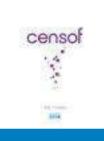


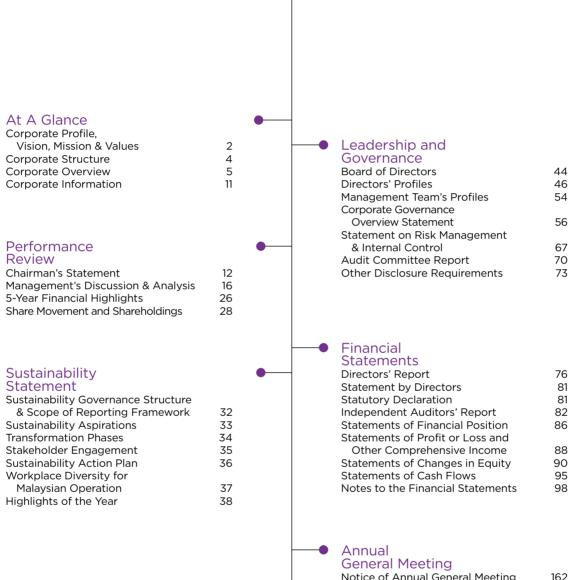


Annual Report



This cover design showcases the rebranding journey of Censof Holdings which was previously depicted by a box in shades of purple. On the whole, the design highlights the successful transformation towards the new logo mark. The headline "We Create" focuses on our efforts to digitally transform our customers' businesses and drive innovations.

Contents



Notice of Annual General Meeting	162
PDPA Notice	164
Form of Proxy	165

Corporate Profile, Vision, Mission & Value

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STATISTICS STATISTICS

Censof Holdings Berhad (Censof) was established in 2008 and has become one of the leading Bumiputera companies in the provision of accounting and budgeting solutions for public sector applications.

In January 2011, the Company was listed on the Main Market of Bursa Malaysia. Since then. Censof has expanded it's solutions portfolios to cater for e-commerce applications involving e-payment gateway and wealth management services. Subsequently, Censof ventured to professional training of software application specialists to support human capital development in technology certifications, with focus on Industry 4.0 training conducted nationwide. Consequently, Censof acquired a major accounting solution business that cater to SME business market. Through its subsidiaries, the technology solutions are widely used in public and private sectors in Malavsia. Singapore, Indonesia and Hong Kong.

Today, the Censof Group provides an extensive portfolio of financial management software solutions that cater from start-ups, small and medium enterprises (SMEs) all the way to large corporations. Our team of experts and strategic partners has an unparalleled competitive ability to address industry requirements at both global and local level.

We have completely modernised our solutions portfolio in the last two years, connecting and integrating them in new and innovative ways. We have developed financial management solutions which are open and integrated softwares that will help businesses transform their operations, digitalise their businesses processes and drive innovations through cloud technology adoption. As a technology enabler, Censof needs to stay innovative, focus and relevant to market requirements and align with the Group's Vision and Mission Statement.

We have built the business data infrastructure offering the broadest range of financial management solutions through developing software and ensuring it is open and flexible to match the changing needs of the market. In addition, we have also made strategic acquisitions and partnership to enhance our offering for our clients' needs.

Apart from financial management solutions, Censof also provides customisable business solutions in business performance, enterprise analytics, wealth management, application development and training solutions. This diversity of technical competency within our ingrained corporate makeup has served to elevate Censof to a dominant position in our chosen business ecosystem.

Censof is continuously expanding as a major player in the region for its technology services to enhance on its earnings opportunities.

Our Vision

To be the leading regional financial management solution provider by 2020

Our Mission

We pledge to devote our expertise towards excellence by:

- **PR**oviding innovative business solutions for our customers
- Instilling a positive corporate culture that motivates our people to deliver excellence
- Delivering sustainable growth and value for stakeholders
- Empowering our people to be caring citizens actively contributing to the community

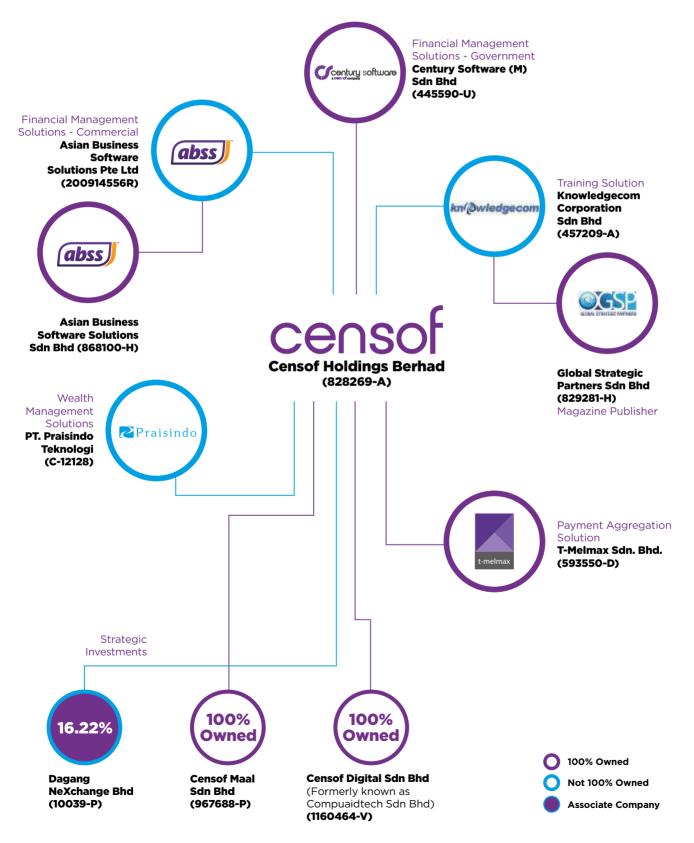


Caring • Credible • Commited We need to meet the challenges of keeping our core values while navigating the rapid and constant changes in the industry.

These values shape our people's actions and inspire them to achieve new levels of productivity and goals.

Corporate Structure

as of 18 June 2018



Corporate Overview



CENTURY SOFTWARE (M) SDN BHD

Century Software (M) Sdn Bhd (Century Software) was incorporated in 1997 as a specialist in the supply and implementation of Financial Management Solutions. Since then. Century Software has evolved into a leading player at the forefront of the Malaysian and global business software solutions arena. This is truly evident through the partners within the region and globally. In all these competencies under our charge, we are professionally endorsed with the ISO 9001:2008 standards certification as established by the Bureau Veritas Certification.



A cloud-based Enterprise Resource Planning (ERP) system that provides a comprehensive set of business management functions and remains flexible, scalable, and adaptable as business needs change.

of fatca/crs

Market-leading software that simplifies the CRS and FATCA compliance process and removes the burden of formulating and implementing a new compliance policy.

C e-claims

e-Claims is a solution that maximises operational results by improving process effectiveness, eliminating fraud, introducing cost efficiencies and ensuring speedy claims resolution.

orocurement

e-Procurement is an exclusively web-based G2B/B2B product for buying goods and services through quotations RFQ/RFP, tenders (limited and open), catalogues, reverse / forward auctions and selling/buying goods through tender-cum-auction.

C information exchange

Our information exchange hub is revolutionising data management by bringing privacy and accountability to the data sharing environment. Our unique data sharing model ensures that you can put your company's data to use for any application without compromising security standards or competitive advantage.

🕜 gpm

Our Government Performance Management system is an integrated performance framework designed to focus on detailed planning for implementation, outcomes and monitoring of budget initiatives.

🕜 e-pbt

e-PBT is a fully integrated, enterprisewide suite of applications designed to meet the diverse requirements of Local Government. It is integrated by design to provide a single, complete framework for Local Government's diverse business applications.

Corporate Overview (Cont'd)



T-MELMAX SDN BHD

Established in 2002, T-Melmax Sdn Bhd (T-Melmax) is an MSC (Multimedia Super Corridor) status company that develops innovative and comprehensive technologybased e-Payment and web-based electronic banking solutions to facilitate real- time and batch transaction processing.

From payment to suppliers, to the payroll of large corporations, T-Melmax handles processing of bulk payments, retail payments and a vast variety of payments with interface to IBG (Inter Bank Giro), FPX (Financial Process Exchange), legacy host-based systems and numerous statutory bodies.

T-Melmax also offers a host of other products designed to suit the many needs of the growing, technology-savvy community and various industries.





PT. PRAISINDO TEKNOLOGI

Founded in 2003, during the heights of the Internet penetration and information technology advances era, PT. Praisindo has been providing high quality software development and system integration works in various cities across the Indonesian archipelago, as well as handling several outsourcing works from overseas clients. We offer custommade solutions in which we frequently use standards-based work-processes, technological processes and documents.

Praisindo is able to list prominent organisations and business houses among its client base; which itself speaks for the quality of our works and the professionalism offered by the team. Praisindo has become a leader in the Financial Industry in Indonesia, serving more than 50 clients in Indonesia and the region. Praisindo IMS has been used to manage over 100 billion dollars of assets Mutual Funds in Indonesia.

Kev Focus Areas \$ Investment Reka Dana Wealth Network Online way Management Management, Management System System Security and Monitoring **Services** 11 Technical Project Programme Management Management Support **Products** Investment Management System MS Praisindo IMS will covers all aspects of your investment activities from front office include marketing activities to back office includes accounting Reksa Dana Online SDO Praisindo Investor Portal RDO aims to function as a virtual branch of the Asset Management Company (Manufacturer) or Banks or others Mutual Fund Distributors. Wealth Management System VMS Designed for financial institutions focused on the most profitable customer segment high net worth individuals to increase their net worth through good investment portfolio management practice KSIBOX Network KSI Praisindo KSI-BOX is a high-performance security, routing and network solutions for small, medium. enterprise class businesses, and service providers.

Corporate Overview (Cont'd)



KNOWLEDGECOM CORPORATION SDN BHD

Knowledgecom Corporation Sdn Bhd (Knowledgecom) is a premier skilled development company that aims to UP-Skill the nation's workforce by training and certifying students and fresh graduates from both public and private universities, government servants and working professionals. Knowledgecom has over a decade of experience in designing and delivering programmes that will enhance higher income opportunities, better employability and improve operational effectiveness in various industry sectors. Incorporated in September 2001 and since then, we have upskilled more than over 15,000 students from 1,000 organisations.

Global Strategic Partners (GSP), a wholly owned subsidiary of Knowledgecom, publishes UP Magazine, a first of its kind magazine that incorporates human resource management with focus on development and training of human capital. The UP Magazine is a quarterly magazine publication that is currently being circulated to some 20,000 companies in 63 HR sectors in Malaysia.



SAP Training Partner of the Year 2011

and 2013

- SME100 Fast Growing Company Award 2015
- Authorised Training Provider by Pembangunan Sumber Manusia Berhad



ASIAN BUSINESS SOFTWARE SOLUTIONS PTE LTD

ABSS was formed in 2009 following a management buy-out of the MYOB business in South Asia. Striving to be the leading SME business solutions provider across Asia, with over 350,000 customers, 90+ staff, offices in Singapore and Malaysia and a wide network of hundreds of qualified Certified Partners and Resellers throughout the region.

ABSS has a vision to be the trusted provider in Asia for the SME community and is well on its way to getting 1 million customers using their solutions in the coming years.

Key Focus Areas

ABSS enable SMEs to grow their businesses by providing tools that simplify:



Products



Financio

Designed for micro / small business owners and nonaccountants in Malaysia. Financio helps reduce the time & money you spent on accounting and tax (GST).

SME market)

ABSS Premier

ABSS Premier provides advanced inventory, and business management capabilities to medium-sized companies. Process foreign currency transactions, GST submissions and analyse your business accurately.

ABSS Accounting

Ideal for owner-operators, ABSS Accounting helps you process sales and purchases, track receivables, payables and GST, email your quotes and invoices and more all with the click of a few buttons.

ABSS Payroll

ABSS Payroll gives you the power to process even the most complex of payrolls, in just minutes.

ABSS BI4Cloud

ABSS BI4Cloud suits all businesses, whether it's small business owners to large organisations. Free yourself from spreadsheets today and never miss important exceptions for your business, even when you're on the move!

ABSS AccountEdge

ABSS AccountEdge for Mac offers the most complete, easy to use accounting solution for mac-based small-businesses. With over 100 business templates to choose from and our Easy Setup Assistant to guide you along the way, you will be sending guotes and invoices in no time.

ezyCollect

Collect the easy way with ezyCollect. This ABSS Certified Add-On puts your accounts receivable on autopilot so you can lose the anxiety of chasing debtors.

ABSS Webstore

Expand your business and start selling online today. An ABSS Webstore syncs with ABSS accounting software, making it easy to manage your inventory, products and pricing.

Corporate Overview (Cont'd)



Dagang NeXchange Berhad ("DNeX") was incorporated in 1970 and is listed on the Main Market of Bursa Malaysia Securities Berhad since 1983. DNeX is a technologybased solutions provider for missioncritical services to governments and its agencies, and leading organisations and companies both in Malaysia and abroad.

Combining unparalleled experience and comprehensive capabilities in Trade Facilitation, DNeX pioneers in initiatives aimed at creating paperless, electronic Customsrelated services to ease the facilitation and streamlining of international trading processes for the import and export, trade and logistics industries.

It is also a provider of ISOcertified cyber security services and collaborates with clients on intelligent IT infrastructure to help them become high-performance businesses and governments. DNeX has ventured into the energy landscape through recent strategic acquisitions and long-term partnerships.

Key Focus Areas



RFID

free service

- End-to-end RFID total solution for vehicle entry permits & tracking service
- Production and delivery power generation

Corporate Information

BOARD OF DIRECTORS

TAN SRI DATO' MOHD IBRAHIM BIN MOHD ZAIN Independent Non-Executive Chairman

AMEER BIN SHAIK MYDIN Group Managing Director

TAMIL SELVAN A/L M. DURAIRAJ Deputy Group Managing Director

ANG HSIN HSIEN Executive Director

TUAN HAJI AB. GANI BIN HARON Senior Independent Non-Executive Director

BOEY TAK KONG Independent Non-Executive Director

DATUK SAMSUL BIN HUSIN Non-Independent Non-Executive Director

TAN SRI DATUK WIRA DR. HJ.

MOHD SHUKOR BIN HJ. MAHFAR Independent Non-Executive Director Appointed on 15 January 2018

AUDIT COMMITTEE

TUAN HAJI AB. GANI BIN HARON Chairman

TAN SRI DATO' MOHD IBRAHIM BIN MOHD ZAIN Member

BOEY TAK KONG Member

NOMINATING & REMUNERATION COMMITTEE BOEY TAK KONG

Chairman

TUAN HAJI AB. GANI BIN HARON Member

TAN SRI DATO' MOHD IBRAHIM BIN MOHD ZAIN Member

RISK MANAGEMENT COMMITTEE BOEY TAK KONG

Chairman

TUAN HAJI AB. GANI BIN HARON Member

AMEER BIN SHAIK MYDIN Member

REGISTERED OFFICE

Level 15-2 Bangunan Faber Imperial Court Jalan Sultan Ismail 50250 Kuala Lumpur Tel : 03-2692 4271 Fax : 03-2732 5388

COMPANY SECRETARIES

LIM SECK WAH (Maicsa No.: 0799845)

M. CHANDRASEGARAN A.L S. MURUGASU (Maicsa No.: 0781031)

AUDITORS

CROWE MALAYSIA (AF 1018) Chartered Accountants Level 16, Tower C, Megan Avenue II 12 Jalan Yap Kwan Seng 50450 Kuala Lumpur Tel : 03-2788 9999 Fax : 03-2788 9998

SHARE REGISTRAR SYMPHONY SHARE REGISTRARS SDN. BHD.

(COMPANY NO.: 378993 D) Level 6, Symphony House Block D13, Pusat Dagangan Dana 1 Jalan PJU 1A/46 47301 Petaling Jaya Selangor Darul Ehsan Tel : 03-7841 8000 Fax : 03-7841 8151

PRINCIPAL BANKERS CIMB Bank Berhad Malayan Banking Berhad

CORPORATE OFFICE

Unit B-10-06, 6th Floor Dataran 3 Two, Jalan 19/1 46300 Petaling Jaya Selangor Darul Ehsan Tel : 03-7962 7888 Fax : 03-7962 7800 Website : www.censof.com

STOCK EXCHANGE LISTING MAIN MARKET,

BURSA MALAYSIA SECURITIES BERHAD Stock Code : 5195

Stock Name : Censof Warrant Code : 5195 WB Warrant Name : Censof-WB

Chairman's Statement

TAN SRI DATO' MOHD IBRAHIM BIN MOHD ZAIN Independent Non-Executive Chairman

Dear Valued Shareholders,

On behalf of the Board of Directors, it is my privilege to present the Annual Report of Censof Holdings Berhad ("Censof" or "the Group") for the financial year ended 31 March 2018 ("FYE 31 March 2018").



Training Solutions Segment - Knowledgecom - broke the RM20.0 Million revenue barrier



Towards Sustainable Growth

The financial year under review was a very challenging period, with increasingly sluggish market conditions, coupled with prolonged competitive price pressures. Accordinaly, Censof's Management undertook a massive realignment exercise to position the Censof Group as a more resilient and lean entity to drive long-term sustainable growth. In examining the Group's financial position and as a matter of financial prudence, the Board decided to recognise one-off impairment losses on trade receivables with ageing more than three years. As a result of this one-off impairment losses. Century Software (M) Sdn Bhd. our biggest subsidiary, registered negative performance - the biggest single contributing factor to the Group's weaker performance. While this regrettably affected the financial year's profits, nevertheless, Management is working towards the recovery of these impaired trade receivables over FYE 2019.

As Asian Business Software Solutions Pte Ltd ("ABSS") continues to enhance its Cloud-based service offerings, some additional RM1.5 million is needed to fund Financio, our micro-SME financial software, so that it is Cloud-ready. The investments into the Financio business, are expected to bear fruit over the nearterm as Financio gains good market traction with its target audiences.

The Censof Group's revenue also showed a significant decline in tandem with the disposal of the shares of Dagang NeXchange Berhad ("DNeX") during the last financial year, resulting in the reclassification of DNeX's status from a "subsidiary company" to an "associate company". Today, we only hold 16.22% equity interest in DNeX, hence the major reduction in revenue recognition as compared to the previous financial year given the different accounting treatment. Arising from these developments, the Censof Group turned in a weaker performance for FYE 31 March 2018 registering lower revenue of RM94.27 million, a 36.5% drop in revenue from RM148.39 million registered previously, with a corresponding loss before tax of RM6.83 million, more than a 100% decline from a profit before tax of RM76.42 million in the preceding financial year.

On a positive note, Knowledgecom Corporation Sdn Bhd ("Knowledgecom"), our Training Solutions segment showed a quantum leap improvement surpassing the RM24.87 million turnover mark and contributing RM6.02 million to the Group's bottom-line. However, these gains were offset significantly by the recognition of one-off impairment losses on trade receivables amounting to RM10.18 million and cost overruns on existing on-going projects.

Remaining Relevant To The Market

Despite these economic challenges, our Group remains committed towards moving aggressively into the digitalisation era using blockchain technology for better cyber security control. Reflecting on the Group's present position, our key priority going forward is to put in place the ecosystem and building blocks to strengthen our product standing and cash flows, return to profitability as well as sustain longterm growth.

During the financial year, we continued to meet clients' needs by delivering innovative products and solutions to the tune of RM94.27 million. To date, we have an outstanding order book of RM19.1 million which will keep us busy until the year 2019.

The past few years have seen the Censof Group growing by way of organic and inorganic growth, with ▶

Chairman's Statement (Cont'd)



We are building a synergistic value proposition by enlarging our services leveraging on Industry 4.0 expertise for the Group's longterm growth. the mainstay of our core business, the Standard Accounting System for Government Agencies ("SAGA"). While we will continue to expand on SAGA and prudently look for acquisitions opportunities related to technology that will make good value propositions, we will still maintain a strong focus on financial-related technology. With a team of more than 40 accountants to call upon in our back office, this will continue to be our competitive edge.

As part of a diversification strategy, we have been rolling out training on Industry 4.0 implementation via Knowledgecom. Industry 4.0 represents the movement towards the fusion of information technology and lean manufacturing operations. As of June 2017, more than 5,000 foreign multinational companies ("MNCs") in Malaysia had reportedly adopted Industry 4.0 practices and this figure is set to grow. Moving forward, we will look to complement our training capability by offering Industry 4.0 technology and expertise which bodes well for the Group's long-term growth.

On the workforce front, good talent is getting scarce. Malaysia is not as competitive as it used to be and talented workers are moving out to other geographies. We ourselves have had to rely on foreign knowledge workers to help us manage our projects. While this has helped immensely, nevertheless, our aim is to strengthen our talent pool by attracting young local graduates and upskilling them. Moving forward, we will focus our efforts on building our workforce's competencies to take us up to the next level as a forward-looking organisation.

We believe that partnerships bring about synergy which often enables greater achievement. As such we continue to form strategic alliances and viable partnerships with industry players and MNCs in the region. This has enabled us to elevate the Censof brand and explore new areas of opportunity. We also continue to strengthen our brand image through an ongoing corporate rebranding exercise to reflect our stance as a tried and true technology company.

By leveraging on a host of prudently thought-out growth strategies that are relevant to the market, the Board believes that Censof will return to profitability over the near-term. The finer details of Censof's strategies for growth can be found in the Management Discussion and Analysis section of this Annual Report.

Responsible Corporate Practices

Recognising that good governance translates into good business relationships, our Board continues to uphold and implement strong corporate governance practices, as well as robust risk management and internal control measures throughout the Group. These fundamental control components of our business are helping to bolster investor confidence, protecting our corporate reputation and ensuring continued shareholder value creation.

We also acknowledge that we have a responsibility to secure Censof's future and to ensure sustainable value creation for our shareholders. In this regard, we continue to uphold responsible management and sustainable development across our organisation. This year, we engaged a sustainability consultant to develop a more comprehensive Sustainability Statement in line with best practices. It aims to reflect our commitment to uphold Censof's sustainable progress in as transparent and cohesive manner as possible.

Awards and Accolades

As testament to our growing reputation and proven track record of delivering dependable solutions, the Group and its subsidiaries continue to garner numerous awards and accolades on several fronts.

Censof Holdings Berhad

 Masterclass in Sustainable Financial Management, the Global Responsible Business Leadership Awards 2018

Knowledgecom

- Microsoft Learning Partner of the Year 2017
- Logical Operations -
- Top Training Partner Award 2017 • SAP Education Partner of
- The Year 2017

ABSS

 SME & Entrepreneurship Business Award 2017 (Strategic Business Blueprint category)

While we take pride in our accomplishments, rest assured that we will not sit on our laurels, but will aim to take our performance up several notches.

Acknowledgements

Many parties have stood with us through both challenging and profitable times and I would like to acknowledge them for their worthy commitment and support.

On behalf of the Board of Directors, I would like to express my utmost gratitude to all our shareholders for their unstinting support and belief in the Censof Group. I also wish to convey my heartfelt appreciation to our clients, business partners, bankers, various government agencies, business associates and strategic partners for their continuing trust and confidence in us.

My sincere appreciation goes to our many loyal employees who continued to exhibit resilience and a spirit of excellence amidst a challenging year. My deep gratitude also goes to my colleagues on the Board and the Management team for their wise counsel that helped Censof steer a clear pathway through the year's challenges.

On 15 January 2018, we welcomed Tan Sri Datuk Wira Dr. Hj. Mohd Bin Hj. Mahfar to the Board as an Independent Non-Executive Director. We look forward to his contributions and insights especially on the taxation front given his vast experience in this area.

As Censof ventures forth amidst the fast-evolving technology landscape, we are quietly confident that we will return to profitability in the new financial year. With the one-off impairment losses behind us, we can look forward to a new chapter for the Censof Group. As we set our sights on pursuing new pathways of sustainable growth, I call upon all our stakeholders to lend us their continuous support. Thank you.

Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain Independent Non-Executive Chairman Censof was accorded the "Masterclass in Sustainable Financial Management 2018" award at the Global Responsible Business Leadership Awards 2018 event



^{Knowledgecom} "Microsoft Learning Partner of the Year 2017" Knowledgecom "Logical Operations -Top Training Partner Award 2017" "SAP Education Partner of The Year 2017" **"SME & Entrepreneurship Business Award 2017"**

Management's Discussion and Analysis



Dear Valued Shareholders,

For the financial year ended 31 March 2018 ("FYE 2018"), Censof Holdings Berhad ("Censof" or "the Group") continued to take the necessary steps to strengthen and restructure its portfolio of businesses. In implementing difficult but crucial short-term consolidation measures. we have positioned ourselves to recover and to get back on the road to sustainable and profitable longterm growth. I am pleased to present here the finer details of Censof's businesses and strategies for growth. our financial and operational performance for FYE 2018, as well as some insights into our overall direction moving forward.



The Group's Businesses

The Censof Group is a technology group that provides an extensive portfolio of financial management software solutions catering to start-ups, small and medium enterprises ("SMEs") as well as large corporations. We possess a talented workforce comprising 363 employees spread across five subsidiaries. Our team of experts and strategic partners have an unparalleled competitive ability to address industry requirements at the global and local levels.

Our portfolio of product and service offerings continues to grow from strength to strength and today encompasses financial management solutions for the Government and Commercial segments, SMEs as well as start-ups. Group subsidiary, Century Software (M) Sdn Bhd, ("Century Software") is primarily responsible for providing financial management solutions on the Government front, while Asian Business Software Solutions Pte Ltd ("ABSS") oversees the provision of solutions to the Commercial and SME and micro-SME segments. We also offer training solutions under Knowledgecom Corporation Sdn. Bhd. ("Knowledgecom"); wealth management solutions under our Indonesian subsidiary, PT. Praisindo Teknologi ("PT. Praisindo"); and payment aggregation solutions under T-Melmax Sdn. Bhd. ("T-Melmax").

The concise details of the Group's key businesses can be found in the "At a Glance" section on pages 2 to 11 and the "Performance by Business Divisions" sub-section within this Management Discussion and Analysis section.

Strategies For Growth

Short-term Strategies

For the short-term, we plan to expedite our ongoing projects and deliver these projects ahead of time. Ultimately, our aim is to strengthen customers' confidence and trust in our brand, services and solutions. To this end, we recently undertook a rebranding exercise whereby we have now positioned ourselves as a reinvigorated, tried and true technology group. The 'new Censof' will continue to focus its efforts on strengthening goodwill and gaining trust with its current clients while exploring new opportunities in the wider market.

Today, we are productising some of the projects that we have delivered. For instance, MyResult (the outcomebased budgeting or OBB platform for government agencies in Malaysia) and MyGDX (the Malaysian Government Central Data Exchange platform for government agencies) have also been developed as standalone solutions for other governments in the region and the private sector. This will help expand our scope of business and strengthen our revenue streams.

At the same time, we will expand and move into new technologies for some of our products so that we can increase our customer base and explore untapped potential. For instance, we will update our software solutions by embedding new technologies as well as prepare our products for migration to the Cloud. We are also enhancing our products as well as customising them for specific markets. Take the example of Financio, our Cloud-based financial solution for micro-SMEs which is now available in Bahasa Malaysia and will be made available in simplified Chinese and Bahasa Indonesia in due course.

Over the near-term, we will continue looking into acquisitions and tie-ups so that we can fast-track some of our initiatives and move our services up to the next level. Where we have been focusing on training for Industry 4.0 by adopting a theoretical-based approach, we will now move into the provision and implementation of tangible Industry 4.0 solutions.

Management's Discussion and Analysis (Cont'd)

Long-term Strategies

For the long-term, the Censof Group will continue to be on the lookout for businesses that will help complement and strengthen our overall business portfolio. This may involve mergers or acquisitions of companies that possess new or disruptive technologies. Our aim is to expand our target market to cover government-linked companies ("GLCs") and more segments within the private sector even as we bring new solutions into play. In Indonesia for instance, PT. Praisindo is looking to get more banks onboard as its clients.

We also see significant opportunities in Cloud computing technologies, e-learning solutions, mobile transactions and digital payments. We are also proactively exploring opportunities on the blockchain technology and artificial intelligence fronts. Our aim is to create "customers for life", offering competitive solutions that meet the needs of today's businesses. Our ambition is to grow with our customers as they move from the start-up stage and evolve into SMEs and subsequently larger organisations.

Group Financial Performance

Segmental Revenue and Profit/(Loss) Before Tax

	FYE 2018 RM'000	FYE 2017 RM'000
Revenue		
Financial Management Solutions - Government	49,758	26,270
Payment Aggregation Solutions	289	1,344
Wealth Management Solutions	3,348	5,272
Training Solutions	24,937	12,663
Information Communication Technology	-	74,276
Energy	-	11,007
Financial Management Solutions - Commercial	16,423	19,215
Corporate	4,445	7,651
Elimination	(4,933)	(9,312)
	94,267	148,386
Profit/(Loss) Before Tax		
Financial Management Solutions – Government	(22,395)	(7,879)
Payment Aggregation Solutions	(314)	(911)
Wealth Management Solutions	(942)	1,441
Training Solutions	7,010	3,382
Information Communication Technology	-	14,025
Energy	-	(4,533)
Financial Management Solutions - Commercial	3,742	6,786
Corporate	6,144	4,516
Shares of Results in Associate	10,274	98,254
Elimination	(10,352)	(38,663)
	(6,833)	76,418

For the long-term, we will look out for businesses that will complement and strengthen our overall business portfolio. We also aim to expand our target market to cover GLCs and more segments within the private sector.

We are also positioning ourselves to capitalise on opportunities related to Cloud computing technologies, e-learning solutions, mobile transactions and digital payments as well as blockchain technology and artificial intelligence.

FYE 2018 saw the Censof Group turning in a weaker performance, recording a 36.4% drop in revenue to RM94.27 million from RM148.39 million previously. This was primarily attributable to the cessation of revenue recognition upon the de-recognition of the Information Communication Technology and Energy segments under Dagang NeXchange Berhad or DNeX (then a subsidiary but now an associate) in the second guarter of FYE 2017. The revenue from the Financial Management Solutions - Government segment remained the main contributor to Group revenue representing 52.8% of our total revenue for the period in review. This was followed by the Training Solutions segment and the Financial Management Solutions - Commercial segment which contributed 26.5% and 17.4% of Group revenue respectively.

For the financial year in review, the Group registered a loss before tax of RM6.83 million, more than a 100% drop from a profit before tax of RM76.42 million previously. While we did register significant gains from the profit derived from our share of results in an associate and the Training Solutions segment under Knowledgecom, however these gains were offset significantly by the recognition of non-recurring impairment losses on trade receivables coupled with the cost overruns in existing projects under the Financial Management Solutions - Government segment. The financial year's performance was further amplified by weak market sentiment and intense competition.

As at 31 March 2018, the Group registered a loss per share of 1.82 sen a significant decline against earnings per share of 1.97 sen previously.

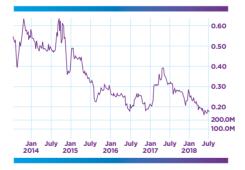
Group Funding Position

For the period under review, the Censof Group's gearing ratio improved to 0.34 times as compared to 0.39 times in the preceding year. Over the course of the financial year, the Group repaid term loans amounting to approximately RM13.93 million. The improvement in the gearing ratio was mainly due to the full repayment of project financing after the closure of existing projects. The improvement in the gearing ratio also reduced finance costs by RM2.47 million, almost half of the interest costs incurred in the previous financial year. We possess a variety of solutions to help our clients achieve sustainable growth and realise operational excellence through integration.

For the intermediate term, we will continue with our efforts to further improve our gearing ratio by reducing drawings from our bank overdraft facility as well as continue lowering the interest costs.

Share Price Trend

The five-year historical share prices for Censof Holdings Berhad's shares traded on the Main Board of Bursa Malaysia Securities Berhad (1 January 2013 to 31 March 2018) are highlighted below:



Performance By Business Divisions

Financial Management Solutions -Government Division ("FMS-G")



The Censof Group is the leading provider of financial management solutions for government that have been developed in compliance with the Standard Accounting System for Government Agencies ("SAGA") criteria. With a strong track record spanning over two decades, we have installed and maintained financial management solutions for an extensive portfolio of public sector clients comprising government agencies at the federal, state and local council levels.

The FMS-G Division falls under the ambit of Century Software which is responsible for SAGA implementation among government agencies. To date, more than 80 government agencies in Malaysia are using our SAGA-certified products and solutions. We possess a variety of solutions to help our clients achieve sustainable growth and realise operational excellence through integration. Apart from FMS, we also provide customisable business solutions pertaining to business performance, business intelligence, data analytics, application development and more. Our solutions can be installed onpremise to optimise client's internal infrastructure, or on-Cloud within a secure, modern and reliable delivery framework. Our state-of-the-art financial management and business solutions have helped government agencies to manage public funds effectively. Our team and key delivery personnel are all Project Management-certified professionals with qualified accountants forming the majority of our consultants.

19

The improvement in gearing ratio reduced finance costs by





Goverment agencies are using our SAGA-certified accounting software

Management's Discussion and Analysis (Cont'd)

For financial year 2019, we received a letter of appointment worth RM69.19 million (excluding GST) to implement an integrated core and finance system for the HRDF for a period of up to five years upon the date of work commencement.

🔎 Key Highlights

The Group continues to successfully secure notable projects from government agencies. For the financial year in review, three contracts were awarded by the Inland Revenue Board of Malaysia or Lembaga Hasil Dalam Negeri Malaysia ("LHDN"). These included a RM7.5 million contract in May 2017 to provide IT maintenance services for LHDN's Electronic Revenue Accounting System and the relevant hardware for a three-year period commencing November 2017; as well as another RM5.98 million contract in August 2017 to develop, implement and provide support for systems pertaining to an International Data Exchange Facility (HiDEF), among other elements, for three years beginning August 2017. In February 2018, the company secured a RM6.43 million contract from LHDN to upgrade and enhance its SAGA solution for one-and-a-half years commencing February 2018.

For financial year 2019, we received a letter of appointment worth RM69.19 million (excluding goods and services tax or GST) to implement an integrated core and finance system for the Human Resources Development Fund ("HRDF") for a period of up to five years upon the date of work commencement. All these contracts are expected to provide a stable stream of recurring income and enhance the Group's earnings visibility.

The Division also gained forward momentum in several other areas. The FATCA Phase 1 project was delivered ahead of time and we achieved SAGA compliance at several sites. We also successfully brought the SOCSO Cluster 1 project to a close and recently received a letter of acceptance for the Cluster 2 project. The year in review saw the soft launch of the Malaysian Administrative Modernisation and Management Planning Unit's MyGDX platform while several stop-production RFSs were closed within their SLAs. We also attained some traction in the way of better cashflow management and reduced finance costs.

Moving Forward

Going forward, the Division will focus on several key areas:

Technology updates:

We are working to incorporate blockchain technology as part of the main technology offering into our products and solution. To standardise the distribution of data within the industry, we will focus primarily on Cryptography and Distribution Ledger Technology ("DLT") which are deemed more secure and will offer better protection in the long-run. We are currently doing R&D work in these areas.

New product development:

We have also successfully productised previous projects such as the MyResults and MyGDX projects and will look to introduce these solutions to other governments within the region as well as private sector clients.

Competency development:

We are actively working on developing a better competency framework within our organisation. This will help us to upskill our people, recruit and select new staff, evaluate performance as well as identify skills and competency gaps more efficiently. These features, among others, will certainly help us tap the Group's true potential.

• Other areas of opportunity:

Our offer of consultancy services will see us working with clients on strategy, planning and problem solving, while helping them develop their business skills and knowledge. We have extensive experience in these areas and a proven track record of completing projects ahead of time. We will also focus our efforts on managing patents of products and technology within the organisation. At the same time, we will continue to keep abreast of disruptive and emerging technologies which are reshaping the world we live and impacting every organisation in every sector.

Financial Management Solutions -Commercial Division

Overview

The Group has set its sights on becoming a one-stop business solutions centre for SMEs offering accounting management software, e-commerce solutions, inventory management and payroll management solutions. Today, the Censof Group owns and supplies the ABSS-branded financial management and accounting software in Asia as well as caters to more than 370,000 SME clients across Malaysia, Singapore and Hong Kong. Responsible for our FMS-Commercial Division, ABSS is a market leader amongst SMEs and holds the No. 1 market position in Singapore and Hong Kong.

To reinforce the Group's market presence among SMEs, we have entered into several strategic collaborations. We continue to strengthen our partnership with Singtel to distribute our ABSS Premier Online solution via the Software-as-a-Service ("SaaS") distribution model. To capitalise on the rise of online, e-commerce and mobile transactions, we are today collaborating with payment processing technology provider, Australia-listed MINT Payments and Singapore's Network for Electronic Transfers ("NETS"), to launch a digital payment solutions gateway. This will enable SME merchants to accept fast and seamless online payment transactions via debit and credit card payments.

Key Highlights

March 2017 saw us launching Financio, a Cloud-based accounting software designed for new start-ups and small business owners. Using a subscription-based model at a low monthly fee, Financio is user-friendly and fully compliant with the latest local accounting standards. To date, we have garnered over 7,600 Financio subscribers from the micro-SME segment in Malaysia and rolled out Financio Partnerships with Maybank Singapore, Microsoft and DNeX.

For the year in review, ABSS garnered several awards and accolades for its contributions to advancing the SME segment. These achievements included being halled "Winner of The Strategic Business Blueprint Category" at the SME & Entrepreneurship Business Award 2017 event.

Moving Forward

The Division will focus its efforts on extensive R&D to move some of our current ABSS-branded products to the Cloud. We will also focus on the micro-SME market for Financio and introduce this innovative solution to micro-SMEs in Singapore, Hong Kong, the Philippines and Indonesia. We will also explore securing more tie-ups across the region, namely in Malaysia, Singapore, Indonesia and Hong Kong. Over the near-term, we will continue to evolve Financio and develop more extensions, thereby creating an ecosystem for collaboration with third parties.

Training Solutions Division

Overview

Knowledgecom oversees the operations of the Group's Training Solutions Division. One of our longterm ambitions is to upskill the Malaysian workforce by offering technology certifications. We are proud to have played a part in equipping more than 10,000 public and private university students, fresh graduates, government employees and working professionals to date with certifications from organisations such as SAP. Microsoft, Oracle, IPv6, and the Android Training Centre. By publishing UP Magazine, the largest circulated magazine in Malaysia which specialises in human resource management, we are reaching approximately 20,000 companies in 63 human resource sectors.

Key Highlights

In an effort to prepare Malaysia for Industry 4.0 implementation, we have been collaborating with the HRDF and Penang Skills Development Centre ("PSDC") to create and implement a breakthrough programme called NECT-Gen (also known as the "National Empowerment in Certification and Training for Next Generation Workforce" initiative). Officially launched in July 2017, the NECT-Gen programme was extended to Kuching in December 2017. March 2018, saw the rollout of the NECT-Gen programme report and industry update. To date, we have garnered over 7,600 Financio subscribers from the micro-SME segment in Malaysia and rolled out Financio Partnerships with Maybank Singapore, Microsoft and DNeX.

Knowledgecom also partnered with 11 state skills centres and received the support of the Federal Government to open Centre of Excellence Training ("CoET") sites in Kuala Lumpur, Selangor, Penang, Perak, Johor, Sabah and Sarawak to upskill the current and next generations of the workforce. There are currently 29 CoET sites located throughout Malaysia.

In recognition of Knowledgecom's training initiatives and efforts, it was hailed "SAP Education Partner of the Year 2017", and "Microsoft Learning Partner of the Year 2017". Knowledgecom was also awarded the "Logical Operations - Top Training Partner Award 2017".

Moving Forward

As we venture forth, we will look to increase the number of CoET sites to 40 by the end of the 2019 financial year. We will also focus our efforts on offering more Industry 4.0 tracks; undertake Industry 4.0 implementation via new tie-ups and acquisitions; as well as offer our Industry 4.0 programmes to other ASEAN nations, namely Singapore and Indonesia.

21

We will look to increase the number of CoET sites to 40 by the end of the 2019 financial year.

Management's Discussion and Analysis (Cont'd)

We are currently working to deliver an e-wallet capability to the Plantation and Government sectors.

Payment Aggregation Solutions Division

Overview

T-Melmax, which is currently responsible for the Group's Payment Aggregation Solutions business, is a company that focuses on web-based electronic banking solutions to facilitate retail and wholesale transaction processing. Its principal product is CPAY which is a one-stop payment and collection portal that supports various payment options and is also GST native. Our solutions are equipped to handle the processing of bulk payments, bulk collections. retail payments and a variety of other payments that interface with platforms such as Inter Bank Giro or IBG; Financial Processing Exchange or FPX - the Malaysian payment gateway; as well as statutory bodies such as LHDN, the **Employees Provident Fund and SOCSO** (Malaysia's social security organisation).

With e-commerce and electronic transactions fast graining market traction, we intend to roll out a state-ofthe-art integrated e-payment solution platform that supports the delivery of multiple e-services for the public sector and which assists the private sector's move into e-commerce. The e-Payment Gateway will enable efficient electronic transactions and simplify the processing of payment transactions for electronic services.

Today, e-commerce has created a healthy ecosystem of start-up tech suppliers of financial services, retail players and other industries in Malaysia. We ourselves have been quick to adopt technology that can create new revenue streams or make operations more efficient. Our partnerships with affiliates such as Puresoftware and MINT have helped facilitate this. Through integrating new technologies, such as the Arttha platform and integrated card/ cardless POS terminals, we are looking to expand our target markets into the e-commerce (B2C/C2C) and the cooperatives sector.

🗡 Key Highlights

We are in the midst of signing a memorandum of understanding with Mint Payments Australia which will make us the main official reseller for Mint products in Malaysia. Among these products will be the Unified mPOS solution, whereby each cost-effective mobile payment terminal comes with the ability to not only process credit card and debit card transactions but is equipped with full integration capabilities. Meanwhile, the Mint MInternet solution will provide a simple electronic invoice (e-invoice) option that allows merchants to accept debit and credit card payments online through a simple click of the "pay now" button" on electronic invoices sent to merchants' customers.

Moving Forward

As part of our ambition to move into the Fintech space, we are currently working to deliver an e-wallet capability to the Plantation and Government sectors. We are also making enhancements to current bulk payment products so that these become more mobile-friendly. At the same time, we are working to enhance the capabilities of our products so that they are more dynamic in nature by way of enabling payment and collection solutions. We will continue to explore collaboration and partnership opportunities with new technology partners to strengthen our market position.

Wealth Management Solutions Division

Overview

The Group's Wealth Management Solutions Division falls under the ambit of PT. Praisindo which offers customised technology solutions for the wealth management industry. Our clients include top-tier financial institutions in Indonesia. Our products enable financial institutions to assist high net worth individuals to increase their net worth through good investment portfolio management practices. Our clients are able to better manage their business operations and also leverage on process automation through the use of our technology. Our main aim is to offer a choice of business solutions to clients by combining people, processes, information and technology so as to enhance business processes and activities.

Key Highlights

Over the course of the financial year, PT. Praisindo entered into a partnership with Bloomberg for an Integrated Investment Management System (i-IMS) offering. This involves the offer of the Group's Order Management System ("OMS") with a real-time transaction capability and all the related market data to all Bloomberg's member brokers. Through this partnership, we are serving investment banking companies and meeting the needs of the global financial services community.

In August 2017, CIMB Niagabank appointed Praisindo to implement a new Wealth Management System that will replace its existing legacy system as well as enable integration with the bank's e-channel, namely the CIMB Clicks system. This exercise will include the implementation of Mutual Funds, Bancassurance and Retail Bond modules as well as system integrations works and data migration. This project is expected to be completed within a seven-month timeframe.

In September 2017, PT. Praisindo in collaboration with Bank Permata, launched one of their most anticipated projects, namely the PermataBank E-Bond. This first-of-its-kind initiative in Indonesia will enable customers to simply use their computers or electronic gadgets to undertake bond transactions via internet banking.

Moving Forward

The goal moving forward is to strengthen our focus on the banking sector in Indonesia. This will see us expanding our client portfolio and moving to provide services to more banks. We will also look to strengthen the Bloomberg-Praisindo partnership in Indonesia and throughout the region by embarking on joint-marketing initiatives that will entail the offer of an OMS bundling solution.

Risks And Mitigation Strategies

As with any other business, the Group's business activities may be exposed to certain anticipated or known risks, many of which are beyond our control. We have outlined below the principal risks which may have a material effect on our operations and performance, financial condition, and liquidity as well as highlighted the approaches or actions we have put in place to mitigate these risks.

Key Area	Risk Factors	Mitigation Measures
External Risk	The outlook of the Information Technology industry is expected to remain challenging as market competition grows intense, especially in the area of government tenders.	To mitigate the impact of developments such as intensifying competition within Malaysia's public sector, we are bolstering our efforts to grow our revenue contributions from the private sector.
Strategic Risk	As a player in the rapidly evolving information technology industry, a key challenge is to keep abreast of the latest industry trends and developments as well as to remain relevant to the market.	To remain relevant, we will leverage on present and future strategic partnerships and alliances to create value while using our existing business pillars to grow our product offerings. The execution of product line extensions that complement our existing business products will increase our customers' lifetime value to the Group.
Strategic Risk	One of the biggest risk that the Group will face this year is with regard to the change of government. The Group and its subsidiaries (particularly Century Software) rely on government projects and there is a big risk that some of these projects will be reviewed, put on hold or deferred.	Moving forward, we plan to strengthen our relationship with the new government by highlighting our good track record, credibility and capabilities. At the same time, we will showcase the benefits of how our solutions can make their administrative efforts more efficient while even possibly creating new revenue stream. We will also focus on new markets and new areas of opportunity to grow our revenue streams including the GLC segment and the private sector.
Operational Risk	We face the risk of losses from our operations due to inadequate, inefficient or ineffective internal processes, systems, policies, employee errors and events beyond our control, which may lead to unexpected additional costs.	To mitigate this, we are streamlining processes and systems across our business segments to improve and achieve both cost efficiencies and operational effectiveness.
Operational Risk	The Censof Group, like all businesses, faces the risk of fraudulent activities from both external and internal sources.	The Group places a high importance on the design and ongoing effectiveness of its corporate governance, risk management and internal control measures. Several physical security measures are in place across the Group's subsidiaries to mitigate these kinds of risk. We also have in place a Code of Conduct and whistleblowing arrangements to counter such risks.

Management's Discussion and Analysis (Cont'd)



Under the SME Masterplan, the SME segment's contribution to the nation's economy is to increase to



To date, Censof has captured an estimated

share of the approximately 1.1 million-strong SME market throughout Malaysia, Singapore and Hong Kong

Outlook And Prospects

Following the turnaround in global economic activity that began in 2016, global growth rose from 3.2% in 2016 to 3.8% in 2017. For 2018, the International Monetary Fund forecasts that global growth will improve to 3.9%. However, there are certain underlying frailties in the global economy and ongoing geopolitical tensions, including the beginnings of an intense trade war between the United States and China, which may undermine the sustainability of global growth. As such, global risks remain significant and difficult to predict.

For 2018, Bank Negara Malaysia expects real GDP to settle between 5.5% and 6.0% (2017: 5.9%). Domestic demand will be the primary anchor of growth, bolstered by robust growth in private-sector expenditure. Meanwhile, the external sector is expected to benefit from better global growth, with a positive spill-over on domestic economic activities. Growth in the information and communication sub-sector too is expected to remain strong, reflecting sustained demand for telecommunication and computer services.

Amidst this backdrop, the Censof Group is quietly confident of its prospects going forward. There are several positive developments in the marketplace that we aim to leverage on.

The SME market continues to steadily improve and grow. According to the Department of Statistics Malavsia. SMEs accounted for more than a third of the country's economy, contributing 36.3% and 36.6% to Malaysia's GDP in 2015 and 2016 respectively. Under the SME Masterplan aimed at boosting this segment's contribution to the nation's economy, this figure is expected to steadily increase to 41.0% by 2020. With demand for business solutions in this sector growing, Censof is expanding its product portfolio to cater to SMEs needs. To date, we have captured an estimated 30% share of the approximately 1.1 million-strong SME markets throughout Malaysia, Singapore and Hong Kong. Our existing partnerships with established foreign strategic players such as Singtel, MINT and NETS will give us the added competitive advantage when operating in new geographical markets.

With the rollout of digitalisation initiatives such as Malaysia's Digital Free Trade Zone, the micro-SME market is expected to blossom over the next few years. We foresee more small and micro-SMEs entering the market and this bodes well for our Cloud-based accounting software, Financio, which we believe will be able to capture a good share of the market locally and abroad.

While we have also introduced new products for large organisations, however, there seems to be a dearth of adoption of new technologies such as Cloud computing. Government agencies in particular need policies to be in place before Cloud computing can be adopted in a more all-embracing manner. Our immediate focus then as they prepare to embrace change will be to showcase how our products can help them operate more efficiently as well as provide them opportunities to tap into new revenue streams. Already. our strategic alliance with Acumatica, the leading solution for Cloud-based accounting and ERP software, is saving us years of development time and enabling us to develop localised Cloud ERP products on their platform for the commercial and public sectors across Southeast Asia.

To fortify the Industry 4.0 movement and Malaysia's digital economy, the Government continues to promote measures to incentivise innovation and automation which will strengthen Malaysia's competitiveness. To this end, they have endorsed a host of Industry 4.0 initiatives across the board. These include matching grants under the Domestic Investment Strategic Fund to enhance smart manufacturing facilities and the Green Technology Financing scheme to promote investment in the green technology industry. The Government's aim is to have at least 35% of the current workforce trained and ready for Industry 4.0 by the year 2020. As more companies prepare their workforces to be Industry 4.0 ready, this sets a positive tone for the Industry 4.0 training sector, especially Knowledgecom's business.

Our CoET network which aims to upskill the current and next generations of the workforce has grown steadily in the past one year and we aim to have 40 CoET sites in all states by 2019. We have also introduced new products for large organisations, however, there seems to be a dearth of adoption of new technologies such as Cloud computing. Government agencies in particular need policies to be in place before Cloud computing can be adopted in a more all-embracing manner. Our immediate focus then as they prepare to embrace change will be to showcase how our products can help them operate more efficiently as well as provide them opportunities to tap into new revenue streams.



As Censof ventures forth amidst a fastevolving playing field, we continue to take stock of the new market realities and adapt our businesses to this. The digitisation of business is ramping up and Censof has the tools and solutions to help organisations achieve their digitalisation ambitions.

Working with universities, we continue to create training solutions that bundle our existing technology modules with modules from selected universities to create a workforce equipped with the relevant skills for today's market needs. To meet the needs of the fastgrowing Industry 4.0 community, our training efforts will centre on Cyber Security, Big Data, the Internet of Things ("IoT") and Cloud Computing, among other innovations.

As Censof venture forth amidst a fastevolving playing field, we continue to take stock of the new market realities and adapt our businesses to this. The digitisation of business is ramping up and Censof has the tools and solutions to help organisations achieve their digitalisation ambitions. We will continue to be on the lookout for new acquisitions to widen our market reach as well as bolster our efforts on the GLC and private sector fronts. We will also continue with our efforts to capture a bigger share of the micro-SME market as we believe it will be the biggest market in the next few years.

As we press on to secure more business, we believe that our solid client portfolio, strong record of accomplishment, and proven wealth of expertise in delivering projects on time and within budget, will hold us in good stead. As we set our sights on elevating the customer experience and journey as well as helping them to achieve their objectives in a tangible manner, we are optimistic of our prospects going forward.

Acknowledgements

In closing, I would like to convey my sincere gratitude to our investors, clients, business partners, bankers, government and regulatory bodies for their continuing support and confidence in the Group. I also wish to extend my deep appreciation to all our employees at our respective subsidiaries for their diligence and dedication to the Group.

As Censof moves ahead to deliver earnings growth in a sustainable manner while creating enduring value for our shareholders, we are confident of rising above all challenges and capitalising on all opportunities that come our way.

Ameer Bin Shaik Mydin Group Managing Director

5-Year Financial Highlights

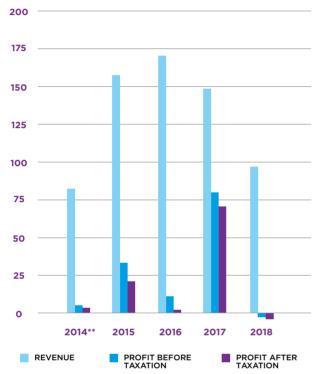
FINANCIAL YEAR ENDED 31 MARCH	2018	2017 (Restated)	2016 (Restated)	2015	2014**
PROFIT AND LOSS (RM'MILLION)					
Revenue	94.27	148.39	165.04	152.05	80.33
(Loss)/Profit Before Taxation	(6.83)	76.42	10.26	32.80	5.83
(Loss)/Profit After Taxation	(7.99)	71.17	1.09	21.64	4.13
FINANCIAL POSITION (RM'MILLION)					
Share Capital	50.20	50.17	50.17	47.67	39.96
Share Premium [#]	50.38	50.38	50.38	45.38	22.55
Reserves	28.02	41.49	29.74	39.61	26.55
Shareholder's Fund	128.59	142.04	130.29	132.66	88.75
Non-Controlling Interest	7.25	10.97	73.41	81.54	62.40
Current Liabilities	37.77	52.22	105.38	103.22	91.86
Non-Current Liabilities	30.04	30.81	48.07	22.19	76.86
Property, Plant and Equipment	1.62	2.42	23.71	16.25	18.25
Other Investments	0.10	0.10	4.27	0.10	0.10
Current Assets	59.80	84.62	228.82	238.55	190.97
RATIO					
Net Assets Per Share (Sen)	27.07	30.50	40.60	44.94	37.83
Net (Loss)/Earnings Per Share (Sen)	(1.82)	1.97	(2.83)	1.75	0.31
Dividend Amount Per Share (Sen)	-	-	-	_	_

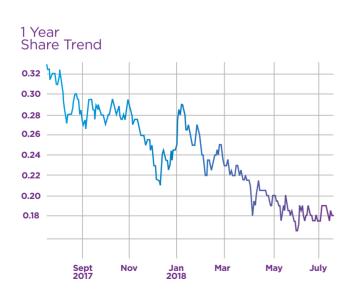
** 15 months financial results with financial year ended 31 March 2014.

[#] Pursuant to subsection 618(3) of the Companies Act 2016 ("New Act"), the Company may transfer the share premium account of RM50.38 million to the share capital account and exercise its right to use the amount within 24 months after the commencement of the New Act on 31 January 2017.

Profit And Loss Performance (RM'Million)

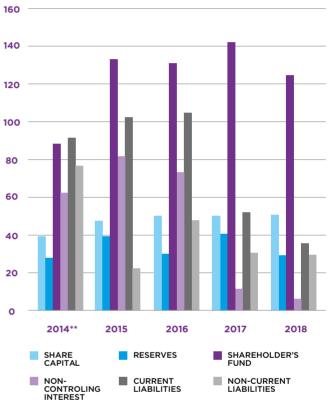
RM'million





Financial Position (RM'Million)

RM'million



Net Assets Per Share



Annual Report 2018 • Censof Holdings Berhad • Performance Review ·

Share Movement and Shareholdings

ANALYSIS OF SHAREHOLDINGS AS AT 17 JULY 2018

Issued Share Capital	:	501,758,126 shares
Class of Share	:	Ordinary Shares
Voting Rights	:	One Vote Per Ordinary Share
No. of Shareholders	:	6,406

DISTRIBUTION OF SHAREHOLDINGS AS AT 17 JULY 2018

Category	No. of Shareholders	% of Shareholders	No. of Shares	% of Share
Less than 100	26	0.41	566	0.01
100 - 1,000	215	3.36	131,230	0.03
1,001 - 10,000	2,621	40.91	18,416,595	3.67
10,001 - 100,000	3,095	48.31	114,774,873	22.87
100,001 to less than 5% of issued shares	447	6.98	192,496,908	38.36
5% and above of issued shares	2	0.03	175,937,954	35.06
Total	6,406	100.00	501,758,126	100.00

LIST OF SUBSTANTIAL SHAREHOLDERS AS AT 17 JULY 2018

			Direct		Indirect	
No.	Name	No. of Shares	%	No. of Shares	%	
1	SAAS Global Sdn Bhd	175,937,954	35.06	-	-	
2	Datuk Samsul Bin Husin	-	-	175,937,954	35.06 ^(a)	
3	Ameer Bin Shaik Mydin	-	-	175,937,954	35.06 ^(a)	
4.	Erwin Selvarajah A/L Peter Selvarajah	26,635,400	5.31	-	-	

DIRECTORS' INTERESTS IN SHARES AS 17 JULY 2018

		Direct		Indirect	
No.	Name of Directors	No. of Shares	%	No. of Shares	%
1	Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain	10,349,032	2.06	-	-
2	Datuk Samsul Bin Husin	-	-	175,937,954	35.06 ^(a)
3	Ameer Bin Shaik Mydin	-	-	175,937,954	35.06 ^(a)
4	Tamil Selvan A/L M. Durairaj	-	-	-	-
5	Ang Hsin Hsien	-	-	-	-
6	Tuan Haji Ab. Gani Bin Haron	-	-	-	-
7	Boey Tak Kong	1,800,000	0.36	-	-
8	Tan Sri Datuk Wira Dr. Hj. Mohd Shukor Bin Hj. Mahfar	-	-	-	-
8	ian Sri Datuk Wira Dr. Hj. Mond Snukor Bin Hj. Mantar	-	-	-	-

Note:

(a) Deemed Interest Pursuant to Section 8 of the Companies Act 2016 through their substantial interest in SAAS Global Sdn Bhd.

30 LARGEST SHAREHOLDERS AS AT 17 JULY 2018

No.	Shareholders	No. of Shares	%
1	SAAS GLOBAL SDN BHD	130,937, 954	26.10
2	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR SAAS GLOBAL SDN BHD (51401202116A)	45,000,000	8.97
3	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR ERWIN SELVARAJAH A/L PETER SELVARAJAH	25,000,000	4.98
4	MAYBANK SECURITIES NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR MOHD IBRAHIM BIN MOHD ZAIN (MARGIN)	8,749,032	1.74
5	EXPEDIENT EQUITY VENTURES SDN BHD	8,168,288	1.63
6	WONG AH YONG	5,400,000	1.08
7	HLIB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR WONG FAI TAT (CCTS)	4,200,000	0.84
8	TAN CHAI TAT	3,200,000	0.64
9	RHB CAPITAL NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR FONG LOONG TUCK (CEB)	3,000,000	0.60
10	AMBANK (M) BERHAD PLEDGED SECURITIES ACCOUNT FOR WONG AH YONG (SMART)	2,600,000	0.52
11	HLB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR WONG FAI TAT	2,000,000	0.40
12	BOEY TAK KONG	1,800,000	0.36
13	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR NG KOK SIANG (E-TSA)	1,791,400	0.36
14	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TEE KIM HEW (E-KLG/BTG)	1,636,400	0.33
15	CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB BANK FOR ERWIN SELVARAJAH A/L PETER SELVARAJAH (M53001)	1,635,400	0.33
16	MOHD IBRAHIM BIN MOHD ZAIN	1,600,000	0.32
17	LOH KOK WAI	1,535,400	0.31
18	RUBANESWARAN A/L THEVASENABATHY	1,380,700	0.28
19	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TANG SZE CHEN (7000533)	1,264,000	0.25
20	CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB BANK FOR TEOH EWE JIN (MY0829)	1,190,000	0.24
21	CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB BANK FOR MINHAT BIN MION (MY1530)	1,100,000	0.22
22	NG LOO SOON	1,100,000	0.22
23	TA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR OH KIM SUN	1,100,000	0.22
24	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LIM BENG LEE (E-KPG)	1,079,100	0.22
25	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR NG ONN TEE @ NG CHONG TANN	1,026,800	0.20
26	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR SIM LEONG THUN (E-SS2)	1,020,000	0.20
27	KUANG KIM SOON	1,000,000	0.20
28	MAYBANK SECURITIES NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR ZULKIFLI BIN ISMAIL (MARGIN)	1,000,000	0.20
29	ONG SAUT MEE	1,000,000	0.20
30	RHB CAPITAL NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR CHAN KAM FUT	1,000,000	0.20
	TOTAL	262,514,474	52.36

Share Movement and Shareholdings (Cont'd)

ANALYSIS OF WARRANT-B HOLDINGS AS AT 17 JULY 2018

Issued Warrants	:	111,412,717
Exercise Period	:	8 October 2014 to 7 October 2019
Exercise Price	:	RM0.46 each
No. of Warrant Holders	:	2,852
Warrants Exercised	:	7,500

ANALYSIS BY SIZE AS AT 17 JULY 2018

Category	No. of Warrant Holders	% of Warrant Holders	No. of Warrants	% of Warrants
Less than 100	420	14.73	18,832	0.02
100 - 1,000	354	12.41	212,086	0.19
1,001 - 10,000	1,179	41.34	4,633,923	4.16
10,001 - 100,000	708	24.82	28,422,751	25.51
100,001 to less than 5% of issued shares	190	6.66	68,656,425	61.63
5% and above of issued shares	1	0.04	9,461,200	8.49
Total	2,852	100.00	111,405,217	100.00

LIST OF SUBSTANTIAL WARRANT-B HOLDERS AS AT 17 JULY 2018

		Dire	Indirect		
No	Name	No. of Warrants	%	No. of Warrants	%
1	Erwin Selvarajah A/L Peter Selvarajah	9,461,200	8.49	-	-

DIRECTORS' INTERESTS IN WARRANTS-B AS AT 17 JULY 2018

			Direct	Indirect	
No	Name of Directors	No. of Warrants	%	No. of Warrants	%
1	Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain	-	-	-	-
2	Datuk Samsul Bin Husin	-	-	625,001	0.56 ^(a)
3	Ameer Bin Shaik Mydin	-	-	625,001	0.56 ^(a)
4	Tamil Selvan A/L M. Durairaj	-	-	-	-
5	Ang Hsin Hsien	-	-	-	-
6	Tuan Haji Ab. Gani Bin Haron	-	-	-	-
7	Boey Tak Kong	-	-	-	-
8	Tan Sri Datuk Wira Dr. Hj. Mohd Shukor Bin Hj. Mahfar	-	-	-	-

Note:-

(a) Deemed Interest pursuant to Section 8 of the Companies Act 2016 through their substantial interest in SAAS Global Sdn Bhd.

30 LARGEST WARRANT-B HOLDERS AS AT 17 JULY 2018

No.	Warrants Holders	No. of Warrants	%
1	CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB BANK FOR ERWIN SELVARAJAH A/L PETER SELVARAJAH (M53001)	9,461,200	8.49
2	TAN LAI TEOW	5,472,700	4.91
3	NG KHAI JUE	2,881,000	2.59
4	CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB BANK FOR WONG AH YONG (MY1278)	2,000,000	1.80
5	NG THENG CHENG	1,705,700	1.53
6	TAN SING CHUN	1,534,100	1.38
7	GAN SEE HEAN	1,525,500	1.37
8	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR JULIAN CHEAH WAI MENG	1,200,000	1.08
9	INDERJIT SINGH A/L BAGHER SINGH	1,180,000	1.06
10	YONG AH PO	1,121,500	1.01
11	JOGINDER SINGH A/L GURBAK SINGH	1,000,000	0.90
12	СНІА ЅОО НОСК	950,000	0.85
13	CITIGROUP NOMINEES (ASING) SDN BHD EXEMPT AN FOR OCBC SECURITIES PRIVATE LIMITED (CLIENT A/C-NR)	950,000	0.85
14	RHB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR YEOH CHIN HOI	900,000	0.81
15	A KARTHIGESU A/L K A ALAGIRISAMY	843,200	0.76
16	YIN YIT FUN	765,000	0.69
17	NG TEIK HO	735,000	0.66
18	OH KIM SUN	730,000	0.66
19	OOI TEE KIONG	706,700	0.63
20	PANG FOOK FOR	705,500	0.63
21	PON WEE KHUENG	655,000	0.59
22	HIEW CHON HIYONG	650,000	0.58
23	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR SAAS GLOBAL SDN BHD (51401202116A)	625,000	0.56
24	CHENG KOK SIONG	614,200	0.55
25	YEOH CHIN HOI	614,100	0.55
26	LIM SIEW SIEW	612,200	0.55
27	HLIB NOMINEES (TEMPATAN) SDN BHD HONG LEONG BANK BHD FOR LING BOON HUA	607,000	0.54
28	DING NYOK CHOO	600,000	0.54
29	CITIGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR RAMLEE BIN MOHD SHARIFF (473646)	518,750	0.47
30	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR NG ONN TEE @ NG CHONG TANN	500,000	0.45
	TOTAL	42,363,350	38.04

Sustainability Statement

Sustainability Governance Structure & Scope of Reporting Framework

Sustainability Governance Structure Oversee sustainability performance **Board of** Approve sustainability initiatives and budget Directors The Company • Monitor and act on related risks and reports on in executing the Management evolving development and progress Team Responsible for sustainable business policies and sustainability practices framework adopts the followings recording, • Set sustainability strategy, goals and KPI goals Monitor, align and facilitate adherence to reporting and sustainability policies Sustainability monitoring Assist and support Operating Divisions to meet Team qoals structure as Conduct sustainability awareness and tabulated: engagement activities Prepare monthly sustainability reporting Day-to-day management of sustainability risks and challenges Operations Own and ensure compliance with related Team sustainability policies and practices Record all sustainability source data and related information

Scope of Reporting Framework

We affirm our commitment to creating sustainable impact in the Economy, Environment and Society (EES) and this report provides an overview of our sustainability strategies and practices.

This report reflects plans that will set the cornerstone for the period 1 April 2017 until 31 March 2018, historical information from previous years were incorporated for comparative measurements and showed patterns signalling the need for improvement.

We prepared this report according to Main Market Listing Requirements of Bursa Malaysia Securities Berhad's Sustainability Reporting Guideline, covering Censof Berhad and its subsidiaries. Unless otherwise stated, the information presented in this report covers only business activities located within Malaysia. A materiality assessment was conducted to determine material topics impacting our Group and its stakeholders. From this year onwards, we will make an effort to improve sustainability commitments in our Company and report these improvements.

Accordingly, our approach to sustainability reporting incorporates the following workflow structure:-

Sustainability Statement

Sustainability Aspirations

Sustainability Aspirations

Using EES principles and guidelines as the sustainability focus, the Group is committed to demonstrate sound corporate culture and ethic practices to secure long-term success, driven by sustainable growth in our transformation journey.



Activity Focus

- Maintaining a viable and supportive supply chain
- Adhering to best practices in corporate governance practices
- Adopting effective project implementation and delivery standards
 Enhancing technical
- skills and talent management capabilities
- Complying with stringent cost management practices to protect performance margins



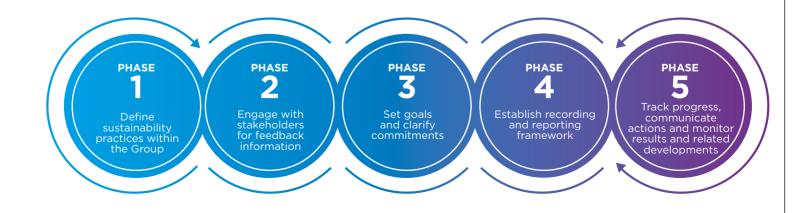
Activity Focus

- Expanding energy savings opportunities
- Improving recycle and reuse initiatives
- Safeguarding water consumption usage



Activity Focus

- Increasing training opportunities
- Strengthening community engagement efforts
- Empowering customer
- experience • Growing shareholder
- engagement initiatives



Sustainability Statement

Transformation Phases

Transformation **Phases**

After its initial IPO exercise, the Company undertakes the transformation journey to create value for its stakeholders over the years with significant events listed as follows:-

November 2015

Acquired 51% equity interest ABSS Pte Ltd (MYOB) for a consideration of RM 30.01 million

Dec 2014

Knowledgecom received a Letter of Award ("LOA") on 2 December 2014 from Talent Corporation Malaysia Berhad ("TalentCorp") for a contract named " Upskilling ICT Sector" for a contract sum of RM2.80 Million

September 2013

Acquired 45.03% equity interest in Dagang NeXchange Bhd for a consideration of RM69.82 million

November 2012

Acquired Knowledgecom Sdn Bhd for a consideration of RM4.00 million for 80% equity interest

April 2012

PERKESO Awarded total contract value for two clusters amounted to RM33.50 million.

Lembaga Hasil Dalam Negeri Malaysia Awarded two contracts totalling RM5.60 million for the maintenance of SAGA and upgrade hardware for SAGA System

January 2011

Listed on the Main Board of Bursa Malaysia, raising RM 31.50 million

July 2011

Acquired PT. Praisindo. Jakarta for a consideration of RM4.01 million for 60% equity interest

March 2015

Lembaga Hasil Dalam Negeri Malaysia Awarded "Maintenance Service for Standard Accounting System For Government Agencies" for a contract sum of RM3.50 million

Awarded by Brilliance

Transformation

Phases

April 2015

Information Sdn Bhd a contract named "Financial Accounting System for Jabatan Kastam Diraja Malavsia" for a total sum of RM2.31 million

Jan 2016

Awarded by Dewan Bandaraya Kota Kinabalu a contract worth RM4.11 million to undertake an accounting system development

Aug 2016

Awarded by the Malaysian Administrative -Modernisation and Management Planning Unit (MAMPU), a contract for RM15.42 million to implement the national registry project

March 2017

ABSS has also acquired and launched Financio, a solution that provides simple and easy accounting support for micro SMEs in this region.

May 2017

Secured a new contract from Lembaga Hasil Dalam Negeri Malaysia worth RM7.50 million to provide IT maintenance services.

August 2017

Awarded a contract worth RM5.98 million from Lembaga Hasil Dalam Negeri Malaysia for works on hardware and software acquisition, maintenance and support for Hasil International Data Exchange Facility (HiDEF), Automatic Exchange of Information (AEOI) for Common Reporting Standard (CRS), Country-By-Country Report (CBCR) & Exchange Of Tax Rulings (ETR).

February 2018

Secured a RM6.43 million contract from Lembaga Hasil Dalam Negeri Malaysia for works on upgrading and enhancing of their accounting solution, SAGA (Standard Accounting System for Government Agencies).

Stakeholder Engagement

Stakeholder Engagement Channels & Priorities

The stakeholder engagement process involved the following periodic engagement review:-

Who to Engage	Engagement Aspects	Engagement Process		
Customers New Solution Offerings Software Security Hardware Quality Downtime Incident 		 Discuss on innovation edge Conduct awareness training Review equipment maintenance Devise measures to reduce downtime 		
Employees	 Remuneration Promotion Talent Development Work Environment 	 Market survey on competitors Annual staff performance assessment Enrol for skills training courses Build team performance 		
Government & Regulatory Bodies	 Licensing Compliance Industry Standards Listing Requirements 	 Adhere to all license requirements Compliance with MSC status Adhere to Bursa Malaysia Securities Berhad's Listing Requirements 		
Suppliers• Performance Standards• Effective Pricing• High Quality Applications		 Adhere to contract implementation terms Competitive and transparent pricing Product benchmarking process 		
Shareholders & Investors	Corporate Information Updates	 Timely and quality updates on Company's website Annual General Meeting 		

Materiality Assessment

In making this sustainability report, a materiality assessment exercise involving internal stakeholders was held to establish a sustainability action plan. The exercise is to determine and to note down possible EES issues affecting them and the Group, capturing a broad scope of relevant issues as follows:-



Sustainability Action Plan

Sustainability Action Plan



The Group in positioning its turnaround of its business prospects had further streamlined its operating activities to remain relevant in the sectors that we are competing under very intense market pressure. Accordingly, the Group in its annual strategic business review undertake drastic measures to restructure the going forward strategies with new revenue opportunities towards a more productive and profitable outcome for FY 2018/2019.

Materiality Aspects	Importance	Focus in FY 2017/2018
Team culture and shared values	Promote ownership and team culture to achieve high performance outcome.	Realign corporate vision and awareness training to strengthen shared values and staff commitment.
Supply chain dynamics	Identify key strategic business partners for sustainable high performance results.	Manage and monitor vendors' performance standards with annual business performance evaluation.
Client centric services	Focus on high standards to achieve excellent customer service level.	Online client feedback.
Value for shareholders	Policy to declare an annual dividend rate of 30% of profit after tax.	Strengthening capital management strategies to settle debt position in order to leverage future dividend payment option.



Environmental

The Group focus on its awareness to use environmental friendly materials and to increase on its recycling efforts by adopting the following initiatives:-

Materiality Aspects	Importance	Focus in FY 2017/2018
Aligning customers' sustainability needs to our procurement process	Address environmental footprint with the use of material that meet environmental and social sustainability endorsement.	Staff awareness on environmental and social sustainability choice.
Energy and water consumption management	Encourage staff to save on energy and water consumption as a cost saving initiative.	Proactive actions by staff to contribute towards the lower usage of energy and water consumption.



The effective development of our employees is an essential key success factor for the Group's long-term sustainability plan. We desire our employees to be healthy and happy at work, in order to efficiently support our customers' needs.

The Group as a good corporate citizen also annually contribute towards the community with employees participating in these initiatives.

Materiality Aspects Talent Development

Importance

Proper succession planning pipeline in place.

Focus in FY 2017/2018

Recruitment of selected key leaders to provide the Group with new talent pool.

Materiality Aspects Employee Engagement

Importance

Maintain an open and transparent communication channel with all staff.

Focus in FY 2017/2018

Staff stay committed and motivated with direct communication opportunity and accessible feedback.

Materiality Aspects

Equal Employment Opportunity

Importance Maintain workforce diversity.

Focus in FY 2017/2018

Workplace diversity as tabulated in the workforce information below.

Materiality Aspects

Community Services

Importance

Encourage staff participation in welfare activities.

Focus in FY 2017/2018

Expose staff to contribute towards society needs.

Workplace Diversity for Malaysian Operation

Workplace Diversity for Malaysian Operations

Workforce Statistics	FY 2015/16	FY 2016/17	FY 2017/18
Total Number of Employees			
Male	162	166	207
Female	111	123	156
Employees by Age Group			
<30	101	116	121
30 - 40	120	108	106
41 - 50	37	48	113
>50	15	17	23
Employees by Ethnicity			
Bumiputera	201	210	280
Non-Bumiputera	53	64	70
Foreigners	19	15	13
% of Female Employees			
Total Employees	111	123	156
Board of Directors	0.41%	0.37%	0.33%
Senior Management	12.38%	9.45%	9%
Middle Management	14.91%	13.90%	13%
Executive/Supervisory	68.79%	70.98%	75.51%
Non-Executive	3.59%	5.3%	2.16%
New Hires			
Total Number of New Hires	122	94	71
Male	81	60	34
Female	41	34	37
Staff Turnover Rate (%)	23.34%	21.43%	19.16%

Staff Training & Development

Financial Year	Total Hours of Training for Executive	Total Hours of Training for Non-Executive		
2017/18	919	16		
2016/17	1153	16		
2015/16	1214	32		

37

Highlights Of The Year



Century Software



 Century Software Bowling

 Tournament

 Date
 : 7th April 2017

 Venue
 : Summit Mall, Subang Jaya

Overview :

The event took place at the Bowling centre in Summit Mall, Subang Jaya. Participants of the tournament were divided amongst ten teams, with an average of five players per team. Each team represented the department they worked for and competed against each other, to determine the ultimate winning team.



 Bumiputera Economic Transformation

 Roadmap 2.0 (BETR)

 Date
 : 19th April 2017

 Venue
 : Kuala Lumpur Convention Centre (KLCC)

Overview :

Bumiputera Economic Transformation Roadmap (BETR) 2.0 event held on 19th of April at KLCC. The motto of this event was to serve as a new look for the empowerment of Bumiputera Agenda.

"BETR" was an important step to strengthen Bumiputera participation in the economy through the creation of wealth and balanced participation in employment in high value-added fields, as well as developing entrepreneurship. Century Software exhibited at the event and showcased their products and solutions.



Century Software





Visit to Orphanage Home

Date : 20th June 2017 Venue : Rumah Amal Anak Yatim PKAYDEM, Banting

Overview :

Donations in kind were provided as sponsorship for the Rumah Amal Anak Yatim PKAYDEM. A simple gesture of care enlivened 50 needy children in the home during the Hari Raya celebrations.

PT. Praisindo

Visit to Orphanage House

Date : 24th June 2017 Venue : Orphanage in Menteng

Overview :

To welcome fasting month this year, our enthusiastic volunteers visited an orphanage in Menteng. Employees contributed funds towards buying groceries and food items for the home. Volunteers also spent time playing with the children from the orphanage.



Century Software



Hari Raya Open House Date : 14th July 2017

Venue : Century Software Office, Sunway PJ 51A

Overview :

Century Software organised a Hari Raya open house at their operation office. Employees gathered and celebrated this joyous occasion with scrumptious authentic Malay food.

This celebration helped to strengthen the relationships among the employees at the workplace and forged closer ties.

Knowledgecom Launching of CoETs on Industry 4.0 and Mou signing Ceremony

Date: 27th July 2017Venue: Pullman Hotel Bangsar

Overview :

A mark of mileage where In line with the government's efforts to spearhead the development of IR4.0 and to create 'smart factories' which include the digitalisation of the production process, the Penang Skills Development Centre (PSDC) and Knowledgecom Corporation Sdn Bhd signed a Memorandum of Understanding to promote the National Empowerment in Certification and Training for Next Generation Workforce Programme (NECT-Gen) through the launch of the Centres of Excellence in Technology (CoETs).

ABSS



DNeX PartnershipDate: 30th July 2017Venue: DNeX Head Office

Overview:

This signing of the reseller agreement, was between ABSS and e-commerce services provider Dagang NeXchange Bhd (DNeX), via its unit Dagang Net Technologies Sdn Bhd, who was appointed as the reseller of Financio, a cloud-based accounting software targeted at start-ups and small and medium enterprises. Under the appointment, Dagang Net will be the reseller of Financio for Malaysia and Indonesia.

The user-friendly accounting software was designed for those with little accounting knowledge. The software automatically generates financial reports and tax records according to the latest local accounting standards.

Performance Review

Highlights Of The Year (Cont'd)



Century Software Global User Conference 2017

Date: 3rd to 7th September 2017Venue:Seoul, South Korea

Overview :

Century Software organised the Global User Conference 2017 at Seoul, South Korea from 3rd to 7th of September and themed "Reinventing the Public Sector Financial Management Landscape".

The aim of this Global User Conference is to learn, discuss and deliberate on pertinent issues. Some of the major topic that has been talked about panel discussion on disruptive Tech Trends of 2017, Transforming Financial Management with Cloud Computing for a Mobile Workforce, and few more.





ABSS SME & Entrepreneurship Business Award

Date : 17th October 2017 Venue : Majestic Hotel Kuala Lumpur

Overview :

ABSS is focused on delivering the best services as much as it is committed to providing excellent products. Through its stringent internal processes and dedicated team, ABSS has achieved some of the highest recognition in the area of contact centre management and services in Malaysia. ABSS was the Winner of The Strategic Business Blueprint Category of SME & Entrepreneurship Business Award.

Microsoft Partnership

Date :17th October 2017 Venue : Microsoft Malaysia Head Office

Overview:

ABSS signed a strategic agreement with Microsoft to empower micro SMEs in Malaysia and accelerate their digital transformation journey. Designed for start-ups, small business owners and non-accountants, this unique platform will be the first freemium accounting application in Malaysia that has adopted Microsoft cloud services to provide end-to-end, scalable solutions for micro SMEs in the digital economy.

Financio gives companies access to a secure solution that tracks business finances effortlessly by leveraging Microsoft's cloud solutions. Microenterprises will be able to migrate their accounting portfolio to a more secure, stable and agile cloud platform with an uptime of 99.5%. As part of this partnership, Microsoft will offer Office 365 as a complimentary service for Financio's current customers to enhance competitiveness and modernise their business operations.



Centu	ry Software
Deepava	ali Open House 2017
Date	: 27 th October 2017
Venue	: Century Software Office
	Sunway PJ 51A

Overview :

Also known as the Festival of Lights, Deepavali is a significant time in the Hindu calendar that honours the victory of good over evil and the triumph of light over darkness. This year, the employees lighted the whole office with their festive spirits in a one-day celebration at Century Software. The highlight of the celebration was the rangoli and saree tying competition.

Dressed up in their finest sarees, lehengas and kurtas, everyone they were treated with a vibrant spread of traditional sweets and desserts that piqued their palates.

The employees in Century Software showcased the diversity and talent in Rangoli competition, henna art, floor decoration, sarre tying competition between guys and best dress competition which is something ought to be done to make it special

This celebration provided a stronger connection between the workplace and enhances their experience as valued employees while depicting the richness of Indian culture with business culture.

Knowledgecom Microsoft Learning Partner

of the Year 2017 Date : October 2017

Overview:

This award was presented to Knowledgecom as Learning Partner for Microsoft for outstanding delivery of courseware and exams delivered in the calendar year.



ABSS



Maybank PartnershipDate: 1st November 2017Venue: Maybank Tower, Singapore

Overview:

Maybank Singapore partnered with Asian Business Software Solutions (ABSS) to empower start-ups and micro SMEs in Singapore with Financio, to boost productivity, drive collaboration and help businesses stay on top of their finances.

With this partnership, Maybank's SME customers will gain access to ABSS' cloud-based and automated accounting software, Financio, which does not require any accounting knowledge to operate. This will be especially helpful to small business owners who need cost-effective and automated accounting solutions.

Users can track sales, purchases and miscellaneous transactions through a simplified dashboard, and automatically generate financial reports and tax records or forward transactions to recipients via email and inventory tracking. Payments can be facilitated conveniently via Maybank's Business Internet Banking, allowing companies to better comply with accounting standards and improve their long-term credit worthiness, as well as enjoy ease of record keeping for tax filing purposes. Through 'Financio Connect', businesses are also able to network, collaborate, share documents on the platform to further boost their market reach.

PT. Praisindo



Sharing Session With MediaDate: 22nd November 2017Venue: Kembang Goela
Restaurant Jakarta

Overview :

The event with the theme "Digital Disruption towards Business Investment & Wealth Management" was held at the Kembang Goela restaurant. This event was attended by 50 clients from the banking and investment industry.

Knowledgecom Logical Operations -Top Training Partner Award 2017 Date : November 2017

Overview:

Logical Operations develop and publish professional training courseware and labs which Knowledgecom was able to achieve break-though sales volume in both training and certification exams.



Knowledgecom Corporate Social Responsibility with Masala Wheels Date : 9th December 2017

Venue : Petaling Jaya

Overview:

Knowledgecom collaborated with Masala Wheels who are in the business of selling home-cooked Indian food from as low as RM5 to city dwellers. Masala Wheels, Malaysia's first social enterprise endeavour that distributes free meals to the city's homeless and empowers the underprivileged to become entrepreneurs in their own right.

Knowlegecom supported this social enterprisce venture and helped the poor, as well as single mothers and refugees by giving them an opportunity to become entrepreneurs under the Masala Wheels banner.



Clients & Partners Appreciation DayDate: 20th December 2017Venue: Indulge TGV, One Utama

Overview :

Knowledgecom hosted their annual clients and partner appreciation day at the Indulge TGV Cinema, One Utama. Each year, Knowledgecom hosts this event by private invitation for everyone within its value chain. This year, guests were treated with delightful dinner and the screening of the latest Star Wars movie.

Performance Review

Highlights Of The Year (Cont'd)



 Graduation Ceremony of

 Knowledgecom 360° Upskilling Fund

 Date
 : 23rd December 2017

 Venue
 : TGV Cinemas, Jaya

 Shopping Centre

Overview : This was a celebratory event to appreciate the Knowledgecom 360 Upskilling programme's first batch of participants.

Century Software



Century Software Website Launch Date : 26th December 2017

Overview :

Century Software launched their new website with new domain which offers a fresh new look that gives more details about the product, solution and information about the company at a glance. (www.centurysoftware.com.my)



Christmas Celebration

Date : 28th December 2017

Venue : Century Software Office, Sunway PJ 51A

Overview:

Century Software celebrated Christmas which provided a wonderful opportunity to spend time and holiday spirit with the employees.

Cheerful activities such as musical chair and secret Santa brightened up the spirit of Christmas at Century Software.



Century Software



MyGDX Soft Launch

Date: 15th January 2018Venue: Putrajaya Marriott Hotel

Overview :

The Malaysian Administrative Modernisation and Management Planning Unit (MAMPU) introduced the Malaysia Government Central Data Exchange (MyGDX), an information-sharing platform which provides data brokerage service for information often referred by agencies in serving their customers.

Century Software helped MAMPU to developed this platform. This initiative is also a catalyst for a more comprehensive and inclusive government service delivery system, making it very effective because the data supplied is from authentic sources as the agencies are sharing their data and complementing each other's information.

MyGDX would be expanded to all potential government services so that data from various agencies were shared and used based on legal and authentic sources of origin.



Century Software



Chinese New Year 2018

Date: 2nd March 2018Venue: Century Software Office, Sunway PJ 51A

Overview :

Century Software celebrated Chinese New Year as one big family as they hosted a Lunar New Year celebration to welcome the dawn of new beginnings.

The event was kick started with an auspicious lion dance held at the operation office premise followed by Yee Sang and lunch. The celebration gives an opportunity to all the employees from the different background to embrace cultural diversity in the workplace by bringing everyone together.

Knowledgecom

NECT-Gen Report Launch

Date : 2nd March 2018 Venue : Pullman Kuching, Sarawak

Overview :

The NECT-Gen programme was launched in 2017 to collaborate with universities and polytechnics to embed Industry Revolution 4.0 driven courses into the present system and to fund some of the courses as well.

Knowledgecom Sdn Bhd and Penang Skills Development Centre (PSDC) launched a report to show the scale and effectiveness of the programme. The report revealed facts, merits and challenges by Industry 4.0 and how it is being applied around the world.

SAP Education Partner of The Year 2017 Date: March 2018

Overview:

Knowledgecom is the official authorized SAP e-learning provider which is an online learning platform known as E-Academy. SAP E-Academy is an e-learning solution based course bundle to enable students to achieve expertise in specific SAP solution areas or prepare for a certification exam. For year 2017, Knowledgecom has delivered above and beyond to be recognised as Partner of the Year.

43

Board of Directors





Directors' Profiles



TAN SRI DATO' MOHD IBRAHIM BIN MOHD ZAIN

Independent Non-Executive Chairman

GENDER: Male

NATIONALITY: Malaysian

AGE: 75

DATE OF APPOINTMENT: 28 December 2010

LENGTH OF SERVICE: 7 years 6 months (As at 30 June 2018)

DATE OF LAST RE-ELECTION: 20 September 2016

Membership of Board Committees:

- Audit Committee
- Nominating & Remuneration
 Committee

Academic / Professional Qualifications:

- Graduate, British Institute of Management, United Kingdom.
- Graduate, Institute of Marketing, United Kingdom.
- Master's in Business Administration, University of Ohio, United States of America.

Working Experience:

Upon his graduation in 1965, he was attached to University Technology MARA (UiTM) (formerly known as Institute of Technology MARA) as a lecturer then Head of School of Business and later as Dean of Academic Affairs. Subsequently he was appointed as a Council Member/ Director, a position he had held until October 2006.

He 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, Pan Malaysian Holdings Berhad, Pan Malaysian Industries Berhad, Pan Malaysia Capital Berhad, Chemical Company of Malaysia Berhad and Kawan Food Berhad. He was also Deputy Chairman of Metrojaya Berhad, a Director of K & N Kenanga Berhad and AMMB Holdings Berhad.

He has over 40 years of broad-based senior management, decision making and significant executive leadership positions in various industries in public listed companies as well as private companies.

Present Other Directorship(s) In Listed Entity:

- Chairman, Rex Industry Berhad
- Director, Brahim's Holdings Berhad

Present Directorship in Public Company:

• Chairman, Yayasan Arshad Ayub

He does not have any family relationship with any director and/or major shareholder of the Company, nor any conflict of interest with the Company. He has no convictions for any offences within the past five years except for traffic offences, if any. He had attended four (4) out of the six (6) Board Meetings held during the financial year ended 31 March 2018.



AMEER BIN SHAIK MYDIN Group Managing Director

GENDER: Male

NATIONALITY: Malaysian

AGE: 55

DATE OF APPOINTMENT: 28 December 2010

LENGTH OF SERVICE: 7 years 6 months (As at 30 June 2018)

DATE OF LAST RE-ELECTION: 25 August 2015

Membership of Board Committees:

Risk Management Committee

Academic /

Professional Qualifications:

• Bachelor of Science (Physics), Universiti Malaya, Malaysia

Working Experience:

Mr. Ameer bin Shaik Mydin has accumulated invaluable experience in the IT and financial services industry. He started his career as an Account Manager at PanGlobal Sistemaju Sdn Bhd, providing WANG computers solutions to the banking industry. There, he managed an esteemed clientele comprising local and international banks.

3 years later, Ameer then moved to Digital Equipment Malaysia Sdn Bhd to assume the role of a Channels Account Manager in charge of the re-seller market for VAX system processors. This is where Ameer built his network with other channel partners in the IT industry in Malaysia focusing on the Government sector.

Ameer went on to expand his knowledge in the IT solution business as a Sales Manager at Berjaya Ross Systems Sdn Bhd, an accounting system and computer hardware provider. There after, he joined Unisys Malaysia Sdn Bhd, as the Senior Strategic Account Manager in the Network Sales Division.

In 1999 with the coming of Y2K, Ameer joined Century Software (M) Sdn Bhd (CSM) as a Business Development Manager. In the ensuing years, he assumed many roles under the Group including CEO of IT System Implementors Sdn Bhd and Director of Business Development at CSM where he identified, cultivated and negotiated new opportunities for the company. In 2008, Ameer was appointed an Executive Director for Censof Holdings Berhad and subsequently as CEO of T-Melmax in 2012 to oversee the progress of the company. In 2014, he was appointed as the Group Managing Director of Censof Holdings Bhd overseeing all its subsidiaries. Ameer takes a hands-on approach with all things concerning business development, group strategy, human resource and corporate affairs.

Outside of Censof, Ameer is a staunch environmentalist and is also a Director in Gunung Ganang Corp Sdn Bhd, an environmental and project management turnkey service provider focusing on environmentally friendly and sustainable practices. He is also an avid mountain climber and has even made it to the Mt. Everest base camp.

Present Other Directorship(s) In Listed Entity:

Dagang NeXchange Berhad Group

He does not have any family relationship with any director and/or major shareholder of the Company, nor any conflict of interest with the Company. He has no convictions for any offences within the past five years except for traffic offences, if any. He had attended five (5) out of the six (6) Board Meetings held during the financial year ended 31 March 2018.

Directors' Profiles (Cont'd)



TAMIL SELVAN A/L M. DURAIRAJ Deputy Group Managing Director

GENDER: Male

AGE: 57

NATIONALITY: Malaysian

DATE OF APPOINTMENT: 28 December 2010

LENGTH OF SERVICE: 7 years 6 months (As at 30 June 2018)

DATE OF LAST RE-ELECTION: 12 September 2017

Membership of Board Committees: None

Academic / Professional Qualification(s):

- Chartered Accountant of the Malaysian Institute of Accountants, Malaysia
- Member, Chartered Institute of Management Accountants, United Kingdom
- Chartered Global Management Accountant, AICPA

Working Experience:

Mr. Selvan Durairaj has gained over 3 decades of public and private sector experience in business consulting and financial applications.

During the early years of his career, Selvan was a treasury accountant at the Accountant General Office and an accountant for the Perak state secretariat. He then joined the private sector as a consulting manager at New Straits Times Technology Sdn Bhd and then in KPMG Peat Marwick Consulting Sdn Bhd, which gave him exposure into accounting systems and software implementation.

Having taken on roles in both IT and accounting sectors, Selvan gained a unique perspective and aimed to modernise accounting solutions for both the public and private sector.

In 1995, Selvan along with his partners founded Century Software Sdn Bhd, specialising in accounting systems and software. The solutions were made available to both the Malaysian Government and the private sector, winning awards such as Member Excellence Award (2012) & Technoprenuer Excellence Award (2011) from PIKOM ICT Leadership Awards, Best Software Product (2010) from NEF-AWANI ICT Awards, SME Star Award in both 2009 and 2010 from the National Award Of Management Accounting and many more. In 2014, Selvan was appointed as the Group Deputy Managing Director at Censof Holdings Berhad where he still holds the position. His area of expertise includes financial management and cost accounting and he oversees both the finance and operations department of the company.

Present Other Directorship(s) In Listed Entity: None

He does not have any family relationship with any director and/or major shareholder of the Company, nor any conflict of interest with the Company. He has no convictions for any offences within the past five years except for traffic offences, if any. He had attended all the six (6) Board Meetings held during the financial year ended 31 March 2018.



ANG HSIN HSIEN Executive Director

GENDER: Female

NATIONALITY: Malaysian

AGE: 51

DATE OF APPOINTMENT: 28 December 2010

LENGTH OF SERVICE: 7 years 6 months (As at 30 June 2018)

DATE OF LAST RE-ELECTION: 12 September 2017

Membership of Board Committees:

Academic / Professional Qualifications:

 Bachelor of Business (Finance & Marketing), Curtin University of Technology, Western Australia

Working Experience:

Ms. Ang has more than 20 years of experience in business and the IT industry. Armed with her training in marketing and finance, and her interest in IT. she has IT-enabled business transformation for clients in both the public and private sectors. Ms. Ang co-founded Century Software Sdn Bhd and started distributing accounting software from Australia to Malavsia. Ang was instrumental in pioneering the government accounting systems with the introduction of SAGA (Standard Accounting System for Government Agencies) and coordinated with Central Agencies to ensure successful implementation of SAGA at respective federal and state government agencies.

Currently, she heads the Group Business Development of Censof Holdings Berhad where she serves as the Executive Director with focus on customer support and developing new market opportunities for the Group, including overseeing the operations of Knowledgecom Corporation Sdn Bhd, in expanding its specialised professional upskilling services. She is also a technology evangelist and works with partners to get the most out of new technology such as cloud, big data analytics the Internet of Things (IoT) and sees that digitalisation Industry 4.0 as the way forward for the country. She is also currently an appointed Councillor on the PIKOM Council.

Present Other Directorship(s) In Listed Entity:

Dagang NeXchange Berhad

She does not have any family relationship with any director and/ or major shareholder of the Company, nor any conflict of interest with the Company. She has no convictions for any offences within the past five years except for traffic offences, if any. She had attended all the six (6) Board Meetings held during the financial year ended 31 March 2018.

Directors' Profiles (Cont'd)



DATUK SAMSUL BIN HUSIN Non-Independent Non-Executive Director

GENDER:

Male

NATIONALITY: Malaysian

AGE: 56

DATE OF APPOINTMENT: 28 December 2010

LENGTH OF SERVICE: 7 years 6 months (As at 30 June 2018)

DATE OF LAST RE-ELECTION: 20 September 2016

Membership of Board Committees: None

Academic / Professional Qualification(s):

- Bachelor of Accounting from Universiti Kebangsaan Malaysia
- Chartered Accountant, Malaysian Institute of Accountants
- Certified Financial Planner

Working Experience:

He has over 28 years of experience in accounting and IT specialising in financial systems, system planning and designing. His areas of specialty also include system computerisation, namely simplifying decision support systems, public sector accounting for statutory bodies, change management and project management.

He started his career in 1986 with Selangor State Secretary Housing Division and later served as a lecturer at the Malaysian Entrepreneur Development Centre, Universiti Teknologi MARA. In 1987, Datuk Samsul joined the Accountant General's office to hold various positions in spearheading projects such as the enforcement of accounting procedures to the designing of new systems for the enhancement of existing financial management reporting for the office. During his term with the Government, he was appointed as the head of the computer unit in the offices of Kota Kinabalu and Kuching.

He then joined the private sector in 2001 to hold positions in financial-cumportfolio management arena before joining Century Software (Malaysia) Sdn Bhd, which is involved in the design, development, implementation and marketing of financial management solutions. He led the development and transformation of Censof into a publiclisted company in 2011. He has served as Group Managing Director of Censof Holdings from September 26, 2011 to August 4, 2014. In 2013, he led Censof in acquiring a controlling interest of DNeX (then known as TIME Engineering Berhad) from Khazanah Nasional Berhad, the strategic investment fund of the Government of Malaysia. He is currently the Executive Deputy Chairman of Dagang NeXchange Berhad. He is also the Executive Chairman of Dagang Net Technologies Sdn. Bhd. and sits on the Board of Ping Petroleum Limited.

Present Other Directorship(s) In Listed Entity: • Dagang NeXchange Berhad

He does not have any family relationship with any director and/or major shareholder of the Company, nor any conflict of interest with the Company. He has no convictions for any offences within the past five years except for traffic offences, if anys . He had attended five (5) out of six (6) Board Meetings held during the financial year ended 31 March 2018.



BOEY TAK KONG

Independent Non-Executive Director

GENDER: Male

NATIONALITY: Malaysian

AGE: 64

DATE OF APPOINTMENT: 28 December 2010

LENGTH OF SERVICE: 7 years 6 months (As at 30 June 2018)

DATE OF LAST RE-ELECTION: 25 August 2015

Membership of Board Committees:

- Risk Management Committee (Chairman)
- Nominating & Remuneration Committee (Chairman)
- Audit Committee

Academic / Professional Qualifications:

 Chartered Accountant of the Malaysian Institute of Accountants
 Fallow of the Accountants

- Fellow of the Association of Chartered Certified Accountants (UK)
- Associate of the Institute of Chartered Secretaries & Administrators (UK)
- Member of the Institute of Marketing Malaysia
- Member of the Malaysian Institute of Management

Working Experience:

He has over 23 years of broad senior management experience in financial management, internal audit, general management, corporate affairs and regional business development with 5 major listed groups with listings in Malaysia, Singapore, United Kingdom, Australia and New Zealand.

His industry knowledge covers financial services, industrial equipment assembly and distribution, general insurance, textile manufacturing, property development, infrastructure project management and integrated timber processing and marketing business.

Presently, he is the Managing Director of Terus Mesra Sdn Bhd, a governance and leadership development training company.

Present Other Directorship(s) In Listed Entity:

- Dutch Lady Milk Industries Berhad
- Gadang Holdings Berhad
- Green Packet Berhad
- Ho Hup Construction Company Berhad

He does not have any family relationship with any director and/or major shareholder of the Company, nor any conflict of interest with the Company. He has no convictions for any offences within the past five years except for traffic offences, if any. He had attended all six (6) Board Meetings held during the financial year ended 31 March 2018.

Directors' Profiles (Cont'd)



TUAN HAJI AB. GANI BIN HARON

Senior Independent Non-Executive Director

GENDER:

Male

NATIONALITY: Malaysian

AGE: 67

DATE OF APPOINTMENT:

28 December 2010

LENGTH OF SERVICE: 7 years 6 months (As at 30 June 2018)

DATE OF LAST RE-ELECTION: 20 September 2016

Membership of Board Committees:

- Audit Committee (Chairman)
- Risk Management Committee
- Nominating & Remuneration
 Committee

Academic / Professional Qualification(s):

- Chartered Accountant of the Malaysian Institute of Accountants
- B.Econs (Hons), University of Malaya
 Diploma In Accounting, University of
- Diploma In Accounting, University of Malaya

Working Experience:

Tuan Haji Gani's professional career over 30 years was with the public service sector in senior positions involving financial, management, audit and human resource management for the Accountant General Office of Malaysia. Since 2001, he assumed the role of Director of Accounting Development and Management Division and subsequently Deputy Accountant General of Malaysia, managing the human resource management of the Federal Government and the development of the accounting system for the Federal Government.

Present Other Directorship(s) In Listed Entity: None.

He does not have any family relationship with any director and/or major shareholder of the Company, nor any conflict of interest with the Company. He has no convictions for any offences within the past five years except for traffic offences, if any. He had attended all the six (6) Board Meetings held during the financial year ended 31 March 2018.



TAN SRI DATUK WIRA DR. HJ. MOHD SHUKOR BIN HJ. MAHFAR

Independent Non-Executive Director

GENDER: Male

NATIONALITY: Malaysian

AGE: 63

DATE OF APPOINTMENT: 15 January 2018

Membership of Board Committees: None

Academic / Professional Qualifications:

- Bachelor of Economics from University Malaya
- Post Graduate Diploma in Computer Science from Malaysia University of Technology Diploma In Accounting, University of Malaya
- Master of Taxation and Doctor of Public Administration from the Golden Gate University USA
- Honorary Doctor of Management from UNITEN and Asia Metropolitan University
- Appointed the Adjunct Professor of University Teknologi Mara (UiTM), Universiti Tenaga National (UNITEN), Universiti Tun Abduk Razak (UNITAR), Universiti Utara Malaysia (UUM), Universiti Malaysia Perlis (UniMAP) and University College of Technology Sarawak (UCTS)

Working Experience:

He started his career as a Bank Officer in 1978; a year later he took a leap to work with the Inland Revenue Board of Malaysia (IRBM) as Assessment Officer. He then rose through the ranks in IRBM, being appointed Deputy CEO of Compliance, Deputy CEO of Operations, and CEO in January 2011 until his retirement in December 2016.

Throughout the years, he received many accolades and awards, he was elected President of the Malaysian Association of Statutory Bodies and Chairman of The Commonwealth Association of Tax Administrations (CATA); and was awarded the CEO of the year 2015 by The European Emerging Markets Awards and received the 2015 Lifetime Achievement Award-Outstanding Contribution in Shaping People by the Asia HRD Award. Equipped with 36 years of vast experiences both in taxation and management throughout his tenure ship with IRBM, he now leads his own Tax and Management firm known as MSM Management Advisory. With his continuous engagement in the tax related field, he was subsequently appointed as the Chairman of McMillan Woods National Tax Firm, Chairman of Uniutama Education and Consultancy. He also sits on the Board of Directors of Uniutama Management Holdings, and Prokhas, a private limited company wholly-owned by Minister of Finance, a Partner of YYC Advisors and an Advisor to Century Software (Malaysia) Sdn. Bhd.

Present Other Directorship(s) In Listed Entity:

- Paragon Globe Berhad (Formerly known as Goh Ban Huat Berhad)
- Minda Global Berhad

He does not have any family relationship with any director and/or major shareholder of the company nor any conflict of interest with the company. He has no convictions for offences within the past five years except for traffic offences, if any. Since he was appointed on 15th of January 2018, he attended one (1) Board Meeting held during the financial year ended 31 March 2018.

Management Team's Profiles



ZAINUL ARIFFIN HARUN Chief Executive Officer Century Software (M) Sdn Bhd

AGE: 47

NATIONALITY: Malaysian

DATE OF APPOINTMENT: 16 January 2014

LENGTH OF SERVICE: 4 years 6 months (as at 30 June 2018)

ACADEMIC / PROFESSIONAL QUALIFICATION(S):

- Bachelor in Business administration, International Islamic University Malaysia
- Master of Business Administration, International Islamic University Malaysia

WORKING EXPERIENCE:

He started his career as Credit Officer with Kwong Yik Bank Berhad in 1995 where he was responsible for ASB loans. He then joined Tractors Malaysia Berhad in 1996 as the Sales & Administrative Executive.

In 2000, he was appointed as the Chief Business Development Officer of Digicert Sdn Bhd, a joint venture company of POS Malaysia and MIMOS Berhad Officer before moving to Scan Associate Berhad as Head, Business Development in 2011. In January 2014, he joined Century Software (M) Sdn Bhd as the Chief Executive Officer.



PAUL CONWAY Chief Executive Officer Asian Business Software Solutions Pte Ltd (ABSS)

AGE: 43

NATIONALITY: British

DATE OF APPOINTMENT: 21 March 2016

LENGTH OF SERVICE: 2 years 4 months (as at 30 June 2018)

ACADEMIC / PROFESSIONAL QUALIFICATION(S):

- NDAC Diploma
- General Finance, Harvard (Club Harvard Australia)

WORKING EXPERIENCE:

Paul Conway is an engaging and innovative business leader with proven success in transforming enterprises, such as Bottomline Technologies, Manutan Group and Travelex, to deliver sustainable revenue growth and best practice client relationship management. He has experience accomplishing global strategies by empowering teams with a shared vision across numerous industries, including IT software, financial services and retail, throughout the UK, Europe and APAC. Paul was appointed as the new CEO of Asian Business Software Solutions (ABSS) in March 2016.



S.T RUBANESWARAN Chief Executive Officer Knowledgecom Corporation Sdn Bhd

AGE: 37

NATIONALITY: Malaysian

DATE OF APPOINTMENT: January 2008

LENGTH OF SERVICE: 14 years 6 months (as at 30 June 2018)

ACADEMIC / PROFESSIONAL QUALIFICATION(S):

- Bachelor of Engineering in Computing and Electronics from Nottingham Trent University, UK
- Master in Business administration from Nottingham University, UK

WORKING EXPERIENCE:

He was employed by Knowledgecom in 2004 as the Business Development Manager and was subsequently promoted to CEO/Managing Director in January 2008. He became a shareholder of Knowledgecom in 2012 which was subsequently acquired by Censof as an 80% subsidiary. Currently, he is the CEO of Knowledgecom and Global Strategic Partners Sdn Bhd, a fully own subsidiary of Knowledgecom Corporation Sdn Bhd.

Ruban won the Young Indian Entrepreneur Award (YIEA) from Malaysian Indian Entrepreneur Cooperative in 2015 and was awarded the Ernst & Young Emerging Entrepreneur in 2016.



HAZAIRIN Chief Executive Officer PT. Praisindo Teknologi

AGE: 49

NATIONALITY: Indonesian

DATE OF APPOINTMENT: November 2011

LENGTH OF SERVICE: 15 years 1 month (as at 30 June 2018)

ACADEMIC / PROFESSIONAL QUALIFICATION(S):

- Master Degree, Electronic Engineering,
 Technology University Eindhoven,
- Netherlands

WORKING EXPERIENCE:

Since 1999, he has developed and implemented high quality software development and system integration works in various cities across the Indonesian archipelago. Using pragmatic combination of clear business insight, extensive technological expertise and creativity, he has successfully contributed to clients' results.

He has led many successful projects as Project Director/ Manager such as development and implementation Jakarta Futures Exchange Trading System (JAFETS), Online Stock Trading for Sinar Mas, Investment Management Solution for Top 10 Investment Banking in Indonesia.

He specialises in IT business processes in Capital Market, Investment Banking and Wealth Management.



IVAN FONG CHOON HAU Chief Financial Officer Censof Holdings Bhd

AGE: 32

NATIONALITY: Malaysian

DATE OF APPOINTMENT: 16 November 2016

LENGTH OF SERVICE: 1 year 7 months (as at 30 June 2018)

ACADEMIC / PROFESSIONAL QUALIFICATION(S):

- Chartered Accountant, Malaysia Institute of Accountant
 ACCA
- ACCA

WORKING EXPERIENCE:

Ivan joined Censof Holdings Berhad in November 2016 as a General Manager in Finance and was subsequently promoted to Chief Financial Officer in September 2017. He comes with 10 years of solid in-depth knowledge and experience in the accounting and finance field. Ivan is currently holding a directorship position in one of the subsidiaries based in Indonesia.

Prior to joining the company, he was the Head of Finance in a construction listed company where he oversees the Utility Division in Malaysia, Singapore and Indonesia where he gained extensive knowledge of regulatory compliance in three countries.

He started his career as an external auditor in Baker Tilly Monteiro Heng firm in 2008 where he later got his Chartered Accountant from Malaysia Institute of Accountant.



SAMANTHA NATASHA VASANTHI DAWSON General Manager, Human Resource Censof Holdings Bhd

AGE: 39

NATIONALITY: Malaysian

DATE OF APPOINTMENT: 2 October 2017

LENGTH OF SERVICE: 9 months (as at 30 June 2018)

ACADEMIC / PROFESSIONAL QUALIFICATION(S):

 Bachelor's Degree in information technology from Western Sydney Institute of Tafe

WORKING EXPERIENCE:

Offering 15 years of combined expertise in Human Resource and Talent Acquisition leading effective human resource teams and developing human resources framework and strategies for large organisations in the Telecommunication, Chartered Accountancy, E-commerce, Staffing and Development Industries.

Samantha is highly-knowledgeable business-savvy who parlays subjectmatter-expertise on employee relations, performance management, recruitment and selection, legislative compliance, policy & procedures, programme development, leadership coaching, and compensation & benefit.

Corporate Governance Overview Statement

The board of directors of Censof Holdings Berhad ("CENSOF") is committed to ensuring that high standards of corporate governance are applied throughout Censof Group ("GROUP"). Pursuant to the principles and recommendations stipulated in the Malaysian Code On Corporate Governance 2017 ("CODE" or "MCCG 2017") and main Market Listing Requirements of Bursa Malaysia Securities Berhad ("BURSA MALAYSIA") ("MMLR").

Through the Group's Policies and Procedures as well as periodic audit reviews, the Board ensures that good governance is practised throughout the Group in all aspects of its business dealings, and that integrity and transparency are displayed with the objective of safeguarding shareholders' investments and ultimately enhancing shareholders' long-term value. The Board is convinced that by doing so, will undoubtedly contribute towards the betterment of the Group's performance.

The Board is pleased to set out the Corporate Governance Overview Statement ("CG Overview Statement"), which summarises the application by the Group on the Principles of the Code for the financial year ended 31 March 2018. The detailed application of the Code can be found in the Corporate Governance Report ("CG Report") published on the Company's website at www.censof. com. This CG Overview Statement and the CG Report are prepared in compliance with the MMLR.

The Board took cognisance of the MCCG published in April, 2017 and considers that the Company has complied with the provisions and applied the main principles of the MCCG for the financial year, except:-

- Practice 4.5 The Board must have at least 30% women Directors
- Practice 12.3 Leverage technology to facilitate including voting in absentia and remote shareholders' participation at General Meetings

The explanation for departure is further disclosed in the Corporate Governance Report.

Principle A: Board Leadership And Effectiveness

Board Role and Responsibilities

The Board has the collective responsibility for the overall conduct and performance of the Group's business by maintaining full and effective control over strategic, financial, operational, compliance and governance issues. The Board exercises due diligence and care in discharging its duties and responsibilities to ensure that high ethical standards are applied through compliance with the relevant rules and regulations as well as directives and guidelines. This is in addition to adopting the best practices in the Code and Corporate Governance Guide as well as acting in the best interests of the Group and its shareholders.

The Board Charter ("Charter") provides guidance to the Board in discharging its roles, duties and responsibilities in line with the principles of good governance. The Charter has been adopted and last reviewed on 23 July 2018, is made available at the Company's website at www.censof.com. The Charter also outlines the roles and responsibilities of the Board, the balance and composition of the Board, the authority of the Board and the schedule of matters reserved for the Board. It also touches upon matters pertaining to the establishment of Board Committees, processes and procedures for convening Board and Board Committees meetings, the Board's assessment and review of its performance, compliance with ethical standards, the Board's access to information and advice, and declarations of conflict of interest. The Board will review the Charter as and when required and will update the Charter in accordance with the needs of the Group and any new regulations that may have an impact on the discharge of the Board's responsibilities to ensure its effectiveness.

The principal responsibilities and roles of the Board, amongst others, are as follows:-

- to review and adopt strategic business development plans for the Group;
- to oversee the conduct of the Group's businesses;
- to identify principal risks and to ensure the implementation of appropriate systems to manage these risks;
- to ensure succession planning;
- to oversee the development and implementation of investor relations programmes or the shareholders communication policy for the Group; and
- to review the adequacy and integrity of the Group's internal control systems and management information systems, including systems for compliance with applicable laws, regulations, rules, directives and guidelines.

Matters reserved for the Board's approval and delegation of powers to its Board Committees, the Group Managing Director as well as Management are set out in an approved framework on limits of authority. The business affairs of the Group are governed by the Group's limits of authority, while any non-compliance issues are brought to the attention of the Management, the Audit Committee ("AC") and/or the Board for effective supervisory decision-making and proper governance. The Board strives to adhere to the highest ethical standards in discharging its responsibilities and continues to promote integrity and ethical conduct among its employees in all aspects of the Group's business operations, including confidentiality of information, conflicts of interest, as well as HSE performance, amongst others.



Board Balance and Composition

The Board currently comprises Four (4) Independent Non-Executive Directors and four (4) Non-Independent Directors. The Board has achieved the target of having a half of Independent Directors in compliance with the Code and exceeding the minimum one-third (1/3) requirement as set out in the MMLR.

The Board believes that the Group's unique set-up which rests on its capable, experienced and professional entrepreneur brings dynamism and leadership qualities to the Group, giving it a distinct ability to carry on its business as a going concern and to continue to grow the Group.

Diversity in the Board's composition is essential to facilitate good decision-making as this enables different insights and perspectives to be harnessed. This diversity criteria may include competencies, skills, knowledge, experience, ethnicity, gender, age and educational background. The Group's Board Diversity Policy seeks to be inclusive and eradicate any form of discrimination, may it be on the basis of gender, age, ethnicity or other factors.

Currently, there is one (1) female member on the Board, representing 12.5% of the total Board Members. The Board is continuously on the lookout to seek persons that would best fit the skill sets to fill up any vacancy required on the Board.

In terms of diversity in skills, experience and competencies, the Board comprises members with various professional backgrounds from the fields of information technology, accounting, management, economics, business and public administration, all of whom bring in-depth and diverse experiences, expertise and perspectives to the Group's operations to ultimately enhance shareholders' value for the long-term. They also possess the necessary calibre, credibility, skills and experience to bring sound judgement to matters of strategy, performance, resources and governance.



The Board diversity at the close of the financial year is as follows:

In terms of time commitment, all members of the Board currently hold not more than five (5) directorships in listed companies in line with the maximum limit as set out under Paragraph 15.06 of the MMLR. The Directors are aware that they are required to notify the Chairman of the Board prior to accepting any new directorships and to indicate the time expected to be spent on the new appointment. This is set out in the Charter. The Board is satisfied that each member of the Board has spent sufficient time on all Board matters, as evidenced by their attendance record at the Board and Board Committees meetings, hence ensuring a timely and orderly decision-making process for the Group.

The Independent Non-Executive Directors provide unbiased and independent views in ensuring that the Group's strategies proposed by the Management are fully deliberated and examined in the interest of all stakeholders. With its diversity of skills, the Board has been able to provide clear and effective leadership to the Group. This has also brought informed and independent judgement to the Group's strategy and performance so as to ensure that the highest standards of conduct and integrity are always at the core of the Group's business activities. The background of each Director is contained in the "Profile of Board of Directors" section of this Annual Report.

Corporate Governance Overview Statement (Cont'd)

Tenure of Independent Director

One of the recommendations of the MCCG states that the tenure of an Independent Director should not exceed a cumulative term of nine (9) years. Upon completion of the nine (9) years term, an Independent Director may continue to serve on the Board subject to the said Director's re-designation as a Non-Independent Director. The NC had performed an annual review on the independence of the Independent Directors and there are no Independent Directors whose tenure exceeds a cumulative term of nine (9) years in the Company.

Roles and Responsibilities between the Chairman and the Group Managing Director

The Board appreciates the distinct roles and responsibilities of the Chairman of the Board and the Group Managing Director to ensure a clear and proper balance of power and authority. As such, the roles of the Chairman and the Group Managing Director are separated. The Chairman's main responsibility is to ensure effective conduct of the Board through the execution of the following key roles:

- (i) To build a high-performance Board by leading the evaluation of the Board's performance and ensuring that succession planning is considered on an on-going basis;
- (ii) To manage Board meetings in order to achieve robust decision making by ensuring that accurate, timely and clear information is provided to all Directors. The Chairman encourages participation and deliberation by the Board to tap the wisdom of all members and to promote consensus building as much as possible; and
- (iii) To facilitate the Board and Management interface as the conduit between the two parties. The Chairman has never assumed any executive position in the Group.

The Group Managing Director has the overall responsibility for the Group's operational, business units and support services, organisational effectiveness and implementation of Board policies, directives, strategies and decisions. In addition, the Group Managing Director by virtue of his position as a Board member, also functions as the intermediary between the Board and Management.

Senior Independent Director

The Board has identified Tuan Haji Ab. Gani Bin Haron as the key person to whom the concerns of shareholders and stakeholders may be conveyed. Shareholders and other interested parties may contact Tuan Haji Ab. Gani Bin Haron to address any concerns in writing or via telephone or electronic mail as set out below:-

Corporate Office Unit B-10-6, 6th Floor, Dataran 2 Two, Jalan 19/1, 46300 Petaling Jaya Selangor Darul Ehsan Tel: +603-79627888 Email: abganiharon.yahoo.com



Induction And Continuous Professional Development

Induction and briefing programmes are conducted for all newly appointed Directors which include briefings by the Senior Management to provide Directors with the necessary information to assist them in understanding the operations of the Group, current issues and corporate strategies, as well as the structure and management of the Group.

The Board is encouraged to attend education programmes, talks, seminars, workshops and conferences to enhance their skills and knowledge on a regular basis and to keep abreast with new developments in the business environment. The Group through the Nominating Committee ("NC") has on an on-going basis, undertaken an assessment of the training needs of each Director as well as identified conferences and seminars that are considered beneficial to the Board.

The training programmes attended by each of the Directors of the Company for the financial year are as follows:-

Name of Director	Date of Training	Training Attended	Organiser	
Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain	19 July 2017 and 20 July 2017	Unbound London 2017	Unbound Global	
	21 September 2017 and 22 September 2017	Asia PE-VC Summit 2017	Deal Street Asia Singapore	
	12 December 2017 and 13 December 2017	Global Entrepreneurship Community Summit 2017	Techstars Events	
Tan Sri Datuk Wira Dr. Hj. Mohd Shukor Bin Hj. Mahfar	6-7 November 2017	Mandatory Accreditation Programme for Directors of Public Listed Companies	Mandatory Accreditation Programme (MAP)	
	18 September 2017	Malaysian Code on Corporate Governance (MCCG)	Boardroom Corporate Services (KL) Sdn. Bhd.	
Ameer Bin Shaik Mydin	22 May 2017 to 25 May 2017	HBS Malaysia Competing on Business Analytics and Big Data	Harvard Business School	
	19 July 2017 and 20 July 2017	Unbound London 2017	Unbound Global	
Tamil Selvan A/L M. Durairaj	22 May 2017 to 25 May 2017	HBS Malaysia Competing on Business Analytics and Big Data	Harvard Business School	
Ang Hsin Hsien	7 November 2017	Corporate Governance Breakfast Series Entitled : Integrating an Innovation Mindset with Effective Governance	Bursa Malaysia with Co- Partner MINDA	
	5 December 2017	Corporate Governance Breakfast Series entitled : "Leading Change @ The Brain"	Bursa Malaysia- The Iclif Leadership and Governance Centre	
Tuan Haji Ab. Gani Bin Haron	7-8 November 2017	MIA International Accountant Conference 2017	MIA	
Boey Tak Kong	07 April 2017	ACSAN Roundtable on Minority Shareholders' Rights	The Malaysian Institute of Chartered Secretaries and Administrators	
	25 May 2017	Sustainable Development Goals Business Summit	Securities Industry Development Corporation	
	07 Jun 2017	Company Law Conference 2017	TARCIAN Alumni Association - MAICSA	

Corporate Governance Overview Statement (Cont'd)

Name of Director	Date of Training	Training Attended	Organiser
	17 July 2017	Board Excellence: How to Engage and Enthuse Beyond Compliance with Sustainability	Bursa Malaysia & MINDA
	25 July 2017	The Malaysian Code On Corporate Governance 2017 Overview of Key Changes In The Companies Act 2016	Coalition For Business Integrity Berhad
	27 July 2017	An Overview of Industry 4.0 Transformation Accelerated Action Plan	Penang Skills Development Centre
	28 August 2017	Face The Media - Make It Or Break It/ Media Communication	Censof Holdings Berhad
	05 October 2017	Sustainability Reporting	KPMG
	12 October 2017	MCCG Dialogue With Securities Commission	The Malaysian Institute of Chartered Secretaries and Administrators
	13 October 2017	Leading In A Volatile, Uncertain, Complex, Ambiguous World	Bursa Malaysia & Iclif
	16 October 2017	Case Study Workshop for Independent Directors Rethinking - Independent Directors: A New Frontier	Bursa Malaysia & SIDC
	20 October 2017	Effective Internal Audit Function for Audit Committee Workshop	Bursa Malaysia & The Institute of Internal Auditors Malaysia
	23 October 2017	Enhance Quality of Management Discussion & Analysis for Chief Executive Officers & Chief Financial Officers of Listed Issuers	Bursa Malaysia
	02 November 2017	Budget 2018 & Tax Audits and Controversies Seminar	Wong & Partners
	07 November 2017	Integrating an Innovation Mindset with Effective Governance	Bursa Malaysia & MINDA
	17 November 2017	MIA - SC Workshop on Malaysian Code on Corporate Governance	Malaysian Institute of Accountants
	08 March 2018	Cloud Day - Next Is Now	Oracle Corporation & Deloitte
	15 March 2018	Breakfast Talk - Malaysian Code On Corporate Governance - MCCG Reporting & CG Guide	Bursa Malaysia, Securitie Commission Malaysia & KPMG
	27 March 2018	Audit Committee Conference 2018 - Internal Auditing in the Age of Disruption	Malaysian Institute of Accountants & The Institute of Internal Auditors Malaysia
Datuk Samsul Bin Husin	8 April 2017	Trump, BREXIT and its impact towards Malaysia's Globalised Situation seminar	University Teknologi MARA
	22 August 2017 and 23 August 2017	SSM National Conference 2017 on Implementing the Companies Act 2016	Suruhanjaya Syarikat Malaysia

Board Meetings

Board meetings are scheduled in advance before the commencement of the new financial year to enable Directors to plan and accommodate the year's meetings into their schedules. The Board requires all members to devote sufficient time to effectively discharge their duties and to endeavour to attend meetings to the best of their ability. Special Board meetings and Board Committees meetings are convened between the scheduled meetings to consider urgent proposals or matters that require expeditious decisions or deliberations by the Board and/or the Board Committees. The Board has a regular annual schedule of matters that is tabled for their approval and/or notation which include reviews of operational and financial performances, significant issues and activities as well as opportunities relating to the Company and its Group. The Board is furnished with information in an appropriate form and of a quality that enables it to discharge its duties relating to all matters that require its attention and decision-making in a timely manner.

The agenda and supporting Board and Board Committee papers are distributed in advance to all Board and Board Committees respectively, in order to allow sufficient time for appropriate review to facilitate full discussion at the meetings. The agendas of meetings that include, amongst others, comprehensive management reports, minutes of meetings, project or investment proposals and supporting documents, are targeted for dissemination to the respective members at least five (5) working days prior to the meetings. However, Board papers that are deemed urgent may still be submitted to the Company Secretary for tabling at the meeting subject to the approvals of the Chairman and the Managing Director. Information is prepared and delivered in a manner to ensure clear and adequate presentations of the subject matter.

All issues raised, discussions, deliberations, decisions and conclusions, including dissenting views made at Board and Board Committee meetings, along with clear actions to be taken by parties responsible, are recorded in the minutes of meetings. Where the Board is considering a matter in which a Director has an interest, the relevant Director must immediately disclose the nature of his/her interest and abstain from participating in any discussion or decision making on the subject matter.

The Board is constantly advised and updated on statutory and regulatory requirements pertaining to its duties and responsibilities. As and when the need arises, the Board is also provided with ad-hoc reports, information papers and relevant training, where necessary, to ensure it is apprised on key business, operational, corporate, legal, regulatory and industry matters. Whenever necessary, Senior Management and/or external advisors are invited to attend Board and Board Committee meetings to provide clarification on agenda items relating to their areas of responsibility, and to brief and provide clarifications and details on recommendation so as to enable the Board and/or the Board Committees to arrive at considered and informed decisions.

Pursuant to the MMLR, all Directors have complied with the requirement to attend at least 50% of Board meetings held in a financial year. The attendance of the respective Directors in relation to Board meetings held during the financial year is as set out below:-

Name of Director	Designation	Attendance	Percentage (%)
Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain	Chairman, Independent Non-Executive Director	4/6	66.7
Tan Sri Datuk Wira Dr. Hj. Mohd Shukor Bin Hj. Mahfar (Appointed effective from 15 January 2018)	Independent Non-Executive Director	1/1	100.0
Ameer Bin Shaik Mydin	Group Managing Director	5/6	83.3
Tamil Selvan A/L M. Durairaj	Deputy Group Managing Director	6/6	100.0
Ang Hsin Hsien	Executive Director	6/6	100.0
Tuan Haji Ab. Gani Bin Haron	Senior Independent Non-Executive Director	6/6	100.0
Boey Tak Kong	Independent Non-Executive Director	6/6	100.0
Datuk Samsul Bin Husin	Non-Independent Non-Executive Director	5/6	83.3
Charles William Fox (Resigned effective from 4 July 2017)	Non-Independent Non-Executive Director	1/1	100.0

Minutes of meetings are duly recorded and thereafter, confirmed at the following meeting of the Board. All Directors have the right to make further enquiries as and when deemed necessary. The four (4) Independent Directors are independent of management and free from any businesses or other relationships that could materially interfere with the exercise of their independent judgement. They have the calibre to ensure that the strategies proposed by the Management are fully deliberated and examined for the long-term interests of the Group as well as its shareholders, employees and customers.

61

Corporate Governance Overview Statement (Cont'd)

Access To Information And Advice

The Board has complete and unrestricted access to the advice of the Company Secretary to enable them to discharge their duties effectively. In discharging their duties, the Board also has access to professional advice, from time to time and if necessary, at the Company's expense.

Board Remuneration Policies And Procedures

The Board, through the Nominating and Remuneration Committee ("NRC"), annually reviews the performance of the Executive Directors as a prelude to determining their annual remuneration, bonus and other benefits. In discharging this duty, the RC evaluates the performance of the Executive Directors against the objectives set by the Board, thereby linking their remuneration to performance.

Remuneration Of Non-Executive Directors

The level of Directors' remuneration is comparable in order to attract and retain Directors of such calibre to provide the necessary skills and experience as required and to commensurate with the responsibilities for the effective management and operations of the Group. All Non-Executive Directors are paid additional fees for added responsibilities undertaken such as a Director acting as Chairman of a Board Committee and membership of Board Committees.

The remuneration of the Non-Executive Directors which is subject to the approval of the shareholders at the Annual General Meeting, is reviewed by the Board as a whole to ensure that it is aligned to the market and to the Directors' duties and responsibilities.

Executive Directors

The basic salaries of the Executive Directors are fixed for the duration of their contracts. Any revision to the basic salaries will be reviewed and recommended by the NRC for the approval of the Board, taking into consideration, amongst others, individual performance, inflation price index and information from independent sources on the rates of salary of similar positions in other comparable companies within the industry. The Group operates a bonus scheme for all employees including its Executive Directors. Bonuses payable to the Executive Directors are reviewed by the NRC for the approval by the Board. The Executive Directors are entitled to fees.

Details of the Directors' remuneration (both Executive and Non-Executive) of the Group in the financial year are as follows:-

Name	Salaries and Other Emoluments	Fees	Meeting Allowance	Bonus	Defined Contribution Plan	Benefits- in- kind	Total
Excutive Directors							
Ameer Bin Shaik Mydin	336,852	119,062	6,000	-	36,000	17,400	515,314
Tamil Selvan A/L M. Durairaj	346,852	114,062	6,000	-	36,000	17,400	520,314
Ang Hsin Hsien	300,853	66,000	6,000	-	31,680	11,100	415,633
Non-Excutive Directors Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain	-	96,000	9,000	-	-	-	105,000
Tan Sri Datuk Wira Dr. Hj. Mohd Shukor Bin Hj. Mahfar	-	12,500	1,000	-	-	-	13,500
Tuan Haji Ab. Gani Bin Haron	-	86,000	14,000	-	-	-	100,000
Boey Tak Kong	-	88,000	14,000	-	-	-	102,000
Datuk Samsul Bin Husin	-	30,000	5,000	-	-	-	35,000
Charles William Fox	-	7,500	1,000	-	-	-	8,500
Total	984,557	619,124	62,000	-	103,680	45,900	1,815,261

Details of the Directors' remuneration (both Executive and Non-Executive) of the Company in the financial year are as follows:-

Name	Salaries and Other Emoluments	Fees	Meeting Allowance	Bonus	Defined Contribution Plan	Benefits- in- kind	Total
Excutive Directors	22/ 052	25 000	(000		24,000	17 100	424.050
Ameer Bin Shaik Mydin	336,852	35,000	6,000	-	36,000	17,400	431,252
Tamil Selvan A/L M. Durairaj	346,852	30,000	6,000	-	36,000	17,400	436,252
Ang Hsin Hsien	300,853	30,000	6,000	-	31,680	11,100	379,633
Non-Excutive Directors Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain	-	96,000	9,000	-	-	-	105,000
Tan Sri Datuk Wira Dr. Hj. Mohd Shukor Bin Hj. Mahfar	-	12,500	1,000	-	-	-	13,500
Tuan Haji Ab. Gani Bin Haron	-	86,000	14,000	-	-	-	100,000
Boey Tak Kong	-	88,000	14,000	-	-	-	102,000
Datuk Samsul Bin Husin	-	30,000	5,000	-	-	-	35,000
Charles William Fox	-	7,500	1,000	-	-	-	8,500
Total	984,557	415,000	62,000	-	103,680	45,900	1,611,137

Corporate Governance Overview Statement (Cont'd)

Roles of the Company Secretary

The Company Secretary reports directly to the Board and is the source of guidance and advice to the Directors on areas of corporate governance, relevant legislation, regulations and policies, disclosure of interests and disclosure of any conflict of interest in transactions with the Company besides ensuring compliance with the MMLR of Bursa Securities and other regulatory requirements.

The Company Secretary attends Board and Board Committees meetings and is responsible for accuracy and adequacy of records of the proceedings of Board and Board Committees meetings and resolutions. The Company Secretary also serves closed period notices to Directors and Senior Management for trading in the Company's shares and briefs the Board on the content and timing or material announcements to Bursa Securities.

The Company Secretary also facilitates the communication of key decisions and policies between the Board, Board Committees and Senior Management.

Board & Board Committees Activities & Focus In FYE 31 March 2018

The Board and Board Committees have an agenda that ensures strategic, budget, sustainability, risk management and internal control, operational, financial performance and corporate governance items are discussed at the appropriate time at Board meetings. The Board agenda has strong links to the strategic goals and objectives for the business. Key highlights of the Board and Board Committees activities and priorities are set out below:-

Board Activities

- Group's Business Strategy Sustainability Governance & Reporting Financial, Risk & Management Performance
- · Sustainability Implementation Plan Review of annual report, quarterly results & financial statements
- Capital Expenditure approvals & performance review of historical capex
- · Board evaluation & effectiveness the Group's budget, forecasts & key performance targets & indicators
- Composition of Board & Board Diversity Risk Management & internal control
- Review of Discretionary Authority Limits
- Group's operational efficiency

Board Committee Activities

Nominating and Remuneration Committee

- · Board annual evaluation and effectiveness assessment
- Search, selection, review & recommendation for new Independent Non-Executive Director and suitable professional development training for new director
- Review of Board Diversity Review & recommend the retiring Directors retiring for re-election & re-appointment at the Annual General Meeting ("AGM")
- Review of Executive Directors remuneration and benefits payable
- Review of Key Senior Management remuneration
- Review of Directors' fees & benefits payable

Principle B: Effective Audit And Risk Management

Audit Committee ("AC")

In presenting the annual financial statements and quarterly financial results announcements to shareholders, the Board aims to present a balanced assessment of the Group's financial position and prospects to ensure that the financial results are released to Bursa Securities within the stipulated time frame and that the financial statements comply with the regulatory reporting requirements. In this regard, the Board is assisted by the AC in overseeing and governing the Group's financial reporting processes and the quality of its financial reporting.

The financial statements are prepared on a going concern basis and give a true and fair view of the financial position of the Group as at 31 March 2018. In addition to the Chairman's Statement, the Annual report of the Company contains the following additional information to enhance shareholder's understanding of the business operations of the Group:-

- Management's Discussion & Analysis
- Financial highlights and key performance indicators; and
- Sustainability Statement

The membership of the AC, its responsibilities and main works carried out in FYE 31 March 2018 are set out in the Audit Committee Report of this Annual Report.

External Auditors

The Board maintains a transparent and professional relationship with the Group's external auditors. During the year, the AC considered the independence and objectivity of Crowe Malaysia based on the criteria quality of services, sufficiency of resources, audit planning and communication's interaction. In determining the independence of Crowe Malaysia, the AC reviewed all aspects of their relationships with them including processes, policies and safeguards adopted by the Group and Crowe Malaysia relating to audit independence and agreed to the audit strategy and the audit fee.

The AC meets periodically to carry out its functions and duties pursuant to its terms of reference. Other Board members and key senior management also attend meetings upon invitation of the AC. During the FYE 31 March 2018, the AC met privately two (2) times with the external auditors without the presence of the executive Board members and Management to exchange frank and independent views on matters which require the AC attention The AC was also satisfied in its review that the provision of the non-audit service by Crowe Malaysia to the Company for the FYE 31 March 2018 did not in any way impair their objectivity and independence as external auditors of the Company. Having regard to the outcome of the annual assessment of Crowe Malaysia, the Board had in July 2018 approved the AC's recommendation for the shareholders' approval to be sought at the forthcoming AGM on the appointment of Crowe Malaysia as external auditors of the Company FYE 31 March 2019. Additional disclosures on non-statutory audit fees and the detailed work carried out by the AC for the financial year are set out separately in the Audit Committee Report of this Annual Report.

Risk Management and Internal Audit

The Board acknowledge their responsibility for the Group's system of internal controls covering not only financial controls but also operational and compliance controls as well as risk management. The internal control system involves each business and key management from each business, including the Board, and is formulated to meet the Group's particular needs and to manage the risks to which it is exposed. The system, by its nature, can only provide reasonable but not absolute assurance against material misstatements, losses and fraud.

The AC and Board review the adequacy and integrity of the Group's system of internal controls weaknesses and Risk Management Reports are tabled to the AC. The report summarises identified principal business in critical areas assessing the likelihood and impact of material exposures and determining its corresponding risk mitigation and treatment measures. There are clear procedures and defined authorities for the following:

- Financial reporting, with clear and procedures governing the financial reporting process and preparation of the financial statements.
- Capital investment with detailed appraisal, risk analysis and authorisation.

A summary of the material risks that could affect the Group's (including any material exposure to economic, environmental and financial risks) are monitored for changes in their exposure and are reported to the Board and AC during the course of the year, along with their related controls and action plans. The Group adopts the COSO model in risk management.

Corporate Governance Overview Statement (Cont'd)

The Group's internal audit function is outsourced to an independent consulting firm to assist the Board and the AC in providing an independent assessment of the adequacy, efficiency and effectiveness of the Group's internal control system. Scheduled internal audit reviews were carried out by the internal auditors based on the audit plans presented and approved by the AC. During the financial year under review, the internal auditors had conducted two (2) cycles of internal audit as set out as stipulated in the approved internal audit strategy plan. The internal audit was performed in accordance with accepted internal auditing practices which involves assessing adequacy and integrity of our internal controls that were used to manage key risks associated with operating processes; discussions held with senior management and key staff; as well as limited tests of transactions based on sample selected covering the various related records and documents are supplemented with an observation of its current practices adopted. The Statement on Risk Management and Internal Control which provides an overview of the state of risk management and internal controls within the Group are set out in the Statement on Risk Management and Internal Control in this Annual Report.

Principle C : Integrity In Corporate Reporting And Meaningful Relationship With Stakeholders

Communication with Stakeholders

The Board believes that on-going communication with shareholders is vital for shareholders and investors to make informed investment decisions and is committed in maintaining effective communications with its shareholders, stakeholders and the public generally. A Shareholder Communications Policy has been developed to earn the trust and confidence of shareholders and investing public as a whole, assist in providing an understanding of the Company's business, management direction and the industry the Company is in and be transparent for effective and informed investment decisions.

The various channels of communication with the shareholders are as follows:-

- a. The Annual Report;
- b. The AGM;
- c. The quarterly announcements on financial results to Bursa Securities;
- d. The various corporate disclosures, circulars and announcements made to Bursa Securities;
- e. Press releases and published interviews with business journals; and
- f. The Company's website at www.censof.com from which shareholders and prospective investors can access corporate information, annual reports, press releases, financial information, company announcements and share prices of the Company.

Investor Relations Activities

Investor relations activities such as meeting with fund managers and analysts; and interviews by the media are attended by designated Senior Management to explain the Group's strategy, performance and major developments.

Conduct of General Meetings

The AGM is an excellent forum for dialogue with all shareholders for which due notice is given. The AGM is also an opportunity for shareholders to direct questions to the Board in relation to the Group's financial performance and the Group's activities. To ensure the effective participation of and engagement with shareholders at the last AGM held on 12 September 2017, the Chairman encouraged the shareholders to participate in the Questions and Answers session on the resolutions being proposed and on the Group's operations in general. The Directors, Group Managing Director, Management and External Auditors were in attendance to respond to the shareholders' queries. The voting of the last AGM was conducted through electronic voting system to facilitate greater shareholder participation at general meetings as well as to expedite verification and counting of votes.

Key Focus

FYE 31 March 2018

The focus by the Board on governance was on reviewing and analysing if the current Company's governance practices meet the Code.

FYE 31 March 2019

The Board will be focusing on reviewing the various policies and Board Charter to ensure the changes complies with the laws and to the best interest of the Company's needs.

This Corporate Governance Overview Statement was approved by the Board of Directors on 23 July 2018.

Statement on Risk Management & Internal Control

Introduction

The Malaysian Code on Corporate Governance 2017 ("MCCG 2017") issued by Securities Commission of Malaysia in April 2017, requires listed companies to maintain a sound system of risk management and internal controls to safeguard shareholders' investments and the Group's assets. Pursuant to paragraph 15.26(b) of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities"), the directors of public listed companies are required to include a Statement on Risk Management and Internal Control in the Annual report on the state of risk management and internal controls framework during the year under review.

Board Responsibility

The Board of Directors recognise the importance of maintaining a sound system of risk management and internal control for good corporate governance and efficient work processes. The Board acknowledges its overall responsibility to ensure that principal risks in the Group are identified, measured and managed with an appropriate system of risk management and internal controls. However, due to the limitations that are inherent in any system of internal control the Group's internal control system is designed to manage, rather than eliminate, the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against any risk of material misstatement or financial losses.

The Board confirms that there is an ongoing process of identifying, evaluating, managing and monitoring the significant risks faced by the Group and the process has been in place for the year and up to the date of approval of this Statement on Risk Management and Internal Control which prepared in accordance with the "Statement on Risk Management and Internal Control Control: Guidelines for Directors of Listed Issuers" as issued under the Bursa Malaysia Securities Berhad Listing Requirements and Practices 9.1 and 9.2 of the MCCG 2017.

Risk Management

Risk management is firmly embedded in the Group's management system as its deemed critical for the Group's sustainability and enhancement of shareholder value. Hence, the Board explicitly assumes the responsibility of identifying principal risks and ensures the implementation of a dynamic system to manage risk exposure within the acceptable level of tolerance. One of the key features is a risk governance structure comprising two lines of defense with clear accountabilities for risk management.

Senior management is the first line of defense and is accountable for all risks assumed under their respective areas of responsibility in line with the risk management policy. They are responsible for identifying, evaluating, managing and reporting the significant risks applicable to their respective areas of business and in formulating suitable internal controls and action plans to mitigate and control these risks. The level of risk tolerance is guided by a risk likelihood and impact matrix which enables the risk to be rated and prioritised accordingly.

The Group has a dedicated Risk Manager to coordinate the risk management activities within the Group, to supervise the implementation of the risk management policy and to act as the key liaison for risk management issues within the Group. Currently, the Chief Financial Officer being appointed as the Risk Manager and therefore independently advice, monitors, and maintains the Group Risk Management Policy and Risk Register with assistance of respective risk owners. In order to fulfil his responsibilities effectively, the Chief Financial Officer reports functionally to the Board through the Risk Management Committee and administratively to the Group Executive Deputy Chairman.

The second line of defense lies with the Risk Management Committee ("RMC"). The Group has an established RMC that meets on a quarterly basis to review the significant risks faced by the Group, as consolidated and reported by the Risk Manager. The RMC reviews the key risks and planned actions to ascertain if those risks are mitigate and are managed appropriately. The RMC's comments are incorporated into the Quarterly Risk Report which will be tabled to the Board for further deliberation in a strategic manner. Direction of mitigation measures will be fine-tuned as it deems fit to ensure action plans are on track in addressing the significant risk factors. This holistic approach creates a robust risk management system that is self-sustaining and will continue to evolve in response to changing business environment.

67

Statement on Risk Management & Internal control (Cont'd)

Key Elements of the Group's Risk Management and Internal Control System

Key elements of the Group's risk management and internal control system are as follows:-

a. Control Environment

- 1. The organisational structure has well-defined lines of responsibility, delegation of authorities, segregation of duties and information flow to support the Group in achieving its business objectives.
- Limits of Authority have been established for the Group. The Limits of Authority specify clear department and delegation of responsibilities from the Board to members of management and the authorisation levels for various aspects of operations. All revisions to the Limits of Authority are approved by the Board.
- 3. Documented policies and procedures have been set out in a series of standard operating procedure manuals which are periodically reviewed and updated to reflect changes in business structures.
- 4. Annual budgets are prepared in advance of upcoming year using a detailed budgeting process. These budgets are subjected to evaluation and scrutiny by the senior management team before it is recommended to the Board for approval. Performance against the budget is tracked on a quarterly basis.
- 5. The Group's assets are adequately covered by insurance policies to ensure that there is sufficient sum insured against financial losses in the event of untoward incidences.
- 6. Quality improvement initiatives are in place and key business units of the group are accredited for ISO certification.
- 7. All employees of the Group are required to read and understand whistle blowing policy in the Group website.

b. Information and Communication Processes

- 1. Regular and comprehensive information is provided by the Management to the Board and the Audit Committees, covering financial performance, achievement of key performance indicators, and cash flow position.
- 2. Various management information systems are operational to provide management with timely and accurate information on the Group's performance and to assist management make effective decisions.

c. Monitoring Processes

- 1. ED & CEO Meeting comprising of the Group Executive Directors, subsidiaries' CEOs and COOs, Group CFO and Group HR are held quarterly to discuss how the key risk areas such as finance, operations, regulatory compliance, risk register, and sustainability were evaluated and the controls in place to mitigate or manage those risks.
- 2. The Group's internal audit function is outsourced to KPMG Management & Risk Consulting Sdn Bhd to provide independent assurance on the adequacy and effectiveness of the Group's system of internal control. Audit findings are reported directly to the Audit Committee, including action plans agreed with Management to address the concerns raised.

The Group's system of internal control does not apply to associated company where the Group does not have direct control over their operations.



Board Commitment

The structure of controls and operations will be continuously and gradually improved to ensure they remain adequate and relevant to the Company and the Group activities as the Group further expand on its business operations locally and regionally.

Management Assurance

In accordance with the Guidelines for Directors of Listed Issuers and Practices 9.1 and 9.2 of the MCCG 2017, the Group Managing Director and the Chief Financial Officer, representing the Management, have given reasonable assurance to the Board that the Group's risk management and internal control systems are adequate and effective, in all material aspects, based on the risk management and internal controls adopted by the Group.

Review of the Statement by External Auditors

As required by paragraph 15.23 of the MMLR of Bursa Securities, the External Auditors have reviewed this Statement on Risk Management and Internal Control to the scope set out in the Audit and Assurance Practice Guide 3 (AAPG 3) - Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report, issued by Malaysian Institute of Accountants ("MIA").

Based on their review, the External Auditors have reported to the Board that nothing has come to their attention that causes them believe that the Statement is not prepared, in all material respects, in accordance with the disclosures required by paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers and Practices 9.1 and 9.2 of the Malaysian Code on Corporate Governance 2017 to be set out, nor is factually inaccurate.

AAPG 3 does not require the External Auditors to consider whether the Directors' Statement on Risk Management and Internal Control covers all risks and controls, or the form an opinion on the adequacy and effectiveness of the Group's risk management and internal control system including the assessment and opinion by the Board and Management thereon. The Auditors are also not required 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.

This Statement on Risk Management and Internal Control is made by the Board of Directors in accordance to its resolution dated 23 July 2018.

Audit Committee Report

The Board is pleased to present the Audit Committee ("AC") Report which highlights activities carried out for the financial year ended 31 March, 2018, as guided by its Terms of Reference ("TOR").

1. Composition

As at the date of this report, the AC comprises three (3) members of the Board, all of whom are Independent Non-Executive Directors.

2. Membership

The current composition of the Audit Committee as at the date of this Annual Report is as follows:-

Chairman : Tuan Haji Ab. Gani Bin Haron Independent Non-Executive Director

Members : Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain Independent Non-Executive Director

> Mr Boey Tak Kong Independent Non-Executive Director

The AC Chairman, Tuan Haji Ab. Gani Bin Haron and Mr. Boey Tak Kong are both Chartered Accountants and member of the Malaysian Institute of Accountants ("MIA") and complies with Paragraph 15.09 (1)(c)(i).

3. Frequency of Meetings

The AC met five (5) times during the financial year ended 31 March 2018 and the attendance of the AC members is as follows: -

Name	Attendance
Tuan Haji Ab. Gani Bin Haron	5/5
Tan Sri Dato' Mohd Ibrahim Bin Mohd Zain	4/5
Mr. Boey Tak Kong	5/5

4. Terms of Reference (TOR)

The information on the terms of reference of the Audit Committee is available on the Company's website at www.censof.com.

Summary of Activities Undertaken by the Audit Committee

During the financial year ended 31 March 2018, the AC had discharged its functions and carried out its responsibilities as set out in the TOR.

A summary of the activities carried out by the AC during the financial year under review are as follows: -

A. Financial Reporting

- (i) Reviewed and briefed the Board on the Group's quarterly unaudited financial statements, prior to the submission to the Board for their considerations and approval.
- (ii) Reviewed and reported to the Board the Group's Annual Audited Financial Statements of the Company and Group prior to the submission to the Board for their consideration and approval.
- (iii) Reviewed the audit reports for the Group and the Company prepared by the External and Internal Auditors and considered the major findings by the auditors and the respective Management's responses thereto.
- (iv) Reviewed the audit plans for the Group and the Company for the financial year which were prepared by both the External and Internal Auditors.

B. Internal Audit

- Reviewed the Internal Audit Reports prepared by the Internal Auditors and appraised the adequacy of the scope, functions, competency and resources of the Internal Auditors to ensure that it has the necessary authority to carry out their responsibilities; and
- (ii) Reviewed and approved the internal audit programmes and the review of the processes including the findings and results of the audit as well as investigations undertaken to ensure that where appropriate, action had been taken on the recommendations of the internal audit by the Management.

C. External Audit

- (i) Considered and recommended to the Board the re-appointment of the External Auditors, and on their audit fees;
- (ii) Reviewed the Annual Audit Planning Memorandum, the nature and scope of the audit, prior to the commencement of audit;
- (iii) Reviewed with the External Auditors on the following areas and reported the same to the Board:
 - (a) Audit report, including the key audit matters which arose during the course of the audit;

During the year under review, the external auditors have highlighted the new requirements on key audit matters. Key audit matters are those matters that, in external auditors' professional judgement, were most significance to the audit of the financial statements. The Committee has also received reports and updates from the external auditors. The Committee is therefore made aware of all materially relevant issues that have concerned management during the year.

The Committee has reviewed and deliberated the key audit matters and the AC on 23 July, 2018 reviewed and agreed with the Management's treatment and controls measures implemented to provide the necessary safeguard for reporting integrity. The AC is pleased to report that there was no significant matter of disagreement that arose between the External Auditors and Management.

- (b) External Auditors management letter and Management's responses thereto;
- (c) Evaluations of the adequacy of the system of internal controls;
- (d) Audit approach including coordination of audit efforts with Internal Auditors and assistance given by the employees to the External Auditors; and
- (e) Key significant audit findings reported by the External Auditors.
- (iv) Conduct 2 private meeting with the External Auditors, without the presence of Management to discuss on their observations and areas for improvements.
- (v) The Committee to reinforce the independence and objectivity of the External Auditors, the Committee reviewed all nonaudit services to be performed by the External Auditors.

D. Related Party Transactions

Reviewed the quarterly report pursuant to related party transactions entered into by the Company and the Group, including review and monitoring of recurrent related party transactions for which shareholders' mandate have been granted to ensure that :

- (a) transactions were carried out on normal commercial terms and were not prejudicial to the interest of the Company or its minority shareholders;
- (b) adequate oversight over internal control procedures with regard to such transactions; and
- (c) compliance with the policy on Related Party Transactions.

E. Risk Management

Reviewed and receiving the updates on the quarterly report on risk register and financial assistance status presented by Management.

F. Other Matters

Reviewed the Statement on Risk Management and Internal Control and Audit Committee Report prior to their submission of the same to the Board for consideration and inclusion in the Annual Report of the Company.

Leadership and Governance

Audit Committee Report (Cont'd)

Internal Audit Function

The internal audit function is outsourced to KPMG Management & Risk Consulting Sdn Bhd to undertake the internal audit function for the Group.

During the financial year ended 31 March, 2018, the internal auditors assisted the AC in discharging their duties and responsibilities by executing independent reviews to determine the adequacy and effectiveness of the Group's internal control system. The activities performed by the internal audit function include:

- developing an Internal Audit Plan for the financial year ended 31 March 2018, setting out the implementation of the internal audit scope for the Group based on agreed-upon communication, timelines and reporting protocols;
- perform reviews of the key processes to examine and evaluate the adequacy and efficiency of the operations' internal controls, and highlight any significant risks and non-compliance matters that have impact to the Group;
- undertake to carry out two cycles of audit during the financial year ended 2018 and outlined the findings and observations and
 provide the recommendations to strengthen and improve the controls of the Group;
 - Cycle 1 conducts a follow-up on the status of Management's implementation of internal audit recommendations previously reported by KPMG in its preceding cycles of internal audit; and
 - Cycle 2 focuses on key internal controls pertaining to the project management, including key risks therein of Group's subsidiaries in Malaysia.

During the financial year ended 31 March 2018, internal audit activities were carried out in accordance with the pre-approved internal audit plan. Representatives from the outsourced Internal Audit team led the role of the internal audit functions of the Group and conducted its internal audit visits based on the approved Internal Audit Plan ("IA Plan"). Any significant changes to the IA Plan would be communicated to the Audit Committee for approval prior to the commencement of the internal audit.

The total cost incurred in discharging its functions and responsibilities in both 2017 and 2018 amounted to RM 55,000.

Leadership and Governance

Other Disclosure Requirements

1. Utilisation of Proceeds from Corporate Exercise

The Company did not undertake any corporate exercise during the financial year, hence no proceeds were raised therefrom.

2. Recurrent Related Party Transactions

There was no recurrent related party transactions entered during the financial year, except for the office rental agreement which is within the normal commercial term and which does not exceed tenancy period of 3 years.

3. Audit and Non-Audit Fees

The following are the particulars in relation to the audit and non-audit fees rendered to the Company and its subsidiaries for the financial year :

- (a) Amount of audit fees paid or payable to the Company's auditors incurred by the Company and on a group basis are RM 267,384 and RM 102,000 respectively.
- (b) Amount of non-audit fee paid or payable to the Company's auditors incurred by the Company and on a group basis are RM 6,000 and RM 6,000 respectively.

4. Material Contracts

There were no material contracts entered into by the Company and its subsidiaries during the financial year, which involved Directors' or major shareholders' interest (not being contracts entered into in the ordinary course of business).





Directors' Report

The directors hereby submit their report and the audited financial statements of the Group and of the Company for the financial year ended 31 March 2018.

PRINCIPAL ACTIVITIES

The Company is principally engaged in the business of investment holding and the provision of management services. The principal activities of the subsidiaries are set out in Note 5 to the financial statements. There have been no significant changes in the nature of these activities during the financial year.

RESULTS

	The Group RM′000	The Company RM'000
(Loss)/Profit after taxation for the financial year	(7,987)	6,150
Attributable to:- Owners of the Company Non-controlling interests	(9,123) 1,136	6,150 -
	(7,987)	6,150

DIVIDENDS

No dividend was recommended by the directors for the financial year.

RESERVES AND PROVISIONS

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

ISSUES OF SHARES AND DEBENTURES

During the financial year:-

(a) the Company increased its issued and paid-up share capital from RM50,170,000 to RM50,196,000 by way of an issuance of 55,000 new ordinary shares from the exercise of Warrants-A at the exercise price of RM0.46 per warrant as disclosed in Note 17 to the financial statements which amounted to approximately RM26,000.

The new ordinary shares issued rank pari passu in all respects with the existing ordinary shares of the Company.

(b) there were no issues of debentures by the Company.

WARRANTS-A 2012/2017

On 26 June 2012, the Company obtained the approval from the shareholders for the bonus issue of 43,025,000 warrants on the basis of 1 free warrant for every 8 existing ordinary shares held in the Company.

The Warrants-A (2012/2017) are constituted under a Deed Poll executed on 28 June 2012 and were issued on 19 July 2012 where each warrant entitles the registered holder the right at any time during the exercise period from 19 July 2012 to 18 July 2017 to subscribe for one new ordinary share of the Company at an exercise price of RM0.46 each in cash. The warrants were listed on the Main Market of Bursa Malaysia Securities Berhad on 25 July 2012.

The terms of the Warrants-A are disclosed in Note 17 to the financial statements.

The Warrants-A have lapsed on 18 July 2017 and removed from the Main Market of Bursa Malaysia Securities Berhad on 19 July 2017.



WARRANTS-B 2014/2019

On 17 September 2014, the Company obtained the approval from the shareholders for the bonus issue of 111,412,717 warrants on the basis of 1 free warrant for every 4 existing ordinary shares held in the Company.

The Warrants-B (2014/2019) are constituted under a Deed Poll executed on 25 September 2014 and were issued on 8 October 2014 where each warrant entitles the registered holder the right at any time during the exercise period from 8 October 2014 to 7 October 2019 to subscribe for one new ordinary share of the Company at an exercise price of RM0.46 each in cash. The warrants were listed on the Main Market of Bursa Malaysia Securities Berhad on 15 October 2014.

The terms of the Warrants-B are disclosed in Note 17 to the financial statements.

The ordinary shares issued from the exercise of warrants shall rank pari passu in all respects with the existing issued ordinary shares of the Company except that they shall not be entitled to any dividends, distributions, rights, allotment and/or any other forms of distribution where the entitlement date precedes the relevant date of the allotment and issuance of the new shares arising from the exercise of warrants.

The movements of the Warrants are as follows:

		Entitl	ement For Ordina	ary Shares	
Number of unexercised Warrants	At 1.4.2017	Issued	Exercised	Lapsed	At 31.3.2018
Warrants-A	29,495,325		(55.000)	(29,440,325)	
Warrants-B	111,405,217	-	-	-	111,405,217

OPTIONS GRANTED OVER UNISSUED SHARES

During the financial year, no options were granted by the Company to any person to take up any unissued shares in the Company.

BAD AND DOUBTFUL DEBTS

Before the financial statements of the Group and of the Company were made out, the directors took reasonable steps to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for impairment losses on receivables, and satisfied themselves that all known bad debts had been written off and that adequate allowance had been made for impairment losses on receivables.

At the date of this report, the directors are not aware of any circumstances that would require the further writing off of bad debts, or the additional allowance for impairment losses on receivables in the financial statements of the Group and of the Company.

CURRENT ASSETS

Before the financial statements of the Group and of the Company were made out, the directors took reasonable steps to ensure that any current assets, which were unlikely to be realised in the ordinary course of business, including their value 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.

At the date of this report, the directors are not aware of any circumstances which would render the values attributed to the current assets in the financial statements misleading.

VALUATION METHODS

At the date of this report, the directors are not aware of any circumstances which have arisen which render adherence to the existing methods of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.

Directors' Report (Cont'd)

CONTINGENT AND OTHER LIABILITY

At the date of this report, there does not exist:-

- (a) any charge on the assets of the Group and of the Company that has arisen since the end of the financial year which secures the liabilities of any other person; or
- (b) any contingent liability of the Group and of the Company which has arisen since the end of the financial year.

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

CHANGE OF CIRCUMSTANCES

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

ITEMS OF AN UNUSUAL NATURE

The results of the operations of the Group and of the Company during the financial year were not, in the opinion of the directors, substantially affected by any item, transaction or event of a material and unusual nature.

There has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the directors, 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.

DIRECTORS

The names of directors of the Company who served during the financial year and up to the date of this report are as follows:-

Ameer Bin Shaik Mydin Tamil Selvan A/L M. Durairaj Tan Sri Dato' Mohd Ibrahim Bin Mohd. Zain Ang Hsin Hsien (f) Boey Tak Kong Datuk Samsul Bin Husin Tuan Haji Ab. Gani Bin Haron Tan Sri Datuk Wira Dr. Hj. Mohd Shukor Bin Hj. Mahfar (Appointed on 15.1.2018) Charles William Fox (Resigned on 4.7.2017)

The names of directors of the Company's subsidiaries who served during the financial year and up to the date of this report, not including those directors mentioned above, are as follows:-

Rubaneswaran A/L Thevasenabathy Siti Safiah Binti Yahaya Hazairin Boyke Bader Brillianto Paul Alistair Jennings Paul Stuart Conway Lum Choong Eu Zainul Ariffin Bin Harun (Appointed on 31.5.2017) Fong Choon Hau (Appointed on 10.11.2017) Ang Teck Lee (Appointed on 25.12.2017) Abdul Mushir Bin Che Chik (Appointed on 23.4.2018)

DIRECTORS' INTERESTS

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

		Number Of Ordina	ry Shares	
	At 1.4.2017	Bought	Sold	At 31.3.2018
The Company				
<i>Direct Interests</i> Tan Sri Dato' Mohd Ibrahim Bin Mohd. Zain Boey Tak Kong	10,349,032 1,800,000	- -	-	10,349,032 1,800,000
<i>Indirect Interests</i> Datuk Samsul Bin Husin* Ameer Bin Shaik Mydin*	175,937,954 175,937,954	- -	- -	175,937,954 175,937,954

Note:

* - Deemed interested by virtue of their direct substantial shareholdings in SAAS Global Sdn Bhd.

	Nu	mber Of Warran	ts-A 2012/2017	
	At 1.4.2017	Bought	Lapsed	At 31.3.2018
The Company				
Direct Interest Tan Sri Dato' Mohd Ibrahim Bin Mohd. Zain	1,293,629	-	(1,293,629)	-
Indirect Interests Datuk Samsul Bin Husin* Ameer Bin Shaik Mydin*	69 69	-	(69) (69)	-

Note:

* - Deemed interested by virtue of their direct substantial shareholdings in SAAS Global Sdn Bhd.

		mber Of Warran	ts-B 2014/2019	
	At 1.4.2017	Bought	Sold	At 31.3.2018
The Company				
Direct Interest Tan Sri Dato' Mohd Ibrahim Bin Mohd. Zain	2,587,258	-	(2,587,258)	-
Indirect Interests Datuk Samsul Bin Husin* Ameer Bin Shaik Mydin*	625,001 625,001	-	- -	625,001 625,001

Note:

* - Deemed interested by virtue of their direct substantial shareholdings in SAAS Global Sdn Bhd.

The other directors holding office at the end of the financial year had no interest in shares of the Company or its related corporations during the financial year.

Directors' Report (Cont'd)

DIRECTORS' BENEFITS

Since the end of the previous financial year, no director has received or become entitled to receive any benefit (other than a benefit included in the aggregate amounts of remuneration received or due and receivable by directors shown in the financial statements or the fixed salary of a full-time employee of the Company or related corporation) by reason of a contract made by the Company or a related corporation with the director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest except for any benefits which may be deemed to arise from transactions entered into in the ordinary course of business with companies in which certain directors have substantial financial interests as disclosed in Note 40 to the financial statements.

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

DIRECTORS' REMUNERATION

The details of the directors' remuneration paid or payable to the directors of the Company during the financial year are disclosed in Note 39 to the financial statements.

INDEMNITY AND INSURANCE COST

During the financial year, there is no indemnity given to or professional indemnity insurance effected for directors, officers or auditors of the Company.

SUBSIDIARIES

The details of the Company's subsidiaries are disclosed in Note 5 to the financial statements.

SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

The significant events during the financial year are disclosed in Note 46 to the financial statements.

SIGNIFICANT EVENT OCCURRING AFTER THE REPORTING PERIOD

The significant event occurring after the reporting period is disclosed in Note 47 to the financial statements.

AUDITORS

The auditors, Messrs. Crowe Malaysia (formerly known as Crowe Horwath), have expressed their willingness to continue in office.

The auditors' remuneration are disclosed in Note 33 to the financial statements.

Signed in accordance with a resolution of the directors dated 24 July 2018.

Ameer Bin Shaik Mydin

Tamil Selvan A/L M. Durairaj



Pursuant to Section 251(2) of the Companies Act 2016

We, Ameer Bin Shaik Mydin and Tamil Selvan A/L M. Durairaj, being two of the directors of Censof Holdings Berhad, state that, in the opinion of the directors, the financial statements set out on pages 86 to 161 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as of 31 March 2018 and of their financial performance and cash flows for the financial year ended on that date.

Signed in accordance with a resolution of the directors dated 24 July 2018.

Ameer Bin Shaik Mydin

Tamil Selvan A/L M. Durairaj



Pursuant to Section 251(1)(b) of the Companies Act 2016

I, Fong Choon Hau, MIA Membership Number: 40821, being the officer primarily responsible for the financial management of Censof Holdings Berhad, do solemnly and sincerely declare that the financial statements set out on pages 86 to 161 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the declaration to be true, and by virtue of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by the abovementioned Fong Choon Hau, NRIC Number: 860930-56-6255 at Kuala Lumpur in the Federal Territory on this 24 July 2018

Before me

Fong Choon Hau

Lai Din (No. W-668) Commissioner for Oaths

Independent Auditors' Report

to the Members of Censof Holdings Berhad (Incorporated in Malaysia) Company No: 828269 - A

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Censof Holdings Berhad, which comprise the statements of financial position as at 31 March 2018 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 86 to 161.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 March 2018, and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

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

Key Audit Matters

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

We have determined the matters described below to be the key audit matters to be communicated in our report.

Impairment of goodwill

Refer to Note 4.3 and Note 9 in the financial statements

Key Audit Matter	How our audit addressed the Key Audit Matter
The Group has goodwill of approximately RM29.04 million relating to the acquisition of subsidiaries. This is considered a key audit matter due to its significant balance and the inherent subjectivity in impairment testing. The judgements in relation to the assessment of goodwill impairment relate primarily to the assumptions underlying the calculation of the value in use of the business, which include, amongst others, the achievability of the subsidiaries' long-term business plans.	 We performed the following audit procedures:- Made enquiries of and challenge the management on the key assumptions made, including: the consistent application of management's methodology; the achievability of the business plans; assumptions in relation to terminal growth in the business at the end of the plan period; if any, and revenue growth, operating margin and discount rates. Evaluated the reasonableness of management's assumptions of expected future cash flows by taking into consideration the past performances of the subsidiaries; Performed sensitivity analysis to assess the impact on the recoverable amount of the cash-generating units; and Reviewed the adequacy of disclosure in the financial statements.

Key Audit Matters (Cont'd)

Impairment of intangible assets Refer to Note 4.9 and Note 8 in the financial statements

Key Audit Matter	How our audit addressed the Key Audit Matter
The Group has intangible assets of approximately RM20.74 million. This is considered a key audit matter given the materiality of the Group's intangible assets and the inherent subjectivity in impairment testing.	 We performed the following audit procedures:- Reviewed management's estimate of the recoverable amounts and tested the cash flow forecasts for their accuracy; Reviewed the key business drivers underpinning the cash flow forecasts prepared to support the recoverable amount; Evaluated the appropriateness and reasonableness of the key assumptions; Performed sensitivity analysis over the key assumptions to understand the impact of changes over the recoverable amounts; and Reviewed the adequacy of disclosure in the financial statements.

Impairment of trade receivables

Refer to Note 4.1(f), Note 12 and Note 45.1(b) in the financial statements

Key Audit Matter	How our audit addressed the Key Audit Matter
As at 31 March 2018, trade receivables amounted to approximately RM39.89 million. The details of trade	We performed the following audit procedures:-
receivables and its credit risks are disclosed in Note 45.1(b) to the financial statements.	Made enquiries of management's basis of allowance for impairment losses on trade receivables;
The management applied assumptions in assessing the level of allowance for impairment losses on trade receivables	Tested the Group's trade receivables collection history; and
based on the following:-	• Reviewed the adequacy of the Group's disclosure in this area.
 specific known facts or circumstances on customers' ability to pay; and/or by reference to past default experiences 	
The impairment assessment involved significant judgements and there is inherent uncertainty in the assumptions applied by the management to determine the level of allowance.	
This is considered a key audit matter due to the inherent subjectivity that is involved in making judgement in relation to the recoverability of trade receivables.	

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.

Independent Auditors' Report (Cont'd)

to the Members of Censof Holdings Berhad (Incorporated in Malaysia) Company No: 828269 - A

Information Other than the Financial Statements and Auditors' Report Thereon (Cont'd)

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

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

Responsibilities of the Directors for the Financial Statements

The directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia. The directors are also responsible for such internal control as the directors determine is necessary to enable the preparation of financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

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



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

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

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

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

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 5 to the financial statements.

OTHER MATTERS

This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

Crowe Malaysia Firm No: AF 1018 Chartered Accountants Lee Kok Wai Approval No: 02760/06/2020 J Chartered Accountant

24 July 2018 Kuala Lumpur

Statements of Financial Position

at 31 March 2018

	Note	31.3.2018 RM'000	The Group 31.3.2017 RM'000 (Restated)	1.4.2016 RM'000	31.3.2018 RM'000	The Company 31.3.2017 RM'000	1.4.2016 RM'000
ASSETS							
NON-CURRENT ASSETS							
Investment in subsidiaries Investment in an associate Property, plant and equipment Intangible assets Goodwill Other investments, at cost	100000;	92,352 1,620 20,738 29,039 100	94,638 2,415 25,245 29,019 100	23,712 23,712 33,191 67,167 4,272	65,495 58,080 	52,975 63,326 	113,795
Amount owing by subsidiaries	=	- 143 849	- 151 417	- 128 342	135,333	C45,81 724 AAA	- 113 795
		10,01-		V+C'07-	000,00-	0+0'+0-	0/ //01 -
CURRENT ASSETS							
Inventories Trade receivables Othor receivables demonite	12	34 39,889	53 42,864	61 101,205	1 1	1 1	1 1
Curentecevaties, deposits and prepayments Amount awing hy contract cureformers	13	7,799	9,976 18 717	71,605 25,539	827	212	198
Amount owing by subsidiaries Tay refindable	<u></u>	- 103	871 871	- 0,000 - 1 863	5,104	- 266'2	29,498
Fixed deposits with licensed banks	15	4,533	6,725	10,428	4,031 568	4,620	5,250
Cash and bank balances	<u></u>	5,491	5,410	18,041	242	547	87
		59,804	84,616	228,816	10,772	13,376	35,033
TOTAL ASSETS		203,653	236,033	357,158	146,105	148,022	148,828

The annexed notes form an integral part of these financial statements.

	Note	31.3.2018 RM'000	The Group 31.3.2017 RM'000 (Restated)	1.4.2016 RM'000	31.3.2018 RM'000	The Company 31.3.2017 RM'000	1.4.2016 RM'000
EQUITY AND LIABILITIES Equity							
Share capital Share premium Merger deficit Retained profits/(Accumulated losses) Foreign exchange translation reserve Share option reserve	2109220	50,196 50,379 (12,300) 42,380 (3,100) 1,037	50,170 50,379 (12,300) 51,847 1,944	50,170 50,379 (12,300) 41,939 103	50,196 50,379 7,793 -	50,170 50,379 1,643 -	50,170 50,379 (2,872) -
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY NON CONTROLLING INTERESTS		128,592	142,040	130,291	108,368	102,192	97,677
		135,843	153,005	203,700	108,368	102,192	97,677
NON-CURRENT LIABILITIES Long-term borrowings Deferred taxation	22 25	28,248 1,788	28,488 2,322	44,611 3,463	27,746 -	27,860 -	43,800
CURRENT LIABILITIES		30,036	30,810	48,074	27,746	27,860	43,800
Trade payables Other payables and accruals Amount owing to related parties Short-term borrowings Deferred income Provision for taxation Bank overdrafts	26 27 31 30 32 33 31	4,460 10,121 228 9,707 3,613 1,918 7,727	6,039 7,274 1,257 2,519 4,272 2,657 7,200	9,133 40,422 41,046 6,720 4,481 3,582	396 396 9,581	- 908 1,108 15,940 - 14	937 6,400 14
		37,774	52,218	105,384	9,991	17,970	7,351
TOTAL LIABILITIES		67,810	83,028	153,458	37,737	45,830	51,151
Total equity and liabilities		203,653	236,033	357,158	146,105	148,022	148,828

Statements of Profit or Loss and Other Comprehensive Income

for the Financial Year Ended 31 March 2018

		Т	he Group	The	Company
	Note	2018 RM'000	2017 RM'000 (Restated)	2018 RM'000	2017 RM′000
REVENUE	32	94,267	148,386	4,445	7,651
COST OF SALES		(72,736)	(77,092)	-	-
GROSS PROFIT		21,531	71,294	4,445	7,651
OTHER INCOME		3,307	5,528	7,527	11,787
		24,838	76,822	11,972	19,438
ADMINISTRATIVE EXPENSES		(26,954)	(55,621)	(3,104)	(3,750)
FINANCE COSTS		(3,539)	(6,078)	(2,718)	(3,887)
OTHER EXPENSES		(11,452)	(36,959)	-	(7,286)
SHARE OF PROFITS OF EQUITY ACCOUNTED ASSOCIATE		10,274	98,254	-	-
(LOSS)/PROFIT BEFORE TAXATION	33	(6,833)	76,418	6,150	4,515
INCOME TAX EXPENSE	34	(1,154)	(5,252)	-	-
(LOSS)/PROFIT AFTER TAXATION		(7,987)	71,166	6,150	4,515
OTHER COMPREHENSIVE (EXPENSES)/INCOME					
Items that may be reclassified subsequently to profit or loss					
Foreign currency translation differences Share of other comprehensive (expense)/income		(1,099)	269	-	-
of equity accounted associate		(3,945)	1,572	-	-
		(5,044)	1,841	-	-
TOTAL COMPREHENSIVE (EXPENSES)/INCOME					
FOR THE FINANCIAL YEAR		(13,031)	73,007	6,150	4,515

		Т	he Group	The	Company
	Note	2018 RM'000	2017 RM'000 (Restated)	2018 RM'000	2017 RM'000
(LOSS)/PROFIT AFTER TAXATION ATTRIBUTABLE TO:-					
Owners of the Company Non-controlling interests		(9,123) 1,136	9,894 61,272	6,150	4,515
		(7,987)	71,166	6,150	4,515
TOTAL COMPREHENSIVE (EXPENSES)/INCOME ATTRIBUTABLE TO:- Owners of the Company Non-controlling interests		(14,167) 1,136	11,735 61,272	6,150 -	4,515
		(13,031)	73,007	6,150	4,515
(LOSS)/EARNINGS PER SHARE (SEN) - Basic - Diluted	35 35	(1.82) (1.82)	1.97 1.97		

Statements of Changes In Equity for the Financial Year Ended 31 March 2018

The Group	Note	Share Capital RM'000	Share Premium RM'000	Merger Deficit RM'000	Share Option Reserve RM'000	Foreign Exchange Translation Reserve RM'000	A Retained Profits RM′000	Attributable to Owners of the Company RM'000	Non- controlling Interests RM'000	Total Equity RM'000
Balance at 1.4.2016 - As previously reported - Prior year adjustment		50,170 -	50,379 -	(12,300) -		103	48,678 (6,739)	137,030 (6,739)	73,409 -	210,439 (6,739)
As restated		50,170	50,379	(12,300)	1	103	41,939	130,291	73,409	203,700
Profit after taxation for the financial year: - As previously reported - Prior year adjustment					1 1	1 1	12,046 (2,152)	12,046 (2,152)	61,272 -	73,318 (2,152)
As restated		ı			I	ı	9,894	9,894	61,272	71,166
Other comprehensive income for the financial year: - Foreign currency translation differences		,	ı.	L.	1	269	L	269	·	269
 Share of other comprehensive income of associate As previously reported Prior year adjustment 			1 1		1 1	1,659 (87)	1 1	1,659 (87)		1,659 (87)
- As restated		ı	-		-	1,572		1,572		1,572
Total comprehensive income for the financial year		I	ı	ı	I	1,841	9,894	11,735	61,272	73,007
Balance carried forward		50,170	50,379	(12,300)		1,944	51,833	142,026	134,681	276,707

The annexed notes form an integral part of these financial statements.

The Group	Note	Share Capital RM'000	Share Premium RM'000	Merger Deficit RM'000	Share Option Reserve RM'000	Foreign Exchange Translation Reserve RM'000	A Retained Profits RM'000	Attributable to Owners of the Company RM'000	Non- controlling Interests RM'000	Total Equity RM'000
Balance brought forward		50,170	50,379	(12,300)	I	1,944	51,833	142,026	134,681	276,707
Contributions by and distributions to owners of the Company:										
Shares issued by a subsidiary to non- controlling interest		ı	I	ı	I	I	I	ı	132,833	132,833
Cliange III a Cwilership interests in a subsidiary Disposal of subsidiary	37			1 1	1 1		14	14 -	(16) (249,626)	(2) (249,626)
- by subsidiaries to non- controlling interests		ı	I	ı	1	1	ı	ı	(6,907)	(6,907)
Total transaction with owners							14	14	(123,716)	(123,702)
Balance at 31.3.2017		50,170	50,379	(12,300)	I	1,944	51,847	142,040	10,965	153,005

Statements of Changes In Equity (Cont'd)

for the Financial Year Ended 31 March 2018

The Group	Note	Share Capital RM'000	Share Premium RM'000	Merger Deficit RM'000	Share Option Reserve RM'000	Foreign Exchange Translation Reserve RM'000	A Retained Profits RM'000	Attributable to Owners of the Company RM'000	Non- controlling Interests RM'000	Total Equity RM'000
Balance at 1.4.2017 - As previously reported - Prior year adjustment	48	50,170 -	50,379 -	(12,300) -	1 1	2,031 (87)	53,999 (2,152)	144,279 (2,239)	10,965 -	155,244 (2,239)
As restated		50,170	50,379	(12,300)	ı	1,944	51,847	142,040	10,965	153,005
Loss after taxation for the financial year		ı	ı	ı		I	(9,123)	(9,123)	1,136	(7,987)
Other comprehensive expenses for the financial year:										
 Foreign currency translation differences Share of other 		ı	·	ı	ı	(1,099)	ı	(1,099)	I	(1,099)
comprehensive expense of associate		ı			ı	(3,945)	1	(3,945)	1	(3,945)
Total comprehensive expenses for the financial year	6					(5,044)	(9,123)	(14,167)	1,136	(13,031)
Balance carried forward		50,170	50,379	(12,300)	'	(3,100)	42,724	127,873	12,101	139,974

The annexed notes form an integral part of these financial statements.

The Group	Note	Share Capital RM'000	Share Premium RM'000	Merger Deficit RM'000	Share Option Reserve RM'000	Foreign Exchange Translation Reserve RM'000	A Retained Profits RM'000	Attributable to Owners of the Company RM'000	Non- controlling Interests RM'000	Total Equity RM'000
Balance brought forward		50,170	50,379	(12,300)	I	(3,100)	42,724	127,873	12,101	139,974
Contributions by and distributions to owners of the Company:	I									
- Issuance of shares Accretion loss from changes	17	26	ı	ı	I	ı	ı	26	I	26
in a subsidiary's ownership interests Dividends:				ı		·	(344)	(344)	(2,644)	(2,988)
- by subsidiaries to non- controlling interests		ı	ı			ı		·	(2,206)	(2,206)
Total transaction with owners		26	ı	ı	I	I	(344)	(318)	(4,850)	(5,168)
of an associate		ı	ı	ı	1,037	ı	ı	1,037	ı	1,037
Balance at 31.3.2018		50,196	50,379	(12,300)	1,037	(3,100)	42,380	128,592	7,251	135,843

Statements of Changes In Equity (Cont'd) for the Financial Year Ended 31 March 2018

The Company	Note	Share Capital RM'000	Share Premium RM'000	(Accumulated Losses)/ Retained Profits RM'000	Total Equity RM'000
Balance at 1.4.2016		50,170	50,379	(2,872)	97,677
Profit after taxation/Total comprehensive income for the financial year		-	-	4,515	4,515
Balance at 31.3.2017/1.4.2017		50,170	50,379	1,643	102,192
Profit after taxation/Total comprehensive income for the financial year		-	-	6,150	6,150
Contribution by and distribution to owners of the Company: - Issuance of shares	17	26	-	-	26
Balance at 31.3.2018		50,196	50,379	7,793	108,368

Statements of Cash Flows

for the Financial Year Ended 31 March 2018

		he Group		Company
	2018 RM'000	2017 RM'000 (Restated)	2018 RM'000	2017 RM'000
CASH FLOWS FROM/(FOR) OPERATING ACTIVITIES				
(Loss)/Profit before taxation	(6,833)	76,418	6,150	4,515
Adjustments for:-				
Amortisation of intangible assets Bad debts written off Depreciation of property, plant and equipment Dividend income	7,311 1,237	8,445 930 4,411	- - (4,445)	- - - (7,651)
Fair value adjustment on amount owing by a subsidiary Impairment loss on: - trade receivables	- 10,175	4,018		7,286
- intangible assets Interest expense Interest income arising from financial assets and liabilities measured under MFRS 139	3,539	320 5,983 -	2,718 (1,676)	- 3,887 -
Loss on disposal of property, plant and equipment Gain on partial disposal of an associate Loss/(Gain) on disposal of a subsidiary	(2,776)	4 - 18,676	(5,695)	- - (8,910)
Reversal of impairment on trade receivables Share of net profits of equity accounted associate Interest income Share options expenses of a former subsidiary Unrealised loss on foreign exchange	(67) (10,274) (269) - 83	- (98,254) (205) 2,415 50	- - (152) -	(132)
Operating profit/(loss) before working capital changes Decrease in inventories Decrease in amount owing by contract customers (Increase)/Decrease in trade and other receivables Increase/(Decrease) in trade and other payables Decrease in deferred income	2,126 16 18,320 (6,268) 1,526 (393)	23,211 598 6,822 36,962 (1,222) (2,448)	(3,100) - - (615) (511) -	(1,005) - (16) (29) -
CASH FROM/(FOR) OPERATIONS/CARRIED FORWARD	15,327	63,923	(4,226)	(1,050)

Statements of Cash Flows (Cont'd) for the Financial Year Ended 31 March 2018

	Note	Ti 2018 RM'000	he Group 2017 RM'000 (Restated)	The 2018 RM'000	Company 2017 RM'000
CASH FROM/(FOR) OPERATIONS/ BROUGHT FORWARD Interest paid Income tax paid Interest received		15,327 (3,539) (2,367) -	63,923 (5,983) (9,688) -	(4,226) (2,718) - 152	(1,050) (3,887) - 132
NET CASH FROM/(FOR) OPERATING ACTIVITIES		9,421	48,252	(6,792)	(4,805)
CASH FLOWS FROM/(FOR) INVESTING ACTIVITIES Deposit for acquisition of investment Shares issued by a subsidiary to non-controlling interests Investment in an associate by a former		-	(1,246) 85,161	-	-
subsidiary Acquisition of a subsidiary, net of cash and cash equivalents acquired Additional investment in an existing	36	- (20)	(37,965) (57,411)	- (20)	-
subsidiary Purchase of property, plant and equipment Proceeds from disposal of property plant and equipment	38(a)	- (553) 1	- (4,432) 9	(12,500) -	(38,320) -
Proceeds from disposal of intangible assets Proceeds from disposal of a subsidiary Proceeds from partial disposal of an associate Disposal of a subsidiary, net of cash and		10,941	10 - -	10,941	- 44,725 -
cash equivalents disposed of Intangible assets additions Repayment from/(Advances to) subsidiaries	37	- (3,049) -	(19,511) (3,900) -	- - 11,156	- - (4,129)
NET CASH FROM/(FOR) INVESTING ACTIVITIES		7,320	(39,285)	9,577	2,276

	Note	Ti 2018 RM'000	he Group 2017 RM'000 (Restated)	The 2018 RM′000	Company 2017 RM'000
CASH FLOWS (FOR)/ FROM FINANCING ACTIVITIES					
Dividend received from an associate Dividend received from subsidiaries Interest received Dividend paid to non-controlling interests		1,486 - 269 (2,206)	1,554 - 205 (6,907)	1,486 2,959 - -	1,554 6,097 -
Placement of pledged deposits and restricted cash		566	9,443	589	240
Proceeds from issuance of shares pursuant to: - warrant exercised Advances (to)/from related parties Share buyback by a subsidiary		26 (1,007) (2,988)	1,257	26 (1,109) -	- 1,108 -
Changes in ownership interests in a subsidiary Repayment of hire purchase obligations Net repayment of term loans	38(b)	- (126) (13,926)	(2) (208) (25,283)	- - (6,473)	- (6,400)
NET CASH (FOR)/FROM FINANCING ACTIVITIES		(17,906)	(19,941)	(2,522)	2,599
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS		(1,165)	(10,974)	263	70
EFFECTS OF FOREIGN EXCHANGE TRANSLATION		(339)	391	-	-
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL YEAR		(119)	10,464	547	477
CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL YEAR	38(c)	(1,623)	(119)	810	547

Notes to the Financial Statements

For The Financial Year Ended 31 March 2018

1. GENERAL INFORMATION

The Company is a public limited liability company, incorporated and domiciled in Malaysia. The registered office and principal place of business are as follows:-

Registered office :	Level 15-2, Bangunan Faber Imperial Court Jalan Sultan Ismail 50250 Kuala Lumpur.
Principal place of business :	Unit B-10-06, 6th Floor Dataran 3 Two Jalan 19/1 46300 Petaling Jaya, Selangor.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors dated 24 July 2018.

2. PRINCIPAL ACTIVITIES

The Company is principally engaged in the business of investment holding and the provision of management services. The principal activities of the subsidiaries are set out in Note 5 to the financial statements.

3. BASIS OF PREPARATION

The financial statements of the Group are prepared under the historical cost convention and modified to include other bases of valuation as disclosed in other sections under significant accounting policies, and in compliance with Malaysian Financial Reporting Standards ("MFRSs"), International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

3.1 During the current financial year, the Group has adopted the following new accounting standards and/or interpretations (including the consequential amendments, if any):-

MFRSs and/or IC Interpretations (Including The Consequential Amendments)

Amendments to MFRS 107 : Disclosure Initiative

Amendments to MFRS 112 : Recognition of Deferred Tax Assets for Unrealised Losses

Annual Improvements to MFRS Standards 2014 - 2016 Cycles: Amendments to MFRS 12 : Clarification of the Scope of the Standard

The adoption of the above accounting standards and interpretations (including the consequential amendments, if any) did not have any material impact on the Group's financial statements except as follows:-

The amendments to MFRS 107 require an entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes. A reconciliation between opening and closing balances of these items is provided in Note 38 to the financial statements.

3. BASIS OF PREPARATION (CONT'D)

3.2 The Group has not applied in advance the following accounting standards and/or interpretations (including the consequential amendments, if any) that have been issued by the Malaysian Accounting Standards Board (MASB) but are not yet effective for the current financial year:-

MFRSs and/or IC Interpretations (Including The Consequential Amendments)	Effective Date
MFRS 9 Financial Instruments (IFRS 9 issued by IASB in July 2014)	1 January 2018
MFRS 15 Revenue from Contracts with Customers	1 January 2018
MFRS 16 Leases	1 January 2019
MFRS 17 Insurance Contracts	1 January 2021
IC Interpretation 22 Foreign Currency Transactions and Advance Consideration	1 January 2018
IC Interpretation 23 Uncertainty Over Income Tax Treatments	1 January 2019
Amendments to MFRS 2: Classification and Measurement of Share-based Payment Transactions	1 January 2018
Amendments to MFRS 4: Applying MFRS 9 Financial Instruments with MFRS 4 Insurance Contracts	1 January 2018
Amendments to MFRS 9: Prepayment Features with Negative Compensation	1 January 2019
Amendments to MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred
	Deferred 1 January 2018
and its Associate or Joint Venture	
and its Associate or Joint Venture Amendments to MFRS 15: Effective Date of MFRS 15	1 January 2018
and its Associate or Joint Venture Amendments to MFRS 15: Effective Date of MFRS 15 Amendments to MFRS 15: Clarifications to MFRS 15 'Revenue from Contracts with Customers'	1 January 2018 1 January 2018
and its Associate or Joint Venture Amendments to MFRS 15: Effective Date of MFRS 15 Amendments to MFRS 15: Clarifications to MFRS 15 'Revenue from Contracts with Customers' Amendments to MFRS 119: Plan Amendment, Curtailment or Settlement	1 January 2018 1 January 2018 1 January 2019
and its Associate or Joint Venture Amendments to MFRS 15: Effective Date of MFRS 15 Amendments to MFRS 15: Clarifications to MFRS 15 'Revenue from Contracts with Customers' Amendments to MFRS 119: Plan Amendment, Curtailment or Settlement Amendments to MFRS 128: Long-term Interests in Associates and Joint Ventures	1 January 2018 1 January 2018 1 January 2019 1 January 2019
and its Associate or Joint Venture Amendments to MFRS 15: Effective Date of MFRS 15 Amendments to MFRS 15: Clarifications to MFRS 15 'Revenue from Contracts with Customers' Amendments to MFRS 119: Plan Amendment, Curtailment or Settlement Amendments to MFRS 128: Long-term Interests in Associates and Joint Ventures Amendments to MFRS 140 - Transfers of Investment Property	1 January 2018 1 January 2018 1 January 2019 1 January 2019 1 January 2018

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

3. BASIS OF PREPARATION (CONT'D)

- 3.2 The adoption of the above accounting standards and/or interpretations (including the consequential amendments, if any) is expected to have no material impact on the financial statements of the Group upon their initial application except as follows:-
 - (a) MFRS 9 (IFRS 9 issued by IASB in July 2014) replaces the guidance in MFRS 139 on the classification and measurement of financial assets and financial liabilities, impairment of financial assets, and on hedge accounting.

MFRS 9 contains a new classification and measurement approach for financial assets that reflects the business model in which the financial assets are managed and their cash flow characteristics. The new standard contains 3 principal classification categories for financial assets (measured at amortised cost, fair value through profit or loss, fair value through other comprehensive income) and eliminates the existing MFRS 139 categories of held to maturity, loans and receivables and available-for-sale financial assets.

MFRS 9 replaces the 'incurred loss' model in MFRS 139 with an 'expected credit loss' ("ECL") model. The new impairment model is forward-looking and eliminates the need for a trigger event to have occurred before credit losses are recognised. It involves a 3-stage approach under which financial assets move through the stages as their credit quality changes. This new impairment model applies to financial assets measured at amortised cost, debt instruments measured at fair value through other comprehensive income, contract assets, lease receivables, loan commitments and certain financial guarantee contracts.

The Group is currently assessing the impact of implementing MFRS 9. As a result, the potential impact on the adoption of this standard would only be observable when the assessment is completed later.

(b) MFRS 15 establishes a single comprehensive model for revenue recognition and will supersede the current revenue recognition guidance and other related interpretations when it becomes effective. Under MFRS 15, an entity shall recognise revenue when (or as) a performance obligation is satisfied, i.e. when 'control' of the distinct promised goods or services underlying the particular performance obligation is transferred to the customers. The amendments to MFRS 15 further clarify the concept of 'distinct' for the purposes of this accounting standard. In addition, extensive disclosures are also required by MFRS 15 about the nature, amount, timing and uncertainty of revenue and cash flows from contracts with customers.

As at the date of authorisation of issue of the financial statements, the assessment of implementing MFRS 15 has not been finalised. Thus, the potential impact of the adoption of this standard cannot be determined and estimated reliably until the assessment is completed later.

4. SIGNIFICANT ACCOUNTING POLICIES

4.1 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Key Sources of Estimation Uncertainty

Management believes that there are no key assumptions made concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year other than as disclosed below :-

(a) Depreciation of Property, Plant and Equipment

The estimates for the residual values, useful lives and related depreciation charges for the property, plant and equipment are based on commercial factors which could change significantly as a result of technical innovations and competitors' actions in response to the market conditions. The Group anticipates that the residual values of its property and equipment will be insignificant. As a result, residual values are not being taken into consideration for the computation of the depreciable amount. Changes in the expected level of usage and technological development could impact the economic useful lives and the residual values of these assets, therefore future depreciation charges could be revised. The carrying amount of property, plant and equipment as at the reporting date is disclosed in Note 7 to the financial statements.



4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.1 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONT'D)

Key Sources of Estimation Uncertainty (Cont'd)

(b) Contract Accounting

Contract accounting requires reliable estimation of the costs to complete the contract and reliable estimation of the stage of completion.

(i) Contract Revenue

Contract accounting requires claims and incentive payments only be recognised as contract revenue to the extent that it is probable that they will be accepted by the customers. As the approval process often takes some time, a judgement is required to be made of its probability and revenue recognised accordingly.

(ii) Contract Costs

Using experience gained on each particular contract and taking into account the expectations of the time and materials required to complete the contract, management estimates the profitability of the contract on an individual basis at any particular time.

(c) Income Taxes

There are certain transactions and computations for which the ultimate tax determination may be different from the initial estimate. The Group recognises tax liabilities based on its understanding of the prevailing tax laws and estimates of whether such taxes will be due in the ordinary course of business. Where the final outcome of these matters is different from the amounts that were initially recognised, such difference will impact the income tax expense and deferred tax balances in the period in which such determination is made. The carrying amount of current tax liabilities as at the reporting date is RM1,918,000 (2017 - RM2,657,000).

(d) Impairment of Other Non-financial Assets

The Group determines whether its other non-financial assets is impaired by evaluating the extent to which the recoverable amount of the asset is less than its carrying amount. This evaluation is subject to changes such as market performance, economic and political situation of the country. A variety of methods is used to determine the recoverable amount, such as valuation reports and discounted cash flows. For discounted cash flows, significant judgement is required in the estimation of the present value of future cash flows generated by the assets, which involve uncertainties and are significantly affected by assumptions used and judgements made regarding estimates of future cash flows and discount rates.

(e) Amortisation of Intangible Assets

The estimates for the residual values, useful lives and related amortisation charges for the development costs are based on commercial factors which could change significantly as a result of technical innovations and competitors' actions in response to the market conditions. The Group anticipates that the residual values of its development costs will be insignificant. As a result, residual values are not being taken into consideration for the computation of the amortisation amount. Changes in the expected level of usage and technological development could impact the economic useful lives and the residual values of these assets, therefore future amortisation charges could be revised. The carrying amount of development costs measured at revaluation as at the reporting date is disclosed in Note 8 to the financial statements.

(f) Impairment of Trade and Other Receivables

An impairment loss is recognised when there is objective evidence that a financial asset is impaired. Management specifically reviews its trade and other receivables and analyses their ageing profiles, historical bad debts, customer concentrations, customer creditworthiness, current economic trends and changes in the customer payment terms when making a judgement to evaluate the adequacy of the allowance for impairment losses. Where there is objective evidence of impairment, the amount and timing of future cash flows are estimated based on historical loss experience for assets with similar credit risk characteristics. If the expectation is different from the estimation, such difference will impact the carrying value of receivables. The carrying amount of trade and other receivables as at the reporting date are disclosed in Notes 12 and 13 to the financial statements.

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.1 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS (CONT'D)

Key Sources of Estimation Uncertainty (Cont'd)

(g) Impairment of Available-for-sale Financial Assets

The Group reviews its available-for-sale financial assets at the end of each reporting period to assess whether they are impaired. The Group also records impairment loss on available-for-sale equity investments when there has been a significant or prolonged decline in the fair value below their cost. The determination of what is "significant' or "prolonged" requires judgement. In making this judgement, the Group evaluates, among other factors, historical share price movements and the duration and extent to which the fair value of an investment is less than its cost.

(h) Impairment of Goodwill

The assessment of whether goodwill is impaired requires an estimation of the value in use of the cash-generating unit to which the goodwill is allocated. Estimating a value in use amount requires management to make an estimate of the expected future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The carrying amount of goodwill as at the reporting date is disclosed in Note 9 to the financial statements.

Critical Judgements Made in Applying Accounting Policies

Management believes that there are no instances of application of critical judgement in applying the Group's accounting policies which will have a significant effect on the amounts recognised in the financial statements other than as disclosed below:-

Fair Value Estimates for Certain Financial Assets and Liabilities

The Group carries certain financial assets and liabilities at fair value, which requires extensive use of accounting estimates and judgement. While significant components of fair value measurement were determined using verifiable objective evidence, the amount of changes in fair value would differ if the Group uses different valuation methodologies. Any changes in fair value of these assets and liabilities would affect profit and/or equity.

4.2 BASIS OF CONSOLIDATION

The consolidated financial statements include the financial statements of the Company and its subsidiaries made up to the end of the reporting period.

Subsidiaries are entities (including structured entities, if any) controlled by the Group. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Potential voting rights are considered when assessing control over when such rights are substantive. The Group also considers it has de facto power over an investee when, despite not having the majority of voting rights, it has the current ability to direct the activities of the investee that significantly affect the investee's return.

Subsidiaries are consolidated from the date on which control is transferred to the Group up to the effective date on which control ceases, as appropriate.

Intragroup transactions, balances, income and expenses are eliminated on consolidation. Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Where necessary, adjustments are made to the financial statements of subsidiaries to ensure consistency of accounting policies with those of the Group.

(a) Merger Accounting for common control business combinations

A business combination involving entities under common control is a business combination in which all the combining entities or subsidiaries are ultimately controlled by the same party and parties both before and after the business combination, and that control is not transitory.

Subsidiaries acquired which have met the criteria for pooling of interest are accounted for using merger accounting principles. Under the merger method of accounting, the results of the subsidiaries presented as if the merger had been effected throughout the current financial year.



4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.2 BASIS OF CONSOLIDATION (CONT'D)

(a) Merger Accounting for common control business combinations (Cont'd)

The assets and liabilities combined are accounted for based on the carrying amounts from the perspective of the acquirer's interest in the net fair value of the acquiree's identifiable assets and liabilities and contingent liabilities over cost at the time of the common control business combination to the extent of the continuation of the controlling party and parties' interests.

When the merger method is used, the cost of investment in the Company's books is recorded at the nominal value of shares issued. The difference between the carrying value of the investment and the nominal value of the shares of the subsidiaries is treated as a merger deficit or merger reserve as applicable. The results of the subsidiaries being merged are included for the full financial year.

(b) Business Combinations

Acquisitions of businesses are accounted for using the acquisition method. Under the acquisition method, the consideration transferred for acquisition of a subsidiary is the fair value of the assets transferred, liabilities incurred and the equity interests issued by the Group at the acquisition date. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs, other than the costs to issue debt or equity securities, are recognised in profit or loss when incurred.

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

Non-controlling interests in the acquiree may be initially measured either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets at the date of acquisition. The choice of measurement basis is made on a transaction-by-transaction basis.

(c) Non-controlling Interests

Non-controlling interests are presented within equity in the consolidated statement of financial position, separately from the equity attributable to owners of the Company. Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income is attributed to non-controlling interests even if this results in the non-controlling interests having a deficit balance.

(d) Changes in Ownership Interests in Subsidiaries Without Change of Control

All changes in the parent's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. Any difference between the amount by which the non-controlling interest is adjusted and the fair value of consideration paid or received is recognised directly in equity of the Group.

(e) Loss of Control

Upon the loss of control of a subsidiary, the Group recognises any gain or loss on disposal in profit or loss which is calculated as the difference between:-

- (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest in the former subsidiary; and
- (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the former subsidiary and any noncontrolling interests.

Amounts previously recognised in other comprehensive income in relation to the former subsidiary are accounted for in the same manner as would be required if the relevant assets or liabilities were disposed of (i.e. reclassified to profit or loss or transferred directly to retained profits). The fair value of any investments retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under MFRS 139 or, when applicable, the cost on initial recognition of an investment in an associate or a joint venture.

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.3 GOODWILL

Goodwill is measured at cost less accumulated impairment losses, if any. The carrying value of goodwill is reviewed for impairment annually or more frequently if events or changes in circumstances indicate that the carrying amount may be impaired. The impairment value of goodwill is recognised immediately in profit or loss. An impairment loss recognised for goodwill is not reversed in a subsequent period.

Under the acquisition method, any excess of the sum of the fair value of the consideration transferred in the business combination, the amount of non-controlling interests recognised and the fair value of the Group's previously held equity interest in the acquiree (if any), over the net fair value of the acquiree's identifiable assets and liabilities at the date of acquisition is recorded as goodwill.

Where the latter amount exceeds the former, after reassessment, the excess represents a bargain purchase gain and is recognised in profit or loss immediately.

In respect of equity-accounted associates, the carrying amount of goodwill is included in the carrying amount of the investment and an impairment loss on such an investment is not allocated to any asset, including goodwill, that forms part of the carrying amount of the equity-accounted associates.

4.4 FUNCTIONAL AND FOREIGN CURRENCIES

(a) Functional and Presentation Currency

The individual financial statements of each entity in the Group are presented in the currency of the primary economic environment in which the entity operates, which is the functional currency.

The consolidated financial statements are presented in Ringgit Malaysia ("RM"), which is the Company's functional and presentation currency and has been rounded to nearest thousand, unless otherwise stated.

(b) Foreign Currency Transaction and Balances

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

(c) Foreign Operations

Assets and liabilities of foreign operations (including any goodwill and fair value adjustments arising on acquisition) are translated to the Group's presentation currency at the exchange rates at the end of the reporting period. Income, expenses and other comprehensive income of foreign operations are translated at exchange rates at the dates of the transactions. All exchange differences arising from translation are taken directly to other comprehensive income and accumulated in equity; attributed to the owners of the Company and non-controlling interests, as appropriate.

Goodwill and fair value adjustments arising from the acquisition of foreign operations are treated as assets and liabilities of the foreign operations and are recorded in the functional currency of the foreign operations and translated at the closing rate at the end of the reporting period.

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign subsidiary, or a partial disposal involving loss of control over a subsidiary that includes a foreign operation, or a partial disposal of an interest in an associate that includes a foreign operation of which the retained interest becomes a financial asset), all of the exchange differences accumulated in equity in respect of that foreign operation attributable to the owners of the Company are reclassified to profit or loss as part of the gain or loss on disposal. The portion that is related to non-controlling interests is derecognised but is not reclassified to profit or loss.



4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.4 FUNCTIONAL AND FOREIGN CURRENCIES (CONT'D)

(c) Foreign Operations (Cont'd)

In addition, in relation to a partial disposal of a subsidiary that does not result in the Group losing control over the subsidiary, the proportionate share of accumulated exchange differences are reattributed to non-controlling interests and are not recognised in profit or loss. When the Group disposes of only part of its investment in an associate that includes a foreign operation while retaining significant influence, the proportionate share of the accumulative exchange differences is reclassified to profit or loss.

In the consolidated financial statements, when settlement of an intragroup loan is neither planned nor likely to occur in the foreseeable future, the exchange differences arising from translating such monetary item are considered to form part of a net investment in the foreign operation and are recognised in other comprehensive income.

4.5 FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are recognised in the statements of financial position when the Group has become a party to the contractual provisions of the instruments.

Financial instruments are classified as financial assets, financial liabilities or equity instruments in accordance with the substance of the contractual arrangement and their definitions in MFRS 132. Interest, dividends, gains and losses relating to a financial instrument classified as a liability are reported as an expense or income. Distributions to holders of financial instruments classified as equity are charged directly to equity.

Financial instruments are offset when the Group has a legally enforceable right to offset and intends to settle either on a net basis or to realise the asset and settle the liability simultaneously.

A financial instrument is recognised initially at its fair value. Transaction costs that are directly attributable to the acquisition or issue of the financial instrument (other than a financial instrument at fair value through profit or loss) are added to/deducted from the fair value on initial recognition, as appropriate. Transaction costs on the financial instrument at fair value through profit or loss are recognised immediately in profit or loss.

Financial instruments recognised in the statements of financial position are disclosed in the individual policy statement associated with each item.

(a) Financial Assets

On initial recognition, financial assets are classified as either financial assets at fair value through profit or loss, held-tomaturity investments, loans and receivables financial assets, or available-for-sale financial assets, as appropriate.

(i) Financial Assets at Fair Value through Profit or Loss

Financial assets are classified as financial assets at fair value through profit or loss when the financial asset is either held for trading or is designated to eliminate or significantly reduce a measurement or recognition inconsistency that would otherwise arise. Derivatives are also classified as held for trading unless they are designated as hedges.

Financial assets at fair value through profit or loss are stated at fair value, with any gains or losses arising on remeasurement recognised in profit or loss. Dividend income from this category of financial assets is recognised in profit or loss when the Group's right to receive payment is established.

Financial assets at fair value through profit or loss could be presented as current assets or non-current assets. Financial assets that are held primarily for trading purposes are presented as current assets whereas financial assets that are not held primarily for trading purposes are presented as current assets or non-current based on the settlement date.

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.5 FINANCIAL INSTRUMENTS (CONT'D)

(a) Financial Assets (Cont'd)

(ii) Held-to-maturity Investments

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturities that the management has the positive intention and ability to hold to maturity. Held-to-maturity investments are measured at amortised cost using the effective interest method less any impairment loss, with interest income recognised in profit or loss on an effective yield basis.

Held-to-maturity investments are classified as non-current assets, except for those having maturity within 12 months after the reporting date which are classified as current assets.

(iii) Loans and Receivables Financial Assets

Trade receivables and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as loans and receivables financial assets. Loans and receivables financial assets are measured at amortised cost using the effective interest method, less any impairment loss. Interest income is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating interest income over the relevant period. The effective interest rate is the rate that discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Loans and receivables financial assets are classified as current assets, except for those having settlement dates later than 12 months after the reporting date which are classified as non-current assets.

(iv) Available-for-sale Financial Assets

Available-for-sale financial assets are non-derivative financial assets that are designated in this category or are not classified in any of the other categories.

After initial recognition, available-for-sale financial assets are remeasured to their fair values at the end of each reporting period. Gains and losses arising from changes in fair value are recognised in other comprehensive income and accumulated in the fair value reserve, with the exception of impairment losses. On derecognition, the cumulative gain or loss previously accumulated in the fair value reserve is reclassified from equity into profit or loss.

Dividends on available-for-sale equity instruments are recognised in profit or loss when the Group's right to receive payments is established.

Investments in equity instruments whose fair value cannot be reliably measured are measured at cost less accumulated impairment losses, if any.

Available-for-sale financial assets are classified as non-current assets unless they are expected to be realised within 12 months after the reporting date.

(b) Financial Liabilities

(i) Financial Liabilities at Fair Value through Profit or Loss

Fair value through profit or loss category comprises financial liabilities that are either held for trading or are designated to eliminate or significantly reduce a measurement or recognition inconsistency that would otherwise arise. Derivatives are also classified as held for trading unless they are designated as hedges.

4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.5 FINANCIAL INSTRUMENTS (CONT'D)

(b) Financial Liabilities (Cont'd)

(ii) Other Financial Liabilities

Other financial liabilities are initially measured at fair value plus directly attributable transaction costs and subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period.

Financial liabilities are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

(c) Equity Instruments

Equity instruments classified as equity are measured initially at cost and are not remeasured subsequently.

Ordinary Shares

Ordinary shares are classified as equity and recorded at the proceeds received, net of directly attributable transaction costs.

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

(d) 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.

(e) 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 specific debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantee contracts are recognised initially as liabilities at fair value, net of transaction costs. Subsequent to initial recognition, financial guarantee contracts are recognised as income in profit or loss over the period of the guarantee or, when there is no specific contractual period, recognised in profit or loss upon discharge of the guarantee. If the debtor fails to make payment relating to a financial guarantee contract when it is due and the Group, as the issuer, is required to reimburse the holder for the associated loss, the liability is measured at the higher of the best estimate of the expenditure required to settle the present obligation at the end of the reporting period and the amount initially recognised less cumulative amortisation.

4.6 INVESTMENTS IN SUBSIDIARIES

Investments in subsidiaries are stated at cost in the statement of financial position of the Company, and are reviewed for impairment at the end of the reporting period if events or changes in circumstances indicate that the carrying values may not be recoverable. The cost of the investments includes transaction costs.

On the disposal of the investments in subsidiaries, the difference between the net disposal proceeds and the carrying amount of the investments is recognised in profit or loss.

Notes to the Financial Statements (Cont'd)

For The Financial Year Ended 31 March 2018

4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.7 INVESTMENTS IN ASSOCIATES

An associate is an entity in which the Group has a long-term equity interest and where it exercises significant influence over the financial and operating policies.

Investments in associates are stated at cost in the statement of financial position of the Company, and are reviewed for impairment at the end of the reporting period if events or changes in circumstances indicate that the carrying values may not be recoverable. The cost of the investment includes transaction costs.

The investment in an associate is accounted for in the consolidated financial statements using the equity method based on the financial statements of the associate made up to 31 March 2018. The Group's share of the post acquisition profits and other comprehensive income of the associate is included in the consolidated statement of profit or loss and other comprehensive income, after adjustment if any, to align the accounting policies with those of the Group, from the date that significant influence commences up to the effective date on which significant influence ceases or when the investment is classified as held for sale. The Group's interest in the associate is carried in the consolidated statement of financial position at cost plus the Group's share of the post acquisition retained profits and reserves. The cost of investment includes transaction costs.

When the Group's share of losses exceeds its interest in an associate, the carrying amount of that interest is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Group has an obligation.

Unrealised gains or losses on transactions between the Group and the associate are eliminated to the extent of the Group's interest in the associate. Unrealised losses are eliminated unless cost cannot be recovered.

When the Group ceases to have significant influence over an associate and the retained interest in the former associate is a financial asset, the Group measures the retained interest at fair value at that date and the fair value is regarded as the initial carrying amount of the financial asset in accordance with MFRS 139. Furthermore, the Group also reclassifies its share of the gain or loss previously recognised in other comprehensive income of that associate to profit or loss when the equity method is discontinued.

4.8 PROPERTY, PLANT AND EQUIPMENT

All items of property, plant and equipment are initially measured at cost. Cost includes expenditure that are directly attributable to the acquisition of the asset and other costs directly attributable to bringing the asset to working condition for its intended use.

Subsequent to initial recognition, all property, plant and equipment, other than freehold land and buildings, are stated at cost less accumulated depreciation and any impairment losses.

Freehold land is stated at valuation less impairment losses recognised after the date of the revaluation. Freehold buildings are stated at revalued amount less accumulated depreciation and impairment losses recognised after the date of the revaluation.

Freehold land and buildings are revalued periodically, at least once in every three years. Surpluses arising from the revaluation are recognised in other comprehensive income and accumulated in equity under the revaluation reserve to the extent that it reverses a revaluation deficit of the same asset previously recognised in profit or loss. Deficits arising from the revaluation, to the extent that they are not supported by any previous revaluation surpluses, are recognised in profit or loss.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when the cost is incurred and it is probable that the future economic benefits associated with the asset will flow to the Group and the cost of the asset can be measured reliably. The carrying amount of parts that are replaced is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

Freehold land is not depreciated. Depreciation on other property, plant and equipment is charged to profit or loss (unless it is included in the carrying amount of another asset) on a straight-line method to write off the depreciable amount of the assets over their estimated useful lives. Depreciation of an asset does not cease when the asset becomes idle or is retired from active use unless the asset is fully depreciated. The principal annual rates used for this purpose are:-

Buildings	50 years
Plant and machinery	20% - 33%
Office equipment, furniture and fittings	10% - 33%
Computer equipment	33%
Office renovation	10% - 33%
Motor vehicles	10% - 25%
Motor vehicles	10% - 25%



4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.8 PROPERTY, PLANT AND EQUIPMENT (CONT'D)

Capital work-in-progress included in property, plant and equipment are not depreciated as these assets are not yet available for use.

Capital work-in-progress represents payments made towards the acquisition of computer hardware and related capital assets and assets under construction, and which are not ready for commercial use at the end of the reporting date. Capital workin-progress is stated at cost and will be transferred to the relevant category of long-term assets and depreciated accordingly when the assets are completed and ready for commercial use. Cost of capital work-in-progress includes direct costs and related expenditure.

The depreciation method, useful lives and residual values are reviewed, and adjusted if appropriate, at the end of each reporting period to ensure that the amounts, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of the property, plant and equipment. Any changes are accounted for as a change in estimate.

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.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising from derecognition of the asset, being the difference between the net disposal proceeds and the carrying amount, is recognised in profit or loss. The revaluation reserve included in equity is transferred directly to retained profits on retirement or disposal of the asset.

4.9 INTANGIBLE ASSETS

(a) Research and development expenditure

Research expenditure is recognised as an expense when it is incurred.

Development expenditure is recognised as an expense except that costs incurred on development projects are capitalised as non-current assets to the extent that such expenditure is expected to generate future economic benefits. Development expenditure is capitalised if, and only if, an entity can demonstrate all of the following :-

- (i) its ability to measure reliably the expenditure attributable to the asset under development;
- (ii) the product or process is technically and commercially feasible;
- (iii) its future economic benefits are probable;
- (iv) its intention to complete and the ability to use or sell the developed asset; and
- (v) the availability of adequate technical, financial and other resources to complete the asset under development.

Capitalised development expenditure is measured at cost less accumulated amortisation and impairment losses, if any. Development expenditure initially recognised as an expense is not recognised as assets in the subsequent period.

(b) Other Intangible Assets

Intangible assets, other than goodwill, that are acquired by the Group, which has finite useful lives, are measured at cost less any accumulated amortisation and any accumulated impairment losses.

The research and development expenditure and other intangible assets are amortised on a straight-line method when the products are ready for sale or use. The principal annual rates used for this purpose are:-

Software	3 years
Development expenditure	3 - 5 years
Customer relationship	10 years
Trademark	2 years

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.9 INTANGIBLE ASSETS (CONT'D)

In the event that the expected future economic benefits are no longer probable of being recovered, the development expenditure and other intangible assets are written down to its recoverable amount.

The amortisation method, useful life and residual value are reviewed, and adjusted if appropriate, at the end of each reporting period.

4.10 IMPAIRMENT

(a) Impairment of Financial Assets

All financial assets (other than those categorised at fair value through profit or loss, investments in subsidiaries and investments in associates), are assessed at the end of each reporting period whether there is any objective evidence of impairment as a result of one or more events having an impact on the estimated future cash flows of the asset. For an equity instrument, a significant or prolonged decline in the fair value below its cost is considered to be an objective evidence of impairment.

An impairment loss in respect of held-to-maturity investments and loans and receivables financial assets is recognised in profit or loss and is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

An impairment loss in respect of available-for-sale financial assets is recognised in profit or loss and is measured as the difference between its cost (net of any principal payment and amortisation) and its current fair value, less any impairment loss previously recognised in the fair value reserve. In addition, the cumulative loss recognised in other comprehensive income and accumulated in equity under fair value reserve, is reclassified from equity into profit or loss.

With the exception of available-for-sale debt instruments, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent that the carrying amount of the financial asset at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised. In respect of available-for-sale equity instruments, impairment losses previously recognised in profit or loss are not reversed through profit or loss. Any increase in fair value subsequent to an impairment loss made is recognised in other comprehensive income.

An impairment loss in respect of unquoted equity instrument that is carried at cost is recognised in profit or loss and is measured as the difference between the financial asset's carrying amount and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment losses are not reversed in subsequent periods.

(b) Impairment of Non-financial Assets

The carrying values of assets, other than those to which MFRS 136 - Impairment of Assets does not apply, are reviewed at the end of each reporting period for impairment when an annual impairment assessment is compulsory or there is an indication that the assets might be impaired. Impairment is measured by comparing the carrying values of the assets with their recoverable amounts. When the carrying amount of an asset exceeds its recoverable amount, the asset is written down to its recoverable amount and an impairment loss shall be recognised. The recoverable amount of an asset is the higher of the asset's fair value less costs to sell and its value-in-use, which is measured by reference to discounted future cash flows using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where it is not possible to estimate the recoverable amount of an individual asset, the Group determines the recoverable amount of the cash-generating unit to which the asset belongs.

An impairment loss is recognised in profit or loss immediately unless the asset is carried at its revalued amount. Any impairment loss of a revalued asset is treated as a revaluation decrease to the extent of a previously recognised revaluation surplus for the same asset. Any impairment loss recognised in respect of a cash-generating unit is allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit and then to reduce the carrying amounts of the other assets in the cash-generating unit on a pro rata basis.



4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.10 IMPAIRMENT (CONT'D)

(b) Impairment of Non-financial Assets (Cont'd)

In respect of assets other than goodwill, and when there is a change in the estimates used to determine the recoverable amount, a subsequent increase in the recoverable amount of an asset is treated as a reversal of the previous impairment loss and is recognised to the extent of the carrying amount of the asset that would have been determined (net of amortisation and depreciation) had no impairment loss been recognised. The reversal is recognised in profit or loss immediately, unless the asset is carried at its revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

4.11 LEASED ASSETS

(a) Finance Lease

A lease is recognised as a finance lease if it transfers substantially to the Group all the risks and rewards incidental to ownership. 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. The corresponding liability is included in the statement of financial position as hire purchase payables.

Minimum lease payments made under finance leases are apportioned between the finance costs and the reduction of the outstanding liability. The finance costs, which represent the difference between the total leasing commitments and the fair value of the assets acquired, are recognised in the profit or loss and allocated over the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability for each accounting period.

(b) Operating Lease

All leases that do not transfer substantially to the Group all the risks and rewards incidental to ownership are classified as operating leases and, the leased assets are not recognised on the statement of financial position of the Group and of the Company.

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

4.12 INVENTORIES

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the first-in-first-out method, and comprises the purchase price, production or conversion costs and incidentals incurred in bringing the inventories to their present location and condition.

Net realisable value represents the estimated selling price less the estimated costs of completion and the estimated costs necessary to make the sale.

4.13 CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise cash in hand, bank balances, demand deposits and short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value with original maturity periods of three months or less. For the purpose of the statements of cash flows, cash and cash equivalents are presented net of bank overdrafts.

4.14 PROVISIONS

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of past events, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and when a reliable estimate of the amount can be made. Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. Where the effect of the time value of money is material, the provision is the present value of the estimated expenditure required to settle the obligation. The unwinding of the discount is recognised as interest expense in profit or loss.

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.15 EMPLOYEE BENEFITS

(a) Short-term Benefits

Wages, salaries, paid annual leave and bonuses are measured on an undiscounted basis and are recognised in profit or loss and included in the intangible assets, where appropriate, in the period in which the associated services are rendered by employees of the Group.

(b) Defined Contribution Plans

The Group's contributions to defined contribution plans are recognised in profit or loss and included in the intangible assets, where appropriate, in the period to which they relate. Once the contributions have been paid, the Group has no further liability in respect of the defined contribution plans.

4.16 INCOME TAXES

(a) Current Tax

Current tax assets and liabilities are expected amount of income tax recoverable or payable to the taxation authorities.

Current taxes are measured using tax rates and tax laws that have been enacted or substantively enacted at the end of the reporting period and are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss (either in other comprehensive income or directly in equity).

(b) Deferred Tax

Deferred tax are recognised using the liability method for all temporary differences other than those that arise from goodwill or from the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit.

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

Deferred tax assets are recognised for all deductible temporary differences, unused tax losses and unused tax credits to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised. The carrying amounts of deferred tax assets are reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that the related tax benefits will be realised.

Current and deferred tax items are recognised in correlation to the underlying transactions either in profit or loss, other comprehensive income or directly in equity. Deferred tax arising from a business combination is adjusted against goodwill or negative goodwill.

Current tax assets and liabilities or deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred taxes relate to the same taxable entity (or on different tax entities but they intend to settle current tax assets and liabilities on a net basis) and the same taxation authority.

(c) Goods and Services Tax ("GST")

Revenues, expenses and assets are recognised net of GST except for the GST in a purchase of assets or services which are not recoverable from the taxation authorities, the GST are included as part of the costs of the assets acquired or as part of the expense item whichever is applicable.

In addition, receivables and payables are also stated with the amount of GST included (where applicable).

The net amount of the GST recoverable from or payable to the taxation authorities at the end of the reporting period is included in other receivables or other payables.



4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.17 CONTINGENT LIABILITIES

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

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

4.18 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 to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

4.19 EARNINGS PER ORDINARY SHARE

Basic earnings per ordinary share is calculated by dividing the consolidated profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the reporting period, adjusted for own shares held.

Diluted earnings per ordinary share is determined by adjusting the consolidated profit or loss attributable to ordinary shareholders of the Company and the weighted average number of ordinary shares outstanding, adjusted for the effects of all dilutive potential ordinary shares.

4.20 BORROWING COSTS

Borrowing costs that directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of those assets, until such time as the assets are ready for their intended use or sale. The capitalisation of borrowing costs is suspended during extended periods in which active development is interrupted. The capitalisation rate used to determine the amount of borrowing costs eligible for capitalisation is the weighted average of the borrowing costs applicable to borrowings that are outstanding during the financial year, other than borrowings made specifically for the purpose of financing a specific project-in-progress, in which case the actual borrowing costs incurred on that borrowings less any investment income on temporary investment of that borrowings will be capitalised.

All other borrowing costs are recognised in profit or loss as expenses in the year in which they incurred.

4.21 FAIR VALUE MEASUREMENTS

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using a valuation technique. The measurement assumes that the transaction 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.

For financial reporting purposes, the fair value measurements are analysed into level 1 to level 3 as follows :-

- Level 1 : Inputs are quoted prices (unadjusted) in active markets for identical assets or liability that the entity can access at the measurement date;
- Level 2 : Inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 : Inputs are unobservable inputs for the asset or liability.

The transfer of fair value between levels is determined as of the date of the event or change in circumstances that caused the transfer.

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.22 REVENUE AND OTHER INCOME

Revenue is measured at the fair value of the consideration received or receivable, net of returns, goods and services tax, cash and trade discounts.

(a) Contract Accounting

As soon as the outcome of a contract can be estimated reliably, contract revenue and contract cost are recognised in profit or loss in proportion to the stage of completion of the contract. Contract revenue includes the initial amount agreed in the contract plus any variations in contract work, claims and incentive payments to the extent that it is probable that they will result in revenue and can be measured reliably.

The stage of completion is assessed by reference to the proportion that contract revenue is billed for work performed to date bear to the estimated total contract revenue. When the outcome of a contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable. An expected loss on a contract is recognised immediately in profit or loss.

(b) Sale of Goods

Revenue from sale of goods is recognised when significant risks and rewards of ownership of the goods have been transferred to the buyer and where the Group does not have continuing managerial involvement and effective control over the goods sold.

(c) Services

Revenue is recognised upon the rendering of services and when the outcome of the transaction can be estimated reliably by reference to the stage of completion at the end of the reporting period. In the event the outcome of the transaction could not be estimated reliably, revenue is recognised to the extent of the expenses incurred that are recoverable.

(d) Interest Income

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

(e) Dividend Income

Dividend income is recognised when the right to receive dividend payment is established.

(f) Rental Income

Rental income is accounted for on a straight-line method over the lease term.

(g) Deferred Income

Revenue invoiced in advance is deferred and recognised as revenue upon provision of the service.

5. INVESTMENTS IN SUBSIDIARIES

				The Co 2018 RM'000	mpany 2017 RM'000
Unquoted shares, at cost				65,495	52,975
The details of the subsidiaries a	are as follows:-				
Name of Subsidiary	Principal Place of Business/ Country of Incorporation	Share	ge of Issued Capital y Parent	Principal Activities	
		2018 %	2017 %	•	
Century Software (Malaysia) Sdn. Bhd.	Malaysia	100	100	Design, development, imple marketing of financial and software and services.	mentation and d related
T-Melmax Sdn. Bhd.	Malaysia	100	100	Providing services for softwar acting as a service provide and electronic payment a	er for financial
PT Praisindo Teknologi^	The Republic of Indonesia	60	60	Providing services for softwar acting as a service provid applications, electronic p wealth management app	ler for financial ayments and
Knowledgecom Corporation Sdn. Bhd.	Malaysia	80	80	Providing computer training	g services.
Censof Maal Sdn. Bhd.^	Malaysia	100	100	Engaged in the businesses and reselling of financial software and services.	of marketing and related
Global Strategic Partners Sdn. Bhd.^	Malaysia	100	100	Magazine publisher.	
Asian Business Software Solutions Pte Ltd^	Republic of Singapore	51	51	Selling of computerised acc	ounting system
Asian Business Software Solutions Sdn. Bhd.^	Malaysia	51	51	Selling of computerised acc	ounting system
Censof Digital Sdn. Bhd.^ (Formerly known as Compuaidtech Sdn. Bhd.)	Malaysia	100	-	Providing information techr activities, employment pl agencies and consultancy	acement

^ These subsidiaries were audited by other firms of chartered accountants.

115

Notes to the Financial Statements (Cont'd)

For The Financial Year Ended 31 March 2018

5. INVESTMENTS IN SUBSIDIARIES (CONT'D)

- (a) (i) On 17 May 2017, the Company acquired 100% equity interests in Censof Digital Sdn. Bhd. (formerly known as Computited Sdn. Bhd.) for a cash consideration of RM20,000. The acquisition has no significant effect on the financial results of the Group for the current financial year and the financial position of the Group as at the end of the current reporting period.
 - (ii) During the financial year, a wholly owned subsidiary, Century Software (Malaysia) Sdn. Bhd. ("CSM") capitalised RM12,500,000 being amount owing to the Company for 12,500,000 ordinary shares.
- (b) The non-controlling interests at the end of the reporting year comprised the following:-

	Effective Equ	uity Interest	The C	ompany
	2018 %	2017 %	2018 RM'000	2017 RM'000
Asian Business Software Solutions Pte Ltd ("ABSS") Knowledgecom Corporation Sdn Bhd ("KCOM") Other individually immaterial subsidiaries	49 20	49 20	3,371 2,337 1,543	7,240 1,633 2,092
			7,251	10,965

(c) The summarised financial information (before intra-group elimination) for each subsidiary that has non-controlling interests that are material to the Group is as follows:-

		ABSS
	2018 RM′000	2017 RM'000
<u>At 31 March</u> Non-current assets Current assets Non-current liabilities Current liabilities	895 5,842 - (5,603)	917 8,242 (32) (5,558)
Net assets	1,134	3,569
<u>Financial Year Ended 31 March</u> Revenue Profit for the financial year Total comprehensive income	16,423 3,080 3,089	19,214 5,125 5,106
Total comprehensive income attributable to non-controlling interests Dividends paid to non-controlling interests	1,514 1,549	2,502 1,946
Net cash flows from operating activities Net cash flows for investing activities Net cash flows for financing activities	2,824 (288) (4,594)	5,451 (717) (4,202)

5. INVESTMENTS IN SUBSIDIARIES (CONT'D)

(c) The summarised financial information (before intra-group elimination) for each subsidiary that has non-controlling interests that are material to the Group is as follows:- (Cont'd)

	H	COM
	2018 RM′000	2017 RM'000
At 31 March		
Non-current assets	484	351
Current assets	15,335	11,867
Current liabilities	(4,161)	(4,084)
Net assets	11,658	8,134
Financial Year Ended 31 March		
Revenue	24,848	12,631
Profit for the financial year	6,023	3,272
Total comprehensive income	6,023	3,272
Total comprehensive income attributable		
to non-controlling interests	1,205	654
Dividends paid to non-controlling interests	500	250
Net cash flows from operating activities	4,021	164
Net cash flows for investing activities	(237)	(105)
Net cash flows for financing activities	(2,980)	(100)

Summarised financial information of other non-controlling interests has not been presented as the other non-controlling interests of the subsidiaries are not individually material to the Group.

6. INVESTMENTS IN AN ASSOCIATE

	Т	he Group	The	Company
	2018 RM'000	2017 RM'000 (Restated)	2018 RM'000	2017 RM'000
Quoted shares, at cost Share of post-acquisition profits, net of dividends	86,472	88,578	58,080	63,326
received Share of post-acquisition other comprehensive	8,788	4,488	-	-
(expense)/income Share of post-acquisition equity reserve	(3,945) 1,037	1,572	-	-
	92,352	94,638	58,080	63,326
Market value of quoted shares	106,896	181,507		

117

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

6. INVESTMENTS IN AN ASSOCIATE (CONT'D)

The details of the associate are as follows:

Name of Associate	Principal Place of Business		re Equity erest	Principal Activities	
		2018 %	2017 %	•	
Dagang NeXchange Berhad	Malaysia	16.22	17.94	Investment holding	

(a) Although the Group holds less than 20% of the voting power in Dagang NeXchange Berhad ("DNeX"), the Group is able to exercise significant influence because it has representations on the Board of Directors of the associate.

(b) The summarised unaudited financial information (after any fair value adjustment at acquisition date and the alignment for the Group's accounting policies) for the associate that is material to the Group is as follow:-

	2018 RM'000	DNeX 2017 RM'000 (Restated)
<u>At 31 March</u> Non-current assets Current assets Non-current liabilities Current liabilities	357,357 250,033 (27,305) (160,058)	
Net assets	420,027	416,180
<u>12-month/6-month Period Ended 31 March</u> Revenue Profit for the financial period Other comprehensive income	231,220 68,875 (24,277)	111,131 34,000 8,758
Group's share of profit for the financial year Group's share of other comprehensive (expense)/income Group's share of equity reserve Dividends received	10,274 (3,945) 1,037 (1,486)	-
<u>Reconciliation of Net Assets to Carrying Amount</u> Group's share of net assets Goodwill	70,442 21,910	72,424 22,214
Carrying amount of the Group's interests in this associate	92,352	94,638

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The Group	At 1.4.2017 RM'000		Additions RM'000	Disposal RM'000	Transfer RM'000	Diff Diff	Depr	Depreciation Charge RM'000	At 31.3.2018 RM'000
31.3.2018									
Carrying Amount									
Plant and machinery		58	12	ı		ı	(1)	(4 1)	50
once equipment, iuminate and fittings	1,2	,283	282	I			(87)	(836)	642
Computer equipment Office renovation	- (100 271	82 177	(1)	- 132	- 0	- 101	(53) (122)	128 448
Motor vehicles Canital work-in- prograss	1 [] (559 144				6	(1 2)	(207)	352
		+				-1	171		1
	2,4	2,415	553	(1)		-	(110)	(1,237)	1,620
		Acquisition				Currency		Disposal	
The Group	At 1.4.2016 RM'000	of a Subsidiary RM'000	Additions RM'000	Reclassification RM'000	Disposal RM'000	Translation Differences RM'000	Depreciation Charge RM'000	of a Subsidiary RM'000	At 31.3.2017 RM'000
31.3.2017									
Carrying Amount									
Freehold land	I	7,669		I	'	'	I	(7,669)	I
Buildings	ı	1,731	I	ı	I	ı	(40)	(1,691)	ı
Plant and machinery	15,801	I	139	(2,222)	ı	2	(986)	(12,676)	58
Ornice equipment, furniture and fittings	1.041	1.236	381	1.450		75	(1.151)	(1.749)	1.283
Computer equipment	3,715	246	929	772	(13)	ω	(1,600)	(3,957)	100
Office renovation	858	1,243	437	55	I	-	(382)	(1,941)	271
Motor vehicles Capital work-in- progress	1,061 1,236	1 1	104 2,442	- (55)	1 1	' ∞	(252)	(354) (3,487)	559 144
	23,712	12,125	4,432		(13)	94	(4,411)	(33,524)	2,415

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Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

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

The Group	At Cost RM'000	Accumulated Depreciation RM'000	Carrying Amount RM'000
31.3.2018			
Plant and machinery Office equipment, furniture and fittings Computer equipment Office renovation Motor vehicles Capital work-in-progress	339 5,867 1,758 3,358 1,296	(289) (5,225) (1,630) (2,910) (944) -	50 642 128 448 352
	12,618	(10,998)	1,620
	At Cost RM'000	Accumulated Depreciation RM'000	Carrying Amount RM'000
31.3.2017			
Freehold land Plant and machinery Office equipment, furniture and fittings Computer equipment Office renovation Motor vehicles Capital work-in-progress	332 6,199 1,685 3,065 1,296 144	(274) (4,916) (1,585) (2,794) (737)	58 1,283 100 271 559 144
	12,721	(10,306)	2,415

Included in the assets of the Group at the end of the reporting year were motor vehicles with a total net book value of RM351,869 (2017 - RM559,253), which were acquired under hire purchase terms. These leased assets have been pledged as security for the related finance lease liabilities of the Group.

8. INTANGIBLE ASSETS

The Group	Software in progress RM'000	Software RM'000	Development expenditure RM'000	Customer relationship RM'000	Trademark RM'000	Total RM'000
Cost						
At 1.4.2016	1,417	22,897	36,540	8,814	1,818	71,486
Acquisition of a subsidiary	-	48,106	-	, -	-	48,106
Addition during the financial year	407	128	3,365	-	-	3,900
Disposal during the financial year	-	-	(10)	-	-	(10)
Reclassification	454	(454)	-	-	-	-
Currency translation differences	-	69	64	-	-	133
Disposal of a subsidiary	(2,278)	(64,123)	(315)	-	-	(66,716)
At 31.3.2017/1.4.2017	_	6,623	39,644	8,814	1,818	56,899
Addition during the financial year	_	0,020	3,049	0,014	1,010	3,049
Reclassification	_	941	(941)	-	_	5,047
Currency translation differences	-	-	(302)	-	-	(302)
At 31.3.2018	-	7,564	41,450	8,814	1,818	59,646
Accumulated amortisation			(00.447)			(0 (07 0)
At 1.4.2016	-	(14,457)	(22,417)	-	-	(36,874)
Addition during the financial year	-	(2,351)	(4,304)	(881)	(909)	(8,445)
Currency translation differences	-	(61)	-	-	-	(61)
Disposal of a subsidiary	-	14,960	315	-	-	15,275
At 31.3.2017/1.4.2017	-	(1,909)	(26,406)	(881)	(909)	(30,105)
Addition during the financial year	-	(1,198)	(4,323)	(881)	(909)	(7,311)
Currency translation differences	-	53	4	-	-	57
At 31.3.2018	-	(3,054)	(30,725)	(1,762)	(1,818)	(37,359)
Accumulated impairment loss						
At 1.4.2016	_	(192)	(1,229)	_	_	(1,421)
Impairment during the financial year		(1/2)	(320)	-	-	(320)
Written off during the financial year	-	192	(020)	-	-	192
At 31.3.2017/31.3.2018	-	-	(1,549)	-	-	(1,549)
Net carrying amount						
At 31.3.2017	-	4,714	11,689	7,933	909	25,245
At 31.3.2018	-	4,510	9,176	7,052	-	20,738

Included in development expenditure incurred during the financial year are:-

	Th	e Group
	2018 RM′000	2017 RM′000
Staff costs	2,996	3,365

Notes to the Financial Statements (Cont'd)

For The Financial Year Ended 31 March 2018

8. INTANGIBLE ASSETS (CONT'D)

The development expenditure are in respect of the development of Century Financials Software for Government and for Commercial, Merchant Payment System and Praisindo Investment Management System, and belong to the Group's "FMS", "PAS" and "WMS" reporting segment respectively. Their amortisation charges are recognised in profit or loss under the "Cost of Sales" line item in the financial statements.

Based on the impairment assessment carried out in the previous financial year, the carrying amount of the development expenditure was determined to be RM319,988, higher than its recoverable amount and accordingly an impairment loss of RM319,988 was recognised in profit or loss under the "Other Expenses" line item as disclosed in Note 33 to the financial statements.

9. GOODWILL

	Tł	ne Group
	2018 RM′000	2017 RM'000
Cost:- At 1 April Acquisition of subsidiaries (Note 36) Disposal of a subsidiary (Note 37)	29,019 20 -	67,167 48,104 (86,252)
At 31 March	29,039	29,019

(a) The carrying amounts of goodwill allocated to each cash-generating unit are as follows:-

	Th	e Group
	2018 RM'000	2017 RM'000
Wealth Management Solutions ("WMS") Training Solutions ("TS") Financial Management Solution - Commercial ("FMS-C") Others	3,331 3,224 22,464 20	3,331 3,224 22,464 -
	29,039	29,019

(b) The Group has assessed the recoverable amounts of goodwill allocated and determined that no impairment is required. The recoverable amounts of the cash-generating units ("CGU") are determined using the value-in-use approach, and this is derived from the present value of the future cash flows from each cash-generating unit computed based on the projections of financial budgets approved by management covering a period of 5 years.

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

	Average Budgeted Gross Margin 2019 - 2023	Average Growth Rate 2019 - 2023	Discount Rate 2019 - 2023	Terminal Growth Rate 2024 - infinity
WMS TS	56% 50%	39% 8%	18.99% 16.45%	0% 0%
FMS	95%	11%	16.45%	0%

The key assumptions represent management's assessment based on the selling prices and the fixed and variable costs, adjusted for market conditions and economic conditions and internal resources efficiency.

Management has determined the average budgeted profit margin and weighted average growth rate based on past performance and its expectation of market development. The discount rate used are computed based on the weighted average cost of capital of the industry that the Group operates in.



9. GOODWILL (CONT'D)

(c) Sensitivity to changes in assumptions

The management believes that there is no reasonable possible change in the above key assumptions applied that is likely to materially cause the respective cash-generating unit's carrying amount to exceed its recoverable amount.

10. OTHER INVESTMENTS

	The Group	
	2018 RM'000	2017 RM'000
Unquoted shares, at cost	100	100

Investments in unquoted shares of the Group is designated as available-for-sale financial assets but are stated at cost as their fair values cannot be reliably measured using valuation techniques due to the lack of marketability of the shares.

11. AMOUNT OWING BY SUBSIDIARIES

	The 2018 RM'000	Company 2017 RM'000
Non-current portion		
Non- trade balances Fair value Accretion of interest	10,082 - 1,676	25,631 (7,286) -
	11,758	18,345
<u>Current portion</u> Non- trade balances	5,104	7,997
	16,862	26,342

(a) The amount represents current balances which is non-trade in nature, unsecured, interest-free and repayable on demand.

(b) The amount represents non-current balances which is non-trade in nature, unsecured, interest-free and repayable within next six years.

123

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

12. TRADE RECEIVABLES

	Th	e Group
	2018 RM′000	2017 RM'000
Trade receivables Allowance for impairment losses	51,080 (11,191)	59,507 (16,643)
· · · · · · · · · · · · · · · · · · ·	39,889	42,864
Allowance for impairment losses: At 1 April Addition during the financial year Disposal of a subsidiary Reversal during the financial year Written off during the financial year	(16,643) (10,175) - 67 15,560	(13,869) (4,018) 1,244 - -
At 31 March	(11,191)	(16,643)

The Group's normal trade credit terms range from 30 to 45 (2017 - 30 to 45) days.

13. OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	т	The Group		The Company	
	2018 RM'000	2017 RM′000	2018 RM′000	2017 RM'000	
Other receivables: Third parties Deposits Prepayments	5,925 483 1,391	7,844 381 1,751	827 - -	186 26	
	7,799	9,976	827	212	
Allowance for impairment losses: At 1 April Disposal of a subsidiary	:	(301) 301	-	-	
At 31 March	-	-	-	-	

14. AMOUNT OWING BY CONTRACT CUSTOMERS

	т	he Group
	2018 RM'000	2017 RM'000
Aggregate costs incurred to date Attributable profit Less: Provision for foreseeable losses	6,118 2,901 -	40,849 11,018 (528)
Less: Progress billings	9,019 (8,622)	51,339 (32,622)
Net amount owing by contract customers	397	18,717



15. FIXED DEPOSITS WITH LICENSED BANKS

- (a) The fixed deposits with licensed banks of the Group and of the Company at the end of the reporting period bore effective interest rates ranging from 2.80% to 3.45% (2017 2.80% to 3.55%) per annum. The fixed deposits have maturity periods ranging from 28 to 90 (2017 30 to 90) days.
- (b) Included in the fixed deposits with licensed banks of the Group and of the Company at the end of the reporting period was an amount of RM4,488,098 (2017 RM5,054,102) and RM4,030,942 (2017 RM4,619,572) respectively, which have been pledged to licensed banks as security for banking facilities granted to the Group and to the Company.

16. SHORT-TERM INVESTMENTS

	The Grou	p/The Company
	2018 RM'000	2017 RM'000
Equity fund unit trusts, at fair value	568	-
At market value	568	-

The Group considered the investments in equity fund unit trusts represent investment in highly liquid money market instruments which are readily convertible to known amount of cash, and are subject to an insignificant risk of changes in value.

17. SHARE CAPITAL

The movements in the paid-up share capital of the Company are as follows:-

	The Group/The Company			
	2018 Numbe	2017 r Of Shares ('000)	2018 RM'000	2017 RM'000
Issued and Fully Paid-up				
Ordinary Shares with no Par Value				
At 1 April Issuance of shares pursuant to:	501,703	501,703	50,170	50,170
- warrant exercised	55	-	26	-
At 31 March	501,758	501,703	50,196	50,170

(i) The holders of ordinary shares are entitled to receive dividends as and when declared by the Company, and are entitled to one vote per ordinary share at meetings of the Company.

(ii) On 31 January 2017, the concept of authorised share capital and par value of share capital were abolished in accordance with the Companies Act 2016. There is no impact on the numbers of ordinary shares in issue or the relative entitlement of any of the members as a result of this transition.

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

17. SHARE CAPITAL (CONT'D)

Warrants-A (2012/2017)

On 26 June 2012, the Company obtained the approval from the shareholders for the bonus issue of 43,025,000 warrants on the basis of 1 free warrant for every 8 existing ordinary shares held in the Company.

The Warrants-A (2012/2017) are constituted under a Deed Poll executed on 28 June 2012 and were issued on 19 July 2012 where each warrant entitles the registered holder the right at any time during the exercise period from 19 July 2012 to 18 July 2017 to subscribe for one new ordinary share of the Company at an exercise price of RM0.46 each in cash. The warrants are listed on the Main Market of Bursa Malaysia Securities Berhad on 25 July 2012.

The ordinary shares issued from the exercise of warrants shall rank pari passu in all respects with the existing issued ordinary shares of the Company except that they shall not be entitled to any dividends, distributions, rights, allotment and/or any other forms of distribution where the entitlement date precedes the relevant date of the allotment and issuance of the new shares arising from the exercise of warrants.

The Warrants-A have lapsed on 18 July 2017 and removed from the Main Market of Bursa Malaysia Securities Berhad on 19 July 2017.

Warrants-B (2014/2019)

On 17 September 2014, the Company obtained the approval from the shareholders for the bonus issue of 111,412,717 warrants on the basis of 1 free warrant for every 4 existing ordinary shares held in the Company.

The Warrants-B (2014/2019) are constituted under a Deed Poll executed on 25 September 2014 and were issued on 8 October 2014 where each warrant entitles the registered holder the right at any time during the exercise period from 8 October 2014 to 7 October 2019 to subscribe for one new ordinary share of the Company at an exercise price of RM0.46 each in cash. The warrants were listed on the Main Market of Bursa Malaysia Securities Berhad on 15 October 2014.

The ordinary shares issued from the exercise of warrants shall rank pari passu in all respects with the existing issued ordinary shares of the Company except that they shall not be entitled to any dividends, distributions, rights, allotment and/or any other forms of distribution where the entitlement date precedes the relevant date of the allotment and issuance of the new shares arising from the exercise of warrants.

The movements of the Warrants during the financial year are as follows:

	Entitlement For Ordinary Shares				
Number of unexercised Warrants	At 1.4.2017	Issued	Exercised	Lapsed	At 31.3.2018
Warrants-A Warrants-B	29,495,325 111,405,217	- -	(55,000)	(29,440,325) -	111,405,217

The main features of the warrants are as follows:-

- (i) Each warrant entitles the registered holder to subscribe for one (1) new ordinary share in the Company at an exercise price of RM0.46 each subject to adjustment in accordance with the conditions stipulated in the Deed Poll;
- Warrants may be exercised at any time on or before the maturity date falling five years from the date of issuance of the warrants which is 8 October 2014 for Warrant-B. Unexercised warrants after the exercise year will thereafter lapse and cease to be valid;
- (iii) The new shares to be issued pursuant to the exercise of the warrants shall, upon allotment and issue, rank pari passu in all respects with the existing ordinary shares of the Company in issue except that they will not be entitled to any dividends, rights, allotments and/or any other forms of distributions where the entitlement date precedes the date of allotment and issuance of the new shares; and
- (iv) The persons to whom the warrants have been granted have no rights to participate in any distribution and/or offer of further securities in the Company until/and unless warrant holders exercise their warrant for new shares.



18. SHARE PREMIUM

The movements in the share premium of the Group and of the Company are as follows:-

	The Grou	p/The Company
	2018 RM'000	2017 RM'000
At 1 April/31 March	50,379	50,379

The Company has adopted the transitional provisions set out in Section 618(3) of the Companies Act 2016 ("Act") where the sum standing to the credit of the share premium may be utilised within twenty four (24) months from the commencement date of 31 January 2017 in the manner as allowed for under the Act. Therefore, the Group and the Company have not consolidated the share premium into share capital until the expiry of the transitional period.

19. MERGER DEFICIT

The merger deficit relates to the subsidiary which was consolidated under the merger method of accounting.

The merger deficit arose from the difference between the nominal value of shares issued for the acquisition of a subsidiary and the nominal value of the shares acquired.

20. RETAINED PROFITS

Under the single-tier tax system, tax on the Company's profits is the final tax and accordingly, any dividends to the shareholders are not subject to tax.

21. FOREIGN EXCHANGE TRANSLATION RESERVE

The foreign exchange translation reserve arose from the translation of the financial statements of the foreign subsidiary.

22. LONG-TERM BORROWINGS

	The Group		oup The Compa	
	2018 RM'000	2017 RM'000	2018 RM′000	2017 RM'000
Hire purchase payables (Note 23) Term Ioans (Note 24)	502 27,746	628 27,860	27,746	- 27,860
	28,248	28,488	27,746	27,860

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

23. HIRE PURCHASE PAYABLES

	Tİ	ne Group
	2018 RM'000	2017 RM'000
Minimum hire purchase payments: not later than one year later than one year and not later than five years later than five years	157 532 -	156 597 92
	689	845
Future finance charges	(61)	(91)
Present value of hire purchase payables	628	754
Analysed by:- Current liabilities (Note 29) Non-current liabilities (Note 22)	126 502	126 628
	628	754

(a) The hire purchase payables of the Group are secured by the Group's motor vehicle under finance leases as disclosed in Note 7 to the financial statements. The hire purchase arrangements are expiring from 1 to 6 (2017 - 1 to 7) years.

(b) The hire purchase payables of the Group at the end of the reporting period bore effective interest rates ranging from 4.36% to 4.48% (2017 - 4.36% to 4.48%). The interest rates are fixed at the inception of the hire purchase arrangements.

24. TERM LOANS

	Т	The Group		he Company
	2018	2017	2018	2017
	RM′000	RM′000	RM′000	RM'000
Current liabilities (Note 29)	9,581	23,393	9,581	15,940
Non-current liabilities (Note 22)	27,746	27,860	27,746	27,860
	37,327	51,253	37,327	43,800

Details of the repayment terms of the term loans are as follows:-

Term	Number Of Monthly	Monthly	-	The Group	т	he Company
Loan	Instalments	Instalment	2018	2017	2018	2017
1 2 3 4	(a) (b) (c) (d)	(a) (b) (c) (d)	- 22,301 15,026	7,453 12,000 31,800	- 22,301 15,026	12,000 31,800
			37,327	51,253	37,327	43,800



24. TERM LOANS (CONT'D)

Details of the repayment terms of the term loans are as follows:- (Cont'd)

- (a) Term loan 1 represented a project financing loan in the previous financial year and was repayable over the tenure of the project or up to 24 months or to be repaid by 27 September 2017. It bore an effective interest rate of 7.50% per annum at the end of the reporting period and was secured by:
 - (i) a Deed of Assignment of all contract proceeds and/or receivables to be received by the Group in respect of the projects being financed;
 - (ii) a debenture incorporating fixed and floating charges over all the assets of a subsidiary, both present and future;
 - (iii) a corporate guarantee of the Company;
 - (iv) a joint and several guarantee of certain directors of the Group; and
 - (v) a memorandum of deposit of sinking fund to be built up by way of 5% and 10% retention respectively from proceeds received in respect of the projects.
- (b) In the previous financial year, term loan 2 was repayable within 33 months by quarterly payments of RM1,600,000 commencing the date of the first drawdown and a final quarterly instalment of RM2,400,000. It bore an effective interest rate of 7.61% per annum at the end of the reporting period and was secured by:
 - (i) a joint and several guarantee of certain directors of the Group;
 - (ii) a first legal fixed charge by way of Memorandum of Deposit over all the Acquired shares ("Pledge shares"); and
 - (iii) fixed deposits of the Company pledged to a licensed bank
- (c) Term Ioan 3 is repayable within 48 months by 4 semi-annual payments of RM4,770,000 commencing 18 months from the date of the first drawdown and 2 final semi-annual payments of RM6,360,000. It bore an effective interest rate of 7.40% (2017 7.61%) per annum at the end of the reporting period and is secured by:
 - (i) a first party Memorandum of Deposit for pledge over 280,056,609 Dagang NeXchange Berhad ("DNeX") shares under Kenanga Nominees Tempatan Sdn. Bhd. Pledged Security Account of the Company;
 - (ii) an assignment over all dividend proceeds from certain subsidiaries; and
 - (iii) a joint and several guarantee of certain directors of the Group.
- (d) Term loan 4 is repayable within 60 months by 3 annual payments of RM5,000,000 commencing 36 months from the date of the first drawdown. It bore an effective interest rate of 7.15% per annum at the end of the reporting period and is secured by:
 - (i) a first party Memorandum of Deposit by way of second legal charge over the ordinary shares of DNeX currently pledged to the Bank ("Pledge Shares") under the extisting term loan facility, as well as all the dividends and all other entitlements from such shares;
 - (ii) an assignment over all dividend proceeds from certain subsidiaries; and
 - (iii) a joint and several guarantee of certain directors of the Group.

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

25. DEFERRED TAXATION

The Group	At 1.4.2017 RM'000	Recognised in Profit or Loss Note 34 RM'000	At 31.3.2018 RM'000
2018			
Deferred Tax Liabilities Plant and equipment Intangible assets acquired	214 2,289	(32) (502)	182 1,787
Deferred Tax Assets Provision	(181)	-	(181)
	2,322	(534)	1,788

The Group	At 1.4.2016 RM'000	Acquisition of Subsidiary Note 36 RM'000	Recognised in Profit or Loss Note 34 RM'000	Disposal of Subsidiary Note 37 RM'000	At 31.3.2017 RM'000
2017					
Deferred Tax Liabilities Plant and equipment Intangible assets acquired	853 2,791	12,056 -	(139) (502)	(12,556) -	214 2,289
Deferred Tax Assets Provision	(181)	-	-	-	(181)
	3,463	12,056	(641)	(12,556)	2,322

26. TRADE PAYABLES

The normal trade credit terms granted to the Group range from 30 to 90 (2017 - 30 to 90) days.

27. OTHER PAYABLES AND ACCRUALS

	T	The Group		he Company
	2018	2017	2018	2017
	RM′000	RM′000	RM'000	RM'000
Other payables	5,186	3,946	120	189
Accruals	4,935	3,328	276	719
	10,121	7,274	396	908

28. AMOUNT OWING TO RELATED PARTIES

The amount owing is non-trade in nature and is subjected to the normal credit terms ranging from 30 to 90 days. The amount owing is to be settled in cash.

29. SHORT-TERM BORROWINGS

	The Group		т	he Company
	2018	2017	2018	2017
	RM'000	RM'000	RM'000	RM'000
Hire purchase payables (Note 23)	126	126	-	-
Term Ioans (Note 24)	9,581	23,393	9,581	15,940
	9,707	23,519	9,581	15,940

30. DEFERRED INCOME

	Th	e Group
	2018 RM′000	2017 RM'000
Current:	2 (42	4 070
- not later than one year	3,613	4,272

The deferred income represent income from contract pursuant to the selling of computerised accounting system.

31. BANK OVERDRAFTS

The bank overdrafts of the Group bore effective interest rates ranging from 8.50% to 8.65% (2017 - 8.25% to 8.40%) per annum at the end of the reporting period and are secured by:

- (a) a legal charge of 2,500,000 ordinary shares of a corporate shareholder; and
- (b) a Deed of Assignment of all contract proceeds and/or receivables to be received by a subsidiary in respect of the projects being financed;
- (c) fixed deposits of a subsidiary pledged to a licensed bank; and
- (d) a joint and several guarantee of the directors of a subsidiary.

32. REVENUE

	The Group		т	The Company	
	2018 RM′000	2017 RM'000	2018 RM'000	2017 RM'000	
Software, training and implementation Maintenance	57,839 21,264	126,993 20,431	-	-	
Hardware	15,164	962	-	-	
Dividend income	-	-	4,445	7,651	
	94,267	148,386	4,445	7,651	

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

33. (LOSS)/PROFIT BEFORE TAXATION

	The Group		т	The Company	
	2018 RM'000	2017 RM'000	2018 RM'000	2017 RM'000	
(Loss)/Profit before taxation is arrived at after charging/ (crediting):-					
Amortisation of intangible assets	7,311	8,445	-	-	
Auditors' remuneration: - audit fees	267	432	102	102	
- non-audit fees:	207	102			
- auditors of the Company	6	-	-	-	
Bad debts written off Staff costs (including other key management personnel):	-	930	-	-	
- short-term employee benefits	21,230	19,462	511	413	
- defined contribution benefits	2,112	1,940	53	46	
Depreciation:					
- property, plant and equipment (Note 7)	1,237	4,411	-	-	
Directors' remuneration (Note 39) Fair value adjustment on amount owing by a subsidiary	1,769	2,542	1,565	1,551 7,286	
Impairment loss:	-	-	-	7,200	
- intangible assets (Note 8)	-	320	-	-	
- trade receivables	10,175	4,018	-	-	
Interest income arising from financial assets and					
liabilities measured under MFRS 139	-	-	(1,676)	-	
Interest expense on financial liabilities that are not at					
fair value through profit or loss: - bank overdrafts	539	515			
- hire purchase	30	40	-	-	
- term loans	2,960	5,428	2,718	3,887	
- others	10	-	-	-	
Loss on disposal of property, plant and equipment	-	4	-	-	
Loss on partial disposal of a subsidiary (Note 37)	-	18,676	-	-	
Loss on foreign exchange:	0.2	ГО			
- unrealised Share options expenses of a former subsidiary	83	50 2,415	-	-	
Dividend income:	-	2,413	-	-	
- subsidiaries	-	-	(2,959)	(6,097)	
- associate	-	-	(1,486)	(1,554)	
Gain on partial disposal of a subsidiary	-	-	-	(8,910)	
Gain on partial disposal of an associate	(2,776)	-	(5,696)	-	
Interest income:	(1 (1)	(20.4)	(150)	(122)	
- fixed deposits with licensed banks - others	(164) (105)	(204)	(152)	(132)	
Reversal of impairment loss:	(105)	(1)	-	-	
- trade receivables	(67)	-	-	-	
Unrealised gain on foreign exchange	(58)	-	-	-	

34. INCOME TAX EXPENSE

	T 2018 RM'000	he Group 2017 RM'000	T 2018 RM'000	he Company 2017 RM'000
Current tax expense: - for the financial year -(over)/underprovision in the previous financial year	1,714 (26)	5,144 749	-	-
	1,688	5,893	-	-
Deferred tax expense: (Note 25) - originating and recognition of temporary differences - overprovision in the previous financial year	(516) (18)	(487) (154)	-	-
	(534)	(641)	-	-
	1,154	5,252	-	-

A reconciliation of income tax expense applicable to the (loss)/profit before taxation at the statutory tax rate to income tax expense at the effective tax rate of the Group and of the Company is as follows:-

	The Group		т	The Company	
	2018 RM'000	2017 RM'000	2018 RM'000	2017 RM'000	
(Loss)/Profit before taxation	(6,833)	76,418	6,150	4,515	
Tax at the statutory tax rate of 24%	(1,640)	18,340	1,476	1,084	
Tax effects of:- Non-deductible expenses Non-taxable income Share of results in an associate Tax-exempt pioneer income Deferred tax assets not recognised during the financial year Utilisation of deferred tax assets not recognised in the previous financial year (Over)/Underprovision of in the previous financial year - current tax	6,510 (2,935) (2,466) (605) 2,934 (4) (26)	12,595 (4,619) (23,580) (796) 3,212 (20) 749	904 (2,836) - 456 -	3,036 (4,633) - 513 -	
- deferred tax Differential in tax rate	(18) (376)	(154) (475)	-	-	
Effect of change in corporate income tax rate	(220)	5,252	-	-	

Domestic income tax is calculated at the Malaysian statutory tax rate of 24% (2017 - 24%) of the estimated assessable profit for the financial year. The taxation of other jurisdictions is calculated at the rates prevailing in the respective jurisdiction.

For years of assessment 2017 and 2018, the Malaysian statutory tax rate will be reduced by 1% to 4%, based on the prescribed incremental percentage of chargeable income from business, compared to that of the immediate preceding year of assessment. The Group has accounted for the reduction in the tax rate in the current financial year, based on the percentage of increase in chargeable income of the Company and its subsidiaries.

133

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

34. INCOME TAX EXPENSE (CONT'D)

Certain subsidiaries of the Group were granted the MSC Malaysia status which qualifies these subsidiaries for Pioneer Status incentive under the Promotion of Investments Act, 1986 whereby the statutory income from pioneer activities is exempted from tax.

Subject to the agreement of the tax authorities, at the end of the reporting period, the Group and the Company have unutilised tax losses and unabsorbed capital allowances available to be carried forward for offset against future taxable business income as follows:-

	The Group		т	The Company	
	2018 RM′000	2017 RM'000	2018 RM′000	2017 RM'000	
Provisions Unabsorbed capital allowances Unutilised tax losses	10,711 410 25,761	16,129 238 8,308	- 2,546	- 648	
	36,882	24,675	2,546	648	

No deferred tax assets are recognised on these items.

35. (LOSS)/EARNINGS PER SHARE

	The 2018 RM'000	e Group 2017 RM'000 (Restated)
(Loss)/Profit after taxation attributable to owners of the Company (RM'000)	(9,123)	9,894
Weighted average number of ordinary shares (in '000): Issued ordinary shares at 1 April Effect of Warrant-A	501,703 49	501,703
Weighted average number of ordinary shares at 31 March	501,752	501,703
Basic (loss)/earnings per share (Sen)	(1.82)	1.97
(Loss)/Profit after taxation attributable to owners of the Company for diluted earnings per share computation (RM'000)	(9,123)	9,894
Weighted average number of ordinary shares for basic earnings per share (in '000): Effects of dilution: - Warrant-A exercise in exchange of new ordinary shares [#] - Warrant-B exercise in exchange of new ordinary shares	501,752 - -	501,703 - -
Weighted average number of ordinary shares for diluted earnings per share computation	501,752	501,703
Diluted (loss)/earnings per share (Sen)	(1.82)*	1.97*

* The effects of potential ordinary shares arising from the conversion of Warrants-B (2017 - Warrants-A and Warrants-B) are antidilutive and accordingly, they have been ignored in the calculation of dilutive (loss)/earnings per share. As a result, the diluted (loss)/ earnings per ordinary share is the same as basic (loss)/earnings per share.

[#] The Warrants-A have lapsed on 18 July 2017 and removed from the Main Market of Bursa Malaysia Securities Berhad on 19 July 2017.



36. ACQUISITION OF SUBSIDIARIES

- (a) In the previous financial year, Dagang NeXchange Berhad ("DNeX") acquired the following companies:-
 - (i) a 100% equity interest in OGPC Sdn. Bhd. ("OGPC") comprising 500,000 ordinary shares of RM1.00 each to be satisfied by partial cash consideration of RM80,381,448 and the remaining balance via the issuance of 351,063,550 new ordinary shares with 175,531,775 Warrants; and
 - (ii) a 52% equity interest in OGPC O & G Sdn. Bhd. ("OGPCOG"), a 48% owned subsidiary company of OGPC comprising 1,000,000 ordinary shares of RM1.00 each to be satisfied by partial cash consideration of RM2,618,552 and the remaining balance via the issuance of 11,436,450 new ordinary shares with 5,718,225 Warrants.

The following summarises the major classes of consideration transferred, and the recognised amounts of assets acquired and liabilities assumed at the acquisition date:

(i) Fair Value of Purchase Consideration

	The Group RM′000
Cash and cash equivalents Equity instruments issued comprising 362,500,000 ordinary shares Warrants	83,000 46,222 1,450
Total purchase consideration	130,672

There were no contingent consideration and no replacement share-based awards for the acquisition of OGPC and OGPCOG respectively.

(ii) Identifiable Assets Acquired and Liabilities Assumed

	Note	The Group Fair Value Recognised RM'000
Property, plant and equipment	7	12,125
Intangible assets	8	48,106
Inventories		583
Trade receivables		14,654
Other receivables, deposits and prepayments		15,588
Cash and cash equivalents		15,589
Trade payables		(9,740)
Other payables and accruals		(865)
Provision for taxation		(1,416)
Deferred tax liabilities		(12,056)
Fair value of net identifiable assets acquired		82,568

Notes to the Financial Statements (Cont'd)

For The Financial Year Ended 31 March 2018

36. ACQUISITION OF SUBSIDIARIES (CONT'D)

(a) The following summarises the major classes of consideration transferred, and the recognised amounts of assets acquired and liabilities assumed at the date of acquisition:- (Cont'd)

(iii) Cash Flow Arising from Acquisition

	The Group RM′000
Purchase consideration settled in cash and cash equivalents Cash and cash equivalents of subsidiary acquired Deposit paid in the previous financial year	(83,000) 15,589 10,000
Net cash outflow for the acquisition of a subsidiary	(57,411)

(iv) Goodwill Arising from Acquisition

	The Group RM'000
Total consideration transferred Less: Fair value of identifiable net assets	130,672 (82,568)
Goodwill from the acquisition of a subsidiary (Note 9)	48,104

The goodwill is attributable to workforce and the high profitability of the acquired business as well as the synergies expected to be achieved from integrating the subsidiaries into the Group's existing Energy segment. The goodwill is not deductible for tax purposes.

(v) Impact of Acquisition on the Group's Results

The acquired subsidiary has contributed the following post-acquisition results to the Group:

	The Group RM'000
Revenue	26,717
Profit after taxation	4,639

If the acquisition had taken place at the beginning of the current financial year, the Group's revenue and profit after taxation would have been approximately RM81,997,000 and RM11,533,000 respectively.

(b) On 17 May 2017, the Company acquired a 100% equity interest in Censof Digital Sdn. Bhd. (formerly known as Computidtech Sdn. Bhd.) comprising two (2) ordinary shares of RM1.00 each for a total cash consideration of RM20,000.

37. DISPOSAL OF A SUBSIDIARY

In the previous financial year, the Company's equity interest in Dagang NeXchange Berhad ("DNeX") decreased from 39.23% to 17.94% arising from DNeX's Rights Issue, Special Issue, the issuance of DNeX's share to acquire OGPC and OGPC O&G Sdn Bhd and the disposal of DNeX's shares. Consequently, the Company reclassified its investment in DNeX to investment in an associate as disclosed in Note 6 to the financial statements and the financial effects of this are disclosed as below:-

The following summarises the major classes of consideration received, and the amounts of assets disposed of and liabilities transferred at the date of disposal:-

(a) Fair Value of Disposal Proceeds

	The Group RM′000
Cash and cash equivalents Fair value of remaining stake	44,725 88,578
Net disposal proceeds	133,303

(b) Financial Effect Arising from Disposal

	Note	The Group Fair Value Recognised RM′000
Property, plant and equipment	7	33,524
Investment in associate Other investments		134,437
Goodwill on consolidation	9	5,418 49,740
Intangible assets	8	51,249
Trade and other receivables	Ũ	94,803
Tax recoverable		1,191
Cash and cash equivalents		64,236
Deferred taxation	25	(12,556)
Borrowings		(8,165)
Trade and other payables		(45,903)
Tax payable		(466) 2,275
Non-controlling interest ESOS reserve		(2,415)
		367,368
Goodwill on consolidation	9	36,512
Non-controlling interest's net assets at disposal date		(251,901)
Carrying value of net assets disposed of		151,979
Fair value of remaining stake		88,578
Cash proceeds from disposal		44,725
Net disposal proceeds		133,303
Loss on disposal of a subsidiary		(18,676)

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

37. DISPOSAL OF A SUBSIDIARY (CONT'D)

The following summarises the major classes of consideration received, and the amounts of assets disposed of and liabilities transferred at the date of disposal:- (Cont'd)

(c) Cash Flows Arising from Disposal of DNeX

	The Group RM′000
Cash proceeds from disposal Cash and cash equivalents of subsidiary disposed of	44,725 (64,236)
Net cash outflow from the disposal of a subsidiary	(19,511)

38. CASH FLOW INFORMATION

(a) The cash disbursed for the purchase of property, plant and equipment is as follows:-

	The Group	
	2018 RM'000	2017 RM'000
Cost of property, plant and equipment purchased (Note 7)/	550	
Cash disbursed for purchase of property, plant and equipment	553	4,432

(b) The reconciliations of liabilities arising from financing activities are as follows:-

The Group	Term Loans RM'000	Hire Purchase RM'000	Total RM'000
2018			
At 1 April	51,253	754	52,007
Changes in Financing Cash Flows Proceeds from drawdown Repayment of borrowing principal Repayment of borrowing interests	15,000 (28,993) (2,960)	(126) (30)	15,000 (29,119) (2,990)
<u>Non-cash Changes</u> Finance charges recognised in profit or loss Accrual for interest expense	(16,953) 2,960 67 3,027	(156) 30 - 30	(17,109) 2,990 67 3,057
At 31 March	37,327	628	37,955

38. CASH FLOW INFORMATION (CONT'D)

(b) The reconciliations of liabilities arising from financing activities are as follows:- (Cont'd)

The Company	Term Loans RM'000
2018	
At 1 April	43,800
<u>Changes in Financing Cash Flows</u> Proceeds from drawdown Repayment of borrowing principal Repayment of borrowing interests	15,000 (21,540) (2,718) (9,258)
<u>Non-cash Changes</u> Finance charges recognised in profit or loss Accrual for interest expense	2,718 67 2,785
At 31 March	37,327

Comparative information is not presented by virtue of the exemption given in MFRS 107.

(c) The cash and cash equivalents comprise the following:-

	The Group		The Company	
	2018 RM′000	2017 RM'000	2018 RM′000	2017 RM'000
Fixed deposits with licensed banks (Note 15) Short-term investments (Note 16) Cash and bank balances Bank overdrafts (Note 31)	4,533 568 5,491 (7,727)	6,725 - 5,410 (7,200)	4,031 568 242 -	4,620 547
	2,865	4,935	4,841	5,167
Less: Fixed deposits pledged and restricted cash and bank balances as security (Note 15)	(4,488)	(5,054)	(4,031)	(4,620)
	(1,623)	(119)	810	547

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

39. KEY MANAGEMENT PERSONNEL COMPENSATION

The key management personnel of the Group and of the Company include executive directors and non-executive directors of the Company and certain members of senior management of the Group and of the Company.

The key management personnel compensation during the financial year are as follows:-

	The Group		The Company	
	2018 RM'000	2017 RM′000	2018 RM′000	2017 RM'000
Directors				
Executive: - fees - non-fee emoluments	299 1,106	263 1,104	95 1,106	95 1,079
	1,405	1,367	1,201	1,174
Non-executive: - fees - non-fee emoluments	320 44	330 845	320 44	330 47
	1,769	2,542	1,565	1,551
Other Key Management Personnel				
Key management personnel compensation: - short-term employee benefits	5,350	6,137	423	325



40. SIGNIFICANT RELATED PARTY DISCLOSURES

(a) Identities of Related Parties

Parties are considered to be related to the Group if the Group or the Company has the ability, directly or indirectly, to control or jointly control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group or the Company and the party are subject to common control.

In addition to the information detailed elsewhere in the financial statements, the Group has related party relationships with its directors, key management personnel and entities within the same group of companies.

(b) Significant Related Party Transactions and Balances

Other than those disclosed elsewhere in the financial statements, the Group and the Company also carried out the following transactions with the related parties during the financial year:-

	т	The Group		he Company
	2018 RM'000	2017 RM′000	2018 RM'000	2017 RM'000
Subsidiaries: - Dividend income received	-	-	2,959	6,097
Related parties: - Rental expenses	(523)	(437)	-	-
Associate: - Dividend income received	-	-	1,486	1,554

41. FOREIGN EXCHANGE RATES

The principal closing foreign exchange rates used (expressed on the basis of one unit of foreign currency to RM equivalent) for the translation of the foreign currency balances at the end of the reporting year are as follows:-

	The	Group
	2018 RM	2017 RM
United States Dollar	3.8630	4.4265
Singapore Dollar	2.9494	3.1668
Indonesian Rupiah	0.000281	0.000332

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

42. CONTINGENT LIABILITY

No provisions are recognised on the following matters as it is not probable that a future sacrifice of economic benefits will be required or the amount is not capable of reliable measurement:-

	The Group	
	2018 RM'000	2017 RM'000
Performance guarantee extended by a subsidiary to third parties	3,568	3,711

43. CAPITAL COMMITMENTS

	The Group	
	2018 RM'000	2017 RM'000
Purchase of property	900	-

44. OPERATING SEGMENTS

Operating segments are prepared in a manner consistent with the internal reporting provided to the Group Executive Committee as its chief operating decision maker in order to allocate resources to segments and to assess their performance. For management purposes, the Group is organised into business units based on their products and services provided. The business units offer different products and services, and are managed separately.

The following summary describes the operations in each of Group's reportable segments:

- (i) Financial Management Solutions segment for Government ("FMS-G") and for Commercial ("FMS-C") design, development, implementation and marketing of financial management software and related services.
- (ii) Payment Aggregation Solutions segment ("PAS") providing services for financial applications, electronic payments and collections solutions.
- (iii) Corporate segment ("CS") provide Group level corporate services and treasury functions and investments.
- (iv) Wealth Management Solutions segment ("WMS") providing services for portfolio management, fund accounting, unit registry, selling agent and online transaction.
- (v) Training solution segment ("TS") providing training services in areas related to information technology.
- (vi) Information Communication Technology ("ICT") supply, delivery, installation, testing, commissioning and maintenance of IT hardware, development, management and provision of business to business (B2B) e-commerce and computerised transaction facilitation services, providing of cyber security solutions, managed services, project fulfilment, assets maintenance and contact centres.
- (vii) Energy segment ("ENERGY") providing upstream oil and gas exploration, production and involvement in power plant, engineering and energy related business.

44. OPERATING SEGMENTS (CONT'D)

44.1 BUSINESS SEGMENTS

	FMS-G RM'000	PAS RM'000	CS RM'000	WMS RM'000	TS RM'000	FMS-C RM'000	FMS-C Elimination tM'000 RM'000	The Group RM'000
2018 Segment revenue	49,758	289	4,445	3,348	24,937	16,423	(4,933)	94,267
Results Segment results Finance costs	(21,574) (821)	(314) -	8,862 (2,718)	(942) -	7,010 -	3,742	(10,352) -	(13,568) (3,539)
Shares of results in associate								10,274
Profit for the financial year Income tax								(6,833) (1,154)
							-	(7,987)
Segment assets	36,003	275	146,125	7,190	15,830	6,057	(8,920)	202,560
Tax refundable								1,093
Consolidated total assets								203,653
Segment liabilities	31,129	743	37,755	2,674	4,151	4,797	(17,145)	64,104
Deferred taxation Provision for taxation								1,788 1,918
Consolidated total liabilities								67,810

143

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

	FMS-G RM'000	PAS RM'000	CS RM'000	WMS RM'000	TS RM'000	FMS-C RM'000	FMS-C Elimination The Group RM'000 RM'000 RM'000	The Group RM'000
2018 Additions to non-current assets other than financial instruments: - property, plant and equipment - intangible assets	145 2,329			37 720	236 -	135		553 3,049
Other material items of (income)/expenses consist of the following: Amortisation and depreciation	4,594	5 1	I	590	103	260	2,950	8,548
Impairment loss on: - trade receivables Interest expense Interest income	10,160 821 (87)	15	- 2,718 (152)	(1)	1 1 1	- - (29)	1 I I	10,175 3,539 (269)

44.1 BUSINESS SEGMENTS (CONT'D)

44. OPERATING SEGMENTS (CONT'D)

44. OPERATING SEGMENTS (CONT'D)

44.1 BUSINESS SEGMENTS (CONT'D)

	FMS-G RM'000	PAS RM'000	CS RM'000	WMS RM'000	TS RM'000	FMS-C RM'000	ICT RM'000	ENERGY RM'000	ENERGY Elimination The Group RM'000 RM'000 RM'000 (Restated)	The Group RM'000 (Restated)
2017 Segment revenue	26,270	1,344	7,651	5,272	12,663	19,215	74,276	11,007	(9,312)	(9,312) 148,386
Results Segment results Finance costs	(6,373) (1,506)	(911) -	8,403 (3,887)	1,531 (90)	3,382	6,786 -	15,437 (1,412)	(3,427) (1,106)	(40,586) 1,923	(15,758) (6,078)
Share of results in an associate										98,254
Profit for the financial year Income tax										76,418 (5,252)
										71,166

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

> The Group RM'000 238,272 320 4,018 5,983 (205) 12,856 78,049 83,028 4,432 3,900 237,401 2,322 2,657 (Restated) 871 (35,698) (12,615) Elimination ī . **RM'000** ENERGY RM'000 . ī 1,085 644 ICT RM'000 ı. 3,469 535 2,871 ı 594 FMS-C RM'000 3,075 (09) 8,493 4,222 106 614 ı. TS RM'000 4,065 28 114 603 12,234 WMS RM'000 9,919 3,115 852 30 474 CS RM'000 3,887 (132) 45,816 1 ı. 155,308 PAS RM'000 1,746 1,902 \sim ' 320 ı. 99 3,415 1,502 (13) FMS-G RM'000 62,316 153 2,277 4,793 54,627 property, plant and equipment
> intangible assets current assets other Deferred taxation Provision for taxation Other material items - trade receivables - intangible assets Impairment loss on: expenses consist Segment liabilities of the following: Additions to non-Depreciation and Consolidated total liabilities Interest expense Segment assets than financial Interest income amortisation Tax refundable instruments: of (income)/ Consolidated total assets 2017

BUSINESS SEGMENTS (CONT'D)

44.1

44. OPERATING SEGMENTS (CONT'D)

44. OPERATING SEGMENTS (CONT'D)

44.2 GEOGRAPHICAL INFORMATION

Revenue is based on the country in which the customers are located.

Non-current assets are determined according to the country where these assets are located. The amounts of non-current assets do not include financial instruments (but including investments in associates).

	Reve	enue	Non-cur	rent Asset
	2018 RM'000	2017 RM'000	2018 RM'000	2017 RM'000 (Restated)
The Group				
Indonesia Singapore Malaysia	3,349 16,423 74,495	5,272 19,214 123,900	1,799 11,426 130,624	1,943 14,398 135,076
	94,267	148,386	143,849	151,417

44.3 MAJOR CUSTOMERS

The following are major customers with revenue equal to or more than 10% of the Group's total revenue:

	Reve	enue	Segment
	2018 RM'000	2017 RM'000	
Customer #1 Customer #2	13,996 24,197	-	FMS-G TS

147

Notes to the Financial Statements (Cont'd)

For The Financial Year Ended 31 March 2018

45. FINANCIAL INSTRUMENTS

The Group's activities are exposed to a variety of market risk (including foreign currency risk and interest rate risk), credit risk and liquidity 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 financial performance.

45.1 FINANCIAL RISK MANAGEMENT POLICIES

The Group's policies in respect of the major areas of treasury activity are as follows:-

(a) Market Risk

(i) Foreign Currency Risk

The Group is exposed to foreign currency risk on transactions and balances that are denominated in currencies other than Ringgit Malaysia. The currencies giving rise to this risk are primarily Singapore Dollar, Indonesian Rupiah, United States Dollar and Hong Kong Dollar. Foreign currency risk is monitored closely on an ongoing basis to ensure that the net exposure is at an acceptable level.

The Group's exposure to foreign currency risk (a currency which is other than the functional currency of the entities within the Group) based on the carrying amounts of the financial instruments at the end of the reporting period is summarised below:-

Foreign currency exposure

Hong Kong Dollar RM'000	Singapore Dollar RM'000	United States Dollar RM'000	Indonesian Rupiah RM'000	Ringgit Malaysia RM'000	Total RM'000
-	-	-	-	100	100
298	766	165	267	38,393	39,889
-	247	-	4,629	1,532	6,408
-	-	-	-	568	568
-	-	-	45	4,488	4,533
18	2,384	-	75	3,014	5,491
316	3,397	165	5,016	48,095	56,989
	Kong Dollar RM'000	Kong Dollar RM'000Singapore Dollar RM'000298766298766182,384	Kong Dollar RM'000Singapore Dollar RM'000States Dollar RM'000298766165298766165165247-182,384-	Kong Dollar RM'000Singapore Dollar RM'000States Dollar RM'000Indonesian Rupiah RM'000298766165267298766165267-247-4,62945182,384-75	Kong Dollar RM'000 Singapore Dollar RM'000 States Dollar RM'000 Indonesian Rupiah RM'000 Ringgit Malaysia RM'000 298 - - - 100 38,393 - 298 766 165 267 38,393 - 247 - 4,629 1,532 - - - 568 - - 45 4,488 18 2,384 - 75 3,014

45.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(a) Market Risk (Cont'd)

(i) Foreign Currency Risk (Cont'd)

Foreign currency exposure (Cont'd)

The Group	Hong Kong Dollar RM'000	Singapore Dollar RM'000	United States Dollar RM'000	Indonesian Rupiah RM'000	Ringgit Malaysia RM'000	Total RM'000
2018						
Financial Liabilities						
Hire purchase payables	-	-	-	-	628	628
Term loans Trade payables	- 7	32	-	- 10	37,327 4,411	37,327 4,460
Other payables and	,	52	_	10	7,711	7,400
accruals	-	1,392	-	906	7,320	9,618
Bank overdrafts	-	-	-	-	7,727	7,727
Amount owing to related parties	-	-	-	-	228	228
	7	1,424	-	916	57,641	59,988
Net financial assets/ (liabilities)	309	1,973	165	4,100	(9,546)	(2,999)
Less: Net financial (assets)/ liabilities denominated	307	1,775	105	4,100	(7,340)	(2,777)
in the respective entities' functional currencies	-	(1,830)	-	(4,100)	9,546	3,616
Currency Exposure	309	143	165	-	-	617

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

45. FINANCIAL INSTRUMENTS (CONT'D)

45.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(a) Market Risk (Cont'd)

(i) Foreign Currency Risk (Cont'd)

Foreign currency exposure (Cont'd)

The Group	Hong Kong Dollar RM'000	Singapore Dollar RM'000	United States Dollar RM'000	Indonesian Rupiah RM'000	Ringgit Malaysia RM'000	Total RM'000
2017						
Financial Assets Other investments Trade receivables Other receivables and	- 410	1,035	108	401	100 40,910	100 42,864
deposits	-	83	-	7,377	765	8,225
Fixed deposits with licensed banks Cash and bank balances	- 1,163	1,639 2,881	-	32 5	5,054 1,361	6,725 5,410
	1,573	5,638	108	7,815	48,190	63,324
Financial Liabilities Hire purchase payables Term loans Trade payables Other payables and accruals Bank overdrafts Amount owing to related parties	- - - - -	- 51 462 -	- - - -	- 51 1,762 -	754 51,253 5,937 5,050 7,200 1,257	754 51,253 6,039 7,274 7,200 1,257
	-	513	-	1,813	71,451	73,777
Net financial assets/ (liabilities) Less: Net financial (assets)/ liabilities denominated in the respective entities'	1,573	5,125	108	6,002	(23,261)	(10,453)
functional currencies	-	(5,125)	-	(6,002)	23,261	12,134
Currency Exposure	1,573	-	108	-	-	1,681

45.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(a) Market Risk (Cont'd)

(i) Foreign Currency Risk (Cont'd)

Foreign currency risk sensitivity analysis

The following table details the sensitivity analysis to a reasonably possible change in the foreign currencies at the end of the reporting period, with all other variables held constant:-

	The 2018 Increase/ (Decrease) RM'000	Group 2017 Increase/ (Decrease) RM'000	The C 2018 Increase/ (Decrease) RM'000	ompany 2017 Increase/ (Decrease) RM'000
Effects on (Loss)/Profit After Taxation and Other Comprehensive (Expenses)/Income				
Strengthened by 10% - Hong Kong Dollar - United States Dollar - Singapore Dollar	23 13 11	120 8 -	- - -	- - -
Weakened by 10% - Hong Kong Dollar - United States Dollar - Singapore Dollar	(23) (13) (11)	(120) (8) -	- -	- - -

(ii) 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 long-term borrowings with variable rates. The Group's policy is to obtain the most favourable interest rates available and by maintaining a balanced portfolio mix of fixed and floating rate borrowings.

The Group's fixed deposits with licensed banks are carried at amortised cost. Therefore, they are not subject to interest rate risk as defined in MFRS 7 since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

Information relating to the Group's exposure to the interest rate risk of the financial liabilities is disclosed in Note 45.1(c) to the financial statements.

151

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

45. FINANCIAL INSTRUMENTS (CONT'D)

45.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(a) Market Risk (Cont'd)

(ii) Interest Rate Risk (Cont'd)

Interest rate risk sensitivity analysis

The following table details the sensitivity analysis to a reasonably possible change in the interest rates at the end of the reporting period, with all other variables held constant:-

	The	Group	The C	ompany
	2018	2017	2018	2017
	(Decrease)/	(Decrease)/	(Decrease)/	(Decrease)/
	Increase	Increase	Increase	Increase
	RM'000	RM'000	RM'000	RM'000
Effects on (Loss)/Profit After Taxation and Other Comprehensive (Expenses)/Income				
Increase of 100 basis points ("bp")	(342)	(444)	(284)	(333)
Decrease of 100 bp	342	444	284	333

(b) Credit Risk

The Group's exposure to credit risk, or the risk of counterparties defaulting, arises mainly from trade and other receivables. The Group manages its exposure to credit risk by the application of credit approvals, credit limits and monitoring procedures on an ongoing basis. For other financial assets (including cash and bank balances), the Group minimises credit risk by dealing exclusively with high credit rating counterparties.

The Group establishes an allowance for impairment that represents its estimate of incurred losses in respect of the trade and other receivables as appropriate. The main components of this allowance are a specific loss component that relates to individually significant exposures, and a collective loss component established for groups of similar assets in respect of losses that have been incurred but not yet identified. Impairment is estimated by management based on prior experience and the current economic environment.



45.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(b) Credit Risk (Cont'd)

(i) Credit risk concentration profile

The Group's major concentration of credit risk relates to the amounts owing by three customers which constituted approximately 33% (2017 - 36%) of its total trade receivables at the end of the reporting period.

In addition, the Group also determines concentration of credit risk by monitoring the geographical region of its trade receivables on an ongoing basis. The credit risk concentration profile of trade receivables at the end of the reporting period is as follows:-

	Tł	ne Group
	2018 RM′000	2017 RM'000
Indonesia Singapore Malaysia	388 1,086 38,415	400 1,446 41,018
	39,889	42,864

(ii) Exposure to credit risk

At the end of the reporting period, the maximum exposure to credit risk is represented by the carrying amount of each class of the financial assets recognised in the statement of financial position of the Group and of the Company after deducting any allowance for impairment losses (where applicable) at the end of the reporting period.

In addition, the Company's maximum exposure to credit risk also includes corporate guarantees provided to its subsidiaries as disclosed under the 'Maturity Analysis' of item (c) below, representing the outstanding banking facilities of the subsidiaries as at the end of the reporting period.

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

45. FINANCIAL INSTRUMENTS (CONT'D)

45.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(b) Credit Risk (Cont'd)

(iii) Ageing analysis

The ageing analysis of trade receivables at the end of the reporting period is as follows:-

The Group	Gross Amount RM'000	Individual Impairment RM'000	Carrying Value RM'000
2018			
Not past due	31,604	-	31,604
Past due:- - 31 - 60 days - 61 - 90 days - 91 - 120 days - more than 120 days	1,963 2,404 637 14,472	- - (11,191)	1,963 2,404 637 3,281
	51,080	(11,191)	39,889
The Group	Gross Amount RM'000	Individual Impairment RM'000	Carrying Value RM'000
2017			
Not past due	17,066	-	17,066
Past due:- - 31 - 60 days - 61 - 90 days - 91 - 120 days - more than 120 days	1,284 2,788 1,546 36,823	- - (16,643)	1,284 2,788 1,546 20,180

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

The Group believes that no additional impairment allowance is necessary in respect of trade receivables that are past due but not impaired because they are companies with good collection track record and no recent history of default.



45.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(c) Liquidity Risk

Liquidity risk arises mainly from general funding and business activities. The Group practises prudent risk management by maintaining sufficient cash balances and the availability of funding through certain committed credit facilities.

Maturity Analysis

The following table sets out the maturity profile of the financial liabilities at the end of the reporting year based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on the rates at the end of the reporting year):-

The Group	Weighted Average Effective Interest Rate %	Carrying Amount RM'000	Contractual Undiscounted Cash Flows RM'000	Within 1 Year RM'000	1 - 5 Years RM'000
2018					
Non-derivative Financial Liabilities					
Hire purchase payables	4.42	628	688	156	532
Term loans	7.30	37,327	40,052	10,280	29,772
Trade payables	-	4,460	4,460	4,460	-
Other payables and accruals	-	9,618	9,618	9,618	-
Bank overdrafts	8.56	7,727	7,727	7,727	-
Amount owing to related parties	-	228	228	228	-
		59,988	62,773	32,469	30,304
2017					
Non-derivative Financial Liabilities					
Hire purchase payables	4.42	754	845	156	689
Term loans	7.59	51,253	55,103	25,126	29,977
Trade payables	-	6,039	6,039	6,039	-
Other payables and accruals	-	7,274	7,274	7,274	-
Bank overdrafts	8.36	7,200	7,200	7,200	-
Amount owing to related parties	-	1,257	1,257	1,257	-
		73,777	77,718	47,052	30,666

155

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

45. FINANCIAL INSTRUMENTS (CONT'D)

45.1 FINANCIAL RISK MANAGEMENT POLICIES (CONT'D)

(c) Liquidity Risk (Cont'd)

Maturity Analysis (Cont'd)

The following table sets out the maturity profile of the financial liabilities at the end of the reporting year based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on the rates at the end of the reporting year):- (Cont'd)

The Company	Weighted Average Effective Interest Rate %	Carrying Amount RM′000	Contractual Undiscounted Cash Flows RM'000	Within 1 Year RM'000	1 - 5 Years RM'000
2018					
Non-derivative Financial Liabilities Term loans Other payables and accruals Financial guarantee contracts in relation to corporate guarantee given to	7.30	37,327 397	40,052 397	10,280 397	29,772 -
certain subsidiaries	-	-	13,000	13,000	-
		37,724	53,449	23,677	29,772
2017					
Non-derivative Financial Liabilities					
Term loans Other payables and accruals Amount owing to related parties	7.61	43,800 908 1,108	47,128 908 1,108	17,151 908 1,108	29,977 - -
Financial guarantee contracts in relation to corporate guarantee given to certain subsidiaries	-	-	15,175	15,175	-
		45,816	64,319	34,342	29,977

45.2 CAPITAL RISK MANAGEMENT

The Group manages its capital to ensure that entities within the Group will be able to maintain an optimal capital structure so as to support its businesses and maximise shareholder(s) value. To achieve this objective, the Group may make adjustments to the capital structure in view of changes in economic conditions, such as adjusting the amount of dividend payment, returning of capital to shareholders or issuing new shares.

The Group manages its capital based on debt-to-equity ratio that complies with debt covenants and regulatory, if any. The debt-to-equity ratio is calculated as net debt divided by total equity. The Group includes within net debt, loans and borrowings from financial institutions less cash and cash equivalents. Capital includes equity attributable to the owners of the parent and non-controlling interest. The debt-to-equity ratio of the Group at the end of the reporting period was as follows:-

	Th 2018 RM'000	e Group 2017 RM'000
Hire purchase payables Term loans Bank overdrafts	628 37,327 7,727	754 51,253 7,200
Less: Fixed deposits with licensed banks Less: Short-term investments Less: Cash and bank balances	45,682 (4,533) (568) (5,491)	59,207 (6,725) - (5,410)
Net debt	35,090	47,072
Total equity	135,843	153,005
Debt-to-equity ratio (times)	0.26	0.31

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

45. FINANCIAL INSTRUMENTS (CONT'D)

45.3 CLASSIFICATION OF FINANCIAL INSTRUMENTS

	Th 2018 RM'000	e Group 2017 RM'000	The 2018 RM'000	Company 2017 RM'000	
Financial Assets					
<u>Available-for-sale Financial Assets</u> Other investments, at cost	100	100	-	-	
Loans and Receivables Financial Assets Trade receivables Other receivables and deposits Amount owing by subsidiaries Fixed deposits with licensed banks Cash and bank balances	39,889 6,408 - 4,533 5,491	42,864 8,225 - 6,725 5,410	827 16,862 4,031 242	- 186 26,342 4,620 547	
	56,321	63,224	21,962	31,695	
Fair Value through Profit or Loss: Held-for-Trading Short-term investments	568	-	568	-	
Financial Liability Other financial liabilities Hire purchase payables Term loans Trade payables Other payables and accruals Amount owing to related parties Bank overdrafts	628 37,327 4,460 9,618 228 7,727	754 51,253 6,039 7,274 1,257 7,200	37,327 397 - -	43,800 908 1,108	
	59,988	73,777	37,724	45,816	

45.4 FAIR VALUE INFORMATION

The fair values of the financial assets and financial liabilities of the Group and of the Company which are maturing within the next 12 months approximated their carrying amounts due to the relatively short-term maturity of the financial instruments or repayable on demand terms.

The fair value of the Group's investment in unquoted shares with carrying amount of RM100,002 (2017 - RM100,002) is not presented due to the lack of marketability of the shares and the fair value cannot be reliably measured.

The following table sets out the fair value profile of financial instruments that are carried at fair value and those not carried at fair value at the end of the reporting period:-

-								
	Fair Value C Carri Level 1	Fair Value Of Financial Instruments Carried At Fair Value	nstruments alue Laval 3	Fair Value O Not Ca Level 1	Fair Value Of Financial Instruments Not Carried At Fair Value	istruments Value Level 3	Total Fair Value	Carrying
The Group	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
2018								
Financial Asset Short-term investments	I	ı		ı	568	I	568	568
Financial Liabilities Hire purchase payables Term loans	1 1	1 1	1 1	1 1	502 27,746	1 1	502 27,746	502 27,746
2017								
<u>Financial Liabilities</u> Hire purchase payables Term loans	1 1		1 1		628 27,860		628 27,860	628 27,860
The Company								
2018								
Financial Asset Short-term investments	ı			ı	568	ı	568	568
<u>Financial Liabilities</u> Term Ioans				1	27,746		27,746	27,746
2017								
Financial Liabilities Term loans	I	ı	ı	I	27,860	ı	27,860	27,860
The fair value of level 2 above has been determined using the following basis:	determined using	g the followir	ig basis:					
(a) The fair values of trade receivables and term loan are determined by discounting the relevant cash flows using interest rates for similar instruments at the end of the reporting period.	ables and term reporting perio	loan are dete d.	ermined by di	scounting the	relevant cash	flows using in	terest rates f	or similar

- The fair value of equity fund unit trusts is determined by reference to statements provided by the respective financial institutions, with which the investments were entered into. (q
- (c) There were no transfer between level 1 and level 2 during the financial period.

Notes to the Financial Statements (Cont'd) For The Financial Year Ended 31 March 2018

46. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

The significant events during the financial year are as follows:

- (a) On 8 May 2017, a wholly-owned subsidiary, Century Software (Malaysia) Sdn. Bhd. ("CSM") accepted a Letter of Award from Lembaga Hasil Dalam Negeri Malaysia for a contract named "Kontrak Perkhidmatan Penyelenggaran Aplikasi, Perkakasan Dan Pembaharuan Lesen Sistem Perakaunan Hasil (eRAS) Di Lembaga Hasil Dalam Negeri Malaysia" for a total contract sum of RM7,500,000.
- (b) On 17 May 2017, the Company acquired two (2) ordinary shares representing 100% equity interest in Censof Digital Sdn. Bhd. (formerly known as Computidtech Sdn. Bhd.) for a total purchase consideration of RM20,000.
- (c) On 2 August 2017, a wholly-owned subsidiary, CSM accepted a Letter of Award from Lembaga Hasil Dalam Negeri Malaysia for a contract named "Kontrak Perolehan Perkakasan Dan Perisian, Pembangunan Aplikasi, Penyelenggaran dan Sokogan Untuk Sistem Hasil International Data Exchange Facility (HiDEF) Pertukaran Maklumat Secara Automatik (AEOI) Untuk Common Reporting Standard (CRS), Country-By-Country Report (CBCR) And Exchange Of Tax Rulings (ETR) Di Lembaga Hasil Dalam Negeri Malaysia" for a contract sum of RM5,980,000.
- (d) On 23 October 2017, the Company announced a total disposal of 25,743,760 ordinary shares in an associate; namely, Dagang NeXchange Berhad ("DNeX") for a total consideration of RM10.94 million in the following manner:-

Date of Disposal	Number of shares (′000)	Total consideration (RM'000)
- 13 April 2017	11,861	5,100
28 August 2017	888	441
11 September 2017	800	400
17 October 2017	12,195	5,000
	25,744	10,941

(e) On 7 February 2018, a wholly-owned subsidiary, CSM accepted a Letter of Award from Lembaga Hasil Dalam Negeri Malaysia for a contract named "Kontrak Naik Taraf Sistem Perakaunan Standard Accounting System For Government Agencies (SAGA) Di Lembaga Hasil Dalam Negeri Malaysia" for a contract sum of RM6,430,000.

47. SIGNIFICANT EVENT OCCURRING AFTER THE REPORTING PERIOD

The significant event occurring after the reporting period is as follows:

(a) On 30 April 2018, a wholly-owned subsidiary, Century Software (Malaysia) Sdn. Bhd. accepted a Letter of Appointment from Pembangunan Sumber Manusia Berhad for a project named "Service Provider For The ICT Transformation And Implementation Of An Integrated Core And Finance System" for a contract sum of RM73,346,692.



48. PRIOR YEAR ADJUSTMENTS

The prior year adjustments arose from Dagang NeXchange Berhad ("DNeX") are as follows:-

(a) Prior year adjustment 1 - Restatement of share of results in associate

The prior year adjustment relates to the incorrect discount rate of 10% based on weighted average cost of capital ("WACC") used in determining the net present value of the associate's asset retirement obligations ("ARO"). The use of this incorrect rate was considered to be an accounting error. Therefore, a revised discount rate of 4.3% based on a risk-free approach was adopted to reflect the retrospective restatement.

(b) Prior year adjustment 2 - Restatement of tax expense

The prior year adjustment was related to the unutilised tax losses which were erroneously recorded in the previous financial year of approximately RM4,726,000. This amount has been adjusted and represented a correction in the financial statements for the financial year ended 31 December 2016.

The financial effects of the prior year adjustments in the financial statements are as follows:-

	As Previously Reported RM'000	Effect of Prior Year Adjustment RM'000	As Restated RM'000
The Group Statements of Financial Position (Extract):-			
Non-Current assets - Investment in an associate	96,877	(2,239)	94,638
Equity - Retained profits - Foreign exchange translation reserve	53,999 2,031	(2,152) (87)	51,847 1,944
Statements of Profit or Loss and Other Comprehensive Income (Extract):-			
Share of profits of equity accounted associate	100,406	(2,152)	98,254
Profit after taxation Attributable to: - Owners of the Company	12,046	(2,152)	9,894
Total comprehensive income Attributable to: - Owners of the Company	13,974	(2,239)	11,735

161

Annual General Meeting

Notice of Annual General Meeting

NOTICE OF TENTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Tenth ("10th") Annual General Meeting ("AGM") of CENSOF HOLDINGS BERHAD ("**Censof**" or the "**Company**") will be held at Banyan & Casuarina Rooms, Sime Darby Convention Centre, 1A, Jalan Bukit Kiara 1, Bukit Kiara, 60000 Kuala Lumpur, Malaysia, on Wednesday, 5 September 2018 at 10.00 a.m. for the following purposes:-

AGENDA

AS ORDINARY BUSINESS

- 1. To receive the Audited Financial Statements for the financial year ended 31 March 2018 together with the Directors' and Auditors' Reports thereon.
- To approve the payment of Directors' Fees and benefits of RM712,850 and Meeting Allowance of RM1,000 per meeting for the financial year ending 31 March 2019 and that the Directors' Fees be payable guarterly in arrears and the Meeting Allowance be payable after the meeting in arrears.
- 3. To re-elect the following directors retiring pursuant to the Company's Articles of Association and being eligible, have offered themselves for re-election :-
 - 3.1 Encik Ameer Bin Shaik Mydin (Article 78)
 - 3.2 Mr Boey Tak Kong (Article 78)
 - 3.3 Tan Sri Datuk Wira Dr Hj Mohd Shukor Bin Hj Mahfar (Article 84)
- 4. To re-appoint Messrs Crowe Malaysia as Auditors of the Company and to authorise the Directors to fix their remuneration.

AS SPECIAL BUSINESS

To consider, and if thought fit, to pass the following Resolution:

5. AUTHORITY TO ALLOT SHARES PURSUANT TO SECTION 75(1) OF COMPANIES ACT 2016

"THAT pursuant to Section 75(1) of the Companies Act 2016 ("Act"), and subject to the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered to allot new shares in the Company from time to time 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 allotted pursuant to this resolution does not exceed ten 10% of the issued share capital of the Company thereat AND THAT the Directors be and are also hereby authorised to obtain the approval from Bursa Malaysia Securities Berhad for the listing and quotation of the additional shares so allotted AND THAT such authority shall continue in force until the conclusion of the next AGM of the Company."

6. To transact any other business which may properly be transacted at an AGM for which due notice shall have been given.

By order of the Board

LIM SECK WAH (MAICSA NO. 0799845) M. CHANDRASEGARAN A/L S. MURUGASU (MAICSA NO. 0781031) Company Secretaries

Kuala Lumpur Dated this: 31 July 2018 **Ordinary Resolution 6**

Ordinary Resolution 2

Ordinary Resolution 3

Ordinary Resolution 4

Ordinary Resolution 5

Annual General Meeting

Notice of Annual General Meeting (Cont'd)

Notes:

- A. Datuk Samsul Bin Husin who is not due for retirement by rotation at this 10th AGM pursuant to Articles 78 of the Company's Articles of Association however, he wishes to retire at this 10th AGM.
- 1. For the purpose of determining a member who shall be entitled to attend and vote at the AGM, the Company shall be requesting the Record of Depositors as at 29 August 2018. Only a depositor whose name appears on the Record of Depositors as at 29 August 2018 shall be entitled to attend the said meeting or appoint proxies to attend, speak and vote in his/her stead.
- 2. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote in his/her stead. A member may appoint up to two proxies to attend the same meeting provided that he specifies the proportion of his shareholding to be represented by each proxy. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy.
- 3. Where a member is an authorised nominee as defined under the Security Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy in respect of each Securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- 4. A member who is an exempt authorized nominee is entitled to appoint multiple proxies for each omnibus account it holds.
- 5. The Form of Proxy shall be in writing under the hand of the appointor or his attorney duly authorized in writing or if such appointor is a corporation, under its common seal or under the hand of the attorney.
- 6. The Form of Proxy must be deposited at the share registrar of the Company at Level 6, Symphony House, Block D13, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.

EXPLANATORY NOTES ON SPECIAL BUSINESS:

1. Ordinary Resolution 6

The proposed Resolution 6 is a renewal of mandate given by the shareholders at the previous AGM held on 12 September 2017, primarily to give flexibility to the Board of Directors to allot shares at any time in their absolute discretion and for such purposes as they consider would be in the interest of the Company without convening a general meeting. This authority, unless revoked or varied at a general meeting, will expire at the next AGM of the Company.

The Company continues to consider opportunities to broaden its earnings potential. If any of the expansion/diversification proposals involves the allotment of new shares, the Directors, under certain circumstance when the opportunity arises, would have to convene a general meeting to approve the allotment of new shares even though the number involved may be less than 10% of the issued share capital.

In order to avoid any delay and costs involved in convening a general meeting to approve such allotment of shares, it is thus considered appropriate that the Directors be empowered to allot shares in the Company, up to any amount not exceeding in total 10% of the issued share capital of the Company thereat. The renewed authority will provide flexibility to the Company for the allotment of shares for the purpose of funding future investment, working capital and/or acquisitions. This authority, unless revoked or varied at a general meeting will expire at the conclusion of the next AGM of the Company.

No shares have been issued and allotted by the Company pursuant to Section 75(1) of the Companies Act 2016 since obtaining the said authority from its shareholders at the last AGM held on 12 September 2017.

Annual General Meeting PDPA Notice

NOTICE TO SHAREHOLDERS PURSUANT TO THE PERSONAL DATA PROTECTION ACT 2010

The Notice is given in connection with you being a shareholder of Censof Holdings Berhad (828269-A) ("Company").

The Personal Data Protection Act 2010 (hereinafter referred to as "PDPA"), which regulates the processing of personal data in commercial transactions, applies to the Company. For the purposes of this Notice, the term "personal data" and "processing" shall have the same meaning as prescribed in the PDPA.

- 1. This written notice ("Notice") serves to inform you that your personal data is being processed by or on behalf of the Company.
- The personal data processed by us may include name, national identity, card number, contact number and address or other particulars provided by you or on your behalf in connection with your shareholding in the Company.
- We are processing your personal data, including any additional information you may subsequently provide, for the following purposes ("Purposes"):
 - (a) Sending you notices and circulars relating to your status as a shareholder in the Company;
 - (b) Paying you dividends and giving you other benefits relating to your shareholding in the Company;
 - (c) Dealing with all matters in connection with your shareholding in the Company; or such other purposes as may be related to the foregoing.
- 4. The personal data processed by us include all information you have provided to us as well as other information we may obtain about you.
- You may access and request for updating and correction of your personal data and to contact us with any enquiries or complaints in respect of your personal data as follows:

Contact Person :	:	Company Secretary
Telephone :	:	03-2692 4271
Facsimile :	:	03-2732 5388
Email address :	:	info@megacorp.com.my

In accordance with the PDPA:

- (a) We may charge a prescribed fee for processing your request for access or correction; and
- (b) We may refuse to comply with your request for access or correction to your personal data and if we refuse to comply with such request, we will inform you of our refusal and reason for our refusal.
- 6. Your personal data may be disclosed by us in connection with the above Purposes, to all government and/or quasi-governmental departments and/or agencies, regulatory and/or statutory bodies and third parties as may be required by law or arising from any legal obligation which is imposed on us to our lawyers, auditors and/or service providers.
- 7. You are responsible for ensuring that the personal data you provide us is accurate, complete and not misleading and that such personal data is kept up to date.
- 8. If you fail to supply to us above mentioned personal data, we may not be able to process your personal data for any of the Purposes.
- 9. In the event of any inconsistencies between the English version and the Bahasa Malaysia version of this notice, the English version shall prevail over the Bahasa Malaysia version.

NOTIS KEPADA PEMEGANG SAHAM DI BAWAH AKTA PERLINDUNGAN DATA PERIBADI 2010

Seperti mana yang berkenaan, notis ini diberikan berhubungan dengan status anda sebagai pemegang saham Censof Holdings Berhad (828269-A) ("Syarikat").

Akta Perlindungan Data Peribadi 2010 (selepas ini disebut sebagai "PDPA"), yang mengawal selia pemprosesan data peribadi untuk tunjukan transaksi komersial, adalah terpakai terhadap Syarikat. Untuk tujuan Notis ini, termaterma "data peribadi" dan "pemprosesan" akan mempunyai maksud seperti yang ditakrifkan di dalam PDPA.

- Notis bertulis ini ("Notis") bertujuan untuk memaklumkan kepada anda bahawa data peribadi anda sedang diproses oleh/ atau bagi pihak Syarikat.
- Data peribadi yang diproses oleh kami termasuk nama, nombor kad pengenalan, nombor telefon, alamat dan butir-butir lain yang diberikan oleh anda atau bagi pihak anda berkenaan dengan pegangan saham anda dalam Syarikat.
- 3. Kami sedang memproses data peribadi anda, termasuklah sebarang maklumat tambahan yang anda mungkin berikan kemudian, untuk tujuan-tujuan berikut ("Tujuan-Tujuan") :
 - (a) Untuk menghantar kepada anda notis dan surat-surat pekelilling yang berkaintan dengan status anda sebagai pemegang saham dalam Syarikat;
 - (b) Untuk membayar kepada anda dividend dan memberikan anda manfaat-manfaat lain yang berkaitan dengan pegangan saham anda dalam Syarikat;
 - (c) Untuk berurusan dengan semua perkara yang berkaitan dengan pegangan saham anda di dalam Syarikat; atau bagi tujuan-tujuan lain yang mungkin berkaitan dengan perkara-perkara yang dinyatakan di atas.
- 4. Data peribadi anda yang diproses oleh kami merangkumi segala maklumat yang anda berikan serta yang kami perolehi berkenaan anda.
- 5. Anda boleh mengakses dan memohon untuk megemaskini atau membuat pembetulan data peribadi anda serta menghubungi kami untuk sebarang pertanyaan atau aduan berkenaan dengan data peribadi anda seperti berikut:

Jawatan Individu Yang Perlu Dihubungi	:	Setiausaha Syarikat
No. Telefon	:	03-2692 4271
No. Faksimili	:	03-2732 5388
Alamat e-mel	:	info@megacorp.com.my

Selaras dengan PDPA:

- (a) Kami mungkin mengenakan bayaran untuk memproses permintaan anda untuk akses atau pembetulan; dan
- (b) Kami berhak untuk tidak mematuhi permintaan anda untuk mengakses atau untuk membuat pembetulan ke atas data peribadi anda dan sekiranya kami enggan mematuhi permintaan tersebut, kami akan memaklumkan kepada anda tentang keengganan kami berserta alasan-alasan terhadap keengganan kami.
- 6. Data peribadi anda mungkin dizahirkan oleh kami untuk Tujuan-Tujuan yang dinyatakan di atas, kepada semua jabatan dan/atau kuasi-kerajaan, badan-badan penguatkuasa dan/atau berkanun dan sebarang pihak ketiga yang dikehendaki selaras dengan undang-undang yang dikenakan ke atas kami dan kepada peguam, juru-audit dan/atau pembekal perkidmatan kami.
- Anda bertanggungjawab untuk memastikan bahawa data peribadi yang anda berikan kepada kami adalah tepat, lengkap, tidak mengelirukan dan terkini.
- 8. Jika anda gagal memberikan kami data peribadi yang dinyatakan di atas, kami mungkin tidak boleh memproses data peribadi anda untuk sebarang Tujuan-Tujuan.
- 9. Sekiranya terdapat sebarang ketidakseragaman di antara versi Bahasa Inggeris dan Bahasa Malaysia ke atas Notis ini, maka versi Bahasa Inggeris akan digunakan.



Form of Proxy

(Before completing this form please refer to the notes below)

I/We		I/C No./Co. No./CDS A/C No.
	(Full Name in Capital Letters)	
of		

(Full Address)

being a member/members of CENSOF HOLDINGS BERHAD, hereby appoint the following person(s):-

NAME OF PROXY, NRIC NO. & ADDRESS	NO. OF SHARES TO BE REPRESENTED
1.	
2.	

or failing him/her, the Chairman of the Meeting as my/our proxy to attend and vote for me/us on my/our behalf at the Tenth Annual General Meeting of the Company to be held at Banyan & Casuarina Rooms, Sime Darby Convention Centre, 1A, Jalan Bukit Kiara, 60000 Kuala Lumpur on Wednesday, 5 September 2018 at 10.00 a.m. and at any adjournment thereof. My/our proxy/proxies is/ are to vote as indicated below :-

ORDINARY RESOLUTION		FIRST PROXY		SECOND PROXY	
			AGAINST	FOR	AGAINST
1.	To approve the payment of Directors' Fees and benefits for the financial year ending 31 March 2019 and Meeting Allowance.				
2.	To re-elect Encik Ameer Bin Shaik Mydin who retires pursuant to Article 78.				
3.	To re-elect Mr Boey Tak Kong who retires pursuant to Article 78.				
4.	To re-elect Tan Sri Datuk Wira Dr. Hj. Mohd Shukor Bin Hj. Mahfar who retires pursuant to Article 84.				
5.	To re-appoint Messrs Crowe Malaysia as Auditors and to authorise the Directors to fix their remuneration.				
6.	Authority to allot shares pursuant to Section 75(1) of the Companies Act 2016.				

(Please indicate with an " $\sqrt{}$ " or "X" in the spaces provided how you wish your vote to be cast. If no instruction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.)

Signature/Common Seal of Shareholder

Dated this _____ day of _____ 2018

NOTES:

- 1. For the purpose of determining a member who shall be entitled to attend and vote at the 10th Annual General Meeting, the Company shall be requesting the Record of Depositors as at 29 August 2018. Only a depositor whose name appears on the Record of Depositors as at 29 August 2018 shall be entitled to attend the said meeting or appoint proxies to attend, speak and vote in his/her stead.
- 2. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote in his/her stead. A member may appoint up to two proxies to attend the same meeting provided that he specifies the proportion of his shareholding to be represented by each proxy. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy.

^{3.} Where a member is an authorised nominee as defined under the Security Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy in respect of each Securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.

^{4.} A member who is an exempt authorized nominee is entitled to appoint multiple proxies for each omnibus account it holds.

^{5.} The Form of Proxy shall be in writing under the hand of the appointor or his attorney duly authorized in writing or if such appointor is a corporation, under its common seal or under the hand of the attorney.

^{6.} The Form of Proxy must be deposited at the share registrar of the Company at Level 6, Symphony House, Block D13, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.

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AFFIX STAMP

THE SHARE REGISTRAR CENSOF HOLDINGS BERHAD (828269-A)

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Level 6, Symphony House Block D13, Pusat Dagangan Dana 1 Jalan PJU 1A/46 47301 Petaling Jaya Selangor Darul Ehsan

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CENTURY SOFTWARE (M) SDN BHD

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