商联控股有限公司

UNICO HOLDINGS BERHAD

Registration No. 198101004670 (70785-V)

A N N U A L R E P O R T

CONTENTS

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr Teoh Kok Liang
(Chairman)

Dato' Tan Huat Sheng
(Group Managing Director)

Mr Teoh Seng Kar
(Group Executive Director)

Datuk Wira Lim Chiun Cheong

Mr Lee Khim Sin

COMPANY SECRETARIES

Mr Heng Chiang Pooh (MAICSA 7009923)

Mr Wong Choong Yee (MIA 11084)

REGISTERED OFFICE

8th Floor, Menara Cosway
Plaza Berjaya, 12 Jalan Imbi
55100 Kuala Lumpur
Tel No : +603-2141 0166
Fax No : +603-2142 8528
E-mail : enquiry@unicoh.com.my
Website : www.unicoh.com.my

REGISTRAR

Tricor Investor & Issuing House Services Sdn Bhd
Unit 32-01, Level 32, Tower A
Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur
Tel No : +603-2783 9299
Fax No : +603-2783 9222
E-mail : is.enquiry@my.tricorglobal.com
Website : www.tricorglobal.com

AUDITORS

Grant Thornton Malaysia PLT
(201906003682 & LLP0022494-LCA)
Chartered Accountants (AF 0737)
Level 11, Sheraton Imperial Court
Jalan Sultan Ismail
50250 Kuala Lumpur
Tel No : +603-2692 4022
Fax No : +603-2691 5229

PRINCIPAL BANKERS

Public Bank Berhad

Bank of China (Malaysia) Berhad

CIMB Islamic Bank Berhad

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Fortieth Annual General Meeting of the Company will be conducted fully virtual through online meeting platform via TIIH Online website at https://tiih.online or https://tiih.com.my (Domain registration number with MYNIC: D1A282781) provided by Tricor Investor & Issuing House Services Sdn. Bhd. in Malaysia on Tuesday, 16 August 2022 at 2:00 p.m. to transact the following businesses:

AGENDA

1.	To lay the Audited Financial Statements for the year ended 31 March 2022 together with the Reports of the Directors and Auditors thereon.	Refer to Explanatory Note 1
2.	To sanction the declaration of a first and final single-tier dividend of 2.50 sen per share for the financial year ended 31 March 2022.	Resolution 1
3.	To approve the payment of Directors' fees amounting to RM85,000 for the year ended 31 March 2022.	Resolution 2
4.	To approve the payment of Directors' benefits payable to the Directors up to an amount of RM30,000 for the period from 16 August 2022 until the next Annual General Meeting of the Company.	Resolution 3
5.	To re-elect Mr Teoh Kok Liang who will retire pursuant to Article 137 of the Company's Constitution as Director.	Resolution 4
6.	To appoint Grant Thornton Malaysia PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.	Resolution 5
7.	To transact any other business of which due notice shall have been given.	

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS ALSO HEREBY GIVEN THAT subject to the approval of the shareholders at the Fortieth Annual General Meeting of the Company to be held on Tuesday, 16 August 2022, a first and final single-tier dividend of 2.50 sen per share for the financial year ended 31 March 2022 will be paid on 15 September 2022 to the shareholders whose names appear in the Register of Members on 1 September 2022. The entitlement date for the dividend payment is on 1 September 2022.

By order of the Board

HENG CHIANG POOH (MAICSA 7009923)
WONG CHOONG YEE (MIA 11084)
Company Secretaries

Kuala Lumpur
Dated this : 25 July 2022

Notice of Annual General Meeting

(cont'd)

Notes:

1. ***IMPORTANT NOTICE***

   Members ***will not be allowed*** *to attend this Annual General Meeting ("AGM") in person on the day of the meeting.*

   Members are to attend and post questions to the Board via real time submission of typed texts at the Questions & Answers platform and vote (collectively, "participate") remotely at this AGM via the Remote Participation and Voting facilities ("RPV") provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("**Tricor**") via its **TIIH Online** website at https://tiih.online.

   Please read these Notes carefully and follow the procedures in the Administrative Guide for the AGM in order to participate remotely via RPV.

2. A member entitled to attend and vote at the meeting is entitled to appoint only a proxy to attend and vote in his stead. A proxy may but need not be a member of the Company. According to Article 102(1)(b) of the Company's Constitution, once a member has appointed a proxy, the member shall not be allowed to attend and vote at the meeting.

3. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly appointed under the power of attorney or if such appointer is a corporation, either under its common seal or the hand of an officer or its attorney duly appointed under a power of attorney.

4. The instrument appointing a proxy must be deposited at the Company's Share Registrar Office at **Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur**, not less than 48 hours before the time appointed for holding the meeting or at any adjournment thereat.

5. Last date and time for lodging the proxy form is **Sunday**, **14 August 2022 at 2.00 p.m.**

6. In the case of joint holdings, the vote of the first named in the Register of Members will be accepted to the exclusion of the other joint holders.

7. **It is important that you read the Administrative Guide for the conduct of the 40th AGM.**

Explanatory Notes on Ordinary Business

1. Statutory Audited Financial Statements for the financial year ended 31 March 2022

   This Agenda item is meant for discussion only as the provisions of Section 248(2) and Section 340(1)(a) of the Companies Act, 2016 do not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this item is not put forward to shareholders for voting.

2. Ordinary Resolution 3 – Directors' Benefits Payable

   The proposed Directors' benefits payable comprises allowances and other benefits.

   The total estimated amount of Directors' benefits payable is calculated based on the number of scheduled Board's meetings for the period from 16 August 2022 until the next Annual General Meeting of the Company. This authority, unless revoked or varied by the Company in a general meeting will expire at the conclusion of the next Annual General Meeting of the Company.

CHAIRMAN'S STATEMENT

On behalf of the Board of Directors, I am pleased to present to you the Annual Report and Audited Financial Statements of the Group for the financial year ended 31 March 2022.

PERFORMANCE REVIEW

The Group's revenue for the financial year ended 31 March 2022 had increased from RM2.89 million for the financial year ended 31 March 2021 to RM3.26 million with the nation moving from pandemic to endemic. Despite the slight increase in revenue, our profit before taxation for the current financial year is RM0.64 million as compared to RM0.78 million in the previous financial year.

The reduction in profit before taxation for the current financial year compared with last corresponding financial year was mainly due to reduction of interest rate which see a reduction of RM0.28 million in interest income.

Aftermaths of the Covid-19 pandemic and the trade war among some of the large economy countries coupled with the war between Russia and Ukraine, the supply chain for food, materials and energy was badly disrupted. As a consequence thereof, among others, prices for iron and steels and other building materials had increased tremendously and we had decided to hold in abeyance two of our housing schemes and to reassess the market conditions.

DEVELOPMENT AND PROSPECT

The strategy adopted by the Government to have everyone vaccinated for Covid-19 had helped the country to move from the phase of pandemic to endemic. After more than 2 years of economic lockdown, the country finally is able to reopen our boundary and people are able to travel freely and this will help the economy to recover.

The ongoing war between Russia and Ukraine and the sanctions imposed by the Western Countries on Russia and the retaliation measures taken by Russia may pose further threat to the already weakened economy due to Covid-19. We trust effective measures will be taken by the government to help recovery of the economy to the pre-pandemic level. We expect a challenging year ahead and your Board of Directors will be very cautious in its decision making to safeguard the interest of all our stakeholders.

UNCLAIMED SHARES IN ELK-DESA RESOURCES BERHAD

In February 2015, we carried out a return of capital exercise whereby for every 1,000 ordinary shares of RM1.00 each held in Unico Holdings Berhad, you are entitled to receive 290 ordinary shares of RM1.00 each in ELK-Desa Resources Berhad, a Company listed with Bursa Malaysia.

As mentioned in the last Annual Report, as at to-date, a substantial number of shareholders had not claimed their entitlement which is currently being held by Malaysian Trustees Berhad ("Trustee") and we have initiated the process to deposit the unclaimed shares with the High Court in accordance with the relevant legislations. Once the shares are deposited with the High Court, the shareholders are required to claim the shares from the Court if they so wish.

DIVIDEND

Your Board of Directors has recommended a first and final single tier dividend of 2.5 sen per share for the financial year ended 31 March 2022 for the shareholders' approval in the forthcoming Annual General Meeting. If approved, the dividend will be paid on 15 September 2022 to the shareholders whose name appeared on the Register of Members on 1 September 2022.

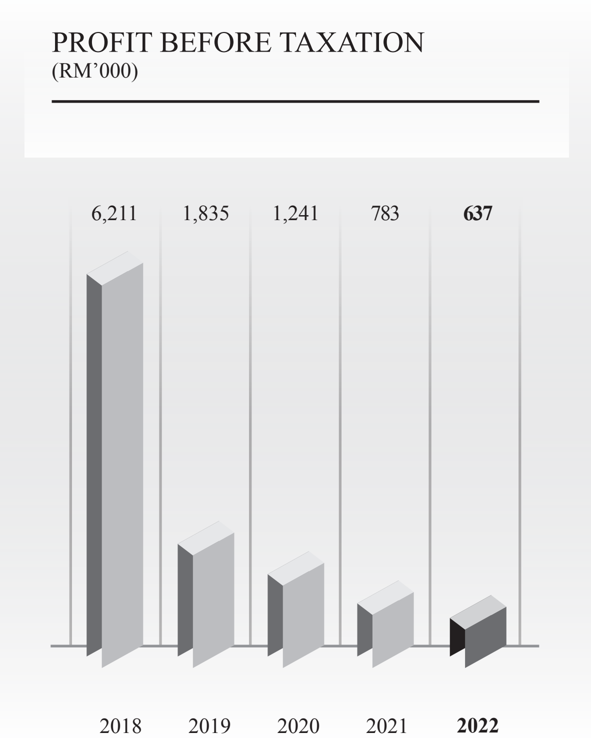
ACKNOWLEDGEMENT

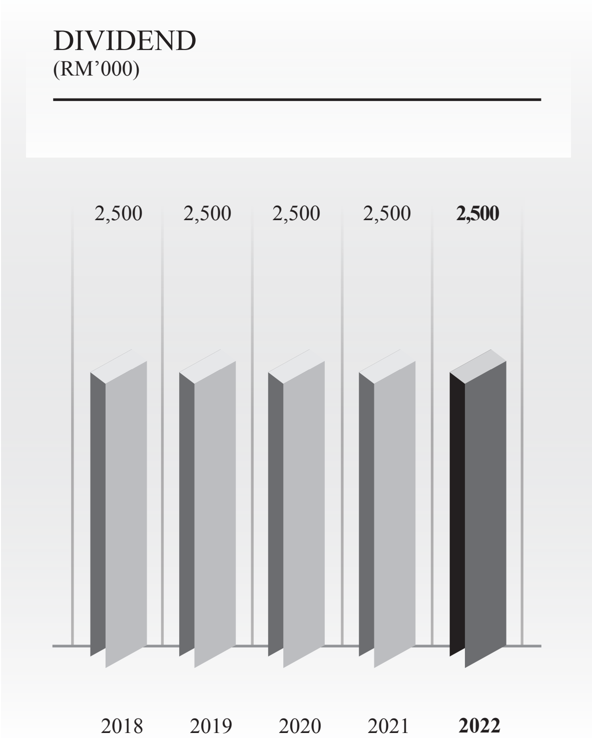
On behalf of the Board of Directors, I would like to take this opportunity to express our utmost gratitude and thanks to all our valued shareholders, employees and all other parties associated with us who have rendered their continuous support during all this while.

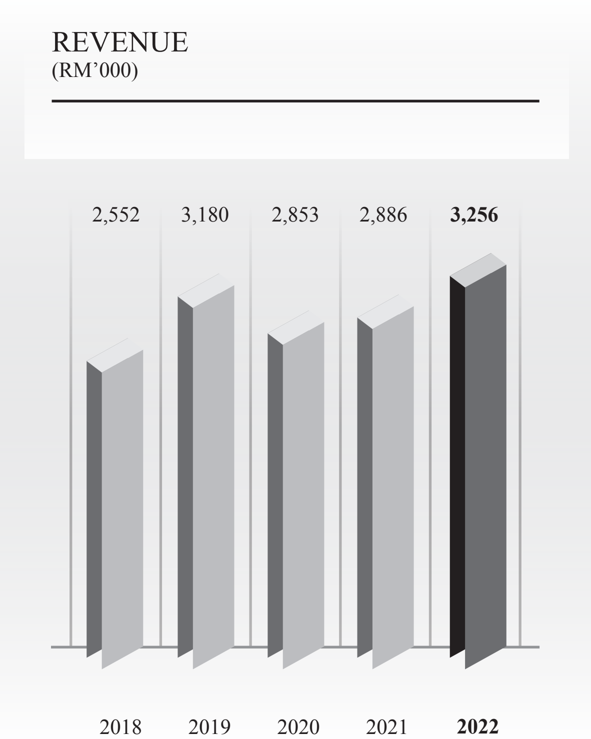
Chairman
TEOH KOK LIANG

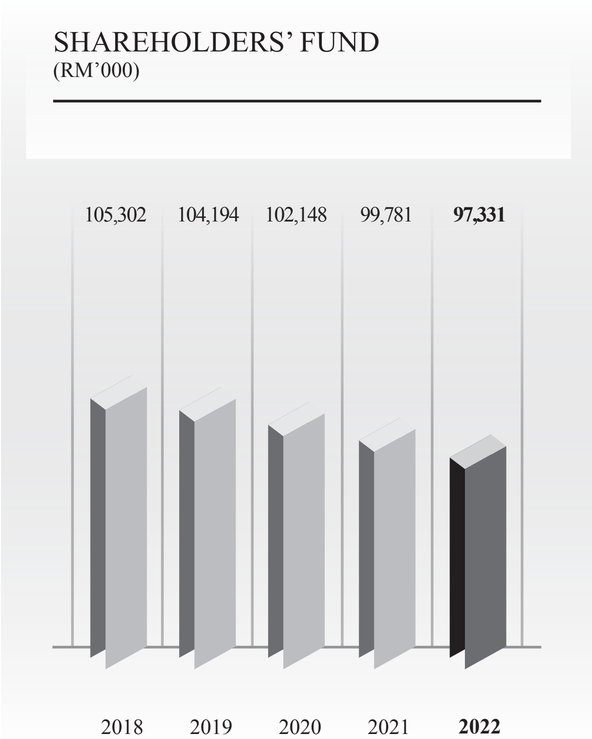
25 July 2022

FINANCIAL HIGHLIGHTS









DIRECTORS' REPORT
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022

The Directors are pleased to submit their report and the audited financial statements of the Group and of the Company for the financial year ended 31 March 2022.

DIRECTORS

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

Teoh Kok Liang
Dato' Tan Huat Sheng
Teoh Seng Kar
Datuk Wira Lim Chiun Cheong
Lee Khim Sin

In accordance with Article 137 of the Company's Constitution, Teoh Kok Liang retires by rotation at the forthcoming Annual General Meeting and, being eligible, offers himself for re-election.

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

Dato' Tan Huat Sheng
Teoh Seng Kar
Teoh Seng Hui
Wong Choong Yee

PRINCIPAL ACTIVITIES AND CORPORATE INFORMATION

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are set out in Note 12 to the financial statements. There have been no significant changes in the nature of these activities during the financial year.

The Company is a public limited liability company, incorporated and domiciled in Malaysia.

The address of the registered office and the principal place of business of the Company is 8th Floor, Menara Cosway, Plaza Berjaya, 12 Jalan Imbi, 55100 Kuala Lumpur.

FINANCIAL RESULTS

	Group RM	Company RM
Net profit for the financial year	49,350	649,665

RESERVES AND PROVISIONS

There were no material transfers to or from reserves and provisions during the financial year.

Directors' Report
for the Financial Year Ended 31 March 2022

(cont'd)

DIRECTORS' BENEFITS

Since the end of the previous financial year, no Director has received or become entitled to receive any benefit (other than the benefits shown under Directors' remuneration) by reason of a contract made by the Company or by a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.

Neither during nor at the end of the financial year was the Company or any of its subsidiaries a party to any arrangements whose object was to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

DIRECTORS' INTERESTS IN SHARES AND DEBENTURES

According to the Register of Directors' Shareholdings required to be kept under Section 59 of the Companies Act 2016, none of the Directors who held office at the end of the financial year held any shares or debentures in the Company or its subsidiaries during the financial year except as follows:

	Number of ordinary shares			
	At 1 April 2021	**Acquired**	**(Disposed)**	**At 31 March 2022**
In the Company				
Direct interest				
Teoh Kok Liang	18,000	–	–	18,000
Teoh Seng Kar	468,000	–	–	468,000
Datuk Wira Lim Chiun Cheong	6,000	–	–	6,000
Lee Khim Sin	26,000	–	–	26,000
Indirect interest				
Teoh Kok Liang*	190,000	–	–	190,000
Lee Khim Sin*	96,000	–	–	96,000

* deemed interest by virtue of shares held by spouse/children.

DIVIDENDS

The dividend paid or declared by the Company since the end of the previous financial year was as follows:

	RM
In respect of the financial year ended 31 March 2021:	
First and final single-tier dividend of RM0.025 per share on 100,000,000 ordinary shares, declared on 30 September 2021 and paid on 18 October 2021	2,500,000

The Directors propose a first and final single-tier dividend of RM0.025 per ordinary share in respect of the financial year ended 31 March 2022 amounting to RM2,500,000, which is subject to the approval of shareholders at the forthcoming Annual General Meeting.

DIRECTORS' REMUNERATION

Details of Directors' remuneration are set out in Note 9 to the financial statements.

INDEMNITY AND INSURANCE FOR DIRECTORS AND OFFICERS

There was no indemnity coverage and insurance premium paid for Directors and Officers of the Group and of the Company during the financial year.

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 there were no bad debts to be written off and no provision for doubtful debts was required; and

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

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

    (i) which would render it necessary to write off any bad debts or to make any provision for doubtful debts in the financial statements of the Group and of the Company; or

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

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

(c) At the date of this report:

    (i) there are no charges on the assets of the Group and of the Company which have arisen since the end of the financial year which secures the liabilities of any other person; and

    (ii) there are no contingent liabilities in the Group and in the Company which have arisen since the end of the financial year.

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

(e) At the date of this report, the Directors are not aware of any circumstances not otherwise dealt with in this report or the financial statements of the Group and of the Company which would render any amount stated in the respective financial statements misleading.

Directors' Report
for the Financial Year Ended 31 March 2022

(cont'd)

OTHER STATUTORY INFORMATION (CONT'D)

(f) In the opinion of the Directors:

(i) 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; and

(ii) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made.

SUBSIDIARIES

Details of subsidiaries are set out in Note 12 to the financial statements.

AUDITORS

Details of auditors' remuneration are set out in Note 8 to the financial statements.

There was no indemnity given to or insurance effected for the auditors of the Group and of the Company.

The Auditors, Grant Thornton Malaysia PLT, have expressed their willingness to continue in office.

This report was approved by the Board of Directors on 21 June 2022.

Signed on behalf of the Board of Directors:

TEOH KOK LIANG
DIRECTOR

DATO' TAN HUAT SHENG
DIRECTOR

Kuala Lumpur

STATEMENTS OF COMPREHENSIVE INCOME
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022

		Group		Company	
	Note	**2022 RM**	**2021 RM**	**2022 RM**	**2021 RM**
Revenue	6	3,256,243	2,885,854	500,000	500,000
Cost of sales		(1,031,483)	(1,018,700)	–	–
Gross profit		2,224,760	1,867,154	500,000	500,000
Other operating income	8(a)	146,259	230,918	133,349	229,718
Administrative expenses		(2,620,914)	(2,484,348)	(594,122)	(629,721)
(Loss)/Profit from operation		(249,895)	(386,276)	39,227	99,997
Finance income	7	886,510	1,169,222	790,136	1,056,178
Profit before taxation	8	636,615	782,946	829,363	1,156,175
Taxation	10	(587,265)	(649,241)	(179,698)	(242,203)
Profit for the financial year		49,350	133,705	649,665	913,972
Total comprehensive income for the financial year		49,350	133,705	649,665	913,972
Profit for the financial year attributable to:					
Owners of the Company		49,350	133,705	649,665	913,972
Total comprehensive income for the financial year attributable to:					
Owners of the Company		49,350	133,705	649,665	913,972

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

STATEMENTS OF FINANCIAL POSITION
AS AT 31 MARCH 2022

		Group		Company	
	Note	**2022 RM**	**2021 RM**	**2022 RM**	**2021 RM**
ASSETS					
Non-current assets					
Property, plant and equipment	11	1,609,436	1,828,580	1,069,547	1,149,043
Investments in subsidiaries	12	–	–	44,065,821	42,665,821
Inventories	13	19,332,495	19,323,495	–	–
Investment properties	14	16,426,921	17,182,474	–	–
Other financial assets	15	–	1	–	1
		37,368,852	38,334,550	45,135,368	43,814,865
Current assets					
Inventories	13	14,315,665	14,291,340	–	–
Receivables	16	1,105,865	1,234,428	430,549	445,980
Tax recoverable		4,263	614	2,878	–
Amounts due from subsidiaries	17	–	–	506,613	1,003,912
Deposits with licensed banks	18	40,211,190	42,085,094	34,539,427	37,439,427
Short term funds	18	6,375,626	6,242,277	6,375,626	6,242,277
Cash and bank balances	18	738,320	639,008	146,519	72,191
		62,750,929	64,492,761	42,001,612	45,203,787
Total assets		100,119,781	102,827,311	87,136,980	89,018,652
EQUITY					
Capital and reserves attributable to owners of the Company					
Share capital	19	50,000,000	50,000,000	50,000,000	50,000,000
Revaluation and other reserves	20	12,429,454	12,429,454	9,022,496	9,022,496
Retained earnings		34,901,378	37,352,028	27,885,688	29,736,023
Total equity		97,330,832	99,781,482	86,908,184	88,758,519

Statements of Financial Position
as at 31 March 2022

(cont'd)

	Note	Group 2022 RM	Group 2021 RM	Company 2022 RM	Company 2021 RM
LIABILITIES					
Non-current liability					
Deferred tax liabilities	21	1,072,430	1,089,447	–	–
		1,072,430	1,089,447	–	–
Current liabilities					
Payables	22	1,682,461	1,899,819	228,796	233,032
Current tax liabilities		34,058	56,563	–	27,101
		1,716,519	1,956,382	228,796	260,133
Total liabilities		2,788,949	3,045,829	228,796	260,133
Total equity and liabilities		100,119,781	102,827,311	87,136,980	89,018,652

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022

		Revaluation and other reserves			
	Share capital RM	**Revaluation reserve RM**	**Capital reserve RM**	**Retained earnings RM**	**Total equity RM**
Group					
At 1 April 2021	50,000,000	4,390,958	8,038,496	37,352,028	99,781,482
Total comprehensive income for the financial year	–	–	–	49,350	49,350
Transaction with owners: - dividend (Note 23)	–	–	–	(2,500,000)	(2,500,000)
At 31 March 2022	50,000,000	4,390,958	8,038,496	34,901,378	97,330,832
At 1 April 2020	50,000,000	4,390,958	8,038,496	39,718,323	102,147,777
Total comprehensive income for the financial year	–	–	–	133,705	133,705
Transaction with owners: - dividend (Note 23)	–	–	–	(2,500,000)	(2,500,000)
At 31 March 2021	50,000,000	4,390,958	8,038,496	37,352,028	99,781,482

COMPANY STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022

		Revaluation and other reserves			
	Share capital RM	**Revaluation reserve RM**	**Capital reserve RM**	**Retained earnings RM**	**Total equity RM**
Company					
At 1 April 2021	50,000,000	984,000	8,038,496	29,736,023	88,758,519
Total comprehensive income for the financial year	–	–	–	649,665	649,665
Transaction with owners: - dividend (Note 23)	–	–	–	(2,500,000)	(2,500,000)
At 31 March 2022	50,000,000	984,000	8,038,496	27,885,688	86,908,184
At 1 April 2020	50,000,000	984,000	8,038,496	31,322,051	90,344,547
Total comprehensive income for the financial year	–	–	–	913,972	913,972
Transaction with owners: - dividend (Note 23)	–	–	–	(2,500,000)	(2,500,000)
At 31 March 2021	50,000,000	984,000	8,038,496	29,736,023	88,758,519

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

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022

	Note	Group 2022 RM	Group 2021 RM	Company 2022 RM	Company 2021 RM
CASH FLOWS FROM OPERATING ACTIVITIES					
Profit for the financial year		49,350	133,705	649,665	913,972
Adjustments:					
Property, plant and equipment:					
- depreciation		219,144	200,946	79,496	82,332
- write off		–	1	–	1
Investment properties:					
- depreciation		755,553	755,553	–	–
Gain on disposal of property, plant and equipment		–	(11,999)	–	(11,999)
Other financial assets					
- write off		1	–	1	–
Interest income		(886,510)	(1,169,222)	(790,136)	(1,056,178)
Taxation		587,265	649,241	179,698	242,203
		675,453	424,520	(530,941)	(743,641)
		724,803	558,225	118,724	170,331
Changes in working capital:					
Receivables		118,714	(287,893)	4,791	3,360
Payables		(217,358)	518,892	(4,236)	(161,007)
Intra group balances		–	–	(902,701)	(655,066)
		(98,644)	230,999	(902,146)	(812,713)
Cash generated from/(utilised) for operations		626,159	789,224	(783,422)	(642,382)
Tax paid		(630,772)	(739,868)	(209,677)	(302,733)
Tax refunded		336	755	–	–
Interest received		896,359	1,495,906	800,776	1,369,468
Net operating cash flows		892,082	1,546,017	(192,323)	424,353

Statements of Cash Flows
for the Financial Year Ended 31 March 2022

(cont'd)

	Note	Group 2022 RM	Group 2021 RM	Company 2022 RM	Company 2021 RM
CASH FLOWS FROM INVESTING ACTIVITIES					
Property development costs incurred		(33,325)	(207,948)	–	–
Purchase of property, plant and equipment		–	(202,488)	–	–
Proceed from disposal of property, plant and equipment		–	12,000	–	12,000
Net placement of deposits more than 3 months maturity		2,977,698	1,967,390	3,000,000	2,000,000
Net investing cash flows		2,944,373	1,568,954	3,000,000	2,012,000
CASH FLOWS FROM FINANCING ACTIVITIES					
Dividend paid to shareholders		(2,500,000)	(2,500,000)	(2,500,000)	(2,500,000)
Movement in pledged deposits		(3,794)	(4,915)	–	–
Net financing cash flows		(2,503,794)	(2,504,915)	(2,500,000)	(2,500,000)
NET MOVEMENT IN CASH AND CASH EQUIVALENTS DURING THE FINANCIAL YEAR		1,332,661	610,056	307,677	(63,647)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL YEAR		8,731,285	8,121,229	7,414,468	7,478,115
CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL YEAR	18	10,063,946	8,731,285	7,722,145	7,414,468

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022

1 PRINCIPAL ACTIVITIES AND CORPORATE INFORMATION

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are set out in Note 12 to the financial statements. There have been no significant changes in the nature of these activities during the financial year.

The Company is a public limited liability company, incorporated and domiciled in Malaysia.

The address of the registered office and the principal place of business of the Company is 8th Floor, Menara Cosway, Plaza Berjaya, 12 Jalan Imbi, 55100 Kuala Lumpur.

The financial statements have been approved for issue in accordance with a resolution of the Board of Directors dated 21 June 2022.

2 BASIS OF PREPARATION

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

The financial statements have been prepared under the historical cost convention except as disclosed in the summary of significant accounting policies.

The financial statements are presented in Ringgit Malaysia (“RM”) which is the Group’s and the Company’s functional currency and all values are rounded to the nearest RM except when otherwise stated.

The preparation of financial statements in conformity with MFRS requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reported period. It also requires Directors to exercise their judgement in the process of applying the Group’s and the Company’s accounting policies. Although these estimates and judgement are based on the Directors’ best knowledge of current events and actions, actual results may differ.

The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the Group’s and the Company’s financial statements are disclosed in Note 3(t) to the financial statements.

(a) Standards and amendments to published standards that are effective and applicable to the Group and the Company

The Group and the Company have applied the following standards, amendments and improvements for the first time for the financial year beginning on 1 April 2021:

(a) Financial year beginning on or after 1 June 2020

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

(b) Financial year beginning on or after 1 January 2021

- Amendments to MFRS 4 ‘Insurance Contracts’, MFRS 9 ‘Financial Instruments’, MFRS 139 ‘Financial Instruments: Recognition and Measurement’, MFRS 7 ‘Financial Instruments: Disclosures’ and MFRS 16 ‘Leases’ – Interest Rate Benchmark Reform- Phase 2

(c) Financial year beginning on or after 1 April 2021

- Amendments to MFRS 16 ‘Leases’ – Covid-19-Related Rent Concessions beyond 30 June 2021.

The adoption of the above amendments to the standards do not have any impact on the financial statements of the Group and of the Company in the financial year of initial application or any prior periods.

2 BASIS OF PREPARATION (CONT'D)

(b) Standards and amendments to published standards that are not yet effective and not early adopted

(a) Financial year 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- Cost of Fulfilling a Contract
- Annual Improvements to MFRS Standards 2018 – 2020, MFRS 1, MFRS 9 and MFRS 141

(b) Financial year beginning on or after 1 January 2023

- MFRS 17, Amendments to MFRS 17 'Insurance Contracts' and Amendments to MFRS 17 'Initial Application of MFRS 17 and MFRS 9' – Comparative Information
- Amendments to MFRS 4 'Insurance Contracts' – Extension of Temporary Exemption from Applying MFRS 9
- Amendments to MFRS 101 'Presentation of Financial Statements' – Classification of Liabilities as Current or Non-current
- Amendments to MFRS 101 'Presentation of Financial Statements' – Disclosure of Accounting Policies
- Amendments to MFRS 108 'Accounting Policies, Changes in Accounting Estimates and Errors' – Definition of Accounting Estimates
- Amendments to MFRS 112 'Income Taxes' – Deferred Tax related to Assets and Liabilities arising from a Single Transaction

(c) Amendments to MFRS – effective date deferred indefinitely

- Amendments to MFRS 10 ad MFRS 128 'Consolidated Financial Statement and Investment in Associates and Joint Ventures' – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

Based on the Group's preliminary assessment, the adoption of these new standards and amendments to standards will not have any material impact on the financial statements of the Group and of the Company in the financial year of initial application.

3 SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of consolidation

Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement and fair value of any pre-existing equity interest in the subsidiary. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

3 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(a) Basis of consolidation (cont'd)

Subsidiaries (cont'd)

The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of acquiree's identifiable net assets.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recognised as goodwill. If the total consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the profit or loss (see Note 3(b) on goodwill).

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date and any gains or losses arising from such re-measurement are recognised in profit or loss.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in accordance with MFRS 9 in profit or loss. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statements of comprehensive income, statements of changes in equity and statements of financial position respectively.

Changes in ownership interests in subsidiaries without change of control

Transactions with non-controlling interests that do not result in loss of control are accounted for as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised in equity attributable to owners of the Group.

Disposal of subsidiaries

When the Group ceases to consolidate because of a loss of control, any retained interest in the entity is re-measured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

Gains or losses on the disposal of subsidiaries include the carrying amount of goodwill relating to the subsidiaries sold.

3 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(a) Basis of consolidation (cont'd)

Investments in subsidiaries

In the Company's separate financial statements, investments in subsidiaries are carried at cost less accumulated impairment losses. On disposal of investments in subsidiaries the difference between disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

The amounts due from subsidiaries of which the Company does not expect repayment in the foreseeable future are considered as part of the Company's investments in the subsidiaries.

(b) Goodwill on consolidation

Goodwill arises on the acquisition of subsidiaries and represents the excess of the consideration transferred over the Group's interest in net fair value of the net identifiable assets, liabilities and contingent liabilities of the acquiree and the fair value of the non-controlling interest in the acquiree.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the cash-generating units ("CGUs"), or groups of CGUs that is expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of goodwill is compared to the recoverable amount, which is the higher of value in use and the fair value less costs to sell. Any impairment is recognised immediately as an expense and is not subsequently reversed.

(c) Property, plant and equipment

Property, plant and equipment are initially stated at cost less accumulated depreciation and impairment losses. The cost of an item of property, plant and equipment initially recognised includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Cost also includes borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying.

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. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are recognised as expenses in the statements of profit or loss and other comprehensive income during the financial years in which they are incurred.

Freehold land is not depreciated as it has an infinite life. Other property, plant and equipment are depreciated on the straight line method to allocate the cost to their residual values over their estimated useful lives, summarised as follows:

Office premises	50 years
Plant and machinery	5 to 15 years
Furniture, fittings and equipment	3 to 10 years
Motor vehicles	5 years

Residual values and useful lives of assets are reviewed, and adjusted if appropriate, at the end of the reporting period. The Group carries out assessment on residual values and useful lives of assets on an annual basis. There was no adjustment arising from the assessment performed in the financial year.

3 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(c) Property, plant and equipment (cont'd)

At the end of the reporting period, the Group assesses whether there is any indication of impairment. If such indications exist, an analysis is performed to assess whether the carrying amount of the asset is fully recoverable. A write down is made if the carrying amount exceeds the recoverable amount (see Note 3(f) on impairment of non-financial assets).

Gains and losses on disposals are determined by comparing net disposal proceeds with carrying amount and are included in profit or loss.

(d) Investment properties

Investment properties, comprising principally land and buildings, are held for long-term rental yields or for capital appreciation or both, and are not occupied by the Group.

Investment property is measured initially at its cost, including related transaction costs and borrowing costs if the investment property meets the definition of qualifying asset.

Investment properties, other than leasehold land, are stated at cost less accumulated depreciation and any impairment losses. Investment properties are depreciated on the straight line basis to write off the cost of the assets to their residual values over their estimated useful lives of 50 years or unexpired leasehold period whichever shorter.

Land held under operating leases is classified and accounted for by the Group as investment property when the definition of investment property is met. The operating lease is accounted for as if it were a finance lease. Investment properties are depreciated on the straight line basis to allocate the cost to their residual values over their estimated useful lives, summarised as follows:

Leasehold land and buildings	50 years or unexpired leasehold period, whichever shorter

Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

On disposal of an investment property, or when it is permanently withdrawn from use and no future economic benefits are expected from its disposal, it shall be derecognised (eliminated from the statements of financial position). The difference between the net disposal proceeds and the carrying amount is recognised as gain or loss in the profit or loss in the period of the retirement or disposal.

Right-of-use assets that meet the definition of investment property

Right-of-use assets that meet the definition of investment property in accordance with MFRS 140 is presented in the statements of financial position as investment property. Subsequent measurement of the right-of-use asset is consistent with those investment properties owned by the Group.

(e) Leases

(a) Accounting by lessee

Leases are recognised as right-of-use ("ROU") asset and a corresponding liability at the date on which the leased asset is available for use (i.e. the commencement date).

Contracts may contain both lease and non-lease components. Consideration in the contract is allocated to the lease and non-lease components based on their relative stand-alone prices.

3 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(e) Leases (cont'd)

(a) Accounting by lessee (cont'd)

Lease term

In determining the lease term, facts and circumstances that create an economic incentive to exercise an extension option, or not to exercise a termination option are considered. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not to be terminated).

The lease term in reassessed upon the occurrence of a significant event or change in circumstances that is within the control of the Group and the Company and affect whether the Group and the Company are reasonably certain to exercise an option not previously included in the determination of lease term. A revision in lease term results in remeasurement of the lease liabilities.

ROU assets

ROU assets are initially measured at cost comprising the following:
- The amount of the initial measurement of lease liability;
- Any lease payments made at or before the commencement date less any lease incentive received;
- Any initial direct costs; and
- Decommissioning or restoration costs.

ROU assets that are not investment properties are subsequently measured at cost, less accumulated depreciation and impairment loss (if any). The ROU assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group and the Company are reasonable certain to exercise a purchase option, the ROU assets are depreciated over the underlying asset's useful life. In addition, the ROU assets are adjusted for certain measurement of the lease liabilities.

The Group's ROU assets are presented within 'Investment properties' in the statements of financial position.

Lease liabilities

Lease liabilities are initially measured at the present value of the payments that are not paid at that date. The lease payments include the following:
- Fixed payments (including in-substance fixed payments), less any lease incentive receivable;
- Variable lease payments that are based on an index or a rate, initially measured using the index or rate at the commencement date;
- Amounts expected to be payable under residual value guarantees;
- The exercise price of a purchase and extension options if it is reasonably certain to exercise that options; and
- Payments of penalties for terminating the lease, if the lease term reflects the Group and the Company exercising that option.

Lease payments are discontinued using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group and the Company, the lessee's incremental borrowing is used. This is the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the ROU in a similar economic environment with similar term, security and conditions.

3 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(e) Leases (cont'd)

(a) Accounting by lessee (cont'd)

Lease liabilities (cont'd)

Lease payments are allocated between principal and finance cost. The finance cost is charged to the statements of comprehensive income over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Variable lease payment that depend on sales are recognised in the statements of comprehensive income in the period in which the condition that triggers those payments occurs.

Short-term leases and leases of low value assets

Short-term leases are leases with a lease term of twelve (12) months or less. Payments associated with short-term leases and low-value assets are recognised on a straight-line basis as an expense in the statements of comprehensive income.

(b) Accounting by lessor

As a lessor, the Group and the Company determine at lease inception whether each lease is a finance lease or an operating lease. To classify each lease, the Group and the Company make an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to the ownership of the underlying asset to the lessee. As part of this assessment, the Group and the Company consider certain indicators such as whether the lease is for the major part of the economic life of the asset.

Finance leases

The Group and the Company classify a lease as a finance lease if the lease transfers substantially all the risks and rewards incidental to the ownership of an underlying asset to the lessee.

The Group and the Company derecognise the underlying asset and recognise a receivable at an amount equal to the net investment in a finance lease. Net investment in a finance lease is measured at an amount equal to the sum of the present value of lease payments from lessee and the unguaranteed residual value of the underlying asset. Initial direct costs are also included in the initial measurement of the net investment. The net investment is subject to impairment under MFRS 9 'Financial Instruments'. In addition, the Group and the Company review regularly the estimated unguaranteed residual value.

Lease income is recognised over the term of the lease using the net investment method so as to reflect a constant periodic rate of return. The Group and the Company revise the lease income allocation if there is a reduction in the estimated unguaranteed residual value.

Operating leases

The Group and the Company classify a lease as an operating lease if the lease does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset to the lessee.

When assets are leased out under an operating lease, the asset is included in the lessor's statements of financial position based on the nature of asset.

3 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(e) Leases (cont'd)

(b) Accounting by lessor (cont'd)

Operating leases (cont'd)

Rental income on operating leases is recognised over the term of the lease on a straight-line basis. Rental income is shown net of rebates and discounts. Rental income includes base rent, percentage rent and other rent related income from tenants. Base rent is recognised on a straight-line basis over the lease term. Percentage rent is recognised based on sales reported by tenants. When the Group and the Company provide incentives or rebates to the tenants, the cost of incentives or rebates is capitalised as deferred lease incentive and is recognised over the lease term, on a straight-line basis, as a reduction of rental income. Initial direct cost incurred by the Group and the Company in negotiating and arranging an operating lease is recognised as an asset (deferred lease incentive) and amortised over the lease term on the same basis as the rental income.

Separating lease and non-lease components

If an arrangement contains lease and non-lease components, the Group and the Company allocate the consideration in the contract to the lease and non-lease components based on the stand-alone selling prices in accordance with the principles in MFRS 15 'Revenue from Contracts with Customers'.

(f) Impairment of non-financial assets

Assets that have an indefinite useful life, for example goodwill, are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value-in-use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there is separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of the reporting period.

The impairment loss is charged to profit or loss and presented in other operating expenses unless it reverses a previous revaluation in which case it is charged to the revaluation surplus. Impairment losses on goodwill are not reversed. In respect of other assets, any subsequent increase in recoverable amount is recognised in profit or loss and presented in other operating income unless it reverses an impairment loss on a revalued asset in which case it is taken to revaluation surplus reserve.

(g) Inventories

(i) Land held for property development

Land held for property development consists of cost of land on which no significant development work has been undertaken or where development activities are not expected to be completed within the normal operating cycle. Land held for property development is classified as non-current asset and is carried at cost less accumulated impairment losses, if any.

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

Land held for property development is transferred to property development costs (under current assets) when development activities have commenced and where the development activities can be completed within the Group's normal operating cycle.

Where an indication of impairment exists, the carrying amount of the asset is assessed and written down immediately to its recoverable amount. Refer to accounting policy on impairment of non-financial assets as set out in Note 3(f) of the financial statements.

3 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(g) Inventories (cont'd)

(ii) Property development costs

Cost is determined based on a specific identification basis. Property development costs comprising costs of land, land enhancement costs, direct materials, direct labour, other direct costs, attributable overheads and payments to subcontractors that meet the definition of inventories are recognised as an asset and are stated at the lower of cost and net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and applicable selling expenses. The property development costs is subsequently recognised as an expense in profit or loss when or as the control of the asset is transferred to the customer.

Property development costs for which work has been undertaken and development activities are expected to be completed within the Group's normal operating cycle, is classified as current asset.

(h) Cash and cash equivalents

For the purpose of the statements of cash flows, cash equivalents are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes. Cash and cash equivalents comprise cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities of 3 months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Bank overdrafts which are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents in the statements of cash flows. In the statements of financial position, banks overdrafts are shown within borrowings in current liabilities.

(i) Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if payment is due within one year or less.

Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

(j) Revenue recognition

<u>Lease income on operating leases</u>

See Note 3(e)(b) on Leases – Accounting by lessor.

<u>Interest income</u>

Interest income is recognised using the effective interest method. When a financial asset is impaired, the Group and the Company reduce the carrying amount to its recoverable amount, being the estimated future cash flows discounted at the original effective interest rate of the instrument, and continue unwinding the discount as interest income. Interest income on impaired financial assets are recognised using the original effective interest rate.

<u>Dividend income</u>

Dividend income from investments in subsidiaries and available for sale investments is recognised when the Group's or Company's right to receive payment is established.

3 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(k) Employee benefits

(i) Short-term employee benefits

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

(ii) Post-employment benefits

The Group's post-employment benefits to its employees represents contributions to a defined contribution plan, the Employees' Provident Fund, are charged to the profit or loss in the period to which they relate. Once the contributions have been paid, the Group has no further payment obligations.

(l) Foreign currencies

<u>Functional and presentation currency</u>

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The consolidated financial statements are presented in Ringgit Malaysia, which is the Group and the Company's functional and presentation currency.

(m) Current and deferred income taxes

The tax expense for the financial year comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Group's subsidiaries and associates operate and generate taxable income.

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities. This liability is measured using the single best estimate of the most likely outcome.

Deferred tax is recognised, using the liability method, on temporary differences arising between the amounts attributed to assets and liabilities for tax purposes and their carrying amounts in the financial statements. However, deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax is determined using tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled. Deferred tax liability is not recognised on initial recognition of goodwill on consolidation.

Deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, unused tax losses or unused tax credits can be utilised.

Deferred tax is recognised on temporary differences arising on investments in subsidiaries except where the timing of the reversal of the temporary difference can be controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

3 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(m) Current and deferred income taxes (cont'd)

Deferred and income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

(n) Share capital

(i) Classification

Ordinary shares with discretionary dividend are classified as equity.

(ii) Share issue costs

Incremental costs directly attributable to the issue of new shares or options are deducted against share capital.

(iii) Dividends to shareholders of the Company

Distribution to holders of an equity instrument are debited directly to equity, net of any related income tax benefit and the corresponding liability is recognised in the financial year in which the dividends are approved or transfer to proposed dividend reserve if it is proposed.

(o) Transactions with shareholders

Capital transactions with shareholders acting in their capacity as equity holders, such as contributions and distributions to shareholders, are recognised directly to reserves at their carrying value and are presented in the statements of changes in equity.

When the Company distributes non-cash assets to the shareholders, the credit balance in reserves representing the cumulative unrecognised gains associated with the non-cash assets is reclassified to profit or loss of the Company.

(p) Financial assets

(i) Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income ("OCI") or through profit or loss), and
- those to be measured at amortised cost

(ii) Recognition and initial measurement

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

(iii) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss ("FVTPL"), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss.

3 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(p) Financial assets (cont'd)

(iii) Measurement (cont'd)

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. The Group reclassifies debt investments when and only when its business model for managing those assets changes.

Amortised cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payment of principal and interest ("SPPI") are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other operating income/(expenses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the statements of comprehensive income as applicable.

Equity instruments

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

Changes in the fair value of financial assets at FVTPL are recognised in other operating income/(expenses) in the statements of comprehensive income as applicable.

(iv) Subsequent measurement – impairment of financial assets

The Group assesses on a forward looking basis the expected credit loss ("ECL") associated with its debt instruments carried at amortised cost and at FVOCI and financial guarantee contracts issued. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

The Group's and the Company's trade and other receivables and amounts due from subsidiaries are subject to the ECL model.

While cash and cash equivalents are also subject to the impairment requirements of MFRS 9, the identified impairment loss was immaterial.

ECL represent a probability-weighted estimate of the difference between present value of cash flows according to contract and present value of cash flows the Group expects to receive, over the remaining life of the financial instrument.

The measurement of ECL reflects:
- an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- the time value of money; and
- reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

3 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(p) Financial assets (cont'd)

(iv) Subsequent measurement – impairment of financial assets (cont'd)

General 3 stage approach for other receivables and amounts due from subsidiaries

At each reporting date, the Group measures ECL through loss allowance of an amount equal to 12 month ECL if credit risk on a financial instrument or a group of financial instruments has not increased significantly since initial recognition. For all other financial instruments, a loss allowance at an amount equal to lifetime ECL is required. Note 4 to the financial statements sets out the measurement details of ECL.

Simplified approach for trade receivables

The Group applies the MFRS 9 simplified approach to measure ECL which uses a lifetime ECL for all trade receivables. Note 4 sets out the measurement details of ECL.

Significant increase in credit risk

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

The following indicators are incorporated:
- internal credit rating;
- external credit rating (as far as available);
- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the debtor's ability to meet its obligations;
- actual or expected significant changes in the operating results of the debtor;
- significant increases in credit risk on other financial instruments of the same debtor;
- significant changes in the value of the collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements; and
- significant changes in the expected performance and behaviour of the debtor, including changes in the payment status of debtor in the Group and changes in the operating results of the debtor.

Macroeconomic information (such as market interest rates or growth rates) is incorporated as part of the internal rating model.

Regardless of the analysis above, a significant increase in credit risk is presumed if a debtor is more than 30 days past due in making a contractual payment.

Definition of default and credit-impaired financial assets

The Group defines a financial instrument as default, which is fully aligned with the definition of credit-impaired, when it meets one or more of the following criteria:

Quantitative criteria:

The Group defines a financial instrument as default, when the counterparty fails to make contractual payment within 90 days of when they fall due.

3 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(p) Financial assets (cont'd)

(iv) Subsequent measurement – impairment of financial assets (cont'd)

Qualitative criteria:

The debtor meets unlikeliness to pay criteria, which indicates the debtor is in significant financial difficulty. The Group considers the following instances:

- the debtor is in breach of financial covenants;
- concessions have been made by the lender relating to the debtor's financial difficulty;
- it is becoming probable that the debtor will enter bankruptcy or other financial reorganisation; and/or
- the debtor is insolvent.

Financial instruments that are credit-impaired are assessed on individual basis.

Receivables and amounts due from subsidiaries which are in default or credit-impaired are assessed individually.

Write-off

- Receivables

  Receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, and a failure to make contractual payments for a period of greater than 365 days past due.

  Impairment losses on trade receivables and contract assets are presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

(q) Financial liabilities

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

Financial liabilities are recognised initially at fair value, plus, in the case of financial liabilities other than derivatives, directly attributable transactions costs.

Subsequent to initial recognition, all financial liabilities are measured at amortised cost using the effective interest method.

Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

A financial liability is derecognised when the obligation under the liability is extinguished. When an existing financial liability is replaced by another from the same lender on substantially difference terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

3 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(r) Contingent liabilities

The Group does not recognise contingent liabilities but discloses its existence in the financial statements. A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in the extremely rare case where there is a liability that cannot be recognised because it cannot be measured reliably.

However, contingent liabilities do not include financial guarantee contracts.

The Group recognises separately the contingent liabilities of the acquirees as part of allocating the cost of a business combination where their fair values can be measured reliably. Where the fair values cannot be measured reliably, the resulting effect will be reflected in the goodwill arising from the acquisitions.

Subsequent to the initial recognition, the Group measures the contingent liabilities that are recognised separately at the date of acquisition at the higher of the amount that would be recognised in accordance with the provisions of MFRS 137 'Provisions, Contingent Liabilities and Contingent Assets' and the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with MFRS 15 'Revenue from Contracts with Customers'.

(s) Provisions

Provisions are recognised when:

- the Group has a present legal or constructive obligation as a result of past events;
- it is probable that an outflow of resources will be required to settle the obligation; and
- a reliable estimate of the amount can be made.

Where the Group expects a provision to be reimbursed (for example, under an insurance contract), the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as finance cost expense.

(t) Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions regarding the future. The resulting accounting estimates will, by definition, rarely equal the related actual results. To enhance the information content of the estimates, certain key variables that are anticipated to have material impact to the Group's results and financial position are tested for sensitivity to changes in the underlying parameters. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets or liabilities within the next year are as follows:

3 SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

(t) Critical accounting estimates and judgements (cont'd)

Taxation

Significant judgement is required in determining the provision for income taxes. There are transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for tax based on estimates of tax liability expected to be paid. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

4 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Financial instruments such as receivables excluding prepayments; deposits with licensed banks, cash and bank balances; and payables arise directly from the Group's operations. It is the Group's policy that no trading in financial instruments be undertaken. There has been no change to this policy during the financial year.

The main risks arising from the Group's financial instruments are credit risk and liquidity and cash flow risk. The Board of Directors reviews and agrees policies to manage these risks, which are summarised below:

Credit risk

Deposits held with licensed banks, cash and bank balances and receivables excluding prepayments may give rise to credit risk which requires the loss to be recognised if a counter party fails to perform as contracted. The Group manages credit risk via the Group's associations to business partners with high creditworthiness. It is the Group's policy to monitor the financial standing of these counter parties on an ongoing basis to ensure that the Group is exposed to minimal credit risk.

As at the end of the financial year, there were no significant concentration of credit risk for receivables to the Group and to the Company.

For deposits, cash and bank balances placed with major financial institutions in Malaysia, the Directors are of the view that the possible non-performance by these financial institutions is remote on the basis of their financial strength. The deposits are placed with credit-worthy financial institutions with high credit rating.

The other receivables impairment are assessed individually to determine whether there was objective evidence that an impairment had been incurred but not yet identified. The Group's other receivables predominantly consist of deposits from the authorities and there is no impairment of other receivables as the rate of default and expected loss rate is low.

The Company does not have any significant exposure to any individual customer or counterparty nor does it have any major concentration of credit risk except for amounts due from subsidiaries, which are repayable on demand. The Company has assessed that the subsidiaries has sufficient liquid assets to repay the loan if demanded. Therefore, there is no indication that the amounts are not collectible, hence the ECL allowance is not material.

The maximum exposure to credit risk for the Group is represented by the carrying amount for each financial asset shown on the statements of financial position, as the amounts are not secured against any collaterals.

The credit quality of these financial assets is disclosed in Note 25 of the financial statements.

4 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

Impairment of trade receivable

The Group applies the MFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivable and amounts due from related corporations.

The Group's current credit risk grading framework comprises the following categories:

Category	Description	Basis for recognising expected credit losses ("ECL")
Normal	Collectible, undisputed	Lifetime ECL
Doubtful	Known risk that uncollectible or known dispute	Lifetime ECL
Bad	Known to be uncollectible	Asset is written off

Based on the above, loss allowance is measured on lifetime ECL using a PD x LGD x EAD methodology as follows:

- PD ('probability of default') – the likelihood that the debtor would not be able to repay during the contractual period;
- LGD ('loss given default') – the percentage of contractual cash flows that will not be collected if default happens; and
- EAD ('exposure at default') – the outstanding amount that is exposed to default risk.

In deriving the PD and LGD, the Group considered its historical data by each debtor by category and adjusts for forward-looking macroeconomic data. Loss allowance is measured at a probability weighted amount that reflects the possibility that a credit loss occurs and the possibility that no credit loss occurs. No significant changes to estimate techniques or assumptions were made during the reporting period.

The Group's financial assets are considered to be low credit risks and have a negligible risk of defaults as these counterparties have strong capacity to meet their contractual cash flow obligations in the near term. Accordingly, the Group's loss allowance at the end of the reporting period is Nil (2021: Nil).

Liquidity and cash flow risk

The Group and the Company adopt a prudent liquidity risk management in maintaining sufficient levels of cash and cash equivalents to meet their working capital requirements. In addition, the Group and the Company also manage their operating cash flows and the availability of funding so as to ensure that all funding needs are met.

At the end of the financial year, the undiscounted contractual payments of the Group's and of the Company's financial liabilities equal their carrying value and financial liabilities is within a period of less than 1 year (2021: 1 year).

Fair value hierarchy

Financial instruments carried at fair value are analysed by levels based on valuation method. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1).
- Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

4 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

Fair value hierarchy (cont'd)

The following table presents the Group's and the Company's assets that are measured at fair value as at 31 March 2022 and 31 March 2021:

	Level 1 RM	Level 2 RM	Level 3 RM	Total RM
2022				
Group and Company				
Other financial asset - Unquoted shares	–	–	–	–
2021				
Group and Company				
Other financial asset - Unquoted shares	–	–	1	1

5 CAPITAL RISK MANAGEMENT

The Group considers all equity components as capital.

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

As at 31 March 2022, the Group does not have any debt instruments. In order to maximise the capital structure, or the capital allocation amongst the Group's operating activities, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or take on new debts.

6 REVENUE

Revenue of the Group and of the Company comprise:

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Lease income from land and building	3,256,243	2,885,854	–	–
Dividend income from subsidiary	–	–	500,000	500,000
	3,256,243	2,885,854	500,000	500,000

Notes to the Financial Statements
for the Financial Year Ended 31 March 2022

(cont'd)

7 FINANCE INCOME

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Interest income from deposits with licensed banks	886,510	1,169,222	790,136	1,056,178

8 PROFIT BEFORE TAXATION

Profit before taxation is stated after charging:

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Auditors' remuneration	50,000	50,000	26,000	26,000
Property, plant and equipment				
- depreciation	219,144	200,946	79,496	82,332
- written off	–	1	–	1
Investment properties				
- depreciation	755,553	755,553	–	–
Other financial assets				
- written off	1	–	1	–
Staff costs (Note 9)	1,255,302	1,219,928	85,000	85,000

and crediting:

Other operating income [Note 8(a)]	146,259	230,918	133,349	229,718

(a) Other operating income comprise of:

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Gain on disposal of property, plant and equipment	–	11,999	–	11,999
Dividend income from financial asset at fair value through profit or loss	133,349	217,719	133,349	217,719
Others	12,910	1,200	–	–
	146,259	230,918	133,349	229,718

9 STAFF COSTS

	Group		Company	
	2022 RM	**2021 RM**	**2022 RM**	**2021 RM**
Directors' fees	85,000	85,000	85,000	85,000
Salaries and other emoluments	1,029,428	998,064	-	-
Defined contribution plan	140,874	136,864	-	-
	1,255,302	1,219,928	85,000	85,000

Included in staff costs is the Directors' remuneration as below:-

Directors' remuneration

	Group		Company	
	2022 RM	**2021 RM**	**2022 RM**	**2021 RM**
Executive Directors:				
Directors of the Company				
- fees	34,000	34,000	34,000	34,000
- salaries and other emoluments	434,923	434,923	-	-
- defined contribution plan	56,420	56,420	-	-
	525,343	525,343	34,000	34,000
Director of a subsidiary				
- salaries and other emoluments	259,093	259,152	-	-
- defined contribution plan	41,360	41,360	-	-
	300,453	300,512	-	-
	825,796	825,855	34,000	34,000
Non-Executive Directors:				
- fees	51,000	51,000	51,000	51,000
	876,796	876,855	85,000	85,000

The estimated monetary value of benefits-in-kind received and receivable by the Directors otherwise than in cash from the Group amounted to RM26,200 (2021: RM22,700).

10 TAXATION

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Current tax	604,282	655,867	179,698	242,203
Deferred tax (Note 21)	(17,017)	(6,626)	–	–
	587,265	649,241	179,698	242,203
Current tax:				
Current financial year	604,824	656,141	180,151	242,429
Over provision in prior financial year	(542)	(274)	(453)	(226)
	604,282	655,867	179,698	242,203
Deferred tax:				
Origination and reversal of temporary differences	(17,017)	(6,626)	–	–
	(17,017)	(6,626)	–	–
	587,265	649,241	179,698	242,203

The explanation of the relationship between tax expense and profit before taxation is as follows:

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Numerical reconciliations between tax expense and the product of accounting profit multiplied by the Malaysian tax rate				
Profit before taxation	636,615	782,946	829,363	1,156,175
Tax calculated at the Malaysian tax rate of 24% (2021: 24%)	152,788	187,907	199,047	277,482
Tax effects of:				
- expenses not deductible for tax purposes	337,469	333,517	133,108	140,079
- income not subject to income tax	(32,004)	(55,132)	(152,004)	(175,132)
- utilisation of unutilised tax losses	(120,138)	(45,100)	–	–
- utilisation of previously unrecognised deductible temporary differences	(77,236)	(70,782)	–	–
- movement of deferred tax assets not recognised	326,928	299,105	–	–
- over provision of income tax in prior financial year	(542)	(274)	(453)	(226)
	587,265	649,241	179,698	242,203

10 TAXATION (CONT'D)

Subject to agreement with Inland Revenue Board, the amount of unutilised tax losses and unabsorbed capital allowances of certain subsidiary companies for which no deferred tax assets have been recognised as at the end of the financial year are as follows:

	Group 2022 RM	Group 2021 RM
Unutilised tax losses	6,784,351	5,948,606
Unabsorbed capital allowances	4,937,942	4,912,061
	11,722,293	10,860,667
Deferred tax assets not recognised at 24% (2021: 24%)	2,813,350	2,606,560

Deferred tax assets in respect of these items have not been recognised as it was not certain that future taxable profit will be available against which the subsidiaries can utilise the benefits.

The components and movement of deferred tax liabilities and assets prior to offsetting are as follows:-

	Plant and equipment RM	Unabsorbed capital allowances RM	Total RM
At 1 April 2020	4,400	(4,400)	–
Recognition in profit or loss	3,388	(3,388)	–
At 31 March 2021	7,788	(7,788)	–
Recognition in profit or loss	(999)	999	–
At 31 March 2022	6,789	(6,789)	–

The expiry of the unrecognised of unutilised tax losses under tax legislation of Malaysia is as follows:

	2022 RM	2021 RM
Year of assessment 2025	–	4,509,520
Year of assessment 2026	–	111,286
Year of assessment 2027	–	95,336
Year of assessment 2028	4,008,946	1,232,464
Year of assessment 2029	111,286	–
Year of assessment 2030	95,336	–
Year of assessment 2031	1,232,464	–
Year of assessment 2032	1,336,319	–
	6,784,351	5,948,606

Subject to agreement with Inland Revenue Board, the amount of unutilised investment tax allowances which are available to set-off against the future taxable profit of Unico Technology Sdn. Bhd., a wholly-owned subsidiary, as at the end of the financial year is RM95,911,000 (2021: RM95,911,000).

11 PROPERTY, PLANT AND EQUIPMENT

Group	Office premises RM	Plant and machinery RM	Furniture, fittings and equipment RM	Motor vehicles RM	Total RM
2022					
Cost					
At 1 April/31 March	3,150,000	466,260	1,586,440	462,659	5,665,359
Accumulated depreciation					
At 1 April	2,025,000	180,209	1,477,569	82,253	3,765,031
Charge for the financial year	75,000	43,250	8,363	92,531	219,144
At 31 March	2,100,000	223,459	1,485,932	174,784	3,984,175
Accumulated impairment losses					
At 1 April/31March	–	–	71,748	–	71,748
Net book value					
Cost	3,150,000	466,260	1,586,440	462,659	5,665,359
Accumulated depreciation	(2,100,000)	(223,459)	(1,485,932)	(174,784)	(3,984,175)
Accumulated impairment losses	–	–	(71,748)	–	(71,748)
At 31 March	1,050,000	242,801	28,760	287,875	1,609,436

Notes to the Financial Statements
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(cont'd)

11 PROPERTY, PLANT AND EQUIPMENT (CONT'D)

Group	Office premises RM	Plant and machinery RM	Furniture, fittings and equipment RM	Motor vehicles RM	Total RM
2021					
Cost					
At 1 April	3,150,000	466,260	1,579,910	364,900	5,561,070
Additions	–	–	9,729	192,759	202,488
Disposal	–	–	–	(95,000)	(95,000)
Write off	–	–	(3,199)	–	(3,199)
At 31 March	3,150,000	466,260	1,586,440	462,659	5,665,359
Accumulated depreciation					
At 1 April	1,950,000	136,959	1,471,327	103,996	3,662,282
Charge for the financial year	75,000	43,250	9,440	73,256	200,946
Disposal	–	–	–	(94,999)	(94,999)
Write off	–	–	(3,198)	–	(3,198)
At 31 March	2,025,000	180,209	1,477,569	82,253	3,765,031
Accumulated impairment losses					
At 1 April/31March	–	–	71,748	–	71,748
Net book value					
Cost	3,150,000	466,260	1,586,440	462,659	5,665,359
Accumulated depreciation	(2,025,000)	(180,209)	(1,477,569)	(82,253)	(3,765,031)
Accumulated impairment losses	–	–	(71,748)	–	(71,748)
At 31 March	1,125,000	286,051	37,123	380,406	1,828,580

11 PROPERTY, PLANT AND EQUIPMENT (CONT'D)

Company	Office premises RM	Furniture, fittings and equipment RM	Motor vehicles RM	Total RM
2022				
Cost				
At 1 April/31 March	3,150,000	774,262	–	3,924,262
Accumulated depreciation				
At 1 April	2,025,000	750,219	–	2,775,219
Charge for the financial year	75,000	4,496	–	79,496
At 31 March	2,100,000	754,715	–	2,854,715
Net book value				
Cost	3,150,000	774,262	–	3,924,262
Accumulated depreciation	(2,100,000)	(754,715)	–	(2,854,715)
At 31 March	1,050,000	19,547	–	1,069,547
2021				
Cost				
At 1 April	3,150,000	777,461	95,000	4,022,461
Disposal	–	–	(95,000)	(95,000)
Write off	–	(3,199)	–	(3,199)
At 31 March	3,150,000	774,262	–	3,924,262
Accumulated depreciation				
At 1 April	1,950,000	746,085	94,999	2,791,084
Charge for the financial year	75,000	7,332	–	82,332
Disposal	–	–	(94,999)	(94,999)
Write off	–	(3,198)	–	(3,198)
At 31 March	2,025,000	750,219	–	2,775,219
Net book value				
Cost	3,150,000	774,262	–	3,924,262
Accumulated depreciation	(2,025,000)	(750,219)	–	(2,775,219)
At 31 March	1,125,000	24,043	–	1,149,043

12 INVESTMENTS IN SUBSIDIARIES

	Company 2022 RM	Company 2021 RM
Unquoted shares, at cost	23,533,610	23,533,610
Equity contributions	20,571,972	19,171,972
Unquoted shares, at cost	44,105,582	42,705,582
Less: Allowance for impairment losses	(39,761)	(39,761)
	44,065,821	42,665,821

Investments in subsidiaries are impaired at reporting date when the net assets of the subsidiaries is lower than cost of investment. The movement of the impairment of Company's investments in subsidiaries is as follows:

	Company 2022 RM	Company 2021 RM
At 1 April/31 March	39,761	39,761

The details of subsidiaries are as follows:

Name of company	Principal place of business	Principal activities	Percentage of issued share capital held by holding company 2022 %	2021 %
Direct subsidiaries				
Geok Hong Sdn. Bhd.	Malaysia	Rental of land and building	100	100
Unico Properties Sdn. Bhd.	Malaysia	Property development	100	100
Tat Lian Property Sdn. Bhd.	Malaysia	Property development	100	100
Xing Lian Holdings Sdn. Bhd.	Malaysia	Investment holding	100	100
Subsidiaries of Geok Hong Sdn. Bhd.				
IPC Global Sdn. Bhd.	Malaysia	Rental of land and building	100	100
Fortune Century (M) Sdn. Bhd.	Malaysia	Investment holding	100	100
Jantron Sdn. Bhd.	Malaysia	Investment holding	100	100
Unico Technology Sdn. Bhd.	Malaysia	Investment holding	100	100

Notes to the Financial Statements
for the Financial Year Ended 31 March 2022

(cont'd)

13 INVENTORIES

	Note	Group 2022 RM	Group 2021 RM
Non-current:			
Land held for property development	(a)	19,332,495	19,323,495
Current:			
Property development costs	(b)	14,315,665	14,291,340

(a) Land held for property development

	Group 2022 RM	Group 2021 RM
At 1 April		
Freehold land, at cost	19,318,495	19,318,495
Development costs	5,000	5,000
	19,323,495	19,323,495
Cost incurred during the financial year:		
Development costs	9,000	–
At 31 March	19,332,495	19,323,495
Inventory – Land held for property development is analysed as follows:		
Freehold land, at cost	19,318,495	19,318,495
Development costs	14,000	5,000
	19,332,495	19,323,495

The freehold land acquired by the Group was held for development.

(b) Property development costs

	Group 2022 RM	Group 2021 RM
At 1 April		
Freehold land, at cost	12,693,717	12,693,717
Development costs	1,597,623	1,389,675
	14,291,340	14,083,392
Costs incurred during the financial year:		
Development costs	24,325	207,948
At 31 March	14,315,665	14,291,340
Inventory – Property development cost is analysed as follows:		
Freehold land, at cost	12,693,717	12,693,717
Development costs	1,621,948	1,597,623
	14,315,665	14,291,340

14 INVESTMENT PROPERTIES

Group	Right-of-use asset RM	Building RM	Total RM
2022			
Cost			
At 1 April/31 March	7,588,205	23,801,143	31,389,348
Accumulated depreciation			
At 1 April	2,842,368	8,517,101	11,359,469
Charge for the financial year	156,951	598,602	755,553
At 31 March	2,999,319	9,115,703	12,115,022
Accumulated impairment losses			
At 1 April/31 March	–	2,847,405	2,847,405
Net book value			
Cost	7,588,205	23,801,143	31,389,348
Accumulated depreciation	(2,999,319)	(9,115,703)	(12,115,022)
Accumulated impairment losses	–	(2,847,405)	(2,847,405)
At 31 March	4,588,886	11,838,035	16,426,921
2021			
Cost			
At 1 April/31 March	7,588,205	23,801,143	31,389,348
Accumulated depreciation			
At 1 April	2,685,417	7,918,499	10,603,916
Charge for the financial year	156,951	598,602	755,553
At 31 March	2,842,368	8,517,101	11,359,469
Accumulated impairment losses			
At 1 April/31 March	–	2,847,405	2,847,405
Net book value			
Cost	7,588,205	23,801,143	31,389,348
Accumulated depreciation	(2,842,368)	(8,517,101)	(11,359,469)
Accumulated impairment losses	–	(2,847,405)	(2,847,405)
At 31 March	4,745,837	12,436,637	17,182,474

14 INVESTMENT PROPERTIES (CONT'D)

Lease income generated from and direct operating expenses incurred on investment properties are as follows:

	Group 2022 RM	2021 RM
Lease income	3,256,243	2,885,854
Direct operating expenses	(1,031,483)	(1,018,700)

Prior to the adoption of MFRS, the Group's land and building are stated at fair value base on periodic valuations once every 5 years. Upon adoption of MFRS, the Group has adopted the cost model for their land and building and have applied the transition exemption to state the previously revalued land and building at deemed cost.

As at 31 March 2022, the fair value of investment properties approximates RM26.6 million (2021: RM25.5 million). The fair value was assessed based on the net annual income by deducting the annual outgoings from the gross annual income and capitalising the net income by a suitable rate of return consistent with the type and quality of investment (2021: net income by a suitable rate of return consistent with the type and quality of investment). The valuation is a level 3 fair value estimation.

15 OTHER FINANCIAL ASSETS

	Group and Company 2022 RM	2021 RM
<u>Unquoted shares in Malaysia:</u>		
At cost	–	156,556
Less: Accumulated impairment losses	–	(156,555)
	–	1

16 RECEIVABLES

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Current assets				
Trade receivables	328,384	309,866	–	–
Other receivables	434,385	444,320	414,784	425,425
Deposits	231,078	237,337	9,431	14,221
Prepayments	112,018	242,905	6,334	6,334
	1,105,865	1,234,428	430,549	445,980

Credit terms of trade receivables is 30 days (2021: 30 days). Credit terms of certain trade receivables are assessed and approved on a case by case basis.

17 AMOUNTS DUE FROM SUBSIDIARIES

The amounts due from subsidiaries are non-trade in nature, unsecured and repayable on demand.

The receivables are denominated in Ringgit Malaysia.

18 DEPOSITS WITH LICENSED BANKS/ SHORT TERM FUNDS/ CASH AND BANK BALANCES

Cash and cash equivalents included in the statements of cash flows comprise the following:

	Group		Company	
	2022 RM	**2021 RM**	**2022 RM**	**2021 RM**
Deposits with licensed banks	40,211,190	42,085,094	34,539,427	37,439,427
Short term funds	6,375,626	6,242,277	6,375,626	6,242,277
Cash and bank balances	738,320	639,008	146,519	72,191
Deposits, cash and bank balances	47,325,136	48,966,379	41,061,572	43,753,895
Less: Pledged deposits	(686,851)	(683,057)	-	-
Less: Deposits more than 3 months	(36,574,339)	(39,552,037)	(33,339,427)	(36,339,427)
Cash and cash equivalents	10,063,946	8,731,285	7,722,145	7,414,468

The currency exposure profile of deposits, cash and bank balances is as follows:

	Group		Company	
	2022 RM	**2021 RM**	**2022 RM**	**2021 RM**
Ringgit Malaysia	47,325,136	48,966,379	41,061,572	43,753,895

Included in deposits with licensed banks of the Group are amounts totalling RM686,851 (2021: RM683,057) which have been pledged to the financial institution as security for bank guarantee facilities granted to the Group.

Deposits of the Group and of the Company have maturity periods ranging from 1 day to 15 months (2021: 1 to 365 days).

The weighted average effective interest rates of deposits as at the end of the financial year are 2.12% (2021: 2.17%) per annum and 2.17% (2021: 2.19%) per annum for the Group and the Company respectively.

Bank balances are deposits held at call with banks and do not earn interest.

19 SHARE CAPITAL

	Group and Company			
	2022		2021	
	Number of shares	**RM**	**Number of shares**	**RM**
Issued and fully paid with no par value:- At 1 April/31 March	100,000,000	50,000,000	100,000,000	50,000,000

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

20 REVALUATION AND OTHER RESERVES

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Revaluation reserve	4,390,958	4,390,958	984,000	984,000
Capital reserve	8,038,496	8,038,496	8,038,496	8,038,496
	12,429,454	12,429,454	9,022,496	9,022,496

Revaluation reserve

The revaluation reserve arises from the revaluation of the investment properties of the Group in previous financial years.

Capital reserve

The capital reserve balance relates to the net credit amount recorded arising from the Capital Reduction and Return on Capital exercise in the previous financial years.

21 DEFERRED TAX LIABILITIES

	Group	
	2022 RM	2021 RM
Deferred tax liabilities	(1,072,430)	(1,089,447)

The movements in deferred tax liabilities during the financial year are as follows:

	Group	
	2022 RM	2021 RM
At 1 April	(1,089,447)	(1,096,073)
Recognised in statements of comprehensive income (Note 10):		
- property, plant and equipment	6,882	(3,508)
- investment properties	10,135	10,134
	17,017	6,626
At 31 March	(1,072,430)	(1,089,447)
Subject to income tax		
Deferred tax liabilities:		
- property, plant and equipment	(51,604)	(58,486)
- investment properties	(1,020,826)	(1,030,961)
Deferred tax liabilities	(1,072,430)	(1,089,447)

The analysis of deferred tax liabilities are as follows:

	Group	
	2022 RM	2021 RM
Deferred tax liabilities to be recovered after more than 12 months	(1,062,295)	(1,079,313)
Deferred tax liabilities to be recovered within 12 months	(10,135)	(10,134)
	(1,072,430)	(1,089,447)

22 PAYABLES

	Group		Company	
	2022 RM	**2021 RM**	**2022 RM**	**2021 RM**
Trade payables	20,175	214,786	1,646	1,298
Accruals	251,472	262,700	216,000	230,700
Other payables	1,410,814	1,422,333	11,150	1,034
	1,682,461	1,899,819	228,796	233,032

The normal trade credit terms granted to the Group and the Company range from 30 to 90 days (2021: 30 to 90 days).

23 DIVIDENDS

	Company	
	2022 RM	**2021 RM**
In respect of the financial year ended 31 March 2020:-		
First and final single-tier dividend of RM0.025 per share declared on 18 September 2020 and paid on 16 October 2020	–	2,500,000
In respect of the financial year ended 31 March 2021:-		
First and final single-tier dividend of RM0.025 per share declared on 30 September 2021 and paid on 18 October 2021	2,500,000	–
	2,500,000	2,500,000

The Directors propose a first and final single-tier dividend of RM0.025 per ordinary share in respect of the financial year ended 31 March 2022 amounting to RM2,500,000, which is subject to the approval of shareholders at the forthcoming Annual General Meeting.

24 SIGNIFICANT RELATED PARTY DISCLOSURES

In addition to related party disclosures mentioned elsewhere in the financial statements, there are no other significant related party disclosures.

Amounts outstanding at the end of the financial year in respect of the above transaction are disclosed in the related notes to the financial statements.

The Directors are of the view that key management personnel comprise the Board of Directors only. Key management personnel compensation for the financial year are disclosed in Note 9 to the financial statements.

The Company considers Tat Lian Holding Sdn. Bhd. as a substantial shareholder of the Company as it holds 29.48% (2021: 28.92%) of the shares of the Company.

25 FINANCIAL INSTRUMENTS

Financial Instruments by category

	Group		Company	
	2022 RM	**2021 RM**	**2022 RM**	**2021 RM**
Financial assets				
At amortised cost:				
- Other financial assets	–	1	–	1
- Deposits with licensed banks	40,211,190	42,085,094	34,539,427	37,439,427
- Cash and bank balances	738,320	639,008	146,519	72,191
- Amounts due from subsidiaries	–	–	506,613	1,003,912
- Trade receivables	328,384	309,866	–	–
- Other receivables	434,385	444,320	414,784	425,425
- Deposits	231,078	237,337	9,431	14,221
At FVTPL:				
- Short term funds	6,375,626	6,242,277	6,375,626	6,242,277
	48,318,983	49,957,903	41,992,400	45,197,454
Financial liabilities				
At amortised cost:				
- Trade payables	20,175	214,786	1,646	1,298
- Accruals	251,472	262,700	216,000	230,700
- Other payables	1,410,814	1,422,333	11,150	1,034
	1,682,461	1,899,819	228,796	233,032

The carrying amount of financial asset and financial liabilities mentioned above are a reasonable approximation of their respective fair values due to relatively short term maturity of these financial instruments.

25 FINANCIAL INSTRUMENTS (CONT'D)

Credit quality of receivables

	Group		Company	
	2022 RM	**2021 RM**	**2022 RM**	**2021 RM**
Trade receivables				
Group 2	328,384	309,866	–	–
Other receivables				
Group 2	434,385	444,320	414,784	425,425
Deposits				
Group 2	231,078	237,337	9,431	14,221

The credit quality of receivables that are neither past due nor impaired can be assessed to historical information about counter party default rates:

Group 1 – new counter parties (less than 6 months).
Group 2 – existing counter parties (more than 6 months) with no defaults in the past.
Group 3 – existing counter parties (more than 6 months) with some defaults in the past. All defaults were fully recovered.

26 OPERATING LEASE RENTAL RECEIVABLE

The Group leases out its investment properties under operating leases. The undiscounted future minimum lease receivable under non-cancellable lease is as follows:

	Group	
	2022 RM	**2021 RM**
Less than 1 year	3,272,561	3,259,662
Between 1 to 2 years	2,131,380	1,568,656
Between 2 to 3 years	1,380,000	766,380
Between 3 to 4 years	435,000	–
	7,218,941	5,594,698

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

We, Teoh Kok Liang and Dato' Tan Huat Sheng, two of the Directors of Unico Holdings Berhad, do hereby state that, in the opinion of the Directors, the accompanying financial statements set out on pages 11 to 51 are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 March 2022 and financial performance of the Group and of the Company for the financial year ended 31 March 2022 in accordance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Signed on behalf of the Board of Directors in accordance with their resolution dated 21 June 2022.

TEOH KOK LIANG
DIRECTOR

DATO' TAN HUAT SHENG
DIRECTOR

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

I, Dato' Tan Huat Sheng, being the Director primarily responsible for the financial management of Unico Holdings Berhad, do solemnly and sincerely declare that the financial statements set out on pages 11 to 51 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

DATO' TAN HUAT SHENG

Subscribed and solemnly declared by the abovenamed Dato' Tan Huat Sheng at Kuala Lumpur on 21 June 2022.

Before me:

MUHAMMAD FAIZ DHARMENDRA BIN ABDULLAH
(NO. W737)
COMMISSIONER FOR OATHS

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF UNICO HOLDINGS BERHAD
(Incorporated in Malaysia)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Unico Holdings Berhad, which comprise the statements of financial position as at 31 March 2022 of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 11 to 51.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 March 2022, and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

We are independent of the Group and of the Company in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' 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.

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.

Our opinion on the financial statements of the Group and of the Company does not cover the Directors' Report 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 Directors' Report and, in doing so, consider whether the Directors' Report is materially inconsistent with the financial statements of the Group and of the Company or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

Responsibilities of the Directors for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia. The Directors are also responsible for such internal 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 Unico Holdings Berhad
(Incorporated in Malaysia)

(cont'd)

Report on the Audit of the Financial Statements (cont'd)

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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

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

- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and 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 communicated 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 identified during our audit.

Report on the Audit of the Financial Statements (cont'd)

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.

GRANT THORNTON MALAYSIA PLT
(201906003682 & LLP0022494-LCA)
CHARTERED ACCOUNTANTS (AF 0737)

LIM CHOOI LING
(NO: 03537/11/2022(J))
CHARTERED ACCOUNTANT

Kuala Lumpur
21 June 2022

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UNICO HOLDINGS BERHAD
Registration No. 198101004670 (70785-V)
(Incorporated in Malaysia)

PROXY FORM

ACCOUNT NO.

I/We .... (name of shareholder as per NRIC, in capital letters)

NRIC No. / Company No. .... (new) .... (old)

of .... (full address) being a member(s) of **Unico Holdings Berhad**

hereby appoint .... (name of proxy as per NRIC, in capital letters)

NRIC No. .... (new) .... (old)

failing him/her .... (name of proxy as per NRIC, in capital letters)

NRIC No. .... (new) .... (old)
failing him/her * the Chairman of the Meeting as my/our proxy to vote on my/our behalf at the Fortieth Annual General Meeting of the Company will be conducted fully virtual through online meeting platform via TIIH Online website at https://tiih.online or https://tiih.com.my (Domain registration number with MYNIC: D1A282781) provided by Tricor Investor & Issuing House Services Sdn. Bhd. in Malaysia on Tuesday, 16 August 2022 at 2:00 p.m. or any adjournment thereof.

I/We hereby indicate with an "X" in the space provided below how I/we wish my/our votes to be cast on the resolutions specified in the Notice of Meeting. Otherwise, the proxy will vote or abstain from voting at his/her discretion.

RESOLUTIONS		FOR	AGAINST
To sanction the declaration of dividend	Resolution 1		
To approve the payment of Directors' fee	Resolution 2		
To approve the payment of Directors' benefits	Resolution 3		
Re-election of Mr Teoh Kok Liang as Director	Resolution 4		
Appoint Grant Thornton Malaysia PLT as Auditors	Resolution 5		

** Delete the words "Chairman of the Meeting" if you wish to appoint some other person to be your proxy.*

Signature/Common Seal : ....

Number of shares held : [ ] Contact No: [ ]

Dated this : .... day of 2022

Notes

IMPORTANT NOTICE

1. *Members **will not be allowed** to attend this Annual General Meeting ("AGM") in person on the day of the meeting.*

   Members are to attend and post questions to the Board via real time submission of typed texts at the Questions & Answers platform and vote (collectively, "participate") remotely at this AGM via the Remote Participation and Voting facilities ("RPV") provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("**Tricor**") via its **TIIH Online** website at https://tiih.online.

   Please read these Notes carefully and follow the procedures in the Administrative Guide for the AGM in order to participate remotely via RPV.

2. A member entitled to attend and vote at the meeting is entitled to appoint only a proxy to attend and vote in his stead. A proxy may but need not be a member of the Company. According to Article 102(1)(b) of the Company's Constitution, once a member has appointed a proxy, the member shall not be allowed to attend and vote at the meeting.

3. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly appointed under the power of attorney or if such appointer is a corporation, either under its common seal or the hand of an officer or its attorney duly appointed under a power of attorney.

4. The instrument appointing a proxy must be deposited at the Company's Share Registrar Office at **Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur**, not less than 48 hours before the time appointed for holding the meeting or at any adjournment thereat.

5. Last date and time for lodging the proxy form is **Sunday, 14 August 2022 at 2.00 p.m.**

6. In the case of joint holdings, the vote of the first named in the Register of Members will be accepted to the exclusion of the other joint holders.

7. **It is important that you read the Administrative Guide for the conduct of the 40th AGM.**

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AFFIX
STAMP

Share Registrar
TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN BHD
Unit 32-01, Level 32, Tower A
Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur

2nd Fold Here

Fold This Flap For Sealing

商联控股有限公司
UNICO HOLDINGS BERHAD Registration No. 198101004670 (70785-V)
8th Floor, Menara Cosway, Plaza Berjaya, 12 Jalan Imbi, 55100 Kuala Lumpur.
Tel: +603-2141 0166 **Fax:** +603-2142 8528
Email: enquiry@unicoh.com.my