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REX INDUSTRY BERHAD
ANNUAL REPORT 2020

CONTENTS

NOTICE IS HEREBY GIVEN that the Twenty-Sixth Annual General Meeting ("**AGM**") of Rex Industry Berhad will be held at Function Room 1-3, Level 1, TPC Kuala Lumpur, 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur, Wilayah Persekutuan on Tuesday, 24 November 2020 at 10:00 a.m. for the following purposes:-

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 30 June 2020 together with the Reports of the Directors and the Auditors thereon. (Please refer to the Notes No. 6)

2. To approve the payment of Directors' fees payable to the Non-Executive Directors amounting to RM270,750.00 to be paid on a quarterly basis for the financial year ending 30 June 2021 and thereafter. (Resolution 1)

3. To approve the payment of Directors' benefits up to an amount of RM100,000.00 from 25 November 2020 until the next AGM of the Company. (Resolution 2)

4. To re-elect the following Directors, who are due to retire in accordance with Clause 115 of the Company's Constitution and being eligible, have offered themselves for re-election:-

   (a) Mr. Tai Keat Chai; and (Resolution 3)
   (b) Mr. Chee Cheng Chun. (Resolution 4)

5. To re-appoint Messrs. Moore Stephens Associates PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration. (Resolution 5)

AS SPECIAL BUSINESS

To consider and, if thought fit, with or without modification, to pass the following Ordinary Resolutions:-

6. **ORDINARY RESOLUTION 1** (Resolution 6)
   - AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016

   "**THAT** pursuant to Sections 75 and 76 of the Companies Act 2016 ("**the Act**"), Bursa Malaysia Securities Berhad ("**Bursa Securities**") Main Market Listing Requirements, the Constitution of the Company and subject to the approvals of the relevant governmental/ regulatory authorities, Directors be and are hereby empowered to issue and allot shares in the Company, at any time to such persons and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this Resolution does not exceed twenty per centum (20%) of the total number of issued shares of the Company (excluding Treasury Shares) for the time being and the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Securities;

   AND THAT such authority shall commence immediately upon the passing of this Resolution and continue to be in force until 31 December 2021, as empowered by Bursa Securities pursuant to its official letter dated 16 April 2020 to grant additional temporary relief measures to listed issuers, notwithstanding Section 76(3) of the Act, be duly varied and adopted by the Directors of the Company pursuant to Section 76(4) of the Act."

7. **ORDINARY RESOLUTION 2** (Resolution 7)
- PROPOSED RENEWAL OF EXISTING SHAREHOLDER MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

"**THAT** subject to Bursa Malaysia Securities Berhad Main Market Listing Requirements, approval be and is hereby given to the Company and its subsidiaries ("**the Group**") to enter into and to give effect to the category of the recurrent related party transactions of a revenue or trading nature from time to time with the Related Parties as specified in Section 2.5 of the Circular/Statement to Shareholders dated 30 October 2020, provided that such transactions are:-

(i) recurrent transactions of a revenue or trading nature;

(ii) necessary for the Group's day-to-day operations;

(iii) carried out in the ordinary course of business on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and

(iv) not to the detriment of minority shareholders,

(the "**Mandate**");

AND THAT such authority shall commence upon the passing of this Resolution and shall continue to be in force until:-

(i) the conclusion of the next Annual General Meeting ("**AGM**") of the Company following this AGM at which the Mandate was passed, at which time it will lapse, unless by an ordinary resolution passed at the next AGM, the authority is renewed;

(ii) the expiration of the period within which the next AGM of the Company after that date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("**the Act**") (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or

(iii) revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier;

AND FURTHER THAT the Directors be authorised to complete and do all such acts and things (including executing all such documents as may be required), as they may consider expedient or necessary to give effect to the Mandate."

8. **ORDINARY RESOLUTION 3** (Resolution 8)
- PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES

"**THAT** subject to the Companies Act 2016 ("**the Act**"), the Constitution of the Company, Bursa Malaysia Securities Berhad ("**Bursa Securities**") Main Market Listing Requirements and all other applicable laws, rules and regulations and guidelines for the time being in force and the approvals of all relevant governmental and/or regulatory authorities, approval be and is hereby given to the Company to purchase such number of ordinary shares as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit, necessary and expedient in the interest of the Company ("**Proposed Renewal of Share Buy-Back Authority**"), provided that:-

(a) the aggregate number of ordinary shares to be purchased and/or held by the Company pursuant to this Resolution shall not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of purchase; and

(b) the maximum fund to be allocated by the Company for the purpose of purchasing its ordinary shares shall not exceed the total retained profits of the Company based on the latest audited financial statements and/or the latest unaudited financial statements (where applicable) available at the time of the purchase.

THAT such authority shall commence upon the passing of this Resolution and shall continue to be in force until:-

(i) the conclusion of the next Annual General Meeting ("**AGM**") of the Company following this AGM at which this Resolution was passed, at which time it will lapse, unless by an ordinary resolution passed at the next AGM, the authority is renewed, either unconditionally or subject to conditions;

(ii) the expiration of the period within which the next AGM of the Company after that date is required by law to be held; or

(iii) revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first;

AND THAT upon completion of the purchase by the Company of its own ordinary shares, the Directors of the Company be authorised to deal with the ordinary shares purchased in their absolute discretion in the following manners:-

(a) to cancel all the ordinary shares so purchased; and/or

(b) retain the ordinary shares so purchased in treasury for distribution as dividend to the shareholders and/or resell on the market of Bursa Securities and/or transfer under an employees' share scheme (if any) and/or transfer as purchase consideration; and/or

(c) retain part thereof as treasury shares and cancel the remainder; and/or

in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of Bursa Securities and any other relevant authority for the time being in force.

AND FURTHER THAT the Directors of the Company be authorised to do all acts, deeds and things as they may consider expedient or necessary in the best interest of the Company to give full effect to the Proposed Renewal of Share Buy-Back Authority with full powers to assent to any conditions, modifications, variations and/or amendments as may be imposed by the relevant authorities and to take all such steps, and do all such acts and things as they may deem fit and expedient in the best interest of the Company."

9. To transact any other ordinary business of which due notice shall have been given.

By Order of the Board

CHUA SIEW CHUAN (MAICSA 0777689)/SSM PC NO.: 201908002648
YEOW SZE MIN (MAICSA 7065735)/SSM PC NO.: 201908003120
Company Secretaries

Dated: 30 October 2020

Explanatory Notes to Special Business:

1. Authority to Issue Shares pursuant to the Companies Act 2016

The Company had been granted a general mandate by its shareholders at the Twenty-Fifth AGM of the Company held on 19 November 2019 to issue shares pursuant to the Companies Act 2016.

The Company wishes to renew the mandate on the authority granted to the Directors to issue and allot shares pursuant to the Companies Act 2016 at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of the shares issued does not exceed twenty per centum (20%) of the total number of issued shares of the Company for the time being (hereinafter referred to as the "**20% General Mandate**").

As part of the initiative from Bursa Malaysia Securities Berhad ("**Bursa Securities**") to aid and facilitate listed issuers in sustaining their business or easing their compliance with Bursa Securities' rules, amid the unprecedented uncertainty surrounding the recovery of the Coronavirus disease ("**Covid-19**") pandemic and Movement Control Order imposed by the Government, Bursa Securities had vide Bursa Securities' letter dated 16 April 2020 allow a listed issuer to seek a higher general mandate under Paragraph 6.03 of Bursa Securities Main Market Listing Requirements for not more than twenty per centum (20%) of the total number of issued shares (excluding treasury shares) for the general issue of new securities. In addition, Bursa Securities has also accorded that the 20% General Mandate may be utilised by a listed issuer to issue new securities until 31 December 2021 (hereinafter referred to as the "**Extended Utilisation Period**").

The 20% General Mandate, unless revoked or varied by the Company in a general meeting, would expire at the end of the Extended Utilisation Period, i.e., by 31 December 2021.

After having considered all aspects of the 20% General Mandate, the Board was of the opinion that the adoption of the 20% General Mandate would be in the best interest of the Company and its shareholders, on the following basis:-

(i) There should be alignment between the interest of the shareholders as well as the interest of the Company in respect of the sustainability of the Company in view that resilient business operations with healthy and sufficient working capital could generate positive returns to the Company and its shareholders;

(ii) Given the outbreak of Covid-19 pandemic and the subsequent imposition of the Movement Control Order by the Malaysian Government to contain the Covid-19 pandemic, the outlook of the economy in general would have been less than stellar, where the financial institutions would be more cautious in granting loans/facilities for working capital purposes, the additional fund raising flexibility through the 20% General Mandate would enable the Company, should it require to do so, to meet its funding requirements for working capital and operational expenditure or even new business opportunity, expeditiously and efficiently, without burdening the shareholders with a separate general meeting during this challenging period.

(iii) The Extended Utilisation Period accorded by Bursa Securities has provided flexibility to the cash flow planning of the Company should the Company requires additional funding for its manufacturing activities, introduction of new products and/or execution of business contingency strategies to mitigate the financial impact of Covid-19 pandemic.

Explanatory Notes to Special Business (Continued)**:**

2. Proposed Renewal of Existing Shareholder Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

The proposed Resolution 7 will enable the Company and its subsidiaries ("**the Group**") to enter into any of the recurrent related party transactions of a revenue or trading nature, which are necessary for the Group's day-to-day operations, subject to the transactions being in the ordinary course of business and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company.

Please refer to the Circular/Statement to Shareholders dated 30 October 2020 for more information.

3. Proposed Renewal of Authority for the Company to Purchase its Own Shares

The proposed Resolution 8 is intended to allow the Company to purchase its own shares up to ten per centum (10%) of the total number of issued shares of the Company at any time within the time period stipulated in Bursa Securities Main Market Listing Requirements.

Please refer to the Circular/Statement to Shareholders dated 30 October 2020 for more information.

Notes to the Notice of the Twenty-Sixth AGM ("Meeting"):

1. For the purpose of determining a member who shall be entitled to attend, participate, speak and vote at the Meeting, the Company shall be requesting the Record of Depositors as at 13 November 2020. Only members whose names appear in the Record of Depositors as at 13 November 2020 shall be entitled to attend, participate, speak and vote at the Meeting of the Company.

2. A member entitled to attend and vote at the Meeting of the Company, shall be entitled to appoint proxies to attend, participate, speak and vote instead of him. Where a member appoints more than one (1) proxy, he shall specify the proportions of his shareholdings to be represented by each proxy, failing which the appointment shall be invalid.

3. Where a member of the Company is an exempt authorised nominee which holds deposited securities in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.

4. The instrument appointing a proxy shall be in writing, under the hand of the member or of his attorney duly authorised in writing or, if the member is a corporation, shall either be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised.

5. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified true copy of that power of authority, shall be deposited at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan or submitted via fax at +603-2094 9940 and/or +603-2095 0292 or emailed to info@sshsb.com.my, not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting **i.e., on or before Sunday, 22 November 2020 at 10:00 a.m.** and in default, the instrument of proxy shall not be treated as valid.

6. This Agenda item is meant for discussion only as Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of the shareholders for the Audited Financial Statements and only requires the Audited Financial Statements to be laid at the Meeting. Therefore, this Agenda item is not put forward for voting.

7. Pursuant to Section 320(2) of the Companies Act 2016, a copy of this Notice together with the Form of Proxy are available at the corporate website of the Company at www.rexmalaysia.com.

Corporate Information

BOARD OF DIRECTORS

Tan Sri Dato' Mohd Ibrahim bin Mohd Zain
Chairman, Independent Non-Executive Director

Darmendran Kunaretnam
Non-Independent Executive Director,
Group Managing Director

Chee Cheng Chun
Non-Independent Non-Executive Director

Tai Keat Chai
Independent Non-Executive Director

Adnan bin Ahmad
Independent Non-Executive Director

AUDIT AND RISK MANAGEMENT COMMITTEE

Tai Keat Chai
Chairman

Tan Sri Dato' Mohd Ibrahim bin Mohd Zain
Member

Adnan bin Ahmad
Member

NOMINATION COMMITTEE

Tan Sri Dato' Mohd Ibrahim bin Mohd Zain
Chairman

Tai Keat Chai
Member

REMUNERATION COMMITTEE

Tan Sri Dato' Mohd Ibrahim bin Mohd Zain
Chairman

Tai Keat Chai
Member

COMPANY SECRETARIES

Chua Siew Chuan *(MAICSA 0777689)*
SSM PC No.: 201908002648

Yeow Sze Min *(MAICSA 7065735)*
SSM PC No.: 201908003120

AUDITORS

Messrs. Moore Stephens Associates PLT
(LLP0000963-LCA & AF002096)
Chartered Accountants
Unit 3.3A, 3rd Floor, Surian Tower,
No. 1, Jalan PJU 7/3, Mutiara Damansara,
47810 Petaling Jaya,
Selangor Darul Ehsan
Telephone no. : +603-7728 1800
Facsimile no. : +603-7728 9800

SHARE REGISTRAR

Securities Services (Holdings) Sdn. Bhd.
[199701005827 (36869-T)]
Level 7, Menara Milenium,
Jalan Damanlela,
Pusat Bandar Damansara,
Damansara Heights,
50490 Kuala Lumpur,
Wilayah Persekutuan
Telephone no. : +603-2084 9000
Facsimile no. : +603-2094 9940/+603-2095 0292
Contact person : Mr. Wong Piang Yoong

PRINCIPAL BANKERS

HSBC Bank Malaysia Berhad *[198401015221 (127776-V)]*

Malayan Banking Berhad *[196001000142 (3813-K)]*

United Overseas Bank (Malaysia) Berhad *[199301017069 (271809-K)]*

Hong Leong Bank Berhad *[193401000023 (97141-X)]*

SOLICITORS

Johan Arafat Hamzah & Mona

REGISTERED OFFICE

Plot 125, Jalan Perindustrian Bukit Minyak 5,
14100 Simpang Ampat,
Seberang Perai Tengah,
Penang, Malaysia
Telephone no. : +604-508 8288
Facsimile no. : +604-508 8567
Email : support@rexmalaysia.com

STOCK EXCHANGE LISTING

Listed on the Main Market of
Bursa Malaysia Securities Berhad

Stock Code : 9946

Stock Name : REX

Sector : Consumer Products & Services

Tan Sri Dato' Mohd Ibrahim bin Mohd Zain
Independent Non-Executive Director, Chairman

Tan Sri Dato' Mohd Ibrahim bin Mohd Zain, aged 77, a Malaysian, male, was appointed to the Board of the Company on 30 June 2014. He is the Chairman of the Board, Nomination Committee and Remuneration Committee and a member of the Audit and Risk Management Committee of the Company.

Tan Sri Dato' Mohd Ibrahim is a graduate from the British Institute of Management and Institute of Marketing, United Kingdom, and holds a Masters in Business Administration from the University of Ohio in the United States of America.

Upon Tan Sri Dato' Mohd Ibrahim's graduation in 1965, he joined University Technology MARA (formerly known as Institute of Technology MARA) as a lecturer and headed its school of business and then became its dean of academic. He was subsequently appointed as a Council Member/Director, a position which he held until October 2006.

Previously, Tan Sri Dato' Mohd Ibrahim had served as Chief Executive Officer of Amanah International Finance Berhad, Amanah Chase Merchant Bank Berhad and Oriental Bank Berhad, Chairman and Chief Executive Officer of Setron (Malaysia) Berhad, Chairman of Bank Kerjasama Rakyat (M) Berhad, Bescorp Industries Berhad, Pan Malaysia Industries Berhad, Pan Malaysian Holdings Berhad, Pan Malaysia Capital Berhad, Chemical Company of Malaysia Berhad and Kawan Food Berhad, Deputy Chairman of Metrojaya Berhad and Director of K & N Kenanga Holdings Berhad and AMMB Holdings Berhad.

Currently, the only directorship of Tan Sri Dato' Ibrahim in other public companies and listed issuers is Censof Holdings Berhad.

Tan Sri Dato' Mohd Ibrahim had attended all five (5) Board Meetings held in the financial year ended 30 June 2020.

Darmendran Kunaretnam
Non-Independent Executive Director, Group Managing Director

Mr. Darmendran Kunaretnam, aged 59, a Malaysian, male, was appointed to the Board of the Company and as the Group Managing Director on 3 March 2015. Currently, he does not sit in any of the Board Committees of the Company.

Mr. Darmendran graduated from Universiti Kebangsaan Malaysia with a Business Degree majoring in Accounting. He is also a member of the Malaysian Institute of Accountants and Malaysian Institute of Certified Public Accountants. He spent ten (10) years as Group Manager in the Audit Division of an international public accounting firm from 1985 to 1995.

Mr. Darmendran then joined Gold Bridge Engineering & Construction Berhad ("**Gold Bridge**") as the General Manager of the Finance and Corporate Planning Division in 1996 and successfully listed Gold Bridge on the Main Market of Bursa Malaysia Securities Berhad. He went on to restructure and list Safeguards Corporation Berhad ("**Safeguards**") on Bursa Malaysia Securities Berhad in June 1997. He was later appointed to the Board of Safeguards in August 1997. In year 2007, he, together with his partner, took Safeguards private.

Subsequently, Mr. Darmendran was appointed as the Chief Financial Officer of Kejuruteraan Samudra Timur Berhad ("**KSTB**") and its group of subsidiaries prior to being appointed to the Board of KSTB as a Non-Executive Director on 26 February 2009. He was redesignated as Executive Director on 24 August 2009 and continues to hold this position till present.

Mr. Darmendran had attended all five (5) Board Meetings held in the financial year ended 30 June 2020.

Chee Cheng Chun
Non-Independent Non-Executive Director

Mr. Chee Cheng Chun, aged 35, a Malaysian, male, was appointed to the Board of the Company on 3 March 2015. Currently, he does not sit in any of the Board Committees of the Company.

Mr. Chee graduated from Imperial College, London with a Master of Engineering in Aeronautical Engineering. He worked as Business Development Manager in Kejuruteraan Samudra Timur Berhad ("**KSTB**") before he was appointed to the Board of KSTB. Currently, the only directorship of Mr. Chee in other public companies is KSTB, which was delisted on 27 December 2016.

Mr. Chee had attended all five (5) Board Meetings held in the financial year ended 30 June 2020.

Tai Keat Chai
Independent Non-Executive Director

Mr. Tai Keat Chai, aged 66, a Malaysian, male, was appointed to the Board of the Company on 6 March 2015. He is the Chairman of the Audit and Risk Management Committee and a member of the Nomination Committee and Remuneration Committee of the Company.

Mr. Tai is a Chartered Accountant and a member of the Malaysian Institute of Accountants. He began his career with KPMG in London and moved on subsequently to PWC in Kuala Lumpur. In 1981, he joined Alliance Investment Bank Berhad for seven (7) years before venturing into stock-broking, working with SJ Securities Sdn. Bhd., AA Anthony Securities Sdn. Bhd. and Kenanga Investment Bank Berhad as General Manager, Director and dealer's representative respectively.

Currently, Mr. Tai's directorships in other public companies and listed issuers include Marine & General Berhad, Microlink Solutions Berhad and MIDF Amanah Asset Management Berhad.

Mr. Tai had attended all five (5) Board Meetings held in the financial year ended 30 June 2020.

Adnan bin Ahmad
Independent Non-Executive Director

Encik Adnan bin Ahmad, aged 71, a Malaysian, male, was appointed to the Board of the Company on 12 April 2018. He is a member of the Audit and Risk Management Committee of the Company.

Encik Adnan graduated with a Diploma in Industrial Relations. He started his career with Messrs. Hanafiah, Raslan & Mohamad in 1967. He then joined Safeguards G4S Sdn. Bhd., holding various positions, including Head of Human Resource & Administration and Head of Administration and Regulatory and Premises. He was also the Chairman of Koperasi Pelaburan Pekerja-Perkerja Safeguards from 1997 until his retirement on 31 March 2014.

Currently, the only directorship of Encik Adnan in other public companies is KSTB, which was delisted on 27 December 2016.

Encik Adnan had attended all five (5) Board Meetings held in the financial year ended 30 June 2020.

Notes:

Save as disclosed above, none of the Directors has:-

1. any family relationship with any Director and/or Major Shareholder of the Company;
2. any conflict of interest with the Company; and
3. any conviction for offences within the past five (5) years other than traffic offences, if any, or any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

Dato' Cheah Teng Lim
Chief Executive Officer of Rex Canning Co. Sdn. Bhd. and Rex Trading Sdn. Bhd.

Dato' Cheah Teng Lim, aged 60, a Malaysian, male, was appointed as the Chief Executive Officer of Rex Canning Co. Sdn. Bhd. and Rex Trading Sdn. Bhd., subsidiaries of the Company, on 1 June 2018.

Dato' Cheah graduated with a Diploma in Management Programme. He has more than thirty (30) years of experience in the fast-moving consumer goods industry, primarily in the areas of sales and marketing and business re-engineering. Prior to joining the Group, he held various senior sales and marketing positions in companies such as Rothmans of Pall Mall Berhad, British American Tobacco Malaysia Berhad and Carlsberg Breweries Malaysia Berhad. He then went to head the sustainable development division at IRIS Corporation Berhad for five (5) years. He joined the Group in October 2017 as the Marketing Director prior to assuming his current role as Chief Executive Officer.

Dato' Cheah does not hold any directorship in other public companies or listed issuers.

Sandra Lim Geik Fong
Chief Financial Officer of Rex Industry Berhad

Ms. Sandra Lim Geik Fong, aged 46, a Malaysian, female, was appointed as the Chief Financial Officer of the Company on 1 September 2014.

Ms. Sandra is a Chartered Accountant of the Malaysian Institute of Accountants and a fellow member of the Association of Chartered Certified Accountants, United Kingdom. She started her career as an auditor in an audit firm. She then joined the Company in 1999 as an Assistant Accountant and assumed various positions in the Finance Division with increasing responsibilities until her promotion as the Group Accountant in January 2001 before she was promoted as Chief Financial Officer.

Ms. Sandra does not hold any directorship in other public companies or listed issuers.

Leslie Chng Theng Tat
Chief Operating Officer of Rex Canning Co. Sdn. Bhd.

Mr. Leslie Chng Theng Tat, aged 61, a Malaysian, male, was appointed as the Chief Operating Officer of Rex Canning Co. Sdn. Bhd., a subsidiary of the Company, on 15 April 2019.

Mr. Leslie holds a Sales Management Certificate from the Marketing Council of Australia and has over thirty-seven (37) years of experience in the fast-moving consumer goods industry.

Mr. Leslie started his career with Rothmans of Pall Mall, which later became British American Tobacco Malaysia Berhad, where he helmed various portfolios including key accounts, brand management, channel and merchandising and marketing operations. He also spent four (4) years in Thailand as marketing director cum country manager of the London American Tobacco Company Limited from 2014 to 2018. Prior to joining the Group, he was a senior manager with Mobile Kiosk Sdn. Bhd., a major distributor of mobile phone accessories to the modern trade.

Mr. Leslie does not hold any directorship in other public companies or listed issuers.

Nicky Ng Voon Tiak
General Manager of the Sales and Marketing Division of Rex Canning Co. Sdn. Bhd.

Mr. Nicky Ng Voon Tiak, aged 53, a Malaysian, male, was appointed as the General Manager of the Sales and Marketing Division of Rex Canning Co. Sdn. Bhd., a subsidiary of the Company, in May 2017.

Mr. Nicky graduated from University of Adelaide (majoring in Economics) and attended MIM (Business Management) to enhance his knowledge in sales and marketing.

Mr. Nicky started his career with companies such as Canon, Marigold, Yakult and Spritzer. He joined the Group in 2017, after having more than twenty-two (22) years of experience in the fast-moving consumer goods industry, mainly focusing on consumables and food and beverages for the local and export markets.

Mr. Nicky does not hold any directorship in other public companies or listed issuers.

Chu Seang Ming
General Manager of P.T. Rex Canning, Indonesia

Mr. Chu Seang Ming, aged 53, a Malaysian, male, was appointed as the General Manager of P.T. Rex Canning, a subsidiary of the Company, on 1 May 1998.

Mr. Chu holds a Master of Business Administration, Marketing from Washington International University and various certifications, which include Indonesia Fishery Department – QMP & HACCP Program (1994), FDA/USDA Better Process Control School, Indonesia (1995), NOAA – Seafood Sensory Program, USA (2000) and HACCP Program SGS, Indonesia (2000).

Mr. Chu started his career with a frozen food manufacturer based in Perak as a Factory Quality Controller where he undertook laboratory quality control tasks for frozen shrimp processing. In 1990, he joined Rex Canning Co. Sdn. Bhd., a subsidiary of the Company, as its Quality Control Supervisor. He then moved to P.T. Rex Canning, Indonesia in 1992 as its Quality Control Manager. From 1997 to 1998, Mr. Chu was tasked with establishing and setting up a new processing plant and operations for the Rex Group in People's Republic of China in his capacity as General Manager for Jie Yang Rex Foods Ltd. Co, before he returned to P.T. Rex Canning in 1998 to be in charge of the general management of P.T. Rex Canning.

Mr. Chu does not hold any directorship in other public companies or listed issuers.

Chris Kong Wai Fa
General Manager of the Procurement, Logistic and Warehouse of Rex Industry Berhad

Ms. Chris Kong Wai Fa, aged 56, a Malaysian, female, was appointed as the General Manager of the Procurement, Logistic and Warehouse of the Company on 1 June 2016.

Ms. Chris started her career in the Finance Department of a logistics business in 1983, working her way up to operations, sales and eventually becoming the Chief Executive Officer of a logistics company involved in land, sea and air transport, forwarding and warehousing.

Ms. Chris does not hold any directorship in other public companies or listed issuers.

Notes:

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

1. any family relationship with any Director and/or Major Shareholder of the Company;
2. any conflict of interest with the Company; and
3. any conviction for offences within the past five (5) years other than traffic offences, if any, or any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

Corporate Governance Overview Statement

The Board of Directors of Rex Industry Berhad (the "**Company**" or "**REX**") (the "**Board**") recognises the importance of practising high standards of corporate governance in the best interest of REX and its stakeholders, and to protect and enhance shareholders' value and the performance of the Company and its subsidiaries (the "**Group**").

The Board is pleased to present this Corporate Governance ("**CG**") Overview Statement (the "**Statement**") to provide an overview of the CG practices adopted by the Company in achieving the intended outcomes as set out in the new Malaysian Code on Corporate Governance ("**MCCG**") with reference to the following three (3) key principles, under the stewardship of the Board:-

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

This Statement also serves as a compliance with Paragraph 15.25(1) of Bursa Malaysia Securities Berhad ("**Bursa Securities**") Main Market Listing Requirements ("**MainLR**") and should be read together with the CG Report of the Company for the financial year ended 30 June 2020 ("**FYE 2020**") published on the Company's website at www.rexmalaysia.com.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

I. BOARD RESPONSIBILITIES

Intended Outcome 1.0

Every company is headed by a Board, which assumes responsibility for the Company's leadership and is collectively responsible for meeting the objectives and goals of the Company.

1.1 In setting the Company's strategic goals, the Board relies on the reports provided by the Group Managing Director ("**Group MD**"), who oversees the day-to-day business operations of the Group with the support of a senior management team. The Group MD will brief the Directors on the operations, issues faced and action plans of the Group in order for the Board to be kept abreast on the conduct, business activities and development of the Company and to discuss and advise the Management in its formulation of the Company's short-term and long-term business strategies. Discussions would include the deployment of resources in achieving the objectives to be met and how the Management has performed its duties in order to ensure that all resources are efficiently and effectively utilised. In making its decisions, the Board would be guided by the Company's values and standards.

To ensure the effective discharge of its stewardship role, the Board has delegated certain duties and responsibilities to three (3) other Board Committees, namely the Audit and Risk Management Committee ("**ARMC**"), Nomination Committee ("**NC**") and Remuneration Committee ("**RC**"). The Board Committees assist the Board in overseeing the Group's affairs and in deliberation of issues within their respective functions and terms of reference ("**TOR**") outlining clearly their objectives, duties and powers as approved by the Board. The Chairman of each Board Committee will report to the Board on the key issues, outcomes and resolutions deliberated at each of the Board Committees' meetings.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Continued)

I. BOARD RESPONSIBILITIES (Continued)

To enable the Board to discharge its responsibilities in meeting the goals and objectives of the Company during the FYE 2020, the Board had, amongst others:-

(a) promoted good governance culture within the Company which reinforces ethical, prudent and professional behaviour;
(b) reviewed, challenged and decided on Management's proposals and monitored their implementation by the Management;
(c) ensured that the strategic plan of the Company supports long term value creation and sustainability;
(d) supervised and assessed Management performance regularly;
(e) ensured there is a sound framework for internal controls and risk management;
(f) understood the principal risks surrounding the Group's business and set the risk appetite to ensure that the risks are properly managed;
(g) ensured sufficient succession planning for the Group's continuity in leadership for all key positions;
(h) ensured the Company has in place procedures to enable effective communication with stakeholders; and
(i) ensured the integrity of the Company's financial and non-financial reporting.

1.2 The Board is chaired by Tan Sri Dato' Mohd Ibrahim bin Mohd Zain, an Independent Non-Executive Director ("**INED**"), who provides effective leadership and sound advice on the strategic direction of the Group and to monitor and promote good governance practices within the Group.

Tan Sri Dato' Mohd Ibrahim bin Mohd Zain had:-

(a) demonstrated leadership to the Board without limiting the principle of collective responsibility for the Board decisions;
(b) led the conduct of the Board meetings and discussions in a manner that encouraged constructive discussions and effective contribution from each Director;
(c) reviewed the minutes of Board meetings to ensure that the minutes accurately reflect the Board's deliberations, and that matters arising from the minutes have been addressed properly;
(d) led the Board in establishing, monitoring and implementing good corporate governance practices within the Group;
(e) encouraged active participation of the Board and allowed dissenting views to be freely expressed;
(f) chaired the general meetings of the Company and committed to answering the queries from the shareholders;
(g) ensured appropriate steps are taken to provide effective communication with stakeholders and that their views are communicated to the Board as a whole, for consideration and improvement, if any;
(h) acted as the facilitator between the Board and the Management by coordinating smooth communication flow between both parties; and
(i) worked with the Management in reviewing plans, defining issues, maintaining accountability and in any marketing efforts that would effectively position the Company to facilitate growth.

1.3 The positions of the Chairman of the Board and Group MD are held by two (2) different individuals with clear accepted divisions of power and responsibilities as outlined in the Board Charter. This is to ensure a balance of power and authority, such that no one individual has unfettered powers of decision making.

The Chairman of the Board is primarily responsible for leading the Board in its collective oversight of Management as well as to provide guidance on strategic matters, while the Group MD has overall responsibilities over the business operations and day-to-day management of the Group and implementation of the Board's policies and decisions. The division of responsibilities is set out in the Company's Board Charter.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Continued)

I. BOARD RESPONSIBILITIES (Continued)

1.4 The Company is supported by two (2) suitably qualified and competent Company Secretaries, namely Ms. Chua Siew Chuan and Ms. Yeow Sze Min, who are qualified Chartered Secretaries as per Section 235(2)(a) of the Companies Act 2016 and are Fellow Members of the Malaysian Association of the Institute of Chartered Secretaries and Administrators.

The Company Secretaries are the external Company Secretaries from Securities Services (Holdings) Sdn. Bhd. with vast knowledge and experience from being in public practice. They are supported by a dedicated team of secretarial personnel.

During the FYE 2020, the Company Secretaries had discharged their duties and responsibilities accordingly. They will continue to keep themselves abreast on matters concerning company law, the capital market, CG, and other pertinent matters, as well as with changes in the regulatory environment through continuous training and industry updates.

The Board is satisfied with the performance and support rendered by the Company Secretaries to the Board in discharging their functions and duties.

1.5 While the Management strives to circulate all complete meeting materials at least five (5) business days in advance, there had been instances where the financial reports and other documents could not be ready on time.

Nonetheless, detailed minutes of the Board or Board Committee meetings, with the complete and accurate record of the decisions and resolutions of the meetings, have been distributed by the Company Secretaries to all Directors and Board Committee members with sufficient time for their review and for them to seek for clarification prior to confirmation of the said minutes at the next Board or Board Committee meeting.

Upon signature by the Chairmen of the respective Board and Board Committees, the minutes of the Board or Board Committee meetings are kept into the Minutes Books kept at the registered office of the Company to be made available for inspection.

The Management takes cognisance of the importance of providing complete and adequate information to the Directors on a timely basis to enable them to make informed decisions to discharge their duties and responsibilities. They will continue to strive in ensuring that the complete meeting materials are circulated at least five (5) business days in advance of the meetings by hand or email.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Continued)

I. BOARD RESPONSIBILITIES (Continued)

Intended Outcome 2.0

There is demarcation of responsibilities between the Board, Board Committees and Management.

There is clarity in the authority of the Board, its Committees and individual Directors.

2.1 The Board has a Board Charter, which was last reviewed and revised by the Board on 18 October 2018 and includes a formal schedule of matters reserved for the Board. The said schedule details the responsibilities of the Board and Board-Management relationship, including management limitations, as well as an outline on what is expected of Directors in terms of their commitment, roles and responsibilities as Board Members. With this, the respective functions, roles and responsibilities of the Directors and the Management are clearly set out in the Board Charter as guidance and clarity to enable them to effectively discharge their duties.

The latest version of the Board Charter is published on the Company's website at www.rexmalaysia.com.

Following the renaming of the Audit Committee ("**AC**") to ARMC on 30 September 2019, the TOR of the ARMC has been approved by the Board on 19 November 2019 for adoption.

The Board keeps itself abreast of the responsibilities delegated to each Board Committee, and matters deliberated at each Board Committee meeting through the minutes of the Board Committee meetings and reports from the respective Board Committee Chairmen, which are presented to the Board during Board meetings at the appropriate regular intervals.

The Board has not appointed a Senior Independent Director.

Activities of the NC

During the FYE 2020, the NC has undertaken the following activities in the discharge of its duties:-

(i) Reviewed and confirmed the minutes of the NC meeting held;
(ii) Reviewed the contribution and performance of each individual director to assess the character, experience, integrity, and competence to effectively discharge their role as a Director through a comprehensive assessment system;
(iii) Conducted evaluations to assess the effectiveness of the Board as a whole and the Board Committees;
(iv) Reviewed the term of office of the ARMC and assessed its effectiveness as a whole;
(v) Reviewed the service contract agreement of the Group MD;
(vi) Reviewed the independence of the Independent Directors and assessed their ability to bring independent and objective judgement to Board deliberations;
(vii) Recommended the re-election of the Directors who are to retire by rotation at the AGM; and
(viii) Reviewed the meeting attendance of the Board and Board Committees.

During the FYE 2020, the Board had convened a total of five (5) Board meetings for the purposes of deliberating on the Company's quarterly financial results and discussing other strategic and important matters. During the Board meetings, the Board reviewed the operations and performance of the Group and other strategic issues that may affect the Group's business. Relevant senior management members were invited to attend some of the Board meetings to provide the Board with their views and clarifications on issues raised by the Directors.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Continued)

I. BOARD RESPONSIBILITIES (Continued)

The NC has been tasked to review the attendance of the Directors at Board and/or Board Committee meetings. Upon review, the NC noted the Directors, to the best of their ability, have devoted sufficient time and effort to attend Board and/or Board Committee meetings for the FYE 2020.

The attendance of Directors during the FYE 2020 is set out below:-

Directors	Directorship	Board	ARMC	NC	RC
Tan Sri Dato' Mohd Ibrahim bin Mohd Zain	INED	5/5	5/5	1/1	1/1
Tai Keat Chai	INED	5/5	5/5	1/1	1/1
Adnan bin Ahmad	INED	5/5	5/5	Not Member	Not Member
Darmendran Kunaretnam	Non-Independent Executive Director	5/5	Not Member	Not Member	Not Member
Chee Cheng Chun	Non-INED	5/5	Not Member	Not Member	Not Member

In order for the Group to remain competitive, the Board ensures that the Directors continuously enhance their skills and expand their knowledge to meet the challenges of the Board.

The Board has cultivated the following best practices:-

- All newly appointed Directors are to attend the Mandatory Accreditation Programme as prescribed by the MainLR within the stipulated timeframe;
- All Directors are encouraged to attend talks, training programmes and seminars to update their knowledge on the latest regulatory and business environment; and
- The Directors are briefed by the Company Secretaries on updates by Bursa Securities periodically.

Upon assessing the training needs of the Directors, the Board recognised that continuing education would be the way forward in ensuring its members are continually equipped with the necessary skills and knowledge to meet the challenges ahead.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Continued)

I. BOARD RESPONSIBILITIES (Continued)

During the FYE 2020, the Board members had participated in the following trainings and/or courses:-

Name of Directors	Dates	Description of Training Programmes
Tan Sri Dato' Mohd Ibrahim bin Mohd Zain	3 October 2019	ABC Dialogue with Sandiaga Uno - Indonesia's Polical Economy Outlook in ASEAN
Tai Keat Chai	14 & 15 October 2019	International Directors Summit 2019: The Trust Compass Resetting the Course
Adnan bin Ahmad	3 June 2020	ISO Audit Training
Darmendran Kunaretnam	3 June 2020	ISO Audit Training
Chee Cheng Chun	3 June 2020	ISO Audit Training

Intended Outcome 3.0

The Board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

The Board, Management, employees and other stakeholders are clear on what is considered acceptable behaviour and practice in the Company.

3.1 The Company has adopted two (2) separate policies as follows:-

- Code of Conduct, which sets forth the ethical and professional standards of corporate and individual behaviour expected to enhance the standard of corporate governance and corporate behavior; and
- Code of Ethics, which consists of commitments formulated as statements of personal responsibility based on the principles of sincerity, integrity, responsibility and corporate social responsibility.

Both Codes are applicable to all Directors, Management and employees of the Group.

The said Codes are published on the Company's website at www.rexmalaysia.com.

3.2 The Board had on 18 October 2018 adopted a Whistleblowing Policy to facilitate the Company's employees and stakeholders to report instances of misconduct, wrong-doing, corruption, fraud, waste of the Company's resources or abuse of rules and regulations within the Company without fear of retaliation.

Only genuine concerns should be reported under the whistleblowing procedures. The report should be made in good faith with a reasonable belief that the information and any allegations made are substantially true and the report is not made for personal gain. Malicious and false allegations will be viewed seriously and if proven may lead to legal action and/or dismissal.

During the FYE 2020, none of the designated persons have received any report or concerns vide the abovementioned communication and feedback channels.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Continued)

II. BOARD COMPOSITION

Intended Outcome 4.0

Board decisions are made objectively in the best interests of the Company taking into account diverse perspectives and insights.

4.1 The Board currently comprises three (3) INEDs, one (1) Non-INED and one (1) Non-Independent Executive Director.

The current Board composition is able to provide independent and objective judgement to facilitate a balanced leadership in the Company as well as to provide effective check and balance to safeguard the interests of the Company and its stakeholders.

4.2 None of the existing Independent Directors of the Company has exceeded the tenure of a cumulative term of nine (9) years in the Company as at 30 June 2020.

Notwithstanding the above, the NC has assessed the independence of the Independent Directors and monitors the tenure of the Independent Directors annually.

4.3 The Board has not adopted a policy which limits the tenure of its Independent Directors to nine (9) years, being a step-up practice.

4.4 The Board is judicious of the gender diversity recommendation promoted by the MCCG in order to offer greater depth and breadth to board discussions and constructive debates at senior management level.

The Group is an equal opportunity employer and all appointments to the Board and employment of senior management are based on objective criteria, merit, skills and experience, and are not driven by any age, cultural background or gender considerations.

While there is no female director on the Board, there are two (2) female members in the senior management team at present.

4.5 Despite the Board not having any formalised board diversity policy or gender diversity policy, the Board practices non-gender discrimination and endeavours to promote workplace diversity and supports the representation of women in the composition of Board and Senior Management positions of the Company.

Women representation on the Board and in senior management will be taken into consideration when vacancies arise and suitable candidates are identified, underpinned by the overriding primary aim of selecting the best candidate to support the achievement of the Company's strategic objectives.

4.6 There is no new Director appointed to the Board during the FYE 2020.

The Board will consider referrals from external sources to identify suitably qualified candidates when the need arises in the future and will not solely rely on recommendations from existing Board members, Management and/or major shareholders.

4.7 The NC is chaired by an INED, namely Tan Sri Dato' Mohd Ibrahim bin Mohd Zain, who had led the annual review of Board and Board Committees' effectiveness, ensuring that the performance of each individual Director is independently assessed.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Continued)

II. BOARD COMPOSITION (Continued)

Intended Outcome 5.0

Stakeholders are able to form an opinion on the overall effectiveness of the Board and individual Directors.

5.1 During the FYE 2020, the Board, through the NC, had conducted the following annual assessments to determine the effectiveness of the Board, the Board Committees and each individual Director in the financial year ended 30 June 2019 ("**FYE 2019**"):-

(i) Directors' self-assessment;
(ii) Evaluation on the effectiveness of the Board as a whole and Board Committees;
(iii) Assessment of Independent Directors;
(iv) Review of the term of office and performance of the ARMC and each of its members; and
(v) Re-election of the retiring Directors.

Based on the aforesaid evaluations conducted for the FYE 2019, the NC was satisfied with the performance of the Board as a whole, the Board Committees and individual Board members.

III. REMUNERATION

Intended Outcome 6.0

The level and composition of remuneration of Directors and senior management take into account the Company's desire to attract and retain the right talent in the Board and senior management to drive the Company's long-term objectives.

Remuneration policies and decisions are made through a transparent and independent process.

6.1 The Board has in place a Directors' Remuneration Policy that sets out the components to be referred by the RC in recommending remuneration packages for the Executive Director or Group MD, Non-Executive Directors and other senior management personnel.

6.2 Currently, the RC comprises exclusively of INEDs, which is in line with the MCCG's guidance, and is presently chaired by Tan Sri Dato' Mohd Ibrahim bin Mohd Zain. The RC is governed by its TOR which outlines its remit, duties and responsibilities, and the same was last updated on 18 October 2018.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Continued)

III. REMUNERATION (Continued)

Intended Outcome 7.0

Stakeholders are able to assess whether the remuneration of Directors and senior management is commensurate with their individual performance, taking into consideration the Company's performance.

7.1 The breakdown of the remuneration of each individual Director for the FYE 2020 in the Company and Group levels respectively, is as follows:-

(i) Company Level

Name of Director	Salaries and other emoluments (RM)	Directors' Fees (RM)	Statutory contribution (RM)	Benefits-in-kind (RM)	Bonus and commission (RM)
Executive Director					
Darmendran Kunaretnam	-	-	-	-	-
Total	**-**	**-**	**-**	**-**	**-**
Non-Executive Directors					
Tan Sri Dato' Mohd Ibrahim bin Mohd Zain	-	48,600	-	2,500	-
Tai Keat Chai	-	96,000	-	2,500	-
Adnan bin Ahmad	-	36,000	-	2,500	-
Chee Cheng Chun	-	36,000	-	2,500	-
Total	**-**	**216,600**	**-**	**10,000**	**-**

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Continued)

III. REMUNERATION (Continued)

7.1 The breakdown of the remuneration of each individual Director for the FYE 2020 in the Company and Group levels respectively, is as follows (Continued):-

(ii) Group Level

Name of Director	Salaries and other emoluments (RM)	Directors' Fees (RM)	Statutory contribution (RM)	Benefits-in-kind (RM)	Bonus and commission (RM)
Executive Director					
Darmendran Kunaretnam	749,700	-	120,876	-	-
Total	**749,700**	**-**	**120,876**	**-**	**-**
Non-Executive Directors					
Tan Sri Dato' Mohd Ibrahim bin Mohd Zain	-	48,600	-	2,500	-
Tai Keat Chai	-	96,000	-	2,500	-
Adnan bin Ahmad	-	36,000	-	2,500	-
Chee Cheng Chun	-	36,000	-	2,500	-
Total	**-**	**216,600**	**-**	**10,000**	**-**

7.2 The Board is of the view that it is inappropriate to disclose the remuneration of senior management staff on a named basis, even in bands of RM50,000.00, for the best interest of the Group taking into consideration the competitive human resource environment which may give rise to poaching issues, as well as to maintain the privacy of senior management staff.

7.3 The detailed remuneration of each member of senior management on a named basis will not be disclosed for confidentiality purposes.

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

I. AC

Intended Outcome 8.0

There is an effective and independent AC.

The Board is able to objectively review the AC's findings and recommendations. The Company's financial statements are a reliable source of information.

8.1 During the FYE 2020, the ARMC is chaired by Mr. Tai Keat Chai, who is an INED, while the Chairman of the Board is Tan Sri Dato' Mohd Ibrahim bin Mohd Zain, also an INED. This ensures that the objectivity of the Board's review of the ARMC's findings and recommendations is not impaired.

8.2 In order to safeguard the independence of the audit by avoiding the potential threats which may arise when a former key audit partner is in a position to exert significant influence over the audit and preparation of the Company's financial statements, both the TOR of the ARMC (as approved by the Board on 19 November 2019) and the Policies and Procedures to Assess the Suitability, Objectivity and Independence of External Auditors (which was adopted on 18 October 2018) require a former key audit partner of the Company's external auditors to observe a minimum two (2)-year cooling-off period before being appointed as a member of the ARMC.

During the FYE 2020, none of the existing ARMC members were former key audit partners. In order to uphold the utmost independence of the ARMC, the Board has no intention to appoint any key audit partner as a member of the ARMC or Board.

8.3 The ARMC has adopted a 'Policies and Procedures to Assess the Suitability, Objectivity and Independence of External Auditors' that set out the criteria to be taken into account by the ARMC in assessing the suitability, objectivity and independence of external auditors annually.

In recommending the re-appointment of the external auditors to the Board, the ARMC has considered the following:-

(a) Competence, audit quality, experience and resource capacity of the external auditors in relation to the audit;
(b) Persons assigned to the audit;
(c) The audit firm's other audit engagements;
(d) External auditors' ability to meet deadlines in providing services and responding to issues in a timely manner as contemplated in the external audit plan;
(e) Nature and extent of the non-audit services rendered and the appropriateness of the level of fees; and
(f) Written assurance from the external auditors confirming that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements.

The ARMC was of the view that Messrs. Moore Stephens Associates PLT is suitable, objective and independent to be re-appointed based on the assessment conducted during the FYE 2020. The Board has in turn recommended the same for shareholders' approval at the Twenty-Fifth ("**25th**") AGM of the Company.

8.4 The ARMC comprises solely of Independent Directors.

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT (Continued)

I. AC (Continued)

8.5 The Board has ensured that the ARMC as a whole is financially literate and has sufficient understanding of the Group's business and matters under the purview of the ARMC, including the financial reporting process.

The ARMC has reviewed and provided advice on the financial statements which provide a true and fair view of the Company's financial position and performance.

All members of the ARMC have also undertaken and will continue to undertake continuous professional development to keep themselves abreast of relevant developments in accounting and auditing standards, practices and rules as and when required.

II. RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

Intended Outcome 9.0

Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The Board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the Company's objectives is mitigated and managed.

9.1 The Board is committed to determine the Company's level of risk tolerance and to actively identify, assess and monitor key business risks to safeguard shareholders' investments and the Company's assets by monitoring the internal controls in place with the assistance of the ARMC, the external auditors and the outsourced internal auditors, who will report on the effectiveness and efficiency of the internal control processes and procedures periodically to ensure that the system is viable and robust.

The Board had on 30 September 2019 approved the Group's risk management framework for adoption and renaming of the AC to ARMC in order to reflect the duties and responsibilities of the ARMC in the area of risk management and internal control.

9.2 The outsourced internal auditors are engaged to prepare internal audit reports, which summarise the results of the risk re-assessment, risk profiles and the risks identified during the risk assessment process of the Group.

The deliverables included in the internal audit reports had been discussed with the senior management of the Group. The results of risk re-assessment represent the Management's views on the critical focus areas of the Group. The on-going identification and management of risks remain the responsibility of the Board and Management of the Company.

9.3 The Board had on 30 September 2019 approved the renaming of the AC to ARMC, which comprises solely of the Independent Directors, to assist the Board in discharging the responsibilities and duties relating to accounting and reporting practices as well as to monitor the overall risk management framework, the financial reporting processes, the compliance processes, the performances of external and internal auditors and overseeing the audit program of the Group.

The Group's risk management framework was also approved for adoption on the same day. The TOR of the ARMC had also been approved by the Board on 19 November 2019.

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT (Continued)

II. RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK (Continued)

Intended Outcome 10.0

Companies have an effective governance, risk management and internal control framework and stakeholders are able to assess the effectiveness of such a framework.

10.1 The internal audit function of the Group is carried out by an external service provider, namely Finfield Corporate Services Sdn. Bhd., who report directly to the ARMC and provide the Board with a reasonable assurance of adequacy of the scope, functions and resources of the internal audit function.

The internal audit review of the Group's operations encompasses an independent assessment of the Company's compliance with its internal controls and recommendations are made for further improvement.

During the FYE 2020, the ARMC had reviewed and assessed the adequacy of the scope, functions, competency and resources of the outsourced internal auditors for the FYE 2019 and that they have the necessary authority to carry out their work.

The ARMC was also satisfied that the internal audit function is independent of the operations of the Company and provides reasonable assurance that the Company's system of internal control is satisfactory and operating effectively.

10.2 The internal audit function of the Company is outsourced to a professional consultation firm and the internal audit staff on the engagement are free from any relationships or conflicts of interest, which could impair their objectivity and independence.

The personnel involved in the internal audit reviews possess professional qualifications and/or a university degree. Most of them are members of the Institute of Internal Auditors Malaysia. The Engagement Partner, Mr. Tan Yen Yeow has a diverse professional experience in internal audit, risk management and corporate governance advisory.

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

I. COMMUNICATION WITH STAKEHOLDERS

Intended Outcome 11.0

There is continuous communication between the Company and stakeholders to facilitate mutual understanding of each other's objectives and expectations.

Stakeholders are able to make informed decisions with respect to the business of the Company, its policies on governance, the environment and social responsibility.

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

I. COMMUNICATION WITH STAKEHOLDERS (Continued)

11.1 The Board has developed internal corporate disclosure practices to ensure that communication to the investing public regarding the business, operations and financial performance of the Group are accurate, timely, factual, informative, consistent, broadly disseminated and where necessary, information filed with regulators is in accordance with applicable legal and regulatory requirements.

The Board has a Corporate Disclosure Policy and Procedure in place to ensure only designated spokespersons will be authorised to disseminate information to ensure consistent and accurate flow of information disclosure to the stakeholders.

The Board ensures that there is effective, transparent and regular communication with its stakeholders through a variety of communication channels as follows:-

(a) Announcements to Bursa Securities

Material information, updates and periodic financial reports are published on a timely basis through announcements to Bursa Securities.

Shareholders and Investors can obtain the Company's latest announcements such as quarterly financial results in the dedicated website of Bursa Securities at www.bursamalaysia.com or via the Company's website at www.rexmalaysia.com.

(b) Annual reports

The Company's annual reports to the shareholders remain the central means of communicating to the shareholders, amongst others, the Company's operations, activities and performance for the past financial year as well as the status of compliance with applicable rules and regulations.

(c) AGM/general meetings

The AGM/general meetings are used as the main forum of dialogue for shareholders to raise any issues pertaining to the Company.

(d) Corporate website

The Company's corporate website provides a myriad of relevant information on the Company and is accessible by the public.

(e) Investor relations

Shareholders and other interested parties are welcome to contact the Company should they have any comments, questions or concerns by writing in, via telephone or facsimile to the Company's general email address.

11.2 The Company is not categorised as a "Large Company" and hence, has not adopted integrated reporting based on a globally recognised framework.

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

II. CONDUCT OF GENERAL MEETINGS

Intended Outcome 12.0

Shareholders are able to participate, engage the Board and senior management effectively and make informed voting decisions at general meetings.

12.1 The AGM provides an opportunity for the shareholders to seek and clarify any issues pertaining to the Group and to have a better understanding of the Group's activities and performance. Both individuals and institutional shareholders are encouraged to meet and communicate with the Board at the AGM and to vote on all resolutions.

The reason for issuing the Annual Report containing the Notice of 25th AGM of the Company less than twenty-eight (28) days' notice period as recommended by MCCG, to shareholders was mainly due to the Management focusing more on back-end operation works and solving the significant issues faced by the Group with the aims of improving the business and financial performance of the Company.

Nonetheless, the Notice of AGM, which set out the business to be transacted at the AGM, was published in a major local newspaper with at least twenty-one (21) days' notice as prescribed in the Company's Constitution. The notes to the Notice of AGM also provided detailed explanation for each resolution proposed to enable shareholders to make informed decisions in exercising their voting rights.

The Management will continue to strive to ensure that the Notice of AGM is circulated to shareholders at least twenty-eight (28) days before the date of the AGM.

12.2 All the Directors of the Company attended the 25th AGM of the Company held on 19 November 2019 to engage with the shareholders personally and proactively.

The proceedings of the 25th AGM included a question and answer session in which the Chairman of the AGM invited shareholders from the floor to raise questions on the Company's financial statements and other agenda items for adoption at the 25th AGM, before putting a resolution to vote.

The Chairmen of the Board Committees were also readily available to address the questions posted by the shareholders to them at the 25th AGM.

12.3 The Company holds physical meetings annually at Sunway Hotel Seberang Jaya, Penang, which is the same venue for the past few AGMs. Shareholders who wish to attend AGM/general meetings are given sufficient notice to ensure that they are able to make the necessary arrangements to attend AGM/general meetings, review agenda items, and formulate questions, if any. Where the shareholders are not able to attend, they may appoint proxies to attend on their behalf to vote and represent them.

Given the intense situation of the current Covid-19 pandemic and safe distancing requirements imposed by the Government which discourages mass gatherings, the Board has taken precautionary steps to conduct the Extraordinary General Meeting of the Company held on 9 September 2020 on a fully virtual basis to enable the shareholders of the Company to participate fully in the proceedings at more than one (1) venue using any technology facilities and to exercise their right to speak and vote at the meeting without the need to be physically present at the venue.

Despite the Board has decided the upcoming Twenty-Sixth AGM of the Company to be held physically due to cost efficiency, the Board would consider to hold the general meetings virtually in future to encourage more shareholder participation.

The Corporate Governance Overview Statement and the Corporate Governance Report were duly approved at the Board of Directors' Meeting held on 20 October 2020.

INTRODUCTION

Acknowledging that businesses play a vital role in driving effective sustainable change, the Board of Directors ("**Board**") is pleased to present the Group's Sustainability Statement for the financial year ended 30 June 2020 ("**the Statement**"), which has been prepared in accordance with Practice Note 9 of the Main Market Listing Requirements and the Sustainability Reporting Guide and Toolkits, issued by Bursa Malaysia Securities Berhad.

This statement aims to provide meaningful information to the stakeholders on the journey we are undertaking to embrace sustainability as part of the business and integrating the same into the daily business activities.

This Statement was prepared on a best effort basis and we are committed to further it, specifically on the material sustainability issues, in order to narrow any gaps we might have in our reporting. As a result, we are also laying out the action plan to do so in this Statement.

SCOPE

This Statement covers Rex Industry Berhad and four (4) of its subsidiaries located in Malaysia, i.e.:-
- Rex Canning Co. Sdn. Bhd.
- Rex Trading Sdn. Bhd.
- Summit Teamtrade (2011) Sdn. Bhd.
- Cinta Edar (M) Sdn. Bhd.

And, collectively referred to as the "**Group**".

Information disclosed in this Statement comprises activities relating to:-
- Manufacturing of canned food, drinks and confectionaries.
- Trading/sales of canned food, drinks and confectionaries.
- Manufacturing, trade/sales of confectionaries.
- Trading of manufactured biscuit

Collectively, the above contributed to more than 40% of the Group's total revenue. And our reporting period is from 1 July 2019 to 30 June 2020, unless otherwise stated.

GOVERNANCE, STRUCTURE AND PROCESS

Our Sustainability Working Group ("**SWG**") was formed in 2018 to enhance our existing governance structure in relation to sustainability. The SWG, reporting to the Audit and Risk Management Committee ("**ARMC**"), is chaired by our Group Managing Director and supported by the Heads of Departments i.e.:-
- Finance
- Sales and Marketing
- Procurement
- Manufacturing
- Warehouse and Logistics

The role of the SWG is to oversee the performance of the Group's sustainability efforts under the leadership of the ARMC. The SWG is supported by representatives from the relevant departments within the Group. The Board is ultimately accountable for setting up sustainability strategies, with the Group Managing Director, who also chairs the SWG, being tasked to oversee the implementation of sustainability strategies set by the Board.

GOVERNANCE, STRUCTURE AND PROCESS (Continued)

The sustainability governance structure is illustrated as below:-

Board of Directors

Audit and Risk Management Committee

Sustainability Working Group

Head of Departments:-
- Finance
- Sales and Marketing
- Procurement
- Manufacturing
- Warehouse and Logistics

SUSTAINABIILTY STRATEGY

We strongly believe that sustainable practices are essential to ensure the going concern of our business. As part of our sustainability strategy, we have established Four (4) Sustainability Pillars to ensure that, while running the business effectively, we are also committed to contribution to the larger community. The 4 Sustainability Pillars are illustrated below:-

STAKEHOLDERS ENGAGEMENT

We have identified and prioritized the stakeholders, based on the level of influence and dependence of these stakeholders over the Group, and at the same time, the channels of engagement and the engagement matters with the respective stakeholders prioritized, as illustrated below:-

Stakeholders	Engagement Platforms	Engagement Matters
Shareholders	• Annual General Meeting • Financial statements • Press releases/announcements	• Dividend • Return on investment • Financial performance • Share performance
Board of Directors	• Board meetings • Annual General Meeting • Company organised events	• Corporate Governance • Company business strategy
Employees	• Orientation training • Learning and development programmes • Employee performance appraisal • Corporate organised events	• Occupational safety and health • Human resource management • Fair employment practices • Career development opportunities • Occupational health and safety
Government/Regulators	• Ongoing interactions • Formal and informal meetings	• Manufacturing issues and policies • Foods safety issues and policies • Effluent and waste management • Water and energy management • Compliance to applicable laws • Economic, Environmental and social impacts
Customers	• Face-to-face interaction • Feedback survey	• Manufacturing quality • Manufacturing capacity • Research and Development
Suppliers	• Interviews • Evaluations/Re-evaluations • Face-to-face interaction	• Agreeable contracts • Terms of payments • Maintaining partnerships
Local communities	• Corporate volunteering programmes (e.g. community events, knowledge-sharing initiatives and partnerships with non-governmental organisations)	• Support towards community development • Job creation for local communities • Undertaking business in a responsible manner

MATERIALITY SUSTAINABILITY MATTERS

We are still in the process of learning and understanding what the Group would prioritise in terms of material sustainability matters, as sustainability involves a very wide and general area in which the Group can play a role.

A list of material sustainability matters has been identified by the Board, however their priority level has not been finalised for the current financial year as further assessment and studies are required to be carried out.

The Group has established the following action plan to be executed and completed by the SWG during the coming financial years:-

a) To perform studies of what are being practised by peers in similar industry.

b) To perform domestic studies of internal policies & standard operating procedures, and gather inputs from all relevant departments/functions.

c) To prioritize the material sustainability issues identified, considering their:-
   - Significance to the Group's economic, environment and social impacts; and
   - Influence on the assessments and decisions of stakeholders.

d) To map and present the results on the Group's Materiality Matrix.

e) With reference to data collected from (a) and (b) above, to identify the Key Performance Indicators ("KPI"), to allow the Group to continuously measure and monitor our sustainability performance and adherence to the sustainability practices and policies.

SUSTAINABILITY EFFORTS

Sustainability management is embedded within the Group's operations. The Group's current sustainability efforts in relation to the Material Sustainability Matters are set out below:-

Economic

A. Product Quality and Safety

   We place great importance on our product quality and safety to maintain a quality standard on our products that are safe for consumption.

   We adhere to numerous food standards and regulations applicable to the food and beverage industry such as Hazard Analysis and Critical Control Point ("**HACCP**"), Makanan Selamat Tanggungjawab Industri ("**MeSTI**") and Good Manufacturing Practice ("**GMP**") certifications. Our products are halal certified as well as attained the Halal MS 1500:2009 certification.

   We have set in place a proper Quality Assurance ("**QA**") department and Halal compliance committee which have clearly defined levels of responsibility, authority and appropriate reporting procedures to ensure the Group's product quality and safety.

SUSTAINABILITY EFFORTS (Continued)

Environment

A. Effluent and waste management

Food product manufacturing generally produces significant volume of materials/resources which would potentially end up as wastewater. The effluent discharge from food production is treated through the waste water treatment plant (WWT) before being released. The ongoing upgrades have been carried out on the WWT to cater for the increase in production. Routine monitoring and reporting have been done by an accredited laboratory to ensure wastewater discharged is within the Department of Environment's wastewater effluent discharge standards.

B. Energy consumption

The retrofitting of the Group's Bukit Minyak production facility to natural gas was completed in March 2019.

Positives from this initiative include; eliminating the release of ash, soot and sulphur into the air and extending the life spans of the boiler and chimney. Gas is also cleaner because it is sludge free and being directly piped-in, gas is better insulated against supply disruptions.

Social

A. Workplace Safety & Health

We view workplace safety and health highly as the safety and well-being of the Group's employees is the foundation of success. A safety and health committee have been formed to ensure the Occupational Safety and Health Act ("**OSHA**") 1994 and Factories and Machinery Act ("**FAM**") 1997 are adhered to.

Training on quality, safety and health have been conducted to ensure all level of employees are well aware of their significance and to ensure the Group's emphasis on safety and health have been well communicated throughout the Group.

B. Human resource management

Human resources are seen as one of the cores for the Group, as it is important to recruit and retain high calibre employees to add value to the Group. The Group is committed in nurturing a diverse, competent and dedicated talent pool by providing routine staff training and development to encourage their career development and performance enhancement which are relevant to their current or future job functions.

For the non-executive production employees, the Group would ensure the health and safety policies are adhered to as the compliance would benefit the employees, purchasers, investors as well as general public in the form of quality products and environment friendly practices which do not harm the public environment.

C. Contribution to local community

Being a firm practitioner of corporate social responsibility, the Group has an ongoing "Love Rex" program which contributes to the disabled, underprivileged, and homeless in our society. A part of the proceeds from every Rex product which carries the "Love Rex" logo goes to the mentioned support.

Rex also has an ongoing feed the homeless program where wholesome meals are distributed to such persons every fortnight in the very heart of Kuala Lumpur. This program was however temporarily halted and will be resumed as soon as the Covid 19 Pandemic is effectively controlled.

Regardless of the Pandemic, we continue to support 7 homes for the under-privileged in the Klang Valley, ensuring their residents continue to have healthy and balanced meals during this difficult period.

Audit Committee Report

The Audit Committee ("**AC**") is established to assist the Board of Directors ("**Board**") in discharging its statutory and fiduciary duties and responsibilities relating to accounting and reporting practices as well as corporate governance and risk management of the Company and its subsidiaries ("**the Group**"). On 30 September 2019, the AC has been renamed as Audit and Risk Management Committee ("**ARMC**").

1. COMPOSITION OF THE ARMC

During the financial year ended 30 June 2020 ("**FYE 2020**"), the ARMC comprises three (3) members as follows, all of whom are Independent Non-Executive Directors and none of them has appointed alternate directors, which is in line with Paragraph 15.09 of Bursa Malaysia Securities Berhad Main Market Listing Requirements ("**MainLR**"):-

Name	Designation	Directorship
Tai Keat Chai	Chairman	Independent Non-Executive Director
Tan Sri Dato' Mohd Ibrahim bin Mohd Zain	Member	Independent Non-Executive Director
Adnan bin Ahmad	Member	Independent Non-Executive Director

Furthermore, in adopting the *Step Up Practice 8.4* of the Malaysian Code on Corporate Governance, the ARMC comprised solely of Independent Directors.

The Chairman of the ARMC, Mr. Tai Keat Chai, is a member of the Malaysian Institute of Accountants fulfilling the requisite qualifications under Paragraph 15.09(1)(c) of the MainLR.

None of the ARMC members was previously a partner in the incumbent External Auditors, Messrs. Moore Stephens Associates PLT in the previous two (2) years, nor did any of the ARMC members hold any financial interest in Messrs. Moore Stephens Associates PLT.

2. MEETING ATTENDANCE

The ARMC held a total of five (5) Meetings during the FYE 2020. The details of the attendance of the respective ARMC members are as follows:-

Name	No. of Meetings Attended*
Tai Keat Chai	5 of 5
Tan Sri Dato' Mohd Ibrahim bin Mohd Zain	5 of 5
Adnan bin Ahmad	5 of 5

* *The Meetings were held on 22 August 2019, 30 September 2019, 19 November 2019, 17 February 2020 and 19 May 2020.*

The audit partners of the External Auditors responsible for the Group had attended three (3) of the ARMC Meetings held in the FYE 2020.

The ARMC had also met up with the External Auditors without the presence of the Executive Director and management personnel twice during the FYE 2020 to comply with the requirement of having at least two (2) private sessions with the External Auditors per year as stipulated in the Terms of Reference ("**TOR**") of the ARMC.

3. TOR

The TOR of the ARMC is available for reference on the Company's website at www.rexmalaysia.com.

4. SUMMARY OF WORK OF THE ARMC

During the FYE 2020, the ARMC carried out the following work activities which are in line with its duties, functions and responsibilities as set out in its TOR:-

Financial performance and reporting

a) Reviewed the unaudited quarterly reports on the consolidated results of the Group for the financial quarters ended 30 June 2019, 30 September 2019, 31 December 2019 and 31 March 2020, and recommended the same to the Board for approval.

b) Discussed the financial performance and updates on the corporate and business developments of the Group on quarterly basis.

c) Reviewed the Company's audited financial statements for the financial year ended 30 June 2019 ("**FYE 2019**") to ensure that the financial statements and disclosures presented a true and fair view of the Company's financial position and performance for the said year and are in compliance with the provisions of the Companies Act 2016 as well as the applicable Malaysian Financial Reporting Standards, and recommended the same to the Board for approval.

External audit

a) Met twice with the External Auditors without the presence of the Executive Director and management personnel.

b) Received the AC closing presentation prepared by the External Auditors for the FYE 2019, covering matters to highlight, status of audit and salient accounting and auditing matters, etc.

c) Reviewed the audit planning memorandum for the financial year ending 30 June 2020 prepared by the External Auditors, entailing mainly the overview of audit approach and timeline, key audit matters and areas of audit emphasis and accounting standard updates.

d) Reviewed the statutory audit fee for the financial year ending 30 June 2020, and recommended the same to the Board for approval.

e) Reviewed and approved the proposed fees in relation to the following non-audit services:-

- Review of the Statement on Risk Management and Internal Control ("**SORMIC**"); and
- Review of component auditors' working papers.

f) Reviewed the suitability, independence and performance of the External Auditors for the FYE 2019 vide a formalised "External Auditors' performance and independence evaluation" and upon review and being satisfied with the results of the said assessment, the same has been recommended to the Board to recommend to the shareholders for approval.

g) Inquired into the assistance given by the Management to the External Auditors.

4. SUMMARY OF WORK OF THE ARMC (Continued)

The following information has omitted entirety, please insert them before the Related Party Transaction:-

Internal audit

a) Reviewed the internal audit reports, audit recommendations made and management response to those recommendations and reviewed the follow-up audits to ensure that appropriate actions were taken and recommendations of the Internal Auditors were implemented.

b) Assessed the adequacy of the scope, functions, competency and resources of the internal audit functions vide a formalised "Evaluation of internal audit function" and that it has the necessary authority to carry out its work.

c) Discussed the internal audit plan for the financial year ending 30 June 2020 as prepared by the Internal Auditors.

Related Party Transactions ("**RPT**")

a) Reviewed the RPT and Recurrent RPT of a Revenue or Trading Nature ("**RRPT**") on quarterly basis to ensure that they are within the mandate approved by the shareholders at the previous Twenty-Fifth Annual General Meeting of the Company held on 19 November 2019.

b) Reviewed the Circular/Statement to Shareholders in relation to the Proposed Renewal of Existing Shareholder Mandate for RRPT and Proposed Renewal of Authority for the Company to Purchase its Own Shares, and recommended the same to the Board for approval.

Oversight of Risk Management and Internal Control

a) Reviewed the proposed Risk Management Framework of the Company for adoption by the Company, and recommended the same to the Board for approval.

b) Reviewed the disclosures in AC Report, SORMIC and Corporate Governance Overview Statement, and recommended the same to the Board for approval for inclusion in the Annual Report 2019.

Other matters

a) Assessed the performance of each ARMC member by his peers vide a formalised "ARMC member's peer performance" for the purpose of assisting the Nomination Committee in reviewing the term of office and performance of the ARMC and each of its members annually to determine whether they have carried out their duties properly in accordance to the TOR.

b) Reported to the Board on the proceedings of each ARMC Meeting through the Chairman of the ARMC.

c) Reviewed the updated TOR of the ARMC, and recommended the same to the Board for approval.

d) Reviewed and confirmed the minutes of the ARMC Meetings.

e) Discussed the proposed re-naming of the existing AC to ARMC, and recommended the same to the Board for approval.

5. SUMMARY OF WORK OF THE INTERNAL AUDIT FUNCTION

The internal audit function of the Group is outsourced to an independent professional internal audit service provider to assist the Board and ARMC to oversee that the Management has put in place an effective internal control and governance system accordingly to ensure that the Group's internal control system is satisfactory and operating effectively.

The summary of work activities carried out by the Internal Auditors comprised the following:-

a) Formulated the internal audit plan and presented the plan for the ARMC's review and approval;

b) Carried out the internal audit reviews covering the following areas in accordance with the approved audit plan:-

- Inventory management of Rex Trading Sdn. Bhd.; and
- Purchasing, accounts payable and payments of P.T. Rex Canning Indonesia.

c) Based on the audit reviews carried out, reported the results of the audit reviews to the ARMC. The reports highlighted the internal control weaknesses identified and corresponding recommendations for improvements; and

d) Followed up on the status of implementation of management action plans carried out and reported the same to the ARMC.

The internal audit reviews carried out for the FYE 2020 did not reveal weaknesses that have resulted in any material losses, contingencies or uncertainties that would require separate disclosure in this annual report.

The total costs incurred for the internal audit function The total costs incurred for the internal audit function for the FYE 2020 was RM8,455.

Statement of Directors' Responsibility for Preparing The Financial Statements

This statement is prepared as required by Bursa Malaysia Securities Berhad Main Market Listing Requirements.

The Directors are required to take reasonable steps in ensuring that the financial statements of the Company and its subsidiaries ("**the Group**") are properly drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016, so as to give a true and fair view of the state of affairs of the Group as at the end of the financial year and of its results and cash flows for the year then ended.

The Directors consider that in preparing the financial statements for the financial year ended 30 June 2020:-

- the Group has adopted the appropriate accounting policies and applied them consistently;
- reasonable and prudent judgements and estimates have been made;
- all applicable approved accounting standards in Malaysia have been followed; and
- the financial statements have been prepared on a going concern basis.

The Directors have ensured that the Group maintain accounting records that disclose with reasonable accuracy at any time the financial position of the Group, and which enable them to ensure that the financial statements comply with the Companies Act 2016. The Statement by the Directors pursuant to Section 251(2) of the Companies Act 2016 is set out in the section headed "Statement by Directors" of the Directors' Report enclosed with the Group's consolidated audited financial statements for the financial year ended 30 June 2020.

The Directors have also ensured that the quarterly reports and annual audited financial statements of the Group are released to Bursa Malaysia Securities Berhad in a timely manner in order to keep the investing public informed of the Group's latest performance and developments.

The Directors also have general responsibilities for taking such steps that appropriate systems are reasonably available to them to safeguard the assets of the Group, and to prevent and detect fraud and other irregularities and material misstatements. Such systems, by their nature, can only provide reasonable and not absolute assurance against material misstatement, loss or fraud.

Statement on Risk Management and Internal Control

This Statement on Risk Management and Internal Control ("**Statement**") by the Board of Directors ("**Board**") of Rex Industry Berhad ("**REX**") is made in respect of the financial year ended 30 June 2020 pursuant to Paragraph 15.26(b) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and guided by the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers issued by the Taskforce on Internal Control with the support and endorsement of Bursa Malaysia.

The Board is committed to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers, and is pleased to set out below its Statement on Risk Management and Internal Control which outlines the nature and scope of risk management and internal control of the Group during the year.

The Board acknowledges its overall responsibility for ensuring a sound and effective system of risk management and internal control is maintained throughout the Group to safeguard shareholders' investment and the Group's assets and regular review of its effectiveness and adequacy is inevitable. The Board recognises that risk cannot be totally eliminated and the system of internal control instituted can only help minimise and manage risks and provide some reasonable but not absolute assurance that the assets of the Group and of the Company are safeguarded against material losses and unauthorised use and that the financial statements are not materially misstated and the Group is managed and operated in a systematic manner.

The Board exercises control through an organisation structure with clearly defined levels of responsibility, authority and appropriate reporting procedures. Management including the Executive Directors is empowered by the Board and shall be responsible for identifying, evaluating, monitoring and managing significant risks affecting the achievement of business objectives of the Group. The process of identifying, evaluating, monitoring and managing risks is an on-going process. All significant issues identified and affecting the business objectives of the Group are reported to the Board accordingly.

The key elements and processes of risk management and internal control system in place throughout the Group include:

1. Defined delegation of responsibilities to Board Committees, namely the Audit and Risk Management Committee, Remuneration Committee and Nomination Committee and to operating units with clearly defined areas of responsibility, authority limits and operational authorities for all aspects of the business;

2. Involvement of the Executive Directors in the day-to-day operations of the Group and attendance at operational and management level meetings, monitoring adherence to the Group's policies and procedures. The Executive Directors have regular reviews on the operational, financial and strategic issues and challenges affecting the respective business units with the heads of business units. Significant matters identified during these meetings are highlighted to the Board on a timely basis; and

3. The Board is briefed and updated on the operational performance and corporate development of the Group by the Executive Directors and on the financial performance of the Group by the Chief Financial Officer on quarterly basis;

   The Internal Audit function of the Group is outsourced to an independent professional Internal Audit service provider that reports to the Audit and Risk Management Committee. The Group adopts a risk-based approach in identifying major operation areas that warrant Internal Audit review and assessment to be carried out taking into consideration corporate exercises proposed or/and undertaken by the Group. The Internal Auditors carry out reviews on areas which are identified by Management as warranting attention and to assess the adequacy and effectiveness of the control processes to address the risks and recommend improvements to strengthen the control processes, where appropriate.

   The Internal Auditors perform Internal Audits on major operating units and other management areas deemed appropriate within the Group. Based on their assessment, the Internal Auditors will provide the Audit and Risk Management Committee with reports highlighting their observations, recommendations and corrective action taken by Management to ensure adequacy, integrity and appropriate improvements to the system of internal control. Follow-up Internal Audits to assess implementation of past audit findings are also carried out to ensure effectiveness of the system of internal control implemented. During the financial year, the Internal Auditors reviewed the control over credit notes in the Malaysian subsidiaries. Their report has been presented to the Audit and Risk Management Committee.

The Audit and Risk Management Committee has formalised the Risk Management Framework and Policies of the Group. Under the Risk Management Framework, the Audit and Risk Management Committee oversees the risk management process of the Group, and it is assisted by Risk Management Working Groups ("**RMWG**") formed at subsidiary level.

Risks are assessed by the RMWG by employing the following methodologies:

- Identification of risks by the process owners
- Assessment of the likelihood and impact of the risks identified
- Evaluating the control strategies in relation to the risks
- Formulating action plan to address control deficiencies
- Setting Key Risk Indicators to monitor the risks

The report of RMWG will be presented to the Audit and Risk Management Committee at quarterly meetings, highlighting key risks and risk management activities carried out during that period.

The Board is generally satisfied with the existing system of risk management and internal control which has not resulted in any significant breakdown or weaknesses that could give rise to material losses incurred by the Group during the financial year under review or requires disclosure in the Annual Report 2020. Nevertheless, the Board recognises the review and improvement to the existing system of risk management and internal control is an on-going process to accommodate evolving business needs. The Board believes that with the assistance from the Internal Auditors, the system of internal control of the Group could be closely managed, monitored and improved over time.

Conclusion

The risk management and internal control system of the Group, comprising the respective frameworks, procedures, management processes and monitoring processes described in this statement, is considered appropriate. The Group continues to take measures to enhance and strengthen the risk management and internal controls environment.

Review of the Statement by External Auditors

The external auditors of REX have reviewed this Statement for inclusion in the Annual Report of REX for the financial year ended 30 June 2020. Their review was conducted in accordance with Audit and Assurance Practice Guide ("**AAPG**") 3 (Revised February 2018), Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control, issued by the Malaysian Institute of Accountants ("**MIA**"). AAPPG 3 does not require the external auditors to, and they did not consider whether this Statement covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk and control procedures. AAPPG 3 also does not require the external auditors to consider whether the processes described to deal with material internal control aspects of any significant problems disclosed in the Annual Report will, in fact, remedy the problems. Based on the review of the external auditors, they have reported to the Board that nothing has come to the attention of the external auditors that causes them to believe that this Statement is inconsistent with their understanding of the process adopted by the Board in reviewing the adequacy and integrity of the risk management and internal control system.

This Statement on Risk Management and Internal Control has been approved by the Board of REX on 20 October 2020.

Additional Compliance Information

In conformance with Bursa Malaysia Securities Berhad Main Market Listing Requirements, the following information is provided:-

1. Utilisation of Proceeds raised from Corporate Proposals

No proceeds were raised by the Company and its subsidiaries ("**the Group**") from any corporate proposal during the financial year ended 30 June 2020 ("**FYE 2020**").

2. Audit and Non-Audit Services

During the FYE 2020, Messrs. Moore Stephens Associates PLT, the External Auditors, has rendered certain audit and non-audit services to the Company and the Group. A breakdown of the fees paid is as follows:-

Item	Company (RM)	Group (RM)
Audit services rendered		
Statutory Audit in respect of the FYE 2020	52,000	212,094
Non-audit services rendered		
a) Review of Statement on Risk Management and Internal Control	5,000	5,000
b) Review of Component Auditors' working papers	10,000	10,000
Total	67,000	227,094

3. Material Contracts involving Directors' and Major Shareholders' Interests

There are no material contracts entered into by the Group involving Directors' and Major Shareholders' interests or are still subsisting, since the end of the previous financial year ended 30 June 2019.

Our History and Business

Rex was incorporated on 26 November 1993 as a private limited company under the Companies Act 1965 by the name of Kompetitif Pertama Sdn Bhd. The Company acquired the entire issued and paid-up share capital of Rex Canning Co. Sdn Bhd, Rex Trading Sdn Bhd and Rex Foods Sdn Bhd and took on the function as a holding company in conjunction with the listing of Rex on Bursa Securities. The Company changed its name to Rex Industry Sdn Bhd on 5 February 1994. It was converted to a public limited company on 16 February 1994 and adopted its present name. Rex was listed on the Second Board of Bursa Securities on 29 November 1995.

Rex Group is involved in manufacturing of canned food, beverage and confectionary products. Rex Canning Co. Sdn Bhd a wholly owned subsidiary of Rex was founded in 1965 and has since grown into a leading manufacturer, distributor and exporter of halal canned products, frozen food, and beverages in Malaysia. PT Rex Canning Indonesia began commercial operations in August 1992; with principal activities in manufacturing and exporting of canned processed seafood. PT Rex Canning operates under stringent standards set by the Ministry of Marine Affairs and Fisheries of Indonesia. The majority of PT Rex's canned seafood is exported to the US and EU.

Our strength lies in providing quality products that cater to the taste preferences and budgets of our growing population.

Our Policy

Towards producing trusted products for all consumers, food safety best practices are core to our business. They are implemented throughout the chain from sourcing to manufacturing and delivery, to ensure compliance with local and international food safety standards and manufacturing best practices.

Financial Performance

For Financial Year 2020, the Group's revenue grew 9.3% to RM149.25 million, representing an increase of 9.3% over Financial Year 2019's RM136.61 million. Cost rationalisation and streamlining of resources undertaken in that year have contributed to alleviating the debilitating impact of the Covid-19 pandemic. The travel bans, quarantines, closures of non-essential services, social distancing and home quarantine requirements have significantly impacted businesses, and our customers directly or indirectly.

Pre-tax loss at RM9.5 million contracted by 33.9% compared to Financial Year 2019. This was brought about by improved operational efficiency, optimisation of resources and rationalised route to market. Astute product portfolio positioning and new products also contributed to the year's improved performance.

However, the Soda Tax which was implemented on 1st July 2019 negatively impacted our financial performance as this additional tax element could not be fully passed to the market due to price volatility arising from stiff competition.

Our financial performance was further impacted by further provisions for expected credit loss of RM1.33 million on trade and other receivables,RM1.84 million for inventory obsolescence and write-offs and RM0.10 million for fair value loss of other investments.

REX GROUP

(All in RM'000)	FY 2019	FY 2020
Revenue	136,608	149,245
Loss before tax	(14,317)	(8,396)

The Board is committed to continue with prudent measures to improve the Group's financial performance and deliver satisfactory results taking cognizance of the prevailing business environment.

Financial Highlights

	30 Jun 16 RM'000	30 Jun 17 RM'000	30 Jun 18 RM'000	30 Jun 19 RM'000	30 Jun 20 RM'000
Statement of Profit and Loss					
Turnover (Continuing operations)	196,182	130,175	130,323	136,608	149,245
Turnover (Discontinued operations)	46,526	9,470	-	-	-
Profit/(Loss) before Tax after Minority Interest	(2,404)	2,493	(15,095)	(14,317)	(8,396)
Interest	1,231	1,070	1,539	1,905	2,050
Profit/(Loss) after Tax and Minority Interest	(4,788)	3,254	(15,153)	(13,297)	(9,465)
Dividend	-	(1,233)	-	-	-
Statement of Financial Position					
Paid-up Share Capital	61,657	73,743	73,743	73,743	73,743
Shareholders Funds	137,852	142,466	126,422	113,672	101,891
Borrowings	14,013	21,888	29,946	36,472	43,451
Net Tangible Assets	129,963	134,577	118,533	106,635	94,854

Financial Ratio

	30 Jun 16 RM'000	30 Jun 17 RM'000	30 Jun 18 RM'000	30 Jun 19 RM'000	30 Jun 20 RM'000
Investment Ratio					
NTA per share	2.21	2.11	2.18	0.43	0.38
Basic Earning/(Loss) Per Share (Sen)	1.38	(8.09)	(8.05)	(5.39)	(3.84)
Gross Dividend rate (%)	-	-	2.00	-	-
Dividend coverage ratio (times)	-	-	2.64	-	-
Operating Ratio					
After tax return on shareholders' fund (%)	(3.47)	2.23	(11.93)	(11.70)	(8.5)
Pre-tax profit margin (%)	(0.99)	1.74	(11.53)	(10.48)	(5.63)
Financial Ratio					
Gearing (times)	0.102	0.154	0.237	0.321	0.426
Interest Coverage ratio	(0.95)	3.20	(8.76)	(6.52)	(3.10)
Liquidity ratio					
Current ratio	3.33	2.45	2.34	1.81	1.32
Quick ratio	1.91	1.31	1.26	0.99	0.61

Note:

1) The issued ordinary shares of the Company was increased from 61,656,617 to 246,626,468 unit of ordinary shares by way of issuance of 184,969,851 new ordinary shares arising from share split exercise. The share split has been completed following the listing on the Main Market of Bursa Malaysia Securities Berhad on 24 October 2017.

2) Basic Earning/(Loss) per ordinary share for the financial year is calculated by dividing the (loss)/profit after tax attributable to owners of the parent by weighted average number of ordinary shares outstanding during the financial year.

Changes in the composition of the Group

There were no changes in the composition of the Group for the financial year ended 30 June 2020.

Outlook and Prospects

It is envisaged that Financial year July 2020 to June 2021 will be an extremely challenging one as the country and the world grapple with the fallout from the Covid-19 Pandemic. Given the unpredictability of future development of this Pandemic, it is challenging to determine the duration of the impact on the business and to gauge the potential impact on the financial statements of the Group.

Outlook and Prospects (Continued)

Experts believe the situation is unlikely to rebound for the first half of 2021 which coincides with the second half of our Financial Year 2021.

In the coming months we foresee higher unemployment rates, more frugal consumer spending, downtrading to lower cost products and online selling gaining greater relevance as more consumers are initiated into that platform and adopt it.

We further foresee more aggressive competition for a share of a smaller pocket and on boarding of new competitors who are forced to expand into the food business to survive.

The overarching result would be increased choices, lower priced products, and pressure on margins for incumbent players to defend and to grow market share.

Taking cognizance of the foregoing we shall adopt a proactive approach to meet the forthcoming challenges with an optimised portfolio that is appropriate to the market situation. Cost rationalisation, operational efficiencies, product innovations, and improvement on routes to market will be vigorously pursued.

The Group is optimistic that our strategies and plans will enable us to strengthen and grow our market position in this challenging period.

Significant Events

The World Health Organisation had on 11 March 2020 declared the COVID-19 outbreak as a global pandemic. As a measure to contain the outbreak, the Government of Malaysia announced the MCO which is effective from 18 March 2020. Effective 4 May 2020, the MCO has been transitioned into a conditional MCO until 9 June 2020. As announced on 7 June 2020, the conditional MCO has further been transitioned into a recovery MCO ("RMCO") which had commenced with effect from 10 June 2020 until 31 August 2020. Subsequently vide an announcement on 28 August 2020, the RMCO was further extended from 31 August 2020 until 31 December 2020. Under the RMCO, more economic sectors and businesses will be allowed to be opened subject to adherence with the necessary strict standard operating procedures ("SOP").

As for the Group's Indonesian operating subsidiary, the Indonesian Government implemented Pembatasan Sosial Berskala Besar ("PSBB) to mitigate the spread of Covid-19 which is equivalent to a partial lockdown from 28 April 2020 to 11 May 2020. PSBB was extended twice to 25 May 2020 and subsequently up to 8 June 2020 of which PSBB was uplifted and business were able to operate with strict health protocols.

The outbreak of COVID-19 is an event of force majeure that is beyond the control of our Group. There is no assurance that the COVID-19 outbreak and or the RMCO or PSBB will not have a material adverse impact on the market conditions and or the industry in which our Group operates. Further, no assurance can be given that there the COVID-19 outbreak and/ or the RMCO or PSBB will not have any material adverse impact to the supply chain of our Group's raw materials and the operations of our production facilities. Potential risks arising therefrom may include but not limited to slowdown in customers' demand, disruption in supply chain of our Group's raw materials and products, increased operating costs to comply with the SOP and disruptions to the output of our production facilities as a result of a re-enforcement of the MCO or PSBB or a breakout of COVID-19 in proximity to our production facilities, any of which may result in an adverse effect on our Group's business and financial conditions.

Acknowledgements

I take this opportunity to thank my fellow Board members, our shareholders, customers and business partners for their continued support, trust and unwavering confidence over the past years.

To all our dedicated staff and management team, thank you for your commitment and leading the company forward.

DARMENDRAN KUNARETNAM
Group Managing Director

Analysis of Shareholdings
As at 2 October 2020

Class of Securities : Ordinary Shares
Total Number of Holders : 850
Voting Rights : One (1) vote per Ordinary Share

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	%	No. of Shares Held	%
1 – 99	18	2.12	368	0.00
100 – 1,000	85	10.00	32,080	0.01
1,001 – 10,000	382	44.94	2,111,776	0.86
10,001 – 100,000	279	32.82	8,281,912	3.36
100,001 – 12,331,322 (*)	84	9.88	180,434,632	73.16
12,331,323 and above (**)	2	0.24	55,765,700	22.61
TOTAL	**850**	**100.00**	**246,626,468**	**100.00**

Remarks: * Less than 5% of Issued Shares
** 5% and above of Issued Shares

SUBSTANTIAL SHAREHOLDERS' SHAREHOLDINGS

The names of the substantial shareholders of Rex Industry Berhad and their respective shareholdings based on the Register of Substantial Shareholders of the Company as at 2 October 2020 are as follows:

Substantial Shareholders	Direct Interest No. of Shares Held	%	Indirect Interest No. of Shares Held	%
Daiman Taipan Sdn. Bhd.	55,765,700	22.61	-	-
Darmendran Kunaretnam	31,274,852	12.68	55,765,700[(1)]	22.61
Chee Cheng Chun	-	-	55,765,700[(1)]	22.61

Note:
[(1)] Deemed interested pursuant to Section 8 of the Companies Act 2016 by virtue of his interest in Daiman Taipan Sdn. Bhd.

DIRECTORS' SHAREHOLDINGS

The Directors' Shareholdings of Rex Industry Berhad based on the Register of Directors' Shareholdings of the Company as at 2 October 2020 are as follows:

Directors	Direct Interest No. of Shares Held	%	Indirect Interest No. of Shares Held	%
Tan Sri Dato' Mohd Ibrahim bin Mohd Zain	3,530,800	1.43	-	-
Darmendran Kunaretnam	31,274,852	12.68	55,765,700[(1)]	22.61
Chee Cheng Chun	-	-	55,765,700[(1)]	22.61
Tai Keat Chai	-	-	-	-
Adnan bin Ahmad	-	-	-	-

Note:
[(1)] Deemed interested pursuant to Section 8 of the Companies Act 2016 by virtue of his interest in Daiman Taipan Sdn. Bhd.

Thirty (30) Largest Securities Account Holders Para 29.25(2)

As at 2 October 2020

No.	Name of Shareholders	No. of Shares	(%)
1.	Daiman Taipan Sdn. Bhd.	37,306,100	15.13
2.	RHB Nominees (Tempatan) Sdn. Bhd. (Pledged Securities Account for Daiman Taipan Sdn. Bhd.)	18,459,600	7.48
3.	Archer Horizons Sdn. Bhd.	12,000,000	4.87
4.	RHB Nominees (Tempatan) Sdn. Bhd. (Pledged Securities Account for Darmendran A/L Kunaretnam)	11,404,000	4.62
5.	CGS-CIMB Nominees (Tempatan) Sdn. Bhd. (Pledged Securities Account for Darmendran A/L Kunaretnam)	10,085,252	4.09
6.	Taiko Voyage Sdn. Bhd.	9,786,800	3.97
7.	Melody Station Sdn. Bhd.	8,294,300	3.36
8.	Central Portfolio Sdn. Bhd.	8,033,000	3.26
9.	Vivadoor Sdn. Bhd.	7,190,100	2.92
10.	Tan Kee Shang	5,795,656	2.35
11.	RHB Nominees (Tempatan) Sdn. Bhd. (Pledged Securities Account for Kamlesh Kumar)	5,553,600	2.25
12.	Lee Sew Keng	5,183,228	2.10
13.	AllianceGroup Nominees (Tempatan) Sdn. Bhd. (Pledged Securities Account for Darmendran A/L Kunaretnam)	5,060,000	2.05
14.	TA Nominees (Tempatan) Sdn. Bhd. (Pledged Securities Account for Tay Ben Chuan)	4,602,000	1.87
15.	Kamlesh Kumar	4,248,600	1.72
16.	Teo Kwee Hock	4,209,400	1.71
17.	UOB Kay Hian Nominees (Tempatan) Sdn. Bhd. (Pledged Securities Account for Teo Siew Lai)	4,206,400	1.71
18.	Lee Chai Seng	4,188,920	1.70
19.	AMSEC Nominee (Tempatan) Sdn. Bhd. (Pledged Securities Account for Seamless Strength Sdn. Bhd.)	4,088,400	1.66
20.	Thevandran A/L K. Ragavan	4,000,000	1.62
21.	DB (Malaysia) Nominee (Tempatan) Sendirian Berhad (Exempt an for Affin Hwang Asset Management Berhad)	3,830,800	1.55
22.	Maybank Securities Nominees (Tempatan) Sdn. Bhd. (Pledged Securities Account for Mohd Ibrahim bin Mohd Zain)	3,530,800	1.43
23.	Kenanga Nominees (Tempatan) Sdn. Bhd. (Pledged Securities Account for Thevandran A/L K. Ragavan)	3,330,000	1.35
24.	Malacca Equity Nominees (Tempatan) Sdn. Bhd. (Pledged Securities Account for Ng L'Yp-Hau)	3,244,000	1.32
25.	DB (Malaysia) Nominee (Tempatan) Sendirian Berhad (Deutsche Trustees Malaysia Berhad for Affin Hwang Flexi FundII)	3,124,000	1.27
26.	Maybank Nominees (Tempatan) Sdn. Bhd. (Pledged Securities Account for Darmendran A/L Kunaretnam)	3,025,600	1.23
27.	Lim Ee Yong	2,961,612	1.20
28.	Cheong Boo Chin	2,696,000	1.09
29.	RHB Nominees (Tempatan) Sdn. Bhd. (Pledged Securities Account for Melody Station Sdn. Bhd.)	2,650,000	1.07
30.	AMSEC Nominees (Tempatan) Sdn. Bhd. (Pledged Securities Account for Kuek Boon Siang)	2,642,000	1.07
	TOTAL	**204,730,168**	**83.02**


REX INDUSTRY BERHAD
100%
REX CANNING CO. SDN. BHD.
30%
70%
P.T. REX CANNING INDONESIA
100%
REX TRADING SDN. BHD.
100%
BEST AQUA FOOD SDN. BHD.
100%
REX FOODS SDN. BHD.
100%
SUMMIT TEAMTRADE (2011) SDN. BHD.
CINTA EDAR (M) SDN. BHD.
100%
CINTA EDAR (SELATAN) SDN. BHD.
100%
GAINASA INTERNATIONAL LIMITED
100%
FIKA FOODS MARKETING SDN. BHD.
100%
FIKA FOODS CORPORATION SDN. BHD.
100%

The Directors hereby submit their report and the audited financial statements of the Group and of the Company for the financial year ended 30 June 2020.

PRINCIPAL ACTIVITIES

The Company is an investment holding company. The principal activities of its subsidiaries are disclosed in Note 11 to the financial statements.

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

RESULTS

	Group RM	Company RM
Loss for the year, net of tax attributable to Owners of the Company	(9,465,290)	(3,648,302)

RESERVES AND PROVISIONS

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

ISSUANCE OF SHARES OR DEBENTURES

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

OPTIONS GRANTED OVER UNISSUED SHARES

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

DIVIDENDS

No dividend has been paid or declared by the Company since the end of the previous financial year. The Company is not in a position to pay or declare dividends for the current financial year.

DIRECTORS OF THE COMPANY

The Directors in office during the financial year and at the date of this report are:-

Tan Sri Dato' Mohd Ibrahim bin Mohd Zain
Darmendran Kunaretnam*
Chee Cheng Chun*
Tai Keat Chai*
Adnan bin Ahmad

* *Being a Director of one or more subsidiaries*

DIRECTORS OF THE SUBSIDIARIES

The following is a list of Directors of the subsidiaries (excluding Directors who are also Directors of the Company) since the beginning of the financial year to the date of this report:

Subsidiaries incorporated under the Companies Act 2016 in Malaysia:

Vong Nee Toh

DIRECTORS' INTERESTS

According to the register of Directors' shareholdings, the interest of Directors in office at the end of financial year in shares or debentures of the Company and its related corporation during the financial year were as follows:

	Number of ordinary shares			
	At 1.7.2019 Unit	**Bought Unit**	**Sold Unit**	**At 30.6.2020 Unit**
Name of Director				
Ordinary shares in the Company				
Direct interest:				
Tan Sri Dato' Mohd Ibrahim bin Mohd Zain	3,530,800	-	-	3,530,800
Darmendran Kunaretnam	31,274,852	-	-	31,274,852
Indirect interest:				
Darmendran Kunaretnam*				
- Daiman Taipan Sdn. Bhd.	55,765,700	-	-	55,765,700
Chee Cheng Chun*				
- Daiman Taipan Sdn. Bhd.	55,765,700	-	-	55,765,700

* deemed interest via shareholding in a related corporation pursuant to Section 8(4) of the Companies Act 2016 in Malaysia.

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

DIRECTORS' REMUNERATION AND BENEFITS

The amount of fees and other benefits paid to or receivable by the Directors or past Directors of the Company and the estimated money value of any other benefits received or receivable by them otherwise than in cash from the Company or its subsidiaries for their services to the Company or its subsidiaries were as follows:

	Company RM	Subsidiaries RM
Salaries and other emoluments	-	749,700
Contributions to defined contribution plan	-	119,952
Social security contribution	-	924
Fees	226,600	-
	226,600	870,576

Since the end of the previous financial year, no Director of the Company has received nor become entitled to receive any benefit (other than Directors' emoluments received or due and receivable as disclosed in the financial statements or the fixed salary of a full-time employee of the Company) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest, other than as disclosed in Note 27 to the financial statements.

There were no arrangements during or at the end of the financial year which had the object of enabling Directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

OTHER STATUTORY INFORMATION

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

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

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

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

- (i) which would render the amount written off for bad debts or the amount of the provision for doubtful debts inadequate to any substantial extent;

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

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

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

OTHER STATUTORY INFORMATION (Continued)

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

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

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

(d) In the opinion of the Directors:

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

   (ii) the results of the operations of the Group and of the Company during the financial year have not been substantially affected by any item, transaction or event of a material and unusual nature; and

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

(e) The total amount paid to or receivable by the auditors as remuneration for their services as auditors for the financial year from the Company and its subsidiaries is RM227,094.

(f) There was no amount paid to or receivable by any third party in respect of the services provided to the Company or any of its subsidiaries by any Director or past Director of the Company.

(g) There was no indemnity given to or insurance effected for any Director, officer or auditor of the Company.

SIGNIFICANT EVENTS

Details of significant events are disclosed in Note 33 to the financial statements.

AUDITORS

The auditors, Messrs. Moore Stephens Associates PLT, have expressed their willingness to continue in office.

Approved and signed on behalf of the Board in accordance with a resolution of the Directors dated 20 October 2020.

TAN SRI DATO' MOHD IBRAHIM BIN MOHD ZAIN	TAI KEAT CHAI

Statement by Directors
Pursuant to Section 251(2) of the Companies Act, 2016

We, the undersigned being two of the Directors of the Company, do hereby state that, in the opinion of the Directors, the accompanying financial statements as set out on pages 60 to 129 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the Companies Act 2016 in Malaysia, so as to give a true and fair view of the financial position of the Group and of the Company as at 30 June 2020 and of their financial performance and cash flows for the financial year then ended.

Approved and signed on behalf of the Board in accordance with a resolution of the Directors dated 20 October 2020.

TAN SRI DATO' MOHD IBRAHIM BIN MOHD ZAIN

TAI KEAT CHAI

Statutory Declaration
Pursuant to Section 251(1) of the Companies Act, 2016

I, LIM GEIK FONG being the Officer primarily responsible for the financial management of the Company, do solemnly and sincerely declare that the financial statements as set out on pages 60 to 129 are to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the abovenamed
at Kuala Lumpur in the Federal Territory
on 20 October 2020

LIM GEIK FONG

Before me,

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Rex Industry Berhad, which comprise the statements of financial position as at 30 June 2020 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 year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 60 to 129.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 30 June 2020, and of their financial performance and their cash flows for the year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

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

Key Audit Matters

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

Key Audit Matters (Continued)

Key audit matters	Our audit performed and responses thereon
Recoverability of trade receivables As at 30 June 2020, as shown in Note 15 to the financial statements, the Group's trade receivables amounted to RM28.6 million which represented 16% of the Group's total assets. We focused on this area due to the substantial sum outstanding and the significant judgements made by the Directors over assumptions about the risk of default, expected loss rate and timing of collection. In making these assumptions, the Directors selected inputs to the impairment calculation, based on historical trend of collection and forward-looking estimation.	We have performed the following procedures: • Verified the balances of trade receivables by circularisation of confirmations on sampling basis; • Reviewed the reliability of ageing of trade receivables at year end on a sampling basis; • Obtained a list of long outstanding trade receivables and identified any debtors with financial difficulty through discussion with management; and • Reviewed management's assessment on the recoverability of past due debts to assess the sufficiency of allowance for trade receivables through specific and collective provisions with reference to subsequent settlement for specifically assessed debtors and to historical payment pattern of the customers, historical trend of bad debts or impairment provided for and correlation with macroeconomic factors for collectively assessed debtors.
Valuation of goodwill As at 30 June 2020, as shown in Note 13 to the financial statements, the Group's goodwill amounted to RM7.0 million. The Group is required to perform an annual impairment test or more frequently when indication of impairment exists on goodwill which arose from the Group's acquisition of subsidiaries in prior years. The Group applies the value-in-use ("VIU") method to estimate the recoverable amounts of the goodwill. We have identified the valuation of goodwill as a key audit matter as the impairment test involves significant management judgement in determining the allocation of goodwill to the cash-generating unit ("CGU") and in estimating the underlying assumptions to be applied in the discounted cash flow projections of the VIU calculation. The recoverable amount of the goodwill is highly sensitive to key assumptions applied in respect of future revenue growth rate, gross margin, the long-term growth rate and the pre-tax discount rate used in the cash flow projections. A small change in the assumption can have a significant impact on the estimation of the recoverable amount.	We have performed the following procedures: • Assessed whether the recoverable amounts were prepared by management based on the approved budgets by the Directors; • Compared the key assumptions including projected revenue, growth rates, gross margin and discount rates against our knowledge of the Group's historical performance, business and cost management strategies based on facts and circumstances currently available; • Performed a sensitivity analysis by changing certain key assumptions used in the VIU calculations and assessed the impact of the recoverable amounts of the goodwill; and • Assessed the appropriateness of the financial statements disclosures concerning those key assumptions to which the outcome of the impairment test is most sensitive.

Key Audit Matters (Continued)

Key audit matters	Our audit performed and responses thereon
<u>Impairment review of investments in subsidiaries</u> As at 30 June 2020, as shown in Note 11 to the financial statements, the Company's investments in subsidiaries amounted to RM66 million which represented 95% of the Company's total assets. The Company determined whether there is any indication of impairment for investments in subsidiaries. There was indication of impairment in two of the operating subsidiaries and the recoverable amounts were determined based on value-in-use ("VIU") which involves significant judgement on the discount rates applied and the assumptions which support the underlying cash flows projections that include estimation of the future cash inflows and outflows that were derived from the operating subsidiaries.	We have performed the following procedures: • Reviewed actual results with budgeted results to assess the performance of the business and reliability of the projection process; • Reviewed the cash flows projections by comparing the assumptions to historical data as well as our assessment in relation to key assumptions such as discount rate, operating expenses, revenue and gross profit margins; and • Performed sensitivity analysis for a range of reasonably possible scenarios.

Information Other than the Financial Statements and Auditors' Report Thereon

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

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report the 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 also responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

(e) Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

(f) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements of the Group. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

Auditors' Responsibilities for the Audit of the Financial Statements (Continued)

We communicate with the Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiaries of which we have not acted as auditors, are disclosed in Note 11 to the financial statements.

Other Matter

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 contents of this report.

MOORE STEPHENS ASSOCIATES PLT
201304000972 (LLP0000963-LCA)
Chartered Accountants (AF002096)

STEPHEN WAN YENG LEONG
02963/07/2021J
Chartered Accountant

Petaling Jaya, Selangor
Date: 20 October 2020

Statements of Comprehensive Income
For The Financial Year Ended 30 June 2020

	Note	Group 2020 RM	Group 2019 RM	Company 2020 RM	Company 2019 RM
Revenue	4	149,245,245	136.608,859	-	-
Changes in manufactured inventories		(5,465,037)	(4,146,440)	-	-
Raw materials and consumables used		(97,575,192)	(88,446,454)	-	-
Staff costs		(21,944,015)	(22,755,433)	-	-
Depreciation		(3,576,446)	(3,632,809)	-	-
Other expenses		(28,381,726)	(31,233,308)	(3,648,404)	(1,461,584)
Other income		1,351,526	1,193,844	102	138
Loss from operations		(6,345,645)	(12,411,741)	(3,648,302)	(1,461,446)
Finance costs	5	(2,050,478)	(1,905,387)	-	-
Loss before tax	6	(8,396,123)	(14,317,128)	(3,648,302)	(1,461,446)
Income tax expense	7	(1,069,167)	1,019,876	-	-
Loss for the year, representing total comprehensive income for the year		(9,465,290)	(13,297,252)	(3,648,302)	(1,461,446)
Other comprehensive income, net of tax					
Items that may be reclassified subsequently to profit or loss					
Foreign currency translation		(2,652,338)	943,238	-	-
Items that will not be reclassified subsequently to profit or loss					
Defined benefit plan actuarial gain		336,324	161,292	-	-
Total other comprehensive income for the year		(2,316,014)	1,104,530	-	-
Total comprehensive income for the year		(11,781,304)	(12,192,722)	(3,648,302)	(1,461,446)
Loss for the year attributable to:					
Owners of the Company		(9,465,290)	(13,297,252)	(3,648,302)	(1,461,446)
Total comprehensive income attributable to:					
Owners of the Company		(11,781,304)	(12,192,722)	(3,648,302)	(1,461,446)
Loss per ordinary share attributable to Owners of the Company:					
Basic (sen):	8	(3.84)	(5.39)		

The annexed notes form an integral part of, and should be read in conjunction with, these financial statements.

Statements of Financial Position
As At 30 June 2020

	Note	Group 2020 RM	Group 2019 RM	Company 2020 RM	Company 2019 RM
ASSETS					
Non-current assets					
Property, plant and equipment	9	80,107,876	62,151,890	-	-
Right-of-use assets	10	6,381,625	-	-	-
Investments in subsidiaries	11	-	-	65,977,960	41,088,617
Other investment	12	754,000	1,386,000	754,000	1,386,000
Goodwill on consolidation	13	7,037,480	7,037,480	-	-
		94,280,981	70,575,370	66,731,960	42,474,617
Current assets					
Inventories	14	47,949,242	48,412,666	-	-
Trade receivables	15	28,603,055	31,741,941	-	-
Other receivables	16	4,833,658	16,223,495	2,355,660	30,288,675
Tax recoverable		181,526	667,193	31,320	31,320
Cash and bank balances	17	6,854,390	10,203,759	8,811	19,628
		88,421,871	107,249,054	2,395,791	30,339,623
Total assets		182,702,852	177,824,424	69,127,751	72,814,240

		Group		Company	
		2020	2019	2020	2019
	Note	RM	RM	RM	RM
EQUITY AND LIABILITIES					
Equity					
Share capital	19	73,742,421	73,742,421	73,742,421	73,742,421
Translation reserve	20	(3,379,879)	(727,541)	-	-
Retained earnings/ (accumulated losses)		31,528,609	40,657,575	(7,124,298)	(3,475,996)
Total equity attributable to Owners of the Company		101,891,151	113,672,455	66,618,123	70,266,425
Non-current liabilities					
Borrowings	21	11,587,849	3,382,288	-	-
Deferred tax liabilities	22	1,525,409	1,544,777	-	-
Lease liabilities	23	935,167	-	-	-
		14,048,425	4,927,065	-	-
Current liabilities					
Borrowings	21	30,621,238	33,090,051	-	-
Trade payables	24	19,590,710	9,012,728	-	-
Other payables	25	15,847,397	16,542,055	2,509,628	2,547,815
Contract liability	26	265,009	580,070	-	-
Lease liabilities	23	307,052	-	-	-
Tax payable		131,870	-	-	-
		66,763,276	59,224,904	2,509,628	2,547,815
Total liabilities		80,811,701	64,151,969	2,509,628	2,547,815
Total equity and liabilities		182,702,852	177,824,424	69,127,751	72,814,240

The annexed notes form an integral part of, and should be read in conjunction with, these financial statements.

		Attributable to Owners of the Company			
		Non-distributable		Distributable	
	Note	Share Capital RM	Translation Reserve RM	Retained Earnings RM	Total Equity RM
Group					
At 1 July 2018		73,742,421	(1,670,779)	53,793,535	125,865,177
Foreign currency translation difference for foreign operations		-	943,238	-	943,238
Defined benefit plan actuarial gain	25(a)	-	-	161,292	161,292
Total other comprehensive income for the year		-	943,238	161,292	1,104,530
Loss for the financial year		-	-	(13,297,252)	(13,297,252)
Total comprehensive income for the year		-	943,238	(13,135,960)	(12,192,722)
At 30 June 2019		73,742,421	(727,541)	40,657,575	113,672,455
At 1 July 2019		73,742,421	(727,541)	40,657,575	113,672,455
Foreign currency translation difference for foreign operations		-	(2,652,338)	-	(2,652,338)
Defined benefit plan actuarial gain	25(a)	-	-	336,324	336,324
Total other comprehensive income for the year		-	(2,652,338)	336,324	(2,316,014)
Loss for the financial year		-	-	(9,465,290)	(9,465,290)
Total comprehensive income for the year		-	(2,652,338)	(9,128,966)	(11,781,304)
At 30 June 2020		73,742,421	(3,379,879)	31,528,609	101,891,151

	Share Capital RM	Accumulated Losses RM	Total Equity RM
Company			
At 1 July 2018	73,742,421	(2,014,550)	71,727,871
Loss for the financial year, representing total comprehensive income for the financial year	-	(1,461,446)	(1,461,446)
At 30 June 2019	73,742,421	(3,475,996)	70,266,425
At 1 July 2019	73,742,421	(3,475,996)	70,266,425
Loss for the financial year, representing total comprehensive income for the financial year	-	(3,648,302)	(3,648,302)
At 30 June 2020	73,742,421	(7,124,298)	66,618,123

The annexed notes form an integral part of, and should be read in conjunction with, these financial statements.

Statements of Cash Flows
For The Financial Year Ended 30 June 2020

	Note	Group 2020 RM	Group 2019 RM	Company 2020 RM	Company 2019 RM
Cash Flows from Operating Activities					
Loss before tax		(8,396,123)	(14,317,128)	(3,648,302)	(1,461,446)
Adjustments for:					
Allowance for expected credit loss on:					
- Trade receivables		1,357,624	902,449	-	-
- Other receivables		170,000	9,051	-	-
Allowance for inventories obsolescences		2,257,154	254,644	-	-
Depreciation of property, plant and equipment		3,304,198	3,632,809	-	-
Depreciation of right-of-use assets		272,248	-	-	-
Fair value loss on other investment		104,000	168,000	104,000	168,000
Loss on disposal of other investment		39,000	-	39,000	-
Gain on disposal of property, plant and equipment		(125,014)	(7,094)	-	-
Gain on disposal of non-current assets classified as held for sale		-	(533,445)	-	-
Impairment loss on goodwill		-	851,647	-	-
Impairment loss on investment in subsidiary		-	-	3,055,000	800,000
Interest expense		2,050,478	1,905,387	-	-
Interest income		(150,753)	(408,215)	(102)	(138)
Inventories written off		432,403	752,189	-	-
Property, plant and equipment written off		1	-	-	-
Reversal of impairment loss on trade receivables		(198,386)	(88,718)	-	-
Reversal of allowance for inventories obsolescences		(845,708)	-	-	-
Unrealised loss on foreign exchange		389,114	477,349	-	5,225
Operating profit/(loss) before changes in working capital, balance carried down		660,236	(6,401,075)	(450,404)	(488,359)

	Note	Group 2020 RM	Group 2019 RM	Company 2020 RM	Company 2019 RM
Operating profit/(loss) before changes in working capital, balance brought down		660,236	(6,401,075)	(450,404)	(488,359)
Changes in working capital:					
Inventories		(619,332)	890,095	-	-
Receivables		13,495,298	(12,536,316)	(21,762)	(1,591)
Payables		5,578,340	4,942,342	(38,187)	45,434
Cash from/(used in) operations		19,114,542	(13,104,954)	(510,353)	(444,516)
Interest received		150,753	408,215	102	138
Interest paid		(2,050,478)	(1,905,387)	-	-
Tax refund		712,578	357,799	-	-
Tax paid		(1,024,671)	(881,554)	-	-
Net cash from/(used in) operating activities		16,902,724	(15,125,881)	(510,251)	(444,378)
Cash Flows from Investing Activities					
Acquisition of property, plant and equipment	9(ii)	(17,547,521)	(2,397,072)	-	-
Proceeds from disposal of property, plant and equipment		432,991	35,500	-	-
Proceeds from disposal of other investments		489,000	-	489,000	-
Proceeds from disposal of non-current assets classified as held for sale		-	1,000,000	-	-
Net cash (used in)/from investing activities		(16,625,530)	(1,361,572)	489,000	-
Cash Flows from Financing Activities					
Net repayment from subsidiaries		-	-	10,434	428,408
Net drawdown of borrowings	(ii)	(5,891,739)	5,727,518	-	-
Repayment of finance lease payables	(ii)	-	(378,773)	-	-
Payment for the principal portion of lease liabilities	(ii),(iii)	(228,682)	-	-	-
Net cash (used in)/from financing activities		(6,120,421)	5,348,745	10,434	428,408

		Group		Company	
		2020	2019	2020	2019
	Note	RM	RM	RM	RM
Net decrease in cash and cash equivalents		(5,843,227)	(11,138,708)	(10,817)	(15,970)
Cash and cash equivalents at beginning of the financial year		9,161,765	20,242,120	19,628	35,598
Effect of exchange rate changes on cash and bank balances		54,892	58,353	-	-
Cash and cash equivalents at the end of the financial year	(i)	3,373,430	9,161,765	8,811	19,628

(i) Cash and cash equivalents comprise of the following:-

		Group		Company	
		2020	2019	2020	2019
	Note	RM	RM	RM	RM
Cash and cash equivalents	17	3,677,031	5,613,507	8,811	19,628
Short-term repurchase agreement ("REPO")	17	3,177,359	4,590,252	-	-
		6,854,390	10,203,759	8,811	19,628
Less: Bank overdrafts	21	(3,480,960)	(1,041,994)	-	-
		3,373,430	9,161,765	8,811	19,628

(ii) Reconciliation of movement of borrowings to cash flows arising from financing activities:

	Borrowings (excluding bank overdrafts) RM	Finance lease payables RM	Lease liabilities RM
Group			
2020			
At 1 July 2019, as previously stated	35,321,388	108,957	-
Effect on adoption of MFRS 16	-	(108,957)	653,939
At 1 July 2019, as restated	35,321,388	-	653,939
Additions	9,100,000	-	815,011
Interest expense	1,939,385	-	30,294
Drawdown of facilities	9,146,296	-	-
Repayment	(16,977,420)	-	(258,976)
Net changes in cash flow from/(used) in financing activities	(5,891,739)	-	(228,682)
Translation reserve	198,478	-	1,951
At 30 June 2020	38,728,127	-	1,242,219

	Borrowings (excluding bank overdrafts) RM	Finance lease payables RM
Group		
2019		
At 1 July 2018	29,308,845	398,740
Addition	-	87,041
Interest expense	1,796,863	33,808
Drawdown of facilities	13,713,644	-
Repayment	(9,782,989)	(412,581)
Net changes in cash flow from/(used) in financing activities	5,727,518	(378,773)
Translation reserve	285,025	1,949
At 30 June 2019	35,321,388	108,957

(iii) Reconciliation of cash flows for lease as lessee:

	Group 2020 RM
Included in net cash from operating activities:	
Interest paid in relation to lease liabilities	30,294
Payment relating to short term lease rental and low value assets	885,148
Included in net cash used in financing activities:	
Payment for the principal portion of lease liabilities	228,682
Total cash outflow for lease liabilities	1,144,124

The annexed notes form an integral part of, and should be read in conjunction with, these financial statements.

1. CORPORATE INFORMATION

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

The registered office and principal place of business of the Company is located at Plot 125, Jalan Perindustrian Bukit Minyak 5, 14100 Simpang Ampat, Seberang Perai Tengah.

The Company is an investment holding company. The principal activities of its subsidiaries are disclosed in Note 11. There have been no significant changes in the nature of these activities of the Group and of the Company during the financial year.

The financial statements were authorised for issue in accordance with a Board of Directors' resolution dated 20 October 2020.

2. BASIS OF PREPARATION

(a) Statement of compliance

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

The Group and the Company have also considered the new accounting pronouncements in the preparation of the financial statements.

(i) Accounting pronouncements that are effective and adopted during the financial year

The Group and the Company had adopted the following new accounting pronouncements that are mandatory as follows:-

MFRS 16	Leases
Amendments to MFRS 9	Prepayment Features with Negative Compensation
Amendments to MFRS 119	Plan Amendment, Curtailment or Settlement
Amendments to MFRS 128	Long-term Interests in Associates and Joint Ventures
IC Interpretation 23	Uncertainty Over Income Tax Treatment
Annual Improvements to MFRS Standards 2015-2017 Cycle	

The adoption of the above pronouncements did not have any significant effect on the financial statements of the Group and of the Company, except for:

MFRS 16 Leases

MFRS 16 replaces the guidance in MFRS 117 *Leases*, IC Interpretation 4 *Determining whether an Arrangement contains a Lease,* IC Interpretation 115 *Operating Leases – Incentives and IC Interpretation 127 Evaluating the Substance of Transactions Involving the Legal Form of a Lease.*

2. BASIS OF PREPARATION (Continued)

(a) Statement of compliance (Continued)

(i) Accounting pronouncements that are effective and adopted during the financial year (Continued)

MFRS 16 Leases (Continued)

MFRS 16 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognises a right-of-use ("ROU") asset representing its right to use the underlying asset and a lease liability representing its obligations to make lease payments. The ROU asset is depreciated throughout the lease period in accordance with the depreciation requirements of MFRS 116 Property, Plant and Equipment whereas lease liability is accreted to reflect interest and is reduced to reflect lease payments made. For leases that were classified as finance leases under MFRS 117, the carrying amount of the ROU asset and lease liability at the date of initial application shall be the carrying amount of the lease asset and lease liability immediately before the date of initial application.

For lessors, MFRS 16 retains most of the requirements in MFRS 117. Lessors continue to classify all leases as either operating leases or finance leases and account for them differently.

As permitted by the transitional provision of MFRS 16, the Group and the Company have elected to adopt a modified transition approach where the lease liability is measured at the present value of the remaining lease payments and discounted using the incremental borrowing rate at the date of initial application (i.e 1 July 2019) and the ROU asset measured at an amount equals to the lease liability, adjusted by prepayments or accrued lease payments relating to that lease at the date of application. The Group and the Company have also applied the following practical expedients under MFRS 16:

- No adjustments are made on transition for leases for which the underlying assets are of low value.
- A single discount rate is applied to portfolio of leases with reasonably similar characteristics.
- The Group and the Company do not apply the standard to leases which lease terms end within 12 months from 1 July 2019.
- The Group and the Company use hindsight in determining lease terms for contracts that contain options for extension or termination.

The financial impacts to the statements of financial position ("SOFP") of the Group arising from adoption of MFRS 16 *Leases* are as follows:

	As previously reported RM	Effects on adoption of MFRS 16 RM	As restated RM
Group			
1 July 2019			
SOFP			
Non-current assets			
Property, plant and equipment,			
at carrying value	62,151,890	(5,290,299)	56,861,591
Right-of-use assets	-	5,835,281	5,835,281

2. BASIS OF PREPARATION (Continued)

(a) Statement of compliance (Continued)

(i) Accounting pronouncements that are effective and adopted during the financial year (Continued)

MFRS 16 Leases (Continued)

	As previously reported RM	**Effects on adoption of MFRS 16 RM**	**As restated RM**
Group (Continued)			
1 July 2019			
SOFP			
Non-current liability			
Lease liabilities	-	466,078	466,078
Current liabilities			
Borrowings	33,090,051	(108,957)	32,981,094
Lease liabilities	-	187,861	187,861

Upon adoption of MFRS 16, the Group recognised lease liabilities in relation to leases which has been previously recognised as "operating leases" under the principles of MFRS 117.

Reconciliation for the differences between operating lease commitments as at 30 June 2019 as lease liabilities recognised at the date of initial application of 1 July 2019 are as follows:-

	Group RM
Operating lease commitments as at 30 June 2019	135,000
Effects from discounting at the incremental borrowing rate of 2.18%	(40,018)
Lease liabilities additionally recognised based on the initial application of MFRS 16	450,000
Transfer from finance lease liabilities upon initial application of MFRS 16	108,957
Lease liabilities recognised as at 1 July 2019	653,939

(ii) Accounting pronouncements that are issued but not yet effective and have not been early adopted

The Group and the Company have not adopted the following accounting pronouncements that have been issued as at the date of authorisation of these financial statements but are not yet effective for the Group and the Company:

Effective for financial periods beginning on or after 1 January 2020

Amendments to MFRS 3	Definition of Business
Amendments to MFRS 9 and MFRS 7	Interest Rate Benchmark Reform
Amendments to MFRS 101 and MFRS 108	Definition of Material
Amendments to References to the Conceptual Framework in MFRS Standards	

2. BASIS OF PREPARATION (Continued)

(a) Statement of compliance (Continued)

(ii) Accounting pronouncements that are issued but not yet effective and have not been early adopted (Continued)

Effective for financial periods beginning on or after 1 June 2020

Amendments to MFRS 16	Covid-19 – Related Rent Concessions

Effective for financial periods beginning on or after 1 January 2021

Amendments to MFRS 9, MFRS 139, MFRS 7, MFRS 4 and MFRS 16	Interest Rate Benchmark Reform Phase 2

Effective for financial periods beginning on or after 1 January 2022

Amendments to MFRS 3	Reference to the Conceptual Framework
Amendments to MFRS 116	Property, Plant and Equipment – Proceeds before Intended Use
Amendments to MFRS 137	Onerous Contracts – Cost of Fulfilling a Contract
Annual Improvements to MFRSs 2018 to 2020	

Effective for financial periods beginning on or after 1 January 2023

MFRS 17	Insurance Contracts
Amendments to MFRS 4	Insurance Contracts (Extension of the Temporary Exemption from Applying MFRS 9)
Amendments to MFRS 17	Insurance Contracts
Amendments to MFRS 101	Classification of Liabilities as Current or Non-Current

Effective date to be announced

Amendments to MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

The Group and the Company will adopt the above pronouncements when they become effective in the respective financial periods. These pronouncements are not expected to have any effect to the financial statements of the Group and the Company upon their initial applications.

(b) Basis of measurement

The financial statements have been prepared on the historical cost convention except for those as disclosed in the accounting policy notes.

(c) Functional and presentation currency

These financial statements are presented in Ringgit Malaysia ("RM"), which is the Company's functional currency.

All financial information presented in RM has been rounded to the nearest RM, unless otherwise stated.

2. BASIS OF PREPARATION (Continued)

(d) Significant accounting estimates and judgements

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

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

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

(i) Impairment of non-financial assets

When the recoverable amount of an asset is determined based on the estimate of the value-in-use of the cash-generating unit to which the asset is allocated, the management is required to make an estimate of the expected future cash flows from the cash-generating unit and also to apply a suitable discount rate in order to determine the present value of those cash flows.

(ii) Impairment of goodwill

Goodwill is tested for impairment annually and at other times when such indicators exist. This requires management to estimate the expected future cash flows of the cash-generating unit to which goodwill is allocated and to apply a suitable discount rate in order to determine the present value of those cash flows. The future cash flows are most sensitive to budgeted gross margins, growth rates estimated and discount rate used. If the expectation is different from the estimation, such difference will impact the carrying value of goodwill.

(iii) Impairment of financial assets

The Group assesses on a forward-looking basis the expected credit loss associated with its debt instruments carried at amortised cost. The impairment method applied as disclosed in Note 3(o)(i) depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by MFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(iv) Write-off of inventories

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

2. BASIS OF PREPARATION (Continued)

(d) Significant accounting estimates and judgements (Continued)

(v) Carrying value of investments in subsidiaries

Investments in subsidiaries are reviewed for impairment annually in accordance with its accounting policy whenever events or changes in circumstances indicate that the carrying values may not be recoverable.

Significant judgement is required in the estimation of the present value of future cash flows generated by the subsidiaries, which involves uncertainties and are significantly affected by assumptions and judgements made regarding estimates of future cash flows and discount rates. Changes in assumptions could significantly affect the carrying value of investment in subsidiaries.

(vi) Defined benefit plan

The cost of retirement benefit, death benefit, disability benefit and resignation benefit as well as the present value of the obligation is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rate, salary increment rate, mortality rate, disability rate and resignation rate. All assumptions are reviewed at each reporting date. In determining the appropriate discount rate, management has derived the applicable interest rates from the market yield on government bond which sourced from Indonesia Bond Pricing Agency ("IBPA") per date of calculation.

The details of the other assumptions are further disclosed in Note 25(a).

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to the periods presented in these financial statements, except as stated in Note 3(g).

(a) Basis of consolidation

Consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the reporting date. The financial statements of the subsidiary used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied for like transactions and events in similar circumstances. The Company controls an investee if and only if the Company has all the following:

(i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant power activities of the investee);
(ii) Exposure, or rights, to variable returns from its investment with the investee; and
(iii) The ability to use its power over the investee to affect its returns.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(a) Basis of consolidation (Continued)

Consolidation (Continued)

When the Company has less than a majority of the voting rights of an investee, the Company considers the following in assessing whether or not the Company's voting rights in an investee are sufficient to give it power over the investee:

(i) The size of the Company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
(ii) Potential voting rights held by the Company, other vote holders or other parties;
(iii) Rights arising from other contractual arrangements; and
(iv) Any additional facts and circumstances that indicate that the Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Subsidiaries are consolidated when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary.

Losses within a subsidiary are attributed to the non-controlling interests even if that results in a deficit balance.

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

When control ceases, the disposal proceeds and the fair value of any retained investment are compared to the Group's share of the net assets disposed. The difference together with the carrying amount of allocated goodwill and the exchange reserve that relate to the subsidiary is recognised as gain or loss on disposal.

Business combination

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

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes in the fair value of the contingent consideration which is deemed to be an asset or liability, will be recognised in accordance with MFRS 9 either in profit or loss or a change to other comprehensive income. If the contingent consideration is classified as equity, it will not be remeasured. Subsequent settlement is accounted for within equity.

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

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

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(a) Basis of consolidation (Continued)

Business combination (Continued)

Business combinations under common control are accounted using the predecessor method of merger accounting where the profit or loss and other comprehensive income include the results of each of the combining entities from the earliest date presented or from the date when these entities came under the control of the common controlling party (if later).

The assets and liabilities of the combining entities are accounted for based on the carrying amounts from the perspective of the common controlling party, or the combining entities if the common controlling party does not prepare consolidated financial statements.

The difference in cost of acquisition over the aggregate carrying value of the assets and liabilities of the combining entities as of the date of the combination is taken to equity. Transaction cost for the combination is recognised in the profit or loss.

Similar treatment applies in the Company's separate financial statements when assets and liabilities representing the underlying businesses under common control are directly acquired by the Company. In accounting for business combinations in the Company's separate financial statements, the excess of the cost of acquisition over the aggregate carrying amounts of assets and liabilities as of the date of the combinations is taken to equity.

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

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

In the Company's separate financial statements, investments in subsidiaries are accounted for at cost less impairment losses. On disposal of such investments, the difference between net disposal proceeds and their carrying amounts is included in the profit or loss.

Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions between subsidiaries in the Group, are eliminated in preparing the consolidated financial statements.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(b) Foreign currency

(i) Foreign currency transactions

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency (foreign currencies) are recorded in Ringgit Malaysia using the exchange rates prevailing at the dates of the transactions. Monetary items denominated in foreign currencies at the reporting date are translated to the functional currencies at the exchange rates on the reporting date. Non-monetary items denominated in foreign currencies are not retranslated at the reporting date except for those that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are included in profit or loss for the period except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operation.

(ii) Foreign operations denominated in functional currencies other than Ringgit Malaysia

The results and financial position of foreign operations that have a functional currency different from the presentation currency (RM) of the consolidated financial statements are translated into RM as follows:-

- Assets and liabilities for each reporting date presented are translated at the closing rate prevailing at the reporting date;
- Income and expenses are translated at average exchange rates for the year, which approximates the exchange rates at the dates of the transactions; and
- All resulting exchange differences are taken to other comprehensive income.

Exchange reserve in respect of a foreign operation is recognised to profit or loss when control, joint control or significant influence over the foreign operation is lost.

On partial disposal without losing control, a proportion of the exchange reserve in respect of the subsidiary is re-attributed to the non-controlling interest. The proportionate share of the cumulative translation differences is reclassified to profit or loss in respect of all other partial disposals.

(c) Revenue and other income recognition

Revenue is recognised when or as a performance obligation in the contract with customer is satisfied, i.e. when the "control" of the goods or services underlying the particular performance obligation is transferred to the customer.

A performance obligation is a promise to transfer a distinct goods or service (or a series of distinct goods or services that are substantially the same and that have the same pattern of transfer) to the customer that is explicitly stated in the contract and implied in the Group's customary business practices.

Revenue is measured at the amount of consideration to which the Group expects to be entitled in exchange for transferring the promised goods or services to the customers, excluding amounts collected on behalf of third parties such as sales taxes or goods and services taxes. If the amount of consideration varies due to discounts, rebates, refunds, credits, incentives, penalties or other similar items, the Group estimates the amount of consideration to which it will be entitled based on the expected value or the most likely outcome. If the contract with customer contains more than one performance obligation, the amount of consideration is allocated to each performance obligation based on the relative stand-alone selling prices of the goods or services promised in the contract.

3. **SIGNIFICANT ACCOUNTING POLICIES** (Continued)

(c) **Revenue and other income recognition** (Continued)

The revenue is recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

The control of the promised goods or services may be transferred over time or at a point in time. The control over the goods or services is transferred over time and revenue is recognised over time if:

- The customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;

- The Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or

- The Group's performance does not create an asset with an alternative use and the Group has an enforceable right to payment for performance completed to date.

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

Other revenue earned by the Group and the Company are recognised on the following bases:

Interest income

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

Rental income

Rental income is accounted for on a straight-line basis over the lease terms.

(d) **Employee benefits**

(i) Short term employee benefits

Wages, salaries, social security contributions and bonuses are recognised as an expense in the financial year in which the associated services are rendered by employees of the Group. Short term accumulating compensated absences such as paid annual leave is recognised when services are rendered by employees that increase their entitlement to future compensated absences, and short term non-accumulating compensated absences such as sick leave are recognised when absences occur.

The expected cost of accumulating compensated absences is measured as additional amount expected to be paid as a result of the unused entitlement that has accumulated at the end of the reporting period.

(ii) Defined contribution plans

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

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(d) Employee benefits (Continued)

(iii) Defined benefit plans

The Group's net obligation in respect of defined benefit retirement plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognised past service costs and the fair value of any plan assets are deducted. The discount rate is the yield at the end of the reporting period on government bond (sourced from IBPA) that are denominated in the same currency in which the benefits are expected to be paid. The calculation is performed annually by a qualified actuary using the projected unit credit method.

When the calculation results in a benefit to the Group, the recognised asset is limited to the total of any unrecognised past service costs and the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements that apply to any plan in the Group. An economic benefit is available to the Group if it is realisable during the life of the plan, or on settlement of the plan liabilities.

When the benefits of a plan are improved, the portion of the increased benefit relating to past service by employees is recognised in profit or loss on a straight-line basis over the average period until the benefits become vested. To the extent that the benefits vest immediately, the expense is recognised immediately in profit or loss.

The Group recognises all actuarial gains and losses arising from defined benefit plans in other comprehensive income and all expenses related to defined benefit plans in personnel expenses in profit or loss.

The Group recognises gains and losses on the curtailment or settlement of a defined benefit plan when the curtailment or settlement occurs. The gain or loss on curtailment comprises any resulting change in the fair value of plan assets, change in the present value of defined benefit obligation and any related actuarial gains and losses and past service cost that had not previously been recognised.

(iv) Voluntary separation scheme

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits when the Group can no longer withdraw the offer of those benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer.

(e) Borrowing costs

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets.

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

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(e) Borrowing costs (Continued)

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

(f) Income taxes

Current tax

Tax expense represents the aggregate amount of current and deferred tax. Current tax is the expected amount payable in respect of taxable income for the financial year, using tax rates enacted or substantially enacted by the reporting date, and any adjustments recognised for prior years' tax. When an item is recognised outside profit or loss, the related tax effect is recognised either in other comprehensive income or directly in equity.

Deferred tax

Deferred tax is recognised using the liability method, on all temporary differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is not recognised if the temporary difference arises from the initial recognition of an asset or liability in a transaction, which is not a business combination and at the time of the transaction, affects neither accounting nor taxable profit or loss. Deferred tax is measured at the tax rates that are expected to apply in the period in which the assets are realised or the liabilities are settled, based on tax rates and tax laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets are recognised only to the extent that there are sufficient taxable temporary differences relating to the same taxable entity and the same taxation authority to offset or when it is probable that future taxable profits will be available against which the assets can be utilised.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefits will be realised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will be available for the assets to be utilised.

Deferred tax assets relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transactions either in other comprehensive income or directly in equity and deferred tax arising from business combination is adjusted against goodwill on acquisition or the amount of any excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the acquisition cost.

(g) Leases

Current financial year

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

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(g) Leases (Continued)

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of the right-of-use assets are determined as follows:

Short term leasehold lands	41 remaining years
Long term leasehold lands	53 remaining years
Hostel rental	3 years
Office rental	5 years
Factory rental	6.5 years
Motor vehicle	5 years

The lease liability is initially measured at the present value of future lease payments at the commencement date, discounted using the Group's incremental borrowing rate. Lease payments included in the measurement of the lease liability include fixed payments, any variable lease payments, amount expected to be payable under a residual value guarantee, and exercise price under an extension option that the Group is reasonably certain to exercise.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in rate, or if the Group change its assessment of whether it will exercise an extension or termination option.

Lease payments associated with short term leases and leases of low value assets are recognised on a straight-line basis as an expense in profit or loss. Short term leases are leases with a lease term of 12 months or less.

Previous financial year

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

Finance lease

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

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

Operating lease

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

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(g) Leases (Continued)

Previous financial year *(Continued)*

Operating lease (Continued)

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

Leasehold land which is in substance in an operating lease is classified as prepaid lease payments and amortised on a straight-line basis over the lease period as disclosed in the notes to the financial statements.

(h) Earnings per share

Basic earnings per share ("EPS") is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year, adjusted for own shares held.

(i) Property, plant and equipment

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

(i) Recognition and measurement

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

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

Property, plant and equipment are derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in profit or loss.

(ii) Subsequent costs

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

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(i) Property, plant and equipment (Continued)

(iii) Depreciation

Depreciation is based on the cost of an asset less its residual value. Significant components of individual assets are assessed, and if a component has a useful life that is different from the remainder of that asset, then that component is depreciated separately.

Depreciation is recognised in the profit or loss on diminishing balance basis over the estimated useful lives of each component of an item of property, plant and equipment at the following annual rates:-

Short term leasehold lands*	41 remaining years
Long term leasehold lands*	53 remaining years
Buildings	2%
Plant, machinery and factory equipment	5% - 20%
Furniture, fittings and office equipment	5% - 20%
Motor vehicles	20%

* *In the previous financial year, these short-term leasehold lands and long-term leasehold lands were depreciated over their estimated useful life ranging from 41 remaining years and 53 remaining years. Upon adoption of MFRS 16 Leases, these leasehold lands have been reclassified as Right-of-Use Assets as at the date of initial application, i.e. 1 July 2019.*

Freehold land has an indefinite useful life and therefore is not depreciated.

Depreciation methods, useful lives and residual values are reviewed at end of the reporting period, and adjusted as appropriate.

Fully depreciated property, plant and equipment are retained in the financial statements until they are no longer in use and no further charge for depreciation is made in respect of these property, plant and equipment.

(j) Capital work-in-progress

Capital work-in-progress is stated at cost less any accumulated impairment losses and includes borrowing cost incurred during the period of construction.

No depreciation is provided on capital work-in-progress and upon completion of construction, the cost will be transferred to property, plant and equipment.

(k) Intangible assets

Goodwill

Goodwill acquired in a business combination represents the difference between the purchase consideration and the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities in the subsidiary companies at the date of acquisition.

Goodwill is allocated to cash-generating units and is stated at cost less accumulated impairment losses, if any. Impairment test is performed annually. Goodwill is also tested for impairment when indication of impairment exists. Impairment losses recognised are not reversed in subsequent periods.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(k) Intangible assets (Continued)

Goodwill (Continued)

Upon the disposal of investment in the subsidiary, the related goodwill will be included in the computation of gain or loss on disposal of investment in the subsidiary in the consolidated statement of comprehensive income.

(l) Inventories

Inventories are measured at the lower of cost and net realisable value.

The cost of inventories is measured based on weighted average cost formula, and includes expenditure incurred in acquiring the inventories and other costs incurred in bringing them to their existing location and condition.

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

Costs incurred in bringing the inventories to their present location and condition are accounted for as follows:

- cost of raw materials and packaging materials comprise cost of purchase and are stated on a weighted average cost or standard cost basis (which approximates average actual cost).
- cost of finished goods includes raw materials, labour and an appropriate proportion of production overheads.

(m) Cash and cash equivalents

Cash and cash equivalents consist of cash at banks and on hand, fixed deposits with licensed banks and short-term REPO that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value. For the purpose of the statements of cash flows, cash and cash equivalents are presented net of bank overdrafts and pledged deposits, if any.

(n) Financial instruments

(i) Initial recognition and measurement

A financial asset or a financial liability is recognised in the statement of financial position when, and only when, the Group or the Company become a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without significant financing component) or a financial liability is initially measured at fair value plus or minus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issuance. A trade receivable without a significant financing component is initially measured at the transaction price.

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

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(n) Financial instruments (Continued)

(ii) Financial instrument categories and subsequent measurement

The Group and the Company categorise financial instruments as follows:

Financial assets

Categories of financial assets are determined on initial recognition and are not reclassified subsequent to their initial recognition unless the Group or the Company change its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change of the business model.

Amortised cost

Amortised cost category comprises financial assets that are held within a business model whose objective is to hold assets to collect contractual cash flows and its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The financial assets are not designated as fair value through profit or loss. Subsequent to initial recognition, these financial assets are measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss. Interest income is recognised by applying effective interest rate to the gross carrying amount except for credit impaired financial assets [see note 3(o)(i)] where the effective interest rate is applied to the amortised cost.

Fair value through profit or loss

All financial assets not measured at amortised cost or fair value through other comprehensive income are measured at fair value through profit or loss. This includes derivative financial assets (except for a derivative that is a designated and effective hedging instrument). On initial recognition, the Group or the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at fair value through other comprehensive income as at fair value through profit or loss if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise. Financial assets categorised as fair value through profit or loss are subsequently measured at their fair value. Net gains or losses, including any interest or dividend income, are recognised in the profit or loss.

All financial assets, except for those measured at fair value through profit or loss, are subject to impairment assessment [see note 3(o)(i)].

Financial liabilities

Amortised cost

Other financial liabilities not categorised as fair value through profit or loss are subsequently measured at amortised cost using the effective interest method.

Interest expense and foreign exchange gains and losses are recognised in the profit or loss. Any gains or losses on derecognition are also recognised in the profit or loss.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(n) Financial instruments (Continued)

(iii) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group or the Company currently have a legally enforceable right to set off the amounts and they intend either to settle them on a net basis or to realise the asset and liability simultaneously.

(iv) Financial guarantee contracts

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

Financial guarantees issued are initially measured at fair value. Subsequently, they are measured at higher of:

- the amount of the loss allowance; and
- the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance to the principles of MFRS 15 *Revenue from Contracts with Customers.*

Liabilities arising from financial guarantees are presented together with other provisions.

(v) Regular way purchase or sale of financial assets

A regular way purchase or sale is a purchase or sale of a financial asset under a contract whose terms require delivery of the asset within the time frame established generally by regulation or convention in the marketplace concerned.

A regular way purchase or sale of financial assets is recognised and derecognised, as applicable, using trade date accounting. Trade date accounting refers to:

(a) the recognition of an asset to be received and the liability to pay for it on the trade date; and

(b) derecognition of an asset that is sold, recognition of any gain or loss on disposal and the recognition of a receivable from the buyer for payment on the trade date.

(vi) Derecognition

A financial asset or part of it is derecognised when, and only when the contractual rights to the cash flows from the financial asset expire or the financial asset is transferred to another party without retaining control or substantially all risks and rewards of the asset. On derecognition of a financial asset, the difference between the carrying amount and the sum of the consideration received (including any new asset obtained less any new liability assumed) and any cumulative gain or loss that had been recognised in equity is recognised in profit or loss.

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

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(o) Impairment

(i) Financial assets

The Group and the Company recognise loss allowances for expected credit losses ("ECL") on financial assets measured at amortised cost, contract assets and lease receivables. Expected credit losses are a probability-weighted estimate of credit losses.

Loss allowances of the Group and the Company are measured on either of the following bases:-

(i) 12-month ECL – represents the ECL that result from default events that are possible within the 12 months after the reporting date (or for a shorter period if the expected life of the instrument is less than 12 months); or

(ii) Lifetime ECL- represents the ECL that will result from all possible default events over the expected life of a financial instrument or contract asset.

The impairment methodology applied depends on whether there has been a significant increase in credit risk.

Simplified approach - trade receivables

The Group and the Company apply the simplified approach to provide ECLs for all trade receivables as permitted by MFRS 9. The simplified approach required expected lifetime losses to be recognised from initial recognition of the receivables. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's and the Company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where applicable.

General approach - other financial instruments and financial guarantee contracts

The Group and the Company apply the general approach to provide for ECLs on all other financial instruments and financial guarantee contracts which requires the loss allowance to be measured at an amount equal to 12-months ECLs at initial recognition.

At each reporting date, the Group and the Company assess whether the credit risk of a financial instrument has increased significantly since initial recognition. When credit risk has increased significantly since initial recognition, loss allowance is measured at an amount equal to lifetime ECLs. In assessing whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group and the Company consider reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's and the Company's historical experience and informed credit assessment and including forward looking information, where available.

If credit risk has not increased significantly since initial recognition or if the credit quality of the financial instruments improves such that there is no longer a significant credit risk since initial recognition, loss allowance is measured at an amount equal to 12-month ECL.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(o) Impairment (Continued)

(i) Financial assets (Continued)

General approach - other financial instruments and financial guarantee contracts (Continued)

The Group and the Company consider an event of default for internal credit risk management purposes when the borrower is unlikely to pay its credit obligations to the Group and the Company in full, without recourse by the Group and the Company to actions such as realising security (if any is held).

The Group and the Company consider a financial guarantee contract to be in default when the debtor of the loan is unlikely to pay its credit obligations to the creditors and the Group and the Company in full, without recourse by the Group and the Company to actions such as realising security (if any is held). The Group and the Company only apply a discount rate if, and to the extent that, the risks are not taken into account by adjusting the expected cash shortfalls.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group and the Company are exposed to credit risk.

Credit impaired financial assets

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

Evidence that a financial asset is credit impaired includes the observable data about the following events:

- Significant financial difficulty of the borrower or issuer;
- A breach of contract such as a default or significant past due event;
- The lender of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession that the lender would not otherwise consider (e.g the restructuring of a loan or advance by the Group and the Company on terms that the Group and the Company would not consider otherwise);
- It is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or
- The disappearance of an active market for security because of financial difficulties.

Write-off policy

The gross carrying amount of a financial asset is written off (either partially or full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group or the Company determine that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's or the Company's procedures for recovery of amounts due. Any recoveries made are recognised in profit or loss.

(ii) Non-financial assets

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

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(o) Impairment (Continued)

(ii) Non-financial assets (Continued)

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

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

Except for goodwill, assets that were previously impaired are reviewed for possible reversal of the impairment at the end of each reporting period. Any subsequent increase in recoverable amount is recognised in the profit or loss unless it reverses an impairment loss on a revalued asset in which case it is taken to revaluation reserve. Reversal of impairment loss is restricted by the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years.

An impairment loss recognised for goodwill is not reversed.

An impairment loss is recognised for the amount by which the carrying amount of the subsidiary exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and present value of the estimated future cash flows expected to be derived from the investment including the proceeds from its disposal. Any subsequent increase in recoverable amount is recognised in profit or loss.

(p) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group and of the Company after deducting all of their liabilities. Ordinary shares are equity instruments.

Ordinary shares

Ordinary shares are recorded at the proceeds received, net of directly attributable incremental transaction costs. Ordinary shares are classified as equity. Dividends on ordinary shares are recognised in equity in the period in which they are declared.

(q) Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(r) Operating segments

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

(s) Contract liabilities

A contract liability is the obligation to transfer goods and services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. Contract liabilities are recognised as revenue when the Group performs its obligation under the contracts.

The Group provides retrospective volume rebates and other discounts to customers. Rebates and discounts are offset against amount payable by the customer. To estimate the variable consideration for the expected future rebates and discounts, the Group applies the most likely amount method. The Group then applies the requirements on constraining estimates of variable consideration and recognises a refund liability for the expected future rebates.

(t) Contingencies

(i) Contingent liabilities

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

(ii) Contingent assets

Where is not probable that there is an inflow of economic benefits, or the amount cannot be estimated reliably, the asset is not recognised in the statements of financial position and is disclosed as a contingent asset, unless the probability of inflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events, are also disclosed as contingent assets unless the probability of inflow of economic benefits is remote.

(u) Non-current asset held for sale or distribution to owners

The Group classifies non-current assets and disposal groups as held for sale or for distribution to equity holders of the parent (herein referred to as "distribution") if their carrying amounts will be recovered principally through a sale or distribution rather than through continuing use. Such non-current assets and disposal groups classified as held for sale or as held for distribution are measured at the lower of their carrying amount and fair value less costs to sell or to distribute. Distribution-related costs to distribute are the incremental costs directly attributable to the distribution, excluding the finance costs and income tax expense.

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(u) Non-current asset held for sale or distribution to owners (Continued)

The criteria for held for distribution classification is regarded as met only when the distribution is highly probable and the asset or disposal group is available for immediate distribution in its present condition. Actions required to complete the distribution should indicate that it is unlikely that significant changes to the distribution will be made or that the distribution will be withdrawn. Management must be committed to the distribution expected within one year from the date of the classification. Similar considerations apply to assets or a disposal group held for sale.

Property, plant and equipment and intangible assets are not depreciated or amortised once classified as held for sale or as held for distribution. Assets and liabilities classified as held for sale or for distribution are presented separately as current items in the statement of financial position. A disposal group qualifies as discontinued operation if it is:

(i) A component of the Group that is a Cash-Generating Unit ("CGU") or a group of CGUs;
(ii) Classified as held for sale or distribution or already disposed in such a way; or
(iii) A major line of business or major geographical area.

(v) Fair value measurements

Fair value of an asset or a liability, except for share-based payment and lease transactions, is determined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market or in the absence of a principal market, in the most advantageous market.

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

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. Fair value is categorised into different levels in a fair value hierarchy based on the input used in the valuation technique as follows:

Level 1 : Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.

Level 2 : Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 : Unobservable inputs for the asset or liability.

The Group recognises transfers between levels of the fair value hierarchy as of the date of the event or change in circumstances that caused the transfers.

4. REVENUE

The Group sells a range of manufactured canned foods, drinks and biscuits. Revenue from sales of manufactured products are recognised at a point in time when control of the products had been transferred, being when the customers accepted and acknowledged the delivery of goods.

Disaggregation of revenue by geographical area is disclosed in Note 29.

5. FINANCE COSTS

	Group	
	2020	**2019**
	RM	**RM**
Interest expense:-		
- Term loans	423,374	229,314
- Bank overdrafts	80,799	74,716
- Finance lease payables	-	33,808
- Bankers' acceptances	1,310,696	1,388,992
Revolving credit	205,315	178,557
- Lease liabilities	30,294	-
	2,050,478	1,905,387

6. LOSS BEFORE TAX

Loss before tax is arrived at after charging/(crediting):-

	Group		Company	
	2020 RM	2019 RM	2020 RM	2019 RM
Auditors' remuneration:				
- Current year	212,094	209,369	52,000	52,000
Non-audit fees:				
- Current year	15,000	15,000	15,000	15,000
Allowance for expected credit loss on:				
- Trade receivables	1,357,624	902,449	-	-
- Other receivables	170,000	9,051	-	-
Allowance for inventories obsolescences	2,257,154	254,644	-	-
Depreciation of property, plant and equipment	3,304,198	3,632,809	-	-
Depreciation of right-of-use assets	272,248	-	-	-
Fair value loss on other investment	104,000	168,000	104,000	168,000
Loss on disposal of other investment	39,000	-	39,000	-
Impairment loss on goodwill	-	851,647	-	-
Impairment loss on investment in subsidiary	-	-	3,055,000	800,000
Inventories written off	432,403	752,189	-	-
Property, plant and equipment written off	1	-	-	-
Rental of premises	568,579	1,074,403	-	-
Rental of equipment	316,569	30,281	-	-
Realised loss on foreign exchange	460,928	453,051	-	-
Reversal of allowance for inventories obsolescence	(845,708)	-	-	-
Employees benefit expenses (Note a)	21,944,015	22,755,433	-	-
Non-executive Directors' fees	226,600	237,100	226,600	237,100
Unrealised loss on foreign exchange	389,114	477,349	-	5,225
Gain on disposal of property, plant and equipment	(125,014)	(7,094)	-	-
Gain on disposal of non-current assets classified as held for sale	-	(533,445)	-	-
Interest income	(150,753)	(408,215)	(102)	(138)
Rental income	(12,500)	-	-	-
Reversal of impairment loss on trade receivables	(198,386)	(88,718)	-	-
Wages subsidy	(91,200)	-	-	-

6. LOSS BEFORE TAX (Continued)

(a) Employees benefit expenses comprise:-

	Group	
	2020	2019
	RM	RM
Staff costs		
Salaries, wages, bonus, allowances and overtime	19,376,794	20,226,316
Voluntary separation scheme	397,399	254,387
Defined benefit plan	372,354	314,958
Contributions to defined contribution plan	791,011	844,145
Social security contributions	135,881	120,815
	21,073,439	21,760,621
Directors of the Company		
Executive Directors		
Salaries and other emoluments	749,700	856,800
Contributions to defined contribution plan	119,952	137,088
Social security contributions	924	924
	870,576	994,812
Total staff costs	21,944,015	22,755,433

7. INCOME TAX EXPENSE

	Group	
	2020	2019
	RM	RM
Current income tax:		
- Malaysian tax	-	2,300
- Foreign tax	1,088,365	556,995
Underprovision in prior year:		
- Malaysian tax	170	338
	1,088,535	559,633
Deferred tax (Note 22):		
Reversal of temporary differences	(19,368)	(1,838,209)
Underprovision in prior year	-	258,700
	(19,368)	(1,579,509)
Income tax expense/(credit) for the financial year	1,069,167	(1,019,876)

Domestic income tax is calculated at the Malaysian statutory tax rate of 24% of the estimated assessable profit for the year. Taxation for other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

The reconciliations from the tax amount at statutory income tax rate to the Group's and the Company's tax expense are as follows:

	Group		Company	
	2020	2019	2020	2019
	RM	RM	RM	RM
Loss before tax	(8,396,123)	(14,317,128)	(3,648,302)	(1,461,446)
Tax at the Malaysian statutory income tax rate of 24%	(2,015,100)	(3,436,100)	(875,600)	(350,700)
Effect of different tax rates in other countries	57,400	16,680	-	-
Non-deductible expenses	681,505	1,024,518	875,620	350,730
Deferred tax assets not recognised	2,607,700	1,340,976	-	-
Income not subject to tax	(262,508)	(224,988)	(20)	(30)
Underprovision in prior year:-				
- income tax	170	338	-	-
- deferred tax	-	258,700	-	-
Income tax expense/(credit) for the financial year	1,069,167	(1,019,876)	-	-

7. INCOME TAX EXPENSE (Continued)

The Group has the following estimated unutilised tax losses and unabsorbed capital allowances available for set-off against future taxable profits as follows:-

	Group 2020 RM	Group 2019 RM
Unutilised tax losses	26,385,000	18,851,800
Unabsorbed capital allowances	17,228,900	8,783,000
	43,613,900	27,634,800

The comparative figures have been restated to reflect the actual unutilised tax losses and unabsorbed capital allowances carried forward.

The availability of the unutilised tax losses will be subject to Inland Revenue Board discretion and approval to offset against future taxable profit.

Any unutilised tax losses in a year of assessment ("YA") can only be allowed to carry forward up to a maximum of 7 consecutive years of assessment effective from YA 2019.

8. LOSS PER SHARE

Basic loss per ordinary share for the financial year is calculated by dividing the loss after tax attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the financial year.

	Group 2020	Group 2019
Loss after tax attributable to the Owners of the Company (RM)	(9,465,290)	(13,297,252)
Number of ordinary shares at the end of the year (unit)	246,626,468	246,626,468
Loss per ordinary share		
Basic (sen):	(3.84)	(5.39)

There are no dilutive potential ordinary shares outstanding during the financial year.

9. PROPERTY, PLANT AND EQUIPMENT

2020	Freehold land RM	Long term leasehold land* RM	Short term leasehold land RM	Buildings RM	Plant, machinery and factory equipment RM	Furniture, fittings and office equipment RM	Motor vehicles RM	Capital expenditure-in-progress RM	Total RM
Group									
Cost									
At 1 July 2019, as previously stated	9,685,719	1,471,964	5,576,382	32,573,500	43,440,503	5,652,117	3,912,396	32,415	102,344,996
Effect on adoption of MFRS 16	-	(1,471,964)	(5,576,382)	-	-	-	(95,928)	-	(7,144,274)
At 1 July 2019, restated	9,685,719	-	-	32,573,500	43,440,503	5,652,117	3,816,468	32,415	95,200,722
Additions	5,950,000	-	-	7,794,009	11,652,801	313,819	62,976	873,916	26,647,521
Disposals	-	-	-	-	-	-	(1,026,528)	-	(1,026,528)
Written off	-	-	-	-	-	(778,133)	(142,799)	-	(920,932)
Reclassification	-	-	-	32,415	-	-	-	(32,415)	-
Exchange differences	153,708	-	-	24,934	115,583	12,550	21,188	21,239	349,202
At 30 June 2020	15,789,427	-	-	40,424,858	55,208,887	5,200,353	2,731,305	895,155	120,249,985
Accumulated depreciation									
At 1 July 2019	-	225,084	1,624,894	7,937,705	25,264,821	3,125,632	2,014,970	-	40,193,106
Effect on adoption of MFRS 16	-	(225,084)	(1,624,894)	-	-	-	(3,997)	-	(1,853,975)
At 1 July 2019, restated	-	-	-	7,937,705	25,264,821	3,125,632	2,010,973	-	38,339,131
Charge for the financial year	-	-	-	617,493	1,821,393	547,320	317,992	-	3,304,198
Disposals	-	-	-	-	-	-	(718,551)	-	(718,551)
Written off	-	-	-	-	-	(778,133)	(142,798)	-	(920,931)
Exchange differences	-	-	-	21,217	88,612	11,831	16,602	-	138,262
At 30 June 2020	-	-	-	8,576,415	27,174,826	2,906,650	1,484,218	-	40,142,109
Net carrying amount									
At 30 June 2020	15,789,427	-	-	31,848,443	28,034,061	2,293,703	1,247,087	895,155	80,107,876

9. PROPERTY, PLANT AND EQUIPMENT (Continued)

2019	Freehold land RM	Long term leasehold land* RM	Short term leasehold land RM	Buildings RM	Plant, machinery and factory equipment RM	Furniture, fittings and office equipment RM	Motor vehicles RM	Capital expenditure-in-progress RM	Total RM
Group (Continued)									
Cost									
At 1 July 2018	9,445,529	1,471,964	5,576,382	32,125,641	40,048,490	5,189,398	4,013,875	1,720,654	99,591,933
Additions	-	-	-	-	1,682,439	444,114	93,865	263,695	2,484,113
Disposals	-	-	-	-	-	-	(230,146)	-	(230,146)
Reclassification	-	-	-	408,897	1,543,037	-	-	(1,951,934)	-
Exchange differences	240,190	-	-	38,962	166,537	18,605	34,802	-	499,096
At 30 June 2019	9,685,719	1,471,964	5,576,382	32,573,500	43,440,503	5,652,117	3,912,396	32,415	102,344,996
Accumulated depreciation									
At 1 July 2018	-	200,870	1,524,628	7,361,409	23,094,914	2,631,710	1,754,599	-	36,568,130
Charge for the financial year	-	24,214	100,266	544,674	2,049,448	476,756	437,451	-	3,632,809
Disposals	-	-	-	-	-	-	(201,740)	-	(201,740)
Exchange differences	-	-	-	31,622	120,459	17,166	24,660	-	193,907
At 30 June 2019	-	225,084	1,624,894	7,937,705	25,264,821	3,125,632	2,014,970	-	40,193,106
Net carrying amount									
At 30 June 2019	9,685,719	1,246,880	3,951,488	24,635,795	18,175,682	2,526,485	1,897,426	32,415	62,151,890

* Long-term leasehold land with unexpired lease period of more than 50 years.

9. PROPERTY, PLANT AND EQUIPMENT (Continued)

(i) The net carrying amount of property, plant and equipment of the Group held under finance leases arrangements were Nil (2019: RM333,466).

(ii) Acquisition of property, plant and equipment are satisfied by the following:-

	Group	
	2020	**2019**
	RM	**RM**
Cash	17,547,521	2,397,072
Finance lease arrangement	-	87,041
Term loan	9,100,000	-
	26,647,521	2,484,113

(iii) Certain freehold land and building with net carrying amount of RM19,248,628 (2019: RM5,711,088) are held as security for term loan facilities as disclosed in Note 21.

10. RIGHT-OF-USE ASSETS

2020	Long term leasehold land* RM	Short term leasehold land RM	Hostel rental RM	Office rental RM	Factory rental RM	Motor vehicle RM	Total RM
Group							
Cost							
At 1 July 2019	-	-	-	-	-	-	-
Effect on adoption of MFRS 16	1,471,964	5,576,382	-	-	544,982	95,928	7,689,256
At 1 July 2019, as restated	1,471,964	5,576,382	-	-	544,982	95,928	7,689,256
Additions	-	-	313,119	403,995	-	97,897	815,011
Exchange differences	-	-	-	-	-	4,681	4,681
At 30 June 2020	1,471,964	5,576,382	313,119	403,995	544,982	198,506	8,508,948
Accumulated Depreciation							
At 1 July 2019, as previously stated	-	-	-	-	-	-	-
Effect on adoption of MFRS 16	225,084	1,624,894	-	-	-	3,997	1,853,975
At 1 July 2019, as restated	225,084	1,624,894	-	-	-	3,997	1,853,975
Charge for the financial year	23,752	97,790	8,698	16,833	83,843	41,332	272,248
Exchange differences	-	-	-	-	-	1,100	1,100
At 30 June 2020	248,836	1,722,684	8,698	16,833	83,843	46,429	2,127,323
Net Carrying Amount							
At 30 June 2020	1,223,128	3,853,698	304,421	387,162	461,139	152,077	6,381,625
At 1 July 2019, as restated	1,246,880	3,951,488	-	-	544,982	91,931	5,835,281

* Long term leasehold land with unexpired lease period of more than 50 years.

10. RIGHT-OF-USE ASSETS (Continued)

The expenses charged to profit and loss during the financial year are as follows:-

	Group 2020 RM
Depreciation of right-of-use assets during the year	272,248
Interest expense on lease liabilities	30,294
Expenses relating to short-term leases	505,308
Expenses relating to leases of low value assets	379,840

(i) The net carrying amount of right-of-use assets of the Group held under finance leases arrangements were RM152,077 (2019: Nil).

(ii) Acquisition of right-of-use assets of motor vehicle amounting to RM97,897 (2019: Nil) were satisfied by finance lease arrangement.

11. INVESTMENTS IN SUBSIDIARIES

	Company 2020 RM	Company 2019 RM
Unquoted shares, at cost		
At beginning/end of the year	42,501,620	42,501,620
Less: Allowance for impairment loss		
At beginning of the year	(1,413,003)	(613,003)
Addition	(3,055,000)	(800,000)
At end of the year	(4,468,003)	(1,413,003)
	38,033,617	41,088,617
Capital contribution to subsidiary		
At beginning of the year	-	-
Addition	27,944,343	-
At end of the year	27,944,343	-
Carrying amount at end of the year	65,977,960	41,088,617

Capital contribution to subsidiary represents amounts due from a subsidiary which are non-trade in nature, unsecured and interest free and the settlement of the amount is neither planned nor likely to occur in the foreseeable future. As this amount is in substance, represents additional investment in the subsidiary, it is stated at cost less accumulated impairment losses.

11. INVESTMENTS IN SUBSIDIARIES (Continued)

The details of the subsidiaries are as follows:

Name of company	Country of incorporation	Effective equity interest 2020 %	Effective equity interest 2019 %	Principal activities
Rex Canning Co. Sdn. Bhd.	Malaysia	100	100	Manufacture and export of canned food and drinks and investment holding
Rex Trading Sdn. Bhd.	Malaysia	100	100	Trading of canned food, drinks and shelf stable convenience food
Fika Foods Corporation Sdn. Bhd.	Malaysia	100	100	Manufacture and distribution of frozen meat, ceased operation in June 2014
Summit Teamtrade (2011) Sdn. Bhd.	Malaysia	100	100	Manufacture of biscuit
P.T. Rex Canning * #	Indonesia	100	100	Manufacture and export of canned food
Cinta Edar (M) Sdn. Bhd.	Malaysia	100	100	Trading of manufactured biscuit
Cinta Edar (Selatan) Sdn. Bhd. @	Malaysia	100	100	Dormant
Rex Foods Sdn. Bhd.	Malaysia	100	100	Dormant
Best Aqua Food Sdn. Bhd.	Malaysia	100	100	Dormant
Fika Foods Marketing Sdn. Bhd. @	Malaysia	100	100	Dormant
Gainasia International Limited * ^	British Virgin Islands	100	100	Dormant

* Not audited by Moore Stephens Associates PLT.

\# Rex Canning Co. Sdn. Bhd. has 30% equity interest in P.T. Rex Canning.

^ The financial statements is audited for consolidation purposes by Moore Stephens Associates PLT.

@ the Directors of the respective subsidiaries have approved to strike off these subsidiaries and is pending for submission to the Companies Commission of Malaysia pursuant to Section 550 of the Companies Act 2016.

12. OTHER INVESTMENT

	Group 2020 RM	Group 2019 RM	Company 2020 RM	Company 2019 RM
At fair value through profit or loss				
Quoted shares				
At beginning of the year	1,386,000	1,554,000	1,386,000	1,554,000
Disposal	(528,000)	-	(528,000)	-
Fair value loss	(104,000)	(168,000)	(104,000)	(168,000)
At end of the year	754,000	1,386,000	754,000	1,386,000

The investments have quoted market price in an active market and hence, the fair value was derived based on the market price of the quoted shares. The fair value of the investment is categorised at Level 1 of the fair value hierarchy.

13. GOODWILL ON CONSOLIDATION

	Group 2020 RM	Group 2019 RM
Cost		
At beginning/end of the year	11,378,743	11,378,743
Less: Accumulated impairment loss		
At beginning of the year	(4,341,263)	(3,489,616)
Addition	-	(851,647)
At end of the year	(4,341,263)	(4,341,263)
Carrying amount at end of the year	7,037,480	7,037,480

Impairment testing for cash-generating unit ("CGU") containing goodwill

Goodwill has been allocated to the Group's CGU identified according to the business segment as follows:-

	Group 2020 RM	Group 2019 RM
Manufacturing of canned food	7,037,480	7,037,480

For the purpose of impairment testing, goodwill is allocated to the Group's business which represents the lowest level within the Group at which the goodwill is monitored for internal management purposes.

13. GOODWILL ON CONSOLIDATION (Continued)

Management has assessed the recoverable amount of goodwill based on value-in-use calculations determined by discounting future cash flows generated from the continuing use of the CGU projected based on the financial budget for 2021 and projected revenue growth covering a period of 5 years.

The key assumptions used in the determination of recoverable amount are as follows:

(i) Budgeted gross margin

The budgeted gross margin ranges from 14% to 15% (2019: 4% to 20%). Gross margins are based on values achieved previously preceding the start of the budget period. These are increased over the budget for anticipated efficiency improvements.

(ii) Weighted average growth rate

The weighted average growth rate for business operation ranges from 1% to 7% (2019: 4% to 19%). Pre-tax cash flows projections based on the most recent financial budgets approved by the management covering 5 years period based on the growth rate.

(iii) Pre-tax discount rate

A pre-tax discount rate of 10% (2019: 10%) was applied to the calculations in determining the recoverable amount of the CGUs. This is the benchmark used by management to assess operating performance and to evaluate future investment proposals.

Management believes that while cash flow projections are subject to inherent uncertainty, any reasonably possible changes to the key assumptions utilised in assessing recoverable amounts have been considered in determining the recoverable amounts of the cash-generating unit. Based on the sensitivity analysis performed, management concluded that no reasonably possible change in any of the above key assumptions would cause the recoverable amounts of the units to be materially below their carrying amounts.

14. INVENTORIES

	Group	
	2020	**2019**
	RM	**RM**
At cost:		
Raw materials	21,137,187	21,525,295
Manufactured inventories	20,320,756	18,376,861
Packing materials	7,531,818	8,122,650
Consumables	1,303,765	1,421,923
Stocks in transit	101,225	-
	50,394,751	49,446,729

14. INVENTORIES (Continued)

	Group 2020 RM	Group 2019 RM
Less: Allowance for obsolescences		
At beginning of the year	(1,034,063)	(779,419)
Addition	(2,257,154)	(254,644)
Reversal	845,708	-
At end of the year	(2,445,509)	(1,034,063)
	47,949,242	48,412,666
Inventories recognised in cost of sales	103,040,229	92,592,894
Inventories written off	432,403	752,189

15. TRADE RECEIVABLES

	Group 2020 RM	Group 2019 RM
External parties	32,130,693	34,110,385
Less: Allowance for impairment loss		
At beginning of the year	(2,368,444)	(1,812,585)
Effect of adoption of MFRS 9	-	(556,776)
Additions	(1,357,624)	(902,449)
Written off	-	821,478
Reversal	198,386	88,718
Foreign exchange adjustments	44	(6,830)
At end of the year	(3,527,638)	(2,368,444)
	28,603,055	31,741,941

The normal credit terms of trade receivables of the Group range from 30 to 90 days (2019: 30 to 90 days). Other credit terms are assessed and approved on a case by case basis.

Trade receivables amounted to RM8,467,774 (2019: RM8,287,534) are held as security for bankers' acceptances facilities as disclosed in Note 21.

16. OTHER RECEIVABLES

	Group		Company	
	2020 RM	2019 RM	2020 RM	2019 RM
Sundry receivables	6,168,135	6,243,892	-	-
Less: Allowance for impairment loss				
At beginning of the year	(2,424,699)	(2,415,648)	-	-
Written off	58,932	-	-	-
Additions	(170,000)	(9,051)	-	-
At end of the year	(2,535,767)	(2,424,699)	-	-
	3,632,368	3,819,193	-	-
Deposits	521,552	12,024,334	-	-
Prepayments	679,738	379,968	50,724	28,962
	4,833,658	16,223,495	50,724	28,962
Amounts due from subsidiaries	-	-	2,304,936	30,259,713
	4,833,658	16,223,495	2,355,660	30,288,675

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

Included in deposits of the Group in previous financial year were as follows:-

(i) RM3,900,000 paid for the purchase of Batu Pahat factory which was completed during the financial year upon satisfaction of conditions precedent of Sale and Purchase Agreement dated 6 March 2019.

(ii) RM6,634,000 paid for the purchase of factory equipment.

17. CASH AND BANK BALANCES

	Group		Company	
	2019 RM	2018 RM	2019 RM	2018 RM
Short-term REPO	3,177,359	4,590,252	-	-
Cash and cash equivalents	3,677,031	5,613,507	8,811	19,628
	6,854,390	10,203,759	8,811	19,628

The effective interest rate of the short-term REPO is at 3.45% (2019: 3.58%) per annum with maturity between 1 month to 4 months.

18. NON-CURRENT ASSETS CLASSIFIED AS HELD FOR SALE

	Group	
	2020 RM	2019 RM
At beginning of the year	-	466,555
Disposal	-	(466,555)
At end of the year	-	-

The Company entered into a Sale and Purchase Agreement ("SPA") on 17 May 2018 for the disposal of two units shoplot building for total sales considerations of RM1 million. The disposal of the said property was completed in prior financial year upon fulfillment of the SPA's conditions precedent.

19. SHARE CAPITAL

	Group and Company			
	2020 Unit	2019 Unit	2020 RM	2019 RM
Ordinary shares				
Issued and fully paid				
At beginning of the year/ at end of the year	246,626,468	246,626,468	73,742,421	73,742,421

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

20. TRANSLATION RESERVE

The translation reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign subsidiaries.

21. BORROWINGS

	Group 2020 RM	Group 2019 RM
Non-current		
Term loans (secured)	11,587,849	3,382,288
Current		
Bank overdrafts (unsecured)	3,480,960	1,041,994
Bankers' acceptances - unsecured	13,586,000	19,029,761
Bankers' acceptances - secured	8,467,774	8,287,534
Revolving credit (unsecured)	4,000,000	4,000,000
Term loans (secured)	1,086,504	621,805
Finance lease payables (secured)	-	108,957
	30,621,238	33,090,051
	42,209,087	36,472,339
Maturity profile of borrowings:		
On demand or within 1 year	30,621,238	33,090,051
More than 1 year and less than 5 years	4,920,999	2,832,869
More than 5 years	6,666,850	549,419
	42,209,087	36,472,339

Interest rate per annum at the reporting date for the bank borrowings of the Group are as follows:

	Group 2020 %	Group 2019 %
Bank overdrafts	BLR* + 1.5	BLR* + 1.5
Bankers' acceptances	1.75 - 5.70	4.81 - 6.23
Revolving credit	4.82 - 5.78	4.82 - 5.78
Term loans	BLR* - 1.5	BLR* - 1.5
Islamic term loan	BFR# - 1.25%	-
Finance lease payables	4.32 - 4.58	2.23 - 4.03

* BLR - Base Lending Rate
# BFR - Base Financing Rate

Certain bank borrowings of the Group are secured by:-

(i) charge over certain property, plant and equipment of the Group as disclosed in Note 9;
(ii) a corporate guarantee of the Company; and
(iii) certain trade receivables of the Group as disclosed in Note 15.

21. BORROWINGS (Continued)

Finance lease payables

	Group 2020 RM	Group 2019 RM
Minimum finance lease payments:		
Within 1 year	-	109,495
More than 1 year and less than 2 years	-	-
More than 2 years and less than 5 years	-	-
	-	109,495
Less: Future finance charges	-	(538)
Present value of finance lease payables	-	108,957

The aggregate commitment for future finance lease payments are as follows:

	Group 2020 RM	Group 2019 RM
Present value of finance lease payables		
Within 1 year	-	108,957
More than 1 year and less than 2 years	-	-
More than 2 years and less than 5 years	-	-
	-	108,957
Representing:-		
Current	-	108,957
Non-current	-	-
	-	108,957

The effective interest rates per annum on the finance lease payables of the Group is Nil (2019: 2.31% to 4.41%).

22. DEFERRED TAX LIABILITIES

	Group 2020 RM	Group 2019 RM
At beginning of the year	1,544,777	3,124,286
Recognised in profit or loss (Note 7)	(19,368)	(1,579,509)
At end of the year	1,525,409	1,544,777

22. DEFERRED TAX LIABILITIES (Continued)

This is in respect of estimated deferred tax liabilities/(assets) arising from temporary differences as follows:-

	Group	
	2020 RM	2019 RM
Difference between net carrying amount of property, plant and equipment and its tax base	4,195,350	3,332,500
Revaluation of property, plant and equipment	2,464,009	2,508,877
Unutilised tax losses	(2,035,700)	(1,410,400)
Unabsorbed capital allowances	(2,272,150)	(2,234,000)
Other deductible temporary differences	(826,100)	(652,200)
	1,525,409	1,544,777

The estimated amount of temporary differences for which no deferred tax assets are recognised in the financial statements are as follows:

	Group	
	2020 RM	2019 RM
Unutilised tax losses	17,902,900	13,922,500
Unabsorbed capital allowances	7,761,600	1,154,700
Other deductible temporary differences	2,957,900	2,679,800
	28,622,400	17,757,000

23. LEASE LIABILITIES

	Lease of Motor Vehicles RM	Hostel Rental RM	Office Rental RM	Factory Rental RM	Total RM
2020					
Group					
Minimum lease rental payables					
Within 1 year	65,348	108,000	72,000	90,000	335,348
More than 1 year but less than 2 years	22,473	108,000	72,000	90,000	292,473
More than 2 years but less than 5 years	3,746	99,000	216,000	270,000	588,746
More than 5 years	-	-	54,000	45,000	99,000
	91,567	315,000	414,000	495,000	1,315,567
Less: Future finance charges	(8,345)	(10,299)	(25,782)	(28,922)	(73,348)
Present value of lease rental payables	83,222	304,701	388,218	466,078	1,242,219

23. LEASE LIABILITIES (Continued)

	Lease of Motor Vehicles RM	Hostel Rental RM	Office Rental RM	Factory Rental RM	Total RM
2020 (Continued)					
Group					
Present value of lease rental payables					
Within 1 year	60,170	102,246	63,994	80,642	307,052
More than 1 year but less than 2 years	19,759	104,550	65,436	82,418	272,163
More than 2 years but less than 5 years	3,293	97,905	205,287	258,303	564,788
More than 5 years	-	-	53,501	44,715	98,216
Present value of lease rental payables	83,222	304,701	388,218	466,078	1,242,219
Analysed as:					
Current portion	60,170	102,246	63,994	80,642	307,052
Non-current portion	23,052	202,455	324,224	385,436	935,167
	83,222	304,701	388,218	466,078	1,242,219

The effective interest rates per annum on the lease liabilities of the Group are as follows:

	Lease of Motor Vehicles %	Hostel Rental %	Office Rental %	Factory Rental %
2020				
Group				
Effective interest rate	4.68	2.25	2.25	2.20

24. TRADE PAYABLES

The normal trade credit terms granted by the trade creditors to the Group range from 30 to 90 days (2019: 30 to 90 days).

25. OTHER PAYABLES

	Group 2020 RM	Group 2019 RM	Company 2020 RM	Company 2019 RM
Sundry payables	5,918,452	6,564,408	-	52,487
Accruals	1,332,752	4,902,371	67,000	207,300
Retirement benefits [Note (a)]	2,698,376	2,599,086	-	-
Amounts due to Directors	3,278,714	1,040,618	154,600	-
Amounts due to subsidiaries	-	-	2,288,028	2,288,028
Amounts due to related parties	2,619,103	1,435,572	-	-
	15,847,397	16,542,055	2,509,628	2,547,815

The amounts due to a Directors, subsidiaries, and related parties are unsecured, interest free and are repayable on demand.

Related parties refer to certain companies in which certain Directors of the Company have substantial financial interests as disclosed in Note 27.

(a) Retirement benefits

A subsidiary of the Group in Indonesia makes contributions to four non-contributory defined benefit plans that provide retirement benefit, death benefit, disability benefit and resignation benefit for employees.

	Group 2020 RM	Group 2019 RM
Movement in the present value of defined benefit obligations		
At beginning of the year	2,599,086	2,387,679
Current service cost and interest	372,354	314,958
Benefit payment	-	(37,848)
Actuarial gain in other comprehensive income	(336,324)	(161,292)
Foreign exchange adjustments	63,260	95,589
At end of the year	2,698,376	2,599,086

Expense recognised in profit or loss

	Group 2020 RM	Group 2019 RM
Current service cost and interest	372,354	314,958

25. OTHER PAYABLES (Continued)

(a) Retirement benefits (Continued)

The expense is recognised in the following line item in the statements of comprehensive income:-

	Group	
	2020	**2019**
	RM	**RM**
Staff costs	372,354	314,958

Actuarial gain recognised directly in other comprehensive income

	Group	
	2020	**2019**
	RM	**RM**
At beginning of the year	64,188	(97,104)
Recognised during the year	336,324	161,292
At end of the year	400,512	64,188

Actuarial assumptions

	Group	
	2020	**2019**
	%	**%**
Discount rate	7.73	8.11
Salary increment rate	7.0	6.0
Disability rate	5.0	5.0
Resignation rate		
20 - 30	10.0	10.0
31 - 40	5.0	5.0
41 - 45	3.0	3.0
46 - 50	2.0	2.0
51 - 54	1.0	1.0
> 55	-	-

26. CONTRACT LIABILITY

Contract liability relates to the most likely amount of rebate to be given to customers and to be offset against amounts payable by the customers upon satisfaction of certain sales conditions.

27. RELATED PARTY DISCLOSURES

Identity of related parties

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

The Group and the Company have related party relationships with its subsidiaries, related companies, key management personnel and related parties. Related parties refer to companies in which certain Directors of the Company have substantial financial interests and/or are also Directors of the companies.

Other than disclosed elsewhere in the financial statements, the related party transactions between the Group and its related parties during the financial year are as follows:

	Company	
	2020 RM	2019 RM
Subsidiaries:		
Repayment from	10,434	428,408

	Group	
	2020 RM	2019 RM
Related parties:		
Transportation charges	2,345,768	1,732,723
Upkeep of motor vehicles	130,127	115,093
Information technology services	33,211	-
Travelling expenses	1,548	80,752
Lease of motor vehicle	36,000	18,000
Warehouse management	381,331	216,000
Warehouse rental	60,000	60,000

Compensation of key management personnel

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

	Group		Company	
	2020 RM	2019 RM	2020 RM	2019 RM
Directors of the Company				
Directors' fee	226,600	237,100	226,600	237,100
Salaries and other emoluments	749,700	856,800	-	-
Contributions to defined contribution plan	119,952	137,088	-	-
Social security contributions	924	924	-	-
	1,097,176	1,231,912	226,600	237,100

27. RELATED PARTY DISCLOSURES (Continued)

Compensation of key management personnel (Continued)

	Group		Company	
	2020 RM	2019 RM	2020 RM	2019 RM
Key management personnel				
Salaries and other emoluments	833,585	737,743	-	-
Contributions to defined contribution plan	67,225	97,992	-	-
	900,810	835,735	-	-
	1,997,986	2,067,647	226,600	237,100

28. CAPITAL COMMITMENT

	Group	
	2020 RM	2019 RM
Approved and contracted for:		
Purchase of factory	-	9,100,000
Construction of warehouse	41,782	-
Approved but not contracted for:		
Purchase of equipment	-	3,366,000

29. OPERATING SEGMENTS

The Group has only one reportable segment, which is principally engaged in the manufacture and distribution of canned food, frozen food, drinks and biscuits. The Group's Chief Executive Officer (the Chief Operating Decision Maker) reviews internal management reports on the reportable segment on a monthly basis. Accordingly, information by operating segments on the Group's operations as required by MFRS 8 is not presented.

Geographical area

The Group operates in four principal geographical areas – Malaysia (country of domicile), United States of America ("USA"), Europe and Asia.

29. OPERATING SEGMENTS (Continued)

Geographical area (Continued)

Revenue and non-current assets information based on the geographical location of customers and assets respectively are as follows:

	Group External revenue		Company Non-current assets*	
	2020 RM	**2019 RM**	**2020 RM**	**2019 RM**
Malaysia	53,372,088	58,931,330	79,581,971	49,220,463
USA	68,166,490	56,304,701	-	-
Europe	16,865,952	13,837,993	-	-
Asia (excludes Malaysia)	10,840,715	7,534,835	13,945,010	19,968,907
	149,245,245	136,608,859	93,526,981	69,189,370

* Non-current assets consist of all non-current assets other than financial instruments and deferred tax assets.

30. FINANCIAL INSTRUMENTS

Categories of financial instruments

The table below provides an analysis of financial instruments categorised as follows:

	Group		Company	
	2020 RM	**2019 RM**	**2020 RM**	**2019 RM**
Financial assets				
Fair value through profit or loss				
Other investment	754,000	1,386,000	754,000	1,386,000
Amortised cost				
Trade receivables	28,603,055	31,741,941	-	-
Other receivables *	4,153,920	15,843,527	2,304,936	30,259,713
Cash and bank balances	6,854,390	10,203,759	8,811	19,628
	39,611,365	57,789,227	2,313,747	30,279,341
Financial liabilities				
Amortised cost				
Borrowings	42,209,087	36,472,339	-	-
Trade payables	19,590,710	9,012,728	-	-
Other payables	15,847,397	16,542,055	2,509,628	2,547,815
Lease liabilities	1,242,219	-	-	-
	78,889,413	62,027,122	2,509,628	2,547,815

* Excluding prepayments

30. FINANCIAL INSTRUMENTS (Continued)

Financial Risk Management Objectives and Policies

The Group's activities are exposed to a variety of financial risks which including credit risk, interest rate risk, liquidity risk, foreign currency risk and equity price risk. The Group's overall financial risk management policy focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's and the Company's financial performance.

Risk management is integral to the whole business of the Group and of the Company. Management continually monitors the Group's and the Company's risk management process to ensure that an appropriate balance between risk and control is achieved. Risk management policies and systems are reviewed regularly to reflect changes in the market conditions and the Group's and the Company's activities.

There have been no changes to the Group's exposure to these financial risks or the manner in which it manages and measures the risk.

(a) Credit risk

Credit risk is the risk of financial loss if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's exposure to credit risk arises principally from the individual characteristics of each customer. The Company's exposure to credit risk arises principally from loans and advances to subsidiaries. There are no significant changes as compared to prior periods.

Trade receivables

Risk management objectives, policies and processes for managing the risk

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit risk is minimised and monitored via strictly limiting the Group's associations to business partners with good credit rating. Credit evaluations are performed on all customers requiring credit over a certain amount.

At each reporting date, the Group assesses whether any of the trade receivables and contract assets are credit impaired.

The gross carrying amounts of credit impaired receivables are written off (either partially or full) when there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to write-off.

Nevertheless, receivables that are written off could still be subject to enforcement activities.

There are no significant changes as compared to the previous year.

Exposure to credit risk, credit quality and collateral

As the Group does not hold any collateral, the maximum exposure to credit risk is represented by the carrying amount of the financial assets as at the end of the reporting period.

30. FINANCIAL INSTRUMENTS (Continued)

Financial Risk Management Objectives and Policies (Continued)

(a) Credit risk (Continued)

Trade receivables (Continued)

Credit risk concentration profile

The Group determines concentration of credit risk by monitoring the profiles of its receivables on an ongoing basis.

The credit risk concentration profile of the Group's net trade receivables by countries are as follows:

	Group	
	2020 RM	2019 RM
Malaysia	15,164,424	19,432,131
USA	10,621,554	11,545,620
Asia (excludes Malaysia)	2,817,077	764,190
	28,603,055	31,741,941

The Group's major concentration of credit risk relates to an amount owing from 1 customer (2019: 1 customer) which constituted to approximately 12% (2019: 5%) of the Group's net trade receivables as at the end of the reporting period.

Recognition and measurement of impairment loss

As disclosed in Note 3(o)(i), the Group uses a provision matrix to measure the lifetime expected credit loss allowance for trade receivables. In measuring the expected credit losses, trade receivables are grouped based on their shared credit risk characteristics and numbers of days past due. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

Loss allowance for trade receivables has always been measured at an amount equal to lifetime expected credit losses (ECL) as disclosed in the accounting policy Note 3(o)(i). The group has recognised a loss allowance of 100% (2019: 50%) against all receivables over 270 days (2019: 330 days) past due (credit-impaired) because historical experience has indicated that these receivables are generally not recoverable. There has been no change in the estimation techniques or significant assumptions made during the current reporting period. None of the trade receivables that have been written off is subject to enforcement activities.

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

The following table provides information about the exposure to credit risk and ECLs for trade receivables at the reporting date which are grouped together as they are expected to have similar risk nature.

30. FINANCIAL INSTRUMENTS (Continued)

Financial Risk Management Objectives and Policies (Continued)

(a) Credit risk (Continued)

Trade receivables (Continued)

Recognition and measurement of impairment loss (Continued)

	Gross RM	Loss Allowance RM	Net RM
Group			
2020			
Not past due	21,942,033	(43,596)	21,898,437
Past due:			
Less than 30 days	799,621	(27,146)	772,475
31 to 90 days	947,736	(79,367)	868,369
91 to 150 days	568,756	(117,151)	451,605
151 to 210 days	315,638	(134,701)	180,937
210 to 270 days	150,457	(80,812)	69,645
271 to 330 days	89,735	(69,258)	20,477
331 to 365 days	43,536	(34,005)	9,531
More than 365 days	979,837	(752,743)	227,094
	25,837,349	(1,338,779)	24,498,570
Credit impaired			
Individually impaired	6,293,344	(2,188,859)	4,104,485
	32,130,693	(3,527,638)	28,603,055
2019			
Not past due	20,847,758	(14,311)	20,833,447
Past due:			
Less than 30 days	3,081,272	(10,040)	3,071,232
31 to 90 days	3,525,186	(28,344)	3,496,842
91 to 150 days	930,109	(30,427)	899,682
151 to 210 days	122,836	(18,818)	104,018
210 to 270 days	13,621	(4,999)	8,622
271 to 330 days	41,393	(16,078)	25,315
More than 330 days	1,341,141	(664,565)	676,576
	29,903,316	(787,582)	29,115,734
Credit impaired			
Individually impaired	4,207,069	(1,580,862)	2,626,207
	34,110,385	(2,368,444)	31,741,941

30. FINANCIAL INSTRUMENTS (Continued)

Financial Risk Management Objectives and Policies (Continued)

(a) Credit risk (Continued)

Inter-company loans and advances

Risk management objectives, policies and processes for managing the risk

The Company provides unsecured loans and advances to subsidiaries. The Company monitors the ability of the subsidiaries to repay the loans and advances on an individual basis.

Exposure to credit risk, credit quality and collateral

As at the end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statements of financial position. Loans and advances provided are not secured by any collateral or supported by any other credit enhancements.

Recognition and measurement of impairment loss

Amounts due from subsidiaries are repayable on demand. For loans that are repayable on demand, expected credit losses are assessed based on assumption that repayment of the loan is demanded at the reporting date.

Generally, the Company considers loans and advances to subsidiaries have low credit risk. The Company assumes that there is a significant increase in credit risk when a subsidiary's financial position deteriorates significantly. As the Company is able to determine the timing of payments of the subsidiaries' loans and advances when they are payable, the Company considers the loans and advances to be in default when the subsidiaries are not able to pay when demanded.

The Company determines the probability of default for these loans and advances individually using internal information available.

As at the end of the financial year, there was no indication that the advances to subsidiaries are not recoverable. The Company does not specifically monitor the ageing of the current advances to subsidiaries. The Company monitors the results of the subsidiaries regularly.

Financial guarantee

The Company provides financial guarantee to bank in respect of banking facilities granted to subsidiaries. The Company monitors on an ongoing basis the results of the subsidiaries and repayments made by the subsidiaries.

Exposure to credit risk, credit quality and collateral

The maximum exposure to credit risk amounts to RM28,781,703 (2019: RM32,359,289) representing the outstanding banking facilities of the subsidiaries as at the end of the reporting period. The financial guarantee is provided as credit enhancements to the subsidiaries' banking facilities.

30. FINANCIAL INSTRUMENTS (Continued)

Financial Risk Management Objectives and Policies (Continued)

(a) Credit risk (Continued)

Financial guarantee (Continued)

Recognition and measurement of impairment loss

The Company assumes that there is a significant increase in credit risk when the subsidiaries' financial position deteriorates significantly. The Company considers a financial guarantee to be credit impaired when:-

- The subsidiaries are unlikely to repay its credit obligation to the bank in full; or
- The subsidiaries are continuously loss-making and is having a deficit in shareholders' fund.

There was no indication that the subsidiaries with the granted banking facilities would default on repayment. Hence, the financial guarantee granted by the Company has not been recognised since the fair value on initial recognition was not material.

Cash and cash equivalents

The cash and cash equivalents are held with banks and financial institutions. As at the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statements of financial position. These banks and financial institutions have low credit risks. Hence, a loss allowance is not necessary.

Other receivables

Expected credit loss of other receivable is determined individually after considering the financial strength of the other receivables. As at the end of the reporting period, the maximum exposure to credit risks is represented by their carrying amounts in the statements of financial position. The Group has provided allowances for expected credit losses on these amounts as disclosed in Note 16.

(b) Foreign currency risk

The Group is exposed to foreign currency risk on sales and purchases that are denominated in a currency other than the functional currency of the Group. The currencies giving rise to this risk are primarily United States Dollar ("USD"), Singapore Dollar ("SGD"), Chinese Renminbi ("RMB") and Thai Baht ("THB").

30. FINANCIAL INSTRUMENTS (Continued)

Financial Risk Management Objectives and Policies (Continued)

(b) Foreign currency risk (Continued)

Exposure to foreign currency risk

The Group's significant exposure to foreign currency (a currency which is other than functional currency of the Group entities) risk, based on carrying amounts as at end of the reporting period was:

	Denominated in				
	USD	**SGD**	**RMB**	**THB**	**Total**
Group	**RM**	**RM**	**RM**	**RM**	**RM**
2020					
Trade receivables	15,138,134	559,086	-	-	15,697,220
Other receivables	922,483	3,375	-	3,132	928,990
Cash and bank balances	1,180,260	-	-	-	1,180,260
Trade payables	(452,636)	-	(9,315)	-	(461,951)
Other payables	(41,035)	-	-	(925)	(41,960)
Borrowings	(8,467,774)	-	-	-	(8,467,774)
	8,279,432	562,461	(9,315)	2,207	8,834,786

	Denominated in			
	USD	**SGD**	**RMB**	**THB Total**
Group	**RM**	**RM**	**RM**	**RM**
2019				
Trade receivables	11,604,276	303,376	-	11,907,652
Other receivables	93,378	-	-	93,378
Cash and bank balances	915,924	-	22,643	938,567
Trade payables	(5,232,403)	-	(9,315)	(5,241,718)
Other payables	(759,897)	-	-	(759,897)
Borrowings	(8,287,533)	-	-	(8,287,533)
	(1,666,255)	303,376	13,328	(1,349,551)

30. FINANCIAL INSTRUMENTS (Continued)

Financial Risk Management Objectives and Policies (Continued)

(b) Foreign currency risk (Continued)

Foreign currency risk sensitivity analysis

The following table details the sensitivity analysis to a reasonably possible change in the foreign currencies as at the end of the reporting period, with all other variables held constant:

	Group	
	2020 Increase/ (Decrease) in loss net of tax/equity RM	**2019 Increase/ (Decrease) in loss net of tax/equity RM**
Effects on loss after tax/equity:		
RM/USD		
Strengthened by 5%	314,618	(63,318)
Weakened by 5%	(314,618)	63,318
RM/SGD		
Strengthened by 5%	21,374	11,528
Weakened by 5%	(21,374)	(11,528)
RM/RMB		
Strengthened by 5%	(354)	506
Weakened by 5%	354	(506)
RM/THB		
Strengthened by 5%	84	-
Weakened by 5%	(84)	-

(c) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to interest rate risk arises mainly from interest-bearing financial assets and liabilities.

In respect of interest-earning financial assets and interest-bearing financial liabilities, the effective interest rates at the reporting date are as disclosed in the respective notes.

30. FINANCIAL INSTRUMENTS (Continued)

Financial Risk Management Objectives and Policies (Continued)

(c) Interest rate risk (Continued)

Exposure to interest rate risk

The interest rate profile of the Group's significant interest-bearing financial instruments, based on carrying amounts as at the end of the reporting period was:

	Group	
	2020 **RM**	**2019** **RM**
Fixed rate instrument:		
Financial liabilities		
Lease liabilities	(1,242,219)	-
Financial lease payables	-	(108,957)
	(1,242,219)	(108,957)
Floating rate instrument:		
Financial asset		
Short-term repurchase agreement ("REPO")	3,177,359	4,590,252
Financial liabilities		
Bank Overdrafts	(3,480,960)	(1,041,994)
Term loans	(12,674,353)	(4,004,093)
	(12,977,954)	(455,835)

Interest rate risk sensitivity analysis

The following table details the sensitivity analysis on the floating rate instruments to a reasonably possible change in the interest rate as at the end of the reporting period, with all other variables held constant:-

	Group	
	2020 **(Increase)/ Decrease in loss net of tax/equity** **RM**	**2019** **(Increase)/ Decrease in loss net of tax/equity** **RM**
Effects on loss after tax/equity:		
Increase of 25 (2019: 10) basis points	(24,658)	(346)
Decrease of 25 (2019: 10) basis points	24,658	346

(d) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting financial obligations associated with financial liabilities. The Group's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's objective is to maintain a balance between continuity of funding and flexibility through use of stand-by credit facilities.

30. FINANCIAL INSTRUMENTS (Continued)

Financial Risk Management Objectives and Policies (Continued)

(d) Liquidity risk (Continued)

The Group's liquidity risk management policy is to manage its debt maturity profile, operating cash flows and the availability of funding so as to ensure that refinancing, repayment and funding needs are met. In addition, the Group maintains sufficient levels of cash and available banking facilities at a reasonable level to its overall debt position to meet its working capital requirement.

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

Group	Carrying amount RM	Contractual cash flows RM	On demand or within 1 year RM	1 - 2 years RM	2 - 5 years RM	More than 5 years RM
2020						
Bank overdrafts	3,480,960	3,736,985	3,736,985	-	-	-
Bankers' acceptances	22,053,774	22,942,105	22,942,105	-	-	-
Revolving credit	4,000,000	4,212,000	4,212,000	-	-	-
Term loans	12,674,353	16,789,301	1,708,368	1,708,368	4,870,559	8,502,006
Trade payables	19,590,710	19,590,710	19,590,710	-	-	-
Other payables	15,847,397	15,847,397	15,847,397	-	-	-
Lease liabilities	1,242,219	1,315,567	335,348	292,473	588,746	99,000
	78,889,413	84,434,065	68,372,913	2,000,841	5,459,305	8,601,006
2019						
Bank overdrafts	1,041,994	1,128,688	1,128,688	-	-	-
Bankers' acceptances	27,317,295	28,825,210	28,825,210	-	-	-
Revolving credit	4,000,000	4,212,000	4,212,000	-	-	-
Finance lease payables	108,957	109,495	109,495	-	-	-
Term loans	4,004,093	4,625,975	813,420	813,420	2,440,260	558,875
Trade payables	9,012,728	9,012,728	9,012,728	-	-	-
Other payables	16,542,055	16,542,055	16,542,055	-	-	-
	62,027,122	64,456,151	60,643,596	813,420	2,440,260	558,875

All of the Company's liabilities at the reporting date mature within one year or repayable on demand.

(e) Equity price risk

Equity price risk mainly arises from the Group's investment in quoted equity classified as fair value through profit or loss as disclosed in Note 12.

The equity investments are held for long term strategic purposes. Their performance is assessed periodically together with assessment of their relevance to the Group's long-term strategic plans.

As at the reporting date, it is estimated that an increase of 10% in the market price of the quoted securities, with all other variables held constant, would have increased the Group's equity by RM75,400 (2019: RM138,600).

31. FAIR VALUES INFORMATION

The financial assets and financial liabilities maturing within the next twelve (12) months approximated their fair values due to the relatively short-term maturity of these financial instruments. The disclosure of fair value is not made for floating rate instruments that are repriced to market interest rate on or near the reporting date.

The fair values of finance lease payables are determined by discounting the relevant cash flows using current interest rates for similar instruments as at the end of the reporting period. The carrying value and fair value of the non-current portion of finance lease payables are not materially different.

The aggregate fair values and the carrying amounts of the financial assets carried on the statements of financial position as at the reporting date are as below:

	Level 1 RM	Level 2 RM	Level 3 RM	Total fair value RM	Carrying amount RM
Group/Company					
2020					
Asset					
Other investment	754,000	-	-	754,000	754,000
2019					
Asset					
Other investment	1,386,000	-	-	1,386,000	1,386,000

Level 1:

The fair value of other investments at fair value through profit or loss and available-for-sale are determined by reference to their quoted closing bid prices at the end of the financial year.

Level 2:

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

Level 3:

The fair value is determined by discounting the relevant cash flows using interest rates for similar instruments at the end of the reporting year.

There was no material transfer between Level 1, Level 2 and Level 3 during the financial year.

32. CAPITAL MANAGEMENT

The Group's objectives when managing capital is to maintain a strong capital base and safeguard the Group's ability to continue as a going concern. The Group monitors and maintains an optimal debt-to-equity ratio that complies with debt covenants and regulatory requirements.

The Group monitors capital using net debt-to-equity ratio which is the net debt divided by total capital. Net debt includes borrowings and lease liabilities, less cash and bank balances whilst total capital is equity attributable to Owners of the Company.

32. CAPITAL MANAGEMENT (Continued)

The net debt-to-equity ratios at end of the reporting period are as follows:-

	Group 2020 RM	Group 2019 RM
Borrowings (Note 21)	42,209,087	36,472,339
Lease liabilities (Note 23)	1,242,219	-
Less: Cash and bank balances	(6,854,390)	(10,203,759)
Total net debts/(cash)	36,596,916	26,268,580
Total equity attributable to the Owners of the Company	101,891,151	113,672,455
Debt to equity ratio	0.36	0.23

The net debt to-equity ratio for the Company is not presented as the Company has no external borrowings.

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

The Group is in compliance with all externally imposed capital requirements.

33. SIGNIFICANT EVENTS

(i) Coronavirus (COVID-19) outbreak

The World Health Organisation had on 11 March 2020 declared the COVID-19 outbreak as a global pandemic. As a measure to contain the outbreak, the Government of Malaysia announced the MCO which is effective from 18 March 2020. Effective 4 May 2020, the MCO has been transitioned into a conditional MCO until 9 June 2020. As announced on 7 June 2020, the conditional MCO has further been transitioned into a recovery MCO ("RMCO") which had commenced with effect from 10 June 2020 until 31 August 2020. Subsequently vide an announcement on 28 August 2020, the RMCO was further extended from 31 August 2020 until 31 December 2020. Under the RMCO, more economic sectors and businesses will be allowed to be opened subject to adherence with the necessary strict standard operating procedures ("SOP").

As for the Group's Indonesian operating subsidiary, the Indonesian Government implemented Pembatasan Sosial Berskala Besar ("PSBB) to mitigate the spread of Covid-19 which is equivalent to a partial lockdown from 28 April 2020 to 11 May 2020. PSBB was extended twice to 25 May 2020 and subsequently up to 8 June 2020 of which PSBB was uplifted and business were able to operate with strict health protocols.

The outbreak of COVID-19 is an event of force majeure that is beyond the control of our Group. There is no assurance that the COVID-19 outbreak and or the RMCO or PSBB will not have a material adverse impact on the market conditions and or the industry in which our Group operates. Further, no assurance can be given that there the COVID-19 outbreak and/ or the RMCO or PSBB will not have any material adverse impact to the supply chain of our Group's raw materials and the operations of our production facilities. Potential risks arising therefrom may include but not limited to slowdown in customers' demand, disruption in supply chain of our Group's raw materials and products, increased operating costs to comply with the SOP and disruptions to the output of our production facilities as a result of a re-enforcement of the MCO or PSBB or a breakout of COVID-19 in proximity to our production facilities, any of which may result in an adverse effect on our Group's business and financial conditions.

33. SIGNIFICANT EVENTS (Continued)

(ii) Proposed Rights Issue

On 19 May 2020, the Board proposed to the following:

i) renounceable rights issue of up to 246,626,468 Rights Shares at the issue price of RM0.10 per Rights Share, on the basis of 1 Rights Share for every 1 existing Rex Share held on the Entitlement Date; and

ii) Exemption to Daiman Taipan Sdn. Bhd. ("DTSB"), Darmendran Kunaretnam ("DK") and their Persons acting in concert with DTSB and DK ("PACs"), under Paragraph 4.08(1)(b) of the Rules from the obligation to undertake the Mandatory Offer pursuant to the Proposed Rights Issue under Paragraph 4.08(1)(b) of the Rules.

On 15 June 2020, the application has been submitted to Bursa Malaysia Securities Berhad ("Bursa Securities") and the application has been approved by Bursa Securities vide its letter dated 23 June 2020 subject to the following:-

- Full compliance with the relevant provisions under the Main Market Listing Requirements pertaining to the implementation of the Proposed Rights Issue;
- To inform Bursa Securities upon completion of the Proposed Rights Issues; and
- To furnish Bursa Securities with a written confirmation of its compliance with the terms and conditions of Bursa Securities' approval once the Proposed Rights Issue is completed.

34. COMPARATIVE FIGURES

Certain comparative figures are reclassified to conform to the current year's presentations.

	Group	
	As reclassified RM	**As previously reported RM**
Statements of Cash Flows Cash Flows		
Cash Flows from Operating Activities		
Changes in working capital:		
Receivables	(12,536,316)	(12,477,963)
Cash used in operations	(13,104,954)	(13,046,601)
Net cash used in operating activities	(15,125,881)	(15,067,528)
Cash flows from financing activities		
Net drawdown of borrowings	5,727,518	5,725,569
Repayment of finance lease payables	(378,773)	(376,824)
Net decrease in cash and cash equivalents	(11,138,708)	(11,080,355)
Effect of exchange rate changes on cash and bank balances	58,353	-

Properties
As at 30 June 2020

Location/ (Registered owner)	Description (Lot/Title No)	Tenure (Approx. age of building)	Land area (Built up) sq. ft.	Date of Acquisition/ *Revaluation	Net book Value 30/6/2020 (RM)
Plot 125, Bukit Minyak Industrial Park, Seberang Perai Tengah.	Industrial Land with factory	60 years with 42 years remaining (18 years)	6.0052 Acre (261,586) sq. ft.	* 30 August 2012	12,686,545
Plot 126, Bukit Minyak Industrial Park, Seberang Perai Tengah.	Industrial land	60 years with 52 years remaining (8 years)	1.74236 Acre	* 30 August 2012	8,071,126
Lintang Mak Mandin, Taman Bayu, 13400 Butterworth.	Residential premises (Lot 4639/HS(D)3363) (Lot 4654/HS(D)3378)	Freehold	1,086 sq. ft.	31 December 1996	101,434
Jl. Raya Beji Km 4 No. 42, Beji, Pasuraun, Jawa Timur, Indonesia.	Industrial Land with factory	130 years with 105 years remaining (25 years)	(252,207) sq. ft.	* 30 November 2012	6,270,275
Jl. Raya Beji Km 4, Desa Beji, Kecamatan Beji, Kabupaten Pasuraun, Propinsi Jawa Timur, Indonesia.	Industrial Land		3.73 acre	5 September 2012	6,217,217
No. 7A, Jalan TIAJ 2/1, Taman Industri Alam Jaya, Bandar Puncak Alam, 42300 Selangor Darul Ehsan.	3 Storey Semi-Detached Factory Type B	Leasehold	2,024 sq. meters	10 August 2016	4,439,244
22, Jalan Perniagaan Seri Tambun, Pusat Perniagaan Seri Tambun, 14100 Simpang Ampat, Pulau Pinang.	3 Storey terrace shop office		149 sq. meters	5 August 2016	1,356,330
No.42, Lintasan Perajurit 17C, Taman Perdagangan & Perindustrian Ipoh, 31400 Ipoh, Perak.	1½ storey intermediate factory lot	99 years with 76 years remaining (23 years)	186 sq. meters	24 November 2016	411,365
No. 1A, Jalan Kampung Sungai Suloh, Mukim Minyak Beku, 83000 Batu Pahat, Johor	Industrial land with Factory cum office	Freehold	2.3051 hectares	* 26 September 2019	13,651,762

REX INDUSTRY BERHAD

[199301027926 (282664-K)]
(Incorporated in Malaysia)

No. of Ordinary Shares held	
CDS Account No.	
Telephone No.	
Email Address	

FORM OF PROXY

*I/We (Full name), ______________________________

bearing *NRIC No./Passport No./Registration No. ______________________________

of (Full address) ______________________________

being *a member/members of of **REX INDUSTRY BERHAD** [199301027926 (282664-K)] ("**Rex**" or the "**Company**") hereby appoint:-

First Proxy "A"

Full Name (in Block Capital)	NRIC No./Passport No.	Proportion of Shareholdings Represented	
		No. of Shares	%
Full Address			

*and

Second Proxy "B"

Full Name (in Block Capital)	NRIC No./Passport No.	Proportion of Shareholdings Represented	
		No. of Shares	%
Full Address			
			100%

or failing him/her, *THE CHAIRMAN OF THE MEETING as *my/our proxy(ies) to attend, participate, speak and vote for *me/us on *my/our behalf at the Twenty-Sixth Annual General Meeting ("**AGM**") of the Company to be held at Function Room 1-3, Level 1, TPC Kuala Lumpur, 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur, Wilayah Persekutuan on Tuesday, 24 November 2020 at 10:00 a.m. or at any adjournment thereof.

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

** Strike out whichever is inapplicable*

No.	Agenda	For	Against
1	To receive the Audited Financial Statements for the financial year ended 30 June 2020 together with the Reports of the Directors and the Auditors thereon.		
2	To approve the payment of Directors' fees payable to the Non-Executive Directors amounting to RM270,750.00 to be paid on a quarterly basis for the financial year ending 30 June 2021 and thereafter. (Resolution 1)		
3	To approve the payment of Directors' benefits up to an amount of RM100,000.00 from 25 November 2020 until the next AGM of the Company. (Resolution 2)		
4(a)	To re-elect Mr. Tai Keat Chai, who is due to retire in accordance with Clause 115 of the Company's Constitution and being eligible, had offered himself for re-election. (Resolution 3)		
4(b)	To re-elect Mr. Chee Cheng Chun, who is due to retire in accord-ance with Clause 115 of the Company's Constitution and being eligible, had offered himself for re-election. (Resolution 4)		
5	To re-appoint Messrs. Moore Stephens Associates PLT as Audi-tors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration. (Resolution 5)		
Special Business			
6	Authority to Issue Shares pursuant to the Companies Act 2016. (Resolution 6)		
7	Proposed Renewal of Existing Shareholder Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature. (Resolution 7)		
8	Proposed Renewal of Authority for the Company to Purchase its Own Shares. (Resolution 8)		

Signed this __________day of __________________ , 2020

____
Signature of Member

____
Common Seal to be affixed here if Member is a corporation, if applicable

Notes to the Notice of the Twenty-Sixth AGM ("Meeting"):-

1. For the purpose of determining a member who shall be entitled to attend, participate, speak and vote at the Meeting, the Company shall be requesting the Record of Depositors as at 13 November 2020. Only members whose names appear in the Record of Depositors as at 13 November 2020 shall be entitled to attend, participate, speak and vote at the Meeting of the Company.
2. A member entitled to attend and vote at the Meeting of the Company, shall be entitled to appoint proxies to attend, participate, speak and vote instead of him. Where a member appoints more than one (1) proxy, he shall specify the proportions of his shareholdings to be represented by each proxy, failing which the appointment shall be invalid.
3. Where a member of the Company is an exempt authorised nominee which holds deposited securities in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
4. The instrument appointing a proxy shall be in writing, under the hand of the member or of his attorney duly authorised in writing or, if the member is a corporation, shall either be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised.
5. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified true copy of that power of authority, shall be deposited at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan or submitted via fax at +603-2094 9940 and/or +603-2095 0292 or emailed to info@sshsb.com.my, not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting **i.e., on or before Sunday, 22 November 2020 at 10:00 a.m.** and in default, the instrument of proxy shall not be treated as valid.
6. This Agenda item is meant for discussion only as Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of the shareholders for the Audited Financial Statements and only requires the Audited Financial Statements to be laid at the Meeting. Therefore, this Agenda item is not put forward for voting.
7. Pursuant to Section 320(2) of the Companies Act 2016, a copy of this Notice together with the Form of Proxy are available at the corporate website of the Company at www.rexmalaysia.com.

Fold this flap for sealing

Then Fold Here

Affix Stamp

The Company Secretaries
REX INDUSTRY BERHAD
[Registration No.199301027926 (282664-K)]
c/o Securities Services (Holdings) Sdn. Bhd.
Level 7, Menara Milenium,
Jalan Damanlela,
Pusat Bandar Damansara,
Damansara Heights,
50490 Kuala Lumpur,
Wilayah Persekutuan.

1st Fold Here

Rexberry
Blackcurrant
Drink

REX

Rexcoco
Chocolate Malt Drink

CAP cinta

REX ENERGY
ENERGY DRINK

Mombo

REX INDUSTRY BERHAD 199301027926 (282664-K)
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