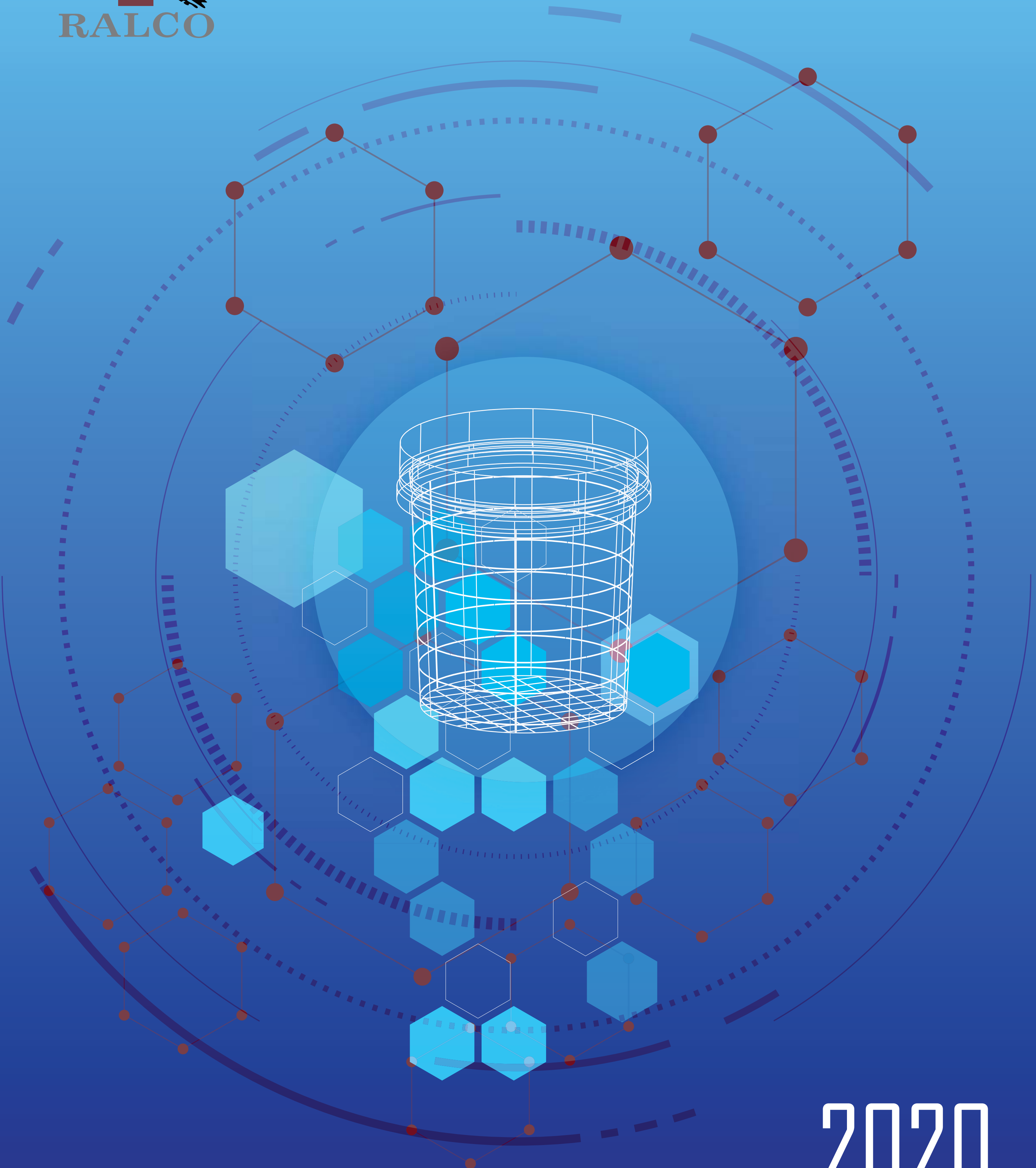
RALCO

RALCO CORPORATION BERHAD

Company No. 199501003907 (333101-V)



2020 ANNUAL REPORT

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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 26th Annual General Meeting of Ralco Corporation Berhad ("Company") will be held at Langkawi Room, Bukit Jalil Golf & Country Resort, Jalan Jalil Perkasa 3, Bukit Jalil,57000 Kuala Lumpur on Tuesday, 15th day of June 2021 at 10.00 a.m. for the following purposes:-

AGENDA

AS ORDINARY BUSINESS

1. To lay before the meeting the Audited Financial Statements for the financial year ended 31 December 2020 together with the Reports of the Directors and Auditors thereon. **[Please refer to Explanatory Note (i)]**

2. To approve the payment of Directors' fees amounting to RM140,000 for the financial year ended 31 December 2020. **RESOLUTION 1**

3. To approve the Directors' remuneration (excluding Directors' fees) payable to the Directors of the Company and its subsidiaries amounting to RM21,000 from 1 July 2021 until the next Annual General Meeting of the Company. **RESOLUTION 2**

4. To re-elect Mr Tan Heng Ta, who retires by rotation in accordance with Clause 97.1 of the Constitution of the Company and who being eligible offer himself for re-election. **RESOLUTION 3**

5. To re-elect the following Directors who retire in accordance with Clause 104 of the Constitution of the Company and who being eligible offer themselves for re-election:

   (1) Ms Liang Siew Jiun **RESOLUTION 4**
   (2) Dato' Chong Kim Fatt **RESOLUTION 5**
   (3) Ms Lau Wai Ching **RESOLUTION 6**

6. To re-appoint Messrs. RSM Malaysia (AF 0768) as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Board of Directors to determine their remuneration. **RESOLUTION 7**

AS SPECIAL BUSINESS

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

7. **Ordinary Resolution** **RESOLUTION 8**
   Authority to issue and allot shares
   "THAT subject always to the Companies Act 2016, Constitution of the Company and approvals from Bursa Malaysia Securities Berhad and any other governmental/regulatory bodies, where such approval is necessary, authority be and is hereby given to the Directors pursuant to Section 75 of the Companies Act 2016 to issue and allot not more than ten percent (10%) of the total number of issued shares (excluding treasury shares) of the Company at any time upon any such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit or in pursuance of offers, agreements or options to be made or granted by the Directors while this approval is in force until the conclusion of the next Annual General Meeting of the Company pursuant to Section 76 of the Companies Act 2016 and that the Directors be and are hereby further authorised to make or grant offers, agreements or options which would or might require shares to be issued after the expiration of the approval hereof."

8. **Ordinary Resolution** **RESOLUTION 9**
   Continuing in Office as an Independent Non-Executive Director - Mr Law Doung Chin
   "THAT authority be and is hereby given to Mr Law Doung Chin who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, to continue to act as an Independent Non-Executive Director of the Company."

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

BY ORDER OF THE BOARD

LIM LEE KUAN (SSM PC NO. 202008001079) (MAICSA 7017753)
ELIZABETH ALLISON DE ZILVA (SSM PC NO. 202008002112) (MAICSA 7030086)
Company Secretaries

Kuala Lumpur
30 April 2021

NOTES:

1. A member entitled to attend, participate, speak and vote is entitled to appoint not more than two (2) proxies to attend, participate, speak and vote instead of him. A proxy may, but need not, be a member of the Company and there shall be no restriction as to the qualification of the proxy.

2. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy.

3. Where a member is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991, it may appoint not more than two (2) proxies in respect of each Securities Account it holds in ordinary shares of the Company standing to the credit of the said Securities Account.

4. Where a member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one Securities Account ("Omnibus Account"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds. Where the Exempt Authorised Nominee appoints two (2) or more proxies to attend and vote at the same meeting, such appointment shall be invalid unless the Exempt Authorised Nominee specifies the proportion of his holdings to be represented by each proxy.

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

6. The instrument appointing a proxy must be deposited at the Share Registrar's office, System & Securities Sdn. Bhd. at Plaza 138, Suite 18.03, 18th Floor, 138 Jalan Ampang, 50450 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.

7. Date of Record of Depositors for the purpose of determining Members' entitlement to attend, vote and speak at the Annual General Meeting is 8 June 2021.

8. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 26th AGM will be put to vote on a poll.

EXPLANATORY NOTES ON ORDINARY AND SPECIAL BUSINESS:

(i) **Item 1 of the Agenda**
Audited Financial Statements for the financial year ended 31 December 2020

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

(ii) **Ordinary Resolution 1**

Pursuant to Section 230(1) of the Companies Act 2016, the fee of the Directors, and any benefits payable to the Directors including any compensation for loss of employment of a director or former director of a public company or a listed company and its subsidiaries, shall be approved at a general meeting. In this respect, the Board agreed that the shareholders' approval shall be sought at the 26th Annual General Meeting on the Directors' fees for the financial year ended 31 December 2020.

The Directors' fees payable to the Directors of the Company are set out as follows:

	Fee (RM)
Executive Directors	56,000
Non-Executive Directors	84,000

(iii) **Ordinary Resolution 2**

Pursuant to Section 230(1) of the Companies Act 2016, the fee of the Directors and any benefits payable to the Directors including any compensation for loss of employment of a director or former director of a public company or a listed company and its subsidiaries, shall be approved at a general meeting. In this respect, the Board agreed that the shareholders' approval shall be sought at the 26th Annual General Meeting on the Directors' remuneration (excluding the Directors' fees) payable to the Directors of the Company and its subsidiaries for the financial period from 1 July 2021 until the next Annual General Meeting of the Company ("Relevant Period").

The Directors' remuneration (excluding Directors' fees) comprises the allowances and other emoluments payable to the Directors of the Company and its subsidiaries are set out below:

Description	**Chairman (RM)**	**Directors (RM)**
Meeting Allowance (per meeting)		
- Board Committees	500	500

Note:

In determining the estimated total amount of the Directors' remuneration (excluding Directors' fees), the Board considered various factors including the number of scheduled meetings for the Board and Board Committees as well as the number of Directors involved in these meetings.

Payment of Directors' remuneration (excluding Directors' fees) will be made by the Company and its subsidiaries on a monthly basis and/or as and when incurred if the proposed Resolution 2 has been passed at the 26th Annual General Meeting. The Board is of the view that it is just and equitable for the Directors to be paid with such payment on a monthly basis and/or as and when incurred, particularly after they have discharged their responsibilities and rendered their services to the Company throughout the Relevant Period.

(iv) **Ordinary Resolution 8**
Authority to issue and allot shares

The proposed Ordinary Resolution 8, if passed, will give flexibility to the Directors of the Company to issue and allot shares up to a maximum of ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company at the time of such issuance of shares and for such purposes as they consider would be in the best interest of the Company without having to convene separate general meetings. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.

This is the renewal of mandate obtained from the shareholders at the last Annual General Meeting held on 29 July 2020 ("the Previous Mandate"). The Company had issued and allotted 4,617,910 new ordinary shares at an issue price of RM0.30 per share via private placement under the Previous Mandate and total proceeds of RM1,385,373.00 was raised accordingly.

For further information, please refer to the Statement Accompanying Notice of Annual General Meeting of the 2020 Annual Report.

The purposes of this general mandate is for further possible fund raising exercises including but not limited to placement of shares for purpose of funding the Group's current and/or future investment projects, working capital, repayment of borrowings and/ or acquisitions.

(v) **Ordinary Resolution 9**
Continuing in Office as an Independent Non-Executive Director – Mr Law Doung Chin

The Nomination Committee and Board had assessed the independence of Mr Law Doung Chin, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, and had recommended him to continue to act as an Independent Non-Executive Director of the Company based on the following justifications:-

a. he fulfilled the criteria under the definition of Independent Director as set out under Paragraph 1.01 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, and thus, he would be able to function as a check and balance, bringing an element of objectivity to the Board;
b. he has been with the Company for more than 9 years and is familiar with the Company's business operations;
c. he has devoted sufficient time and attention to his professional obligations for informed and balanced decision making and had actively participated in board discussion and provided an independent voice to the Board; and
d. he has exercised his due care during his tenure as Independent Non-Executive Director of the Company and carried out his professional duties in the interest of the Company and shareholders.

The details of Mr Law Doung Chin are set out on page 9 of the Annual Report.

<u>Statement Accompanying Notice of AGM</u>

Pursuant to Paragraph 8.27 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities")

- **General Mandate for issue of securities in accordance with Paragraph 6.03(3) of the Main Market Listing Requirements of Bursa Securities**

The Company has obtained the mandate for issue of shares from the shareholders at the last Annual General Meeting held on 29 July 2020 ("The Previous Mandate"). The Previous Mandate has been utilised for the private placement of 10% of the issued shares of the Company ("Private Placement"). Pursuant to the Previous Mandate, the Company has undertaken a private placement exercise which has been completed on 16 November 2020 where 4,617,910 new ordinary shares had been issued at an issue price of RM0.30 per share. The Private Placement has raised a gross proceed of RM1,385,373.00 and that the details of the utilisation of the proceeds raised from the Private Placement, as at 31 March 2021, are as follows:-

Utilisation of Proceeds	Proposed Utilisation (RM'000)	Actual Utilisation (RM'000)	Amount Unutilised (RM'000)
(i) Purchase of Machineries and Toolings	1,285	1,008	277
(ii) Estimated Expenses	100	100	-
Total	1,385	1,108	277

Measures to Minimise Risk of COVID-19

In order to minimise the risk of community spread of COVID-19 pandemic, the Company will be taking the following precautionary measures at the 26th AGM: -

1. All attendees will be required to wear a mask, undergo a temperature check and make a health declaration prior to entering the meeting venue;
2. Any person who has fever or exhibits flu-like symptoms will not be permitted to attend the 26th AGM;
3. There will be no door gifts and refreshments served at the 26th AGM; and
4. Shareholders are required to register ahead of the meeting to allow listed issuers to make the necessary arrangements including in relation to logistics. Kindly contact the Share Registrar's office, System & Securities Sdn. Bhd. at Plaza 138, Suite 18.03, 18th Floor, 138 Jalan Ampang, 50450 Kuala Lumpur (Tel. No. (6)03-21615466 or email to systems@ssassociates.com.my) to pre-register before attending the AGM.

On the seating arrangement and number of individuals to be present at the venue, the Company will observe the applicable standard operating procedures, directives, safety and precautionary requirements as prescribed by the Government of Malaysia, the Ministry of Health, the Malaysian National Security Council, and other relevant authorities to curb the spread of Covid-19 pandemic.

We strongly encourage shareholders to appoint the Chairman of the 26th AGM as their proxy to attend and vote at the 26th AGM.

To vote on any or all of the resolutions at the 26th AGM, you are encouraged to send in your votes in advance by proxy and appoint the Chairman as your proxy. The proxy form is attached to the Notice of AGM.

If you have any questions in relation to any item of the Agenda of the 26th AGM, you may send them in advance via email to <u>wschin@ralco.net</u>

As the COVID-19 situation continues to evolve, the Company will closely monitor the situation and reserves the right to take further measures as appropriate and comply with any requirements or recommendation of any government agencies from time to time.

The Company seeks the understanding and cooperation of all Shareholders to minimise the risk of community spread of the COVID-19 pandemic.

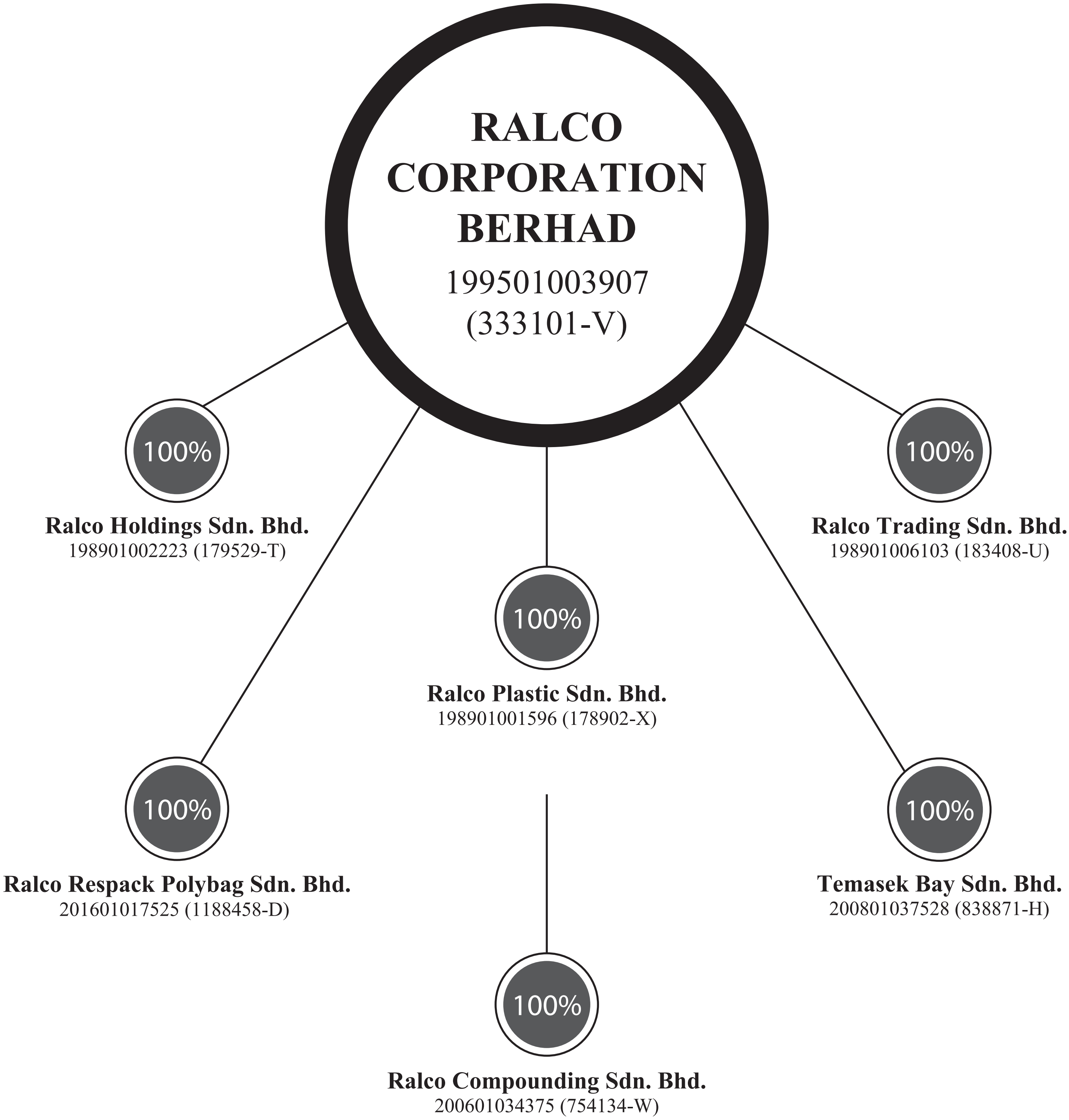
CORPORATE INFORMATION

BOARD OF DIRECTORS

Dato' Chong Kim Fatt	Chairman, Independent Non-Executive Director (Appointed on 10 February 2021)
Tan Heng Ta	Managing Director
Heng Chee Wei	Senior Independent Non-Executive Director
Ang Seng Wong	Independent Non-Executive Director
Law Doung Chin	Independent Non-Executive Director
Liang Siew Jiun	Non-Independent Executive Director (Appointed on 1 October 2020
Lau Wai Ching	Independent Non-Executive Director (Appointed on 10 February 2021)

COMPANY SECRETARIES	Lim Lee Kuan (SSM PC NO. 202008001079) (MAICSA 7017753) Elizabeth Allison De Zilva (SSM PC NO. 202008002112) (MAICSA 7030086)
REGISTERED OFFICE	10th Floor, Menara Hap Seng No. 1 & 3, Jalan P. Ramlee 50250 Kuala Lumpur Tel : 603-2382 4288 Fax : 603-2026 1451
PRINCIPAL PLACE OF BUSINESS	Lot 1476, Nilai Industrial Estate 71800 Nilai Negeri Sembilan Darul Khusus Tel : 606-797 1999 Fax : 606-797 1333
REGISTRAR	System & Securities Sdn. Bhd. Plaza 138, Suite 18.03 18th Floor, 138 Jalan Ampang 50450 Kuala Lumpur Tel: 03-2161 5466 Fax: 03-2163 6968 email: systems@ssassociates.com.my
AUDITORS	Messrs. RSM Malaysia (AF 0768) 5th Floor, Penthouse, Wisma RKT, Block A No. 2, Jalan Raja Abdullah Off Jalan Sultan Ismail 50300 Kuala Lumpur Tel: 03-2610 2888 Fax: 03-2698 6600 email: audit@rsmmalaysia.my
PRINCIPAL BANKERS	CIMB Bank Berhad Alliance Bank Malaysia Berhad Hong Leong Bank Berhad
STOCK EXCHANGE LISTING	Main Market of Bursa Malaysia Securities Berhad Stock Name: RALCO Stock Code: 7498 Sector: Industrial Products

CORPORATE STRUCTURE



PROFILE OF DIRECTORS

DATO' CHONG KIM FATT
Chairman, Independent Non-Executive Director
Aged 54, Male, Malaysian

Dato Chong Kim Fatt was appointed to the Board and Chairman to the Board on 10 February 2021.

Dato' Chong started his own business in 1993 with diverse interest in property development, contractor, trading, poultry and Agriculture. He has been actively participating in both domestic and international sports complex with numerous achievements and contributions to the country under his leadership. He completed his study in Research and Advanced Study on Leadership in Tsinghua University, China.

Dato' Chong is the founder and the president of the Wushu Federation of ASEAN-China, an international wushu organisation that currently comprises members of ten ASEAN countries. Currently, he is serving as Executive Board Committee Member in International Wushu Federation, Wushu Federation of Asia, and elected as APEC Advisor to the Chinese Culture Promotion Association of Beijing. He is also elected as one of the members of the financial committee in the Olympic Council of Malaysia. He does not hold any directorship in other public companies and listed issuers.

He does not have any family relationship with any Director and/or major shareholder of Ralco Corporation Berhad and has no conflict of interest with the Company. He has not been convicted for any offences within the past 5 years other than traffic offences. There were no public sanctions or penalties imposed on him by any regulatory bodies during the financial year 2020.

Details of number of Board meetings attended by him during the financial year are set out in page 19 of this Annual Report.

HENG CHEE WEI, A.M.P.
Senior Independent Non-Executive Director
Aged 50, Male, Malaysian

Mr. Heng Chee Wei was appointed to the Board on 8 August 2001. He was previously the Chief Executive Officer of Ralco Corporation Berhad on 1 July 2014, was re-designated as Non-Independent and Non-Executive Director with effect from 30 June 2017 and was subsequently re-designated as Independent Non-Executive Director with effect from 24 February 2020. On 10 February 2021, he was re-designated as Senior Independent Non-Executive Director. He is a member of the Audit Committee, Remuneration Committee, Nomination Committee and Risk Management Committee.

Mr. Heng is a member of the Malaysian Institute of Accountants. He obtained the qualification of Australian Society of Certified Practicing Accountants (ASCPA) in 1999. He holds a Bachelor of Commerce from University of Southern Queensland, Australia. He was previously the Operations Director of TNT Worldwide Express (M) Sdn. Bhd. He was a Senior Operations Manager of Federal Express Services (M) Sdn. Bhd. from 1999 to 2009. He was the Finance Manager of Sis Distribution (M) Sdn. Bhd. and was formerly a Senior Associate with PricewaterhouseCoopers from 1996 to 1999.

He does not have any family relationship with any Director and/or major shareholder of Ralco Corporation Berhad and has no conflict of interest with the Company. He has not been convicted for any offences within the past 5 years other than traffic offences. There were no public sanctions or penalties imposed on him by any regulatory bodies during the financial year 2020.

Details of number of Board meetings attended by him during the financial year are set out in page 19 of this Annual Report.

TAN HENG TA

Managing Director
Aged 53, Male, Malaysian

Mr. Tan Heng Ta was first appointed to the Board as Executive Director on 7 January 2011 and was subsequently appointed as the Managing Director of the Company on 1 August 2011.

Mr Tan is a successful businessman with diverse interests in property development, plantation as well as trading.–His diverse business interests have provided him with a wide range of operational, technical, as well as marketing knowledge and insight. He currently sits on the Board of a few private limited companies and does not hold any directorship in any other public companies and listed issuers.

Mr. Tan is a major shareholder of Ralco Corporation Berhad.

Save as disclosed herein, he does not have any family relationship with any Director and/or major shareholder of Ralco Corporation Berhad nor any conflict of interest with the Company. He has not been convicted for any offences within the past 5 years other than traffic offences. There were no public sanctions or penalties imposed on him by any regulatory bodies during the financial year 2020.

Details of number of Board meetings attended by him during the financial year are set out in page 19 of this Annual Report.

LAW DOUNG CHIN

Independent Non-Executive Director
Aged 50, *Male, Malaysian*

Mr. Law Doung Chin was appointed to the Board on 29 March 2011. He is the Chairman of the Risk Management Committee and a member of the Audit Committee, Nomination Committee and Remuneration Committee.

Mr Law has more than 10 years extensive and wide exposures and experiences in accounting, financing and auditing and held several key manager positions in auditing firm as well as in private limited companies which are involved in operations in logging activities, hotel operating and property development. He does not hold any directorship in other public companies and listed issuers.

He does not have any family relationship with any Director and/or major shareholder of Ralco Corporation Berhad and has no conflict of interest with the Company. He has not been convicted for any offences within the past 5 years other than traffic offences. There were no public sanctions or penalties imposed on him by any regulatory bodies during the financial year 2020.

Details of number of Board meetings attended by him during the financial year are set out in page 19 of this Annual Report.

ANG SENG WONG

Independent Non-Executive Director
Aged 58, *Male, Malaysian*

Mr. Ang Seng Wong was appointed to the Board on 14 August 2019. He is the Chairman of the Audit Committee and a member of Nomination Committee, Remuneration Committee and Risk Management Committee.

Mr Ang began his career as an accountant in Melbourne for 5 years. Upon his homecoming to Malaysia, Mr Ang served as the Finance Director for a Taiwanese PCB and PCBA firm, the Executive Representative for a Taiwanese Venture Capital Organisation and a Corporate Affairs Director for an international plastics entity. His final posting as an employee was holding the post of an Executive Director in a listed electronics company. In his professional capacity, he has extensive senior management experience having been involved in conducting public and in-house programs for well-known entities such as Petronas, Telekoms, NEC, Maxis, DRB-Hicom, Pantai Group, Columbia Hospital, MISC etc. in Malaysia, Singapore, Thailand and Philippines. He is also a certified trainer in HRDF and LPI and has lectured in University Malaya for the European Union Officers, UMP and AEU for the Executive Masters program, OUM, UTM and Saudi General Organisation for Technical Education and Vocational Training.

He is also Senior Independent Non-Executive Director and Audit Committee Chairman of EG Industries Berhad.

He does not have any family relationship with any Director and/or major shareholder of Ralco Corporation Berhad and has no conflict of interest with the Company. He has not been convicted for any offences within the past 5 years other than traffic offences. There were no public sanctions or penalties imposed on him by any regulatory bodies during the financial year 2020.

Details of number of Board meetings attended by him during the financial year are set out in page 19 of this Annual Report.

LIANG SIEW JIUN

Non-Independent Executive Director
Aged 47, *Female, Malaysian*

Ms. Liang Siew Jiun was appointed to the Board on 1 October 2020. She is a member of the Risk Management Committee.

Ms Liang has been working as the Sales Manager of Ralco Plastic Sdn Bhd, a subsidiary of Ralco Corporation Berhad, since 2012. She now manages the entire sales team of the Ralco Group. She started her career in the advertising industry. Although she was an Executive Producer in a local production company, she was also actively involved in the sales and marketing aspects of the company before moving on to Ralco after being in the advertising industry for more than 14 years.

She obtained the Institute of Chartered Secretaries and Administrators (“ICSA”) qualification from Systematic college. She does not have any family relationship with any Director and/or major shareholder of Ralco Corporation Berhad and has no conflict of interest with the Company. She has not been convicted for any offences within the past 5 years other than traffic offences. There were no public sanctions or penalties imposed on her by any regulatory bodies during the financial year 2020.

Details of number of Board meetings attended by her during the financial year are set out in page 19 of this Annual Report.

LAU WAI CHING
Independent Non-Executive Director
Aged 33, Fem*ale, Malaysian*

Ms Lau Wai Ching was appointed to the Board on 10 February 2021.

Ms Lau holds a Bachelor of Accounting from UCSI University. She has more than 10 years working experiences in various industries. She started her career as an auditor in 2008. She previously worked in the healthcare industry for 7 years prior to moving to a MNC company in 2019. She does not hold any directorship in other public companies and listed issuers.

She does not have any family relationship with any Director and/or major shareholder of Ralco Corporation Berhad and has no conflict of interest with the Company. She has not been convicted for any offences within the past 5 years other than traffic offences. There were no public sanctions or penalties imposed on her by any regulatory bodies during the financial year 2020.

Details of number of Board meetings attended by her during the financial year are set out in page 19 of this Annual Report.

PROFILE OF KEY SENIOR MANAGEMENT

TAN SU KHIM
General Manager
Aged 61, Male, Malaysian

Mr. Tan joined Ralco group on 17th December 2018 as a General Manager. He is responsible for looking into the business strategies of Ralco Group.

Prior to this assignment, Mr. Tan has 30 years' experience in leading and managing various Businesses in Sales, Marketing, Finance, Manufacturing, Operations and Logistics. He is experienced in formulating Marketing/Sales and Business Plan to ensure Sales Strategies, Procedures and System are implemented effectively and successfully. He possesses Effective Management Skills to further enhance the overall business operations. He does not hold any directorship in other public companies and listed issuers.

He does not have any family relationship with any Director and/or major shareholder of Ralco Corporation Berhad and has no conflict of interest with the Company. He has not been convicted for any offences within the past 5 years other than traffic offences. There were no public sanctions or penalties imposed on him by any regulatory bodies during the financial year 2020.

CHIN WOON SIAN @ LOUIS CHIN
Chief Financial Officer
Aged 52, Male, Malaysian

Mr. Chin Woon Sian joined Ralco Group on 24 November 2020 as Chief Financial Officer. He is a member of the Malaysian Institute of Accountant and obtained his qualification from The Association of Certified Chartered Accountants. He has more than 17 years of experiences in leading accounting, finance and corporate planning function of a listed companies.

Prior to joining Ralco Group, he was Financial Controller of a public listed company for more than 10 years until year 2016. He was in charge of the Account and Finance Department and also assisted the company in the planning and implementation of the Group's business strategies. He does not hold any directorship in other public companies and listed issuers.

He does not have any family relationship with any Director and/or major shareholder of Ralco Corporation Berhad and has no conflict of interest with the Company. He has not been convicted for any offences within the past 5 years other than traffic offences. There were no public sanctions or penalties imposed on him by any regulatory bodies during the financial year 2020.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors of Ralco Corporation Berhad ("the Board") continues to recognise the importance of practising good corporate governance to direct the businesses of the Company and its subsidiaries (together as "the Group") towards enhancing business and long-term value for its shareholders. It remains committed to ensure that the highest standards of accountability and transparency are practised throughout the Group as the underlying principle in discharging its responsibilities.

The Board presents this statement to provide shareholders and investors with an overview of the corporate governance practices of the Company under the leadership of the Board during the financial year 2020. This overview takes guidance from the key corporate governance principles as set out in the Malaysian Code on Corporate Governance 2017 ("MCCG 2017").

This statement is prepared in compliance with the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities") and it is to be read together with the Corporate Governance Report ("CG Report") of the Company which is available at the Company's website at www.ralco.net.

The CG Report provides the details on how the Company has applied each Practice as set out in the MCCG 2017 during the financial year 2020.

Principle A- Board leadership and effectiveness

1.1 Board Responsibilities

The Board is responsible for formulating and reviewing the strategic plans and key policies of the Company, and charting the course of the Group's business operations whilst providing effective oversight of Management's performance, risk assessment and controls over business operations. The Board delegates and confers some of its authorities and discretion on the Chairman, Managing Director, and Management as well as on properly constituted Board Committees comprising exclusively Non-Executive Directors.

All members of the Board are aware of their responsibilities to take decision objectively which promote the success of the Group for the benefits of the shareholders and other stakeholders. The roles and responsibilities of the Board are clearly set out in the Board Charter which is available on the Company's website.

The positions of the Chairman and the Managing Director are held by two different individuals. The Chairman of the Board is Dato' Chong Kim Fatt, an Independent Non-Executive Director whilst the Managing Director is Mr Tan Heng Ta.

There is a clear division of responsibilities between the Chairman of the Board and the Managing Director. The Chairman ensures the smooth and effective functioning of the Board, leads strategic planning at the Board level and instilling good corporate governance practices. The Managing Director is responsible for the vision and strategic directions of the Group as well as initiating innovative ideas to create competitive edge and development of business and corporate strategies. He is assisted by the General Manager for implementing the policies and decisions of the Board but he is primarily accountable for overseeing the day-to-day operations of the Group to ensure the effective running of the Group.

The Board Committees made up of Risk Management Committee, Audit Committee, Nomination Committee and Remuneration Committee; and are entrusted with specific responsibilities to oversee the Group's affairs, with authority to act on behalf of the Board in accordance with their respective Terms of Reference. The Chairman of the relevant Board Committees report to the Board on key issues deliberated by the Board Committees at their respective meetings. The ultimate responsibilities for decision making, however, lies with the Board.

The following are the Board's principal roles and responsibilities in discharging its leadership function and fiduciary duties towards meeting the goals and objective of the Group:-

1. Business plan and budget
2. Capital Management and investment policies
3. Authority limits/levels
4. Risk Management policies
5. Declaration of Dividends
6. Business Continuity Plan

7. Issuance of new Securities
8. Business restructuring
9. Expenditure above a certain limit
10. Material acquisitions and disposition of assets.

During the financial year under review, the Board, in addition to the above matters, has reviewed and adopted policies and procedures to be in line with the Companies Act 2016, MCCG 2017 and revisions to the Anti-Money Laudering Act and implemented the following as part of its continuous efforts in enhancing corporate governance:-

1. Adopted a Remuneration Policy & Procedures of Directors and/or Senior Management;
2. Revised the Board Charter;
3. Adopted a Board Diversity Policy;
4. Adopted Corporate Disclosure Policies and Procedures;
5. Updated the Terms of Reference of Nomination Committee;
6. Implementation of the policies and procedures on anti-corruption; and
7. Appointment of 2 female Directors to reflect gender diversity on the Board.

Looking ahead to 2021, the priorities of the Board will be in the following areas:-

1. Implementation/updating the policies and procedures on anti-corruption;
2. Leverage on technology to broaden its channel of dissemination of information and to enhance the quality of engagement with the shareholders; and
3. Revision of Board Charter to be in line with the latest regulatory requirements, if required.

1.2 Qualified and competent company secretaries

In performing their duties, all Directors have access to the advice and services of two (2) suitably qualified Company Secretaries. The Company Secretaries have been providing guidance to the Board, particularly on corporate governance issues and compliance with relevant policies and procedures, rules and regulatory requirements and ensure good information flow within the Board, Board Committees and Management. The Company Secretary attends all meetings of the Board and Board Committees and guides the Directors on the requirements encapsulated in the Company's Constitution and legislative promulgations such as the Companies Act 2016, MMLR, etc. The Company Secretary shall continue to guide the Directors on the requirements to be observed arising from new regulations and guidelines issued by the authorities.

1.3 Access to information and Advice

All Directors may seek independent professional advice at the Company's expense on specific issues to enable them to discharge their duties, where necessary.

Board Meetings for the ensuing year are scheduled in advance before the end of the current financial year so that the Directors are able to plan ahead and full attendance at Board Meeting.

The notice of agenda together with minutes of the previous meeting and other relevant information will be circulated to the Board at least five (5) days before the meetings. This is to ensure that all Directors have sufficient time to obtain further explanation, where necessary, in order to be fully informed of the matters to be discussed during the meeting. The Board papers contain all relevant information and reports on financial, operational, corporate, regulatory, market developments and minutes of meetings. These documents are comprehensive and include qualitative and quantitative information to enable the Board members to make informed decisions.

The Company Secretaries are entrusted to record the Board's deliberations, in terms of issues discussed, ensures that the deliberations at Board and Board Committee meetings are documented, and subsequently communicated to Management for appropriate actions. The minutes of the previous Board and Board Committee meetings are distributed to the Directors/Committees prior to the meeting for their perusal before confirmation of the minutes at the commencement of the following Board meeting. To facilitate productive and meaningful deliberations, the Directors will comment or request for clarification before the minutes are tabled for confirmation as a correct record of the proceedings of the meeting. Management provides Directors with complete and timely information prior to meetings and on-going basis to enable them making informed decisions.

1.4 Board Charter

In discharging its duties, the Board is constantly mindful of the need to safeguard the interests of the Group's stakeholders. In order to facilitate the effective discharge of its duties, the Board is guided by the Board Charter which was reviewed and revised by the Board on 24 November 2020 and the same has been published on the Company's website.

The Board Charter serves to ensure that all Board members acting on the Group's behalf are aware of their expanding roles and responsibilities. It sets out the strategic intent and specific responsibilities to be discharged by the Board members collectively and individually. It also regulates on how the Board conducts business in accordance with the Corporate Governance principles.

The Board will continue to review the Board Charter periodically to ensure that it is updated in accordance with the needs of the Company and any new regulations that may have impact on the discharge of the Board's responsibilities.

The Board Charter is available on the Group's website at www.ralco.net.

1.5 Formalised ethical standards through Code of Conduct

The Group is committed to achieving and monitoring high standards pertaining to behaviour at work.

The Board is guided by the Company's Code of Conduct in discharging its oversight role effectively. The Code of Conduct requires all Directors and Management to observe high ethical business standards, honesty and integrity and to apply these values to all aspects of the Groups' business and professional practice and act in good faith in the best interest of the Company and its shareholders. A summary of the Code of Conduct is available on the Group's website at www.ralco.net.

In addition, all employees are encouraged to report genuine concerns about unethical behaviour or malpractices. Any such concern should be raised with senior management, and an appropriate action will be taken by the Company. If for any reason, it is believed that this is not possible or appropriate, then the concern should be reported to the Senior Independent Non-Executive Director of the Company.

1.6 Whistle Blowing Policy

The Group has developed a Whistle-blowing Policy ("the Policy") to enable employees and any other persons to report instances of unethical behaviour, actual or suspected fraud and/or abuse within the Company. This policy has been disseminated throughout the organisation with briefing by the Human Resources Department on its use by employees.

The Policy facilitates an open and transparent corporate culture within the organisation, promoting accountability and enabling the Group to respond nimbly to changes in environment. It also serves to encourage and provide an alternative means for employees and any other persons ("Reporting Persons") to raise a concern outside the normal reporting channels. Such good faith reporting must not be made recklessly, maliciously, and/or for personal gain. The Policy has been disseminated to all staff and is available on the Group's website at www.ralco.net.

Any party who has reasonable belief that there is serious malpractice relating to any matter disclosed, may direct such complaint and report to the Managing Director of the Company or General Manager of the Company or Chairman of Audit Committee in writing. Management will ensure that any employee of the Company who raises a genuine complaint in good faith shall not be penalised for such disclosure and the identity of such complainant shall be kept confidential.

2 Composition of the Board

The Board comprised six (6) members, of whom four (4) are Independent Non-Executive Directors, one (1) Executive Director and one (1) Managing Director during the financial year 31 December 2020. On 24 February 2020, Mr Heng Chee Wei who was the Non-Independent Non-Executive Director was re-designated to Independent Non-Executive Director, having fulfilled the criteria of independence as defined in the MMLR. On 28 August 2020, the Chairman and Senior Independent Non-Executive Director, Datuk Lim Si Cheng had resigned due to other personal commitments. On 1 October 2020, the Board appointed a female director, Ms Liang Siew Jiun as an Executive Director of the Company in line with the Board's objective to expand its Board diversity.

On 10 February 2021, Mr Heng Chee Wei was re-designated to Senior Independent Non-Executive Director and Dato' Chong Kim Fatt was appointed as an Independent Non-Executive Director and Chairman of the Board, whilst a second female director Ms Lau Wai Ching was appointed as an Independent Non-Executive Director, having fulfilled the criteria of independence as defined in the MMLR. The Board composition was then revised to seven (7) members, of whom five (5) are Independent Non-Executive Directors, one (1) Executive Director and one (1) Managing Director. The five (5) Independent Non-Executive Directors fulfilled the criteria of independence as defined in the MMLR. The Board composition has met the requirements in the MMLR and the MCCG 2017 as at least half of its members are Independent Directors. The Board members are persons of high calibre and integrity, and provide a wealth of knowledge, experience and skills in the key areas of accountancy, business operations and development, finance and risk management, amongst others.

The size and composition of the Board are reviewed by the Nomination Committee annually, to determine if the Board has the right size and sufficient diversity with independence elements that fit the Company's objectives. The Nomination Committee also aims to maintain a diversity of gender, expertise, skills, ethnicity and attributes among the Directors, so as to form a quality Board that can contribute to more robust decision making and thereby, increase governance and shareholders value.

The Board acknowledges the importance of diversity in boardroom and senior management. and has set a target of 30% female directors to be achieved by 2023. The Group strictly adhered to the practice of non-discrimination of any form, whether based on race, age, religion and gender throughout the organisation, which included the selection of Board members.

Based on the review of the Board composition, there are two (2) female directors on the Board of the Company. The Nomination Committee has been tasked to consider the female representation when a vacancy arises and/or suitable candidates are identified. The Nomination Committee will take steps to ensure that women candidates are sought as part of its recruitment exercise in order to achieve the optimum size with the right diversity. As such, this pursuit will continue to be a priority on the Board agenda in year 2021 and the Company will endeavour to achieve 30% female directors by 2023.

The appointment of a new Board member will not be guided solely by gender but will also take into account the skills-set, experience and knowledge of the candidate. The Company's prime responsibility in new appointments is always to select the best candidates available. Hence, the normal selection criteria based on an effective blend of competencies, skills, extensive experience and knowledge to strengthen the Board remains a priority.

Hence, the normal selection criteria based on an effective blend of competencies, skills, extensive experience and knowledge to strengthen the Board remains a priority.

2.1 Nomination Committee

The present composition of the Nomination Committee comprises exclusively Independent Non-Executive Directors.

A summary of key activities undertaken by the Nomination Committee in discharging its duties during the financial year are set out below:-

- Assessed the contribution of each individual Director;
- Reviewed the Board structure, size, composition and the balance between Executive Directors, Non-Executive Directors and Independent Directors to ensure that the Board has the appropriate

mix of skills and experience including core competencies which Directors should bring to the Board and other qualities to function effectively and efficiently;

- Reviewed the independence of Independent Directors;
- Reviewed and assessed the performance and effectiveness of the Board as a whole and Board Committees;
- Reviewed the profile of nominated Director and recommended to the Board the appointment of the said Director;
- Discussed the annual retirement by rotation and re-election of Directors at the forthcoming Annual General Meeting ("AGM") and recommended the same for re-election by the shareholders; and
- Reviewed the performance of the Chief Financial Officer ("CFO").

2.2 Board appointment process

The Nomination Committee is responsible for identifying and recommending suitable candidates for Board membership and also for assessing the performance of the Directors on an ongoing basis. The Board will have the ultimate responsibility and final decision on the appointment. This process shall ensure that the Board membership accurately reflects the long-term strategic direction and needs of the Company and determine skills matrix to support strategic direction and needs of the Company.

Management shall then engage broadly to develop a pool of interested potential candidates meeting the skills, expertise, personal qualities and diversity requirements for both the Board and the Committee appointments. Other than the recommendation of the Management, existing board member and major shareholder, the Nomination Committee shall consider other approaches and sources i.e. sourcing from a directors' registry, open advertisements or use of independent search firms to identify the most suitable candidates.

The Nomination Committee evaluates and matches the criteria of the candidate, and will consider diversity, including gender and ethnicity (cultural background), where appropriate, and recommends to the Board for appointment.

In making the selection, the Board is assisted by the Nomination Committee to consider the following aspects:

▪ Probity, personal integrity and reputation – the person must have the personal qualities such as honesty, integrity, diligence and independence of mind and fairness.

▪ Competence and capability – the person must have the necessary skills, ability and commitment to carry out the role.

During the financial year 2020, Madam Liang Siew Jiun was appointed as an Executive Director on 1 October 2020. On 10 February 2020, Dato' Chong Kim Fatt was appointed as Chairman/Independent Non-Executive Director to replace Datuk Lim Si Cheng who had resigned on 28 August 2020,whilst Ms Lau Wai Ching was appointed as an Independent Non-Executive. The Nomination Committee had reviewed a list of potential candidates from various sources.

The Nomination Committee had reviewed and assessed the appointment of Dato' Chong Kim Fatt, Madam Liang Siew Jiun and Ms Lau Wai Ching based on the criteria of "Fit and Proper Standard" as set out in the Company's Board Charter and had recommended the appointment of Ms Liang Siew Jiun as an Executive Director of the Company and Dato' Chong Kim Fatt and Ms Lau Wai Ching as Independent Non-Executive Directors of the Company to the Board for approval.

According to the Constitution of the Company, all Directors are required to submit themselves for re-election at intervals of not more than three (3) years. The Constitution also states that one-third (1/3) of the Board members shall retire from office at the AGM and shall be eligible for re-election at the same AGM. The new Director(s) duly appointed by the Board is then recommended for re-election at the AGM.

Pursuant to Clauses 97.1 and 104 of the Company's Constitution, Mr Tan Heng Ta, Madam Liang Siew Jiun, Dato' Chong Kim Fatt and Ms Lau Wai Ching are subject to retirement at the forthcoming Annual

General Meeting ("AGM") respectively and they have expressed their willingness to seek for re-election at the forthcoming AGM.

2.3 Tenure of Independent Directors

The Board has adopted a nine-year policy for Independent Non-Executive Directors. An Independent Director may continue to serve on the Board subject to the director's re-designation as a Non-Independent Director. Otherwise, the Board will justify and seek shareholders' approval at the AGM in the event it retains the director as an Independent Director. If the Board continues to retain the independent director after the twelfth year, the Board needs to seek annual shareholders' approval through a two-tier voting process in accordance with the MCCG 2017.

The Nomination Committee will assess the independence of the Independent Directors based on the assessment criteria developed by the Nomination Committee, and recommended to the Board for recommendation to the shareholders for approval. Justifications for the Board's recommendation will be provided under the explanatory note as set out in the Notice of AGM.

Currently, there is a long serving Independent Non-Executive Director, Mr Law Doung Chin, who has served for a cumulative term of more than nine years. The Board, on the review and recommendation made by the Nomination Committee, is unanimous in its opinion that the Independent Non-Executive Director has fulfilled the criteria in the definition of an "Independent Director" as set out in Paragraph 1.01 of the MMLR. The Board believes that the independence of the Independent Non-Executive Director remained unimpaired and his judgment over business dealings of the Company was not influenced by the interest of the other Directors or Substantial Shareholders.

Accordingly, the Board has retained Mr Law Doung Chin as Independent Director of the Company notwithstanding his service tenure of more than nine (9) years and will seek shareholders' approval at the forthcoming AGM to support the Board's decision to retain them as Independent Non-Executive Director.

2.4 Annual Assessment

The Board reviews and evaluates its own performance and the performance of its Committees on an annual basis. The Board evaluation comprises a Board Assessment, an Individual Director Assessment and an Assessment of Independence of Independent Directors. The Assessment is based on specific criteria as stated in the performance assessment form adopted by the Nomination Committee.

Based on the above assessment in 2020, the Board is generally satisfied with the level of independence demonstrated by all the Independent Directors and their ability to bring independent and objective judgement to the board deliberations.

The results of the assessment would form the basis of the Nomination Committee's recommendation to the Board for the re-election of Directors at the forthcoming AGM.

To further discharge its duties, the Nomination Committee has assessed the performance of the Chief Financial Officer through performance evaluation form completed by the Board during the financial year.

In addition, the Nomination Committee has reviewed the term of office and performance of the Audit Committee and each of its members and opined that the Audit Committee and all members have carried out their duties in accordance with their terms of reference.

Based on the above assessments, the Nomination Committee was satisfied with the existing Board composition and was of the view that all Directors and Board Committees of the Company had discharged their responsibilities in a commendable manner and has performed competently and effectively. All assessments evaluations carried out by the Nomination Committee in the discharge of all its functions were properly documented.

The Board is of the view that its present size and composition is optimal based on the Group's operations and that it reflects a fair mix of financial, technical and business experience that are important to the stewardship of the Group.

2.5 Time Commitment

The Board is satisfied with the level of time commitment given by the Directors towards fulfilling their roles and responsibilities as Directors of the Company. This is evidenced by the attendance record of the Directors at Board Meetings, as set out in the table below.

Name of Directors	Designation	Number of Meetings held and Attended during the financial year
Datuk Lim Si Cheng (Resigned w.e.f. 28 August 2020)	Chairman and Senior Independent Non-Executive Director	3/3
Dato' Chong Kim Fatt (Appointed w.e.f. 10 February 2021)	Chairman and Independent Non-Executive Director	-
Heng Chee Wei	Independent and Non-Executive Director *	4/4
Tan Heng Ta	Managing Director	4/4
Law Doung Chin	Independent Non-Executive Director	3/4
Ang Seng Wong	Independent Non-Executive Director	4/4
Liang Siew Jiun (Appointed on 1 October 2020)	Executive Director	1/1
Lau Wai Ching (Appointed on 10 February 2021)	Independent Non-Executive Director	-

* Mr Heng Chee Wei has been redesignated from Non-Independent and Non-Executive Director to Independent Non-Executive Director on 24 February 2020 and re-designated to Senior Independent Non-Executive Director on 10 February 2021.

To ensure that the Directors devote sufficient time to fulfil their roles and responsibilities, the Directors must not hold directorships at more than five (5) public listed companies.

To facilitate the Directors' time planning, an annual meeting schedule is prepared and circulated at the beginning of every year, as well as the tentative closed periods for dealings in securities by Directors based on the targeted date of announcements of the Group's quarterly results.

2.6 Training

All Directors, with the exception of Dato' Chong Kim Fatt and Ms Lau Wai Ching who were appointed on 10 February 2021, have completed the Mandatory Accreditation Programme ("MAP") as prescribed by Bursa Securities. Dato' Chong and Ms Lau would need to complete the MAP training latest by 9 June 2021. The Company will continue to identify suitable training for the Directors to equip and update themselves with the necessary knowledge to discharge their duties and responsibilities as Directors.

During the financial year ended 31 December 2020, save for Datuk Lim Si Cheng who had resigned on 28 August 2020, the Directors have attended the following training, seminars, conferences and exhibitions which they considered vital in keeping abreast with changes in laws and regulations, business environment, and corporate governance development:-

No.	Continuing Education Programme Attended	Date Attended
1.	Mr. Heng Chee Wei	
	▪ Sustainable Investing: Investments that Matter for a Better Future	29 September 2020
2.	Mr. Tan Heng Ta	
	▪ Corruption and Bribery	20 November 2020
	▪ Effective Internal Control	3 December 2020
3.	Mr. Law Doung Chin	
	▪ Effective Internal Control	3 December 2020
4.	Mr. Ang Seng Wong	
	▪ Executive Supervisory Development Program	26 October 2020 to 30 October 2020
	▪ Effective Internal Control	3 December 2020
5.	Madam Liang Siew Jiun [Appointed w.e.f 1 October 2020]	
	▪ Mandatory Accreditation Programme for Directors of Public Listed Companies	30 November 2020 to 2 December 2020

The Directors are also encouraged to evaluate their own training needs on a continuous basis and to be determined by the Board on the relevant programmes, seminars, briefings or dialogues available that would best enable them to enhance their knowledge and contributions to the Board.

3. Remuneration

The Remuneration Committee and the Board would take into account the corporate objective and performance of the Company to determine the remuneration packages of Directors and Key Senior Management Officers, to ensure that their remuneration packages are sufficiently attractive so as to retain persons of high calibre. Terms of Reference of Remuneration Committee is available at www.ralco.net.

The Remuneration Committee reviews annually the performance of the Executive Directors and submits recommendations to the Board on specific adjustments in remuneration and/or reward payments that reflect their respective contributions for the year, and which are dependent on the performance of the Group, achievement of the goals and/or quantified organisational targets as well as strategic initiatives set at the beginning of each year.

The Board as a whole determines the remuneration of Non-Executive Directors and recommends the same for the shareholders' approval.

Details of the Directors' remuneration of each Director during the financial year 2020 for the Group and Company are as follows:-

Received from the Group					
	Director Fees RM	**Salary, Bonus and Incentive RM**	**Meeting Allowance RM**	**Other Emoluments RM**	**Total RM**
Executive Director					
Liang Siew Jiun	-	43,500	-	5,271	48,771
Total	**-**	**43,500**	**-**	**5,271**	**48,771**

Received from the Company					
	Director Fees RM	Salary, Bonus and Incentive RM	Meeting Allowance RM	Other Emoluments RM	Total RM
Executive Director					
Tan Heng Ta	28,000	253,000	2,000	48,993	331,993
Liang Siew Jiun	-	-	500	-	500
Non-Executive Directors					
Datuk Lim Si Cheng	28,000	-	3,000	-	31,000
Heng Chee Wei	28,000	-	2,000	-	30,000
Law Doung Chin	28,000	-	2,000	-	30,000
Ang Seng Wong	10,688	-	2,500	-	13,188
Tham Yew Chung	17,312				17,312
Total	**140,000**	**253,000**	**12,000**	**48,993**	**453,993**

There was no service rendered by the Directors to the Group during the financial year ended 31 December 2020.

The number of top three (3) senior management whose remuneration (comprising salary, bonus, benefits in-kind and other emoluments) for the financial year ended 31 December 2020 within the successive bands of RM50,000 is as follows:

Range of remuneration (RM)	No. of Key Senior Management
RM0 – RM50,000	1
RM50,001 – RM100,000	-
RM100,001 – RM150,000	-
RM150,001 – RM200,000	1
RM200,001 – RM250,000	1

Principle B -Effective Audit and Risk Management

1. Audit Committee

The Audit Committee is relied upon by the Management to, amongst others, provide advice in the areas of financial reporting, external audit, internal audit process, review of related party transactions as well as conflict of interest situation. The Audit Committee also undertakes to provide oversight on the risk management framework of the Group.

The Audit Committee of the Company comprises solely of Independent Non-Executive Directors. The position of the Chairman of the Audit Committee and the Chairman of the Board are held by two different individuals. The Chairman of the Audit Committee is Mr Ang Seng Wong, an Independent Non-Executive Director whilst the Chairman of the Board is Dato' Chong Kim Fatt, an Independent Non-Executive Director.

The main responsibilities of the Audit Committee are to assist the Board in discharging its statutory and other responsibilities relating to the internal controls, financial and accounting matters, compliance, and business and financial risk management.

The Audit Committee reports to the Board on the results of the audits undertaken by the internal and external auditors, the adequacy of disclosure of information, and the adequacy and effectiveness of the system of risk management and internal control. It reviews the quarterly and annual financial statements with Management and external auditors, reviews and approves the annual audit plans for the internal and external auditors' evaluation of the Group's system of internal control.

The Audit Committee is also responsible for evaluating the cost effectiveness of audits, the independence and objectivity of the external audit, and the nature and extent of the non-audit services provided by the external auditors to ensure that the independence of the external auditors is not compromised. It also makes recommendations to the Board on the appointment or re-appointment of the external auditors.

Annually, the Audit Committee reviews the appointment, performance and remuneration of the External Auditors before recommending them to the shareholders for re-appointment at the AGM. The Audit Committee would have a private discussion with External Auditors without the presence of the Executive Directors and Management of the Group as and when necessary on the matters relating to the Group and its audit activities. As part of the Audit Committee's review processes, the Audit Committee has obtained assurance from the External Auditors confirming that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements.

Based on the Audit Committee's annual assessment of the External Auditors, the Board is satisfied with the independence, quality of service and adequacy of resources provided by the External Auditors in carrying out the annual audit for financial year 2020. In view thereof, the Board has recommended the re-appointment of the External Auditors for the approval of shareholders at the forthcoming AGM.

The composition of the Audit Committee will be reviewed annually by the Nomination Committee and recommended to the Board for approval.

The Audit Committee and the Risk Management Committee reviewed the results of audits performed by the Internal Auditor based on the approved audit plan and identified risk profile during the financial year. The details of internal audit function is stipulated in the Audit Committee Report on page 27 of this Annual Report.

2. Risk Management and Internal Control Framework

The Board has the overall responsibility to ensure that sound and effective risk management and internal control systems are maintained, while Management is responsible for designing and implementing risk management and internal control systems to manage risks. Sound and effective systems of risk management and internal control are designed to identify and manage the risk of failure to achieve the business objective.

The Risk Management Committee which comprised mainly of Independent Directors, monitors the Company and Group's risk exposures, the design and operating effectiveness of the underlying risk management and the internal control systems, and would report their findings and risk assessments to the Board after due review of the effectiveness of the Group's risk management and internal control by the Internal Auditor. The Board is satisfied with the performance of the Risk Management Committee in discharging their responsibilities.

The Board confirms that there is an ongoing process for identifying, evaluating and managing significant risks facing the Company and the Company has embedded the risks management into the operating and business processes. These processes are undertaken by all Executive Directors and the Management team members in their course of work. Key matters covering the financial performance, operating and market are reviewed and deliberated in the Risk Management Committee Meetings.

The Board receives assurance from the Managing Director and the Chief Financial Officer, to the best of their knowledge that the Group's risk management and internal control systems are operating adequately and effectively, in all material aspects.

For the financial year under review, the Board is satisfied that the existing level of systems of risk management and internal control are effective to enable the Group to achieve its business objectives and there were no material losses resulted from significant control weaknesses that would require additional disclosure in the Annual Report. Nonetheless, the Board recognises that the systems of risk management and internal control should be continuously improved in line with the evolving business development. It should also be noted that all risk management systems and systems of internal control could only manage rather than eliminate risks of failure to achieve business objectives. Therefore, these systems of risk management and internal control in the Group can only provide reasonable but not absolute assurance against material misstatements, frauds and losses.

Principle C - Integrity in Corporate Reporting & Meaningful Relationship with Stakeholders

1. Communication with Stakeholders

The Company recognises the importance of prompt and timely dissemination of information to shareholders and investors in order for these stakeholders to be able to make informed investment decisions.

In addition, the Company is committed to ensure its communication with the other shareholders and stakeholders is transparent, timely and with quality disclosures. Hence, the Company actively engages all its stakeholders through the following platforms:-

(a) Corporate Disclosure Policy and Procedures

Corporate disclosure and information are important for the investors and the shareholders. The Board is advised by the Management, Company Secretaries, External Auditors and Internal Auditors on the contents and timely disclosure requirements of the MMLR on the financial results and various announcements.

The Group leverages on its corporate website to disseminate and add depth to its communication with the public. News alert feature in the website is available for public community.

(b) Leverage on information technology for effective dissemination of information

The Company's website provides all relevant corporate information and it is accessible by the public. The Company's website includes the share price information, all announcements made by the Company, Annual Reports, financial results, etc.

The Company has identified Mr Heng Chee Wei as the Senior Independent Non-Executive Director to whom concerns of shareholders and other stakeholders may be conveyed. He can be contacted at freddie3688@yahoo.com.

In addition to the above, the shareholders and other stakeholders and the investors can make inquiries about investor relations matters with designated management personnel directly responsible for investor relations, via dedicated e-mail addresses available on the corporate website.

2. Conduct of General Meeting

The AGM is an important means of communication with the Company's shareholders. The Board takes cognisance in serving longer than the required minimum notice period for AGM. The Company encloses the Annual Report together with the notice of AGM with regard to, amongst others, details of the AGM, their entitlement to attend the AGM, the right to appoint proxy and also qualification of proxy.

To ensure effective participation of and engagement with shareholders, all members of the Board, Senior Management and External Auditors will be present at the Meeting to respond to the questions to be raised by the shareholders or proxies. The Chairman ensures that the Board is accessible to the shareholders and an open channel of communication is cultivated.

At the 25th AGM held on 29 July 2020, the Directors were present in person to engage directly with, and be accountable to the shareholders for their stewardship of the Company. The Directors, Management and External Auditors were in attendance to respond to the shareholders' queries. The voting at the 25th AGM was conducted through e-polling.

This Corporate Governance Overview Statement is made in accordance with the resolution of the Board dated 31 March 2021

DIRECTORS' RESPONSIBILITY STATEMENT

The Companies Act 2016 ("the Act") requires the Directors to lay before the Company at its AGM, the financial statements, which includes the consolidated balance sheet and consolidated income statement of the Group for each financial year, made out in accordance with the applicable approved accounting standards and the provisions of the Act. This is also in line with Paragraph 15.26(a) of the MMLR.

The Directors are required to take reasonable steps in ensuring that the consolidated financial statements give a true and fair view of the state of affairs of the Group for each financial year.

In the preparation of the financial statements for the financial year ended 31 December 2020, the Directors are satisfied that the Company has adopted appropriate accounting policies and applied them consistently and supported by reasonable and prudent judgements and estimates. The Directors also confirm that all applicable approved accounting standards have been complied with.

The Directors are required under the Act to ensure that the Company keeps proper accounting records which disclose with reasonable accuracy the financial position of the Company, and to cause such records to be kept in such manner as to enable them to be conveniently and properly audited.

ADDITIONAL COMPLIANCE INFORMATION

1. Utilisation of Proceeds raised from Any Corporate Proposal

During the financial year, the issued and paid-up share capital of the Company was increased from RM43,576,278.00 to RM44,961,651.00 by way of an issue of 4,617,910 ordinary shares at RM0.30 per ordinary shares via a Private Placement to eligible investors for a total consideration of RM1,385,373.00 to fund the Company's operations.

On 19 November 2020, the Company has completed its Private Placement exercise following the listing of 4,617,910 placement shares. As at 31 March 2021, the Company has utilised the proceeds from the placement shares in the following manner:

Purpose	Proposed Utilisation RM'000	Actual Utilisation up to date of Announcement RM'000
Purchase of Machineries and Toolings	1,285	1,008
Estimated Expenses	100	100
Total	**1,385**	**1,108**

2. Audit and Non-Audit Fees

During the financial year ended 31 December 2020, the amount of the audit fees paid to the external auditors by the Company and on a Group basis were RM24,000 and RM96,000 respectively.

There was RM5,000 non-audit fees paid or payable to the external auditors, or a firm or corporation affiliated to the auditors' firm by the Company and Group for the financial year ended 31 December 2020.

3. Material Contracts

There were no material contracts (not being contract entered into the ordinary course of business) subsisting as at and entered into since the end of previous financial year, by the Company and its subsidiaries, which involved the interest of the Directors, Chief Executive who is not a director or major shareholders.

4. Recurrent Related Party Transactions of Revenue or Trading Nature ("RRPT")

The Company did not seek for shareholders' mandate to enter into recurrent related party transactions ("RRPT") of revenue or trading nature at the Annual General Meeting in year 2020 and will monitor closely the transaction value of RRPT, if any, in accordance with paragraph 10.09 of the MMLR.

5. Share Buy-Back, Options or Convertible Securities

The Company did not propose any share buy-back during the financial year. The company also did not issue any options or convertible securities during the financial year.

6. Depository Receipt Programme

The Company did not sponsor any depository receipt programme during the year under review.

7. Imposition of Sanctions And Penalties

There were no sanctions or penalties imposed on the Company and its subsidiaries, directors or management by the relevant regulatory bodies during the financial year.

8. Variation In Results

There was no material variance arose between the results for the financial year and the unaudited results previously announced.

9. Profit Guarantee

No profit guarantee was given by the Company for the financial year under review.

AUDIT COMMITTEE REPORT

The objective of the Audit Committee is to assist the Board in fulfilling its fiduciary responsibilities relating to internal control, providing oversight of the financial reporting process, scrutinises all quarterly results and annual statutory financial statements of the Group prior to official release to regulatory authorities and shareholders. The Audit Committee will endeavour to adopt various practices aimed at maintaining appropriate standards of responsibility, integrity and accountability to the shareholders of the Company.

1. COMPOSITION AND SUMMARY OF ATTENDANCE

All three (3) members of the Audit Committee are Independent Non-Executive Directors.

The Audit Committee conducted four (4) meetings during the financial year. The composition and details of the attendance of the Audit Committee members are set out as follows:

Name of Members	Designation	Number of Meetings Attended
Ang Seng Wong	Chairman - Independent Non-Executive Director	4/4
Law Doung Chin	Member - Independent Non-Executive Director	3/4
Heng Chee Wei (Appointed on 28 August 2020)	Member – Senior Independent Non-Executive Director (Re-designated on 10 February 2021)	1/1
Datuk Lim Si Cheng (Resigned on 28 August 2020)	Member – Senior Independent Non-Executive Director	3/3

Mr. Heng Chee Wei is a member of the Malaysian Institute of Accountants. In this respect, the Company is in compliance with Paragraph 15.09(1)(c)(i) of the MMLR of Bursa Securities.

2. SUMMARY OF THE WORKS DURING THE FINANCIAL YEAR

The works carried out by the Audit Committee in discharging its duties and functions with respect to their responsibilities during the financial year are summarised as follows:

Financial Reporting

The Audit Committee reviewed the quarterly and annual financial statements required by Bursa Securities with the management team prior to making recommendation for the Board's approval. The review focused on changes in accounting policies and practices, major judgmental and risk areas, significant adjustments resulting from the audit, the going concern assumption, compliance with accounting standards, compliance with the MMLR of Bursa Securities and other legal requirements.

In reviewing the annual financial results of the Group, the Audit Committee communicated with the external auditors, Messrs RSM Malaysia ("RSM") with particular focus on significant matters highlighted including financial reporting issues, significant judgements made by Management, significant and unusual events or transactions, and how these matters are addressed; and compliance with the applicable approved accounting/auditing standards in Malaysia and other legal and regulatory requirements.

The Audit Committee keeps itself apprise of changes in accounting policies and guidelines through regular updates by the external auditors.

External Audit

The Audit Committee discussed with the external auditors the audit plan and scope of work for the Group, and the report on the audit of the year-end financial statements; reviewed audit findings and reservations arising from the audits, significant accounting issues and any matter the external auditors may wish to discuss.

In addition, the Audit Committee reviewed and evaluated RSM's audit plan for the financial year ended 31 December 2020. RSM's audit plan covered its engagement team, concept of materiality, independence and objectivity, and the areas of audit emphasis. The Audit Committee also reviewed key audit issues raised by RSM from its Audit Planning Memorandum including Management's responses/actions taken on the resolution of such issues.

Besides, the Audit Committee has assessed the independence and objectivity of RSM prior to the recommendation of re-appointment of RSM. Based on the assessment, the Audit Committee is satisfied that there is no conflict of interest situation.

The Audit Committee is of the opinion that the auditors' independence has not been compromised based on the confirmation provided by the external auditors.

Internal Audit

The Audit Committee reviewed with the internal auditor the enterprise risk management review and to monitor/follow-up on remedial action; reviewed the corrective actions taken by Management in addressing and resolving issues as well as ensuring that all key issues were adequately addressed on timely basis; and ensured the adequacy of the independence, competency and resource sufficiency of the internal audit function.

Related Party Transactions

The Audit Committee reviewed the potential related party transactions and any conflict of interest situation that may arise within the Company or Group including any transaction, procedure or course of conduct that raises questions of Management's integrity.

Others

The Audit Committee has full access to and co-operation of Management. The Audit Committee also has full discretion to invite any director or executive officer to attend its meetings, and has been given adequate resources to discharge its functions. The Audit Committee had met with the external auditors without the presence of Management during the financial year.

The Audit Committee has reviewed the Statement on Risk Management and Internal Control and Audit Committee Report in accordance with the MMLR of Bursa Securities and Statement on Risk Management and Internal Control – Guidelines for Directors of Listed Issuer, for inclusion into the Annual Report.

3. TERMS OF REFERENCE OF AUDIT COMMITTEE

The Audit Committee reviewed the Terms of Reference of the Audit Committee during the financial year to ensure that the terms of reference were in line with the MCCG and MMLR.

The full details of the Terms of Reference of the Audit Committee are published on the Company's website at www.ralco.net.

4. INTERNAL AUDIT FUNCTION

The Group has set up an in-house internal audit function since the financial year 2017 and it is independent from the day-to-day operations of the Group. The internal auditor, Mr. Ken Teh Kian Lang, is an MIA member with more than 20 years of internal audit work experience and an associate member with the Institute of Internal Auditors. The duties of the internal auditor are performed with professional care and without prejudice and provides the Audit Committee and the Board with an assurance and independent assessment in respect of the adequacy, efficiency and effectiveness of the risk management practices and system of internal control.

The internal auditor reports directly to the Audit Committee and has principal responsibilities to undertake independent reviews of the internal control system, which includes the following:-

(i) reviewing and appraising the adequacy, integrity and effectiveness of the current system of internal control of the Group.

(ii) performing risk assessment of the Group to identify and evaluate the principal risk factors and ensuring the implementation of appropriate internal control processes and procedures to mitigate these risks.

(iii) allocating adequate audit resources, in accordance with the internal audit plan approved by the Audit Committee, to carry out internal audits on key operations of the Group so as to provide the Board with an effective and efficient audit coverage.

During the financial year, the internal auditor has undertaken the following activities:

- briefed the Audit Committee and Risk Management Committee on follow up Audits and compliance readiness with Malaysia Anti-Corruption Commission (“MACC”) Section 17A;
- attended Audit Committee Meetings and Risk Management Committee Meetings to table and discuss the follow up Audit on Risk Management; and
- attended Audit Committee Meetings and Risk Management Committee Meetings to table and discuss the Risk Management issues and matters.

The relevant Management members were made responsible for ensuring that corrective actions are taken.

The cost incurred for the internal audit function in respect of the financial year ended 31 December 2020 is RM42,000.

Further details of the Internal Audit Function are set out in the Statement on Risk Management and Internal Control on page 30 of this Annual Report.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTRODUCTION

The MCCG 2017 requires listed companies to maintain a sound risk management framework and internal control system to safeguard shareholders' investments and its assets.

This Statement on Risk Management and Internal Control is made pursuant to paragraph 15.26(b) of MMLR of Bursa Securities and as guided by Guidelines for Directors of Listed Issuer – Statement on Risk Management and Internal Control of Bursa Securities. It outlines the key elements of risk management and internal control systems within the Group for the current financial year.

BOARD RESPONSIBILITY

The Board acknowledges the importance of maintaining a sound system of internal control and effective risk management practices in the Group to ensure good corporate governance. The Board affirms its overall responsibility for the Group's systems of risk management and internal control and the need to review its adequacy and integrity regularly. The system of internal control covers governance, risk management, financial, strategy, organisational, operational, regulatory and compliance control matters. In view of the inherent limitations in any system of internal control, the Board recognises that this system is designed to manage rather than eliminate the risk of failure to achieve the Group's objectives and the system by its nature can only provide reasonable but not absolute assurance against material misstatement, fraud or loss.

RISK MANAGEMENT FRAMEWORK

The Board recognises that risk management is an integral part of the Group's business operations and the Board maintains continuous commitment in strengthening the Group's risk management framework and processes. The Board is thus committed to continually promote the culture of risk awareness and builds the necessary knowledge in identifying, evaluating, mitigating, monitoring and managing the significant risks on an on-going basis.

The key risk management initiatives undertaken include among others:

(i) A Risk Management Committee has been established to constantly identify, evaluate and monitor significant risks faced by the Group. It is also responsible for the development of risk mitigation strategies and plans.

(ii) The Risk Management Committee met on a quarterly basis to discuss and deliberate on the significant risks affecting the Group, including sustainability related matters. Risk profiles, control procedures and status of action plans were presented and deliberated in the Risk Management Committee meetings. Minutes of the meetings of the Risk Management Committee which recorded the deliberations were tabled to the Board for notation at their quarterly meetings. The Risk Management Committee also met with different management teams across the Group on quarterly basis for updates.

(iii) Board Committees (i.e. Audit Committee, Remuneration Committee and Nomination Committee) have been established to carry out duties and responsibilities delegated by the Board and are governed by written terms of reference. Meetings of Board of Directors and respective Board Committees are carried out on scheduled basis to review the performance of the Group, from financial and operational perspective. Business plans and business strategies are proposed by the Managing Director to the Board for their review and approval after taking into account risk consideration and responses.

(iv) Day-to-day risk management of the individual operating units is delegated to the Managing Director and respective senior managements. In this regard, the Managing Director is responsible for timely identification of the Group's risks of each business units and implementation of systems to manage these risks. Periodic meetings are held to assess and monitor the Group's risk as well as to discuss, deliberate and appropriately addressed matters associated with strategic, financial and operational facets of the Group. Any significant weaknesses identified during the review together with the improvement measures to strengthen the internal controls were reported to the Audit Committee.

(v) Formation of operational policies and procedures by the Management with a view of establishing group wide operational standards in order for all operating units to work cohesively towards achieving the business objectives of the Group. For accounting systems and financial processes, efforts are being taken to ensure consistency in the Group as a whole.

(vi) The Audit Committee reviews on a quarterly basis the quarterly unaudited financial results to monitor the Group's progress towards achieving the Group's business objectives. Authority is given to the Audit Committee members to investigate and report on any areas of improvement for the betterment of the Group.

(vii) Regular interactive meetings between the external and internal auditors to identify and rectify any weakness in the system of internal controls. The Board on a timely basis would be informed of any matters brought up in the Audit Committee meetings.

INTERNAL AUDIT FUNCTION

The Group has an inhouse internal audit function headed by Mr. Ken Teh Kian Lang, a MIA member with more than 20 years of internal audit work experience. The internal audit function reporting to the Audit Committee, provides an independent assessment to the adequacy, efficiency and effectiveness of the Group's internal control system. The internal auditor reports directly to the Audit Committee and the risk-based internal audit plans are tabled to the Audit Committee on an annual basis for review and approval.

During the year under review, the internal auditor assessed the adequacy and effectiveness of the Group's key business areas in terms of governance, risk assessment and system of internal control. Internal audit reports are presented to the Audit Committee on a quarterly basis, highlighting findings, recommendations and agreed action plans to improve the system of internal controls. Such reporting also includes follow-up reviews on significant audit issues that are performed to assess the status of implementation. Based on the internal audit reviews conducted, weaknesses identified in internal controls have been appropriately addressed and senior managements will continue to ensure that appropriate action is taken to enhance and strengthen the internal control environment.

KEY ELEMENTS OF RISK MANAGEMENT AND INTERNAL CONTROL

The Board is committed to maintaining a strong internal control structure for the proper conduct of the Group's business operations and of the view that the system of internal controls in place for the year under review and up to the date of issuance of the financial statements. The key elements include:-

- the responsibilities of the committees to the Board and management are clearly defined in the organisation structure to ensure the effective discharge of their roles and responsibilities towards the Group.

- the limits of authority of the Group has been defined and adopted accordingly.

- policies and controls for the Group's operations have been defined and adopted. Procedures are also in place to ensure that assets are subject to proper physical controls.

- monthly and periodic reporting structures have been put in place on key financial and operational statistics.

- the Group's internal audit function is an on-going review process of the operations to access the effectiveness of the control environment and to highlight significant risks as well as areas requiring improvements. Follow up reviews on previous audit reports are carried out to ensure that appropriate actions are taken to address internal control weaknesses highlighted.

- the Audit Committee meets regularly to review the adequacy, integrity and effectiveness of the system of internal control of the Group, discuss risk management issues and ensures that weaknesses controls highlighted are appropriately addressed by the management.

CONCLUSION

Several internal control improvements and risk areas were identified by the internal auditor during the financial year ended 31 December 2020. These were reviewed by the Audit Committee and Board and were closely monitored by Management to ensure the integrity of internal controls and minimisation of risks. The Board is committed to an effective internal control system and is of the view that there is continuous process in evaluation and managing risks faced by the Group. In addition, the Board has also received assurance from the Managing Director and CFO with regard to the adequacy and effectiveness of the Group risk management and internal control system in place throughout the financial year.

Based on the foregoing, the Board is of the opinion that the system of internal controls are generally satisfactory and has not resulted in any material loss, contingencies or uncertainties that would require disclosure in the Group's Annual Report.

REVIEW BY EXTERNAL AUDITORS

Pursuant to Paragraph 15.23 of MMLR of Bursa Securities, the external auditors have reviewed this Statement on Risk Management and Internal Control for inclusion in the Annual Report for the year ended 31 December 2020. Based on their review, the external auditors have reported to the Board that nothing has come to their attention that has caused them to believe that this Statement is inconsistent with their understanding of the process the Board has adopted in the review of the adequacy and integrity of the system of internal control of the Group.

GROUP FINANCIAL HIGHLIGHTS

For the year ended 31 December 2020

	2020 RM'000	2019 RM'000	2018 RM'000	2017 RM'000	2016 RM'000
INCOME STATEMENT					
Gross Revenue	53,190	55,283	71,256	84,489	88,099
Profit/(Loss) Before Tax	475	(4,428)	(9,959)	(6,739)	(2,223)
Profit/(Loss) After Tax	132	(2,677)	(9,407)	(6,501)	(2,230)
BALANCE SHEET					
Property, Plant and Equipment	52,964	54,605	56,817	29,694	25,710
Net Current Assets/(Liabilities)	9,410	6,912	(2,269)	5,021	10,760
Total Assets Employed	**62,374**	**61,517**	**54,547**	**34,715**	**39,555**
Shareholders' Fund	42,043	40,525	43,209	29,718	36,220
Non-Current Liabilities	20,331	20,992	11,338	4,997	3,335
Total Funds Employed	**62,374**	**61,517**	**54,547**	**34,715**	**39,555**
PER RM 1 ORDINARY SHARE					
Earnings/(Loss) Per Share (sen)	0.28	(5.80)	(20.37)	(15.49)	(5.31)
Net Tangible Assets Per Share (RM)	0.83	0.88	0.94	0.71	0.86

RALCO

Vision And Mission

✔ Our Vision

We aim to be a leading plastic blowing & plastic injection manufacturer in the region known for its product quality and variety.

✔ Our Mission

Product
Profit
People

1

RALCO

Our Believes

CORE VALUES

- ✔ Passionate about our products
- ✔ Care for our customer and people
- ✔ Keep our promises

CORE QUALITIES

- ✔ Working together
- ✔ Building local and overseas market
- ✔ Delivering a great customer experience

1

MANAGEMENT DISCUSSION & ANALYSIS

ON BEHALF OF THE BOARD OF DIRECTORS OF RALCO CORPORATION BERHAD, IT IS OUR PLEASURE TO PRESENT TO YOU THE MANAGEMENT DISCUSSION AND ANALYSIS ("MDA") ON THE GROUP. THE OBJECTIVE OF THIS MDA IS TO PROVIDE SHAREHOLDERS WITH A BETTER UNDERSTANDING AND AN OVERVIEW OF THE GROUP'S BUSINESS, OPERATIONS, FINANCIAL POSITION IN YEAR 2020 AND OUTLOOK FOR THE YEAR 2021.

1. OVERVIEW

Ralco started 28 years ago as a small plastic manufacturer renting a small factory in Kajang, Selangor with one unit of blow molding machine and three (3) sets of molds to manufacture medium and big size containers catering mainly for both the local and Singapore markets. From its humble beginnings, it has over the years grown to be one of the key plastic blow molding and injection molding manufacturer of industrial pails, jerrycans and parts in Malaysia

Products

Our product lines comprise mainly Jerrycans (blow molding) and Pails (injection molding) in various sizes. Jerrycans are widely used for the packing of liquid form of chemicals, medical products as well as for edible oils, while pails are utilized predominantly for the packing of paints for both household and industrial use.

In addition, as part of our continuous customer's service program and in our efforts to provide one stop solution, we also offer customized services such as designing, printing and labelling, such as heat transfer, based on specific requirements from our customers.

Markets

The Group's turnover is mainly contributed from domestic market and approximately 15% to 20% from other regional markets.

Manufacturing Bases

Our Head Office and the main plant are located in the Nilai Industrial Estate, in the state of Negeri Sembilan. Our factory at Nilai was built on a land measuring 4.51 acres with a total build-up area of approximately 141,000 sq. ft. with a total workforce of approximately 200 people and more than 40 machines.

Ralco has another manufacturing plant which is strategically located in Skudai, the Southern State of Johor. The Johor plant is a single storey detached factory cum 2-storey office annexe situated on approximately 44,000 sq. ft. of industrial land with a build-up area of approximately 26,000 sq. ft.

The Johor plant has a total workforce of approximately 50 employees and 15 units of blow molding machines. It caters to the needs of our customers in the southern region of Malaysia and for our regional customers.

2. BUSINESS REVIEW

During the year under review, the Group's revenue decreased slightly as compared to the previous year. The decrease in revenue was mainly due to the drop in produces delivery as a result of the reduction in economic activities arising from the restrictions imposed on business activities during the period of the Covid-19 pandemic.

Besides the impact of Covid -19 Pandemic, the fluctuation of resin price has an impact to the performance of the Group as resin is the main cost component for the manufacture of plastic products. The price of resin continued its upward trend after MCO and showing no sign of abating as at the financial year ended 31 December 2020. This has posted a challenge to the management in adjusting the selling price while negotiating with our existing customers.

In addition, the operation of the Group has been continuously affected by the shortage of foreign workers. We have adopted several measures to retain our local workers and also to extend the existing foreign workers' contracts. The measures adopted include offering improved remuneration package and working environment. The Group strives to optimize the production capacity through pooling the human resources whilst containing the high labour cost.

To achieve higher productivity, the Group will continue to upgrade and replace old machineries progressively to ensure that the machines operate at their optimum capacity. The Group had invested approximately RM0.6 million in new machineries during the financial year ended 2020 and committed to replace 3 injection molding machines as at the reporting date.

The Group strives to expand its customer base and diversify our product range into higher value- added products which can contribute better profit margins. We will continue to adopt a more collaborative approach with our customers as well as stakeholders by improving our efficiency in plant production and timely delivery of produces to our customers.

3. FINANCIAL REVIEW

Revenue

The Group's revenue decreased by RM2.1 million or 3.8% to RM53.2 million for the current financial year 2020 as compared to RM55.3 million recorded in the previous year. The decrease in revenue was mainly due to the reason mentioned in business review above.

Cost of Sales

Total cost of sales of the Group for the current financial year was RM46.2 million against RM53.2 million incurred in the previous financial year. This was mainly due to the decrease in sales volume coupled with lower average cost of raw materials consumed, declining factory overheads as well as lower labour costs.

Other Income

Other income decreased to RM0.7 million for the financial year ended 31 December 2020 as compared to RM3.7 million recorded in the previous financial year The decrease in other income was mainly attributed to the fair value adjustment of amount owing to related parties in year 2019, after converting the advances of RM15.5 million into an interest free non-current loan, which was repayable after 5 years.

Other Operating Expenses

In tandem with the decrease in turnover, lower selling and distribution expenses was recorded for the current financial year. The Group registered a decline in administrative and general expenses as compared to previous financial year. This was mainly due to the revision of the useful economic lives of Plant and Machinery being revised from 10% to 5% per annum. The estimated impact to the change in useful lives of this plant and machinery was amounted to RM1.5 million for the financial year ended 31 December 2020.

Finance Costs

The financial cost of the Group increased marginally to RM1.0 million in the current financial year from RM0.97 million in the previous financial year. This mainly due to charges of the interest on fair value of the amount owing to related parties.

Taxation

The Group's effective tax rate was higher than the statutory tax rate mainly due to the taxation on rental income. As for business income, the Group has available unabsorbed tax losses, unutilized capital allowances and reinvestment allowances for set-off.

Profit after Tax

With the operational cost control in place and lower depreciation charges, the Group posted a profit after taxation of RM0.1 million for the current financial year ended 31 December 2020 as compared to a net loss of RM2.7 million registered in the previous financial year.

Liquidity and Capital Resources

The Group cash position improved to RM3.7 million as at 31 December 2020 as compared to RM2.1 million as at 31 December 2019.

The net cash generated from operating profit before working capital changes was RM3.7 million as compared to RM0.8 million generated in the previous financial year. This was mainly due to better business performance as mentioned above. In addition, the company raise RM1.3 million from the private placement exercise completed on 16 November 2020.

Material Litigation

Ralco wholly-owned subsidiary, Ralco Plastic Sdn Bhd (“RPSB”) issued a sealed Writ and Statement of Claim on 7 November 2018 to claim against S & M Edible Oil Sdn Bhd to recover long overdue principal amount of RM708,989 together with interest as at 31 December 2018.

On 31 January 2021, the Court gave its Decision in favour of the Plaintiff’s claim and dismissed the Defendant’s counterclaim with cost of RM30,000 payable by the Defendant to the Plaintiff. This case is deemed concluded as at the reporting date.

Ralco’s wholly-owned subsidiary, Ralco Respack Polybag Sdn Bhd (“RRPSB”) had filed a writ of summons against Respack Manufacturing Sdn Bhd (“the Defendant”) at the Shah Alam High Court on 21 February 2020 to recover long overdue amount of RM1,541,795.35 from the Defendant which included the interests at the rate of 1.5% per month until 31 Jan 2020 and interest at the rate of 5% per annum on the amount claimed from the filing date of the writ of summons until the date of full settlement with costs.

The Court has directed the Plaintiff and Defendant to file Witness Statement on or before 1 July 2021. The Court has fixed case management before the Registrar on 2 July 2021 and another case management before Honourable Court on 15 July 2021 for further directions. The Trial Date has been fixed on 23 August 2021 to 27 August 2021.

4. DIVIDEND

No dividend has been proposed by the Board for the financial year ended 31 December 2020.

5. FUTURE OUTLOOK

The manufacturing and sale of industrial pails and jerrycans will still be the Group’s core business in year 2021.

The volatility in world crude oil prices coupled with the volatility in the foreign currency exchange rates will continue to affect the raw material prices which may cause an increase in our overall cost of production. Furthermore, the Group is expected to face costs pressure from higher manufacturing costs and transport costs. The ongoing Covid-19 pandemic will continue to cause a lot of uncertainty into the global economic outlook. In order to mitigate these factors, it is crucial for us to endeavour to strengthen our competitiveness through the continued acquisition of the appropriate technologies, enhancing skills training, improving productivity and our enhance marketing capabilities.

Thus, the Board of Directors maintain a cautious outlook for the Group’s performance in the coming financial year 2021.

SUSTAINABILITY STATEMENT

ABOUT THIS REPORT

Sustainability is of paramount importance to the Group. We are committed to develop and secure a sustainable future while maintaining an equitable balance between the expectations of a wide range of stakeholders while continuing to create value for our shareholders. To ensure our sustainability efforts are focused on issues that matter most to our stakeholders, we have categorised our commitment into three (3) core pillars:

Economy - Creating shareholders and business value

Environment - Managing the impacts from business

Social - Responsible to stakeholders

Governance Structure

We do not have a Sustainability Committee at the Board Level, however the Risk Management Committee ("RMC") has taken up the role and responsibilities of the Sustainability Committee. The Group MD plays the role of Chief Sustainability Officer ("CSO"), reporting directly to the RMC on any sustainability matters. The RMC oversees the strategies, policies, initiatives, targets and performance of the Group to ensure that the Group's business is conducted in a sustainable manner. The CSO is assisted by Risk Management Committee ("RMC") which oversees the implementation of the organisation's sustainability approach. Each business unit has its own Risk Management and Sustainability Working Group ("RMSWG") which allows RMC to leverage existing initiatives to identify material sustainability matters in respect of our three (3) core pillars concerning their respective business units, providing and collecting information, overseeing and ensuring integration of sustainability management into their respective business processes.

Members of RMC are as follows:

i. Mr. Law Doung Chin – Chairman
ii. Mr. Heng Chee Wei
iii. Mr. Ang Seng Wong
iv. Ms Liang Siew Jiun

Scope and Basis

This is the Group's fourth Sustainability Statement that has been developed based on the Sustainability Reporting Guide. The guidelines look beyond financial performance and corporate governance practices which are outlined in this annual report, to examine our non-financial performance relating to our internal and external communities as well as the environment.

Stakeholders' Engagement

We have identified certain stakeholders relevant to our operations and different platforms will be used to engage with all the different stakeholder groups, as indicated in the table below. We have yet to formally engage with all the stakeholders and as we progress, more stakeholders will be identified.

STAKEHOLDERS	METHOD OF ENGAGEMENT	STAKEHOLDERS' CONCERN	Core Pillars
Shareholder	• Annual General Meeting	• Business and financial performance	• Economy
Employees	• On-going training • Performance appraisal system	• Human resource management • Occupational health and safety	• Social
Customers	• Direct engagement • Customer feedback	• Pricing • Delivery • Quality	• Economy • Social
Suppliers	• Supplier meeting • Supplier survey	• Quality product • Cost efficiencies	• Economy • Social
Government	• Regulatory compliance	• Regulatory disclosure • Accountability	• Environmental • Social
Communities	• Meeting with local communities	• Local employment • Environmental impact	• Social • Environmental

Materiality Assessment

A Materiality Assessment is a stakeholder engagement exercise designed to gauge Ralco's most noteworthy economic, environmental and social impacts that may be important to stakeholders. The process helps us to identify, prioritise, validate and review the most significant areas on the basis of their impact on the business and the importance of these areas from stakeholders' perspectives.

The materiality matrix table will show outcome of Ralco's materiality assessment. Sustainability key matters have been rated on a scale of low, medium and high for the significant Group's Economic, Environmental and Social ("EES") impacts and the influence of stakeholder's assessment and decisions.

ENVIRONMENTAL SUSTAINABILITY

The Group is mindful of the impact that its expanding operations can have on the environment and seeks to reduce the impact through effective and efficient management of resources including effluent and waste management practice.

Waste Disposal

As a manufacturer, Ralco recognises its duty and responsibility in managing waste and effluent. We embed sustainability practices into our business processes to operate more efficiently and work towards minimising waste and effluent to the best of our ability. We ensure waste is disposed safely and recycled in compliance with the required regulations.
We have standard operating procedures to store and dispose scheduled wastes which are toxic and dangerous according to the Department of Environment ("DOE") requirements. Without proper and effective management control, it can lead to serious environmental pollution which has long-term effect on human health and damage to the environmental ecosystem. Currently, we manage our scheduled wastes by sending it to licensed collectors to ensure our scheduled wastes undergo proper recovery, recycling and disposal process. Our scheduled waste management process is managed by our own competent employees.

Energy Management

Conservation of resources is an important priority for manufacturing business. We made conscious effort in improving our manufacturing processes and continuously working towards the reduction in the use of energy throughout the division. We have invested servo system to some machine which can reduce the energy consumption. In addition, halogen lights were replaced with LED lighting which consumes lower energy. The Group has also invested in a solar energy system to reduce our dependence on the national energy provider.

SOCIAL SUSTAINABILITY

Occupational Safety and Health

The Management views occupational safety and health at work environment for employees as utmost important. Various actions are implemented to ensure workplace safety, such as:

- Frequent inspection and detection of unsafe activity and conditions;
- Requirement for sourcing experience contractors to perform maintenance works;
- Enforcement of policies and procedures under Occupational Safety and Health Act ("OSHA") 1994 to ensure safety guidance compliance; and
- Job orientation for new hired machine operators and continuous on job training for new and existing operators.

There is a Safety Officer which reports to the General Manager responsible for promoting safety measures adherence, identifying safety hazards and recommending corrective actions.

Training and Education

We believe that our people are the driving force of our business, thus, we put significant attention into workplace that improve the performance of people. The Group sponsored the participation of our skilled employees and managerial staff to seminars and workshops to enhance their technical competency and to promote skill development. The Group also provides various in-house job-related training to employees focusing mainly on productivity and respective fields of expertise to strengthen their skills set and knowledge in areas related to the Group's operations. The Group also showed its concern for the well-being of society by reaching out the under-privileged group by providing job opportunity to the disabled personnel. We also provide internship programs for students from local institutions of higher learning.

Moving forward, our talent management strategy aims to polish our employees' knowledge and skills gaps with necessary on job trainings. We belief these initiatives will provide our employees to develop their career in company.

DIRECTORS' REPORT

The directors have pleasure in presenting their report and the audited financial statements of the Group and of the Company for the financial year ended 31 December 2020.

PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and the provision of management services to its subsidiaries.

The principal activities of the subsidiaries are indicated in Note 8 to the financial statements.

RESULTS

	GROUP RM	COMPANY RM
Profit/(Loss) for the financial year attributable to owners of the Company	132,231	(178,403)

In the opinion of the directors, the financial results of the Group's and of the Company's operations during the financial year have not been substantially affected by any item, transaction or event of a material and unusual nature.

RESERVES AND PROVISIONS

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

ISSUE OF SHARES AND DEBENTURES

During the financial year, the issued and paid up share capital of the Company was increased from RM43,576,278 to RM44,961,651 by way of an issue of 4,617,910 ordinary shares at RM0.30 per ordinary shares via private placement to eligible investors for a total cash consideration of RM1,385,373 to fund the Company's operation.

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

There were no other changes in the issued and paid-up capital of the Company during the financial year.

The Company did not issue any new debentures during the financial year.

DIVIDEND

No dividend has been paid or declared by the Company since the end of the previous financial year and the directors do not recommend any dividend for the current financial year.

DIRECTORS

The directors who held office during the financial year until the date of this report are:

THE COMPANY

Heng Chee Wei	
Tan Heng Ta	
Law Doung Chin	
Ang Seng Wong	
Liang Siew Jiun	(Appointed on 1 October 2020)
Dato' Chong Kim Fatt	(Appointed on 10 February 2021)
Lau Wai Ching	(Appointed on 10 February 2021)
Datuk Lim Si Cheng	(Resigned on 28 August 2020)

SUBSI DIAR Y COMP ANIES

Tan Heng Ta

SUBSIDIARY COMPANIES

Tan Heng Ta

DIRECTORS' INTEREST IN SHARES

The directors holding office at the end of the financial year and their beneficial interest in the ordinary shares of the Company and its related corporations during the financial year as recorded in the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act 2016, were as follows:

	Number of shares			
	At 1.1.2020	**Acquired**	**(Disposed)**	**At 31.12.2020**
THE COMPANY				
Direct interest				
Tan Heng Ta	8,736,800	-	-	8,736,800

By virtue of his interests in the ordinary shares of the Company, Tan Heng Ta is deemed to have interest in the ordinary shares of all the subsidiaries to the extent the Company has an interest.

None of the other directors in office at the end of the financial year held any interest in the shares of the Company and its related corporations.

DIRECTORS' BENEFITS

Since the end of the previous financial year, none of the directors have received or become entitled to receive any benefit (other than a benefit included in the aggregate amount of remuneration received or due and receivable by the directors as shown in the notes to the financial statements) by reason of a contract made by the Company or a related corporation with a director or with a firm of which a director is a member or with a company in which the director has a substantial financial interest.

There were no arrangements during or at the end of the financial year, to which the Company is a party, which had the object of enabling the directors to acquire benefits, by means of the acquisition of shares the Company or any other body corporate.

DIRECTORS' REMUNERATION

The directors' remuneration is disclosed in Note 27 to the financial statements.

INDEMNIFYING DIRECTORS, OFFICERS AND AUDITORS

No indemnities have been given or insurance premiums paid, during or since the end of the financial year, for any person who is or has been the director, officer or auditor of the Group and of the Company.

SUBSIDIARY COMPANIES

The details of the Company's subsidiaries are disclosed in Note 8 to the financial statements.

AUDITORS' REMUNERATION

The auditors' remuneration is disclosed in Note 27 to the financial statements.

OTHER STATUTORY INFORMATION REGARDING THE GROUP AND THE COMPANY

(I) AS AT THE END OF THE FINANCIAL YEAR

(a) Before the financial statements of the Group and of the Company were prepared, the directors took reasonable steps:

(i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts, and had satisfied themselves that there were no bad debts to be written off and that adequate provision had been made for doubtful debts; and

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

OTHER STATUTORY INFORMATION REGARDING THE GROUP AND THE (CONTINUED)

(II) FROM THE END OF THE FINANCIAL YEAR TO THE DATE OF THIS REPORT

(b) The directors are not aware of any circumstances:

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

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

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

(c) In the opinion of the directors:

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

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

(III) AS AT THE DATE OF THIS REPORT

(d) There are no charges on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or

(e) There are no contingent liabilities of the Group or of the Company which has arisen since the end of the financial year, other than as disclosed in the note to financial statements.

(f) The directors are not aware of any circumstances not otherwise dealt with in the report or financial statements which would render any amount stated in the financial statements of the Group and of the Company misleading.

AUDITORS

The auditors, Messrs RSM Malaysia, have expressed their willingness to continue in office.

Signed on behalf of the Board of Directors in accordance with a resolution of the directors:

TAN HENG TA
Director

LIANG SIEW JIUN
Director

STATEMENTS OF FINANCIAL POSITION
AS AT 31 DECEMBER 2020

		GROUP	
		2020	2019
	Note	RM	RM
NON-CURRENT ASSETS			
Property, plant and equipment	6	13,521,546	13,965,015
Right-of-use assets	7	39,442,744	40,640,155
		52,964,290	54,605,170
CURRENT ASSETS			
Inventories	9	9,449,454	10,589,293
Trade receivables	10	12,614,653	10,306,595
Other receivables and deposits	11	1,347,688	1,500,689
Other assets	12	807,524	530,768
Tax recoverable		-	25,589
Cash and bank balances	14	3,692,940	2,056,430
		27,912,259	25,009,364
TOTAL ASSETS		80,876,549	79,614,534
EQUITY			
Share capital	15	44,961,651	43,576,278
Revaluation reserve	16	20,287,832	20,794,796
Accumulated losses		(23,206,638)	(23,845,833)
TOTAL EQUITY		42,042,845	40,525,241
NON-CURRENT LIABILITIES			
Lease liabilities	17	71,472	34,884
Hire purchase liabilities	18	1,208,212	2,674,121
Amount owing to related parties	19	13,211,486	12,661,957
Deferred tax liabilities	20	5,840,325	5,621,419
		20,331,495	20,992,381

STATEMENTS OF FINANCIAL POSITION
AS AT 31 DECEMBER 2020 (CONTINUED)

	Note	GROUP 2020 RM	GROUP 2019 RM
CURRENT LIABILITIES			
Lease liabilities	17	75,539	130,804
Hire purchase liabilities	18	1,465,916	1,651,124
Bills payable	21	3,199,744	4,294,968
Trade payables	22	3,194,430	4,334,132
Other payables and accruals	23	5,436,851	6,841,233
Amount owing to related parties	19	5,050,000	800,000
Amount owing to a director	24	-	700
Tax liability		79,729	43,951
		18,502,209	18,096,912
TOTAL LIABILITIES		38,833,704	39,089,293
TOTAL EQUITY AND LIABILITIES		80,876,549	79,614,534

STATEMENTS OF FINANCIAL POSITION
AS AT 31 DECEMBER 2020 (CONTINUED)

	Note	COMPANY 2020 RM	2019 RM
NON-CURRENT ASSETS			
Property, plant and equipment	6	1,502	1,774
Investments in subsidiaries	8	31,367,499	31,367,499
		31,369,001	31,369,273
CURRENT ASSETS			
Other receivables and deposits	11	-	-
Other assets	12	28,035	28,891
Amount owing from subsidiaries	13	6,014,065	4,930,155
Tax recoverable		16,022	-
Cash and bank balances	14	71,293	64,973
		6,129,415	5,024,019
TOTAL ASSETS		37,498,416	36,393,292
EQUITY			
Share capital	15	44,961,651	43,576,278
Accumulated losses		(8,182,382)	(8,003,979)
TOTAL EQUITY		36,779,269	35,572,299
CURRENT LIABILITIES			
Other payables and accruals	23	244,316	303,783
Amount owing to subsidiaries	13	474,831	474,831
Tax liability		-	42,379
		719,147	820,993
TOTAL LIABILITIES		719,147	820,993
TOTAL EQUITY AND LIABILITIES		37,498,416	36,393,292

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

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

		GROUP		COMPANY	
		2020	2019	2020	2019
	Note	RM	RM	RM	RM
REVENUE	25	53,189,548	55,283,053	1,675,000	1,800,000
COST OF SALES		(46,249,588)	(53,233,169)	-	-
GROSS PROFIT		6,939,960	2,049,884	1,675,000	1,800,000
OTHER INCOME		718,359	3,705,830	-	-
SELLING AND DISTRIBUTION COSTS		(1,590,436)	(1,728,449)	-	-
ADMINISTRATIVE EXPENSES		(4,453,462)	(6,585,940)	(1,846,882)	(1,744,697)
OTHER OPERATING EXPENSES		(125,578)	(898,853)	-	-
FINANCE COSTS	26	(1,014,328)	(970,945)	-	-
PROFIT/(LOSS) BEFORE TAXATION	27	474,515	(4,428,473)	(171,882)	55,303
TAXATION	28	(342,284)	1,751,086	(6,521)	(51,444)
PROFIT/(LOSS) FOR THE FINANCIAL YEAR		132,231	(2,677,387)	(178,403)	3,859
OTHER COMPREHENSIVE INCOME		-	-	-	-
TOTAL COMPREHENSIVE INCOME/(EXPENSE)		132,231	(2,677,387)	(178,403)	3,859

		GROUP	
		2020	2019
Profit/(Loss) per share (sen):	29		
Basic		0.28	(5.80)
Diluted		-	-

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

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

	Attributable to Owners of the Company				
		Non-distributable			
GROUP	**Share capital RM**	**Warrant reserve RM**	**Revaluation reserve RM**	**Accumulated losses RM**	**Total equity RM**
Balance as at 1.1.2019, as previously reported	43,576,278	406,828	21,301,760	(22,075,549)	43,209,317
Effect of adoption of MFRS 16	-	-	-	(6,689)	(6,689)
Balance as at 1.1.2019, as restated	43,576,278	406,828	21,301,760	(22,082,238)	43,202,628
Realisation of revaluation reserve	-	-	(506,964)	506,964	-
Transfer of warrant reserve to accumulated losses upon expiry	-	(406,828)	-	406,828	-
Total comprehensive expense for the financial year	-	-	-	(2,677,387)	(2,677,387)
Balance as at 31.12.2019/1.1.2020	43,576,278	-	20,794,796	(23,845,833)	40,525,241
Realisation of revaluation reserve	-	-	(506,964)	506,964	-
Issuance of shares (Note 15)	1,385,373	-	-	-	1,385,373
Total comprehensive income for the financial year	-	-	-	132,231	132,231
Balance as at 31.12.2020	44,961,651	-	20,287,832	(23,206,638)	42,042,845

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

	Attributable to Owners of the Company			
COMPANY	**Share capital RM**	**Non-distributable Warrant reserve RM**	**Accumulated losses RM**	**Total equity RM**
Balance as at 1.1.2019	43,576,278	406,828	(8,414,666)	35,568,440
Transfer of warrant reserve to accumulated losses upon expiry	-	(406,828)	406,828	-
Total comprehensive income for the financial year	-	-	3,859	3,859
Balance as at 31.12.2019/1.1.2020	43,576,278	-	(8,003,979)	35,572,299
Issuance of shares (Note 15)	1,385,373	-	-	1,385,373
Total comprehensive expense for the financial year	-	-	(178,403)	(178,403)
Balance as at 31.12.2020	44,961,651	-	(8,182,382)	36,779,269

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

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

	GROUP		COMPANY	
	2020 RM	2019 RM	2020 RM	2019 RM
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit/(Loss) before taxation	474,515	(4,428,473)	(171,882)	55,303
Adjustments for:				
Depreciation of property, plant and equipment	1,098,496	2,863,338	272	273
Depreciation of right-of-use assets	1,322,733	1,324,800	-	-
Fair value gain on loans from related parties	-	(2,964,437)	-	-
Impairment loss on trade receivables	39,331	1,359,055	-	-
Impairment loss on other receivables	-	205,340	-	5,910
Impairment loss on other receivables no longer required	(19,303)	-	-	-
Interest expenses	1,014,328	970,945	-	-
Interest income	(14,595)	(11,127)	-	-
Inventories written down	-	777,484	-	-
Reversal of inventories written down in previous financial year	(271,307)	-	-	-
Loss on disposal of property, plant and equipment	-	557,713	-	-
Property, plant and equipment written off	-	122,290	-	-
Unrealised loss on foreign exchange	16,113	-	-	-
Operating profit/(loss) before working capital changes	3,660,311	776,928	(171,610)	61,486
Decrease in inventories	1,411,146	1,953,151	-	-
(Increase)/Decrease in trade receivables	(2,333,368)	1,451,433	-	-
Decrease in other receivables and deposits	172,304	357,034	-	33,096
(Increase)/Decrease in other assets	(276,756)	(107,338)	856	(18,291)
Decrease in amount owing to a director	(700)	-	-	-
Decrease in trade payables	(1,206,293)	(5,051,729)	-	-

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

	GROUP		COMPANY	
	2020 RM	2019 RM	2020 RM	2019 RM
CASH FLOWS FROM OPERATING ACTIVITIES (CONTINUED)				
Decrease in other payables and accruals	(1,404,382)	(3,126,399)	(59,468)	(71,459)
Increase in amount owing to related parties	4,799,529	13,461,957	-	-
Cash generated from/ (used in) operations	4,821,791	9,715,037	(230,222)	4,832
Interest received	14,595	11,127	-	-
Interest paid	(1,014,328)	(970,945)	-	-
Tax paid	(82,994)	(49,914)	(64,921)	(24,277)
Tax refund	20,983	60,890	-	8,500
	(1,061,744)	(948,842)	(64,921)	(15,777)
Net cash generated from/ (used in) operating activities	3,760,047	8,766,195	(295,143)	(10,945)
CASH FLOWS FROM INVESTING ACTIVITIES				
Purchase of property, plant and equipment (Note 6(b))	(655,027)	(1,865,228)	-	-
Addition of right-of-use assets	-	(3,136)	-	-
Proceeds from disposal of property, plant and equipment	-	544,949	-	-
Advance to a subsidiary	-	-	(1,083,910)	(4,512)
Net cash used in investing activities	(655,027)	(1,323,415)	(1,083,910)	(4,512)

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (CONTINUED)

	GROUP		COMPANY	
	2020	**2019**	**2020**	**2019**
	RM	**RM**	**RM**	**RM**
CASH FLOWS FROM FINANCING ACTIVITIES				
Decrease in bills payable	(1,095,224)	(5,283,749)	-	-
Proceed from private placement	1,385,373	-	1,385,373	-
Payment of lease liabilities	(143,999)	(139,508)	-	-
Repayment of hire purchase	(1,651,117)	(1,571,290)	-	-
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS				
Effect of foreign exchange differences	36,457	-	-	-
CASH AND CASH EQUIVALENTS BROUGHT FORWARD	2,056,430	1,608,197	64,973	80,430
CASH AND CASH EQUIVALENTS CARRIED FORWARD (NOTE 14)	3,692,940	2,056,430	71,293	64,973

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

NOTES TO THE FINANCIAL STATEMENTS - 31 DECEMBER 2020

1. PRINCIPAL ACTIVITIES

The principal activities of the Company are investment holding and the provision of management services to its subsidiaries.

The principal activities of the subsidiaries are indicated in Note 8 to the financial statements.

2. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

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

3. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of accounting

The financial statements of the Group and of the Company have been prepared under the historical cost convention unless otherwise stated in the financial statements.

The preparation of financial statements requires the directors to make estimates and assumptions that affect the reported amount of assets, liabilities, revenue and expenses and disclosure of contingent assets and liabilities. In addition, the directors are also required to exercise their judgement in the process of applying the accounting policies. The areas involving such judgements, estimates and assumptions are disclosed in Note 5. Although these estimates and assumptions are based on the directors' best knowledge of events and actions, actual results could differ from those estimates.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) Basis of consolidation

(i) Subsidiaries

A subsidiary is an entity controlled by the Group, i.e. the Group is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its current ability to direct the entity's relevant activities (power over the investee).

The existence and effect of potential voting rights that the Group has the practical ability to exercise (i.e. substantive rights) are considered when assessing whether the Group controls another entity.

The Group's financial statements incorporate the results, cash flows, assets and liabilities of Ralco Corporation Berhad and all of its directly and indirectly controlled subsidiaries. Subsidiaries are consolidated from the effective date of acquisition, which is the date on which the Group effectively obtains control of the acquired business, until that control ceases.

The non-controlling interests in the net assets and net results of consolidated subsidiaries are shown separately in the consolidated statement of financial position and consolidated statement of profit or loss, and consolidated statement of comprehensive income.

Total comprehensive income (i.e. profit or loss and each component of other comprehensive income) is attributed to the owners of the parent and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Changes in the Group's ownership interest in a subsidiary that do not result in the Group losing control are accounted for as transactions with owners in their capacity as owners (i.e. equity transactions). The carrying amounts of the Group's and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to the owners of the parent.

Upon loss of control of a subsidiary, the Group's profit or loss is calculated as the difference between (i) the fair value of the consideration received and of any investment retained in the former subsidiary and (ii) the previous carrying amount of the assets (including any goodwill) and liabilities of the subsidiary and any non-controlling interests.

Investment in subsidiaries is measured in the Company's statement of financial position at cost less any impairment losses, unless the investment is classified as held for sale or distribution. The cost of investments includes transaction costs.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) Basis of consolidation (continued)

(ii) Business combinations

The Group applies the acquisition method to account for all acquired businesses, whereby the identifiable assets acquired and the liabilities assumed are measured at their acquisition-date fair values (with few exceptions as required by MFRS 3 *Business Combinations*).

The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, the liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group.

Acquisition-related costs (e.g. finder's fees, consulting fees, administrative costs, etc.) are recognised as expenses in the periods in which the costs are incurred and the services are received.

On acquisition date, goodwill is measured as the excess of the aggregate of consideration transferred, any non-controlling interests in the acquiree, and acquisition-date fair value of the Group's previously held equity interest in the acquiree (if business combination achieved in stages) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

If, after appropriate reassessment, the amount as calculated above is negative, it is recognised immediately in profit or loss as a bargain purchase gain.

At acquisition date, non-controlling interests in the acquiree that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation are measured at either fair value or the present ownership instruments' proportionate share in the recognised amounts of the acquiree's identifiable net assets. This choice of measurement is made separately for each business combination. Other components of non-controlling interests are measured at their acquisition-date fair values, unless otherwise required by MFRS.

The acquisition-date fair value of any contingent consideration is recognised as part of the consideration transferred by the Group in exchange for the acquiree. Changes in the fair value of contingent consideration that result from additional information obtained during the measurement period (maximum one year from the acquisition date) about facts and circumstances that existed at the acquisition date are adjusted retrospectively against goodwill. Other changes resulting from events after the acquisition date are adjusted at each reporting date, only when the contingent consideration is classified as an asset or a liability, and the adjustment is recognised in profit or loss.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) Basis of consolidation (continued)

(ii) Business combinations (continued)

In a business combination achieved in stages, the Group remeasures its previously held equity interest in the acquiree at its acquisition-date fair value and any resulting gain or loss is recognised in profit or loss. If any, changes in the value of the Group's equity interest in the acquiree that have been previously recognised in other comprehensive income are reclassified to profit or loss, if appropriate had that interest been disposed of directly.

(iii) Transactions eliminated on consolidation

All intragroup transactions, balances, income and expenses are eliminated in full on consolidation.

Unrealised gains arising from transactions with equity-accounted associates and joint ventures are eliminated against the investment to the extent of the Group's interest in the investees. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

(c) Property, plant and equipment and depreciation

On initial recognition, items of property, plant and equipment are recognised at cost, which includes the purchase price as well as any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management, and the cost of dismantling and removing the items and restoring the site on which they are located. The cost of self-constructed assets also includes the cost of materials and direct labour. Cost also may include transfers from equity of any gain or loss on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment.

Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

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

Significant components of individual assets have different useful lives, they are accounted for as a separate item (major components) of property, plant and equipment and depreciated separately.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Property, plant and equipment and depreciation (continued)

After initial recognition, items of property, plant and equipment are carried at cost less any accumulated depreciation and any accumulated impairment losses.

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

Subsequently, leasehold lands and buildings are measured at fair value less accumulated depreciation and impairment losses recognised after the date of the revaluation. Valuations are performed with sufficient regularity to ensure that the carrying amount does not differ materially from the fair value of the buildings at the reporting date. All other property, plant and equipment are measured at cost less accumulated depreciation and any accumulated losses.

Any revaluation surplus is recognised in other comprehensive income and accumulated in equity under the asset revaluation reserve, except to the extent that it reverses a revaluation decrease of the same asset previously recognised in profit or loss, in which case the increase is recognised in profit or loss. A revaluation deficit is recognised in profit or loss, except to the extent that it offsets an existing surplus on the same asset carried in the asset revaluation reserve.

Any accumulated depreciation as at the revaluation date is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. The revaluation surplus included in the asset revaluation reserve in respect of an asset is transferred directly to retained earnings on retirement or disposal of the asset.

Depreciation is calculated so as to write off the cost of an asset, less its estimated residual value, over its useful economic life as follows:

Building	26 years
Factory building on leasehold land	2%
Furniture and fittings	10%
Leasehold land	71 - 893 years
Motor vehicles	20%
Office equipment	10% - 33%
Plant and machinery	5% - 10%
Renovation	20%

Leasehold land and buildings stated at valuation are revalued by the directors based on the valuation reports of independent professional valuers with additional valuation in the periods where market conditions indicate that the carrying values of the revalued assets differ materially from the market value.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Property, plant and equipment and depreciation (continued)

Freehold land is not depreciated. Property, plant and equipment under construction are not depreciated until the assets are ready for their intended use.

Useful lives, residual values and depreciation methods are reviewed, and adjusted if appropriate, at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Change in accounting estimates

During the financial year ended 31 December 2020, the Group conducted an operational efficiency review on the Plant and Machinery in January 2020, which resulted in changes in the expected usage of the injection and blowing machineries and moulds. The machineries and moulds were previously intended to use for 10 years are now expected to use for production for 20 years from the date of purchase. The effect of these changes on depreciation expenses in the current financial year ended is as follows:

	2020 RM
Decrease in depreciation expenses	1,513,800

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

(d) Leases

(i) Definition of a lease

A contract is, or contains, a lease if the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the customer has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(d) Leases (continued)

(i) Definition of a lease (continued)

- the customer has the right to direct the use of the asset. The customer has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the customer has the right to direct the use of the asset if either the customer has the right to operate the asset; or the customer designed the asset in a way that predetermines how and for what purpose it will be used.

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease and non-lease component on the basis of their relative stand-alone prices. However, for leases of properties in which the Group is a lessee, it has elected not to separate non-lease components and will instead account for the lease and non-lease components as a single lease component.

(ii) Recognition and initial measurement

(i) As a lessee

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

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the respective Group entities' incremental borrowing rate. Generally, the Group entities use their incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments less any incentive receivable;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate at the commencement date;
- amounts expected to be payable under a residual value guarantee;

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(d) Leases (continued)

(ii) Recognition and initial measurement (continued)

(i) As a lessee (continued)

- the exercise price under a purchase option that the Group is reasonably certain to exercise; and
- penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The Group excludes variable lease payments that linked to future performance or usage of the underlying asset from the lease liability. Instead, these payments are recognised in profit of loss in the period in which the performance or use occurs.

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

The Group has applied Amendment to MFRS 16 *Leases – COVID-19 Related Rent Concessions*. The Group applies the practical expedient allowing it not to assess whether eligible rent concessions that are a direct consequence of the COVID-19 pandemic are lease modifications. The Group applies the practical expedient consistently to contracts with similar characteristics and in similar circumstances. For rent concessions in leases to which the Group chooses not to apply the practical expedient, or that do not qualify for the practical expedient, the Group assesses whether there is a lease modification.

(ii) As a lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease.

If an arrangement contains lease and non-lease components, the Group applies MFRS 15 to allocate the consideration in the contract based on the stand-alone selling prices.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(d) Leases (continued)

(ii) Recognition and initial measurement (continued)

(ii) As a lessor (continued)

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. It assesses the lease classification of a sublease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sublease as an operating lease.

(iii) Subsequent measurement

(i) As a lessee

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use asset are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a revision of in-substance fixed lease payments, or if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

(ii) As a lessor

The Group recognises lease payments received under operating leases as income on straight-line basis over the lease term as part of "other income".

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(e) Goodwill

Goodwill arising from business combination is acquired in a business combination as an asset at the accounting date and is initially measured at cost being the excess of the cost of business combination over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities. Following the initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is not amortised but instead reviewed for impairment, annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. Gains or losses on disposal of an entity include the carrying amount of goodwill relating to the entity sold.

(f) Impairment of non-financial assets

The carrying amounts of assets other than financial assets excluding the investments in subsidiaries, deferred tax assets and inventories are reviewed at the end of each reporting date to determine whether there is any indication of impairment. If such an indication exists, the asset's recoverable amount is estimated. For goodwill that has an indefinite useful life, the recoverable amount is estimated at each reporting date or more frequently when indicators of impairment are identified.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. A cash-generating unit is the smallest identifiable asset group that generates cash flows that are largely independent from other assets and groups. Impairment losses are charged to the statement of profit or loss except for assets that are previously revalued where the revaluation was taken to other comprehensive income. In this case, the impairment is also recognised in other comprehensive income up to the amount of any previous revaluation. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit or groups of units on a pro rata basis.

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

An impairment loss in respect of goodwill, if any, is not reversed. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Reversals of impairment losses are credited to the statement of profit or loss and other comprehensive income in the financial year in which the reversals are recognised.

Any subsequent increase in recoverable amount of an asset is recognised as reversal of previous impairment loss and should not exceed the carrying amount that would have been determined, net of amortisation or depreciation, had no impairment loss been previously recognised for the asset.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(g) Inventories

Inventories are carried in the statement of financial position at the lower of cost and net realisable value. Cost is determined on a weighted average cost formula. Cost comprises the landed costs of goods purchased and in the case of work-in-progress and finished goods, comprises cost of materials, direct labour, other direct charges and an appropriate proportion of production overhead.

Write-down is made for obsolete and slow-moving items based on their expected future use and net realisable value.

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

(h) Financial instruments

(i) Initial recognition and measurement

The Group and the Company recognise a financial asset or a financial liability in the statement of financial position when, and only when, an entity in the Group and the Company become a party to the contractual provisions of the instruments.

If a contract is a host financial liability or a non-financial host contract that contains an embedded derivative, the Group and the Company assess whether the embedded derivative shall be separated from the host contract on the basis of the economic characteristics and risks of the embedded derivative and the host contract at the date when the Group and the Company become a party to the contract. If the embedded derivative is not closely related to the host contract, it is separated from the host contract and accounted for as a stand-alone derivative. The Group and the Company do not make a subsequent reassessment of the contract unless there is a change in the terms of the contract that significantly modifies the expected cash flows or when there is a reclassification of a financial liability out of the fair value through profit or loss category. Embedded derivatives in host financial assets are not separated.

On initial recognition, all financial assets (including intra-group loans and advances) and financial liabilities (including intra-group payables and government loans at below market interest rates) are measured at fair value plus transaction costs if the financial asset or financial liability is not measured at fair value through profit or loss. For instruments measured at fair value through profit or loss, transaction costs are expensed to profit or loss when incurred.

(ii) Derecognition of financial instruments

For derecognition purposes, the Group and the Company first determine whether a financial asset or a financial liability should be derecognised in its entirety as a single item or derecognised part-by-part of a single item or of a group of similar items.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(h) Financial instruments (continued)

(ii) Derecognition of financial instruments (continued)

A financial asset, whether as a single item or as a part, is derecognised when, and only when, the contractual rights to receive the cash flows from the financial asset expire, or when the Group and the Company transfer the contractual rights to receive cash flows of the financial asset, including circumstances when the Group and the Company act only as a collecting agent of the transferee, and retain no significant risks and rewards of ownership of the financial asset or no continuing involvement in the control of the financial asset transferred.

A financial liability is derecognised when, and only when, it is legally extinguished, which is either when the obligation specified in the contract is discharged or cancelled or expires. A substantial modification of the terms of an existing financial liability is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. For this purpose, the Group and the Company consider a modification as substantial if the present value of the revised cash flows of the modified terms discounted at the original effective interest rate is different by 10% or more when compared with the carrying amount of the original liability.

(iii) Financial assets

For the purpose of subsequent measurement, the Group and the Company classify financial assets into three measurement categories, namely: (i) financial assets at amortised cost ("AC"); (ii) financial assets at fair value through other comprehensive income ("FVOCI") and (iii) financial assets at fair value through profit or loss ("FVPL"). The classification is based on the Group's and the Company's business model objective for managing the financial assets and the contractual cash flow characteristics of the financial instruments.

After initial recognition, the Group and the Company measure financial assets, as follow:

(i) Financial assets at AC
A financial asset is measured at amortised cost if: (a) it is held within the Group's and the Company's business objective to hold the asset only to collect contractual cash flows, and (b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest in principal outstanding.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(h) Financial instruments (continued)

(iii) Financial assets (continued)

(ii) Financial assets at FVOCI
A financial asset is measured at FVOCI if: (a) it is held within the Groups' and the Company's business objective to hold the asset both to collect contractual cash flows and selling the financial asset, and (b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest in principal outstanding.

(iii) Financial assets at FVPL
A financial asset is measured at FVPL if it is an equity investment, held for trading (including derivative assets) or if it does not meet any of the condition specified for the AC or FVOCI model.

Other than financial assets measured at fair value through profit or loss, all other financial assets are subject to review for impairment in accordance with Note 3(h)(vii).

(iv) Financial liabilities

After initial recognition, the Group and the Company measure all financial liabilities at amortised cost using the effective interest method, except for:

(i) Financial liabilities at fair value through profit or loss (including derivatives that are liabilities) are measured at fair value.

(ii) Financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies. Paragraph 3.2.15 and 3.2.17 of MFRS 9 apply to the measurement of such financial liabilities.

(iii) Financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument. Financial guarantees issued are initially measured at fair value. Subsequently, they are measured at higher of: (a) the amount of the loss allowance; and (b) the amount initially recognised less, when appropriate, the cumulative of income recognised in accordance with the principles in MFRS 15 *Revenue from Contracts with Customers*.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(h) Financial instruments (continued)

(v) Fair value measurement

The fair value of a financial asset or a financial liability is determined by reference to the quoted market price in an active market, and in the absence of an observable market price, by a valuation technique as described in Note 3(t).

(vi) Recognition of gains and losses

Fair value changes of financial assets and financial liabilities classified as at fair value through profit or loss are recognised in profit or loss when they arise.

For financial assets mandatorily measured at FVOCI, interest income (calculated using the effective interest rate method), impairment losses, and exchange gains or loss are recognised in profit or loss. All other gains or losses are recognised in other comprehensive income and retained in a fair value reserve. On derecognition of the financial assets, the cumulative gain or loss recognised in OCI is reclassified to profit or loss as a reclassification adjustment.

For financial assets and financial liabilities carried at amortised cost, interest income and interest expense are recognised in profit or loss using the effective interest method. A gain or loss is recognised in profit or loss only when the financial asset or financial liability is derecognised or impaired, and through the amortisation process of the instrument.

(vii) Impairment of financial assets

The Group and the Company apply the expected credit loss model of MFRS 9 to recognise impairment losses of financial assets measured at amortised cost or at fair value through other comprehensive income. Except for trade receivables, a 12-month expected credit loss is recognised in profit or loss on the date of origination or purchase of the financial assets. At the end of each reporting period, the Group and the Company assess whether there has been a significant increase in credit risk of a financial asset since its initial recognition or at the end of the prior period. Other than for financial assets which are considered to be of low risk grade, a lifetime expected credit loss is recognised if there has been a significant increase in credit risk since initial recognition. For trade receivables, the Group and the Company have availed the exception to the 12-month ECL requirement to recognise only lifetime expected credit losses.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(h) Financial instruments (continued)

(vii) Impairment of financial assets (continued)

The assessment of whether credit risk has increased significantly is based on quantitative and qualitative information that include financial evaluation of the creditworthiness of the debtors or issuers of the instruments, ageing of receivables, defaults and past due amounts, past experiences with the debtors, current conditions and reasonable forecast of future economic conditions. For operational simplifications: (a) a 12-month expected credit loss is maintained for financial assets which investment grades that are considered as low credit risk, irrespective of whether credit risk has increased significantly or not; and (b) credit risk is considered to have increase significantly if payments are more than 30 days past due if no other borrower-specific information is available without undue cost or effort.

The expected credit loss (ECL) is measured using an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes, discounted for the time value of money and applying reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions, and forecast of future economic conditions. The ECL for a financial asset (when assessed individually) or a group of financial assets (when assessed collectively) is measured at the present value of the probability-weighted expected cash shortfalls over life of the financial asset or group of financial assets. When a financial asset is determined as credit-impaired (based on objective evidence of impairment), the lifetime ECL is determined individually.

For trade receivable, the lifetime ECL is determined at the end of each reporting period using a provision matrix. For each significant receivable, individual lifetime ECL is assessed separately. For significant receivables which are not impaired and for all other receivables, they are grouped into risk classes by type of customers and businesses, and the ageing of the receivables. Collective lifetime ECLs are determined using past loss rates, which are updated for effects of current conditions and reasonable forecasts for future economic conditions. In the event that the economic or industry outlook is expected to worsen, the past loss rates are increased to reflect the worsening economic conditions.

(i) Cash and cash equivalents

Cash and cash equivalents include cash and bank balances and deposits which have a short maturity (three months or less) that are readily convertible to cash and are subject to insignificant risk of changes in value.

For the purpose of the statement of cash flows only, cash and cash equivalents are presented net of bank overdrafts.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(j) Foreign currencies transactions and balances

Foreign currency monetary assets and liabilities are translated into the functional currency of the concerned entity of the Group using the exchange rates at the reporting date. Gains and losses arising from changes in exchange rates after the date of the transaction are recognised in profit or loss (except when deferred in other comprehensive income as qualifying cash flow hedges).

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Translation differences on non-monetary items that are measured at fair value in a foreign currency (e.g. available-for-sale equity instruments) are translated using the exchange rates at the date when the fair value is determined.

(k) Equity

Equity instruments are contracts that give a residual interest in the net assets of the Group and the Company. Ordinary shares are classified as equity. Equity instruments are recognised at the amount of proceeds received net of costs directly attributable to the transaction.

(i) Dividend distribution

Dividends are recognised as liabilities when they are declared (i.e. the dividends are appropriately authorised and no longer at the discretion of the entity). Typically, dividends are recognised as liabilities in the period in which their distribution is approved at the Shareholders' Annual General Meeting. Interim dividends are recognised when paid.

(ii) Distribution of assets to owners of the Company

The Group and the Company measure a liability to distribute assets as a dividend to the owners of the Company at the fair value of the assets to be distributed. The carrying amount of the dividend is remeasured at each reporting period and at the settlement date, with any changes recognised directly in equity as adjustments to the amount of the distribution. On settlement of the transaction, the Group and the Company recognises the difference, if any, between the carrying amount of the assets distributed and the carrying amount of the liability in profit or loss.

(l) Provisions

Where, at reporting date, the Group and the Company have a present obligation (legal or constructive) as a result of a past event and it is probable that the Group and the Company will settle the obligation, a provision is made in the statement of financial position. Provisions are made using best estimates of the amount required to settle the obligation and are discounted to present values using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. Changes in estimates are reflected in profit or loss in the period they arise.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(m) Contingencies

A contingent liability or asset is a possible obligation or asset that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group and the Company. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Group and the Company do not recognise a contingent liability but discloses its existence in the financial statements.

A contingent asset is not recognised in the financial statements but is disclosed where the inflow of the economic benefits is probable.

(n) Employees benefits

(i) Short-term benefit

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

(ii) Defined contribution plan

As required by law, companies in Malaysia make contributions to the Employees' Provident Fund ("EPF"). The contributions are recognised as a liability after deducting any contribution already paid and as an expense in profit or loss in the period in which the employee render their services. Once the contributions have been paid, the Group and the Company have no further payment obligations.

(o) Revenue recognition

(i) Revenue from contracts with customers

The Group's and the Company's revenue comprises provision of management services, sales of plastic bottles, containers, boxes, crates and related materials, supplying of renewable energy, manufacturing of and trading in plastic and polyethylene packing materials and all related products and investment holding.

Revenue from a sale of goods is recognised at a point in time when control of the goods is passed to the customer, which is the point in time when the significant risks and rewards are transferred to the customer and the transaction has met the probability of inflows and measurement reliability requirements of MFRS 15.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(o) Revenue recognition (continued)

(i) Revenue from contracts with customers (continued)

The Group and the Company measure revenue from a sale of goods transaction at the fair value of the consideration received or receivables, which is usually the invoice price, net of a trade discounts and volume rebates given to the customer. If the transaction price includes variable considerations, the Group and the Company use the expected value method by estimating the sum of probability-weighted amounts in a range of possible consideration amounts, or the most likely outcome method, depending on which method the Group and the Company expect to better predict the amount of consideration to which it is entitled.

Revenue from supplying of renewable energy is recognised over time as the customer simultaneously receive and consume the benefits provided by the Group's performance when electricity is delivered based on contractual terms stipulated in the contract with customer. The electricity is delivered to the off-taker, based on the invoiced value of sale of electricity computed at a pre-determined rate. This revenue also includes an estimated value of the electricity delivered from the date of their last meter reading and period end. Accrued unbilled revenues are reversed in the following month when actual billings occur.

(ii) Rental income

Rental income is recognised on a time-proportion basis that takes into account the effective yield on the asset on a straight-line basis over the lease term.

(iii) Interest income

Interest income is recognised as it accrues using the effective interest method in profit or loss.

(iv) Management fees

Management fees are recognised on an accrual basis when services are rendered.

(p) Borrowing costs

Interest on borrowings to finance the purchase and development of a self-constructed qualifying asset (i.e. an asset that necessarily takes a substantial period of time to get ready for its intended use or sale) is included in the cost of the asset until such time as the assets are substantially ready for use or sale. Such borrowing costs are capitalised net of any investment income earned on the temporary investment of funds that are surplus pending such expenditure.

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

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(p) Borrowing costs (continued)

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

(q) Income taxes

Tax currently payable is calculated using the tax rates in force or substantively enacted at the reporting date. Taxable profit differs from accounting profit either because some income and expenses are never taxable or deductible, or because the time pattern that they are taxable or deductible differs between tax law and their accounting treatment.

Using the statement of financial position liability method, deferred tax is recognised in respect of all temporary differences between the carrying value of assets and liabilities in the statement of financial position and the corresponding tax base, with the exception of goodwill not deductible for tax purposes and temporary differences arising on initial recognition of assets and liabilities that do not affect taxable or accounting profit.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the reporting date.

Deferred tax assets are recognised only to the extent that the Group and the Company consider that it is probable (i.e. more likely than not) that there will be sufficient taxable profits available for the asset to be utilised within the same tax jurisdiction.

Deferred tax assets and liabilities are offset only when there is a legally enforceable right to offset current tax assets against current tax liabilities, they relate to the same tax authority and the Group's and the Company's intention is to settle the amounts on a net basis.

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except if it arises from transactions or events that are recognised in other comprehensive income or directly in equity. In this case, the tax is recognised in other comprehensive income or directly in equity, respectively. Where tax arises from the initial accounting for a business combination, it is included in the accounting for the business combination.

Since the Group is able to control the timing of the reversal of the temporary difference associated with interests in subsidiaries, associates and joint arrangements, a deferred tax liability is recognised only when it is probable that the temporary difference will reverse in the foreseeable future mainly because of a dividend distribution.

(r) Earnings per ordinary share

The Group presents basic and diluted earnings per share data for its ordinary shares ("EPS").

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(r) Earnings per ordinary share (continued)

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

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares, which comprise convertible notes and share options granted to employees.

(s) 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. All operating segments' operating results are reviewed regularly by the Chief Operating Decision Maker, which in this case is the Managing Director of the Group, to make decisions about resources to be allocated to the segment and to assess its performance, and for which discrete financial information is available.

(t) Fair value measurement

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. When measuring the fair value of an asset or a liability, the Group and the Company use market observable data to the extent possible. If the fair value of an asset or a liability is not directly observable, it is estimated by the Group and the Company (working closely with external qualified valuers) using valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs (e.g. by use of the market comparable approach that reflects recent transaction prices for similar items, discounted cash flow analysis, or option pricing models refined to reflect the issuer's specific circumstances). Inputs used are consistent with the characteristics of the asset / liability that market

Fair values are categorised into different levels in a fair value hierarchy based on the degree to which the inputs to the measurement are observable and the significance of the inputs to the fair value measurement in its entirety:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Transfers between levels of the fair value hierarchy are recognised by the Group and the Company at the end of the reporting period during which the change occurred.

4. ADOPTION OF MFRSs, AMENDMENTS TO MFRSs AND INTERPRETATIONS

4.1 MFRSs, Amendments to MFRSs and Interpretations adopted

For the preparation of the financial statements, the following accounting standards, amendments and interpretations of the MFRS framework issued by the MASB are mandatory for the first time for the financial year beginning on or after 1 January 2020:

- Amendments to References to the Conceptual Framework in MFRS Standards
- Amendments to MFRS 3 *Business Combination – Definition of a Business*
- Amendments to MFRS 101 *Presentation of Financial Statements* and MFRS 108 *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Material*
- Amendments to MFRS 9 *Financial Instruments*, MFRS 139 *Financial Instruments: Recognition and Measurement* and MFRS 7 *Financial Instruments: Disclosures – Interest Rate Benchmark Reform*

During the financial year, the Group and the Company have early adopted the Amendment to MFRS 16 *Leases – Covid-19-Related Rent Concessions*.

The adoption of the above-mentioned accounting standards, amendments and interpretations have no significant impact on the financial statements of the Group and the Company other than as disclosed in notes to the financial statements.

4.2 New/Revised MFRSs, Amendments to MFRSs and Interpretations not adopted

The following are accounting standards, amendments and interpretations of the MFRS framework that have been issued by the MASB but have not been adopted by the Group and the Company:

MFRSs, Amendments to MFRSs and Interpretations effective for annual periods beginning on or after 1 January 2021

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

MFRSs, Amendments to MFRSs and Interpretations effective for annual periods beginning on or after 1 January 2022

- Amendments to MFRS 3 *Business Combinations – Reference to the Conceptual Framework*
- Amendments to MFRS 116 *Property, Plant and Equipment − Proceeds before Intended Use*
- Amendments to MFRS 137 *Provisions, Contingent Liabilities and Contingent Assets – Onerous Contracts−Cost of Fulfilling a Contract*
- Annual Improvements to MFRS Standards 2018−2020

4. ADOPTION OF MFRSs, AMENDMENTS TO MFRSs AND INTERPRETATIONS (CONTINUED)

4.2 New/Revised MFRSs, Amendments to MFRSs and Interpretations not adopted (continued)

MFRSs, Amendments to MFRSs and Interpretations effective for annual periods beginning on or after 1 January 2023

- Amendments to MFRS 101 *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current*
- Amendments to MFRS 101 *Presentation of Financial Statements – Disclosure of Accounting Policies*
- Amendments to MFRS 108 *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Accounting Estimates*

MFRSs, Amendments to MFRSs and Interpretations effective date yet to be confirmed

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

The directors anticipate that the above-mentioned accounting standards, amendments and interpretations will be adopted by the Group and the Company when they become effective.

MFRS 17 *Insurance Contracts* and Amendments to MFRS 17 *Insurance Contracts* have not been taken into consideration because they are not applicable to the Group and the Company.

5. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

In preparing its financial statements, the Group and the Company have made significant judgements, estimates and assumptions that impact on the carrying value of certain assets and liabilities, income and expenses as well as other information reported in the notes. The Group and the Company periodically monitor such estimates and assumptions and make sure they incorporate all relevant information available at the date when financial statements are prepared. However, this does not prevent actual figures differing from estimates.

The judgements made in the process of applying the Group’s and the Company’s accounting policies that have the most significant effect on the amounts recognised in the financial statements, and the estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

5. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (CONTINUED)

(a) Coronavirus (COVID-19) pandemic

Judgement has been exercised in considering the impacts that the coronavirus (COVID-19) pandemic has had, or may have, on the Group and the Company based on known information. This consideration extends to the nature of the products and services offered, customers, supply chain, staffing and geographic regions in which the Group and the Company operate. Other than as addressed in specific notes, there does not currently appear to be either any significant impact upon the financial statements or any significant uncertainties with respect to events or conditions which may impact the Group and the Company unfavourably as at the reporting date or subsequently as a result of the COVID-19 pandemic.

(b) Depreciation of property, plant and equipment and right-of-use assets

The cost of an item of property, plant and equipment and right-of-use asset is depreciated on a straight-line method or another systematic method that reflects the consumption of the economic benefits of the asset over its useful life. Estimates are applied in the selection of the depreciation method, the useful lives and the residual values. The actual consumption of the economic benefits of the property, plant and equipment and right-of-use asset may differ from the estimates applied.

The management estimated the useful lives of machineries and moulds to be 20 years after operation efficiency review conducted in January 2020. These are common life expectancies applied in plastic industry. Any changes in the expected level of usage and technological developments could impact the economic useful lives and the residual values of these assets, therefore, future depreciation charges could be revised. However, the management does not expect such changes to have significant impact on the financial statements of the Group other than as disclosed in Note 3(c).

(c) Measurement of lease liabilities and right-of-use assets

The measurement of a lease liability and the corresponding right-of-use asset includes in-substance fixed payments, variable lease payments linked to an inflation-related index or rate, estimates of lease term, option to purchase, payments under residual value guarantee and penalties for early termination. The actual payments may not coincide with these estimates. The Group reassesses the lease liability for any change in the estimates and a corresponding adjustment is made to the right-of-use asset.

5. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (CONTINUED)

(d) Loss allowances of financial assets

The Group and the Company recognise impairment losses for trade receivables under the expected credit loss model. Individually significant trade receivables are tested for impairment separately by estimating the cash flows expected to be recoverable. All others are grouped into credit risk classes and tested for impairment collectively, using the Group's and the Company's past experience of loss statistics, ageing of past due amounts, current economic trends, the impact of the coronavirus (COVID-19) pandemic and forward-looking information that is available. The actual eventual losses may be different from the allowance made and this may affect the Group's and the Company's financial positions and results.

(e) Net realisable value of inventories

Inventories are stated at the lower of cost and net realisable value. The cost of inventories is written down to their estimated realisable value when their cost may no longer be recoverable such as when inventories are damaged or become wholly or partly obsolete or their selling prices have declined. In any case, the realisable value represents the best estimate of the recoverable amount, is based on the most reliable evidence available at the reporting date and inherently involves estimates regarding the future expected realisable value. The benchmarks for determining the amount of write-downs to net realisable value include ageing analysis, technical assessment and subsequent events. In general, such an evaluation process requires significant judgement and may materially affect the carrying amount of inventories at the reporting date (as reflected in Note 9).

(f) Fair value measurement

Some of the Group's and the Company's assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset or a liability, the Group and the Company use market-observable data to the extent it is available. Where Level 1 inputs are not available (e.g. for unquoted investments), the Group and the Company work closely with external qualified valuers who perform the valuation, based on agreed appropriate valuation techniques and inputs to the model (e.g. use of the market comparable approach that reflects recent transaction prices for similar instruments, discounted cash flow analysis, option pricing models refined to reflect the issuer's specific circumstances). Prices determined then by the valuers are used by the Group and the Company without adjustment.

Changes in the fair value of assets and liabilities and their causes are quarterly analysed by the Group's and the Company's Board of Directors. Such valuations require the Group and the Company to select among a range of different valuation methodologies and to make estimates about expected future cash flows and discount rates.

5. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (CONTINUED)

(g) Deferred tax estimation

Recognition of deferred tax assets and liabilities involves making a series of assumptions. As far as deferred tax assets are concerned, their realisation ultimately depends on taxable profits being available in the future. Deferred tax assets are recognised only when it is probable that taxable profits will be available against which the deferred tax asset can be utilised and it is probable that the entity will earn sufficient taxable profit in future periods to benefit from a reduction in tax payments. This involves the Group and the Company making assumptions within its overall tax-planning activities and periodically reassessing them in order to reflect changed circumstances as well as tax regulations. Moreover, the measurement of a deferred tax asset or liability reflects the manner in which the entity expects to recover the asset's carrying value or settle the liability.

(h) Contingencies

Contingent liabilities of the Group and the Company are not recognised but disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent liabilities represent possible obligations that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. They are not recognised because it is not probable that an outflow of resources will be required to settle the obligation and the amount of the obligation cannot be measured with sufficient reliability.

Inevitably, the determination that the possibility that an outflow of resources embodying economic benefits is remote and that the occurrence or non-occurrence of one or more uncertain future events is not wholly within the control of the Group and the Company requires significant judgement.

(i) Functional currency

The financial statements are prepared in the functional currency of the Group and the Company of Ringgit Malaysia, which is the currency of the primary economic environment in which the Group and the Company operate. Factors considered by management when determining the functional currency include the competitive forces and regulations affecting the sales price, the currency used to acquire raw materials, labour, services and supplies, and sources of financing. Based on the factors considered, the Group and the Company have determined that Ringgit Malaysia to be its functional currency.

6. PROPERTY, PLANT AND EQUIPMENT

	GROUP						
	Plant and machinery RM	Furniture and fittings RM	Office equipment RM	Renovation RM	Motor vehicles RM	Renovation in progress RM	Total RM
Cost							
At 1.1.2019	72,342,096	2,262,582	2,152,097	769,007	1,627,449	496,000	79,649,231
Additions	2,870,743	7,586	17,738	-	3,768	-	2,899,835
Disposals	(3,816,646)	(2,860)	(2,236)	-	(471,064)	-	(4,292,806)
Written off	(385,578)	-	-	(34,500)	-	-	(420,078)
At 31.12.2019/1.1.2020	71,010,615	2,267,308	2,167,599	734,507	1,160,153	496,000	77,836,182
Additions	630,058	-	24,969	-	-	-	655,027
Reclassification	-	(1,025)	1,025	-	-	-	-
At 31.12.2020	71,640,673	2,266,283	2,193,593	734,507	1,160,153	496,000	78,491,209
Accumulated depreciation							
At 1.1.2019	58,447,253	1,973,256	2,016,460	749,679	1,309,113	-	64,495,761
Charge for the financial year	2,661,755	32,662	36,506	4,025	128,390	-	2,863,338
Disposals	(2,796,969)	(810)	(1,267)	-	(391,098)	-	(3,190,144)
Written off	(278,563)	-	-	(19,225)	-	-	(297,788)
At 31.12.2019/1.1.2020	58,033,476	2,005,108	2,051,699	734,479	1,046,405	-	63,871,167
Charge for the financial year	949,682	32,927	34,821	-	81,066	-	1,098,496
Reclassification	-	(43)	43	-	-	-	-
At 31.12.2020	58,983,158	2,037,992	2,086,563	734,479	1,127,471	-	64,969,663
Net carrying amount							
At 31.12.2019	12,977,139	262,200	115,900	28	113,748	496,000	13,965,015
At 31.12.2020	12,657,515	228,291	107,030	28	32,682	496,000	13,521,546

6. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

	COMPANY		
	Furniture and fittings RM	Office equipment RM	Total RM
Cost			
At 1.1.2019/31.12.2019/31.12.2020	261,733	16,393	278,126
Accumulated depreciation			
At 1.1.2019	261,730	14,349	276,079
Charge for the financial year	-	273	273
At 31.12.2019/1.1.2020	261,730	14,622	276,352
Charge for the financial year	-	272	272
At 31.12.2020	261,730	14,894	276,624
Net carrying amount			
At 31.12.2019	3	1,771	1,774
At 31.12.2020	3	1,499	1,502

(a) Included in the net carrying amount of property, plant and equipment of the Group are the following assets which are under hire purchase financing:

	GROUP	
	2020 RM	2019 RM
Plant and machinery	6,114,823	5,682,399
Motor vehicles	-	80,314
	6,114,823	5,762,713

(b) During the financial year, the Group made the following cash payments to purchase property, plant and equipment:

	GROUP	
	2020 RM	2019 RM
Purchase of property, plant and equipment	655,027	2,899,835
Financed by hire purchase arrangement	-	(428,607)
Other payable	-	(606,000)
Cash payments on purchase of property, plant and equipment	655,027	1,865,228

7. RIGHT-OF-USE ASSETS

	GROUP			
	Warehouses RM	Hostel RM	Leasehold lands and buildings RM	Total RM
Cost				
At 1.1.2019	265,839	32,668	42,918,676	43,217,183
Additions	-	-	3,136	3,136
At 31.12.2019/ 1.1.2020	265,839	32,668	42,921,812	43,220,319
Additions	125,322	-	-	125,322
At 31.12.2020	391,161	32,668	42,921,812	43,345,641
Accumulated depreciation				
At 1.1.2019	-	-	1,255,364	1,255,364
Charge for the financial year	125,806	14,001	1,184,993	1,324,800
At 31.12.2019/ 1.1.2020	125,806	14,001	2,440,357	2,580,164
Charge for the financial year	125,876	14,001	1,182,856	1,322,733
At 31.12.2020	251,682	28,002	3,623,213	3,902,897
Net carrying amount				
At 31.12.2019	140,033	18,667	40,481,455	40,640,155
At 31.12.2020	139,479	4,666	39,298,599	39,442,744

The Group leases a number of warehouses and hostels and owned the revalued leasehold lands and buildings.

(a) Short-term leases and low value assets

For short-term leases with lease term of 12 months or less and for leases of low-value assets of less than RM50,000 (2019: RM50,000), the Group has availed the exemption in MFRS 16 not to recognise the right-of-use assets and lease liabilities. Instead, payments made for these leases are recognised as expense when incurred (Note 27).

(b) Significant judgements and assumptions in relation to leases

The Group applied judgement and assumptions in determining the incremental borrowing rate of the respective leases. Group entities first determine the closest available borrowing rates before using significant judgement to determine the adjustments required to reflect the term, security, value or economic environment of the respective leases.

(c) The Group's leasehold lands and buildings were stated at fair value, which have been determined based on valuation performed by independent professional valuers using "Market Value" or Market Comparison approach as at 31 December 2018. There has been no change to the valuation technique during the financial year.

7. RIGHT-OF-USE ASSETS (CONTINUED)

(c) Had the revalued leasehold land and buildings carried at historical cost, the cost and the net carrying amount of the revalued leasehold land and buildings will be as follows:

	GROUP	
	2020	2019
	RM	RM
Cost:		
Buildings	17,106,858	17,106,858
Leasehold land	3,593,337	3,593,337
	20,700,195	20,700,195
Net carrying amount:		
Buildings	9,535,941	9,943,918
Leasehold land	2,907,164	2,933,319
	12,443,105	12,877,237

(d) The following leasehold land and buildings of a subsidiary stated at net carrying amount are charged to licensed banks for banking facilities granted to the Group.

	GROUP	
	2020	2019
	RM	RM
Buildings	4,399,025	4,549,513
Leasehold land	8,177,694	8,238,847
	12,576,719	12,788,360

8. INVESTMENT IN SUBSIDIARIES

	COMPANY	
	2020	2019
	RM	RM
Unquoted shares, at cost	44,512,833	44,512,833
Less: Impairment of investment in subsidiaries	(13,145,334)	(13,145,334)
	31,367,499	31,367,499

8. INVESTMENT IN SUBSIDIARIES (CONTINUED)

The subsidiaries, which are incorporated in Malaysia are as follows:

Name of company	Effective equity interests 2020 %	Effective equity interests 2019 %	Principal activities
Ralco Plastic Sdn. Bhd.	100	100	Manufacturing of and trading in plastic bottles, containers, boxes, crates and related materials
Ralco Respack Polybag Sdn. Bhd.	100	100	Ceased business operation
Ralco Holdings Sdn. Bhd.	100	100	Investment holding
Ralco Trading Sdn. Bhd.	100	100	Inactive
Ralco Compounding Sdn. Bhd.	100	100	Supply of renewable energy
Temasek Bay Sdn. Bhd.	100	100	Ceased business operation

9. INVENTORIES

	GROUP 2020 RM	GROUP 2019 RM
At cost:		
Raw materials	5,181,070	4,631,852
Finished goods	4,268,384	5,957,441
	9,449,454	10,589,293
Recognised in profit or loss:		
Inventories recognised as cost of sales	46,546,095	52,167,592
Inventories written down	-	777,484
Reversal of inventories written down in previous years	(271,307)	-

10. TRADE RECEIVABLES

	GROUP 2020 RM	GROUP 2019 RM
Trade receivables	14,663,232	12,315,843
Less: Impairment loss on trade receivables		
At 1 January	(2,009,248)	(1,543,672)
Impairment loss for the financial year	(39,331)	(1,359,055)
Written off	-	893,479
At 31 December	(2,048,579)	(2,009,248)
	12,614,653	10,306,595

The currency exposure profile of trade receivables is as follows:

	GROUP 2020 RM	GROUP 2019 RM
Ringgit Malaysia	13,103,121	11,296,941
Singapore Dollar	1,560,111	1,018,512
US Dollar	-	390
	14,663,232	12,315,843

Trade debtors are granted credit period ranging from 30 to 90 days (2019: 30 to 90 days). For certain customers, the credit period may be extended at the discretion of the management.

11. OTHER RECEIVABLES AND DEPOSITS

	GROUP		COMPANY	
	2020 RM	2019 RM	2020 RM	2019 RM
Other receivables	1,118,421	1,104,675	5,910	5,910
Less: Accumulated allowance for doubtful debts				
At 1 January	(215,088)	(9,748)	(5,910)	-
Impairment loss for the financial year	-	(205,340)	-	(5,910)
Impairment loss no longer required	19,303	-	-	-
At 31 December	(195,785)	(215,088)	(5,910)	(5,910)
	922,636	889,587	-	-
Deposits	425,052	611,102	-	-
	1,347,688	1,500,689	-	-

Included in the deposits of the Group are amounts totalling RM164,740 (2019: RM355,440) representing deposits paid for the acquisition of property, plant and equipment. The capital commitment has been disclosed in Note 36.

12. OTHER ASSETS

	GROUP 2020 RM	GROUP 2019 RM	COMPANY 2020 RM	COMPANY 2019 RM
Prepayments	807,524	530,768	28,035	28,891

13. AMOUNT OWING FROM/(TO) SUBSIDIARIES

The amount owing from/(to) subsidiaries represent unsecured advances and management fees charged which are interest-free and repayable on demand.

14. CASH AND BANK BALANCES

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following amounts:

	GROUP 2020 RM	GROUP 2019 RM	COMPANY 2020 RM	COMPANY 2019 RM
Cash in hand	8,100	13,100	-	-
Cash at bank	3,684,840	2,043,330	71,293	64,973
	3,692,940	2,056,430	71,293	64,973

The currency exposure profile of cash and bank balances are as follows:

	GROUP 2020 RM	GROUP 2019 RM	COMPANY 2020 RM	COMPANY 2019 RM
Ringgit Malaysia	3,056,146	881,313	71,293	64,973
Singapore Dollar	540,618	1,107,517	-	-
US Dollar	96,176	67,600	-	-
	3,692,940	2,056,430	71,293	64,973

15. SHARE CAPITAL

GROUP/COMPANY

	Number of shares 2020 Units	Number of shares 2019 Units	Amount 2020 RM	Amount 2019 RM
Issued and fully paid				
At 1 January	46,179,100	46,179,100	43,576,278	43,576,278
Issuance of shares via private placement	4,617,910	-	1,385,373	-
	50,797,010	46,179,100	44,961,651	43,576,278

15. SHARE CAPITAL (CONTINUED)

During the financial year, the issued and paid up share capital of the Company was increased from RM43,576,278 to RM44,961,651 by way of an issue of 4,617,910 ordinary shares at RM0.30 per ordinary shares via private placement to eligible investors for a total cash consideration of RM1,385,373 to fund the Company's operation.

16. REVALUATION RESERVE

The revaluation reserve is used to record increase in the fair value of leasehold lands and buildings and decrease to the extent that such decrease relates to an increase on the same asset previously recognised in equity.

17. LEASE LIABILITIES

(a) Lease liabilities

	GROUP	
	2020	**2019**
	RM	**RM**
Future lease payment payable:		
- not later than one year	79,600	135,200
- later than one year and not later than five years	74,000	35,200
	153,600	170,400
Less: Future interest charges	(6,589)	(4,712)
Present value of lease liability	147,011	165,688
Repayable as follow:		
Current		
- not later than one year	75,539	130,804
Non-current		
- later than one year and not later than five years	71,472	34,884
	147,011	165,688

17. LEASE LIABILITIES (CONTINUED)

(b) Cash outflows for leases as a lessee

	GROUP 2020 RM	GROUP 2019 RM
Included in net cash from operating activities:		
- Payment arising to short term leases	83,830	142,210
- Interest paid for lease liabilities	6,001	10,492
	89,831	152,702
Included in net cash from financing activities:		
- Payment of lease liabilities	143,999	139,508
Total cash outflows for leases	233,830	292,210

18. HIRE PURCHASE LIABILITIES

	GROUP 2020 RM	GROUP 2019 RM
Minimum hire purchase instalments: -		
- not later than one year	1,598,574	1,899,630
- later than one year and not later than five years	1,267,730	2,866,297
	2,866,304	4,765,927
Unexpired term charges	(192,176)	(440,682)
Outstanding principal amount due	2,674,128	4,325,245
Outstanding principal amount due not later than one year	(1,465,916)	(1,651,124)
Outstanding principal amount due later than one year	1,208,212	2,674,121

	GROUP 2020 RM	GROUP 2019 RM
Repayable as follows:		
Current liabilities:		
- not later than 1 year	1,465,916	1,651,124
Non-current liabilities:		
- later than 1 year and not later than 5 years	1,208,212	2,674,121
	2,674,128	4,325,245

The average terms for hire purchase ranges from 4 to 5 (2019: 3 to 5) years and the average effective interest rate on hire purchase ranges from 4.00% to 7.87% (2019: 4.00% to 7.88%) per annum.

The hire purchase liabilities of RM524,057 (2019: RM880,641) is secured by way of a corporate guarantee from the Company.

19. AMOUNT OWING TO RELATED PARTIES

	GROUP	
	2020	2019
	RM	RM
Non-current		
Amount owing to related parties	13,211,486	12,661,957
Current		
Amount owing to related parties	5,050,000	800,000
	18,261,486	13,461,957

Amount owing to related parties representing advances from companies in which a director has interests, which are unsecured, interest free and repayable on demand except for the amounts of RM13,211,486 (2019: RM12,661,957), which bear an interest of 4.34% (2019: 4.34%) per annum and repayable by 30 September 2024.

20. DEFERRED TAX

(a) Deferred tax liabilities

	GROUP	
	2020	2019
	RM	RM
As at 1 January	5,621,419	7,428,872
Transfer from/(to) profit or loss (Note 28)	218,906	(1,807,453)
As at 31 December	5,840,325	5,621,419

The balances in the deferred tax liabilities are made up of tax effects of temporary differences arising from:

	GROUP	
	2020	2019
	RM	RM
Excess of net book value over tax written down value of property, plant and equipment	4,801,358	4,448,587
Unutilised capital allowances	(2,206,715)	(2,122,676)
Unabsorbed tax losses	(2,233,234)	(2,927,554)
Revaluation of property, plant and equipment	6,718,582	6,726,872
Realisation of revaluation reserve on depreciation of property, plant and equipment	(311,897)	(160,094)
Other temporary differences	(927,769)	(343,716)
	5,840,325	5,621,419

20. DEFERRED TAX (CONTINUED)

(b) Deferred tax assets

As at 31 December 2020, the Group and the Company have the following deferred tax assets which are not recognised in the financial statements as there are no probable future taxable income will be available to allow the assets to be utilised:

	GROUP		COMPANY	
	2020	2019	2020	2019
	RM	RM	RM	RM
Unutilised capital allowances	117,705	122,511	-	-
Unabsorbed tax losses	771,280	771,280	-	-
Others	320,920	320,920	-	-
	1,209,905	1,214,711	-	-

As at 31 December 2020, the Group and the Company have the following unabsorbed tax losses and unutilised capital allowances which are available to set-off against future chargeable income:

	GROUP		COMPANY	
	2020	2019	2020	2019
	RM	RM	RM	RM
Unabsorbed tax losses	12,517,142	15,410,141	-	-
Unutilised capital allowances	9,204,481	9,103,484	-	-
	21,721,623	24,513,625	-	-

In accordance with the Budget 2019, the unabsorbed tax losses can be carried forward up to 7 years and will be disregarded in the end of 7 years, the following table analyses the unabsorbed tax losses of the Group for the respective year of assessment (YA) and the year of assessment of such unabsorbed tax losses will be disregarded:

	GROUP	
	Unabsorbed tax losses	Disregarded in year of assessment
2020	RM	
Up to YA 2018	10,938,286	2026
YA 2019	1,578,856	2027
2019		
Up to YA 2018	10,938,286	2026
YA 2019	4,471,855	2027

21. BILLS PAYABLE

	GROUP	
	2020	2019
	RM	RM
Secured		
Bills payable	3,199,744	4,294,968

The bills payable bears effective interest rates ranging from 3.81% to 7.92% (2019: 5.21% to 9.17%) per annum.

The bills payable is secured by way of a corporate guarantee of RM8,518,100 (2019: RM8,518,100) by the Company.

22. TRADE PAYABLES

The currency exposure profile of trade payables is as follows:

	GROUP	
	2020	2019
	RM	RM
Ringgit Malaysia	3,166,141	4,298,922
US Dollar	28,289	35,210
	3,194,430	4,334,132

The credit periods granted by trade creditors range from 30 to 90 days (2019: 30 to 90 days) from the date of invoice.

23. OTHER PAYABLES AND ACCRUALS

	GROUP		COMPANY	
	2020	2019	2020	2019
	RM	RM	RM	RM
Other payables	4,321,867	5,661,049	63,192	65,338
Accruals	1,114,984	1,180,184	181,124	238,445
	5,436,851	6,841,233	244,316	303,783

The currency exposure profile of other payables is as follows:

	GROUP		COMPANY	
	2020	2019	2020	2019
	RM	RM	RM	RM
Ringgit Malaysia	4,226,901	5,349,972	63,192	65,338
Singapore Dollar	36,535	52,144	-	-
US Dollar	58,431	258,933	-	-
	4,321,867	5,661,049	63,192	65,338

24. AMOUNT OWING TO A DIRECTOR

The amount owing to a director was unsecured, interest free and repayable on demand.

25. REVENUE

	GROUP		COMPANY	
	2020	2019	2020	2019
	RM	RM	RM	RM
Revenue from contracts with customers:				
-Sale of goods	52,916,271	54,953,141	-	-
-Service income	273,277	329,912	-	-
-Management fees	-	-	1,675,000	1,800,000
	53,189,548	55,283,053	1,675,000	1,800,000
Timing of revenue:				
- at a point in time	52,916,271	54,953,141	-	-
- over time	273,277	329,912	1,675,000	1,800,000
	53,189,548	55,283,053	1,675,000	1,800,000

26. FINANCE COSTS

	GROUP	
	2020	2019
	RM	RM
Interest on bills payable	210,285	457,306
Hire purchase term charges	248,513	366,752
Interest on loans	549,529	136,395
Interest on lease liabilities	6,001	10,492
	1,014,328	970,945

27. PROFIT/(LOSS) BEFORE TAXATION

Profit/(Loss) before taxation is stated after charging: -

	GROUP		COMPANY	
	2020	2019	2020	2019
	RM	RM	RM	RM
Auditors' remuneration				
- current year	91,600	98,100	24,000	24,000
- (over)/underprovision in prior financial year	(10,100)	900	-	-
- other	5,000	5,000	5,000	5,000
Depreciation of property, plant and equipment	1,098,496	2,863,338	272	273
Depreciation of right-of-use assets	1,322,733	1,324,800	-	-
Directors' remuneration				
- fees	137,441	140,903	137,441	140,903
- other emoluments	350,725	286,523	301,954	286,523

27. PROFIT/(LOSS) BEFORE TAXATION (CONTINUED)

Profit/(Loss) before taxation is stated after charging (continued): -

	GROUP		COMPANY	
	2020 RM	2019 RM	2020 RM	2019 RM
Expenses relating to short-term leases				
- rental of premises	10,490	91,800	-	-
- rental of equipment	48,140	50,410	-	-
Impairment loss on trade and other receivables	39,331	1,564,395	-	5,910
Inventories written down	-	777,484	-	-
Loss on disposal of property, plant and equipment	-	557,713	-	-
Loss on foreign exchange				
- realised	159,730	146,923	-	-
- unrealised	16,113	-	-	-
Property, plant and equipment written off	-	122,290	-	-
Staff costs (Note 30)	9,050,655	10,774,902	1,136,670	1,334,727
And crediting: -				
Gain on disposal of property, plant and equipment	-	-	-	-
Fair value gain on loans from other payables	-	(2,964,437)	-	-
Impairment loss on other receivable no longer required	(19,303)	-	-	-
Interest income	(14,595)	(11,127)	-	-
Reversal of inventories written down in previous financial year	(271,307)	-	-	-
Rental income	(425,200)	(462,400)	-	-

28. TAXATION

	GROUP		COMPANY	
	2020 RM	2019 RM	2020 RM	2019 RM
Current financial year				
- income tax expense	116,857	53,923	-	49,000
- deferred taxation (Note 20)	217,556	(1,535,037)	-	-
	334,413	(1,481,114)	-	49,000
Under/(Over) provision in prior financial years				
- income tax expense	6,521	2,444	6,521	2,444
- deferred taxation (Note 20)	1,350	(272,416)	-	-
Total tax expense	342,284	(1,751,086)	6,521	51,444

28. TAXATION (CONTINUED)

The numerical reconciliation between the taxation and the product of accounting results multiplied by the applicable tax rate is as follows:

	GROUP		COMPANY	
	2020	2019	2020	2019
	RM	RM	RM	RM
Profit/(Loss) before taxation	474,515	(4,428,473)	(171,882)	55,303
Tax at the applicable tax rate of 24% (2019: 24%) for the Group and the Company	113,883	(1,062,833)	(41,252)	13,273
Tax effects in respect of:				
Depreciation of non-qualifying property, plant and equipment	221,967	231,205	-	-
Non-allowable expenses	162,161	278,490	41,187	35,662
Non-taxable income	-	(711,465)	-	-
Unabsorbed tax losses	-	60,515	-	-
Unutilised capital allowance	-	47,692	-	-
Utilisation of temporary difference on property, plant and equipment previously not recognised	65	-	65	65
Utilisation of capital allowance previously not recognised	(4,806)	-	-	-
Temporary difference on property, plant and equipment not recognised during the financial year	-	31,790	-	-
Permitted expenses not deductible under section 60F of the Income Tax Act 1967	1,237	994	-	-
Realisation of revaluation reserve	(160,094)	(160,094)	-	-
Others	-	(197,408)	-	-
	334,413	(1,481,114)	-	49,000

29. PROFIT/ (LOSS) PER ORDINARY SHARE

(a) Basic profit/ (loss) per ordinary share

The basic profit/ (loss) per ordinary share is calculated based on consolidated net profit/ (loss) for the financial year attributable to equity holders of the Company over the weighted average number of ordinary shares in issue during the financial year.

	GROUP	
	2020	**2019**
Profit/(Loss) attributable to equity holders of the Company (RM)	132,231	(2,677,387)
Weighted average number of ordinary shares in issue	47,339,886	46,179,100
Basic profit/(loss) per ordinary share (in sen)	0.28	(5.80)

(b) Diluted earnings per ordinary share

Diluted earnings per share is the same as basic earnings per share as there were no dilutive potential ordinary shares as at the end of the reporting period, therefore the diluted profit per share of the Group for the financial year ended 31 December 2020 is not presented in the financial statements.

30. STAFF COSTS

	GROUP		COMPANY	
	2020	**2019**	**2020**	**2019**
	RM	**RM**	**RM**	**RM**
Salaries, wages, allowances and bonuses	8,106,667	9,582,775	1,024,850	1,183,497
EPF contributions	477,652	602,055	105,510	142,150
SOCSO contributions	90,748	86,154	6,310	7,830
Other staff related expenses	375,588	503,918	-	1,250
	9,050,655	10,774,902	1,136,670	1,334,727

31. OPERATING SEGMENTS

Two reportable segments, as described below, are the Group's strategic business units. For each of the strategic business units, the Group's Managing Director reviews internal management reports on at least a quarterly basis. The following summary describes the operation in each of the Group's reportable segments:

Plastic products - manufacturing and sale of plastic products
Others - trading of furniture and supply of renewable energy

31. OPERATING SEGMENTS (CONTINUED)

Performance is measured based on segment profit/ (loss) before tax, interest and depreciation as included in the internal management reports that are reviewed by the Group's Managing Director, who is the Group's Chief Operating Decision Maker. Segment profit/ (loss) is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

Segment assets

The total of segment asset is measured based on all assets (including goodwill) of a segment, as included in the internal management reports that are reviewed by the Group's Managing Director. Segment total asset is used to measure the return of assets of each segment.

Segment liabilities

Segment liabilities information is neither included in the internal management reports nor provided regularly to the Managing Director. Hence no disclosure is made on segment liability.

2020	**Plastic products RM**	**Others RM**	**Eliminations RM**	**Group RM**
Revenue				
Sales to external customers	52,916,271	273,277	-	53,189,548
Inter-segment sales	-	1,700,200	(1,700,200)	-
Total revenue	52,916,271	1,973,477	(1,700,200)	53,189,548
Results				
Segment operating profit/ (loss)	1,611,765	(122,922)	-	1,488,843
Finance costs	(929,408)	(84,920)	-	(1,014,328)
Profit before taxation				474,515
Taxation				(342,284)
Net profit for the financial year				132,231

2020	**Plastic products RM**	**Others RM**	**Eliminations RM**	**Group RM**
Other information				
Segment assets	80,024,346	15,676,082	(14,823,879)	80,876,549
Segment liabilities	43,969,483	9,688,100	(14,823,879)	38,833,704
Depreciation	2,261,167	160,062	-	2,421,229

31. OPERATING SEGMENTS (CONTINUED)

2019	Plastic products RM	Others RM	Eliminations RM	Group RM
Revenue				
Sales to external customers	54,953,141	329,912	-	55,283,053
Inter-segment sales	-	1,825,200	(1,825,200)	-
Total revenue	54,953,141	2,155,112	(1,825,200)	55,283,053
Results				
Segment operating (loss)/ profit	(5,820,890)	203,663	2,159,699	(3,457,528)
Finance costs	(887,026)	(83,919)	-	(970,945)
Loss before taxation				(4,428,473)
Taxation				1,751,086
Net loss for the financial year				(2,677,387)

2019	Plastic products RM	Others RM	Eliminations RM	Group RM
Other information				
Segment assets	78,616,093	12,648,922	(11,650,481)	79,614,534
Segment liabilities	46,582,962	6,316,511	(13,810,180)	39,089,293
Depreciation	4,028,075	160,063	-	4,188,138

Major customers

The following are major customers with revenue equal or more than 10 percent of Group revenue:

	2020 RM	2019 RM	Segment
- Customer A	15,420,201	14,443,725	Plastic products
- Customer B	3,133,946	5,059,123	Plastic products
- Customer C	2,918,844	2,908,627	Plastic products

32. CLASSIFICATION OF FINANCIAL INSTRUMENTS

The following table summarises the carrying amount of financial assets and liabilities recorded at the end of the reporting year by MFRS 9 categories:

Financial assets measured at amortised cost

	GROUP		COMPANY	
	2020	2019	2020	2019
	RM	RM	RM	RM
Trade receivables	12,614,653	10,306,595	-	-
Other receivables and deposits	1,347,688	1,500,689	-	-
Amount owing from subsidiaries	-	-	6,014,065	4,930,155
Cash and bank balances	3,692,940	2,056,430	71,293	64,973
As at the end of the financial year	17,655,281	13,863,714	6,085,358	4,995,128

Financial liabilities measured at amortised costs

	GROUP		COMPANY	
	2020	2019	2020	2019
	RM	RM	RM	RM
Lease liabilities	147,011	165,688	-	-
Trade payables	3,194,430	4,334,132	-	-
Other payables and accruals	5,436,851	6,841,233	244,316	303,783
Amount owing to related parties	18,261,486	13,461,957	-	-
Amount owing to a director	-	700	-	-
Amount owing to a subsidiary	-	-	474,831	474,831
Borrowings	5,873,872	8,620,213	-	-
As at the end of the financial year	32,913,650	33,423,923	719,147	778,614

Net gains arising from financial instruments

	GROUP		COMPANY	
	2020	2019	2020	2019
	RM	RM	RM	RM
Net gains on: -				
Financial assets and financial liabilities at amortised cost	1,019,761	2,524,213	-	5,910

33. FINANCIAL RISK MANAGEMENT

The Group and the Company are exposed to the following risks from its use of financial instruments:

(i) Credit risk
(ii) Liquidity risk
(iii) Market risk

(i) Credit risk

Credit risk is the risk of a financial loss to the Group and the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group and the Company's exposure to credit risk arises principally from its receivables from customers, other receivables and subsidiaries.

(a) Receivables

The Group and the Company's sales to customers are on credit terms of 30 to 90 days. The management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on customers requiring credit over a certain amount. Based on the credit evaluation, the customers are rated into three risk categories, namely low risk, medium risk and high risk.

As at the end of the reporting period, the maximum exposure to credit risk arising from the receivable is represented by the carrying amounts in the statements of financial position.

Management has taken reasonable steps to ensure that receivables that are neither past due nor impaired are stated at their realisable values. The Group and the Company use ageing analysis to monitor the credit quality of the receivables. Any receivables having significant balances past due more than 90 days, which are deemed to have higher credit risk, are monitored individually.

When an account is more than 90 days past due, the credit risk is considered to have increased significantly since the initial recognition. The Group and the Company identify as a default account if it is more than 365 days past due and the customer is having significant financial difficulties (analysed by financial measures of reported losses, negative cash flows, and qualitative evaluation of the customer's characteristics). The Group and the Company classify an impaired receivable when a customer is in default, in liquidation or other financial reorganisation.

For each significant receivable that is credit-impaired, individual lifetime ECL is recognised using the probability of default technique. The inputs used are: (i) the percent chance of default, and (ii) the expected cash shortfalls. The lifetime ECL is measured at the probability-weighted expected cash shortfalls by reference to the Group's and the Company's past experience, current conditions and forecast of future economic benefits.

33. FINANCIAL RISK MANAGEMENT (CONTINUED)

(i) Credit risk (continued)

(a) Receivables (continued)

For significant receivables that are not individually credit-impaired and all other receivables, the Group and the Company use a provision matrix that categorise the different risk classes (low risk, medium risk and high risk) and the ageing profiles. The collective lifetime ECLs are measured based on the Company's past lost rate experiences, current conditions and forecast of future economic conditions. The past lost rates are adjusted upward in the measurement in worsening current conditions and forecasts of future macroeconomic conditions.

A receivable is written off only if there is no reasonable expectation of recovery. This is when an account is 365 days past due or the customer is experiencing significant financial difficulties, undertaking financial reorganisation or has gone bankrupt.

The ageing analysis of trade receivables as at the end of the reporting period was:

	Gross balance RM	Loss allowance RM	Net balance RM
31 December 2020			
Not past due	8,217,465	-	8,217,465
Past due 1 - 30 days	3,591,660	-	3,591,660
Past due 31 - 90 days	603,417	-	603,417
Past due more than 90 days	2,250,690	(2,048,579)	202,111
	14,663,232	(2,048,579)	12,614,653
31 December 2019			
Not past due	6,772,466	-	6,772,466
Past due 1 - 30 days	2,674,340	-	2,674,340
Past due 31 - 90 days	746,521	-	746,521
Past due more than 90 days	2,122,516	(2,009,248)	113,268
	12,315,843	(2,009,248)	10,306,595

(b) Other receivables

Other receivables are normally with no fixed terms and therefore there is no maturity.

33. FINANCIAL RISK MANAGEMENT (CONTINUED)

(i) Credit risk (continued)

(c) Inter-company balances

The Company provides unsecured loans and advances to subsidiaries. The Company monitors the results of the subsidiaries regularly.

As at end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statement of financial position.

Loans and advances are only provided to subsidiaries which are wholly owned by the Company.

As at the end of the reporting period, adequate impairment loss are made on loans and advances to the subsidiaries that are not recoverable.

(d) Financial guarantees

The Group and the Company provide unsecured financial guarantees to the third party and banks in respect of banking facilities granted to a subsidiary.

The Group and the Company monitor on an on-going basis the results of the subsidiary and repayments made by the subsidiary.

The maximum exposure to credit risk amounts to RM3,723,801 (2019: RM5,175,609) representing the outstanding banking facilities of the subsidiary as at end of the reporting period.

(ii) Liquidity risk

Liquidity risk is the risk that the Group and the Company will not be able to meet its financial obligations as they fall due. The Group and the Company's exposure to liquidity risk arise principally from its various payables and borrowings.

The Group and the Company maintain a level of cash and cash equivalents deemed adequate by the management to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they fall due.

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

33. FINANCIAL RISK MANAGEMENT (CONTINUED)

(ii) Liquidity risk (continued)

The table below summaries the maturity profile of the Group's and the Company's financial liabilities as at the end of the reporting period based on undiscounted contractual payments:

2020	Carrying amount RM	Contractual interest rate/coupon RM	Contractual cash flows RM	Under 1 year RM	1-2 years RM	2-5 years RM
GROUP						
Trade payables	3,194,430	-	3,194,430	3,194,430	-	-
Amount owing to related parties	18,261,486	4.34%	20,540,000	5,050,000	-	15,490,000
Other payables and accruals	5,436,851	-	5,436,851	5,436,851	-	-
Hire purchase liabilities	2,674,128	4.00%-7.87%	2,866,304	1,598,573	789,043	478,688
Lease liabilities	147,011	4.00%-4.34%	153,600	79,600	44,400	29,600
Bill payables	3,199,744	3.81%-7.92%	3,199,744	3,199,744	-	-
Financial guarantee* (Note 33(i)(d))	-	-	-	-	-	-
At the end of the financial year	32,913,650		35,390,929	18,559,198	833,443	15,998,288
COMPANY						
Other payables and accruals	244,316	-	244,316	244,316	-	-
Amount owing to subsidiaries	474,831	-	474,831	474,831	-	-
Financial guarantee* (Note 33(i)(d))	-	-	-	-	-	-
At the end of the financial year	719,147		719,147	719,147	-	-

33. FINANCIAL RISK MANAGEMENT (CONTINUED)

(ii) Liquidity risk (continued)

The table below summaries the maturity profile of the Group's and the Company's financial liabilities as at the end of the reporting period based on undiscounted contractual payments:

2019	Carrying amount RM	Contractual interest rate/coupon RM	Contractual cash flows RM	Under 1 year RM	1-2 years RM	2-5 years RM
GROUP						
Trade payables	4,334,132	-	4,334,132	4,334,132	-	-
Amount owing to a director	700	-	700	700	-	-
Amount owing to related parties	13,461,957	4.34%	16,290,000	800,000	-	15,490,000
Other payables and accruals	6,841,233	-	6,841,233	6,841,233	-	-
Hire purchase liabilities	4,325,245	4.00%-7.88%	4,765,927	1,899,630	1,190,418	1,675,879
Lease liabilities	165,688	4.34%	170,400	135,200	35,200	-
Bill payables	4,294,968	5.21%-9.17%	4,294,968	4,294,968	-	-
Financial guarantee* (Note 33(i)(d))	-	-	-	-	-	-
At the end of the financial year	33,423,923		36,697,360	18,305,863	1,225,618	17,165,879
COMPANY						
Other payables and accruals	303,783	-	303,783	303,783	-	-
Amount owing to subsidiaries	474,831	-	474,831	474,831	-	-
Financial guarantee* (Note 33(i)(d))	-	-	-	-	-	-
At the end of the financial year	778,614		778,614	778,614	-	-

33. FINANCIAL RISK MANAGEMENT (CONTINUED)

(ii) Liquidity risk (continued)

*As at end of the reporting period, there was no indication that the subsidiary would default on repayment. The financial guarantees have not been recognised since the fair value on initial recognition was not material.

It is expected that all the liabilities will be paid at their contractual maturity. The operating activity is expected to generate sufficient cash inflows in order to meet such cash commitments.

(iii) Market risk

(a) Currency risk

The Group is exposed to foreign currency risk on revenue and cost of goods sold that are denominated in a currency other than the functional currency of the Group. The currencies giving rise to this risk are primarily United States Dollar (USD) and Singapore Dollar (SGD). The Group does not hedge the exposures to foreign currencies. The management monitors the foreign currency exposure on an on-going basis.

Exposure to foreign currency risk

The Group's exposure to foreign currency (a currency which is other than the currency of the Group entities) risk, based on carrying amounts as at the end of the reporting period was:

	GROUP	
	Denominated in	
	USD	SGD
	RM	RM
2020		
Bank balances	96,176	540,618
Trade receivables	-	1,560,111
Trade payables	(28,289)	-
Other payables	(58,431)	(36,535)
Net exposure	9,456	2,064,194

33. FINANCIAL RISK MANAGEMENT (CONTINUED)

(iii) Market risk (continued)

(a) Currency risk (continued)

	GROUP Denominated in USD RM	SGD RM
2019		
Bank balances	67,600	1,107,517
Trade receivables	390	1,018,512
Trade payables	(35,210)	-
Other payables	(258,933)	(52,144)
Net exposure	(226,153)	2,073,885

Currency risk sensitivity analysis

10% strengthening of Ringgit Malaysia (RM) against the following currencies at the end of the reporting period would have increased (decreased) post-tax profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remained constant and ignores any impact of forecasted sales and purchases.

	GROUP Profit or loss RM
2020	
USD	(719)
SGD	(156,879)
2019	
USD	17,188
SGD	(157,615)

(b) Interest rate risk

The Group's fixed and variable rate borrowings are exposed to a risk of change in their fair value due to changes in interest rates. Short term receivables and payables are not significantly exposed to interest rate risk.

The interest rate profile of the Group's significant interest-bearing financial instruments, based on carrying amounts as at the end of the reporting period was:

33. FINANCIAL RISK MANAGEMENT (CONTINUED)

(iii) Market risk (continued)

(b) Interest rate risk (continued)

	GROUP 2020 RM	GROUP 2019 RM
Fixed rate instruments		
Financial liabilities	16,032,625	17,152,890
Floating rate instruments		
Financial liabilities	3,199,744	4,294,968

Fair value sensitivity analysis for fixed rate instruments

The Group does not account for any fixed rate financial assets and liabilities at fair value through profit or loss, and the Group does not designate derivatives as hedging instruments under a fair value hedge accounting model. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

Fair value sensitivity for variable rate instruments

A sensitivity analysis has been performed based on the outstanding floating rate bank borrowings of the Group as at 31 December 2020. If interest rates were to increase or decrease by 50 basis points with all other variables held constant, the Company's profit before taxation would decrease or increase by RM15,999 (2019: RM21,475).

34. FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying amounts of the financial assets and financial liabilities as reflected in the Statements of Financial Position approximate to their fair values due to the relatively short term maturity of the financial instruments except for the financial liabilities disclosed below.

The table below analyses financial instruments carried at fair value for which fair value is disclosed, together with the carrying amounts shown in the statement of financial position.

	GROUP			
	Carrying	**Fair value measurement at end of reporting period using**		
	amount	**Level 1**	**Level 2**	**Level 3**
	RM	**RM**	**RM**	**RM**
2020				
Financial liabilities				
Financial liabilities at amortised cost				
- Lease liabilities	147,011	-	-	147,011
- Hire purchase liabilities	2,674,128	-	-	2,674,128
- Amount owing to related parties	13,211,486	-	-	13,211,486
2019				
Financial liabilities				
Financial liabilities at amortised cost				
- Lease liabilities	165,688	-	-	165,688
- Hire purchase liabilities	4,325,245	-	-	4,325,245
- Amount owing to related parties	12,661,957	-	-	12,661,957

Policy of transfer between levels

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

Level 1 fair value
Level 1 fair value is derived from quoted price (unadjusted) in active markets for identical financial assets or liabilities that the entity can access at the measurement date.

Level 2 fair value
Level 2 fair value is estimated using inputs other than quoted prices included within Level 1 that are observable for the financial assets or liabilities, either directly or indirectly.

Transfer between Level 1 and Level 2 fair values
There has been no transfer between Level 1 and 2 fair values during the financial year (2019: no transfer in either directions).

34. FAIR VALUE OF FINANCIAL INSTRUMENTS (CONTINUED)

Level 3 fair value

Level 3 fair value is estimated using unobservable inputs for the financial assets and liabilities.

The following table shows the valuation technique used in the determination of fair values within Level 3, as well as the key unobservable inputs used in the valuation models.

Financial instruments not carried at fair value

Type	Valuation technique
Lease liabilities/ Amount owing to related parties	Discounted cash flows using a rate based on the current market rate of borrowing of the Group at the reporting date.

Valuation process applied by the Group for Level 3 fair value

The Group has established control framework in respect to the measurement of fair values of financial instruments. This includes a valuation team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the Managing Director. The valuation team regularly reviews significant unobservable inputs and valuation adjustments.

35. CAPITAL MANAGEMENT

The Group's objectives when managing capital is to maintain a strong capital base and safeguard the Group's ability to continue as a going concern, so as to maintain investor, creditor and market confidence and to sustain future development of the business. The directors monitor and determine to maintain an optimal debt-to-equity ratio.

During 2020, the Group's strategy, which was unchanged from 2019, was to maintain the debt-to-equity ratio at the lower end range within 0.2 to 1.00. The debt-to-equity ratios as at 31 December 2020 and 31 December 2019 were as follows:

	GROUP	
	2020	**2019**
	RM	**RM**
Lease liabilities (Note 17)	147,011	165,688
Hire purchase liabilities (Note 18)	2,674,128	4,325,245
Amount owing to related parties (Note 19)	13,211,486	12,661,957
Bills payable (Note 21)	3,199,744	4,294,968
Less: Cash and bank balances	(3,692,940)	(2,056,430)
Net debt	15,539,429	19,391,428
Total equity	42,042,845	40,525,241
Debt-to-equity ratio	0.370	0.479

35. CAPITAL MANAGEMENT (CONTINUED)

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

Under the requirement of Bursa Malaysia Practice Note No. 17/2005, the Company is required to maintain a consolidated shareholders' equity equal to or not less than 25 percent of the issued and paid-up capital (excluding treasury shares) and such shareholders' equity is not less RM40 million. The Company has complied with this requirement.

36. CAPITAL COMMITMENTS

	GROUP		COMPANY	
	2020 RM	2019 RM	2020 RM	2019 RM
Acquisition of property, plant and equipment:				
Approved and not contracted for	636,898	476,710	-	-

37. CONTINGENT LIABILITIES

(a) A corporate guarantee of RM2,000,000 and RM8,518,100 (2019: RM1,965,360 and RM8,518,100) have been given by the Company to secure the hire purchase liabilities, and bill payable of a subsidiary as disclosed in Note 18 and Note 21 respectively.

	GROUP		COMPANY	
	2020 RM	2019 RM	2020 RM	2019 RM
Unsecured corporate guarantees given to banks for credit facilities granted to a subsidiary	-	-	11,491,100	10,456,460
Unsecured bank guarantee given to third party for supply of utilities to a subsidiary	973,000	973,000	-	-
Unsecured bank guarantee given to third party for provide, sell and delivery products and services to a subsidiary	1,000,000	1,000,000	-	-

37. CONTINGENT LIABILITIES (CONTINUED)

(b) The Group issued a sealed Writ and Statement of Claim on 7 November 2018 to claim against one of its customers to recover long overdue principal amount of RM708,989 together with interests as at 31 December 2018.

However, the customer filed a counter-claim on 31 December 2018 for quality of goods delivered and relevant damages suffered.

The High Court of Johor Bahru has on 31 January 2021, given its Decision in favour of the Group, whereby the Court has allowed the Group's claim and dismissed the customer's counterclaim with cost of RM30,000 payable by the customer to the Group.

(c) A subsidiary of the Group has filed a legal claim against its sole customer on 3 March 2020 to recover long overdue principal amount of RM1,337,165 together with interests as at 31 December 2019.

The said customer has filed a Statement of Defense as well as Counterclaim subsequently. Both parties have been directed by the Court to file Witness Statement on or before 1 July 2021.

The Court has fixed the case management before Registrar on 2 July 2021 and before the Honorable Court on 15 July 2021 for further directions. The trial date has been fixed on 23 August 2021 to 27 August 2021.

The quantum of claim and counter-claim are subject to dispute and are to be determined by the court upon examination of witnesses and evidences led through trail. The outcome of the claims between the Group and the customer is uncertain.

38. RELATED PARTY DISCLOSURES

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

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

38. RELATED PARTY DISCLOSURES (CONTINUED)

(a) The Company has controlling related party relationship with its subsidiaries.

(b) In addition to information disclosed elsewhere in the financial statements, the Group has the following significant transactions with related parties during the financial year are as follows:

	GROUP		COMPANY	
	2020	2019	2020	2019
	RM	RM	RM	RM
Management fees charged to a subsidiary	-	-	1,675,000	1,800,000
Advances from company in which a director has interests	4,250,000	800,000	-	-

Significant related party balances related to the above transactions are disclosed in Note 13 and 19.

(c) Compensation of key management personnel

The key management personnel of the Group and the Company comprises directors and the person other than the Directors of the Group and of the Company, having authority and responsibility for planning, directing and controlling the activities of the Group entities either directly or indirectly. The remuneration of key management personnel of the Group and of the Company during the financial year comprises:

	GROUP		COMPANY	
	2020	2019	2020	2019
	RM	RM	RM	RM
Compensation of key management personnel				
Directors				
- fees	137,441	140,903	137,441	140,903
- other emoluments	296,500	240,000	253,000	240,000
- EPF and SOCSO contribution	54,225	46,523	48,955	46,523
	488,166	427,426	439,396	427,426
Other key management personnel				
- other emoluments	461,455	365,837	461,455	365,837
- EPF and SOCSO contribution	15,792	29,118	15,792	29,118
	477,247	394,955	477,247	394,955
	965,413	822,381	916,643	822,381

39. SIGNIFICANT EVENT DURING THE REPORTING PERIOD

The World Health Organisation declared the coronavirus disease ("COVID-19") a global pandemic on 11 March 2020. The Government of Malaysia imposed the Movement Control Order ("MCO") on 18 March 2020 to 3 May 2020 and had subsequently entered into the conditional and recovery phases of the MCO until 31 March 2021 in all states and federal territories in Malaysia.

The restrictions imposed have negatively impacted the Group's financial performance as its manufacturing activities were not allowed to operate throughout the MCO.

Based on the assessment of the Group, the material financial impact arising from the COVID-19 pandemic have been reflected in the financial statements. The Group will continue to assess any impact of the COVID-19 pandemic on the financial statements of the Group for the financial year ending 31 December 2021.

40. SUBSEQUENT EVENTS

The impact of the COVID-19 pandemic is ongoing and while it has not been financially negative for the Group up to 31 December 2020, it is not practicable to estimate the potential impact, positive or negative, after the reporting date. The situation is rapidly developing and is dependent on measures imposed by the government and other countries, such as maintaining social distancing requirements, quarantine, travel restrictions and any economic stimulus that may be provided.

On 13 January 2021, the Government of Malaysia had reimposed the Movement Control Order ("MCO 2.0") in several states and all federal territories in Malaysia to curb the third wave of COVID-19 pandemic in the country. However, the Group's main manufacturing activity was allowed to operate during MCO 2.0 period under the guidelines set by National Security Council, Ministry of Health and Ministry of International Trade and Industry.

As at the date of authorisation of the financial statements, the COVID-19 pandemic situation is still evolving and uncertain. The Group will continue to actively monitor and manage its funds and operations to minimise any impact arising from the COVID-19 pandemic. Nevertheless, with the Group's past focus on cost efficiency, strong cash position and the resilient fundamentals of its business, the Group expects to sustain its operational and financial performance for the financial year ending 31 December 2021.

No other matter or circumstance has arisen since 31 December 2020 that has significantly affected, or may significantly affect the Group's and the Company's operations, the results of those operations, or the Group's and the Company's state of affairs in future financial years.

41. OTHER INFORMATION

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

(b) The registered office of the Company is located at 10th Floor, Menara Hap Seng, No. 1 & 3 Jalan P Ramlee, 50250 Kuala Lumpur.

(c) The principal place of business of the Company is located at Lot 1476, Nilai Industrial Estate, 71800 Nilai, Negeri Sembilan Darul Khusus.

(d) The financial statements are presented in Ringgit Malaysia, which is also the Group's and the Company's functional currency.

42. APPROVAL OF FINANCIAL STATEMENTS

The financial statements were authorised for issue in accordance with a resolution by the Board of Directors on 31 March 2021.

STATEMENT BY DIRECTORS

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

We, the undersigned, being two of the directors of **RALCO CORPORATION BERHAD (Registration No. 199501003907 (333101-V))**, do hereby state that, in the opinion of the directors, the financial statements set out on pages 44 to 110 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 state of affairs of the Group and of the Company as at 31 December 2020 and of the financial results and the cash flows of the Group and of the Company for the financial year ended on that date.

Signed on behalf of the Board of Directors in accordance with a resolution of the directors:

TAN HENG TA
Director

LIANG SIEW JIUN
Director

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

I, **CHIN WOON SIAN@LOUIS CHIN**, being the officer primarily responsible for the financial management of **RALCO CORPORATION BERHAD (Registration No. 199501003907 (333101-V))** do solemnly and sincerely declare that the financial statements set out on pages 44 to 110 are to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

CHIN WOON SIAN@LOUIS CHIN
(MIA no. 16041)

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

Before me

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF RALCO CORPORATION BERHAD

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Ralco Corporation Berhad, which comprise the statements of financial position as at 31 December 2020 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 44 to 110.

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 December 2020, and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

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

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF RALCO CORPORATION BERHAD (continued)

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.

Key audit matters – Revenue (note 25)	How our audit addressed the key audit matters
Revenue recognition is a presumed fraud risk as the Group may be under pressure by external parties (i.e. expectations by shareholders and market analysts) and internal parties (i.e. performance of management). This may lead to potential over recognition of revenue. The Group's revenue is mainly contributed by supplying blowing and injection products to the essential sectors such as medical and food packaging and non-essential sectors such as construction, household and consumer goods. Due to stiff competition in the plastic industry and restrictions on operating capacity during the Movement Control Orders ("MCOs") implemented during the year due to the Covid-19 pandemic, the Group may face challenges in: (a) adjusting the selling price of plastic products supplied to both sectors in order to maintain/ increase its market shares under competitive market forces; and (b) sustaining the business under drastic disruption to Malaysian economy as a result of the Covid-19 pandemic. This could lead to lower sales order from the customers or decrease in gross profit margin if the adjustment to the selling price is not reflective of the actual market condition.	In this area, our audit procedures were performed as follows with no exception noted: (a) Obtained an understanding of the relevant internal controls over the process of recording revenue and cost of sales; (b) Reviewed the Group' strategy on market positioning; (c) Understood the selling price setting policy of the Group on major plastic products supplied in essential and non-essential sector; (d) Performed gross profit margin review; (e) Performed substantive testing to ascertain that the revenue was fairly stated; and (f) Assessed cut-off procedures implemented by management to ascertain that sales are recorded in the proper financial period.

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF RALCO CORPORATION BERHAD (continued)

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 Directors' Report and Statement on Risk Management and Internal Control, which we obtained prior to the date of this auditors' report, and other sections included in the annual report, which are expected to be made available to us after that date. Other information does not include the financial statements of the Group and of the Company and our auditors' report thereon.

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

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

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

Responsibilities of the Directors for the Financial Statements

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

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

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF RALCO CORPORATION BERHAD (continued)

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.

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF RALCO CORPORATION BERHAD (continued)

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

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

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

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.

RSM Malaysia
AF: 0768
Chartered Accountants

Yeoh Kian Teck
03322/08/2021 J
Chartered Accountant

Kuala Lumpur

31 March 2021

LIST OF GROUP'S PROPERTIES

The properties of the Group as at 31 December 2020 and their net book values (NBV") are indicated below:

Company	Location	Existing Use	Tenure	Land Area/ Built up Area	Approximate Age of Building	Date of Revaluation	NBV RM'000
Ralco Plastic Sdn Bhd	Lot 1476, Kawasan Perusahaan Nilai, 71800 Nilai, Negeri Sembilan	Factory/ Manufacturing	Leasehold Expiring 20/08/2089	4.51 Acres / 13,110 Sq. Meter	29 years	9/28/2018	23,414
Ralco Plastic Sdn Bhd	Lot 1478, Kawasan Perusahaan Nilai, 71800 Nilai, Negeri Sembilan	Land and Building	Leasehold Expiring 31/07/2089	1.27 Acres / 2,660 Sq. Meter	24 years	9/28/2018	6,202
Ralco Plastic Sdn Bhd	PT 5001, 5536, 5490, 5491, 5535 Mukim Labu, 71800 Nilai, Negeri Sembilan	Single storey Terrace House (Hostel)	Freehold	835.1 Sq. Meter	26 years	9/28/2018	1,145
Ralco Plastic Sdn Bhd	No. 7, Jalan Bistari 2, Taman Industri Jaya, 81300 Skudai, Johor Bharu, Johor	Factory/ Manufacturing	Leasehold Expiring 03/09/2911	1.0 Acres / 1,152 Sq. Meter	17 years	9/28/2018	6,375
Ralco Holding Sdn Bhd	No. 32, 38, 40, Jalan Bistari 2, Taman Industri Jaya, 81300 Skudai, Johor	1 1/2 storey Terrace Workshop	Leasehold Expiring 03/09/2911	557 Sq. Meter	9 years	9/28/2018	2,002

ANALYSIS OF SHAREHOLDINGS

As at 31 March 2021

SHARE CAPITAL

Class of shares	:	Ordinary Shares
Issued Share Capital	:	50,797,010 ordinary shares
Voting rights	:	One (1) vote per Ordinary Share
Number of shareholders	:	1025

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	No. of shareholders	% of shareholders	No. of shares held	% of issued and paid-up capital
Less than 100	27	2.63	938	0.00
100 – 1,000	92	8.98	57,990	0.11
1,001 – 10,000	750	73.17	2,437,227	4.80
10,001 – 100,000	111	10.83	3,345,200	6.59
100,001 – less than 5% of issued shares	41	4.00	24,868,745	48.96
5% and above issued shares	4	0.39	20,086,910	39.54
Total	1025	100.00	50,797,010	100.00

LIST OF SUBSTANTIAL SHAREHOLDERS AS PER THE REGISTER OF SUBSTANTIAL SHAREHOLDERS' SHAREHOLDINGS:

Name of Shareholder	Direct No. of Shares	%	Indirect No. of Shares	%
1. Tan Heng Ta	8,736,800	17.20	-	-
2. Datin Goh Phaik Lynn	5,091,500	10.02	-	-
3. Tan Sri Dato' Tee Tiam Lee	4,617,910	9.09	-	-
4. Ong Aun Kung	2,640,700	5.20	-	-

LIST OF DIRECTORS' SHAREHOLDINGS AS PER THE REGISTER OF DIRECTORS' SHAREHOLDINGS:

Name of Director	Direct No. of Shares	%	Indirect No. of Shares	%
1. Tan Heng Ta	8,736,800	17.20	-	-

Save as disclosed above, none of the other Directors of the Company has any interest, direct or indirect, in shares of the Company and of its related corporation.

By virtue of Tan Heng Ta's interest in the shares of the Company, he is also deemed to be interested in the shares of all subsidiaries to the extent the Company has an interest.

LIST OF 30 LARGEST SHAREHOLDERS

As at 31 March 2021

No.	Name of Registered Shareholders	Shareholdings	%
1.	HLB Nominees (Tempatan) Sdn. Bhd. *(Pledged securities account for Tan Heng Ta) (SIN91274-2)*	7,736,800	15.23
2.	Datin Goh Phaik Lynn	5,091,500	10.02
3.	Tan Sri Dato' Tee Tiam Lee	4,617,910	9.09
4.	Ong Aun Kung	2,640,700	5.20
5.	Tee Joo Teik	2,050,800	4.04
6.	Er Kim Lan	2,036,900	4.01
7.	RHB Nominees (Tempatan) Sdn. Bhd. (*Pledged securities account for Leong Kok Wah)*	2,000,000	3.94
8.	Lee Thiam Lai	1,999,000	3.94
9.	Lew Shoong Kai	1,860,965	3.66
10.	RHB Capital Nominees (Tempatan) Sdn. Bhd. (*Sim Keng Chor*)	1,679,240	3.31
11.	Duclos Sdn. Bhd.	1,636,800	3.22
12.	Teng Li Ling	1,200,000	2.36
13.	Loke Mei Sang	1,097,300	2.16
14.	Tan Heng Ta	1,000,000	1.97
15.	RHB Nominees (Asing) Sdn. Bhd. *(Exempt AN for Phillip Securities Pte. Ltd. (A/C Clients))*	991,945	1.95
16.	Goh How Kiat	657,895	1.30
17.	Lee Chen Mow	570,000	1.12
18.	Chau Jee Choong	467,500	0.92
19.	Er Kim Heng	444,700	0.88
20.	AllianceGroup Nominees (Tempatan) Sdn. Bhd. (*Pledged securities account for Soo Yoke Mun (7003846))*	391,000	0.77
21.	Chan Hwa Ming	366,500	0.72
22.	Tan Mooi Hiang	341,900	0.67
23.	Maybank Nominees (Tempatan) Sdn. Bhd. (*Pledged securities account for Lew Chong Kiat)*	306,200	0.60
24.	Ching Gek Lee	300,000	0.59
25.	Gek Lee Enterprise Sdn. Bhd.	300,000	0.59
26.	Syarikat Rimba Timur (RT) Sdn. Bhd.	275,000	0.54
27.	Soo Weng Swan	235,000	0.46
28.	Maybank Nominees (Tempatan) Sdn. Bhd. (*Pledged securities account for Soo Yoke Mun)*	230,300	0.45
29.	Lee Kok Hin	228,700	0.45
30.	RHB Nominees (Tempatan) Sdn. Bhd. (*Pledged securities account for Loh Tung Sing)*	209,500	0.41

RALCO CORPORATION BERHAD [Company No. 199501003907 (333101-V)]

FORM OF PROXY

I/We, ____NRIC No./Passport No./Company No. ___________________of

____

being a member/members of Ralco Corporation Berhad hereby appoint ____

NRIC No./Passport No. ____________________________ of ____

*and/or failing him/her ____ NRIC No./Passport No. ________________________

of ____
or failing him/her, *the Chairman of the Meeting as *my/our proxy to vote for *me/us on *my/our behalf at the 26th Annual General Meeting of the Company to be held at Langkawi Room, Bukit Jalil Golf & Country Resort, Jalan Jalil Perkasa 3, Bukit Jalil, 57000 Kuala Lumpur on Tuesday, 15th day of June 2021 at 10.00 a.m. or at any adjournment thereof.

My/our proxy shall vote as follows:-

Item	Agenda	Resolution	For	Against
1.	To approve the payment of Directors' fees amounting to RM140,000 for the financial year ended 31 December 2020.	Resolution 1		
2.	To approve the Directors' remuneration (excluding Directors' fees) payable to the Directors of the Company and its subsidiaries amounting to RM21,000 from 1 July 2021 until the next Annual General Meeting of the Company.	Resolution 2		
3.	To re-elect Mr Tan Heng Ta as a Director.	Resolution 3		
4.	To re-elect Ms Liang Siew Jiun as a Director.	Resolution 4		
5.	To re-elect Dato' Chong Kim Fatt as a Director.	Resolution 5		
6.	To re-elect Ms Lau Wai Ching as a Director.	Resolution 6		
7.	To re-appoint Messrs. RSM Malaysia as Auditors of the Company.	Resolution 7		
Special Business				
8.	To approve the authority to issue and allot shares	Resolution 8		
9.	To approve the continuing in Office as an Independent Non-Executive Director – Mr Law Doung Chin.	Resolution 9		

(Please indicate with an "X" in the appropriate space how you wish your vote to be cast on the resolutions specified in the notice of meeting. If you do not do so, the proxy/proxies will vote or abstain from voting as he/they may think fit.)

The proportion of *my/our shareholding to be represented by my/our proxy/proxies is as follows:

First named proxy	%
Second named proxy	%
	100%

In case of a vote taken by show of hands, the first named proxy shall vote on my/our behalf.

*Delete whichever is not applicable.

Dated this day of 2021

CDS Account No.	
No. of shares held	
Telephone No.	

____
Signature of Shareholder/Common Seal

NOTES:

1. A member entitled to attend, participate, speak and vote is entitled to appoint not more than two (2) proxies to attend, participate, speak and vote instead of him. A proxy may, but need not, be a member of the Company and there shall be no restriction as to the qualification of the proxy.
2. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy.
3. Where a member is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991, it may appoint not more than two (2) proxies in respect of each Securities Account it holds in ordinary shares of the Company standing to the credit of the said Securities Account.
4. Where a member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one Securities Account ("Omnibus Account"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds. Where the Exempt Authorised Nominee appoints two (2) or more proxies to attend and vote at the same meeting, such appointment shall be invalid unless the Exempt Authorised Nominee specifies the proportion of his holdings to be represented by each proxy.
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.
6. The instrument appointing a proxy must be deposited at the Share Registrar's office, System & Securities Sdn. Bhd. at Plaza 138, Suite 18.03, 18th Floor, 138 Jalan Ampang, 50450 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof.
7. Date of Record of Depositors for the purpose of determining Members' entitlement to attend, vote and speak at the Annual General Meeting is 8 June 2021.
8. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 26th AGM will be put to vote on a poll.

Please fold here

Stamp

The Share Registrar
RALCO CORPORATION BERHAD [199501003907 (333101-V)]
System & Securities Sdn. Bhd.
Plaza 138, Suite 18.03
18th Floor, 138 Jalan Ampang
50450 Kuala Lumpur

Then fold here

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www.ralco.net

RALCO CORPORATION BERHAD

Company No. 199501003907 (333101-V)