Property business segments, as well as improved performance from the Hospitality segment.

CHAIRMAN'S STATEMENT



Group Revenue

RM9.61 billion

an increase of 18% compared to financial year 2022



Profit Before Tax

RM260.84 million

an increase of 13% compared to financial year 2022

The Services and Property business segments reported an increase in profit before tax in the current financial year mainly in line with the higher revenue achieved. Similarly, the Hospitality business segment had an improved performance mirroring its enhanced revenue performance. As for the Non-Food Retail business segment, it reported a lower profit before tax was mainly due to the lower profit before tax reported by H.R. Owen. The outstanding performance recorded in the previous financial year benefited from the exceptionally strong demand in used car as a result of new car supply constraints. In addition, the incurrence of higher operating costs as a result of inflationary pressures and higher finance costs arising from interest rate hike in the United Kingdom have further impacted the profit margin in the current financial year. In spite of the higher revenue reported by the Food Retail segment, it reported a lower profit before tax in the current financial year, which was mainly due to higher operating costs incurred arising from the inflationary pressures and the unfavourable exchange rate against the USD.

DIVIDEND

The Board did not recommend any dividend for the financial year ended 30 June 2023.

FUTURE PROSPECTS

Despite the uncertainty in the global economic environment, Malaysia's economy is expanding at a moderate pace in 2023, supported by robust domestic demand and a moderated average inflation rate. The Number Forecast Operators business sector in Malaysia continues to be vigilant as it charts its course due to the adjustments in local government policies.

Due to strong consumer spending, a comeback in tourism and better-than-anticipated labour market conditions, the Group's business segments are anticipated to perform stronger. The Group will keep an eye on the current national and political situations in the nations where the Group has business operations.

NOTE OF APPRECIATION

During the financial year, there were significant changes in the Board composition of BCorp which has resulted in an all-female Board composition and also exceeded the 30% female representation as recommended under the Malaysian Code of Corporate Governance.

On behalf of the Board, I would like to congratulate my fellow Board members, namely, Ms Nerine Tan Sheik Ping, who was redesignated as the Joint Chief Executive Officer,

while both Ms Chryseis Tan Sheik Ling and Puan Norlela Binti Baharudin were redesignated as Executive Directors of BCorp. In addition, I would also like to extend a warm welcome to Puan Nor Afida Binti Abdul Ali, the newly appointed Independent Non-Executive Director of BCorp.

The Board would like to express its sincere thanks and appreciation to Datuk Seri Zurainah Binti Musa, who resigned as an Executive Director on 3 February 2023 and Dato' Sri Robin Tan Yeong Ching who resigned as the Deputy Chairman, Mr Syed Ali Shahul Hameed who resigned as the Joint Chief Executive Officer/Director, Datuk Robert Yong Kuen Loke and Mr Tan Peng Lam who resigned as Independent Non-Executive Directors of BCorp, all effective on 1 March 2023. All of them have been dedicated members of the Board and have made valuable contributions towards the growth and success of the Group throughout the years.

At the same time, we also extend our deepest gratitude and appreciation to Tan Sri Dato' Seri Vincent Tan Chee Yioun, who relinquished his position as the Non-Independent Non-Executive Chairman of BCorp and assume the role of Advisor to provide guidance to the Board and support the continued growth of the Group.

The Board would also like to express its heartfelt gratitude to Dr Jayanthi Naidu G. Danasamy, who resigned as an Independent Non-Executive Director of BCorp on 1 June 2023 for her contributions to the Board.

To all our loyal shareholders, customers, business partners, financiers and regulatory authorities, I thank you for your unwavering support during these exceptionally uncertain times. Additionally, to the Management and staff of the various operating companies within the Group, I want to convey my sincere gratitude for your dedicated efforts, commitment and hard work throughout the years.

Last but not least, to my fellow colleagues on the Board, I would like to express my sincerest gratitude for your dedication and commitment. I take pride in and find inspiration in how our Group has met this challenge with adaptability and resilience. Our collective strength is the cornerstone of our success, and I have full confidence that, as a team, we will attain our objectives, delivering enduring value to our stakeholders as their trusted partner.

YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail
Non-Independent Non-Executive Chairman

MANAGEMENT DISCUSSION & ANALYSIS

Vitalising value across key segments

THE GROUP

Berjaya Corporation Berhad is a global consumer group with businesses in various parts of the world. The Group's operations are principally based in Malaysia and the United Kingdom ("UK"), where the major portion of its revenue is generated. The Group is currently divided into four main segments: Retail, Services, Property and Hospitality. The Retail segment involves the retailing of food and beverage products and consumer goods. The Services segment includes number forecast operations, financial services, digital-related engineering services, environmental engineering services and other related services. The Property segment focuses on property development for sale and property investment for rental income and value appreciation. The Hospitality segment encompasses hotel and resort operations, as well as recreational clubs.



H.R. Owen's new showroom at Hatfield, UK

FINANCIAL OVERVIEW

In terms of financial performance, the Group achieved a revenue of RM9.61 billion for the current financial year, representing an 18% increase compared to the previous financial year's revenue of RM8.16 billion. This growth was attributed to improved performance across all business segments. The Group's pre-tax profit for the financial year under review amounted to RM260.84 million, compared to RM230.57 million in the previous financial year. This increase in profit was primarily driven by the services and property segments, as well as improved performance in the hospitality segment.

RETAIL

The Retail segment is the largest contributor to the Group's total revenue, spearheaded by the retailing of luxury cars in the United Kingdom by H.R. Owen Plc. ("H.R. Owen").

H.R. Owen

H.R. Owen, a subsidiary of Berjaya Philippines Inc., is a luxury motor retailer specialising in prestige and specialty vehicles, as well as aftersales service.

In June 2023, H.R. Owen officially opened its new headquarters on a 5.4 acres site in Hatfield and was the first to bring four major luxury vehicle marques together on a single location, embodying the trademarks of Ferrari, Lamborghini, Bentley and Maserati. The popular automobile retailer was named Rolls-Royce Global Dealer of the Year, twice in five years for providing an immersive client experience.

MANAGEMENT DISCUSSION & ANALYSIS

H.R. Owen currently operates 18 showrooms and 18 service centres for Rolls-Royce, Ferrari, Bugatti, Lamborghini, Maserati, Aston Martin, Bentley, Rimac Automobili, Hennessey, Czingier, BAC and Radford.

For the financial year ended 30 June 2023, H.R. Owen recorded a revenue of £567.1 million with a total of 1,195 new prestige cars and 1,811 pre-owned cars sold, compared to revenue of £536.2 million with 1,244 new prestige cars and 1,892 pre-owned

cars sold in the previous financial year. The 5.8% increase in revenue was mainly attributed to marginal price increases of new cars albeit softer demand after an exceptional performance in the previous year. In the financial year under review, H.R. Owen made a pre-tax profit of £7.6 million as compared to pre-tax profit of £15.6 million in the previous financial year.



Cosway product line up

Cosway

Cosway, the first Malaysian home-grown Multi-Level-Marketing brand, was founded in 1975 and has since built a name for itself in Malaysian families. From 2005 forward, the company’s impetus was extended overseas. Today, Cosway is present in Malaysia, Singapore, Thailand, Taiwan, Hong Kong and Macau.

With sound market knowledge and focus on developing and marketing premium quality JAKIM-certified (“Jabatan Kemajuan Islam Malaysia”) fast-moving consumer products in the Malaysian market, Cosway is proud to be recognised and supported by the Kementerian Perdagangan Dalam Negeri dan Hal-Ehwal Pengguna, where the company was granted one of the country’s two 10-year Akta Jualan Langsung licences. Cosway’s group revenue increased by 3.7% in the current financial year, with revenue from Malaysia and Singapore showing the greatest gain among all markets. This is due to the

continuous improvement and upgrades of current hot-selling products from key categories such as household, personal care and skincare in its ongoing effort to improve the product life-cycle management, quality of existing offerings, and product margin despite rising costs, volatile inflation rates and currency volatility. The group’s commitment saw Cosway’s gross margin increased to 3.2% for home, 2.6% for skincare and 1.6% for personal care. As a result of the epidemic, the majority of the population has become more health conscious, with 72% wanting to increase their spending on health and wellness. It is also obvious that consumers recognise the significance of making intelligent dietary choices, high quality functional foods, supplements and an active lifestyle in sustaining health and vitality. Recognising the trend, Cosway has moved its attention from household category to health category in this financial year and will continue to be the primary focus in the future financial year.

MANAGEMENT DISCUSSION & ANALYSIS

Furthermore, with physical presence gaining precedence like never before, it is of utmost important for Cosway to continue increasing its presence in order to better serve the community and to be proactive in reaching out to where the demand is. Cosway Mobile2U, a store-on-wheels concept, was introduced with aim of reaching out to rural and underserved areas where Cosway does not have a physical presence. This innovative approach allows the group to operate without the constraints of a fixed location and with significantly lower investments costs compared to traditional brick-and-mortar outlets. Cosway will maintain its recruitment efforts by implementing short term recruitment incentive programmes and incentive trips.

Starbucks Coffee in Malaysia

Berjaya Starbucks Coffee Company Sdn Bhd (“BStarbucks”) operates Starbucks in Malaysia. As of 30 June 2023, BStarbucks increased the number of its stores to 393 stores, located throughout Malaysia, from 356 stores at the end of the previous financial year. Out of these 37 stores, seven are Drive-Thru concept stores, making it a total of 75 drive-thru stores across the nation.



Store Location by Region

A Central		B Northern		C Southern		D East Coast		E East Malaysia	
K. Lumpur	101	Kedah	12	Johor	38	Kelantan	3	Labuan	1
Putrajaya	6	Penang	38	Melaka	10	Pahang	14	Sabah	16
Selangor	114	Perak	16	Negeri Sembilan	6	Terengganu	2	Sarawak	15
		Perlis	1						

MANAGEMENT DISCUSSION & ANALYSIS



Starbucks Bamboo Hills Drive-Thru, Kuala Lumpur

For the current financial year, BStarbucks registered a revenue of RM1.0 billion, as compared to RM884.2 million in the previous financial year. During the financial year, BStarbucks introduced Mobile Order & Pay which allows customers to order and pay through the Starbucks Malaysia mobile application, enhancing their purchase experience. BStarbucks also began capitalising on social media and influencer marketing as a cost-effective way to enhance brand and product awareness across Malaysia. BStarbucks also lead the coffee industry through its exception service, responsible shareholder growth and commitment to sustainability via resource positivity. During the financial year, the company installed 27 Electric Vehicle charging stations at 17 stores across Klang Valley, Penang, Malacca and Johor. This initiative marked a significant milestone, distinguishing BStarbucks as the first retail coffee chain in Malaysia to participate in the effort to promote sustainability through decarbonisation. The post-pandemic period also saw an upsurge in public health awareness. As a result, BStarbucks introduced the Syrup Deconstruction Programme. Customers can customise the sweetness level of their drinks without affecting the quality and flavour profile of the beverages. Additionally, BStarbucks now offers plant-based milk and food options. This programme aims to fulfil client demand while promoting sustainable living.

BStarbucks recorded a profit before tax of RM165.6 million compared to RM193.5 million in the previous financial year. The lower profit before tax was primarily driven by elevated product cost and supply chain expenses, which were a result of the impact of rising commodity costs and the strengthening of the US currency. Additionally, higher labour costs were attributed to revised minimum wages and the amendment of the Employment Act. These financial challenges were partially mitigated by strategic pricing adjustments.

Kenny Rogers Roasters

Berjaya Roasters (M) Sdn Bhd (“BRoasters”) is the master franchisee of Kenny Rogers ROASTERS (“KRR”) restaurant chain in Malaysia. It offers a mid-casual dining setting with rotisserie-roasted chicken as its main menu, complemented by a decadent variety of hot and cold side dishes. Other menu items include Kenny’s Famous Homemade Muffins, vegetable salads, pasta, soup, desserts and the beverages served in a friendly and comfortable environment. As at 30 June 2023, BRoasters operates 70 KRR restaurants with 10 sub-franchisee stores across Malaysia. During the financial year, BRoasters opened seven new stores and closed five non-performing stores.

During the financial year ended 30 June 2023, BRoasters recorded a revenue of RM69.4 million, a decrease of 2.9% compared to RM71.5 million in the previous financial year. The lower revenue was mainly due to the decline in footfalls and subdued consumer sentiment in the second half of the financial year, attributed to the rising cost of living and interest rates. BRoasters reported RM4.7 million loss before tax for the financial year ended 30 June 2023 compared to RM6.2 million profit before tax in the previous year. The loss before tax was due to the escalated cost of raw materials and logistics. Additionally, compliance with the revised minimum wage as outlined in the amendment of the Employment Act, contributed to the increased labour costs.



Kenny Rogers ROASTERS new menu - Kenny's Quarter Lite Meal

MANAGEMENT DISCUSSION & ANALYSIS

Krispy Kreme Doughnuts

Berjaya Krispy Kreme Doughnuts Sdn Bhd (“BKKD”) holds the franchise to operate Krispy Kreme Doughnuts in Malaysia. As of 30 June 2023, BKKD has a total of 38 stores, with 11 in Penang and 3 in Pahang.

The 14 new stores in this current financial year included BKKD’s first Factory Store with Hot Light at R&R Juru Southbound, Penang. This prominent hub is located along the North-South Expressway and serves as the production centre to all Northern outlets. Apart from Penang’s Bukit Jambul Complex and Petron Jalan Tengah, BKKD now has stores in Kedah – Amanjaya Mall Sungai Petani and Aman Central Mall in Alor Setar. Its first Perak location is at AEON Kinta City Ipoh, followed by AEON Taiping. In addition, BKKD has opened the first permanent Fresh Store at Kuala Lumpur International Airport in December 2022. Other outlets are located in Pavilion Bukit Jalil, Datum Jelatek Shopping Centre, Kuala Lumpur Convention Center, AEON Anggun Rawang and Eco Granduer Puncak Alam.

During the financial year under review, BKKD registered a revenue of RM35.0 million, with the highest sales in December 2022 of RM3.5 million. This was mainly contributed by the new store openings in the Northern region.

BKKD also rolled out successful campaigns with local celebrity designers and created doughnuts which incorporated local flavours in conjunction with local festivals. These strategic initiatives, along with the addition of new stores, led to BKKD attaining a revenue of RM35.0 million, a substantial 22% increase over the previous financial year. However, BKKD recorded a lower profit before tax of RM0.3 million during the financial year under review as compared to RM1.4 million profit before tax in the previous financial year. This was due to the soft market that the stores faced beginning January 2023. In addition, the sales in the Northern stores have reached its sustainable sales which was nearly 50% lower as compared to the first 6 months of opening. The lower profit before tax as compared to the previous financial year was also due to the higher USD, which has impacted the cost of purchasing of the proprietary ingredient, brewless mix and the price increase in local ingredients, packaging and operating costs.



Krispy Kreme AEON Taiping, Perak

SERVICES

The Services segment is a diversified segment that includes number forecasting operations, digital-related engineering services, and financial services. Number forecasting operations is the largest revenue source within the Services segment, contributing about three quarter of its total revenue. The major part of this revenue is generated in Malaysia, with a small contribution from Vietnam due to its fee-based structure rather than lottery sales. Digital-related engineering services is a rapidly growing business that provides telecommunication services, including the construction and maintenance of mobile base stations, fibre optic infrastructure, large-scale WiFi hotspots and cloud services and applications. This business is primarily handled by the REDtone group of companies. The Group’s environmental engineering services initially centred on sanitary landfill operations and has progressively expanded over the years to include waste treatment services for various waste type apart from commercial and residential waste. The Group’s financial services primarily revolve around the securities trading and fund management.



A Sports Toto draw in progress

Sports Toto

STM Lottery Sdn Bhd (“STM Lottery”) operates Sports Toto, which has approximately 680 outlets nationwide and offers eight different games. Lottery draws are conducted three days a week on every Wednesday, Saturday and Sunday. The Digit games are Toto 4D, Toto 4D Jackpot, Toto 4D Zodiac, Toto 5D and Toto 6D, while the Lotto games are Star Toto 6/50, Power Toto 6/55 and Supreme Toto 6/58.

STM Lottery achieved a revenue of RM2.83 billion with 175 draws done in the current financial year, an increase of 32.1% from the previous financial year’s revenue of RM2.14 billion with 138 draws conducted. The increase in revenue was attributed to the full resumption of business operations in the current financial year, whereas the previous financial year was negatively impacted by the cancellation of 37 draws as a result of the imposition of the Movement Control Order 3.0 from 1 June 2021 to 13 September 2021 and was driven by higher accumulated jackpot prizes from jackpot games. Throughout the pandemic years, illicit Number Forecast Operators (“NFOs”) expanded by providing punters with online betting alternatives. STM Lottery also faced regulatory problems from the state of Kedah.

Despite the headwinds, STM Lottery continued to strive forward by improving the average sales per draw by 4.2% over the previous financial year. All the jackpot games have rewarded punters with significant jackpot prizes. The Toto 4D

MANAGEMENT DISCUSSION & ANALYSIS

Jackpot digit game had the most winners, with the top five winners receiving prizes ranging from RM12.0 million to RM23.0 million. The Supreme Toto 6/58 Jackpot game generated four winners, two of whom received the top prizes of RM31.9 million and RM27.1 million respectively.

Profit before tax for the financial year under review was RM296.6 million, up 30.2% from RM227.8 million in the previous financial year. This was mostly due to the higher revenue reported in the financial year under review.

REDtone group

REDtone Digital Berhad (“REDtone”) is a leading integrated telecommunications and digital services provider for organisations. With its well-respected home-grown brand founded in 1996, REDtone has evolved from a voice provider to one that offers an extensive range of services under three main categories:

- a) Telecommunications Services (“TS”) – It offers data, voice and managed services to government, enterprises and SMEs. REDtone is among the very few service providers in the industry to provide infrastructure integration expertise. Its access to a unique suite of last mile technologies also enables it to offer broadband-on-demand. Amongst the products offered are Metro E, SIP Trunking and SiPhony and Cloud PBX.
- b) Managed Telecommunications Network Services (“MTNS”) – This includes building, maintaining and operating large scale telco engineering projects, Wifi hotspots, base stations and fiber optic infrastructure. Fixed Network Solutions, Equipment Installation, Commissioning & Integration and Radio Frequency (“RF”) Design & Network Optimisation are our telco engineering skills set.
- c) Cloud & IOT – It offers cloud services and applications, data centre and disaster recovery and Internet of Things (“IoT”) for smart farming.



REDtone was awarded Highest Return on Equity Over Three Years and Highest Growth in Profit After Tax Over Three Years for the Telecommunication, Media & Utilities sector at The Edge Malaysia Centurion Club & Corporate Awards 2022

For the financial year ended 30 June 2023, the Group reported a revenue of RM214.7 million, increase of 35.9% as compared to previous year of RM158.0 million. The increase is largely due to higher revenue contributed by the TS and MTNS segments. The TS segment contributed positively for the financial year under review as most businesses are operating in full swing following the country’s transition to the endemic phase in 2022. The revenue from Universal Service Provision projects under the MTNS segment will by nature fluctuate during the course of the contract. Meanwhile, the REDtone group posted a high profit before tax of RM75.0 million for the current financial year, representing a 32.7% improvement compared to RM56.5 million achieved in last financial year. The significant growth was mainly contributed by their strong performance, continuous cost optimisation coupled with a higher fair value changes on certain financial assets.

Environmental engineering services

The Group’s environmental engineering services have diversified into various aspects of waste management and water treatment. These services encompass a wide range of activities, including the management of sanitary landfills, the production and sale of green electricity derived from landfill gas, the collection and recycling of Scheduled Waste (“SW”) and the retrieval of both SW and non-SW materials from industries across the country. This includes the handling of bio-sludge from sewerage and water treatment facilities, as well as providing public water services in the People’s Republic of China.



The Pengfa water treatment plant in China

Berjaya EnviroParks Sdn Bhd (“BEParks”) is principally engaged in the treatment of solid waste, involving amongst others, the development, design, construction, operation, management and maintenance of sanitary landfills, and construction activities. BEParks manages and operates the Bukit Tagar Sanitary Landfill (“BTSL”) under a 30-year concession from the Government. BTSL is located approximately 55km from Kuala Lumpur and is accessible from the North-South Expressway through the Bukit Tagar interchange, as well as a new 9km 4-lane access route that provides direct and quick access to BTSL from Kuala Lumpur and Selangor. BTSL currently receives an average of 2,719 tonnes of municipal solid waste (“MSW”) per day from Kuala Lumpur, the Selayang District and Ulu Selangor District in the state of Selangor and a few private companies. For the financial year ended 30 June 2023, BEParks recorded a revenue of RM48.1 million and pre-tax profit of RM9.6 million.

MANAGEMENT DISCUSSION & ANALYSIS

Berjaya Energies Sdn Bhd (“BEnergies”), a wholly owned subsidiary company of BEParks, has been involved in the generation and sale of green electricity from landfill gas since 1 June 2011. Suruhanjaya Tenaga, under the Ministry of Energy, Green, Technology and Water, approved BEnergies’ power generation, while the Sustainable Energy Development Authority approved the sale of energy to Tenaga Nasional Berhad (“TNB”). TNB purchases the generated electricity through the Feed-in Tariff program, which is based on the Renewable Energy Power Purchase Agreement. BEnergies recorded revenue of RM19.8 million for the financial year ended 30 June 2023, a 3.1% increase from RM19.2 million in the previous financial year, mostly due to higher volume power generation. BEnergies recorded a lower profit before tax of RM6.7 million against RM9.0 million in the previous financial year due to the write-off of 2 units of gas engines to be replaced by new gas engines, strategising the same engine capacity for all the gas engines in the centralised power generation plant.

Amita Berjaya Sdn Bhd (“ABSB”), a joint venture of Berjaya Enviro Holdings Sdn Bhd (“BEH”) (a wholly owned subsidiary of the Group), recycles Scheduled Waste (“SW”) and has a licence from the Department of Environment (“DOE”) to manage 15 SW codes. Furthermore, ABSB is licensed by the DOE to transport SW under the Environmental Quality Act of 1974. ABSB’s patented technology provides a sustainable alternative to traditional methods of controlling SW. Rather than disposing of or incinerating waste, or recovering recyclable elements in waste, ABSB’s innovative method allows SW to be 100% recycled with no residue by converting SW into Alternative Raw Material (“ARM”) and Alternative Fuel (“AF”). Both ARM and AF are supplied to the cement industry to be used as substitute for natural raw material and fossil fuel in manufacturing cement. ABSB recorded a revenue of RM21.3 million, a 2.3% decline from RM21.8 million in the previous financial year. Consequently, profit before tax reduced to RM5.7 million, against RM10.5 million in the previous year due to a tax refund on Green Investment Tax Allowance under Malaysian Investment Development Authority recognised in the previous year.

AWF Limited (“AWF”) is a wholly owned subsidiary of Berjaya Group Berhad and is the main shareholder of the following three (3) Longxi Water Project Companies:

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

AWF Group is the sole public water service provider in Longxi Sub-District, Boluo County, Huizhou City of the Guangdong Province, China. Its comprehensive services include water extraction, treatment, distribution of treated water to consumers, and management of the distribution network within the service area. AWF ensures a reliable water supply and performs maintenance and repairs on the piping network. AWF Group manages the operation and maintenance of three potable

water treatment plants with a total design capacity of 100 million litres per day and a pipeline network spanning 208km, within its 119 sq. km. At present, AWF serves 22,925 consumers which include industrial, commercial and domestic consumers, and encompassing various property types such as landed and strata residential properties, all located within the designated distribution area. For the current financial year, AWF Group was impacted by local authorities enforcing a limit to limiting the monthly operation hours of small and medium industries that did not completely comply with the environmental regulations and the economic slowdown of industrial activity in the service area. As such, pre-tax losses increased.

Financial services

The Group’s primary financial services are stockbroking, unit trust fund management, and investment portfolio management for both individual and institutional investors. These services are heavily influenced by the performance of global stock markets, as well as market sentiment. The stockbroking business is operated by Inter-Pacific Securities Sdn Bhd (“IPS”), a wholly owned subsidiary company within the Inter-Pacific Capital (“IPC”) group of companies. As a stockbroking business, its operational results are strongly linked to the trading volumes of its investors in Bursa Malaysia Securities Berhad (“Bursa Malaysia”). During the financial year, Bursa Malaysia’s average daily traded volume declined to 2.87 billion shares, slipping from 3.56 billion shares in the previous financial year. The average daily traded value also eased to RM1.87 billion, from RM2.53 billion in the previous financial year. Similarly, the total transacted value fell by 27.2% to RM452.1 billion for the financial year in review. The overall decline in both traded volumes and values was mainly attributed to fewer market impetus and weakening sentiments affected by both global and domestic economic developments. In light of the tepid investor participation, the current financial year saw IPC group recording a lower operating revenue of RM43.7 million compared to RM54.5 million recorded in the previous financial year. Correspondingly, pre-tax profit reduced to RM31.7 million for the current financial year, down from RM36.8 million recorded in the previous financial year.

Inter-Pacific Asset Management Sdn Bhd (“IPAM”) manages four unit trusts funds and one wholesale fund along with private mandates that invest in local and United States markets, as of 30 June 2023. The total assets under management stood at approximately RM762 million, a decrease of around 23% year-on-year. Performance of the equity market was broadly in the red underpinned by slowing economic growth, inflation, geopolitical risks and a series of interest rate increases. The Technology sector saw remarkable gains as it benefited from the artificial intelligence boom. However, domestically, outlook remains uncertain due to the impacts of interest rates and weakening currency. Accordingly, IPAM’s revenue for the current financial year under review decreased to RM8.76 million, down by 63.9% from the previous financial year’s revenue. Pre-tax profit for the current financial year was RM1.2 million, reflecting a year-on-year decrease of 82.7%.

MANAGEMENT DISCUSSION & ANALYSIS



The Tropika Bukit Jalil, Kuala Lumpur - Construction in progress

PROPERTY

The Property segment demands substantial capital investment, encompassing land acquisitions, expenses related to property development for future sales, and investments in properties for rental income and potential appreciation in value. This segment plays a crucial role in the overall operations and allocation of resources within the Group. It includes activities related to property investment and property development, spanning both domestic and international markets.

Property Investment

The Property Investment Division (“PI Division”) comprises four properties, namely Plaza Berjaya, Kota Raya Complex and Wisma Cosway in Kuala Lumpur, and Berjaya Megamall in Kuantan, Pahang. These commercial properties maintained an average occupancy rate of 78% in the current financial year. The PI Division achieved a higher revenue of RM18.9 million in this current financial year compared to RM15.8 million in the previous financial year. This increase in revenue can be attributed to higher rental billings for new tenants and an increase in the number of occupants across all commercial complexes. PI Division recorded a higher pre-tax loss of RM4.57 million as compared to a pre-tax loss of RM2.54 million in the previous financial year under review mainly due to higher service charges charged by the management corporation of respective commercial complexes.

Property Development

The Property Development Division (“PD Division”) is primarily involved in developing land banks and selling completed property projects both domestically and internationally. In the post-pandemic world, the PD Division experienced an increase in business activities, improved labour market conditions and higher domestic demands, resulting in a better financial performance. However, this was offset by higher local and global interest rates and increased borrowing costs to finance project developments.

The domestic real estate sector has grown due to favourable government policies, improved labour market conditions and increased local demand. The lifting of the pandemic movement restrictions and the reopening of international borders have also enticed international property investors in Malaysian real estate.

During the financial year under review, the PD Division successfully completed and organised the grand opening of The Tropika Bukit Jalil Commercial on 2 December 2022. This commercial project consists of 9 units of double-storey shop lots, 11 retail units and a commercial space, catering to the daily needs of residents in the area. At the grand opening, all the commercial lots were fully occupied, with Jaya Grocer as the anchor tenant, along with a mix of restaurants, retail shops and services. The Tropika Bukit Jalil is a 6.5-acre freehold mixed development, with the residential component expected to be completed in the first quarter of 2024. During the financial year under review, the PD Division sold 123 residential units with a total sales value of RM130.8 million. To date, 833 residential units have been sold with a total sales value of RM746.1 million.

The PD Division saw a return of foreign buyers, particularly from China and Singapore, who chose Malaysia as a destination for a better lifestyle and investment opportunities during the financial year under review. With the increase in Additional Buyer’s Stamp Duty (ABSD) in Singapore, there has been an influx of Singaporean customers looking for properties in Malaysia. Taking advantage of this trend, the PD Division collaborated with local foreign property agents and agencies to market the property inventories from various project developments by the Group. This collaboration helped generate RM47.36 million in total sales from unit sales at The Ritz-Carlton Residences Kuala Lumpur during the financial year under review.

In Penang, the PD Division sold 2 bungalow residential lots with a total sale value of RM12.6 million during the financial year under review. Since its launch, the division sold a cumulative of 53 lots out of the 68 bungalow residential lots with a total sale value of RM239 million. To capitalise on the surge of foreign property buyers, the PD Division conducted digital marketing campaigns to create awareness and generate leads for the unsold bungalow lots. They also worked closely with real estate and Malaysia My Second Home (MM2H) agencies to further market the project to prospective foreign buyers.

MANAGEMENT DISCUSSION & ANALYSIS



The Taaras Beach & Spa Resort, Redang Island

HOSPITALITY

The Hospitality segment encompasses hotels, resorts and recreation clubs, both in Malaysia and abroad. Within this segment, the Group manages 5 golf clubs and 1 equestrian club (“The Clubs”). There are 2 golf clubs, together with the equestrian club located in Kuala Lumpur, and 1 golf club each in Nilai, Negeri Sembilan, Batu Pahat, Johor, and Berjaya Hills, Pahang. The Clubs’ principal activities focus upon golf and equestrian services, which are supplemented by different amenities such as sports facilities, dining establishments, banqueting facilities and event spaces. The Clubs had a total membership of 11,981 as of 30 June 2023, of which 6,578 golf members and 5,403 non-golf members. In addition, the Group’s Hotels and Resorts Division (“BHR”) owns and operates 31 hotels and resorts around the world. Among these, 10 are located in Malaysia, while the others can be found in countries such as Iceland, Seychelles, Sri Lanka, United Kingdom, Japan and the Philippines.

The Clubs

With the ease of travelling and social gathering restrictions, The Clubs saw the return of members patronising the clubs as well as increasing numbers of corporate events and banquet functions. Revenue for the current financial year was RM56.63 million, an increase of 5% over last financial year’s revenue of RM53.45 million. The Clubs also posted an increase in pre-tax profit of 43%, from RM4.78 million in the previous financial year to RM6.88 million in the current financial year, as a result of its aggressive marketing activities and maintenance plans that were implemented after being postponed due to the pandemic.

Hotels & Resorts

For the financial year under review, with the healthy leisure and commercial demands from its key markets after the removal of pandemic-related restrictions, BHR’s overall room occupancy raised to 56.1% from 46.2% in the previous financial year, which contributed to a total gross revenue of RM937.44 million, an increase of 59.3% compared to the previous financial year. The increase was driven largely by the hotels and resorts in Iceland, Japan and Malaysia. For the financial year ended 30 June 2023, BHR recorded a loss before tax to RM90.97 million from a loss of RM117.23 million posted in the previous financial year. The reduction in loss is not in proportion to the improved revenue, mainly due to higher operating expenditure, finance cost and unrealised foreign exchange loss. In line with the positive growth in room occupancy rate and Average Room Rate (“ARR”), which led the Revenue per Available Room (“RevPAR”) improved by 57.5% to RM397 as compared with RM252 registered in the previous financial year.

BHR’s major Malaysian-based hotels and resorts are Berjaya Times Square Hotel and ANSA Hotel Kuala Lumpur, with both located in Kuala Lumpur, Berjaya Penang Hotel, Berjaya Tioman Resort, The Taaras Beach & Spa Resort, Redang, as well as Colmar Tropicale and The Chateau Spa & Wellness Resort, both located at Berjaya Hills. For the financial year ended 30 June 2023, the overall results reflected an improvement in the operating performance across all BHR hotels & resorts businesses in Malaysia. Revenue for the Malaysian-based hotels and resorts for the current financial year increased 84.5% compared to the previous financial year. As a result, the Malaysian-based properties reduced its total loss before tax by 35.9% compared to the previous financial year.

MANAGEMENT DISCUSSION & ANALYSIS



Iceland Parliament Hotel - Curio Collection By Hilton, Iceland

BHR's overseas hotels and resorts are Four Seasons Hotel and Hotel Residences in Kyoto, Japan, Iceland Hotel Collection by Berjaya comprising 13 hotels in Iceland, Berjaya Beau Vallon Bay Resort & Casino and Berjaya Praslin Resort in Seychelles, Berjaya Hotel Colombo, Sri Lanka, ANSA Okinawa Resort in Japan, Berjaya Eden Park London Hotel and The Castleton Hotel in London, United Kingdom. Overall, as compared to the previous financial year, the performance of BHR's overseas properties performed well as a rise in leisure and commercial demands enable the overseas hotel properties to improve its combined room occupancy rate to 68.3% from 61.6% in the previous financial year, with the ARR grew by 39.7%. Growth in both room occupancy and ARR contributed to the RevPAR increased by 55.0% to RM634 versus RM409 recorded a year ago. For the current financial year, BHR's overseas properties recorded an increase in total gross revenue to RM724.61 million compared to RM472.97 million in the previous financial year. The positive growth in revenue resulted in improved performance for the BHR's overseas properties in the current financial year under review. In the current financial year, Four Seasons Hotel and Hotel Residences in Kyoto, Japan achieved a significant turnaround, reporting a profit before tax of RM8.0 million, compared to a loss before tax of RM54.0 million in the previous financial year. On the other hand, the Iceland Hotel Collection by Berjaya, the primary revenue contributor, recorded a higher loss before tax of RM70.2 million, up from RM19.8 million in the previous financial year. This increase in loss attributed to the higher lease-related expenses, partly due to the addition of a new leased hotel property, Iceland Parliament Hotel. Additionally, the Iceland Hotels incurred an unrealised foreign exchange loss of RM23.3 million during the current financial year under review. Overall, the total loss before tax incurred by BHR's overseas properties reduced to RM56.66 million from the loss of RM63.72 million in the previous financial year.

FUTURE OUTLOOK

According to Bank Negara Malaysia Quarterly Bulletin, the global economy is expected to slow down. This downturn is projected despite continued domestic demand strength, favourable labour market conditions and the resurgence of service sectors, particularly tourism, which will continue to contribute to global economic expansion. Nevertheless,

challenges stemming from persistent high inflation and rising interest rates are on the horizon. Although China's reopening has been a positive factor for the global economy, the slower-than-anticipated recovery in recent months is expected to exert downward pressure on global growth. The Malaysian economy is expected to experience a moderate pace. The ongoing subdued external demand, particularly affecting export-oriented sectors, will continue to exert downward pressure on economic activity. Economic growth will be supported by domestic demand, driven by favourable labour market conditions, particularly within sectors that cater to the domestic market. While the growth outlook holds certain risks, primarily related to weaker-than-expected global growth, there are potential positive factors on the domestic front. These include the possibility of stronger-than-expected tourism activity and a rapid implementation of projects, which could provide upside potential to the economic outlook.

For the Retail segment which derives most of its revenue from luxury car distribution in the United Kingdom, the Group remains positive about its prospects and will continuously monitor its operations and resources to adapt to global changes brought about by rising inflation and interest rates.

For the Services segment, where the main contributor is the number forecast operations, the Group is optimistic that its business will remain vigilant in the face of macroeconomic uncertainties and rising interest rates which are causing headwinds to the Malaysian economic recovery, and it will be able to maintain its market share leadership in the upcoming financial year. In terms of other services, the Group will continue to prioritize operational efficiency and steps to boost profitability in its core operations.

For the Property segment, the Group has an exciting lineup of project developments launches for the upcoming financial year in strategic locations within the Klang Valley and Penang. The Property segment is resolute in its commitment to providing high-quality products that align with the changing needs and aspirations of its customers.

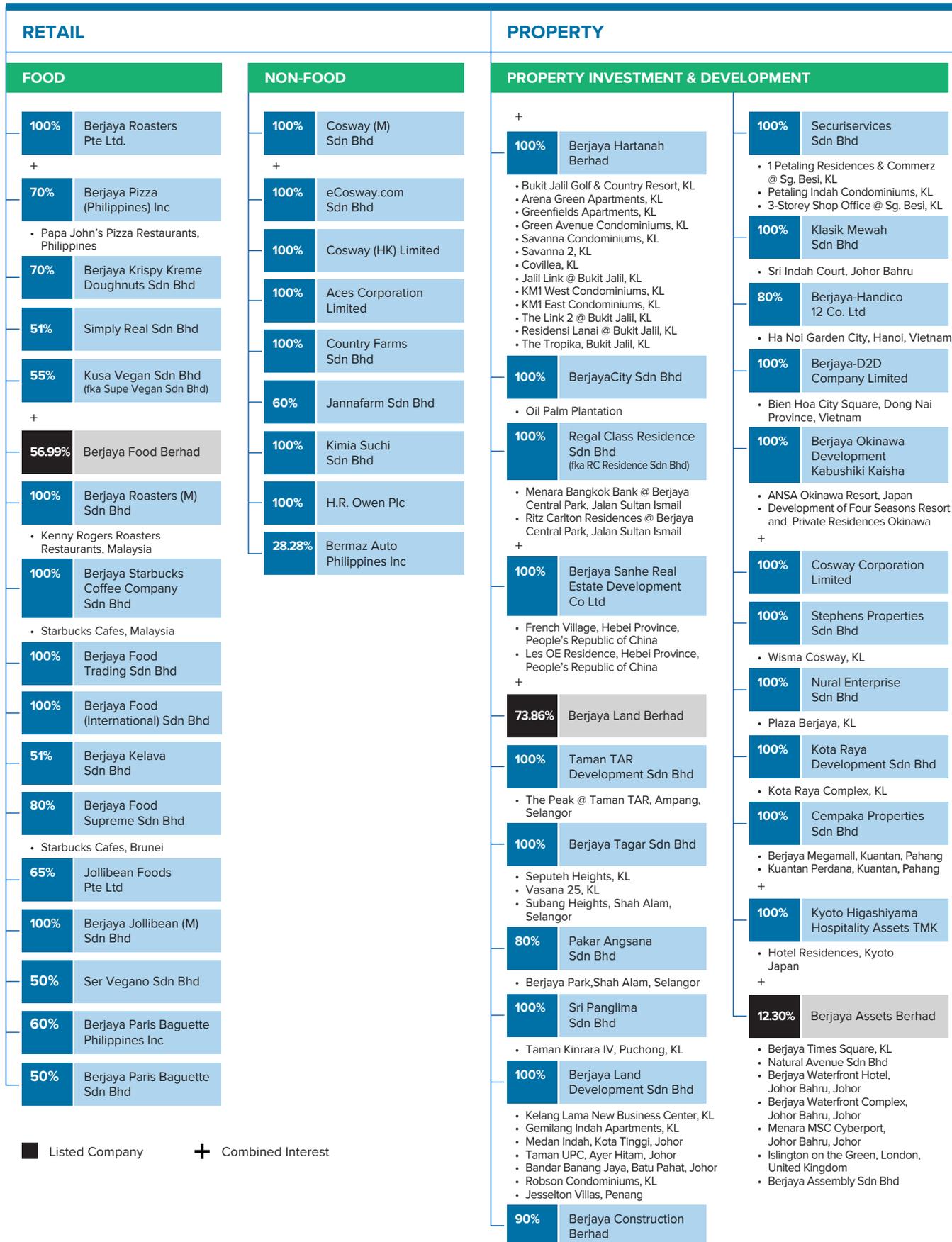
The Hospitality Segment is expected to see continued positive momentum in their operating performances for the new financial year, as all properties are well placed to take further advantage on the reopening of China's international borders. The Group will continue to improve the yield management strategy and adopt a vigorous rate strategy to drive higher room rates, while maintaining an excellent standard customer service, and to boost market share in its key leisure and corporate markets.

Despite the fluctuations and uncertainties, the Group maintains a firm belief in its ability to adjust to the evolving landscape, identify opportunities within the competitive retail sector, introduce innovations, and develop new products and processes.

CORPORATE STRUCTURE

of main subsidiaries, associated companies and joint ventures as at 2 October 2023

BERJAYA CORPORATION BERHAD



■ Listed Company

+ Combined Interest

CORPORATE STRUCTURE

of main subsidiaries, associated companies and joint ventures as at 2 October 2023

BERJAYA CORPORATION BERHAD

HOSPITALITY		SERVICES	
HOTEL & RESORTS		GAMING	
100% BTS Hotel Sdn Bhd <ul style="list-style-type: none"> Berjaya Times Square Hotel, Kuala Lumpur 	100% Berjaya Hotels Iceland hf. (fka Icelandair Hotels hf.) <ul style="list-style-type: none"> Canopy by Hilton Reykjavik City Centre Berjaya Herad Hotel Berjaya Akureyri Hotel Berjaya Myvatn Hotel Berjaya Hofn Hotel Hotel Edda Egilsstadir Hotel Edda Akureyri Hilton Reykjavik Nordica Berjaya Reykjavik Natura Hotel Berjaya Reykjavik Marina Hotel Reykjavik Konsulat Hotel, Curio Collection by Hilton Alda Hotel Reykjavik Iceland Parliament Hotel, Curio Collection by Hilton 	100% Berjaya International Casino Management (Seychelles) Limited	FINANCIAL
100% ANSA Hotel KL Sdn Bhd <ul style="list-style-type: none"> ANSA Hotel, Kuala Lumpur 		50.05% Sports Toto Berhad	
100% Budi Impian Sdn Bhd <ul style="list-style-type: none"> ACES Hotel, Kuala Lumpur 		100% STM Lottery Sdn Bhd	
100% Berjaya Vacation Club (Cayman) Limited <ul style="list-style-type: none"> Berjaya Eden Park Hotel, London, United Kingdom 		100% International Lottery & Totalizator Systems, Inc, USA	
100% Berjaya Langkawi Beach Resort Sdn Bhd <ul style="list-style-type: none"> Berjaya Langkawi Resort, Kedah 		100% Unisyn Voting Solutions, Inc., USA	
99.80% The Taaras Beach & Spa Resort (Redang) Sdn Bhd <ul style="list-style-type: none"> The Taaras Beach & Spa Resort, Redang Island, Terengganu Redang Island Resort, Terengganu 		88.26% Berjaya Philippines Inc	
86.25% Tioman Island Resort Berhad <ul style="list-style-type: none"> Berjaya Tioman Resort, Pahang 		39.99% Philippine Gaming Management Corporation	
100% Berjaya Beau Vallon Bay Beach Resort Limited <ul style="list-style-type: none"> Berjaya Beau Vallon Bay Resort & Casino, Seychelles 		51% Berjaya Gia Think Investment Technology Joint Stock Company	
100% Berjaya Praslin Limited <ul style="list-style-type: none"> Berjaya Praslin Resort, Seychelles 		ENVIRONMENTAL	
92.6% Berjaya Mount Royal Beach, Hotel Limited <ul style="list-style-type: none"> Berjaya Hotel Colombo, Sri Lanka 		100% Berjaya EnviroParks Sdn Bhd	
50% Berjaya Hotay Joint Venture Company Limited <ul style="list-style-type: none"> Sheraton Hanoi Hotel, Hanoi, Vietnam 	100% Berjaya Energies Sdn Bhd		
100% Perdana Hotel, Philippines Inc <ul style="list-style-type: none"> Berjaya Makati Hotel, Makati, Philippines 	60% Amita Berjaya Sdn Bhd		
100% Berjaya Kyoto Development Kabushiki Kaisha <ul style="list-style-type: none"> Four Seasons Hotel, Kyoto, Japan 	70% J&T Berjaya Alam Murni Sdn Bhd		
	60% Berjaya Eco Services Sdn Bhd		
	100% AWF Limited		
	DIGITAL		
	100% BLoyalty Sdn Bhd		
	60.2% Sweet Spot Digital (Malaysia) Sdn Bhd		
	47.46% REDtone Digital Berhad		
	OTHERS		
	100% Berjaya Registration Services Sdn Bhd		
	71.7% Berjaya Higher Education Sdn Bhd <ul style="list-style-type: none"> Berjaya University College 		
	70% Berjaya College Sdn Bhd <ul style="list-style-type: none"> Berjaya TVET College 		
	13.27% Berjaya Media Berhad		
	51.62% Singapore Institute of Advanced Medicine Holdings Pte Ltd		
	26.53% Atlan Holdings Bhd		

GROUP FINANCIAL SUMMARY

Description	2023 US\$'000	2023 RM'000	2022 RM'000	2021 RM'000	2020 RM'000	2019 RM'000
Revenue	2,051,197	9,611,911	8,155,139	7,464,542	6,989,780	9,793,275
Profit/(Loss) Before Tax	55,664	260,842	230,571	(260,390)	173,455	423,535
Profit/(Loss) After Tax	4,075	19,095	23,493	(457,143)	(62,892)	121,534
(Loss)/Profit Attributable To Shareholders	(23,530)	(110,262)	51,770	(459,630)	(95,226)	(111,757)
Share Capital	1,141,224	5,347,774	5,286,202	5,092,989	5,017,956	5,017,956
Equity Component of ICULS	23	110	53,231	242,657	306,739	306,739
Reserves	191,512	897,423	806,269	807,627	1,342,074	1,398,628
Equity Funds	1,332,759	6,245,307	6,145,702	6,143,273	6,666,769	6,723,323
Treasury Shares	(19,564)	(91,677)	(74,982)	(59,987)	(92,344)	(34,253)
Net Equity Funds	1,313,195	6,153,630	6,070,720	6,083,286	6,574,425	6,689,070
Non-controlling Interests	574,810	2,693,561	2,808,371	2,824,227	2,977,670	3,043,826
Total Equity	1,888,005	8,847,191	8,879,091	8,907,513	9,552,095	9,732,896
ICULS	2	10	7,123	37,178	73,673	101,591
Long Term Liabilities	1,465,504	6,867,354	6,646,464	6,145,952	6,645,966	5,119,881
Current Liabilities	1,382,028	6,476,181	4,917,890	5,031,861	5,169,228	4,866,271
Total Equity and Liabilities	4,735,539	22,190,736	20,450,568	20,122,504	21,440,962	19,820,639
Property, Plant and Equipment	753,187	3,529,433	3,230,786	3,139,768	3,172,281	3,481,071
Right-of-use Assets	496,791	2,327,962	1,853,675	1,858,016	1,907,081	-
Intangible Assets	1,005,287	4,710,773	4,876,957	4,879,130	4,993,190	5,251,165
Investments and Long Term Receivables	1,147,637	5,377,828	5,207,260	5,144,833	4,903,567	5,673,031
Current Assets	1,332,637	6,244,740	5,281,890	5,100,757	6,464,843	5,415,372
Total Assets	4,735,539	22,190,736	20,450,568	20,122,504	21,440,962	19,820,639
Total number of shares with voting rights in issue	5,583,491	5,583,491	5,541,934	5,113,516	4,874,324	5,164,924
Net Assets Per Share	0.23	1.10	1.09	1.14	1.29	1.24
Net (Loss)/Earnings Per Share (Cents/Sen)	(0.42)	(1.96)	0.94	(8.04)	(1.47)	(1.81)
Dividend (Sen/Share)	-	-	-	-	1.08	-
Total Net Dividend Amount	-	-	-	-	52,851	-

Notes:

Figures for 2019 are for 14 months ended 30 June 2019, and 2020-2023 are for 12 months ended 30 June.

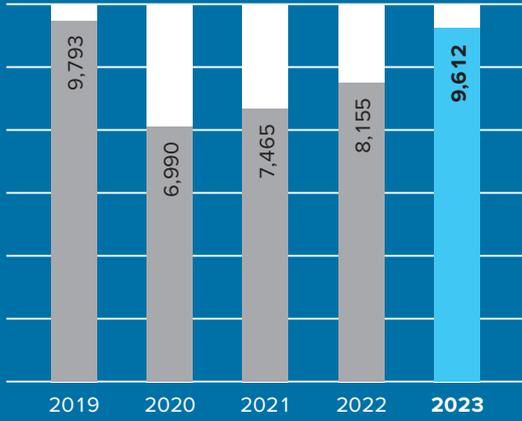
Where additional shares are issued, the (loss)/earnings per share is calculated based on a weighted average number of shares with voting rights in issue.

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

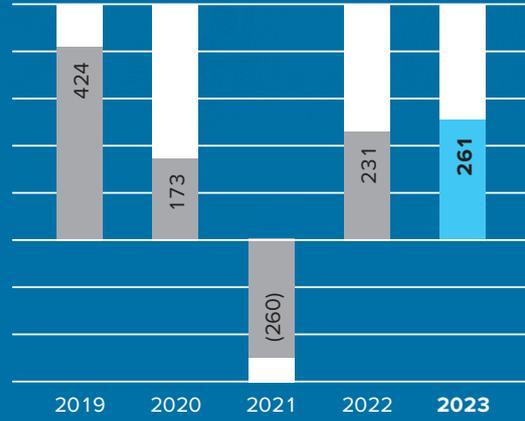
Exchange rate as at 30 June 2023: US\$1.00=RM4.6860

GROUP FINANCIAL HIGHLIGHTS

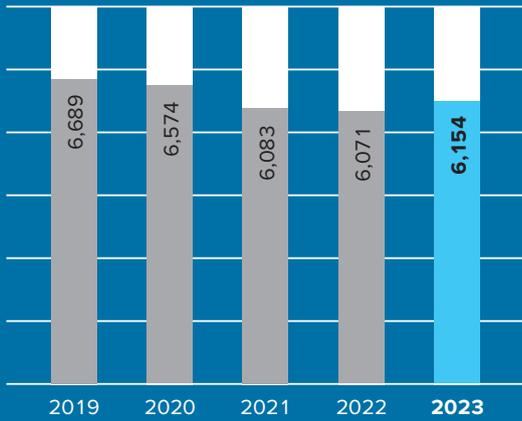
Revenue (RM' Million)



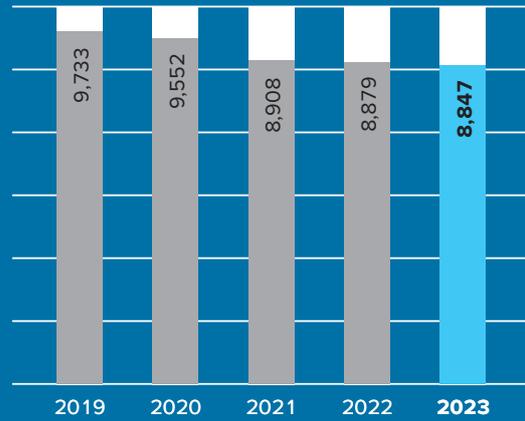
Profit/(Loss) Before Tax (RM' Million)



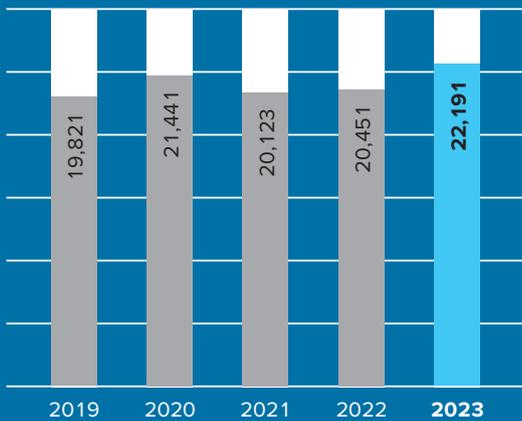
Net Equity Funds (RM' Million)



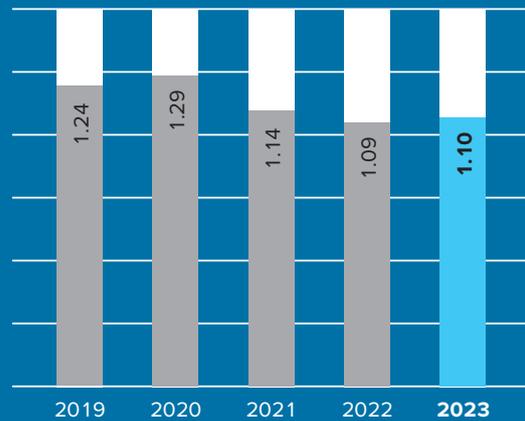
Total Equity (RM' Million)



Total Assets (RM' Million)



Net Assets Per Share (RM)



SUSTAINABILITY STATEMENT

Strengthening sustainability at our core

ABOUT THIS REPORT

Berjaya Corporation Berhad's ("BCorp" or "the Group") Sustainability Statement FY2023 reflects the Group's reaffirmation of its sustainability commitments, presenting its main initiatives and results for the period and how it has created value for stakeholders. References to 'BCorp' and 'the Group' refer to Berjaya Corporation or its business segments and operating companies.

This Sustainability Statement is published annually with its reporting period in line with BCorp's financial year from 1 July 2022 to 30 June 2023. It covers BCorp and its four core business segments: Retail, Services, Property Development and Hospitality. Please refer to the Corporate Structure section on pages 24 and 25 of this Annual Report for more detailed information on BCorp's business segments and operating companies.

BCorp aligned the Statement with the demands from the market and its stakeholders, international and domestic scenarios and the management of business risks and impacts. These references formed the basis for updating BCorp's multi-stakeholder materiality matrix, which took place in 2022, and for the Group's sustainability agenda.

In line with significant global trends towards accountability and transparency, this Statement references:

- The Global Reporting Initiative ("GRI") Standards: Core Option
- The Bursa Malaysia Sustainability Guide including enhanced sustainability reporting requirements and recommended disclosures from the Task Force on Climate-related Financial Disclosures ("TCFD")
- The Group's commitment and action plans for realising the United Nations' 2030 Agenda for Sustainable Development

The management has also considered feedback, input and requirements from various Environmental, Social and Governance ("ESG") rating houses, including the FTSE4Good Bursa Malaysia Index and other local and international sustainability ratings.

The Sustainability Committee reviewed this Statement before being endorsed by the Board of Directors.

Please direct all feedback on the Group's sustainability efforts and disclosure through the 'Contact Us' section of the corporate website <https://www.berjaya.com/inquiry.php>.

SUSTAINABILITY AT BCORP

Sustainability at BCorp is an aspect that cuts across businesses and processes management. It reconciles stakeholder interests with socially and environmentally sustainable business. The Group continues to incorporate sustainability principles into the action planning and performance of the entire value chain. Every division is committed to creating a cleaner and more inclusive world while creating stakeholder value and minimising negative impacts.

Despite this year's challenging environment, the Group remained resilient and resolute in its commitment to embedding sustainability into the heart of its business. Beyond this, BCorp also reinvigorated its culture by defining its purpose of pioneering sustainability for the good of generations. It is built from the Berjaya roots and carries its long-standing legacy of innovation, responsibility and sustainability into the future.

BCorp will drive the sustainability transformation towards a more sustainable planet and thriving communities, acting as a trusted partner to its stakeholders.

SUSTAINABILITY STRATEGY

The Group's corporate vision defines the common ground that unites everyone: it nurtures profitable and sustainable businesses in line with the Group's diverse business development and value creation aspirations and interests of all its stakeholders. This vision inspires the Group's sustainability strategy.

Dimensions of BCorp's Sustainability Strategy



ECONOMIC

Thriving Communities

Actively drive the transformation to a sustainable economy and society by creating long-term value for shareholders and added value for all stakeholders.



ENVIRONMENTAL

Regenerative Planet

Protect and regenerate the natural environment as the Group strives towards reducing its environmental footprint through resource efficiency and conservation efforts.



SOCIAL

Trusted Partner

Contribute to strong communities and strengthen trust through regulatory compliance, responsible operations and respect for the people and the community.



GOVERNANCE

Business Ethics and Sustainable Management

Healthy and transparent operations focusing on growth with highest level of accountability and integrity.

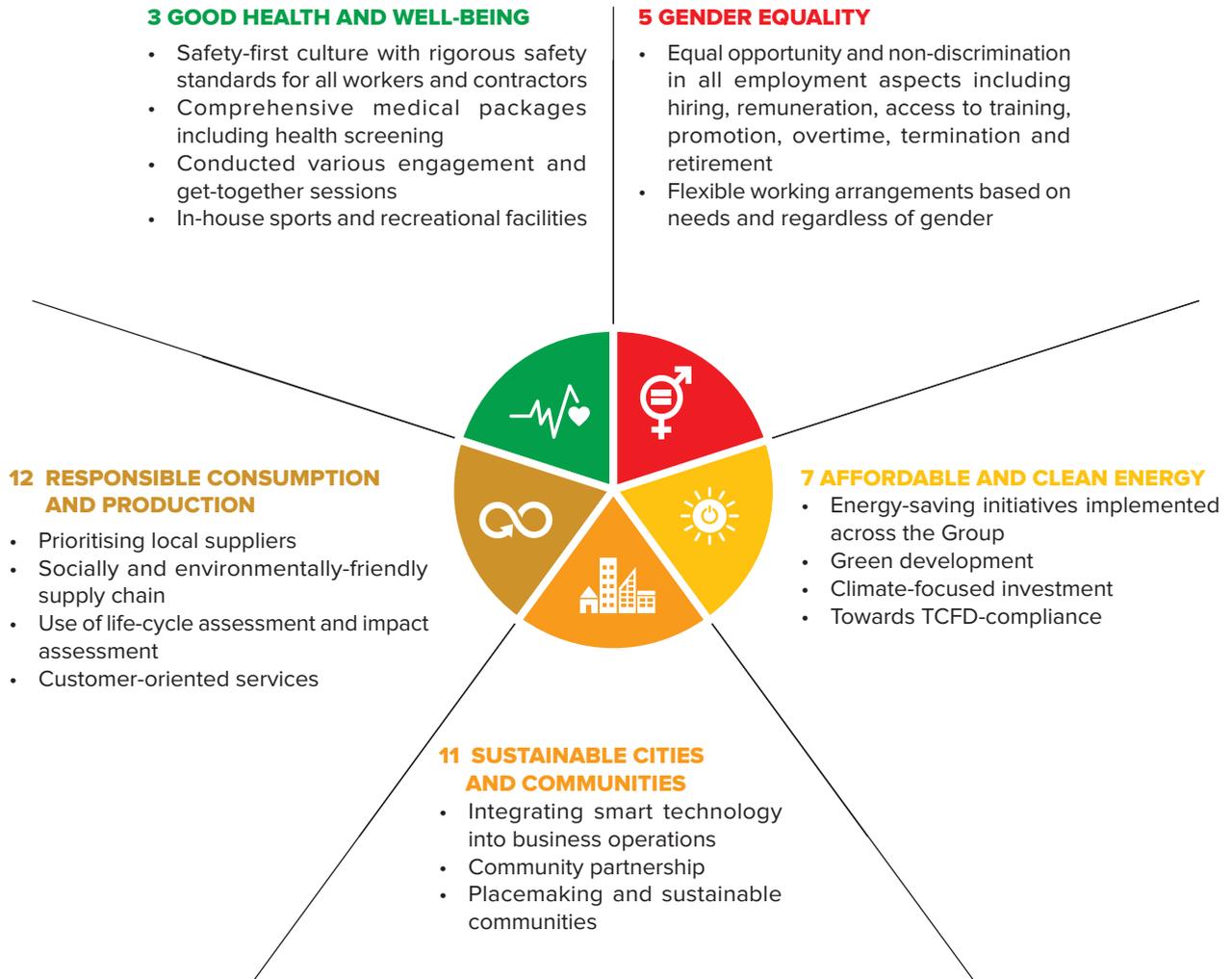
SUSTAINABILITY STATEMENT

TRANSFORMATION TOWARDS SUSTAINABLE DEVELOPMENT

Sustainability is a collective undertaking. For several years, BCorp’s customers, partners and consumers have expressed increasing interest in sustainability-oriented products and solutions. They seek to understand and track sustainability contributions along the value chain. Investors also place a growing emphasis on the sustainability of their investments. Corporate responsibility is gaining further importance in media reporting.

The Group has also seen significant progress toward a shared understanding of global priorities, including the global climate agreement in Paris in 2015 and the United Nations Sustainable Development Goals (“UNSDGs”). Global awareness of issues such as climate change, the circular economy, human rights and the management of resources, good health, and sustainable communities are increasing. This awareness underscores the urgency of a comprehensive transformation towards sustainable development.

In identifying solutions to these global challenges, the Group has analysed how its strengths, including business innovation, can contribute to these goals. BCorp’s prioritisation exercise identified five goals that could create the most significant impact as they are closely relevant to its business strategies and stakeholders’ universe.



SUSTAINABILITY STATEMENT

SUSTAINABILITY GOVERNANCE

BCorp established a dedicated Sustainability Committee that reports directly to the Board of Directors. The Board oversees BCorp's sustainability strategy, material Economic, Environmental, Social and Governance (“EESG”) issues, work plans, performance targets and sustainability reporting. Throughout the financial year, the Committee updates the Board on BCorp's EESG performance, initiatives and global and local EESG trends.

The Head of the Sustainability Working Group (“SWG”) chairs the SWG, comprising members from all group functions, business segments and operating companies to integrate sustainability effectively throughout the Group. All operating entities are accountable for their EESG performance.



FORGING TRUSTED RELATIONSHIPS WITH A WIDE RANGE OF STAKEHOLDERS

Trust from stakeholders forms the foundation of all business activities. The Group identifies stakeholders based on the extent to which they are affected by the business activities or their ability to influence business goals.

Understanding stakeholders' views and opinions is essential to the business strategy. Insights gained from ongoing engagement with various stakeholders have helped formulate BCorp's agenda on material EESG topics. A summary of BCorp stakeholder engagement is in the following table.

Stakeholder Group	Methods of Engagement
 Government and regulators	<ul style="list-style-type: none"> Meetings with Government bodies and regulators on policy matters, issues and concerns arising from the changing operating environment and matters concerning customers and the general public.
 Customers	<ul style="list-style-type: none"> Attend regular networking activities and gatherings. Formal and informal meetings to collect feedback, attend to grievances and disseminate information on the Group's products and services. Conduct periodic customer surveys to understand customers' needs and expectations for the Group's products and services. Making regular outlet/store visits to monitor customer behaviour and satisfaction Host online reservation/purchase channels. Company websites, printed materials and other communication channels to disseminate information and updates on products and services.
 Employees	<ul style="list-style-type: none"> Internal engagement channels such as the intranet and corporate newsletters to communicate information on events, activities, staff promotions and key messages within the Group. Orientation for new staff. Training and development programmes. Synergy meetings attended by representatives of the various operating companies (“OpCos”). Employee commuting surveys.

SUSTAINABILITY STATEMENT

Stakeholder Group	Methods of Engagement
 Contractors, consultants & vendors	<ul style="list-style-type: none"> • Tender and procurement process. • Regular review of major contractors to provide feedback on service delivery and areas of improvement for the mutual benefit of both parties.
 Communities, NGOs and industry groups	<ul style="list-style-type: none"> • Focus groups and consultative meetings. • Community programmes in collaboration with non-governmental organisations (“NGOs”) and charities.
 Media	<ul style="list-style-type: none"> • Regular engagement and updates with the mainstream media. • Press conferences, media releases and media visits relating to critical business development and corporate social responsibility (“CSR”) activities.
 Investors, shareholders & stock analysts	<ul style="list-style-type: none"> • Communicate via announcements to Bursa Malaysia Securities Berhad, annual reports, general meetings and the Group’s corporate website. • Conduct briefings and updates for analysts, fund managers and potential investors as and when required.

MATERIALITY MATTERS

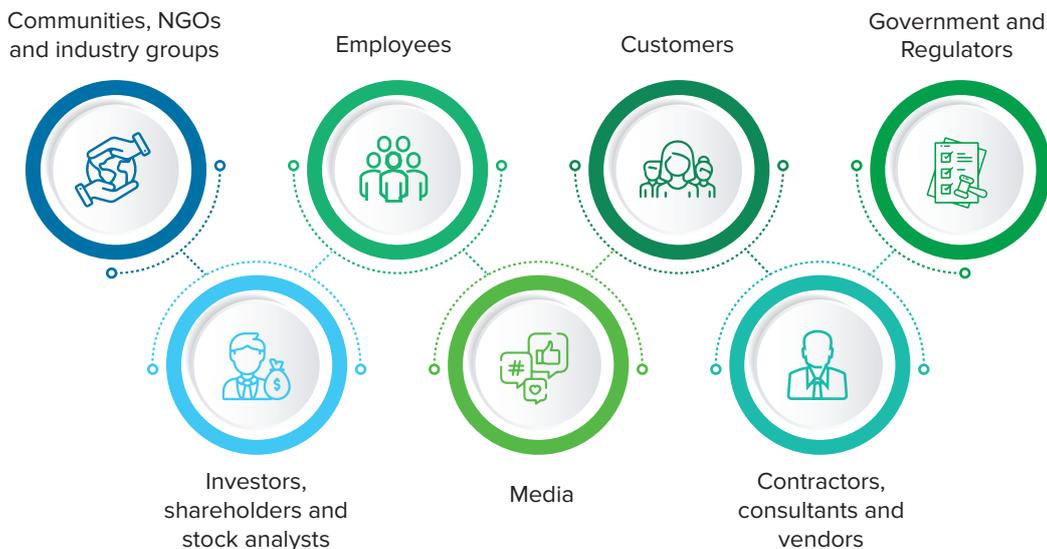
Addressing the most material EESG impacts of business operations is at the core of BCorp’s sustainability strategy and reporting. BCorp’s materiality process focuses on the most critical sustainability-related issues, opportunities and risks from the stakeholders’ perspective.

THE PROCESS

The Group last conducted a comprehensive materiality assessment in FY2022 with help from an independent consultant. Selecting an impartial, external party secured the anonymity of the respondents. An online survey asked stakeholder representatives to rate the importance they placed on 17 areas of sustainability. The Board of Directors also completed the same survey whose views represent the Group from a strategic perspective.

In FY2023, the Board and management reviewed the materiality matrix and found it relevant to the Group’s strategic direction and priorities. The Group aims to conduct the assessment every two years.

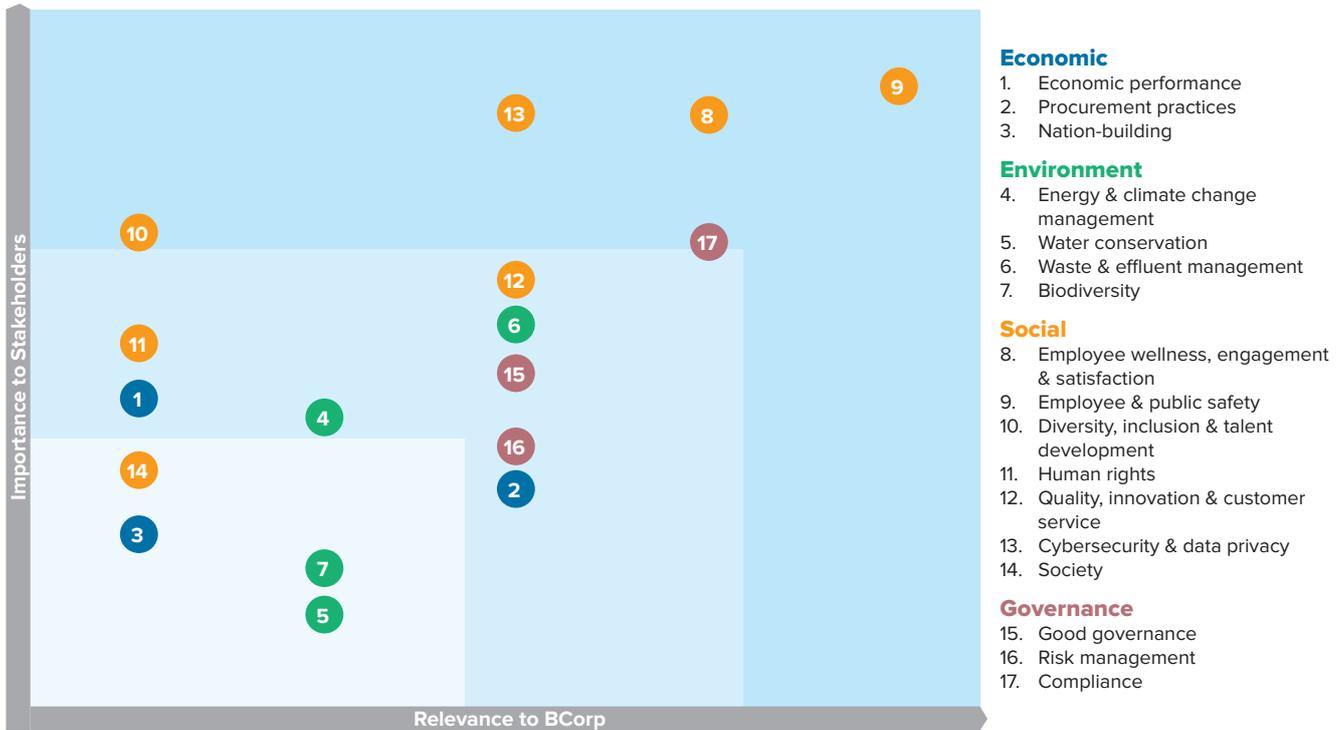
Stakeholder Groups Participating in the Survey



SUSTAINABILITY STATEMENT

THE RESULTS

Senior executives across all business divisions reviewed the results of the materiality assessment. After discussing the process and results, the team confirmed the material topics before endorsement by the Board of Directors.



ECONOMIC

BCorp strives for economic sustainability – practices that create long-term economic development while managing ESG risks. The Group's continuous growth is a testament to its balanced approach towards managing economic growth, profit and environmental and social impact.

The operating environment remains challenging and volatile. However, BCorp's good progress on its strategic plan led to several achievements during this financial year. The Group remained resilient and improved its financial performance in a challenging year that saw a global economic downturn brought on by geopolitical tensions, global supply chain disruptions and post-pandemic uncertainties. Strong sustainability helped the Group adapt and demonstrate its robustness and flexibility in overcoming these challenges.

The unique experiences BCorp delivers to its customers, the strength and equity of its people and brands, and the trust it built with its partners and stakeholders are the reasons for this success.

Retail (Non-Food)

BCorp's Retail (Non-Food) Segment improved its financial performance through its unique and strategic business model, which combines retail, franchise and network marketing. The Group's Retail Segment is examining ways to strengthen its position by offering a more comprehensive range of high-quality and appealing product lines.

SUSTAINABILITY STATEMENT

Retail (Food)

The Retail (Food) segment focuses on strategic investments and partnership initiatives. It continues to expand its market presence and product portfolio comprising vertical and horizontal integration, resulting in a product portfolio mix and an optimised value chain.

Services

BCorp's Services Segment will focus on creating innovative products to cater to evolving customer behaviour at every touchpoint.

Property Development

BCorp's Property Development Segment works closely with state governments to develop affordable housing projects. Exploring and embedding innovative and green technologies in its future developments helps build a sustainable future.

Hospitality

As international borders reopen and the travel environment recovers, the Group anticipates that its local and international hotels and resorts will continue benefiting from resuming economic and social activities, backed by solid leisure demand and continued recovery in business transient and group travel.

BCorp will focus on improving its business performance, unlocking value and establishing group-wide strategies and frameworks for resource optimisation. The Group will prioritise business optimisation and operational efficiencies through the following initiatives:

- Establishing a digital framework to improve processes and productivity, and synergy across multiple business segments
- Developing creative and innovative guidelines across the Group's diverse business segments
- Integrating the sustainability framework and product offerings across all business segments to cater to evolving consumer behaviour and increase market share

MULTIPLIER EFFECT FROM BCORP'S EXISTENCE

The multiplier effect is the additional economic impact created due to the Group's direct and indirect economic impact, which includes vendors, suppliers and households re-spending dollars in the local economy.

For example, in the Hospitality Segment (Hotels & Resorts), The Taaras Beach & Spa Resort ("TTR") has developed Redang Island since it entered in 1995. The hotel's presence improved the island's infrastructure and provided local job opportunities. The company invested heavily in training and skills development to enhance the careers of the local community. Many residents now enjoy better living conditions due to this.

TTR also collaborated with the local Government to develop roads, schools, hospitals and other infrastructure while funding community projects. The hotel's presence is one example of BCorp's contribution to the local and national economy, resulting in great well-being, quality of life and thriving communities.

SUSTAINABLE TECHNOLOGIES

Sustainable development discussions often concern environmental issues and technology. In the narrow (ecological) sense, sustainable development requires an economy that does not harm ecosystems. How an economy develops over time depends on the technological developments determining the type and quantity of goods produced without hurting ecosystems.

BCorp's Services Segment (Digital) has developed a Satellite Internet of Things ("IoT") solution for its Smart Farming Business. This digital precision agriculture tool utilises the latest satellite data, processed and analysed with custom algorithms. It also covers field contours, tile-based map rendering, VI dynamics, cloud/shadow mapping, change detection, correlation with the weather, growth stages, crop rotation and other data. The Company offers engineering services capability for 5G deployment as part of its 5G exploration opportunities.

BCorp's Services Segment (Digital) Universal Service Provision ("USP") projects address the digital divide in rural and urban areas by:

- Designing, building, operating and maintaining telco engineering infrastructure
- Helping to generate economy in the rural areas by empowering micro-entrepreneurs from villages to transition from their traditional businesses to e-commerce platforms

The USP project has helped empowering wider communities to develop self-sustainability skills.

SUSTAINABILITY STATEMENT

MEMBERSHIP ORGANISATIONS AND INDUSTRY ASSOCIATIONS

BCorp has been acknowledged as a member of the FTSE4Good Index Series, following an independent assessment of the Group’s compliance with the FTSE4Good criteria by FTSE Russell in 2023. The Group develops and maintains public-private partnerships with membership organisations as a driving force for sustainability within and beyond the industries. Partnerships can strengthen and accelerate the implementation of sustainable development. The following diagram lists organisations which Group companies are members or associated with.

Segment	Association
 Retail	<ul style="list-style-type: none"> • Direct Sales Association Malaysia (“DSAM”) • Ministry of Domestic Trade, Co-operatives and Consumerism (“KPDNKK”)
 Services	<ul style="list-style-type: none"> • MyIX • Malaysian Technical Standards Forum Bhd (“MTSFB”) • Fixed Line Number Portability Industry Working Group • Member Of the Association For Tourism Training Institutes Of Malaysia (“ATTIM”) • Institute of Hospitality • Malaysian Association of Hotels (“MAH”) • Malaysian Association of Housekeepers (“MAHIR”) • Sommelier Association of Malaysia (“SOMLAY”) • Malaysia Association of Convention & Exhibition Organiser & Suppliers (“MACEOS”) • Pacific Asia Travel Association (“PATA”) Malaysia Chapter • Persatuan Penggiat Festival Antarabangsa (“ALIFE”) • Tourism Educators Association of Malaysia (“TEAM”) • Malaysia Retailers Association (“MRA”) • Malaysian Institute of Management (“MIM”) • Institute of Hospitality (“IH”) EMS Scheme • Malaysian Association of Private Colleges & Universities (“MAPCU”) • Persatuan Pustakawan Malaysia (“PPM”) • Society for Malaysian High Education Institutions Quality Assurance Network (“MyQAN”) • Waste Management Association Malaysia (“WMAM”) • Association of Environmental Consultants and Companies of Malaysia (“AECCOM”) • Malaysia Automotive Recyclers Association (“MAARA”) • Institute of Engineers Malaysia (“IEM”)
 Property Development	<ul style="list-style-type: none"> • Ministry of Housing and Local Government (Kementerian Perumahan dan Kerajaan Tempatan) (“KPKT”) • Real Estate and Housing Developers’ Association Malaysia (“REHDA”) • Construction Industry Development Board Malaysia (“CIDB”)
 Hospitality	<ul style="list-style-type: none"> • MAH • Malaysian Association of Hotel Owners (“MAHO”) • Tourism Malaysia

RESPONSIBLE SUPPLY CHAIN

As a conglomerate, BCorp promotes supply chain sustainability through its efforts to consider the environmental and social impact of its products and services and their journey, from human rights management to product and material sourcing. BCorp works with sustainable suppliers to provide integrated solutions throughout the value chain.

SUSTAINABLE SUPPLY CHAIN COMMITMENT

BCorp undertakes the responsible management of its value chain as a sustainability priority, from the in-house team to suppliers, customers, guests, tenants and consumers. The Group is increasing transparency, advancing sustainable procurement, supporting socio-environment risk identification and mitigation, and measuring and reducing the CO₂ emissions of critical suppliers.

SUSTAINABILITY STATEMENT

All suppliers must acknowledge BERJAYA's Trust Concept and Anti-bribery and Anti-Corruption Laws in the Integrity Declaration Form and ensure their sub-contractors comply. BCorp also honours the ten principles of the United Nations Global Compact throughout its supply chain. The Group's main supply chain responsibility agenda addresses labour and human rights, safety, ethics and environmental risks. It fosters a culture of sustainability, expanding beyond the Group of companies to include suppliers, ensuring they:

- Comply with industry standards in providing safe working conditions
- Treat workers with respect and dignity
- Operate environmentally-responsible processes

Suppliers can notify the Group of known or suspected improper behaviour using a dedicated reporting whistleblowing channel. All reports are strictly confidential.

In addition to social and environmental reviews, BCorp also assesses additional relevant elements depending on the business segment. For example, the Retail (Food) Segment examines supply chain partners' Halal availability and product specifications. The Retail (Non-Food) segment checks licences such as GMP licences for supplements and personal care products and Halal/HACCP/MESTI certifications for Food and Beverage and health supplements.

SUPPORTING THE LOCAL ECONOMY

The Group prioritises local hiring and sourcing whenever possible. Local supplies represent more than 90% of procurement in most BCorp businesses, with some recording 100% of local supplies. For example, BCorp's Retail (Non-Food) Segment sources Borneo Rainforest Acacia Honey, Scha Inchi Oil and fresh produce, especially green vegetables, from local organic farms and cottage producers. Local procurement increases supply chain speed and flexibility, providing customers with the shortest overall lead times. Sourcing locally positively impacts the country and local communities where the Group operates.

When operations require locally-unavailable niche materials, the Group sources them from overseas, such as:

- Hospitality (The Clubs and Recreation) Segment golf buggies and spare parts
- Hospitality (Aviation) Segment aircraft parts
- Retail (Food) Segment's ingredients, such as brewless mix, stabiliser and shortening flakes (from the United States)
- Services (Digital) Segment on its IoT smart farming solutions equipment and sensors

SOCIALLY AND ENVIRONMENTALLY SUSTAINABLE SUPPLY CHAIN

The Group's supplier sourcing assessment processes include environmental elements such as energy use, climate change impact measurement including greenhouse gas emissions, water use, biodiversity impacts, pollution, waste reduction, resource use and other environmental issues.

Under the Group's Retail (Non-Food) Segment, Country Farms Sdn Bhd ("Country Farms") set an environmental supply chain requirement as environmental protection is critical as it operates in the organic and wellness industry. All organic produce must be free from Genetically Modified Organisms ("GMOs"), pesticides, herbicides and other environmentally-harmful synthetic chemicals. One of Country Farm's largest suppliers is engaged in the GreenCane Project, the world's largest sustainable cane farming project.

In terms of the social expectations of suppliers, BCorp ensures that its major supply chain partners adhere to all social standards stipulated by Malaysian Labour Law and the International Labour Organisation ("ILO").

The Group's environmental and social supply chain guides are integrated into suppliers' contracts and other agreement clauses, including buyers' training.

BCorp's Social Expectations of its Suppliers



Policies

- Providing equal opportunities.
- Applying non-discrimination in hiring, remuneration or access to training, promotion, overtime, termination or retirement.
- Safety policy, code and practices for providing a safe and healthy workplace according to local laws.



Respecting

- Freedom of association where everyone is respected to have the freedom to belong to any organisation of their choice.
- Right to collective bargaining and forming a union, including the right to representation and discussion with the company on employment matters.



Improving working conditions

- Eliminating excessive working hours by offering fair overtime pay and limiting working hours.
- Meeting or exceeding Malaysia's minimum wage.

SUSTAINABILITY STATEMENT

BCorp integrates social supply chain policy into suppliers' contracts. For example, the Hospitality (Hotels & Resorts) Segment ensures that suppliers provide their workers with decent accommodation, food, a water supply, and transportation to and from the worksite. Every worker must have legal status to work in the country. The Group supports fair trade practices, such as IMC Coconut Sugar from Indonesia.

The Group's social and environmental expectations from its suppliers are communicated globally through regular engagements and training relevant supplier staff. Conducting risk assessments of social and environmental issues for potential, new and existing suppliers, especially those in the high-risk category, is part of the Group's procurement due diligence.

The Group conducts random site audits, especially for high-risk suppliers, through site visits, questionnaires and other means. The audit results help identify areas for improvement or help the Group objectively terminate relationships with suppliers or tenants who do not meet its high standards.

Audit Criteria

 Quality control	 Cleaning and sanitation programmes
 Maintenance programme	 Pest control
 Raw and packaging material specifications	 Social responsibility
 Environmental impact	 Safety practices

BCorp working closely with all suppliers ensures effective social and environmental supply chain implementation through supplier training, mentoring and sharing best practices. Additionally, BCorp actively participates in collaborative workshops with industry peers, collectively addressing supply chain challenges and opportunities for improvement.

There were no significant cases of non-compliance discovered during FY2023 inspections. The Group invited suppliers to join Berjaya's green journey in managing environmental impact throughout the value chain, encouraging them to monitor, record and report their environmental performance and impact reduction.

ETHICS AND INTEGRITY

BCorp has adopted a zero-tolerance approach against all forms of bribery and corruption, including fraud and financial misappropriation. All operations are committed to conducting business following all applicable laws, rules and regulations at the highest ethical standards. For example,

Cosway (M) Sdn Bhd ("Cosway"), an entity under the Group's Retail (Non-Food) Segment, ensures that it complies with relevant laws, including Direct Selling and Anti Pyramid Act 1993, Price Control and Anti-Profiteering laws.

BCorp's Anti-Corruption Policy addresses its stand on anti-corruption, including all forms of corruption such as money laundering, embezzlement, unauthorised gifts and preferential treatment. The Group's Code of Conduct ("CoC") defines its core principles. BCorp's Board of Directors is primarily responsible for the effectiveness of the anti-bribery and anti-corruption programmes; all employees are responsible for preventing, countering and reporting bribery, corruption and other suspicious activities or wrongdoings that may lead to bribery through its whistleblowing channels.

BCorp directors and employees received comprehensive anti-corruption education and training, including bribery. All employees must comply with BCorp's CoC. This comprehensive policy communicates the Group's stand on ethical business conduct and includes all elements of corruption and bribery. All Directors and employees must familiarise themselves with the Code's contents upon commencing service or employment with the Group. It is also part of the induction training programme.

A detailed understanding of corruption risk exposure is the foundation of an effective anti-corruption compliance programme. Corruption and bribery risks are essential elements of the Group's risk register. This clear understanding helps the Group to:

- Develop effective mitigation strategies; and
- Deploy resources strategically to eliminate potential bribery, corruption and fraud, which is particularly important for high-risk operations.

BCorp conducts comprehensive anti-corruption and bribery risk assessments on its operations and intermediaries, including contractors and agents. The Group's anti-corruption policy is communicated clearly to these intermediaries.

BCorp encourages customers, suppliers, contractors, service providers and other key stakeholders to refer to the CoC for guidance on dealing with the Group, which is an integral part of the Group's risk management strategy.

The Group subjects all contractors, subcontractors and third parties to corruption and bribery risk assessments. They must declare that they are not involved in misconduct, corrupt, unethical or illegal behaviour. The comprehensive screening of new and existing business partners for anti-corruption and bribery is part of the Group's due diligence in the context of BCorp's compliance requirements.

SUSTAINABILITY STATEMENT

WHISTLEBLOWING

BCorp has developed a comprehensive Whistleblowing Policy. Employees and other persons can report any suspected or actual wrongdoing including corruption or bribery that has or may occur. The Whistleblower Protection Act 2010 protects all whistleblowers. BCorp and the reporting person hold this information in the strictest of confidence to the extent legally permissible and reasonably practicable to safeguard the confidentiality and identity of those making a report in good faith. Concerned parties can disclose through email or writing to prescribed officers, who review the complaint before recommending the next course of action. BCorp has trained these parties to handle reports and instances of bullying, harassment, bribery, financial irregularity, and other offences.

ENVIRONMENTAL

Climate change and energy transition continue to be the leading global challenges. BCorp supports its businesses to achieve sustainable long-term growth by encouraging resource efficiency and decarbonisation. Some have achieved the ISO 14001 Environmental Management Systems certification, one of the highest standards guiding companies in identifying, managing, monitoring and controlling environmental issues. Overall, the Group strives to maintain high environmental protection standards by adhering to environmental regulations in its operations.

COMMITTEE AND COMPLIANCE

BCorp cannot centralise its Environmental Committee due to the rich diversity of business operations. Every Environmental Committee at the subsidiary level is responsible for reviewing environmental-related policies and activities to ensure compliance with all relevant legislation, including the Environmental Quality Act 1974, Department of Environment (“DOE”) standards and approvals requirements set by the Environmental Impact Assessment (“EIA”) and Environmental Management Plan (“EMP”). BCorp sometimes appoints consultants for expert advice on aspects such as environmental monitoring and routine water analysis.

ECO-FRIENDLY HOTELS AND RESORTS

As consumers increasingly focus on an eco-friendly way of life, Berjaya Hotels and Resorts are reassessing what sustainability means to them. With such a wide range of sustainability concepts and products, the Group’s Hospitality segment must determine what will drive practical and meaningful business results. The following diagram highlights some eco-friendly ideas that improved the Group’s footprint and delivered a healthy Return on Investment (“ROI”).

 Sustainability is not just about eco-friendly hotel amenities; it is about creating a hub of sustainability by using local goods and products, sustainable materials, sources and more.

Bamboo

Bamboo’s strength and appearance help the team achieve a distinctive style when making fences and tagging, such as at Berjaya Hills’ Japanese tea house. As bamboo is one of the fastest-growing plants on the planet, it is more sustainable than most.

Coconut Husk

Coconut husk makes enriched potting soil and chips to provide ground cover for flower beds. BCorp widely uses it for flowering pots at the Chateau and Colmar Nursery. Coconut husk can absorb nutrients and deliver them to the plant consistently. Coconut husk is also a beneficial soil enrichment for plants and maintaining moisture.

Clay Soil

Clay soil helps to restore and keep soil nutrients for a longer time. BCorp uses clay for producing and restoring flowering plants at the Chateau and Colmar Nursery.

Pebble Stones

Pebble stones provide a conducive surface for beneficial bacteria to grow and act as mulch in garden beds to repel weeds, sunlight and erosion.

Organic Farm Waste

Wastes from organic vegetables and chicken dung are composted and used as fertiliser.

SUSTAINABLE ENERGY CONSUMPTION

The energy transition is a crucial enabler of sustainable development and climate resilience. BCorp is committed to supporting its businesses to manage its energy consumption, comprising direct and indirect sources, more effectively. All Group entities adopt the Berjaya Sustainability Practices and Policy and integrate the principle of promoting energy efficiency into their business practices. The processes and procedures for managing energy mirror its decarbonisation approach.

The cost of coal to Malaysia’s electricity sector increased more than 50% in the past year. As Malaysia generates over 80% of its electricity from coal and gas, electricity prices will naturally fluctuate with changes in the prices of these underlying fuels. Commercial and industrial buildings of BCorp faced higher energy costs this year since Tenaga Nasional Berhad (“TNB”) imposed the Imbalance Cost Pass-Through (“ICPT”) Rate surcharge of RM0.20/kWh onto Peninsular buildings’ electricity consumption. This drastic spike in electricity increases costs by up to 34%.

SUSTAINABILITY STATEMENT

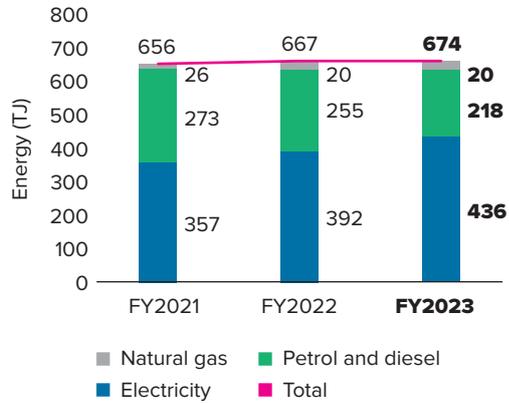
Examples of energy savings initiatives implemented across the Group:

- Changing air-conditioning units to energy savings inverter types.
- Using an automatic system that switches off hallway lights from 11:00 pm to 5:00 am.
- Replacing all resort shuttles with electric buggies (Berjaya Langkawi Resort (“BLR”).
- Using QR codes for general information in the Hospitality (Hotels & Resorts) Segment.
- Turning off the main boiler and hotel radiators in the summer season.
- Replacing conventional light bulbs with LED energy-savings bulbs.
- Adopting a key tag system in all renovated rooms at hotels and resorts.
- Using a timer switch in public areas and corridors.
- Implementing smart meters.
- Installing solar lights at the Staffield Country Resort at the main entrance of the clubhouse.
- Changing work days to five-day weeks.
- Maximising natural daylight use.
- Running all reach trucks at Retail (Non-Food) on electricity instead of diesel.
- Disposing and upgrading old inefficient electronics.
- Switching to energy-efficient vendors (Cosway, an entity under BCorp Retail (Non-Food), switched to smart power technology by FUJIFILM Business Innovation for its printing, which reduces power consumption).
- Instilling energy-conscious habits among employees, such as turning off lights and air-conditioning during break times.

BCorp’s Services (Digital) Segment deployed solar power for its Jendela sites. These sites will be powered 100% by solar during the daytime. Solar power also charges batteries for use during the night. The Company will continue to power more remote sites with solar energy.

Most of BCorp’s energy consumption is in the form of purchased electricity. Operations also consume diesel for backup generators, machinery and company-owned vehicles. BCorp’s United Kingdom operations also use natural gas. Company-owned vehicles also consume small amounts of petrol.

Group Energy Mix



CLIMATE ACTION

There is growing international recognition of the risks posed by climate change and the need for decisive action. The Board oversees BCorp’s commitment to combating climate change. BCorp is continuously developing its climate change strategy and operating in a way that helps protect people, the environment and local communities. Mitigating climate change risk is a significant part of this commitment. The Group recognises climate change’s devastating effects and associated short and long-term business risks. BCorp’s strong commitment and strategy to addressing these issues include avoiding the impact of climate change by improving the efficiency of its Company’s operations, working with employees and supply chain partners on energy-saving processes and holistic climate risk management.

Combating Climate Change

- Innovation, adaptation and emissions reduction initiatives
- A holistic climate change risk assessment to improve efficiency
- Switching to cleaner fuels
- Research into deploying renewable energy
- Realising efficiency gains and cost and emissions reductions by adopting new technology
- Implementing technical and operational measures that improve fuel efficiency

SUSTAINABILITY STATEMENT

As the Group grows its businesses and portfolios, investment decisions carefully consider environmental sustainability. For example, BCorp's Services (Environmental) Segment invested RM14.6 million on Gas Engine No. 7 (GE7) at the Bukit Tagar Enviro Park ("BTEP"). The system generates and sells electricity from gas harvested from the Company's landfill, mainly organic waste. The 2 megawatts GE7 should produce approximately 1 million kilowatt hours ("kWh") of green electricity per month for sale to TNB at the rate of RM0.4085 per kWh for a contract period of 21 years. As this initiative aligns with the Government's green aspirations, the Group can benefit from the Feed-in Tariff ("FiT") incentives to recycle methane gas generated from decomposing organic waste.

Over the past two years, the Group reviewed and adjusted its approach, reporting boundaries and calculation methodology in accounting for greenhouse gas ("GHG") emissions for closer alignment with the requirements of an operational control approach under the GHG protocol.

The Group now account for 100% of scopes 1, 2 and 3 emissions from operations over which it has operational control. In FY2023, the Group started tracking emissions from employee travel. These emissions form part of BCorp's Scope 3.

BCorp has integrated climate-related risk management into its company-wide risk scorecard. It is part of the foundation for formulating the business strategy and deciding on future research and development ("R&D") and technological investments. BCorp's climate-related risk management process includes mitigation efforts to reduce GHG emissions, climate engineering and expanding climate system knowledge.

Climate change may affect operating costs ("OPEX") and capital expenditure ("CAPEX"), which leads to product price increases. Assets and equipment efficiency, output and performance may also decrease due to changing climate conditions, which affects revenue. For example, OPEX may increase due to changes in items pricing, availability or quality. Maintenance will also increase, and projects may require additional CAPEX due to asset damage or decreased asset performance. Compliance with environmental regulations may also require additional CAPEX for upgrading facilities or equipment to cope with increased pollution risks.

BCorp is committed to addressing climate change and improving efficiency through adaptation by adopting new green technology in developments and fuel efficiency measures. Specifically, the Group has adopted a tracking system for emissions, energy use, water use, waste reduction and recycling in the businesses.

TASK FORCE ON CLIMATE-RELATED FINANCIAL DISCLOSURES ("TCFD")

BCorp supports the TCFD and has started incorporating its recommendations in its reporting framework. In this report, the Group voluntarily discloses its approach in four key areas as recommended by the TCFD.

Recommended Disclosure	BCorp's Approach
 Governance	The critical material environmental, social and governance factors for BCorp, including climate action and environmental management, have been identified and are regularly reviewed by the Board of Directors and management. The Board oversees the management and monitoring of these factors and considers them in determining the Group's strategic direction and policies.
 Strategy	BCorp aims to deliver solutions for a sustainable world safely, responsibly and profitably. The Group considers environmental factors in planning and managing day-to-day operations. The Group complements running its business in a sustainable and environmentally responsible manner by playing a significant role in helping communities become more sustainable through its products and services.
 Risk Management	The Group is identifying risks and opportunities relating to climate change as fundamental to operations. These relate to physical and transitional risks stemming from climate change and environmental management, which present risks and opportunities to BCorp. A Sustainability Risk Framework aligned with the Group's Enterprise Risk Management (ERM) Framework will be formed to guide BCorp on the processes and methods applied in identifying, assessing and managing sustainability-related risks and opportunities. Critical business units are certified to the ISO 14001 Environmental Management System, which guides the identification, management, monitoring and controlling of environmental issues.
 Metrics and Targets	The Group is working on targets to reduce its carbon emissions intensity and reduction to support the climate change agenda. BCorp has followed global standards such as the GHG Protocol Corporate Standard and Corporate Value Chain in tacking its scopes 1, 2 and 3. The Group will progressively expand the monitoring and reporting of emissions where possible.

SUSTAINABILITY STATEMENT

EMISSION REDUCTION INITIATIVE

Berjaya EnviroParks Sdn Bhd (“BEP”), under BCorp’s Services (Environmental), is implementing a 12-MW Landfill Gas-to-Energy project at Bukit Tagar Enviro Park (“BTEP”). Decomposing organic matter in Municipal Solid Waste (“MSW”) releases methane gas – a GHG responsible for climate change and Ozone layer depletion. The BTEP Project reduces GHG emissions from MSW by recovering methane gas and has prevented 3.2 million tonnes of carbon dioxide equivalent from being released into the atmosphere. The project recorded the highest GHG avoidance in South East Asia since the project commenced in 2009.

ADDRESSING CLIMATE CHANGE THROUGH MEMBERSHIP AND COLLABORATION

BCorp, through its Services (Environmental) Segment, signed a Memorandum of Understanding with Malaysia Green Technology and Climate Change Corporation (“MGTC”) in February 2023 on the following aspects:

- The Green Entrepreneurship initiative, known as Jana Graduan Usahawan Hijau (“JAGUH”) programme, provides opportunities for graduates and unemployed individuals to be involved in sustainable green entrepreneurship.
- Green social business ventures that reduce waste by developing potential value-added products from municipal solid waste.
- Developing the country’s green economy by addressing carbon emissions, unemployment and poverty.

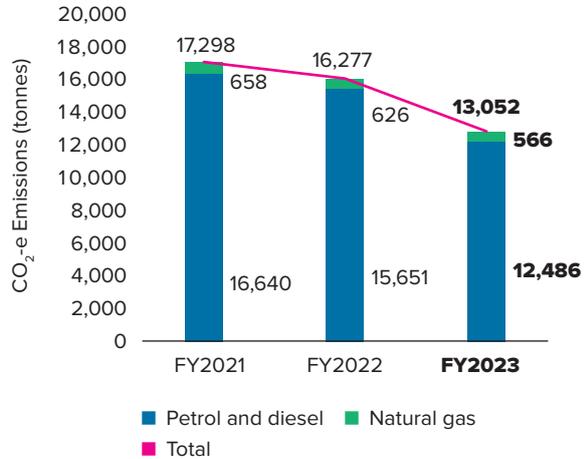
CARBON FOOTPRINT

BCorp manages and measures its carbon emissions and has adopted the internationally recognised Greenhouse Gas (“GHG”) Protocol established by the World Business Council for Sustainable Development (WBCSD) and the World Research Institute (WRI).

BCorp has based its emissions accounting on the GHG Protocol classification of direct and indirect emissions.

SCOPE 1

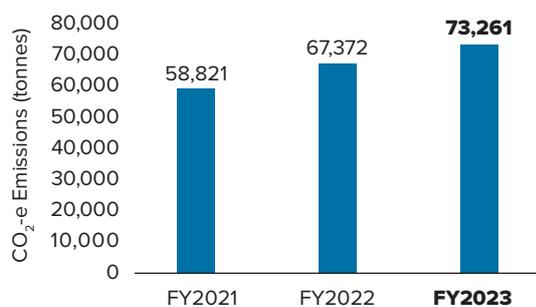
BCorp uses petrol and diesel to power company-owned vehicles and machinery. Generators also require small amounts of diesel. The Group derives the CO₂ emissions from fuel consumption from the emission factor published by the IPCC Guidelines for National Greenhouse Gas Inventories. The emissions from natural gas were calculated using the UK Government GHG Conversion Factors for Company Reporting.



SCOPE 2

As a large consumer group, BCorp uses significant electricity throughout its operations. CO₂ emissions from electricity use were derived:

- In Malaysia, using the emission factor published by the Energy Commission for the Peninsular Grid 2019;
- In the Philippines, using the combined margin emission factor published by the Department of Energy for the Luzon-Visayas Grid 2015-2017;
- In the UK, using the UK Government GHG Conversion Factors for Company Reporting;
- In the Seychelles using the International Financial Institutions Technical Working Group On Greenhouse Gas Accounting [IFI] in 2021;
- In Sri Lanka, using the Sustainable Energy Authority in Sri Lanka Energy Balance 2018;
- In Iceland, using the total CO₂ intensity/electricity produced and distributed by Reykjavík Energy; and
- In China, using the emission factor for China by Enerdata, 2021.



SUSTAINABILITY STATEMENT

SCOPE 3: BUSINESS TRAVEL

BCorp calculates GHG emissions from point-to-point air travel, considering the number of onboard employees and distance travelled. BCorp performs separate calculations for business and economy class flights, using online tools derived from the WRI Greenhouse Gas Protocol to calculate the CO₂ emissions from air travel. In FY2022, BCorp's air travel produced 1,306 tonnes of CO₂-e. The Group estimated emissions produced by road travel using GHG Protocol's Mobile Combustion GHG Emissions Calculation Tool Version 2.6.

SCOPE 3: EMPLOYEE COMMUTING

BCorp launched a survey during the last quarter of FY2023 to estimate the:

- Travel methods, such as bicycle, LRT and own vehicle.
- Approximate total daily distance travelled each day to work and back.
- The vehicle characteristics if employees used their vehicles.

A Mobile Combustion GHG Emissions Calculation Tool from the GHG Protocol Initiative helped calculate the emissions of each respondent based on each employee working an average of 291 days.

In FY2023, 5,256 employees responded to the survey, representing 45% of the total workforce.

Typical Methods of Transport for BCorp Employees

Method of Transport	Number of Employees in Sample	Estimated Total Number of Employees in BCorp	% of Employees
Bicycle	64	142	1.22%
Bus	237	528	4.51%
Company Shuttle	46	102	0.88%
E-bike/E-scooter (non-owned)	92	205	1.75%
Own Vehicle	3,838	8,546	73.01%
Overground Train	15	33	0.29%
Taxi/E-hailing	172	383	3.27%
Train (LRT/KTM/Monorail/MRT/ERL)	424	944	8.07%
Walking	366	815	6.96%
Work from home	2	4	0.04%
Total	5,256	11,702	100.00%

Distance and Emissions for Employee Commuting

Method of Transport	Total Annual Distance of Sample (km)	Estimated Total Annual Distance (km) of BCorp	Total Daily Emissions (MT CO ₂ e) of Sample	Total Yearly Emissions (MT CO ₂ e) of Sample	Estimated Total Yearly Emissions (MT CO ₂ e) of BCorp
Bicycle	242,985	540,984	0.00	0	0
Bus	804,033	1,790,105	0.18	54	119
Company Shuttle	93,993	209,267	0.00	0	0
E-bike/E-scooter (non-owned)	401,289	893,433	6.90	2,006	4,467
Own Vehicle	24,116,334	53,692,797	17.05	4,961	11,045
Overground Train	193,515	430,843	0.08	22	50
Taxi/E-hailing	502,266	1,118,249	0.41	119	266
Train (LRT/KTM/Monorail/MRT/ERL)	3,155,313	7,025,014	1.10	321	714
Walking	231,636	515,716	0.00	0	0
Work from home	582	1,296	0.00	0	0
Total	29,741,946	66,217,704	25.72	7,482	16,661

In FY2023, BCorp employees travelled an estimated 66,217,704 km to and from work. The total yearly CO₂ emissions for employees commuting in FY2023 was 16,661 tonnes.

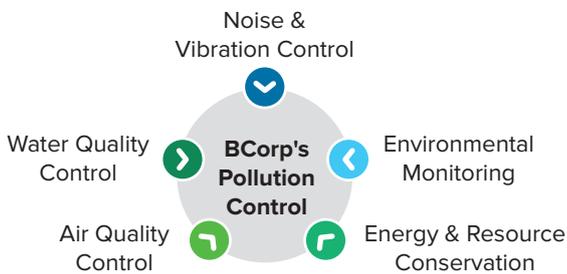
* Emissions from shuttle buses are accounted for in Scope 1

SUSTAINABILITY STATEMENT

POLLUTION CONTROL

All business activities work to reduce the environmental impact of air pollutants and substances. BCorp is committed to the following:

- Addressing pollution issues by adopting efficient processes and reducing resource consumption.
- Managing resource use.
- Avoiding their impact by using them more efficiently.
- Reducing the quantity and toxicity of waste.



BTEP practises a Zero-Discharge Policy, irrigating surrounding land with treated leachate (wastewater) to promote vegetation growth instead of discharging directly into open water courses.

WASTE AND RESOURCE USE

The Group recognises the negative impact of waste pollution on the environment, economy and people and its responsibility for reducing waste. BCorp supports its businesses' efforts to reduce the waste pollution generated through operations by implementing waste management and resource use systems that improve efficiency and increase opportunities for circularity.

The Group has adopted the 4R Strategy – Reduce, Reuse, Recycle and Rot (compost).

-  Replacing plastic bags with paper bags and biodegradable types
-  Engaging suppliers who recycle used cooking oil sustainably
-  Reducing plastic bottle usage by providing water factories and water refill at public areas for guests to refill
-  Segregating plastic bottles and other recyclable materials
-  Disposing of sawdust and food waste in dumpsters and removing it each day

Waste Handling and Disposal

- Hazardous waste** Separated and stored according to the DOE requirements for collection by licensed scheduled waste contractors.
- Solid and kitchen waste** Weighed before daily collection by appointed contractors.

BCorp has established recycling corners at hotels and resorts like the Berjaya Times Square Hotel (“BTH”). These corners invite employees to contribute to the Group's efforts to collect and segregate recyclable items before selling them to waste collectors. The Group's Hospitality (Aviation) Segment also initiated internal recycling practices among employees, amassing more than 210 kg of paper in FY2023. Similarly, one of the Group's recreational clubs has allocated space for Tzu Chi Recycling Center to encourage domestic waste recycling in the surrounding township.

The Group also invites guests and customers to be part of its green journey. For example, Hospitality (Hotels & Resorts) promotes sustainability efforts such as no plastic straws and the reuse of towels and bed linens. BLR's Go Green Campaign rewards its guests with RM10 credit per day at its resorts should they opt not to have their room made up. Guests can choose this option for a maximum of three days.

GIVING NEW LIFE TO PLASTIC WASTE - RECYCLE TODAY

In collaboration with the Association of Social Services and Community Development of Gombak Selangor (PSPK), Berjaya Cares Foundation initiated an ongoing recycling project to raise awareness among Berjaya employees on plastic recycling on 3 November 2022.

Recycled plastic waste is converted into useful items such as plastic flower pots, coasters and handphone stands. As of 2 February 2023, 18 kg of plastic waste, mainly plastic containers and plastic bottles were collected.

The Group invites employees to contribute for this initiative by placing recycling bins by the lifts in the East and West Wings of Berjaya Tower and the Central Cafe of Berjaya Corporate Office at Level 12.

Berjaya's Retail (Non-Food) Segment involves a large amount of packaging, particularly in its personal care range. Cosway uses 30% recyclable materials for all bottles for shampoo, shower range, body lotion and moisturisers and set a target at 50% bottle change by FY2024. The Group upgraded its bottle labelling using Polyethylene Terephthalate Glycol (“PETG”) material as it is recyclable.

SUSTAINABILITY STATEMENT

PRODUCTION AND OPTIMISATION OF CHITOSAN ISOLATED FROM HERMETIA ILLUCENS (DIPTERA: STRATIOMYIDAE)

BCorp's Services (Environmental) Segment is exploring a more ecological treatment of waste and pollution. Air, water and soil pollution caused by dumpsites is an environmental problem created by MSW management worldwide. The study examines more ecological treatment alternatives to decrease sludge and solid waste. Black soldier fly (*Hermetia illucens*) larvae feeds on various organic wastes and can satisfactorily remove the rubbish generated in landfills.

This process harvests chitosan from the exoskeleton of *H. illucens* for wastewater treatment. BCorp aims to promote a circular recycling economy by reducing MSW management costs and pollution and expanding the technology worldwide.

WASTE LESS BY GOING DIGITAL

BCorp continues to digitise its business to reduce waste and minimise its environmental impact by switching to paperless. The digital age allows companies to minimise resource use and pollution. The Group's Hospitality and Retail segments initiatives include contactless check-in, digital menu, using QR codes, online enquiry forms, e-receipts and e-newsletters.

RESPONSIBLE WATER STEWARDSHIP

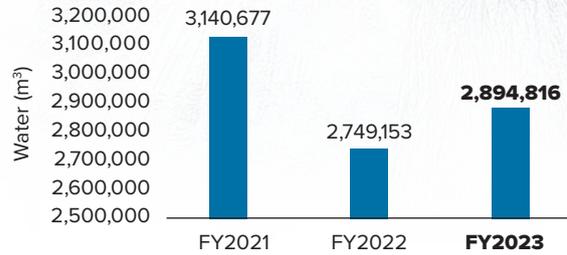
BCorp is committed to responsible water stewardship and has implemented policies and measures to optimise water consumption across operations. Conservation initiatives such as water-efficient taps and fittings, self-closing water taps, toilet sensors and dual flush closets conserve water in daily use. BCorp also uses eco-friendly natural products to clean toilets in properties under its management.

Similarly, BCorp's Services Segment (Environmental) has implemented a Smart Water Management System to monitor the water output pressure and detect leaks. It also adopts the GIS system – a pipeline distribution network mapping and water meter location management that increases the efficiency of piping repairs and meter readings.

The Services (Environmental) Segment installed a remote control for the water intake pump at Zhiwang and Longxi Plant, a zoning meter for Non-Revenue Water analysis and a flow meter to monitor the water pressure to detect water leaks.

TTR, under the Group's Hospitality (Hotels & Resorts), invested in tube well water drilling and uses surface water from the hill waterfall. TTR is awaiting final approval from Lembaga Sumber Air Terengganu ("LAUT") for natural water abstraction permission.

Group Water Consumption



RAINWATER HARVESTING

Rainwater harvesting is essential for the Group's Hospitality (The Clubs and Recreation) Segment, as irrigating golf courses requires significant amount of water. The Group's recreational clubs practise various water harvesting and conservation efforts:

- Staffield Country Resort irrigates its golf course with pond water.
- Bukit Jalil Golf Club and Resort uses a rainwater reservoir to water the golf course.

BCorp's Services (Environmental) Segment had constructed a Surface Water Treatment Plant ("SWTP") to implement rainwater harvesting on rooftops and drainage collection at the infrastructure area to treat and reuse the water for internal processes.

ENVIRONMENTAL PROTECTION THROUGH COLLABORATION

BCorp works closely with partners to lead initiatives that conserve biodiversity and promote climate action.

MARINE AND COASTAL CONSERVATION

TTR has an artificial reef that nurtures marine life and a new ecosystem. These artificial reefs promote coral growth, naturally attracting fish and other marine life to the new ecosystem. The resort also practises other conservation efforts, including turtle conservation, beach and underwater clean-up days.

The resort engages the local community to raise awareness and invite the public to care for the beautiful coastline. Recently, the resort educated SK Pulau Redang students on recycling through Program KITARecycle.

PROTECTING OUR WATER AND MANGROVE

BCorp's Services Segment, through BEP, collaborated with Rakan Alam Sekitar ("RAS") members from Politeknik Sultan Idris Shah ("PSIS") in the pre-celebration of National Environment Day and World River Day. Planting 140 Berembang trees through the Greening of the Earth campaign raised public awareness of the vital responsibility of protecting the environment and the mangrove swamp ecosystem. The Berembang tree hosts fireflies, functioning as a natural habitat and ecology living area that helps stabilise the ecosystem.

SUSTAINABILITY STATEMENT

WASTE TREATMENT SOLUTIONS

BEP, a BCorp Services Segment company, collaborated with Universiti Teknologi Mara's ("UiTM"), Institute For Medical Molecular Biotechnology ("IMBB") and Spanish company Entomo Agroindustrial to develop a low-cost ecological solution to treat organic waste in landfills. The outcome of this collaboration is a game changer in the waste management and treatment process.

TOWARDS A CLEANER KUALA LUMPUR

On 9 August 2022, DBKL signed a Memorandum of Understanding ("MOU") with BEP under the Group's Services (Environmental) Segment. Through the 12-month collaboration, BEP will assist with DBKL's environmental programmes, such as the 1 Community 1 Recycle ("1C1R") programme.

PROTECTING KOTA KINABALU

Forty-eight of the Group's Retail (Food) Segment volunteers participated in the Kota Kinabalu Clean-up Day from April to November 2022. The volunteers invested 192 community hours in this initiative and disposed of approximately 36,200 kg of trash.

INTEGRATING GREEN PRACTISES INTO OPERATIONAL PERFORMANCE

As the Group continues exploring opportunities to build a more sustainable future, the Property Development Segment commits to embedding innovative and green technologies in its developments. The Tropika Bukit Jalil's recent achievement in achieving GreenRE certification at the Malaysia Developer Awards 2022 is a testament to this commitment.

The Group's Hospitality (Hotels & Resorts) continues to promote greenery at and surrounding the hotels and resorts.

TOWARDS A GREEN ECONOMY

A green economy can reduce persistent poverty across various important sectors: agriculture, forestry, freshwater, fisheries and energy. Sustainable forestry and ecologically friendly farming methods help conserve soil fertility and water resources in general, especially for subsistence farming, which depends on the livelihoods of almost billions of people.

According to UNESCO, current farming practices use over 70% of global freshwater resources and contribute to more than 13% of GHG emissions. BCorp's Services (Digital) Segment has innovated smart IoT solutions for farmers across Malaysia, increasing farm efficiencies and optimising resource use such as water utilisation.

CREATING THE GREEN MULTIPLIER EFFECT

The Group hopes to create the multiplier effect from its green efforts by introducing more green, sustainable and eco products in its range. For example, Kimia Suchi Sdn Bhd, an entity under BCorp's Retail (Non-Food) Segment, recently introduced two products which qualified for the SIRIM Biodegradability Test. These products underwent a verification audit and sampling test and are hoped to be launched soon.

Cosway recently launched a biodegradable, environmentally-friendly beauty face towel made from plant-based Eucalyptus fibre. Producing this towel consumes 95% less water than traditional cotton production and 30% less energy than cotton sheets. It is also free from toxic chemicals, making it safe and gentle on the skin. The company also introduced a new Xylin eco-green toothbrush that uses 100% compostable materials for its handle.

A GREENER CHRISTMAS AT BERJAYA LANGKAWI RESORT

In conjunction with the Christmas celebration, BLR built a Christmas tree from 4,600 recycled plastic bottles. Employees collected these bottles during a *gotong-royong* activity to clean up the resort's shoreline and surrounding area.

This 12 feet by 6 feet tree is the resort's most eco-friendly, decorated with marine debris such as fishing nets and ropes found during the *gotong-royong*.

DRIVING POSITIVE CHANGE IN COMMUNITIES

As a community champion, BCorp collaborates with partners to support the community through programmes that make a positive impact.

The Group aims to deliver lasting social, economic and environmental benefits to the local communities. BCorp builds a sustainable future with these communities through engagement and nurturing them.

BCorp invests in worthy causes that resonate with the Group's values and business strategy. Its community investments focus areas include caring for the underprivileged, empowering lives through education, environmental protection, nurturing talent and growing with society.

In FY2023, BCorp contributed RM39.34 million to non-profit organisations in FY2023 to support various good causes.

SUSTAINABILITY STATEMENT

SHARE KINDNESS, SPREAD HAPPINESS

An underprivileged community does not enjoy the same advantages as most people. Being underprivileged is more than just coming from a low-income background – they often lack access to quality education, shelter, healthy food, medical care or a completely healthy family.

The Group provides unique experiences by reaching out to these communities to bring smiles and spread love to others.

Philanthropy and community giving initiatives held during the year include the following:

- Packing and distributing food to local community centres, orphanage homes, homeless people, trishaw peddlers, senior citizen homes and children, including those with autism.
- Christmas tree lighting together with *orang asli*, old folks residents and children from charity homes.
- *Hari Raya Puasa* celebrations with residents, orphans and underprivileged community.
- *Bubur lambuk* distribution to local community.
- *Buka Puasa* with orphans and the poor.
- Food distribution to United Nations refugees.
- A Ramadhan charity drive.
- A blood donation campaign.
- Food and essential donations to flood victims.

 From the beginning of the COVID-19 pandemic in 2020, BCorp assisted 29,050 underprivileged families and students across Malaysia to alleviate their burden, especially those affected by the COVID-19 Movement Control Order (“MCO”).



Staff from Berjaya Hotels & Resorts visited Anjung Kembara to distribute 50 packed meal for homeless people



Ms. Vivienne Cheng with representatives from Turtle Conservation Society, PAWS, United Voice, PSPK and Malaysian Association for the Blind

CELEBRATING THE YEAR WITH EVERYONE AND FOR EVERYONE

Berjaya Cares Foundation, in collaboration with various NGOs and organisations, organised a year-end charity event to raise funds. Promoting the season of giving, the foundation held the event at Café Area Central, Berjaya Times Square, Kuala Lumpur.

Various organisations attended, including Pertubuhan Perkhidmatan Sosial dan Pembangunan Komuniti Daerah Gombak Selangor (“PSPK”), Turtle Conservation Society, Malaysian Association for The Blind, PAWS, United Voice, Kintry and Borders. Talented individuals, including the blind community, sold goods and crafts they had produced.

A two-week ‘Reach Out’ donation drive for dry food and books donated to the Suriana Welfare Society and World Vision Malaysia. This fund-raising event raised over RM8,000 from selling goods and merchandise.

DEVELOPING THE NATIONAL SPORTS

BCorp, through its Services (Digital) segment, was the platinum sponsor for the Kuala Lumpur International Junior Squash Championship 2022. The Company was a major sponsor for the Laksamana Run 2022, organised by Tunku Laksamana Johor Cancer Foundation. The total sponsorship was RM250,000.

A MERRY TREAT TO A WHOLE LOT OF FUN

BCorp’s respect for children’s rights extends to the right to happiness. In conjunction with Christmas, BCorp’s Retail (Non-Food) Segment treated children from Yayasan Sunbeams Home to a full day of fun at the Berjaya Times Square Theme Park, featuring a stunning 133,000 square feet of wholesome entertainment. BCorp gave the children lunch at the Cosway Experience Centre before cake decoration, singing and dancing in the afternoon. The children were surprised by Santa’s appearance, who gave each child a goody bag.

SUSTAINABILITY STATEMENT

CELEBRATING MENTAL HEALTH AWARENESS

BCorp's Retail (Food) Segment celebrated World Mental Health Day 2022 and National Counseling Month 2022 with Hospital Miri Sarawak and Hospital Selayang in Selangor.

The Mental Health Association of Sarawak, Department of Psychiatry and Mental Health, and Hospital Miri Counselling Unit organised a three-day outreach programme highlighting the stigma and discrimination towards mental health issues. BStarbucks sponsored merchandise for participants and provided refreshments to Hospital Miri staff.

Eight Starbucks Malaysia volunteers participated in the 5km Fun Walk organised by the Psychiatry Department of Hospital Selayang. The proceeds will benefit Persatuan Kebajikan dan Pendidikan Psikiatri Hospital Selayang.

BERJAYA STARBUCKS COFFEE COMPANY SDN BHD ("BSTARBUCKS") CSR EFFORTS RECOGNISED FOR THE FIFTH CONSECUTIVE YEAR

The American Chamber of Commerce ("AMCHAM") recognised BCorp's Retail (Food) Segment's BStarbucks' CSR efforts for the fifth consecutive year. The company received a certificate of recognition for 'Excellence in CSR' and achieved an 'All-Star' award at the MY AMCHAM CARES Awards.

The award recognises companies' corporate responsibility efforts meeting a rigorous achievement standard. It demonstrates the understanding of the linkage between business operations and society by conducting business in a way that creates long-term economic and social values.

ENDING HUNGER

BCorp's Retail (Food) Segment initiated the 'Zero Hunger' Campaign for the fourth consecutive year. The campaign involved Starbucks Support Centre ("SSC") partners participation and collaboration with The Lost Food Project ("TLFP"). TLFP is a non-governmental organisation which raises food waste awareness by rescuing 'lost' food and finding it a new home by redistributing it to the needy. This year, SSC partners donated bags of rice, cooking oil, sardines, flour, condensed milk and other food essentials for the underprivileged community in Kajang, Selangor. The two-week campaign collected RM5,549.50, distributing 55 care packs to disadvantaged children and families within the Kajang Indian Community.

The Group's Services (Gaming) Segment continued supporting the Kechara Soup Kitchen Society ("KSK") Food Bank Project. A subsidiary of Sports Toto Berhad ("SPToto"), STM Lottery Sdn Bhd's collaboration with KSK started in 2021 when the country faced a series of pandemic lockdowns. STM Lottery contributed RM84,000, or RM7,000 a month, to KSK from FY2023 to provide dry food to 448 needy families in Penang and Perak. Employees also helped prepare, pack and distribute these provisions. Employee volunteerism contributed to the programme's success and is recognised and embedded in the individual scorecard as part of the Company's initiative to facilitate employee engagement. SPToto focuses on employee volunteerism to make employees feel part of a community. Employees can participate in the monthly food distribution programmes KSK hosts for the homeless every second Saturday of the month.



STM Lottery continued to send its employees to volunteer at KSK's food distribution programme to the homeless in Kuala Lumpur

EMPLOYMENT OPPORTUNITIES FOR THE ORANG ASLI & INDIVIDUALS WITH VISUAL IMPAIRMENTS

BCorp's Hospitality (Hotels & Resort) Segment through its Berjaya Hills Resort Berhad ("BHills") has introduced an initiative to enhance local *Orang Asli* lives and individuals with visual impairments by providing employment opportunities at the resort. This initiative complements the Group's efforts to promote sustainable living. The resort welcomes all individuals and does not discriminate during its hiring. Currently, the resort has 9 *Orang Asli* working in various departments such as the Human Resource Department, Horticulture, Housekeeping, Organic Farm and Spa Chateau.

BHills helped the *Orang Asli* in Kampung Gempuh Pos Lenjang, Kuala Lipis, through donating RM6,800 worth of ration supplies to the villagers on 31 October 2022. The rations included toiletries, groceries, household items and daily needs.

SUSTAINABILITY STATEMENT

The resort also provides jobs to visually impaired individuals at its blind massage centre. This massage centre is open to both in-house guests and the public. The resort offers accommodation and food to these employees and does not impose any rental or facilities charges.

Under the Group's Hospitality (Hotels & Resorts) Segment, BTH also uplifts the lives of the blind and visually impaired. 200 visually impaired or blind individuals packed meals for the International White Cane Day celebration. The Malaysia Foundation for the Blind organised this event to celebrate the achievements of individuals who are blind or visually impaired. Berjaya Cafe sponsored and prepared 200 packed meals and helped distribute these meals.

PINK AND HEALTHIER MALAYSIA

In conjunction with the Pink October month, Berjaya Cares Foundation collaborated with the Breast Cancer Welfare Association ("BCWA") in organising an event to raise awareness on the prevention and early detection of breast cancer. Employees and the general public attended the event on 22 September 2022 at Berjaya Times Square, Kuala Lumpur.

The event gathered interest from employees and the public who came for free screening and counselling, including a practical session on breast self-examinations ("BSE") and clinical breast examinations ("CBE") by professionally trained nurses.



Students received certificates for joining Kem Si Penyu supported by The Taaras Beach & Spa Resort

SEA EDUCATIONAL TURTLE CAMPS

Turtle Camps called "Kem SiPenyu" are held during the nesting season. Sponsored by BCorp Hospitality (Hotels & Resorts) Segment, Sekolah Kebangsaan Pulau Redang primary six children attended an educational camp where they learned about sea turtles and the need to conserve them in a fun and informal manner. The children watched the nesting activities

and emergence of hatchlings, painting turtles and engaging in turtle learning activities. The Company also sponsored a return boat transfer and packed lunches for these Sea Educational Turtle Camps.

BERJAYA CARES FOUNDATION DONATES A 14-SEATER VAN TO THE MALAYSIAN AIDS FOUNDATION

Berjaya Cares Foundation ("BCF") donated a 14-seater passenger van with a hydraulic wheelchair lift to the Malaysian AIDS Foundation ("MAF"). The van eases transportation worries of palliative patients visiting hospitals under the MAF's HIV/AIDS Treatment, Care and Support Programme.

Throughout the years, the Group has contributed over 124 vehicles to over 100 charitable organisations and schools: two multipurpose vans converted into ambulances and one into a mobile screening van to enhance the vaccination, screening and community outreach programmes

H.R. OWEN RAISES AN IMPRESSIVE SUM AT INAUGURAL CHARITY SHOOT FOR CHAIN OF HOPE

BCorp's Retail (Non-Food) Segment, namely the H.R. Owen Group, raised more than £55,000 (approximately RM290k) for Chain of Hope. This Group treated children with heart disease at the first-ever Charity Shoot, headlined by a live auction in aid of the charity. The teams representing the Group's various manufacturer partners participated in a competitive, friendly marksmanship competition at Purdey at The Royal Berkshire, followed by lunch and a headline charity auction.

The Company topped up an additional £20,000 (approximately RM140k), surpassing the magic £50,000 (RM260k), helping them complete one mission: delivering life-saving treatment to 12 young children without access to specialist cardiac experts.

RESPECTING HUMAN RIGHTS

BCorp embeds its commitment to respecting human rights throughout its corporate policies, practices and expectations. The goals of universally recognised human rights principles guide the Group in supporting its integrated approach to mitigating potential human rights impacts of its activities.

BCorp summarises its human rights policy in its Code of Conduct. The Board of Directors are responsible for ensuring adherence to this Code, assisted by other relevant functions, including the Audit Team and Human Resources, as part of their day-to-day responsibilities. All staff including new employees review and complete an online assessment on this Code as part human rights policy compliance. These documents are available in English.

SUSTAINABILITY STATEMENT

The Group proactively assesses its human rights impacts on an ongoing basis as part of its core business process. Evaluating the business impact and setting targets drives continuous improvement for the Group. BCorp’s action plans include addressing and mitigating human rights issues, human rights screening, training, and monitoring internal operations and supply chain partners. Suppliers must follow the same, or at the very least adhere to the Group’s Principles on Labour Practices and Human Rights.

BCorp’s Commitment to Human Rights

-  Paying the minimum wage as a minimum
-  Provides a safe and healthy workplace for its employees
-  Does not use child labour
-  Does not use forced, prison, indentured, bonded or involuntary labour
-  Prohibits discrimination in its hiring and employment practices, including gender, race, religion, age, sexual orientation, disabilities and nationalities as part of the Group’s actions to improve workforce diversity, equal opportunities and reduce discrimination
-  Prohibits physical abuse and harassment of employees, as well as threats of either
-  Suppliers and contractors must not allow excessive working hours for their workers
-  Grievance procedure that requires prompt action to address any complaints

The Group has issued specific policies and principles to address these issues, aligned with local laws. BCorp adheres to local labour laws and its Principles of Business Conduct, which cover human rights issues, including freedom of association, collective bargaining, non-discrimination, child labour, and forced and compulsory labour.

BCorp’s respect for Human Rights

- Proactively assessing our human rights impacts on an ongoing basis as part of the Group’s core business processes
- Avoiding, preventing and mitigating human rights issues
- Communicating expectations to all stakeholders, including business partners.
- Training all or specific staff/departments on human rights policy
- Implementing human rights screening, training and monitoring of internal operations and supply chain partners

Social Standards

- Freedom of association where everyone is free to belong to any organisation of their choice
- Right to collective bargaining and forming a union
- Eliminating excessive working hours by offering fair overtime pay and limiting working hours
- Meeting or exceeding Malaysia’s minimum wage
- A safety policy, code and practices on the provision of a safe and healthy workplace

Policies on

- The provision of equal opportunities and non-discrimination

SALIENT HUMAN RIGHTS ISSUES

BCorp has assessed potential adverse human rights impacts and salient human rights issues.

Salient Potential Human Rights Impacts in the Group’s Operations

Rights to

- | | |
|--|---|
| • life | • an adequate standard of living |
| • freedom of movement | • health |
| • work | • participate in public life |
| • enjoy just and favourable conditions of work | • social security, including social insurance |

SUSTAINABILITY STATEMENT

The Group continues to work with other stakeholder groups to continuously enhance its approach to mitigating risks arising from these salient human rights issues.

BCorp has a formal mechanism for individuals and communities impacted by its business activities to anonymously raise grievances, including human rights issues. The Group supports open communication and addresses the right to freedom of expression. Its whistleblowing channel guarantees anonymity and is available to internal and external stakeholders. BCorp is committed to a remediation process addressing adverse human rights impacts it has contributed to or caused. The whistleblowing channel also allows employee representatives to engage with the management. There were no human rights violations during this reporting period.

COMING TOGETHER, BERJAYA TOGETHER

BCorp’s management is committed to promoting a safe, inclusive, fair workplace where its people can reach their full potential. Human Resource Policies promise a professional working environment built on mutual respect and trust. Creating an open, inclusive and safe working environment for employees are priorities. BCorp has adopted group-wide policies on diversity and inclusion, health and safety, and human rights. The Group aligns these labour standards policies with local laws, communicates them globally to all employees and translates them into relevant languages according to where the companies operate.

The Group prioritises hiring locals in its recruitment strategy whenever feasible and practises equal opportunity and non-discrimination in its hiring. It does not discriminate in any stage of the hiring process, including recruiting from underprivileged groups, deprived backgrounds or the disabled.

EMPLOYMENT OPPORTUNITIES FOR THE ORANG ASLI AND INDIVIDUALS WITH VISUAL IMPAIRMENTS

Berjaya Hills has started an initiative to enhance the lives of the local *Orang Asli* and individuals with visual impairments. The resort offers employment opportunities; the in-house massage centre is open to guests and the public. The resort offers accommodation and food to these employees and does not impose any rental or facilities charges.

To support its people strategy, BCorp has introduced policies and practices that cover hiring and employment aspects such as compensation, benefits, staggered working hours arrangements, learning and development, and diversity and inclusion initiatives.

The Group recorded no cases of labour standards non-compliance in this reporting period.

TALENT MANAGEMENT

BCorp is committed to investing in its people’s development – providing decent work and supporting its employees to realise meaningful and purposeful careers with the Group. As an employer of over 12,000 employees, the Group ensures that employees develop professionally with business growth.

To encourage a culture of lifelong learning and facilitate continued employability in the face of growth and expansion, BCorp allocates adequate resources to help employees acquire new knowledge or functional skills through:

- An in-house learning community that identifies critical skills gap.
- Designing individualised programmes that will best support individual career development.

BCorp also offers graduate placement and internship programmes to build a future generation of leaders and address youth unemployment. During the financial year, personal development programmes included soft skills and technical and professional training.

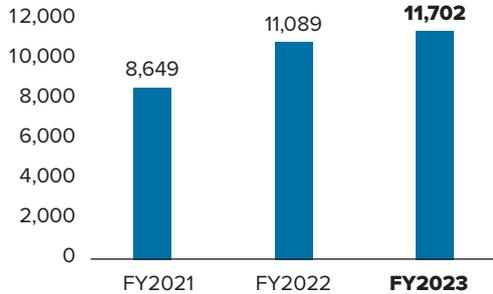
A DIVERSE FAMILY OF BERJAYA

Meritocracy, diversity and inclusion philosophies guide BCorp’s recruitment practices. The Group aims to attract and develop a diverse talent pool to serve its customers efficiently. The corporate employment mix comprises fresh graduates, mid-career professionals and industry veterans.

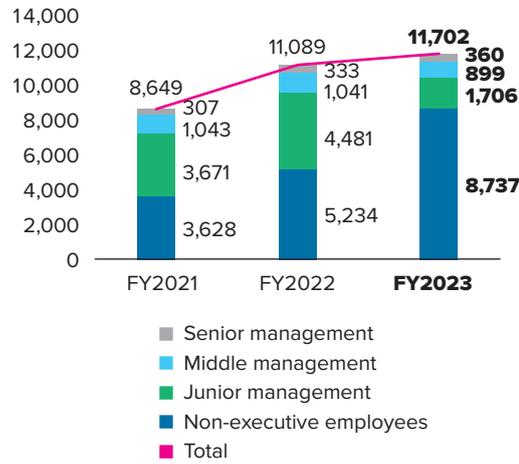
The Group strives to bring together people with different expertise, experience and socio-cultural backgrounds to enhance its competitive edge and better serve a wide range of consumer groups. The Berjaya Code of Conduct stipulates that all employees must be treated with fairness and respect and valued for their contributions in their roles. The Group does not tolerate any form of bullying, intimidation, discrimination or harassment. Committing to being an equal opportunity employer, BCorp values and respects all employees regardless of age, ethnicity, gender, race, religion, beliefs, nationality, sexual orientation, family status or physical disability.

SUSTAINABILITY STATEMENT

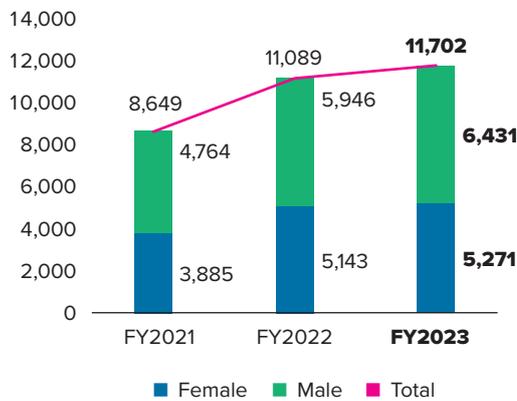
Total Group Employees



Workforce Breakdown by Employee Category



Workforce Breakdown by Gender



BENEFITS AND REMUNERATION

The Group provides competitive remuneration to attract and retain talent. Generally, basic benefits and remuneration packages cover the following:

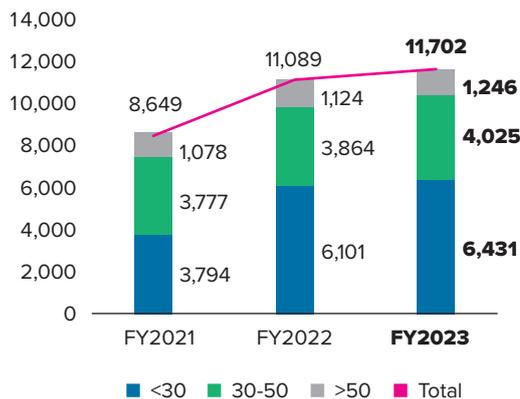
- Well-being: accommodation for site staff, staff meals and welfare gifts.
- Staff rate at all Berjaya subsidiaries.
- Medical: medical and hospitalisation claims as well as insurance coverage.
- Leave: annual leave, hospitalisation leave, maternity leave and paternity leave.
- Allowances such as transportation allowance, winter and summer allowance and hardship allowance.

Employee remuneration is offered fairly for the value of the job and individual vis-à-vis market conditions. BCorp adopts fair employment practices and complies with minimum wage law in markets with a statutory minimum wage.

The Group's retirement benefits vary across segments. For example, Hospitality (The Clubs and Recreation) employees serving the club for at least ten years at the age of retirement are entitled to a retirement benefit of half a month's salary based on the last drawn salary over the number of years of service. They may also continue serving the company and have their contracts reviewed annually.

Along with competitive compensation, the Group also provides bonuses, performance-based wage increments and other benefits to attract and retain talented employees.

Workforce Breakdown by Age



SUSTAINABILITY STATEMENT

COLLECTIVE BARGAINING AND WORKING WITH UNIONS

Freedom of association is a fundamental human rights proclaimed in the Universal Declaration of Human Rights. BCorp’s commitment to freedom of association and right to collective bargaining follows the local law to ensure that workers have a voice and representation. Unions are essential in improving worker-management engagement and ensuring healthy industrial relations. Unions also serve as effective mechanisms for raising grievances and providing input on how to solve issues relevant to workers.

BCorp respects employees’ right to freedom of association, collective bargaining and joining trade unions of their choice. The National Union of Hotel, Bar & Restaurant Workers represents Hospitality (Hotels & Resorts) Segment workers. In contrast, Kesatuan Pekerja Pekerja Kelab Semenanjung Malaysia (Club Employee Union Peninsular Malaysia) represents Hospitality (The Clubs and Recreation) Segment workers.

The Group ensures continued harmony between the management and these unions with open communication and mutual respect.

THE BERJAYA BELIEFS

The Group believes in a culture of honest, open communications – beginning with internal colleagues from the bottom up. Working in harmony as a team is vital.

The Group organised various engagement and get-together sessions to bring its employees together. In FY2023, these sessions included a staff appreciation day, annual dinner, Ramadhan iftar, *Hari Raya* open house, sports tournament, fun run, Bazaar Ramadhan, quiz, townhall session, awareness and talks, festive celebrations and CSR events.

Holding an annual staff appreciation day recognises each employee’s efforts and dedication. The Trust You Award is a special recognition for outstanding achievements given to employees specially mentioned in positive reviews left on trip advisor or other satisfaction platforms.

HR BREAKFAST & SYNERGY SESSION

The Group Human Resource & Administration Division organised its first HR Breakfast & Synergy Session on 15 December 2022. Twenty-three Human Resource employees from subsidiary companies attended with a good line-up of sharing on Berjaya Corp LinkedIn and HRDC claimable training programmes organised by Berjaya University College and Berjaya TVET.

BERJAYA CORPORATION’S BRING YOUR KID TO WORK DAY

The Group organised a ‘Bring Your Kid to Work’ Day on 16 December 2022 to expose these kids to their parents’ working lives with several fun-filled activities. The children toured the corporate office and interacted at selected Berjaya-related brands such as Berjaya Times Square Theme Park, Kenny Rogers Roasters, Krispy Kreme Doughnuts, Berjaya Café and Cosway.

PEOPLE DEVELOPMENT

Investing in people’s development is crucial for employee well-being and supporting business growth. Developing talent within the organisation also helps retain high-quality, valued workers. The Group continues to provide ongoing training and development opportunities to ensure its people have the right skills to perform their jobs effectively and for personal growth.

The Group Human Resource & Administration Division and Berjaya University College jointly developed the new Berjaya Learning Series 2023. The Learning Series is a corporate university model that aligns academics with business, offering Berjaya employees various upskilling and leadership development programmes.

Key Training Programmes Delivered During the Year

Behavioural and Personal Development Training

- Organising a Winning Team
- Speak and Write Confidently with Better English
- Planning for Success
- Negotiation and Conflict Resolution
- Adaptive Learning Strategies
- Teamwork and Leadership
- The Power of Emotional Intelligence
- Building Mental Resilience Through Stress Management Practices
- Creating A Sustainability Culture
- Behavioural-Based Interview Technique
- Building KPIs With Balance Scorecards and Smart Strategies

SUSTAINABILITY STATEMENT

Professional and Skills Training

- Public Safety and Aquatic Rescue (Bronze Medallion/Lifesaver) and Basic Risk Assessment
- Customer Service Excellence
- Food Handlers Training
- Halal Executive Training, including the Malaysia Halal Certification (“MPPHM”) Domestic and Halal Malaysian Standard Training
- Certified Guest Professional Training
- Organic Certification Training
- Aerspatiale (“ATR”) Pilot and Maintenance Training
- Human Factors initial/recurrent training for engineering and ground personnel
- Anti-Bribery and Anti-Corruption Training
- HACCP Internal Audit
- Certified Environmental Professional in Schedule Waste Management
- Chemical Spillage Control Training
- Certified Environmental Professional in The Leachate Treatment Plant Operation

NEW EMPLOYEE ONBOARDING PROGRAMME

At BCorp, the New Employee Onboarding (“NEO”) Programme is designed to provide a comprehensive introduction to the Group and its values. Through this initiative, new employees have the opportunity to network with departmental ambassadors that emphasises on the Group’s commitment to a culture that reflects BCorp’s core principles. The Group underlines the importance in fostering this ethos as it will align the employees with the Group’s values.

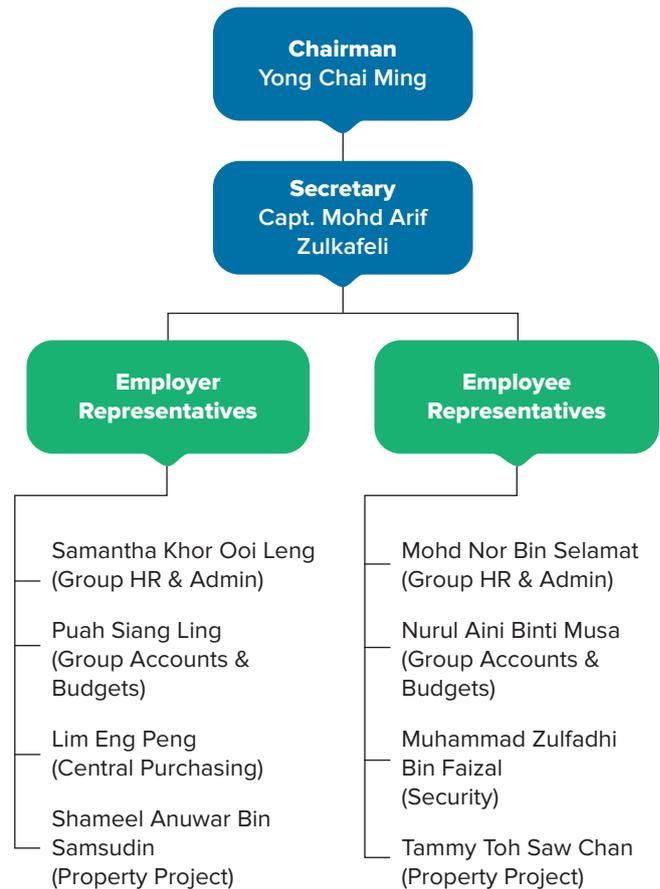
SAFETY AND HEALTH

Implementing a safety-first culture is relevant and vital to Berjaya’s business model, spanning the entire business segments, from top-level management to site supervisors and workers. The Group maintains rigorous safety standards to ensure a safe workplace for its workers and contractors. Its target is to maintain a zero-accident workplace.

BCorp’s health and safety policy applies to all contractors and other stakeholders on its premises. The management continued to reduce its health and safety impact through continuous improvement and compliance with Occupational Safety and Health Act (“OSHA”) 1994, FMA 1967, EQA 1974 and other applicable acts, legislations,

orders, rules, codes of practices and other requirements stipulated by DOSH. The Group’s Occupational Health, Safety and Environmental (“OHSE”) Committee is headed by Ms. Yong Chai Ming, who reports to Ms. Vivienne Cheng Chi Fan and Ms. Nerine Tan Sheik Ping, Joint Group CEOs of BCorp who also sit on the Board. Consisting of management and employees, the Committee is responsible for managing the Group’s health and safety risks. The Committee meets regularly to discuss the Group’s safety performance, including measures to prevent incident reoccurrence. BCorp invites employees to help improve the Group’s safety standards through participation. The OHSE Committee includes four employer and four employee representatives. Health and safety are also a critical agenda discussed between the management and trade unions.

Occupational Health, Safety and Environmental (OHSE) Committee



SUSTAINABILITY STATEMENT

Roles of BCorp's OHSE Committee

Best Practice

- Suggesting measures to be taken in the interests of safety and health for all stakeholders
- Achieving synergy among all Group Occupational, Safety and Health Committees

Monitoring & Improvement

- Collecting, analysing and maintaining Group statistical analysis of safety documents including accident reports, relevant SOPs and Hazard Identification, Risk Assessment and Risk Control ("HIRARC")
- Ensuring OSHE best practices are being implemented including reporting, monitoring and presenting improvement plans at the committee meeting

Compliance

- Ensuring compliance with the latest OSHA 1994, amendments, regulations and other guidelines
- Complying with all requirements under the Malaysia Employment Act and Labour Law
- Updating the management on the latest amendments to the Occupational Safety and Health Act and other regulations under the Act



Safety at workplace training held in Bukit Kiara Resort conducted by the Group Safety and Security

The Group conducts health and safety risk assessments for existing and potential new operations or projects as part of its due diligence. Hazard identification, risk assessment and control are the core safety measures across all business segments. Every business line complies with national safety regulations and aligns its work processes with industry standards for safe operations. The Group also carefully controls the spread of Covid-19, the most recent global health issue, from impacting the safety of employees and communities.

Customised safety training covers risks and hazards relevant to each business segment. However, training on all basic safety measures is mandatory in all business segments, including fire safety, fire prevention, first aid, emergency response plan, evacuation drill, chemical spillage control and toolbox meeting.

The Group sometimes invites external parties, experts and regulators to deliver safety training to its people. For example, REDtone collaborated with the Fire Prevention Society to hold fire prevention training.

Through its Retail (Non-Food) Segment, the Group also protects health, safety and well-being by sponsoring annual complete medical examinations for all employees, including those recently joining. The medical checks comprised a vaccination programme for all employees, including Covid-19 vaccination, Influenza A and Hepatitis B.

Established measures ensure a safe working environment for everyone, including timely pest control, Health Awareness Day, digitising safety system, daily monitoring of activities and OHSE Management System annual audit.

BCorp sustained no health and safety incidents during this financial year, leading to injuries or fatalities. The Group is committed to continuously improving health and safety management in its operations.

HEALTH SCREENING

BCorp offered employees a three-day free health screening by Kementerian Kesihatan Malaysia Lembah Pantai. The screening was held from 6 to 8 December 2022. Offering employees health screening helped detect health risks so they could manage and modify their lifestyles. A total of 379 employees attended the event.

SUSTAINABILITY STATEMENT

SUCCESS COMES WITH RESPONSIBILITY

Berjaya means “success” in Bahasa Malaysia and reflects the success and Malaysian character of the core businesses. The solid foundations and constant synergy across the Group’s diversified industries make up the varied strengths of the Group.

BCorp’s integrated business model enhances synergies across its business operations, delivers shared values to its shareholders and provides long-term economic, social and environmental benefits.

QUALITY AND SATISFACTION

Happy and loyal customers are fundamental to sustainable earnings growth. BCorp exercises due care and diligence in delivering its products and services.

Examples of Quality Control Exercised by BCorp Business Segments

Industry	Quality Control Measures
 Hospitality (Aviation)	<ul style="list-style-type: none"> Facilities and operation audit by the Civil Aviation of Malaysia (“CAAM”)
 Hospitality (Hotels & Resorts)	<ul style="list-style-type: none"> Outlet assessment/grading by the local municipal council Star rating Malaysian Organic Certification Scheme Water quality testing for swimming pools Weekly golf course maintenance and landscaping Annual golf course soil tests Swimming pool – Weekly vacuum and daily water pH test
 Retail (Non-food)	<ul style="list-style-type: none"> Direct Selling and Anti Pyramid Act 1993, Price Control and Anti-Profiteering laws Hazard Analysis Critical Control Point (“HACCP”) by the Ministry of Health JAKIM Halal Certification ISO22000:2018, which includes quality inspection during raw material receiving, production, packing and product safety documentation Certificate of Analysis (“COA”) on all production outsourced to suppliers ISO 9001:2015 Quality Management System
 Services (Environmental)	<ul style="list-style-type: none"> Ensuring chemical suppliers have safety production licences, business licences, chemical production licences and third-party lab reports for chemical supply Recertification of ISO 9001:2015, ISO 14001:2015 and ISO 45001:2018
 Retail (Others)	<ul style="list-style-type: none"> Awarded the Erasmus Projects for European Union - there were only two private universities in Malaysia that received a grant for a student and staff exchange programme to Europe under the Internationalisation and Cultural Exposures Programme

TESTAMENT TO QUALITY

<p>BLR was named the 2022 Global Winner of the Luxury Private Beach Resort.</p>	<p>Berjaya Hotels & Resorts received a silver award for the ‘Transportation, Travel & Tourism’ category in the Putra Aria Brand Awards 2023.</p>	<p>H.R. Owen has again been named as Rolls-Royce Global Dealer of the Year. The Company also won awards as Regional Sales Dealer of the Year and Regional Whispers Dealer of the Year.</p>	<p>Four Seasons Hotel and Hotel Residences Kyoto, a Berjaya Land Berhad Hotels and Resorts entity, has won the International Awards at the Malaysia Developer Awards (“MDA”).</p>
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SUSTAINABILITY STATEMENT

TRANSPARENT MARKETING AND COMMUNICATION

All product labelling undergoes necessary label screening through the department's regulations to ensure product claims and ingredient information are within permissible claims or dosage.

BCorp submits communication materials on health supplements to the Ministry of Health for screening and approval.

All food products carry nutritional labelling and comply fully with the Ministry of Health requirements.

H.R. OWEN IS THE SOLE UK RETAILER OF 300MPH HENNESSEY

H.R. Owen Plc, under the Group's Retail (Non-Food) segment in the United Kingdom, added Hennessey to its latest line-up of the world's most sought-after luxury and high-performing car partners. Becoming the sole Hennessey UK retailer, H.R. Owen proudly champions this revered American brand and special vehicle range, including the Venom F5 Coupe and Roadster.

Hennessey's strategic product plan will introduce all three whole-new vehicles in the next 10 years. Upon completion of the Venom F5 Coupe and Roadster's 54-car production run, Hennessey targets producing more performance-packed variants of the F5 before developing additional further models that align with its pioneering brand values and emphasis on speed.

GOING ABOVE AND BEYOND

Going beyond customers' expectations is more than building a solid relationship and extends to generating positive word-of-mouth. Focusing attention on the customers' success and exceeding their expectations to create unique experiences for everyone delivers a one-of-a-kind customer service experience.

Service From the Heart Examples that Create Moments of Delight For Customers

Hospitality (Hotels & Resorts)

Berjaya Penang Hotel

- Complimentary shuttle services to surrounding hospitals, including the Penang Adventist Hospital, Gleneagles Hospital, Loh Guan Lye Specialist Hospital, and Island Hospital.

Berjaya Beau Vallon Bay Resort & Casino, Seychelles

- Shuttle service to and from Victoria town.

Berjaya Hills Resort Berhad

- Free shuttle to and from attractions within the resort, including the Japanese Tea House, Rabbit Park and Horse Trails.

Retail (Non-Food)

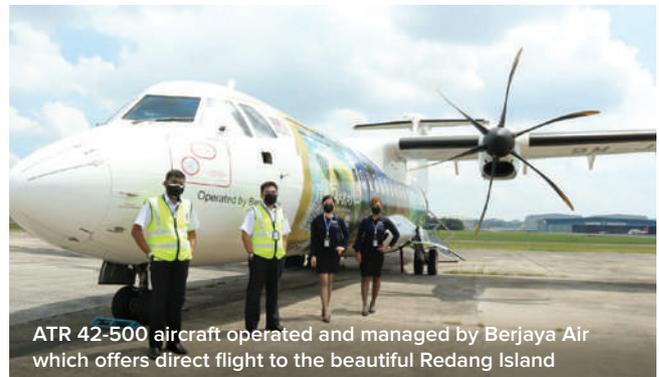
Cosway (M) Sdn Bhd

- Cosway Mobile 2U targets the outskirts and areas where Cosway's physical presence is scarce.

Aviation

Berjaya Air Sdn Bhd

- Berjaya Air will be one of the region's first few airlines to fly all-business-class seats. The Company's emphasis lies in prioritising passenger comfort and enhancing clients' experience.



ATR 42-500 aircraft operated and managed by Berjaya Air which offers direct flight to the beautiful Redang Island

WHAT IS COSWAY MOBILE 2U

The Cosway Mobile 2U is a 'store-on-wheels' that allows the brand and its service to extend to consumers in remote areas, far from physical store reach. Covered areas include outskirts, plantation estates, factories and warehouses. Cosway Mobile 2U is a mobile concept selling Cosway best sellers in the moving store concept. Currently, two mobile trucks operate nationwide.

SUSTAINABILITY STATEMENT

SAFE COMMUNITY

BCorp prioritises the safety of customers, patrons, tenants and the public on the premises, regardless of the segment.

The Group's Hospitality segment has 24-hour security on duty. Safety officers ensure all safety equipment, including firefighting equipment, first aid, and oxygen tanks, is up to date and easily accessible during emergencies. Qualified vendors perform timely inspections of fire alarms.

Meanwhile, BCorp's Services (Environmental) Segment performs daily water quality tests at its in-house lab, verified by third parties. The Company ensures that local authorities license all its suppliers, particularly chemical ones. All staff and contractors must attend safety briefings, toolbox meetings and Personal Protective Equipment ("PPE") checks.

All entities perform general upkeep and maintenance such as regular fogging and pest control, disinfection of high traffic or touch point areas and a periodic swab test for employees.

SAFE DRIVING UP THE HILL

The road to the Berjaya Hills Resort Berhad is winding and slippery during rain. Placing road signage along the way cautions road users of wet and slippery roads, falling rocks and debris. Reflectors on poles and street lighting help people drive to and from the resort at night. Other safety features include convex mirrors at junctions, road humps to reduce speeding vehicles, gabion wall and wire netting for landslide prevention and CCTVs at strategic locations.

DISABILITY INCLUSION

BCorp aspires to be an inspiring brand for everyone. While diversity is cited as a top value by almost every organisation, people with disabilities often are overlooked or under-supported. A healthy disability inclusion mindset is the right thing to do; it benefits everyone at every level of the organisation.

BCorp creates an inclusive workplace where people feel welcome, comfortable and seen. Addressing disability inclusion involves valuing and appreciating what all individuals bring to the organisation. No one wants to be tolerated or pitied at work. People with disabilities, just like those without, want to be recognised for their talents and accomplishments.

THE STORY OF BSTARBUCKS – “NOT DESPITE THEIR DIFFERENCES, BUT INCLUDING THEIR DIFFERENCES”

BStarbucks operates the world's first Starbucks Signing Store, which promotes accessibility and offers employment and development for the Deaf community. There are three signing stores in Malaysia: the first opened in 2016 at Bangsar Village II Mall, Kuala Lumpur; a second in Penang in 2019 and lastly in Kuching, Sarawak.

While the signing stores facilitate careers for those who might otherwise struggle to thrive in the mainstream workplace, they also have a wider reach. The locations serve as gathering spots for others in the deaf community and often host resourceful seminars and classes on topics such as career development and learning or improving sign-language skills.

The Group also practises the same inclusion philosophy for its guests and patrons. Various facilities cater to the disabled with special assistance, such as disabled toilets and parking, ramp and slope pathways for wheelchairs and disabled hotel rooms.

REVAMPING HEALTHY OPTIONS FOR A HEALTHIER COMMUNITY

As consumers become increasingly health-conscious, the Retail segment is expanding its offerings to include a broader range of foods, beverages and nutrition services at scale, bringing tasty and balanced diets for people across all life stages.

The product development team considers their safety, taste, texture, nutritional profile, price and quality in its product innovation. BCorp's Retail (Food) and (Non-food) Segment continuously innovates its products and upgrades existing ones, preserving the taste of familiar brands beloved by millions.

BRoasters, under the Retail (Food) Segment, retains the healthy concept of less fat, salt and calories and consistently adds variety to its core menu by including a more wholesome and nutritious dining experience. Jollibean and Sala also offer fresh and high-quality healthy ingredients such as imported soybeans and plant-based ingredients.

The Retail (Non-Food) segment is adjusting its product line to focus on health products. Cosway recently launched health food product on improving the community health like the LuMune, UriKristal, Gutt Feelin and D'trim Jelly. BCorp is also looking to expand its healthy range of products across all retail segments.

SUSTAINABILITY STATEMENT



New health product launched by Cosway, Nn Gutt Feelin' a delicious daily postbiotic drink for a happy and healthy gut

COLLABORATION FOR A FUN MARKETING

Berjaya Krispy Kreme Doughnuts Sdn Bhd (“BKKD”), under BCorp’s Retail (Food) Segment, collaborated with local celebrity designer Christy Ng. The Ramadan Campaign offered colourful and attractive local-infused doughnuts such as Pandan Kek Lapis, Coklat Kacang Mazola and Cornflakes Madu, and a limited-edition Krispy Kreme’s CN designer bag.

BKKD delights the public by creatively releasing doughnut series following the current trend, such as:

- Minion doughnuts, in conjunction with the Minions: The Rise of Gru movie release
- Rabbit-inspired doughnuts during Chinese New Year
- Christmas creations doughnuts such as the Magical Wreath, Hazel Nutcracker and Apple Ballerina

BKKD aims to increase market reach by expanding into new East Coast and Northern Region markets in the next financial year. BKKD will also continue introducing new doughnut flavours, including creating a better range of premium doughnuts.

DATA PRIVACY

Data privacy is more than a legal requirement; it is an integral part of business practices. BCorp trains all employees to respectfully handle personal data following the Personal Data Protection Act 2010 (“PDPA”). All operating companies have established a company-wide governance infrastructure to drive a holistic approach to the privacy and security of data.

BCorp applied this practice across all businesses, including protecting the privacy of Clubs, Hotels & Resorts guests, customers, restaurant patrons and other stakeholders. Establishing several policies and directives ensures the continuous confidence of those who entrust the Group with their personal information.

BCorp received no reports of significant cases of data leakage, data misuse or other non-compliance during the financial year.

COMMITMENT TO SATISFACTION EVERY TIME

Customer satisfaction is crucial to the success of the businesses. BCorp continually improves its performance to meet customers’ needs more effectively by harnessing customer engagement insights. Creating a unique and inspiring experience during each engagement is the ultimate goal.

One of the main focuses in the service industry is providing quality customer service to improve guest satisfaction, particularly in the hospitality industry. BCorp’s Hospitality Segment strives to create memorable and personalised guest experiences. Managing satisfaction keeps staff alert, applying different strategies to catch the pulse of its customers. Upon checking into their rooms, front office personnel make a courtesy call to welcome guests and check if they require any assistance. Guests may leave feedback when checking out, in person or through other dedicated channels such as customer service hotline numbers, satisfaction forms, emails, the message centre or a dedicated WhatsApp number. Various platforms monitor guest satisfaction using the TrustYou App, Google, Expedia, and Trip Advisor.

Each club under the Hospitality (The Clubs and Recreation) Segment appoints a Liaison Committee. The Committee is responsible for ensuring members’ well-being and communicating members’ feedback and grievances to the management. Frequent engagement and meetings are held with the Committee to discuss suggestions and gather feedback. The clubs’ General Managers personally attend these meetings.



Berjaya Hotels & Resorts received a silver in ‘Transportation, Travel & Tourism’ category for Putra Aria Brand Awards 2023

SUSTAINABILITY STATEMENT

SUSTAINABILITY PERFORMANCE DATA				
Indicator	Unit	FY2021	FY2022	FY2023
Economic ⁽¹⁾				
Supply Chain				
Proportion of spending on local suppliers	%	70.94%	74.61%	76.06%
Corruption				
Total cost of fines, penalties or settlements in relation to corruption	RM	0	0	0
Number of staff disciplined or dismissed due to non-compliance with anti-corruption policy	Number	0	0	0
Provisions for fines and settlements specified for ESG issues in audited accounts	RM	0	0	0
Total costs of environmental fines and penalties	RM	0	0	0
Total employees who have received training on anti-corruption	Number/%	632 (7.31%)	59 (0.53%)	630 (5.38%)
Total non-executive employees who have received training on anti-corruption	Number/%	202 (5.57%)	35 (0.67%)	462 (5.29%)
Total junior management who have received training on anti-corruption	Number/%	218 (5.94%)	15 (0.33%)	44 (2.58%)
Total middle management who have received training on anti-corruption	Number/%	134 (12.85%)	9 (0.86%)	84 (9.34%)
Total senior management who have received training on anti-corruption	Number/%	78 (25.41%)	0 (0.00%)	44 (12.22%)
Operations assessed for corruption-related risks	%	60.00%	61.11%	33.33%
Total confirmed incidents of corruption	Number	0	0	0

⁽¹⁾ BCorp Group data, excluding Retail (Food) Segment (also known as Berjaya Food Berhad).

SUSTAINABILITY STATEMENT

Indicator	Unit	FY2021	FY2022	FY2023
Environment ⁽¹⁾				
Energy				
Indirect energy (electricity)	kWh	64,064,489	68,356,368	75,542,878
Direct Energy *	TJ	299	275	238
Indirect Energy *	TJ	357	392	436
Total energy *	TJ	656	667	674
* Conversion coefficients for electricity and diesel to Joules are derived from the Malaysia Energy Commission 2016 Report				
Water and Effluent				
Total municipal water consumption	m ³	2,197,347	1,958,945	2,088,574
Total surface water from rivers, lakes and natural ponds	m ³	943,330	790,208	708,009
Total groundwater from wells and boreholes	m ³	0	0	98,233
Total water consumption	m ³	3,140,677	2,749,153	2,894,816
Total volume of effluent discharge	m ³	NA	NA	10,405
Waste				
Total solid waste disposed	kg	43,728,066	32,404,669	17,685,966
Non-recyclable waste	kg	39,748,512	28,754,010	17,005,327
Total recycled waste	kg	359,299	380,826	508,298
Total scheduled waste disposed	kg	66,289	66,088	17,047
Carbon Emissions				
Total Scope 1 emissions *	tCO ₂ e	17,298	16,277	13,052
Total Scope 2 emissions **	tCO ₂ e	58,821	67,372	73,261
Scope 3 emissions: business travel ***	tCO ₂ e	NA	NA	1,306
Scope 3 emissions: employee commuting	tCO ₂ e	NA	NA	16,661

⁽¹⁾ BCorp Group data, excluding Retail (Food) Segment (also known as Berjaya Food Berhad).

* CO₂ emissions from fuel consumption were derived from the emission factor published by the IPCC Guidelines for National Greenhouse Gas Inventories. The emissions from natural gas were calculated using the UK Government GHG Conversion Factors for Company Reporting.

** Scope 2, in Malaysia was derived using the emission factor published by the Energy Commission for the Peninsular Grid 2019; in the Philippines using the combined margin emission factor published by the Department of Energy for the Luzon-Visayas Grid 2015-2017; in the UK using the UK Government GHG Conversion Factors for Company; the International Financial Institutions Technical Working Group On Greenhouse Gas Accounting [IFI] in 2021 for the Seychelles; Sri Lanka Sustainable Energy Authority in Sri Lanka Energy Balance 2018 for Sri Lanka; the total CO₂ intensity/electricity produced and distributed by Reykjavík Energy and emission factor for China by Enerdata, 2021.

*** Air travel GHG emissions were calculated point to point, including the number of employees on board and the distance travelled. Online tools derived from the WRI Greenhouse Gas Protocol to calculate the CO₂ emissions from air travel. BCorp derives CO₂ emissions from road travel using the emission factor published by the IPCC Guidelines for National Greenhouse Gas Inventories.

NA = Not Available as data collection only begins in FY2023.

SUSTAINABILITY STATEMENT

Indicator	Unit	FY2021	FY2022	FY2023
Social				
Diversity, Equity & Inclusion				
Total employees	Number	8,649	11,089	11,702
<i>Employees by contract</i>				
Full time employees	Number/%	7,656 (88.52%)	8,354 (75.34%)	8,689 (74.25%)
Contractors/temporary employees	Number/%	993 (11.48%)	2,735 (24.66%)	3,013 (25.75%)
<i>Employees by nationality</i>				
Malaysian	Number/%	7,609 (87.98%)	10,081 (90.91%)	10,512 (89.83%)
Foreigners	Number/%	1,040 (12.02%)	1,008 (9.09%)	1,190 (10.17%)
<i>Employees by gender</i>				
Female	Number/%	3,885 (44.92%)	5,143 (46.38%)	5,271 (45.04%)
Male	Number/%	4,764 (55.08%)	5,946 (53.62%)	6,431 (54.96%)
<i>Employees by age</i>				
<30	Number/%	3,794 (43.87%)	6,101 (55.02%)	6,431 (54.96%)
30-50	Number/%	3,777 (43.67%)	3,864 (34.84%)	4,025 (34.39%)
>50	Number/%	1,078 (12.46%)	1,124 (10.14%)	1,246 (10.65%)
<i>Employees by category</i>				
Non-executives	Number/%	3,628 (41.95%)	5,234 (47.20%)	8,737 (74.66%)
Junior management	Number/%	3,671 (42.44%)	4,481 (40.41%)	1,706 (14.58%)
Middle management	Number/%	1,043 (12.06%)	1,041 (9.39%)	899 (7.68%)
Senior management	Number/%	307 (3.55%)	333 (3.00%)	360 (3.08%)
<i>Gender by category</i>				
Non-executive: Female	Number/%	1,450 (39.97%)	2,224 (42.49%)	3,806 (43.56%)
Non-executive: Male	Number/%	2,178 (60.03%)	3,010 (57.51%)	4,931 (56.44%)
Junior management: Female	Number/%	1,825 (49.71%)	2,295 (51.22%)	900 (52.75%)
Junior management: Male	Number/%	1,846 (50.29%)	2,186 (48.78%)	806 (47.25%)
Middle management: Female	Number/%	512 (49.09%)	513 (49.28%)	437 (48.61%)
Middle management: Male	Number/%	531 (50.91%)	528 (50.72%)	462 (51.39%)
Senior management: Female	Number/%	98 (31.92%)	111 (33.33%)	128 (35.56%)
Senior management: Male	Number/%	209 (68.08%)	222 (66.67%)	232 (64.44%)

SUSTAINABILITY STATEMENT

Indicator	Unit	FY2021	FY2022	FY2023
Social				
<i>Age by category</i>				
Non-executive:<30	Number/%	1,474 (40.63%)	2,986 (57.05%)	5,922 (67.78%)
Non-executive: 30-50	Number/%	1,625 (44.79%)	1,714 (32.75%)	2,222 (25.43%)
Non-executive: >50	Number/%	529 (14.58%)	534 (10.20%)	593 (6.79%)
Junior management:<30	Number/%	2,171 (59.14%)	2,981 (66.53%)	450 (26.38%)
Junior management:30-50	Number/%	1,282 (34.92%)	1,270 (28.34%)	1,021 (59.85%)
Junior management:>50	Number/%	218 (5.94%)	230 (5.13%)	235 (13.77%)
Middle management:<30	Number/%	142 (13.61%)	132 (12.68%)	56 (6.23%)
Middle management:30-50	Number/%	738 (70.76%)	743 (71.37%)	626 (69.63%)
Middle management:>50	Number/%	163 (15.63%)	166 (15.95%)	217 (24.14%)
Senior management:<30	Number/%	7 (2.28%)	2 (0.60%)	3 (0.83%)
Senior management:30-50	Number/%	132 (43.00%)	137 (41.14%)	156 (43.33%)
Senior management:>50	Number/%	168 (54.72%)	194 (58.26%)	201 (55.84%)
<i>Employees by union membership</i>				
Union members	Number/%	435 (5.03%)	396 (3.57%)	365 (3.12%)
Non-union members	Number/%	8,214 (94.97%)	10,693 (96.43%)	11,337 (96.88%)
<i>Disabilities</i>				
Disabled employees	Number/%	19 (0.22%)	20 (0.18%)	20 (0.17%)
Employee Turnover				
Total turnover	Number/%	1,335 (15.44%)	1,509 (13.61%)	3,386 (28.94%)
<i>Turnover by gender</i>				
Female	Number/%	607 (15.62%)	709 (13.79%)	1,567 (29.73%)
Male	Number/%	728 (15.28%)	800 (13.45%)	1,819 (28.28%)
<i>Turnover by age group</i>				
<30	Number/%	975 (25.70%)	1,031 (16.90%)	2,439 (37.93%)
30-50	Number/%	299 (7.92%)	428 (11.08%)	803 (19.95%)
>50	Number/%	61 (5.66%)	50 (4.45%)	144 (11.56%)

SUSTAINABILITY STATEMENT

Indicator	Unit	FY2021	FY2022	FY2023
Social				
Employee Turnover				
<i>Turnover by employment category</i>				
Non-executive employees	Number/%	419 (11.55%)	477 (9.11%)	2,792 (31.96%)
Junior management	Number/%	846 (23.05%)	890 (19.86%)	371 (21.75%)
Middle management	Number/%	57 (5.47%)	123 (11.82%)	181 (20.13%)
Senior management	Number/%	13 (4.23%)	19 (5.71%)	42 (11.67%)
Director Diversity				
<i>Directors by gender</i>				
Female	Number/%	8 (57.14%)	8 (57.14%)	8 (100.00%)
Male	Number/%	6 (42.86%)	6 (42.86%)	0 (0.00%)
<i>Directors by age Group</i>				
<30	Number/%	0 (0.00%)	0 (0.00%)	0 (0.00%)
30-50	Number/%	5 (35.71%)	4 (28.57%)	5 (62.50%)
>50	Number/%	9 (64.29%)	10 (71.43%)	3 (37.50%)
Training & Development ⁽¹⁾				
Total time spent on employee development training to enhance knowledge or individual skills	Hours	NA	NA	6,654
Total employees attending training	Number	NA	NA	351
Total time spent on employee development training for non-executive employees	Hours	NA	NA	546
Total time spent on employee development training for junior management	Hours	NA	NA	3,667
Total time spent on employee development training for middle management	Hours	NA	NA	1,478
Total time spent on employee development training for senior management	Hours	NA	NA	963
Average training per employee	Hours	NA	NA	6

⁽¹⁾ BCorp Group data, excluding Retail (Food) Segment (also known as Berjaya Food Berhad).

SUSTAINABILITY STATEMENT

Indicator	Unit	FY2021	FY2022	FY2023
Social ⁽¹⁾				
Community				
Total amount of corporate or group donations/ community investments made to registered not-for-profit organisations	RM	33,872,190	27,987,312	39,336,699
Total number of beneficiaries of the investment in communities	Number	7,097	7,410	20,012
Health and Safety				
Fatalities (employees)	Number	0	0	0
Fatalities (third-party contractors)	Number	0	0	0
Employees trained on health and safety standards	Number	1,133	1,739	1,943
Employees receiving general training, which includes safety	Number	1,132	1,673	3,165
Human Rights				
Substantiated complaints concerning human rights violations	Number	0	0	0
Data Privacy and Security				
Total substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	0	0

⁽¹⁾ BCorp Group data, excluding Retail (Food) Segment (also known as Berjaya Food Berhad).

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

The Board is committed in ensuring that the Company and its subsidiaries carries out its business operations within the required standards of CG as set out in the Malaysian Code on Corporate Governance (“MCCG”).

The Board is pleased to provide an overview of the Company’s CG practices during the financial year ended 30 June 2023 (“FYE 2023”) and where applicable, up to the date of this CG Statement with reference to the three (3) key CG principles as set out in the MCCG as follows:-

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

This CG Overview Statement is prepared in compliance with Paragraph 15.25 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and should be read in conjunction with the Company’s Corporate Governance Report (“CG Report”) for FYE 2023 which is available on its website at www.berjaya.com and on Bursa Securities’ website at www.bursamalaysia.com.

The CG Report sets out the various practices under the MCCG which provides details on how the Company has applied each Practice, any departures thereof and the alternative measures being in place with the Company during the FYE 2023. The Board is satisfied that the Company has substantially complied with the MCCG throughout FYE 2023 save for the exceptions which are fully described in the CG Report.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

Board Responsibilities

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

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

The Board is currently led by the Chairman, YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail and is supported by the Joint Chief Executive Officers, namely, Vivienne Cheng Chi Fan and Nerine Tan Sheik Ping as well as other Board members with experience in a wide range of expertise and they collectively play an important role in the stewardship of the direction and operations of the Group.

Separation of Positions of the Chairman and Chief Executive Officers (“CEOs”)

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

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

Chairman and Joint Chief Executive Officers (“CEOs”)

The Chairman is responsible for providing leadership to the Board and ensuring the smooth and effective functioning of the Board. The Chairman will preside at all Board Meetings and general meetings of the Company and always ensure that procedural rules are followed in the conduct of meetings and that decisions made are formally recorded and adopted.

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

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

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

The presence of three (3) Independent Non-Executive Directors is sufficient to provide the required checks and balances on the decision making process of the Board. The Independent Non-Executive Directors are essential in providing unbiased and impartial opinion, advice and judgment to ensure the interests of the Group, shareholders, employees, customers and other stakeholders in which the Group conducts its businesses are well represented and taken into account. The significant contributions of the Independent Directors in the decision making process is evidenced in their participation as members of the various committees of the Board.

Board Committees

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

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

The Chairman of the Board is not a member of the Audit Committee, Nomination Committee or Remuneration Committee which is aligned with the recommendation of the MCCG.

These Committees play a significant part in reviewing matters within each Committee's terms of reference ("TOR") and facilitate the Board in discharging its duties and responsibilities. Each of these Committees has specific TOR, scope and specific authorities to review matters and report to the Board with their recommendations. The Board reviews the TOR of the Board Committees periodically to ensure their relevance and adequate in governing the responsibilities of the Committees and to reflect the latest developments in the Main Market Listing Requirements of Bursa Securities and the MCCG. The Board may also form such other committees from time to time as dictated by business imperatives and/or to promote operational efficiency. Notwithstanding the above, the ultimate responsibility for decision making still lies with the Board.

The TORs of each Board Committees are available on the Company's website at www.berjaya.com.

Company Secretaries

The Board is supported by qualified and experienced Company Secretaries, who are members of the professional body namely, The Malaysian Institute of Chartered Secretaries and Administrators and they are also qualified Company Secretaries as per Section 235(2)(a) of the Companies Act 2016 ("CA 2016") registered with the Companies Commission of Malaysia. The Company Secretaries play an important role in facilitating the overall compliance with the CA 2016, Main Market Listing Requirements of Bursa Securities and other relevant laws and regulations. The Company Secretaries also advised the Board on adoption of corporate governance best practices as recommended under the MCCG. The Company Secretaries also assist the Board and Board Committees to function effectively and in accordance with their TOR and best practices and ensuring adherence to the existing Board policies and procedures. The roles and responsibilities of the Company Secretaries have been formalised in the Board Charter of the Company which provides reference for Company Secretaries in the discharge of their roles and responsibilities.

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

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Board Meetings and Meeting Materials

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

In the intervals between Board and/or Board Committee meetings, any matters requiring urgent Board and/or Board Committee recommendations, decisions or approvals will be sought via circular resolutions to the Board and/or Board Committee members and these are supported with all the relevant information and/or explanations required for an informed decision to be made. These circular resolutions will then be tabled at the next Board meeting for notation.

For predetermined Board and/or Board Committee meetings, the Directors will be provided with the relevant agenda and Board papers five (5) business days' notice except for meetings called on an ad-hoc basis for special matters or urgent proposal, reasonable notice for such meetings shall be sufficient. This enables the Board to have an overview of matters to be discussed or reviewed at the meetings and to seek further clarifications, if any. The Board papers provide, among others, the minutes of preceding meetings of the Board and Committees, summary of dealings in shares by the Directors or affected persons and directors' circular resolutions, reports on the Group's financial statements, operations, any relevant corporate developments and proposals.

Further, there is also a schedule of matters reserved for Board's deliberations and decisions, which include among others, the review, evaluation, adoption and approval of the Company and the Group's policies and strategic plans. This is to ensure that the strategic plans of the Company and the Group support long-term value creation, including strategies on economic, environmental and social considerations underpinning sustainability. It also includes the review, evaluation and approval any material acquisition and/or disposal of undertakings or assets and any new major ventures in the Group.

Access to Information and Advice

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

Board Charter, Ethical Standards through Code of Ethics, Directors' Fit and Proper Policy, Code of Conduct and Whistleblowing Policy and Procedures and T.R.U.S.T. Concept

The Board has the following in place:-

(a) Board Charter

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

The Board Charter is subject to review by the Board periodically to ensure that it remains consistent with the Board's roles and responsibilities as well as the prevailing legislation and practices. The Board Charter was reviewed and approved by the Board on 29 August 2023 to reflect the recent changes in the regulatory requirements and a copy of which is available on the Company's website at www.berjaya.com.

(b) Code of Ethics for Directors

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

(c) Directors' Fit and Proper Policy

The Board has established and adopted a Fit and Proper Policy ("Policy") which sets out the fit and proper criteria for the appointment and re-election of directors onto the Board of the Company and its subsidiaries.

The Policy serves as a guide to the Nomination Committee and Board in their review and assessment of candidates that are proposed to be appointed onto the Board as well as Directors who are seeking re-election.

The Directors' Fit and Proper Policy is subject to review by the Board periodically to ensure that it remains effective and relevant and a copy of the Directors' Fit and Proper Policy is available on the Company's website at www.berjaya.com.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

(d) Code of Conduct and Business Ethics

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

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

(e) Whistleblowing Policy and Procedures

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

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

The Whistleblowing Policy and Procedures also provides contact details of the Chairman of Audit Committee, Chief Executive Officer and/or Joint Chief Executive Officers of the Company to whom the whistleblowing report can be addressed.

The Whistleblowing Policy and Procedures was recently reviewed, updated and approved by the Board on 30 May 2023 so as to enhance the reporting procedure to safeguard against the acts of bribery and corruption pursuant to Section 17A of Malaysian Anti-Corruption Commission Act 2009.

The revised and updated Whistleblowing Policy and Procedures, underlining its protection and reporting channels, is available on the Company's website at www.berjaya.com.

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

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

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

- Principle I : **T**op Level Commitment (Berjaya's Ethos and Commitment);
- Principle II : **R**isk Assessment;
- Principle III : **U**ndertake Control Measures;
- Principle IV : **S**ystematic Review, Monitoring and Enforcement; and
- Principle V : **T**raining and Communication.

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

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

The T.R.U.S.T. Concept was recently reviewed, updated and approved by the Board on 30 May 2023 and can be accessed on the Company's website at www.berjaya.com.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Sustainability Strategies

The Board views the commitment to promote sustainability strategies in the Economic, Environmental, Social and Governance aspects as part of its broader responsibility to all its various stakeholders and the communities in which it operates.

The Group strives to achieve a long-term sustainability balance between meeting its business goals, preserving the environment to sustain the ecosystem and improving the welfare of its employees and the communities in which it operates such initiatives are set out in the Sustainability Statement section in this Annual Report.

Board Composition

The current Board composition of the Company represents a mix of knowledge, skills and expertise which assist the Board in effectively discharging its stewardship and responsibilities.

There were changes to the board composition of the Company during the FYE 2023 as follows:-

- (a) Resignation of Datuk Seri Zurainah Binti Musa as an Executive Director of the Company with effect from 3 February 2023;
- (b) Resignation of the following Directors of the Company with effect from 1 March 2023:-
 - (i) Tan Sri Dato' Seri Vincent Tan Chee Yioun (Non-Independent Non-Executive Chairman);
 - (ii) Dato' Sri Robin Tan Yeong Ching (Non-Independent Non-Executive Deputy Chairman);
 - (iii) Syed Ali Shahul Hameed (Joint Chief Executive Officer/Executive Director);
 - (iv) Datuk Robert Yong Kuen Loke (Independent Non-Executive Director); and
 - (v) Tan Peng Lam (Independent Non-Executive Director);
- (c) Redesignation of the following Directors with effect from 1 March 2023:-
 - (i) YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail was redesignated as the Non-Independent Non-Executive Chairman of the Company;
 - (ii) Nerine Tan Sheik Ping was redesignated as the Joint Chief Executive Officer/Executive Director of the Company; and
 - (iii) Chryseis Tan Sheik Ling and Norlela Binti Baharudin were redesignated as the Executive Directors of the Company;
- (d) Appointment of Nor Afida Binti Abdul Ali as an Independent Non-Executive Director of the Company with effect from 13 March 2023; and
- (e) Resignation of Dr Jayanthi Naidu G. Danasamy as an Independent Non-Executive Director of the Company with effect from 1 June 2023.

As at 30 June 2023, the Board consists of eight (8) Directors which make up of one (1) Non-Independent Non-Executive Chairman, two (2) Joint CEOs, two (2) Executive Directors and three (3) Independent Non-Executive Directors. The profiles of each Directors of the Company are set out in the Profile of Directors section in this Annual Report.

The present composition of the Board is in compliance with the one third (1/3) requirement of Independent Directors pursuant to Paragraph 15.02 of the Main Market Listing Requirements of Bursa Securities. However, the Company is NOT in compliance with Practice 5.2 of the MCCG as the Board does not comprise at least half of the Independent Non-Executive Directors.

The presence of the Independent Directors, though not forming half (50%) of the Board members, is sufficient to provide the necessary checks and balances on the decision making process of the Board. The significant contributions of the Independent Directors in the decision making process is evidenced by their participation as members of the various committees of the Board. They are able to carry out their duties and responsibilities and to provide an unfettered and unbiased independent judgement.

Boardroom Diversity

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

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

The Board is of the view that whilst promoting boardroom diversity is essential, the normal selection criteria of a Director, based on an effective blend of competencies, skills, extensive experience and knowledge to strengthen the Board, should remain a priority.

Thus, the Company does not set any specific target for boardroom diversity but will actively take the necessary measures towards promoting a corporate culture that embraces gender diversity in the Boardroom.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

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

The present composition of the Board comprises of all female Directors representing 100% ratio of the full Board. They are part of the Board's gender diversity that serves to bring value to the Board discussions from different perspectives and approaches of the female Directors.

The Board has in place a Board Diversity Policy, and a copy of which is available on the Company's website at www.berjaya.com.

Time Commitment

The Board is satisfied with the level of time commitment given by the Directors towards fulfilling their roles and responsibilities as Directors of the Company. During the FYE 2023, the Board met five (5) times and the attendances of the Directors at the Board meetings were as follows:-

Directors	Attendance
YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail ^(c) (Non-Independent Non-Executive Chairman)	4/5
Vivienne Cheng Chi Fan (Joint Chief Executive Officer)	5/5
Nerine Tan Sheik Ping ^(c) (Joint Chief Executive Officer)	5/5
Chryseis Tan Sheik Ling ^(c)	5/5
Norlela Binti Baharudin ^(c)	5/5
Penelope Gan Paik Ling [#]	5/5
Dato' Sri Leong Kwei Chun [#]	5/5
Nor Afida Binti Abdul Ali ^{(d)#}	1/1**
Tan Sri Dato' Seri Vincent Tan Chee Yioun ^(b)	3/4**
Dato' Sri Robin Tan Yeong Ching ^(b)	4/4**
Syed Ali Shahul Hameed ^(b)	4/4**
Datuk Seri Zurainah Binti Musa ^(a)	3/3**
Datuk Robert Yong Kuen Loke ^{(b)#}	4/4**
Tan Peng Lam ^{(b)#}	4/4**
Dr Jayanthi Naidu G. Danasamy ^{(e)#}	5/5**

^(a) During the financial year, Datuk Seri Zurainah Binti Musa has resigned as an Executive Director on 3 February 2023.

^(b) During the financial year, the following Directors have resigned on 1 March 2023:-

- Tan Sri Dato' Seri Vincent Tan Chee Yioun (Non-Independent Non-Executive Chairman);
- Dato' Sri Robin Tan Yeong Ching (Non-Independent Non-Executive Deputy Chairman);
- Syed Ali Shahul Hameed (Joint Chief Executive Officer/Executive Director);
- Datuk Robert Yong Kuen Loke (Independent Non-Executive Director); and
- Tan Peng Lam (Independent Non-Executive Director);

^(c) During the financial year, the following Directors were redesignated on 1 March 2023:-

- YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail was redesignated as the Non-Independent Non-Executive Chairman of the Company;
- Nerine Tan Sheik Ping was redesignated as the Joint Chief Executive Officer/Executive Director of the Company; and
- Chryseis Tan Sheik Ling and Norlela Binti Baharudin were redesignated as the Executive Directors of the Company;

^(d) During the financial year, Nor Afida Binti Abdul Ali was appointed as an Independent Non-Executive Director of the Company on 13 March 2023.

^(e) During the financial year, Dr Jayanthi Naidu G. Danasamy has resigned as an Independent Non-Executive Director of the Company on 1 June 2023.

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

Denotes Independent Non-Executive Director.

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

Directors' Training

All the Directors of the Company including the newly appointed Directors, have completed the Mandatory Accreditation Programme Part I as required by Bursa Securities.

The Board and/or the Directors individually will on a continuous basis evaluate and determine their respective training needs to assist them in the discharge of their duties as Directors.

The Board believes that continuous training for Directors is vital for the Board members to enhance their skills and knowledge and to enable them to discharge their duties effectively. As such, the Directors will attend the necessary training programmes, conferences, seminars and/or forums so as to keep themselves abreast with the latest economic and corporate developments as well as new regulations and statutory requirements.

The Board is also regularly updated by the Company Secretaries on the latest update/amendments to the relevant regulatory requirements, corporate governance and sustainability relating to the discharge of the Directors' duties and responsibilities.

During the FYE 2023, the training programmes, seminars, conferences, forum and webinars attended by the Directors were as follows:-

Directors	Title of Training Programmes/Seminars/Conferences/Forum/Webinars
YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail	- Power Talk: Advancing Cyber Resilience – Board's Top 3 Must-Knows
Vivienne Cheng Chi Fan	- Sustainability Strategy - Emerging Trends Talk #3: ESG Oversight: Role of the Board - 2023 Economic Outlook – OCBC Global Treasury & Transaction Banking - Invest Malaysia 2023 – Reshaping Malaysia's Narrative - SRI 2023 Conference – Reviving up The Race for Sustainability
Nerine Tan Sheik Ping	- Power Talk: Advancing Cyber Resilience – Board's Top 3 Must-Knows
Chryseis Tan Sheik Ling	- Power Talk : Advancing Cyber Resilience – Board's Top 3 Must-Knows
Penelope Gan Paik Ling	- Sustainability Transaction – Innovation as Change Drivers - Modernising Data Governance – What Should Boards Focus on Now? - Power Talk: Advancing Cyber Resilience – Board's Top 3 Must-Knows
Norlela Binti Baharudin	- A Dialogue with Bursa Malaysia – FTSE4Good ESG Rating for all PLCs - Sustainability Transaction – Innovation as Change Drivers - Modernising Data Governance – What Should Boards Focus on Now? - Power Talk: Advancing Cyber Resilience – Board's Top 3 Must-Knows
Dato' Sri Leong Kwei Chun	- Modernising Data Governance – What Should Boards Focus on Now?
Nor Afida Binti Abdul Ali	- Mandatory Accreditation Programme ("MAP")

Appointment to the Board

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

Dato' Sri Leong Kwei Chun	- Chairman/Independent Non-Executive Director
Penelope Gan Paik Ling	- Member/Independent Non-Executive Director
Nor Afida Binti Abdul Ali	- Member/Independent Non-Executive Director

During the FYE 2023, Dato' Sri Leong Kwei Chun was appointed as the Chairman of Nomination Committee following the resignation of Datuk Robert Yong Kuen Loke as an Independent Non-Executive Director on 1 March 2023. Nor Afida Binti Abdul Ali was appointed as a member of Nomination Committee on 1 June 2023.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

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

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

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

During the FYE 2023, Nor Afida Binti Abdul Ali was identified as a potential candidate for the appointment as a Director of the Company. The Nomination Committee had reviewed her profile and assessed her fit and proper criteria in accordance to the Fit and Proper Policy of the Company and her independence prior to her appointment to the Board and various Board Committees of the Company.

The Nomination Committee was satisfied with her fitness and propriety and had accordingly recommended to the Board for appointment as Independent Non-Executive Director of the Company as well as appointment as the Chairman or member for various Board Committees. Upon the recommendation of Nomination Committee, the Board has subsequently approved her appointment.

Following the appointment of Nor Afida Binti Abdul Ali as a Director of the Company, she has been briefed on the relevant disclosure and compliance requirements by Bursa Securities, the Securities Commission and CA 2016.

Annual Assessment

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

During the FYE 2023, the Nomination Committee carried out the following activities:-

- (i) recommended to the Board, the changes to the Board composition and reconstitution of various Board Committees;
- (ii) reviewed and assessed the mix of skills, expertise, composition, size and experience of the Board;
- (iii) reviewed and assessed the performance of each individual Director, independence of the Independent Directors, effectiveness of the Board and Board Committees;
- (iv) reviewed the performance of the Audit Committee and its members;
- (v) reviewed the financial literacy assessment for each of the Audit Committee members;
- (vi) recommended to the Board, the re-election of Directors who are due for retirement by rotation for shareholders approval at the Annual General Meeting ("AGM") and being eligible, for re-election;
- (vii) recommended to the Board, the retention of Independent Directors for shareholders' approval at the AGM;
- (viii) reviewed and recommended to the Board for proposed adoption of Directors' Fit and Proper Policy; and
- (ix) reviewed and recommended to the Board for approval the revised TOR of Nomination Committee.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Re-election of Directors

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

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

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

At the forthcoming AGM of the Company, the following Directors ("Retiring Directors") are due for retirement by rotation and casual vacancy. They are eligible to seek for re-election at the forthcoming AGM pursuant to Clause 117 and Clause 107 of the Company's Constitution:-

Directors	Retiring Pursuant to:-
i) Norlela Binti Baharudin	Clause 117
ii) Penelope Gan Paik Ling	Clause 117
iii) Nor Afida Binti Abdul Ali	Clause 107

The Board through the Nomination Committee had undertaken an annual assessment and evaluation of each of the Retiring Directors and had also assessed their fitness and propriety in accordance with the Fit and Proper Policy of the Company.

All the Retiring Directors have completed their respective declaration on their fitness and propriety in accordance with the Fit and Proper Policy of the Company as well as the confirmation of their independence (as the case may be).

Based on the result of the assessment conducted, the Nomination Committee was satisfied with the favourable evaluation of the overall performance and contributions of the Retiring Directors and had accordingly recommended to the Board for re-election of the Retiring Directors. The Board has deliberated and endorsed the Nomination Committee's recommendation and support the re-election of Retiring Directors and recommended the re-election of Retiring Directors for approval by the shareholders at the forthcoming AGM of the Company. The Retiring Directors had abstained from deliberations and decisions on their re-election at the Nomination Committee and Board Meetings.

The information of the Retiring Directors including their profiles, details of conflict of interest (if any), position or relationship with Director and/or major shareholder are set out on in the Profile of Directors in the Company's 2023 Annual Report.

Tenure of Independent Directors

Pursuant to Practice 5.3 of the MCCG, it was recommended that the tenure of an Independent Director should not exceed a cumulative term of nine (9) years. Upon completion of the nine (9) years, an Independent Director may continue to serve on the Board subject to the Directors' re-designation as a Non-Independent Director. The MCCG also sets out a recommendation that the Board must justify and seek shareholders' approval through a two-tier voting in the event it retains an Independent Director who has served in that capacity for beyond nine (9) years.

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

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

As at 30 June 2023, none of the Independent Non-Executive Director of the Company has served the Board for a cumulative term of more than nine (9) years.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Annual Assessment of Independence

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

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

The current Independent Directors of the Company namely, Dato' Sri Leong Kwei Chun, Penelope Gan Paik Ling and Nor Afida Binti Abdul Ali have fulfilled the criteria of "independence" as prescribed under Chapter 1 of the Main Market Listing Requirements of Bursa Securities.

Remuneration Policies and Procedures

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

Dato' Sri Leong Kwei Chun - Chairman/Independent Non-Executive Director
 Nerine Tan Sheik Ping - Member/Joint Chief Executive Officer/Executive Director
 Penelope Gan Paik Ling - Member/Independent Non-Executive Director
 Nor Afida Binti Abdul Ali - Member/Independent Non-Executive Director

During the FYE 2023, Dato' Sri Leong Kwei Chun was appointed as the Chairman of Remuneration Committee following the resignation of Datuk Robert Yong Kuen Loke as an Independent Non-Executive Director on 1 March 2023. Nerine Tan Sheik Ping was appointed as a member of Remuneration Committee on 1 March 2023.

Subsequent to the FYE 2023, Nor Afida Binti Abdul Ali was appointed as a member of the Remuneration Committee on 29 August 2023.

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

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

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

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

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

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

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

The Board will periodically review the Remuneration Policy and a copy of which is available on the Company's website at www.berjaya.com.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Details of the Directors' remuneration paid or payable to all Directors of the Company (both by the Company and the Group) and categorised into appropriate components for the FYE 2023 were as follows:-

a) Individual Directors on a named basis

Company

	←————— RM'000 —————→						
	Fees	Allowance	Salary	Bonus	Benefits in-kind	Other Emoluments	Total
<u>Executive</u>							
Vivienne Cheng Chi Fan	-	-	372.7	46.6	30.5	80.4	530.2
Nerine Tan Sheik Ping ^c	-	-	-	-	-	-	-
Chryseis Tan Sheik Ling ^c	-	-	-	-	-	-	-
Norlela Binti Baharudin ^c	60.0	-	120.0	-	-	49.7	229.7
Tan Sri Dato' Seri Vincent Tan Chee Yioun ^b	-	-	-	-	-	-	-
Dato' Sri Robin Tan Yeong Ching ^b	-	-	-	-	-	-	-
Syed Ali Shahul Hameed ^b	-	-	-	-	-	-	-
Datuk Seri Zurainah Binti Musa ^a	-	-	270.0	15.0	21.8	276.4	583.2
<u>Non-Executive</u>							
YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail ^c	-	60.0	-	-	-	8.9	68.9
Dato' Sri Leong Kwei Chun	90.0	-	-	-	-	20.0	110.0
Penelope Gan Paik Ling	90.0	-	-	-	-	29.3	119.3
Nor Afida Binti Abdul Ali ^d	27.1	-	-	-	-	3.3	30.4
Datuk Robert Yong Kuen Loke ^b	60.0	-	-	-	-	28.2	88.2
Dr Jayanthi Naidu G. Danasamy ^e	82.5	-	-	-	-	28.3	110.8
Tan Peng Lam ^b	60.0	-	-	-	-	18.0	78.0
	469.6	60.0	762.7	61.6	52.3	542.5	1,948.7

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Group

	RM'000						
	Fees	Allowance	Salary	Bonus	Benefits in-kind	Other Emoluments	Total
Executive							
Vivienne Cheng Chi Fan	-	-	1,891.8	333.6	54.5	424.2	2,704.1
Nerine Tan Sheik Ping ^c	-	-	1,626.0	520.0	30.0	258.6	2,434.6
Chryseis Tan Sheik Ling ^c	-	-	540.0	45.0	46.7	72.4	704.1
Norlela Binti Baharudin ^c	60.0	-	120.0	-	-	49.7	229.7
Tan Sri Dato' Seri Vincent Tan Chee Yioun ^b	-	-	12,000.0	-	202.5	1,800.5	14,003.0
Dato' Sri Robin Tan Yeong Ching ^b	30.8	1,492.2	1,931.0	241.4	58.0	350.6	4,104.0
Syed Ali Shahul Hameed ^b	-	860.0	800.0	430.0	20.4	253.7	2,364.1
Datuk Seri Zurainah Binti Musa ^a	-	297.0	828.0	190.5	21.8	849.7	2,187.0
Non-Executive							
YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail ^c	381.0	100.0	-	-	-	22.5	503.5
Dato' Sri Leong Kwei Chun	90.0	-	-	-	-	20.0	110.0
Penelope Gan Paik Ling	90.0	-	-	-	-	29.3	119.3
Nor Afida Binti Abdul Ali ^d	27.1	-	-	-	-	3.3	30.4
Datuk Robert Yong Kuen Loke ^b	169.3	104.0	-	-	10.6	69.2	353.1
Dr Jayanthi Naidu G. Danasamy ^e	82.5	-	-	-	-	28.3	110.8
Tan Peng Lam ^b	60.0	-	-	-	-	18.0	78.0
	990.7	2,853.2	19,736.8	1,760.5	444.5	4,250.0	30,035.7

Notes:-

^a Datuk Seri Zurainah Binti Musa has resigned as an Executive Director on 3 February 2023.

^b The following Directors have resigned on 1 March 2023:-

- Tan Sri Dato' Seri Vincent Tan Chee Yioun (Non-Independent Non-Executive Chairman);
- Dato' Sri Robin Tan Yeong Ching (Non-Independent Non-Executive Deputy Chairman);
- Syed Ali Shahul Hameed (Joint Chief Executive Officer/Executive Director);
- Datuk Robert Yong Kuen Loke (Independent Non-Executive Director); and
- Tan Peng Lam (Independent Non-Executive Director);

^c The following Directors were redesignated on 1 March 2023:-

- YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail was redesignated as the Non-Independent Non-Executive Chairman of the Company;
- Nerine Tan Sheik Ping was redesignated as the Joint Chief Executive Officer/Executive Director of the Company; and
- Chryseis Tan Sheik Ling and Norlela Binti Baharudin were redesignated as the Executive Directors of the Company;

^d Nor Afida Binti Abdul Ali was appointed as an Independent Non-Executive Director of the Company on 13 March 2023.

^e Dr Jayanthi Naidu G. Danasamy has resigned as an Independent Non-Executive Director of the Company on 1 June 2023.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

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

	Number of Senior Management
RM1,000,001 - RM1,050,000	1
RM1,100,001 - RM1,150,000	1
RM1,250,001 - RM1,300,000	1
RM2,650,001 - RM2,700,000	1
RM7,850,001 - RM7,900,000	1
	5

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

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

Audit Committee

The Audit Committee ("AC") is established by the Board and currently comprises three (3) members, all of whom are Independent Non-Executive Directors. The members of AC are as follows:-

Nor Afida Binti Abdul Ali - Chairman/Independent Non-Executive Director
 Penelope Gan Paik Ling - Member/Independent Non-Executive Director
 Dato' Sri Leong Kwei Chun - Member/Independent Non-Executive Director

During the FYE 2023, Datuk Robert Yong Kuen Loke has ceased as the Chairman of AC following his resignation as an Independent Non-Executive Director on 1 March 2023. Nor Afida Binti Abdul Ali was appointed as the Chairman of AC on 13 March 2023 and Dato' Sri Leong Kwei Chun was appointed as a member of AC on 1 June 2023.

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

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

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

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

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

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

Besides overseeing the Group's accounting and financial reporting process, AC is also responsible to assist the Board to review the nature, scope and results of the external audit, its cost effectiveness and the independence and objectivity of the external auditors, to oversee and monitor the Group internal audit functions, review any related party transactions, oversee recurrent related party transactions, risk management activities and other activities such as governance matters. A summary of the activities undertaken by the Audit Committee during the financial year are set out in the AC Report in this Annual Report.

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

Based on the evaluation, the Nomination Committee concluded that the AC has been effective in its performance and has carried out its duties in accordance with its TOR during the FYE 2023.

Assessment of External Auditors

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

The AC has adopted an External Auditors Policy ("EA Policy") which outlines the policies and procedures for the AC to govern the assessment and to monitor the External Auditors. The EA Policy covers, among others, the appointment of External Auditors, assessment of External Auditors, independence of External Auditors, non-audit services including the need to obtain approvals from the Chief Financial Officer (if any)/ Executive Director/ Head of Group Accounts or the AC for non-audit work up to a certain threshold and the annual reporting and rotation of the External Audit Engagement Partner. In addition, the EA Policy also included a requirement for a former audit partner to observe a cooling-off period of at least three (3) years before they can be considered for appointment as a member of the AC and/or the Board.

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

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

The AC also ensures that the External Auditors are independent of the activities they audit and will review the contracts for provision of non-audit services by the External Auditors. The recurring non-audit services were in respect of tax compliance and the annual review of the Statement on Risk Management and Internal Control. The non-recurring non-audit service is tax advisory fees in preparation for the transfer pricing documents.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

During the FYE 2023, the amount of statutory audit and non-audit fees paid/payable to the External Auditors by the Company and the Group respectively for the FYE 2023 were as follows:-

	Company		Group	
	FYE 2023 RM'000	FYE 2022 RM'000	FYE 2023 RM'000	FYE 2022 RM'000
Statutory audit fees paid/payable to:-				
- Ernst & Young PLT ("EY") Malaysia	686	743	4,919	4,770
- Affiliates of EY Malaysia	32	23	769	1,147
Total (a)	718	766	5,688	5,917
Non-audit fees paid/payable to:-				
- EY Malaysia	8	7	641	979
- Affiliates of EY Malaysia	549	266	592	369
Total (b)	557	273	1,233	1,348
% of non-audit fees (b/a)	78%	36%	22%	23%

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

Upon completion of the assessment, the AC will make recommendation for re-appointment of the External Auditors to the Board for its deliberation and approval. The Board concurred with the AC's recommendation and agreed to table the proposed re-appointment of the External Auditors to the shareholders for approval at the Company's forthcoming AGM.

Risk Management and Internal Control Framework

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

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

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

The RMC currently comprises a majority of Independent Directors as follows:-

Penelope Gan Paik Ling	- Chairman/Independent Non-Executive Director
Vivienne Cheng Chi Fan	- Member/Joint Chief Executive Officer/Executive Director
Dato' Sri Leong Kwei Chun	- Member/Independent Non-Executive Director
Nor Afida Binti Abdul Ali	- Member/Independent Non-Executive Director

During the FYE 2023, Penelope Gan Paik Ling was appointed as the Chairman of RMC following the resignation of Datuk Robert Yong Kuen Loke as an Independent Non-Executive Director on 1 March 2023. Nor Afida Binti Abdul Ali was appointed as a member of RMC on 1 June 2023.

The details of the risk management and internal control of the Group which provides an overview of the state of internal controls within the Group is set out in the Statement on Risk Management and Internal Control of this Annual Report.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

Communication with Stakeholders

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

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

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

Conduct of General Meetings

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

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

The Company despatches a Notification to Shareholders in respect of Twenty-Second AGM of the Company to the shareholders of the Company to notify them that the following documents can be viewed and downloaded from the website of the Company and Bursa Securities at www.berjaya.com and www.bursamalaysia.com respectively:-

- (a) Annual Report;
- (b) Notice of AGM, Form of Proxy and Administrative Guide; and
- (c) Circular/Statement to Shareholders.

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

The shareholders present at the general meetings are given sufficient time and opportunity to participate in the question and answer sessions with regard to the proposed resolutions, the Group's financial performance and operations.

The Directors and all members of the Board Committees, Chief Financial Officer, the Management team of the Group and the External Auditors were in attendance at the AGM and provided meaningful response to Shareholders' queries during the meeting.

The questions submitted by the shareholders/proxies prior and during AGM had been read out by the Chairman/Joint Chief Executive Officers and responded verbally by the Board and recorded at the minutes of AGM.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Poll Voting

Pursuant to Clause 82 of the Constitution of the Company and Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities, the Company is required to ensure that all resolutions set out in the notice of general meetings are voted by poll.

At the Company's previous AGM held on 15 December 2022, all the resolutions passed by the shareholders at the said AGM were voted by way of a poll. Section 327(2) of the CA 2016 provides that online meeting platform can be recognised as the meeting venue or place provided it is located in Malaysia.

The Company had leveraged on technology by conducting the Company's forthcoming AGM on a virtual basis through live streaming from the broadcast venue and online remote voting using the Remote Participation and Voting facilities ("RPV Facilities") provided by the Poll Administrator of the Company, SS E Solutions Sdn Bhd via Securities Services ePortal at <https://sshb.net.my/>. Shareholders who registered for remote participation via Securities Services e-Portal joined the live streaming of the proceedings of the AGM and posed questions to the Board via real time submission of typed texts and also casted their votes online via RPV Facilities.

The Administrative Guide for the AGM with detailed registration and voting procedures were made available and can be viewed and downloaded from the website of the Company and Bursa Securities at www.berjaya.com and www.bursamalaysia.com respectively. The Company had appointed SS E Solutions Sdn Bhd as poll administrators to conduct the polling process on all resolutions tabled at the AGM and Commercial Quest Sdn Bhd as the independent scrutineers to verify the poll results. The independent scrutineers announced the poll results of the AGM with details on the number of votes cast for and against for each resolution together with the respective percentages which were simultaneously displayed on the screen. The poll results were also announced to Bursa Securities on the same day by the Company. The minutes of the AGM are also available on the Company's website within thirty (30) business days after they were confirmed and signed by the Chairman of the AGM.

This CG Overview Statement was approved by the Board of Directors of the Company on 20 October 2023.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTRODUCTION

The Board of Directors (“the Board”) of Berjaya Corporation Berhad (“BCorp” or “the Group”) is committed to maintaining a sound system of risk management and internal controls to provide for a platform for Group’s business objectives to be achieved. The Board sets out below the nature and scope of the risk management and internal controls of the Group.

RESPONSIBILITY

The Board of BCorp recognises that the Board is responsible for the Group’s system of internal control and for reviewing its adequacy and integrity. The Board’s responsibility in relation to the system of internal control extends to all subsidiaries of the Group.

The Group’s system of internal control is designed to manage the principal business risks that may impede the Group from achieving its business objectives. Due to the limitations that are inherent in any system of internal control, the Group’s internal control system cannot completely eliminate the risk of failure to achieve its business objectives. The system can only provide reasonable assurance against material misstatement or loss.

The Board has undertaken a review of the adequacy and effectiveness of the risk management and internal control system and concluded that the risk management and internal control system is adequate and effective. Further, the Board has obtained assurance from the Joint Chief Executive Officers and Chief Financial Officer that the Group’s governance, risk management and internal control system is operating adequately and effectively, in all material aspects.

MANAGEMENT STYLE AND CONTROL CONSCIOUSNESS

The Group is involved in various business interests. These business interests are operated by the subsidiaries of the Group. Management of the day-to-day affairs of the Group’s various subsidiaries are assigned to local management, comprising Managing Directors / Chief Executive Officers / Executive Directors of the main operating companies, who are accountable for the conduct and performance of their subsidiaries within agreed business strategies. Local management sits at various management and operations meetings, and review financial and operations reports, in order to monitor the performance and profitability of the business of their respective subsidiaries. Paramount to this process is the role played by the Group’s Executive Directors and senior management personnel who, by virtue of their presence on the Boards of both listed and unlisted subsidiaries of the Group, supervise the subsidiaries’ activities, and regularly update the Boards of the respective listed and unlisted subsidiaries of the Group.

The Group also prides itself with its ‘open-door’ and ‘hands-on’ approach, practised by the Executive Directors, senior management and executives of the Group. This culture allows for any matters arising to be promptly and efficiently dealt with, drawing from the experience and knowledge of employees throughout the Group.

The above monitoring and reporting processes present the platform for the timely identification of the Group’s principal business risks, as well as systems to manage them. The Group also has in place various support functions, such as secretarial, legal, tax, treasury, human resource, communication, procuring, investing, strategy, digital, accounting and internal auditing, and these support functions are centralised at BCorp. The centralisation of the support functions is intended to maintain consistency in the setting and application of policies and procedures relating to these functions, and reduce duplication of efforts, thereby providing synergy to the Group.

The Board does not regularly review the internal control system of its associated companies and joint ventures, as the Board does not have any direct control over their operations. The Group’s interests are served through representations on the boards of the respective associated companies and joint ventures and the review of their management accounts, and enquiries thereon. These representatives also provide the Board with information and timely decision-making on the continuity of the Group’s investments based on the performance of the associated companies and joint ventures.

INTERNAL CONTROL PROCESSES

The key aspects of the internal control process are as follows:

- The business units identify the areas of control relevant to their business, design the internal control procedures and document the procedures in manuals.
- The internal auditors of the Group establish the annual audit plan and table the plan to the Audit Committee (“AC”) for approval.
- The internal auditors perform the audit and present their audit reports to the AC, highlighting any shortcomings by the business units in implementing the controls and the remedial procedures implemented by the business units.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

ASSURANCE MECHANISM

The Board has assigned the AC with the duty of reviewing and monitoring the effectiveness of the Group's system of internal control. The AC receives reports from the internal auditors.

The internal auditors of the Group furnish the AC with reports from visits conducted at various unlisted subsidiaries. The internal audit of the subsidiaries and business units of the respective listed subsidiaries are conducted regularly and the internal audit reports are presented directly to the ACs of the respective listed subsidiaries.

The Board also reviews the minutes of the meetings of the AC. The Report of the AC is set out on Pages 84 to 89 of the Annual Report.

KEY FEATURES OF THE INTERNAL CONTROL SYSTEM

The Group has an extensive system of internal control that enables the management to ensure that established policies, guidelines and procedures are followed and complied with. Some key features of BCorp's system of internal control, include:

1. Clear organisation structure with delineated reporting lines
2. Defined levels of authority
3. Capable workforce with ongoing training efforts
4. Centralised human resource function which outlines procedures for recruitment, training, appraisal and the reward system
5. Timely financial and operations reports
6. Scheduled operations and management meetings
7. Centralised procurement function that ensures approval procedures are adhered to, as well as to leverage on the Group's purchasing power
8. Payment functions controlled at Head office
9. Regular visits to the operating units of the Group's businesses by the Executive Directors and senior management personnel
10. Independent assurance on the system of internal control from regular internal audit visits

WHISTLEBLOWING POLICY

The Group has a whistleblowing policy, which provides an avenue for employees, third party service providers, independent contractors, vendors and suppliers and members of the public to raise genuine concerns, disclose alleged, suspected or actual wrongdoings or known improper conduct on a confidential basis without fear of any form of victimization, harassment, retribution or retaliation. The whistleblowing policy is published on the Company's website.

ANTI-BRIBERY AND CORRUPTION POLICY

In response to Section 17A of the Malaysian Anti-Corruption Commission Act 2009, the Group has established its Anti-Bribery and Corruption Policy, titled Adequate Procedures To Curb and Prevent Bribery and Corruption - T.R.U.S.T. Concept. The Group and affiliated companies strictly adopt a zero-tolerance policy approach against all forms of bribery and corruption in its daily operations, and take all reasonable and appropriate measures to ensure that all its directors and employees are committed to act professionally and with integrity in all their business dealings and not participate in any corrupt activities for its advantage or benefit.

The Adequate Procedures To Curb and Prevent Bribery and Corruption - T.R.U.S.T. Concept is published on the Company's website.

RISK MANAGEMENT

In line with the Malaysian Code of Corporate Governance, and as part of the Company's plans to further enhance the Group's system of internal control, it has established a Risk Management Committee ("RMC"). The Board entrusts the RMC with the overall responsibility to regularly review and monitor the risk management activities of the Group, in accordance with the Internal Control Guidance, and to approve appropriate risk management procedures and measurement methodologies. The members of the RMC are Penelope Gan Paik Ling (Chairman), Vivienne Cheng Chi Fan (Joint Chief Executive Officer), Dato' Sri Leong Kwei Chun and Nor Afida Binti Abdul Ali.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

The RMC terms of reference include, inter alia:

- To ensure that the strategic context of the risk management strategy is complete
- To determine the overall risk management processes
- To ensure that the short and long term risk management strategy, framework and methodology are implemented and consistently applied by all business units
- To ensure that risk management processes are integrated into all core business processes
- To establish risk reporting mechanism
- To ensure alignment and coordination of assurance activity across the organisation
- To act as steering committee for the group wide risk management programme

For the financial year ended 30 June 2023, the RMC held four meetings where it reviewed and evaluated the adequacy of risk management activities of various unlisted operating subsidiary companies (i.e. Berjaya Pizza (Philippines) Inc., Roasters Asia Pacific (HK) Limited, Inter-Pacific Securities Sdn Bhd and Securexpress Services Sdn Bhd), and recommended certain measures to be adopted to mitigate their business risk exposures.

RISK MANAGEMENT PROCESS

The key aspects of the risk management process are as follows:

- The business units are required to identify the risks relevant to their businesses.
- The risks are then assessed based on the probability of their occurrence and are evaluated as Low, Medium or High. The level of residual risk is determined after evaluating the effectiveness of controls and mitigating measures.
- The business units develop control procedures or action plans to either prevent the occurrence or reduce the impact upon its occurrence.
- The business units are required to update their risk profiles and review their processes in monitoring the risks periodically.
- On a quarterly basis, the business units are required to prepare a report summarising the significant risks and status of action plan. Selected reports will be submitted to the RMC for review and deliberation.

REVIEW BY EXTERNAL AUDITORS

The external auditors have performed limited assurance procedures on the Statement on Risk Management and Internal Control ("SRMIC") pursuant to the scope set out in Audit and Assurance Practice Guide ("AAPG") 3, Guidance for Auditors on Engagements to Report on the SRMIC included in the Annual Report issued by the Malaysian Institute of Accountants), for the year ended 30 June 2023, and reported to the Board that nothing has come to their attention that causes them to believe the SRMIC intended to be included in the Annual Report is not prepared, in all material respects, in accordance with the disclosures required by paragraphs 41 and 42 of the SRMIC: Guidelines for Directors of Listed Issuers, nor is the SRMIC factually inaccurate. AAPG 3 does not require the auditors to consider whether the Directors' SRMIC covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control system including the assessment and opinion by the Directors and management thereon. The report from the external auditors was made solely to the Board in connection with their compliance with the Listing Requirements of Bursa Malaysia and for no other purposes or parties. The external auditors do not assume responsibility to any person other than the Board in respect of any aspect of this report.

CONCLUSION

The Board remains committed towards operating a sound system of internal control and recognises the need for the system to continuously evolve to support the types of businesses and size of operations of the Group. The Board, in striving for continuous improvement will put in place appropriate action plans, when necessary, to further enhance the Group's system of internal control.

The system of internal control was satisfactory and has not resulted in any material losses, contingencies or uncertainties that would require disclosure in the Group's Annual Report.

AUDIT COMMITTEE REPORT

The Board of Directors of Berjaya Corporation Berhad (“BCorporation”) is pleased to present the Audit Committee Report for the financial year ended 30 June 2023.

COMPOSITION OF AUDIT COMMITTEE

The members of the Audit Committee (“AC”) are as follows:-

Nor Afida Binti Abdul Ali
Chairman/Independent Non-Executive Director

Penelope Gan Paik Ling
Member/Independent Non-Executive Director

Dato’ Sri Leong Kwei Chun
Member/Independent Non-Executive Director

The AC comprises three (3) members and all of them are Independent Non-Executive Directors. The Chairman of the AC is a Fellow member of the Institute of Chartered Accountants in England and Wales (ICAEW) and a member of the Malaysian Institute of Accountants (MIA). None of the AC members is an Alternate Director. The composition of the AC has complied with Paragraph 15.09 (1) and (2) of the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”).

The Chairman of the AC is an Independent Non-Executive Director of the Company and she is not the Chairman of the Board. This composition has complied with Paragraph 15.10 of the MMLR of Bursa Securities and also in line with Practice 9.1 of the Malaysian Code on Corporate Governance.

MEETING ATTENDANCES

The AC held seven (7) meetings during the financial year ended 30 June 2023. The details of attendance of the AC members are as follows:-

Name	Attendance
Nor Afida Binti Abdul Ali ^(c)	1/1**
Penelope Gan Paik Ling	7/7
Dato’ Sri Leong Kwei Chun ^(e)	-**
Datuk Robert Yong Kuen Loke ^(a)	6/6**
Dr Jayanthi Naidu G. Danasamy ^(d)	7/7**
Norlela Binti Baharudin ^(b)	6/6**
Tan Peng Lam ^(a)	6/6**

Notes:

^(a) During the financial year, Datuk Robert Yong Kuen Loke ceased as the Chairman of AC whilst Tan Peng Lam ceased as a member of AC following their resignations as Independent Directors of the Company on 1 March 2023.

^(b) During the financial year, Norlela Binti Baharudin has resigned as a member of AC on 1 March 2023.

^(c) During the financial year, Nor Afida Binti Abdul Ali was appointed as the Chairman of AC on 13 March 2023.

^(d) During the financial year, Dr Jayanthi Naidu G. Danasamy ceased as a member of AC following her resignation as an Independent Director on 1 June 2023.

^(e) Dato’ Sri Leong Kwei Chun was appointed as a member of AC on 1 June 2023.

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

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

The Head of Group Internal Audit, the Financial Advisor and Chief Financial Officer of the Company were invited to attend the AC meetings. The External Auditors were also invited to attend three (3) of these meetings and having private sessions with the AC members without the presence of executive Board members and the Management. In addition, the senior management of the relevant operations was also invited to provide clarification on the follow-up audit review and the adequacy on internal controls implemented to address those issues raised from the audit reports.

AUDIT COMMITTEE REPORT

SUMMARY OF ACTIVITIES AND WORK OF THE AUDIT COMMITTEE

The duties and responsibilities of the AC are set out in its Terms of Reference, a copy of which is available on the Company's website at www.berjaya.com.

In discharging its duties and responsibilities, the AC had undertaken the following activities and work during the financial year ended 30 June 2023:-

1) Financial Reporting

- (a) Reviewed the quarterly financial results including the draft announcements pertaining thereto and made recommendations to the Board for approval of the same as follows:-

Date of Meetings	Review of Quarterly Financial Statements
30 August 2022	Fourth quarter results as well as the unaudited results of the Company and the Group for financial year ended 30 June 2022
30 November 2022	First quarter results for financial year ended 30 June 2023
28 February 2023	Second quarter results for financial year ended 30 June 2023
30 May 2023	Third quarter results for financial year ended 30 June 2023

The above review is to ensure that the Company's quarterly financial reporting and disclosures present a true and fair view of the Group's financial position and performance and are in compliance with Malaysian Financial Reporting Standard ("MFRS") 134 - Interim Financial Reporting, requirements of the Companies Act 2016 and the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

- (b) Reviewed and made recommendations to the Board for approval in respect of the audited financial statements of the Company and the Group for the financial year ended 30 June 2022 at its meeting held on 21 October 2022 and to ensure that it presented a true and fair view of the Company's financial position and performance for the year and it is in compliance with all disclosure and regulatory requirements. Prior to that, the AC had reviewed the status report on the Audit Plan for the financial year ended 30 June 2022 prepared by the External Auditors at the meeting held on 30 August 2022.
- (c) Considered and reviewed the integrity of information in the financial statements and quarterly reports, focus particularly on any changes in accounting policies and practices, significant adjustments resulting from the audit, going concern assumption, completeness of disclosures and compliance with applicable accounting standards.

2) External Audit

- (a) Evaluated the performance of the External Auditors for the financial year ended 30 June 2022 covering areas such as calibre of external audit firm, quality processes/performance, audit team, independent and objectivity, audit scope and planning, audit fees and audit communications with the External Auditors. The AC, having been satisfied with the independence, suitability and performance of Messrs Ernst & Young PLT ("EY"), had recommended to the Board for approval of the re-appointment of EY as External Auditors for the ensuing financial year of 30 June 2023 at its meeting held on 21 October 2022.
- (b) Discussed and considered the significant accounting adjustments and auditing issues arising from the interim audit as well as the final audit with the External Auditors including the key audit matters which were raised in the external auditors' report for the financial year ended 30 June 2022. The AC also had private discussions with the External Auditors on 30 August 2022, 21 October 2022 and 30 May 2023 without the presence of Management during the review of the audited financial statements for the year ended 30 June 2022 and also the audit plan for year ended 30 June 2023 to discuss any problems or issues arising from the previous year final audit, proper disclosure of information and the assistance be given by the employees during the course of audit by External Auditors.
- (c) Reviewed with the External Auditors at the meeting held on 30 May 2023, their audit plan for the financial year ended 30 June 2023 outlining EY audit team, areas of audit emphasis, audit quality and independence, audit approach on digital audit, audit timeline, materiality, fraud considerations and the risk of management override of control, audit group scoping, management's expert, integrating technology risk based approach into the overall audit approach, updates on the implementation of the International Standard on Auditing 315 and appendices on roles and responsibilities of Directors and Auditors.

AUDIT COMMITTEE REPORT

3) Internal Audit

- (a) Reviewed eight (8) Internal Audit reports on various non-listed operating subsidiaries of the Group which involved in different business activities such as:-
- (i) Providing logistics/transportation, warehousing and courier services.
 - (ii) Acting as an authorised franchisee for Krispy Kreme Doughnut Corporation in developing and operating Krispy Kreme chain of doughnut stores in Malaysia.
 - (iii) Property investment and property development at Berjaya Central Park, Jalan Sultan Ismail.
 - (iv) Acting as a fund manager, investment advisor and manager of unit trust funds.
 - (v) Engaging in contract manufacturing and trading of household cleaning products to Cosway group.
 - (vi) Operating as a trading arm of Kimia Suchi Sdn Bhd to trade industrial cleaning products to hotels, clubs & resorts, restaurants, etc. of Berjaya group of companies and third parties.
 - (vii) Repacking and trading of imported organic and natural products.
 - (viii) Managing customers loyalty schemes on behalf of third parties, maintain customers' databases and providing information services to customers in respect of loyalty points and/or rewards.

The AC reviewed the Internal Audit reports which covered the following areas:-

- (i) Operations, Fleet Management, Human Resource and Safety, Security and Health
- (ii) Sales and Marketing, Product Development, Finance, Information Technology
- (iii) Review of major operating expenses and capital expenditures
- (iv) Store Operations, Real Estate & Store Development
- (v) Production and Commissary, Procurement & Inventory, Maintenance
- (vi) Purchasing & Costing, Billing & Collection
- (vii) Administration, Production & Quality Assurance, Machinery Maintenance
- (viii) Supply Chain and Warehouse Operations
- (ix) Compliance with regulatory requirements under Capital Markets and Services Act 2007, Securities Commission guidelines and Internal Audit functions

The AC also reviewed the audit findings and recommendations to improve any weaknesses or non-compliance and the respective Management's responses thereto and the timeline taken by Management to ensure that the deficiencies are addressed promptly. The Internal Auditors monitored the implementation of Management's action plan on outstanding issues through follow up reports to ensure that all key risks and control weaknesses are being properly addressed.

- (b) Reviewed and approved the Internal Audit Plan for financial year ending 30 June 2024 to ensure there is adequate scope and comprehensive coverage over the activities of the non-listed operating subsidiaries in the Group and that all the risk areas are audited annually.
- (c) Assessed the adequacy of the scope, competency and performance of the internal audit function and its effectiveness of the audit processes for the financial year ended 30 June 2022.

AUDIT COMMITTEE REPORT

4) Recurrent Related Party Transactions

- (a) Reviewed the 2022 Circular to Shareholders in connection with the Recurrent Related Party Transactions (“RRPT”) that arose within the Group to ensure that the transactions are fair and reasonable to, and are not to the detriment of, the minority shareholders.

The framework set up for identifying and monitoring the RRPT includes inter-alia the following:-

- (i) The transactions prices are based on prevailing market rates/prices that are agreed upon under similar commercial terms for transactions with third parties, business practices and policies and on terms which are generally in line with industry norms;
- (ii) The related parties and interested Directors will be notified of the method and/or procedures of the RRPT for the Group;
- (iii) Records of the RRPT will be retained and compiled by the Group accountant for submission to the AC for review;
- (iv) The AC is to provide a statement that it has reviewed the terms of the RRPT to ensure that such transactions are undertaken based on terms not more favourable to the related parties than those generally available to the public, are not detrimental to the minority shareholders and are in the best interest of the Group;
- (v) The AC also reviewed the procedures and processes with regards to the RRPT on a half yearly basis to ensure that the transactions are within the approved mandate;
- (vi) Directors who have any interests in any RRPT shall abstain from Board deliberations and voting and will ensure that they and any person connected with them will also abstain from voting on the resolution(s) at the Extraordinary General Meeting or Annual General Meeting to be convened for the purpose; and
- (vii) Disclosures will be made in the annual report on the breakdown of the aggregate value of RRPT during the financial year, amongst others, based on the following information:-
 - (a) the type of the RRPT made; and
 - (b) the names of the related parties involved in each type of the RRPT made and their relationships with the Group.

5) Related Party Transactions

The AC also considered transactions with a related party and/or interested persons to ensure that such transactions are undertaken on an arm’s length basis, on normal commercial terms consistent with the Company’s business practices and policies, not prejudicial to the interests of the Company and its minority shareholders and on terms which are generally no more favourable to the related parties and/or interested persons (pursuant to Chapter 10 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad).

During the financial year, the AC had reviewed, the following Related Party Transactions, prior to their recommendation to the Board for approval and to make the relevant announcement, if required:-

- (a) Proposed acquisition by Inter-Pacific Securities Sdn Bhd, an indirect wholly-owned subsidiary of the Company, of 2.70 million ordinary shares representing about 0.76% equity interest in Berjaya Food Berhad (“BFood”) (“BFood Shares”) from Berjaya Retail Sdn Bhd, an investment holding company controlled by Tan Sri Dato’ Seri Vincent Tan Chee Yioun, via a direct business transaction for a total cash consideration of RM9.99 million or at RM3.70 per BFood Share.
- (b) Proposed acquisition by Berjaya Capital Berhad, an indirect wholly-owned subsidiary of the Company, of up to 7.0 million ordinary shares representing about 0.27% equity interest in Berjaya Assets Berhad (“BAssets”) (“BAssets Shares”) via direct business transaction for a total cash consideration of RM1.96 million or at RM0.28 per BAssets Share.
- (c) Proposed acquisition by Teras Mewah Sdn Bhd, an indirect wholly-owned subsidiary of the Company, of 19.95 million ordinary shares representing about 0.78% equity interest in Berjaya Assets Berhad (“BAssets”) (“BAssets Shares”) via direct business transaction for a total cash consideration of about RM4.59 million or at RM0.23 per BAssets Share.

AUDIT COMMITTEE REPORT

- (d) Proposed acquisition by Teras Mewah Sdn Bhd, an indirect wholly-owned subsidiary of the Company, of 9.60 million ordinary shares representing about 1.24% equity interest in REDtone Digital Berhad (“REDtone”) (“REDtone Shares”) from Berjaya Philippines Inc. for a total cash consideration of RM4.80 million or at RM0.50 per REDtone Share.
- (e) Proposed Disposal of 224,501 ordinary shares representing 11% equity interest in Cekap Urus Sdn Bhd to Naza Corporation Holdings Sdn Bhd and YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail for a total consideration of RM224,501.00 or at RM1.00 per share.
- (f) Proposed acquisition by Inter-Pacific Securities Sdn Bhd, an indirect wholly-owned subsidiary of the Company, of 2.70 million ordinary shares representing about 0.24% equity interest in 7-Eleven Malaysia Holdings Berhad (“SEM”) (“SEM Shares”) from True Ascend Sdn Bhd, a company controlled by Tan Sri Dato’ Seri Vincent Tan Chee Yioun, via a direct business transaction for a total cash consideration of about RM5.00 million or at RM1.85 per SEM Share.

6) Other Activities

- (a) Reviewed and recommended to the Board for approval, the Audit Committee Report, Corporate Governance Report and Corporate Governance Overview Statement and Statement on Risk Management and Internal Control for inclusion in the 2022 Annual Report.
- (b) Reviewed and assessed the financial literacy of the AC members for the financial year ended 30 June 2022.
- (c) Reviewed the pre-approval for the list of non-assurance services to be provided by the External Auditors.

In discharging the above duties and responsibilities of AC effectively, the AC had undertaken continuous professional development by having attended various seminars, training programs and conferences during the financial year. They were also briefed by the External Auditors of the latest accounting and audit standards applicable to the Group and topics on changes in regulatory environment. The list of training attended is disclosed in the Corporate Governance Overview Statement as set out in this Annual Report.

SUMMARY OF WORK OF THE INTERNAL AUDIT FUNCTION

The Group has an established Internal Audit Division whose primary function is to assist the Audit Committee in discharging its duties and responsibilities. Their role is to provide the Committee with independent and objective reports on the adequacy and effectiveness of the governance, risk management and system of internal controls and procedures in the operating units within the Group and the extent of compliance with the Group’s established policies, procedures and guidelines, and also compliance with applicable laws, regulations, directives and other external enforced compliance requirements.

The Internal Audit’s activities are guided by the Group’s Internal Audit Charter and the Internal Audit Division adopts a risk-based approach focusing on high risk areas. All high risk activities in each auditable area are audited annually. The principal activity of the Internal Audit Division is to conduct regular and systematic review of the system of internal controls so as to provide reasonable assurance that the system continues to operate satisfactorily and effectively.

For the financial year under review, the Internal Audit Division conducted audit assignments on various operating units in the Group involved in development and operation of the “Krispy Kreme” chain of doughnut stores in Malaysia, and “Papa John’s Pizza” chain of restaurants in the Philippines, property investment, development and management, logistic/transportation, warehousing and courier services, distribution and trading of organics products, manufacturing and trading of industrial/household cleaning products, investment advisor and unit trust fund management, hotel, resort and golf club operations, customer loyalty programme and mobile digital media/application.

AUDIT COMMITTEE REPORT

The activities undertaken by the Internal Audit Division during the financial year ended 30 June 2023 included the following:-

- (1) Tabled Internal Audit Plan for the Audit Committee's review and endorsement.
- (2) Reviewed the existing systems, controls and governance processes of various operating units within the Group.
- (3) Conducted audit reviews and evaluated risk exposures relating to the Group's governance process and system of internal controls on reliability and integrity of financial and operational information, safeguarding of assets, efficiency of operations, compliance with established policies and procedures and statutory requirements.
- (4) Provided recommendations to assist the various operating units and the Group in accomplishing its internal control requirements by suggesting improvements to the control processes.
- (5) Issued internal audit reports with opinion on the adequacy and operation effectiveness of the operating unit's governance, risk management and internal control processes, incorporating audit recommendations and management's responses in relation to audit findings on weaknesses in the systems and controls to the Audit Committee and the respective operations management.
- (6) Presented internal audit reports to the Audit Committee for review.
- (7) Followed up review to ensure that the agreed internal audit recommendations are effectively implemented.

The cost incurred for the Group's Internal Audit function in respect of the financial year ended 30 June 2023 was approximately RM 2,704,698.

PERFORMANCE OF AUDIT COMMITTEE

The Board assessed and evaluated the performance of the Audit Committee ("AC") and its members through Nomination Committee for the financial year ended 30 June 2023. Based on the outcome of the annual assessment, the Board was satisfied with the performance of the AC and its members and concluded that they have effectively discharged their functions, duties and responsibilities in accordance with the Terms of Reference of the AC.

The Terms of Reference of the AC was last revised and reviewed by the AC and approved by the Board on 28 August 2023. The latest Terms of Reference of the AC can be viewed on the Company's website at www.berjaya.com.

STATEMENT OF DIRECTORS' RESPONSIBILITY IN RESPECT OF THE AUDITED FINANCIAL STATEMENTS

The directors are required by the Companies Act 2016 to prepare financial statements which give a true and fair view of the state of affairs of the Group and the Company at the end of each financial year and of their results and cash flows for the financial year then ended.

In preparing the financial statements, the directors have:

- adopted appropriate accounting policies and applied them consistently;
- made judgements and estimates that are reasonable;
- ensured that applicable accounting standards have been complied with; and
- applied the going concern basis.

The directors are responsible for ensuring that the Group and the Company keep proper accounting records, which disclose with reasonable accuracy on the financial position of the Group and of the Company, and which enable them to ensure that the financial statements comply with the provisions of the Companies Act 2016.

The directors are responsible for taking reasonable steps to safeguard the assets of the Group and the Company and to prevent and detect other irregularities.

FINANCIAL STATEMENTS

Inspiring impact for our Stakeholders



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DIRECTORS' REPORT

The directors hereby present their report together with the audited financial statements of the Group and of the Company for the financial year ended 30 June 2023.

PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding, provision of management services and lottery operations.

The principal activities of the subsidiary companies consist of:

- (i) Financial services;
- (ii) Marketing of consumer products and services;
- (iii) Motor trading and distribution and provision of after-sales services;
- (iv) Environmental and clean technology services;
- (v) Food and beverage;
- (vi) Property development and investment;
- (vii) Development and operation of hotels, resorts and other recreational activities;
- (viii) Gaming operations comprising lottery operations, Toto betting, provision of software support and development, manufacturing and distribution of computerised wagering and voting systems;
- (ix) Telecommunication and information technology related services, solutions and products; and
- (x) Investment holding and others.

RESULTS

	Group RM'000	Company RM'000
Profit for the year	<u>19,095</u>	<u>116,049</u>
Attributable to:		
Owners of the parent	(110,262)	116,049
Non-controlling interests	<u>129,357</u>	<u>-</u>
	<u>19,095</u>	<u>116,049</u>

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

In the opinion of the directors, the results of the operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature other than as disclosed in Notes 31, 38 and 43 to the financial statements.

DIRECTORS' REPORT

DIVIDENDS

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

DIRECTORS

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

YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail	
Vivienne Cheng Chi Fan	
Nerine Tan Sheik Ping	
Chryseis Tan Sheik Ling	
Norlela Binti Baharudin	
Penelope Gan Paik Ling	
Dato' Sri Leong Kwei Chun	(Appointed on 13 March 2023)
Nor Afida Binti Abdul Ali	(Resigned on 1 March 2023)
Tan Sri Dato' Seri Vincent Tan Chee Yioun	(Resigned on 1 March 2023)
Dato' Sri Robin Tan Yeong Ching	(Resigned on 1 March 2023)
Syed Ali Shahul Hameed	(Resigned on 1 March 2023)
Datuk Seri Zurainah Binti Musa	(Resigned on 3 February 2023)
Datuk Robert Yong Kuen Loke	(Resigned on 1 March 2023)
Dr. Jayanthi Naidu G. Danasamy	(Resigned on 1 June 2023)
Tan Peng Lam	(Resigned on 1 March 2023)

The names of directors of subsidiary companies are set out in the respective subsidiary company's statutory accounts and the said information is deemed incorporated herein by such reference and made a part thereof.

DIRECTORS' BENEFITS

Neither at the end of the financial year, nor at any time during that year, did there subsist any arrangement to which the Company was a party, whereby the directors might acquire benefits by means of acquisition of shares in or debentures of the Company or any other body corporate.

Since the end of the previous financial year, no director has received or become entitled to receive a benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable by the directors as shown in Note 32 to the financial statements) by reason of a contract made by the Company or a related corporation with any director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest.

The Company maintained a Directors' and Officers' Liability Insurance in respect of any legal action taken against the directors and officers in the discharge of their duties while holding office for the Company and the Group. The total amount of insurance premium effected for any director and officer of the Company and of the Group as at the financial year end was RM436,124. The directors and officers shall not be indemnified by such insurance for any deliberate negligence, fraud, intentional breach of law or breach of trust proven against them.

DIRECTORS' REPORT

DIRECTORS' INTERESTS

According to the register of directors' shareholdings, the interests of directors in office at the end of the financial year in shares of the Company and its related corporations during the financial year were as follows:

	Number of ordinary shares			
	At 1.7.2022	Acquired	Disposed	At 30.6.2023
The Company				
Vivienne Cheng Chi Fan	14,854	-	-	14,854
Nerine Tan Sheik Ping	132,000	-	-	132,000
Chryseis Tan Sheik Ling	486,026	-	-	486,026
	- (a)	80,000,000	-	80,000,000
Dato' Sri Leong Kwei Chun	4,038	-	-	4,038
Subsidiary companies:				
	Number of ordinary shares			
	At 1.7.2022	Acquired	Disposed	At 30.6.2023
Berjaya Land Berhad				
Nerine Tan Sheik Ping	2,000,000	-	-	2,000,000
Chryseis Tan Sheik Ling	5,000,000	-	-	5,000,000
	Number of ordinary shares			
	At 1.7.2022	Acquired	Disposed	At 30.6.2023
Sports Toto Berhad ("SPToto")				
Penelope Gan Paik Ling	10,100	84 ^	-	10,184

Notes:

(a) Indirect interests pursuant to Section 59(11)(c) of the Companies Act 2016.

^ Share dividend distribution by SPToto on the basis of one (1) SPToto treasury share for every one hundred and twenty (120) existing SPToto ordinary shares held on 21 October 2022.

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

ISSUE OF SHARES

During the current financial year, the Company increased its issued and fully paid-up share capital from about RM5,286,202,000 to RM5,347,774,000 by way of the issuance of about 102,628,000 new ordinary shares pursuant to conversion of about 102,628,000 2% Irredeemable Convertible Unsecured Loan Stocks May 2016/2026.

DIRECTORS' REPORT

TREASURY SHARES

The number and carrying amount of treasury shares as at 30 June 2023 were as follows:

	Average price per share RM	No. of shares '000	Amount RM'000
Balance as at 30 June 2022	0.24	317,989	74,982
Acquisition of treasury shares	0.27	61,071	16,695
Total treasury shares as at 30 June 2023	0.24	379,060	91,677

As at 30 June 2023, the issued ordinary share capital of the Company with voting rights was about 5,583,491,000 (2022: 5,541,934,000) ordinary shares.

OTHER STATUTORY INFORMATION

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

DIRECTORS' REPORT

SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

Significant events during the financial year are disclosed in Note 43 to the financial statements.

SUBSEQUENT EVENTS

Significant events subsequent to the end of the financial year are disclosed in Note 44 to the financial statements.

AUDITORS

The auditors of the Company, Ernst & Young PLT, have expressed their willingness to continue in office.

The remuneration of the auditors of the Company and the other auditors of the Group are disclosed in Note 31 to the financial statements.

To the extent permitted by law, the Company has agreed to indemnify its auditors, Ernst & Young PLT, as part of the terms of its audit engagement against claims by third parties arising from the audit. No payment has been made to indemnify Ernst & Young PLT during the financial year and since the end of the financial year.

Signed on behalf of the Board in accordance with a resolution of the directors dated 27 October 2023

VIVIENNE CHENG CHI FAN

NERINE TAN SHEIK PING

STATEMENT BY DIRECTORS **(PURSUANT TO SECTION 251(2) OF THE COMPANIES ACT 2016)**

We, VIVIENNE CHENG CHI FAN and NERINE TAN SHEIK PING, being two of the directors of BERJAYA CORPORATION BERHAD, do hereby state that, in the opinion of the directors, the accompanying financial statements set out on pages 98 to 311 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 30 June 2023 and of the financial performance and the cash flows of the Group and of the Company for the financial year then ended.

Signed on behalf of the Board in accordance with a resolution of the directors dated 27 October 2023

VIVIENNE CHENG CHI FAN

NERINE TAN SHEIK PING

STATUTORY DECLARATION **(PURSUANT TO SECTION 251(1)(b) OF THE COMPANIES ACT 2016)**

I, HEN JONG REN, being the officer primarily responsible for the financial management of BERJAYA CORPORATION BERHAD, do solemnly and sincerely declare that the accompanying financial statements set out on pages 98 to 311 are in my opinion correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the abovenamed)
HEN JONG REN at Kuala Lumpur in the Federal Territory)
on 27 October 2023) HEN JONG REN
MIA No.: 49592

Before me:

THIRUNAVUKARASU A/L MUNUSAMY
(No. W983)

Commissioner for Oaths

Kuala Lumpur

STATEMENTS OF FINANCIAL POSITION

AS AT 30 JUNE 2023

	Note	Group		Company	
		2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
ASSETS					
Non-current assets					
Property, plant and equipment	3	3,529,433	3,230,786	92,468	91,099
Right-of-use assets	4	2,327,962	1,853,675	-	-
Investment properties	5	869,363	936,605	-	-
Inventories - land held for property development	6	2,173,933	2,307,376	-	-
Subsidiary companies	7	-	-	6,634,652	6,627,520
Associated companies	8	1,055,772	942,933	125,086	137,488
Joint ventures	9	176,316	175,042	-	-
Other investments	10	538,047	349,425	37,631	19,335
Receivables	13	419,215	383,893	38,494	42,498
Retirement benefit assets	24	38,082	25,294	-	-
Intangible assets	11	4,710,773	4,876,957	74,694	85,772
Deferred tax assets	25	107,100	86,692	-	-
		<u>15,945,996</u>	<u>15,168,678</u>	<u>7,003,025</u>	<u>7,003,712</u>
Current assets					
Inventories - property development costs	6	175,455	91,200	-	-
Inventories - others	6	1,748,343	1,467,950	-	-
Contract cost assets	12	9,600	12,417	-	-
Receivables	13	1,712,179	1,854,267	1,042,511	788,950
Contract assets	14	135,285	161,777	-	-
Short term investments	15	84,424	99,713	-	-
Tax recoverable		86,732	46,525	1,759	932
Deposits with financial institutions	16	642,103	637,209	10,023	18,282
Cash and bank balances	17	1,040,734	721,864	44,302	19,752
		<u>5,634,855</u>	<u>5,092,922</u>	<u>1,098,595</u>	<u>827,916</u>
Assets of disposal group/ Non-current assets classified as held for sale	18	609,885	188,968	-	-
		<u>6,244,740</u>	<u>5,281,890</u>	<u>1,098,595</u>	<u>827,916</u>
TOTAL ASSETS		<u>22,190,736</u>	<u>20,450,568</u>	<u>8,101,620</u>	<u>7,831,628</u>

STATEMENTS OF FINANCIAL POSITION

AS AT 30 JUNE 2023

	Note	Group		Company	
		2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
EQUITY AND LIABILITIES					
Equity attributable to equity holders of the parent					
Share capital	19	5,347,774	5,286,202	5,347,774	5,286,202
Equity component of irredeemable convertible unsecured loan stocks	20	110	53,231	110	53,231
Other reserves	21	(19,973)	(174,774)	99,048	101,858
Retained earnings		917,396	981,043	1,134,701	1,018,652
		<u>6,245,307</u>	<u>6,145,702</u>	<u>6,581,633</u>	<u>6,459,943</u>
Treasury shares	22	(91,677)	(74,982)	(91,677)	(74,982)
		<u>6,153,630</u>	<u>6,070,720</u>	<u>6,489,956</u>	<u>6,384,961</u>
Non-controlling interests		2,693,561	2,808,371	-	-
Total equity		<u>8,847,191</u>	<u>8,879,091</u>	<u>6,489,956</u>	<u>6,384,961</u>
Non-current liabilities					
Liability component of irredeemable convertible unsecured loan stocks					
	20	6	5,066	6	5,066
Long term borrowings	23	2,856,436	3,248,194	534,286	511,527
Lease liabilities	4	2,308,553	1,802,679	-	-
Payables	26	272,676	135,638	37,191	50,592
Contract liabilities	14	171,908	185,341	-	-
Provisions	24	40,298	37,381	-	-
Deferred tax liabilities	25	1,205,323	1,237,231	1	727
Derivative liabilities	28	12,160	-	-	-
		<u>6,867,360</u>	<u>6,651,530</u>	<u>571,484</u>	<u>567,912</u>
Current liabilities					
Liability component of irredeemable convertible unsecured loan stocks					
	20	4	2,057	4	2,057
Payables	26	2,275,926	2,211,379	456,153	588,362
Contract liabilities	14	581,680	435,773	-	-
Provisions	24	66,596	59,613	-	-
Short term borrowings	27	2,964,159	1,871,413	584,023	281,474
Lease liabilities	4	260,000	231,947	-	-
Taxation		46,826	68,015	-	-
Derivative liabilities	28	54,703	39,750	-	6,862
		<u>6,249,894</u>	<u>4,919,947</u>	<u>1,040,180</u>	<u>878,755</u>
Liabilities directly associated with disposal group	18	226,291	-	-	-
		<u>6,476,185</u>	<u>4,919,947</u>	<u>1,040,180</u>	<u>878,755</u>
Total liabilities		<u>13,343,545</u>	<u>11,571,477</u>	<u>1,611,664</u>	<u>1,446,667</u>
TOTAL EQUITY AND LIABILITIES		<u>22,190,736</u>	<u>20,450,568</u>	<u>8,101,620</u>	<u>7,831,628</u>

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

STATEMENTS OF PROFIT OR LOSS

FOR THE YEAR ENDED 30 JUNE 2023

	Note	Group		Company	
		2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Revenue	29	9,611,911	8,155,139	334,910	242,972
Cost of sales		(6,698,283)	(5,695,044)	(115,256)	(90,001)
Gross profit		2,913,628	2,460,095	219,654	152,971
Other income		287,816	543,272	60,744	62,655
Administrative expenses		(1,983,950)	(1,846,819)	(44,247)	(45,040)
Selling and distribution expenses		(443,536)	(354,545)	-	-
Other expenses		(183,954)	(293,095)	(19,806)	(49,908)
		590,004	508,908	216,345	120,678
Finance costs	30	(426,496)	(349,196)	(95,227)	(87,105)
Share of results of associates		77,843	39,505	-	-
Share of results of joint ventures		19,491	31,354	-	-
Profit before tax	31	260,842	230,571	121,118	33,573
Taxation	33	(241,747)	(207,078)	(5,069)	(3,118)
Profit for the year		19,095	23,493	116,049	30,455
Attributable to:					
Owners of the parent		(110,262)	51,770	116,049	30,455
Non-controlling interests		129,357	(28,277)	-	-
		19,095	23,493	116,049	30,455
(Loss)/Earnings per share attributable to owners of the parent (sen)	34				
- Basic, for the year		(1.96)	0.94		

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

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2023

	Note	Group		Company	
		2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Profit for the year		19,095	23,493	116,049	30,455
Other comprehensive income:					
<u>Items that may be reclassified</u> subsequently to profit or loss					
Foreign currency translation		96,432	7,827	(13,191)	(11,298)
Foreign currency reserve transfer to profit or loss due to disposal of associated company		-	8	-	-
Foreign currency reserve transfer to profit or loss upon disposal of interests in subsidiary companies		(1,540)	-	-	-
Share of associated companies' and joint ventures' currency translation differences		3,833	727	-	-
<u>Items that will not be reclassified</u> subsequently to profit or loss					
Net changes in fair value reserve of investments classified as fair value through other comprehensive income ("FVTOCI")		36,507	(1,554)	10,381	(417)
Share of associated companies' changes in fair values of FVTOCI investments		11,299	(9,706)	-	-
Share of other comprehensive items of associates		58	439	-	-
Revaluation of land and buildings		30	491	-	-
Actuarial gain recognised in defined benefit pension scheme		9,714	14,929	-	-
Tax effects relating to	33				
- Revaluation of land and buildings		-	149	-	-
- Defined benefit pension scheme		(2,229)	(3,735)	-	-
		154,104	9,575	(2,810)	(11,715)
Total comprehensive income for the year		173,199	33,068	113,239	18,740
Attributable to:					
- Owners of the parent		(24,913)	64,535	113,239	18,740
- Non-controlling interests		198,112	(31,467)	-	-
		173,199	33,068	113,239	18,740

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2023

GROUP	Attributable to the equity holders of the Company							Total equity
	Share capital	ICULS - equity component #	Other reserves (Note 21)	Distributable		Non-controlling interests	Total	
				Retained earnings	Treasury shares			
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	
At 1 July 2022	5,286,202	53,231	(174,774)	981,043	(74,982)	6,070,720	2,808,371	8,879,091
Profit for the year	-	-	-	(110,262)	-	(110,262)	129,357	19,095
Other comprehensive income	-	-	82,645	2,704	-	85,349	68,755	154,104
Total comprehensive income for the year	-	-	82,645	(107,558)	-	(24,913)	198,112	173,199
Share of an associated company's effect arising on changes in interest in its subsidiary company	-	-	2,423	-	-	2,423	-	2,423
Effects arising from the disposals of FVTOCI investments	-	-	(1,575)	1,575	-	-	-	-
Transactions with owners:								
Treasury shares acquired	-	-	-	-	(16,695)	(16,695)	-	(16,695)
Transfer of reserves	-	-	(41,648)	41,648	-	-	-	-
Reversal of deferred tax liability on conversion of BCorp ICULS 2016/2026	-	1,225	-	-	-	1,225	-	1,225
Arising from conversion of BCorp ICULS 2016/2026	61,572	(54,346)	-	-	-	7,226	-	7,226
Arising from part disposal/dilution of equity interest in subsidiary companies	-	-	(39,857)	-	-	(39,857)	172,285	132,428
Arising from increase in equity interest in subsidiary companies	-	-	152,813	688	-	153,501	(388,912)	(235,411)
Acquisition of subsidiary companies	-	-	-	-	-	-	403	403
Disposal of subsidiary companies	-	-	-	-	-	-	1,078	1,078
Capital contribution by non-controlling interests	-	-	-	-	-	-	1,124	1,124
Share based payment - Employees' Share Scheme ("ESS") options	-	-	-	-	-	-	(553)	(553)
Non-controlling interests' share of dividends	-	-	-	-	-	-	(98,347)	(98,347)
	61,572	(53,121)	71,308	42,336	(16,695)	105,400	(312,922)	(207,522)
At 30 June 2023	5,347,774	110	(19,973)	917,396	(91,677)	6,153,630	2,693,561	8,847,191

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2023

GROUP	Attributable to the equity holders of the Company							Total equity
	Share capital	ICULS - component #	Other reserves (Note 21)	Distributable		Non-controlling interests	Total	
				Retained earnings	Treasury shares			
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	
At 1 July 2021	5,092,989	242,657	83,787	723,840	(59,987)	6,083,286	2,824,227	8,907,513
Profit for the year	-	-	-	51,770	-	51,770	(28,277)	23,493
Other comprehensive income	-	-	9,652	3,113	-	12,765	(3,190)	9,575
Total comprehensive income for the year	-	-	9,652	54,883	-	64,535	(31,467)	33,068
Share of an associated company's effect arising on changes in interest in its subsidiary company	-	-	(6,159)	-	-	(6,159)	-	(6,159)
Transactions with owners:								
Treasury shares acquired	-	-	-	-	(14,995)	(14,995)	-	(14,995)
Transfer of reserves	-	-	(203,503)	203,503	-	-	-	-
Reversal of deferred tax liability on conversion of BCorp ICULS 2012/2022	-	1,462	-	-	-	1,462	-	1,462
Re-issuance of Warrants 2012/2022	-	-	1,260	(1,183)	-	77	-	77
Arising from conversion of BCorp ICULS 2012/2022	193,213	(190,888)	-	-	-	2,325	-	2,325
Arising from part disposal/dilution of equity interest in subsidiary companies	-	-	(78,875)	-	-	(78,875)	157,393	78,518
Arising from increase in equity interest in subsidiary companies	-	-	19,978	-	-	19,978	(129,491)	(109,513)
Acquisition of subsidiary companies	-	-	-	-	-	-	884	884
Disposal of subsidiary companies	-	-	-	-	-	-	(17,911)	(17,911)
Capital contribution by non-controlling interests	-	-	-	-	-	-	45,644	45,644
Share based payment - ESS options	-	-	(623)	-	-	(623)	1,238	615
Share based payment - ESS shares	-	-	(291)	-	-	(291)	-	(291)
Non-controlling interests' share of dividends	-	-	-	-	-	-	(42,146)	(42,146)
	193,213	(189,426)	(262,054)	202,320	(14,995)	(70,942)	15,611	(55,331)
At 30 June 2022	5,286,202	53,231	(174,774)	981,043	(74,982)	6,070,720	2,808,371	8,879,091

Note:

This comprises the equity components of 5% Irredeemable Convertible Unsecured Loan Stocks April 2012/2022 ("BCorp ICULS 2012/2022") and 2% Irredeemable Convertible Unsecured Loan Stocks May 2016/2026 ("BCorp ICULS 2016/2026").

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

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2023

COMPANY	Share capital	ICULS - equity component #	Other reserves (Note 21)	Distributable Retained earnings	Treasury shares	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 July 2022	5,286,202	53,231	101,858	1,018,652	(74,982)	6,384,961
Profit for the year	-	-	-	116,049	-	116,049
Other comprehensive income	-	-	(2,810)	-	-	(2,810)
Total comprehensive income	-	-	(2,810)	116,049	-	113,239
Transactions with owners:						
Treasury shares acquired	-	-	-	-	(16,695)	(16,695)
Reversal of deferred tax liability on conversion of BCorp ICULS 2016/2026	-	1,225	-	-	-	1,225
Arising from conversion of BCorp ICULS 2016/2026	61,572	(54,346)	-	-	-	7,226
	61,572	(53,121)	-	-	(16,695)	(8,244)
At 30 June 2023	5,347,774	110	99,048	1,134,701	(91,677)	6,489,956
At 1 July 2021	5,092,989	242,657	260,591	841,179	(59,987)	6,377,429
Profit for the year	-	-	-	30,455	-	30,455
Other comprehensive income	-	-	(11,715)	-	-	(11,715)
Total comprehensive income	-	-	(11,715)	30,455	-	18,740
Transactions with owners:						
Treasury shares acquired	-	-	-	-	(14,995)	(14,995)
Transfer of reserves	-	-	(147,018)	147,018	-	-
Reversal of deferred tax liability on conversion of BCorp ICULS 2012/2022	-	1,462	-	-	-	1,462
Arising from conversion of BCorp ICULS 2012/2022	193,213	(190,888)	-	-	-	2,325
	193,213	(189,426)	(147,018)	147,018	(14,995)	(11,208)
At 30 June 2022	5,286,202	53,231	101,858	1,018,652	(74,982)	6,384,961

Note:

This comprises equity components of BCorp ICULS 2012/2022 and BCorp ICULS 2016/2026.

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

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2023

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES				
Receipts from customers	10,217,659	8,463,597	127,597	99,127
Payment to suppliers, prize winners and operating expenses	(8,938,203)	(7,589,111)	(157,428)	(124,467)
Development expenditure incurred	(180,784)	(132,136)	-	-
Refund of taxes	14,243	5,531	-	-
Payment of taxes	(341,611)	(235,693)	(5,397)	(7,950)
Other receipts (Note a)	121,335	62,167	-	-
Net cash flow generated from/(used in) operating activities	892,639	574,355	(35,228)	(33,290)
CASH FLOWS FROM INVESTING ACTIVITIES				
Sales of property, plant and equipment	13,195	30,166	69	90
Sales of investment properties and other non-current assets	78,608	57,136	-	-
Sales of investments in subsidiary companies (Note b)	67,965	104,059	-	-
Sales of investments in associated companies	22,630	236,456	20,815	2,516
Sales of other investments	167,684	8,558	-	-
Acquisition of property, plant and equipment (Note c)	(498,939)	(316,066)	(259)	(363)
Acquisition of investments in subsidiary companies (Note d)	(233,519)	(64,881)	(20,457)	(41)
Acquisition of investments in associated companies	(54,606)	(4,719)	(12,020)	(667)
Acquisition of investments in joint venture	(5,000)	(7,500)	-	-
Acquisition of other investments	(235,579)	(28,109)	(8,765)	-
Acquisition of other non-current assets and intangible assets (Note e)	(67,319)	(124,215)	-	-
Acquisition of treasury shares by subsidiary companies	(54,701)	(9,968)	-	-
Interest received	36,857	12,975	1,033	398
Dividends received	54,024	33,320	6,380	3,544
Net (advance to)/repayment from subsidiary companies	-	-	(176,081)	303,246
Net repayment from associated company and joint ventures	6,463	358	-	-
Other (payments)/receipts arising from investments (Note f)	(6,163)	88,144	277	(92)
Net cash flow (used in)/generated from investing activities	(708,400)	15,714	(189,008)	308,631

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2023

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
CASH FLOWS FROM FINANCING ACTIVITIES				
Issuance of share capital to non-controlling interests of subsidiary companies	1,124	45,644	-	-
Treasury shares acquired	(16,695)	(14,995)	(16,695)	(14,995)
Issuance of redeemable convertible cumulative preference shares by a subsidiary company	110,000	-	-	-
Issuance of redeemable convertible loans ("RCLs") by a subsidiary company	40,366	42,928	-	-
Issuance of medium term notes and Sukuk Wakalah MTNs by subsidiary companies	138,450	558,850	-	-
Redemption of medium term notes	(127,650)	(586,560)	-	-
Drawdown of bank borrowings and other loans	1,663,172	1,185,080	545,746	49,782
Repayment of bank borrowings and other loans	(944,173)	(1,023,471)	(226,580)	(213,165)
Payment of hire purchase	(14,486)	(12,504)	(494)	(740)
Payment of principal portion of lease liabilities (Note g)	(249,417)	(243,044)	-	-
Interest paid	(400,923)	(340,438)	(61,746)	(80,609)
Dividends paid to non-controlling interests of subsidiary companies	(99,693)	(39,647)	-	-
Placement with bank deposits maturing more than 3 months	(684)	(8,438)	-	-
Placement with deposits as security pledged for credit and other facilities	(2,136)	(1,329)	-	-
Net cash flow generated from/(used in) financing activities	97,255	(437,924)	240,231	(259,727)
NET CHANGE IN CASH AND CASH EQUIVALENTS	281,494	152,145	15,995	15,614
EFFECT OF EXCHANGE RATE CHANGES	70,527	9,317	296	210
CASH AND CASH EQUIVALENTS				
AT BEGINNING OF YEAR *	1,196,494	1,035,032	38,034	22,210
CASH AND CASH EQUIVALENTS				
AT END OF YEAR	1,548,515	1,196,494	54,325	38,034

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2023

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
CASH AND CASH EQUIVALENTS				
The closing cash and cash equivalents comprise of the following:				
Deposits with financial institutions (Note 16)	642,103	637,209	10,023	18,282
Cash and bank balances	1,040,734	721,864	44,302	19,752
Bank overdrafts (Note 27)	(58,094)	(60,990)	-	-
	<u>1,624,743</u>	<u>1,298,083</u>	<u>54,325</u>	<u>38,034</u>
Excluding:				
- Remisiers' deposits held in trust (Notes 16 and 17)	(12,837)	(10,915)	-	-
- Deposits pledged for credit and other facilities (Note 16)	(31,474)	(34,172)	-	-
- Deposits with maturities more than 3 months (Note 16)	(57,186)	(56,502)	-	-
	<u>1,523,246</u>	<u>1,196,494</u>	<u>54,325</u>	<u>38,034</u>
Cash and cash equivalents classified as held for sale (Note 18)	25,269	-	-	-
	<u>1,548,515</u>	<u>1,196,494</u>	<u>54,325</u>	<u>38,034</u>

Notes:

- a) Other receipts include rental income received, deposits received, government grant received and other miscellaneous income received.

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2023

Notes (continued):

b) Analysis of the effects of subsidiary companies disposed:

	Group	
	2023 RM'000	2022 RM'000
Property, plant and equipment	235	3,093
Right-of-use assets	767	-
Net other (liabilities)/assets disposed	(1,950)	29,458
Non-controlling interests	1,078	(17,911)
Net assets disposed	130	14,640
Excluding: Cash and cash equivalents of subsidiary companies disposed	(2,100)	(3,066)
Deferred sales proceeds	(598)	-
Partial disposal of shares in subsidiary companies #	70,065	93,847
Gain arising from disposal	1,942	299
Loss arising from disposal	(1,474)	(1,661)
Cash flow on disposal (net of cash in subsidiary companies disposed)	<u>67,965</u>	<u>104,059</u>

These are proceeds from partial disposal of shares in subsidiary companies that do not result in loss of control.

c) Analysis of the payments for acquisition of property, plant and equipment:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Payment for current year acquisition (Note 3)	471,259	310,797	259	363
Payment for previous year acquisition	27,680	5,269	-	-
	<u>498,939</u>	<u>316,066</u>	<u>259</u>	<u>363</u>

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2023

Notes (continued):

d) Analysis of the effects of subsidiary companies acquired:

	Group	
	2023 RM'000	2022 RM'000
Property, plant and equipment	1,760	-
Right-of-use assets	549	-
Other intangible assets	10,859	-
Other assets acquired, excluding cash and cash equivalents	4,221	1,454
Cash and cash equivalents acquired	2,959	209
Other liabilities	(2,715)	-
Non-controlling interests	(403)	(884)
Net assets acquired	17,230	779
Goodwill on consolidation	6,098	287
Negative goodwill on consolidation	(124)	-
Total cost of acquisition	23,204	1,066
Deferred purchase consideration	(11,317)	-
Fair value of the equity interests previously owned at the date of acquisition	(6,567)	(803)
Excluding: Cash and cash equivalents of subsidiary companies acquired	(2,959)	-
Acquisition of additional interest in subsidiary companies	231,158	64,618
Cash flow on acquisition (net of cash in subsidiary companies acquired)	233,519	64,881

e) Acquisition of other non-current assets and intangible assets includes payments for acquisition of right-of-use assets, land held for property development and intangible assets.

f) Other payments include deposit paid for acquisition of land and the other receipts in the previous financial year include deposit received for proposed disposal of joint ventures.

g) The total cash outflows for leases were as follows:

	Group	
	2023 RM'000	2022 RM'000
Total cash outflow for leases:		
- payment for principal portion of lease liabilities	249,417	243,044
- interest paid on lease liabilities	89,265	75,487
- payment of expenses relating to short term leases	19,472	22,908
- payment of expenses relating to leases of low-value assets	536	667
- variable lease payments	44,348	19,849
	403,038	361,955

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2023

Notes (continued):

h) Reconciliation of liabilities arising from financing activities:

Group	Medium term	Term loans	Hire purchase	Total
	notes and Sukuk Wakalah MTNs	and other loans **	liabilities	
	RM'000	RM'000	RM'000	RM'000
At 1 July 2022	1,156,435	3,848,013	54,169	5,058,617
Drawdown of borrowings	138,450	1,663,172	-	1,801,622
Additional hire purchase liabilities	-	-	9,460	9,460
Issuance of RCLs by a subsidiary company	-	40,366	-	40,366
Repayment of borrowings	(127,650)	(944,173)	(14,486)	(1,086,309)
Accretion of interest/ charge out of deferred transaction costs	234	34,185	-	34,419
Conversion to share capital in a subsidiary company	-	(2,694)	-	(2,694)
Derivative liability	-	(26,673)	-	(26,673)
Transfer to disposal group	-	(156,945)	(1,356)	(158,301)
Exchange differences	-	87,774	4,220	91,994
At 30 June 2023	<u>1,167,469</u>	<u>4,543,025</u>	<u>52,007</u>	<u>5,762,501</u>
At 1 July 2021	1,183,573	3,713,395	64,350	4,961,318
Drawdown of borrowings	558,850	1,185,080	-	1,743,930
Additional hire purchase liabilities	-	-	2,737	2,737
Repayment of borrowings	(586,560)	(1,023,471)	(12,504)	(1,622,535)
Accretion of interest/ charge out of deferred transaction costs	572	10,941	-	11,513
Derivative liability	-	(32,293)	-	(32,293)
Exchange differences	-	(5,639)	(414)	(6,053)
At 30 June 2022	<u>1,156,435</u>	<u>3,848,013</u>	<u>54,169</u>	<u>5,058,617</u>

** The term loans and other loans are excluding bank overdraft.

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2023

Notes (continued):

h) Reconciliation of liabilities arising from financing activities (continued):

Company	Term loans and other loans	Hire purchase liabilities	Total
	RM'000	RM'000	RM'000
At 1 July 2022	791,962	1,039	793,001
Drawdown of borrowings	545,746	-	545,746
Repayment of borrowings	(226,580)	(494)	(227,074)
Charge out of deferred transaction costs	6,636	-	6,636
At 30 June 2023	<u>1,117,764</u>	<u>545</u>	<u>1,118,309</u>
At 1 July 2021	949,054	1,779	950,833
Drawdown of borrowings	49,782	-	49,782
Repayment of borrowings	(213,165)	(740)	(213,905)
Charge out of deferred transaction costs	6,291	-	6,291
At 30 June 2022	<u>791,962</u>	<u>1,039</u>	<u>793,001</u>

* The comparative cash and cash equivalents at beginning of the year have been restated to include the monies held in debt service reserve accounts as a component of cash and cash equivalents, in accordance with the decision reached by the International Financial Reporting Standards ("IFRS") Interpretation Committee, which was published in International Financial Reporting Interpretations Committee ("IFRIC") Update in April 2022.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

1. CORPORATE INFORMATION

The principal activities of the Company are investment holding, provision of management services and lottery operations.

The principal activities of the subsidiary companies consist of:

- (i) Financial services;
- (ii) Marketing of consumer products and services;
- (iii) Motor trading and distribution and provision of after-sales services;
- (iv) Environmental and clean technology services;
- (v) Food and beverage;
- (vi) Property development and investment;
- (vii) Development and operation of hotels, resorts and other recreational activities;
- (viii) Gaming operations comprising lottery operations, Toto betting, provision of software support and development, manufacturing and distribution of computerised wagering and voting systems;
- (ix) Telecommunication and information technology related services, solutions and products; and
- (x) Investment holding and others.

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

The registered office of the Company is located at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No.1 Jalan Imbi, 55100 Kuala Lumpur. The principal place of business of the Company is located at Level 12, Berjaya Times Square, No.1 Jalan Imbi, 55100 Kuala Lumpur.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 27 October 2023.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

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

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

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies

2.2.1 Subsidiaries and basis of consolidation

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

Subsidiary companies are those investees controlled by the Group. The Group controls an investee if and only if the Group has all the following:

- (1) power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- (2) exposure, or rights, to variable returns from its investment with the investee; and
- (3) the ability to use its power over the investee to affect its returns.

When the Group has less than a majority of the voting rights of an investee, the Group considers the following in assessing whether or not the Group has power over the investee:

- (1) the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- (2) potential voting rights held by the Group, other vote holders or other parties;
- (3) contractual arrangement with the other vote holders of the investee;
- (4) rights arising from other contractual arrangements; and
- (5) any additional facts and circumstances that indicate that the Group has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Subsidiary companies are consolidated using the acquisition method of accounting except for the business combination with Berjaya Group Berhad ("BGroup"), which is accounted for under the pooling of interests method as the business combination of this subsidiary company involved an entity under common control.

Under the pooling of interests method of accounting, the results of the entities under common control are presented as if the entities had been combined throughout the current and previous financial years. The difference between the cost of acquisition and the nominal value of the share capital and reserves acquired are reflected within equity as merger reserve or merger deficit, as the case may be.

Under the acquisition method of accounting, subsidiary companies are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until that date such control ceases.

The cost of acquisition of a subsidiary company depends on whether it is a business combination, in accordance to the specifications in MFRS 3: Business Combinations, or not. If it is not a business combination, the cost of acquisition consists of the consideration transferred ("CT"). The CT is the sum of fair values of the assets transferred by the Group, the liabilities incurred by the Group to the former owners of the acquiree and the equity instruments issued by the Group in exchange for control of the acquiree on the date of acquisition and any contingent consideration. For an acquisition that is not a business combination, the acquisition-related costs can be capitalised as part of the cost of acquisition. If it is a business combination, the cost of acquisition (or specifically, the cost of business combination) consists of CT, the amount of any non-controlling interests in the acquiree, and the fair value of the Group's previously held equity interest in the acquiree. For an acquisition that is a business combination, the acquisition-related costs are recognised in profit or loss as incurred.

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

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.1 Subsidiaries and basis of consolidation (continued)

Any excess of the cost of business combination, as the case may be, over the net amount of the fair value of identifiable assets acquired and liabilities assumed is recognised as goodwill. For business combinations, provisions are made for the acquiree's contingent liabilities existing at the date of acquisition as the Group deems that it is probable that an outflow of resources embodying economic benefits will be required to settle the obligations.

Any excess in the Group's interest in the net fair value of the identifiable assets acquired and liabilities assumed over the cost of business combination is recognised immediately in profit or loss.

The contingent consideration to be transferred by the acquirer will be recognised at fair value at the date of acquisition. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with corresponding adjustments against goodwill. Measurement period adjustments are adjustments that arise from additional information obtained during the 'measurement period' (which cannot exceed one year from the date of acquisition) about the facts and circumstances that existed at the date of acquisition. The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or a liability is re-measured at subsequent reporting dates in accordance with MFRS 9: Financial Instruments or MFRS 137: Provisions, Contingent Liabilities and Contingent Assets, as appropriate with the corresponding gain or loss being recognised in profit or loss.

Uniform accounting policies are adopted in the consolidated financial statements for similar transactions and other events in similar circumstances. In the preparation of the consolidated financial statements, the financial statements of all subsidiary companies are adjusted for the material effects of dissimilar accounting policies. Intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation except for unrealised losses, which are not eliminated when there are indications of impairment.

Profit or loss and each component of other comprehensive income are attributed to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

Non-controlling interests represent the equity in subsidiary companies not attributable, direct or indirectly, to the Group which consist of the amount of those non-controlling interests at the date of original combination, and the non-controlling interests' share of changes in the equity since the date of the combination.

Non-controlling interests are presented in the consolidated statement of financial position within equity, separately from the equity of the owners of the parent.

Equity instruments and equity components of hybrid financial instruments issued by subsidiary companies but held by the Group will be eliminated on consolidation. Any difference between the cost of investment and the value of the equity instruments or the equity components of hybrid financial instruments will be recognised immediately in equity upon elimination.

When there is share buyback by a subsidiary company, the accretion of the Group's interest is recognised as a deemed acquisition of additional equity interest in the subsidiary company. Any differences between the consideration of the share buyback over the Group's revised interest in the net fair value of the identifiable assets acquired and liabilities assumed is recognised directly in equity attributable to owners of the parent.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.1 Subsidiaries and basis of consolidation (continued)

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

When the Group loses control of a subsidiary company, a gain or loss calculated as the difference between:

- (1) the aggregate of the fair value of the consideration received and the fair value of any retained interest; and
- (2) the carrying amount of the assets (including goodwill), and liabilities of the subsidiary company and any non-controlling interest at the date when control is lost;

is recognised in profit or loss. The subsidiary company's cumulative gain or loss which has been recognised in other comprehensive income and accumulated in equity are reclassified to profit or loss or where applicable, transferred directly to retained earnings. Any investment retained is recognised at fair value.

In the Company's separate financial statements, investments in subsidiary companies are stated at cost less impairment losses.

2.2.2 Associated companies and joint ventures

Associated companies are entities in which the Group has significant influence. Significant influence is the power through board representations to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

Investments in unquoted associated companies and joint ventures are accounted for in the consolidated financial statements using the equity method of accounting based on the latest audited financial statements and supplemented by management financial statements of the associated companies and the joint ventures made up to the Group's financial year end.

Investments in quoted associated companies which have the same financial year end as the Group's financial year end are accounted for in the consolidated financial statements using the equity method of accounting based on the latest financial statements announced in the respective stock exchanges.

Investment in quoted associated companies which have different reporting date from the Group are accounted for in the consolidated financial statements using the equity method of accounting based on the latest audited financial statements and supplemented by latest quarterly financial statements, made up to a period end of no more than three months difference with the Group's reporting date, announced in the respective stock exchanges.

Uniform accounting policies are adopted for like transactions and events in similar circumstances upon applying equity method of accounting.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.2 Associated companies and joint ventures (continued)

After application of the equity method, the Group determines whether it is necessary to recognise impairment loss on its investment in its associated companies and joint ventures. At each reporting date, the Group determines whether there is objective evidence that the investment in the associated companies and joint ventures is impaired. If there is such evidence, the Group recognises the difference between the recoverable amount of the associated company or joint venture and its carrying value as impairment loss in profit or loss.

On acquisition of an investment in associated company or joint venture, any excess of the cost of investment over the Group's share of the net fair value of the identifiable assets acquired and liabilities assumed of the investee is recognised as goodwill and included in the carrying amount of the investment and is not amortised.

Any excess of the Group's share of net fair value of the associated company's or the joint venture's identifiable assets acquired and liabilities assumed over the cost of investment is included as income in the determination of the Group's share of associated company's or joint venture's profit or loss in the period in which the investment is acquired.

Under the equity method, the investment in an associated company or a joint venture is recognised at cost on initial recognition, and the carrying amount is increased or decreased to recognise the Group's share of profit or loss and other comprehensive income of the associated company or the joint venture after the date of acquisition, less impairment losses. The Group's share of comprehensive income of associated companies or joint ventures acquired or disposed of during the financial year, is included in the consolidated profit or loss from the date that significant influence effectively commences or until the date that significant influence effectively ceases, as appropriate.

Unrealised gains and losses on transactions between the Group and the associated companies or the joint ventures are eliminated to the extent of the Group's interest in the associated companies or the joint ventures.

When the Group's share of losses equals or exceeds its interest in an equity accounted associated company or joint venture, including any long term interest, that, in substance, form part of the Group's net investment in the associated company or the joint venture, the carrying amount of that interest is reduced to nil and the recognition of further losses is discontinued except to the extent that the Group has legal or constructive obligations or has made payment on behalf of the associated company or the joint venture. When an associate or joint venture makes dividend distributions to the Group in excess of the Group carrying amount, the Group recognises the amount in profit or loss.

When there is share buyback by an associated company, the accretion of the Group's interest is recognised as a deemed acquisition of additional equity interest in the associated company. Any reduction of the Group's pre-acquisition reserves arising from the share buyback (i.e. Goodwill) is included in the carrying amount of the investment and is not amortised. Any increase of the Group's pre-acquisition reserves arising from the share buyback (i.e. Negative Goodwill) is included as income in the determination of the Group's share of associated company's results in the period of share buybacks.

Upon loss of significant influence over the associated company and loss of joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associated company or joint venture upon loss of significant influence or loss of joint control and the fair value of the retained investment and proceeds from the disposals is recognised in profit or loss.

In the Company's separate financial statements, investments in associated companies and joint ventures are stated at cost less impairment losses.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.3 Property, plant and equipment and depreciation

All items of property, plant and equipment are initially recorded at cost. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. Subsequent to recognition, when property, plant and equipment are required to be replaced in intervals, the Group recognises such parts as individual assets with specific useful lives. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

Subsequent to recognition, property, plant and equipment except for freehold land are stated at cost less accumulated depreciation and any accumulated impairment losses.

Bearer plants are living plants that are used in the production or supply of agriculture produce for more than one period and have remote likelihood of being sold as agriculture produce, except for incidental scrap sales. The bearer plants that are ready to bear fruits are measured at cost less accumulated depreciation and any accumulated impairment losses. Cost includes plantation expenditure incurred from land clearing to the stage of maturity. The mature bearer plants are depreciated over its remaining useful lives on a straight-line basis. The immature bearer plants are not depreciated until they are mature.

Freehold land has an unlimited useful life and therefore is not depreciated but reviewed at each reporting date to determine whether there is an indication of impairment. Capital work-in-progress are also not depreciated as these assets are not available for use.

Depreciation of other property, plant and equipment is provided for on a straight-line basis to write off the cost of each asset to its residual value over the estimated useful life, at the following annual rates:

Buildings	1.25% - 20%
Bearer plants	0.5% - 5%
Plant and equipment	5% - 33%
Computer and office equipment	10% - 67%
Renovation	2% - 33%
Furniture and fittings	5% - 33%
Motor vehicles	20% - 33%
Aircraft	Ranging from 11 to 20 years or based on flying hours
Golf course development expenditure	1% - 2%
Others *	2% - 25%

* Others comprise mainly linen, silverware, cutleries, kitchen utensils, gymnasium equipment, recreational livestock and apparatus.

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

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gains or losses on the derecognition of the asset are included in profit or loss in the year the asset is derecognised.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.4 Investment properties

Investment properties are properties which are held either to earn rentals or for capital appreciation or for both. Such properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value.

Gains or losses arising from changes in the fair values of investment properties are recognised in profit or loss in the year in which they arise.

Right-of-use asset that meets the definition of investment property is classified and accounted for as an investment property on a property-by-property basis when the Group holds it to earn rentals or for capital appreciation or both. Any such property is carried at fair value.

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

When an item of investment property carried at fair value is transferred to property, plant and equipment following a change in its use, the property's deemed cost for subsequent accounting in accordance with MFRS 116: Property, Plant and Equipment shall be its fair value at the date of change in use.

When an item of property, plant and equipment is transferred to investment properties following a change in its use, any difference arising at the date of transfer between the carrying amount of the item immediately prior to transfer and its fair value is recognised directly in other comprehensive income. However, if such fair value gain reverses a previous impairment loss, the gain is recognised in profit or loss. Upon disposal of the investment property, any surplus previously recorded in other comprehensive income is transferred to retained earnings.

When an item of property inventory or property development is transferred to investment properties following a change in its use, any difference arising at the date of transfer between the carrying amount of the item immediately prior to the transfer and its fair value is recognised in profit or loss.

2.2.5 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost, in the case of work-in-progress and finished goods, comprises raw materials, direct labour and an attributable proportion of production overheads. Cost is determined on the first-in first-out basis, the weighted average cost method, or by specific identification. Net realisable value represents the estimated selling price in the ordinary course of business less all estimated costs to completion and the estimated costs necessary to make the sale.

(1) Property inventories

Property acquired or being constructed for sale in the ordinary course of business, rather than to be held for rental or capital appreciation, is held as inventory and is measured at the lower of cost and net realisable value.

Cost includes the relevant cost of land and land use rights, development and construction costs and overheads, borrowing costs and other related costs. Net realisable value is the estimated selling price less all estimated costs to completion and the estimated costs necessary to make the sale.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.5 Inventories (continued)

(1) Property inventories (continued)

(a) Land held for property development

Inventory properties where no development activities have been carried out or where development activities are not expected to be completed within the normal operating cycle are referred to as land held for property development and classified within non-current assets.

Generally no significant development work would have been undertaken on these lands other than infrastructure work, earth work and landscape work incurred to prepare the land for development and these inventory properties are stated at cost plus incidental expenditure incurred to put the land in a condition ready for development. These inventory properties are classified to current assets at the point when active development project activities have commenced and when it can be demonstrated that the development activities can be completed within the normal operating cycle.

(b) Property development costs

Inventory properties under construction are referred to as property development costs and comprise the cost of land, direct building costs and a share of development costs common to the entire development project where applicable. Once sold, the cost of these inventories is recognised in profit or loss as and when control passes to the respective customers, either over time or at one point in time.

(c) Completed properties

Units of development properties completed and held for sale are stated at the lower of cost and net realisable value. Costs comprise costs of acquisition of land, direct building costs and other related costs.

(2) Others

Goods on consignment are included in inventories when substantially all of the principal benefits and inherent risks rest with the Group.

2.2.6 Intangible assets

(1) Goodwill

Goodwill acquired in a business combination is initially measured at cost being the excess of the cost of business combination over the Group's interest in the net fair value of the identifiable assets acquired and liabilities assumed. Following the initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is reviewed for impairment, annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.6 Intangible assets (continued)

(2) Gaming rights

The costs of gaming rights acquired in a business combination are their fair values at the date of acquisition. Following the initial recognition, the gaming rights are carried at cost less any accumulated impairment losses. The gaming rights comprise:

- a licence for Toto betting operations in Malaysia under Section 5 of the Pool Betting Act 1967 ("TBLicence") which is renewable annually; and
- trademarks, trade dress, gaming design and processes and agency network.

The TBLicence has been renewed annually since 1985.

The gaming rights - licence with indefinite useful life is not amortised but tested for impairment, annually or more frequently, when indications of impairment are identified. The useful life of gaming rights - licence is reviewed annually to determine whether the indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

(3) Trademarks

The cost of trademarks acquired represents its fair value as at the date of acquisition. Following the initial recognition, trademarks are carried at cost less any accumulated impairment losses. Trademarks, which are considered to have indefinite useful lives, are not amortised but tested for impairment, annually or more frequently when indicators of impairment are identified. The useful lives of trademarks are reviewed annually to determine whether indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

(4) Concession assets

Concession assets comprise the development expenditure for the construction of plants or structures for the concession which are not covered by a contractual guarantee from the grantor of the concession. These portions of the development expenditure represent the right to charge users of the public service. Concession assets are stated at cost less accumulated amortisation and any accumulated impairment losses. Amortisation is provided for on a straight-line basis over the period of the concession. At the end of each reporting period, the Group assesses whether there is any indication of impairment. If such indication exists, the carrying amount is assessed and written down immediately to its recoverable amount.

Borrowing costs incurred in connection with an arrangement falling within the scope of IC Interpretation 12: Service Concession Arrangements will be expensed as incurred, unless the Group recognises an intangible asset under the Interpretation. In this case, borrowing costs are capitalised in accordance with the general rules of MFRS 123: Borrowing Costs.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.6 Intangible assets (continued)

(5) Dealership rights

The cost of dealership rights acquired in a business combination is at their fair value at the date of acquisition. Following the initial recognition, the dealership rights are carried at cost less any accumulated impairment losses. The dealership rights are assessed and recognised based on the dealership agreements signed with the selected luxury brand car manufacturers that satisfied the criterion to be separately identified as intangible assets and highly likely to contribute significant future economic benefits. The dealership rights, which are considered to have indefinite useful lives, are not amortised but tested for impairment, annually or more frequently, when indications of impairment are identified. The useful lives of dealership rights are reviewed annually to determine whether indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on prospective basis.

(6) Telecommunications licences with allocated spectrum

The Group's telecommunication licences with allocated spectrum were acquired as part of a business combination. The fair value of telecommunication licences with allocated spectrum as at the date of business combination is deemed as its cost. Subsequent to recognition, telecommunication licences with allocated spectrum are carried at cost less accumulated amortisation and any accumulated impairment losses. The net carrying amount is then amortised over its remaining useful lives on a straight-line basis.

(7) Lottery business cooperation contract

Lottery business cooperation contract relates to the contributions required to be paid for the right to participate in the operation of a lottery business. These contributions are capitalised and amortised over the contract period from the date when the operation commences.

(8) Other intangible assets

(i) Computer software

Computer software acquired separately are measured on initial recognition at cost. Following the initial recognition, computer software are carried at cost less accumulated amortisation and any accumulated impairment losses. Computer software are amortised on a straight-line basis over its estimated economic useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for a computer software are reviewed at each reporting date.

(ii) Development rights fees and licence fees

Development rights fees are required to be paid for the rights to develop the franchise business in the respective countries. The development rights fees are capitalised and amortised over the period of the respective development agreement from the date the operation commences.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.6 Intangible assets (continued)

(8) Other intangible assets (continued):

(ii) Development rights fees and licence fees (continued)

Licences fees are required to be paid in respect of the opening of new outlets in the respective countries. The licences fees paid are capitalised and amortised over the period of the respective development agreement. The licence fees are amortised from the date when the respective outlet commences operations.

(iii) Customer relationships

The cost of customer relationships acquired in a business combination is measured at their fair value at the date of acquisition. Following the initial recognition, the customer relationships are carried at cost less accumulated amortisation and any accumulated impairment losses. The customer relationships with finite lives are amortised on a straight-line basis over their useful economic lives and assessed for impairment whenever there is an indication that the customer relationships may be impaired.

2.2.7 Impairment of non-financial assets

The carrying amounts of the Group's non-financial assets, other than investment properties, inventories, deferred tax assets and non-current assets (or disposal groups) held for sale, are reviewed at each reporting date to determine whether there is an indication of impairment. If any indication exists, the asset's recoverable amount is estimated to determine the amount of impairment loss.

For goodwill, intangible assets that have indefinite useful lives and intangible assets that are not yet available for use, the recoverable amount is estimated at each reporting date or more frequently when there is any indication of impairment.

For the purpose of impairment testing of these assets, recoverable amount is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. If this is the case, recoverable amount is determined for the Cash-generating unit ("CGU") to which the asset belongs to. Goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's CGUs, or groups of CGUs, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

An asset's recoverable amount is the higher of an asset's or CGU's fair value less cost to sell ("FVLCTS") and its value in use ("VIU"). In assessing VIU, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis.

An impairment loss is recognised in profit or loss in the period in which it arises, unless the asset is carried at a revalued amount, in which case the impairment loss is accounted for as a revaluation decrease to the extent that the impairment loss does not exceed the amount held in the fair value reserve for the same asset.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.7 Impairment of non-financial assets (continued)

Impairment loss on goodwill is not reversed in a subsequent period. An impairment loss for an asset other than goodwill is reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying amount of an asset other than goodwill is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised for the asset in prior years. A reversal of impairment loss for an asset other than goodwill is recognised in profit or loss, unless the asset is carried at revalued amount, in which case, such reversal is treated as a revaluation increase.

2.2.8 Fair value measurement

The Group measures financial instruments, such as, short-term investments, derivatives and certain non-financial assets such as investment properties, at fair value at each reporting date.

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

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

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

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

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

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

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, based on the lowest level input that is significant to the fair value measurement as a whole as described in Note 39.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.9 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(1) Financial assets

Initial recognition and measurement

Financial assets are recognised when, and only when, the entity becomes party to the contractual provisions of the instruments.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e. the date that the Group commits to purchase or sell the asset.

The classification of financial assets at initial recognition depends on:

- (a) the financial asset's contractual cash flow characteristics; and
- (b) the Group's business model for managing them.

Financial assets are classified, at initial recognition, and subsequently measured at amortised cost, fair value through other comprehensive income, and fair value through profit or loss.

Classification of financial assets are determined on initial recognition and are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change of the business model. Such changes are expected to be very infrequent.

With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

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

Subsequent measurement

Subsequent measurement of financial assets depends on its classification. The classification of financial assets are described below:

(a) Amortised cost

This category comprises financial assets that are held within a business model whose objective is to hold assets to collect contractual cash flows and its contractual terms give rise to cash flows on specified dates that are solely payments of principal and interest ("SPPI") on the principal amount outstanding.

Subsequent to initial recognition, the amortised cost of a financial asset is the amount at initial recognition minus principal repayments plus cumulative amortisation using the effective interest method and reduced by any impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.9 Financial instruments (continued)

(1) Financial assets (continued)

Subsequent measurement (continued)

(b) Fair value through other comprehensive income ("FVTOCI")

Debt instruments

This category comprises investments in debt instrument, which are held within a business model whose objective is collecting contractual cash flows and selling the debt investments, and its contractual terms give rise to cash flows on specified dates that are SPPI on the principal amount outstanding. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment losses or reversals are recognised in profit or loss. Fair value changes are recognised in other comprehensive income.

On derecognition of these financial assets, the fair value changes accumulated in other comprehensive income are recycled to profit or loss.

Equity instruments

This category comprises investments in equity instrument that are not held for trading, and where the Group irrevocably elects to account for subsequent changes in the investments' fair value in other comprehensive income. This election is made on an investment-by-investment basis. Dividends are recognised as income in profit or loss unless the dividends clearly represent part recovery of the cost of investment. Other net gains and losses are recognised in other comprehensive income.

On derecognition of these financial assets, fair value changes and other net gains and losses accumulated in other comprehensive income are not recycled to profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.9 Financial instruments (continued)

(1) Financial assets (continued)

Subsequent measurement (continued)

(c) Fair value through profit or loss ("FVTPL")

All financial assets not classified as amortised cost or fair value through other comprehensive income as described above are classified as fair value through profit or loss. This includes derivative financial assets (except for derivatives that are designated as effective hedging instruments). On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be classified as financial asset at amortised cost or at fair value through other comprehensive income, as a financial asset at fair value through profit or loss, if doing so, eliminates or significantly reduces an accounting mismatch that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

Financial assets at fair value through profit or loss are carried in the statements of financial position at fair value with net changes in fair value recognised in profit or loss. Other net gains or losses, including any interest or dividend income, are also recognised in profit or loss.

All financial assets, except for those measured at fair value through profit or loss and equity investments measured at fair value through other comprehensive income, are subject to impairment assessment.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

- (i) The contractual rights to receive cash flows from the asset have expired; or
- (ii) The Group has transferred its rights to receive the cash flows from the assets and has transferred substantially all risks and rewards related to the asset; or
- (iii) The Group has transferred its rights to receive the cash flows from the assets and has not retained control of the assets; or
- (iv) The Group has assumed an obligation to pay the cash flows from the asset in full without material delay to a third party under a 'pass-through' arrangement.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a 'pass-through' arrangement, but is not able to derecognise the asset, the Group has to continue recognising the transferred asset to the extent of its continuing involvement and to recognise an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.9 Financial instruments (continued)

(2) Financial liabilities

Initial recognition and measurement

Financial liabilities are recognised when, and only when, the entity becomes party to the contractual provisions of the instruments.

Financial liabilities are classified, at initial recognition, as financial liabilities at amortised cost or financial liabilities at fair value through profit or loss.

The Group initially measures a financial liability at its fair value minus, in the case of a financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the issue of the financial liability.

Subsequent measurement

The Group measures the financial liabilities depending on their classification, as described below:

(a) Amortised cost

Financial liabilities are measured at amortised cost using the effective interest method, which allocates interest expenses at a constant rate over the term of the financial liabilities. The effective interest rate is calculated at initial recognition and is the rate that exactly discounts the estimated future cash flows (including all fees and points paid that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability to the amortised cost of a financial liability.

Subsequent to initial recognition, the amortised cost of a financial liability is the amount at initial recognition minus repayments, plus the cumulative amortisation using the effective interest method.

Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process.

(b) Fair value through profit or loss

The fair value through profit or loss category comprises financial liabilities that are either held for trading or are designated as fair value through profit or loss to eliminate or significantly reduce a measurement or recognition inconsistency that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. This includes derivative financial liabilities (except for derivatives that are designated as effective hedging instruments). The changes in fair value of these financial liabilities are recognised in profit or loss.

Derecognition

A financial liability is derecognised when the obligation under the liability expires, or is discharged or cancelled. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such a replacement or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.9 Financial instruments (continued)

(3) Offsetting of financial instruments

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

2.2.10 Impairment of financial assets

The Group recognises loss allowances for expected credit losses (“ECLs”) on financial assets measured at amortised cost, debt investments measured at fair value through other comprehensive income, contract assets and lease receivables.

ECLs are the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are part of the contractual terms.

ECLs are recognised in two stages. For credit exposures where there have not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures where there have been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and contract assets, the Group applies the simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

For debt instruments at fair value through other comprehensive income, the Group applies the low credit risk simplification. At every reporting date, the Group evaluates whether the debt instrument is considered to have low credit risk using all reasonable and supportable information that is available without undue cost or effort. In making that evaluation, the Group reassesses the internal credit rating of the debt instrument. In addition, the Group considers that there has been a significant increase in credit risk when contractual payments are more than 30 days past due.

The Group recognises impairment loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account, except for investments in debt instruments that are measured at fair value through other comprehensive income, for which the loss allowance is recognised in profit or loss and accumulated in the fair value reserve.

In certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.11 Contract cost assets

(1) Incremental costs of obtaining a contract

The incremental costs of obtaining a contract are those costs that the Group incurs to obtain a contract with a customer which they would not have incurred if the contract had not been obtained. The incremental costs of obtaining a contract with a customer are recognised as contract cost assets when the Group expects those costs are recoverable.

(2) Costs to fulfil a contract

The costs incurred in fulfilling a contract with a customer which are not within the scope of another MFRSs, such as MFRS 102: Inventories, MFRS 116: Property, Plant and Equipment or MFRS 138: Intangible Assets, are recognised as contract cost assets when all of the following criteria are met:

- (a) the costs relate directly to a contract or to an anticipated contract that can be specifically identified;
- (b) the costs generate or enhance resources of the Group that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and
- (c) the costs are expected to be recovered.

Contract cost assets are amortised on a systematic basis that is consistent with the transfer to the customer of the goods or services to which the asset relates. The amortisation shall be updated subsequently to reflect any significant change to the expected timing of transfer to the customer of the goods or services to which the asset relates in accordance with MFRS 108: Accounting Policies, Changes in Accounting Estimate and Errors.

Impairment loss is recognised in profit or loss to the extent that the carrying amount of the contract cost exceeds:

- (a) the remaining amount of consideration that the Group expects to receive in exchange for the goods or services to which the asset relates; less
- (b) the costs that relate directly to providing those goods or services and that have not been recognised as expenses.

Before an impairment loss is recognised for contract cost assets, the Group shall recognise any impairment loss for assets related to the contract that are recognised in accordance with another MFRSs, such as MFRS 102, MFRS 116 and MFRS 138. The Group shall include the resulting carrying amount of the contract cost assets in the carrying amount of the CGU to which it belongs for the purpose of applying MFRS 136: Impairment of Assets to that CGU.

An impairment loss is reversed when the impairment conditions no longer exist or have improved. Such reversal is recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.12 Contract assets and liabilities

A contract asset is the right of the Group to consideration in exchange for goods or services that it has transferred to the customer when that right is conditional upon future performance but not through the passage of time. If the Group has performed its obligation by transferring goods or services to a customer before the customer pays consideration and before payment is due, a contract asset is recognised and presented net of any amounts that has been recognised as receivables. Contract asset is the excess of cumulative revenue earned or recognised in profit or loss over the billings to date to the customer. Contract assets are subject to impairment assessment in accordance of MFRS 9.

A contract liability is the obligation of the Group to transfer goods and services to a customer for which it has received consideration or an amount of consideration is due from the customer. If a customer pays consideration, such as advance payment and down payments, or the Group has a right to an amount of consideration that is unconditional before it transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs its obligation under the contract. Contract liability is the excess of the billings to date to the customer over the cumulative revenue earned or recognised in profit or loss.

2.2.13 Cash and cash equivalents

Cash comprises cash in hand, at bank and short term deposits with a maturity of three months or less. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value, against which the bank overdrafts, if any, are deducted.

The Group has excluded clients' monies and remisiers' deposits held in trust by the stockbroking subsidiary company from cash and cash equivalents of the Group.

2.2.14 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic resources will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

2.2.15 Government grants

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and all conditions attached will be met. Government grants related to assets, shall be presented in the statements of financial position by setting up the grant as deferred income. Grants that compensate the Group for expenses incurred are recognised as income over the periods necessary to match the grant on a systematic basis to the costs that it is intended to compensate. Grants that compensate the Group for the cost of an asset are recognised as income on a systematic basis over the useful life of the asset.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.16 Leases

A lease, as defined in MFRS 16: Leases, is a contract or part of a contract that conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Group assesses at inception of a contract whether a contract is, or contains, a lease in accordance to MFRS 16.

(1) Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use (“ROU”) assets representing the right to use the underlying assets.

ROU assets

The Group recognises ROU assets at the commencement date of the lease i.e. the date the underlying asset is available for use. ROU assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of ROU assets includes the amount of lease liabilities recognised, initial direct costs incurred, estimated cost to dismantle/restore the underlying asset, and lease payments made at or before the commencement date less any lease incentives received.

ROU assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. In the case where the lease transfers the ownership of the underlying asset to the Group by the end of the lease term or if the cost of the ROU asset implies that the Group will exercise a purchase option, depreciation is calculated using the estimated useful life of the underlying asset. The depreciation periods are as follows:

Leasehold land	17 to 999 years
Buildings	1 to 60 years
Plant and other equipment	1 to 20 years
Aircraft and others	1 to 20 years

‘Lease term’ refers to the non-cancellable period of a lease plus: (i) the period covered by an option to extend the lease if the Group is reasonably certain to exercise; and (ii) the period covered by an option to terminate if the Group is reasonably certain not to exercise.

The ROU assets are also subject to impairment assessment.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.16 Leases (continued)

(1) Group as a lessee (continued)

Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group, and payments of penalties for termination (if the lease term reflects the Group exercising the option to terminate the lease).

Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a reassessment (e.g. change in the lease term) or lease modification (e.g. change in scope of lease).

Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of asset (i.e. those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low-value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Sale and leaseback transactions

A sale and leaseback transaction is one where an entity (seller-lessee) transfers an asset to another entity (buyer-lessor) for consideration and then leases the asset back. The transfer is tested under MFRS 15 at the date of the transaction whether a performance obligation is satisfied for the transfer to be accounted for as a sale. If the transfer qualifies as a sale, the underlying asset is derecognised and a ROU asset with a corresponding liability is recognised equal to the retained interest in the asset. Any gain or loss is recognised immediately in profit or loss for the interest in the asset transferred to the lessor. If the transaction does not qualify as sale under MFRS 15, the transfer proceeds is accounted for as a financial liability in accordance with MFRS 9.

Gains and losses arising from sale and leaseback transactions whereby the lease is an operating lease are recognised immediately in profit or loss based on the fair value of the asset transferred. Where the sale price is below the fair value, the difference is accounted for as a prepayment of lease payments. Where the sale price is above fair value, the excess over fair value is accounted for as additional financing provided by the buyer-lessor to the seller-lessee.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.16 Leases (continued)

(2) Group as a lessor

As a lessor, the Group determines at lease inception whether each lease is a finance lease or an operating lease. To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset to the lessee.

Operating lease

Leases in which the Group retains substantially all the risks and rewards incidental to ownership of the underlying asset are classified as operating leases. Lease income from operating lease is accounted for on a straight-line basis or another systematic basis if another systematic basis is more representative of the pattern of benefit received. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as lease income. The underlying asset of an operating lease is included in the statements of financial position based on the nature of the asset.

Contingent rents are recognised in profit or loss in the period in which they are earned.

Finance lease

A finance lease is a lease contract which transfers substantially all the risks and rewards incidental to ownership of an underlying asset to the lessee. At commencement of the contract, the Group recognises the finance lease as a receivable at an amount equal to the net investment in the lease. The net investment of a lease is the present value of the gross investments which includes fixed payments (including in-substance fixed payments) less any lease incentives payable, variable lease payments that depend on an index or a rate, residual value guarantees, exercise price of a purchase option and penalties for termination which are reasonably certain to be received.

Subsequent to the commencement date, finance income is recognised over the lease term on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease.

Contingent rents from finance lease are recognised in profit or loss in the period in which they are earned.

2.2.17 Non-current assets (or disposal groups) held for sale and discontinued operation

Non-current assets (or disposal groups) are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary.

Immediately before classification as held for sale, the measurement of the non-current assets (or all the assets and liabilities in a disposal group) is brought up-to-date in accordance with applicable MFRSs. Thereafter, non-current assets or disposal groups (other than investment properties, deferred tax assets, employee benefits assets and financial assets) are measured in accordance with MFRS 5: Non-current Assets Held for Sale and Discontinued Operations that is at the lower of carrying amount and FVLCTS. Any differences are included in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.17 Non-current assets (or disposal groups) held for sale and discontinued operation (continued)

A component of the Group is classified as a discontinued operation when the criteria to be classified as held for sale have been met or it has been disposed of and such a component represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose a separate major line of business or geographical area of operations, or is a subsidiary company acquired exclusively with a view to resale.

2.2.18 Irredeemable convertible unsecured loan stocks ("ICULS")

ICULS are regarded as compound instruments which consist of an equity component and a liability component.

When the ICULS, which were previously acquired and held by the Group, are reissued at values which are different from the nominal value of the ICULS, the differences would be taken to profit or loss if the ICULS are classified as a liability instrument or to equity if the ICULS are classified as an equity instrument.

2.2.19 Warrants

Warrants issued by the Company are classified as equity instrument and it is allocated its value based on the closing price of the first trading day, if the warrant is listed, or estimated using option pricing models, if the warrant is not listed.

The issuance of ordinary shares upon exercise of the warrants is treated as new subscription of ordinary shares for the consideration equivalent to the exercise price of the warrants.

2.2.20 Equity instruments

Ordinary shares are classified as equity. Dividends on ordinary shares are recognised in equity in the period in which they are approved for payment.

The transaction costs of an equity transaction are accounted for as a deduction from equity. Equity transaction costs comprise only those incremental external costs directly attributable to the equity transaction which would otherwise have been avoided.

The consideration paid, including attributable transaction costs on repurchased ordinary shares of the Company that have not been cancelled, are classified as treasury shares and presented as a deduction from equity. No gain or loss is recognised in profit or loss on the sale, reissuance or cancellation of treasury shares. Consideration paid or received is recognised directly in equity.

2.2.21 Borrowing costs

Borrowing costs are capitalised as part of the cost of a qualifying asset if they are directly attributable to the acquisition, construction or production of that asset. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditure and borrowing costs are incurred. Borrowing costs are capitalised until the assets are substantially completed for their intended use or sale.

All other borrowing costs are recognised in profit or loss in the period they are incurred. Borrowing costs consist of interest and other costs that the Group incurred in connection with the borrowing of funds.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.22 Financial guarantee contracts

A financial guarantee contract is a contract that requires the guarantor to make specified payments to reimburse the holder of a guarantee for a loss it incurs because a specified guaranteed debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantee contract is recognised as a financial liability at the time the guarantee is issued. The liability is initially measured at fair value. The fair value of a financial guarantee contract is the present value of the difference between the net contractual cash flows required under a debt instrument, and the net contractual cash flows that would have been required without the guarantee. The present value is calculated using a risk free rate of interest.

At the end of each subsequent reporting period, financial guarantees are measured at the higher of:

- (i) the amount of the loss allowance determined in accordance with ECL; and
- (ii) the amount initially recognised less cumulative amount of income recognised, where appropriate.

2.2.23 Contingencies

A contingent liability or asset is a possible obligation or asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of uncertain future event(s) not wholly within the control of the Group.

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

2.2.24 Current and non-current classification

The Group presents assets and liabilities in the statements of financial position based on current and non-current classification.

An asset is classified as current when it is:

- (i) expected to be realised or intended to be sold or consumed in normal operating cycle;
- (ii) held primarily for the purpose of trading;
- (iii) expected to be realised within 12 months after the reporting period; or
- (iv) cash and cash equivalents unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- (i) it is expected to be settled in normal operating cycle;
- (ii) it is held primarily for the purpose of trading;
- (iii) it is due to be settled within 12 months after the reporting period; or
- (iv) there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.25 Revenue recognition

MFRS 15 establishes a five-step model that will apply to revenue arising from contracts with customers.

The core principle of MFRS 15 is that an entity should recognise revenue which depicts the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

The Group recognises revenue from contracts with customers based on the five-step model as set out below:

- (i) Identify contract(s) with a customer. A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations. A contract falls within the scope of MFRS 15 if it meets all the criteria sets out in this standard.
- (ii) Identify performance obligations in the contract. A performance obligation is a promise in a contract with a customer to transfer goods or services to the customer.
- (iii) Determine the transaction price. The transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.
- (iv) Allocate the transaction price to the performance obligations in the contract. For a contract that has more than one performance obligation, the Group needs to allocate the transaction price to each performance obligation on a relative stand-alone selling price basis.
- (v) Recognise revenue when the Group satisfies a performance obligation or as the Group is satisfying a performance obligation by transferring a promised good or service (i.e. an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset.

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

- (a) Provides benefits that the customer simultaneously receives and consumes as the Group performs; or
- (b) Creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- (c) Does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to-date.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.25 Revenue recognition (continued)

The recognition of other classes of revenue that are not within the scope of MFRS 15 are set out below:

(1) Lease income

Lease income is recognised on the basis as detailed in Note 2.2.16(2).

(2) Dividend income

Dividend income is recognised when the shareholders' rights to receive the dividend payment are established.

(3) Interest income

Interest income is recognised on an accrual basis using the effective interest method unless recoverability is in doubt, or where a loan is considered to be non-performing in which case the recognition of interest is suspended. Subsequent to suspension, interest is recognised on receipt basis until all arrears have been paid except for margin accounts where interest is suspended until the account is reclassified as performing.

Interest income from investments in bonds, government securities and loan stocks are recognised on a time proportion basis that takes into account the effective yield of the asset.

(4) Other income

All other income are recognised on accrual basis.

2.2.26 Foreign currencies

(1) Functional and presentation currency

The individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates (i.e. functional currency). The financial statements are presented in RM, which is also the Company's functional currency.

(2) Foreign currency transactions

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency (i.e. foreign currencies) are recorded in the functional currencies using the exchange rates prevailing at the dates of the transactions. At each reporting date, monetary items denominated in foreign currencies are translated at the rates prevailing on the reporting date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured at historical cost in a foreign currency are translated using the exchange rate at the date of initial transaction.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.26 Foreign currencies (continued)

(2) Foreign currency transactions (continued)

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are included in profit or loss for the period except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operations. These are initially taken directly to the foreign currency translation reserve within equity until the disposal of the foreign operations, at which time they are recognised in profit or loss. Exchange differences arising on monetary items that form part of the Company's net investment in foreign operations are recognised in profit or loss of the Company's financial statements or the individual financial statements of the foreign operation, as appropriate.

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

(3) Foreign operations

The results and financial position of foreign operations that have a functional currency different from the presentation currency of the consolidated financial statements are translated into RM as follows:

- Assets and liabilities for each statement of financial position presented are translated at the closing rate prevailing at the reporting date;
- Income and expenses for each statement of profit or loss and statement of comprehensive income are translated at average exchange rates for the reporting period, which approximate the exchange rates at the dates of the transactions; and
- All resulting exchange differences are recognised in other comprehensive income and accumulated in a separate component of equity under the header of foreign currency translation reserve.

Goodwill and fair value adjustments arising on the acquisition of foreign operations on or after 1 May 2006 are treated as assets or liabilities of the foreign operations and are recorded in the functional currency of the foreign operations and translated at the closing rate at the reporting date.

Goodwill and fair value adjustments which arose on the acquisition of foreign subsidiary companies before 1 May 2006 are deemed to be assets or liabilities of the parent company and are recorded in RM at the rates prevailing at the date of acquisition.

2.2.27 Employee benefits

(1) Short term benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the reporting period in which the associated services are rendered by employees of the Group. Short term accumulating compensated absences such as paid annual leave are recognised when services are rendered by employees that increase their entitlement to future compensated absences. Short term non-accumulating compensated absences such as sick leave are recognised when the absences occur.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.27 Employee benefits (continued)

(2) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities or funds and will have no legal or constructive obligation to pay further contributions if any of the funds do not hold sufficient assets to pay all employee benefits relating to employee services in the current and preceding financial years. Such contributions are recognised as an expense in profit or loss as incurred. As required by law, companies in Malaysia make such contributions to the Employees Provident Fund. Some of the Group's foreign subsidiary companies also make contributions to the statutory pension schemes of their respective countries.

(3) Defined benefit plans

A defined benefit plan is a pension plan that defines an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and salary.

(a) Funded defined benefit plan

Certain foreign subsidiary companies of the Group provide funded pension benefits to its eligible employees.

The legal obligation for any benefits from this kind of pension plan remains with the Group even if plan assets for funding the defined benefit plan have been acquired. Plan assets may include assets specifically designated to a long term benefit fund, as well as qualifying insurance policies.

The Group's net obligations in respect of defined benefit plans for certain foreign subsidiary companies are calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods.

The liability recognised in the statements of financial position for defined benefit plans is the discounted present value of the defined benefit obligation using an appropriate discount factor at the reporting date less the fair value of plan assets. The discount rate is the market yield at the reporting date on high quality corporate bonds or government bonds. The calculation is performed by independent actuaries using the projected unit credit method.

Re-measurements, comprising actuarial gains and losses, the effect of limiting a net defined benefit asset to the asset ceiling (excluding net interest, if applicable) and the return on plan assets (excluding net interest), are recognised immediately in the statements of financial position with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- (i) the date of the plan amendment or curtailment; and
- (ii) the date that the Group recognises restructuring related costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises service costs and net interest expense or income in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.27 Employee benefits (continued)

(3) Defined benefit plans (continued)

(b) Unfunded defined benefit plan

Certain local subsidiary companies within the Group operate unfunded defined retirement benefit schemes for their eligible employees. The obligation recognised in the statements of financial position under the scheme is calculated by independent actuaries using the projected unit credit method.

Re-measurements, comprising actuarial gains and losses are recognised immediately in the statements of financial position with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

- (i) the date of the plan amendment or curtailment; and
- (ii) the date that the Group recognises restructuring related costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises service costs and net interest expense or income in profit or loss.

The present value of the obligation under the scheme is determined by discounting the estimated future cash outflows using interest rates of high quality corporate bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating the terms of the related post-employment benefit obligation.

(4) Employees' share schemes

Employees of certain subsidiary companies of the Group received remuneration in the form of share options or share awards as consideration for services rendered. The cost of these equity-settled transactions with employees is measured by reference to the fair value of the share options and share awards at the date of grant. This cost is recognised in profit or loss, with a corresponding increase in the employees' share plan reserve over the vesting period. The cumulative expense recognised at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the subsidiary companies' best estimate of the number of share options and share awards that will ultimately vest. The charge or credit to profit or loss for a period represents the movement in cumulative expense recognised at the beginning and end of the period.

No expense is recognised for share options or share awards that do not ultimately vest, except for share options or share awards where vesting is conditional upon a market or non-vesting condition, which are treated as vested irrespective of whether or not the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied. When the share options are exercised or share awards are vested, the employees' share plan reserve relating to the exercised options or vested shares is transferred to share capital. When the share options or share awards are forfeited, the employees' share plan reserve relating to the forfeited share options or share awards is transferred to share capital.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.28 Taxes

(1) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date.

Current taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity.

(2) Deferred tax

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiary companies, associated companies and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiary companies, associated companies and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date. The measurement of deferred tax liabilities and deferred tax assets shall reflect the tax consequences that would follow from the manner in which the entity expects, at the end of the reporting period, to recover or settle the carrying amounts of its assets and liabilities.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.2 Summary of significant accounting policies (continued)

2.2.28 Taxes (continued)

(2) Deferred tax (continued)

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. The adjustment is either treated as a reduction in goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or recognised in profit or loss.

(3) Indirect taxes

Indirect taxes include Sales Tax, Service Tax, Gaming Tax, and Goods and Services Tax (also known as Value Added Tax).

The amount of indirect taxes payable to taxation authority is included as part of payables in the statements of financial position.

Indirect taxes incurred on the purchase of assets or services which cannot be recovered from the respective tax authorities are recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable.

The difference between output and input Goods and Services tax, being the amount payable to or receivable from the respective taxation authorities at the reporting date, is included in other payables or other receivables respectively in the statements of financial position.

2.2.29 Segmental information

For management purposes, the Group is organised into operating segments based on their products and services which are managed by the segment managers responsible for the performance of the respective segments under their charge. The segment managers report directly to the management of the Group who regularly review the segment results in order to allocate resources to the segments and to assess the segment performance.

The Group adopts business segment analysis as its primary reporting format and geographical segment analysis as its secondary reporting format.

Segment revenues and expenses are those directly attributable to the segments and include any joint revenue and expenses where a reasonable basis of allocation exists. Revenue and expenses do not include income tax expense and items arising on investing or financing activities. Revenue is attributed to geographical segments based on location where the sales are transacted.

Segment assets include all operating assets used by a segment and do not include tax assets and items arising on investing or financing activities. Assets are allocated to a geographical segment based on location of assets. Segment liabilities comprise operating liabilities and do not include tax liabilities and items arising on investing or financing activities.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.3 Changes in accounting policies

The significant accounting policies adopted by the Group and the Company are consistent with those of the previous financial year, except for the adoption of the following Amendments to MFRSs, effective for financial periods beginning on or after 1 January 2022:

- Amendments to MFRS 3: Business Combinations – Reference to the Conceptual Framework
- Amendments to MFRS 116: Property, Plant and Equipment – Proceeds before Intended Use
- Amendments to MFRS 137: Provisions, Contingent Liabilities and Contingent Assets – Onerous Contracts – Costs of Fulfilling a Contract
- Amendments to MFRS 1, MFRS 9, MFRS 16, MFRS 141 – Annual Improvements to MFRS Standards 2018 – 2020

The adoption of the above Amendments to MFRSs did not have any significant effect on the financial performance or position of the Group and the Company.

2.4 Standards issued but not yet effective

At the date of authorisation of these financial statements, the following new MFRS and Amendments to MFRSs were issued but not yet effective and have not been applied by the Group and the Company:

Effective for financial periods beginning on or after 1 January 2023:

- MFRS 17: Insurance Contracts
- Amendments to MFRS 4: Insurance Contracts – Extension of the Temporary Exemption from Applying MFRS 9
- Amendments to MFRS 17: Insurance Contracts – Initial Application of MFRS 17 and MFRS 9 – Comparative Information
- Amendments to MFRS 101: Presentation of Financial Statements – Disclosure of Accounting Policies
- Amendments to MFRS 108: Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Accounting Estimates
- Amendments to MFRS 112: Income Taxes – Deferred Tax related to Assets and Liabilities arising from a Single Transaction
- Amendments to MFRS 112: Income Taxes: International Tax Reform – Pillar Two Model Rules

Effective for financial periods beginning on or after 1 January 2024:

- Amendments to MFRS 101: Presentation of Financial Statements – Classification of Liabilities as Current or Non-current
- Amendments to MFRS 101: Presentation of Financial Statements – Non-current Liabilities with Covenants
- Amendments to MFRS 16: Leases – Lease Liability in a Sale and Leaseback
- Amendments to MFRS 107: Statement of Cash Flows and MFRS 7: Disclosure of Financial Instruments – Supplier Finance Arrangements

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.4 Standards issued but not yet effective (continued)

Effective for financial periods beginning on or after 1 January 2025:

- Amendments to MFRS 121: The Effects of Changes in Foreign Exchange Rates - Lack of Exchangeability

Effective date yet to be determined:

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

The new MFRS and Amendments to MFRSs above are expected to have no significant impact on the financial statements of the Group and of the Company upon their initial application except for the changes in presentation and disclosures of financial information arising from the adoption of the above new MFRS and Amendments to MFRSs.

2.5 Significant accounting estimates and judgements

The preparation of the Group's and of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

(1) Critical judgements made in applying accounting policies

The following are the judgements made by management in the process of applying the Group's accounting policies that have the most significant effect on the amounts recognised in the financial statements.

(a) Useful lives of gaming rights and dealerships rights

The gaming rights consist of licence for the Toto betting operations in Malaysia and the dealerships rights is relating to the motor vehicle dealership operations.

The Group considers that the license for the Toto betting operations and dealerships rights arising from the motor vehicle dealership operations have indefinite useful lives because they are expected to contribute to the Group's net cash inflows indefinitely. The Group intends to continue the Toto betting and motor vehicle dealership operations and is confident that these rights can be maintained indefinitely. Historically, there has been no compelling challenge to the renewals of these rights.

(b) Significant influence over associated companies

Although the Group holds less than 20% of the voting shares in some of the associated companies as disclosed in Note 45, the Group exercises significant influence by virtue of its ability to participate in the financial and operating policy decisions of these associated companies by way of representation on the board of directors.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.5 Significant accounting estimates and judgements (continued)

- (1) Critical judgements made in applying accounting policies (continued)
- (c) Recoverability of balance cash consideration for the disposal of project by Berjaya (China) Great Mall Co Ltd ("GMOC") ("Final Instalment")

As disclosed in Note 38.2.2, the Group, through its subsidiary company GMOC, has initiated arbitration proceedings at Hong Kong International Arbitration Court ("HKIAC") to seek the recovery of the Final Instalment and accrued late payment interests as well as other reliefs from Beijing SkyOcean International Holdings Limited ("Beijing SkyOcean") and the Guarantors who are SkyOcean Holdings Group Limited and Mr Zhou Zheng ("GMOC Arbitration").

GMOC had, on 21 May 2020, obtained a favourable arbitration award from the HKIAC ("Final Award") and proceeded to seek recognition and enforcement of the Final Award in all jurisdictions. The details of the Final Award are disclosed in Note 38.2.2. The courts in the People's Republic of China and Hong Kong have ordered the recognition and enforcement of the Final Award and have frozen various assets of Beijing SkyOcean and its Guarantors, SkyOcean Holdings Group Limited and Mr Zhou Zheng.

The Group assesses the credit risk of the Final Instalment based on the ECL model of provision of impairment loss, to determine whether or not there has been significant increase in credit risk since the initial recognition of the Final Instalment. The Group took cognisance of the dampened property market in the People's Republic of China ("PRC") that may affect the valuation of the frozen assets of Beijing SkyOcean and its Guarantors. As such, the Group recognised an additional impairment loss amounting to RM99,800,000 in the current financial year.

The Group assessed that the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate as discussed above. The amount of ECL is sensitive to changes in circumstances and of forecast economic conditions which impacts the ECL model of provision of impairment losses. The information about the sensitivity of the Group's ECL assessment on the impairment loss are such that a 5% decrease in the estimated fair value of the frozen assets will result in a RM21,886,000 increase to the impairment loss in the current financial year.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.5 Significant accounting estimates and judgements (continued)

(1) Critical judgements made in applying accounting policies (continued)

- (d) Determination of the lease term of contracts with renewal and termination options as lessee

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably not to be exercised.

The Group assesses, by applying significant judgement at lease commencement date, whether it is reasonably certain to exercise the extension options. Group entities consider all facts and circumstances including their past practice and any cost that will be incurred to change the asset if an option to extend is not taken, to help them determine the lease term. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate it.

(2) Key sources of estimation uncertainty

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

- (a) Impairment of goodwill and other intangible assets, gaming rights and dealerships rights

The Group performs an impairment test on its gaming rights, dealerships rights and goodwill and other intangible assets at least on an annual basis or when there is evidence of impairment. The Group carried out the impairment test based on the assessment of the FVLCTS by relying on valuation performed by independent professional valuers or estimation of the VIU of the respective CGU. Estimating a VIU amount requires the management to make an estimate of the expected future cash flows from the CGU and also to choose a suitable discount rate in order to calculate the present value of those cash flows. Details of assumptions used for VIU computation and the recognition of impairment during the financial year are disclosed in Note 11.

The carrying amounts of goodwill and other intangible assets of the Group as at 30 June 2023 are disclosed in Note 11.

- (b) Impairment of property, plant and equipment and ROU assets

The Group carried out the impairment test based on a variety of estimation including the VIU of the CGU to which the property, plant and equipment and ROU assets are allocated. Estimating the VIU requires the Group to make an estimate of the expected future cash flows from the CGU and also to choose a suitable discount rate in order to calculate the present value of those cash flows. Further details of the impairment losses recognised are disclosed in Notes 3 and 4.

The carrying amounts of property, plant and equipment and ROU assets of the Group as at 30 June 2023 are disclosed in Notes 3 and 4.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.5 Significant accounting estimates and judgements (continued)

(2) Key sources of estimation uncertainty (continued)

(c) Impairment of investment in subsidiary companies, associated companies and joint ventures

The Group carried out the impairment test based on the assessment of the FVLCTS of the investees' assets or CGU or based on the estimation of the VIU of the CGUs of the respective subsidiary companies, associated companies and joint ventures. Estimating the VIU requires the Group to make an estimate of the expected future cash flows from the CGU and also to choose a suitable discount rate in order to calculate the present value of those cash flows. Further details of the accumulated impairment losses recognised are disclosed in Notes 7, 8 and 9.

The carrying amounts of investments in associated companies and joint ventures of the Group are disclosed in Notes 8 and 9 respectively whilst the carrying amounts of investments in subsidiary companies of the Company are disclosed in Note 7.

(d) Fair value of investment properties

The Group carries its investment properties at fair value, with changes in fair value being recognised in profit or loss. The Group engaged independent professional valuers to perform valuations on its investment properties as at 30 June 2023. The valuation methodology commonly used is the comparison method which is based on comparable historical transactions adjusted for specific market factors such as location, size, condition, accessibility and design of the respective properties.

The details of the investment properties are disclosed in Note 5 whilst the valuation techniques and key assumptions applied on the determination of the fair values are disclosed in Note 39.1.

(e) Provision for ECLs of trade and other receivables and contract assets

The Group uses the simplified approach to estimate a lifetime ECL allowance for all trade receivables and contract assets. The Company develops the expected loss rates based on the payment profiles of past sales and the corresponding historical credit losses, and adjusts for qualitative and quantitative reasonable and supportable forward-looking information.

Other than trade receivables and contract assets, the Group and the Company assess the credit risk of other receivables at each reporting date on an individual basis, to determine whether or not there have been significant increases in credit risk since the initial recognition of these assets. To determine whether there is a significant increase in credit risks, the Group and the Company consider factors such as the probability of insolvency or significant financial difficulties of the debtors and default or significant delay in payments. Where there is a significant increase in credit risk, the Group and the Company determine the lifetime ECL by considering the loss given default and the probability of default assigned to each counterparty customer. The financial assets are written off either partially or in full when there is no realistic prospect of recovery. This is generally the case when the Group and the Company determine that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amount subject to the write-offs.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.5 Significant accounting estimates and judgements (continued)

(2) Key sources of estimation uncertainty (continued)

(e) Provision for ECLs of trade and other receivables and contract assets (continued)

In assessing credit risks for purposes of applying the ECL model, the Group and the Company consider the need to incorporate forward-looking factors and to estimate the probability of default, which are likely to be judgmental and subject to estimation uncertainties.

The information about the ECLs on the Group's trade and other receivables and contract assets are disclosed in Notes 13 and 14 respectively.

(f) Inventory valuations

The Group holds significant inventories of used cars in the United Kingdom. Trade guides and other publications are used to assist in the assessment of the carrying values of these cars at the reporting date and write-downs are taken as necessary.

(g) Recoverability of amounts owing by subsidiary companies, associated companies and joint ventures

Based on the ECL model of provision of impairment loss, the Group and the Company assess the credit risk of these debts at each reporting date on an individual basis, to determine whether or not there have been significant increases in credit risk since the initial recognition of these assets.

During the current financial year, the Group and the Company have assessed the credit risks in respect of the amounts owing by associated companies and certain subsidiary companies respectively. The Group and the Company recognised impairment losses on these balances as disclosed in Note 31(b).

The amounts owing by the subsidiary companies, joint ventures and associated companies are disclosed in Note 13.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

3. PROPERTY, PLANT AND EQUIPMENT

GROUP

2023	At beginning of financial year	Additions	Disposals	Depreciation charge	Write off/ Impairment loss	Reclassification/ Adjustments	Exchange differences	Acquisition of subsidiaries	Disposal of subsidiaries	At end of financial year
Net Carrying Amount	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Freehold land	258,206	-	-	-	-	(3,696)	6,350	-	-	260,860
Buildings	1,664,146	52,201	(202)	(55,630)	(1,584)	163,559	30,805	-	-	1,853,295
Bearer plants	7,570	3,183	-	(329)	-	-	-	-	-	10,424
Plant and equipment	308,368	171,351	(25)	(31,696)	(3,304)	22,192	20,529	423	-	487,838
Computer and office equipment	71,520	34,301	(446)	(23,407)	(148)	1,579	1,949	105	(187)	85,266
Renovations	247,717	77,362	(349)	(53,297)	(2,955)	202,382	5,427	1,063	-	477,350
Furniture and fittings	54,574	24,059	(1,523)	(13,584)	(258)	1,227	575	123	(38)	65,155
Motor vehicles	31,778	9,030	(1,649)	(8,706)	(5)	(2,379)	98	19	-	28,186
Aircraft	44,500	-	-	(2,926)	-	-	-	-	-	41,574
Golf course development expenditure	111,378	-	-	(1,849)	-	-	-	-	-	109,529
Capital work-in-progress	400,195	111,862	-	-	-	(461,697)	30,940	-	-	81,300
Others #	30,834	9,126	-	(2,282)	(15)	(8,963)	(61)	27	(10)	28,656
	3,230,786	492,475	(4,194)	(193,706)	(8,269)	(85,796)	96,612	1,760	(235)	3,529,433

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

GROUP

2022	At beginning of financial year	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	At end of financial year
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Net Carrying Amount													
Freehold land	258,272	12,310	-	-	-	-	(760)	(11,616)	-	-	-	-	258,206
Buildings	1,671,187	75,516	(10,382)	(58,544)	(4,383)	(4,383)	(4,383)	(8,048)	(1,200)	(1,200)	(1,200)	(1,200)	1,664,146
Bearer plants	4,586	3,255	-	(271)	-	-	-	-	-	-	-	-	7,570
Plant and equipment	343,078	11,567	(9,204)	(36,187)	2,175	2,175	2,175	1,807	(15)	(15)	(15)	(15)	308,368
Computer and office equipment	69,593	22,136	(381)	(26,444)	6,297	6,297	6,297	1,683	(229)	(229)	(229)	(229)	71,520
Renovations	197,464	67,530	(714)	(50,364)	(4,000)	(4,000)	(4,000)	304	(67)	(67)	(67)	(67)	247,717
Furniture and fittings	91,354	8,449	(191)	(15,667)	(345)	(27,839)	(27,839)	(1,085)	(102)	(102)	(102)	(102)	54,574
Motor vehicles	37,316	7,265	(1,718)	(9,687)	(20)	(20)	(20)	4	(1,382)	(1,382)	(1,382)	(1,382)	31,778
Aircraft	47,654	-	-	(3,135)	-	(19)	(19)	-	-	-	-	-	44,500
Golf course development expenditure	113,231	-	-	(1,853)	-	-	-	-	-	-	-	-	111,378
Capital work-in-progress	277,666	147,528	-	-	-	(17,184)	(17,184)	(7,815)	-	-	-	-	400,195
Others #	28,367	5,606	-	(1,605)	-	(1,367)	(1,367)	(69)	(98)	(98)	(98)	(98)	30,834
	<u>3,139,768</u>	<u>361,162</u>	<u>(22,590)</u>	<u>(203,757)</u>	<u>(10,353)</u>	<u>(5,516)</u>	<u>(24,835)</u>	<u>(3,093)</u>	<u>(3,093)</u>	<u>(3,093)</u>	<u>(3,093)</u>	<u>(3,093)</u>	<u>3,230,786</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

GROUP	Accumulated			Net carrying amount
	Cost	depreciation	impairment losses	
As at 30 June 2023	RM'000	RM'000	RM'000	RM'000
Freehold land	263,972	-	(3,112)	260,860
Buildings	2,626,550	(760,812)	(12,443)	1,853,295
Bearer plants	13,359	(2,935)	-	10,424
Plant and equipment	857,544	(362,957)	(6,749)	487,838
Computer and office equipment	410,698	(322,547)	(2,885)	85,266
Renovations	1,044,788	(538,742)	(28,696)	477,350
Furniture and fittings	382,540	(315,764)	(1,621)	65,155
Motor vehicles	129,009	(101,175)	352	28,186
Aircraft	179,114	(77,760)	(59,780)	41,574
Golf course development expenditure	167,591	(44,225)	(13,837)	109,529
Capital work-in-progress	85,302	-	(4,002)	81,300
Others #	61,777	(31,263)	(1,858)	28,656
	<u>6,222,244</u>	<u>(2,558,180)</u>	<u>(134,631)</u>	<u>3,529,433</u>

As at 30 June 2022	Accumulated			Net carrying amount
	Cost	depreciation	impairment losses	
As at 30 June 2022	RM'000	RM'000	RM'000	RM'000
Freehold land	261,318	-	(3,112)	258,206
Buildings	2,362,824	(687,819)	(10,859)	1,664,146
Bearer plants	10,175	(2,605)	-	7,570
Plant and equipment	685,129	(355,122)	(21,639)	308,368
Computer and office equipment	384,322	(309,657)	(3,145)	71,520
Renovations	765,930	(491,744)	(26,469)	247,717
Furniture and fittings	355,589	(299,920)	(1,095)	54,574
Motor vehicles	145,862	(113,027)	(1,057)	31,778
Aircraft	179,114	(74,833)	(59,781)	44,500
Golf course development expenditure	167,592	(42,377)	(13,837)	111,378
Capital work-in-progress	407,152	-	(6,957)	400,195
Others #	63,499	(30,313)	(2,352)	30,834
	<u>5,788,506</u>	<u>(2,407,417)</u>	<u>(150,303)</u>	<u>3,230,786</u>

Others comprise mainly linen, silverware, cutleries, kitchen utensils, gymnasium equipment, recreational livestock and apparatus.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

COMPANY

2023	2023						At end of financial year
	At beginning of financial year	Additions	Depreciation charge	Written off	Exchange differences	At end of financial year	
Net Carrying Amount	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Plant and equipment	61,113	9,295	(13,048)	-	3,126	60,486	
Computer and office equipment	28,820	11,329	(10,372)	(17)	1,615	31,375	
Furniture and fittings	18	2	(7)	-	-	13	
Motor vehicles	1,148	-	(554)	-	-	594	
	91,099	20,626	(23,981)	(17)	4,741	92,468	

2022	2022						At end of financial year
	At beginning of financial year	Additions	Disposals	Depreciation charge	Written off	Exchange differences	
Net Carrying Amount	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Plant and equipment	69,110	-	-	(11,232)	(241)	3,450	61,113
Computer and office equipment	30,065	7,946	(9)	(10,849)	(12)	1,679	28,820
Furniture and fittings	21	7	-	(10)	-	-	18
Motor vehicles	1,989	24	(154)	(711)	-	-	1,148
	101,185	8,003	(163)	(22,802)	(253)	5,129	91,099

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

	Cost	Accumulated depreciation	Net carrying amount
As at 30 June 2023	RM'000	RM'000	RM'000
Plant and equipment	137,313	(76,827)	60,486
Computer and office equipment	107,277	(75,902)	31,375
Furniture and fittings	153	(140)	13
Motor vehicles	4,203	(3,609)	594
	<u>248,946</u>	<u>(156,478)</u>	<u>92,468</u>

	Cost	Accumulated depreciation	Net carrying amount
As at 30 June 2022	RM'000	RM'000	RM'000
Plant and equipment	121,993	(60,880)	61,113
Computer and office equipment	91,468	(62,648)	28,820
Furniture and fittings	151	(133)	18
Motor vehicles	4,645	(3,497)	1,148
	<u>218,257</u>	<u>(127,158)</u>	<u>91,099</u>

The additions in property, plant and equipment were by way of:

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
Hire purchase	9,460	2,737	-	-
Cash	471,259	310,797	259	363
Deferred payment	9,404	17,963	20,367	7,640
Accruals for capital work-in-progress/ restoration cost	2,352	23,003	-	-
Prepayment made in preceding financial year	-	6,662	-	-
	<u>492,475</u>	<u>361,162</u>	<u>20,626</u>	<u>8,003</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Included in the Group's reclassification/adjustments column are:

	Group	
	2023 RM'000	2022 RM'000
(i) transfer of certain property from/(to) investment properties (Note 5)	72	(3,938)
(ii) gross revaluation surplus resulting from item (i)	30	491
(iii) over accrual of cost for certain property, plant and equipment	(5,144)	(2,069)
(iv) transfer from ROU assets (Note 4)	42,950	-
(v) transfer from inventories (Note 6.1)	2,149	-
(vi) transfer to disposal group (Note 18)	(125,853)	-
	<u>(85,796)</u>	<u>(5,516)</u>

The Group conducted a review of the recoverable amounts of certain property, plant and equipment and the review has led to the following recognitions:

- (1) an impairment loss of RM3,357,000 (2022: RM2,803,000), included in Other expenses – investing activities as disclosed in Note 31(b)(i). The impairment loss was due to a decline in the recoverable amount of certain property, plant and equipment for which the VIU was less than the carrying value.
- (2) A reversal of impairment loss of RM406,000 (2022: RM23,000), included in Other income – investing activities as disclosed in Note 31(c)(ii).

Property, plant and equipment with net book value of RM1,581,487,000 (2022: RM1,435,086,000) have been pledged to financial institutions for facilities granted to certain subsidiary companies.

The net carrying amounts of assets acquired under hire purchase arrangements are as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Plant and equipment	5,739	1,034	-	-
Computer and office equipment	1,122	30	-	-
Renovations	3,257	3,285	-	-
Furniture and fittings	315	334	-	-
Motor vehicles	6,558	7,096	575	1,120
Aircraft	36,267	38,580	-	-
	<u>53,258</u>	<u>50,359</u>	<u>575</u>	<u>1,120</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

4. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

4.1 ROU assets

GROUP

2023

Net Carrying Amount

	Leasehold land	Buildings	Plant and other equipment	Aircraft and others	Total
	RM'000	RM'000	RM'000	RM'000	RM'000
At beginning of financial year	319,471	1,521,506	3,262	9,436	1,853,675
Additions	-	645,006	418	454	645,878
Acquisition of subsidiary companies	-	549	-	-	549
Depreciation charge (Note 31)	(13,390)	(211,189)	(2,127)	(4,568)	(231,274)
Reassessment	-	70,297	-	-	70,297
Modification	(536)	(34,362)	(85)	-	(34,983)
Impairment loss (Note 31(b)(i))	-	(2,468)	(497)	-	(2,965)
Reversal of impairment loss (Note 31(c)(ii))	-	533	-	-	533
Disposals	-	(145)	-	-	(145)
Disposal of subsidiary companies	-	(767)	-	-	(767)
Reclassification	487	(44,887)	-	20	(44,380)
Exchange differences	19,081	51,857	41	565	71,544
At end of financial year	325,113	1,995,930	1,012	5,907	2,327,962

At 30 June 2023

Cost	407,856	2,722,047	16,529	23,741	3,170,173
Accumulated depreciation	(82,743)	(718,329)	(14,170)	(17,834)	(833,076)
Accumulated impairment losses	-	(7,788)	(1,347)	-	(9,135)
Net carrying amount	325,113	1,995,930	1,012	5,907	2,327,962

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

4. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONTINUED)

4.1 ROU assets (continued)

GROUP

2022	Leasehold		Plant and	Aircraft	Total
	land	Buildings	other equipment	and others	
Net Carrying Amount	RM'000	RM'000	RM'000	RM'000	RM'000
At beginning of financial year	319,157	1,526,045	5,085	7,729	1,858,016
Additions	6,384	172,922	3,652	-	182,958
Depreciation charge (Note 31)	(13,332)	(213,460)	(4,646)	(4,313)	(235,751)
Reassessment	346	70,985	-	5,152	76,483
Modification	(142)	(7,515)	80	-	(7,577)
Impairment loss (Note 31(b)(i))	-	(912)	(850)	-	(1,762)
Reclassification	(190)	128	(75)	137	-
Exchange differences	7,248	(26,687)	16	731	(18,692)
At end of financial year	319,471	1,521,506	3,262	9,436	1,853,675

At 30 June 2022

Cost	376,063	2,110,310	16,142	21,501	2,524,016
Accumulated depreciation	(55,469)	(582,626)	(12,030)	(12,065)	(662,190)
Accumulated impairment losses	(1,123)	(6,178)	(850)	-	(8,151)
Net carrying amount	319,471	1,521,506	3,262	9,436	1,853,675

Included in the Group's reclassification are:

	Group	
	2023 RM'000	2022 RM'000
(i) transfer to disposal group (Note 18)	(1,430)	-
(ii) transfer to property, plant and equipment (Note 3)	(42,950)	-
	(44,380)	-

As at the reporting date, leasehold land and buildings of the Group, with net carrying amount of RM93,576,000 (2022: RM271,256,000) were pledged to financial institutions for credit facilities granted to certain subsidiary companies.

Other than the above, the Group has ROU assets classified as land held for property development under inventories amounting to RM214,773,000 (2022: RM213,275,000) at the reporting date.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

4. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (CONTINUED)

4.2 Lease liabilities

Set out below are the carrying amounts of lease liabilities recognised and the movements during the financial year:

	Group	
	2023 RM'000	2022 RM'000
At beginning of financial year	2,034,626	2,066,237
Additions	645,878	178,883
Accretion of interest (Note 30)	89,265	75,487
Acquisition of subsidiary companies	601	-
Lease payments	(338,682)	(318,531)
Reassessment	70,297	76,483
Modification	(38,037)	(10,392)
Disposal of subsidiary companies	(753)	-
Transfer to disposal group (Note 18)	(1,256)	-
Exchange differences	106,614	(33,541)
At end of financial year	<u>2,568,553</u>	<u>2,034,626</u>
Analysed as:		
- Current	260,000	231,947
- Non-current	2,308,553	1,802,679
	<u>2,568,553</u>	<u>2,034,626</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

5. INVESTMENT PROPERTIES

	Group	
	2023 RM'000	2022 RM'000
At beginning of financial year	936,605	974,183
Fair value adjustments, net	(3,146)	(13,295)
Disposals	(69,787)	(33,581)
Net transfer (to)/from property, plant and equipment (Note 3)	(72)	3,938
Over accrual of costs	(1,241)	-
Exchange differences	7,004	5,360
At end of financial year	<u>869,363</u>	<u>936,605</u>

Investment properties with carrying amount totalling RM206,424,000 (2022: RM276,375,000) are held under lease terms.

The carrying amounts of the investment properties were determined based on valuations by independent valuers, who hold recognised qualifications and have relevant experience. These valuations make reference to market evidence of transaction prices of similar properties or comparable available market data. Fair value hierarchy for investment properties is disclosed in Note 39.

The Group determined that certain properties previously classified under property, plant and equipment amounting to RM523,000 (2022: RM3,938,000), were then not occupied by subsidiary companies of the Group, thus, qualify as investment properties according to MFRS 140: Investment Property. Certain other properties that were previously classified as investment properties amounting to RM595,000 (2022: RM Nil), were occupied by subsidiary companies of the Group, thus, do not qualify as investment properties according to MFRS 140: Investment Property. These properties were reclassified accordingly.

Investment properties of the Group amounting to RM590,848,000 (2022: RM625,108,000) have been pledged to various financial institutions for credit facilities granted to the Company and certain subsidiary companies.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

6. INVENTORIES

	Group	
	2023	2022
	RM'000	RM'000
NON-CURRENT		
<u>Inventories - land held for property development</u>		
At cost:		
Land held for property development (Note 6.1)	2,173,933	2,307,376
CURRENT		
<u>Inventories - property development costs</u>		
At cost:		
Property development costs (Note 6.2)	175,455	91,200
<u>Inventories - others</u>		
At cost:		
Raw materials	142,849	107,762
Work-in-progress	9,507	3,931
Finished goods and inventories for resale	486,971	319,549
Property inventories	835,682	813,931
Stores and consumables	52,359	23,747
Ticket inventories	4,201	3,026
	1,531,569	1,271,946
At net realisable value:		
Finished goods and inventories for resale	135,772	85,973
Property inventories	78,526	91,615
Stores and consumables	1,096	15,923
	215,394	193,511
At fair value:		
Trading account securities	1,380	2,493
Total for Inventories - others	1,748,343	1,467,950
Total inventories	4,097,731	3,866,526

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

6. INVENTORIES (CONTINUED)

6.1 Land held for property development

	Group	
	2023 RM'000	2022 RM'000
At cost:		
At beginning of financial year:		
- freehold land	1,642,557	1,593,640
- leasehold land	200,949	216,093
- land use rights/land lease premium	12,326	11,739
- development costs	451,544	443,123
	<u>2,307,376</u>	<u>2,264,595</u>
Transfer/Adjustments during the financial year:		
- freehold land	(149,707)	75
- development costs	(13,468)	4,649
	<u>(163,175)</u>	<u>4,724</u>
Additions:		
- freehold land	10,788	66,867
- leasehold land	51	2,306
- development costs	22,236	21,500
	<u>33,075</u>	<u>90,673</u>
Disposals:		
- freehold land	(3,143)	(2,313)
- development costs	(1,574)	(569)
	<u>(4,717)</u>	<u>(2,882)</u>
Exchange differences:		
- freehold land	39	(15,712)
- leasehold land	860	(17,450)
- land use rights/land lease premium	587	587
- development costs	(112)	(17,159)
	<u>1,374</u>	<u>(49,734)</u>
Carrying value at end of financial year		
- freehold land	1,500,534	1,642,557
- leasehold land	201,860	200,949
- land use rights/land lease premium	12,913	12,326
- development costs	458,626	451,544
	<u>2,173,933</u>	<u>2,307,376</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

6. INVENTORIES (CONTINUED)

6.1 Land held for property development (continued)

Included in the transfer/adjustments section are the following:

	Group	
	2023	2022
	RM'000	RM'000
(i) transfer from inventories - others	-	1,844
(ii) transfer to property, plant and equipment (Note 3)	(2,149)	-
(iii) transfer to property development cost (Note 6.2)	(145,715)	-
(iv) others	(15,311)	2,880
	<u>(163,175)</u>	<u>4,724</u>

6.2 Property development costs

	Group	
	2023	2022
	RM'000	RM'000
At cost:		
At beginning of financial year:		
- freehold land	3,604	5,165
- land use rights	1,008	960
- development costs	86,588	101,431
	<u>91,200</u>	<u>107,556</u>
Costs incurred during the financial year:		
- development costs	54,237	55,388
Transfers during the financial year:		
- from land held for property development (Note 6.1)	145,715	-
- to inventories - others	(40,928)	(53)
- to contract cost assets (Note 12.2)	(67,676)	(72,390)
	<u>37,111</u>	<u>(72,443)</u>
Adjustments during the financial year:		
- freehold land	(3,955)	-
- development costs	(545)	-
	<u>(4,500)</u>	<u>-</u>
Exchange differences	706	699
Disposal		
- freehold land	(389)	-
- development costs	(2,910)	-
	<u>(3,299)</u>	<u>-</u>
Carrying value at end of financial year	<u>175,455</u>	<u>91,200</u>

NOTES TO THE FINANCIAL STATEMENTS

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6. INVENTORIES (CONTINUED)

The cost of inventories recognised as an expense during the financial year in the Group amounted to RM3,380,268,000 (2022: RM3,230,169,000).

The following inventories have been pledged to various financial institutions for credit facilities granted to certain subsidiary companies:

	Group	
	2023	2022
	RM'000	RM'000
Land held for property development	702,690	494,621
Property development costs	-	64,091
Property inventories	633,901	629,641
Vehicle stock included in finished goods and inventories for resale	558,395	325,519
	<u>1,894,986</u>	<u>1,513,872</u>

7. SUBSIDIARY COMPANIES

	Company	
	2023	2022
	RM'000	RM'000
At cost:		
Quoted shares in Malaysia	318,566	300,431
Unquoted shares	6,406,971	6,406,971
	<u>6,725,537</u>	<u>6,707,402</u>
Less: Accumulated impairment	(90,885)	(79,882)
	<u>6,634,652</u>	<u>6,627,520</u>

The Group's equity interests in the subsidiary companies, their respective principal activities and country of incorporation are shown in Note 45.

Quoted shares costing RM249,584,000 (2022: RM289,584,000) have been pledged to financial institutions for credit facilities granted to the Company and certain of its subsidiary companies.

During the financial year, the Company conducted a review of the recoverable amounts of its investments in subsidiary companies and the review led to recognition of an impairment loss of RM11,003,000 (2022: RM46,840,000), as the recoverable amount was lower than the carrying value. The recoverable amount was determined based on the Company's share of net assets in its subsidiary companies, which represents the directors' estimation of FVLCTS of its subsidiary companies.

The acquisition, incorporation or disposal of subsidiary companies during the financial year which do not have any material effect on the financial position of the Group and of the Company are not listed below.

NOTES TO THE FINANCIAL STATEMENTS

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7. SUBSIDIARY COMPANIES (CONTINUED)

7.1 Acquisition of subsidiary companies

7.1.1 Current financial year

- (1) On 31 August 2022, H.R. Owen acquired two wholly-owned subsidiary companies namely H.R. Owen Servicing and Repairs Limited (formerly known as Joe Macari Servicing Limited) ("HROSR") and J M Development (UK) Limited ("JMDL") for a total cash consideration of £3,015,000 (equivalent to approximately RM15,643,000). An initial sum of £765,000 (equivalent to approximately RM3,969,000) was paid during the financial year and the remaining consideration of £2,250,000 to be paid over three years from the date of acquisition. The present value of the remaining consideration is of £2,043,000 (equivalent to approximately RM10,602,000). With that, the aggregate present value of the total considerations is £2,808,000 (equivalent to approximately RM14,571,000).
- (2) On 2 December 2022, Simple Real Sdn Bhd ("SRSB"), a wholly-owned subsidiary company of the Group, acquired 28.4% equity interests in Kusa Vegan Sdn Bhd ("KVSb") for a consideration of RM120,000. Subsequently, on 22 December 2022, SRSB further subscribed for 250,000 new shares in KVSb at RM1 each. Upon the completion of the share subscription, the Group's equity interest in KVSb increased from 28.4% to 55.0% and hence, KVSb became a subsidiary company of the Group.
- (3) On 8 February 2023, Berjaya Vacation Club Berhad ("BVC"), a wholly-owned subsidiary of the Group, acquired the remaining 31.27% equity interest in its joint venture, Asia Jet Sdn Bhd ("AJSB") for a total consideration of RM1.8 million, thus making AJSB a wholly-owned subsidiary of BVC.

The cost of acquisitions comprised the following:

2023	Acquisition of			
	HROSR and JMDL	KVSb	AJSB	Total
Group	RM'000	RM'000	RM'000	RM'000
Purchase consideration satisfied by cash	3,969	370	1,118	5,457
Deferred cash considerations	10,602	-	715	11,317
Reclassified from joint venture	-	-	5,240	5,240
Gain on remeasurement of the joint venture prior to reclassification to investment in subsidiary companies	-	-	1,327	1,327
Total cost of acquisition, representing fair value of the consideration	14,571	370	8,400	23,341

NOTES TO THE FINANCIAL STATEMENTS

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7. SUBSIDIARY COMPANIES (CONTINUED)

7.1 Acquisition of subsidiary companies (continued)

7.1.1 Current financial year (continued)

The fair values of the identifiable assets and liabilities of the acquired subsidiary companies at the date of acquisition were as follows:

Group	Acquisition of			
	HROSR and JMDL RM'000	KVSB RM'000	AJSB RM'000	Total RM'000
Property, plant and equipment	328	1,255	177	1,760
ROU assets	-	425	124	549
Intangible assets on consolidation	10,859	-	-	10,859
Other (liabilities)/assets acquired, excluding cash and cash equivalents	-	(916)	5,137	4,221
Cash and cash equivalents acquired	1	-	2,958	2,959
Deferred tax liabilities arising on consolidation	(2,715)	-	-	(2,715)
Non-controlling interests	-	(403)	-	(403)
Total net assets acquired	8,473	361	8,396	17,230
Goodwill on consolidation	6,098	-	-	6,098
Negative goodwill on consolidation (Note 31(c)(ii))	-	(124)	-	(124)
Total cost of acquisition	14,571	237	8,396	23,204

The cash effects on acquisitions are as follows:-

Group	Acquisition of			
	HROSR and JMDL RM'000	KVSB RM'000	AJSB RM'000	Total RM'000
Purchase consideration satisfied by cash	3,969	370	1,118	5,457
Cash and cash equivalent of subsidiary companies acquired	(1)	-	(2,958)	(2,959)
Net cash outflow/(inflow) on acquisition of subsidiaries companies at the date of acquisition	3,968	370	(1,840)	2,498

NOTES TO THE FINANCIAL STATEMENTS

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7. SUBSIDIARY COMPANIES (CONTINUED)

7.2 Disposal of subsidiary companies

7.2.1 Previous financial year

In the previous financial year, the Group completed the following disposal/deemed disposal:

- (1) On 3 January 2022, BGroup completed the disposal of its entire equity interest of 70% in Berjaya China Motor Sdn Bhd for a cash consideration of RM13.28 million.
- (2) On 17 January 2022, the Group's equity interest in Berjaya Auto Asia Inc ("BAAI") was diluted from 60.0% to 39.96%. Consequently, the Group had reclassified this investment in BAAI as an investment in associated company.

7.2.2 Effects of disposal

The effects of the disposal on the financial statements of the Group are disclosed in the Consolidated Statement of Cash Flows, Note (b).

7.3 Subsidiary companies with material non-controlling interests

The Group regards the non-controlling interests of the following subsidiary companies as material to the Group and is set out below. The equity interests held by non-controlling interests are as follows:

Name	Equity interest held by non-controlling interests	
	2023 %	2022 %
Berjaya Land Berhad ("BLand")	19.4	24.9
Berjaya Food Berhad ("BFood")	47.1	48.9
REDtone Digital Berhad ("REDtone")	52.5	54.5

NOTES TO THE FINANCIAL STATEMENTS

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7. SUBSIDIARY COMPANIES (CONTINUED)

7.3 Subsidiary companies with material non-controlling interests (continued)

Summarised financial information of subsidiary companies which have non-controlling interests that are material to the Group is set out below. The summarised financial information presented below include fair value adjustments arising from business combination and other consolidation adjustment but exclude inter-company elimination.

GROUP

	BLand	BFood	REDtone	Total
	RM'000	RM'000	RM'000	RM'000
At 30 June 2023				
Non-current assets	10,276,561	1,277,521	159,045	11,713,127
Current assets	4,135,904	168,622	334,347	4,638,873
Non-current liabilities	(4,626,551)	(454,303)	(47,117)	(5,127,971)
Current liabilities	(3,893,511)	(504,171)	(138,393)	(4,536,075)
Net assets	<u>5,892,403</u>	<u>487,669</u>	<u>307,882</u>	<u>6,687,954</u>
Equity attributable to				
equity holders of the parent	3,541,290	266,508	142,444	3,950,242
Non-controlling interests	<u>2,351,113</u>	<u>221,161</u>	<u>165,438</u>	<u>2,737,712</u>
Total equity	<u>5,892,403</u>	<u>487,669</u>	<u>307,882</u>	<u>6,687,954</u>
Year ended 30 June 2023				
Revenue	<u>7,269,652</u>	<u>1,115,966</u>	<u>214,654</u>	<u>8,600,272</u>
Profit for the year	237,258	101,102	42,342	380,702
Other comprehensive income	157,066	1,494	(7,906)	150,654
Total comprehensive income for the year	<u>394,324</u>	<u>102,596</u>	<u>34,436</u>	<u>531,356</u>
Profit attributable to:				
- Owners of the parent	133,711	55,477	21,028	210,216
- Non-controlling interests	<u>103,547</u>	<u>45,625</u>	<u>21,314</u>	<u>170,486</u>
	<u>237,258</u>	<u>101,102</u>	<u>42,342</u>	<u>380,702</u>
Total comprehensive income attributable to:				
- Owners of the parent	226,432	56,371	21,378	304,181
- Non-controlling interests	<u>167,892</u>	<u>46,225</u>	<u>13,058</u>	<u>227,175</u>
	<u>394,324</u>	<u>102,596</u>	<u>34,436</u>	<u>531,356</u>
Year ended 30 June 2023				
Net cash generated from/(used in):				
Operating activities	456,862	249,487	89,212	795,561
Investing activities	17,328	(74,389)	(30,095)	(87,156)
Financing activities	<u>(273,348)</u>	<u>(168,996)</u>	<u>(20,974)</u>	<u>(463,318)</u>
Net change in cash and cash equivalents	<u>200,842</u>	<u>6,102</u>	<u>38,143</u>	<u>245,087</u>
Dividends paid to non-controlling interests	<u>(63,214)</u>	<u>(31,806)</u>	<u>(6,614)</u>	<u>(101,634)</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

7. SUBSIDIARY COMPANIES (CONTINUED)

7.3 Subsidiary companies with material non-controlling interests (continued)

GROUP

	BLand	BFood	REDtone	Total
	RM'000	RM'000	RM'000	RM'000
At 30 June 2022				
Non-current assets	9,465,196	1,160,345	144,581	10,770,122
Current assets	3,535,177	177,989	237,557	3,950,723
Non-current liabilities	(4,593,081)	(445,764)	(22,490)	(5,061,335)
Current liabilities	(2,830,712)	(407,898)	(72,289)	(3,310,899)
Net assets	<u>5,576,580</u>	<u>484,672</u>	<u>287,359</u>	<u>6,348,611</u>
Equity attributable to				
equity holders of the parent	3,141,700	256,515	139,863	3,538,078
Non-controlling interests	<u>2,434,880</u>	<u>228,157</u>	<u>147,496</u>	<u>2,810,533</u>
Total equity	<u>5,576,580</u>	<u>484,672</u>	<u>287,359</u>	<u>6,348,611</u>
Year ended 30 June 2022				
Revenue	<u>6,044,240</u>	<u>997,762</u>	<u>158,042</u>	<u>7,200,044</u>
(Loss)/Profit for the year	(237,393)	123,037	24,216	(90,140)
Other comprehensive income	<u>14,340</u>	<u>(15)</u>	<u>13,905</u>	<u>28,230</u>
Total comprehensive income for the year	<u>(223,053)</u>	<u>123,022</u>	<u>38,121</u>	<u>(61,910)</u>
(Loss)/Profit attributable to:				
- Owners of the parent	(174,764)	65,483	11,858	(97,423)
- Non-controlling interests	<u>(62,629)</u>	<u>57,554</u>	<u>12,358</u>	<u>7,283</u>
	<u>(237,393)</u>	<u>123,037</u>	<u>24,216</u>	<u>(90,140)</u>
Total comprehensive income attributable to:				
- Owners of the parent	(146,571)	65,488	18,881	(62,202)
- Non-controlling interests	<u>(76,482)</u>	<u>57,534</u>	<u>19,240</u>	<u>292</u>
	<u>(223,053)</u>	<u>123,022</u>	<u>38,121</u>	<u>(61,910)</u>
Year ended 30 June 2022				
Net cash generated from/(used in):				
Operating activities	241,190	321,169	66,579	628,938
Investing activities	(40,625)	(116,263)	(9,224)	(166,112)
Financing activities	<u>(12,765)</u>	<u>(189,901)</u>	<u>(21,829)</u>	<u>(224,495)</u>
Net change in cash and cash equivalents	<u>187,800</u>	<u>15,005</u>	<u>35,526</u>	<u>238,331</u>
Dividends paid to non-controlling interests	<u>(23,552)</u>	<u>(8,433)</u>	<u>(7,012)</u>	<u>(38,997)</u>

NOTES TO THE FINANCIAL STATEMENTS

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8. ASSOCIATED COMPANIES

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
At cost:				
Quoted shares in Malaysia	413,398	402,701	183,520	209,207
Unquoted shares	545,531	542,661	50	1,204
Less: Unrealised profit on transactions with associated companies	(6,112)	(6,258)	-	-
	952,817	939,104	183,570	210,411
Group's share of post acquisition reserves	290,406	200,364	-	-
	1,243,223	1,139,468	183,570	210,411
Less: Accumulated impairment				
- Quoted shares in Malaysia	(81,306)	(90,290)	(58,434)	(72,923)
- Unquoted shares	(106,145)	(106,245)	(50)	-
	(187,451)	(196,535)	(58,484)	(72,923)
	1,055,772	942,933	125,086	137,488
Carrying value of:				
Quoted shares in Malaysia	416,609	376,028	125,086	136,284
Unquoted shares	639,163	566,905	-	1,204
	1,055,772	942,933	125,086	137,488
Market value (level 1 in the fair value hierarchy):				
Quoted shares in Malaysia	289,228	254,134	125,086	136,284

The Group's equity interest in the associated companies, their respective principal activities and country of incorporation are shown in Note 45.

Although the Group holds less than 20% of the voting shares in Berjaya Assets Berhad ("BASSETS") and Berjaya Media Berhad, the Group exercises significant influence by virtue of its ability to participate in the financial and operating policy decisions of these companies by way of representation on their respective boards of directors.

Certain quoted shares of the Group and of the Company costing RM242,332,000 (2022: RM339,861,000) and RM175,631,000 (2022: RM207,081,000) respectively, have been pledged to financial institutions for credit facilities granted to the Company and certain subsidiary companies.

During the financial year, the Group and the Company conducted a review of the recoverable amounts of certain investment in associated companies and the review has led to the following recognition:

- an impairment loss amounting to RM4,042,000 (2022: RM561,000) for the Group and RM1,179,000 (2022: RM1,512,000) for the Company as disclosed in Note 31(b)(i), in associated companies with recoverable amounts of RM289,228,000 (2022: RM254,134,000) for the Group and RM125,086,000 (2022: RM136,284,000) for the Company. The recoverable amount is determined based on FVLCTS which is based on observable market prices, or the Group's share of net assets in the associated companies.
- a reversal of impairment loss amounting to RM140,000 (2022: RM7,884,000) for the Group and RM2,632,000 (2022: RM Nil) for the Company as disclosed in Note 31(c)(ii).

NOTES TO THE FINANCIAL STATEMENTS

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8. ASSOCIATED COMPANIES (CONTINUED)

The Group regards Atlan Holdings Bhd (“Atlan”), BAssets, and Berjaya Sampo Insurance Berhad (“BSompo”) as its material associated companies.

Summarised financial information in respect of the material associated companies is set out below. The summarised financial information represents the amounts in the financial statements of the associated companies and not the Group’s share of those amounts.

GROUP

	Atlan	BAssets	BSompo
At 30 June 2023	RM'000	RM'000	RM'000
Non-current assets	352,808	2,589,831	2,255,941
Current assets	454,391	537,514	1,694,510
Non-current liabilities	(171,791)	(747,845)	-
Current liabilities	(120,332)	(489,660)	(2,778,755)
Net assets	<u>515,076</u>	<u>1,889,840</u>	<u>1,171,696</u>
Equity attributable to:			
- owners of the associated company	415,049	1,895,866	1,167,479
- non-controlling interests of the associated company	100,027	(6,026)	4,217
Total equity	<u>515,076</u>	<u>1,889,840</u>	<u>1,171,696</u>
At 30 June 2022	RM'000	RM'000	RM'000
Non-current assets	289,720	2,821,335	2,029,727
Current assets	417,421	284,352	1,143,407
Non-current liabilities	(130,654)	(952,596)	-
Current liabilities	(85,556)	(280,610)	(2,174,059)
Net assets	<u>490,931</u>	<u>1,872,481</u>	<u>999,075</u>
Equity attributable to:			
- owners of the associated company	396,741	1,873,591	995,838
- non-controlling interests of the associated company	94,190	(1,110)	3,237
Total equity	<u>490,931</u>	<u>1,872,481</u>	<u>999,075</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

8. ASSOCIATED COMPANIES (CONTINUED)

GROUP

	Atlan	BAssets	BSompo
Year ended 30 June 2023	RM'000	RM'000	RM'000
Revenue	405,664	224,129	607,949
Profit/(Loss) for the year	28,577	(28,526)	163,717
Other comprehensive income	3,878	45,883	7,916
Total comprehensive income for the year	32,455	17,357	171,633
Profit/(Loss) for the year attributable to:			
- owners of the associated company	22,307	(23,316)	163,725
- non-controlling interests of the associated company	6,270	(5,210)	(8)
	28,577	(28,526)	163,717
Total comprehensive income attributable to:			
- owners of the associated company	26,341	22,273	171,641
- non-controlling interests of the associated company	6,114	(4,916)	(8)
	32,455	17,357	171,633
Dividends received from the associated companies during the year	2,527	-	-
Year ended 30 June 2022	Atlan	BAssets	BSompo
	RM'000	RM'000	RM'000
Revenue	252,537	174,056	949,604
(Loss)/Profit for the year	(2,393)	(55,878)	128,657
Other comprehensive income	970	(21,979)	(20,524)
Total comprehensive income for the year	(1,423)	(77,857)	108,133
Profit/(Loss) for the year attributable to:			
- owners of the associated company	400	(54,958)	128,667
- non-controlling interests of the associated company	(2,793)	(920)	(10)
	(2,393)	(55,878)	128,657
Total comprehensive income attributable to:			
- owners of the associated company	975	(76,534)	108,143
- non-controlling interests of the associated company	(2,398)	(1,323)	(10)
	(1,423)	(77,857)	108,133
Dividends received from the associated companies during the year	3,110	-	37,170

NOTES TO THE FINANCIAL STATEMENTS

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8. ASSOCIATED COMPANIES (CONTINUED)

Reconciliation of the summarised financial information presented above to the carrying amount of the Group's interest in associated companies:

GROUP

30 June 2023

Attributable to the owners of associated companies:

	Atlan	BAssets	BSompo
	RM'000	RM'000	RM'000
Net assets at beginning of year	396,741	1,873,591	995,838
Profit/(Loss) for the year	22,307	(23,316)	163,725
Other comprehensive income	4,034	45,589	7,916
Other transactions with owners	2,113	2	-
Dividends paid during the year	(10,146)	-	-
Net assets at end of year	<u>415,049</u>	<u>1,895,866</u>	<u>1,167,479</u>
Group's equity interest	26.31%	12.29%	30.00%
Interest in associated companies	109,199	233,002	350,244
Goodwill	157,217	-	158,400
Accumulated impairment	(78,370)	(2,936)	-
Exchange differences	809	-	-
Unrealised profit on transaction with associated company	-	-	(6,112)
Less: Intragroup adjustments	-	(2,449)	-
Carrying value of Group's interest in associated companies	<u>188,855</u>	<u>227,617</u>	<u>502,532</u>

30 June 2022

Attributable to the owners of associated companies:

	Atlan	BAssets	BSompo
	RM'000	RM'000	RM'000
Net assets at beginning of year	435,972	1,952,438	1,011,595
Profit/(Loss) for the year	400	(54,958)	128,667
Other comprehensive income	575	(21,576)	(20,524)
Other transactions with owners	(27,523)	(2,313)	-
Dividends paid during the year	(12,683)	-	(123,900)
Net assets at end of year	<u>396,741</u>	<u>1,873,591</u>	<u>995,838</u>
Group's equity interest	23.38%	11.52%	30.00%
Interest in associated companies	92,758	215,838	298,751
Goodwill	158,870	-	158,400
Accumulated impairment	(87,354)	(2,936)	-
Exchange differences	2,511	-	-
Unrealised profit on transaction with associated company	-	-	(6,258)
Less: Intragroup adjustments	-	(3,659)	-
Carrying value of Group's interest in associated companies	<u>166,785</u>	<u>209,243</u>	<u>450,893</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

8. ASSOCIATED COMPANIES (CONTINUED)

Aggregate information of associated companies that are not individually material:

	Group	
	2023	2022
	RM'000	RM'000
The Group's share of profit for the financial year	11,918	7,143
The Group's share of other comprehensive income	7,973	(1,472)
The Group's share of total comprehensive income for the financial year	19,891	5,671
Aggregate carrying amount of the Group's interests in these associated companies	136,768	116,012

The Group has discontinued the recognition of its share of losses of certain associated companies because the share of losses of these associated companies has exceeded the Group's interest in these associated companies. As at the reporting date, the Group's cumulative unrecognised share of losses in these associated companies amounted to RM34,993,000 (2022: RM31,810,000), which exceeded the Group's interest in these associated companies. Accordingly, the Group did not recognise its share of current year's loss amounting to RM3,183,000 (2022: RM1,399,000) of these associated companies.

The Group recognises its share of Atlan's results based on its financial statements drawn up to its most recent reporting date, which is 31 May 2023. Atlan, being listed on Bursa Malaysia is not allowed to release any information other than those publicly published.

9. JOINT VENTURES

	Group	
	2023	2022
	RM'000	RM'000
Contributed legal capital/cost of investment	213,000	215,739
Share of post-acquisition reserves	(36,042)	(38,209)
Exchange differences	6,207	5,361
	183,165	182,891
Less: Accumulated impairment	(6,849)	(7,849)
	176,316	175,042

The Group's equity interest in the joint ventures, their respective principal activities and country of incorporation are shown in Note 45.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

9. JOINT VENTURES (CONTINUED)

Summarised financial information in respect of Berjaya Hotay Joint Venture Company Limited (“BHotay”) and Chailease Berjaya Credit Sdn Bhd (“Chailease”), the material joint ventures is set out below. The summarised financial information represents the amounts in the financial statements of the joint ventures after modification of fair value adjustments arising from business combination and not the Group’s share of those amounts.

GROUP	BHotay		Chailease	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Non-current assets	167,116	173,590	1,312,566	1,301,839
Current assets	33,567	14,261	1,111,039	612,405
Non-current liabilities	(130,784)	(109,538)	(1,408,403)	(1,102,174)
Current liabilities	(33,750)	(38,375)	(552,442)	(409,404)
Net assets	36,149	39,938	462,760	402,666
The amounts of assets and liabilities above include the following:				
Cash and cash equivalents	10,267	7,844	61,870	60,138
Current financial liabilities (excluding trade and other payables and provision)	(21,886)	(24,676)	(516,890)	(396,630)
Non-current financial liabilities (excluding trade and other payables and provision)	(100,045)	(85,498)	(1,408,403)	(1,102,174)
Revenue	79,453	27,998	344,273	268,466
(Loss)/Profit for the year	(9,761)	(14,866)	66,167	98,972
Other comprehensive income	-	-	(6,073)	4,799
Total comprehensive income for the year	(9,761)	(14,866)	60,094	103,771
The (loss)/profit for the year includes the following:				
Depreciation and amortisation	17,654	15,599	2,769	2,784
Interest income	-	-	1,214	1,197
Income tax expense	-	-	21,896	31,779
Finance costs	12,841	1,582	-	-

NOTES TO THE FINANCIAL STATEMENTS

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9. JOINT VENTURES (CONTINUED)

Reconciliation of the summarised financial information presented above to the carrying amount of the Group's interest in joint ventures:

GROUP	BHotay		Chailease	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Net assets as at beginning of year	39,938	56,496	402,666	273,895
(Loss)/Profit for the year	(9,761)	(14,866)	66,167	98,972
Other comprehensive income	-	-	(6,073)	4,799
Increase in share capital	-	-	-	25,000
Exchange differences	5,972	(1,692)	-	-
Net assets at end of year	36,149	39,938	462,760	402,666
Group's equity interest	50%	50%	30%	30%
Carrying value of Group's interest in joint ventures	18,075	19,969	138,828	120,800

Aggregate information of joint ventures that are not individually material:

	Group	
	2023 RM'000	2022 RM'000
The Group's share of profit for the financial year, representing total comprehensive income	4,522	9,095
Aggregate carrying amount of the Group's interests in these joint ventures	19,413	34,273

The Group has discontinued recognition of its share of losses of certain joint ventures because the share of losses of these joint ventures has exceeded the Group's interest in these joint ventures, and the Group does not have any legal and constructive obligations to provide financial support to the joint ventures. As such, during the current financial year, the Group did not recognise its share of the current financial year's net losses of these joint ventures amounting to RM9,475,000 (2022: RM5,630,000) and the Group's cumulative share of unrecognised losses of these joint ventures amounted to RM17,825,000 (2022: RM8,350,000).

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10. OTHER INVESTMENTS

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
At fair value:				
Quoted investments in Malaysia				
- shares	320,573	138,308	37,631	19,335
- warrants	-	2,030	-	-
- Malaysian Government Securities	3,162	3,040	-	-
- unit trust funds	1,369	1,842	-	-
Quoted investments outside Malaysia				
- shares	52,120	7,840	-	-
Unquoted shares	160,449	196,008	-	-
Total investment in financial assets at fair value	537,673	349,068	37,631	19,335
Golf club corporate memberships	374	357	-	-
Total investments	538,047	349,425	37,631	19,335

The investment in Malaysian Government Securities is deposited with the Malaysian Government in accordance with the Pool Betting Act, 1967 in connection with the issue of the pool betting licence and yields interest at 4.50% (2022: 4.50%) per annum.

During the financial year, certain quoted shares of the Group and of the Company costing RM116,149,000 (2022: RM107,537,000) and RM25,071,000 (2022: RM20,121,000) respectively, have been pledged to financial institutions for credit facilities granted to the Company.

Further details on fair value hierarchy and classification of equity investments are disclosed in Notes 39 and 40 respectively.

NOTES TO THE FINANCIAL STATEMENTS

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11. INTANGIBLE ASSETS

GROUP

2023

	Goodwill RM'000	Gaming rights RM'000	Trademarks RM'000	Lottery business cooperation contract RM'000	Concession assets RM'000	Dealership rights RM'000	Telecommu- nications licences/ Spectrum rights RM'000	Other intangible assets RM'000	Total RM'000
Net Carrying Amount									
At beginning of financial year	843,735	3,437,211	40,987	85,772	279,093	55,263	95,931	38,965	4,876,957
Additions	-	-	-	-	41,323	-	55,546	12,083	108,952
Acquisition of subsidiary companies	6,098	-	-	-	-	-	-	10,859	16,957
Amortisation (Note 31)	-	-	(14)	(7,099)	(14,703)	-	(46,966)	(5,727)	(74,509)
Disposals	-	-	-	-	(7,023)	-	-	(67)	(7,090)
Disposal of subsidiary companies	(128)	-	-	-	-	-	-	(304)	(432)
Transfer to disposal group	-	-	-	-	(212,744)	-	-	(1,483)	(214,227)
Impairment losses (Note 31(b)(i))	(1,117)	-	-	(3,979)	-	-	(5,086)	(101)	(10,283)
Written off (Note 31(b)(i))	-	-	-	-	-	-	-	(155)	(155)
Exchange differences	9,891	-	2,383	-	(5,463)	5,887	-	1,905	14,603
At end of financial year	858,479	3,437,211	43,356	74,694	80,483	61,150	99,425	55,975	4,710,773
Cost	2,179,963	4,685,784	91,070	131,319	161,069	61,150	357,237	107,676	7,775,268
Accumulated amortisation	-	(57,107)	(30,133)	(52,646)	(43,509)	-	(151,739)	(48,426)	(383,560)
Accumulated impairment	(1,321,484)	(1,191,466)	(17,581)	(3,979)	(37,077)	-	(106,073)	(3,275)	(2,680,935)
	858,479	3,437,211	43,356	74,694	80,483	61,150	99,425	55,975	4,710,773

NOTES TO THE FINANCIAL STATEMENTS

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11. INTANGIBLE ASSETS (CONTINUED)

2022

Net Carrying Amount	Gaming rights		Trademarks		Lottery business cooperation contract		Concession assets		Dealership rights		Telecommunications licences/Spectrum rights		Other intangible assets		Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	
At beginning of financial year	861,170	3,437,211	39,007	92,870	243,928	59,556	105,566	4,879,130							
Additions	-	-	-	-	51,425	-	11,760	68,262							
Acquisition of subsidiary companies	287	-	-	-	-	-	-	-	-	-	-	-	-	-	287
Acquisition of business operation	177	-	-	-	-	-	-	-	-	-	-	-	-	-	177
Disposals	(242)	-	-	-	-	-	-	(242)	-	-	-	-	-	-	(242)
Amortisation (Note 31)	-	-	(53)	(7,098)	(16,995)	-	(21,395)	(50,514)	-	-	(4,973)	-	-	-	(50,514)
Impairment losses (Note 31(b)(i))	(11,755)	-	-	-	-	-	-	(11,755)	-	-	-	-	-	-	(11,755)
Written off (Note 31(b)(ii))	-	-	(54)	-	-	-	-	(1,115)	-	-	(1,061)	-	-	-	(1,115)
Exchange differences	(5,902)	-	2,087	-	735	(4,293)	-	100	-	-	100	-	-	-	(7,273)
At end of financial year	843,735	3,437,211	40,987	85,772	279,093	55,263	95,931	4,876,957							
Cost	2,160,661	4,685,784	86,008	131,319	441,066	55,263	326,361	7,981,030							
Accumulated amortisation	-	(57,107)	(28,295)	(45,547)	(125,927)	-	(104,773)	(410,041)							
Accumulated impairment	(1,316,926)	(1,191,466)	(16,726)	-	(36,046)	-	(125,657)	(2,694,032)							
	843,735	3,437,211	40,987	85,772	279,093	55,263	95,931	4,876,957							

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

11. INTANGIBLE ASSETS (CONTINUED)

	Company	
	2023 RM'000	2022 RM'000
Lottery business cooperation contract		
At beginning of financial year	85,772	92,870
Amortisation (Note 31)	(7,099)	(7,098)
Impairment losses (Note 31(b)(i))	(3,979)	-
At end of financial year	<u>74,694</u>	<u>85,772</u>
Cost	131,319	131,319
Accumulated amortisation	(52,646)	(45,547)
Accumulated impairment	(3,979)	-
Net carrying amount	<u>74,694</u>	<u>85,772</u>

11.1 Service concession arrangements

The development expenditure for service concession arrangements which are not covered by a contractual guarantee from the grantor of the concessions are recognised as intangible assets in accordance with IC Interpretation 12: Service Concession Arrangements. These portions of the development expenditure represent the rights to charge users of the public service. The salient features of the concessions are described as below:

(1) Bukit Tagar Sanitary Landfill Project

This is a 6-year concession, automatically renewable over 5 terms of 6 years each (the last term expiring in January 2044) granted to Berjaya EnviroParks Sdn Bhd ("BEP"), a wholly owned subsidiary company of BGroup, on a build, operate, and transfer basis. BEP will design, build, operate and maintain the Bukit Tagar Sanitary Landfill which is located at Mukim Sg. Tinggi, Hulu Selangor District in the State of Selangor. The concession grants the rights to BEP to receive waste from Dewan Bandaraya Kuala Lumpur ("DBKL") and in return to collect tipping fee in accordance to the concession agreement. The tipping fee is determined on a phase-to-phase basis. Upon the termination of the concession, BEP shall transfer the project to DBKL without any further compensation.

NOTES TO THE FINANCIAL STATEMENTS

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11. INTANGIBLE ASSETS (CONTINUED)

11.1 Service concession arrangements (continued)

(2) Landfill Gas Utilisation Project

This is a concession whereby Berjaya Energies Sdn Bhd, a wholly owned subsidiary company of BEP, generates electricity from biogas recovered from the Bukit Tagar Sanitary Landfill and solar source, and sells it to the national grid under the Feed-in-Tariff (“FIT”) scheme. This is achieved through:

- a Renewable Energy Power Purchase Agreement (“REPPA”) with Tenaga Nasional Berhad (“TNB”) for the sale of up to 1.2MW renewable energy under FIT for a duration of 16 years (expiring in June 2028) at the agreed rate of RM0.42/kWh;
- a REPPA with TNB for the sale of up to 3.2MW renewable energy source under FIT for a duration of 16 years (expiring in December 2029) at the agreed rate of RM0.4169/kWh;
- a REPPA with TNB for the sale of up to 6.0MW renewable energy under FIT for a duration of 16 years (expiring in July 2035) at the agreed rate of RM0.447/kWh;
- a REPPA with TNB for the sale of up to 2.0MW renewable energy under FIT for a duration of 21 years (expiring in August 2043) at the agreed rate of RM0.4085/kWh; and
- a REPPA with TNB for the sale of up to 0.125MW solar power under FIT for a duration of 21 years (expiring in December 2034) at the agreed rate of RM1.0488/kWh.

(3) AWF Limited (“AWF”) Water Supply Project

This is a concession granted by the People’s Government of Longxi (“Longxi government”) exclusively to AWF to acquire, upgrade, operate and maintain the existing water supply facilities in Longxi Town, Boluo County, Huizhou City, Guangdong Province, People’s Republic of China. AWF shall operate the concession through its three subsidiary companies, namely Boluo Longxi Zhiwang Water Supply Co Ltd (“Zhiwang”) and Boluo Longxi Pengfa Water Supply Co Ltd (“Pengfa”) which are wholly-owned by AWF, as well as Boluo Longxi Water Supply Co Ltd (“Longxi”) which is 50% owned by C.A. Pioneer Holding Inc. Limited (a wholly-owned subsidiary company of AWF). Zhiwang, Pengfa and Longxi supply treated potable water to the entire Longxi Town territory and charge water tariff rates approved by the Pricing Bureau of Boluo County. The tariff rates shall be reviewed by the Longxi government upon application submitted by the operators when the increase in costs of supplying water warrants the tariff review. AWF, through its subsidiary companies, is obligated to improve the water supply distribution networks, maintain the normal operation of water supply and piping networks.

The service concession arrangements (1) and (2) were transferred to disposal group in the current financial year. Details are disclosed in Notes 18(a) and 44(1).

NOTES TO THE FINANCIAL STATEMENTS

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11. INTANGIBLE ASSETS (CONTINUED)

11.2 Impairment test on goodwill

(1) Allocation of goodwill

Goodwill has been allocated to the Group's CGU identified according to business segments as follows:

	Group	
	2023	2022
	RM'000	RM'000
Retail	523,068	508,341
Property	207,546	207,529
Hospitality	52,594	52,594
Services	75,271	75,271
	858,479	843,735

(2) Key assumptions used in VIU calculation and FVLCTS of CGUs

The recoverable amount of a CGU is determined based on the higher of VIU or FVLCTS if available of the respective CGUs. VIU is calculated using cash flow projections based on financial budgets covering a five-year period with a terminal value thereafter. FVLCTS are estimated based on the best information available in an active market to reflect the amount obtainable in an arm's length transaction, less costs of disposal.

(i) VIU

The following describes each key assumption on which management based its cash flow projections for VIU calculations of CGUs to undertake impairment test on goodwill:

(a) Budgeted gross margins

The bases used to determine the values assigned to the budgeted gross margins are the average gross margins achieved historically adjusted for expected efficiency improvements, market and economic conditions, internal resource efficiency and supply and demand factors, where applicable.

(b) Discount rates

The discount rates used for identified CGUs reflect the specific risks relating to the relevant business segments.

(c) Terminal growth rates

Terminal growth rates used for identified CGUs are based on the average anticipated growth rate of the respective industries and economies.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

11. INTANGIBLE ASSETS (CONTINUED)

11.2 Impairment test on goodwill (continued)

(2) Key assumptions used in VIU calculation and FVLCTS of CGUs (continued)

(i) VIU (continued)

The followings are the key assumptions used in the VIU calculations for the respective CGUs:

Group	Post-tax discount rate	Terminal growth rate
2023		
Retail		
- Food	11.50% - 12.50%	0.50% - 1.50%
- Others	10.50%	1.50%
Services		
- Telecommunication business	11.50%	1.50%
2022		
Retail		
- Food	10.50% - 11.50%	0.50% - 1.50%
- Others	9.30%	1.00%
Services		
- Telecommunication business	11.50%	1.50%

(ii) FVLCTS

The recoverable amounts of the Hotels and Resorts CGU in the Hospitality segment and Property investment and development CGU in the Property segment, are determined based on FVLCTS. The fair values are estimated based on observable market prices of recent transactions of similar assets within the same industry and similar locations, which are categorised as level 3 in the fair value hierarchy.

(3) Sensitivity to changes in assumptions

The management believes that there is no reasonable possible change in any of the key assumptions which would cause the carrying values of the CGU's allocated to all the other goodwill to materially exceed their recoverable amounts.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

11. INTANGIBLE ASSETS (CONTINUED)

11.2 Impairment test on goodwill (continued)

(4) Recognition of impairment

During the current financial year, the Group recognised an impairment loss of RM1,117,000 in respect of goodwill allocated to food business in retail segment with recoverable amount based on its VIU of RM17,760,000.

In the previous financial year, the Group recognised an impairment loss of RM11,755,000 in respect of goodwill allocated to facilitator and licenser for training and examination centres business in the services segment following the subsidiary company's intention to cease the private education business in Singapore.

The total impairment loss of RM1,117,000 (2022: RM11,755,000) in respect of goodwill was accounted for in profit or loss as disclosed in Note 31(b)(i).

11.3 Impairment test on gaming rights

(1) Allocation of gaming rights

Gaming rights are allocated to the Group's lottery operations in Malaysia.

(2) Key assumptions used in VIU calculation and FVLCTS of CGUs

The recoverable amount of a CGU is determined based on the higher of VIU or FVLCTS if available of the respective CGUs. VIU is calculated using cash flow projections based on financial budgets covering a five-year period with a terminal value thereafter.

The following describes each key assumption on which management based its cash flow projections for VIU calculations of CGUs to undertake impairment test on gaming rights:

(a) Budgeted gross margins

The basis used to determine the value assigned to the budgeted gross margin are the average gross margin achieved historically, adjusted for expected efficiency improvements, market and economic conditions, internal resource efficiency and the supply and demand factors, where applicable.

(b) Discount rates

The discount rates used reflect the specific risks relating to the gaming and related activities in services segment. The post-tax discount rates, applied to post-tax cash flows used is 9.00% (2022: 9.00%).

(c) Terminal growth rates

Terminal growth rates used are based on the average anticipated growth rate of the respective industry and economy. The terminal growth rate used is 1.50% (2022: 1.50%).

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

11. INTANGIBLE ASSETS (CONTINUED)

11.3 Impairment test on gaming rights (continued)

(3) Sensitivity to changes in assumptions

For the Malaysian toto betting business segment, which goodwill has been fully impaired, the recoverable amount of its gaming rights based on VIU computation, remains sensitive towards possible negative changes in terminal and revenue growth rates due to the unforeseeable regulatory and economic changes.

Should the post-tax discount rate increase by 0.5% with all other variables held constant, the VIU of the gaming rights of the Malaysian toto betting business segment would fall below the carrying amount of the CGU by RM167.94 million, resulting in a decrease in the fair value reserve.

Management believes that there are no reasonable possible change in any of the key assumptions (apart from as described above) which would cause the carrying values of the CGU's allocated to all the other goodwill to materially exceed their recoverable amounts.

11.4 Impairment testing on dealership rights

(1) Allocation of dealership rights

Dealership rights is allocated solely to the Group's motor dealership operations.

(2) Key assumptions used in VIU calculation

The recoverable amounts of the CGU is determined based on VIU calculations using cash flow projections based on financial budgets covering five-year period with a terminal value thereafter. The key assumptions used for VIU calculations are:

(a) Budgeted gross margin and growth rate

The basis used to determine the value assigned to the budgeted gross margin is the average gross margin achieved historically adjusted for market and economic conditions, internal resource efficiency and the supply and demand factors, where applicable.

(b) Discount rate

The post-tax discount rate, applied to post-tax cash flows, used for the CGU is 11.50% (2022: 10.30%).

(3) Sensitivity to changes in assumptions

The management believes that there is no reasonable possible change in any of the above key assumptions which would cause the carrying values of the CGU's allocated to the dealership rights to materially exceed their recoverable amounts.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

11. INTANGIBLE ASSETS (CONTINUED)

11.5 Impairment testing on telecommunications licences/Spectrum rights

- (1) Rights to spectrum assignment for the frequency band of 2,500MHz paired with 2,600MHz ("2600 SA")

On 8 June 2022, the 2600 SA was assigned to the Group by MCMC for a 5 year period from 1 July 2022 to 30 June 2027, with a condition that the spectrum sharing arrangement is allowed for 2 years from 1 July 2022 to 30 June 2024. The Group has appealed to MCMC to extend the spectrum sharing arrangement from 2 years to 5 years. After considering all the pertinent information, the directors are optimistic that the spectrum sharing arrangement will be extended beyond 2 years. During the financial year, the Group conducted an impairment assessment and concluded that no further impairment is to be recognised. In the event that the extension is not obtained, the recoverable amount of the 2600 SA is expected to be lower by RM57,528,000.

- (2) Rights to spectrum assignment for the frequency band of 2,300MHz ("2300 SA")

There were indications of impairment for the 2300 SA as the contracted revenue, i.e. the recoverable amount was lower than the carrying amount of the spectrum assignment fees. Accordingly, the Group recognised an impairment loss of RM5,086,000 as disclosed in Note 31(b)(i).

11.6 Impairment test on lottery business cooperation contract

- (1) Allocation of lottery business cooperation contract

The lottery business cooperation contract is allocated to the lottery business operations in Vietnam.

- (2) Key assumptions used in VIU calculation

The recoverable amounts of the CGU is determined based on VIU calculations using cash flow projections based on financial budgets covering the remaining contractual period of 11 years. The key assumptions used for VIU calculations are:

- (a) Budgeted gross margin and growth rate

The basis used to determine the value assigned to the budgeted gross margin is the average gross margin achieved historically adjusted for market and economic conditions, internal resource efficiency and the supply and demand factors, where applicable.

- (b) Discount rate

The post-tax discount rate, applied to post-tax cash flows, used for the CGU is 12.50% (2022: 12.00%).

- (3) Sensitivity to changes in assumptions

The management believes that there is no reasonable possible change in any of the above key assumptions which would cause the carrying values of the CGU's allocated to the dealership rights to materially exceed their recoverable amounts.

- (4) Recognition of impairment

During the current financial year, the Group and the Company recognised an impairment loss of RM3,979,000 as disclosed in Note 31(b)(i), with the recoverable amount based on its VIU of RM166,195,000.

NOTES TO THE FINANCIAL STATEMENTS

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12. CONTRACT COST ASSETS

	Group	
	2023	2022
	RM'000	RM'000
Costs to obtain contracts with customers (Note 12.1)	5,795	7,861
Costs to fulfil contracts with customers (Note 12.2)	3,805	4,556
	9,600	12,417

12.1 Costs to obtain contracts with customers

	Group	
	2023	2022
	RM'000	RM'000
At beginning of financial year	7,861	5,072
Additions	7,249	9,587
Amortisation for the financial year (Note 31)	(9,319)	(6,802)
Exchange differences	4	4
At end of financial year	5,795	7,861

12.2 Costs to fulfil contracts with customers

Property development activities:

	Group	
	2023	2022
	RM'000	RM'000
At cost:		
At beginning of financial year		
- freehold land	14,037	11,959
- development costs	279,705	181,302
	293,742	193,261
Costs incurred during the financial year:		
- development costs	62,731	27,787
Costs recognised in profit or loss:		
- at beginning of financial year	(289,186)	(185,206)
- recognised during the financial year	(131,243)	(103,980)
- at end of financial year	(420,429)	(289,186)
Transferred during the financial year:		
- from inventories - property development costs (Note 6.2)	67,676	72,390
Exchange differences	85	304
At end of financial year	3,805	4,556

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

13. RECEIVABLES

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
NON-CURRENT				
<u>Trade receivables</u>				
Hire purchase receivables	12,847	12,019	-	-
Less: Unearned carrying charges	(1,652)	(879)	-	-
	11,195	11,140	-	-
Less: Allowance for impairment	(4)	(3,756)	-	-
Hire purchase receivables, net	11,191	7,384	-	-
<u>Other receivables</u>				
Amounts due from:				
- subsidiary companies (Note 13.2(1))	-	-	38,494	42,498
- associated company (Note 13.2(2))	119,701	107,096	-	-
- joint ventures (Note 13.2(3))	247,958	210,045	-	-
	367,659	317,141	38,494	42,498
Less: Allowance for impairment	(14,981)	(11,976)	-	-
	352,678	305,165	38,494	42,498
Sundry receivables (Note 13.2(6))	22,330	37,452	-	-
Other long term deposits	33,016	33,892	-	-
Total non-current receivables	419,215	383,893	38,494	42,498
CURRENT				
<u>Trade receivables</u>				
Trade receivables	632,724	570,636	28,207	23,921
Less: Allowance for impairment	(47,909)	(45,277)	-	-
	584,815	525,359	28,207	23,921
Hire purchase receivables	24,269	20,240	-	-
Less: Unearned carrying charges	(2,974)	(1,879)	-	-
	21,295	18,361	-	-
Less: Allowance for impairment	(16,862)	(15,722)	-	-
Hire purchase receivables, net	4,433	2,639	-	-
Trade receivables, net	589,248	527,998	28,207	23,921
<u>Other receivables</u>				
Amounts due from:				
- subsidiary companies (Note 13.2(1))	-	-	942,863	752,089
- associated company (Note 13.2(2))	161,490	141,574	2,258	-
- joint ventures (Note 13.2(3))	79,411	94,389	-	-
Amount receivable from disposal of GMOC Project (Notes 13.2(4) and 38.2.2)	626,367	640,198	-	-
Sundry receivables	271,407	411,643	598	946
Refundable deposits	96,562	84,726	4	3
	1,235,237	1,372,530	945,723	753,038
Less: Allowance for impairment	(383,850)	(291,417)	(2,258)	-
	851,387	1,081,113	943,465	753,038

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

13. RECEIVABLES (CONTINUED)

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<u>Other current assets</u>				
Sundry receivables	87,234	63,297	11,101	10,781
Prepayments	156,972	131,479	543	533
Dividend receivable	1,024	37,544	59,195	677
Deposits for acquisition of assets	26,314	12,836	-	-
	271,544	245,156	70,839	11,991
Total current receivables	1,712,179	1,854,267	1,042,511	788,950
Total receivables	2,131,394	2,238,160	1,081,005	831,448

13.1 Trade receivables

The Group's normal credit terms are as follows:

- Non-margin clients and brokers 2 market days in accordance with the Bursa Malaysia Fixed Delivery and Settlement System ("FDSS") trading rules.
- Clients margin call future contracts 3 market days in accordance with the Bursa Malaysia Derivatives Berhad guidelines.
- Hire purchase receivables 36 months to 108 months.
- Other trade receivables 1 day to 90 days.

The credit terms for other trade receivables are assessed and approved on a case-by-case basis.

(1) Ageing analysis of trade receivables

The ageing analysis of trade receivables is as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Current	434,124	411,976	28,207	23,921
1 to 30 days	75,956	56,161	-	-
31 to 60 days	18,107	23,114	-	-
61 to 90 days	6,584	71	-	-
More than 90 days	60,463	42,806	-	-
	161,110	122,152	-	-
Impaired	69,980	66,009	-	-
	665,214	600,137	28,207	23,921

NOTES TO THE FINANCIAL STATEMENTS

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13. RECEIVABLES (CONTINUED)

13.1 Trade receivables (continued)

- (2) Trade Receivables that are impaired

The Group's trade receivables that are impaired at the reporting date and the movement of the allowance accounts used to record the impairment are as follows:

	Group	
	2023	2022
	RM'000	RM'000
Trade receivables - nominal amounts	69,980	66,009
Less: Allowance for impairment	(64,775)	(64,755)
	<u>5,205</u>	<u>1,254</u>

Movement in allowance accounts:

	Group	
	2023	2022
	RM'000	RM'000
At beginning of financial year	64,755	69,111
Charge for the financial year (Note 31)	10,923	6,615
Reversal of impairment loss (Note 31)	(7,176)	(15,067)
Written off	(1,442)	(396)
Exchange differences	(2,285)	4,492
At end of financial year	<u>64,775</u>	<u>64,755</u>

The Group measures allowance for impairment losses of trade receivables based on lifetime ECLs.

Impairment for trade receivables are recognised based on the simplified approach. Impairment is recognised against trade receivables over their credit period based on estimated amounts determined by reference to past default experience of the counterparty and an analysis of the counterparty's current financial position. As for the property development activities, the Group has assessed that these debts should be realised in full without material losses in the ordinary course of business as the legal title to the properties sold remains with the Group until the purchase consideration is fully settled/paid.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

13. RECEIVABLES (CONTINUED)

13.1 Trade receivables (continued)

- (3) Hire purchase receivables

Future receipts for these hire purchase receivables are as follows:

	Group			
	2023		2022	
	Minimum lease receivables RM'000	Present value of Minimum lease receivables RM'000	Minimum lease receivables RM'000	Present value of Minimum lease receivables RM'000
Not later than 1 year	24,269	21,295	20,240	18,361
Later than 1 year but not later than 5 years	12,847	11,195	12,019	11,140
	37,116	32,490	32,259	29,501
Less: Unearned interest	(4,626)	-	(2,758)	-
	32,490	32,490	29,501	29,501

13.2 Other receivables (current and non-current)

- (1) The non-current portion of the amount due from subsidiary companies are unsecured, interest bearing with schedule of repayments of 5 years.

The current portion of the amounts due from subsidiary companies are unsecured and repayable on demand. Amounts totalling RM911,792,000 (2022: RM751,973,000) bear interest, while the rest are non-interest bearing.

- (2) The non-current portion of the amount owing by an associated company of the Group is unsecured, repayable on demand and interest-bearing. In the previous financial year, a gross amount totalling RM45,952,000 was non-interest bearing.

The current portion of the amounts owing by associated companies of the Group are unsecured, repayable on demand and non-interest bearing except for a gross amount totalling RM132,861,000 (2022: RM126,675,000) which are interest bearing.

The amount owing by an associated company of the Company is unsecured, repayable on demand and non-interest bearing.

- (3) The non-current portion of the amounts owing by joint ventures of the Group are unsecured, interest-bearing with schedule of repayments except for a gross amount totalling RM19,734,000 (2022: RM18,470,000) which is non-interest bearing.

The current portion of the amounts owing by joint ventures of the Group are unsecured and interest bearing.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

13. RECEIVABLES (CONTINUED)

13.2 Other receivables (current and non-current) (continued)

- (4) The amount receivable from disposal of GMOC project represents the Final Instalment claimed by GMOC as disclosed in Notes 2.5(1)(c) and 38.2.2. In the financial year 2021, GMOC had commenced to seek the recognition and enforcement of the arbitration award in all jurisdictions. During the financial year, the Group has accounted for an additional impairment amounting to RM99,800,000 (2022: RM197,808,000) on the Final Instalment in view of the dampened property market in the PRC. Notwithstanding the impairment made, GMOC is vigorously pursuing enforcements in both jurisdictions in the PRC and Hong Kong.

- (5) Other receivables that are impaired

Movements in allowance accounts:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
At beginning of financial year	303,393	98,586	-	-
Charge for the financial year				
- other receivables (Note 31)	1,074	6,827	-	-
- amount receivable from disposal of GMOC Project (Note 31(b)(i))	99,800	197,808	-	-
- amount owing from associated companies (Note 31(b)(i))	5,289	4,219	2,258	-
Reversal of impairment loss:				
- other receivables (Note 31)	(5,654)	(1,698)	-	-
Written off	(24)	(2,623)	-	-
Exchange differences	(5,047)	274	-	-
At end of financial year	<u>398,831</u>	<u>303,393</u>	<u>2,258</u>	<u>-</u>

- (6) The non-current sundry receivables represent advance payments made in respect of property development projects of the Group's foreign ventures.

NOTES TO THE FINANCIAL STATEMENTS

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14. CONTRACT ASSETS/(LIABILITIES)

GROUP	Property segment	Hospitality segment	Services segment	Retail segment	Total
2023	RM'000	RM'000	RM'000	RM'000	RM'000
Contract assets					
- Current	73,195	-	62,090	-	135,285
Contract liabilities					
- Non-current	-	(171,908)	-	-	(171,908)
- Current	(39,917)	(35,336)	(51,670)	(454,757)	(581,680)
	(39,917)	(207,244)	(51,670)	(454,757)	(753,588)
Net contract assets/(liabilities)	33,278	(207,244)	10,420	(454,757)	(618,303)

The movement of net contract assets/(liabilities) are as follows:

GROUP	Property segment	Hospitality segment	Services segment	Retail segment	Total
2023	RM'000	RM'000	RM'000	RM'000	RM'000
At beginning of financial year	81,518	(221,628)	44,915	(364,142)	(459,337)
Consideration payable to customers	5,498	-	-	-	5,498
Revenue recognised during the financial year	310,120	600,143	213,399	697,487	1,821,149
Considerations received	-	-	-	(772,630)	(772,630)
Deferred during the financial year	-	-	(1,549)	-	(1,549)
Progress billings during the financial year	(363,518)	(585,759)	(246,913)	-	(1,196,190)
Exchange differences	-	-	568	(15,472)	(14,904)
Transfer to disposal group (Note 18)	(340)	-	-	-	(340)
At end of financial year	33,278	(207,244)	10,420	(454,757)	(618,303)

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

14. CONTRACT ASSETS/(LIABILITIES) (CONTINUED)

GROUP	Property segment	Hospitality segment	Services segment	Retail segment	Total
2022	RM'000	RM'000	RM'000	RM'000	RM'000
Contract assets					
- Current	93,490	-	68,287	-	161,777
Contract liabilities					
- Non-current	-	(185,257)	(84)	-	(185,341)
- Current	(11,972)	(36,371)	(23,288)	(364,142)	(435,773)
	<u>(11,972)</u>	<u>(221,628)</u>	<u>(23,372)</u>	<u>(364,142)</u>	<u>(621,114)</u>
Net contract assets/(liabilities)	<u>81,518</u>	<u>(221,628)</u>	<u>44,915</u>	<u>(364,142)</u>	<u>(459,337)</u>

The movement of net contract assets/(liabilities) are as follows:

GROUP	Property segment	Hospitality segment	Services segment	Retail segment	Total
2022	RM'000	RM'000	RM'000	RM'000	RM'000
At beginning of financial year	16,129	(243,355)	71,691	(237,374)	(392,909)
Consideration payable to customers	3,229	-	-	-	3,229
Revenue recognised during the financial year	229,243	273,999	125,060	628,910	1,257,212
Considerations received	-	-	-	(757,824)	(757,824)
Deferred during the financial year	-	-	(12,833)	-	(12,833)
Progress billings during the financial year	(167,083)	(252,272)	(139,397)	-	(558,752)
Exchange differences	-	-	394	2,146	2,540
At end of financial year	<u>81,518</u>	<u>(221,628)</u>	<u>44,915</u>	<u>(364,142)</u>	<u>(459,337)</u>

14.1 Property segment

Property development

Revenue from property development activities is recognised over time using the input method, which is based on the actual cost incurred to date on the property development project as compared to the total budgeted cost for the respective development projects.

The transaction price allocated to the remaining performance obligations as at the reporting date is expected to be recognised as follows:

	Group	
	2023 RM'000	2022 RM'000
Within one year	174,474	252,819

Construction contracts

Revenue from construction contracts is recognised progressively based on the actual cost incurred to date on the construction projects as compared to the total budgeted cost for the respective projects.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

14. CONTRACT ASSETS/(LIABILITIES) (CONTINUED)

14.2 Hospitality segment

Club and vacation time share memberships

Revenue from club and vacation time share membership activities are recognised over time using the input method. These revenue are recognised on a straight-line basis over the tenure of each respective membership as services are provided in the form of usage of facilities of the clubs and time share operations.

The transaction price allocated to the remaining performance obligations as at the reporting date is expected to be recognised as follows:

	Group	
	2023 RM'000	2022 RM'000
Within one year	2,259	8,163
Later than one year	171,908	185,257
	<u>174,167</u>	<u>193,420</u>

Hotel operations

Contract liabilities of hotel operations represent the obligations to perform services relating to hotel operations for which the Group has received the considerations from the customers.

The transaction price allocated to the remaining performance obligations as at the reporting date is expected to be recognised as follows:

	Group	
	2023 RM'000	2022 RM'000
Within one year	33,077	28,208

14.3 Services segment

Wagering and voting systems contracts

Revenue from wagering and voting systems contracts are recognised over time using the input method, which represent the milestones billings, which are either structured or negotiated with contract customers to reflect the physical stage of completion of the contracts.

The transaction price allocated to the remaining performance obligations as at the reporting date is expected to be recognised as follows:

	Group	
	2023 RM'000	2022 RM'000
Within one year	1,549	12,918
Later than one year	-	84
	<u>1,549</u>	<u>13,002</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

14. CONTRACT ASSETS/(LIABILITIES) (CONTINUED)

14.3 Services segment (continued)

Telecommunication services

Contract assets primarily relate to the Group's right to consideration for service transferred for which receipt of its consideration is conditional on the completion and final acceptance by the customers. Contract assets are transferred to receivables when the right becomes unconditional.

Contract liabilities primarily relate to the Group's obligation to transfer goods or services to customers for which the Group has received the consideration or has billed the customer in advance. Contract liabilities are recognised as revenue as the Group performs the services under the contract.

The transaction price allocated to the remaining performance obligations as at the reporting date is expected to be recognised as follows:

	Group	
	2023	2022
	RM'000	RM'000
Within one year	297,041	88,465
Later than one year	410,174	44,363
	707,215	132,828

Other services

For other services, the contract liabilities primarily relate to the Group's obligation to perform services relating to franchisor and licensor for computer and commercial training centres and examination facilitators operations for which the Group has received the considerations from the customers. The Group applies the practical expedient for exemption on disclosure of information on remaining performance obligation of services segment that have original expected duration of one year or less.

14.4 Retail segment

Deposits received from customers for sale of motor vehicles

Contract liabilities represent the obligations to deliver the motor vehicles to the customers for which the Group has received the considerations (i.e. customer deposits received of which the motor vehicles production phase has commenced) from the customers.

The transaction price allocated to the remaining performance obligations as at the reporting date is expected to be recognised as follows:

	Group	
	2023	2022
	RM'000	RM'000
Within one year	355,633	279,151

Other retail business

For other retail business, the contract liabilities will only be recognised when the cash balances are used for purchases or when redemption occurs or upon expiry of the redemption period, and hence the Group applies the practical expedient not to disclose the information pertaining to the timing of revenue recognition from the remaining performance obligations.

NOTES TO THE FINANCIAL STATEMENTS

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15. SHORT TERM INVESTMENTS

	Group	
	2023 RM'000	2022 RM'000
At fair value:		
Quoted shares in Malaysia	72,173	70,612
Unit trust funds in Malaysia	12,251	29,101
	<u>84,424</u>	<u>99,713</u>

16. DEPOSITS WITH FINANCIAL INSTITUTIONS

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Deposits with:				
Licensed banks	460,737	522,028	10,023	18,282
Other financial institutions	181,366	115,181	-	-
	<u>642,103</u>	<u>637,209</u>	<u>10,023</u>	<u>18,282</u>

Included in deposits are:

- (1) amounts held in sinking funds and trust accounts of RM18,077,000 (2022: RM17,579,000) of the Group for the operations of recreational clubs and time share operations;
- (2) amounts held in debt service reserve accounts of RM52,252,000 (2022: RM75,129,000) of the Group and RM8,823,000 (2022: RM18,282,000) of the Company;
- (3) remisers' deposit held in trust of RM12,677,000 (2022: RM10,708,000) of the Group;
- (4) amounts pledged with financial institutions for credit and other facilities of RM32,286,000 (2022: RM35,476,000) of the Group; and
- (5) amounts deposits maturing more than 3 months as at reporting date of RM57,186,000 (2022: RM56,502,000) of the Group.

The amounts do not form part of cash and cash equivalents are as follows:

	Group	
	2023 RM'000	2022 RM'000
Remisers' deposits held in trust	12,677	10,708
Monies pledged for credit and other facilities	31,474	34,172
Deposits maturing more than 3 months as at reporting date	57,186	56,502
	<u>88,660</u>	<u>90,674</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

16. DEPOSITS WITH FINANCIAL INSTITUTIONS (CONTINUED)

As at reporting date, there was monies held in trust for clients of RM157,244,000 (2022: RM132,398,000) which were not recognised as part of the above deposits in accordance to Financial Reporting Standards Implementation Committee Consensus 18 ("FRSIC Consensus 18").

The range of interest rates per annum of deposits as at reporting date was as follows:

	Group		Company	
	2023 %	2022 %	2023 %	2022 %
Licensed banks	0.10 - 2.85	0.04 - 2.25	2.20 - 2.85	1.60 - 2.00
Other financial institutions	2.18 - 5.94	1.60 - 5.94	-	-

The range of maturities of deposits as at reporting date was as follows:

	Group		Company	
	2023 Days	2022 Days	2023 Days	2022 Days
Licensed banks	2 - 294	1 - 294	3 - 23	9 - 151
Other financial institutions	9 - 31	9 - 31	-	-

17. CASH AND BANK BALANCES

Included in cash and bank balances are:

- (1) amounts totalling RM177,802,000 (2022: RM61,526,000) of the Group held pursuant to Section 7A of the Housing Developers (Control and Licensing) Act, 1966;
- (2) monies held for the operations of recreational clubs and time share operations of the Group amounting to RM715,000 (2022: RM206,000);
- (3) amounts held in debt service reserve accounts of RM88,240,000 (2022: RM19,553,000) of the Group and RM36,758,000 (2022: RM8,014,000) of the Company; and
- (4) amounts pledged with financial institutions of RM1,919,000 (2022: RM737,000) of the Group.

The amounts do not form part of cash and cash equivalents are as follows:

	Group	
	2023 RM'000	2022 RM'000
Remisiers' deposits held in trust	160	207

As at reporting date, there were monies held in trust for clients of the stockbroking business of RM58,287,000 (2022: RM63,231,000), which were not recognised as part of the cash and bank balances of the Group in accordance to FRSIC Consensus 18.

NOTES TO THE FINANCIAL STATEMENTS

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18. DISPOSAL GROUP/NON-CURRENT ASSETS CLASSIFIED AS HELD FOR SALE

	Group	
	2023 RM'000	2022 RM'000
Assets		
Property, plant and equipment	125,853	-
ROU assets	1,430	-
Joint venture	16,978	-
Deferred tax assets	4,146	-
Intangible assets	214,227	-
Inventories	272	-
Contract assets	340	-
Receivables	15,022	-
Tax recoverable	2,193	-
Short term investments	17,517	-
Deposits with financial institutions	13,723	-
Cash and bank balances	14,458	-
Assets of disposal group classified as held for sale (Note (a))	426,159	-
Non-current assets classified as held for sale		
- Property (d)	-	6,986
- Associated companies (Notes (b) and (c))	145,373	145,373
- Amounts due from BVFC and BVIUT (Notes (b) and (c))	38,353	36,609
	183,726	188,968
Assets of disposal group/Non-current assets classified as held for sale	609,885	188,968
Liabilities		
Borrowings	158,301	-
Lease liabilities	1,256	-
Payables	33,216	-
Deferred tax liabilities	33,518	-
Liabilities directly associated with disposal group classified as held for sale (Note (a))	226,291	-
Cash and cash equivalents		
Deposits with financial institutions	13,723	-
Cash and bank balances	14,458	-
	28,181	-
Excluding:		
- Deposits pledged for credit and other facilities	(2,912)	-
Cash and cash equivalents of the disposal group classified as held for sale (Note (a))	25,269	-

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

18. DISPOSAL GROUP/NON-CURRENT ASSETS CLASSIFIED AS HELD FOR SALE (CONTINUED)

Notes:

- (a) the assets and liabilities of a subsidiary company, Berjaya Enviro Holdings Sdn Bhd and its subsidiary companies ("BEnviro"). Details of the proposed disposal of the Group's entire 100% equity interest in BEnviro is disclosed in Note 44(1);
- (b) the carrying amount of an associated company, Berjaya Vietnam Financial Center Limited ("BVFC") of RM145,373,000. On 4 June 2018, Berjaya Leisure (Cayman) Ltd ("BLCL") had entered into a Capital Transfer Agreement ("CTA") to dispose of the remaining 32.5% of the capital contribution in BVFC to Vinhomes Joint Stock Company ("Vinhomes") and Can Gio Tourist City Corporation for a total cash consideration of VND884.93 billion (about RM175.22 million) ("PropBVFCDisposal"). BLCL had received a refundable deposit of USD15.0 million (equivalent to about RM70.29 million).

Initially, BLCL's capital contribution of VND967.31 billion represented 100% of the charter capital of BVFC. Following the conditions imposed by the Vietnamese authorities whereby BVFC was required to increase its charter capital, Vinhomes had, in March 2018, injected fresh capital contribution of VND2,008.69 billion (equivalent to approximately RM397.72 million) into BVFC which accordingly resulted in a dilution of BLCL's holding in the charter capital of BVFC to 32.5%;

- (c) an unquoted investment of 0.8% equity interest in Berjaya Vietnam International University Town One Member Limited Liability Company ("BVIUT"). In conjunction with the PropBVFCDisposal, Vinhomes and its affiliates ("VinhomesAff") are being considered as potential purchasers of BVIUT. VinhomesAff had in December 2017 injected fresh capital of VND11,904 billion (about RM2.36 billion) pursuant to the Vietnamese authorities' requirement to increase the charter capital of BVIUT and thereby diluting BLCL's stake in BVIUT from 100% to 0.8%. It is the intention of BLCL to dispose of its 0.8% stake in BVIUT in the near future ("PropBVIUTDisposal"). This investment with carrying amount of RM5,376,000 was fully impaired in the prior financial year; and
- (d) the disposal of a freehold land which was classified as non-current assets held for sales in the previous financial year, was completed during the current financial year.

At the reporting date, Notes (b) and (c) are pending completion as certain conditions imposed by the authorities, were beyond the control and anticipation of the Group and the prospective buyers, were yet to be fulfilled. Both parties remain committed to the disposal plans and are taking the necessary actions to address these conditions. The Group is of the view that this matter will be satisfactorily resolved in its favour.

NOTES TO THE FINANCIAL STATEMENTS

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19. SHARE CAPITAL

	Group and Company			
	Number of shares		Share capital	
	2023 '000	2022 '000	2023 RM'000	2022 RM'000
Issued and fully paid:				
At beginning of financial year	5,859,923	5,366,994	5,286,202	5,092,989
Arising from conversion of BCorp ICULS 2012/2022	-	492,929	-	193,213
Arising from conversion of BCorp ICULS 2016/2026	102,628	-	61,572	-
At end of financial year	<u>5,962,551</u>	<u>5,859,923</u>	<u>5,347,774</u>	<u>5,286,202</u>

	Group and Company	
	Number of shares	
	2023 '000	2022 '000
Issued ordinary shares with voting rights		
Total number of issued ordinary shares	5,962,551	5,859,923
Less: Total number of ordinary shares held as treasury shares (Note 22)	(379,060)	(317,989)
	<u>5,583,491</u>	<u>5,541,934</u>

The holders of ordinary shares (other than treasury shares) are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All the ordinary shares (other than treasury shares) rank equally with regard to the Company's residual assets.

20. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS

	Group and Company	
	2023 RM'000	2022 RM'000
<u>BCorp ICULS 2016/2026</u>		
Equity component	110	53,231
Liability component		
- Non-current portion	6	5,066
- Current portion	4	2,057
	<u>10</u>	<u>7,123</u>

In the previous financial year, there were full conversions of the following ICULS:

- (1) On 22 October 2021, all the outstanding Singapore Institute of Advanced Medicine Holdings Pte Ltd ("SIAMH") ICULS were converted into new ordinary shares of SIAMH; and
- (2) On 22 April 2022, all the outstanding BCorp ICULS 2012/2022 were mandatorily converted into new ordinary shares of BCorp upon the maturity of the BCorp ICULS 2012/2022.

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20. IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS (CONTINUED)

BCorp ICULS 2016/2026

The BCorp ICULS 2016/2026 at nominal value of RM1.00 each were constituted by a Trust Deed dated 30 May 2016 made between the Company and the Trustee for the holders of the BCorp ICULS 2016/2026. The main features of BCorp ICULS 2016/2026 are as follows:

- The BCorp ICULS 2016/2026 shall be convertible into ordinary shares of the Company during the period from 31 May 2016 to the maturity date on 29 May 2026 by surrendering one RM1.00 nominal value of BCorp ICULS 2016/2026 for one new ordinary share of the Company;
- Upon conversion of the BCorp ICULS 2016/2026 into new ordinary shares, such shares shall rank pari passu in all respects with the ordinary shares of the Company in issue at the time of conversion except that they shall not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period in which the BCorp ICULS 2016/2026 are converted or any interim dividend declared prior to the date of conversion of the BCorp ICULS 2016/2026; and
- The interest on the BCorp ICULS 2016/2026 is payable semi-annually in arrears.

In the financial year ended 30 April 2017, 353,248,340 units of BCorp ICULS 2016/2026 together with 706,496,680 units of free detachable warrants were issued at its nominal value to partially settle on behalf of Juara Sejati Sdn Bhd for its acquisition of 12.00% equity interest in BLand for a purchase consideration of RM419.11 million. The balance of the purchase consideration was settled with a cash payment of RM65.86 million. The BCorp ICULS 2016/2026 were listed on Bursa Malaysia on 2 June 2016.

During the current financial year, 102,628,000 (2022: Nil) units of BCorp ICULS 2016/2026 were converted into ordinary shares of the Company.

The outstanding of BCorp ICULS 2016/2026 as at 30 June 2023 was 209,000 (2022: 102,837,000) units at the Group and Company levels.

Equity Component Movement

	Group and Company	
	2023	2022
	RM'000	RM'000
At beginning of financial year	53,231	53,231
Converted into ordinary shares	(54,346)	-
Deferred tax effect on conversion	1,225	-
At end of financial year	<u>110</u>	<u>53,231</u>

Liability Component Movement

	Group and Company	
	2023	2022
	RM'000	RM'000
At beginning of financial year	7,123	8,700
Accrual of interest	118	479
Payment of interest	(4)	(2,056)
Converted into ordinary shares	(7,227)	-
At end of financial year	<u>10</u>	<u>7,123</u>

NOTES TO THE FINANCIAL STATEMENTS

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21. OTHER RESERVES

GROUP

	FVTOCI reserves (Note a)	Warrant reserve (Note b)	Conso- lidation reserve (Note c)	Fair value reserve (Note d)	Capital reserves (Note e)	Foreign currency translation reserves (Note f)	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
2023							
At 1 July 2022	(89,592)	113,039	(475,267)	2,198	213,735	61,113	(174,774)
Other comprehensive income	39,349	-	-	30	-	43,266	82,645
Share of an associated company's effect arising on changes in interest in its subsidiary company	-	-	2,423	-	-	-	2,423
Effects arising from the disposals of FVTOCI investments	(1,575)	-	-	-	-	-	(1,575)
Transactions with owners:							
Transfer of reserves	(8,937)	-	(6,992)	(10,200)	(3,373)	(12,146)	(41,648)
Arising from part disposal/dilution of equity interest in subsidiary companies	-	-	(40,154)	-	297	-	(39,857)
Arising from increase in equity interest in subsidiary companies	-	-	152,550	-	263	-	152,813
	(8,937)	-	105,404	(10,200)	(2,813)	(12,146)	71,308
At 30 June 2023	(60,755)	113,039	(367,440)	(7,972)	210,922	92,233	(19,973)

NOTES TO THE FINANCIAL STATEMENTS

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21. OTHER RESERVES (CONTINUED)

GROUP	Employees' share		Warrant reserve	Conso- lidation reserve	Fair value reserve	Capital reserves	Foreign currency translation reserves	Total
	FVTOCI reserves	plan reserve						
	(Note a)	Note (g)	(Note b)	(Note c)	(Note d)	(Note e)	(Note f)	
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
2022								
At 1 July 2021	(69,786)	1,779	258,797	(406,803)	47,883	218,738	33,179	83,787
Other comprehensive income	(18,981)	-	-	-	640	262	27,731	9,652
Share of an associated company's effect arising on changes in interest in its subsidiary company	-	-	-	(6,092)	-	(67)	-	(6,159)
Transactions with owners:								
Transfer of reserves	(825)	(865)	(147,018)	(3,475)	(46,325)	(5,198)	203	(203,503)
Re-issuance of Warrants 2012/2022	-	-	1,260	-	-	-	-	1,260
Arising from part disposal/dilution of equity interest in subsidiary companies	-	-	-	(78,875)	-	-	-	(78,875)
Arising from increase in equity interest in subsidiary companies	-	-	-	19,978	-	-	-	19,978
Share based payment - ESS options	-	(623)	-	-	-	-	-	(623)
Share based payment - ESS shares	-	(291)	-	-	-	-	-	(291)
	(825)	(1,779)	(145,758)	(62,372)	(46,325)	(5,198)	203	(262,054)
At 30 June 2022	(89,592)	-	113,039	(475,267)	2,198	213,735	61,113	(174,774)

NOTES TO THE FINANCIAL STATEMENTS

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21. OTHER RESERVES (CONTINUED)

COMPANY

	FVTOCI reserves (Note a) RM'000	Warrant reserve (Note b) RM'000	Foreign currency translation reserves (Note f) RM'000	Total RM'000
2023				
At 1 July 2022	(786)	113,039	(10,395)	101,858
Other comprehensive income	10,381	-	(13,191)	(2,810)
At 30 June 2023	9,595	113,039	(23,586)	99,048

COMPANY

	FVTOCI reserves (Note a) RM'000	Warrant reserve (Note b) RM'000	Foreign currency translation reserves (Note f) RM'000	Total RM'000
2022				
At 1 July 2021	(369)	260,057	903	260,591
Other comprehensive income	(417)	-	(11,298)	(11,715)
Transaction with owners:				
Transfer of reserves	-	(147,018)	-	(147,018)
At 30 June 2022	(786)	113,039	(10,395)	101,858

Notes:

- (a) This represents fair value through other comprehensive income reserves, which also represents the cumulative fair value changes, net of tax, if applicable, of FVTOCI financial assets until they are disposed of.
- (b) The warrants reserve represents warrants expiring on 29 May 2026 ("Warrants 2016/2026")

On 31 May 2016, the Company issued 706,496,680 Warrants 2016/2026 pursuant to the issue of BCorp ICULS 2016/2026 (two units of Warrants 2016/2026 for one unit of BCorp ICULS 2016/2026 issued). The Warrants 2016/2026 are constituted by a deed poll dated 30 May 2016. The Warrants 2016/2026 were listed on Bursa Malaysia on 2 June 2016. During the current financial year, no Warrants 2016/2026 were exercised. The outstanding Warrants 2016/2026 as at 30 June 2023 was 706,496,680 (2022: 706,496,680) units at Group and Company levels.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

21. OTHER RESERVES (CONTINUED)

Notes (continued):

- (b) The warrants reserve represents warrants expiring on 29 May 2026 (“Warrants 2016/2026”) (continued)

The main features of the Warrants 2016/2026 were as follows:

- Each Warrant 2016/2026 entitles the registered holder at any time during the exercise period to subscribe for one new ordinary share in the Company at an exercise price of RM1.00 per ordinary share;
- The exercise price and the number of Warrants 2016/2026 are subject to adjustment in the event of alteration to the share capital, bonus issue, capital distribution and rights issue by the Company in accordance with the conditions provided in the deed poll;
- The Warrants 2016/2026 shall be exercisable at any time within the period commencing on and including the date of issue of the Warrants 2016/2026 and ending on the date preceding the tenth anniversary of the date of issue of the Warrants 2016/2026;
- Upon exercise of the Warrants 2016/2026 into new ordinary shares, such shares shall rank pari passu in all respects with the ordinary shares of the Company in issue at the time of exercise except that they shall not be entitled to any dividend or other distributions declared in respect of a financial period prior to the financial period in which the Warrants 2016/2026 are exercised or any interim dividend declared prior to the date of exercise of the Warrants 2016/2026; and
- At the expiry of the exercise period on 29 May 2026, any Warrant 2016/2026 which has not been exercised will lapse and cease to be valid for any purposes.

The value allocated to one unit of Warrant 2016/2026 was based on the proportion of the fair value of one unit of Warrant 2016/2026, being the fair value of Warrant 2016/2026 on the first day of its listing, over the combined fair values of the equity and liability components of one unit of BCorp ICULS 2016/2026 and two units of Warrant 2016/2026 to the issue price of the BCorp ICULS 2016/2026 of RM1.00 each.

- (c) The consolidation reserve comprises the consolidation effects of changes in the Group's equity interest in subsidiary companies. If the change in the Group's equity interest results in a loss of control of a subsidiary company, all the consolidation reserve relating to this subsidiary company will be transferred to retained earnings.
- (d) The fair value reserves arose mainly from the increase in equity interests of the Group in whereby Sports Toto Berhad (“SPToto”), SPToto became a subsidiary company in the financial year ended 30 April 2008, which resulted in the identification and recognition of gaming rights which was included in intangible assets on the consolidated statement of financial position. The reserves also include other fair value adjustments relating to transfers of property, plant and equipment to investment properties in accordance to MFRS 116: Property, Plant and Equipment.
- (e) The capital reserves represent the amount capitalised for bonus issue by subsidiary companies and share of capital reserves of associated companies.
- (f) This reserve represents the foreign currency translation differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from the Group's presentation currency.
- (g) The employees' share plan reserve represents the equity-settled share options/grants to employees of a subsidiary companies. The share option reserve is made up of the cumulative value of services received from employees recorded over the vesting period commencing from the grant date of the share options/grants and is reduced by the expiry, forfeiture or exercise of the share options.

NOTES TO THE FINANCIAL STATEMENTS

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22. TREASURY SHARES

	Group and Company Ordinary shares			
	2023 No. of shares '000	2022 No. of shares '000	2023 RM'000	2022 RM'000
At beginning of financial year	317,989	253,478	74,982	59,987
Shares bought back	61,071	64,511	16,695	14,995
At end of financial year	<u>379,060</u>	<u>317,989</u>	<u>91,677</u>	<u>74,982</u>

Pursuant to an Extraordinary General Meeting held on 23 July 2008, the Company obtained a shareholders' mandate to undertake the purchase of up to 10% of the issued and paid-up share capital of the Company at the time of purchase.

The renewal of the Company's mandate relating to the share buyback of up to 10% of the existing total paid-up share capital, inclusive of all treasury shares that have been bought back, was approved by the shareholders of the Company at the Annual General Meeting held on 15 December 2022.

The shares bought back are held as treasury shares and none of the shares were cancelled during the financial year.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

23. LONG TERM BORROWINGS

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Secured:				
Term loans (Note 23.1)	2,299,309	1,911,483	874,767	468,088
Portion repayable within 12 months included included under short term borrowings (Note 27)	(753,741)	(308,141)	(429,159)	(97,611)
	<u>1,545,568</u>	<u>1,603,342</u>	<u>445,608</u>	<u>370,477</u>
Medium Term Notes ("MTN") (Note 23.2)	949,019	1,023,785	-	-
Portion repayable within 12 months included included under short term borrowings (Note 27)	(164,959)	(75,000)	-	-
	<u>784,060</u>	<u>948,785</u>	<u>-</u>	<u>-</u>
Sukuk Wakalah MTNs (Note 23.3)	218,450	132,650	-	-
Portion repayable within 12 months included included under short term borrowings (Note 27)	(158,450)	(52,650)	-	-
	<u>60,000</u>	<u>80,000</u>	<u>-</u>	<u>-</u>
Other bank borrowings (Note 23.1)	435,718	567,417	88,411	140,505
Block discounting payables (Note 23.4)	18,141	12,868	-	-
Unexpired interest	(1,576)	(989)	-	-
	<u>16,565</u>	<u>11,879</u>	<u>-</u>	<u>-</u>
Portion repayable within 12 months included included under short term borrowings (Note 27)	(5,493)	(4,836)	-	-
	<u>11,072</u>	<u>7,043</u>	<u>-</u>	<u>-</u>
Hire purchase payables (Note 23.5)	52,007	54,169	545	1,039
Portion repayable within 12 months included included under short term borrowings (Note 27)	(41,224)	(12,562)	(278)	(494)
	<u>10,783</u>	<u>41,607</u>	<u>267</u>	<u>545</u>
Redeemable convertible loans ("RCLs") (Note 28(i))	9,235	-	-	-
	<u>2,856,436</u>	<u>3,248,194</u>	<u>534,286</u>	<u>511,527</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

23. LONG TERM BORROWINGS (CONTINUED)

The terms of the long term borrowings outstanding are as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Long term borrowings				
Amounts repayable:				
Later than one year				
but not later than two years	1,244,277	1,012,899	388,778	221,109
Later than two years				
but not later than five years	995,483	1,532,147	145,508	290,418
Later than five years	616,676	703,148	-	-
	<u>2,856,436</u>	<u>3,248,194</u>	<u>534,286</u>	<u>511,527</u>

23.1 Term loans and other bank borrowings

The secured borrowings of the Group and of the Company are secured on quoted and unquoted shares held by the Group, deposits of the Group and/or fixed and floating charges over the assets of certain subsidiary companies as disclosed in Notes 3, 4, 5, 6, 7, 8, 10, 16 and 17.

The range of effective interest rates per annum at the reporting date for borrowings are as follows:

	Group		Company	
	2023 %	2022 %	2023 %	2022 %
Term loans and other bank borrowings	2.09 - 7.50	2.09 - 7.92	3.91 - 7.05	2.96 - 5.95

23.2 MTN

The facility and outstanding amounts of the MTN programmes are as follows:

	Facility amount RM'000	Group	
		2023 RM'000	2022 RM'000
MTN-A	800,000	800,000	800,000
MTN-B	650,000	150,000	225,000

MTN-A is secured by a third party first equitable charge over the entire issued and paid-up capital of a subsidiary company which is the issuer and a corporate guarantee granted by SPToto. MTN-B is guaranteed by Danajamin Nasional Berhad up to RM500,000,000 and secured by a bank guarantee from OCBC Bank (Malaysia) Berhad up to RM150,000,000.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

23. LONG TERM BORROWINGS (CONTINUED)

23.2 MTN (continued)

The facility and outstanding amounts of the MTN programmes are as follows (continued):

The maturities of the MTN as at the reporting date are as follows:

	Maturity	Group	
		2023 RM'000	2022 RM'000
Current			
Secured with fixed rate			
3.10% p.a. fixed rate MTN-B	December 2022	-	75,000
3.60% p.a. fixed rate MTN-B	December 2023	75,000	-
5.14% p.a. fixed rate MTN-A	January 2024	25,000	-
5.05% p.a. fixed rate MTN-A	June 2024	39,959	-
4.20% p.a. fixed rate MTN-A	June 2024	25,000	-
Portion repayable within 12 months included under short term borrowings (Note 27)		164,959	75,000
Non-Current			
Secured with fixed rate			
3.60% p.a. fixed rate MTN-B	December 2023	-	75,000
4.15% p.a. fixed rate MTN-A	September 2024	30,000	-
3.69% p.a. fixed rate MTN-B	December 2024	75,000	-
4.99% p.a. fixed rate MTN-A	June 2025	200,000	-
Portion repayable more than one year but not later than two years		305,000	75,000
5.14% p.a. fixed rate MTN-A	January 2024	-	25,000
5.05% p.a. fixed rate MTN-A	June 2024	-	39,923
4.20% p.a. fixed rate MTN-A	June 2024	-	25,000
4.15% p.a. fixed rate MTN-A	September 2024	-	30,000
3.69% p.a. fixed rate MTN-B	December 2024	-	75,000
4.99% p.a. fixed rate MTN-A	June 2025	-	200,000
5.25% p.a. fixed rate MTN-A	June 2026	139,613	139,499
5.45% p.a. fixed rate MTN-A	June 2028	54,764	-
Portion repayable more than two years but not later than five years		194,377	534,422
5.45% p.a. fixed rate MTN-A	June 2028	-	54,723
5.65% p.a. fixed rate MTN-A	June 2029	100,000	100,000
5.55% p.a. fixed rate MTN-A	June 2029	124,683	124,640
4.98% p.a. fixed rate MTN-A	June 2030	60,000	60,000
Portion repayable more than five years		284,683	339,363
Total non-current MTN		784,060	948,785
Total MTN		949,019	1,023,785

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

23. LONG TERM BORROWINGS (CONTINUED)

23.3 Sukuk Wakalah MTNs

BGRB Venture Sdn Bhd, a wholly-owned subsidiary company of Berjaya Hartanah Berhad (“BHartanah”) has established an Islamic MTN programme under the Sukuk Wakalah structure with a limit of RM1.00 billion and a tenure of 10 years (“Sukuk Wakalah MTNs”). The Sukuk Wakalah MTNs are secured with a corporate guarantee from BHartanah. As at 30 June 2023, Sukuk Wakalah MTNs totalling RM218,450,000 (2022: RM132,650,000) in nominal value remains outstanding.

The maturities of the Sukuk Wakalah MTNs as at the reporting date are as follows:

	Maturity	Group	
		2023 RM'000	2022 RM'000
Current			
Secured with fixed rate			
7.00% p.a.	August 2022	-	4,650
7.00% p.a.	September 2022	-	3,530
7.00% p.a.	October 2022	-	16,000
7.00% p.a.	November 2022	-	4,000
7.00% p.a.	February 2023	-	10,000
7.00% p.a.	March 2023	-	10,670
7.00% p.a.	May 2023	-	3,800
7.00% p.a.	August 2023	3,700	-
7.00% p.a.	September 2023	2,930	-
7.00% p.a.	October 2023	7,100	-
7.00% p.a.	October 2023	65,000	-
7.00% p.a.	November 2023	4,200	-
7.00% p.a.	December 2023	50,000	-
7.00% p.a.	March 2024	6,100	-
7.00% p.a.	March 2024	4,370	-
7.00% p.a.	May 2024	15,050	-
Portion repayable within 12 months included under short term borrowings (Note 27)		158,450	52,650
Non-Current			
Secured with fixed rate			
7.00% p.a.	December 2023	-	50,000
7.00% p.a.	June 2025	30,000	30,000
7.00% p.a.	January 2026	30,000	-
Portion repayable more than two years but not later than five years		60,000	80,000
Total Sukuk Wakalah MTNs		218,450	132,650

* This tranche of Sukuk Wakalah MTNs will also be secured with certain properties of the Group in addition to the corporate guarantee from BHartanah.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

23. LONG TERM BORROWINGS (CONTINUED)

23.4 Block discounting payables

The block discounting payables are secured by corporate guarantee of a subsidiary company and assignment of the rights under leasing and hire purchase agreements.

Maturity of block discounting payables is as follows:

	Group	
	2023 RM'000	2022 RM'000
Within one year after reporting date	5,493	4,836
Later than one year but not later than two years	4,338	3,511
Later than two years but not later than five years	6,734	3,532
	<u>16,565</u>	<u>11,879</u>

The weighted average effective interest rates of block discounting payables are as follows:

	Group	
	2023 %	2022 %
Block discounting payables	<u>5.11</u>	<u>5.09</u>

23.5 Hire purchase payables

The present value of hire purchase payables are summarised as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Within one year after reporting date	41,224	12,562	278	494
Later than one year but not later than two years	4,151	37,608	144	278
Later than two years but not later than five years	6,624	3,983	123	267
Later than five years	8	16	-	-
	<u>52,007</u>	<u>54,169</u>	<u>545</u>	<u>1,039</u>

The range of interest rates per annum at the reporting date for hire purchase payables are as follows:

	Group		Company	
	2023 %	2022 %	2023 %	2022 %
Hire purchase payables	<u>2.42 - 9.75</u>	<u>2.33 - 9.75</u>	<u>4.75 - 5.50</u>	<u>4.75 - 5.90</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

24. PROVISIONS

GROUP	Sales warranty	Retirement benefits	Restoration costs	Construction costs	Others	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
2023						
At beginning of financial year	224	(18,103)	51,960	27,329	10,290	71,700
Additional provision	1,834	-	3,575	5,088	13,098	23,595
Acquisition of subsidiary company	-	-	45	-	-	45
Utilisation of provision	(33)	(528)	(433)	(394)	-	(1,388)
Reversal of provision	(239)	(880)	(5,941)	(4,376)	(2,962)	(14,398)
Exchange differences	79	(2,689)	2,460	-	-	(150)
Employers' contribution	-	(878)	-	-	-	(878)
Recognised in other comprehensive income	-	(9,714)	-	-	-	(9,714)
At end of financial year	<u>1,865</u>	<u>(32,792)</u>	<u>51,666</u>	<u>27,647</u>	<u>20,426</u>	<u>68,812</u>
At 30 June 2023						
Current liabilities	1,865	116	16,542	27,647	20,426	66,596
Non-current liabilities	-	5,174	35,124	-	-	40,298
	<u>1,865</u>	<u>5,290</u>	<u>51,666</u>	<u>27,647</u>	<u>20,426</u>	<u>106,894</u>
Non-current assets	-	(38,082)	-	-	-	(38,082)
	<u>1,865</u>	<u>(32,792)</u>	<u>51,666</u>	<u>27,647</u>	<u>20,426</u>	<u>68,812</u>
GROUP						
	Sales warranty	Retirement benefits	Restoration costs	Construction costs	Others	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
2022						
At beginning of financial year	1,423	(2,831)	23,906	35,581	3,186	61,265
Additional provision	625	727	30,378	-	7,328	39,058
Utilisation of provision	(4)	(395)	(332)	(999)	(224)	(1,954)
Reversal of provision	(1,837)	-	(1,364)	(7,253)	-	(10,454)
Exchange differences	17	512	(628)	-	-	(99)
Employers' contribution	-	(1,187)	-	-	-	(1,187)
Recognised in other comprehensive income	-	(14,929)	-	-	-	(14,929)
At end of financial year	<u>224</u>	<u>(18,103)</u>	<u>51,960</u>	<u>27,329</u>	<u>10,290</u>	<u>71,700</u>
At 30 June 2022						
Current liabilities	224	162	21,608	27,329	10,290	59,613
Non-current liabilities	-	7,029	30,352	-	-	37,381
	<u>224</u>	<u>7,191</u>	<u>51,960</u>	<u>27,329</u>	<u>10,290</u>	<u>96,994</u>
Non-current assets	-	(25,294)	-	-	-	(25,294)
	<u>224</u>	<u>(18,103)</u>	<u>51,960</u>	<u>27,329</u>	<u>10,290</u>	<u>71,700</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

24. PROVISIONS (CONTINUED)

24.1 Sales warranty

A provision for warranties is recognized for all products under warranty at the reporting date based on past experience on the level of repairs and returns. Certain subsidiaries of the Group provide 3 months to 12 months (2022: 3 months to 12 months) warranties on certain products and undertake to repair or replace items that fail to perform satisfactorily.

24.2 Retirement benefits

GROUP	Funded	Unfunded	Total
2023	RM'000	RM'000	RM'000
At beginning of financial year	(24,839)	6,736	(18,103)
Reversal of provision	(474)	(406)	(880)
Utilisation of provision	-	(528)	(528)
Employer contributions	(878)	-	(878)
Recognised in other comprehensive income	(8,742)	(972)	(9,714)
Exchange differences	(2,710)	21	(2,689)
At end of financial year	<u>(37,643)</u>	<u>4,851</u>	<u>(32,792)</u>
At 30 June 2023			
Current liabilities	-	116	116
Non-current liabilities	439	4,735	5,174
	439	4,851	5,290
Non-current assets	(38,082)	-	(38,082)
	<u>(37,643)</u>	<u>4,851</u>	<u>(32,792)</u>
GROUP	Funded	Unfunded	Total
2022	RM'000	RM'000	RM'000
At beginning of financial year	(9,319)	6,488	(2,831)
(Reversal of)/Additional provision	(19)	746	727
Utilisation of provision	-	(395)	(395)
Employer contributions	(1,187)	-	(1,187)
Recognised in other comprehensive income	(14,848)	(81)	(14,929)
Exchange differences	534	(22)	512
At end of financial year	<u>(24,839)</u>	<u>6,736</u>	<u>(18,103)</u>
At 30 June 2022			
Current liabilities	-	162	162
Non-current liabilities	455	6,574	7,029
	455	6,736	7,191
Non-current assets	(25,294)	-	(25,294)
	<u>(24,839)</u>	<u>6,736</u>	<u>(18,103)</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

24. PROVISIONS (CONTINUED)

24.2 Retirement benefits (continued)

The amounts recognised in the profit or loss are as follows:

GROUP	Funded	Unfunded	Total
	RM'000	RM'000	RM'000
2023			
Current service cost (net of gain on settlement)	484	225	709
Gain on settlement	-	(887)	(887)
Net interest (income)/cost (Note 31(c)(ii))	(958)	256	(702)
	<u>(474)</u>	<u>(406)</u>	<u>(880)</u>
2022			
Current service cost (net of gain on settlement)	152	436	588
Net interest (income)/cost (Note 30)	(171)	310	139
	<u>(19)</u>	<u>746</u>	<u>727</u>

The amounts recognised in other comprehensive income are as follows:

	Group	
	2023	2022
	RM'000	RM'000
Remeasurement (gain)/loss arising from:		
Actuarial changes in financial assumptions	(11,995)	(21,629)
Actuarial changes in demographic assumptions	(573)	(108)
(Return)/Deficit on plan assets	(1,070)	5,643
Experience adjustments arising from defined benefit obligations	3,924	1,165
	<u>(9,714)</u>	<u>(14,929)</u>

24.2.1 Funded defined benefit plan

A foreign subsidiary company of the Group maintains separate funded retirement plans for its eligible employees. Actuarial valuation are made regularly to update the retirement benefit obligations/(assets).

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

24. PROVISIONS (CONTINUED)

24.2 Retirement benefits (continued)

24.2.1 Funded defined benefit plan (continued)

The amounts of funded defined benefit obligation recognised in the statement of financial position are determined as follows:

	Group	
	2023 RM'000	2022 RM'000
Present value of the obligation	50,927	54,516
Fair value of plan assets	(88,570)	(79,355)
Surplus in plan assets	<u>(37,643)</u>	<u>(24,839)</u>
Retirement benefit assets	(38,082)	(25,294)
Retirement benefit liabilities	439	455
	<u>(37,643)</u>	<u>(24,839)</u>

The movements in present value of the funded defined benefit obligation recognised are as follows:

	Group	
	2023 RM'000	2022 RM'000
At beginning of financial year	54,516	80,955
Current service cost	484	152
Interest cost	1,629	1,418
Benefit paid by the plan	(3,988)	(1,467)
Actuarial gain	(7,672)	(20,491)
Exchange differences	5,958	(6,051)
At end of financial year	<u>50,927</u>	<u>54,516</u>

The movements in fair value of plan assets are presented below:

	Group	
	2023 RM'000	2022 RM'000
At beginning of financial year	79,355	90,274
Interest income	2,587	1,589
Return/(Deficit) on plan assets	1,070	(5,643)
Benefit paid by the plan	(3,988)	(1,467)
Employers' contribution	878	1,187
Exchange differences	8,668	(6,585)
At end of financial year	<u>88,570</u>	<u>79,355</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

24. PROVISIONS (CONTINUED)

24.2 Retirement benefits (continued)

24.2.1 Funded defined benefit plan (continued)

The plan assets consist of the following:

	Group	
	2023 RM'000	2022 RM'000
Equity instruments	69,025	58,402
Fixed income assets	19,307	20,732
Cash in bank	238	221
	88,570	79,355

The following principal assumptions were used to determine the retirement benefit obligation:

	Group	
	2023 %	2022 %
Discount rate	5.30 - 6.22	3.80 - 6.71

Sensitivity analysis for retirement benefit obligation of funded benefit plan

The management is of the view that any reasonably possible changes to the principal actuarial assumptions will not have significant impact to the Group.

24.2.2 Unfunded defined benefit plans

Certain local subsidiary companies operate unfunded defined retirement benefit schemes and provision is made at contracted rates for benefits that would become payable on retirement of eligible employees. Under the various schemes, eligible employees are entitled to lump sum retirement benefits of a certain percentage of either the average monthly salary of each full year of service or the final salary for each year of service on attainment of the retirement age (which varies from 55 years to 60 years depending on the scheme).

Certain foreign subsidiary companies operate unfunded defined retirement benefit schemes and the estimated liabilities of the benefits are based on actuarial valuation by independent actuaries. The amounts recognised in the statement of financial position are determined based on the present value of unfunded defined benefit obligations.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

24. PROVISIONS (CONTINUED)

24.2 Retirement benefits (continued)

24.2.2 Unfunded defined benefit plans (continued)

The amounts of unfunded defined benefit obligation recognised in the statement of financial position are determined as follows:

	Group	
	2023	2022
	RM'000	RM'000
Present value of the obligation	4,851	6,736

The following principal assumptions were used to determine the retirement benefit obligations:

	Group	
	2023	2022
	%	%
Range of discount rates used for the various plans	4.50 - 6.20	4.20 - 6.62
Expected rate of salary increase used for the various plans	5.00	5.00

Sensitivity analysis for retirement benefit obligation of unfunded benefit plans

The management is of the view that any reasonably possible changes to the discount rate at the reporting date will not have significant impact to the Group.

Current service cost and net interest costs

The current service and net interest costs are charged to profit or loss and presented as part of the employee benefit expenses and finance costs respectively.

Amounts recognised in other comprehensive income

The amounts recognised in other comprehensive income were included within items that will not be reclassified subsequently to profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

24. PROVISIONS (CONTINUED)

24.3 Provision for restoration costs

Provision for restoration costs is the estimated cost of dismantlement, removal or restoration of property, plant and equipment arising from the acquisition and use of such assets, which are capitalised and included in the cost of property, plant and equipment and right-of-use assets.

24.4 Provision for construction cost

Provision for construction cost comprises of:

- (i) estimated final claims by contractors which have not been finalised;
- (ii) anticipated losses to be incurred for the development of low cost housing under the requirement of the Malaysian Government; and
- (iii) anticipated cost to be incurred for the obligation to complete the infrastructure for development projects.

24.5 Other provision

This relates to the provision of statutory contribution to be incurred for certain property development projects in accordance to the requirement of the Malaysian Government.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

25. DEFERRED TAX

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
At beginning of the financial year	1,150,539	1,149,405	727	3,676
Recognised in profit or loss (Note 33)	(24,972)	1,496	499	(1,487)
Recognised in other comprehensive income (Note 33)	2,229	3,586	-	-
Recognised in equity (Note 33)	(1,225)	(1,462)	(1,225)	(1,462)
Arising on acquisition of subsidiary companies	2,716	-	-	-
Transfer to disposal group (Note 18)	(29,372)	-	-	-
Exchange differences	(1,692)	(2,486)	-	-
At end of the financial year	<u>1,098,223</u>	<u>1,150,539</u>	<u>1</u>	<u>727</u>

Presented after appropriate offsetting as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Deferred tax assets	(107,100)	(86,692)	-	-
Deferred tax liabilities	1,205,323	1,237,231	1	727
	<u>1,098,223</u>	<u>1,150,539</u>	<u>1</u>	<u>727</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

25. DEFERRED TAX (CONTINUED)

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

GROUP	Unused tax losses and unabsorbed		Contract liabilities	Others+	Total
	Provision for liabilities	capital allowances			
	RM'000	RM'000	RM'000	RM'000	RM'000
Deferred Tax Assets					
2023					
At beginning of the financial year	9,695	46,263	50,769	10,421	170,594
Recognised in profit or loss	503	(3,306)	28,452	4,582	32,176
Recognised in other comprehensive income	-	-	-	(2,229)	(2,229)
Transfer to disposal group (Note 18)	-	-	-	(4,146)	(4,146)
Exchange differences	-	17	(871)	267	(190)
At end of the financial year	10,198	42,974	78,350	8,895	196,205
Set-off against deferred tax liabilities					(89,105)
					107,100
2022					
At beginning of the financial year	11,449	50,446	55,632	15,626	185,893
Recognised in profit or loss	(1,754)	(6,643)	(5,222)	(1,679)	(14,592)
Recognised in other comprehensive income	-	-	-	(3,735)	(3,735)
Exchange differences	-	2,460	359	209	3,028
At end of the financial year	9,695	46,263	50,769	10,421	170,594
Set-off against deferred tax liabilities					(83,902)
					86,692

Note:

+ Includes deferred tax adjustments arising from other temporary differences.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

25. DEFERRED TAX (CONTINUED)

GROUP

Deferred Tax Liabilities	Property, plant and equipment	Intangible assets	Properties*	Payables	Undistributed profits of a subsidiary company	Others+	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
2023							
At beginning of the financial year	153,453	850,637	308,916	1,084	1,644	5,399	1,321,133
Recognised in profit or loss	10,383	(4,054)	(5,290)	(617)	844	5,938	7,204
Recognised in equity	-	-	-	-	-	(1,225)	(1,225)
Arising on acquisition of subsidiary companies	1	2,715	-	-	-	-	2,716
Transfer to disposal group (Note 18)	(33,518)	-	-	-	-	-	(33,518)
Exchange differences	(1,355)	200	(2,809)	3,199	-	(1,117)	(1,882)
At end of the financial year	<u>128,964</u>	<u>849,498</u>	<u>300,817</u>	<u>3,666</u>	<u>2,488</u>	<u>8,995</u>	<u>1,294,428</u>
Set-off against deferred tax assets							<u>(89,105)</u>
							<u>1,205,323</u>
2022							
At beginning of the financial year	151,314	856,654	312,493	4,630	2,198	8,009	1,335,298
Recognised in profit or loss	1,967	(5,135)	(5,798)	(1,688)	(554)	(1,888)	(13,096)
Recognised in other comprehensive income	1	-	(150)	-	-	-	(149)
Recognised in equity	-	-	-	-	-	(1,462)	(1,462)
Exchange differences	171	(882)	2,371	(1,858)	-	740	542
At end of the financial year	<u>153,453</u>	<u>850,637</u>	<u>308,916</u>	<u>1,084</u>	<u>1,644</u>	<u>5,399</u>	<u>1,321,133</u>
Set-off against deferred tax assets							<u>(83,902)</u>
							<u>1,237,231</u>

Notes:

* Includes deferred tax adjustments on temporary differences arising from land held for property development, property development costs, investment properties, property inventories and contract cost assets.

+ Includes deferred tax adjustments on BCorp ICULS and other temporary differences.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

25. DEFERRED TAX (CONTINUED)

COMPANY

Deferred Tax Asset**2023**

At beginning/end of the financial year

Set-off against deferred tax liabilities

2022

At beginning of the financial year

Recognised in profit or loss

At end of the financial year

Set-off against deferred tax liabilities

Unabsorbed
capital
allowances

Total

RM'000

RM'000

-	-
-	-

30	30
(30)	(30)
-	-

-	-
-	-

COMPANY

Deferred Tax Liabilities**2023**

At beginning of the financial year

Recognised in profit or loss

Recognised in equity

At end of the financial year

Set-off against deferred tax asset

2022

At beginning of the financial year

Recognised in profit or loss

Recognised in equity

At end of the financial year

Set-off against deferred tax asset

Accelerated
capital
allowances

ICULS

Total

RM'000

RM'000

RM'000

-	727	727
-	499	499
-	(1,225)	(1,225)
-	1	1
-	-	-
-	1	1

30	3,676	3,706
(30)	(1,487)	(1,517)
-	(1,462)	(1,462)
-	727	727

-	-
-	727

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

25. DEFERRED TAX (CONTINUED)

Deferred tax assets have not been recognised in respect of the following items:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Unutilised tax losses	2,543,563	2,363,031	122,139	116,458
Unabsorbed capital allowances	648,335	543,756	109	106
Unabsorbed investment tax allowances	128,818	116,733	-	-
Others	307,826	321,330	-	-
	<u>3,628,542</u>	<u>3,344,850</u>	<u>122,248</u>	<u>116,564</u>

Deferred tax assets have not been recognised in respect of the items above as it is not probable that future taxable profits will be available against which the items above can be utilised.

The Malaysia Finance Act 2018 gazetted on 27 December 2018 imposed a time limitation to restrict the carry forward of the unutilised tax losses to a maximum period of 7 consecutive Year of Assessment ("YA"), effective YA 2019. Based on the latest Malaysia Finance Act 2021, gazetted on 31 December 2021, the time limit for the carry forward of the unutilised tax losses has been extended from 7 years to 10 years. As a result of this change, the unutilised tax losses accumulated up to the YA 2018 are allowed to be carried forward for 10 consecutive years of assessment (i.e. from YA 2019 to 2028). Any balance of the unutilised tax losses thereafter shall be disregarded.

The foreign unutilised tax losses and unabsorbed capital allowance applicable to foreign incorporated subsidiary companies are pre-determined by and subject to the tax legislation of the respective countries.

Pursuant to the relevant tax regulations, the unutilised tax losses at the end of the reporting period will expire as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
With no expiry	234,255	153,809	-	-
Within 12 months	71,404	67,658	28,520	20,254
More than 12 months	2,237,904	2,141,564	93,619	96,204
	<u>2,543,563</u>	<u>2,363,031</u>	<u>122,139</u>	<u>116,458</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

26. PAYABLES

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
NON-CURRENT				
<u>Other long term payables</u>				
Amount owing to				
an associated company (Note 26.2(1))	47,932	36,031	-	-
Retention sum	25,372	26,013	-	-
Rental deposits	298	298	-	-
Sundry payables (Note 26.2(5))	23,056	-	-	-
Project contribution (Note 26.2(2))	37,191	50,592	37,191	50,592
Other long term payable (Note 26.2(6))	11,792	4,905	-	-
Liability component of Redeemable Convertible Cumulative Preference Shares (Note 26.2(8))	110,000	-	-	-
	<u>255,641</u>	<u>117,839</u>	<u>37,191</u>	<u>50,592</u>
<u>Other long term liabilities</u>				
Club members' deposits (Note 26.3(1))	16,961	17,717	-	-
Other deferred income (Note 26.3(2))	74	82	-	-
	<u>17,035</u>	<u>17,799</u>	<u>-</u>	<u>-</u>
Total non-current payables	<u>272,676</u>	<u>135,638</u>	<u>37,191</u>	<u>50,592</u>
CURRENT				
Trade payables	574,983	428,668	88	77
<u>Other payables</u>				
Accruals (Note 26.2(3))	696,359	588,368	8,496	5,282
Agency deposits (Note 26.2(4))	40,093	39,785	-	-
Sundry payables (Note 26.2(5))	482,069	655,261	-	-
Refundable deposits	272,588	261,817	-	-
Project contribution (Note 26.2(2))	23,430	22,005	23,430	22,005
Amount due to:				
- subsidiary companies (Note 26.2(7))	-	-	424,139	560,998
- associated companies (Note 26.2(1))	3,891	4,334	-	-
	<u>1,518,430</u>	<u>1,571,570</u>	<u>456,065</u>	<u>588,285</u>
<u>Other current liabilities</u>				
Deposits	313	1,162	-	-
Loyalty point liability (Note 26.3(3))	7,852	9,535	-	-
Deferred lease income and others (Note 26.3(4))	1,909	2,071	-	-
Other duties payable	138,173	163,683	-	-
Dividend payables	13,709	14,227	-	-
Pool betting duty payables	20,557	20,463	-	-
	<u>182,513</u>	<u>211,141</u>	<u>-</u>	<u>-</u>
Total current payables	<u>2,275,926</u>	<u>2,211,379</u>	<u>456,153</u>	<u>588,362</u>
Total payables	<u>2,548,602</u>	<u>2,347,017</u>	<u>493,344</u>	<u>638,954</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

26. PAYABLES (CONTINUED)

26.1 Trade payables

The normal trade credit terms granted by trade creditors of the Group are as follows:

- Non-margin clients and brokers 2 market days (2022: 2 market days) in accordance with the Bursa Malaysia FDSS trading rules.
- Other trade payables 1 to 184 days (2022: 1 to 184 days).

26.2 Other payables (current and non-current)

- (1) The amount owing to an associated company by a foreign subsidiary company is unsecured and non-interest bearing.
- (2) Project contribution is an obligation pursuant to a lottery business cooperation contract to make contributions over ten annual instalments, whereby the first instalment was made in February 2016 and each subsequent instalment to be made at the end of each calendar year in December.
- (3) Included in accruals of the Group are accrued contribution to the National Sports Council payable to the Ministry of Finance.
- (4) Agency deposits represent deposits obtained from agents for operating toto betting outlets. These deposits are refundable upon termination of operation contracts.
- (5) Included in sundry payables are as follows:
 - (a) An amount of RM38,603,000 (2022: RM71,473,000) which relates to balance purchase price of several parcels of freehold land acquired by a subsidiary company.
 - (b) Advances from certain directors of subsidiary companies amounting to RM2,113,000 (2022: RM2,249,000).
 - (c) A refundable deposit of USD15.0 million (equivalent to about RM67.61 million) (2022: USD15.0 million (equivalent to about RM64.54 million)) in relation to the proposed disposal of a foreign subsidiary company as disclosed in Note 18(b).
 - (d) Refundable deposits of RM109,793,000 (2022: RM100,970,000) received from the proposed disposal of joint ventures. The disposal agreements are currently in negotiation and yet to be finalised.
 - (e) An amount of RM Nil (2022: RM64,499,000) which relates to balance considerations for acquisition of the remaining equity interest in a subsidiary from existing shareholders.
 - (f) An amount of RM3,352,000 (2022: RM Nil) which relates to current portion of the balance considerations for acquisition of subsidiary companies as disclosed in Note 7.1.1(1).
 - (g) A total amount of RM47,458,000 (2022: RM Nil), which relates to the annual fees payable to the MCMC in relation to the spectrum assignment as disclosed in Note 11. The non-current and current of the annual fees payable are RM23,056,000 (2022: RM Nil) and RM24,402,000 (2022: RM Nil), respectively.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

26. PAYABLES (CONTINUED)

26.2 Other payables (current and non-current) (continued)

- (6) Included in other long term payable is an amount of RM7,250,000 (2022:RM Nil) which relates to the non-current portion of the balance considerations for acquisition of subsidiary companies as disclosed in Note 7.1.1(1).
- (7) The amounts due to subsidiary companies for the Company are unsecured, repayable on demand and non-interest bearing, except for a gross amount totalling RM50,213,000 (2022: RM225,459,000) which are interest bearing.
- (8) During the financial year, a subsidiary company of the Group issued 39,468,963 Redeemable Convertible Cumulative Preference Shares ("RCCPS") at an issue price of RM2.787 per share for a total sum of RM110,000,000. The tenure of the RCCPS is 3 years commencing from and inclusive of the issuance date. As the subsidiary has the discretion and intention to redeem the RCCPS upon the maturity, the entire RCCPS is classified as a financial liability.

26.3 Other liabilities (current and non-current)

- (1) Club members' deposits represent amounts paid by members to certain subsidiary companies for licences which entitle the members to use and enjoy the facilities of the subsidiary companies' recreational clubs. These deposits are refundable to the members upon expiry of prescribed terms licencing agreement.
- (2) Other deferred income represents government grant received from the Ministry of Plantation Industries and Commodities Malaysia for replanting of oil palm.
- (3) Loyalty point liability represents the amount payable by a loyalty programme management subsidiary company to the participating merchants in relation to the redemption of points by loyalty programme members.
- (4) Included in the deferred lease income and others are advance lease rental received from lessees.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

27. SHORT TERM BORROWINGS

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Secured:				
Portion repayable within 12 months				
- Long term loans (Note 23)	753,741	308,141	429,159	97,611
- MTN (Note 23)	164,959	75,000	-	-
- Sukuk Wakalah MTNs (Note 23)	158,450	52,650	-	-
- Block discounting payables (Note 23)	5,493	4,836	-	-
- Hire purchase payables (Note 23)	41,224	12,562	278	494
Short term loans	73,208	80,908	-	-
Bank overdrafts	58,094	60,990	-	-
Margin facilities	448,405	386,449	97,304	123,556
Trade financing facilities	7,506	1,637	-	-
RCLs (Note 28(i))	44,091	16,588	-	-
Revolving credits	735,405	578,638	57,282	59,813
Vehicle stocking loans	440,519	256,723	-	-
	<u>2,931,095</u>	<u>1,835,122</u>	<u>584,023</u>	<u>281,474</u>
Unsecured:				
Other bank borrowings	-	54	-	-
Trade financing facilities	31,064	34,237	-	-
Revolving credits	2,000	2,000	-	-
	<u>33,064</u>	<u>36,291</u>	<u>-</u>	<u>-</u>
	<u>2,964,159</u>	<u>1,871,413</u>	<u>584,023</u>	<u>281,474</u>

The secured short term loans, bank overdrafts, margin facilities, trade financing facilities and revolving credits of the Group and of the Company are secured either by way of fixed charges on certain landed properties, certain quoted investments, or fixed and floating charges over certain other assets of the Group and deposits of the Group, as disclosed in Notes 3, 4, 5, 6, 7, 8, 10, 16 and 17.

The vehicle stocking loans obtained by foreign subsidiary companies are secured by fixed and floating charges on certain vehicle inventories held.

As of the reporting date, both the Group and the Company had technical non-compliance with the certain loan covenants of their secured bank borrowings. Consequently, the non-current portions of these bank borrowings amounting to RM344,067,000 for the Group and RM205,027,000 for the Company, respectively, have been reclassified as current liabilities as of 30 June 2023. Subsequent to the financial year end, the lenders granted indulgences for these non-compliances to both the Group and the Company. Upon obtaining the indulgences from the lenders, these amounts are reclassified as non-current liabilities in the financial year ending 30 June 2024.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

27. SHORT TERM BORROWINGS (CONTINUED)

The range of interest rates per annum at the reporting date for borrowings was as follows:

	Group		Company	
	2023	2022	2023	2022
	%	%	%	%
Short term loans	1.89 - 10.00	1.88 - 9.00	-	-
Bank overdrafts	6.00 - 9.45	6.00 - 9.45	-	-
Margin facilities	6.00 - 8.25	6.25 - 8.25	6.00 - 8.21	6.25 - 8.00
Trade financing facilities	1.00 - 7.45	1.00 - 6.00	-	-
RCLs	4.00 - 10.00	5.00	-	-
Revolving credits	2.08 - 9.75	2.08 - 9.00	5.32 - 7.05	4.27 - 5.95
Vehicle stocking loans	6.50 - 8.50	3.24 - 4.63	-	-

28. DERIVATIVES

	Group		Company	
	2023	2022	2023	2022
	RM'000	RM'000	RM'000	RM'000
NON-CURRENT				
<u>Non-hedging derivative liabilities</u>				
RCLs (i)	12,160	-	-	-
CURRENT				
<u>Non-hedging derivative liabilities</u>				
Put options (Note ii)	-	7,457	-	6,862
RCLs (i)	54,703	32,293	-	-
	54,703	39,750	-	6,862

Notes:

- (i) In previous financial year, a subsidiary of the Group entered into RCL agreements with its existing and new shareholders, with a maturity date of 12 months from the respective date of RCL agreements, to raise funds as part of its pre-initial public offering fundraising (refer to Note 43(3)). In the current financial year, the same subsidiary extended the maturity date of its existing RCL agreements from 12 months to 24 months and also entered into additional RCL agreements for fundraising exercises, each with a maturity date of 24 months from their respective agreement dates.

If the conversion event (proposed listing or trade sale) occurs on or before the maturity date or any later date mutually agreed between parties, the RCLs are to be converted to new ordinary share capital of the subsidiary. In the event the RCLs are not converted to new ordinary share capital by the maturity date or any later date mutually agreed between parties, the outstanding amount of the RCLs including all accrued and unpaid interest shall become due and payable within 14 days from the maturity date in cash.

These RCLs are recognised as debts with embedded derivatives. The financial liability host debts are recognised under borrowings (Notes 23 and 27) and the embedded derivatives are recognised under derivative liabilities. The differences between the total proceeds and the derivative liabilities measured at FVTPL, are allocated to the financial liability host debts which are subsequently measured at amortised cost.

Upon the conversion event, the carrying amount of the debts and derivative liabilities component of the RCLs will be transferred to share capital. Any gain or loss relating to the derivative liabilities will be recognised in the profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

28. DERIVATIVES (CONTINUED)

Notes:

- (ii) In the prior financial year, the Group and the Company entered into various call and put options agreements on certain quoted shares with third parties. The call options granted the Group and the Company, the rights to buy certain quoted shares at agreed prices within the option periods. The call options were accounted for as derivative assets. The put options, which were granted by the Group and the Company, gave the rights to third parties to sell certain quoted shares at agreed prices within the option periods. The put options were accounted for as derivative liabilities. During the financial year, the call options were exercised by the Group and the Company.

29. REVENUE

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Revenue from contracts with customers	9,575,737	8,124,460	118,820	89,951
Revenue from other sources:				
- Lease income from investment properties and ROU assets	28,505	21,974	-	-
- Margin interest income	6,200	7,142	-	-
- Interest income from hire purchase, lease and loan financing	1,469	1,563	-	-
- Gross dividends	-	-	216,090	153,021
	<u>9,611,911</u>	<u>8,155,139</u>	<u>334,910</u>	<u>242,972</u>
<u>Disaggregation of the revenue from contracts with customers:</u>				
Major goods and services				
Sales of motor vehicles, charges for aftersales services, repairs and maintenance services rendered	3,092,735	3,040,328	-	-
Toto betting and lottery operations	3,075,107	2,261,825	116,747	87,713
Sales of food and beverages and others	1,697,494	1,616,687	-	-
Income from hotels, resort, theme park and casino operations	949,433	606,490	-	-
Sale of property inventories	420,470	298,935	-	-
Income from telecommunications services	214,654	158,042	-	-
Gross brokerage and other financial services income	38,304	68,770	-	-
Membership fees and subscriptions	70,342	68,559	-	-
Management fee income	2,679	3,370	2,073	2,238
Income from chartered flights	14,519	1,454	-	-
	<u>9,575,737</u>	<u>8,124,460</u>	<u>118,820</u>	<u>89,951</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

29. REVENUE (CONTINUED)

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Geographical market				
Malaysia	5,150,049	4,131,258	2,073	2,238
Outside Malaysia	4,425,688	3,993,202	116,747	87,713
	<u>9,575,737</u>	<u>8,124,460</u>	<u>118,820</u>	<u>89,951</u>
Timing of revenue recognition				
At a point in time	9,045,821	7,717,904	116,747	87,713
Over time	529,916	406,556	2,073	2,238
	<u>9,575,737</u>	<u>8,124,460</u>	<u>118,820</u>	<u>89,951</u>

30. FINANCE COSTS

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Interest expense on:				
- Bank loans and overdrafts	221,609	171,869	61,448	47,728
- BCorp ICULS	118	1,991	118	1,991
- SIAMH ICULS	-	171	-	-
- SIAMH RCLs	4,159	464	-	-
- MTN	48,047	50,694	-	-
- Sukuk Wakalah MTNs	12,798	6,558	-	-
- Hire purchase	4,456	4,662	70	127
- Vehicle stocking loans	21,004	8,114	-	-
- Defined benefit plans (Note 24.2)	-	139	-	-
- Lease liabilities (Note 4.2)	89,265	75,487	-	-
- Subsidiary company	-	-	25,566	28,614
- Others	5,718	5,867	-	-
Unwinding of discount and charge out of deferred transaction costs	13,291	15,181	6,486	7,474
Others (inclusive of loan related expenses)	6,031	7,999	1,539	1,171
	<u>426,496</u>	<u>349,196</u>	<u>95,227</u>	<u>87,105</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

31. PROFIT BEFORE TAX

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Profit before tax				
is arrived at after charging:				
Auditors' remuneration				
<u>Auditors of the Company (Ernst & Young PLT)</u>				
- statutory audit fee	4,919	4,606	686	734
- under provision of statutory audit fees in prior years	164	359	9	82
- other services	641	979	8	7
<u>Other auditors other than Ernst & Young PLT</u>				
- statutory audit fee	4,550	4,758	32	23
- under/(over) provision of statutory audit fees in prior years	372	(13)	-	-
- other services	1,753	1,510	689	325
Depreciation of				
- property, plant and equipment	193,706	203,757	23,981	22,802
- ROU assets	231,274	235,751	-	-
Amortisation of				
- contract cost assets	9,319	6,802	-	-
- intangible assets	74,509	50,514	7,099	7,098
Direct operating expenses of investment properties *	17,876	14,911	-	-
Royalty expenses	54,115	48,913	-	-
Staff costs (Note a)	1,134,393	974,484	14,880	18,249
Allowance for impairment on receivables				
- trade receivables	10,923	6,615	-	-
- other receivables	1,074	6,827	-	-
Bad debts written off	1,388	11,834	-	-
Inventories written down	-	22,251	-	-
Expenses relating to leases				
- short-term leases	19,472	22,908	-	-
- leases of low-value assets	536	667	-	-
- variable lease payments	44,348	19,849	-	-
Loss on foreign exchange	144,579	172,462	14,029	6,428
Research and development expenditure	3,371	2,420	-	-
Provision for				
- sales warranty	1,834	625	-	-
- others	13,098	7,328	-	-
Contribution to National Sports Council	32,957	25,306	-	-

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

31. PROFIT BEFORE TAX (CONTINUED)

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
and crediting:				
Reversal of inventories written off/down	2,234	-	-	-
Reversal of impairment loss on receivables				
- trade receivables	7,176	15,067	-	-
- other receivables	5,654	1,698	-	-
Gain on foreign exchange	117,282	108,189	10,286	30,938
Reversal of provision				
- sales warranty	239	1,837	-	-
- retirement benefits	880	-	-	-
- restoration costs	5,941	1,364	-	-
- construction costs	4,376	7,253	-	-

Notes:

* It is not practicable to segregate the direct operating expenses of investment properties in respect of revenue and non-revenue generating properties due to periodic changes in the occupancy rates during the financial year.

(a) Staff costs consist of the following:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Wages, salaries and allowances	912,935	798,965	10,903	14,524
Social security costs and employees insurance	32,599	26,857	313	271
Bonuses	32,717	22,263	1,522	541
Pension costs				
- defined contribution plans	82,120	68,749	1,365	1,584
- defined benefit plans	826	537	-	-
Provision for short term compensated absences	(817)	(321)	(127)	(18)
Share-based payments	-	51	-	-
Other staff related expenses	74,013	57,383	904	1,347
Total staff costs	1,134,393	974,484	14,880	18,249

Staff costs exclude remuneration of directors.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

31. PROFIT BEFORE TAX (CONTINUED)

(b) Other expenses

Included in other expenses are the following:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
(i) Other expenses - investing activities				
Loss on disposal of				
property, plant and equipment	342	1,076	-	73
Loss on disposal/deemed				
disposal of subsidiary companies	1,474	1,661	-	-
Loss on disposal				
of associated companies	4,609	-	1,370	-
Fair value loss				
- investment properties	10,483	18,574	-	-
- FVTPL equity				
instruments quoted in Malaysia	3,653	6,221	-	-
- derivative assets	-	195	-	115
- derivative liabilities	8,728	706	-	751
Impairment in value of				
- property, plant and equipment	3,357	2,803	-	-
- ROU assets	2,965	1,762	-	-
Impairment of intangible assets				
- goodwill	1,117	11,755	-	-
- spectrum rights	5,086	-	-	-
- lottery business cooperation contract	3,979	-	3,979	-
- others	101	-	-	-
Impairment on amount owing/receivable from				
- associated companies	5,289	4,219	2,258	-
- disposal of GMOC Project	99,800	197,808	-	-
Impairment in value of investments in				
- subsidiary companies	-	-	11,003	46,840
- associated companies	4,042	561	1,179	1,512
Property, plant and equipment				
written off	5,318	7,573	17	253
Intangible assets written off	155	1,115	-	-

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

31. PROFIT BEFORE TAX (CONTINUED)

(c) Other income

Included in other income are the following:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
(i) Other income - operating activities				
Income from rental of land and buildings	29,802	22,055	-	-
Finance income - loans and receivables	7,882	6,731	-	-
Government grant	8,565	31,506	-	98
Gain on lease modification	3,054	2,815	-	-
(ii) Other income - investing activities				
Interest income from loans and receivables				
- subsidiary companies	-	-	46,724	31,172
- others	51,404	39,080	1,033	398
Interest income				
from retirement benefits (Note 24.2)	702	-	-	-
Gross dividends from other investments				
- quoted in Malaysia	7,651	2,650	-	-
- unquoted in Malaysia	1,400	1,875	-	-
Gain on disposal of				
- property, plant and equipment	2,063	9,231	69	-
- investment properties	4,063	23,677	-	-
- land held for property development	6,563	1,532	-	-
Gain on disposal of				
- subsidiary companies	1,942	299	-	-
- associated companies	1,130	165,223	-	32
Gain on remeasurement of				
retained equity interest in a				
former associated company	-	80,586	-	-
Gain on remeasurement of equity				
interest in an acquiree, previously				
accounted for as a joint venture	1,327	-	-	-
Reversal of impairment in value of				
- property, plant and equipment	406	23	-	-
- ROU assets	533	-	-	-
- associated company	140	7,884	2,632	-
Contribution arising from waiver				
of loan from an associated company	-	10,799	-	-
Fair value gain				
- FVTPL equity				
instruments quoted in Malaysia	44,714	1,311	-	-
- investment properties	7,337	5,279	-	-
Negative goodwill	124	-	-	-
Other investment income	2,070	3,522	-	-
Refund of penalty tax	7,327	43,489	-	-

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

32. DIRECTORS' REMUNERATION

The aggregate remuneration paid or payable by the Group and by the Company to the directors of the Company are as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Directors of the Company				
Executive				
Salaries and other emoluments	23,198	30,397	1,101	3,316
Bonus	1,761	1,262	62	509
Retirement benefits				
- defined contribution plans	3,338	4,206	128	412
Benefits-in-kind	434	729	52	333
	<u>28,731</u>	<u>36,594</u>	<u>1,343</u>	<u>4,570</u>
Non-executive				
Fees	900	884	410	720
Retirement benefits				
- defined contribution plans	18	6	8	-
Other emoluments	376	400	188	203
Benefits-in-kind	11	13	-	-
	<u>1,305</u>	<u>1,303</u>	<u>606</u>	<u>923</u>
Total	<u>30,036</u>	<u>37,897</u>	<u>1,949</u>	<u>5,493</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

33. TAXATION

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
<u>Statements of profit or loss</u>				
Income tax:				
- Malaysian income tax	251,944	222,659	5,100	4,562
- Foreign tax	20,839	24,944	-	-
- Withholding tax	8,117	602	-	-
Under/(Over) provision in prior years				
- Malaysian income tax	1,006	9,452	(530)	43
- Foreign tax	(15,187)	(52,075)	-	-
	<u>266,719</u>	<u>205,582</u>	<u>4,570</u>	<u>4,605</u>
Deferred tax (Note 25):				
Relating to origination and reversal of temporary differences	(30,532)	(1,891)	499	(1,487)
Effects of real property gains tax	359	2,291	-	-
Under provision in prior years	5,201	1,096	-	-
	<u>(24,972)</u>	<u>1,496</u>	<u>499</u>	<u>(1,487)</u>
	<u>241,747</u>	<u>207,078</u>	<u>5,069</u>	<u>3,118</u>
<u>Statements of comprehensive income</u>				
Deferred tax relating to other comprehensive income (Note 25):				
- Revaluation of land and building	-	(149)	-	-
- Defined benefit pension scheme	2,229	3,735	-	-
	<u>2,229</u>	<u>3,586</u>	<u>-</u>	<u>-</u>
<u>Statements of changes in equity</u>				
Deferred tax recognised in equity (Note 25):				
- Tax effect on conversion of BCorp ICULS 2012/2022	-	(1,462)	-	(1,462)
- Tax effect on conversion of BCorp ICULS 2016/2026	(1,225)	-	(1,225)	-

Domestic income tax is calculated at the Malaysian statutory tax rate of 24% (2022: 24%) of the estimated assessable profit for the financial year. Taxation for other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

Pursuant to Finance Act 2021, a special one-off tax termed as "Cukai Makmur" or "Prosperity Tax" was introduced for companies other than small and medium enterprises in Malaysia, where a 33% corporate income tax rate was levied on chargeable income exceeding RM100 million for the year of assessment 2022.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

33. TAXATION (CONTINUED)

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

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Profit before tax	260,842	230,571	121,118	33,573
Applicable tax rate (%)	24	24	24	24
Taxation at applicable tax rate	62,602	55,337	29,068	8,058
Effect of "Prosperity Tax"	-	27,008	-	-
Effect of different tax rates in other countries	(4,599)	(341)	1,635	1,557
Effect of share of results of associated companies and joint ventures	(23,360)	(17,006)	-	-
Effect of income subject to real property gain tax	359	2,291	-	-
Effect of income not subject to tax	(47,466)	(106,194)	(57,401)	(48,919)
Expenses not deductible under tax legislation	239,538	255,703	28,704	41,366
Effect of withholding tax	8,117	602	-	-
Utilisation of previously unrecognised deferred tax assets	(12,225)	(20,804)	-	-
Deferred tax assets not recognised during the financial year	26,783	55,432	3,094	3,540
Recognition as deferred tax assets on previously unrecognised deferred tax assets	(365)	(1,382)	-	(1,040)
Effects of BCorp ICULS interests	499	(1,487)	499	(1,487)
Deferred tax liabilities recognised/ (reversed) on changes in undistributed profits of subsidiary company	844	(554)	-	-
(Over)/Under provision of income tax in prior years	(14,181)	(42,623)	(530)	43
Under provision of deferred tax in prior years	5,201	1,096	-	-
Taxation for the year	241,747	207,078	5,069	3,118

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

34. (LOSS)/EARNINGS PER SHARE

The (loss)/earnings per share is calculated by dividing (loss)/profit for the financial year attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares with voting rights in issue during the financial year, including mandatorily convertible instruments.

	Group	
	2023	2022
	RM'000	RM'000
(Loss)/Profit attributable to equity holders	(110,262)	51,770
Adjustment for assumed conversion of BCorp ICULS (Note 30)	118	1,991
	<u>(110,144)</u>	<u>53,761</u>
Weighted average number of ordinary shares with voting rights in issue (inclusive of mandatorily convertible instruments) ('000)	5,610,539	5,691,854
Basic (loss)/earnings per share (sen)	<u>(1.96)</u>	<u>0.94</u>

Diluted (loss)/earnings per share is not presented as there were no potential dilutive ordinary shares during the financial year.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

35. SEGMENTAL INFORMATION

The Group is organised on a worldwide basis and presents its segmental information based on business segments:

- (1) retail;
- (2) property;
- (3) hospitality; and
- (4) services;

All inter-segment transactions were carried out in the normal course of business and established under negotiated terms.

The geographical segmental information is prepared based on the locations of assets. The segment revenue by geographical location of where the sales are transacted does not differ materially from the segment revenue by geographical location of assets.

Unallocated assets/liabilities include items relating to investing and financing activities and items that cannot be reasonably allocated to individual segments. These include mainly corporate assets, tax recoverable/liabilities, borrowings, hire purchase and lease obligations.

Other non-cash expenses include property, plant and equipment written-off, intangible assets written-off, inventories written-off and bad debts written-off.

By business segments

	External	Inter- segment	Total
	RM'000	RM'000	RM'000
Revenue			
2023			
Retail	4,621,581	2,620	4,624,201
Property	443,350	26,714	470,064
Hospitality	1,045,590	41,531	1,087,121
Services	3,501,390	162,558	3,663,948
Inter-segment elimination	-	(233,423)	(233,423)
Total Revenue	9,611,911	-	9,611,911
2022			
Retail	4,477,975	4,508	4,482,483
Property	320,107	42,006	362,113
Hospitality	691,878	26,368	718,246
Services	2,665,179	116,025	2,781,204
Inter-segment elimination	-	(188,907)	(188,907)
Total Revenue	8,155,139	-	8,155,139

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

35. SEGMENTAL INFORMATION (CONTINUED)

	2023 RM'000	2022 RM'000
Results		
Retail	242,943	333,864
Property	129,522	15,801
Hospitality	1,667	(78,501)
Services	334,345	232,667
	<u>708,477</u>	<u>503,831</u>
Unallocated corporate expenses	(98,871)	(135,354)
	609,606	368,477
Other income - investing activities	140,896	396,460
Other expenses - investing activities	(160,498)	(256,029)
	590,004	508,908
Finance costs	(426,496)	(349,196)
Share of results of associates	77,843	39,505
Share of results of joint ventures	19,491	31,354
	<u>260,842</u>	<u>230,571</u>
Profit before tax	260,842	230,571
Taxation	(241,747)	(207,078)
Profit for the financial year	<u>19,095</u>	<u>23,493</u>

	2023		2022	
	Assets RM'000	Liabilities RM'000	Assets RM'000	Liabilities RM'000
Assets and liabilities				
2023				
Retail	3,203,637	1,975,857	2,612,608	1,799,918
Property	5,796,246	908,831	5,656,948	942,717
Hospitality	4,452,178	3,069,216	3,950,383	2,571,196
Services	5,235,282	1,151,147	5,248,367	1,034,219
Inter-segment elimination	(1,080,105)	(918,189)	(970,268)	(925,657)
	<u>17,607,238</u>	<u>6,186,862</u>	<u>16,498,038</u>	<u>5,422,393</u>
Unallocated items	4,583,498	7,156,683	3,952,530	6,149,084
Total Assets and Liabilities	<u>22,190,736</u>	<u>13,343,545</u>	<u>20,450,568</u>	<u>11,571,477</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

35. SEGMENTAL INFORMATION (CONTINUED)

Other information	Capital	Depreciation	Impairment	Other
	expenditure	and amortisation	loss	non-cash expenses
	RM'000	RM'000	RM'000	RM'000
2023				
Retail	398,736	201,846	4,995	1,082
Property	12,121	17,316	99,800	2,047
Hospitality	556,719	164,779	-	6,154
Services	263,251	114,533	10,042	3,791
	<u>1,230,827</u>	<u>498,474</u>	<u>114,837</u>	<u>13,074</u>
Unallocated items	16,478	10,334	10,899	3,550
Total	<u>1,247,305</u>	<u>508,808</u>	<u>125,736</u>	<u>16,624</u>
2022				
Retail	386,119	210,465	1,707	37,563
Property	4,822	14,556	197,808	947
Hospitality	31,380	148,603	-	1,794
Services	186,290	113,026	14,613	9,684
	<u>608,611</u>	<u>486,650</u>	<u>214,128</u>	<u>49,988</u>
Unallocated items	3,771	10,174	4,780	6,227
Total	<u>612,382</u>	<u>496,824</u>	<u>218,908</u>	<u>56,215</u>
By geographical segments				
	Revenue	Capital	Assets	
	RM'000	expenditure	RM'000	
	RM'000	RM'000	RM'000	
2023				
Malaysia	5,150,534	443,306	14,304,892	
Outside Malaysia	4,461,377	803,999	7,885,844	
Total	<u>9,611,911</u>	<u>1,247,305</u>	<u>22,190,736</u>	
2022				
Malaysia	4,132,260	514,124	13,994,909	
Outside Malaysia	4,022,879	98,258	6,455,659	
Total	<u>8,155,139</u>	<u>612,382</u>	<u>20,450,568</u>	

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

36. SIGNIFICANT RELATED PARTY TRANSACTIONS

In addition to the related party information disclosed in the financial statements, the following significant transactions between the Group and related parties took place at terms agreed between the parties during the financial year.

	Note	Group		Company	
		2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Management fees receivable					
- subsidiary companies		-	-	(2,073)	(2,073)
Rental of premises and related services receivable from					
- 7-Eleven Malaysia Sdn Bhd ("7-Eleven")	b	(2,046)	(2,895)	-	-
- U Mobile Sdn Bhd ("UMobile")	c	(1,661)	(1,719)	-	-
- Singer (Malaysia) Sdn Bhd ("Singer")	d	(485)	(485)	-	-
- Sun Media Corporation Sdn Bhd ("SMCSB")	d	(399)	(399)	-	-
Transportation service provided to					
- 7-Eleven	b	(9,583)	(6,765)	-	-
Sales of product to					
- 7-Eleven	b	(3,947)	(7,082)	-	-
Supply of computerised lottery systems and related services to					
- Natural Avenue Sdn Bhd	e	(732)	(710)	-	-
Provision of wireless broadband services to					
- BSompo	a	(967)	(1,048)	-	-
Provision of security guard services to					
- Singer	d	(195)	(197)	-	-
Rental of premises payable to					
- Berjaya Times Square Sdn Bhd ("BTSSB")	e	3,204	4,225	-	-
Parking charges payable to					
- BTS Car Park Sdn Bhd	e	874	853	-	-
Research, development, implementation and maintenance services as well as purchase of hardware, software, network equipment from					
- Qinetics Solutions Sdn Bhd, Qinetics MSP Sdn Bhd and Qinetics Services Sdn Bhd	d	5,691	5,409	1,745	1,683
Advertising and publishing services charged by					
- SMCSB	d	1,425	1,341	187	132
Upkeep of motor vehicles and purchase of motor vehicles					
- Auto Tulin Sdn Bhd	f	141	600	130	108
- Roda Indah Motors Sdn Bhd	d	2	3	2	-
Purchase of property units from					
- BTSSB	e	-	15,675	-	-
Vehicle assembly related services provided by					
- Berjaya Assembly Sdn Bhd	e	-	1,192	-	-

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

36. SIGNIFICANT RELATED PARTY TRANSACTIONS (CONTINUED)

	Note	Group		Company	
		2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Construction work and management services billings receivable from					
- BTSSB	e	(11,357)	-	-	-
Procurement of Toto betting rolls, slips and other printing services from					
- Berjaya Paper Trading Sdn Bhd	d	8,123	10,153	-	-

Notes:

- (a) Associated companies of the Group.
- (b) Subsidiary of 7-Eleven Malaysia Holdings Berhad ("SEM"). Tan Sri Dato' Seri Vincent Tan Chee Yioun ("Tan Sri Vincent Tan"), a major shareholder of the Company, is also a major shareholder of SEM, is deemed to have an interest. Tan Sri Vincent Tan is the father of Nerine Tan Sheik Ping ("NT"), the Joint Chief Executive Officer cum executive director of the Company and Chryseis Tan Sheik Ling ("CTSL") is an executive director of the Company.
- (c) Tan Sri Vincent Tan is the chairman and a major shareholder of UMobile. DYMM Sultan Ibrahim Johor is also a major shareholder of UMobile.
- (d) Companies where Tan Sri Vincent Tan, a major shareholder of the Company is deemed to have an interest.
- (e) Subsidiary company of BAssets. Tan Sri Vincent Tan is a major shareholder of BAssets. DYMM Sultan Ibrahim Johor, the father of Tunku Tun Aminah, who is also a major shareholder of BAssets and Tunku Tun Aminah is a non-executive chairman of BAssets and BCorp. CTSL is an executive director and NT is also a shareholder of BAssets.
- (f) A company where Tunku Tun Aminah is a major shareholder.

As at the reporting date, a foreign subsidiary company had deposit placements amounting to RM167,243,000 (2022: RM111,088,000) with a foreign asset management firm in which a director of the foreign subsidiary company has an interest.

The compensation of the key management personnel of the Group and of the Company are as follows:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Short-term benefits	38,209	38,815	2,330	5,081
Post-employment benefits	5,125	4,798	203	412
	<u>43,334</u>	<u>43,613</u>	<u>2,533</u>	<u>5,493</u>

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37. COMMITMENTS

(a) Other commitments

	Group	
	2023 RM'000	2022 RM'000
Capital expenditure		
- approved and contracted for	133,229	284,930
Share subscription in joint venture	18,000	23,000
	<u>151,229</u>	<u>307,930</u>

(b) Non-cancellable operating lease commitments - Group as lessors

	Group	
	2023 RM'000	2022 RM'000
Non-cancellable operating		
lease commitments as lessors		
- Within 1 year after reporting date	33,430	21,376
- Later than 1 year but not later than 5 years	13,951	8,881
- Later than 5 years	359	150
	<u>47,740</u>	<u>30,407</u>

The Group entered into commercial property leases on its investment properties portfolio consisting of commercial and office space.

NOTES TO THE FINANCIAL STATEMENTS

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38. FINANCIAL GUARANTEES, MATERIAL LITIGATIONS AND CONTINGENT LIABILITY

38.1 Financial guarantees

The Company provided corporate guarantees to certain financial institutions for credit facilities granted to its subsidiary companies. The Company has assessed and regarded that the credit enhancements provided by these guarantees are minimal. As such, the Company did not ascribe any values to these corporate guarantees.

38.2 Details of material litigations

38.2.1 The Selangor Turf Club ("STC") Proposals Proceedings

On 19 July 2004, Berjaya Tagar Sdn Bhd ("BTSSB"), a wholly owned subsidiary company of BLand, proposed the acquisition of 244.79 acres of leasehold land located in Sungai Besi, Kuala Lumpur ("STCLand") from STC for a consideration of RM640.0 million to be settled by way of cash of RM35.0 million payable to STC and the balance of RM605.0 million to be satisfied with a transfer of 750 acres of land, located in the area of Sungai Tinggi, Daerah Ulu Selangor, Selangor ("BCityLand") from BerjayaCity Sdn Bhd ("BCity"), a subsidiary company of the Group, and also proposed the appointment of BCity as a turnkey contractor for the construction of a new turf club for a total consideration of RM605.0 million ("STC Proposals"). On 28 June 2010, BLand announced the status of the conditions precedent ("CP") of the STC Proposals as follows:

- 1) Approval from the Foreign Investment Committee ("FIC") for the STC Proposals was obtained on 12 October 2004;
- 2) Approval from the FIC for the acquisition of the BCityLand was obtained on 21 October 2004;
- 3) Approvals from the shareholders of BTSSB, BLand, BCity and BGroup for the STC Proposals were obtained on 4 November 2004;
- 4) Approvals from the State Authority Consent for the transfer of STCLand in favour of BTSSB were obtained on 11 January 2005. However, the consent had lapsed and application will be re-submitted after item (6) of the CP is fulfilled;
- 5) The agreement between STC and BTSSB on the layout plans, building plans, designs, drawings and specifications for the new turf club is still pending the fulfilment of item (6) of the CP;
- 6(a) The approval for the master layout plan for the BCityLand was obtained on 11 February 2008. However, due to the change in the Selangor government, the plan is to be re-tabled and BTSSB is awaiting the decision from the Selangor government;
- 6(b) The approval from the Majlis Daerah Hulu Selangor ("MDHS") for the Development Order, Earthworks and Infrastructure and Building Plan pertaining to the construction of the new turf club is pending as MDHS is unable to process the application until item 6(a) of the CP is fulfilled; and
- 6(c) The approval from the State Exco of Selangor for the conversion and sub-division of BCityLand is pending as the application will only be tabled at the State Exco of Selangor after approvals for items 6(a) and 6(b) are obtained.

As announced on 16 August 2010, CP no. 4, 5, 6a, 6b and 6c above have yet to be fulfilled.

On 29 January 2010, BLand announced that STC and BTSSB had mutually agreed to an extension of time to 18 January 2011 to fulfil the CP in the abovementioned conditional sale and purchase agreement. This extension of time was further extended by STC to 18 January 2012. Subsequently, on 22 December 2011, BLand announced that STC granted an extension of time from 19 January 2012 to 18 January 2013.

NOTES TO THE FINANCIAL STATEMENTS

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38. FINANCIAL GUARANTEES, MATERIAL LITIGATIONS AND CONTINGENT LIABILITY (CONTINUED)

38.2 Details of material litigations (continued)

38.2.1 The Selangor Turf Club ("STC") Proposals Proceedings (continued)

On 13 August 2012, BLand announced that BTSB and STC had entered into a supplemental agreement to the sale and purchase agreement between BTSB and STC ("SupAgmt") to mutually vary certain terms of the sale and purchase agreement dated 19 July 2004, as follows:

- i) if there is any CP remaining outstanding, BTSB shall be entitled to request from STC further extension of time to fulfil the CPs pursuant to the proposed acquisition of the STCLand. STC shall grant an extension of one year subject to a cash payment of RM3.0 million by BTSB for such extension; and
- ii) upon signing the SupAgmt, BTSB shall pay STC an advance part payment of RM7.0 million, which would be deducted from the cash portion of the consideration of RM35.0 million. The balance of the purchase consideration would be paid within 33 months from the date of the last CP is fulfilled or such other date as mutually extended.

Pursuant to the aforesaid SupAgmt, the period is extended to 18 January 2024 to fulfil the CP below:

- 1) renewal of consent by Land and Mines Department (Federal) for the transfer to BTSB of the portion of Sungai Besi Land (held under H.S.(D) 61790 No. P.T. 2872 in the Mukim of Petaling, District and State of Wilayah Persekutuan) that resides in Wilayah Persekutuan, Kuala Lumpur which had expired on 11 January 2006; and
- 2) the approvals, permits or consents of any other relevant authorities as may be required by applicable laws include inter-alia the following:
 - (i) approval from the Town and Country Planning Department of the State of Selangor on the re-tabling of the amended master layout plan which was re-submitted on 19 August 2008;
 - (ii) approval from the MDHS for the Development Order and building plan pertaining to the construction of the new turf club after approval under item 2(i) above is obtained; and
 - (iii) approval from the State Exco of Selangor for the conversion and sub-division of BCityLand after approvals under items 2(i) and (ii) above are obtained.

On 10 November 2017, BLand announced that further to the legal proceedings instituted by BLand, BTSB and BCity ("the Applicants") in March 2016 against the (1) Selangor State Government, (2) MDHS, (3) Majlis Daerah Kuala Selangor, (4) Pengarah Pejabat Tanah & Galian Negeri Selangor, (5) Pengarah Jabatan Perancangan Bandar dan Desa Negeri Selangor, (6) Pengarah Jabatan Kerja Raya Negeri Selangor, (7) Pengarah Jabatan Alam Sekitar Negeri Selangor and (8) Pengarah Jabatan Geosains Negeri Selangor (the "Respondents") by way of an application for judicial review in the Shah Alam High Court, the Shah Alam High Court had on 9 November 2017 decided on the judicial review in favour of the Applicants.

NOTES TO THE FINANCIAL STATEMENTS

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38. FINANCIAL GUARANTEES, MATERIAL LITIGATIONS AND CONTINGENT LIABILITY (CONTINUED)

38.2 Details of material litigations (continued)

38.2.1 The Selangor Turf Club ("STC") Proposals Proceedings (continued)

The judgment rendered on 9 November 2017 was as follows:

- 1) The Applicants' applications against the 2nd, 3rd, 4th, 6th, 7th and 8th Respondents were dismissed with costs of RM2,000.00 awarded to the 2nd, 3rd, 4th, 6th, 7th and 8th Respondents respectively;
- 2) The Applicants were allowed to proceed with the development;
- 3) The Applicants were required to submit the relevant documents to the relevant technical departments for comments;
- 4) The technical departments were directed to respond within 3 months from the receipt of these documents, and failing which would be deemed that they have no objection to these documents;
- 5) Pursuant to an order in the nature of mandamus, the 1st and 5th Respondents were directed to re-table the Applicants' proposal papers to relocate and construct the STC before the National Physical Planning Council within 3 months after the receipt of the proposal papers from the Applicants;
- 6) The Applicants were directed to submit the said proposal papers within 1 month upon receipt of the fair order, failing which the Applicants shall forfeit the benefit of the order of mandamus pursuant to paragraph (5) above; and
- 7) The 1st and 5th Respondents were ordered to pay the Applicants compensation for any loss suffered by the Applicants. The amount of such compensation would be assessed in subsequent proceedings.

On 14 December 2017, BLand announced that the Selangor State Government and several other respondents ("the Appellants") had filed a Notice of Appeal to the Court of Appeal to appeal against the above decision of the Shah Alam High Court ("Main Appeal"). The hearing at the Court of Appeal had been fixed on 8 October 2018. The 1st and 5th Respondents had also applied to stay the ongoing proceedings in the Shah Alam High Court and the execution of the Shah Alam High Court judgment in the judicial review proceedings ("Stay of Proceedings Application"). The Applicants had applied to the Shah Alam High Court for an extension of time to submit the proposal papers to the 1st and 5th Respondents ("Extension of Time Application"). In addition, the Applicants had also filed an application for assessment of compensation pursuant to the aforesaid Shah Alam High Court judgment ("Assessment Proceedings").

The Court of Appeal had granted a stay of execution of the Shah Alam High Court judgment and the Assessment Proceedings pending the disposal of the Main Appeal at the Court of Appeal. The hearing of the Main Appeal at the Court of Appeal, which was previously fixed on 24 October 2019 had been vacated by the Court of Appeal. The Court of Appeal would instead hear a motion by the Appellants to adduce further evidence in this matter. The Court of Appeal had fixed 22 November 2019 as case management date to fix the hearing date of the Main Appeal. Subsequently, the Court of Appeal fixed the hearing date of the Main Appeal on 27 March 2020.

The hearing of the Appellants' motion to adduce further evidence in the matter was dismissed by the Court of Appeal on 24 October 2019. The Appellants subsequently filed a motion for leave to appeal to the Federal Court against the decision of the Court of Appeal in dismissing the Appellants' motion to adduce further evidence (the "FC Leave Motion"). The Federal Court had fixed the hearing of the FC Leave Motion on 13 April 2020.

NOTES TO THE FINANCIAL STATEMENTS

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38. FINANCIAL GUARANTEES, MATERIAL LITIGATIONS AND CONTINGENT LIABILITY (CONTINUED)

38.2 Details of material litigations (continued)

38.2.1 The Selangor Turf Club (“STC”) Proposals Proceedings (continued)

The Appellants had also filed a stay application to stay the hearing of the Main Appeal pending disposal of the FC Leave Motion. This stay application was fixed for hearing on the same day as the hearing of the Main Appeal, that was on 27 March 2020. In the event that the stay was refused by the Court of Appeal, the hearing of the Main Appeal would proceed.

Due to the Movement Control Order (“MCO”) coming into effect on 18 March 2020, the hearings of the FC Leave Motion and the application for stay as well as the Main Appeal were postponed to 6 July 2020 and 2 July 2020 respectively. A case management date for the main appeal was also fixed for 9 July 2020 by the Court of Appeal.

Subsequently, the State Government had withdrawn both the FC Leave Motion and the stay application at the Court of Appeal on 19 June 2020 and 2 July 2020 respectively. The hearing of the Main Appeal by the Court of Appeal was initially fixed on 14 December 2020. However, the Court of Appeal had postponed the hearing date of the Main Appeal to 29 June 2021. The implementation of FMCO beginning 1 June 2021 further postponed the hearing date to 27 September 2021. On 27 September 2021, the Court of Appeal postponed the hearing to 3 November 2021.

The Main Appeal was heard by the Court of Appeal on 3 November 2021. The Court of Appeal allowed the appeal of the Appellants and set aside the decision of the Shah Alam High Court rendered on 9 November 2017.

The Applicants did not agree with the decision of the Court of Appeal and filed a motion for leave to appeal to the Federal Court to set aside the decision of the Court of Appeal and restored the decision of the Shah Alam High Court on 9 November 2017 (“Motion for Leave”). With respect to the Assessment Proceedings and Extension of Time Application, the Shah Alam High Court had fixed a further case management date on 25 November 2021 for the Applicants to update the Shah Alam High Court as to their next course of action following the Court of Appeal’s decision on 3 November 2021.

The case management date at the Shah Alam High Court was subsequently rescheduled to 8 December 2021 at which the Shah Alam High Court directed that in light of the Court of Appeal’s decision, there were no further proceedings on both the Assessment Proceedings and the Extension of Time Application at the Shah Alam High Court. Hence, there was no basis for the applications to be kept in abeyance at the Shah Alam High Court. The Court then struck out both the Assessment Proceedings and the Extension of Time Application with no order as to costs.

Subsequently, the initial hearing date to hear the Motion for Leave at the Federal Court was fixed for 2 August 2022 which was postponed to a later date to be fixed by the Federal Court. At the case management on 3 October 2022, the Federal Court had fixed 12 January 2023 to hear the Motion for Leave. On 12 January 2023, the Federal Court postponed the hearing to 12 April 2023.

At the hearing on 12 April 2023, the Federal Court had granted the Applicants leave for appeal at the Federal Court. The e-hearing date to hear the Applicants’ appeal before the Federal Court (“Federal Court Appeal”) had been fixed on 30 October 2023.

The STC Proposals Proceedings are still ongoing. Based on the opinion of Applicants’ external legal advisor, the Board of Directors are of the view that the Applicants has a strong arguable case to set aside the decision of the Court of Appeal and restore the judgement of the Shah Alam High Court, which was in favour of the Applicants.

NOTES TO THE FINANCIAL STATEMENTS

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38. FINANCIAL GUARANTEES, MATERIAL LITIGATIONS AND CONTINGENT LIABILITY (CONTINUED)

38.2 Details of material litigations (continued)

38.2.2 GMOC Project Arbitration Proceedings

In the financial year ended 30 April 2017, BLand had announced that GMOC, a 51.00% owned subsidiary company of the BLand group, had completed the disposal of the Great Mall Project located in Sanhe City, Hebei Province, the People's Republic of China for a revised total cash consideration of RMB2.04 billion (or about RM1.23 billion) to Beijing SkyOcean. GMOC had received RMB1,065 million (or about RM641.28 million) and the balance of cash consideration of RMB974.07 million (or about RM586.53 million) ("Final Instalment") was to be received by November 2017.

The Final Instalment is secured by a guarantee granted by SkyOcean Holdings Group Limited, the holding company of Beijing SkyOcean and its major shareholder, Mr Zhou Zheng ("Guarantors").

On 8 December 2017, BLand announced that Beijing SkyOcean had not remitted the Final Instalment of RMB974.07 million (about RM602.40 million) by the appointed time. Accordingly, GMOC had on 7 December 2017 issued a notice of demand to Beijing SkyOcean and the Guarantors to pay to GMOC the Final Instalment and accrued late payment interest within 3 days upon receipt of the said notice, failing which GMOC would take all relevant legal measures, including commencing legal proceedings in Hong Kong against Beijing SkyOcean and the Guarantors to protect and enforce GMOC's legitimate rights.

On 19 January 2018, BLand announced that GMOC submitted a Notice of Arbitration to the HKIAC against Beijing SkyOcean and the Guarantors ("Respondents") to seek recovery of the Final Instalment and accrued late payment interest as well as other reliefs.

The arbitral tribunal was held and concluded in the week of 16 December 2019.

On 27 May 2020, BLand announced that GMOC had on 21 May 2020 obtained a favourable arbitration award from the HKIAC ("Final Award"), details of which are as follows:-

- (i) Beijing SkyOcean shall pay to GMOC the outstanding balance amount of RMB974.07 million;
- (ii) Beijing SkyOcean shall pay liquidated damages on the outstanding balance amount calculated at the People's Bank of China's lending rate of 4.75% per annum from the payment due date of 28 November 2017 until the date full payment is made;
- (iii) The Guarantors shall be jointly and severally liable for the amounts payable by Beijing SkyOcean under the Final Award; and
- (iv) The Respondents shall jointly pay legal costs of about RMB15.9 million (or about RM9.72 million) and arbitration costs of about HKD3.96 million (or about RM2.23 million) within 30 days after issuance of the Final Award, failing which late payment interest at 8% per annum shall be charged from the due date until the date of actual payment.

On 18 December 2020, Beijing Fourth Intermediate People's Court ordered the recognition and enforcement of GMOC's Final Award under the Supplemental Arrangement Concerning Mutual Enforcement of Arbitral Awards between the Mainland and the Hong Kong Special Administrative Region ("HKSAR"), which was entered between the Chinese Supreme People's Court and HKSAR.

On 2 June 2021, the Hong Kong Court ordered a bankruptcy order against Zhou Zheng. Subsequently, GMOC appointed Grant Thornton Recovery & Reorganisation Limited as joint and several trustees of the property of Zhou Zheng, to investigate and recover the Final Award.

NOTES TO THE FINANCIAL STATEMENTS

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38. FINANCIAL GUARANTEES, MATERIAL LITIGATIONS AND CONTINGENT LIABILITY (CONTINUED)

38.2 Details of material litigations (continued)

38.2.2 GMOC Project Arbitration Proceedings (continued)

The courts in the People's Republic of China and Hong Kong had ordered that various assets of Beijing SkyOcean and its Guarantors to be frozen and would be appraised for auction to eventually recover the Final Award.

Due to the Covid-19 situation in China previously, the abovementioned recognition and enforcement proceedings had been delayed and are still ongoing at this juncture.

38.3 Details of contingent liability

38.3.1 Amat Muhibah Tax Dispute

On 16 June 2021, the Inland Revenue Board of Malaysia ("IRB") issued Notice of Assessment ("Form J") in accordance with Sections 4(c) and 4(f) of the Income Tax Act 1967 ("ITA 1967") to Amat Muhibah Sdn Bhd ("AMSB"), a 52.6% subsidiary company of the Group, on gains from the surrender of certain assets to authorities for the Year of Assessment (YA) 2017. The amount of additional tax assessed, inclusive of tax penalties, amounted to RM66.44 million ("Tax in Dispute"). Previously, the gains were brought to tax under Section 4(a) of the ITA 1967 by AMSB.

AMSB did not agree with the basis applied by the IRB and had filed an official appeal against the additional assessment for YA2017 through submission of the prescribed Form Q to the Special Commissioners of Income Tax ("SCIT"). SCIT had fixed the trial on 25 March 2024 and 26 March 2024.

On 1 July 2021, AMSB wrote to the Ministry of Finance Malaysia ("MOF"), requesting MOF:

- (a) to give a general character direction to Director General of Inland Revenue ("DGIR") as to the exercise of the functions of the DGIR under Section 135 of the ITA 1967 and for the DGIR to give effect to the direction so given; or
- (b) to grant an exemption under Section 127(3A) of the ITA 1967 with regards to Tax in Dispute, within the week.

As MOF did not respond to AMSB's request, AMSB had filed an application to the High Court of Kuala Lumpur ("High Court") for judicial review against MOF on 8 July 2021 ("MOF Judicial Review"). The High Court fixed 15 September 2021 for the first hearing of the MOF Judicial Review. AMSB had also been granted an interim stay on the payment of the Tax in Dispute until 15 September 2021. Subsequently, the hearing date had been rescheduled to 25 July 2022 and an interim stay has been granted till then.

At the hearing on 25 July 2022, the High Court granted leave for AMSB's application of judicial review and a stay until the final determination of the judicial review application.

On 8 August 2022, IRB informed the High Court that it had filed an application to intervene ("IRB Application to Intervene"). At the hearing on 2 February 2023, the High Court had allowed IRB Application to Intervene.

On 11 October 2022, the Attorney General Chambers informed the High Court that it had filed an appeal at the Court of Appeal against the High Court's decision to grant leave for the MOF Judicial Review ("AGC Appeal").

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

38. FINANCIAL GUARANTEES, MATERIAL LITIGATIONS AND CONTINGENT LIABILITY (CONTINUED)

38.3 Details of contingent liability (continued)

38.3.1 Amat Muhibah Tax Dispute (continued)

The Court of Appeal had fixed a case management on 13 February 2023 in regards to AGC Appeal. On 13 February 2023, the Court of Appeal had fixed a further case management date on 27 March 2023 for the Applicants to update the Court of Appeal on the status of the Notes of Proceedings. At the case management on 27 March 2023, MOF requested for more time to file Notes of Proceedings. The Court of Appeal then fixed case management on 26 July 2023 for both parties to update the status. In regards to the MOF Judicial Review, the High Court had fixed a further case management on 27 July 2023 to update the High Court on the status of the AGC Appeal.

At 26 July 2023, the Court of Appeal allowed MOF's request to consolidate the AGC Appeal with 22 other appeals. At the case management held on 19 September 2023, the Court of Appeal has instructed both parties to file agreed issues or separate issues to be tried and fixed the next case management on 25 October 2023. At the case management held on 25 October 2023, MOF requested for additional time to file the issues to be tried. The next case management is fixed on 13 December 2023.

Following this, the High Court fixed a further case management on 31 October 2023 to update the High Court on the status of the AGC appeal.

Based on the opinion of AMSB's external legal advisor, the Board of Directors are of the view, that AMSB has an arguable case that the IRB has no legal and factual basis to raise the Tax in Dispute.

39. FAIR VALUE MEASUREMENT

The Group and the Company measure fair values using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements:

Level 1	Quoted (unadjusted) market prices in active markets for identical assets or liabilities
Level 2	Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
Level 3	Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

39.1 Group's non-financial assets that are measured at fair value

The table below analyses the Group's non-financial assets measured at fair value at the reporting date, according to the level in the fair value hierarchy:

Group	Level 1	Level 2	Level 3	Total
	RM'000	RM'000	RM'000	RM'000
2023				
Investment properties	-	-	869,363	869,363
2022				
Investment properties	-	-	936,605	936,605

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39. FAIR VALUE MEASUREMENT (CONTINUED)

39.1 Group's non-financial assets that are measured at fair value (continued)

Description of valuation techniques used and key inputs to valuation on non-financial assets

(1) Comparison method

Under the comparison method, a property's fair value is estimated based on comparable transactions. This approach is based upon the principle of substitution under which a potential buyer will not pay more for the property than it will cost to buy a comparable substitute property. In theory, the best comparable sale would be an exact duplicate of the subject property and would indicate, by the known selling price of the duplicate, the price for which the subject property could be sold.

The land is valued by reference to transactions of similar lands in surrounding with adjustments made for differences in location, terrain, size and shape of the land, tenure, title restrictions, if any and other relevant characteristics.

Investment properties valued using the comparison method with significant adjustments made for differences such as location, size, condition, accessibility and design ("adjustment factors") are categorised as Level 3 in the fair value hierarchy. The significant unobservable inputs for this category of investment properties, which are the adjustment factors, range between -61% and 35% (2022: -61% and 15%) of the respective properties' fair value.

Fair value reconciliation of non-financial assets measured at Level 3:

	Group	
	2023	2022
	RM'000	RM'000
At beginning of financial year	936,605	974,183
Fair value adjustments during the financial year	(3,146)	(13,295)
Disposal during the financial year	(69,787)	(33,581)
Net transfer (to)/ from property, plant and equipment	(72)	3,938
Over accrual of costs	(1,241)	-
Exchange differences	7,004	5,360
At end of financial year	<u>869,363</u>	<u>936,605</u>

(2) Sensitivity analysis

The increase in the price per square feet of comparable properties in the surrounding vicinity will result in an increase of fair value of these properties.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

39. FAIR VALUE MEASUREMENT (CONTINUED)

39.2 Financial Instruments that are measured at fair value

The table below analyses the financial instruments measured at fair value at the reporting date, according to the level in the fair value hierarchy:

Group	Level 1	Level 2	Level 3	Total
	RM'000	RM'000	RM'000	RM'000
2023				
Financial assets				
Other investments	377,224	-	160,449	537,673
Short-term investments	72,173	12,251	-	84,424
Inventories - Trading account securities	1,380	-	-	1,380
Financial liability				
Derivative liabilities	-	-	66,863	66,863
2022				
Financial assets				
Other investments	153,060	-	196,008	349,068
Short-term investments	70,612	29,101	-	99,713
Inventories - Trading account securities	2,493	-	-	2,493
Financial liability				
Derivative liabilities	-	7,457	32,293	39,750
Company				
2023				
Financial assets				
Other investments	37,631	-	-	37,631
2022				
Financial assets				
Other investments	19,335	-	-	19,335
Financial liability				
Derivative liabilities	-	6,862	-	6,862

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30 JUNE 2023

39. FAIR VALUE MEASUREMENT (CONTINUED)

39.2 Financial Instruments that are measured at fair value (continued)

Other investments

The Level 3 investments consist certain equity securities inside and outside Malaysia of which their market values are not quoted in an active market. The fair values of unquoted equity securities inside Malaysia are determined to be the Group's and the Company's share of the net assets of the respective investees or estimated through discounted cash flows analysis of the respective investees.

The following table reconciles the Group's Level 3 fair value measurement of the other investments:

	Group	
	2023	2022
	RM'000	RM'000
At beginning of financial year	196,008	71,077
Addition during the financial year	1,786	121,738
Fair value adjustments during the financial year	(40,647)	1,877
Exchange differences	3,302	1,316
At end of financial year	<u>160,449</u>	<u>196,008</u>

Derivative liabilities

The Level 3 derivative liabilities are arising from the issuance of RCLs as disclosed in Note 28(i). The valuation of this derivative liabilities are subject to the key input pertaining to the probability of whether the subsidiary would successfully complete its initial public offering ("IPO") within the stipulated period from the date the RCLs are subscribed. The valuation of derivative liabilities are estimated through discounted cash flows. If the subsidiary does not complete the IPO within 24 months from the dates of the respective agreements, the RCLs are contractually redeemable by RCLs investors.

The following table reconciles the Group's Level 3 fair value measurement of the derivative liabilities:

	Group	
	2023	2022
	RM'000	RM'000
At beginning of financial year	32,293	-
Initial recognition during the financial year	26,673	32,293
Fair value adjustments during the financial year	8,728	-
Conversion during the financial year	(5,197)	-
Exchange differences	4,366	-
At end of financial year	<u>66,863</u>	<u>32,293</u>

NOTES TO THE FINANCIAL STATEMENTS

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40. FINANCIAL INSTRUMENTS

40.1 Classification of financial instruments

Financial assets and financial liabilities are measured either at fair value or at amortised cost. The accounting policies in Note 2.2 describe how the classes of financial instruments are measured, and how income and expense, including fair value gains and losses, are recognised. The following table analyses the financial assets and liabilities in the statement of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis:

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Financial assets				
<u>FVOTCI</u>				
Other investments	502,565	334,560	37,631	19,335
<u>FVTPL</u>				
Other investments	35,108	14,508	-	-
Inventories - Trading account securities	1,380	2,493	-	-
Short-term investments	84,424	99,713	-	-
	<u>120,912</u>	<u>116,714</u>	<u>-</u>	<u>-</u>
<u>At amortised cost</u>				
Receivables	1,859,850	1,993,004	1,010,166	819,457
Deposits with financial institutions	642,103	637,209	10,023	18,282
Cash and bank balances	1,040,734	721,864	44,302	19,752
	<u>3,542,687</u>	<u>3,352,077</u>	<u>1,064,491</u>	<u>857,491</u>
Total financial assets	<u>4,166,164</u>	<u>3,803,351</u>	<u>1,102,122</u>	<u>876,826</u>

NOTES TO THE FINANCIAL STATEMENTS

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40. FINANCIAL INSTRUMENTS (CONTINUED)

40.1 Classification of financial instruments (continued)

	Group		Company	
	2023 RM'000	2022 RM'000	2023 RM'000	2022 RM'000
Financial liabilities				
<u>FVTPL</u>				
Derivative liabilities	66,863	39,750	-	6,862
<u>At amortised cost</u>				
Liability component of ICULS	10	7,123	10	7,123
Long term borrowings	2,856,436	3,248,194	534,286	511,527
Lease liabilities	2,568,553	2,034,626	-	-
Payables	2,349,054	2,118,077	493,344	638,954
Short term borrowings	2,964,159	1,871,413	584,023	281,474
	<u>10,738,212</u>	<u>9,279,433</u>	<u>1,611,663</u>	<u>1,439,078</u>
Total financial liabilities	<u>10,805,075</u>	<u>9,319,183</u>	<u>1,611,663</u>	<u>1,445,940</u>

40.2 Fair value

- (1) Financial instruments that are measured at fair value

Information of financial instruments of the Group that are measured at fair value is disclosed in Note 39.

- (2) Financial instruments that are not measured at fair value and whose carrying amounts are reasonable approximations of fair values

The following are classes of financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair values:

Receivables	<u>Note</u>
Payables	13
Short term borrowings	26
Long term borrowings	27
	23

The carrying amounts of these financial assets and liabilities are reasonable approximations of fair values due to either insignificant impact of discounting or that they are floating rate instruments that are re-priced to market interest rates on or near the reporting date.

NOTES TO THE FINANCIAL STATEMENTS

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41. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The financial risk management policies of the Group seek to ensure that adequate financial resources are available for the development of the Group's businesses whilst managing its market risk (including interest rate risk, foreign currency risk and equity price risk), liquidity risk and credit risks. The Group operates within clearly defined guidelines and the Group's policy is not to engage in speculative transactions.

41.1 Market risk

(1) Interest rate risk

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

The interest bearing assets are made up of deposits with licensed financial institutions and interest bearing receivables.

The Group manages the interest rate risk of its deposits with licensed financial institutions by placing them at the most competitive interest rates obtainable, which yield better returns than cash at bank and by maintaining a prudent mix of short and long term deposits and actively reviewing its portfolio of deposits. The Group also ensures that the rates contracted for its interest bearing receivables are reflective of the prevailing market rates.

The Group manages its interest rate risk exposure from interest bearing borrowings by maintaining a mix of fixed and floating rate borrowings. The Group actively reviews its debt portfolio, taking into account the investment holding period and nature of its assets. This strategy allows it to capitalise on cheaper funding in a low interest rate environment and achieve a certain level of protection against rate hikes. The Group does not utilise interest swap contracts or other derivative instruments for trading or speculation purposes.

All of the Group's and Company's financial assets and liabilities at floating rates are contractually re-priced at intervals of less than 6 months (2022: less than 6 months) from the reporting date.

The information on maturity dates and effective interest rates of financial assets and liabilities are disclosed in their respective notes.

(i) Fair value sensitivity analysis for fixed rate instruments

The Group does not measure any fixed rate instruments at fair value through profit or loss. Therefore, a change in interest rates at the reporting date would not affect the income statement.

(ii) Sensitivity analysis for floating rate instruments

A change of 25 basis points in interest rates at the reporting date would result in the profit or loss before tax of the Group and of the Company to be higher/lower by RM9,844,000 (2022: RM8,588,000) and by RM341,000 (2022: RM428,000), respectively. This analysis assumes that all other variables remain constant.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

41. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

41.1 Market risk (continued)

(2) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign currency rates.

The Group operates internationally and is exposed to various currencies, mainly United States Dollar ("USD"), Euro ("EUR"), Singapore Dollar ("SGD"), Japanese Yen ("JPY") and Icelandic Krona ("ISK"). The Group maintains a natural hedge, whenever possible, by borrowing in the currency of the country in which the property or investment is located.

The significant unhedged financial assets and liabilities of the Group that are not denominated in their functional currencies are as follows:

Functional Currency of Group Companies

USD	EUR	JPY	Total
RM'000	RM'000	RM'000	RM'000

As at 30 June 2023

Trade and Other Receivables

MYR	257,777	-	-	257,777
SGD	-	-	52,187	52,187
ISK	-	53	-	53
	<u>257,777</u>	<u>53</u>	<u>52,187</u>	<u>310,017</u>

Cash and Bank Balances

MYR	8,514	9	-	8,523
SGD	763	-	160,663	161,426
ISK	567	81	5	653
	<u>9,844</u>	<u>90</u>	<u>160,668</u>	<u>170,602</u>

Trade and Other Payables

MYR	134,443	-	-	134,443
SGD	-	-	155,393	155,393
ISK	1,018	408	-	1,426
	<u>135,461</u>	<u>408</u>	<u>155,393</u>	<u>291,262</u>

Borrowings

MYR	41,586	-	-	41,586
SGD	-	-	255,742	255,742
ISK	-	258,482	-	258,482
	<u>41,586</u>	<u>258,482</u>	<u>255,742</u>	<u>555,810</u>

NOTES TO THE FINANCIAL STATEMENTS

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41. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

41.1 Market risk (continued)

(2) Currency risk (continued)

Functional Currency of Group Companies	USD	EUR	JPY	Total
	RM'000	RM'000	RM'000	RM'000
As at 30 June 2022				
Trade and Other Receivables				
MYR	237,050	-	-	237,050
SGD	-	-	9,476	9,476
ISK	-	52	-	52
	<u>237,050</u>	<u>52</u>	<u>9,476</u>	<u>246,578</u>
Cash and Bank Balances				
MYR	8,191	9	-	8,200
SGD	47	-	87,334	87,381
ISK	273	68	5	346
	<u>8,511</u>	<u>77</u>	<u>87,339</u>	<u>95,927</u>
Trade and Other Payables				
MYR	104,821	-	-	104,821
SGD	-	-	109,675	109,675
ISK	966	395	-	1,361
	<u>105,787</u>	<u>395</u>	<u>109,675</u>	<u>215,857</u>
Borrowings				
MYR	52,029	-	-	52,029
SGD	-	-	122,844	122,844
ISK	-	244,371	-	244,371
	<u>52,029</u>	<u>244,371</u>	<u>122,844</u>	<u>419,244</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

41. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

41.1 Market risk (continued)

(2) Currency risk (continued)

(i) Sensitivity analysis for currency risk

The following table demonstrates the sensitivity of the Group's loss net of tax to a reasonably possible change in those foreign currencies and MYR exchange rates, which might have material impact to the Group's loss net of tax, against the respective major functional currencies of the Group entities, with all other variables remain constant.

		GROUP	
		2023	2022
		RM'000	RM'000
MYR/USD	- strengthened 5% (2022: 5%)	(4,513)	(4,420)
	- weakened 5% (2022: 5%)	4,513	4,420
SGD/JPY	- strengthened 5% (2022: 5%)	9,914	6,785
	- weakened 5% (2022: 5%)	(9,914)	(6,785)
ISK/EUR	- strengthened 5% (2022: 5%)	12,938	12,232
	- weakened 5% (2022: 5%)	<u>(12,938)</u>	<u>(12,232)</u>

The impact of sensitivity analysis of the other foreign currencies is not material to the Group.

(3) Market price risk

Market price risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market prices (other than interest or exchange rates).

The Group is exposed to equity price risk arising from its investment in quoted instruments. The quoted instruments in Malaysia are listed on Bursa Malaysia and other foreign stock exchanges. These instruments are classified as fair value through profit or loss or fair value through other comprehensive income financial assets. To manage its market price risk arising from investments in quoted instruments, the Group diversifies its portfolio and diversification of the portfolio is done in accordance with the limits set by the Group.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

41. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

41.2 Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligation.

Credit risk is controlled by the application of credit approval limits, monitoring procedures and assessment of collateral values. A credit approval authority limit structure is in place for all lending activities of the Group. Credit risks are minimised and monitored by limiting the Group's association to business partners with high creditworthiness. Receivables are monitored on an ongoing basis via management reporting procedures.

(1) Exposure to credit risk

The carrying amounts of the financial assets recorded on the statements of financial position at the reporting date represent the Group's and the Company's maximum exposure to credit risk in relation to financial assets. The Group has a significant concentration risk that may arise for exposure to a single debtor or a group of debtors of RM333,033,000 (2022: RM442,390,000) being the Final Instalment of the disposal of the GMOC Project and the amounts owing by joint ventures and associated companies as disclosed in Note 13. The Company has a significant concentration of credit risk that may arise from exposures to the amounts owing by subsidiary companies.

At the reporting date, the Company's maximum exposure to credit risk from guarantees is represented by a nominal amount of RM592,446,000 (2022: RM469,084,000) relating to corporate guarantee provided by the Company to banks on subsidiary companies' borrowings.

(2) Credit risk concentration profile

The Group determines concentrations of credit risk by monitoring the business segments of its trade receivables on an ongoing basis.

Further information on trade receivables are disclosed in Note 13.

The credit risk concentration profile of the Group's trade receivables at the reporting date are as follows:

	Group			
	2023		2022	
	RM'000	%	RM'000	%
By business segments				
Retail	111,906	18.64	94,353	17.62
Property	47,910	7.98	54,296	10.14
Hospitality	90,051	15.00	74,525	13.92
Services	350,572	58.38	312,208	58.32
	<u>600,439</u>	<u>100.00</u>	<u>535,382</u>	<u>100.00</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

41. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

41.3 Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligation due to the shortage of funds.

The Group actively manages its operating cash flows and the availability of fund so as to ensure that all funding needs are met. As part of its overall prudent liquidity management, the Group maintains sufficient levels of cash or cash convertible investments to meet its working capital requirements. In addition, the Group strives to maintain available banking facilities at reasonable level to its overall debt position. As far as possible, the Group raises committed funding from both capital markets and financial institutions and prudently balances its portfolio with some short term funding so as to achieve overall cost effectiveness.

Analysis of undiscounted financial instruments by remaining contractual maturities:

Group	On demand	One	More than	Total
	or within one year	to five years	five years	
2023	RM'000	RM'000	RM'000	RM'000
Financial liabilities				
ICULS	4	6	-	10
Lease liabilities	297,054	945,954	1,902,768	3,145,776
Payables	2,102,213	262,805	19,310	2,384,328
Hire purchase payables	44,016	11,680	10	55,706
Loans and borrowings	3,051,196	2,410,483	731,080	6,192,759
Derivative liabilities	54,703	12,160	-	66,863
	<u>5,549,186</u>	<u>3,643,088</u>	<u>2,653,168</u>	<u>11,845,442</u>
2022				
Financial liabilities				
ICULS	2,057	6,176	-	8,233
Lease liabilities	268,210	844,076	1,480,527	2,592,813
Payables	2,000,238	68,533	24,471	2,093,242
Hire purchase payables	15,786	44,256	19	60,061
Loans and borrowings	2,520,939	2,333,799	705,586	5,560,324
Derivative liabilities	39,750	-	-	39,750
	<u>4,846,980</u>	<u>3,296,840</u>	<u>2,210,603</u>	<u>10,354,423</u>

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

41. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONTINUED)

41.3 Liquidity risk (continued)

Company	On demand or within one year	One to five years	More than five years	Total
2023	RM'000	RM'000	RM'000	RM'000
Financial liabilities				
ICULS	4	6	-	10
Payables	479,583	46,860	-	526,443
Hire purchase payables	313	289	-	602
Loans and borrowings	640,833	564,955	-	1,205,788
Financial guarantees (note a)	592,446	-	-	592,446
	<u>1,713,179</u>	<u>612,110</u>	<u>-</u>	<u>2,325,289</u>
2022				
Financial liabilities				
ICULS	2,057	6,176	-	8,233
Payables	588,362	66,015	-	654,377
Hire purchase payables	564	602	-	1,166
Loans and borrowings	308,958	545,859	-	854,817
Derivative liabilities	6,862	-	-	6,862
Financial guarantees (note a)	469,084	-	-	469,084
	<u>1,375,887</u>	<u>618,652</u>	<u>-</u>	<u>1,994,539</u>

Note:

- a The Company has granted corporate guarantees to certain financial institution for credit facilities granted to its subsidiary companies. This represents the maximum amount that is required to be settled in the event of default.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

42. CAPITAL MANAGEMENT

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. This function is carried out on a centralised entity wide basis by the Group's Treasury Division. The Treasury Division handles and manages the Group's funds and financial resources and all its loans and borrowings on a "pool basis". No changes were made in the objectives, policies or processes during the financial year.

The Group monitors capital using a gearing ratio, which is total debt divided by total equity. The Group includes within total debt, borrowings and liability component of ICULS. Total equity represents net equity attributable to the owners of the parent plus non-controlling interests.

	Note	Group	
		2023 RM'000	2022 RM'000
Liability component of ICULS	20	10	7,123
Long term borrowings	23	2,856,436	3,248,194
Short term borrowings	27	2,964,159	1,871,413
Total debt		<u>5,820,605</u>	<u>5,126,730</u>
Total equity		<u>8,847,191</u>	<u>8,879,091</u>
Gearing ratio (%)		<u>65.8</u>	<u>57.7</u>

The gearing ratio is not governed by the MFRS and its definition and calculation may vary from one group/company to another.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

43. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

- (1) On 13 June 2022, BFood announced that it proposed to undertake a bonus issue of 1,558,106,228 new ordinary shares ("Bonus Shares") on the basis of four (4) Bonus Shares for every one (1) existing ordinary share in BFood held on an entitlement date on 5 September 2022.

On 6 September 2022, BFood announced that the issuance of Bonus Shares was completed following the listing of and quotation for the 1,558,106,228 shares on the Main Market of Bursa Securities.

- (2) On 20 June 2022, BFood had entered into joint venture agreement with Paris Baguette Singapore Pte. Ltd., to establish and operate bakery business in Malaysia. Subsequently on 21 July 2022, Berjaya Paris Baguette Sdn Bhd ("BPB") was incorporated with a paid-up capital of 10 shares for RM10 that are equally held by BFood and Paris Baguette Singapore Pte Ltd.

On 23 September 2022, BFood had subscribed for its 50% equity interest in BPB amounting to about RM5.0 million and as such, the paid-up share capital of BPB increased from RM10 to RM10.0 million accordingly.

- (3) On 13 July 2022, the Company announced that it proposed to list its indirect 51.62% owned subsidiary, SIAMH on the Catalist Board of the Singapore Stock Exchange Securities Trading Limited ("SGX-ST") by way of an initial public offering ("IPO") to raise gross proceeds of up to SGD30.0 million ("Proposed Listing"). Assuming a minimum IPO price of SGD0.20, the Company's equity interest in SIAMH of 51.62% is expected to be diluted to 38.13%, and SIAMH will then be treated as an associated company of the Company upon completion of the Proposed Listing.

On 6 October 2022, the Company held an Extraordinary General Meeting to obtain the approvals of shareholders in respect of the Proposed Listing and the issuance of the listing and quotation notice by SGX-ST in connection with the admission of SIAMH to the Catalist Board. The Company has obtained a 99.99% vote in favour of the Proposed Listing.

- (4) On 10 September 2022, the Company announced that it had signed a Memorandum of Understanding with VDart Malaysia Sdn Bhd to explore and evaluate technology business opportunities in the Asia-Pacific region.

- (5) On 21 December 2022, the Company announced that it had signed a preliminary non-binding term sheet with PT MNC Kapital Indonesia TBK to explore e-money business in Malaysia.

- (6) On 28 December 2022, the Company announced that its indirect wholly-owned subsidiary, Berjaya Yokohama Hospitality Asset TMK, had entered into a Land Sale and Purchase Reservation Agreement with the City of Yokohama for the proposed acquisition of 6 parcels of freehold land ("Proposed Acquisition") measuring in aggregate about 20,977.15 square metres ("sqm") located in Minato Mirai, Nishi District, Yokohama, Japan for a total cash consideration of about JPY12.657 billion (equivalent to approximately RM407.77 million) or JPY603,371 (equivalent to approximately RM19,534) per sqm.

On 30 June 2023, the Company announced that both parties have mutually agreed to an extension of time to 29 March 2024 for the respective parties to execute the Land Sale and Purchase Agreement pursuant to the Proposed Acquisition following some modifications to the master plan of the project.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

44. SIGNIFICANT EVENTS SUBSEQUENT TO THE FINANCIAL YEAR END

- (1) On 17 July 2023, the Company announced that its wholly-owned subsidiary, Berjaya Group Berhad, had entered into a Share Sale Agreement with Naza Corporation Holdings Sdn Bhd for the proposed disposal of its entire 100% equity interest comprising 310.60 million ordinary shares in BEnviro for a cash consideration of RM700 million (equivalent to approximately RM2.25 per BEnviro share).
- (2) On 1 August 2023, Berjaya Food International Sdn Bhd ("BFI"), a wholly-owned subsidiary of BFood entered into a joint venture cum shareholders agreement with Middle Trade Inc. in connection with the establishing and operating of business of producing, packaging, and dealing with baked goods under the Paris Baguette brand and/or establishing and launching the Paris Baguette stores selling baked goods in the Philippines. The initial investment cost of BFI for the joint venture amounting to PHP89.7 million or (approximately RM7.5 million) will be satisfied in cash.

NOTES TO THE FINANCIAL STATEMENTS

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45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
SUBSIDIARIES:				
Subsidiaries of the Company				
AWF Limited#	Hong Kong	100.0	100.0	Investment holding.
Berjaya Digital Sdn Bhd*	Malaysia	100.0	100.0	Investment holding and digital business support service activities.
Berjaya Group Berhad	Malaysia	100.0	100.0	Investment holding.
Berjaya Hills Resort Berhad	Malaysia	100.0	100.0	Hotel operator, golf and recreation club operator, investment in property and property development and agricultural activities.
Berjaya Investments (Labuan) Limited	Malaysia	100.0	100.0	Investment holding.
Berjaya Kyoto Development (S) Pte Ltd*	Singapore	100.0	¹ 100.0	Investment holding.
Berjaya Lottery Vietnam Limited	Malaysia	100.0	² 100.0	To provide management services and investment holding.
Berjaya Myanmar Limited	Malaysia	100.0	100.0	Investment holding.
Berjaya Yokohama Investment Pte. Ltd.	Singapore	100.0	100.0	Investment holding.
Berjaya Yokohama Sdn Bhd (formerly known as Berjaya Corporation MTN Sdn Bhd)*	Malaysia	-	100.0	Investment holding.
Cekap Urus Sdn Bhd	Malaysia	51.0	51.0	To undertake the maintenance of government vehicle fleet.
Gaia Ayer Sdn Bhd*	Malaysia	100.0	100.0	Water bottling and manufacturing.

¹ The total equity interests held by the Group is 100.0% and it is held by the following companies:

(i)	Berjaya Corporation Berhad	50.00 %
(ii)	Berjaya Land Berhad	50.00 %

² The total equity interests held by the Group is 100.0% and it is held by the following companies:

(i)	Berjaya Corporation Berhad	80.00 %
(ii)	Sports Toto Berhad	20.00 %

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of AWF Limited				
Boluo Longxi Pengfa Water Supply Co Ltd*	People's Republic of China	100.0	100.0	Production and supply of potable water and provision of water supply infrastructure.
Boluo Longxi Zhiwang Water Supply Co Ltd*	People's Republic of China	100.0	100.0	Production and supply of potable water and provision of water supply infrastructure.
C.A. Pioneer Holding Inc. Limited#	Hong Kong	100.0	100.0	Investment holding.
Subsidiary of C.A. Pioneer Holding Inc. Limited				
Boluo Longxi Water Supply Co Ltd*	People's Republic of China	50.0	50.0	Production and supply of potable water and provision of water supply infrastructure.
Subsidiaries of Berjaya Group Berhad				
Beam Team Sdn Bhd*	Malaysia	100.0	100.0	To provide digital media marketing programs across omni-channels and multi-platforms.
Berjaya 2nd Homes (MM2H) Sdn Bhd*	Malaysia	100.0	100.0	To act as an agent to assist any person for the purpose of staying, investing and trading in Malaysia.
Berjaya Bakes Sdn Bhd*	Malaysia	-	100.0	Struck-off.
Berjaya Books Sdn Bhd*	Malaysia	100.0	100.0	Operation of book stores under the name of "Borders Books".
Berjaya Cafe (M) Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Berjaya Capital Berhad	Malaysia	100.0	³ 100.0	Investment holding and provision of management services.

³ The total equity interests held by the Berjaya Group Berhad group is 100.00% and it is held by the following companies:

(i)	Berjaya Group Berhad	41.94 %
(ii)	Bizurai Bijak (M) Sdn Bhd	30.00 %
(iii)	Juara Sejati Sdn Bhd	28.06 %

NOTES TO THE FINANCIAL STATEMENTS

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45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities	
		2023 %	2022 %		
Subsidiaries of Berjaya Group Berhad (continued)					
Berjaya Channel Sdn Bhd*	Malaysia	100.0	100.0	Dormant.	
Berjaya College Sdn Bhd*	Malaysia	70.0	70.0	Provide educational, training activities and consultancy services.	
Berjaya Corporation (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.	
Berjaya Corporation (S) Pte Ltd*	Singapore	100.0	100.0	Real estate agencies and valuation services.	
Berjaya Education Sdn Bhd*	Malaysia	99.6	99.6	Provision of professional training seminars.	
Berjaya Enviro (S) Pte Ltd*	Singapore	-	70.0	Struck-off.	
Berjaya Enviro (Sabah) Sdn Bhd*	Malaysia	100.0	100.0	Dormant.	
Berjaya Enviro Holdings Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.	
Berjaya eSports Sdn Bhd*	Malaysia	70.0	70.0	Promotion and operation of eSports.	
Berjaya Fintech Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.	
Berjaya Food Berhad	Malaysia	52.9	4	51.1	Investment holding.
Berjaya Group (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.	
Berjaya Higher Education Sdn Bhd*	Malaysia	71.7	71.7	Investment holding and operating a private university college.	

⁴ The total equity interests held by the Berjaya Group Berhad group is 52.86% and it is held by the following companies:

(i)	Berjaya Group Berhad	40.24 %
(ii)	Juara Sejati Sdn Bhd	7.95 %
(iii)	REDtone Digital Berhad	1.39 %
(iv)	Teras Mewah Sdn Bhd	1.28 %
(v)	Berjaya EnviroParks Sdn Bhd	0.60 %
(vi)	Inter-Pacific Capital Sdn Bhd	0.50 %
(vii)	Berjaya Land Berhad	0.47 %
(viii)	Magna Mahsuri Sdn Bhd	0.43 %
(ix)	Country Farms Sdn Bhd	0.00 %

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Group Berhad (continued)				
Berjaya HR Cafe Korea Limited*	Republic of Korea	100.0	100.0	Development and operation of the "Just KPop Limited". Ceased operations.
Berjaya International Schools Sdn Bhd*	Malaysia	70.0	70.0	Ceased operations.
Berjaya Land Berhad	Malaysia	72.1	⁵ 67.5	Investment holding.
Berjaya Pangkor Sdn Bhd*	Malaysia	100.0	100.0	Infrastructure and land development, hotel and resort.
Berjaya Papa John's Pizza Sdn Bhd*	Malaysia	100.0	100.0	Ceased operations.
Berjaya Pharmacy Sdn Bhd*	Malaysia	99.3	80.0	Dormant.
Berjaya Pizza (Philippines) Inc.*	Philippines	70.0	⁶ 70.0	Development and operation of the "Papa John's Pizza" chain of restaurants in the Philippines.
Berjaya Premier Restaurants Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.

⁵ The total equity interests held by the Berjaya Group Berhad group is 72.10% and it is held by the following companies:

(i)	Berjaya Group Berhad	2.15 %
(ii)	Juara Sejati Sdn Bhd	29.05 %
(iii)	Teras Mewah Sdn Bhd	23.34 %
(iv)	Bizurai Bijak (M) Sdn Bhd	12.33 %
(v)	Inter-Pacific Securities Sdn Bhd	2.38 %
(vi)	Inter-Pacific Capital Sdn Bhd	1.70 %
(vii)	Rantau Embun Sdn Bhd	0.81 %
(viii)	Prime Credit Leasing Berhad	0.30 %
(ix)	REDtone Digital Berhad	0.04 %

The total equity interests held by the Group is 80.60% and the additional equity interest is held by the following company:

(i)	Berjaya Corporation Berhad	8.50%
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⁶ The total equity interests held by the Berjaya Group Berhad group is 70.00% and it is held by the following companies:

(i)	Berjaya Philippines Inc.	48.38 %
(ii)	Berjaya Corporation (Cayman) Limited	21.62 %

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Group Berhad (continued)				
Berjaya Registration Services Sdn Bhd*	Malaysia	100.0	100.0	Provision of securities and printing services.
Berjaya Soutex Sdn Bhd*	Malaysia	100.0	100.0	Manufacturing of yarn and investment holding. The company has ceased its operations.
Berjaya Utama Sdn Bhd*	Malaysia	100.0	100.0	Property investment and development.
Berjaya Yokohama Sdn Bhd (formerly known as Berjaya Corporation MTN Sdn Bhd)*	Malaysia	100.0	-	Investment holding.
Bizurai Bijak (M) Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
BLoyalty Marketing Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Boxit Holdings Sdn Bhd*	Malaysia	-	67.0	Struck-off.
Bukit Pinang Leisure Sdn Bhd*	Malaysia	100.0	100.0	Investment holding and property development.
Changan Berjaya Auto Sdn Bhd*	Malaysia	70.8	70.8	Production and selling of motor vehicles and provide after sales service.
Cosway Corporation Berhad	Malaysia	100.0	⁷ 100.0	Investment holding.
Country Farms Sdn Bhd*	Malaysia	100.0	100.0	Dealers in organic food.
E.V.A. Management Sdn Bhd*	Malaysia	100.0	100.0	Provision of management services and agent for marketing agricultural commodities.
Espeetex Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Garima Holdings Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Global Empires Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Graphic Press Group Sdn Bhd*	Malaysia	69.8	69.8	Dormant.
Inai Jaya Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Inter-Pacific Development Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Inter-Pacific Trading Sdn Bhd*	Malaysia	100.0	100.0	Ceased operations.

⁷ The total equity interests held by the Group is 100.0% and it is held by the following companies:

(i)	Garima Holdings Sdn Bhd	99.38 %
(ii)	Global Empires Sdn Bhd	0.37 %
(iii)	Juara Sejati Sdn Bhd	0.20 %
(iv)	Bizurai Bijak (M) Sdn Bhd	0.05 %

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Group Berhad (continued)				
Juara Sejati Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Kalimas Sendirian Berhad*	Malaysia	-	100.0	Dormant.
MG Berjaya Sdn Bhd*	Malaysia	51.0	51.0	Manufacture, assembly and sale of Morris Garages brand vehicles and other related supporting services.
Mothers En Vogue Sdn Bhd*	Malaysia	51.0	51.0	Investment holding and retail sale of wearing apparel for adults, maternity and breastfeeding/nursing apparel. The company has ceased its retail operations.
Rangkaian Sejahtera Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
REDtone Digital Berhad	Malaysia	47.5	⁸ 45.5	Investment holding and provision of management services.
Regal Class Residence Sdn Bhd (formerly known as RC Residence Sdn Bhd)	Malaysia	100.0	100.0	Property investment and property development.
RU Cafe Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Shinca Electronics Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Singapore Institute of Advanced Medicine Holdings Pte Ltd*	Singapore	51.6	⁹ 51.6	Investment holding.
Successline (M) Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.

⁸ The total equity interests held by the Berjaya Group Berhad group is 47.46% and it is held by the following companies:

(i)	Juara Sejati Sdn Bhd	43.47 %
(ii)	Berjaya Philippines Inc.	2.05 %
(iii)	Teras Mewah Sdn Bhd	1.24 %
(iv)	Prime Credit Leasing Berhad	0.70 %

⁹ The total equity interests held by the Berjaya Group Berhad group is 51.62 % and it is held by the following companies:

(i)	Espeetex Sdn Bhd	29.20 %
(ii)	Berjaya Leisure (Cayman) Limited	22.42 %

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Group Berhad (continued)				
Sweet Spot Digital (Malaysia) Sdn Bhd*	Malaysia	60.2	60.2	Provision of mobile digital media for targeting marketing, advertisement and mobile commerce transaction.
Teras Mewah Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
United Approach Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
VRS (Malaysia) Sdn Bhd*	Malaysia	99.0	99.0	Property investment.
Subsidiaries of Berjaya Capital Berhad				
Cahaya Nominees (Tempatan) Sdn Bhd*	Malaysia	-	100.0	Struck-off.
Inter-Pacific Asset Management Sdn Bhd	Malaysia	100.0	100.0	Investment advisory, asset and fund manager.
Inter-Pacific Capital Sdn Bhd	Malaysia	100.0	100.0	Investment holding and provision of management services.
Kalimas Sendirian Berhad*	Malaysia	100.0	-	Investment into insurance product and service offering.
Prime Credit Leasing Berhad	Malaysia	100.0	100.0	Hire purchase, lease and loan financing.
Rantau Embun Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
The Tropical Veneer Company Berhad*	Malaysia	100.0	100.0	Dormant.
Subsidiaries of Inter-Pacific Capital Sdn Bhd				
Ambilan Imej Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Inter-Pacific Management Sdn Bhd	Malaysia	100.0	100.0	Money lending.
Inter-Pacific Research Sdn Bhd	Malaysia	100.0	100.0	Providing investment research services.
Inter-Pacific Securities Sdn Bhd	Malaysia	100.0	100.0	Stock and share broking.
UT Equities Sdn Bhd	Malaysia	100.0	100.0	Dormant.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Inter-Pacific Securities Sdn Bhd				
Inter-Pacific Equity Nominees (Asing) Sdn Bhd	Malaysia	100.0	100.0	Nominee services for foreign clients.
Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd	Malaysia	100.0	100.0	Nominee services for Malaysian clients.
Subsidiary of Berjaya Corporation (Cayman) Limited				
JL Morison (Malaya) Sdn Bhd*	Malaysia	100.0	100.0	Importation, exportation and distribution of consumer goods.
Subsidiaries of Berjaya Enviro Holdings Sdn Bhd				
Berjaya Eco Services Sdn Bhd*	Malaysia	60.0	60.0	To provide sales and marketing, handling and packaging of scheduled waste and other eco related services to stakeholders involved in scheduled waste management.
Berjaya EnviroParks Sdn Bhd	Malaysia	100.0	100.0	Investment holding and treatment of waste, involving, amongst others, the development, design, construction, management, operation and maintenance of sanitary landfill and construction activities.
BPJ-Berjaya Sdn Bhd*	Malaysia	51.0	51.0	To manage and operate sanitary landfill and other construction activities.
J&T Berjaya Alam Murni Sdn Bhd	Malaysia	70.0	70.0	Collection, transportation, storage, treatment, recovery, disposal and management of scheduled (hazardous and toxic) and medical waste, etc.
Save The Sea Sdn Bhd*	Malaysia	100.0	100.0	Dormant.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiary of Berjaya EnviroParks Sdn Bhd				
Berjaya Energies Sdn Bhd	Malaysia	100.0	100.0	Generation and sale of electricity.
Subsidiaries of Berjaya Fintech Sdn Bhd				
BLoyalty Pte Ltd*	Singapore	60.0	60.0	To act as loyalty solutions provider to engage, manage and operate customer loyalty programmes on behalf of third parties.
Natural Intelligence Solutions Pte Ltd*	Singapore	85.9	¹⁰ 85.9	Provision of information technology management and consultancy services.
Natural Intelligence Solutions Technology Sdn Bhd*	Malaysia	100.0	100.0	To provide business consultancy services. The company has ceased its operations.
Subsidiaries of Berjaya Food Berhad				
Berjaya Food (International) Sdn Bhd	Malaysia	100.0	100.0	Investment holding, consultancy services for food audit and certification and training services for food handler.
Berjaya Food Trading Sdn Bhd	Malaysia	100.0	100.0	Sale and distribution of food and beverage in Malaysia.
Berjaya Roasters (M) Sdn Bhd	Malaysia	100.0	100.0	Development and operation of the “Kenny Rogers Roasters” chain of restaurants in Malaysia.
Berjaya Starbucks Coffee Company Sdn Bhd	Malaysia	100.0	100.0	Development and operation of the “Starbucks Coffee” chain of cafes and retail stores in Malaysia.

¹⁰ The total equity interests held by the Group is 100.00% and it is held by the following companies:

(i)	Berjaya Group Berhad	85.86 %
(ii)	Berjaya Philippines Inc.	14.14 %

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Food (International) Sdn Bhd				
Berjaya Food Supreme Sdn Bhd#	Brunei	80.0	80.0	Development and operation of "Starbucks Coffee" chain of cafes and retail stores in Brunei Darussalam.
Berjaya Jollibean (M) Sdn Bhd	Malaysia	100.0	-	Production and distribution of food and beverages in Malaysia.
Berjaya Kelava Sdn Bhd	Malaysia	51.0	51.0	To carry on the business of manufacturing and trading, producing vegan ice cream under the brand name of "Kelava".
Jollibean Foods Pte Ltd*	Singapore	65.0	65.0	Operation of retail outlets and food caterers in Singapore as well as to grant franchise to operate outlets both locally and internationally.
Ser Vegano Sdn Bhd*	Malaysia	50.0	50.0	To operate Latin-inspired, Tex-Mex, plant-based vegan restaurants under the name "Sala".
Subsidiary of Jollibean Foods Pte Ltd				
Berjaya Jollibean (M) Sdn Bhd	Malaysia	-	100.0	Production and distribution of food and beverages in Malaysia.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Group (Cayman) Limited				
Antara Spacecom Pte Ltd*	Singapore	51.0	51.0	Investment holding and provision of satellite communication, broadcasting and mobility services.
Berjaya Engineering & Construction (HK) Limited#	Hong Kong	100.0	¹¹ 100.0	Investment holding.
Berjaya Forest Products (Luxembourg) S.á r.l.*	Luxembourg	100.0	100.0	Investment holding.
Berjaya Group Equity (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Sanhe Real Estate Development Co Ltd*	People's Republic of China	100.0	¹² 100.0	Property development and management.
Roadhouse Grill Asia Pacific (HK) Limited#	Hong Kong	100.0	100.0	Owner, operator and franchisor of the "Roadhouse Grill Restaurant" chain for Asia Pacific region and certain other countries in Asia.
Roasters Asia Pacific (HK) Limited#	Hong Kong	100.0	100.0	Owner, operator and franchisor of the "Kenny Rogers Roasters Restaurant" chain for Asia Pacific region.
SIG Holdings (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
South Pacific Textiles Industries (Singapore) Pte Ltd*	Singapore	100.0	100.0	Sale agent and dealer in textile goods.
Subsidiary of Antara Spacecom Pte Ltd				
True Healthcare Pte. Ltd.*	Singapore	100.0	100.0	Provision of healthcare platform and wholesale of medical devices.

¹¹ The total equity interests held by the Berjaya Group (Cayman) Limited group is 100.0% and it is held by the following companies:

(i)	Berjaya Group (Cayman) Limited	75.00 %
(ii)	SIG Holdings (Cayman) Limited	25.00 %

¹² The total equity interests held by the Berjaya Group (Cayman) Limited group is 100.0% and it is held by the following companies:

(i)	Berjaya Group (Cayman) Limited	77.95 %
(ii)	Berjaya Engineering & Construction (HK) Limited	22.05 %

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of True Healthcare Pte. Ltd.				
True Healthcare (Thailand) Co., Ltd.*	Thailand	100.0	100.0	Provision of healthcare platform, wholesale of medical devices and provide consultancy services for satellite industry to affiliated enterprises in foreign countries.
True Healthcare India Pvt. Ltd.*	India	100.0	100.0	Provision of healthcare platform and wholesale of medical devices.
Subsidiary of Berjaya Group Equity (Cayman) Limited				
Berjaya Group (Aust) Pty Ltd*	Australia	-	100.0	Dissolved.
Subsidiaries of Roadhouse Grill Asia Pacific (HK) Limited				
Roadhouse Grill Asia Pacific (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Roadhouse Grill Asia Pacific (M) Sdn Bhd*	Malaysia	100.0	100.0	Grant franchise to operate restaurant under the "Roadhouse Grill" name and related trademark.
Subsidiaries of Roasters Asia Pacific (HK) Limited				
Berjaya Roasters Pte Ltd#	Singapore	100.0	100.0	To grant franchises for worldwide of the "KRR Restaurant" chain excluding Hong Kong & China.
Kenny Rogers Roasters Catering (Shenzhen) Company Ltd*	People's Republic of China	100.0	100.0	Ceased operations.
Roasters Asia Pacific (Cayman) Limited	Cayman Islands	100.0	100.0	Franchisor of the "Kenny Rogers Roasters Restaurant" chains.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Roasters Asia Pacific (HK) Limited (continued)				
Roasters Asia Pacific (M) Sdn Bhd*	Malaysia	100.0	100.0	Provision of marketing services and to grant franchises to operate restaurants under the "Kenny Rogers Roasters" name and related trademarks in Malaysia only.
Subsidiary of Roasters Asia Pacific (Cayman) Limited				
KRR International Corp*	United States of America	100.0	100.0	Owner of the "Kenny Rogers Roasters" brand and investment holding.
Subsidiary of Berjaya Higher Education Sdn Bhd				
Berjaya Global Professional Development Sdn Bhd*	Malaysia	100.0	100.0	To establish, manage, administer and carry on a non-profit academy via sourcing for sponsorship.
Subsidiary of Berjaya HR Cafe Korea Limited				
Just KPop Limited*	Republic of Korea	98.0	98.0	Food and beverage businesses and restaurants. Under liquidation.
Subsidiaries of Berjaya Land Berhad				
Agensi Pekerjaan Berjaya HR Sdn Bhd (formerly known as Berjaya HR Sdn Bhd)	Malaysia	100.0	-	Provision of recruitment services of foreign workers being expatriate of professional and skilled workers.
AM Prestige Sdn Bhd*	Malaysia	100.0	100.0	Ceased operations.
Amat Muhibah Sdn Bhd	Malaysia	52.6	52.6	Dormant.
Amat Teguh Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Angsana Gemilang Sdn Bhd*	Malaysia	100.0	100.0	Property investment.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Land Berhad (continued)				
Awan Suria Sdn Bhd*	Malaysia	51.0	100.0	Provision of landscaping service, selling and renting of ornament plants.
B.L. Capital Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
B.T. Properties Sdn Bhd*	Malaysia	100.0	100.0	Property development and investment holding.
Bahan Cendana Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Berjaya Air Capital (Cayman) Limited*	Cayman Islands	100.0	100.0	Dormant.
Berjaya Construction Berhad	Malaysia	90.0	100.0	Building contractors, civil engineering and the development of public works.
Berjaya Enamelware Sdn Bhd*	Malaysia	100.0	100.0	Dormant, under liquidation.
Berjaya Fukuoka Development (S) Pte Ltd*	Singapore	100.0	100.0	Investment holding.
Berjaya Guard Services Sdn Bhd*	Malaysia	100.0	100.0	Provision of security services.
Berjaya Hartanah Berhad	Malaysia	100.0	¹³ 100.0	Property development and investment holding and operator of golf and recreation club.
Berjaya Holiday Cruise Sdn Bhd*	Malaysia	86.4	86.4	Dormant.
Berjaya Hotels & Resorts Vietnam Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Berjaya Japan Developments Berhad (formerly known as Leisure World Sdn Bhd)*	Malaysia	100.0	100.0	Investment holding.
Berjaya Iceland Sdn Bhd	Malaysia	100.0	-	Investment holding.
Berjaya Jet Charter Sdn Bhd	Malaysia	100.0	100.0	Provision of jet charter services.
Berjaya Kawat Industries Sdn Bhd*	Malaysia	100.0	100.0	Property investment and rental of properties.
Berjaya Land (Labuan) Limited*	Malaysia	100.0	100.0	Investment holding.
Berjaya Leasing (Labuan) Limited	Malaysia	100.0	100.0	Provision of aircraft leasing services and undertaking of offshore financial related business.

¹³ The total equity interests held by the Berjaya Land Berhad group is 100.0% and it is held by the following companies:

(i)	Berjaya Land Berhad	72.65 %
(ii)	Berjaya Vacation Club Berhad	27.35 %

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Land Berhad (continued)				
Berjaya Leisure (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Leisure Capital (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Megamall Management Sdn Bhd*	Malaysia	100.0	100.0	Ceased operations.
Berjaya Myanmar Holdings Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Berjaya North Asia Holdings Pte Ltd*	Singapore	100.0	100.0	Investment holding.
Berjaya Okinawa Investment (S) Pte Ltd*	Singapore	100.0	100.0	Investment holding.
Berjaya Project Management Sdn Bhd*	Malaysia	100.0	100.0	Project management.
Berjaya Property Ireland Limited*	Ireland	100.0	100.0	Investment holding.
Berjaya Property Management Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Berjaya Racing Management Sdn Bhd*	Malaysia	80.0	¹⁴ 80.0	Dormant.
Berjaya Rail Sdn Bhd (formerly known as Berjaya Theme Park Management Sdn Bhd)*	Malaysia	100.0	100.0	Construction of railways, subways and the development of Transit Oriented Properties.
Berjaya Reykjavik Investment Limited*	Ireland	100.0	100.0	Investment holding.
Berjaya Vacation Club Berhad	Malaysia	100.0	100.0	Time sharing vacation operator, property investment and investment holding.
BTS Leaseback Management Sdn Bhd*	Malaysia	100.0	100.0	Ceased operations.
Budi Impian Sdn Bhd*	Malaysia	100.0	100.0	Hotel operator.

¹⁴ The total equity interests held by the Berjaya Land Berhad group is 80.0% and it is held by the following companies:

(i)	Berjaya Land Berhad	60.00 %
(ii)	Sports Toto Berhad	20.00 %

The total equity interests held by the Group is 100.0% and the additional equity interest is held by the following company:

(i)	Berjaya Group Berhad	20.00 %
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NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Land Berhad (continued)				
Cempaka Properties Sdn Bhd	Malaysia	100.0	100.0	Property development and investment.
Cerah Bakti Sdn Bhd	Malaysia	70.0	70.0	Property development.
Cerah Tropika Sdn Bhd*	Malaysia	70.0	70.0	Investment holding.
Cergas Jati Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Flexiwang Sdn Bhd*	Malaysia	100.0	100.0	Dormant, under liquidation.
Gateway Benefit Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Gemilang Cergas Sdn Bhd*	Malaysia	100.0	100.0	Ceased operations.
Immediate Capital Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Junjung Delima Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Klasik Mewah Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Kota Raya Development Sdn Bhd	Malaysia	100.0	100.0	Investment and rental of property.
Marvel Fresh Sdn Bhd*	Malaysia	100.0	100.0	Trading of goods.
Nada Embun Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Noble Circle (M) Sdn Bhd*	Malaysia	100.0	100.0	Under liquidation.
Nural Enterprise Sdn Bhd	Malaysia	100.0	100.0	Investment and rental of property.
One Network Hotel Management Sdn Bhd*	Malaysia	100.0	100.0	Resort operator and passenger charter flight services provider.
Pakar Angsana Sdn Bhd	Malaysia	80.0	80.0	Property development.
Pembinaan Stepro Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Portal Access Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Punca Damai Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Regnis Industries (Malaysia) Sdn Bhd*	Malaysia	87.1	¹⁵ 87.1	Investment and rental of property.
Rumah Mampu Berjaya Sdn Bhd	Malaysia	-	100.0	Struck-off.
Securiservices Sdn Bhd	Malaysia	100.0	100.0	Property development.
Semakin Sinar Sdn Bhd*	Malaysia	-	51.0	Struck-off.
Semangat Cergas Sdn Bhd*	Malaysia	100.0	100.0	Property development.

¹⁵ The total equity interests held by the Berjaya Land Berhad group is 87.12% and it is held by the following companies:

(i)	Berjaya Land Berhad	57.12 %
(ii)	B.L. Capital Sdn Bhd	30.00 %

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Land Berhad (continued)				
Sports Toto Berhad	Malaysia	41.1	¹⁶ 40.8	Investment holding.
Stephens Properties Plantations Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Taaras Spa Sdn Bhd*	Malaysia	100.0	100.0	Ceased operations.
Tioman Island Resort Berhad	Malaysia	86.3	86.3	Property development and operator of resort hotel.
Tiram Jaya Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Wangsa Sejati Sdn Bhd*	Malaysia	52.6	52.6	Dormant.
Wisma Stephens Management Co Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Subsidiaries of Berjaya Construction Berhad				
Mantra Design Sdn Bhd*	Malaysia	51.0	51.0	Provision of interior design and consultancy services for land and building development projects.
Seikou Okinawa Construction Kabushiki Kaisha*	Japan	100.0	100.0	Provision of civil works and building services.

¹⁶ The total equity interests held by the Berjaya Land Berhad group is 41.07% and it is held by the following companies:

(i)	Gateway Benefit Sdn Bhd	22.77 %
(ii)	Berjaya Land Berhad	16.07 %
(iii)	B.L. Capital Sdn Bhd	1.84 %
(iv)	Immediate Capital Sdn Bhd	0.35 %
(v)	Bukit Kiara Resort Berhad	0.02 %
(vi)	Staffield Country Resort Bhd	0.02 %

The total equity interests held by the Group is 49.50% and the additional equity interest is held by the following companies:

(i)	Berjaya Corporation Berhad	2.91 %
(ii)	Bizurai Bijak (M) Sdn Bhd	1.98 %
(iii)	Berjaya Group Berhad	1.44 %
(iv)	Inter-Pacific Securities Sdn Bhd	1.13 %
(v)	Juara Sejati Sdn Bhd	0.38 %
(vi)	Inter-Pacific Asset Management Sdn Bhd	0.33 %
(vii)	Teras Mewah Sdn Bhd	0.26 %

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45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Fukuoka Development (S) Pte Ltd				
Berjaya Hakkoda Resort Development Godo Kaisha*	Japan	100.0	100.0	Hotel and ski resort operation.
Berjaya Japan Kabushiki Kaisha*	Japan	100.0	100.0	Operations of real estate.
Subsidiaries of Berjaya Hartanah Berhad				
Alam Baiduri Sdn Bhd*	Malaysia	100.0	100.0	Property development and investment.
Berjaya Land Development Sdn Bhd	Malaysia	100.0	100.0	Property development, project management and investment holding.
Berjaya Okinawa FS Sdn Bhd	Malaysia	100.0	100.0	Property investment, development, trading and construction.
Berjaya Tagar Sdn Bhd	Malaysia	100.0	100.0	Property development, project management and investment holding.
BGRB Venture Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Bukit Jalil Golf Club Sdn Bhd*	Malaysia	100.0	100.0	Operations of golf club and property development.
Subsidiaries of Berjaya Land Development Sdn Bhd				
Indra Ehsan Sdn Bhd*	Malaysia	100.0	100.0	Property development and inactive.
Kim Rim Enterprise Sdn Bhd*	Malaysia	100.0	100.0	Ceased operations.
Sri Panglima Sdn Bhd	Malaysia	100.0	100.0	Property development and provision of property management and maintenance service.

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45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Leisure (Cayman) Limited				
Berjaya (China) Great Mall Co. Ltd*	People's Republic of China	51.0	51.0	Ceased operations.
Berjaya FC (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya International Casino Management (Seychelles) Limited*	Republic of Seychelles	60.0	¹⁷ 60.0	Casino operations.
Berjaya IUT (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Mount Royal Beach Hotel Limited#	Sri Lanka	92.6	92.6	Owner and operator of hotel.
Berjaya-D2D Company Limited#	Socialist Republic of Vietnam	100.0	100.0	Property development and investment.
BHR (Cayman) Limited*	Cayman Islands	100.0	100.0	Property investment and investment holding.
Mahameru Consultancy d.o.o. Visoko*	Bosnia and Herzegovina	100.0	100.0	Property investment.
Natural Gain Investments Limited#	Hong Kong	100.0	100.0	Dormant, under striking-off process.
T.P.C. Development Limited#	Hong Kong	100.0	100.0	Investment holding.
Subsidiary of Berjaya Leisure Capital (Cayman) Limited				
Informatics Education Limited#	Singapore	89.7	67.4	Investment holding. Ceased operations as franchisor and licensor for computer and commercial training centres and examination facilitators.

¹⁷ The total equity interests held by the Berjaya Land Berhad group is 100.0% and it is held by the following companies:

(i)	Berjaya Leisure (Cayman) Limited	60.00 %
(ii)	Berjaya International Casino Management (HK) Limited	40.00 %

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Informatics Education Limited				
Informatics Academy Pte Ltd#	Singapore	100.0	100.0	Dormant.
Informatics Computer Education Sdn Bhd*	Malaysia	-	100.0	Struck-off.
Informatics Education (HK) Ltd*	Hong Kong	-	100.0	Computer education and training. Disposed of during the financial year.
Informatics Education UK Ltd*	United Kingdom	-	100.0	Investment holding. Disposed of during the financial year.
Informatics Global Campus Pte Ltd#	Singapore	-	100.0	Struck-off.
NCC Education Limited#	United Kingdom	-	50.7	Educational and business management consultancy. Disposed of during the financial year.
Subsidiaries of Informatics Education UK Ltd				
NCC Education (Beijing) Consulting Co., Ltd*	People's Republic of China	-	100.0	Consultancy. Disposed of during the financial year.
NCC Education (M) Sdn Bhd*	Malaysia	-	100.0	Marketing and consultancy. Disposed of during the financial year.
Subsidiaries of Berjaya Myanmar Holdings Sdn Bhd				
BDS Smart City Co. Ltd.*	Myanmar	80.0	80.0	Ceased operations.
Berjaya HT Eco Company Limited*	Myanmar	90.0	90.0	Ceased operations.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiary of Berjaya North Asia Holdings Pte Ltd				
Berjaya Okinawa Development Kabushiki Kaisha*	Japan	100.0	100.0	Resort hotel and residence development.
Subsidiaries of Berjaya Okinawa Investment (S) Pte Ltd				
Berjaya Okinawa Investment Godo Kaisha*	Japan	100.0	100.0	Investment holding.
Opportunity 24 TMK*	Japan	100.0	100.0	Acquisition, management and disposition of asset.
Subsidiary of Opportunity 24 TMK				
LAC ML2 GK*	Japan	100.0	100.0	Sale and purchase, leasing and management of real estate.
Subsidiary of Berjaya Property Ireland Limited				
Berjaya Hotels Iceland hf (formerly known as Icelandair Hotels hf*)	Iceland	100.0	¹⁸ 100.0	Lease and hotel operator.
Subsidiaries of Berjaya Hotels Iceland hf (formerly known as Icelandair Hotels hf)				
Asgarour hf*	Iceland	80.0	80.0	Hotels and real estate assets.
GE11 ehf*	Iceland	100.0	100.0	Leasehold real estate.
Hljomalindarreitur ehf*	Iceland	100.0	100.0	Hotels and real estate assets.

¹⁸ The total equity interests held by the Berjaya Land Berhad group is 100.0% and it is held by the following companies:

(i)	Berjaya Property Ireland Limited	89.82 %
(ii)	Berjaya Reykjavik Investment Limited	10.18 %

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023	2022	
		%	%	
Subsidiary of Berjaya Property Management Sdn Bhd				
Taman TAR Development Sdn Bhd	Malaysia	100.0	100.0	Property development.
Subsidiary of Taman TAR Development Sdn Bhd				
Aces Parking Sdn Bhd*	Malaysia	100.0	100.0	Provision for operation of parking facilities for motor vehicles.
Subsidiaries of Berjaya Vacation Club Berhad				
ANSA Hotels & Resorts Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Asia Jet Sdn Bhd	Malaysia	100.0	-	Provision of business aviation charter management services.
Berjaya Air Sdn Bhd	Malaysia	100.0	100.0	Provision of aviation services.
Berjaya Beau Vallon Bay (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Greenland Invest A/S*	Greenland	100.0	100.0	Investments and operations of real estate activities.
Berjaya Hospitality Services Sdn Bhd*	Malaysia	100.0	100.0	Hotel operator.
Berjaya Hotels & Resorts A/S*	Greenland	-	100.0	Struck-off.
Berjaya Hotels & Resorts (HK) Limited#	Hong Kong	60.0	60.0	Investment holding.
Berjaya Hotels & Resorts (M) Sdn Bhd*	Malaysia	100.0	100.0	Provision of management services, booking centre and marketing agent.

¹⁹ The total equity interests held by the Group is 100.0% and it is held by the following companies:

(i)	Berjaya Vacation Club Berhad	60.00 %
(ii)	Berjaya Group (Cayman) Limited	40.00 %

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Vacation Club Berhad (continued)				
Berjaya International Casino Management (HK) Limited#	Hong Kong	100.0	100.0	Investment holding.
Berjaya Langkawi Beach Resort Sdn Bhd	Malaysia	100.0	100.0	Resort operator.
Berjaya Pictures Sdn Bhd*	Malaysia	100.0	100.0	Consultancy in hotel related industry and to carry on business as film maker, production house and related activities.
Berjaya Praslin Beach (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Vacation Club (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Berjaya Vacation Club (Philippines) Inc.*	Philippines	100.0	100.0	Dormant.
Berjaya Vacation Club (S) Pte Ltd*	Singapore	100.0	100.0	Vacation time sharing.
BTS Hotel Sdn Bhd	Malaysia	100.0	100.0	Owner of hotel.
Bukit Kiara Resort Berhad	Malaysia	100.0	100.0	Promotion of equine activities and to carry on business as a proprietor of a commercial recreation and health resort.
Georgetown City Hotel Sdn Bhd	Malaysia	100.0	100.0	Hotel operator.
Indah Corporation Berhad	Malaysia	100.0	100.0	Investment holding, operator of golf resort and property development.
KDE Recreation Berhad	Malaysia	90.0	90.0	Provide recreation facilities to members.
Redang Development Sdn Bhd*	Malaysia	100.0	100.0	Airport development, property development, hotel and resort operation.
Redang Village Resort Sdn Bhd*	Malaysia	100.0	51.0	Dormant.
Sinar Merdu Sdn Bhd	Malaysia	100.0	100.0	Investment and rental of property.
Staffield Country Resort Berhad	Malaysia	80.0	80.0	Property development, golf and recreation club operator.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Vacation Club Berhad (continued)				
The Taaras Beach & Spa Resort (Redang) Sdn Bhd	Malaysia	99.8	99.8	Hotel and resort operation.
The Taaras Luxury Group Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Tioman Pearl Sdn Bhd*	Malaysia	70.0	70.0	Hotel and resort operations.
Tioman Travel & Tours Sdn Bhd*	Malaysia	100.0	100.0	Property investment.
Subsidiary of Berjaya Air Sdn Bhd				
Berjaya Air Cargo Sdn Bhd*	Malaysia	-	100.0	Struck-off.
Subsidiary of Berjaya Beau Vallon Bay (Cayman) Limited				
Berjaya Beau Vallon Bay Beach Resort Limited*	Republic of Seychelles	100.0	100.0	Operation of hotel resort in Seychelles.
Subsidiary of Berjaya Praslin Beach (Cayman) Limited				
Berjaya Praslin Limited*	Republic of Seychelles	100.0	100.0	Operation of hotel resort in Seychelles.
Subsidiary of Berjaya Vacation Club (Cayman) Limited				
Berjaya Vacation Club (UK) Limited*	United Kingdom	100.0	100.0	Hoteliers and hotel management.
Subsidiaries of Georgetown City Hotel Sdn Bhd				
Berjaya Georgetown Sharksfin Restaurant Sdn Bhd	Malaysia	100.0	100.0	Dormant.
BG Karaoke Sdn Bhd	Malaysia	69.0	69.0	Dormant.

NOTES TO THE FINANCIAL STATEMENTS

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45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiary of KDE Recreation Berhad				
Infinity Worth Creation Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Subsidiary of Redang Development Sdn Bhd				
Redang Infra Sdn Bhd*	Malaysia	100.0	100.0	Airport development and hotel and resort operation.
Subsidiary of The Taaras Beach & Spa Resort (Redang) Sdn Bhd				
Redang Island Golf and Country Club Berhad*	Malaysia	100.0	100.0	Dormant.
Subsidiary of Sinar Merdu Sdn Bhd				
ANSA Hotel KL Sdn Bhd*	Malaysia	100.0	100.0	Hotel operations and letting of properties.
Subsidiary of Cerah Tropika Sdn Bhd				
Penstate Corp. Sdn Bhd*	Malaysia	100.0	100.0	Property development.
Subsidiary of Kota Raya Development Sdn Bhd				
Kota Raya Complex Management Sdn Bhd*	Malaysia	100.0	100.0	Ceased operations.
Subsidiary of Noble Circle (M) Sdn Bhd				
Noble Circle Management Sdn Bhd*	Malaysia	100.0	100.0	Dormant, under liquidation.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiary of Nural Enterprise Sdn Bhd				
Aras Klasik Sdn Bhd*	Malaysia	100.0	100.0	Ceased operations.
Subsidiaries of Sports Toto Berhad				
FEAB Equities Sdn Bhd	Malaysia	-	100.0	Struck-off.
FEAB Land Sdn Bhd	Malaysia	100.0	100.0	Property development and property investment.
FEAB Properties Sdn Bhd	Malaysia	100.0	100.0	Property investment and investment holding.
Magna Mahsuri Sdn Bhd	Malaysia	100.0	100.0	Property investment and investment holding.
Sports Toto Fitness Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
STM Lottery Sdn Bhd	Malaysia	100.0	100.0	Toto betting operations.
STM Resort Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Subsidiaries of Magna Mahsuri Sdn Bhd				
Berjaya Sports Toto (Cayman) Limited	Cayman Islands	100.0	100.0	Investment holding.
Sports Toto Apparel Sdn Bhd	Malaysia	100.0	100.0	Dormant, under liquidation.
Sports Toto Computer Sdn Bhd	Malaysia	100.0	100.0	Computer consultancy services.
Sports Toto Products Sdn Bhd	Malaysia	100.0	100.0	Dormant, under liquidation.
Subsidiary of Berjaya Sports Toto (Cayman) Limited				
Berjaya Lottery Management (HK) Limited#	Hong Kong	100.0	100.0	Investment holding.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Lottery Management (HK) Limited				
Berjaya Philippines Inc.*	Philippines	74.2	²⁰ 74.2	Investment holding.
International Lottery & Totalizator Systems, Inc.*	United States of America	100.0	100.0	Development, manufacturing, distribution of computerised wagering systems and provision of software licences and support.
Subsidiaries of Berjaya Philippines Inc.				
eDoc Holdings Limited*	United Kingdom	100.0	100.0	Dormant.
Floridablanca Enviro Corporation*	Philippines	100.0	100.0	Service business of protecting and cleaning the environment.
H.R. Owen PLC*	United Kingdom	100.0	100.0	Investment holding.
Perdana Hotel Philippines Inc.*	Philippines	100.0	100.0	Operation of a hotel in the Philippines.
Subsidiaries of H.R. Owen PLC				
Bodytechnics Limited*	United Kingdom	100.0	100.0	Maintenance and repair of motor vehicles.
Bradshaw Webb (Chelsea) Limited*	United Kingdom	100.0	100.0	Dormant.
Broughtons of Cheltenham Limited*	United Kingdom	100.0	100.0	Motor retailing and provision of aftersales services.
H R Owen Insurance Services Limited*	United Kingdom	95.0	95.0	Provision of insurance agents and brokers services.
H.R. Owen Dealerships Limited*	United Kingdom	100.0	100.0	Motor retailing and provision of aftersales services.
H.R. Owen Investments Limited*	United Kingdom	100.0	100.0	Dormant, under striking-off process.
H.R. Owen Leasing Limited*	United Kingdom	-	100.0	Dissolved.

²⁰ The total equity interests held by the Berjaya Sports Toto (Cayman) Limited group in Berjaya Philippines Inc. is 88.26% and it is held by the following companies:

(i)	Berjaya Lottery Management (HK) Limited	74.20 %
(ii)	Berjaya Sports Toto (Cayman) Limited	14.06 %

NOTES TO THE FINANCIAL STATEMENTS

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45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of H.R. Owen PLC (continued)				
H.R. Owen Motor Dealerships Limited*	United Kingdom	-	100.0	Dissolved.
H.R. Owen Motor Properties Limited*	United Kingdom	-	100.0	Dissolved.
H.R. Owen Servicing and Repairs Limited (formerly known as Joe Macari Servicing Limited)	United Kingdom	100.0	-	Provision of aftersales services.
H.R. Owen Vehicle Leasing Company Limited*	United Kingdom	-	100.0	Dissolved.
Hatfield 6939 Limited*	United Kingdom	100.0	100.0	Property investment.
Heathrow Limited*	United Kingdom	100.0	100.0	Dormant, under striking-off process.
Holland Park Limited*	United Kingdom	100.0	100.0	Dormant.
J M Developments (UK) Limited	United Kingdom	100.0	-	Dormant.
Jack Barclay Limited*	United Kingdom	100.0	100.0	Motor retailing and provision of aftersales services.
London Lotus Centre Limited*	United Kingdom	-	100.0	Dissolved.
Malaya Dealerships Limited*	United Kingdom	100.0	100.0	Dormant, under striking-off process.
Netprofit.com Limited*	United Kingdom	-	²¹ 100.0	Dissolved.
Pangbourne 6939 Limited*	United Kingdom	100.0	100.0	Property investment.
Shepperton 6939 Limited*	United Kingdom	100.0	100.0	Dormant.
Upbrook Mews Limited*	United Kingdom	100.0	100.0	Property investment.
Subsidiaries of International Lottery & Totalizator Systems, Inc.				
ILTS Vietnam Company Limited*	Socialist Republic of Vietnam	100.0	100.0	Provision of lottery technical support services.
Unisyn Voting Solutions, Inc.*	United States of America	100.0	100.0	Development, manufacturing, distribution of voting systems and provision of software licences and support.

²¹ The total equity interests held by the H.R. Owen PLC group is 100.0% and it is held by the following companies:

(i)	H.R. Owen PLC	50.00 %
(ii)	Bradshaw Webb (Chelsea) Limited	50.00 %

NOTES TO THE FINANCIAL STATEMENTS

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45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Tioman Island Resort Berhad				
Berjaya Hotels & Resorts (Singapore) Pte Ltd*	Singapore	100.0	100.0	Hotel booking, marketing agent and investment holding.
Ever Perpetual Growth Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Ever Revenue Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Tioman Golf Management Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Subsidiary of Berjaya Hotels & Resorts (Singapore) Pte Ltd				
BHR Okinawa Management Godo Kaisha*	Japan	100.0	100.0	Hotel operator.
Subsidiary of Wisma Stephens Management Co Sdn Bhd				
Wujud Jaya Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Subsidiaries of Berjaya Pharmacy Sdn Bhd				
Berjaya Pharmacy Distribution Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Berjaya Pharmacy Retail Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Subsidiaries of Berjaya Premier Restaurants Sdn Bhd				
Berjaya Burger Sdn Bhd*	Malaysia	92.0	92.0	Ceased operations.
Berjaya Krispy Kreme Doughnuts Sdn Bhd*	Malaysia	70.0	70.0	Development and operation of the "Krispy Kreme Doughnuts" chain of doughnuts outlets in Malaysia.

NOTES TO THE FINANCIAL STATEMENTS

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45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of BLoyalty Pte Ltd				
B Infinite Asia Philippines Inc.*	Philippines	99.0	99.0	To engage in the business of providing IT and digital management, consultancy and marketing services including but not limited to providing loyalty and marketing programs.
B Infinite Asia Pte Ltd*	Singapore	100.0	100.0	Provision of digital loyalty services.
BLoyalty Sdn Bhd*	Malaysia	100.0	100.0	Managing and operation of Berjaya Loyalty card programme.
Subsidiary of BLoyalty Sdn Bhd				
B Infinite Ventures Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
Subsidiary of Changan Berjaya Auto Sdn Bhd				
Berjaya Brilliance Auto Sdn Bhd*	Malaysia	85.0	85.0	Marketing, importing and distribution of motor vehicles.
Subsidiaries of Cosway Corporation Berhad				
Cosway Corporation Limited#	Hong Kong	96.0	²² 96.0	Property investment and investment holding.
Tegas Kinta Sdn Bhd	Malaysia	100.0	100.0	Property investment.
The Catalog Shop Sdn Bhd	Malaysia	100.0	100.0	Collection and administration of hire purchase and equal payment receivables.

²² The total equity interests held by the Berjaya Group Berhad group is 99.30% and it is held by the following companies:

(i)	Cosway Corporation Berhad	96.04 %
(ii)	Berjaya Group (Cayman) Limited	2.46 %
(iii)	Prime Credit Leasing Berhad	0.61 %
(iv)	Inter-Pacific Securities Sdn Bhd	0.19 %

The total equity interests held by the Group is 100.00% and the additional equity interest is held by the following company:

(i)	Berjaya Hills Resort Berhad	0.70 %
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NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Cosway Corporation Limited				
Aces Corporation Limited#	Hong Kong	100.0	100.0	E-commerce platform for sales and marketing of healthcare products.
Berjaya Holdings (HK) Limited#	Hong Kong	100.0	100.0	Investment holding.
Cosway (M) Sdn Bhd	Malaysia	100.0	100.0	Direct selling of household, personal care, healthcare and other consumer products.
Mallia Limited#	Hong Kong	-	100.0	Dissolved.
Subsidiaries of Cosway (M) Sdn Bhd				
Cosway (Cayman) Limited*	Cayman Islands	100.0	100.0	Investment holding.
Cosway (China) Co. Ltd*	People's Republic of China	100.0	100.0	Research, development and manufacturing of cleaning products and cosmetics; selling self-produced products; provide technical consultancy and technical service relating to self-produced products; engaging in the wholesale, import and export of the same. Under liquidation.
Cosway (HK) Limited#	Hong Kong	100.0	100.0	Direct selling of consumer, household and skin care products.
Cosway USA, Inc.*	United States of America	100.0	100.0	Direct selling of consumer, household and skin care products.
eCosway Mexico, S.A. de C.V.*	Mexico	99.0	99.0	Marketing, distribution and import of consumer products.
eCosway Trading Mexico, S.A. de C.V.*	Mexico	99.0	99.0	Import, export and commercial trading.
eCosway.com Sdn Bhd	Malaysia	60.0	²³ 60.0	Internet based direct selling of consumer products.

²³ The total equity interests held by the Cosway Corporation Limited group is 100.0% and it is held by the following companies:

(i)	Cosway (M) Sdn Bhd	60.00 %
(ii)	Cosway Corporation Limited	40.00 %

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Cosway (M) Sdn Bhd (continued)				
eCosway.com (HK) Limited#	Hong Kong	-	100.0	Dissolved.
Golden Works (M) Sdn Bhd	Malaysia	100.0	100.0	Property investment.
Juara Budi Sdn Bhd*	Malaysia	100.0	100.0	Investment holding.
Kimia Suchi Sdn Bhd	Malaysia	100.0	100.0	Investment holding, contract manufacture and trading of industrial and household cleaning products.
PT Berjaya Cosway Indonesia*	Indonesia	95.0	95.0	Direct selling of consumer, household and skin care products. Under liquidation.
Rank Distributors Sdn Bhd	Malaysia	100.0	100.0	Trading of healthcare and cosmetic products.
Tact Full Limited#	Hong Kong	100.0	100.0	Provision of payment services.
Subsidiaries of Cosway (Cayman) Limited				
Cosway Do Brasil Ltda.*	Brazil	99.0	99.0	Property investment.
Cosway Overseas Company Limited	Thailand	49.0	49.0	Investment holding.
Cosway (Thailand) Company Limited	Thailand	49.0	²⁴ 49.0	Direct selling and trading in consumer products.
One Qualityways Phils Inc.*	Philippines	95.0	95.0	Dormant.
Subsidiaries of Cosway (HK) Limited				
Cosway (Macau) Limited*	Macau	99.0	99.0	Direct selling of consumer, household and skin care products.
Vmart Corp (HK) Limited#	Hong Kong	100.0	100.0	Investment holding.

²⁴ The total equity interests held by the Cosway (M) Sdn Bhd group is 100.0% and it is held by the following companies:

(i)	Cosway Overseas Company Limited	51.00 %
(ii)	Cosway (Cayman) Limited	49.00 %

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiary of Vmart Corp (HK) Limited				
eCosway Korea, Inc.	Republic of Korea	100.0	100.0	Direct selling of consumer, household and skin care products.
Subsidiary of Juara Budi Sdn Bhd				
Stephens Properties Sdn Bhd	Malaysia	100.0	100.0	Investment holding and property investment.
Subsidiary of Stephens Properties Sdn Bhd				
Stephens Properties Management Corporation Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Subsidiary of Kimia Suchi Sdn Bhd				
Kimia Suchi Marketing Sdn Bhd	Malaysia	100.0	100.0	Trading of industrial cleaning products.
Subsidiary of Rank Distributors Sdn Bhd				
Vital Degree Sdn Bhd	Malaysia	100.0	100.0	Trading of healthcare and cosmetic products.
Subsidiaries of Country Farms Sdn Bhd				
CountryFarm Organics Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
JannaFarm Sdn Bhd	Malaysia	60.0	60.0	Involved in the trading and outsourcing management of the production of black ginger.
Simply Real Sdn Bhd*	Malaysia	51.0	51.0	Engage in the business of restaurant operator and retailer and groceries.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiary of Simply Real Sdn Bhd				
Kusa Vegan Sdn Bhd (formerly known as Supe Vegan Sdn Bhd)	Malaysia	55.0	-	Operation of vegetarian restaurant.
Subsidiary of Inter-Pacific Development Sdn Bhd				
Inter-Pacific Construction Sdn Bhd*	Malaysia	100.0	100.0	Dormant.
Subsidiaries of REDtone Digital Berhad				
Ansar Mobile Sdn Bhd	Malaysia	100.0	100.0	Provision of telecommunications services including fixed and mobile services and telecommunications related services.
REDtone Data Centre Sdn Bhd	Malaysia	70.0	70.0	Provides system integration, software solutions and trading in computer hardware.
REDtone Engineering & Network Services Sdn Bhd	Malaysia	100.0	100.0	Provision of telecommunication related products and services and investment holding.
REDtone IOT Sdn Bhd	Malaysia	100.0	100.0	Provider of business solutions in information technology and to build interconnection of uniquely identifiable embedded computing device within existing internet infrastructure.
REDtone Telecommunications Sdn Bhd	Malaysia	100.0	100.0	Research, development, marketing of computer-telephony integration, provision of telecommunication related products and services.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of REDtone Digital Berhad (continued)				
SEA Telco Technology Sdn Bhd	Malaysia	100.0	100.0	Provider of total solutions in telecommunication related products and services and investment holding.
Subsidiary of REDtone Engineering & Network Services Sdn Bhd				
Bytebuilder Sdn Bhd	Malaysia	60.0	60.0	Provision of fibre optic transmission network services and project management services relating to telecommunications.
Subsidiaries of SEA Telco Technology Sdn Bhd				
Meridianotch Sdn Bhd	Malaysia	100.0	100.0	Investment holding.
REDtone Mytel Sdn Bhd	Malaysia	60.0	60.0	Provision of telecommunication services.
REDtone Technology Pte Ltd*	Singapore	100.0	100.0	Provision of telecommunication related products and services.
SEA Telco Engineering Services Sdn Bhd	Malaysia	80.0	80.0	Provision of information technology and telecommunication related products and services.
Subsidiary of Rangkaian Sejahtera Sdn Bhd				
BerjayaCity Sdn Bhd	Malaysia	100.0	100.0	Property investment, development, cultivation and sale of palm oil and palm kernel.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023	2022	
		%	%	
Subsidiaries of Singapore Institute of Advanced Medicine Holdings Pte Ltd				
Advance Medicine Imaging Pte. Ltd.*	Singapore	100.0	100.0	Provision of clinic and imaging services.
Advanced Medicine Oncology Pte. Ltd.*	Singapore	100.0	100.0	Provision of clinic and oncology services.
Advanced Medicine Radiopharmaceutical Pte. Ltd.*	Singapore	100.0	100.0	Manufacture of medical research and clinical diagnostic instruments and supplies.
Asia HealthPartners Pte. Ltd.*	Singapore	100.0	100.0	Provision of clinic and other general medical services, sale of pharmaceuticals, surgical and consumables.
Berjaya Investment Holdings Pte. Ltd.*	Singapore	100.0	100.0	Investment holding of investment properties.
Proton Therapy Pte. Ltd.*	Singapore	100.0	100.0	Provision of clinic and other general medical services.
Subsidiaries of Successline (M) Sdn Bhd				
Securexpress Services Sdn Bhd*	Malaysia	100.0	100.0	Provide logistics, warehousing and transportation services.
Successline Haulers Sdn Bhd*	Malaysia	90.0	90.0	Provide courier and transport services to the general public.
Subsidiaries of Berjaya Hills Resort Berhad				
Avetani Sdn Bhd	Malaysia	100.0	100.0	Property development and investment.
BTR Property Management Sdn Bhd	Malaysia	100.0	100.0	Rental pool programme operator.
BTR Leisure Sdn Bhd	Malaysia	100.0	100.0	Recreational activities operator.
Bukit Tinggi Tours Sdn Bhd	Malaysia	100.0	100.0	To carry on the business as travel and tour agents.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Subsidiaries of Berjaya Kyoto Development (S) Pte Ltd				
Berjaya Kyoto Development Kabushiki Kaisha*	Japan	100.0	100.0	Hotel and residence development.
Berjaya Kyoto Holdings Godo Kaisha*	Japan	100.0	100.0	Investment holding.
Kyoto Higashiyama Hospitality Assets TMK*	Japan	100.0	100.0	Property investment.
Subsidiary of Berjaya Kyoto Development Kabushiki Kaisha				
Berjaya Japan TMK*	Japan	100.0	100.0	Dormant.
Subsidiary of Berjaya Lottery Vietnam Limited				
Berjaya Gia Thinh Investment Technology Joint Stock Company*	Socialist Republic of Vietnam	51.0	51.0	Computer programming and to carry out investment procedures.
Subsidiary of Berjaya Myanmar Limited				
Berjaya Myanmar Investment Limited*	Myanmar	95.0	95.0	Investment holding.
Subsidiary of Berjaya Yokohama Investment Pte. Ltd.				
Berjaya Yokohama Hospitality Asset TMK*	Japan	100.0	100.0	Property investment.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023	2022	
		%	%	

ASSOCIATED COMPANIES:

Associates of Berjaya Corporation Berhad

Atlan Holdings Bhd	Malaysia	17.4	²⁵ 19.8	Investment holding and the provision of management, financial, technical and other ancillary services.
New World Capital Advisors Sdn Bhd	Malaysia	-	40.0	Malaysia-focused inbound and outbound corporate advisory.
Tioman Hill Resort Sdn Bhd	Malaysia	50.0	50.0	Investment holding.

Associates of Berjaya Group Berhad

Adcas Lifescience Sdn Bhd	Malaysia	50.0	50.0	Provision of personalised healthcare.
Berjaya Auto Asia Inc.	Philippines	40.0	²⁶ 40.0	Selling and distribution of vehicles within the territory of the Philippines.
Berjaya Media Berhad	Malaysia	12.4	²⁷ 12.4	Investment holding.

²⁵ The total equity interests held by the Group is 26.31% and it is held by the following companies:

(i) Berjaya Corporation Berhad	17.43 %
(ii) Juara Sejati Sdn Bhd	5.48 %
(iii) Teras Mewah Sdn Bhd	1.39 %
(iv) Berjaya Philippines Inc.	1.22 %
(v) Inter-Pacific Capital Sdn Bhd	0.79 %

²⁶ The total equity interests held by the Berjaya Group Berhad group is 39.96% and it is held by the following companies:

(i) Berjaya Group (Cayman) Limited	19.98 %
(ii) Berjaya Philippines Inc.	19.98 %

²⁷ The total equity interests held by the Berjaya Group Berhad group is 12.36% and it is held by the following companies:

(i) Prime Credit Leasing Berhad	8.02 %
(ii) Regnis Industries (Malaysia) Sdn Bhd	2.33 %
(iii) FEAB Properties Sdn Bhd	2.01 %

The total equity interests held by the Group is 13.27% and the additional equity interest is held by the following company:

(i) Berjaya Hills Resort Berhad	0.91 %
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The Group has significant influence, as defined in MFRS 128: Investments in Associates, over Berjaya Media Berhad ("BMedia") and therefore treated BMedia as an associated company of the Group.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Associates of Berjaya Group Berhad (continued)				
Berjaya Racing Management Sdn Bhd	Malaysia	20.0	20.0	Dormant.
Le Proton LIMA Sdn Bhd	Malaysia	40.0	40.0	Organise trade fairs to promote Malaysian products through exhibitions.
Razer Health Pte Ltd	Singapore	45.0	45.0	To build and operate a production line for the production of surgical face masks.
Tunas Cempaka Sdn Bhd	Malaysia	49.0	49.0	Dormant.
Associate of Berjaya Capital Berhad				
Berjaya Sampo Insurance Berhad	Malaysia	30.0	30.0	General insurance.
Associate of Inter-Pacific Securities Sdn Bhd				
SaigonBank Berjaya Securities Joint Stock Company	Socialist Republic of Vietnam	49.0	49.0	Stock and share broking.
Associates of Berjaya Group (Cayman) Limited				
Berjaya Auto Asia Inc.	Philippines	20.0	20.0	Selling and distribution of vehicles within the territory of the Philippines.
Berjaya Hotels & Resorts (HK) Limited	Hong Kong	40.0	40.0	Investment holding.
Associate of Berjaya Engineering & Construction (HK) Limited				
Berjaya Sanhe Real Estate Development Co Ltd	People's Republic of China	22.1	22.1	Property development and management.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Associate of Roasters Asia Pacific (HK) Limited				
Roasters Korea Co. Ltd	Republic of Korea	25.0	25.0	Dormant.
Associate of SIG Holdings (Cayman) Limited				
Berjaya Engineering & Construction (HK) Limited	Hong Kong	25.0	25.0	Investment holding.
Associates of Berjaya Corporation (Cayman) Limited				
Berjaya Pizza (Philippines) Inc	Philippines	21.6	21.6	Development and operation of the "Papa John's Pizza" chain of restaurants in the Philippines.
M & A Investments Pte Ltd	Singapore	31.4	31.4	Investment holding.
Ssangyong Berjaya Motor Philippines Inc	Philippines	27.1	27.1	Selling and distribution of Ssangyong brand vehicles within the territory of the Philippines.
Associates of Cosway Corporation Limited				
eCosway.com Sdn Bhd	Malaysia	40.0	40.0	Internet-based direct selling of consumer products.
Greenland Timber Industries (Private) Limited	Singapore	20.0	20.0	Investment holding.
Associate of Juara Sejati Sdn Bhd				
REDtone Digital Berhad	Malaysia	43.5	41.5	Investment holding and the provision of management services.

²⁸ The total equity interests held by the Group is 48.75% and it is held by the following companies:

(i)	Berjaya Corporation (Cayman) Limited	27.08 %
(ii)	Berjaya Philippines Inc.	21.67 %

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Associate of Successline (M) Sdn Bhd				
Successline Express Sdn Bhd	Malaysia	49.0	49.0	Provision of custom clearing services. The company temporarily ceased operations.
Associate of Rank Distributors Sdn Bhd				
Coswin (M) Sdn Bhd	Malaysia	40.0	40.0	Trading of consumer products.
Associates of Berjaya Land Berhad				
Aces Property Management Sdn Bhd	Malaysia	25.0	25.0	Property development and management of real estate.
Berjaya Assets Berhad	Malaysia	9.2 ²⁹	9.5	Investment holding.
Berjaya Kyoto Development (S) Pte Ltd	Singapore	50.0	50.0	Investment holding.
Berjaya Qhazanah Sabah Sdn Bhd	Malaysia	50.0	-	Real estate.
Berjaya Qhazanah Sdn Bhd	Malaysia	50.0	-	Real estate.

²⁹ The total equity interests held by the Berjaya Land Berhad group is 9.20% and it is held by the following companies:

(i)	Portal Access Sdn Bhd	3.21 %
(ii)	Berjaya Land Berhad	2.99 %
(iii)	Berjaya Philippines Inc	1.15 %
(iv)	Magna Mahsuri Sdn Bhd	0.85 %
(v)	BTS Hotel Sdn Bhd	0.41 %
(vi)	Immediate Capital Sdn Bhd	0.41 %
(vii)	KDE Recreation Berhad	0.14 %
(viii)	Nada Embun Sdn Bhd	0.04 %

The total equity interests held by the Group is 12.29% and the additional equity interest is held by the following companies:

(i)	Ambilan Imej Sdn Bhd	1.06 %
(ii)	Berjaya Capital Berhad	0.98 %
(iii)	Teras Mewah Sdn Bhd	0.78 %
(iv)	Inter-Pacific Capital Sdn Bhd	0.27 %

The Berjaya Land Berhad group has significant influence, as defined in MFRS 128: Investments in Associates, over BAssets and therefore treated BAssets as an associated company of the Berjaya Land Berhad group.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Associates of Berjaya Land Berhad (continued)				
Centreplus Sdn Bhd	Malaysia	30.0	30.0	Property investment.
Rafflesia Airways Sdn Bhd	Malaysia	50.0	-	Provision of scheduled and chartered air services, ground handling services and carrier and transportation.
Resort Cruises (S) Pte Ltd	Singapore	49.0	49.0	Dormant.
Associate of Stephens Properties Plantations Sdn Bhd				
Berjaya Naza Sdn Bhd	Malaysia	50.0	50.0	Dormant.
Associates of Berjaya Leisure (Cayman) Limited				
AM Automotive (S) Pte Ltd	Singapore	49.9	49.9	Ceased to be a dealer for "Aston Martin" vehicles.
Asian Atlantic Holdings Limited	British Virgin Islands	24.5	24.5	Investment holding.
Berjaya Land (Thailand) Company Ltd	Thailand	40.0	40.0	Property development and investment.
Berjaya Property (Thailand) Company Ltd	Thailand	40.0	40.0	Dormant.
Berjaya Vietnam Financial Center Limited#	Socialist Republic of Vietnam	32.5	32.5	Property development and investment.
Inter-Capital Holdings Pte Ltd	Singapore	50.0	50.0	Investment holding.
Singapore Institute of Advanced Medicine Holdings Pte Ltd	Singapore	22.4	22.4	Provision of medical laboratory services, clinic and other general medical services, sale of pharmaceuticals, surgical and consumables.
Associate of Berjaya Okinawa Development Kabushiki Kaisha				
Nubaru Tochi Kanri Godo Kaisha	Japan	33.0	33.0	Investment holding.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Associate of B.L. Capital Sdn Bhd				
Regnis Industries (Malaysia) Sdn Bhd	Malaysia	30.0	30.0	Investment and rental of property.
Associate of Berjaya International Casino Management (HK) Limited				
Berjaya International Casino Management (Seychelles) Limited	Republic of Seychelles	40.0	40.0	Casino operations.
Associate of Tioman Island Resort Berhad				
Tioman Ferry Services Sdn Bhd	Malaysia	20.0	20.0	Dormant.
Associates of Sports Toto Berhad				
Berjaya Lottery Vietnam Limited	Malaysia	20.0	20.0	Investment holding.
Berjaya Racing Management Sdn Bhd	Malaysia	20.0	20.0	Dormant.
Associates of Berjaya Philippines Inc.				
Berjaya Auto Asia Inc.	Philippines	20.0	20.0	Selling and distribution of vehicles within the territory of the Philippines.
Bermaz Auto Philippines Inc.	Philippines	28.3	28.3	Selling and distribution of Mazda brand vehicles within the territory of the Philippines.
Berjaya Pizza (Philippines) Inc.	Philippines	48.4	48.4	Development and operation of the "Papa John's Pizza" chain of restaurants in the Philippines.
Chailease Berjaya Finance Corporation	Philippines	25.0	25.0	Providing hire purchase and loan financing services.
Cosway Philippines Inc.	Philippines	40.0	40.0	Dormant, under striking-off process.
Neptune Properties Incorporated	Philippines	41.5	41.5	Engage in real estate business.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Associates of Berjaya Philippines Inc. (continued)				
Perdana Land Philippines Inc.	Philippines	40.0	40.0	Acquire, develop and lease real estate.
Philippine Gaming Management Corporation	Philippines	39.9	39.9	Leasing of online lottery equipment and provision of software support.
Ssangyong Berjaya Motor Philippines Inc.	Philippines	21.7	21.7	Selling and distribution of Ssangyong brand vehicles within the territory of the Philippines.
Associate of FEAB Properties Sdn Bhd				
Cashsystems Asia Technology Sdn Bhd	Malaysia	-	30.0	Dissolved.
Associates of REDtone Digital Berhad				
REDtone MEX Sdn Bhd	Malaysia	56.0	³⁰ 56.0	Building of tele-consultation/tele-radiology exchange and distributing, designing and development of information system, mobile solutions and healthcare solution.
REDtone Network Sdn Bhd	Malaysia	49.0	49.0	Research and development and marketing of communication applications.
Sea Telco Engineering Services (Sarawak) Sdn Bhd	Malaysia	20.0	20.0	Telecommunications and related services.
Associate of Berjaya Construction Berhad				
Aces Architects Sdn Bhd	Malaysia	30.0	30.0	Architectural service.
Endaya Berjaya Sdn Bhd	Malaysia	50.0	-	Construction of utility and other civil engineering projects.

³⁰ The Group classifies its investment in REDtone MEX Sdn Bhd as an associated company notwithstanding its 56% shareholdings as the Group only has significant influence over the investee by virtue of Board representation to participate in the financial and operating policy decisions and not control or joint control over those policies.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
JOINT VENTURES:				
Held by Berjaya Capital Berhad				
Chailease Berjaya Credit Sdn Bhd	Malaysia	30.0	30.0	Hire purchase and loan financing in relation to vehicles and consumer goods.
Held by Berjaya Hartanah Berhad				
Landasan Lumayan Berjaya Sdn Bhd*	Malaysia	55.0	55.0	River cleaning and property development.
Held by Berjaya Hotels & Resorts Vietnam Sdn Bhd				
Berjaya Hotay Joint Venture Company Limited	Socialist Republic of Vietnam	50.0	50.0	Developer and operator of an international standard five star hotel and provision of related services.
Held by Berjaya Property Management Sdn Bhd				
Pasdec Cempaka Sdn Bhd	Malaysia	31.0	31.0	Property development and investment.
Held by B.L. Capital Sdn Bhd				
Pasdec Cempaka Sdn Bhd	Malaysia	20.0	20.0	Property development and investment.
Held by Berjaya Vacation Club Berhad				
Asia Jet Sdn Bhd	Malaysia	-	68.7	Provision of business aviation charter management services.

NOTES TO THE FINANCIAL STATEMENTS

30 JUNE 2023

45. LIST OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES (CONTINUED)

Name	Country of incorporation	Equity interest held		Principal activities
		2023 %	2022 %	
Held by Berjaya Enviro Holdings Sdn Bhd				
Amita Berjaya Sdn Bhd	Malaysia	60.0	60.0	Providing industrial waste recycling services.
Held by Berjaya Leisure (Cayman) Limited				
Berjaya-Handico12 Co Ltd	Socialist Republic of Vietnam	80.0	80.0	Property investment and development.
Held by Berjaya Food Berhad				
Berjaya Paris Baguette Sdn Bhd	Malaysia	50.0	-	Development and operation of the "Paris Baguette" chain of bakery and retail store in Malaysia.

Notes:

- * Subsidiaries audited by other firms of chartered accountants.
- # Subsidiaries audited by other member firms of Ernst & Young Global.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD

(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Berjaya Corporation Berhad, which comprise the statements of financial position as at 30 June 2023 of the Group and of the Company, and statements of profit or loss, statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 98 to 311.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 30 June 2023, and of their financial performance and their cash flows for the year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for opinion

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

Independence and other ethical responsibilities

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

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

Key audit matters

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

We have fulfilled the responsibilities described in the Auditors' responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis of our audit opinion on the accompanying financial statements.

Key audit matters in respect of audit of the financial statements of the Group

1. Review of impairment assessment of goodwill and intangible assets

(Refer to summary of significant accounting policies in Note 2.2.6, significant accounting estimates and judgements in Note 2.5(2)(a), and the disclosure of intangible assets in Note 11 to the financial statements.)

The Group performs impairment tests on its goodwill and intangible assets with indefinite useful life at least annually, and on its intangible assets with definite useful life when there is an indication that the asset may be impaired. For purposes of impairment testing, goodwill is allocated to cash-generating units ("CGUs") or groups of CGUs. The Group estimates the recoverable amounts of the CGUs based on either the estimated value-in-use ("VIU") or the fair value less cost to sell ("FVLCTS") of the respective CGU, whichever is higher.

Estimating the VIUs of the CGUs involves estimates made by management relating to the future cash inflows and outflows that will be derived from the CGUs, and discounting them at an appropriate rate. The cash flow forecasts to derive the VIU contain a number of significant judgements and estimates including estimates on revenue growth rates, gross margins, payout ratio, terminal growth rates and the discount rates to be applied.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

Key audit matters (cont'd.)

Key audit matters in respect of audit of the financial statements of the Group (cont'd.)

1. Review of impairment assessment of goodwill and intangible assets (cont'd.)

In estimating the FVLCTS of the CGU, the Group relies on valuations performed by independent professional valuers. These valuations are based on relevant assumptions which includes, amongst others, comparable historical transactions and adjustments to factor in comparable location, size, condition, accessibility and market knowledge.

We have focused our audit effort on the testing of impairment of goodwill and intangible assets as the amounts which they represent are significant to the financial statements. The assumptions applied in arriving at the VIU and FVLCTS are highly subjective and changes in these assumptions may lead to significant changes in the recoverable amounts of the CGUs. The following table summarises the carrying amount of goodwill and intangible assets of the CGUs within these business segments which we have applied our focus on.

Business segments	Carrying amount (RM'000)		% of non- current assets	% of total assets	Measurement of recoverable amount
	As at 30 June 2023	Amount in focus			
Goodwill					
• Retail	523,068	422,005	2.6%	1.9%	VIU
• Property	207,546	194,723	1.2%	0.9%	FVLCTS
• Services	75,271	61,537	0.4%	0.3%	VIU
Intangible assets					
• Gaming rights	3,437,211	3,437,211	21.6%	15.5%	VIU
• Telecommunication license with allocated spectrum	99,425	99,425	0.6%	0.4%	VIU

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD

(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

Key audit matters (cont'd.)

Key audit matters in respect of audit of the financial statements of the Group (cont'd.)

1. Review of impairment assessment of goodwill and intangible assets (cont'd.)

In addressing this area of focus, we involved the component auditors in performing the procedures below:

Recoverable amounts based on VIU

- obtained an understanding of the relevant internal controls over the process of estimating the recoverable amounts of the CGUs;
- evaluated, with the involvement of our internal valuation experts, the appropriateness of the methodology and approach applied, and considered whether they are commonly used in the industry;
- evaluated the basis of preparing the cash flow forecasts taking into consideration the assessment of management's historical budgeting accuracy;
- evaluated whether key assumptions which comprise the revenue growth rates, gross margins, payout ratio, terminal growth rates, inflation rates are reasonable by making comparisons to historical trends, taking into consideration the current and expected outlook of economic growth in the respective country in which the CGU operates;
- assessed, with the involvement of our internal valuation experts, whether the rate used in discounting the future cash flows to its present value was appropriate. This included an assessment of the specific inputs to the discount rate, including the risk-free rate, equity risk premium and beta, along with gearing and cost of debt. Such inputs were benchmarked either against risk rates or equivalent data for peer companies;
- analysed the sensitivity of the key assumptions by assessing the impact of changes in the key assumptions to the recoverable amount; and

Recoverable amounts based on FVLCTS

- assessed the objectivity, independence, reputation and expertise of the independent valuers;
- obtained an understanding of the methodology adopted by the independent valuers in estimating the fair value of the intangible asset and land and assessed whether such methodology is consistent with those used in the industry; and
- evaluated the appropriateness of the data used by the independent valuers as inputs into their valuations. We interviewed the independent valuers, discussed and challenged the significant estimates and assumptions applied in their valuation process.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD

(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

Key audit matters (cont'd.)

Key audit matters in respect of audit of the financial statements of the Group (cont'd.)

1. Review of impairment assessment of goodwill and intangible assets (cont'd.)

We have also evaluated the adequacy of the note disclosures concerning those key assumptions to which the outcome of the impairment test is most sensitive. The disclosures on key assumptions and sensitivities are included in Note 11 to the financial statements.

2. Recoverability of debts due from the purchaser of the Berjaya (China) Great Mall Co. Ltd. development project

(Refer to significant accounting estimates and judgements in Note 2.5(1)(c), the disclosure of receivables in Note 13, and arbitration proceedings in Note 38.2.2 to the financial statements).

As disclosed in Note 38.2.2 to the financial statements, the Group has previously initiated arbitration proceedings against Beijing SkyOcean International Holdings Limited ("Beijing SkyOcean") to recover a debt receivable from Beijing SkyOcean arising from the disposal of a property located in Beijing, China (the "Great Mall Property") (collectively, the "Arbitration Proceedings"). The Group disposed the Great Mall Property in October 2016 to Beijing SkyOcean for a total consideration of RMB2.04 billion and has collected RMB1.07 billion from Beijing SkyOcean. The holding company of Beijing SkyOcean and one of its shareholders ("the Guarantor") have provided guarantees for the outstanding debt.

The Group has on 21 May 2020 obtained a favourable arbitration award and has subsequently obtained the recognition and enforcement of the final award, which includes the outstanding amount of RMB974.1 million (equivalent to RM626.4 million), liquidated damages on the outstanding balance and arbitration costs. However, the Group has faced certain challenges in recovering the debt amidst the Covid-19 pandemic and has recognised an impairment of RMB165.8 million (approximately RM99.8 million) for the year ended 30 June 2023 using a weighted probability method. Currently, the enforcement proceedings are still ongoing.

We considered this to be an area of focus for our audit as the amount involved is significant and judgment and estimates were involved in the estimation of the timing of expected recoverability of the debt.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD

(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

Key audit matters (cont'd.)

Key audit matters in respect of audit of the financial statements of the Group (cont'd.)

2. Recoverability of debts due from the purchaser of the Berjaya (China) Great Mall Co. Ltd. development project (cont'd.)

In addressing this area of focus, we involved the component team in Beijing, People's Republic of China in performing the procedures included below:

- interviewed the directors and management to understand the basis of their conclusion in respect of the assessment of the quantum and timing of the recoverability of this debt;
- assessed the legal counsels' objectivity and independence, and reviewed their credentials, qualifications, experience and reputation;
- evaluated the rationale and basis for the legal counsels' opinion by reviewing the legal confirmations and interviewing them to gain an understanding of the status of the enforcement proceedings and the basis of their opinion on the outcome of this process;
- assessed and considered the reasonableness of the assumptions and judgements applied in the impairment assessment prepared by management; and
- obtained information on the property market in China and from the outcome of the court proceedings to corroborate the estimates made by management.

We have also reviewed and assessed the completeness and accuracy of the Group's disclosures pertaining to the said Arbitration Proceedings as disclosed in Note 2.5(1)(c) and Note 38.2.2 to the financial statements.

3. Revenue and cost of sales from toto betting operations

(Refer to summary of significant accounting policies in Note 2.2.25, and the disclosure of revenue in Note 29 to the financial statements)

The Group is involved in the Toto betting operations where revenue is derived from a large volume of individually insignificant transactions. The Group relies heavily on its information technology system to account for such revenue. During the financial year, the Group recognised revenue of approximately RM2.83 billion from Toto betting operations, which accounted for 29.4% of the Group's revenue. The related cost of sales from Toto betting operations was RM2.30 billion, which accounted for 34.3% of the Group's cost of sales.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD

(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

Key audit matters (cont'd.)

Key audit matters in respect of audit of the financial statements of the Group (cont'd.)

3. Revenue and cost of sales from toto betting operations (cont'd.)

The amounts recognised for revenue and cost of sales from Toto betting operations is a key audit matter because the amounts recognised are significant to the financial statements, and they involve large volume of transactions which are processed by the Group's information technology system.

In addressing this area of focus, we involved the component auditor in performing the procedures below:

- obtained an understanding of the relevant internal controls over the process of recording of revenue and cost of sales;
- evaluated the operating effectiveness of automated controls over revenue and cost of sales processes by involving our internal experts in testing the operating effectiveness of the automated controls over the revenue and cost of sales processes. We also tested the accuracy of interface between the sales terminal system and the betting operating system, and related calculation of prize payment in the financial information system;
- evaluated the effectiveness of the non-automated controls in place to ensure accuracy of revenue and cost of sales recognised, including the timely posting of revenue and cost of sales to the general ledger in the financial information system;
- evaluated transactions recorded close to the financial year end, including draw sales after financial year end, to establish whether those transactions were recorded in the correct accounting period; and
- performed reconciliation of cash receipts to revenue recorded in the financial statements.

We have also reviewed and assessed the adequacy of the Group's disclosure relating to revenue and cost of sales.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

Key audit matters (cont'd.)

Key audit matters in respect of audit of the financial statements of the Group (cont'd.)

4. Assessment of fair value for investment properties

(Refer to summary of significant accounting policies in Note 2.2.4, significant accounting estimates and judgements in Note 2.5(2)(d), the disclosure of investment properties in Note 5, and fair value measurement in Note 39.1 to the financial statements.)

As at 30 June 2023, the carrying amount of investment properties amounted to RM869.4 million representing 5.5% and 3.9% of the Group's total non-current assets and total assets respectively.

Investment properties are stated at fair value and any gain or loss arising from changes in the fair value are included in profit or loss in the year in which they arise. The Group has appointed independent professional valuers to perform valuations on its investment properties. The valuations are based on assumptions, amongst others, comparable historical transactions and adjustments factors to comparable transactions including location, size, condition, accessibility and design and market knowledge.

We consider the valuation of the investment properties as an area of audit focus as such valuation involves significant judgement and estimates that are highly subjective.

Our procedures to address this area of focus include, amongst others, the following:

- assessed the objectivity, independence, reputation, experience and expertise of the independent valuers;
- obtained an understanding of the methodology adopted by the independent valuers in estimating the fair value of the investment properties and assessed whether such methodology is consistent with those used in the industry;
- evaluated the appropriateness of the data used by the independent valuers as input into their valuations. We interviewed the external valuers, discussed and challenged the significant estimates and assumptions applied in their valuation process; and
- involved the component auditors in performing the above procedures where necessary.

We have also reviewed and assessed the adequacy of the Group's disclosures relating to investment properties.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD

(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

Key audit matters (cont'd.)

Key audit matters in respect of audit of the financial statements of the Company

1. Impairment assessment of investment in subsidiary companies

(Refer to summary of significant accounting policies in Note 2.2.1, significant accounting estimates and judgements in Note 2.5(2)(c), the disclosure of investment in subsidiary companies in Note 7 to the financial statements.)

As at 30 June 2023, the carrying amount of the investment in subsidiary companies of the Company amounted to RM6.63 billion, representing 94.7% and 81.9% of the Company's total non-current assets and total assets respectively.

At the reporting date, the Company reviewed its investment in subsidiary companies for indications of impairment and where such indications exist, the Company performed an impairment assessment to determine the recoverable amounts of such investments. The Company estimated the recoverable amount of the respective cash generating units ("CGUs") based on either the estimated value-in-use ("VIU") or the fair value less cost to sell ("FVLCTS") of the respective CGU, whichever is higher.

We considered this to be an area of focus for our audit as the amounts involved are significant, the assessment process is complex and involves significant management's judgements about future market and economic conditions and changes in assumptions may lead to a significant change in the recoverable amount of the investment in subsidiary companies.

Our procedures to address this area of focus include, amongst others, the following:

Recoverable amounts based on VIU

- obtained an understanding of the relevant internal controls over the process of estimating the recoverable amounts of the CGUs;
- evaluated, with the involvement of our internal valuation experts, the appropriateness of the methodology and approach applied, and considered whether they are commonly used in the industry;
- evaluated the basis of preparing the cash flow forecasts taking into consideration the assessment of management's historical budgeting accuracy;
- evaluated whether key assumptions which comprise the revenue growth rates, gross margins, payout ratio, terminal growth rates, inflation rates are reasonable by making comparisons to historical trends, taking into consideration the current and expected outlook of economic growth in the respective country in which the CGU operates;

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

Key audit matters (cont'd.)

Key audit matters in respect of audit of the financial statements of the Company (cont'd.)

1. Impairment assessment of investment in subsidiary companies (cont'd)

Our procedures to address this area of focus include, amongst others, the following:
(cont'd)

Recoverable amounts based on VIU (cont'd)

- assessed, with the involvement of our internal valuation experts, whether the rate used in discounting the future cash flows to its present value was appropriate. This included an assessment of the specific inputs to the discount rate, including the risk-free rate, equity risk premium and beta, along with gearing and cost of debt. Such inputs were benchmarked either against risk rates or equivalent data for peer companies;
- analysed the sensitivity of the key assumptions by assessing the impact of changes in the key assumptions to the recoverable amount; and

Recoverable amounts based on FVLCTS

- obtained an understanding of the relevant internal controls over the process of estimating the recoverable amounts of the CGUs;
- evaluated the appropriateness of the methodology and approach applied; and
- evaluated whether the assumptions applied in determining the fair value less cost to sell of the respective investments and their underlying assets were reasonable, and to obtain an understanding of the related data used as input to the valuation models.

We also reviewed and assessed the Company's disclosures relating to the impairment of assessment of investment in subsidiary companies in Note 2.5(2)(c) and Note 7 to the financial statements.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

Information other than the financial statements and auditors' report thereon

The directors of the Company are responsible for the other information. The other information comprises the directors' report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon, which we obtained prior to the date of this auditors' report, and the Group's Annual Report, which is expected to be made available to us after the date of this auditors' report.

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

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

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

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors of the Company and take appropriate action.

Responsibilities of the directors for the financial statements

The directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia. The directors are also responsible for such internal control as the directors determine is necessary to enable the preparation of financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

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

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD

(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

Auditors' responsibilities for the audit of the financial statements

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

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

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

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

Auditors' responsibilities for the audit of the financial statements (cont'd.)

- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements of the Group. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

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

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF BERJAYA CORPORATION BERHAD
(INCORPORATED IN MALAYSIA) REGISTRATION NO. 200101019033 (554790-X)

Report on other legal and regulatory requirements

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiaries of which we have not acted as auditors are disclosed in Note 45 to the financial statements.

Other matters

This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

Ernst & Young PLT
202006000003 (LLP0022760-LCA) & AF 0039
Chartered Accountants

Ng Kim Ling
No. 03236/04/2024 J
Chartered Accountant

Kuala Lumpur, Malaysia
27 October 2023

MATERIAL PROPERTIES OF THE GROUP

Location	Tenure	Size	Description	Estimated age of building (Years)	Date of acquisition	Net book value (RM'000)
KM 48 Persimpangan Bertingkat Lebuhraya Karak 28750 Bukit Tinggi, Bentong Pahang Darul Makmur	Leasehold and freehold	13,624.02 acres	Land held for development	N/A	1990-1997	898,391
PT41, The Ritz-Carlton Residences Laman Sentral Berjaya No. 105, Jalan Ampang 50450 Kuala Lumpur	Freehold	308,313 sq ft	183 units of residences	6	16/01/2017	588,961
Geran 20366 Lot 28 Geran 20428 Lot 403 Geran 18054 Lot 728 Seksyen 2 Bandar Georgetown Daerah Timor Laut Pulau Pinang	Freehold	28.14 acres	Land for mixed development	N/A	31/03/2014	362,410
Canopy by Hilton Reykjavik City Centre Smidjustigur 4 (Reg No: 200-4476) Hverfisgata 26 (Reg No: 200-4428) Hverfisgata 28 (Reg No: 200-433) Hverfisgata 30 (Reg No: 200-6423) Hverfisgata 32 (Reg No: 200-4438) Hverfisgata 34 (Reg No: 200-4446)	Freehold	6,909 sq m	Hotel (112 guest rooms)	7-118	03/04/2020	336,661
479 parcels of land at Onna-son Okinawa Island, Japan	Freehold	129,981 sq m	Land held for development	N/A	Since 15/07/2009	319,647
Lot 352 Seksyen 20, Bandar Kuantan District of Kuantan Kuantan, Pahang Darul Makmur	Freehold	5.46 acres	Shopping mall for rental	25	05/02/1991	233,740
KM 48 Persimpangan Bertingkat Lebuhraya Karak 28750 Bukit Tinggi, Bentong Pahang Darul Makmur	Freehold	43.69 acres	Colmar Tropicale, Convention Centre No.1, Japanese Tea House, Japanese Tatami Suites & Spa, Staff Quarters, Ryo Zan Tei Restaurant & Botanical Garden, Central Laundry, Souvenir shop, Olive Pointe Shop Lots, Meranti Park Apartments, Buddha Hand Gazebo, Horse stable, Four-Face Buddha Temple	9-27	N/A	196,909
Plot 5000A Hatfield Business Park Hatfield AL10 9WN United Kingdom	Freehold	5.4 acres	Headquarter office, multi-brand showrooms, sales and aftersales centres	1	23/12/2020	172,127
14th, 15th floor & Service Suites at Tower B Berjaya Times Square No. 1, Jalan Imbi, Kuala Lumpur	Freehold	345,773 sq ft	327 units of service suite	20	06/01/1998	166,387
Service Suites at Tower A & B Berjaya Times Square No. 1, Jalan Imbi, Kuala Lumpur	Freehold	136,497 sq ft	181 units of service suite	20	13/03/2007	
Service Suites at Tower A Berjaya Times Square No. 1, Jalan Imbi, Kuala Lumpur	Freehold	21,765 sq ft	32 units of service suite	20	01/07/2008	
B-35-13, Tower B Berjaya Times Square No. 1, Jalan Imbi, Kuala Lumpur	Freehold	624 sq ft	1 unit of service suite	20	01/07/2008	
Premises at Ground Floor, 14th & 16th at Tower A & B Berjaya Times Square No. 1, Jalan Imbi, Kuala Lumpur	Freehold	30,957 sq ft	Hotel lobby, function rooms and storage area	20	10/02/2010	
B-44-04, Tower B Berjaya Times Square No. 1, Jalan Imbi, Kuala Lumpur	Freehold	3,821 sq ft	Penthouse	20	08/05/2012	

MATERIAL PROPERTIES OF THE GROUP

Location	Tenure	Size	Description	Estimated age of building (Years)	Date of acquisition	Net book value (RM'000)
Mukim of Sungei Tinggi (7 lots) & Mukim of Batang Berjuntai (8 lots) District of Ulu Selangor, Kuala Selangor Selangor Darul Ehsan	Freehold	2,329.75 acres	Land for development	N/A	04/08/1995	158,057
No. 38, Xinggong West Street Yanjiao Development Zone Sanhe City, Hebei Province The People's Republic of China	Leasehold 70 years expiring on 15/01/2071	Phase I: 12,948.54 sq m	French Village Phase I: 9 Commercial blocks	20	15/07/2003	112,331
GM 3 Lot 128, GM 4 Lot 129, GM126 Lot 3 Geran 6440 Lot 213, Geran 6615 Lot 4 Lot 558 GM PN 1339 Lot 212 GM PN 1384 Lot 5 Lot 705, Lot 50000 to Lot 50002, Lot 239, Lot 240 to 242, PT No. 925 to 929 Teluk Dalam & Teluk Siang Pulau Redang Terengganu Darul Iman	GM 3 Lot 128, GM 4 Lot 129, GM126 Lot 3, Geran 6440 Lot 213, Geran 6615 Lot 4, Lot 558 - Freehold GM PN 1339 Lot 212 - Leasehold 60 years expiring in year 2070 GM PN 1384 Lot 5 - Leasehold 60 years expiring in year 2067 Lot 705, 50000 to 50002 - Leasehold 60 years expiring in year 2070 Lot 239, 240 to 242, PT 925 to 929 - Leasehold 60 years expiring in year 2051	662.21 acres	Beach resort (189 guest rooms and a villa)	>27	GM 3 Lot 128, GM 4 Lot 129, GM 126 Lot 3, Geran 6440 Lot 213, Geran 6615 Lot 4, Lot 558 - in year 1990 GM PN 1339 Lot 212, GM PN 1384 Lot 5 - 25/09/1991 Lot 705, 50000 to 50002 - in year 2010 Lot 239, 240 to 242, PT No. 925 to 929 - 16/10/1993	111,850
Four Seasons Residence 445-2 & 445-3, Myohoin Maekawa-Cho Higashiojiodori Shibutani-sagaru Higashiyama-ku Kyoto	Freehold	3,043.03 sq m	27 units condominium	5.5	28/06/2016	111,351
HS(D) 4/94, PT No. 278 HS(D) 1017, PT No. 140 HS(D) 1018, PT No. 141 Mukim Padang Matsirat Daerah Langkawi Pulau Langkawi Kedah Darul Aman	PT No. 278 - Leasehold expiring on 30/04/2069 PT No. 140 & 141 - Leasehold expiring on 30/03/2070	85.83 acres	Beach resort (424 guest rooms/chalets)	30	PT No. 278z - 27/05/1994 PT No. 140 & 141 - 30/03/2010	103,266
Geran 29726, Lot 1261 Seksyen 67 Daerah Kuala Lumpur (Plaza Berjaya, 12 Jalan Imbi Kuala Lumpur)	Freehold	158,154 sq ft	Land with office, residential block and shopping complex for rental	37	27/11/1989	99,635
Lot 5001 to 5005, 5006 Lot 5007 to 5020 PN 14706 to 14710 PN 14712 to 14714 PN 14721 to 14731 Daerah Rompin Bandar Tioman Pulau Tioman Pahang Darul Makmur	Leasehold 99 years expiring on 02/05/2107	205.68 acres	Land for hotel & resort operations	36	30/12/1985	90,189
GM 931 Lot 57 GM 841 Lot 58 Geran 26066 Lot 1, Geran 26067 Lot 2 GM 1772 Lot 49 Seksyen 94B Mukim Kuala Lumpur	Freehold	387,920 sq ft	Vacant development land	N/A	03/05/2012	87,806
Lot No. 72 to 78 Persiaran Jesselton Selatan Pulau Pinang	Freehold	51,418 sq ft	7 units of bungalow lots for sale	N/A	31/03/2014	78,913
Lot No. 108, 113, 120 to 127 Leboh Jesselton Selatan 2 Pulau Pinang	Freehold	76,693 sq ft	10 units of bungalow lots for sale	N/A	31/03/2014	

MATERIAL PROPERTIES OF THE GROUP

Location	Tenure	Size	Description	Estimated age of building (Years)	Date of acquisition	Net book value (RM'000)
Lot 001165 Geran 5868 Wisma Cosway Jalan Raja Chulan Kuala Lumpur	Freehold	293,303 sq ft	Shopping podium with shop lots/offices/apartments for rental	39	08/11/1997	78,235
HS(D) 81319 & 81320, PT No. 4805 & 4806 Mukim Petaling Kuala Lumpur	Freehold	163.67 acres	Club house and golf course	>31	05/09/1991	77,542
10 parcels of land at Uruma-shi Okinawa Island, Japan	Freehold	57,479 sq m	Land with a building (123 guest rooms)	29	30/03/2017	75,210
KM 48 Persimpangan Bertingkat Lebuhraya Karak 28750 Bukit Tinggi, Bentong Pahang Darul Makmur	Leasehold	185.55 acres	Convention Centre No. 2, Golf Course, Club House, Sports Complex.	16-27	1998	74,030
12-01, Berjaya Times Square No. 1, Jalan Imbi Kuala Lumpur	Freehold	106,890 sq ft	Commercial office premises	20	11/09/1996	68,500
Lot 100080, Geirsgata 11, Reykjavik, Iceland	Leasehold expiring on 31/12/2037	4,805 sq m	Land with warehouse	N/A	14/11/2019	68,123
Berjaya Akureyri Hotel Pingvallastraeti 23 Akureyri Reg No 215-1892	Freehold	3,566 sq m	Hotel (99 guest rooms)	54	03/04/2020	67,197
11th Floor, Berjaya Times Square No. 1, Jalan Imbi Kuala Lumpur	Freehold	104,844 sq ft	1 floor of office space of an integrated commercial development for rental	20	06/01/1998	65,556
HS(D) 52466, PT No. 4625 HS(D) 52467, PT No. 4626 HS(D) 52468, PT No. 4627 HS(D) 52471, PT No. 4630 HS(D) 52472, PT No. 4631 HS(D) 52473, PT No. 4632 HS(D) 52474, PT No. 4633 HS(D) 52475, PT No. 4634 Mukim Sungai Tinggi Daerah Ulu Selangor Selangor Darul Ehsan	Freehold	871.10 acres	Land for mixed development	N/A	31/03/2017	65,102
HS(D) 14866, PT No. 18998 Mukim and Daerah of Bentong Negeri Pahang	Freehold	168.08 acres	Vacant development land	N/A	12/03/2021	64,926
Berjaya Myvatn Hotel Reykjahlid plot 2 (Reg No. : 216-3143) Reykjahlid/gamilibaer (Reg No. : 216-3499) Reykjahlid-Austurhlid (Reg No. : 216-3458) Reykjahlid/starfsmenn (Reg No. : 2163161-2) Reykjahlid/hotel (Reg No. : 216-3462) Reykjahlid/uthlid (Reg No. : 216-3466) Reykjahlid/uthlid (Reg No. : 216-3467)	Freehold	3,963 sq m	Hotel (59 gueest rooms)	46-112	03/04/2020	62,721
7835 Makati Avenue Corner Eduque Street Makati City The Philippines 1209	Freehold	586 sq m	Hotel (223 guest rooms)	22	04/12/2009	52,463
13th Floor, Berjaya Times Square No. 1 Jalan Imbi Kuala Lumpur	Freehold	106,315 sq ft	1 floor of office space of an integrated commercial development for rental	20	06/01/1998	50,408
HS(D) 11814, Lot 11527 Lot 1 to 8, Lot 49 to 55 Taman Tun Abdul Razak Ampang, Selangor Darul Ehsan	Freehold	351,903 sq ft	Land held for development	N/A	22/12/1990	50,182

Note:

The Group does not adopt a policy of regular revaluation of its properties except for investment properties which are stated at fair value.

MATERIAL CONTRACTS

Other than as disclosed in Notes 12, 13, 14, 26, 29, 31, 32, 36, 37, 43 and 44 to the financial statements for the financial year ended 30 June 2023, there were no other material contracts entered into by Berjaya Corporation Berhad and its subsidiary companies, involving Directors and major shareholders.

ADDITIONAL INFORMATION

The amount of non-audit fees incurred for services rendered to the Group for the financial year ended 30 June 2023 amounted to RM2,394,000 (2022: RM2,489,000).

GROUP ADDRESSES

FINANCIAL SERVICES

Inter-Pacific Securities Sdn Bhd
Inter-Pacific Asset Management Sdn Bhd
West Wing, Level 13
Berjaya Times Square
No. 1, Jalan Imbi
55100 Kuala Lumpur
Tel : 603-2117 1888
Fax : 603-2144 1686
Website : www.interpac.com.my
Email : paconline@interpac.com.my

Penang Office:
Canton Square
Level 2 & 3
No. 56, Cantonment Road
10250 Penang
Tel : 604-226 8288
Fax : 604-227 6288
Email : paconlinepg@interpac.com.my

Johor Bahru Office:
95, Jalan Tun Abdul Razak
80000 Johor Bahru, Johor
Tel : 607-223 1211
Fax : 607-207 6899
Email : paconlinejb@interpac.com.my

Danau Desa Office:
Ground Floor, 7-0-8, Jalan 3/109F
Danau Business Center
Danau Desa
58100 Kuala Lumpur
Tel : 603-7984 7796
Fax : 603-7984 7798

Bandar Baru Seri Petaling Office:
No. 33-1 (First Floor) Jalan Radin Bagus
Bandar Baru Seri Petaling
57000 Kuala Lumpur
Tel : 603-9056 2922
Fax : 603-9056 2923

SaigonBank Berjaya Securities Joint Stock Company

Floor 9, Savico Invest Office Building
No 66-68, Nam Ky Khoi Nghia Street
District 1, Ho Chi Minh City
Vietnam
Tel : 84-28-3914 3399
Email : info@sbs.com.vn
Website : https://sbs.com.vn

Prime Credit Leasing Berhad

Level 13, West Wing
Berjaya Times Square
No. 1, Jalan Imbi
55100 Kuala Lumpur
Tel : 03-2148 1009

HOTELS & RESORTS DEVELOPMENT & MANAGEMENT

Berjaya Hotels & Resorts

Corporate Office:
Level 15 West
Berjaya Times Square Hotel
1 Jalan Imbi
55100 Kuala Lumpur, Malaysia
Tel : 603-2142 9611
Email : bhr@berjayahotel.com
Website : www.berjayahotel.com

MALAYSIAN HOTELS & RESORTS

Berjaya Tioman Resort
P.O. Box 4, 86807 Mersing
Johor Darul Takzim
Tel : 609-419 1000
Email : tioman.rsvn@berjayahotel.com
Website : www.berjayahotel.com/tioman

Berjaya Langkawi Resort
Karong Berkunci 200
Burau Bay
07000 Langkawi
Kedah Darul Aman
Tel : 604-959 1888
Email : langkawi.rsvn@berjayahotel.com
Website : www.berjayahotel.com/langkawi

The Taaras Beach & Spa Resort, Redang

P.O. Box 126, Main Post Office
20928 Kuala Terengganu
Terengganu Darul Iman
Tel : 609-630 8888
Email : reservation@thetaaras.com
Website : www.thetaaras.com

Redang Island Resort

Teluk Siang, Redang Island
21090 Kuala Terengganu
Terengganu Darul Iman
Tel : 609-630 8787
Email : reservation@redangislandresort.com
Website : www.redangislandresort.com

Berjaya Penang Hotel

1-Stop Midlands Park
Jalan Burmah, Georgetown
10350 Pulau Pinang
Tel : 604-227 7111
Email : pg.reservation@berjayahotel.com
Website : www.berjayahotel.com/penang

Berjaya Times Square Hotel, Kuala Lumpur

1 Jalan Imbi
55100 Kuala Lumpur
Tel : 603-2117 8000
Email : bth.rsvn@berjayahotel.com
Website : www.berjayahotel.com/kualalumpur

ANSA Hotel Kuala Lumpur

No. 101, Jalan Bukit Bintang
55100 Kuala Lumpur
Tel : 603-2146 5000
Email : reservation@ansahotels.com
Website : www.ansahotels.com/kualalumpur

Colmar Tropicale Berjaya Hills, Pahang

KM48, Persimpangan Bertingkat Lebuhraya Karak
28750 Bukit Tinggi
Pahang Darul Makmur
Tel : 609-221 3666
Email : info@colmartropicale.com.my
Website : www.colmartropicale.com.my

The Chateau Spa & Wellness Resort

Berjaya Hills, Pahang
KM48, Persimpangan Bertingkat Lebuhraya Karak
28750 Bukit Tinggi
Bentong
Pahang Darul Makmur
Tel : 609-221 3888
Email : sales@thechateau.com.my
Website : www.thechateau.com.my

OVERSEAS HOTELS & RESORTS

Berjaya Beau Vallon Bay Resort & Casino – Seychelles

P.O. Box 550, Victoria
Mahe, Seychelles
Tel : 248-4287 287
Email : mahe.inquiry@berjayahotel.com
Website : www.berjayahotel.com/mahe

Berjaya Praslin Resort – Seychelles

Anse Volbert, Praslin, Seychelles
Tel : 248-4286 286
Email : praslin.rsvn@berjayahotel.com
Website : www.berjayahotel.com/praslin

Berjaya Eden Park London Hotel– United Kingdom

35-39, Inverness Terrace
Bayswater, London W2 3JS
United Kingdom
Tel : 44-20-7221 2220
Fax : 44-20-7221 2286
Email : reservation.london@berjayahotel.com
Website : www.berjayahotel.com/london

Berjaya Hotel Colombo – Sri Lanka

36, College Avenue, Mount Lavinia
Sri Lanka
Tel : 94-11-273 9610
Email : colombo.rsvn@berjayahotel.com
Website : www.berjayahotel.com/colombo

Sheraton Hanoi Hotel – Vietnam

K5 Nghi Tam
11, Xuan Dieu Road
Tay Ho District
Hanoi, Socialist Republic of Vietnam
Tel : 84-24-3719 9000
Email : reservations.hanoi@sheraton.com
Website : www.sheratonhanoi.com

Berjaya Makati Hotel – Philippines

7835, Makati Avenue, Corner Eduque
Street, Makati City
Philippines 1209
Tel : 632-7750 7500
Email : manila.inquiry@berjayahotel.com
Website : www.berjayahotel.com/makati

Four Seasons Hotel and Hotel Residences Kyoto, Japan

445-3, Myohoin Maekawa-cho
Higashiyama-ku
Kyoto 605-0932, Japan
Tel : 81-75 541 8288
Fax : 81-75 541 8287
Website : www.fourseasons.com/kyoto

Berjaya Hakkoda Ski Resort – Japan

1-58 Kanzusawa, Arakawa, Aomori City
Aomori 030-0111, Japan
Tel : 81-17-738-2233
Fax : 81-17-738-2531
Email : hakkodarsm@berjayahotel.com
Website : www.hakkoda.berjayahotel.com

ANSA Okinawa Resort – Japan

1468 Yamashiro, Ishikawa,
Uruma, Okinawa, Japan, 904-1113
Tel : +81 (0) 98 963 0123
Fax : +81 (0) 98 963 0111
Email : aor.rsvn@ansahotels.com
Website : www.ansahotels.com/okinawa

GROUP ADDRESSES

Iceland Hotel Collection by Berjaya

Canopy by Hilton Reykjavik City Centre

Smidjustigur 4
101 Reykjavik, Iceland
Tel : 354-528-7000
Email : canopy@icehotels.is
Website : www.icelandhotelcollectionbyberjaya.com/en/hotels/reykjavik/canopy-reykjavik

Berjaya Herad Hotel

Midvangur 1-7
700 Egilsstaðir, Iceland
Tel : 354-471-1500
Email : herad@icehotels.is
Website : www.icelandairhotels.com/en/hotels/east/herad-hotel

Berjaya Akureyri Hotel

Pingvallarstraeti 23
600 Akureyri, Iceland
Tel : 354-518-1000
Email : akureyri@icehotels.is
Website : www.icelandhotelcollectionbyberjaya.com/en/hotels/north/akureyri-hotel

Berjaya Myvatn Hotel

660 Reykjavík - Myvatn
Iceland
Tel : 354-594-2000
Email : myvatn@icehotels.is
Website : www.icelandhotelcollectionbyberjaya.com/en/hotels/north/myvatn-hotel

Hilton Reykjavik Nordica

Sudurlandsbraut 2
108 Reykjavik, Iceland
Tel : 354-444-5000
Website : www.icelandhotelcollectionbyberjaya.com/en/hotels/reykjavik/hilton-reykjavik-nordica

Berjaya Reykjavik Natura Hotel

Nautholsvegur 52
102 Reykjavik, Iceland
Tel : 354-444-4500
Email : natura@icehotels.is
Website : www.icelandhotelcollectionbyberjaya.com/en/hotels/reykjavik/reykjavik-natura

Berjaya Reykjavik Marina Hotel

Myrargata 2
101 Reykjavik, Iceland
Tel : 354-560-8000
Email : marina@icehotels.is
Website : www.icelandhotelcollectionbyberjaya.com/en/hotels/reykjavik/reykjavik-marina

Reykjavik Konsulat Hotel, Curio Collection by Hilton

Hafnarstraeti 17-19
101 Reykjavik, Iceland
Tel : 354-514-6800
Email : konsulat@icehotels.is
Website : www.icelandhotelcollectionbyberjaya.com/en/hotels/reykjavik/reykjavik-konsulat-hotel/

Alda Hotel Reykjavik

Laugavegur 66-68
101 Reykjavik, Iceland
Tel : 354-553-9366
Email : aldahotel@icehotels.is
Website : www.icelandhotelcollectionbyberjaya.com/en/hotels/reykjavik/hotel-alda-reykjavik

Iceland Parliament Hotel, Curio Collection by Hilton

Thorvaldsenstraeti 2-6,
101 Reykjavik, Iceland
Tel : 354-513-3000
Email : parliament@icehotels.is
Website : www.icelandhotelcollectionbyberjaya.com/en/hotels/reykjavik/iceland-parliament-hotel

Berjaya Hofn Hotel

Ranarsold 3
780 Hofn, Iceland
Tel : 354-444-4850
Email : hofn@icehotels.is
Website : www.icelandhotelcollectionbyberjaya.com/en/hotels/south/hofn

Hotel Edda Akureyri

Thorunnarstraeti
600 Akureyri, Iceland
Tel : 354-444-4900
Email : reservations@icehotels.is
Website : www.icelandhotelcollectionbyberjaya.com/en/hotels/north/akureyri

Hotel Edda Egilsstaðir

Tjarnarbraut 25
700 Egilsstaðir, Iceland
Tel : 354-444-4880
Email : reservations@icehotels.is
Website : www.icelandhotelcollectionbyberjaya.com/en/hotels/east/egilsstaðir

CLUBS & RECREATION

Kelab Darul Ehsan, Selangor

Taman Tun Abdul Razak
Jalan Kerja Air Lama
68000 Ampang Jaya
Selangor Darul Ehsan
Tel : 603-4257 2333
Email : kde@berjayaclubs.com

Bukit Kiara Equestrian & Country Resort, Kuala Lumpur

Jalan Bukit Kiara
Off Jalan Damansara
60000 Kuala Lumpur
Tel : 603-2093 1222
Email : kiara@berjayaclubs.com

Bukit Jalil Golf & Country Resort, Kuala Lumpur

Jalan Jalil Perkasa 3, Bukit Jalil
57000 Kuala Lumpur
Tel : 603-8994 1600
Email : jalil@berjayaclubs.com

Berjaya Hills Golf & Country Club

KM48, Persimpangan Bertingkat Lebuhraya Karak
28750 Bukit Tinggi
Pahang Darul Makmur
Tel : 609-222 8882
Email : reception@bhgcc.com.my

Bukit Banang Golf & Country Club, Johor

No. 1, Persiaran Gemilang
Bandar Banang Jaya
83000 Batu Pahat
Johor Darul Takzim
Tel : 607-428 6001
Email : banang@berjayaclubs.com

Staffield Country Resort, Negeri Sembilan

Batu 13, Jalan Seremban-Kuala Lumpur
71700 Mantin
Negeri Sembilan Darul Khusus
Tel : 03-8766 6117
Email : staffield@berjayaclubs.com

Tioman Island Golf Club, Pahang

P.O. Box 4
86807 Mersing
Johor Darul Takzim
Tel : 609-419 1000
Email : tioman.golf@berjayahotel.com

VACATION TIMESHARE & TRAVEL

Berjaya Vacation Club Berhad – Kuala Lumpur

Lot 5-04, 5th Floor
Fahrenheit 88
179, Jalan Bukit Bintang
55100 Kuala Lumpur
Tel : 603-2116 9999
Fax : 603-2141 9288/2148 6879
Email : bvc@berjaya.com.my

Berjaya Air Sdn Bhd

Head Office:
Berjaya Hangar
Sultan Abdul Aziz Shah Airport
47200 Subang
Selangor Darul Ehsan
Tel : 603-7847 1338
Fax : 603-7842 2038
Email : enquiry@berjaya-air.com
Website : www.berjaya-air.com

Asia Jet Sdn Bhd

Lot M6 & M7, Mezzanine Floor, Skypark Terminal
Sultan Abdul Aziz Shah Airport
47200 Subang
Selangor Darul Ehsan
Tel : 603-7845 1888
Email : inquiry@asiajet.com.my
Website : www.asiajet.com.my

PROPERTY INVESTMENT & DEVELOPMENT

Main Office:

Level 12 (East Wing)
Berjaya Times Square
No. 1, Jalan Imbi
55100 Kuala Lumpur
Tel : 603-2149 1999/2142 8028
Fax : 603-2143 2028
Email : property@berjaya.com.my

Property Management:

Level 12 (East Wing)
Berjaya Times Square
No. 1, Jalan Imbi
55100 Kuala Lumpur
Tel : 603-2149 1591/92
Fax : 603-2148 8028
Email : propmgmt@berjaya.com.my

Vietnam Office:

Berjaya – D2D Co. Limited
6th Floor, Bao Viet Tower
233 Dong Khoi Street
Ben Nghe Ward, District 1
Ho Chi Minh City
Socialist Republic of Vietnam
Tel : 84-28-3521 0038 (General)
84-28-3521 0001 (Marketing)
Fax : 84-28-3521 0039

Berjaya-Handico 12 Co., Ltd

The Pavilion
Hanoi Garden City
Thach Ban New Urban Area,
Thach Ban Ward,
Long Bien District, Ha Noi City,
Socialist Republic of Vietnam
Tel : 84-24-3652 6666

GROUP ADDRESSES

Property Addresses:

Indah UPC Shops

3 1/2 Mile, Jalan Klang Lama
58000 Kuala Lumpur

**Kelang Lama New Business Centre
Gemilang Indah Apartments**

Jalan 2/110A
Batu 3 1/2, Jalan Klang Lama
58200 Kuala Lumpur

Pines Condominiums

No. 116, Jalan Sultan Abdul Samad
Brickfields
50470 Kuala Lumpur

Ixora Apartments

Jalan Rusa
Off Jalan Tun Razak
50400 Kuala Lumpur

Robson Condominiums

Jalan 2/87D, Robson Heights
Persiaran Syed Putra 2
50470 Kuala Lumpur

1 Petaling Residences & Commerz @ Sg. Besi

Jalan 1C/149, Off Jalan Sungai Besi
57100 Kuala Lumpur

Petaling Indah Condominiums

Jalan 1C/149, Off Jalan Sungai Besi
57100 Kuala Lumpur

Sri Pelangi Condominiums

Sri Pelangi Shops & Apartments
Jalan Genting Kelang, Setapak
53300 Kuala Lumpur

Taman Cemerlang

**Cemerlang Heights
Cemerlang Court
Cemerlang Apartment
Cemerlang Shop/Office/Apartment**
Jalan TC 1/5, Taman Cemerlang Gombak
53100 Kuala Lumpur

Berjaya Park

Seksyen 32, 40460 Shah Alam
Selangor Darul Ehsan

Vasana 25

Seputeh Heights
Jalan Bukit Seputeh 3
Taman Seputeh Heights
58000 Kuala Lumpur

Subang Heights

Jalan SHT/SHB, Taman Subang Heights
47500 Subang Jaya
Selangor Darul Ehsan

The Peak @ TAMAN TAR

Off Jalan Sultan
Taman Tun Abdul Razak
68000 Ampang
Selangor Darul Ehsan

Greenfields Apartments

Green Avenue Condominiums
No. 8, Jalan 1/155B, Bukit Jalil
57000 Kuala Lumpur

Residensi Lanai

Arena Green Apartments
Jalan 1/55A, Bukit Jalil
57000 Kuala Lumpur

Savanna Bukit Jalil Condominiums

Jalan 1/155A, Bukit Jalil
57000 Kuala Lumpur

Savanna 2 Bukit Jalil

Covillea Bukit Jalil
Jalan Jalil Perkasa 7
Bukit Jalil, 57000 Kuala Lumpur

Jalil Link @ Bukit Jalil

Jalan 1/155B, Bukit Jalil
57000 Kuala Lumpur

The Link 2 @ Bukit Jalil

The Tropika
Jalan Jalil Perkasa 1, Bukit Jalil
57000 Kuala Lumpur

KM1 East & West Condominiums @ Bukit Jalil

Jalan Jalil Perkasa, Bukit Jalil
57000 Kuala Lumpur

Kinrara Ria Apartments

Jalan TK 4/11, Taman Kinrara Seksyen IV
47100 Puchong
Selangor Darul Ehsan

Kinrara Putri Apartments

Jalan TK 4/12
Taman Kinrara Seksyen IV
47100 Puchong
Selangor Darul Ehsan

Kinrara Low Cost Shops & Apartments

Jalan TK 4/13
Taman Kinrara Seksyen IV
47100 Puchong
Selangor Darul Ehsan

Kinrara Mas Shops & Apartments

Jalan TK 4/14
Taman Kinrara Seksyen IV
47100 Puchong
Selangor Darul Ehsan

Kinrara Mas Low Cost Shops

Jalan TK 4/13
Taman Kinrara Seksyen IV
47100 Puchong
Selangor Darul Ehsan

Kinrara Shops, Offices & Apartments

Jalan TK 4/5
Taman Kinrara Seksyen IV
47100 Puchong
Selangor Darul Ehsan

Kuantan Perdana Shop Office

Jalan Tun Ismail
25000 Kuantan
Pahang Darul Makmur

Ritz-Carlton Residences

No. 105, Jalan Ampang
Laman Sentral Berjaya
50450 Kuala Lumpur
Tel : 03-2603 3500
Email : rc.rklj.concierge@ritzcarlton.com

Berjaya Hills

KM48
Persimpangan Bertingkat Lebuhraya Karak
28750 Bukit Tinggi, Bentong
Pahang Darul Makmur
Malaysia
Tel : 609-221 3666/221 3888
Email : info@colmartropicale.com.my

Batu Pahat Office:

Berjaya Land Development Sdn Bhd

74 & 75, Jalan Gemilang
Taman Banang Jaya
83000 Batu Pahat
Johor Darul Takzim
Tel : 607-428 8678

Penang Office:

88 Jalan Masjid Negeri
11600 Pulau Pinang
Tel : 604-658 2828

Singapore Office:

Berjaya Corporation (S) Pte. Ltd.

680 Upper Thomson Road
#01-13 Singapore 787103
Tel : 602-6227 3688
Fax : 602-6225 4966

Complexes:

Berjaya Megamall, Pahang

Lot 3.18, 3rd Floor, Berjaya Megamall
Jalan Tun Ismail, Sri Dagangan
25000 Kuantan, Pahang
Tel : 09-5088 188
Fax : 09-5088 199

Plaza Berjaya, Kuala Lumpur

Lot 2.05, 2nd Floor
Podium Block Plaza Berjaya
No. 12, Jalan Imbi
55100 Kuala Lumpur
Tel : 603-2141 2818

Kota Raya Complex, Kuala Lumpur

Lot 3.16A, Level 3
Kota Raya Complex
Jalan Tun Tan Cheng Lock
50000 Kuala Lumpur
Tel : 603-2072 2562

Wisma Cosway

88, Jalan Raja Chulan
50200 Kuala Lumpur
Tel : 03-2148 2722

**CONSUMER MARKETING,
DIRECT SELLING & RETAIL**

Cosway (M) Sdn Bhd

Head Office:

18-01-01B Menara Cosway
Plaza Berjaya
No. 12, Jalan Imbi
55100 Kuala Lumpur
Tel : 603-21161188/6688
Email : customercare@cosway.com.my
Website : www.cosway.com.my

Country Farms Sdn Bhd

Unit-C2 Natco Industrial Park
Lot 9 Lorong Kelulii 1B
Kawasan Perindustrian Bukit Raja Selatan
Seksyen 7, 40000 Shah Alam
Selangor Darul Ehsan
Tel : 603-3342 4401/3341 4401
Email : enquiry@countryfarmorganics.com

MOTOR TRADING AND DISTRIBUTION

H.R. Owen Plc.

Melton Court
25-27 Old Brompton Road
London SW7 3TD United Kingdom
Tel : 44-20-7245 1122
Website : www.hrowen.co.uk

GROUP ADDRESSES

GAMING & LOTTERY MANAGEMENT

STM Lottery Sdn Bhd

(formerly known as Sports Toto Malaysia Sdn Bhd)
 Lot 13-01, Level 13 (East Wing)
 Berjaya Times Square
 No. 1, Jalan Imbi
 55100 Kuala Lumpur
 Tel : 603-2148 9888
 Fax : 603-2141 9581
 Email : webmaster@sportstoto.com.my
 Website : www.sportstoto.com.my

Berjaya Philippines Inc.

9th Floor, Rufino Pacific Tower
 6784 Ayala Avenue corner V.A. Rufino Street
 Makati City
 Metro Manila, Philippines
 Tel : 632-8811 0668
 Fax : 632-8811 2293
 Website : www.berjaya.com.ph

International Lottery & Totalizator Systems, Inc., USA

2310 Cousteau Court
 Vista (San Diego)
 California 92081-8346
 United States of America
 Tel : 1-760-598 1655
 Fax : 1-760-598 0219
 Email : mktg@ilts.com
 Website : www.ilts.com

Berjaya Gia Thinh Investment Technology

Joint Stock Company
 Level 17, Lim Tower 2
 62A Cach Mang Thang Tam
 Vo Thi Sau Ward, District 3
 Ho Chi Minh City
 Socialist Republic of Vietnam
 Tel : (028) 3550 0999
 Fax : (028) 3910 8188
 Email : info@bgt.com.vn

FOOD & BEVERAGE

Berjaya Starbucks Coffee Company Sdn Bhd

Lot 10-04, Level 10, West Wing
 Berjaya Times Square
 No. 1, Jalan Imbi
 55100 Kuala Lumpur
 Tel : 603-2052 5888

Berjaya Food Trading Sdn Bhd

Lot 10-04, Level 10, East Wing
 Berjaya Times Square
 No. 1, Jalan Imbi
 55100 Kuala Lumpur
 Tel : 603-2052 5888

Berjaya Food Supreme Sdn Bhd

Unit 202, 2nd Floor
 Mabohai Shopping Complex
 Jalan Kebangsaan (Mabohai)
 Bandar Seri Begawan BA1111
 Brunei Darussalam
 Tel : 603-2052 5888

Berjaya Roasters (M) Sdn Bhd

Lot 09-16, Level 9, East Wing
 Berjaya Times Square
 No. 1, Jalan Imbi
 55100 Kuala Lumpur
 Tel : 603-2119 9888
 Email : broasters@krr.com.my

Roasters Asia Pacific (M) Sdn Bhd

Lot 07-33, Level 7, West Wing
 Berjaya Times Square
 No. 1, Jalan Imbi
 55100 Kuala Lumpur
 Tel : 603-2145 3259

Berjaya Krispy Kreme Doughnuts Sdn Bhd

Lot 07-33, Level 7, West Wing
 Berjaya Times Square
 No. 1, Jalan Imbi
 55100 Kuala Lumpur
 Tel : 603-2141 2699

Ser Vegano Sdn Bhd

Lot 10-04, Level 10 (West Wing)
 Berjaya Times Square
 No. 1, Jalan Imbi
 55100 Kuala Lumpur
 Tel : 603-2145 3259

Simply Real Sdn Bhd

G-11, 1 Mont Kiara
 No.1, Jalan Kiara, Mont Kiara
 50480 Kuala Lumpur
 Tel : 603-6211 9078

Berjaya Jollibean (M) Sdn Bhd

Lot 10-04, Level 10, West Wing
 Berjaya Times Square
 No. 1, Jalan Imbi
 55100 Kuala Lumpur
 Tel : 603-2141 2699

Berjaya Kelava Sdn Bhd

Lot 13-01A, Level 13 (East Wing)
 Berjaya Times Square
 No. 1, Jalan Imbi
 55100 Kuala Lumpur
 Tel : 603-2149 1999

Jollibean Foods Pte Ltd, Singapore

1 Raffles Place
 # 02-01, One Raffles Place Mall
 Singapore 048616
 Tel : +65 6746 3877

ENVIRONMENTAL SERVICES

Berjaya EnviroParks Sdn Bhd

Berjaya Energies Sdn Bhd
 09-03 & 09-05, Level 9, East Wing
 Berjaya Times Square
 No. 1, Jalan Imbi
 55100 Kuala Lumpur
 Tel : 603-2888 6333
 Fax : 603-2888 6332
 Website : www.berjayaenviroparks.com.my

Amita Berjaya Sdn Bhd

09-04 & 09-06, Level 9, East Wing
 Berjaya Times Square
 No. 1, Jalan Imbi
 55100 Kuala Lumpur
 Tel : 603-2888 6333
 Fax : 603-2888 6332
 Website : amitaberjaya.com.my

Boluo Longxi Water Supply Co., Ltd.

Boluo Longxi Zhiwang Water Supply Co., Ltd.
Boluo Longxi Pengfa Water Supply Co., Ltd.
 Level 3A, Hong Hui Building
 No. 11, GangHu Road
 516121 Longxi Sub-District, Boluo County
 Huizhou, Guangdong Province
 People's Republic of China
 Tel : +86-752-667 8337

WHOLESALE DISTRIBUTION

Kimia Suchi Sdn Bhd

21, Jalan TUDM
 Kampung Baru Subang
 40000 Shah Alam
 Selangor Darul Ehsan
 Tel : 603-7847 6268

TELECOMMUNICATIONS

REDtone Digital Berhad

Suites 22-30, 5th floor
 IOI Business Park
 47100 Puchong
 Selangor Darul Ehsan
 Tel : 603-8084 8888
 Website : www.redtone.com

EDUCATION

Berjaya Higher Education Sdn Bhd

Berjaya University College
 Level 11 West Wing
 Berjaya Times Square
 No. 1, Jalan Imbi
 55100 Kuala Lumpur
 Tel : 603-2687 7000
 Email : info@berjaya.edu.my

Berjaya College Sdn Bhd

Berjaya TVET College
 Lot 10 – 12A, Level 10, East Wing
 Berjaya Times Square
 No 1, Jalan Imbi,
 55100 Kuala Lumpur
 Tel : 603-2148 8068
 Fax : 603 2141 3251
 Email : btvet@berjaya.edu.my

OTHERS

Berjaya Registration Services Sdn Bhd

09-27, Level 9
 Berjaya Times Square
 No. 1, Jalan Imbi
 55100 Kuala Lumpur
 Tel : 603-2145 0533
 Fax : 603-2145 9702
 Email : shareg@berjayareg.com.my

BLoyalty Sdn Bhd

16th Floor
 Menara Cosway Plaza Berjaya
 No. 12, Jalan Imbi
 55100 Kuala Lumpur
 Tel : 603-2148 8585
 Fax : 603-2141 0287
 Email : enquiry@binfinite.com.my

RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

Berjaya Corporation Berhad (“BCorp”) Group with the following Related Parties	Nature of transactions undertaken by BCorp and/or its unlisted subsidiary companies	Amount transacted during the financial year (RM’000)
Berjaya Assets Berhad (“BAssets”) and its unlisted subsidiaries:		
BAssets	Provision of share registration services by Berjaya Registration Services Sdn Bhd (“BRegistration”)	60
BAssets and its subsidiary companies	Provision of human resources management services by E.V.A. Management Sdn Bhd (“EVA Management”)	8
	Loyalty reward fees receivable by BLoyalty Sdn Bhd (“BLoyalty”) for managing the loyalty card programme	1
	Sales of consumer products by JL Morison (Malaya) Sdn Bhd (“JL Morison”)	44
	Leasing & hire purchase provided by Prime Credit Leasing Berhad (“PCL”)	419
BTS Car Park Sdn Bhd	Parking charges payable monthly by the BCorp Group for leasing of parking bays	520
Berjaya Times Square Sdn Bhd (“BTSSB”)	Rental payable by Berjaya EnviroParks Sdn Bhd for renting of office premises at Lots 09-01, 09-02 & 09-03, 9th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	334
	Rental payable by Roasters Asia Pacific (M) Sdn Bhd for renting of office premises at Lot 07-24, 7th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	145
	Rental payable by Cosway (M) Sdn Bhd for renting of shoplots at Lots LG-12 & LG-20, Lower Ground Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	447
	Rental payable by Berjaya Krispy Kreme Doughnuts Sdn Bhd for renting of kiosk at Lot LG19-C, Lower Ground Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	165
	Rental payable by Berjaya College Sdn Bhd for renting of office premises at Lots 10-12 & 10-12A, 10th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	569
	Rental payable by BRegistration for renting of office premises at Lots 09-20, 09-91 & 09-92, 9th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	54
	Rental payable by Berjaya Higher Education Sdn Bhd (“Berjaya Higher Education”) for renting of premises at Lot 14-01, 14th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	1,076
	Rental payable by Inter-Pacific Securities Sdn Bhd for renting of premises for broadcasting at rooftop, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	7
	Rental payable by Berjaya Enviro Holdings Sdn Bhd for renting of office premises at Lots 08-65, 08-66 & 08-67, 8th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	149
	Rental payable by Berjaya Books Sdn Bhd for renting of shoplot at Lot LG-08A, Lower Ground Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	10
Rental payable by Berjaya Eco Services Sdn Bhd for renting of office premises at Lots 09-24 & 09-25, 9th Floor, Berjaya Times Square, Jalan Imbi, Kuala Lumpur	69	
Total		4,077

RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

Berjaya Corporation Berhad (“BCorp”) Group with the following Related Parties	Nature of transactions undertaken by BCorp and/or its unlisted subsidiary companies	Amount transacted during the financial year (RM'000)
7-Eleven Malaysia Holdings Berhad and its unlisted subsidiary companies:		
7-Eleven Malaysia Holdings and subsidiary companies	Provision of share registration services and other related services by BRegistration	30
7-Eleven Malaysia Sdn Bhd	Provision of transportation services by Securexpress Services Sdn Bhd	9,583
	Rental Income receivable from Regal Class Residence Sdn Bhd (formerly known as RC Residence Sdn Bhd)	108
	Supply of consumer products by JL Morison	404
	Supply of consumer products by Country Farms Sdn Bhd	1,078
	Rental income receivable by Berjaya Hills Resort Berhad (“BHills”) for renting of shoplot at La Flamme Rose, Berjaya Hills Resort, KM48, Persimpangan Bertingkat, Lebuhraya Karak, Bukit Tinggi, Bentong, Pahang	46
	Rental income receivable by BHills for renting of 2 units quarter at Alamanda Staff Quarters, KM48, Persimpangan Bertingkat, Lebuhraya Karak, Bukit Tinggi, Bentong, Pahang	10
Total		11,259
REDtone and its unlisted subsidiary companies:		
REDtone and its subsidiary companies	Management fees receivable by BCorp for services rendered that include, inter-alia, the provision of finance and general administrative services	60
	Provision of share registration, printing and mailing and other related services by BRegistration.	88
	Provision of human resources management services by EVA Management	32
REDtone Data Centre Sdn Bhd	Receipt of data centre and cloud related services by the BCorp Group	1,359
	Leasing of Information Technology Equipment including computer server and data storage equipment by BCorp Group	30
Total		1,569
Other related parties:		
Berjaya Media Berhad ^(a) (“BMedia”)	Provision of share registration services and printing to mailing by BRegistration	21
	Provision of human resources management services by EVA Management	14
Sun Media Corporation Sdn Bhd ^(a)	Procurement of advertising and publishing services by the BCorp Group	187
MOL.com Sdn Bhd and its subsidiary companies ^(b)	Provision of human resources management services by EVA Management	2
Qinetics Solutions Sdn Bhd and its subsidiary company ^(b)	Purchase of hardware and networking equipment and receipt of information technology consultancy, maintenance, management and other services by the BCorp Group	1,768
	Receipt of network hosting services by EVA Management	79

RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

Berjaya Corporation Berhad (“BCorp”) Group with the following Related Parties	Nature of transactions undertaken by BCorp and/or its unlisted subsidiary companies	Amount transacted during the financial year (RM’000)
Roda Indah Sdn Bhd ^(b)	Provision of human resources management services by EVA Management	5
	Purchase of motor vehicles, components parts and other related products and services	2
U Mobile Sdn Bhd (“UMobile”) ^(c)	Rental income receivable by BHills for renting of broadcasting sites at KM48, Persimpangan Bertingkat, Lebuhraya Karak, Bukit Tinggi, Bentong, Pahang	129
	Provision of printing and mailing services by BRegistration	659
	Loyalty reward fees receivable by BLoyalty for managing the loyalty card programme	1
	Rental income receivable by Stephens Properties Sdn Bhd for renting of premises at rooftop, Wisma Cosway, Jalan Raja Chulan, Kuala Lumpur	32
Berjaya Retail Sdn Bhd ^(b)	Provision of share registration services and printing to mailing by BRegistration	2
	Provision of human resources management services by EVA Management	4
Auto Tulin Sdn Bhd ^(d)	Purchase of motor vehicles, component parts and other related products and services by the BCorp Group	141
	Provision of human resources management services by EVA Management	4
Total		3,050
Grand Total		19,955

Notes:

- Sun Media Corporation Sdn Bhd is a subsidiary of BMedia. Tan Sri Dato’ Seri Vincent Tan Chee Yioun (“TSVT”) is a major shareholder of BMedia.
- Companies where TSVT, a major shareholder of the Company is deemed to have an interest.
- TSVT is the chairman and a major shareholder of UMobile. DYMM Sultan Ibrahim Johor is also a major shareholder of UMobile.
- A company where Tunku Tun Aminah is a major shareholder.

STATEMENT OF DIRECTORS' SHAREHOLDINGS

AS AT 2 OCTOBER 2023

THE COMPANY

	Direct Interest	Number of Ordinary Shares		Deemed Interest	%
		%			
Vivienne Cheng Chi Fan	14,854	0.00	-	-	-
Nerine Tan Sheik Ping	132,000	0.00	-	-	-
Chryseis Tan Sheik Ling	486,026	0.01	80,000,000 [#]	1.43	
Dato' Sri Leong Kwei Chun	4,038	0.00	-	-	-

SUBSIDIARIES COMPANIES

Berjaya Land Berhad	Direct Interest	Number of Ordinary Shares		Deemed Interest	%
		%			
Nerine Tan Sheik Ping	2,000,000	0.04	-	-	-
Chryseis Tan Sheik Ling	5,000,000	0.10	-	-	-

Sports Toto Berhad	Direct Interest	Number of Ordinary Shares		Deemed Interest	%
		%			
Penelope Gan Paik Ling	10,184	0.00	-	-	-

Notes:

[#] Indirect interests pursuant to Section 59(11)(c) of the Companies Act 2016.

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

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 2 OCTOBER 2023

ANALYSIS OF SHAREHOLDINGS

Total Number of Issued Shares : 5,583,490,973 (excluding 379,059,527 Treasury Shares)
 Class of Shares : Ordinary Shares
 Voting rights : One (1) vote per ordinary share

Size of Shareholdings	No. of Shareholders	%	No. of Ordinary Shares	%
less than 100	11,010	16.43	360,535	0.01
100 - 1,000	22,898	34.16	9,506,035	0.17
1,001 - 10,000	20,984	31.31	73,224,644	1.31
10,001 - 100,000	9,963	14.87	297,831,814	5.33
100,001 - 279,174,548	2,166	3.23	5,202,567,945	93.18
279,174,549* and above	-	0.00	-	0.00
Total	67,021	100.00	5,583,490,973	100.00

* Denotes 5% of the total number of issued shares with voting right.

THIRTY LARGEST SHAREHOLDERS

Name of Shareholders	Ordinary Shares	No. of %
1 Kossan Holdings (M) Sdn Bhd	280,000,000	5.02
2 CIMB Group Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Fabulous Channel Sdn Bhd (EDG)	239,461,646	4.29
3 CIMB Group Nominees (Tempatan) Sdn Bhd Pembangunan Sumber Manusia Berhad	230,000,000	4.12
4 Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (8087489)	185,347,139	3.32
5 CIMB Group Nominees (Tempatan) Sdn Bhd CIMB Bank Berhad (EDP 2)	182,797,000	3.27
6 Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd Exempt An For Inter-Pacific Asset Management Sdn Bhd	168,936,000	3.03
7 Fulcrum Capital Sdn Bhd	152,925,000	2.74
8 Lim Khuan Eng	142,500,000	2.55
9 CGS-CIMB Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Wong Yoke Lian (MY4658)	136,247,434	2.44
10 Tan Sri Dato' Lim Kuang Sia	120,000,000	2.15
11 Lim Siew Kheong	92,000,000	1.65
12 Maybank Nominees (Tempatan) Sdn Bhd Maybank Private Wealth Management For Sheikh Mohd Faliq Bin Sheikh Mohamad Nasimuddin Kamal (12021725) (435017)	80,000,000	1.43
13 Lim Kuang Wang	80,000,000	1.43
14 Lim Leng Bung	80,000,000	1.43
15 Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Berjaya Bright Sdn Bhd (41408491163A)	72,841,600	1.31

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 2 OCTOBER 2023

THIRTY LARGEST SHAREHOLDERS (CONTINUED)

Name of Shareholders		Ordinary Shares	No. of %
16	MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Muara Setara Sdn Bhd (MGN-MSS0010M)	68,142,900	1.22
17	Lim Kuang Yong	61,000,000	1.09
18	Cheah Fook Ling	59,084,600	1.06
19	Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd Fabulous Channel Sdn Bhd (IPM)	53,720,696	0.96
20	Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Fabulous Channel Sdn Bhd (AF0010)	53,269,000	0.95
21	RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	51,985,980	0.93
22	Salcon Berhad	50,000,000	0.90
23	Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Hotel Resort Enterprise Sdn Bhd	49,133,930	0.88
24	CIMB Group Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (EDG&CBD)	48,534,379	0.87
25	CGS-CIMB Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Cheah Yow Fong (MF00245)	47,622,000	0.85
26	HSBC Nominees (Asing) Sdn Bhd JPMCB NA For Vanguard Emerging Markets Stock Index Fund	46,389,396	0.83
27	Cimsec Nominees (Tempatan) Sdn Bhd CIMB For Tan Sri Dato' Seri Vincent Tan Chee Yioun (PB)	46,000,000	0.82
28	Inter-Pacific Equity Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Arsam Bin Damis (AA0023)	45,662,500	0.82
29	Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Berjaya Bright Sdn Bhd (3002208)	45,350,240	0.81
30	HSBC Nominees (Asing) Sdn Bhd JPMCB NA For Vanguard Total International Stock Index Fund	43,867,161	0.79
		3,012,818,601	53.96

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 2 OCTOBER 2023

ANALYSIS OF 2% IRREDEEMABLE CONVERTIBLE UNSECURED LOAN STOCKS 2016/2026 (“2% ICULS”)

Size of 2% ICULS Holdings	No. of 2% ICULS Holders	%	No. of 2% ICULS	%
less than 100	-	0.00	-	0.00
100 - 1,000	72	90.00	68,600	32.77
1,001 - 10,000	6	7.50	34,800	16.63
10,001 - 10,464	-	0.00	-	0.00
10,465* and above	2	2.50	105,900	50.60
Total	80	100.00	209,300	100.00

* Denotes 5% of the 2% ICULS outstanding

THIRTY LARGEST SHAREHOLDERS

Name of 2% ICULS Holders	No. of 2% ICULS	%
1 Maybank Nominees (Asing) Sdn Bhd Bagnall Warwick Anthony	85,900	41.04
2 Liew Kem Yoong	20,000	9.55
3 Chong Kee Kong	10,000	4.77
4 Ling Hei Sic	9,000	4.29
5 Lee Eng Min	5,600	2.67
6 Lew Kin Meng	4,400	2.10
7 Public Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Mun Tiek Chun (E-BMM)	3,000	1.43
8 Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Chan Ah Ngau	2,800	1.33
9 Halimah @ Ligan Binti Ibrahim	1,000	0.48
10 Rosemala Binti Nasaruddin	1,000	0.48
11 Lim Kwi Neo	1,000	0.48
12 Tham Lai Fong	1,000	0.48
13 Mazni Binti Abdul Rahman	1,000	0.48
14 Supramani A/L Apana	1,000	0.48
15 Lee May Yee	1,000	0.48
16 Hoon Seong Ong	1,000	0.48
17 Reza Hana Binti Mustafa	1,000	0.48
18 Balan A/L Saminathan	1,000	0.48
19 Chong Seng Fook	1,000	0.48
20 Goh Siew Lian	1,000	0.48

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 2 OCTOBER 2023

THIRTY LARGEST SHAREHOLDERS (CONTINUED)

Name of 2% ICULS Holders		No. of 2% ICULS	%
21	Mohamad Firdaus Bin Harun Naim	1,000	0.48
22	Mor Chun Lin	1,000	0.48
23	Suliyam Binti Timin	1,000	0.48
24	Mohd Hussin Bin Osman	1,000	0.48
25	Lee Hor Choo	1,000	0.48
26	Suriah Binti Mohd Yusoff	1,000	0.48
27	Lee Kok Chuan	1,000	0.48
28	Tan Chiew Lei	1,000	0.48
29	Ernest Lau Lub Ding	1,000	0.48
30	Norlizam Binti Mahpop	1,000	0.48
		162,700	77.74

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 2 OCTOBER 2023

ANALYSIS OF WARRANT HOLDERS (“WARRANT 2016/2026”)

Size of Warrant 2016/2026 Holdings	No. of Warrant 2016/2026 Holders	%	No. of Warrant 2016/2026	%
less than 100	1	0.11	40	0.00
100 - 1,000	96	10.09	81,100	0.01
1,001 - 10,000	95	9.99	744,400	0.11
10,001 - 100,000	408	42.90	21,643,300	3.06
100,001 - 35,324,833	351	36.91	684,027,840	96.82
35,324,834* and above	0	0.00	0	0.00
Total	951	100.00	706,496,680	100.00

* Denotes 5% of the Warrant 2016/2026 outstanding.

THIRTY LARGEST SHAREHOLDERS

Name of Warrant 2016/2026 Holders	No. of Warrant 2016/2026	%
1 Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (Third Party)	180,000,000	25.48
2 Tan Sri Dato' Seri Vincent Tan Chee Yioun	51,350,000	7.27
3 Maybank Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun	31,731,560	4.49
4 Nga Kor Kian	29,500,000	4.18
5 Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun	26,154,000	3.70
6 MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (MGN-VTC0001M)	24,780,000	3.51
7 Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (8087489)	24,119,780	3.41
8 Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Chan Seng Fatt	15,869,900	2.25
9 MIDF Amanah Investment Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Tan Sri Dato' Seri Vincent Tan Chee Yioun (MGN-UTS0001M)	15,000,000	2.12
10 RHB Nominees (Tempatan) Sdn Bhd Tan Choon Piew	10,700,000	1.51
11 Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Wong Hai Ong (8121109)	10,500,000	1.49
12 Maybank Nominees (Tempatan) Sdn Bhd Jonathan Ting Ge	10,300,000	1.46
13 Chan Seng Fatt	10,000,000	1.41
14 Soo Meng Chong Holdings Sdn Bhd	7,580,000	1.07
15 Chuah Seong Tat @ Chuah Chee Tat	7,500,000	1.06

STATISTICS ON SHARES AND CONVERTIBLE SECURITIES

AS AT 2 OCTOBER 2023

THIRTY LARGEST SHAREHOLDERS (CONTINUED)

	Name of Warrant 2016/2026 Holders	No. of Warrant 2016/2026	%
16	Cimsec Nominees (Tempatan) Sdn Bhd CIMB For Lee Soi Gek (PB)	6,800,000	0.96
17	Lee Mee Kuen	6,500,000	0.92
18	RHB Capital Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Lim Chee Seong (CEB)	6,000,000	0.85
19	Dato' Ng Aik Kee	5,300,000	0.75
20	Pua Lai Hwa	5,000,000	0.71
21	Maybank Nominees (Tempatan) Sdn Bhd Chuah Min-Min	4,900,000	0.69
22	Soo Kim Teng	4,845,000	0.69
23	Khong Heng Jian	4,500,000	0.64
24	Maybank Nominees (Tempatan) Sdn Bhd Tiong Houg Tai	4,000,700	0.57
25	Cimsec Nominees (Tempatan) Sdn Bhd CIMB For Teo Ah Seng (PB)	4,000,000	0.57
26	Madharan A/L Kipi Nambia	4,000,000	0.57
27	Gooi Seong Chneh	4,000,000	0.57
28	Gan Ker Wei	3,500,000	0.49
29	Kenanga Nominees (Tempatan) Sdn Bhd Rakuten Trade Sdn Bhd For Goh Tek Aun @ Goh Tiek Aun	2,986,300	0.42
30	Ong Teng Soon	2,910,300	0.41
		524,327,540	74.22

SUBSTANTIAL SHAREHOLDERS

AS AT 2 OCTOBER 2023

TOTAL ISSUED SHARE CAPITAL : 5,962,550,500

TOTAL VOTING SHARES : 5,583,490,973

Name	Direct Interest	Number of Ordinary Shares		%
		%	Deemed Interest	
Tan Sri Dato' Seri Vincent Tan Chee Yioun	419,058,581	7.505	589,701,606 ^(a)	10.562
Kossan Holdings (M) Sdn Bhd	280,000,000	5.015	-	-
Tan Sri Dato' Lim Kuang Sia	120,000,000	2.149	280,000,000 ^(b)	5.015
Lim Kuang Yong	61,000,000	1.093	280,000,000 ^(b)	5.015
Lim Leng Bung	80,000,000	1.433	280,000,000 ^(b)	5.015
Lim Kuang Wang	80,000,000	1.433	280,000,000 ^(b)	5.015

(a) Deemed interested by virtue of his interests in Ascot Sports Sdn Bhd, Hotel Resort Enterprise Sdn Bhd, Berjaya Assets Berhad (the holding company of Berjaya Bright Sdn Bhd and Berjaya Times Square Sdn Bhd), Berjaya Media Berhad (the holding company of Gemtech (M) Sdn Bhd), B & B Enterprise Sdn Bhd, HQZ Credit Sdn Bhd (the ultimate holding company of Desiran Unggul Sdn Bhd and Premier Merchandise Sdn Bhd) and his deemed interests in Berjaya Infrastructure Sdn Bhd, Convenience Shopping (Sabah) Sdn Bhd and Lim Kim Hai Sales & Services Sdn Bhd.

(b) Deemed interested by virtue of their interests in Kossan Holdings (M) Sdn Bhd.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Twenty-Second Annual General Meeting (“AGM”) of Berjaya Corporation Berhad will be conducted on a virtual basis through live streaming from the broadcast venue at Manhattan V, Level 14, Berjaya Times Square Hotel Kuala Lumpur, No. 1 Jalan Imbi, 55100 Kuala Lumpur (“Broadcast Venue”) on Thursday, 14 December 2023 at 10.00 a.m. for the following purposes:-

AGENDA

As Ordinary Business

- | | | |
|----|--|--|
| 1. | To receive the Audited Financial Statements for the financial year ended 30 June 2023 and the Directors’ and Auditors’ Reports thereon. | (Please refer to Note 1 of the Explanatory Notes) |
| 2. | To approve the payment of Directors’ fees of RM7,500.00 per month to each Non-Executive Director of the Company for the period from 15 December 2023 until the next AGM of the Company to be held in 2024. | Resolution 1 |
| 3. | To approve the payment of Directors’ benefits (excluding Directors’ fees) to the Non-Executive Directors of the Company up to an amount of RM312,000.00 for the period from 15 December 2023 until the next AGM of the Company to be held in 2024. | Resolution 2 |
| 4. | To re-elect the following Directors retiring pursuant to Clause 117 of the Company’s Constitution:-

a) Norlela Binti Baharudin
b) Penelope Gan Paik Ling | Resolution 3
Resolution 4 |
| 5. | To re-elect the following Director retiring pursuant to Clause 107 of the Company’s Constitution:-

(a) Nor Afida Binti Abdul Ali | Resolution 5 |
| 6. | To re-appoint Messrs Ernst & Young PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. | Resolution 6 |

As Special Business

7. To consider and, if thought fit, pass the following Ordinary Resolutions:-
- (i) AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016**

“THAT, subject always to the Companies Act 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Constitution of the Company and the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered, pursuant to Sections 75 and 76 of the Companies Act 2016, to issue and allot shares in the Company from time to time at such price and upon such terms and conditions and for such purposes as the Directors may deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company for the time being AND THAT the Directors be and are also empowered to obtain the approval from Bursa Malaysia Securities Berhad for the listing and quotation for the additional shares so issued AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.

AND THAT pursuant to Section 85 of the Companies Act 2016 to be read together with Clause 60 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the Company to be offered new shares ranking pari passu in all respects with the existing ordinary shares arising from the issuance and allotment of the shares pursuant to Sections 75 and 76 of the Companies Act 2016.”

Resolution 7

NOTICE OF ANNUAL GENERAL MEETING

(ii) PROPOSED RENEWAL OF AND NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH PERSONS CONNECTED WITH TAN SRI DATO' SERI VINCENT TAN CHEE YIOUN

"THAT, subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and its subsidiary companies, to enter into recurrent related party transactions of a revenue or trading nature with persons connected with Tan Sri Dato' Seri Vincent Tan Chee Yioun ("TSVT"), including companies in which such person connected with TSVT is a major shareholder, as specified in Section 2.3 of the Circular to Shareholders dated 31 October 2023 ("Proposed Mandate I") which are necessary for the day-to-day operations and/or in the ordinary course of business of the Company and its subsidiary companies on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company and that such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following the AGM at which such ordinary resolution for the Proposed Mandate I was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed;
- (b) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier;

AND FURTHER THAT authority be and is hereby given to the Directors of the Company and its subsidiary companies to complete and do all such acts and things (including executing such documents as may be required) to give effect to such transactions as authorised by this Ordinary Resolution."

Resolution 8

(iii) PROPOSED RENEWAL OF AND NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH COMPANIES IN WHICH TAN SRI DATO' SERI VINCENT TAN CHEE YIOUN AND PERSONS CONNECTED WITH YAM TUNKU TUN AMINAH BINTI SULTAN IBRAHIM ISMAIL ARE MAJOR SHAREHOLDERS

"THAT, subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and its subsidiary companies, to enter into recurrent related party transactions of a revenue or trading nature with companies in which Tan Sri Dato' Seri Vincent Tan Chee Yioun ("TSVT") and persons connected with YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail ("Tunku Tun Aminah") are major shareholders, as specified in Section 2.3 of the Circular to Shareholders dated 31 October 2023 ("Proposed Mandate II") which are necessary for the day-to-day operations and/or in the ordinary course of business of the Company and its subsidiary companies on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company and that such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following the AGM at which such ordinary resolution for the Proposed Mandate II was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed;

NOTICE OF ANNUAL GENERAL MEETING

- (b) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier;

AND FURTHER THAT authority be and is hereby given to the Directors of the Company and its subsidiary companies to complete and do all such acts and things (including executing such documents as may be required) to give effect to such transactions as authorised by this Ordinary Resolution.”

Resolution 9

(iv) PROPOSED RENEWAL OF AND NEW SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH COMPANIES IN WHICH YAM TUNKU TUN AMINAH BINTI SULTAN IBRAHIM ISMAIL OR PERSON(S) CONNECTED WITH HER ROYAL HIGHNESS IS A MAJOR SHAREHOLDER

“THAT, subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and its subsidiary companies, to enter into recurrent related party transactions of a revenue or trading nature with companies in which YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail (“Tunku Tun Aminah”) or person(s) connected with Her Royal Highness is a major shareholder, as specified in Section 2.3 of the Circular to Shareholders dated 31 October 2023 (“Proposed Mandate III”) which are necessary for the day-to-day operations and/or in the ordinary course of business of the Company and its subsidiary companies on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company and that such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting (“AGM”) of the Company following the AGM at which such ordinary resolution for the Proposed Mandate III was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed;
- (b) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier;

AND FURTHER THAT authority be and is hereby given to the Directors of the Company and its subsidiary companies to complete and do all such acts and things (including executing such documents as may be required) to give effect to such transactions as authorised by this Ordinary Resolution.”

Resolution 10

NOTICE OF ANNUAL GENERAL MEETING

(v) PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES

“THAT, subject always to the Companies Act 2016 (“Act”), rules, regulations and orders made pursuant to the Act, provisions of the Company’s Constitution, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Exchange”) and the requirements of any other relevant authority, the Directors of the Company be and are hereby authorised to purchase such number of ordinary shares in the Company (“BCorporation Shares”) through the Exchange and to take all such steps as are necessary (including the opening and maintaining of a central depositories account under the Securities Industry (Central Depositories) Act, 1991) and enter into any agreements, arrangements and guarantees with any party or parties to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities from time to time and to do all such acts and things in the best interests of the Company, subject further to the following:-

1. the maximum number of ordinary shares which may be purchased and held by the Company shall be equivalent to ten per centum (10%) of the total number of issued shares of the Company;
2. the maximum funds to be allocated by the Company for the purpose of purchasing the ordinary shares shall not exceed the total retained profits of the Company;
3. the authority shall commence immediately upon passing of this ordinary resolution until:-
 - (a) the conclusion of the next Annual General Meeting (“AGM”) of the Company following the AGM at which such ordinary resolution was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed, either unconditionally or subject to conditions; or
 - (b) the expiration of the period within which the next AGM after that date it is required by law to be held; or
 - (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first;

AND THAT upon completion of the purchase(s) of the BCorporation Shares or any part thereof by the Company, the Directors of the Company be and are hereby authorised to deal with any BCorporation Shares so purchased by the Company in the following manner:-

- (a) cancel all the BCorporation Shares so purchased; or
- (b) retain all the BCorporation Shares as treasury shares (of which may be dealt with in accordance with Section 127(7) of the Act); or
- (c) retain part thereof as treasury shares and subsequently cancelling the balance; or
- (d) in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of the Exchange and any other relevant authority for the time being in force.”

Resolution 11

By Order of the Board

THAM LAI HENG MICHELLE
(SSM Practising Certificate No. 202008001622) (MAICSA 7013702)
Secretary

Kuala Lumpur
31 October 2023

NOTICE OF ANNUAL GENERAL MEETING

NOTES:

1. Audited Financial Statements

The Audited Financial Statements are meant for discussion only as it does not require shareholders' approval pursuant to the provisions of Section 340(1)(a) of the Companies Act 2016 ("CA 2016"). Hence, this item on the Agenda is not put forward for voting.

2. Directors' Fees and Directors' Benefits

Section 230(1) of the CA 2016 provides that the 'fees' of the Directors and 'any benefits' payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting. Pursuant thereto, shareholders' approval shall be sought at this Annual General Meeting ("AGM") for the payment of Directors' fees and benefits payable to the Non-Executive Directors of the Company under the Resolutions 1 and 2.

The quantum of the Directors' fees proposed for each of the Non-Executive Directors for the period from 15 December 2023 until the next AGM of the Company to be held in 2024 are also the same quantum paid in the preceding period.

The current Directors' benefits (excluding Directors' fees) payable to the Non-Executive Directors of the Company comprises of meeting allowances and other emoluments.

The proposed Resolutions 1 and 2, if passed, is to facilitate the payment of Directors' fees and Directors' benefits (excluding Directors' fees) on a monthly basis and/or as and when incurred. The Board of Directors ("Board") opined that it is just and equitable for the Non-Executive Directors to be paid such payment on such basis upon them discharging their responsibilities and rendering their services to the Company.

In determining the estimated remuneration payable to the Non-Executive Directors, the Board considered various factors including the number of scheduled meetings for the Board, Board Committees and general meetings of the Company as well as the number of Non-Executive Directors involved in these meetings. The estimated amount of remuneration also caters for unforeseen circumstances, for example, the appointment of additional Directors, additional unscheduled Board Meetings and/or Board Committee Meetings, formation of additional Board Committees as well as the provision for an increase in meeting allowances.

In the event, where the payment of Directors' fees and Directors' benefits (excluding Directors' fees) payable during the above period exceeded the estimated amount sought at this AGM, a shareholders' approval will be sought at the next AGM.

3. Re-election of Directors

Resolution 3 to Resolution 5 are to seek shareholders' approval at this AGM for the re-election of Directors who retire by rotation pursuant to Clause 117 and Clause 107 of the Company's Constitution.

Pursuant to Clause 117 of the Company's Constitution, one third (1/3) of the Directors shall retire from office at least once in every three (3) years at each AGM of the Company and the retiring Directors can offer themselves for re-election. Clause 107 of the Company's Constitution also provides that a Director who is appointed during the year shall retire and subject to re-election at the next AGM to be held following his/her appointment.

The Board through the Nomination Committee ("NC") had undertaken an annual assessment evaluation and fit and proper assessment on the retiring Directors namely, Norlela Binti Baharudin, Penelope Gan Paik Ling and Nor Afida Binti Abdul Ali ("Retiring Directors"), who are seeking for re-election as Directors of the Company pursuant to Clause 117 and Clause 107 of the Company's Constitution.

All the Retiring Directors have completed their respective declaration on the fitness and propriety in accordance with the Fit and Proper Policy of the Company as well as the confirmation of their independence (as the case may be).

Based on the results of the assessment conducted, the NC was satisfied with the favourable evaluation of the overall performance and contributions of the Retiring Directors and the Retiring Directors have fulfilled the fit and proper criteria in accordance with the Directors' Fit and Proper Policy of the Company. Accordingly, NC recommended to the Board for re-election of the Retiring Directors. The Board has deliberated and endorsed the NC's recommendation and supports the re-election of Retiring Directors and recommended the re-election of Retiring Directors for approval by the shareholders at the forthcoming 22nd AGM. The Retiring Directors had abstained from deliberations and decisions on their respective eligibility to stand for re-election at the relevant NC and Board Meetings.

The profiles of all Retiring Directors who are standing for re-election are set out in the Profile of Directors in the Company's 2023 Annual Report.

NOTICE OF ANNUAL GENERAL MEETING

4. Re-appointment of Auditors

Resolution 6 is to seek shareholders' approval at the 22nd AGM for the re-appointment of Messrs Ernst & Young PLT ("EY") as Auditors of the Company, until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration.

The Audit Committee has considered and recommended to the Board on the re-appointment of EY as Auditors of the Company based on the results of the External Auditors Evaluation for the financial year ended 30 June 2023 wherein EY had satisfactorily performed their audit and that EY had discharged their professional responsibilities in accordance with its rules on professional conduct and ethics and the By-Laws (on Professional Ethics, Conducts and Practice) issued by the Malaysian Institute of Accountants.

The Board has deliberated and endorsed the Audit Committee's recommendation and had recommended the re-appointment of EY as Auditors of the Company for the ensuing financial year for shareholders' approval at the forthcoming 22nd AGM.

5. Authority to issue and allot shares pursuant to Sections 75 and 76 of the CA 2016

Resolution 7 is proposed for the purpose of granting a renewed general mandate ("General Mandate") and empowering the Directors of the Company, pursuant to Sections 75 and 76 of the CA 2016, to issue and allot new shares in the Company from time to time at such price provided that the aggregate number of shares issued pursuant to the General Mandate does not exceed 10% of the total number of issued shares of the Company for the time being. The General Mandate, unless revoked or varied by the Company in general meeting, will expire at the conclusion of the next AGM of the Company.

Resolution 7, if passed, will exclude shareholder's pre-emptive right to be offered such new shares and/or convertible securities to be issued by the Company pursuant to the resolution.

As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the Twenty-First Annual General Meeting held on 15 December 2022 and which will lapse at the conclusion of the Twenty-Second AGM.

The General Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding current and/or future investment/project(s), working capital and/or acquisitions or issuance of shares for such other application(s) as the Directors may deem fit and in the best interest of the Company.

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

- a. Resolution 8, if passed, will allow the Company and its subsidiary companies to enter into recurrent related party transactions of a revenue or trading nature with persons connected with Tan Sri Dato' Seri Vincent Tan Chee Yioun ("TSVT"), including companies in which such person connected with TSVT is a major shareholder, in accordance with Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Proposed Mandate I").
- b. Resolution 9, if passed, will allow the Company and its subsidiary companies to enter into recurrent related party transactions of a revenue or trading nature with companies in which TSVT and persons connected with YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail ("Tunku Tun Aminah") are major shareholders, in accordance with Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Proposed Mandate II").
- c. Resolution 10, if passed, will allow the Company and its subsidiary companies to enter into recurrent related party transactions of a revenue or trading nature with companies in which Tunku Tun Aminah or person(s) connected with Her Royal Highness is a major shareholder, in accordance with Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Proposed Mandate III").

Detailed information on the Proposed Mandate I, Proposed Mandate II and Proposed Mandate III are set out under Part A of the Circular to Shareholders dated 31 October 2023 which can be viewed and downloaded from the website of the Company at www.berjaya.com and/or Bursa Malaysia Securities Berhad at www.bursamalaysia.com.

7. Proposed Renewal of Authority for the Company to Purchase its Own Shares

Resolution 11, if passed, will provide the mandate for the Company to buy back its own shares up to a limit of 10% of the total number of issued shares of the Company ("Proposed Share Buy-Back Renewal"). Detailed information on the Proposed Share Buy-Back Renewal is set out under Part B of the Circular/Statement to Shareholders dated 31 October 2023 which can be viewed and downloaded from the website of the Company at www.berjaya.com and/or Bursa Malaysia Securities Berhad at <https://www.bursamalaysia.com/>.

NOTICE OF ANNUAL GENERAL MEETING

8. Proxy and Entitlement of Attendance

- (i) The Twenty-Second Annual General Meeting (“AGM”) of the Company will be conducted on a virtual basis through live streaming and online remote voting via the Remote Participation and Voting (“RPV”) facilities provided by the Poll Administrator, SS E Solutions Sdn Bhd which are available on Securities Services e-Portal at <https://sshhsb.net.my/login.aspx>. **Please follow the procedures provided in the Administrative Guide for the AGM of the Company in order to register, participate and vote remotely via RPV facilities.**
- (ii) The main and only venue of the AGM is the Broadcast Venue which is strictly for the purpose of complying with Section 327(2) of the CA 2016 which requires the Chairman of the AGM of the Company to be present at the main venue of the AGM of the Company in Malaysia.
- (iii) Shareholders/proxies/corporate representatives from the public **WILL NOT BE ALLOWED TO BE PHYSICALLY PRESENT** at the Broadcast Venue on the day of the AGM of the Company.
- (iv) A member of the Company who is entitled to attend, participate, speak (including posing questions to the Board via real time submission of typed texts) and vote remotely at the AGM of the Company via RPV facilities is entitled to appoint a proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.
- (v) A member, other than an authorised nominee or an exempt authorised nominee may appoint only one (1) proxy.
- (vi) An authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991 (“SICDA”), may appoint one (1) proxy in respect of each securities account.
- (vii) An exempt authorised nominee, as defined under the SICDA, and holding ordinary shares in the Company for multiple beneficial owners in one securities account (‘omnibus account’), may appoint multiple proxies in respect of each of its omnibus account.
- (viii) An individual member who appoints a proxy must sign the Form of Proxy personally or by his attorney duly authorised in writing. A corporate member who appoints a proxy must execute the Form of Proxy under seal or under the hand of its officer or attorney duly authorised.
- (ix) The Form of Proxy shall be executed and deposited at the Company’s Registered Office at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1 Jalan Imbi, 55100 Kuala Lumpur OR alternatively, the Form of Proxy may be submitted electronically via Securities Services e-Portal at <https://sshhsb.net.my> not less than forty-eight (48) hours before the time appointed for holding the meeting, **i.e. latest by Tuesday, 12 December 2023 at 10.00 a.m.**
- (x) Only members whose names appear in the Record of Depositors as at **7 December 2023** shall be entitled to participate and/or vote at the AGM or appoint a proxy to participate and/or vote in his/her stead via RPV facilities.

9. Poll Voting

Pursuant to Clause 82 of the Constitution of the Company and Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the Resolutions set out in this Notice will be put to vote by poll. The Company has appointed Poll Administrator and Independent Scrutineers to conduct the polling process and verify the results of the poll respectively.

FORM OF PROXYI/We _____
(Name in full)I.C. or Company No. _____ CDS Account No. _____
(New and Old I.C. Nos.)of _____
(Address)

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

_____ I.C. No. _____
(Name in full) (New and Old I.C. Nos.)of _____
(Address)

or failing him/her, the CHAIRMAN OF THE MEETING as my/our proxy to vote for me/us on my/our behalf, at the Twenty-Second Annual General Meeting ("AGM") of the Company to be conducted on a virtual basis through live streaming from the broadcast venue at Manhattan V, Level 14, Berjaya Times Square Hotel Kuala Lumpur, No. 1, Jalan Imbi, 55100 Kuala Lumpur ("Broadcast Venue") on Thursday, 14 December 2023 at 10.00 a.m. and at any adjournment thereof.

This proxy is to vote on the Resolutions set out in the Notice of the Meeting as indicated with an "X" in the appropriate spaces. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.

		FOR	AGAINST
RESOLUTION 1	To approve the payment of Directors' fees for the period from 15 December 2023 until the next AGM of the Company.		
RESOLUTION 2	To approve the payment of Directors' benefits (excluding Directors' fees) for the period from 15 December 2023 until the next AGM of the Company.		
RESOLUTION 3	To re-elect Norlela Binti Baharudin as Director.		
RESOLUTION 4	To re-elect Penelope Gan Paik Ling as Director.		
RESOLUTION 5	To re-elect Nor Afida Binti Abdul Ali as Director.		
RESOLUTION 6	To re-appoint Messrs Ernst & Young PLT as Auditors.		
RESOLUTION 7	To approve authority to issue and allot shares.		
RESOLUTION 8	To renew and to seek new shareholders' mandate for Recurrent Related Party Transactions with persons connected with Tan Sri Dato' Seri Vincent Tan Chee Yioun ("TSVT"), including companies in which such person connected with TSVT is a major shareholder.		
RESOLUTION 9	To renew and to seek new shareholders' mandate for Recurrent Related Party Transactions with companies in which Tan Sri Dato' Seri Vincent Tan Chee Yioun and persons connected with YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail are major shareholders.		
RESOLUTION 10	To renew and to seek new shareholders' mandate for Recurrent Related Party Transactions with companies in which YAM Tunku Tun Aminah Binti Sultan Ibrahim Ismail or person(s) connected with Her Royal Highness is a major shareholder.		
RESOLUTION 11	To renew authority for the Company to purchase its own shares.		

No. of Shares Held

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

Dated this _____ day of _____, 2023.

NOTES:

- (1) The Twenty-Second Annual General Meeting ("AGM") of the Company will be conducted on a virtual basis through live streaming and online remote voting via the Remote Participation and Voting ("RPV") facilities provided by the Poll Administrator, SS E Solutions Sdn Bhd, which are available on Securities Services e-Portal at <https://sshshb.net.my/login.aspx>. **Please follow the procedures provided in the Administrative Guide for the AGM of the Company in order to register, participate and vote remotely via RPV facilities.**
- (2) The main and only venue of the AGM is the Broadcast Venue which is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the AGM of the Company to be present at the main venue of the AGM of the Company in Malaysia.
- (3) Shareholders/proxies/corporate representatives from the public **WILL NOT BE ALLOWED TO BE PHYSICALLY PRESENT** at the Broadcast Venue on the day of the AGM of the Company.
- (4) A member of the Company who is entitled to attend, participate, speak (including posing questions to the Board via real time submission of typed texts) and vote remotely at the AGM of the Company via RPV facilities is entitled to appoint a proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.
- (5) A member, other than an authorised nominee or an exempt authorised nominee may appoint only one (1) proxy.
- (6) An authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), may appoint one (1) proxy in respect of each securities account.
- (7) An exempt authorised nominee, as defined under the SICDA, and holding ordinary shares in the Company for multiple beneficial owners in one securities account ('omnibus account'), may appoint multiple proxies in respect of each of its omnibus account.
- (8) An individual member who appoints a proxy must sign the Form of Proxy personally or by his attorney duly authorised in writing. A corporate member who appoints a proxy must execute the Form of Proxy under seal or under the hand of its officer or attorney duly authorised.
- (9) The Form of Proxy shall be executed and deposited at the Company's Registered Office at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1 Jalan Imbi, 55100 Kuala Lumpur OR alternatively, the Form of Proxy may be submitted electronically via Securities Services e-Portal at <https://sshshb.net.my> not less than forty-eight (48) hours before the time appointed for holding the meeting, **i.e. latest by Tuesday, 12 December 2023 at 10.00 a.m.**
- (10) Only members whose names appear in the Record of Depositors as at **7 December 2023** shall be entitled to participate and/or vote at the AGM or appoint a proxy to participate and/or vote in his/her stead via RPV facilities.
- (11) Pursuant to Clause 82 of the Constitution of the Company and Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the Resolutions set out in this Notice will be put to vote by poll. The Company has appointed Poll Administrator and Independent Scrutineers to conduct the polling process and verify the results of the poll respectively.

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THE COMPANY SECRETARY
BERJAYA CORPORATION BERHAD
LOT 13-01A, LEVEL 13 (EAST WING)
BERJAYA TIMES SQUARE
NO. 1 JALAN IMBI
55100 KUALA LUMPUR

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