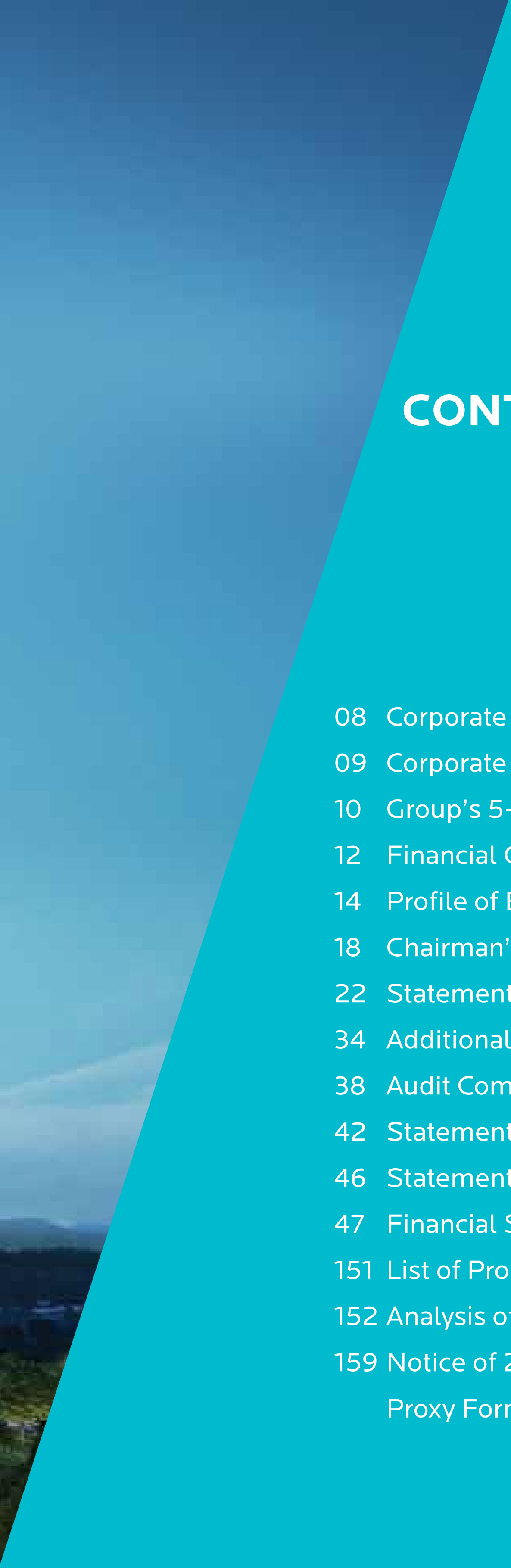
THRIVEN

Annual Report 2015

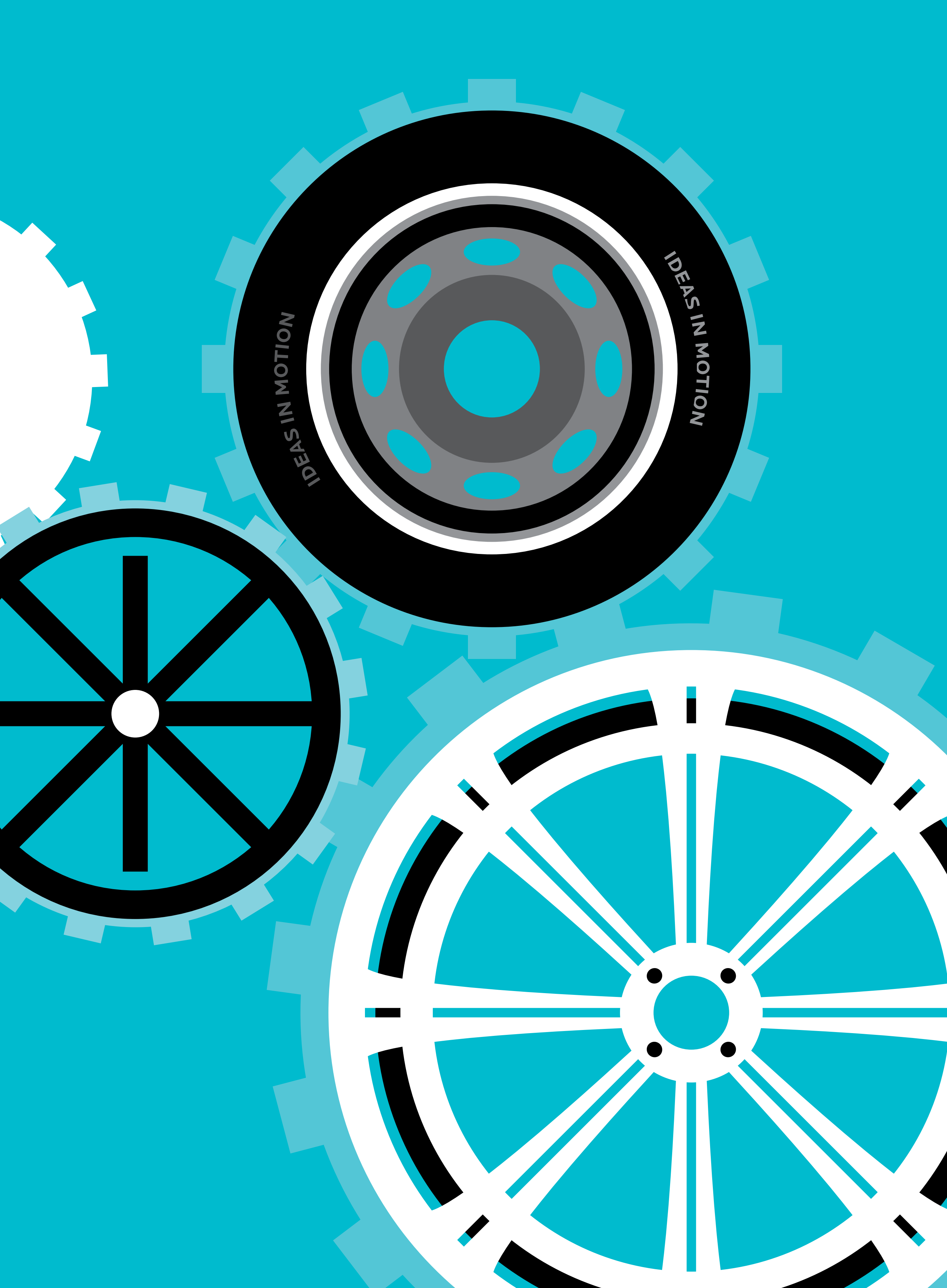
Inspired by the theme, Forward Living, the cover features a courtyard that is sited within Lumi Tropicana development. Shafts of sunlight illuminate a tranquil space to depict the vibrant lifestyle that we are introducing through our Forward Living concept. Refined and immaculate, the cover design embodies our sophisticated corporate character.



CONTENTS

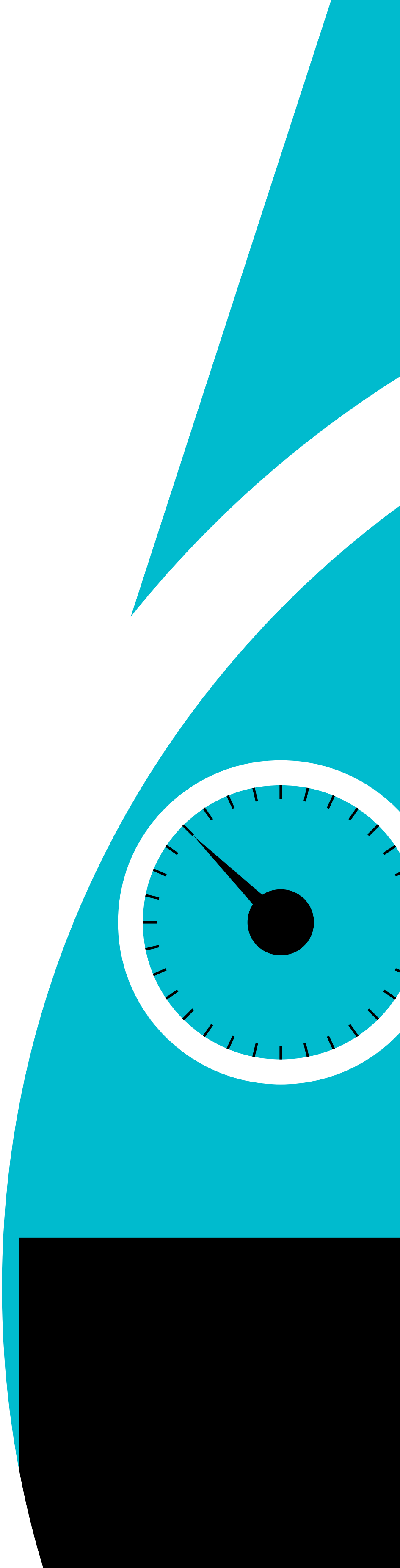
CREATIVITY DRIVES US FORWARD, INNOVATION MEANS WE DON'T STOP MOVING

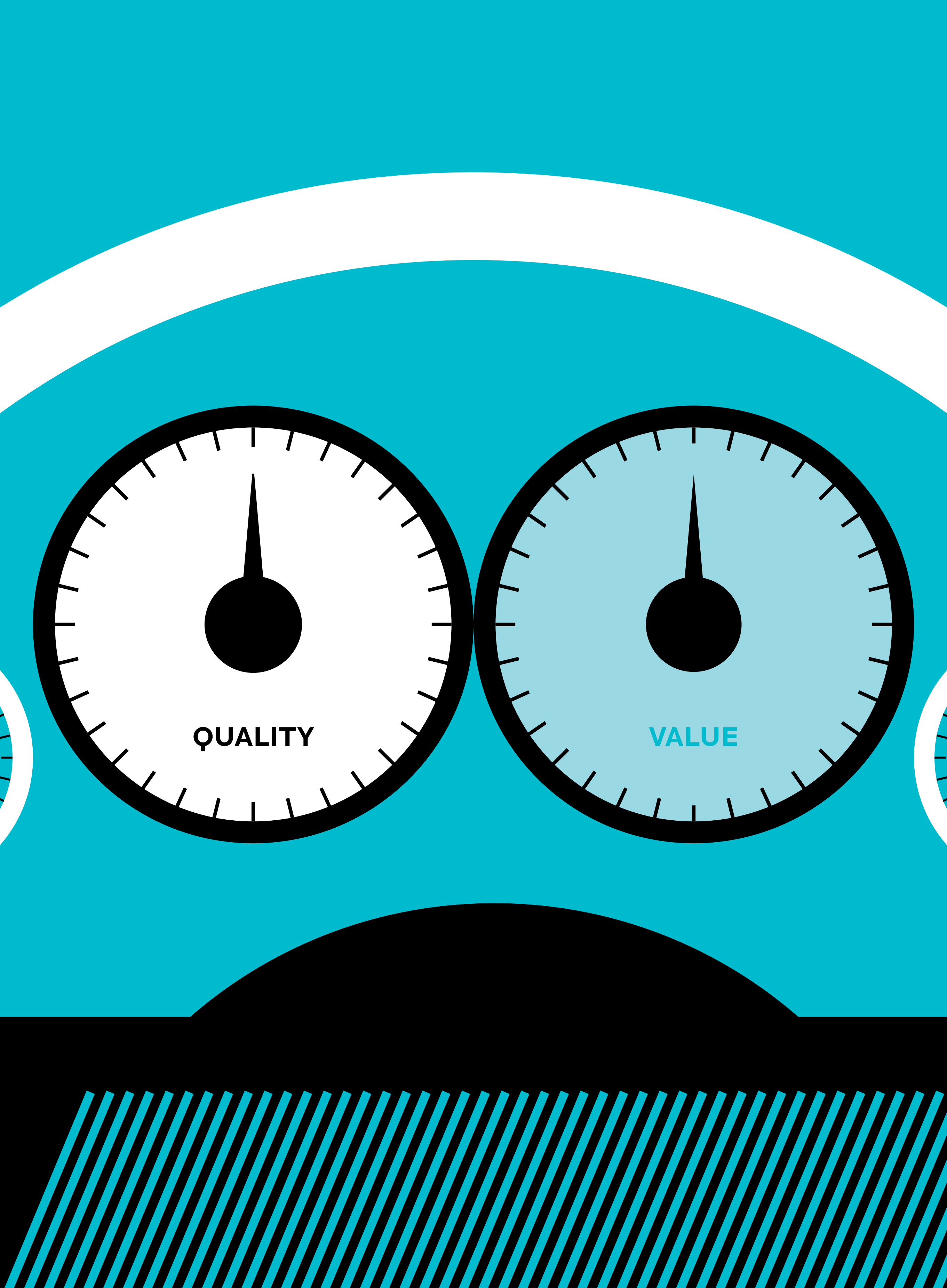
The value of **INNOVATION** is embedded in our corporate culture. We are driven by design and passionate about the delivery of a quality lifestyle, be that in the creation of exciting new property products that set benchmarks for the industry, or services that push the boundaries in the customer experience. But being innovative isn't only about creating the 'new'. It also means we continually strive to think of better ways of doing things and improving what we do, for the benefit of our customers. It means we always challenge the status quo, and are never satisfied with 'business as usual'.


IDEAS IN MOTION
IDEAS IN MOTION

WE ARE DRIVEN BY EXCELLENCE, BUT ALWAYS WITH VALUE IN MIND

At Thriven, we want to create the kind of products and services that will lead the market, and **QUALITY** is the way we are going to achieve it. Our objective is to build quality living environments that deliver good value to our customers at the initial point of purchase, and then continue to increase in value, over time. Quality means we don't cut corners or compromise standards, for the sake of the bottom line. It means we pay attention to the details, both in the design and the durability of the buildings we create, and the way in which we do our work, or serve our customers.




QUALITY
VALUE

CARE IS HOW YOU BUILD COMMUNITY, AND GENUINE RELATIONSHIP

Our vision says we want to build living communities, including our own, and **CARE** is at the heart of community. The Thriven difference is that we genuinely care for our customers, our business partners and each other. This means we always treat everyone with warmth and respect. It means that we are friendly, helpful and flexible in our customer service. It also means we are cooperative and easy-to-deal-with in our interactions with each other. This is how we nurture a winning network of clients and collaborators, generating mutual and enduring value together.


TAKE
CARE

CORPORATE PROFILE

Inspired by our dynamic corporate spirit, we have created a concept that we call Forward Living. This approach is based on the belief that property development is fundamentally about the future.

Guided by our Forward Living concept, we develop leading-edge ideas for the middle-income market. Our offerings provide a lifestyle where daily living, leisure pursuits and business activities come together in one place.

Our company is listed on the Main Market of Bursa Malaysia Securities Berhad and it is backed by an impressive legacy in urban planning and property development. Presently, our primary objective is bring residential products and services to the Malaysian market that will offer a new level of living experience. It is what we call **'Total Living'**.

Over the medium term, our focus will be on creating Affordable Luxury for the upper mid-market and Affordable Homes for the lower income segment.

We offer Affordable Luxury to the upper mid-market with the residences in our Lumi Collections. Those with a more modest budget will be keen on our Enesta Series. It introduces new levels of quality to affordable homes.

Galvanized by our powerful vision for the future, we are raising the bar higher for property development in Malaysia and the rest of the region.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Chairman
Datuk Fakhri Yassin bin Mahiaddin

Group Managing Director
Ghazie Yeoh bin Abdullah

Executive Director
Dato' Low Keng Siong

Independent Non-Executive Directors
Lim Kok Beng
Lt. Col (R) Haji Abdul Jalil bin Abdullah
Henry Choo Hon Fai
Rewi Hamid Bugo
(appointed on 18 September 2015)

Non-Independent Non-Executive Directors
Lee Eng Leong
(appointed on 10 March 2016)

AUDIT COMMITTEE

Lim Kok Beng (Chairman)
Lt. Col (R) Haji Abdul Jalil bin Abdullah
Henry Choo Hon Fai

NOMINATION COMMITTEE

Lim Kok Beng (Chairman)
Lt. Col (R) Haji Abdul Jalil bin Abdullah
Henry Choo Hon Fai

REMUNERATION COMMITTEE

Lt. Col (R) Haji Abdul Jalil bin Abdullah
(Chairman)
Lim Kok Beng
Ghazie Yeoh bin Abdullah

COMPANY SECRETARIES

Seet Wan Sing (BC/S/1491)
Tan Lai Hong (MAICSA 7057707)

REGISTERED OFFICE

Level 23A, Menara LGB
No. 1, Jalan Wan Kadir
Taman Tun Dr. Ismail
60000 Kuala Lumpur, Malaysia

T : (603) 7688 1266
F : (603) 7688 1277

SHARE REGISTRAR

Symphony Share Registrars Sdn Bhd (378993-D)
Level 6, Symphony House
Pusat Dagangan Dana 1
Jalan PJU 1A/46
47301 Petaling Jaya
Selangor Darul Ehsan, Malaysia

T : (603) 7849 0777
F : (603) 7841 8151/52

AUDITORS

KPMG (AF: 0758)
Chartered Accountants

PRINCIPAL BANKERS

United Overseas Bank (Malaysia) Bhd
AmBank (M) Berhad
Hong Leong Bank Berhad
Bank Islam Malaysia Berhad

STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia
Securities Berhad

Stock Name : THRIVEN
Stock Code : 7889

WEBSITE ADDRESS

www.thriven.com.my

INVESTOR RELATIONS

E : ir@thriven.com.my
T : (603) 7768 1266

GROUP'S 5-YEAR FINANCIAL HIGHLIGHTS

Statement of Profit or Loss and Other Comprehensive Income

	2015 RM'000	2014 RM'000 Restated#	2013 RM'000	2012 RM'000	2011 RM'000
Revenue	**56,810**	44,680	47,143	42,968	17,850
Profit before taxation	**3,215**	9,009	11,779	4,223	1,623
Profit after taxation	**376**	5,542	8,880	3,124	917
Profit attributable to owners of the Company	**3,508**	9,821	8,506	2,703	426

Statements of Financial Position

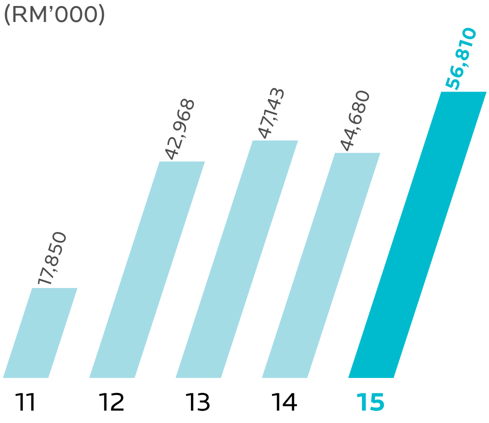
	2015 RM'000	2014 RM'000 Restated#	1.1.2014/ 2013 RM'000 Restated#	2012 RM'000	2011 RM'000
Issued share capital	**37,670**	22,830	22,830	9,132	9,132
Reserves	**128,312**	120,103	107,481	106,029	103,352
Total shareholders funds	**165,982**	142,933	130,311	115,161	112,484
Total assets	**400,467**	320,554	365,017	228,666	205,291
Total liabilities	**237,559**	177,563	223,523	107,613	87,033
Non-controlling interests	**(3,074)**	58	11,183	5,892	5,774
Earnings per ordinary share ("EPS") (sen)	**0.97**	2.87*	2.48*	0.79*	0.12*
Net dividends per ordinary share ("DPS") (sen)	**–**	–	0.20*	–	–
Net tangible assets per share attributable to owners of the Company ("NTAPS") (RM)	**0.44**	0.41*	0.37*	0.33*	0.32*

Comparatives have been restated due to the early adoption of MFRS 15, *Revenue from Contracts with Customers.*

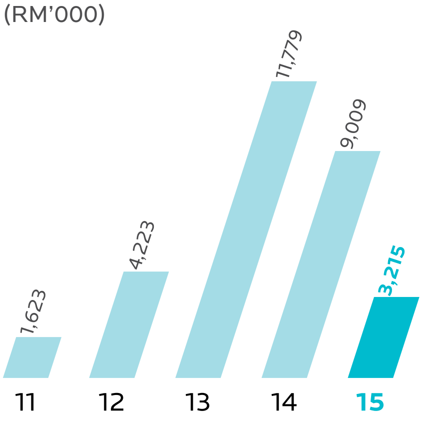
* The EPS, DPS and NTAPS has been restated to take into account the effect of the bonus shares issued during the financial year under review and financial year ended 31 December 2013.

GROUP'S 5-YEAR FINANCIAL HIGHLIGHTS (cont'd)

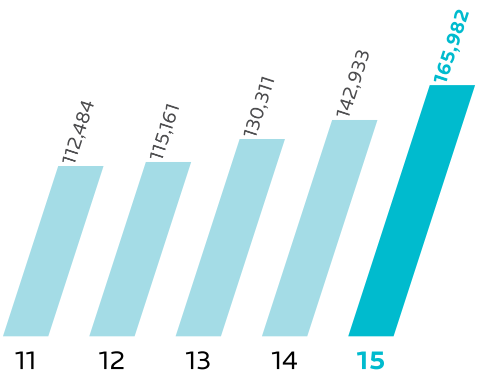
Revenue
(RM'000)



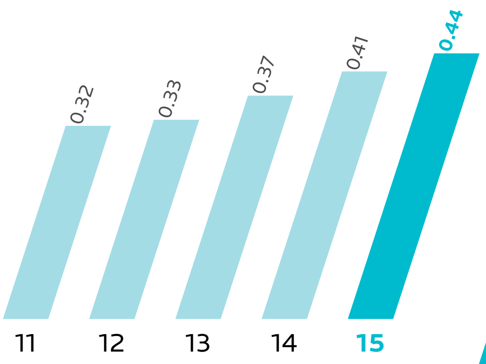
Profit Before Tax
(RM'000)



Total Shareholders' Funds
(RM'000)



Net Tangible Assets Per Share
(RM)



FINANCIAL CALENDAR

Announcement of Quarterly Results

28 MAY 2015
Announcement of the unaudited consolidated results for the 1st quarter ended 31 March 2015

21 AUGUST 2015
Announcement of the unaudited consolidated results for the 2nd quarter ended 30 June 2015

16 NOVEMBER 2015
Announcement of the unaudited consolidated results for the 3rd quarter ended 30 September 2015

23 FEBRUARY 2016
Announcement of the unaudited consolidated results for the 4th quarter and financial year ended 31 December 2015

Annual Report & Annual General Meeting

28 APRIL 2016
Notice of 27th Annual General Meeting and issuance of Annual Report 2015

21 JUNE 2016
27th Annual General Meeting

PROFILE OF BOARD OF DIRECTORS

Datuk Fakhri Yassin bin Mahiaddin
Executive Chairman
Malaysian

Ghazie Yeoh bin Abdullah
Group Managing Director
Malaysian

Datuk Fakhri, aged 40, graduated with a Bachelor of Science (Econs) Degree in Business Economics from Queen Mary College, University of London, United Kingdom.

Datuk Fakhri is currently the Group Managing Director of Ketapang Capital Sdn. Bhd., an investment holding company of the Ketapang Group. Prior to establishing Ketapang, he commenced his career as an Investment Analyst with Hwang-DBS Securities Bhd. He is also a Director of Eden Inc. Berhad, a public company listed on the Main Market of Bursa Malaysia Securities Berhad.

Datuk Fakhri is currently serving on the Board of Trustees of TSM Charity Golf Foundation and Yayasan Nurul Yaqeen, both being educational and charitable non-governmental organisations.

Datuk Fakhri was appointed to the Board as Non-Independent Executive Chairman on 18 April 2015.

Datuk Fakhri has no directorships in other public companies in Malaysia apart from Eden Inc. Berhad.

Encik Ghazie, aged 39, holds a Bachelor of Science Degree (Information Technology) from Monash University in Melbourne, Australia. Armed with 16 years of experience in the property industry, he brings with him vast knowledge and understanding of the construction and building materials sector.

Encik Ghazie is also a director of several private companies, including Pasukan Sehati Sdn. Bhd., a substantial shareholder of the Company.

Encik Ghazie was appointed to the Board as Executive Director on 22 May 2012 and was later appointed as the Group Managing Director on 19 August 2013. He also serves as a member of the Remuneration Committee.

Encik Ghazie has no directorships in other public companies.

PROFILE OF BOARD OF DIRECTORS (cont'd)

Dato' Low Keng Siong
Executive Director
Malaysian

Dato' Low, aged 42, graduated with a Bachelor of Laws (Hons) Degree from King's College London. He was called to the Bar of England & Wales and subsequently called to the Malaysian Bar. He was a Partner with a leading law firm in Kuala Lumpur from 2003 to 2014, with substantial experience in the practice areas of corporate restructuring and capital markets.

Dato' Low is also a director of several private companies, including Pasukan Sehati Sdn. Bhd., a substantial shareholder of the Company.

Dato' Low was appointed to the Board as Non-Independent Non-Executive Director on 4 September 2013 and was later redesignated as Non-Independent Executive Director on 18 April 2015.

Dato' Low has no directorships in other public companies.

Lim Kok Beng
Independent Non-Executive Director
Malaysian

Mr. Lim, aged 69, is a Fellow of the Institute of Chartered Accountants in England & Wales and a member of the Malaysian Institute of Certified Public Accountants and Malaysian Institute of Accountants. He has broad experience gained internationally in the fields of investment banking and corporate planning, and has held Chief Executive positions in industrial, trading, development and information technology companies. He is a Senior Partner in a Chartered Accountants firm.

Mr. Lim was appointed to the Board on 28 August 2001 and he also serves as Chairman of the Audit and Nomination Committees as well as a member of the Remuneration Committee.

Mr. Lim has no directorships in other public companies.

PROFILE OF BOARD OF DIRECTORS (cont'd)

Lt. Col (R) Haji Abdul Jalil bin Abdullah
Independent Non-Executive Director
Malaysian

Henry Choo Hon Fai
Independent Non-Executive Director
Malaysian

Lt. Col Jalil, aged 69, obtained a Certificate in Basic Accounting course in Winchester, United Kingdom and a Certificate in Personnel Management from Institute Tadbiran Awam Negara, both in 1976. He graduated with a Diploma in Automatic Data Processing from US Army Computer Management School in Fort Benjamin, USA in 1982. He retired from the Malaysian Armed Forces in 1996 after serving for nearly 30 years.

Lt. Col Jalil was appointed to the Board on 5 March 1997 and he also serves as Chairman of the Remuneration Committee as well as a member of the Audit and Nomination Committees.

Lt. Col Jalil has no directorships in other public companies.

Mr. Henry Choo, aged 43, graduated with a Bachelor of Science Degree (Computer Science) from La Trobe University in Melbourne, Australia. He started his career in 1994 as an Equity Research Analyst in Dao Heng Securities Ltd., Hong Kong. From 1996 to 2000, he was the Director of Business Development at Fok Lee Sdn. Bhd., a specialist contractor. From 2000 to 2010, he was involved in Private Equity and Venture Capital, first with Intelligent Capital Sdn. Bhd. from 2000 to 2003, Artisan Encipta (M) Sdn. Bhd. from 2003 to 2004 and was the Chief Operating Officer of Atlantic Quantum Sdn. Bhd. from 2006 to 2010. He was the Executive Assistant to the Chairman of Silterra Malaysia Sdn. Bhd. from 2004 to 2006. He has been the Managing Director of Geogenesis Sdn. Bhd., an explorer and developer of natural resources since 2011.

Mr. Henry Choo was appointed to the Board on 13 September 2007 and he also serves as a member of the Audit and Nomination Committees.

Mr. Henry Choo has no directorships in other public companies.

NOTES:

1. **Family Relationship with Director and/or Major Shareholder**
   None of the other Directors has any family relationship with any director and/or major shareholder of the Company.

2. **Conflict of Interest**
   None of the Directors has any conflict of interest with the Company.

PROFILE OF BOARD OF DIRECTORS (cont'd)

Rewi Hamid Bugo
Independent
Non-Executive Director
Malaysian

Mr. Bugo, aged 42, graduated with a Bachelor of Science (Management Science) and a Masters of Commerce (Business Administration) from University of Canterbury in New Zealand.

He serves as a director of several private companies in Malaysia and New Zealand spanning various industries from property development, oil & gas, manufacturing and tourism.

Mr. Bugo is presently the Deputy President of the Sarawak Housing Developers Association for the 2015-2018 term.

He was appointed to the Board as an Independent Non-Executive Director on 18 September 2015.

Mr. Bugo has no directorships in other public companies in Malaysia apart from Sarawak Consolidated Industries Berhad.

Lee Eng Leong
Non-Independent
Non-Executive Director
Malaysian

Mr. Lee, aged 48, is a member of the Malaysian Institute of Certified Public Accountants and Malaysian Institute of Accountants. He was formerly the Group Chief Financial Officer of Alliance Bank Malaysia Berhad from 4 January 2010 to 2 October 2012. Prior to joining Alliance Bank Malaysia Berhad, he was the Chief Financial Officer of a major global company where he oversaw their finance operations covering the Asia region. For over 20 years, he has held various leadership roles in management positions within both local companies and multi-national companies in Asia.

Mr. Lee is currently the Deputy Chief Executive Officer of Mudajaya Group Berhad and the Group Chief Financial Officer of Mulpha International Bhd.

Mr. Lee who was the Non-Independent Non-Executive Chairman, resigned from the Board on 18 April 2015 and was appointed as the Alternate Director to Mr. Lee Seng Huang on 18 April 2015. He ceased to be the Alternate Director when Mr. Lee Seng Huang resigned as a Director on 10 December 2015. He was reappointed to the Board as a Non-Independent Non-Executive Director on 10 March 2016.

Mr. Lee has no directorships in other public companies in Malaysia apart from Mudajaya Group Berhad, Mudajaya Corporation Berhad and Leisure Farm Polo Club Berhad.

3. Conviction for Offences
None of the Directors has any conviction for offences within the past 10 years other than traffic offences, if any.

4. Attendance of Board Meetings
The attendance of the Directors at Board Meetings held during the financial year ended 31 December 2015 is disclosed in the Statement on Corporate Governance.

CHAIRMAN'S STATEMENT

DATUK FAKHRI YASSIN BIN MAHIADDIN
Chairman

CHAIRMAN'S STATEMENT (cont'd)

Dear Shareholders of Thriven Global Berhad,
I am pleased to present to you the Annual Report of Thriven Global Berhad and its subsidiaries ("the Group") for the financial year ended 31 December 2015.

2015 was a ground-breaking year for the Group as we successfully launched our Thriven Global Berhad brand as well as our eagerly anticipated Lumi Tropicana development.

Our Enclave Bangsar residences were sold out and the revenues generated from our Desa Aman properties rose significantly as compared to the previous financial year. In July 2015, the Group acquired a 51% stake in Thriven Amona Sdn. Bhd. (formerly known as Demi Wangsa Development Sdn. Bhd.) ("Thriven Amona"), the owner of the Kepong Rumah Mampu Milik and the Enesta Kepong project.

Our initiatives to rationalise and augment our business operations will continue apace. We are focusing on our existing projects while evaluating potential joint venture and other opportunities.

In the Central and Northern regions, our property development outlook remains positive with a gross development value ("GDV") of approximately RM1.1 billion for our current confirmed projects. The Board is cautiously optimistic as our developments in Tropicana, Kepong and Section 13 are located at strategic and prime locations in the Klang Valley.

FINANCIAL HIGHLIGHTS

The Board decided that the Group shall proceed with the early adoption of MFRS 15, *Revenue from Contracts with Customers ("MFRS 15")*, an accounting standard issued by the Malaysian Accounting Standards Board, which is expected to take effect from 1 January 2018. Previously, the Group recognised revenues in accordance with IC Interpretation 15, *Agreements for Construction of Real Estate ("IC 15")* within the scope of MFRS 118, *Revenue*. The early adoption of *MFRS 15* has resulted in a change in the Group's accounting policies. Certain amounts were restated in the comparative figures for the opening Statement of Financial Position as at 1 January 2014 and the financial year ended 31 December 2014 to reflect the early adoption.

The Board believes that the early adoption of *MFRS 15* will better match the revenues earned with the relevant costs incurred for our property development projects as compared to *IC 15* which recognises revenues only upon completion and hand-over of our projects.

The Group's revenue increased significantly to RM56.81 million in 2015 from RM44.68 million in 2014. This was attributed to the robust sales of the Enclave Bangsar properties and the strong demand for our products in the Northern region, particularly Desa Aman. The Group registered a lower pre-tax profit of RM3.22 million in 2015 compared with RM9.00 million in 2014, primarily due to the one-off disposal gain from Raintree Residence in 2014. Hence, the Group's earnings per share was lower at 0.97 sen in 2015 as compared to 2.87 sen in 2014.

REVIEW OF OPERATIONS

In 2015, the Group enhanced our portfolio of affordable housing in the Klang Valley by acquiring 51% of Thriven Amona, which intends to develop the Kepong Rumah Mampu Milik affordable housing project and service residences on 2.094 acres of prime land in Kepong.

During the course of the year, we also conducted marketing campaigns to enhance awareness of our two main product lines, Lumi Collections and the Enesta Series.

In 2015, the Group completed several transactions:

- Sold the three remaining residences in Enclave Bangsar.
- Acquired 51% of Thriven Amona which has 2.094 acres of prime land in Kepong.
- Completed our Lumi Collections Gallery in Section 13.
- Launched Lumi Tropicana Phase 1
- Completed and handed over 20 Fortune shoplots in Bukit Punchor.
- Completed 15 Megah shop offices in Desa Aman, with hand-over in March 2015.

CHAIRMAN'S STATEMENT (cont'd)

CENTRAL REGION

Lumi Tropicana

The 6.4-acre Lumi Tropicana project boasts a total GDV of RM743 million. Positioned as affordable luxury residences, the 744 serviced apartments and 62 SoHo units will offer comfort, convenience and signature hotel-styled housekeeping and concierge services. Tower 1 and Tower 2 of Lumi Tropicana's Phase 1 was opened for sale in December 2015.

Lumi Section 13

Lumi Section 13 is situated on approximately 2 acres of prime land in Section 13 Petaling Jaya. The project, which features 310 serviced apartments and a GDV of RM246 million, is the second luxury project in the Group's property portfolio. The development will be launched in Q3 of 2017, subject to prevailing market conditions.

NORTHERN REGION

Taman Desa Aman in Kulim, Kedah

We will continue to launch residential units i.e. terrace houses and shop lots with a total GDV of RM37 million. In 2015, we commenced the construction of 236 units of Prima homes with a GDV of RM35 million. The PR1MA Home township that we are creating is a platform for Malaysians to build a progressive community in which families can flourish with fulfilling jobs, satisfactory incomes and a positive outlook in life. Our collaboration with PR1MA enables us to cultivate a long-term business relationship that will benefit the public.

Bukit Punchor, Penang

We will be launching 28 shoplots and 25 shop offices with a combined estimated GDV of RM33.4 million in 2016, to meet prevailing demand in the locality.

PROSPECTS

Currently, Malaysia is experiencing softening demand in the property market. The internal causes include the tightening of property lending guidelines and rules as well as stricter regulations related to property development. The external causes encompass among others, the drastic drop in oil prices, the depreciation of the Malaysian currency and weaker demand from China's flagging economy.

Uncertainty about the local economy has caused potential buyers to defer their purchases. In addition, stricter lending guidelines have reduced liquidity for the property market.

In view of the headwinds that are impacting the property market, the Group is adopting a cautious approach and focusing on completing our existing projects on a timely basis. We are leveraging on the potential of our current projects, especially our land in Desa Aman. Our experience in developing affordable housing will stand us in good stead as we explore and assess such opportunities with government agencies.

We are prioritising joint ventures and other prospects which require minimal outlay. In addition, we will continue to expand our recurring income streams arising from our facility management services, hospitality and lifestyle retail services and property investment portfolio.

In 2016, we aim to successfully launch and implement future phases of our Lumi Tropicana and Kepong Rumah Mampu Milik projects in the Klang Valley, while continuing the progress that has been achieved in Desa Aman and Bukit Punchor.

CHAIRMAN'S STATEMENT (cont'd)

APPRECIATION

On behalf of the Board, I would like to express our sincere appreciation to Mr. Lee Seng Huang, who resigned in December 2015. His invaluable insights will be greatly missed.

I would like to extend a warm welcome to Mr. Rewi Hamid Bugo, who joined the Board on 18 September 2015. In addition, I wish to welcome Mr. Lee Eng Leong who rejoined the Board in March 2016.

I owe a debt of gratitude to our management team and other employees for their determination in making 2015 a notable year for the Group. Their contributions have enabled the Group to surmount daunting challenges to attain significant progress and operational efficiencies.

I am also grateful to my fellow Board members, whose experience and expertise would prove invaluable for the Group to successfully navigate the prevailing difficult property market.

Looking ahead, we will further strengthen our property development capabilities while nurturing our facility management, hospitality and lifestyle retail services and property investment businesses as core revenue drivers in the future.

Datuk Fakhri Yassin bin Mahiaddin
Executive Chairman
29 March 2016

STATEMENT ON CORPORATE GOVERNANCE

The Board of Directors (the "Board") of Thriven Global Berhad (formerly known as Mulpha Land Berhad) ("Thriven" or "the Company") considers that the Company and its subsidiaries (the "Group") have applied the principles and recommendations of the Malaysian Code on Corporate Governance 2012 (the "Code") and will continue to review the existing corporate governance practices and policies throughout the Group in ensuring full compliance with the recommendations of the Code.

This statement, which is made pursuant to paragraph 15.25 of the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities"), sets out the manner in which the Group has adopted the Code and the extent to which it has applied the principles and the recommendations of the Code.

1. BOARD OF DIRECTORS

1.1 Principal responsibilities of the Board

Thriven is led and managed by a competent Board comprising members with vast experience in the fields relevant to the Company. The breadth and depth of the Board skills are vital for the successful stewardship of Thriven's strategic direction and operations to maximise shareholders' value. Besides having an extensive knowledge and expertise in the real estate investment and property development, the Board possesses a good mix of skills in business strategies, management, finance, economics, legal and human resources.

The Board ensures proper control of the economics and financial management of the Company and validates the strategic directions proposed by the Management for implementation.

The Board will act in the best interests of Thriven, honestly, fairly and diligently and in accordance with the duties and obligations imposed upon it by Thriven's Memorandum and Articles of Associations and the law.

The Board also serves as a panel to provide effective guidance on the assessment of principal risks and the appropriate systems to manage these risks, as well as to review the adequacy and integrity of the Company's internal control system in safeguarding shareholder interests and the Company assets.

The Board also serves as a panel to provide effective guidance on the assessment of principal risks and the appropriate systems to manage these risks, as well as to review the adequacy and integrity of the Company's internal control system in safeguarding shareholder interests and the Company assets.

STATEMENT ON CORPORATE GOVERNANCE (cont'd)

The Board is responsible for:-

- Setting and reviewing the objectives, goals and strategic plans for the Group with a view to maximising shareholders' value.
- Adopting and monitoring progress of the Company's strategies, budgets, plans and policies.
- Overseeing the conduct of the Group's businesses to evaluate whether the businesses are properly managed.
- Identifying principal risks of the Group and ensuring the implementation of appropriate systems to mitigate and manage these risks.
- Considering Management's recommendations on key issues including acquisitions, divestments, restructuring, funding and significant capital expenditure.
- Implementing succession planning for senior management.
- Reviewing the adequacy and integrity of the Group's internal control systems and management information systems.

To ensure the effective discharge of its functions and responsibilities, the Board has set and approved business authority limits which sets out relevant matters which the Board may delegate to the Management Team led by the Group Managing Director. These authority limits are reviewed and revised as and when required, to ensure an optimum structure for efficient and effective decision-making in the Group.

The Board delegates certain responsibilities to the Board Committees, all of which operate within defined terms of reference.

1.2 Corporate Code of Conduct and Board Charter

The Board had in 2013, formalised a Corporate Code of Conduct to provide guidance for Directors, senior executives and other employees on the standards expected on them in the conduct of business. Directors and employees are required to uphold high standards of integrity in discharging their duties and to comply with the relevant laws and regulations.

The Board Charter which sets out inter alia, the roles and responsibilities of the Board and Board Committees, the procedures for convening Board meetings, financial reporting, investor relations and shareholder communication, was also formalised in 2013. The Charter which serves as a source of reference for new Directors, will be reviewed and updated periodically in accordance with the needs of the Company and any new regulations that may have an impact on the discharge of the Board's responsibilities.

In February 2016, the Group had adopted an Employee Handbook which includes the Employee's Code of Conduct and Whistle-blowing Policy. The Whistle-blowing Policy is intended to cover protection for staff who raise concerns in relation to irregular and unlawful practices.

The Board believes that with the present structure and policies in place, it is able to provide effective leadership to the Company.

1.3 Board Composition and Balance

As at 31 December 2015, the Board has seven (7) members (which excludes Mr. Lee Seng Huang, who has resigned on 10 December 2015), comprising three (3) Executive Directors and four (4) Non-Executive Directors. All four (4) Non-Executive Directors are Independent Directors. This is in compliance with the Listing Requirement of at least two (2) or one-third (1/3) of the Board members to be independent Directors.

The role of the Independent Directors provides independent judgment, objectivity and check and balance on the Board. This is to protect the interests of shareholders, employees, various other stakeholders and the communities where the Company operates.

The Executive Chairman is primarily responsible for the orderly conduct and performance of the Board. He also ensures that the Board practises good governance in discharging its duties and responsibilities. The Group Managing Director is responsible for the implementation of the objectives, goals and operational matters of the Group. Although the Executive Chairman, Datuk Fakhri Yassin bin Mahiaddin is not an Independent Director, the Board believes that with the four (4) Independent Directors on the Board, there is a balance of power and authority on the Board.

Mr. Lim Kok Beng has been appointed by the Board as the Independent Non-Executive Director to whom any concern regarding the Company may be conveyed.

A brief profile of each Director is presented on pages 14 to 17 of the Annual Report.

1.4 Board Meetings and Supply of Information

The Board normally meets quarterly to review financial, operational and business performances, with additional meetings convened when necessary. In the intervals between Board meetings, Board decisions for urgent matters are obtained via circular resolutions, to which are attached sufficient information required for an informed decision.

All Directors are provided with an agenda and a set of Board papers at least a week prior to the Board meeting to enable the Directors to review and consider the items to be deliberated at the Board meeting. The Directors may seek advice from the Management, or request further explanation, information or updates on the matters of the Company, where necessary.

The Board papers include, inter alia, the progress report on the Group's developments, business plan and budget, quarterly financial results and minutes/decisions of meetings of the Board Committees.

There is a schedule of matters reserved specifically for the Board's decision, including the approval of corporate plans and budgets, acquisition and disposal of major investments, changes to the management and control structure of the Company and issues in respect of key policies, procedures and authority limits.

The Directors may seek independent external professional advice, where necessary, at the Company's expense in furtherance of their duties.

STATEMENT ON
CORPORATE GOVERNANCE (cont'd)

For the financial year ended 31 December 2015, the Board met seven (7) times and details of the attendance are as follows:-

Name of Directors	Number of Meetings Attended	Percentage of Attendance (%)
Datuk Fakhri Yassin bin Mahiaddin *(appointed on 17 April 2015)*	4/4	100.00
Ghazie Yeoh bin Abdullah	7/7	100.00
Dato' Low Keng Siong	7/7	100.00
Lim Kok Beng	6/7	85.71
Lt. Col (R) Haji Abdul Jalil bin Abdullah	7/7	100.00
Henry Choo Hon Fai	6/7	85.71
Rewi Hamid Bugo *(appointed on 18 September 2015)*	1/1	100.00
Lee Seng Huang *(appointed on 17 April 2015 and resigned on 10 December 2015)* or his alternate, Lee Eng Leong *(appointed on 17 April 2015 and ceased to be an Alternate Director on 10 December 2015)*	4/4	100.00

Based on the attendance record, none of the Directors were absent for more than 50% of the total board meetings held during the financial year, hence complying with Paragraph 15.05 of the Listing Requirements of Bursa Securities.

1.5 Time Commitment

For the financial year under review, the level of time commitment given by the Directors was satisfactory, which was evidenced by the attendance record of the Directors at the Board meetings held.

In accordance with the Board Charter, Directors are required to notify the Chairman before accepting any new directorship and to indicate the time that will be spent on the new appointment.

To facilitate the Directors' time planning, a schedule of meetings comprising the dates of Board and Board Committees' meetings and Annual General Meeting ("AGM"), would be prepared and circulated to them at the end of every year.

1.6 Re-Election of Directors

In accordance with the Article 76 of the Company's Articles of Association, one-third (1/3) or the number nearest to one-third (1/3) of the Directors for the time being shall retire from their office and be eligible for re-election provided always that all the Directors shall retire from their office once at least in each three (3) years. Pursuant to Article 81 of the Company's Articles of Association, any person appointed by the Board either to fill a casual vacancy or as an addition to the existing Directors, shall hold office only until the next AGM and shall then be eligible for re-election.

Pursuant to Section 129(2) of the Companies Act, 1965, Directors who are of or over seventy (70) years of age are required to submit themselves for re-appointment annually.

In accordance with the Article 76 of the Articles of Association of the Company, Mr. Lim Kok Beng ("Mr. Lim") and Lt. Col (R) Haji Abdul Jalil bin Abdullah shall retire by rotation at the forthcoming AGM. Mr. Lim has offered himself for re-election to the Board. However, Lt. Col (R) Haji Abdul Jalil bin Abdullah will not be seeking for re-election as a Director of the Company.

In accordance with the Article 81 of the Articles of Association of the Company, Mr. Lee Eng Leong and Mr. Rewi Hamid Bugo, the Directors who were appointed during the year and retire at the forthcoming AGM and being eligible, offer themselves for re-election.

1.7 Appointment of New Directors

A formal procedure and process has been established in 2014 for the nomination and appointment of new Directors. The process for the nomination and appointment of new Directors is summarised as follows:-

(a) Identification of skills required for the Board.
(b) Selection of candidates.
(c) Review and assessment by the Nomination Committee.
(d) Recommendation to the Board for approval.

A proposed candidate is first considered by the Nomination Committee which takes into account, among others, the skills and experience of the candidate, before making a recommendation to the Board for approval. In evaluating the suitability of the candidates, the following factors are considered:-

(i) background, character, competence, integrity and time commitment;
(ii) qualifications, skills, expertise and experience;
(iii) professionalism; and
(iv) in the case of candidates for the position of Independent Non-Executive Directors, the candidate's independence and ability to discharge such responsibilities as expected from Independent Non-Executive Directors, will be evaluated.

In pursuit of the diversity policy (in terms of gender, ethnicity and age), the Nomination Committee is mindful of its responsibilities to ensure that new appointments would provide the appropriate mix of skills, experience and competencies which are relevant to enhance the Board's composition. The Nomination Committee will endeavour to consider women candidates in the recruitment exercise, when the need arises.

1.8 Directors' Training and Development

In addition to the Mandatory Accredited Programme (MAP) as required by Bursa Securities, all the Directors had attended training programmes and seminars during the financial year, organised by the relevant regulatory authorities or professional bodies to broaden their knowledge and to keep abreast with the relevant changes in laws, regulations and the business environment.

The Directors have on-going access to continuing education programmes as they are kept informed of relevant training programmes by the Company Secretaries. The records of all training programmes attended by the Directors are maintained by the Company Secretaries.

The Board is also constantly updated by the Company Secretaries on changes to the relevant guidelines on the regulatory and statutory requirements.

STATEMENT ON CORPORATE GOVERNANCE (cont'd)

Details of the training programmes attended by the Directors during the financial year ended 31 December 2015 are as follows:-

Name of Directors	Title	Organiser	Date
Datuk Fakhri Yassin bin Mahiaddin	• Reshaping The Board's Expectations In Evaluating & Executing Overseas Investments	Thriven Global Berhad (formerly known as Mulpha Land Berhad)	1 December 2015
Ghazie Yeoh bin Abdullah	• Reshaping The Board's Expectations In Evaluating & Executing Overseas Investments	Thriven Global Berhad (formerly known as Mulpha Land Berhad)	1 December 2015
Dato' Low Keng Siong	• Reshaping The Board's Expectations In Evaluating & Executing Overseas Investments	Thriven Global Berhad (formerly known as Mulpha Land Berhad)	1 December 2015
Lim Kok Beng	• Reshaping The Board's Expectation in Evaluating & Executing Overseas Investments	Thriven Global Berhad (formerly known as Mulpha Land Berhad)	1 December 2015
	• Audit Series: Audit Opinion & Reporting - Proposed ISA 700 (Revised)	Malaysian Institute of Accountants (MIA)	17 Septenber 2015
	• Comparative Analysis of PERS, MPERS & MFRS Framework	Malaysian Institute of Accountants (MIA)	18 August 2015
	• Audit Series: Audit Documentation for ISA Compliance	Malaysian Institute of Accountants (MIA)	16 April 2015
Lt. Col (R) Haji Abdul Jalil bin Abdullah	• Reshaping The Board's Expectations In Evaluating & Executing Overseas Investments	Thriven Global Berhad (formerly known as Mulpha Land Berhad)	1 December 2015
Henry Choo Hon Fai	• Reshaping The Board's Expectations In Evaluating & Executing Overseas Investments	Thriven Global Berhad (formerly known as Mulpha Land Berhad)	1 December 2015
	• GST for Construction & Property Development Activities	MAICSA	13 March 2015
Rewi Hamid Bugo	• 2016 Tax & Budget Outlook	Crowe Horwath CPE Sdn. Bhd.	9 November 2015
	• Corporate Directors Advanced Programme (CDAP) 'Financial Language In The Boardroom'	Malaysian Directors Academy (MINDA)	27-28 January 2015

The Board members were invited to provide feedback on their training needs for the financial period under review. The Nomination Committee and the Board then carried out an assessment on the training needs for each of the Board members.

1.9 Number Of Directorships

Directors of the Company shall not hold more than five (5) directorship in public listed companies, as required by the Listing Requirements of Bursa Securities. As at the date of this statement, all the Board members of the Company have complied with this requirement. The directorship of each Director are set out in the Board of Directors' Profile on pages 14 to 17 of this Annual Report.

1.10 Directors' Performance Evaluation

The Board, through its delegation to the Nomination Committee, reviews annually its required mix of skills, expertise, attributes and core competencies of its Directors. The Board has set up and implemented a process to be carried out by the Nomination Committee for the assessment and contribution of the individual members of the Board as well as the assessment and effectiveness of the Board as a whole. This framework and process is designed to maintain cohesiveness of the Board and, at the same time, serves to improve the Board's effectiveness.

1.11 Annual Assessment Of Independence

In maintaining the independence of the Independent Directors, annual assessment is performed in order to mitigate risks arising from conflict of interests or undue influence affecting their independence. The assessment is conducted via the Assessment Sheet for each of the Independent Directors of the Company to ensure that the Director is able to exercise independent judgment, impartiality and objectivity in the best interest of the Company.

It is also the Directors' responsibility to declare to the Board whether they have any potential or actual conflict of interest in any transactions or in any contract or proposed contract with the Company or any of its related companies. Where issues involve conflict of interest, the Directors will abstain from discussion and voting on the matters as well as abstain from any other decision making process in relation to these transactions.

A self-assessment of independence was also carried out by each of the Independent Directors based on the self-assessment of independence, the Independent Directors have declared that they fulfilled the criteria of independence, as defined under the Listing Requirements of Bursa Securities. The Nomination Committee and the Board then performed an assessment on the independence of the Independent Directors. The Board is generally satisfied with the level of independence demonstrated by the Independent Directors and their ability to act in the best interest of the Company.

Mr. Lim Kok Beng ("Mr. Lim"), has served on the Board as Independent Non-Executive Directors for a cumulative term of more than 9 years. Thus, shareholders' approval will be sought to retain him as an Independent Director of the Company. Based on the self-assessment of independence, Mr. Lim has declared that he satisfied and fulfilled all the criteria of independence, as defined under the Listing Requirements of Bursa Securities. Mr. Lim has demonstrated that he is independent of management and free from any business or other relationship which could interfere with the exercise of independent judgment, objectivity or the ability to act in the best interests of the Company. Upon the Nomination Committee's recommendation, the Board, therefore, recommended for shareholders' approval at the forthcoming Annual General Meeting to retain Mr. Lim as Independent Non-Executive Director of the Company, based on the following justification:

(a) Mr. Lim fulfilled the criteria under the definition of "Independent Director" as stated in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and thus, he would be able to function as a check and balance, and bring an element of objectivity and independent judgment to the Board.

(b) Mr. Lim has performed his duties diligently and in the best interest of the Company without being subject to influence of the management.

STATEMENT ON CORPORATE GOVERNANCE (cont'd)

(c) Mr. Lim has devoted sufficient time in attending Board meetings and has participated in board discussions.

(d) Mr. Lim, who is the Chairman of the Audit Committee, has vast experience in the accounting and audit industry, which enabled him to provide constructive advice, expertise and independent judgment.

1.12 Board Committees

The Board has delegated specific responsibilities to the following Committees:-

(a) Audit Committee ("AC")

Please refer to the AC Report set out on pages 38 to 41 of the Annual Report.

(b) Nomination Committee

The Nomination Committee comprises exclusively of Non-Executive Directors, a majority of whom are Independent Directors. For the financial year ended 31 December 2015, the composition of the Nomination Committee is as follows:-

(i) Lim Kok Beng (Chairman) *(Independent Non-Executive Director)*
(ii) Lt. Col (R) Haji Abdul Jalil bin Abdullah *(Independent Non-Executive Director)*
(iii) Henry Choo Hon Fai *(Independent Non-Executive Director)*

The main responsibilities of the Nomination Committee are:-

(i) To recommend to the Board, candidates for directorships to be filled.

(ii) To recommend to the Board, Directors or officers of the Company to fill the seats on Board Committees.

(iii) To review the Board's mix of skills, experience and other qualities including core competencies which Directors should bring to the Board, as well as the size and diversity of the Board composition taking into account the current and future needs of the Company.

(iv) To carry out the process annually for assessing the effectiveness of the Board as a whole and the Board Committees, the contributions and performance of individual Directors, and the independence of the Independent Non-Executive Directors.

(v) To review the Directors' training programmes and assess the training needs for the Directors.

(vi) To recommend to the Board for continuation in service of Independent Director(s) who have served the Board for a cumulative term of more than nine (9) years.

The Nomination Committee met three (3) times during the financial year ended 31 December 2015 and the meetings were attended by all the Nomination Committee members at the relevant times. The activities of the Nomination Committee during the financial year were as follows:-

(i) Reviewed the results of the Board evaluations and assessment of Independent Directors

A Board evaluation exercise was carried out to assess the effectiveness of individual Directors, the Board as a whole for the financial year ended 31 December 2015. The evaluation exercise was conducted via questionnaires, which were distributed to all the Directors and cover areas which include, amongst others, the Board's mix, composition and structure, operations, roles and responsibilities and performance/contribution of the Board Committees. The evaluation also encompassed Director's Self & Peer Evaluation, assessing the individual Director's contribution and interaction, quality of input and understanding of roles and responsibilities as a Director.

STATEMENT ON CORPORATE GOVERNANCE (cont'd)

The Nomination Committee reviewed the overall results of the evaluations conducted and subsequently tabled the same to the Board and highlighted those areas which required further and continuous improvement.

(ii) Reviewed and recommended the re-election of Directors

The Nomination Committee reviewed and recommended to the Board the Directors' retiring by rotation and re-election at the AGM of the Company held on 18 June 2015:

(a) Mr. Ghazie Yeoh bin Abdullah - Article 76
(b) Mr. Henry Choo Hon Fai - Article 76
(c) Datuk Fakhri Yassin bin Mahiaddin - Article 81
(d) Mr. Lee Seng Huang - Article 81

(iii) Reviewed and assessed the independence of Independent Directors, who have served the Board for more than nine (9) years

The Nomination Committee assessed the independence of the Independent Directors, Mr. Lim Kok Beng and Lt. Col (R) Abdul Jalil bin Abdullah, who have served the Board for more than nine (9) years and recommended to the Board for their retention as Independent Non-Executive Directors of the Company at the AGM held on 18 June 2015.

(iv) Reviewed and assessed the training needs of Directors

The Nomination Committee reviewed and assessed the training needs of Directors for the financial year ended 31 December 2015

(v) Reviewed and recommended to the Board the appointment of new Directors

The Nomination Committee reviewed and recommended to the Board the appointment of the following new Directors during the financial year ended 31 December 2015:

a) Datuk Fakhri Yassin bin Mahiaddin, Non-Independent Executive Chairman (appointed on 18 April 2015)
b) Mr. Lee Seng Huang, Non-Independent Non-Executive Director (appointed on 18 April 2015)
c) Mr. Lee Eng Leong, Alternate Director to Mr. Lee Seng Huang (appointed on 18 April 2015)
d) Mr. Rewi Hamid Bugo, Independent Non-Executive Director (appointed on 18 September 2015)

(c) Remuneration Committee

The Remuneration Committee consists of all Non-Executive Directors, a majority of whom are Independent Directors. For the financial year ended 31 December 2015, the composition of the Remuneration Committee is as follows:-

(i) Lt. Col (R) Abdul Jalil bin Abdullah (Chairman) *(Independent Non-Executive Director)*
(ii) Lim Kok Beng *(Independent Non-Executive Director)*
(iii) Ghazie Yeoh bin Abdullah *(Group Managing Director)*

The main responsibilities of the Remuneration Committee are to review and recommend to the Board the following:-

(i) Directors' fees of the Non-Executive Directors;
(ii) remuneration package of the Executive Directors; and
(iii) incentive schemes or the like for Management or other employees.

STATEMENT ON CORPORATE GOVERNANCE (cont'd)

The Remuneration Committee met twice (2) during the financial year ended 31 December 2015 to review and recommend to the Board, the Directors' fees of the Non-Executive Directors and remuneration package of the Executive Directors. The meetings were attended by all the Remuneration Committee members at the relevant times.

1.13 Company Secretaries

The Board is satisfied with the performances and support rendered by two (2) qualified Company Secretaries, who play an advisory role to the Board in relation to the Company's constitution, Board's policies and procedures as well as compliance with the relevant guidelines, regulatory and statutory requirements, corporate governance and best practices.

The Company Secretaries are also responsible in organising and attending all Board and Committee Meetings, ensuring adherence to board policies and procedures and that all statutory records are well maintained at the registered office of the Company. The Company Secretaries also ensures that the deliberations and decisions made at the Board and Committee Meetings are well captured and minuted.

All Directors have access to the advice and services of the Company Secretaries.

2. DIRECTORS' REMUNERATION

The remuneration of Directors is determined at levels which enable the Company to attract and retain Directors with the relevant experience and expertise to govern the Group effectively. In the case of Executive Directors, the remuneration is structured to link rewards to corporate and individual performance based on key performance indicators. For Non-Executive Directors, the level of remuneration reflects their experience and level of responsibilities.

The Remuneration Committee recommends to the Board, the remuneration (including Directors' fees) for each Director of the Company. Each individual Director does not participate in the discussion and decision on his own remuneration. Directors' fees payable to the Non-Executive Directors are subject to the approval of shareholders at the AGM. The Non-Executive Directors are also paid meeting allowance for attendance at each Board and Committee meeting.

Details of the aggregate remuneration of the Directors of the Company, categorised into appropriate components, for the financial year ended 31 December 2015 are as follows:-

	Executive Directors RM'000	Non-Executive Directors RM'000
Salaries and other emoluments	1,640	–
Directors' fees and other emoluments	–	156

The number of Directors whose total remuneration falls within the following bands is as follows:-

Range of Remuneration	No. of Executive Directors	No. of Non-Executive Directors	Total
Below RM50,000	–	4	4
RM300,000 to RM350,000	1	–	1
RM450,000 to RM500,000	1	–	1
RM700,000 to RM750,000	–	–	–
RM800,000 to RM850,000	1	–	1
Total:	3	4	7

STATEMENT ON CORPORATE GOVERNANCE (cont'd)

3. SHAREHOLDERS

3.1 Communication between the Company and Investors

The Board acknowledges the need for shareholders to be informed of all material business matters of the Company. Announcements to Bursa Securities are made on significant developments and matters of the Group. Financial results are released on a quarterly basis to provide shareholders with a regular overview of the Group's performance. The Corporate Communication Department of the Company also arranges press interviews and briefings, and releases press announcements to provide information on the Group's business activities, performance and major developments, as and when necessary.

In addition to published annual report and quarterly results announced to Bursa Securities, the Company has a website at ***www.thriven.com.my*** from which investors and shareholders can access for information about the Group. Any enquiries may be directed to this email address, ***ir@thriven.com.my***.

While the Company endeavours to provide as much information as possible to its shareholders and stakeholders, it is mindful of the legal and regulatory framework governing the release of material and price-sensitive information.

3.2 Shareholders' Meeting

General meetings represent the principal forum for dialogue and interaction with shareholders. Notices of general meetings with sufficient information of business to be dealt with thereat are published in one national newspaper to provide for wider dissemination of such notice to encourage shareholder participation. At the general meetings, shareholders have direct access to the Board and are encouraged to participate in the question and answer session.

At the outset of general meetings, the Chairman would inform the shareholders of their right to request for poll vote. Generally, resolutions will be carried out by show of hands, except for related party transactions wherein poll will be conducted, as required under the Listing Requirements of Bursa Securities. The Board will endeavour to put substantive resolutions to be voted by way of poll and make an announcement of the detailed results to Bursa Securities.

4. ACCOUNTABILITY AND AUDIT

4.1 Financial Reporting

In presenting the annual audited financial statements, annual report and announcement of quarterly results to shareholders, the Board aims to present a balanced and understandable assessment of the Group's position, performance and prospects. The Board considers that in preparing the financial statements and announcements, the Group has used appropriate accounting policies and standards, consistently applied and supported by reasonable and prudent judgments and estimates.

4.2 Internal Control and Risk Management

The Board affirms its overall responsibility for the Group's system of internal controls covering not only financial controls but also controls relating to operational, compliance and risk management. The system, by its nature, can only provide reasonable and not absolute assurance against material misstatement, loss or fraud. The Statement on Risk Management and Internal Control as set out on pages 42 to 44 of the Annual Report, provides an overview of the state of internal controls and risk management within the Group.

STATEMENT ON CORPORATE GOVERNANCE (cont'd)

4.3 Relationship with Auditors

Through the AC, the Board has established an appropriate and transparent relationship with the Company's auditors, both internal and external. The Board, through the AC, seeks professional advice from the external auditors in ensuring the compliance with the provision of the Companies Act, 1965 and applicable Malaysian Financial Reporting Standards.

The external auditors attended the AC's meetings when necessary. The external auditors are also invited to attend the Company's AGM and are available to answer any questions from shareholders on the audited financial statements.

The AC performed annual assessment on the suitability and independence of the external auditors and had obtained written assurance from the external auditors confirming the independencies throughout the conduct of the audit engagement in accordance with the provisions of the Bye-laws on Professional Independence of the Malaysian Institute of Accountants and other regulatory requirements.

5. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors are required by the Companies Act, 1965 to prepare financial statements which are in accordance with applicable approved financial reporting standards and give a true and fair view of the financial position of the Company and the Group at the end of the financial year, as well as of the financial performance and cash flows of the Company and the Group for the financial year.

In preparing the financial statements, the Directors have:-

(i) ensured that the financial statements are in accordance with the provisions of the Companies Act, 1965, the applicable financial reporting standards and the Listing Requirements of Bursa Securities;
(ii) adopted the appropriate accounting policies and applied them consistently; and
(iii) made judgments and estimates that are prudent and reasonable.

The Directors are responsible for ensuring that proper accounting records are kept which disclose with reasonable accuracy, the financial position of the Company and the Group which enable them to ensure that the financial statements comply with the relevant statutory requirements.

This Statement on Corporate Governance was approved by the Board on 29 March 2016.

ADDITIONAL COMPLIANCE INFORMATION

The information set out below is disclosed in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad:-

1. UTILISATION OF PROCEEDS RAISED FROM CORPORATE PROPOSAL

On 25 June 2015, the Company had completed its Private Placement exercise of 22,830,250 new ordinary shares of RM0.10 each in the Company to independent third party investor(s). In total, the Company raised gross proceeds of RM19,727,020 from the Private Placement exercise and its utilization thereof are set out below:-

Purpose	Utilisation (RM'000)
Finance Company's share of remaining shareholders' advance to Mayfair Ventures Sdn. Bhd.	7,182
Repayment of borrowings	7,462
Working capital	4,897
Estimated expenses in relation to the Private Placement	186
Total:	19,727

2. OPTIONS, WARRANTS OR CONVERTIBLE SECURITIES

The Company did not issue any options or convertible securities during the financial year ended 31 December 2015. On 26 June 2015, the Company announced its proposal to issue 188,349,562 free Warrants on the basis of one (1) free Warrant for every two (2) existing ordinary shares of RM0.10 each in the Company held by the entitled shareholders of the Company on an entitlement date (determined and announced later as 5 October 2015) ("Proposed Bonus Issue of Warrants"). The free Warrants were subsequently listed on the Main Market of Bursa Malaysia Securities Berhad on 13 October 2015, marking the completion of the Proposed Bonus Issue of Warrants. There were no warrants exercised during the financial year ended 31 December 2015.

3. AMERICAN DEPOSITORY RECEIPT ("ADR") OR GLOBAL DEPOSITORY RECEIPT ("GDR") PROGRAMME

The Company did not sponsor any ADR or GDR programme during the financial year ended 31 December 2015.

4. SANCTIONS AND/OR PENALTIES

There were no sanctions and/or penalties imposed on the Company and its subsidiaries, Directors or Management by the relevant regulatory bodies during the financial year ended 31 December 2015, which have material impact on the operations or financial position of the Group.

ADDITIONAL COMPLIANCE INFORMATION (cont'd)

5. NON-AUDIT FEES

The non-audit fees paid/payable to the external auditors for services rendered to the Company and/or its subsidiaries for the financial year ended 31 December 2015 amounted to RM85,000.

6. VARIATION IN RESULTS

There was no variance of 10% or more between the audited results for the financial year ended 31 December 2015 and the unaudited results previously announced by the Company. The Company did not release any profit estimate, forecast or projection for the financial year.

7. PROFIT GUARANTEE

There was no profit guarantee received by the Company during the financial year ended 31 December 2015.

8. MATERIAL CONTRACTS INVOLVING DIRECTORS' AND MAJOR SHAREHOLDERS' INTERESTS

There were no material contracts (not being contracts entered into in the ordinary course of business) entered into by the Company and/or its subsidiaries involving directors' and major shareholders' interests during the financial year ended 31 December 2015.

9. STATEMENT BY THE AUDIT COMMITTEE IN RELATION TO ALLOCATION OF OPTIONS OR SHARES PURSUANT TO SHARE ISSUANCE SCHEME

The Company does not have any Share Issuance Scheme and as such, there was no allocation of options or shares during the financial year ended 31 December 2015.

10. SHARE BUY-BACK

The Company does not have a share buy-back scheme during the financial year ended 31 December 2015.

ADDITIONAL
COMPLIANCE INFORMATION (cont'd)

11. RECURRENT RELATED PARTY TRANSACTIONS

Pursuant to Chapter 10, Paragraph 10.09 and Practice Note 12 of the Listing Requirements of Bursa Malaysia Securities Berhad, the details of the recurrent related party transactions of a revenue or trading nature **("RRPT")** conducted pursuant to the Shareholders' Mandate during the financial year ended 31 December 2015 are as follows:-

Transacting Parties	Interested Related Parties	Relationship of Related Parties	Nature of RRPT	Value (RM'000)
(a) Mulpha Group Services Sdn. Bhd. **("MGSSB")**	Interested Major Shareholders Mulpha International Bhd **("MIB")**, Nautical Investments Limited, Mountbatten Corporation, Mount Glory Investments Limited, Yong Pit Chin and Lee Seng Huang	MIB, being the holding company and major shareholder of MGSSB, is also the major shareholder of the Company. Nautical Investments Limited, Mountbatten Corporation, Mount Glory Investments Limited, Yong Pit Chin and Lee Seng Huang also have deemed interests in the Company via MIB.	Payment of rental for premises located at Menara Mudajaya, No. 12A, Jalan PJU 7/3, Mutiara Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan	238
(b) MGSSSB	Interested Major Shareholders MIB, Nautical Investments Limited, Mountbatten Corporation, Mount Glory Investments Limited, Yong Pit Limited, Yong Pit Chin and Lee Seng Huang	MIB, being the holding company and major shareholder of MGSSB, is also the major shareholder of the Company. Nautical Investments Limited, Mountbatten Corporation, Mount Glory Investments Limited, Yong Pit Chin and Lee Seng Huang also have deemed interests in the Company via MIB.	Payment of fees for management and related services provided by MGSSB	462

ADDITIONAL COMPLIANCE INFORMATION (cont'd)

Transacting Parties	Interested Related Parties	Relationship of Related Parties	Nature of RRPT	Value (RM'000)
(c) MJC Development Sdn. Bhd., a subsidiary of Mudajaya Group Berhad **("MGB")**	Interested Major Shareholders MIB, Nautical Investments Limited, Mountbatten Corporation, Mount Glory Investments Limited, Yong Pit Chin and Lee Seng Huang Interested Directors Lee Eng Leong (ceased to be an Alternate Director of the Company on 10 December 2015 and was re-appointed as a Director on 10 March 2016)	MIB, being the major shareholder of the Company, is an indirect major shareholder of MGB via Mulpha Infrastructure Holdings Sdn. Bhd. (a wholly-owned subsidiary of MIB). Nautical Investments Limited, Mountbatten Corporation, Mount Glory Investments Limited, Yong Pit Chin and Lee Seng Huang also have deemed interests in MGB via MIB. Lee Eng Leong, was the Non-Independent Non-Executive Director of the Company until 10 December 2015, is the Alternate Non-Independent Non-Executive Director to Lee Seng Huang in MGB.	Payment of fees for project management services provided by MJC Development Sdn. Bhd.	120

AUDIT COMMITTEE REPORT

CONSTITUTION AND COMPOSITION

The AC was established pursuant to a resolution of the Board passed on 10 April 1997. The current members of the AC are as follows:-

1. **Lim Kok Beng (Chairman)**
   (Independent Non-Executive Director)

2. **Lt. Col (R) Haji Abdul Jalil bin Abdullah**
   (Independent Non-Executive Director)

3. **Henry Choo Hon Fai**
   (Independent Non-Executive Director)

TERMS OF REFERENCE

The terms of reference of the AC are as follows:-

1. Composition

The AC shall be appointed by the Board from amongst the Directors of the Company. The AC shall comprise not less than three (3) members. All the members must be Non-Executive Directors, with a majority of them being Independent Directors. At least one member of the AC must be a member of the Malaysian Institute of Accountants or fulfill such other requirements as prescribed or approved by the Exchange. One of the members of the AC who is an Independent Director shall be appointed Chairman of the AC by the members of the AC.

2. Meetings and Minutes

The AC shall meet at least four (4) times a year. The quorum shall be at least two (2) members, the majority of whom shall be Independent Directors. The AC may request any member of the management and representatives of the external auditors to be present at meetings of the AC. Minutes of each AC meeting are to be prepared and distributed to each member of the AC and the Board. The Company Secretary or his/her Assistant shall be the Secretary of the AC.

3. Authority

The AC is authorised by the Board:-

(a) to investigate any activity of the Company and its subsidiaries within its terms of reference;

(b) to seek any information it requires from any employee for the purpose of discharging its functions and responsibilities and all employees are directed to cooperate with any request made by the AC;

(c) to obtain legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise if it considers it necessary to do so; and

(d) to convene meetings with the external auditors, the internal auditors or both, excluding the attendance of other Directors and employees of the Company and its subsidiaries, whenever deemed necessary.

4. Duties and Responsibilities

The duties and responsibilities of the AC shall be as follows and will cover the Company and its subsidiaries:-

(a) to consider the appointment of external auditors, their terms of appointment and reference and any questions of resignation or dismissal;

(b) to review with the external auditors their audit plan, scope and nature of audit;

(c) to review the quarterly and annual financial statements before submission to the Board;

AUDIT
COMMITTEE REPORT (cont'd)

(d) to review and assess the adequacy and effectiveness of the systems of internal control and accounting control procedures by reviewing the external auditors' management letters and management response;

(e) to hear from and discuss with the external auditors any problem and reservation arising from their interim and final audits or any other matter that the external auditors may wish to highlight;

(f) to review the internal audit programme, consider the findings of internal audit and the actions and steps taken by management in response to such findings and ensure coordination between the internal and external auditors;

(g) to review the adequacy of the scope, functions, competency and resources of the internal audit function and that it has the necessary authority to carry out its work;

(h) to review related party transactions entered into by the Company and the Group to ensure that such transactions are undertaken on the Group's normal commercial terms and that the internal control procedures relating to such transactions are adequate;

(i) to review the process for identifying, evaluating, monitoring and managing significant risks;

(j) to undertake such other responsibilities as may be delegated by the Board from time to time; and

(k) to report to the Board its activities and findings.

MEETINGS AND ATTENDANCE

During the financial year ended 31 December 2015, the AC held five (5) meetings and the record of attendance of the AC members is as follows:-

Name of AC Members	Number of Meetings Attended
Lim Kok Beng	5/5
Lt. Col (R) Haji Abdul Jalil bin Abdullah	5/5
Henry Choo Hon Fai	5/5

The Group Chief Financial Officer and the representatives of internal auditors were invited to attend all the meetings. The Group Managing Director was invited to attend two (2) out of the five (5) meetings. The external auditors were present at three (3) of the total meetings held. During the financial year, the AC also met with the external auditors twice (2) without the presence of the executive board member and management. Other senior management personnel also attended the meetings upon invitation by the AC, as and when required.

SUMMARY OF ACTIVITIES OF THE AC

During the financial year, the AC carried out its activities in line with its terms of reference, which are summarised as follows:-

(a) Reviewed the quarterly results and annual financial statements for recommendation to the Board for approval and release to Bursa Malaysia Securities Berhad.

(b) Reviewed and discussed the Management Accounts of the Company and the Group with management.

(c) Reviewed and approved/adopted the Internal Audit Charter as well as the audit plan, which encompassed the scope of internal audit work.

(d) Reviewed the audit activities and findings of internal audit, as well as the actions and steps taken by management in response to such findings.

AUDIT
COMMITTEE REPORT (cont'd)

(e) Reviewed with the external auditors, their audit plan and scope of audit prior to the commencement of audit.

(f) Reviewed with the external auditors, the audit report, issues, reservations and management responses arising from their audit, as well as the audit and non-audit fees.

(g) Reviewed with the external auditors, the extent of assistance rendered by management and issues arising from their audit, without the presence of the executive board member and management.

(h) Reviewed the recurrent related party transactions entered into by the Company and the Group.

(i) Reported to the Board on significant issues and concerns discussed during the AC Meetings together with applicable recommendations. Minutes of the AC Meetings were tabled and noted by the Board.

(j) Reviewed and recommended to the Board for approval, the Circular to Shareholders in relation to the Proposed Shareholders' Mandate for Recurrent Related Party Transactions.

(k) Reviewed and recommended to the Board for approval, the Statement on Risk Management and Internal Control for inclusion in the Annual Report.

(l) Reviewed and approved the AC Report for inclusion in the Annual Report.

INTERNAL AUDIT FUNCTION AND SUMMARY OF ACTIVITIES

The internal audit function was performed in-house and undertaken by the Internal Audit and Risk Management Department of Mulpha International Berhad ("IAD") until 15 May 2015. Thereafter, the role of Internal Audit was out-sourced to CGRM Infocomm Sdn. Bhd. ("CGRM"), a professional consultancy firm specialises in corporate governance, risk management and internal audit. The IAD and CGRM which report to the AC, undertake regular reviews of the systems of controls, procedures and operations so as to provide reasonable assurance that the internal control system is sound, adequate and operating satisfactorily.

The attainment of such objectives involved the following activities being carried out by the IAD and CGRM during the financial year ended 31 December 2015:-

(a) A high level risk and control assessment was conducted by CGRM during the financial year ending 31 December 2015 to determine the key risk areas for the risk-based on internal audit plan.

(b) Prepared the Internal Audit Charter and audit plan for approval/adoption of the AC.

(c) Reviewed and appraised the adequacy, effectiveness and reliability of internal control systems, policies and procedures.

(d) Monitored the adequacy, reliability, integrity, security and timeliness of financial and other management information systems.

(e) Determined the extent of compliance with relevant laws, codes, standards, regulations, policies, plans and procedures.

(f) Reviewed the efficiency and effectiveness of operational controls to mitigate identified risks.

(g) Reviewed and verified the means used to safeguard assets.

AUDIT
COMMITTEE REPORT (cont'd)

(h) Tabled to the AC, the audit reports incorporating the audit findings, audit recommendations and management responses on the following areas:-

- Insurance coverage
- High level risk and control assessment
- Corporate governance review
- Procurement Management (including Tender Management)

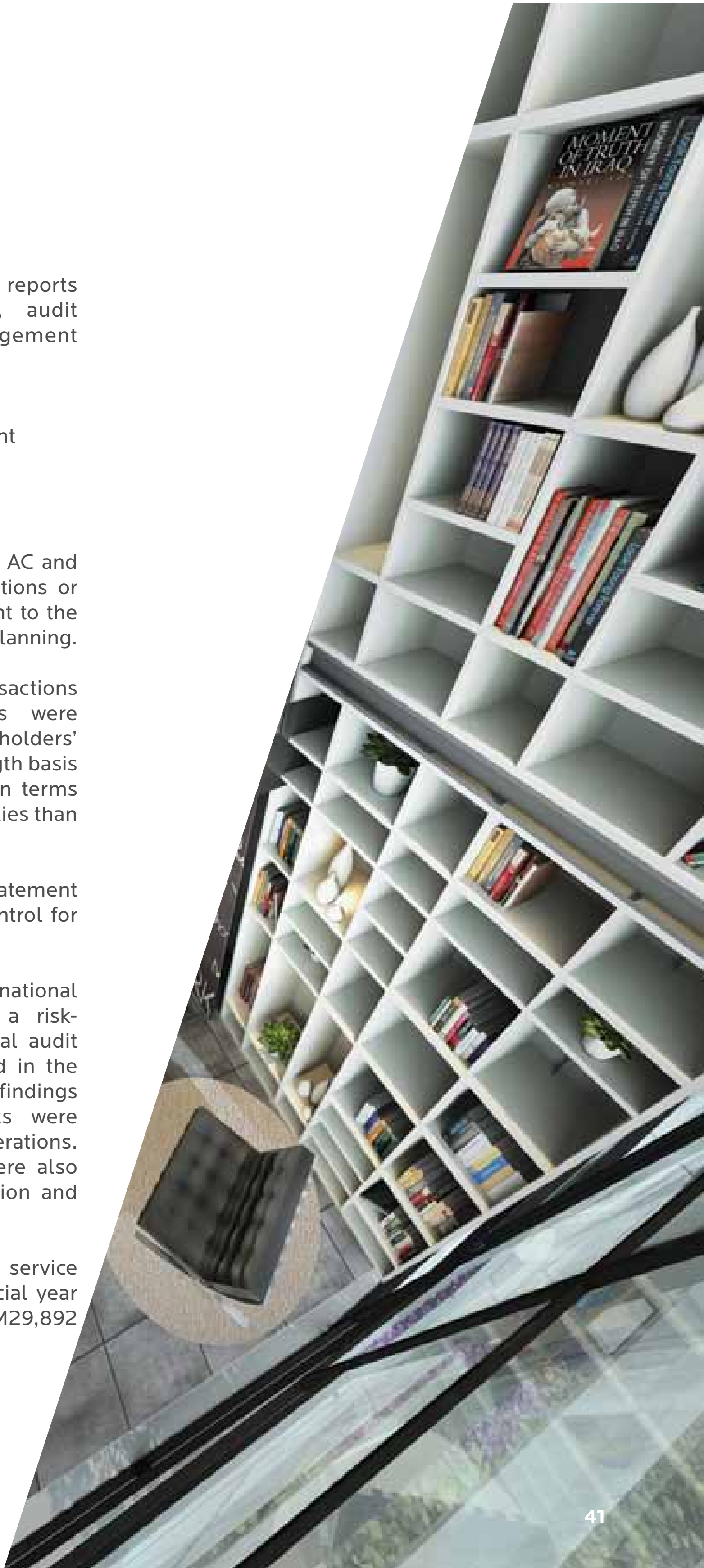
(i) Incorporated suggestions made by the AC and management on concerns over operations or controls and significant issues pertinent to the Company and the Group into the audit planning.

(j) Reviewed recurrent related party transactions to ensure that such transactions were transacted within the approved shareholders' mandate and undertaken on arm's length basis and normal commercial terms and on terms not more favourable to the related parties than those generally available to the public.

(k) Assisted in the preparation of the Statement on Risk Management and Internal Control for inclusion in the Annual Report.

The outsourced internal auditor used International Professional Practices Framework and a risk-based approach in preparing their internal audit plans. The results of the audits provided in the Internal Audit Reports together with the findings and recommendation for improvements were presented to the Audit Committee for deliberations. The resulting reports from the audits were also forwarded to the Management for attention and necessary corrective actions, if any.

Total costs incurred for the internal audit service provided by IAD and CGRM for the financial year ended 31 December 2015 amounted to RM29,892 and RM37,472 respectively.



STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTRODUCTION

Pursuant to paragraph 15.26(b) of Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), the Board of Directors ("Board") is pleased to provide a statement on the risk management and internal controls of the Company and its subsidiaries ("the Group"). This statement has been prepared in accordance with the Statement on Risk Management & Internal Control: Guidelines for Directors of Listed Issuers ("Guidelines") outlining the key elements of the risk management and internal control systems of the Group in the current financial year.

BOARD'S RESPONSIBILITY

The Board acknowledges its responsibility for the Group's risk management and internal control systems and the need to review its adequacy and integrity regularly. The Group has established an ongoing process to identify, evaluate and manage significant risks faced by the Group and devised suitable controls to mitigate these risks. However, such a system is designed to manage rather than eliminate the risk of failure to achieve the Group's goals and objectives. The system by its nature can only provide reasonable but not absolute assurance against material misstatement, fraud or loss.

RISK MANAGEMENT

For the financial year ended 31 December 2015, the Board adopted the Enterprise Risk Management framework, policy and procedures provided by a shared support division of Mulpha International Berhad, the previous holding company of the Group. The Group intends to review the framework, policy and procedures in the financial year ending 31 December 2016.

In addition, Management was responsible for the identification, management and monitoring of the significant operational risks and internal controls affecting their respective business units. They were also involved in the formulation and implementation of appropriate risk management and control measures.

KEY ELEMENTS OF INTERNAL CONTROL

In order to achieve a sound control environment, the key elements in the framework of the Group's internal control systems are as follows: -

Control Environment

1. The Group had incorporated its core ("brand") values, vision, brand personality (corporate philosophy) and commitment to quality, integrity, care and sustainability in the Thriven Brandbook and the Thriven Employee Handbook;

2. The Group has an organisational structure with clear lines of responsibility, reporting and accountability which was aligned to business and operations requirements;

Risk Assessment

Monthly management meetings (and where necessary, adhoc managment meetings) were held to discuss operational matters at Group and departmental level to anticipate, identify and respond to routine and any other events that could have an impact on the achievement of Group and department level objectives;

Control Activities

1. The authority limits for the Group's organisational requirements for areas such as procurement, contracting, human resources and financial management were defined in its Business Authority Limits. This document delineated the division of responsibilities between the Board and Management and will be reviewed and updated as and when required, to reflect changes in the business, operational and organisational environment;

2. Management, led by the Group Managing Director and Group Chief Financial Officer is involved in managing the daily operational and financial activities of the Group;

3. The Group practiced segregation of duties to ensure adequate check-and-balance existed for all major business transactions;

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (cont'd)

Information and Communication

1. A reporting system was maintained to ensure timely generation of financial information for management review;

2. Management meetings were convened monthly to update and discuss all matters relating to operations;

3. Financial results were prepared and reviewed quarterly by the Board and the Audit Committee;

4. Exceptional and comparative reports were reviewed by the Board as part of on-going monitoring of the Group's operations;

Monitoring

1. Management monitors the issues highlighted by the internal auditors and is committed to improve the current processes and internal controls; and

2. The Board and Board Committees took note of the internal audit reports and provided feedback at Audit Committee meetings as part of their oversight function and ascertained the adequacy of the internal control framework in the Group. Further details on the structures of the Board and its committees are provided under Corporate Information on page 9 as well as the Statement on Corporate Governance and Audit Committee Report on pages 22 and 38 respectively.

Internal Audit

The Group outsourced its internal audit function to CGRM Infocomm Sdn Bhd ("CGRM"). CGRM is an independent professional firm, who supports the Audit Committee, and by extension, the Board, by providing an independent assurance on the effectiveness of the Group's systems of internal control.

During the year under review, CGRM assessed the adequacy and effectiveness of the Group's overall governance, risk assessment and system of internal control and compliance thereto. CGRM reports to the Audit Committee who in turn reports to the Board on:

- CGRM's activities;
- CGRM's significant audit results or findings; and
- CGRM's recommendations or actions needed to be taken by the management to rectify highlighted Issues.

During the review, CGRM noted that several internal control improvements were required and the Management is taking necessary steps to implement the same. None of the above findings would have resulted in any material losses, contingencies or uncertainties that would require mention in the annual report.

CGRM refers to the Guidelines on the Internal Audit Function issued by The Institute of Internal Auditors Malaysia, the Standards for the Professional Practice of Internal Auditing (SPPIA) and the Code of Ethics issued by the Institute of Internal Auditors Inc.

Review of this Statement by External Auditors

The external auditors have reviewed this Statement on Risk Management and Internal Control pursuant to the scope set out in Recommended Practice Guide ("RPG") 5 (Revised 2015), Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report issued by the Malaysian Institute of Accountants ("MIA") for inclusion in the annual report of the Group for the year ended 31 December 2015, and reported to the Board that nothing has come to their attention that cause them to believe that the statement intended to be included in the annual report of the Group, in all material respects:

(a) has not been prepared in accordance with the disclosures required by paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers, or

(b) is factually inaccurate.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (cont'd)

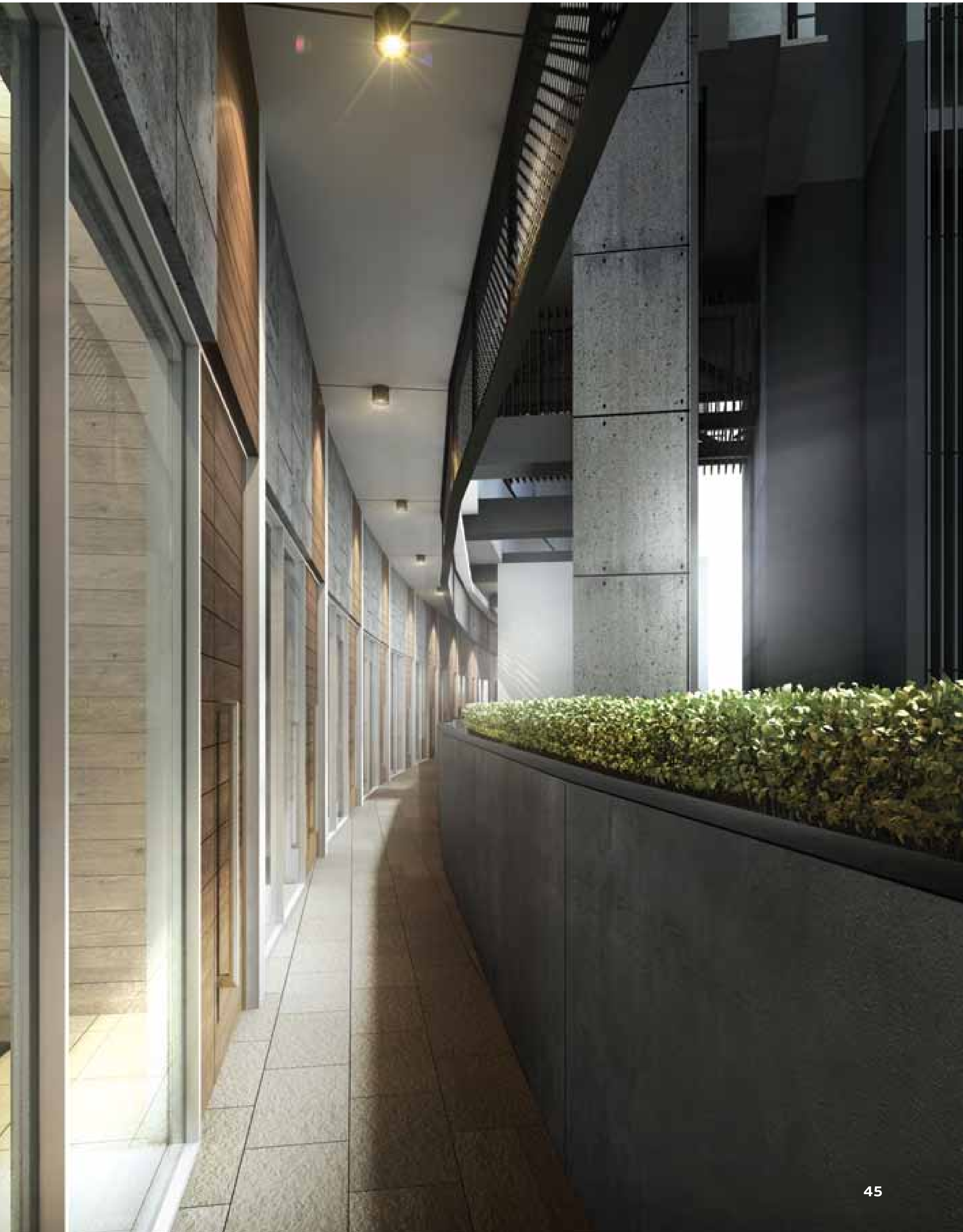
RPG 5 (Revised 2015) does not require the external auditors to consider whether the Directors' Statement on Risk Management and Internal Control covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control system including the assessment and opinion by the Board of Directors and management thereon. The auditors are also not required to consider whether the processes described to deal with material internal control aspects of any significant problems disclosed in the annual report will, in fact, remedy the problems.

CONCLUSION

The Board has received assurance from the Managing Director and Group Chief Financial Officer that the Group's risk management and internal control system is operating effectively, in all material aspects, based on the risk management and internal control system of the Group.

The Board and Management of the Group view the development of the systems of risk management and internal control as an ongoing process. The Board and management maintained an ongoing commitment to strengthen the Group's risk management and internal control environment and processes.

This Statement on Risk Management and Internal Control is made in accordance with the resolution of the Board dated 29 March 2016.



STATEMENT ON CORPORATE RESPONSIBILITY

Thriven Global Berhad believes that fulfilling its corporate social responsibilities is an essential part of being a good corporate citizen. We take great pride in integrating sustainable practices into our standard operational procedures, where appropriate.

We are committed to establishing developments that are sustainable, while utilizing natural resources in a sensible way. Our decisions and actions are always guided by environmental considerations.

We are incorporating green features into our offerings to minimize waste and to ensure optimum efficiency in energy and water consumption.

Innovations abound at our developments where rainwater is harvested for watering plants and cleaning outdoor spaces. To enhance natural lighting, extra openings are built into the ground floor of our buildings. This also increases cross ventilation. Consequently, there is a significant reduction in electricity usage.

We are constantly searching the world to discover state-of-the-art sustainability initiatives that will add to our momentum. Presently, we are already recycling, reusing and preserving materials to curtail carbon wastage and environmental deterioration. Existing trees are protected and verdant greenery is cultivated to create evergreen havens within our developments.

FINANCIAL STATEMENTS

DIRECTORS' REPORT

as at 31 December 2015

Directors' report for the year ended 31 December 2015

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year ended 31 December 2015.

Principal activities

The principal activities of the Company are investment holding, property development and property investment, whilst the principal activities of the subsidiaries are as stated in Note 5 to the financial statements.

There has been no significant change in the nature of these activities during the financial year.

Results

	Group RM'000	Company RM'000
Profit for the year attributable to:		
Owners of the Company	3,508	5,269
Non-controlling interests	(3,132)	–
	376	5,269

Reserves and provisions

There were no material transfers to or from reserves or provisions during the financial year under review except as disclosed in note to the financial statements.

Dividends

No dividend was paid during the financial year and the Directors do not recommend any dividend to be paid for the year under review.

Directors of the Company

Directors who served since the date of the last report are:

Ghazie Yeoh bin Abdullah
Lim Kok Beng
Abdul Jalil bin Abdullah
Henry Choo Hon Fai
Dato' Low Keng Siong
Datuk Fakhri Yassin bin Mahiaddin (appointed on 18 April 2015)
Rewi Hamid Bugo (appointed on 18 September 2015)
Lee Seng Huang (appointed on 18 April 2015 and resigned on 10 December 2015)
Lee Eng Leong (appointed as alternate director to Lee Seng Huang on 18 April 2015, ceased to be an alternate director on 10 December 2015 and re-appointed as director on 10 March 2016)

DIRECTORS' REPORT (cont'd)
as at 31 December 2015

Directors' interests in shares

The direct and deemed interests in the ordinary shares of the Company and of its related corporations (other than wholly-owned subsidiaries) of those Directors at financial year end as recorded in the Register of Directors' Shareholdings are as follows:

	Number of ordinary shares of RM0.10 each				
The Company	**At 1.1.2015/ Date of appointment#**	**Acquired**	**Bonus issue**	**Sold**	**At 31.12.2015**
Direct interests					
Ghazie Yeoh bin Abdullah	–	1,625,000	812,500	–	2,437,500
Dato' Low Keng Siong	7,100,000	11,659,500	9,379,750	–	28,139,250
Abdul Jalil bin Abdullah	60,000	–	30,000	–	90,000
Rewi Hamid Bugo#, [1]	415,000	–	207,500	–	622,500
Deemed interests					
Datuk Fakhri Yassin bin Mahiaddin#, [2]	75,012,500	–	37,506,290	–	112,518,790
Ghazie Yeoh bin Abdullah[3]	19,645,400	–	9,822,700	–	29,468,100
Dato' Low Keng Siong[3]	19,645,400	–	9,822,700	–	29,468,100

DIRECTORS'
REPORT (cont'd)
as at 31 December 2015

Directors' interests in shares (continued)

	Number of warrants over ordinary shares of RM0.10 each				
The Company	At 1.1.2015/ Date of appointment#	Acquired	Bonus issue of warrants	Exercised	At 31.12.2015
Direct interests					
Ghazie Yeoh bin Abdullah	–	–	1,218,750	–	1,218,750
Dato' Low Keng Siong	–	–	14,069,625	–	14,069,625
Abdul Jalil bin Abdullah	–	–	45,000	–	45,000
Rewi Hamid Bugo#, [1]	–	–	311,250	–	311,250
Deemed interests					
Datuk Fakhri Yassin bin Mahiaddin #, [2]	–	–	56,259,472	–	56,259,472
Ghazie Yeoh bin Abdullah[3]	–	–	14,734,050	–	14,734,050
Dato' Low Keng Siong[3]	–	–	14,734,050	–	14,734,050

[1] On 18 September 2015, Rewi Hamid Bugo was appointed as the Director of the Company and he had acquired 415,000 ordinary shares of RM0.10 each prior to the date of appointment.

[2] Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of his shareholding in Teladan Kuasa Sdn. Bhd..

[3] Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of their shareholdings in Pasukan Sehati Sdn. Bhd..

By virtue of their interests in the shares of the Company, Datuk Fakhri Yassin bin Mahiaddin, Ghazie Yeoh bin Abdullah and Dato' Low Keng Siong are also deemed interested in the shares of all the subsidiaries during the financial year to the extent that the Company has an interest.

On 6 March 2015, Teladan Kuasa Sdn. Bhd. exercised its rights under the call option agreement dated 17 May 2012 entered with Mulpha International Bhd to acquire 75,000,000 ordinary shares in the Company. The details of the transaction are as disclosed in Note 32 to the financial statements.

None of the other Directors holding office at 31 December 2015 has any interest in the ordinary shares of the Company and of its related corporations during the financial year.

DIRECTORS'
REPORT (cont'd)
as at 31 December 2015

Directors' benefits

Since the end of the previous financial year, no Director of the Company has received nor become entitled to receive any benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by the Directors as shown in the financial statements or the fixed salary of a full time employee of the Company or of related corporations) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest, other than as disclosed in Note 29 to the financial statements.

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

Issue of shares and debentures

During the financial year, the Company issued:

a) 18,180,000 new ordinary shares of RM0.10 each with a premium of RM0.76 per ordinary share through private placement to eligible investors for a total cash consideration of RM15,634,800 to fund the Company's advances to a subsidiary, repayment of bank borrowings and for working capital purposes.

b) 4,650,250 new ordinary shares of RM0.10 each with a premium of RM0.78 per ordinary share through private placement to eligible investors for a total cash consideration of RM4,092,220 to fund the Company's advances to a subsidiary, repayment of bank borrowings and for working capital purposes.

c) 125,566,375 new ordinary shares of RM0.10 each at par on the basis of one (1) bonus share for every two (2) existing ordinary shares held ("Bonus Issue of Shares") by entitled shareholders via the capitalisation of RM12,556,638 from the Company's share premium account.

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

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

There were no debentures issued during the financial year.

DIRECTORS'
REPORT (cont'd)
as at 31 December 2015

Warrants

As at the end of the financial year, the Company has the following outstanding warrants:

Warrants	Exercise price per ordinary share	Expiry date	Number of warrants outstanding as at 31.12.2015
Warrants	RM0.64	5 October 2020	188,349,562

On 6 October 2015, the Company issued 188,349,562 free warrants on the basis of one (1) warrant for every two (2) existing ordinary shares held in the Company, after the completion of the Bonus Issue of Shares. These warrants were listed on Bursa Malaysia Securities Berhad on 13 October 2015.

The main features of the warrants are as follows:

a) each warrants will entitle its registered holder during the exercise period to subscribe for one (1) new ordinary share at the exercise price, which has been fixed at RM0.64 per share subject to adjustments in accordance with the provisions of the Deed Poll constituting the warrants.

b) the warrants may be exercised on or after 6 October 2015. The tenure of the warrants is five (5) years, with the expiry date on 5 October 2020. Warrants not exercised during the exercise period shall thereafter lapse and cease to be valid for any purpose.

Options granted over unissued shares

No options were granted to any person to take up unissued shares of the Company during the financial year apart from the warrants as disclosed in the financial statements.

Other statutory information

Before the financial statements of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that:

i) all known bad debts have been written off and adequate provision made for doubtful debts, and

ii) any current assets which were unlikely to be realised in the ordinary course of business have been written down to an amount which they might be expected so to realise.

DIRECTORS'
REPORT (cont'd)
as at 31 December 2015

Other statutory information (continued)

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

i) that would render the amount written off for bad debts or the amount of the provision for doubtful debts in the Group and in the Company inadequate to any substantial extent, or

ii) that would render the value attributed to the 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, or

iv) not otherwise dealt with in this report or the financial statements that would render any amount stated in the financial statements of the Group and of the Company misleading.

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

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

ii) any contingent liability in respect of the Group or of the Company that has arisen since the end of the financial year.

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

In the opinion of the Directors, except as disclosed in Note 20 to the financial statements, the financial performance of the Group and of the Company for the financial year ended 31 December 2015 have not been substantially affected by any item, transaction or event of a material and unusual nature nor has any such item, transaction or event occurred in the interval between the end of that financial year and the date of this report.

Significant event

The significant event is as disclosed in Note 32 to the financial statements.

DIRECTORS' REPORT (cont'd)
as at 31 December 2015

Auditors

The auditors, Messrs KPMG, have indicated their willingness to accept re-appointment.

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

....
Datuk Fakhri Yassin bin Mahiaddin

....
Ghazie Yeoh bin Abdullah

Kuala Lumpur,

Date: 29 March 2016

STATEMENTS OF FINANCIAL POSITION

as at 31 December 2015

	Note	Group 31.12.2015 RM'000	Group 31.12.2014 RM'000 Restated	Group 1.1.2014 RM'000 Restated	Company 31.12.2015 RM'000	Company 31.12.2014 RM'000	Company 1.1.2014 RM'000
Assets							
Property, plant and equipment	3	**10,692**	1,189	356	**3,204**	170	40
Investment properties	4	**3,434**	2,861	959	**904**	921	945
Investments in subsidiaries	5	**–**	–	–	**84,018**	106,108	100,543
Goodwill	6	**7,205**	1,891	1,891	**–**	–	–
Inventories	7	**44,306**	49,213	55,267	**–**	–	–
Deferred tax assets	8	**–**	–	–	**495**	212	1,621
Trade and other receivables	9	**–**	–	–	**25,565**	18,022	20,617
Total non-current assets		**65,637**	55,154	58,473	**114,186**	125,433	123,766
Inventories	7	**275,551**	239,790	255,167	**7,689**	24,841	43,598
Trade and other receivables	9	**17,923**	4,011	11,133	**63,417**	22,142	28,408
Prepayments		**441**	1,257	126	**27**	32	126
Income tax recoverable		**43**	415	69	**44**	412	–
Cash and cash equivalents	10	**40,872**	19,927	21,977	**16,646**	8,052	16,196
		334,830	265,400	288,472	**87,823**	55,479	88,328
Assets classified as held for sale		**–**	–	18,072	**–**	–	18,072
Total current assets		**334,830**	265,400	306,544	**87,823**	55,479	106,400
Total assets		**400,467**	320,554	365,017	**202,009**	180,912	230,166

STATEMENTS OF
FINANCIAL POSITION (cont'd)
as at 31 December 2015

	Note	Group 31.12.2015 RM'000	Group 31.12.2014 RM'000 Restated	Group 1.1.2014 RM'000 Restated	Company 31.12.2015 RM'000	Company 31.12.2014 RM'000	Company 1.1.2014 RM'000
Equity							
Share capital	11	**37,670**	22,830	22,830	**37,670**	22,830	22,830
Share premium	12	**7,182**	2,481	2,481	**7,182**	2,481	2,481
Warrant reserve	12	**14,126**	–	–	**14,126**	–	–
Capital reserve	12	**86,004**	86,004	83,203	**83,203**	83,203	83,203
Retained earnings	12	**21,000**	31,618	21,797	**30,978**	39,835	14,571
Total equity attributable to owners of the Company		**165,982**	142,933	130,311	**173,159**	148,349	123,085
Non-controlling interests		**(3,074)**	58	11,183	**–**	–	–
Total equity		**162,908**	142,991	141,494	**173,159**	148,349	123,085
Liabilities							
Deferred tax liabilities	8	**5,269**	5,765	5,465	**–**	–	–
Bank borrowings	13	**102,612**	93,780	98,785	**–**	–	–
Trade and other payables	14	**–**	–	37,368	**–**	–	37,368
Total non-current liabilities		**107,881**	99,545	141,618	**–**	–	37,368
Liabilities							
Bank borrowings	13	**61,997**	28,572	34,243	**17,000**	21,801	31,548
Trade and other payables	14	**56,914**	46,054	45,784	**1,850**	10,762	37,187
Other current liabilities	15	**10,256**	2,914	370	**10,000**	–	–
Income tax payable		**511**	478	1,508	**–**	–	978
Total current liabilities		**129,678**	78,018	81,905	**28,850**	32,563	69,713
Total liabilities		**237,559**	177,563	223,523	**28,850**	32,563	107,081
Total equity and liabilities		**400,467**	320,554	365,017	**202,009**	180,912	230,166

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the year ended 31 December 2015

	Note	Group 2015 RM'000	Group 2014 RM'000 Restated	Company 2015 RM'000	Company 2014 RM'000
Revenue	16	**56,810**	44,680	**55,809**	39,366
Cost of sales	17	**(36,138)**	(25,889)	**(17,430)**	(16,266)
Gross profit		**20,672**	18,791	**38,379**	23,100
Other income	18	**1,601**	16,880	**6,600**	20,255
Other expenses		**(16,241)**	(20,449)	**(38,594)**	(14,352)
Profit from operations		**6,032**	15,222	**6,385**	29,003
Finance costs	19	**(2,817)**	(6,213)	**(885)**	(1,488)
Profit before tax	20	**3,215**	9,009	**5,500**	27,515
Income tax expense	23	**(2,839)**	(3,467)	**(231)**	(2,251)
Profit for the year, Total comprehensive income for the year		**376**	5,542	**5,269**	25,264
Total comprehensive income attributable to:					
Owners of the Company		**3,508**	9,821	**5,269**	25,264
Non-controlling interests		**(3,132)**	(4,279)	**–**	–
Total comprehensive income for the year		**376**	5,542	**5,269**	25,264
Earnings per ordinary share:					
Basic/diluted (sen per share)	24	**0.97**	2.87		

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended 31 December 2015

Group
At 1 January 2014, as previously stated
Impact of adoption of MFRS 15
At 1 January 2014, *restated*
Total comprehensive income for the year
Contribution by and distribution to owners of the Company
Dividends to non-controlling interest of a subsidiary
Changes in ownership interest in a subsidiary
Total transactions with owners of the Company
At 31 December 2014, *restated*
Total comprehensive income for the year
Contribution by and distribution to owners of the Company
Issuance of ordinary shares
Share issuance expenses
Bonus issue
– ordinary shares
– warrants
Total transactions with owners of the Company
At 31 December 2015

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

CONSOLIDATED STATEMENT OF
CHANGES IN EQUITY (cont'd)
for the year ended 31 December 2015

Attributable to owners of the Company							
Non-distributable				*Distributable*			
Share capital RM'000	**Share premium RM'000**	**Warrant reserves RM'000**	**Capital reserves RM'000**	**Retained earnings RM'000**	**Total RM'000**	**Non-controlling interests RM'000**	**Total equity RM'000**
22,830	2,481	–	83,203	20,268	128,782	10,810	139,592
–	–	–	–	1,529	1,529	373	1,902
22,830	2,481	–	83,203	21,797	130,311	11,183	141,494
–	–	–	–	9,821	9,821	(4,279)	5,542
–	–	–	–	–	–	(3,745)	(3,745)
–	–	–	2,801	–	2,801	(3,101)	(300)
–	–	–	2,801	–	2,801	(6,846)	(4,045)
22,830	2,481	–	86,004	31,618	142,933	58	142,991
–	–	–	–	3,508	3,508	(3,132)	376
2,283	17,444	–	–	–	19,727	–	19,727
–	(186)	–	–	–	(186)	–	(186)
2,283	17,258	–	–	–	19,541	–	19,541
12,557	(12,557)	–	–	–	–	–	–
–	–	14,126	–	(14,126)	–	–	–
14,840	4,701	14,126	–	(14,126)	19,541	–	19,541
37,670	**7,182**	**14,126**	**86,004**	**21,000**	**165,982**	**(3,074)**	**162,908**
Note 11	**Note 12**	**Note 12**	**Note 12**	**Note 12**			

STATEMENT OF CHANGES IN EQUITY
for the year ended 31 December 2015

Company	Share capital RM'000	Share premium RM'000	Warrant reserves RM'000	Capital reserves RM'000	Retained earnings RM'000	Total equity RM'000
	Attributable to owners of the Company					
	Non-distributable				Distributable	
At 1 January 2014	22,830	2,481	–	83,203	14,571	123,085
Total comprehensive income for the year	–	–	–	–	25,264	25,264
At 31 December 2014/1 January 2015	22,830	2,481	–	83,203	39,835	148,349
Total comprehensive income for the year	–	–	–	–	5,269	5,269
Contribution by and distribution to owners of the Company						
Issuance of ordinary shares	2,283	17,444	–	–	–	19,727
Share issuance expenses	–	(186)	–	–	–	(186)
	2,283	17,258	–	–	–	19,541
Bonus issue						
– ordinary shares	12,557	(12,557)	–	–	–	–
– warrants	–	–	14,126	–	(14,126)	–
Total transactions with owners of the Company	14,840	4,701	14,126	–	(14,126)	19,541
At 31 December 2015	**37,670**	**7,182**	**14,126**	**83,203**	**30,978**	**173,159**
	Note 11	**Note 12**	**Note 12**	**Note 12**	**Note 12**	

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

STATEMENTS OF CASH FLOWS

for the year ended 31 December 2015

	Note	Group 2015 RM'000	Group 2014 RM'000 Restated	Company 2015 RM'000	Company 2014 RM'000
Cash flows from operating activities					
Profit before tax		**3,215**	9,009	**5,500**	27,515
Adjustments for:					
Depreciation of property, plant and equipment	3	**304**	62	**223**	18
Depreciation of investment properties	4	**17**	24	**17**	24
Reversal of impairment loss on amount due from a subsidiary		**–**	–	**(50)**	(40)
Reversal of impairment loss on an other receivable		**–**	(133)	**–**	(112)
Reversal of impairment loss on a trade receivable		**(170)**	–	**(170)**	–
Transfer of property, plant and equipment		**–**	–	**–**	(1)
Loss on disposal of investment properties		**–**	14	**–**	–
Gain on disposal of non-current assets classified as held for sale		**–**	(15,046)	**–**	(15,046)
Loss on disposal of property, plant and equipment		**4**	–	**4**	–
Inventory written down		**–**	7,600	**–**	–
Impairment on investment in subsidiary		**–**	–	**28,400**	153
Impairment loss on inter company balances		**–**	–	**–**	8,500
Compensation for early settlement of the acquisition of a subsidiary		**–**	2,429	**–**	–
Unwinding of discount on payables		**–**	2,989	**–**	–
Interest expense		**2,817**	3,224	**885**	1,488
Interest income		**(1,135)**	(1,354)	**(4,517)**	(3,838)

STATEMENTS OF
CASH FLOWS (cont'd)
for the year ended 31 December 2015

	Note	Group 2015 RM'000	Group 2014 RM'000 Restated	Company 2015 RM'000	Company 2014 RM'000
Operating profit before changes in working capital		**5,052**	8,818	**30,292**	18,661
Changes in working capital					
Inventories		**(30,854)**	11,659	**17,152**	18,756
Receivables		**(11,920)**	6,124	**(11,544)**	329
Payables		**13,344**	(4,717)	**9,543**	(7,186)
Related companies		**4,848**	7,530	**(8,440)**	(11,983)
Subsidiaries		**–**	–	**(37,064)**	(7,389)
Cash (used in)/from operations		**(19,530)**	29,414	**(61)**	11,188
Interest paid		**(2,817)**	(3,224)	**(885)**	(1,488)
Tax paid		**(3,066)**	(4,543)	**(182)**	(1,821)
Tax refund		**136**	–	**36**	–
Net cash (used in)/from operating activities		**(25,277)**	21,647	**(1,092)**	7,879
Cash flows from investing activities					
Purchase of property, plant and equipment	3	**(9,826)**	(660)	**(3,276)**	(147)
Development cost incurred on investment property	4	**(590)**	(3)	**–**	–
Acquisition of a subsidiary	30.1	**(6,310)**	–	**(6,310)**	–
Settlement of purchase consideration for acquisition of subsidiary		**–**	(42,786)	**–**	(42,786)
Acquisition of non-controlling interests		**–**	(300)	**–**	(300)
Proceeds from disposal of property, plant and equipment		**15**	–	**15**	–
Proceeds from disposal of non-current assets classified as held for sale		**–**	33,119	**–**	33,119
Interest received		**1,135**	1,354	**4,517**	3,838
Net cash used in investing activities		**(15,576)**	(9,276)	**(5,054)**	(6,276)

STATEMENTS OF
CASH FLOWS (cont'd)
for the year ended 31 December 2015

	Note	Group 2015 RM'000	Group 2014 RM'000 Restated	Company 2015 RM'000	Company 2014 RM'000
Cash flows from financing activities					
Dividend paid to non-controlling interests		**–**	(3,745)	**–**	–
(Placement)/Withdrawal of pledged deposits		**(18)**	669	**(7)**	(260)
Proceeds from issuance of share capital		**19,541**	–	**19,541**	–
Net drawdown/(repayment) of bank borrowings		**28,166**	(13,081)	**(4,500)**	(9,747)
Net cash from/(used in) financing activities		**47,689**	(16,157)	**15,034**	(10,007)
Net increase/(decrease) in cash and cash equivalents		**6,836**	(3,786)	**8,888**	(8,404)
Cash and cash equivalents at 1 January		**16,937**	20,723	**7,524**	15,928
Cash and cash equivalents at 31 December	10	**23,773**	16,937	**16,412**	7,524

Cash and cash equivalents

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

	Note	Group 2015 RM'000	Group 2014 RM'000	Company 2015 RM'000	Company 2014 RM'000
Cash and deposits with licensed banks	10	**40,872**	19,927	**16,646**	8,052
Bank overdrafts	13	**(16,544)**	(2,453)	**–**	(301)
Deposits and interest reserve account pledged	10	**(555)**	(537)	**(234)**	(227)
Cash and cash equivalents		**23,773**	16,937	**16,412**	7,524

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2015

Thriven Global Berhad (formerly known as Mulpha Land Berhad) is a public limited liability company, incorporated and domiciled in Malaysia and is listed on the Main Market of the Bursa Malaysia Securities Berhad. The addresses of the principal place of business and registered office of the Company are as follows:

Principal place of business and registered office

Level 23A, Menara LGB
No. 1, Jalan Wan Kadir
Taman Tun Dr Ismail
60000 Kuala Lumpur

The consolidated financial statements of the Company as at and for the financial year ended 31 December 2015 comprise the Company and its subsidiaries (together referred to as the "Group" and individually referred to as "Group entities"). The financial statements of the Company as at and for the financial year ended 31 December 2015 do not include other entities.

The principal activities of the Company are investment holding, property development and property investment, whilst the principal activities of the subsidiaries are as disclosed in Note 5 to the financial statements.

During the financial year, Mulpha International Bhd ("MIB") ceased to be the holding company subsequent to the exercise of option rights by Teladan Kuasa Sdn. Bhd. ("TKSB") on 6 March 2015 under the call option agreement dated 17 May 2012 with MIB. The details of the transaction are as disclosed in Note 32.

These financial statements were authorised for issue by the Board of Directors on 29 March 2016.

1. Basis of preparation

1.1 Statement of compliance

The financial statements of the Group and of the Company have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRSs"), International Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia.

All significant accounting policies adopted are consistent with those of the audited financial statements for financial year ended 31 December 2014, except for the early adoption of MFRS 15, *Revenue from Contracts with Customers.*

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

1. Basis of preparation (continued)

1.1 Statement of compliance (continued)

MFRSs, Interpretations and amendments early adopted by the Group

MFRS 15, *Revenue from Contracts with Customers*

Prior to the adoption of MFRS 15, *Revenue from Contracts with Customers*, the revenue is recognised in the profit and loss when significant risks and rewards on ownership have been transferred to the buyer on the basis of fair value of the consideration receivable based on the following key considerations:

(i) the risks and rewards of the properties under development passes to the buyer on delivery in its entirety at a single time on vacant possession and not continuously as construction progresses;

(ii) the Group entities maintains control over the properties under development during the construction period, i.e. the entity retains the obligation to construct the property in accordance with the terms of the Sale and Purchase Agreement and correspondingly, construction risks are retained with the Group entities;

(iii) the Sale and Purchase Agreement does not give the right to the buyer to take over the work-in-progress during construction; and

(iv) the buyer has limited ability to influence the design of the property.

Upon adoption of MFRS 15, the Company will recognise the revenue from contracts with customers on the basis of depicting the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The details of the change in accounting policy is disclosed in Note 2 to the financial statements.

In previous financial years, the financial statements of the Group and Company were prepared in accordance with MFRS 118 in Malaysia. The financial impact on transition to MFRSs is disclosed in Note 31.

The following are accounting standards, amendments and interpretations that have been issued by the Malaysian Accounting Standards Board ("MASB") but have not been adopted by the Group and the Company:

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2016
- MFRS 14, *Regulatory Deferral Accounts*
- Amendments to MFRS 5, *Non-current Assets Held for Sale and Discontinued Operations (Annual Improvements 2012-2014 Cycle)*
- Amendments to MFRS 7, *Financial Instruments: Disclosures (Annual Improvements 2012-2014 Cycle)*

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

1. Basis of preparation (continued)

1.1 Statement of compliance (continued)

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2016 (continued)

- Amendments to MFRS 10, *Consolidated Financial Statements, MFRS 12, Disclosure of Interests in Other Entities and MFRS 128, Investments in Associates and Joint Ventures – Investment Entities: Applying the Consolidation Exception*
- Amendments to MFRS 11, *Joint Arrangements – Accounting for Acquisitions of Interests in Joint Operations*
- Amendments to MFRS 101, *Presentation of Financial Statements – Disclosure Initiative*
- Amendments to MFRS 116, *Property, Plant and Equipment and MFRS 138, Intangible Assets – Clarification of Acceptable Methods of Depreciation and Amortisation*
- Amendments to MFRS 116, *Property, Plant and Equipment and MFRS 141, Agriculture – Agriculture: Bearer Plants*
- Amendments to MFRS 119, *Employee Benefits (Annual Improvements 2012-2014 Cycle)*
- Amendments to MFRS 127, *Separate Financial Statements – Equity Method in Separate Financial Statements*
- Amendments to MFRS 134, *Interim Financial Reporting (Annual Improvements 2012-2014 Cycle)*

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2018

- MFRS 9, *Financial Instruments (2014)*

MFRSs, Interpretations and amendments effective for a date yet to be confirmed

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

The Group and the Company plan to apply the abovementioned accounting standards, amendments and interpretations:

- from the annual period beginning on 1 January 2016 for those accounting standards, amendments or interpretations that are effective for annual periods beginning on or after 1 January 2016, except for MFRS 14, Amendments to MFRS 11, Amendments to MFRS 116 and MFRS 141, Amendments to MFRS 127 and Amendments to MFRS 134 which are not applicable to the Company.

- from the annual period beginning on 1 January 2018 for those accounting standards, amendments or interpretations that are effective for annual periods beginning on or after 1 January 2018.

The initial application of the accounting standards, amendments or interpretations are not expected to have any material financial impacts to the current period and prior period financial statements of the Group and the Company except for the adoption of MFRS 9, *Financial Instruments* (2014).

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

1. Basis of preparation (continued)

1.1 Statement of compliance (continued)

MFRSs, Interpretations and amendments effective for a date yet to be confirmed (continued)

MFRS 9 replaces the guidance in MFRS 139, *Financial Instruments: Recognition and Measurement* on the classification and measurement of financial assets and financial liabilities, and on hedge accounting.

The Group will assess the financial impact that may arise from the adoption of MFRS 9.

1.2 Basis of measurement

The financial statements have been prepared on the historical cost basis other than as disclosed in Note 2.

1.3 Functional and presentation currency

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

1.4 Use of estimates and judgements

The preparation of the financial statements in conformity with Malaysian Financial Reporting Standards ("MFRSs") requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

There are no significant areas of estimation uncertainty and critical judgements in applying accounting policies that have significant effect on the amounts recognised in the financial statements other than those disclosed in the following notes:

- Note 4 - valuation of investment properties
- Note 5 - valuation of investment in subsidiaries
- Note 6 - measurement of the recoverable amounts of cash-generating units
- Note 8 - recognition of capital allowances and tax losses carried forward
- Note 26 - financial instruments
- Note 26.4 – contingent liabilities
- Note 30 - business combinations

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

2. Significant accounting policies

Except for the changes below, the Group has consistently applied the accounting policies to all periods presented in these financial statements.

The Group and the Company early adopted MFRS 15, *Revenue from Contracts with Customers* with a date of initial application on 1 January 2015. As a result, the Group has changed its accounting policy for revenue recognition as detailed below.

The Group and the Company applied the practical expedient in paragraph 121 of MFRS 15 and does not disclose information about remaining performance obligations that have original expected durations of one year or less.

The Group and the Company applied MFRS 15 retrospectively using the practical expedient in paragraph C5(c) of MFRS 15, under which the Group need not disclose the amount of the transaction price allocated to the remaining performance obligations and an explanation of when the Group expects to recognise that amount as revenue for all reporting periods presented before the date of initial application on 1 January 2015.

The details and quantitative effects of the changes in accounting policies are disclosed in Note 2.14(i) and Note 31 respectively.

2.1 Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities, including structured entities, controlled by the Company. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

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

Investments in subsidiaries are 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.

(ii) Business combinations

Business combinations are accounted for using the acquisition method from the acquisition date, which is the date on which control is transferred to the Group.

For new acquisitions, the Group measures the cost of goodwill at the acquisition date as:

- the fair value of the consideration transferred; plus
- the recognised amount of any non-controlling interests in the acquiree; plus
- if the business combination is achieved in stages, the fair value of the existing equity interest in the acquiree; less
- the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

2. Significant accounting policies (continued)

2.1 Basis of consolidation (continued)

(ii) Business combinations (continued)

When the excess is negative, a bargain purchase gain is recognised immediately in profit or loss.

For each business combination, the Group elects whether it measures the non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets at the acquisition date.

Transaction costs, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

(iii) Acquisitions of non-controlling interests

The Group accounts for all changes in its ownership interest in a subsidiary that do not result in a loss of control as equity transactions between the Group and its non-controlling interest holders. Any difference between the Group's share of net assets before and after the change, and any consideration received or paid, is adjusted to or against Group reserves.

(iv) Loss of control

Upon the loss of control of a subsidiary, the Group derecognises the assets and liabilities of the former subsidiary, any non-controlling interests and the other components of equity related to the former subsidiary from the consolidated statement of financial position. Any surplus or deficit arising on the loss of control is recognised in profit or loss. If the Group retains any interest in the former subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently it is accounted for as an equity-accounted investee or as an available-for-sale financial asset depending on the level of influence retained.

(v) Non-controlling interests

Non-controlling interests at the end of the reporting period, being the equity in a subsidiary not attributable directly or indirectly to the equity holders of the Company, are presented in the consolidated statement of financial position and statement of changes in equity within equity, separately from equity attributable to the owners of the Company. Non-controlling interests in the results of the Group is presented in the consolidated statement of profit or loss and other comprehensive income as an allocation of the profit or loss and the comprehensive income for the year between non-controlling interests and owners of the Company.

Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance.

2. Significant accounting policies (continued)

2.1 Basis of consolidation (continued)

(vi) Transactions eliminated on consolidation

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

2.2 Financial instruments

(i) Initial recognition and measurement

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

A financial instrument is recognised initially, at its fair value plus, in the case of a financial instrument not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial instrument.

(ii) Financial instrument categories and subsequent measurement

The Group and the Company categorise financial instruments as follows:

Financial assets

Loans and receivables

Loans and receivables category comprises debt instruments that are not quoted in an active market.

Financial assets categorised as loans and receivables are subsequently measured at amortised cost using the effective interest method.

All financial assets are subject to review for impairment (see Note 2.10(i)).

Financial liabilities

All financial liabilities are subsequently measured at amortised cost.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

2. Significant accounting policies (continued)

2.2 Financial instruments (continued)

(iii) Derecognition

A financial asset or part of it is derecognised when, and only when the contractual rights to the cash flows from the financial asset expire or control of the asset is not retained or substantially all of the risks and rewards of ownership of the financial asset are transferred to another party. On derecognition of a financial asset, the difference between the carrying amount and the sum of the consideration received (including any new asset obtained less any new liability assumed) and any cumulative gain or loss that had been recognised in equity is recognised in profit or loss.

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

2.3 Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost less any accumulated depreciation and any accumulated impairment losses.

Cost includes expenditures that are directly attributable to the acquisition of the asset and any other costs directly attributable to bringing the asset to working condition for its intended use, and the costs 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.

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

The gain or loss on disposal of an item of property, plant and equipment is determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and is recognised net within "other income" and "other expenses" respectively in profit or loss.

(ii) Subsequent costs

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.

2. Significant accounting policies (continued)

2.3 Property, plant and equipment (continued)

(iii) Depreciation

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

Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment from the date that they are available for use. Freehold land is not depreciated. Property, plant and equipment under construction are not depreciated until the assets are ready for their intended use.

The estimated useful lives for the current and comparative periods are as follows:

• Land and buildings	5 - 50 years
• Motor vehicles	5 years
• Office equipment, furniture and fittings	5 - 10 years

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

2.4 Leased assets

Operating leases

Leases, where the Group or the Company does not assume substantially all the risks and rewards of ownership are classified as operating leases and, the leased assets are not recognised in the statement of financial position.

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

Leasehold land which in substance is an operating lease is classified as prepaid lease payments.

2.5 Intangible assets

(i) Goodwill

Goodwill arises on business combinations is measured at cost less any accumulated impairment losses.

Goodwill with indefinite useful life are not amortised but is tested for impairment annually and whenever there is an indication that they may be impaired.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

2. Significant accounting policies (continued)

2.6 Investment property

(i) Investment property carried at cost

Investment properties are properties which are owned to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes.

Investment property is measured stated at cost less any accumulated depreciation and any accumulated impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, any other costs directly attributable to bringing the investment property to a working condition for their intended use and capitalised borrowing costs.

Depreciation is recognised in profit or loss on a straight-line basis at 2% per annum.

An investment property is derecognised on its disposal, or when it is permanently withdrawn from use and no future economic benefits are expected from its disposal. The difference between the net disposal proceeds and the carrying amount is recognised in profit or loss in the period in which the item is derecognised.

The Directors estimate the fair values of the Group's investment properties without involvement of independent valuers. Fair value is arrived at by reference to market evidence of transaction prices for similar properties within the same/adjacent location.

(ii) Reclassification to/from investment property

When an item or property, plant and equipment or inventories is transferred to investment property following a change in its use, any difference arising at the date of transfer between the carrying amount of the item immediately prior to transfer and its fair value is recognised directly in equity as a revaluation of property, plant and equipment or inventories. However, if a fair value gain reverses a previous impairment loss, the gain is recognised in profit or loss. Upon disposal of an investment property, any surplus previously recorded in equity is transferred to retained earnings; the transfer is not made through profit or loss.

When the use of a property changes such that it is reclassified as property, plant and equipment or inventories, its fair value at the date of reclassification becomes its cost for subsequent accounting.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

2. Significant accounting policies (continued)

2.7 Inventories

(i) Properties held for development

Properties held for development consists of land or such portions thereof on which no development activities have been carried out or where active development activities are not expected to be completed within the Group's normal operating cycle. Such land is classified as non-current assets and is stated at cost and all costs that are directly attributable to development activities or that can be allocated on a reasonable basis to such activities less accumulated impairment losses, if any.

(ii) Properties under development

Properties under development comprise costs associated with the acquisition of land and all costs that are directly attributable to development activities or that can be allocated on a reasonable basis to such activities. Borrowing costs are capitalised in accordance with the accounting policy on borrowing costs.

Cost of properties under development not recognised as an expense is recognised as an asset and is stated at the lower of cost and net realisable value.

(iii) Completed properties

Completed properties are stated at the lower of cost and net realisable value. Cost consists of costs associated with the acquisition of land, direct costs, appropriate proportions of common costs attributable to developing the properties to completion and borrowing costs.

2.8 Non-current assets held for sale or distribution to owners

Non-current assets that are expected to be recovered primarily through sale or distribution to owners rather than through continuing use, are classified as held for sale or distribution.

Immediately before classification as held for sale or distribution, the assets are remeasured in accordance with the Group's accounting policies. Thereafter generally the assets are measured at the lower of their carrying amount and fair value less costs of disposal.

Any impairment loss on a disposal group is first allocated to goodwill, and then to remaining assets and liabilities on pro rata basis, except that no loss is allocated to inventories, financial assets, deferred tax assets and investment property, which continue to be measured in accordance with the Group's accounting policies. Impairment losses on initial classification as held for sale or distribution and subsequent gains or losses on remeasurement are recognised in profit or loss. Gains are not recognised in excess of any cumulative impairment loss.

Property, plant and equipment once classified as held for sale or distribution are not amortised or depreciated.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

2. Significant accounting policies (continued)

2.9 Cash and cash equivalents

Cash and cash equivalents consist of cash on hand, balances and deposits with banks and highly liquid investments which have an insignificant risk of changes in fair value with original maturities of three months or less, and are used by the Group and the Company in the management of their short term commitments. For the purpose of the statement of cash flows, cash and cash equivalents are presented net of bank overdrafts, pledged deposits and interest reserve account.

2.10 Impairment

(i) Financial assets

All financial assets (except for investments in subsidiaries) are assessed at each reporting date whether there is any objective evidence of impairment as a result of one or more events having an impact on the estimated future cash flows of the asset. Losses expected as a result of future events, no matter how likely, are not recognised. For an investment in an equity instrument, a significant or prolonged decline in the fair value below its cost is an objective evidence of impairment. If any such objective evidence exists, then the financial asset's recoverable amount is estimated.

An impairment loss in respect of loans and receivables is recognised in profit or loss and is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the asset's original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account.

An impairment loss in respect of unquoted equity instrument that is carried at cost is recognised in profit or loss and is measured as the difference between the financial asset's carrying amount and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset.

If, in a subsequent period, the fair value of a debt instrument increases and the increase can be objectively related to an event occurring after the impairment loss was recognised in profit or loss, the impairment loss is reversed, to the extent that the asset's carrying amount does not exceed what the carrying amount would have been had the impairment not been recognised at the date the impairment is reversed. The amount of the reversal is recognised in profit or loss.

(ii) Other assets

The carrying amounts of other assets (except for inventories, amount due from contract customers, deferred tax assets and non-current assets classified as held for sale) are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill, the recoverable amount is estimated each period at the same time.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

2. Significant accounting policies (continued)

2.10 Impairment (continued)

(ii) Other assets (continued)

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash-generating units. Subject to an operating segment ceiling test, for the purpose of goodwill impairment testing, cash-generating units to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to cash-generating unit or a group of cash-generating units that are expected to benefit from the synergies of the combination.

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

An impairment loss is recognised if the carrying amount of an asset or its related cash-generating unit exceeds its estimated recoverable amount.

Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit (group of cash-generating units) and then to reduce the carrying amounts of the other assets in the cash-generating unit (groups of cash-generating units) on *a pro rata* basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at the end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount since the last impairment loss was recognised. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Reversals of impairment losses are credited to profit or loss in the financial year in which the reversals are recognised.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

2. Significant accounting policies (continued)

2.11 Equity instruments

Instruments classified as equity are measured at cost on initial recognition and are not remeasured subsequently.

(i) Issue expenses

Costs directly attributable to the issue of instruments classified as equity are recognised as a deduction from equity.

(ii) Ordinary shares

Ordinary shares are classified as equity.

(iii) Preference share capital

Preference share capital is classified as equity if it is non-redeemable, or is redeemable but only at the Company's option, and any dividends are discretionary. Dividends thereon are recognised as distributions within equity.

2.12 Employee benefits

(i) Short-term employee benefits

Short-term employee benefit obligations in respect of salaries, annual bonuses, paid annual leave and sick leave are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognised for the amount expected to be paid under short-term cash bonus if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(ii) State plans

The Group's contributions to statutory pension funds are charged to profit or loss in the financial year to which they relate. Once the contributions have been paid, the Group has no further payment obligations.

2.13 Provisions

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

2. Significant accounting policies (continued)

2.14 Revenue and other income

Revenue is measured based on the consideration specified in a contract with a customer. The Group recognises revenue when it transfers control over a product or service to a customer.

The following is a description of principal activities separated by reportable segments from which the Group generates its revenue. For more detailed information about the reportable segments, see Note 25.

(i) Property development

The property development segment of the Group generates revenue from the sale of properties to customers. The sale of properties can be disaggregated into two main types as follows:

(a) Revenue from sale of completed properties

The sale of completed properties to customers is recognised upon such customers taking legal possession of the property. This occurs when persuasive evidence exists, usually in the form of an executed sale agreement or evidence of purchase price settlement, or when the customer takes vacant possession of the properties.

(b) Sale of properties under construction

The sale of properties under construction is recognised over time. The revenues are recognised over time commencing upon the Group entities entering into agreements with its customers.

Revenue recognised over time is based on the stage of completion measured by reference to the architects' and/or technical consultants' certificates for work performed to date.

(ii) Rental of investment property

Revenue of the rental of investment property is derived from the rental of investment property of the Group and the Company. The revenue is recognised on a straight-line basis over the term of the lease.

(iii) Operation of a quarry plant

Revenue derived from the operation of a quarry plant comprises the leasing of usage rights of a plot of land to a third party. The revenue is recognised net of cost based on the quantity extracted from the land calculated on a fixed rate.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

2. Significant accounting policies (continued)

2.14 Revenue and other income (continued)

(iv) Property management

Revenue of property management is derived from providing maintenance and facilities management services. The revenue from services rendered is recognised in the period the service was provided to the customers.

(v) Dividend income

The dividend income of the Company is derived from the Company's subsidiaries. The revenue is recognised when the Company's right to receive payment is established.

(vi) Interest income

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

2.15 Borrowing costs

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

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

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

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

2.16 Income tax

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to a business combination or items recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous financial years.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

2. Significant accounting policies (continued)

2.16 Income tax (continued)

Deferred tax is recognised using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities in the statement of financial position and their tax bases.

Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill, the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax assets and liabilities on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at the end of each reporting period and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

2.17 Earnings per ordinary share

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

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.

2.18 Operating segments

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

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

2. Significant accounting policies (continued)

2.19 Contingencies

Contingent liabilities

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

2.20 Fair value measurement

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

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

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

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

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

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

3. Property, plant and equipment

Group	Land and buildings RM'000	Motor vehicles RM'000	Office equipment, furniture and fittings RM'000	Total RM'000
Cost				
At 1 January 2014	373	154	206	733
Additions	294	101	265	660
Transfer from related companies	–	–	13	13
Transfer from inventory	235	–	–	235
At 31 December 2014/1 January 2015	902	255	484	1,641
Additions	6,270	111	3,445	9,826
Disposals	–	(29)	–	(29)
At 31 December 2015	**7,172**	**337**	**3,929**	**11,438**
Depreciation				
At 1 January 2014	66	126	185	377
Charge for the year	27	14	21	62
Transfer from related companies	–	–	13	13
At 31 December 2014/1 January 2015	93	140	219	452
Charge for the year	92	26	186	304
Disposals	–	(10)	–	(10)
At 31 December 2015	**185**	**156**	**405**	**746**
Carrying amounts				
At 1 January 2014	307	28	21	356
At 31 December 2014/1 January 2015	809	115	265	1,189
At 31 December 2015	**6,987**	**181**	**3,524**	**10,692**

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

3. Property, plant and equipment (continued)

Company	Buildings RM'000	Motor vehicles RM'000	Office equipment, furniture and fittings RM'000	Total RM'000
Cost				
At 1 January 2014	–	29	36	65
Additions	–	–	147	147
Transfer from related companies	–	–	9	9
At 31 December 2014/1 January 2015	–	29	192	221
Additions	1,632	107	1,537	3,276
Disposals	–	(29)	–	(29)
At 31 December 2015	**1,632**	**107**	**1,729**	**3,468**
Depreciation				
At 1 January 2014	–	1	24	25
Charge for the year	–	7	11	18
Transfer from related companies	–	–	8	8
At 31 December 2014/1 January 2015	–	8	43	51
Charge for the year	47	11	165	223
Disposals	–	(10)	–	(10)
At 31 December 2015	**47**	**9**	**208**	**264**
Carrying amounts				
At 1 January 2014	–	28	12	40
At 31 December 2014/1 January 2015	–	21	149	170
At 31 December 2015	**1,585**	**98**	**1,521**	**3,204**

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

4. Investment properties

	Note	Group 2015 RM'000	Group 2014 RM'000	Company 2015 RM'000	Company 2014 RM'000
Cost					
At 1 January		3,241	1,315	1,303	1,303
Disposal during the year		–	(14)	–	–
Reclassified from inventory	7	–	1,937	–	–
Addition during the year		590	3	–	–
At 31 December		3,831	3,241	1,303	1,303
Depreciation					
At 1 January		380	356	382	358
Charge for the year		17	24	17	24
At 31 December		397	380	399	382
Carrying amounts					
At 31 December		3,434	2,861	904	921
Investment properties at fair value		4,569	4,270	2,039	2,330
Rental income derived from investment properties		109	461	109	461
Direct operating expenses arising from investment properties		28	265	28	265

An investment property of the Group with a carrying value of RM2,530,000 (2014: RM1,940,000) is still under construction. The leasehold land of the said investment property was pledged as security for bank borrowings (Note 13).

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

4. Investment properties (continued)

4.1 Fair value information

Fair value of investment properties are categorised as follows:

	2015			2014		
	Level 2 RM'000	Level 3 RM'000	Total RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000
Group						
Land and building	–	**4,569**	**4,569**	–	4,270	4,270
Company						
Land and building	–	**2,039**	**2,039**	–	2,330	2,330

Level 2 fair value

Level 2 fair values of land and buildings have been generally derived using the sales comparison approach. Sales price of comparable properties in close proximity are adjusted for differences in key attributes such as property size. The most significant input into this valuation approach is price per square foot of comparable properties.

Level 3 fair value

The following table shows a reconciliation of Level 3 fair values:

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
At 1 January	**4,270**	2,653	**2,330**	2,653
Additions	**590**	3	–	–
Decrease	**(291)**	(323)	**(291)**	(323)
Transfer from inventory	–	1,937	–	–
At 31 December	**4,569**	4,270	**2,039**	2,330

Level 3 fair value is estimated using unobservable inputs for the investment property.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

4. Investment properties (continued)

4.1 Fair value information (continued)

Level 3 fair value (continued)

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

Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
The Group estimates the fair value of all investment properties based on the comparison of the Group's investment properties with similar properties that were listed for sale within the same locality or other comparable localities.	*Market price of property in vicinity compared.*	*The estimated fair value would increase/(decrease) if market prices of property were higher/(lower).*

Valuation processes applied by the Group for Level 3 fair value

The Group estimates the fair value of all investment properties based on the comparison of the Group's investment properties with similar properties that were listed for sale within the same locality or other comparable localities.

Assessment of the fair values of the Group's investment properties is undertaken annually. The changes in Level 3 fair values are analysed by the management based on the assessment undertaken.

5. Investments in subsidiaries

	Note	Company 2015 RM'000	Company 2014 RM'000
Unquoted shares, at cost		**118,815**	112,505
Less: Accumulated impairment losses	5.1	**(34,797)**	(6,397)
		84,018	106,108

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

5. Investments in subsidiaries (continued)

5.1 Impairment loss in a subsidiary

During the financial year, the Company recognised an impairment loss of RM28,400,000 with respect to the cost of investment in a wholly owned subsidiary, Thriven Properties Sdn. Bhd. ("TPM") (formerly known as Mulpha Properties (M) Sdn. Bhd.). The impairment loss arose subsequent to the issuance of dividend by TPM amounting to RM28,400,000 to the Company, which resulted in the decrease of recoverable amount of investment in TPM.

Management estimated the recoverable amount for the cost of investment in TPM based on the assumption of the dividends receivable from TPM upon the completion of any future development project.

The impairment loss is recognised in other expenses in the statement of profit or loss and other comprehensive income.

Details of the subsidiaries are as follows:

Subsidiaries of Thriven Global Berhad (formerly known as Mulpha Land Berhad):	Country of incorporation	Principal activities	Proportion of ownership interest 2015 %	2014 %
Dynamic Unity Sdn. Bhd.	Malaysia	Investment holding	**100**	100
Bukit Punchor Development Sdn. Bhd.[1]	Malaysia	Property development	**100**	100
Mulpha Argyle Property Sdn. Bhd.	Malaysia	Property development	**51**	51
Indahview Sdn. Bhd.	Malaysia	Investment holding	**100**	100
MLB Quarry Sdn. Bhd	Malaysia	Licensing of a quarry plant	**60**	60
Eco Green Services Sdn. Bhd.	Malaysia	Maintenance services and facilities management services	**100**	100

5. Investments in subsidiaries (continued)

Subsidiaries of Thriven Global Berhad (formerly known as Mulpha Land Berhad):	Country of incorporation	Principal activities	Proportion of ownership interest 2015 %	2014 %
Thriven Properties Sdn. Bhd. (formerly known as Mulpha Properties (M) Sdn. Bhd.)[2]	Malaysia	Property ownership and management	**100**	100
Bakat Stabil Sdn. Bhd.	Malaysia	Property development	**100**	100
Mayfair Ventures Sdn. Bhd.	Malaysia	Property development	**51**	51
Thriven Amona Sdn. Bhd. (formerly known as Demi Wangsa Development Sdn. Bhd.)[3]	Malaysia	Property development	**51**	–
Subsidiary of Dynamic Unity Sdn. Bhd.:				
Golden Cignet Sdn. Bhd.	Malaysia	Property development	**100**	100

[1] On 30 September 2014, the Company acquired 1,800,000 ordinary shares of RM1.00 each, representing 30% equity interest in Bukit Punchor Development Sdn. Bhd. ("BPD") from a non-controlling shareholder for a total cash consideration of RM299,640. This acquisition resulted in BPD becoming a wholly-owned subsidiary of the Company.

[2] The Company acquired all the ordinary shares in Thriven Properties Sdn. Bhd. from Mulpha Group Services Sdn. Bhd. ("MGS"), a subsidiary of MIB, for a cash consideration of RM47,072,424, which shall be repayable in full at the end of the third year from completion date. The date of completion of the above acquisition was 10 December 2013.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

5. Investments in subsidiaries (continued)

[2] In the financial year ended 31 December 2014, the Company entered into an agreement with MGS to fully settle the purchase consideration after netting off a compensation sum for early settlement and unwinding of discount on the purchase consideration payable. The purchase consideration was fully settled on 10 December 2014.

[3] On 10 July 2015, the Company acquired 510,000 ordinary shares of RM1.00 each, representing 51% equity interest in Thriven Amona Sdn. Bhd. ("TASB") for a total cash consideration of RM6,310,000.

5.2 Non-controlling interest in subsidiaries

The Group's subsidiaries that have material non-controlling interests ("NCI") are as follows:

2015	Mayfair Ventures Sdn. Bhd. RM'000	Mulpha Argyle Property Sdn. Bhd. RM'000	Thriven Amona Sdn. Bhd. RM'000	Other subsidiary with immaterial NCI RM'000	Total RM'000
NCI percentage of ownership interest and voting interest	49%	49%	49%		
Carrying amount of NCI	4,898	(8,379)	(54)	461	(3,074)
(Loss)/Profit allocated to NCI	(1,734)	(1,468)	(54)	124	(3,132)

Summarised financial information before intra-group elimination	Mayfair Ventures Sdn. Bhd. RM'000	Mulpha Argyle Property Sdn. Bhd. RM'000	Thriven Amona Sdn. Bhd. RM'000
As at 31 December 2015			
Non-current assets	8,564	–	5
Current assets	177,691	38,922	15,685
Non-current liabilities	(57,437)	(8,275)	(8,500)
Current liabilities	(118,822)	(50,009)	(6,304)
Net assets/(liabilities)	9,996	(19,362)	886

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

5. Investments in subsidiaries (continued)

5.2 Non-controlling interest in subsidiaries (continued)

Summarised financial information before intra-group elimination	Mayfair Ventures Sdn. Bhd. RM'000	Mulpha Argyle Property Sdn. Bhd. RM'000	Thriven Amona Sdn. Bhd. RM'000
Year ended 31 December 2015			
Loss for the year and total comprehensive expense for the year	**(3,539)**	**(2,996)**	**(111)**
Cash flows (used in)/from operating activities	**(5,039)**	**4,767**	**(9,390)**
Cash flows used in investing activities	**(7,677)**	**–**	**(5)**
Cash flows from/(used in) financing activities	**14,393**	**(4,245)**	**9,500**
Net increase in cash and cash equivalents	**1,677**	**522**	**105**

2014	Mayfair Ventures Sdn. Bhd. RM'000	Mulpha Argyle Property Sdn. Bhd. RM'000	Other subsidiary with immaterial NCI RM'000 Restated	Total RM'000
NCI percentage of ownership interest and voting interest	49%	49%		
Carrying amount of NCI	6,632	(6,911)	337	58
(Loss)/Profit allocated to NCI	(176)	(5,341)	1,238	(4,279)

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

5. Investments in subsidiaries (continued)

5.2 Non-controlling interest in subsidiaries (continued)

Summarised financial information before intra-group elimination	Mayfair Ventures Sdn. Bhd. RM'000	Mulpha Argyle Property Sdn. Bhd. RM'000
As at 31 December 2014		
Non-current assets	1,940	–
Current assets	133,902	38,366
Non-current liabilities	(81,270)	(12,510)
Current liabilities	(41,037)	(42,222)
Net assets/(liabilities)	13,535	(16,366)
Year ended 31 December 2014		
Loss for the year and total comprehensive expense for the year	(360)	(10,899)
Cash flows (used in)/from operating activities	(1,745)	3,082
Cash flows used in investing activities	(180)	–
Cash flows from/(used in) financing activities	2,152	(3,071)
Net increase in cash and cash equivalents	227	11

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

6. Goodwill

	Note	Company 2015 RM'000	Company 2014 RM'000
At cost			
At 1 January		**1,891**	1,891
Addition during the year	6.1	**5,314**	–
At 31 December		**7,205**	1,891

6.1 Addition in goodwill

The addition in goodwill during the financial year is generated from the acquisition of Thriven Amona Sdn. Bhd. (formerly known as Demi Wangsa Development Sdn. Bhd.). The details of the transaction is disclosed in Note 30.1 to the financial statements.

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

The carrying amount of goodwill is in relation to the investment in Golden Cignet Sdn. Bhd., a wholly owned subsidiary of Dynamic Unity Sdn. Bhd. and Thriven Amona Sdn. Bhd..

For the purpose of impairment testing, goodwill is allocated to the subsidiaries acquired which represent the lowest level within the Group at which goodwill is monitored for internal management purposes.

The recoverable amount of the CGU is determined based on the value in use ("VIU") calculation. The VIU is calculated using the pre-tax cash flow projections based on financial budgets approved by management. VIU was determined by discounting the future cash flows generated from the development of properties of the CGU and was based on the following key assumptions:

(i) Cash flows projected were based on the gross development value of projects planned and that there will be continual demand for quality residential properties; and

(ii) The discount rates of 7.2% to 9.6% (2014: 6% to 8%) are applied in discounting the cash flows and were based on the estimated cost of funds of the CGU.

The values assigned to the key assumptions represent management's assessment of future trends in the industry and are based on both external sources and internal sources (historical data).

Based on the impairment test undertaken, no impairment loss is required to be recognised.

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6. Goodwill (continued)

6.2 Impairment testing for cash-generating units ("CGU") containing goodwill (continued)

The above estimates are particularly sensitive in the following areas:

(i) Fluctuations in future planned revenues and development costs arising from fluctuations in raw material costs and constructions costs; and

(ii) Fluctuations in the discount rate used and general interest rates.

7. Inventories

	Group			Company		
	31.12.2015 RM'000	31.12.2014 RM'000 Restated	1.1.2014 RM'000 Restated	**31.12.2015 RM'000**	31.12.2014 RM'000	1.1.2014 RM'000
Non-current assets						
Properties held for development						
- Cost of acquisition of freehold land	**8,640**	9,878	12,812	**–**	–	–
- Capitalised development cost	**35,666**	39,335	42,455	**–**	–	–
Total non-current inventories	**44,306**	49,213	55,267	**–**	–	–
Current assets						
Properties under development						
- Cost of acquisition of freehold land/ leasehold land	**197,720**	185,994	203,283	**–**	–	7,561

7. Inventories (continued)

	Group			Company		
	31.12.2015 RM'000	31.12.2014 RM'000 Restated	1.1.2014 RM'000 Restated	**31.12.2015 RM'000**	31.12.2014 RM'000	1.1.2014 RM'000
Current assets (continued)						
- Capitalised development cost	**68,779**	25,001	8,764	**–**	–	123
	266,499	210,995	212,047	**–**	–	7,684
Completed properties	**9,052**	28,795	43,120	**7,689**	24,841	35,914
Total current inventories	**275,551**	239,790	255,167	**7,689**	24,841	43,598
Total inventories	**319,857**	289,003	310,434	**7,689**	24,841	43,598
Recognised in profit or loss:						
Inventories recognised as cost of sales	**35,875**	25,463	30,034	**17,402**	16,001	11,530
Write-down to net realisable value	**–**	7,600	–	**–**	–	–

(i) Included in properties under development of the Group is interest capitalised during the financial year amounting to RM7,922,575 (31.12.2014: RM6,240,934, 1.1.2014: RM Nil) (Note 19).

(ii) Freehold/leasehold land of the Group included in properties held for/under development with carrying value of RM203,574,850 (31.12.2014: RM174,073,566, 1.1.2014: RM175,910,682) were pledged as security for bank borrowings (Note 13).

(iii) Completed properties of the Group and of the Company with carrying value of RM Nil (31.12.2014: RM17,151,660, 1.1.2014: RM35,914,218) were pledged as security for bank borrowings (Note 13).

(iv) In financial year ended 31 December 2014, the Group has reclassified a portion of properties under development that is designated as retail lots and intended to be held by the Group for rental income and capital appreciation purposes to investment property. The portion of properties under development reclassified to investment property in the current financial year amounted to RM Nil (31.12.2014: RM1,937,000, 1.1.2014: RM Nil) as disclosed in Note 4.

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THE FINANCIAL STATEMENTS (cont'd)
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8. Deferred tax assets/(liabilities)

Recognised deferred tax assets/(liabilities)

Deferred tax assets and liabilities are attributable to the following:

	Assets			Liabilities			Net		
	31.12.2015 RM'000	31.12.2014 RM'000 Restated	1.1.2014 RM'000 Restated	**31.12.2015 RM'000**	31.12.2014 RM'000 Restated	1.1.2014 RM'000 Restated	**31.12.2015 RM'000**	31.12.2014 RM'000 Restated	1.1.2014 RM'000 Restated
Group									
Inventories	**678**	783	–	**(5,764)**	(6,680)	(7,086)	**(5,086)**	(5,897)	(7,086)
Properties, plant and equipment	**–**	–	–	**(145)**	(47)	–	**(145)**	(47)	–
Other items	**11**	234	1,621	**(49)**	(55)	–	**(38)**	179	1,621
	689	1,017	1,621	**(5,958)**	(6,782)	(7,086)	**(5,269)**	(5,765)	(5,465)
Company									
Inventories	**678**	–	–	**–**	–	–	**678**	–	–
Properties, plant and equipment	**–**	–	–	**(134)**	(10)	–	**(134)**	(10)	–
Others	**–**	222	1,621	**(49)**	–	–	**(49)**	222	1,621
	678	222	1,621	**(183)**	(10)	–	**495**	212	1,621

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THE FINANCIAL STATEMENTS (cont'd)
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8. Deferred tax assets/(liabilities) (continued)

Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items (stated at gross):

	Group			Company		
	31.12.2015 RM'000	31.12.2014 RM'000	1.1.2014 RM'000	**31.12.2015 RM'000**	31.12.2014 RM'000	1.1.2014 RM'000
Non-current assets						
Unutilised tax losses	**5,468**	4,444	7,452	**–**	–	–

The deductible temporary differences do not expire under current tax legislation. Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profit will be available in a subsidiary against which the Group can utilise the benefits therefrom.

Movement in temporary differences during the year

Group	At 1.1.2014 RM'000	Recognised in profit or loss (Note 23) RM'000	At 31.12.2014/ 1.1.2015 RM'000	Recognised in profit or loss (Note 23) RM'000	**At 31.12.2015 RM'000**
Inventories	7,086	(1,189)	5,897	(811)	**5,086**
Property, plant and equipment	–	47	47	98	**145**
Other items	(1,621)	1,442	(179)	217	**38**
	5,465	300	5,765	(496)	**5,269**
Company					
Inventories	–	–	–	(678)	**(678)**
Property, plant and equipment	–	10	10	124	**134**
Other items	(1,621)	1,399	(222)	271	**49**
	(1,621)	1,409	(212)	(283)	**(495)**

Deferred tax liabilities are due to temporary differences arising from the fair valuation adjustments on inventories at Group level upon the acquisition of subsidiaries in previous years.

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9. Trade and other receivables

	Note	Group 31.12.2015 RM'000	Group 31.12.2014 RM'000 Restated	Group 1.1.2014 RM'000 Restated	Company 31.12.2015 RM'000	Company 31.12.2014 RM'000	Company 1.1.2014 RM'000
Non-current							
Non-trade							
Amounts due from a subsidiary	9.1	**–**	–	–	**25,565**	18,022	20,617
Current							
Trade							
Trade receivables		**21,144**	8,383	10,045	**16,233**	5,000	5,029
Less: Allowance for impairment		**(4,572)**	(4,742)	(4,742)	**(4,572)**	(4,742)	(4,742)
		16,572	3,641	5,303	**11,661**	258	287
Non-trade							
Amounts due from subsidiaries	9.2	**–**	–	–	**51,227**	21,671	27,814
Amounts due from subsidiaries a related company		**6**	–	4,277	**–**	–	1
Other receivables		**470**	314	781	**465**	157	181
Deposits		**875**	56	772	**64**	56	125
		17,923	4,011	11,133	**63,417**	22,142	28,408
		17,923	4,011	11,133	**88,982**	40,164	49,025

9.1 Amounts due from a subsidiary

The amounts due from a subsidiary is unsecured, subject to interest of 6.5% (31.12.2014: 6.5%, 1.1.2014: 6.5%) per annum.

9.2 Amounts due from subsidiaries

The amounts due from subsidiaries are unsecured, subject to interest of 8% (31.12.2014: 8%, 1.1.2014: 7% to 8%) per annum and repayable on demand.

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THE FINANCIAL STATEMENTS (cont'd)
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10. Cash and cash equivalents

	Group		Company	
	2015 RM'000	2014 RM'000	**2015 RM'000**	2014 RM'000
Cash on hand and at banks	**19,577**	6,037	**4,722**	62
Deposits with licensed banks	**21,295**	13,890	**11,924**	7,990
	40,872	19,927	**16,646**	8,052

Included in cash and cash equivalents of the Group are:

(i) An amount of RM9,848,686 (2014: RM5,301,959) held by certain subsidiaries pursuant to Section 7A of the Housing Development (Control and Licensing) Act 1966 which is restricted from use in other operations;

(ii) Fixed deposit placement of the Group and of the Company amounting to RM554,829 (2014: RM537,000) and RM2,334,177 (2014: RM226,925) respectively are pledged to certain banks for borrowings as disclosed in Note 13.

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

		Group		Company	
	Note	**2015 RM'000**	2014 RM'000	**2015 RM'000**	2014 RM'000
Cash and deposits with licensed banks		**40,872**	19,927	**16,646**	8,052
Bank overdrafts	13	**(16,544)**	(2,453)	**–**	(301)
Deposits and interest reserve account pledged		**(555)**	(537)	**(234)**	(227)
Cash and cash equivalents		**23,773**	16,937	**16,412**	7,524

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THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

11. Share capital

Share capital

	Group and Company			
	Number of shares 2015 '000	**Amount 2015 RM'000**	Number of shares 2014 '000	Amount 2014 RM'000
Authorised:				
Ordinary shares of RM0.10 each	**1,000,000**	**100,000**	1,000,000	100,000
Preference shares of RM1.00 each	**100,000**	**100,000**	100,000	100,000
	1,100,000	**200,000**	1,100,000	200,000
Issued and fully paid:				
Ordinary shares of RM0.10 each				
At 1 January	**228,303**	**22,830**	228,303	22,830
Issuance of shares	**22,830**	**2,283**	–	–
Bonus issue	**125,566**	**12,557**	–	–
At 31 December	**376,699**	**37,670**	228,303	22,830

(i) Ordinary shares

The holders of ordinary shares are entitled to receive dividends as declared from time to time, and are entitled to one vote per share at meetings of the Company and rank equally with regard to the Company's residual assets.

(ii) Warrants

On 6 October 2015, the Company issued 188,349,562 free warrants on the basis of one (1) warrant for every two (2) existing ordinary shares held in the Company, after the completion of the Bonus Issue of Shares. These warrants were listed on Bursa Malaysia Securities Berhad on 13 October 2015.

The main features of the warrants are as follows:

a) each warrants will entitle its registered holder during the exercise period to subscribe for one (1) new ordinary share at the exercise price, which has been fixed at RM0.64 per share subject to adjustments in accordance with the provisions of the Deed Poll constituting the warrants.

b) the warrants may be exercised on or after 6 October 2015. The tenure of the warrants is five (5) years, with the expiry date on 5 October 2020. Warrants not exercised during the exercise period shall thereafter lapse and cease to be valid for any purpose.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

11. Share capital (continued)

(ii) Warrants (continued)

The warrant reserve will be transferred to share capital upon the holder converting the warrants to ordinary shares. Warrant reserve related to the unexercised expired warrants will be transferred to retained earnings upon expiry on 5 October 2020. As at 31 December 2015, none of the warrants were exercised.

12. Reserves

Share premium

Share premium comprises the premium paid on subscription of shares in the Company over and above the par value of the shares.

Warrant reserve

The warrant reserve arose from the issuance of 188,349,562 warrants, as disclosed in Note 11 (ii). The warrant reserve will be transferred to share capital upon the holder converting the warrants to ordinary shares. Warrant reserve related to the unexercised expired warrants will be transferred to retained earnings upon expiry on 5 October 2020. As at 31 December 2015, none of the warrants were exercised.

Capital reserves

	Group			Company		
	31.12.2015 RM'000	31.12.2014 RM'000 Restated	1.1.2014 RM'000	**31.12.2015 RM'000**	31.12.2014 RM'000	1.1.2014 RM'000
Non-distributable	**86,004**	86,004	83,203	**83,203**	83,203	83,203

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

12. Reserves (continued)

The capital reserve represents the capitalisation of reserves arising from:

		Group			Company		
	Note	**31.12.2015 RM'000**	31.12.2014 RM'000 Restated	1.1.2014 RM'000	**31.12.2015 RM'000**	31.12.2014 RM'000	1.1.2014 RM'000
Changes in ownership interest in a subsidiary							
At 1 January		**8,601**	5,800	–	**5,800**	5,800	–
Additions during the year	30.2	**–**	2,801	5,800	**–**	–	5,800
At 31 December		**8,601**	8,601	5,800	**5,800**	5,800	5,800
Reduction in par value of the ordinary shares of the Company in 2010		**77,403**	77,403	77,403	**77,403**	77,403	77,403
		86,004	86,004	83,203	**83,203**	83,203	83,203

The movement of reserves is shown in the statements of changes in equity.

Retained earnings

Under the single-tier system which came into effect from the year of assessment 2008, companies are not required to have tax credits under Section 108 of the Income Tax Act, 1967 for dividend payment purposes. Dividend paid under this system are tax exempt in the hands of shareholders.

13. Bank borrowings

	Group 2015 RM'000	Group 2014 RM'000	Company 2015 RM'000	Company 2014 RM'000
Non-current				
Secured				
Term loans	102,612	93,780	–	–
	102,612	93,780	–	–
Current				
Secured				
Term loans	28,453	4,619	–	–
Revolving credit	17,000	21,500	17,000	21,500
Bank overdrafts	16,544	2,453	–	301
	61,997	28,572	17,000	21,801
Total borrowings	164,609	122,352	17,000	21,801

The bank borrowings are secured by the following:

(i) Pledge of investment property of the Group, as disclosed in Note 4;

(ii) Pledge of certain properties held for and under development and completed properties of the Group and of the Company, as disclosed in Note 7;

(iii) Lien on a portion of fixed deposit placement and amount held in an interest reserve account of the Group and of the Company as disclosed in Note 10; and

(iv) Corporate guarantees by the holding company and the Company.

(v) Bank borrowings includes a term loan of RM81.27 million (2014: RM81.27 million) and a bank overdraft of RM16.54 million (2014: RM2.15 million) obtained by a subsidiary whereby the 49% non-controlling shareholder has agreed to indemnify and reimburse the Company for its share of any losses incurred by the Company.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

14. Trade and other payables

		Group			Company		
	Note	**31.12.2015 RM'000**	31.12.2014 RM'000 Restated	1.1.2014 RM'000	**31.12.2015 RM'000**	31.12.2014 RM'000	1.1.2014 RM'000
Non-current							
Non-trade							
Amount due to a related company	14.1	**–**	–	37,368	**–**	–	37,368
Current							
Trade							
Trade payables		**2,814**	2,946	4,391	**833**	745	2,320
Non-trade							
Amount due to subsidiaries	14.2	**–**	–	–	**3**	18	7,684
Amount due to related companies	14.3	**43,037**	38,183	30,652	**111**	8,551	20,123
Other payables		**11,063**	4,925	10,741	**903**	1,448	7,060
		56,914	46,054	45,784	**1,850**	10,762	37,187
		56,914	46,054	83,152	**1,850**	10,762	74,555

14.1 Amount due to a related company

In 2013, the amount due to a related company arose from the acquisition of Thriven Properties Sdn. Bhd. (formerly known as Mulpha Properties (M) Sdn. Bhd.) from a related company as disclosed in Note 5. The amount was unsecured and subject to an annual compounding rate of 8% per annum.

In 2014, the Company entered into an agreement with the related company to fully settle the purchase consideration after netting off a compensation sum for early settlement and unwinding of discount on the purchase consideration payable. The purchase consideration was fully settled on 10 December 2014.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
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14. Trade and other payables (continued)

14.2 Amount due to subsidiaries

Included in the amount due to subsidiaries of the Company is RM Nil (31.12.2014: RM Nil, 1.1.2014: RM7,678,646) which is unsecured and subject to interest of 8% (31.12.2014: 8%, 1.1.2014: 8%) per annum.

14.3 Amount due to related companies

The amount due to related companies comprise of:

(i) an amount due to certain non-controlling interests in subsidiaries of the Group amounting to RM42,817,556 (31.12.2014: RM29,484,222, 1.1.2014: RM10,101,655) which are unsecured, subject to interest ranging from 6.5% to 8% (31.12.2014: 6.5% to 8%, 1.1.2014: 6.5%) per annum and repayable on demand;

(ii) an amount due to a related company of the Company amounting to RM Nil (31.12.2014: RM8,314,908, 1.1.2014: RM19,741,207) which is unsecured, subject to interest of 8% (31.12.2014: 8%, 1.1.2014: 8%) per annum and repayable on demand;

(iii) the remaining balances due to related companies of the Group and the Company are non-interest bearing, unsecured and repayable on demand.

15. Other current liabilities

	Group			Company		
	31.12.2015 RM'000	31.12.2014 RM'000 Restated	1.1.2014 RM'000 Restated	**31.12.2015 RM'000**	31.12.2014 RM'000	1.1.2014 RM'000
Deferred revenue advance billings on property sales	**10,256**	2,914	370	**10,000**	–	–

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

16. Revenue

	Group		Company	
	2015 RM'000	2014 RM'000 Restated	**2015 RM'000**	2014 RM'000
Property development				
Sales of completed properties	**38,721**	31,541	**22,500**	25,915
Sales of properties under construction	**17,203**	11,948	**–**	–
	55,924	43,489	**22,500**	25,915
Rental of investment properties	**109**	461	**109**	461
Operation of a quarry plant	**525**	412	**–**	–
Property management	**252**	318	**–**	–
Dividend income	**–**	–	**33,200**	12,990
	56,810	44,680	**55,809**	39,366

Revenue is measured based on the consideration specified in a contract with a customer. The Group recognises revenue when it transfers control over a product or service to a customer.

The following is a description of principal activities separated by reportable segments from which the Group generates its revenue. For more detailed information about the reportable segments, see Note 25.

A. Nature of goods and services

(i) Property development

The property development segment of the Group generates revenue from the sale of properties to customers. The sale of properties can be disaggregate into two main types as follow:

(a) Revenue from sale of completed properties

The sale of completed properties to customers is recognised upon such customers taking legal possession of the property. This occurs when persuasive evidence exists, usually in the form of an executed sale agreement or evidence of purchase price settlement, or when the customer takes vacant possession of the properties.

(b) Sales of properties under construction

The sale of properties under construction is recognised over time. The revenues are recognised over time commencing upon the Group entities entering into agreements with its customers.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
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16. Revenue (continued)

A. Nature of goods and services (continued)

(i) Property development (continued)

(b) Sales of properties under construction (continued)

Revenue recognised over time is based on the stage of completion measured by reference to the architects' and/or technical consultants' certificates for work performed to date.

(ii) Rental of investment property

Revenue of the rental of investment property is derived from the rental of investment property of the Group and the Company. The revenue is recognised on a straight-line basis over the term of the lease.

(iii) Operation of a quarry plant

Revenue derived from the operation of a quarry plant comprises the leasing of usage rights of a plot of land to a third party. The revenue is recognised net of cost based on the quantity extracted from the land calculated on a fixed rate.

(iv) Property management

Revenue of the property management is derived from providing maintenance and facilities management services. The revenue from services rendered is recognised in the period the service was provided to the customers.

(v) Dividend income

The dividend income of the Company is derived from the Company's subsidiaries. The revenue is recognised when the Company's right to receive payment is established.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
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16. Revenue (continued)

B. Disaggregation of revenue

In the following table, revenue is disaggregated by the type of services and the timing of transfer of revenue recognition.

Group	Timing revenue recognition: Product transferred at a point of time 2015 RM'000	Product transferred at a point of time 2014 RM'000 Restated	Product transferred over time 2015 RM'000	Product transferred over time 2014 RM'000 Restated	Total 2015 RM'000	Total 2014 RM'000 Restated
Property development	**38,721**	31,541	**17,203**	11,948	**55,924**	43,489
Rental of investment properties	**109**	461	**–**	–	**109**	461
Operation of a quarry plant	**525**	412	**–**	–	**525**	412
Property management	**506**	318	**–**	–	**506**	318
Dividend income	**35,600**	–	**–**	–	**35,600**	–
Total reportable segment	**75,461**	32,732	**17,203**	11,948	**92,664**	44,680
Adjustments and eliminations	**(35,854)**	–	**–**	–	**(35,854)**	–
Total	**39,607**	32,732	**17,203**	11,948	**56,810**	44,680
Company						
Property development	**22,500**	25,915	**–**	–	**22,500**	25,915
Rental of investment properties	**109**	461	**–**	–	**109**	461
Dividend income	**33,200**	12,990	**–**	–	**33,200**	12,990
Total	**55,809**	39,366	**–**	–	**55,809**	39,366

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

16. Revenue (continued)

C. Contract balances

The following table provides information about receivables and contract liabilities from contracts with customers:

	31.12.2015 RM'000	31.12.2014 RM'000 Restated	1.1.2014 RM'000 Restated
Group			
Receivables, which are included in "Trade and other receivables"	**16,572**	3,641	5,303
Contract liabilities	**10,256**	2,914	370
Company			
Receivables, which are included in "Trade and other receivables"	**11,661**	258	287
Contract liabilities	**10,000**	–	–

The receivables primarily relate to the Group's and the Company's rights to consideration for work completed and was billed at the financial year. The contract liabilities relate to advance consideration received from customers for sales of completed units.

Significant changes in the contract liabilities balance during the year are as follows:

	Group		Company	
	2015 RM'000	2014 RM'000 Restated	2015 RM'000	2014 RM'000
Balances as at 1 January	**2,914**	370	**–**	–
Revenue recognised that was included in the contract liabilities balance at the beginning of the year	**(2,914)**	(370)	**–**	–
Increase due to cash received	**4,324**	1,094	**4,300**	–
Increase due to advance billings	**5,932**	1,820	**5,700**	–
Balances as at 31 December	**10,256**	2,914	**10,000**	–

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

16. Revenue (continued)

D. Transaction prices allocated to the remaining performance obligations

The following table includes revenue expected to be recognised in the future related to performance obligations that are unsatisfied or partially unsatisfied at the reporting date.

	2016 RM'000	2017 RM'000	Total RM'000
Group			
Sales of properties under construction	6,704	190	6,894

All consideration from contracts with customers is included in the amounts presented above.

The Group applies the practical expedient in paragraph 121 of MFRS 15 and does not disclose information about remaining performance obligations that have original expected durations of one year or less.

The Group applies MFRS 15 retrospectively using the practical expedient in paragraph C5(c) of MFRS 15, under which the Group need not disclose the amount of the transaction price allocated to the remaining performance obligations and an explanation of when the Group expects to recognise that amount as revenue for all reporting periods presented before the date of initial application on 1 January 2015.

17. Cost of sales

	Group		Company	
	2015 RM'000	2014 RM'000 Restated	**2015 RM'000**	2014 RM'000
Property development				
Cost of completed properties	**23,332**	19,341	**17,402**	16,001
Cost of properties under construction	**12,543**	6,122	**–**	–
	35,875	25,463	**17,402**	16,001
Cost attributable to investment properties	**28**	265	**28**	265
Cost attributable to property management	**235**	161	**–**	–
	36,138	25,889	**17,430**	16,266

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

18. Other income

	Group 2015 RM'000	Group 2014 RM'000	Company 2015 RM'000	Company 2014 RM'000
Interest income	**1,135**	1,354	**4,517**	3,838
Rental income	**237**	274	**–**	–
Gain on disposal of non-current assets held for sale	**–**	15,046	**–**	15,046
Reversal of impairment loss on amount due from a subsidiary	**–**	–	**50**	40
Reversal of impairment loss on an other receivable	**–**	133	**–**	112
Reversal of impairment loss on a trade receivable	**170**	–	**170**	–
Management fees received	**–**	–	**1,838**	1,200
Miscellaneous	**59**	73	**25**	19
	1,601	16,880	**6,600**	20,255

19. Finance costs

	Note	Group 2015 RM'000	Group 2014 RM'000	Company 2015 RM'000	Company 2014 RM'000
Interest expense					
- bank overdrafts		**597**	18	**66**	17
- term loan and bridging loan		**1,158**	1,552	**–**	–
- revolving credit		**697**	952	**697**	920
- subsidiary		**–**	–	**–**	339
- related company		**122**	212	**122**	212
Unwinding of discount on payables		**–**	2,989	**–**	–
Advances from non-controlling interest of a subsidiary		**243**	490	**–**	–
		2,817	6,213	**885**	1,488
Recognised in profit or loss		**2,817**	6,213	**885**	1,488
Capitalised on qualifying assets:					
-Properties under development	7	**7,923**	6,241	**–**	–
		10,740	12,454	**885**	1,488

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THE FINANCIAL STATEMENTS (cont'd)
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20. Profit before tax

	Note	Group 2015 RM'000	Group 2014 RM'000	Company 2015 RM'000	Company 2014 RM'000
Profit for the year is arrived after charging:					
Employee benefits expense	21	**5,817**	3,050	**4,924**	2,246
Auditors' remuneration:					
- Audit fees		**171**	158	**50**	51
- Non-audit fees		**85**	33	**77**	26
Depreciation of property, plant and equipment	3	**304**	62	**223**	18
Depreciation of investment properties	4	**17**	24	**17**	24
Loss on disposal of property, plant and equipment		**4**	–	**4**	–
Inventory written down		**–**	7,600	**–**	–
Compensation for early settlement of the acquisition of a subsidiary		**–**	2,429	**–**	–
Unwinding of discount on payables		**–**	2,989	**–**	–
Impairment loss on investment in a subsidiary		**–**	–	**28,400**	153
Impairment loss on inter company balances		**–**	–	**–**	8,500
Loss on disposal of investment properties		**–**	14	**–**	–
and after (crediting):					
Gain on disposal of non-current assets held for sale		**–**	(15,046)	**–**	(15,046)
Reversal of impairment loss:					
- Amount due from a subsidiary	18	**–**	–	**(50)**	(40)
- Other receivable	18	**–**	(133)	**–**	(112)
- Trade receivable		**(170)**	–	**(170)**	–

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21. Employee benefits expense

	Group		Company	
	2015 RM'000	2014 RM'000	**2015 RM'000**	2014 RM'000
Wages and salaries	**4,130**	2,356	**3,940**	1,778
Defined contribution plans	**562**	339	**471**	229
Social security contributions	**26**	15	**19**	9
Other staff-related expenses	**1,099**	340	**494**	230
	5,817	3,050	**4,924**	2,246

Included in employee benefits expense of the Group and the Company are Directors' salaries and emoluments which are analysed in Note 22.

22. Directors' remuneration

The details of remuneration receivable by Directors of the Company during the year are as follows:

	Group		Company	
	2015 RM'000	2014 RM'000	**2015 RM'000**	2014 RM'000
Executive				
Salaries and other emoluments	**1,640**	742	**1,640**	742
Non-executive				
Directors' fees	**136**	136	**136**	136
Other emoluments	**20**	18	**20**	18
	156	154	**156**	154
Total Directors' remuneration	**1,796**	896	**1,796**	896

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THE FINANCIAL STATEMENTS (cont'd)
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22. Directors' remuneration (continued)

The number of directors of the Group and of the Company whose total remuneration during the financial year fell within the following bands is analysed below:

	Number of Directors	
	2015	2014
Executive Director		
RM300,000 - RM350,000	**1**	–
RM450,000 - RM500,000	**1**	–
RM700,000 - RM750,000	**–**	1
RM800,000 - RM850,000	**1**	–
Non-executive Directors		
Below RM50,000	**4**	4

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THE FINANCIAL STATEMENTS (cont'd)
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23. Income tax expense

Recognised in profit or loss

Major components of income tax expense include:

	Group		Company	
	2015 RM'000	2014 RM'000 Restated	**2015 RM'000**	2014 RM'000
Current income tax				
- Current year	**3,161**	3,439	**514**	1,179
- Under/(Over) provision in prior year	**174**	(272)	**–**	(337)
Total current tax recognised in profit or loss	**3,335**	3,167	**514**	842
Deferred income tax (Note 8)				
- Origination and reversal of temporary differences	**(496)**	838	**(283)**	1,755
- Over provision in respect of prior years	**–**	(538)	**–**	(346)
Total deferred tax recognised in profit or loss	**(496)**	300	**(283)**	1,409
Income tax expense recognised in profit or loss	**2,839**	3,467	**231**	2,251

Income tax is calculated at the Malaysian statutory tax rate of 25% (2014: 25%) of the estimated assessable profit for the year.

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THE FINANCIAL STATEMENTS (cont'd)
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23. Income tax expense (continued)

Reconciliation of tax expense

	Group		Company	
	2015 RM'000	2014 RM'000 Restated	**2015 RM'000**	2014 RM'000
Profit before tax	**3,215**	9,009	**5,500**	27,515
Income tax calculated using Malaysian tax rate of 25% (2014: 25%)	**804**	2,252	**1,375**	6,879
Non-deductible expenses	**1,616**	4,576	**7,156**	2,162
Tax exempt income	**–**	(260)	**(8,300)**	(3,095)
Effect of lower tax rate on gain on disposal of investment properties	**–**	(3,012)	**–**	(3,012)
Current year losses for which no deferred tax asset was recognised	**324**	762	**–**	–
Recognition of previously unutilised tax losses	**(79)**	(41)	**–**	–
Under/(Over) provision of income tax in respect of prior years	**174**	(272)	**–**	(337)
Over provision of deferred tax in respect of prior years	**–**	(538)	**–**	(346)
Income tax expense for the year	**2,839**	3,467	**231**	2,251

24. Earnings per ordinary share

The calculation of basic earnings per ordinary share at 31 December 2015 was based on the profit attributable to ordinary shareholders and a weighted average number of ordinary shares outstanding, calculated as follows:

	Group	
	2015 RM'000	2014 RM'000 Restated
Profit attributable to ordinary shareholders (RM'000)	**3,508**	9,821
Issued ordinary shares ('000)	**228,303**	228,303
Effect of ordinary shares distributed during the year via a bonus issue ('000)	**114,152**	114,152
	342,455	342,455
Issuance of shares during the year	**12,619**	–
Effect of ordinary shares distributed during the year via a bonus issue ('000)	**6,308**	–
Weighted average number of ordinary shares ('000)	**361,382**	342,455
Basic/diluted earnings per ordinary share (Sen)	**0.97**	2.87

The previous year's earnings per ordinary share has been restated to reflect the bonus issue implemented in the year under review.

There are no dilution effects for the warrants issued on the ordinary shares. Accordingly, the diluted earnings per ordinary share for the year is equal to the basic earnings per ordinary share.

There have been no other transactions involving ordinary shares or potential ordinary shares since the reporting date and before the completion of these financial statements.

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25. Operating segments

The Group has three reportable segments, as described below, which are the Group's strategic business units. The strategic business units offer different products and services, and are managed separately because they require different technology and marketing strategies. For each of the strategic business units, the Group Managing Director (the chief operating decision maker) reviews internal management reports at least on a quarterly basis. The following summary describes the operations in each of the Group's reportable segments:

- Segment 1: Property development
- Segment 2: Property investment
- Segment 3: Investment holding and others

Performance is measured based on segment profit before tax ("Segment Profit") as included in the internal management reports that are reviewed by the Group Managing Director (the chief operating decision maker). Segment profit 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 Managing Director. Segment total asset is used to measure the return of assets of each segment.

Segment liabilities

Segment liabilities are measured based on all liabilities of a segment, as included in the internal management reports that are reviewed by the Group Managing Director. Segment liabilities are used to measure the gearing of each segment.

Segment capital expenditure

Segment capital expenditure is total cost incurred during the financial year to acquire property, plant and equipment and investment properties.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

25. Operating segments (continued)

	Property development		Property investments	
	2015 RM'000	2014 RM'000 Restated	**2015 RM'000**	2014 RM'000
Revenue				
External	**55,924**	43,489	**109**	461
Results				
Depreciation of property, plant and equipment and investment properties	**81**	62	**17**	24
Segment profit	**6,737**	3,698	**67**	15,398
Assets:				
Additions to non-current assets	**9,814**	908	**590**	1,940
Segment assets	**438,513**	348,964	**3,441**	2,882
Segment liabilities	**300,405**	237,891	**13**	13

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
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	Investment holdings and others		Total		Adjustments and eliminations		Per consolidated financial statements	
	2015 RM'000	2014 RM'000	**2015 RM'000**	2014 RM'000 Restated	**2015 RM'000**	2014 RM'000	**2015 RM'000**	2014 RM'000 Restated
	777	730	**56,810**	44,680	**–**	–	**56,810**	44,680
	223	–	**321**	86	**–**	–	**321**	86
	8,114	3,033	**14,918**	22,129	**(11,703)**	(13,120)	**3,215**	9,009
	12	–	**10,416**	2,848	**–**	–	**10,416**	2,848
	156,609	167,643	**598,563**	519,489	**(198,096)**	(198,935)	**400,467**	320,554
	19,860	33,394	**320,278**	271,298	**(82,719)**	(93,735)	**237,559**	177,563

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

25. Operating segments (continued)

Reconciliation of reportable segment profit, assets and liabilities

(i) The following items are deducted from segment profit to arrive at "Profit before tax" presented in the consolidated statement of comprehensive income:

	2015 RM'000	2014 RM'000 Restated
Total segment profit	**14,918**	22,129
Elimination of inter-segment profits	**(11,703)**	(13,120)
Consolidated profit before tax	**3,215**	9,009

(ii) Additions to non-current assets consist of:

	2015 RM'000	2014 RM'000
Property, plant and equipment	**9,826**	908
Investment properties	**590**	1,940
	10,416	2,848

(iii) The following items are deducted from segment assets to arrive at total assets reported in the consolidated statement of financial position:

	2015 RM'000	2014 RM'000
Inter-segment assets	**198,096**	198,935

(iv) The following items are deducted from segment liabilities to arrive at total liabilities reported in the consolidated statement of financial position:

	2015 RM'000	2014 RM'000
Inter-segment liabilities	**82,719**	93,735

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

25. Operating segments (continued)

Geographical segments

Segment information relating to geographical areas of operation has not been presented as the Group operates only in Malaysia.

Major customers

Approximately 40% of the Group's revenue are from 2 major customers.

26. Financial instruments

26.1 Categories of financial instruments

The table below provides an analysis of financial instruments categorised as follows:

(a) Loans and receivables ("L&R");
(b) Financial liabilities measured at amortised cost ("FL").

	Carrying amount RM'000	L&R RM'000	FL RM'000
31.12.2015			
Financial assets			
Group			
Trade and other receivables	17,923	17,923	–
Cash and cash equivalents	40,872	40,872	–
	58,795	58,795	–
Company			
Trade and other receivables	88,982	88,982	–
Cash and cash equivalents	16,646	16,646	–
	105,628	105,628	–

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

26. Financial instruments (continued)

26.1 Categories of financial instruments (continued)

	Carrying amount RM'000	L&R RM'000	FL RM'000
31.12.2015			
Financial liabilities			
Group			
Bank borrowings	**164,609**	**–**	**164,609**
Trade and other payables	**56,914**	**–**	**56,914**
	221,523	**–**	**221,523**
Company			
Bank borrowings	**17,000**	**–**	**17,000**
Trade and other payables	**1,850**	**–**	**1,850**
	18,850	**–**	**18,850**
31.12.2014			
Financial assets			
Group, *Restated*			
Trade and other receivables	4,011	4,011	–
Cash and cash equivalents	19,927	19,927	–
	23,938	23,938	–
Company			
Trade and other receivables	40,164	40,164	–
Cash and cash equivalents	8,052	8,052	–
	48,216	48,216	–

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

26. Financial instruments (continued)

26.1 Categories of financial instruments (continued)

	Carrying amount RM'000	L&R RM'000	FL RM'000
31.12.2014			
Financial liabilities			
Group, *Restated*			
Bank borrowings	122,352	–	122,352
Trade and other payables	46,054	–	46,054
	168,406	–	168,406
Company			
Bank borrowings	21,801	–	21,801
Trade and other payables	10,762	–	10,762
	32,563	–	32,563
1.1.2014			
Financial assets			
Group, *Restated*			
Trade and other receivables	11,133	11,133	–
Cash and cash equivalents	21,977	21,977	–
	33,110	33,110	–
Company			
Trade and other receivables	49,025	49,025	–
Cash and cash equivalents	16,196	16,196	–
	65,221	65,221	–
Financial liabilities			
Group			
Bank borrowings	133,028	–	133,028
Trade and other payables	83,152	–	83,152
	216,180	–	216,180
Company			
Bank borrowings	31,548	–	31,548
Trade and other payables	74,555	–	74,555
	106,103	–	106,103

26. Financial instruments (continued)

26.2 Net gains and losses arising from financial instruments

	Group		Company	
	2015 RM'000	2014 RM'000	**2015 RM'000**	2014 RM'000
Net gains/(losses) on:				
Loans and receivables	**1,135**	1,487	**4,517**	(4,510)
Financial liabilities measured at amortised cost	**(2,817)**	(6,213)	**(885)**	(1,488)
	(1,682)	(4,726)	**3,632**	(5,998)

26.3 Financial risk management

The Group has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

26.4 Credit risk

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

Receivables

Risk management objectives, policies and processes for managing the risk

The Group assesses at each reporting date whether there is any objective evidence that a financial asset is impaired. To determine whether there is objective evidence of impairment, the Group considers factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments.

Where there is objective evidence of impairment, the amount and timing of future cash flows are estimated based on historical loss experience for assets with similar credit risk characteristics.

Exposure to credit risk, credit quality and collateral

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

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
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26. Financial instruments (continued)

26.4 Credit risk (continued)

Receivables (continued)

The Group's normal credit terms range from 15 to 60 days. They are recognised at their original invoice amounts which represent their fair values on initial recognition. The Group has no significant concentration of credit risk that may arise from exposures to a single debtor or to group of debtors.

Impairment losses

The Group maintains an ageing analysis in respect of trade receivables only. The ageing of trade receivables as at the end of the reporting period was:

	Gross RM'000	Individual impairment RM'000	Net RM'000
Group			
2015			
Neither past due nor impaired	**272**	**–**	**272**
Past due 1 - 30 days	**8,544**	**–**	**8,544**
Past due 31 - 60 days	**73**	**–**	**73**
Past due more than 60 days	**12,255**	**(4,572)**	**7,683**
	21,144	**(4,572)**	**16,572**
2014			
Neither past due nor impaired	1,779	–	1,779
Past due 1 - 30 days	292	–	292
Past due 31 - 60 days	–	–	–
Past due more than 60 days	6,312	(4,742)	1,570
	8,383	(4,742)	3,641

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
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26. Financial instruments (continued)

26.4 Credit risk (continued)

Receivables (continued)

Impairment losses (continued)

	Gross RM'000	Individual impairment RM'000	Net RM'000
Company			
2015			
Neither past due nor impaired	**5,661**	**–**	**5,661**
Past due 1 - 30 days	**–**	**–**	**–**
Past due 31 - 60 days	**–**	**–**	**–**
Past due more than 60 days	**10,572**	**(4,572)**	**6,000**
	16,233	**(4,572)**	**11,661**

	Gross RM'000	Individual impairment RM'000	Net RM'000
Company			
2014			
Neither past due nor impaired	258	–	258
Past due 1 - 30 days	–	–	–
Past due 31 - 60 days	–	–	–
Past due more than 60 days	4,742	(4,742)	–
	5,000	(4,742)	258

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

26. Financial instruments (continued)

26.4 Credit risk (continued)

Receivables (continued)

Impairment losses (continued)

The movements in the allowance for impairment losses of trade receivables (excluding related party balances) during the financial year were:

	Group and Company	
	2015 RM'000	2014 RM'000
At 1 January	**4,742**	4,742
Reversal of impairment loss	**(170)**	–
At 31 December	**4,572**	4,742

The allowance account in respect of trade receivables is used to record impairment losses. Unless the Group is satisfied that recovery of the amount is possible, the amount considered irrecoverable is written off against the receivable directly.

Financial guarantees

Risk management objectives, policies and processes for managing the risk

The Company provides unsecured financial guarantees to banks in respect of banking facilities granted to its subsidiaries. The Company monitors on an ongoing basis the results of the subsidiaries and repayment made by the subsidiaries.

Exposure to credit risk, credit quality and collateral

The maximum exposure to credit risk amounts to RM126,214,269 (2014: RM83,421,623) representing the outstanding banking facilities of its subsidiaries as at the end of the reporting period.

As at the end of the reporting period, there was no indication that the subsidiary would default on repayment.

As at reporting date, no values are ascribed on corporate guarantees provided by the Group and the Company to secure bank loans and other banking facilities granted to its subsidiary where such loans and bank facilities are fully collateralised by charges over land held for development of the subsidiary and where the Directors regard the value of the credit enhancement provided by the corporate guarantees as minimal.

26. Financial instruments (continued)

26.4 Credit risk (continued)

Financial guarantees (continued)

The financial guarantees have not been recognised since the fair value on initial recognition was not material.

In addition, the Company provided financial support to certain subsidiaries to enable them to continue as going concern.

Impairment losses

As at the end of the reporting period, there was no indication that the loans and advances to the subsidiaries are not recoverable. The Company does not specifically monitor the ageing of current advances to the subsidiaries. Non-current loans to subsidiaries are not overdue.

Inter company loans and advances

Risk management objectives, policies and processes for managing the risk

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

Exposure to credit risk, credit quality and collateral

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

26.5 Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities.

The Group manages its debt maturity profile, operating cash flows and the availability of funding so as to ensure that all refinancing, repayment and funding needs are met. As part of its overall liquidity management, the Group maintains sufficient levels of cash or cash convertible investments to meet its working capital requirements. In addition, the Group strives to maintain available banking facilities at a reasonable level to its overall debt position.

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

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26. Financial instruments (continued)

26.5 Liquidity risk (continued)

Maturity analysis

The table below summarises 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:

	Carrying amount RM'000	Contractual interest rate %	Contractual cash flows RM'000	Under 1 year RM'000	1 - 5 years RM'000	More than 5 years RM'000
Group						
31.12.2015						
Trade and other payables	**56,914**	**6.50**	**56,914**	**56,914**	**–**	**–**
Bank borrowings	**164,609**	**5.20 – 9.30**	**181,677**	**73,079**	**106,992**	**1,606**
	221,523		**238,591**	**129,993**	**106,992**	**1,606**
31.12.2014						
Trade and other payables	46,054	6.50	46,054	46,054	–	–
Bank borrowings	122,352	5.35 – 8.85	137,629	32,713	104,916	–
	168,406		183,683	78,767	104,916	–
1.1.2014						
Trade and other payables	83,152	7.00– 8.00	83,152	83,152	–	–
Bank borrowings	133,028	5.35 – 8.85	135,258	33,711	101,547	–
	216,180		218,410	116,863	101,547	–

26. Financial instruments (continued)

26.5 Liquidity risk (continued)

Maturity analysis (continued)

	Carrying amount RM'000	Contractual interest rate %	Contractual cash flows RM'000	Under 1 year RM'000	1 - 5 years RM'000	More than 5 years RM'000
Company						
31.12.2015						
Trade and other payables	**1,850**	**–**	**1,850**	**1,850**	**–**	**–**
Bank borrowings	**17,000**	**5.35 – 5.60**	**17,926**	**17,926**	**–**	**–**
	18,850		**19,776**	**19,776**	**–**	**–**
31.12.2014						
Trade and other payables	10,762	–	10,762	10,762	–	–
Bank borrowings	21,801	5.35 – 8.85	22,124	22,124	–	–
	32,563		32,886	32,886	–	–
1.1.2014						
Trade and other payables	74,555	–	74,555	74,555	–	–
Bank borrowings	31,548	5.35 – 8.85	32,961	32,961	–	–
	106,103		107,516	107,516	–	–

26.6 Market risk

Market risk is the risk that changes in market prices, such as interest rates that will affect the Group's financial position or cash flows.

26.6.1 Interest rate risk

The Group's investments in fixed rate debt securities and its fixed rate borrowings are exposed to a risk of change in their fair value due to changes in interest rates. The Group's variable rate borrowings are exposed to a risk of change in cash flows due to changes in interest rates. The short term receivables and payables are not significantly exposed to interest rate risk.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

26. Financial instruments (continued)

26.6 Market risk (continued)

26.6.1 Interest rate risk (continued)

Risk management objectives, policies and processes for managing the risk

The Group's income and operating cash flows are substantially independent of changes in market interest rates. Interest rate exposure arises from the Group's borrowings and deposits, and is managed through the use of fixed and floating rate borrowings and deposits. The Group does not use derivative financial instruments to hedge its interest rate risk.

Exposure to interest rate risk

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

	Group		Company	
	2015 RM'000	2014 RM'000	**2015 RM'000**	2014 RM'000
Fixed rate instruments				
Financial assets	**21,295**	13,890	**11,924**	47,683
Financial liabilities	**(43,037)**	(38,183)	**(114)**	(8,569)
	(21,742)	(24,293)	**11,810**	39,114
Floating rate instruments				
Financial liabilities	**(164,609)**	(122,352)	**(17,000)**	(21,801)

Interest rate risk sensitivity analysis

(a) 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.

26. Financial instruments (continued)

26.6 Market risk (continued)

26.6.1 Interest rate risk (continued)

Interest rate risk sensitivity analysis (continued)

(b) Cash flow sensitivity analysis for variable rate instruments

A change of 50 basis points ("bp") in interest rates 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 remained constant.

	2015		2014	
	50bp increase RM'000	50bp decrease RM'000	50bp increase RM'000	50bp decrease RM'000
Group				
Floating rate instruments	(617)	617	(459)	459
Company				
Floating rate instruments	(64)	64	(82)	82

26.7 Fair value information

The carrying amounts of cash and cash equivalents, short term receivables and payables, and short term borrowings are approximately fair values due to the relatively short term nature of these financial instruments.

26. Financial instruments (continued)

26.7 Fair value information (continued)

The table below analyses financial instruments carried at fair value and those not carried at fair value for which fair value is disclosed, together with their fair values and carrying amounts shown in the statement of financial position.

	Fair value of financial instruments carried at fair value				Fair value of financial instruments not carried at fair value					
Group	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000	Total fair value RM'000	Carrying amount RM'000
2015										
Financial liabilities										
Bank borrowings	–	–	–	–	–	–	162,499	162,499	162,499	164,609
2014										
Financial liabilities										
Bank borrowings	–	–	–	–	–	–	108,221	108,221	108,221	122,352
Company										
2015										
Financial liabilities										
Bank borrowings	–	–	–	–	–	–	17,000	17,000	17,000	17,000
2014										
Financial liabilities										
Bank borrowings	–	–	–	–	–	–	21,801	21,801	21,801	21,801

26. Financial instruments (continued)

26.7 Fair value information (continued)

Policy on 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.

Derivatives

The fair value of forward exchange contracts is estimated by discounting the difference between the contractual forward price and the current forward price for the residual maturity of the contract using a risk-free interest rate (based on government bonds).

Non-derivative financial liabilities

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the end of the reporting period. In respect of the liability component of convertible notes, the market rate of interest is determined by reference to similar liabilities that do not have a conversion option. For other borrowings, the market rate of interest is determined by reference to similar borrowing arrangements.

Transfers between Level 1 and Level 2 fair values

There has been no transfer between Level 1 and 2 fair values during the financial year. (2014: no transfer in either directions)

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 techniques used in the determination of fair values within Level 3, as well as the key unobservable inputs used in the valuation models.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

26. Financial instruments (continued)

26.7 Fair value information (continued)

Level 3 fair value (continued)

Financial instruments not carried at fair value

Type	Valuation Technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Loans and borrowings	Discounted cash flows	• Interest rate (2015: 5.20% -9.30%)	The estimated fair value would increase (decrease) if the interest rates were higher (lower).

27. 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 are determined to maintain an optimal debt-to-equity ratio that complies with debt covenants and regulatory requirements.

The Group's gearing ratio at 31 December 2015, 31 December 2014 and 1 January 2014 were as follows:

	Note	31.12.15 RM'000	31.12.14 RM'000 Restated	1.1.14 RM'000 Restated
Bank borrowings	13	164,609	122,352	133,028
Trade and other payables	14	56,914	46,054	83,152
Less: Cash and cash equivalents	10	(40,872)	(19,927)	(21,977)
Net debt		180,651	148,479	194,203
Equity attributable to the owners of the parent, representing total capital		165,982	142,933	130,311
Capital and net debt		346,633	291,412	324,514
Gearing ratio		52%	51%	60%

27. Capital management (continued)

There was no change 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 the 25 percent of the issued and paid-up capital (excluding treasury shares) and such shareholders' equity is not less than RM40 million. The Company has complied with this requirement.

28. Operating leases

Leases as lessee

Non-cancellable operating lease rental is payable as follows:

	Group		Company	
	2015 RM'000	2014 RM'000	**2015 RM'000**	2014 RM'000
Less than one year	**987**	–	**987**	–
Between one and five years	**1,390**	–	**1,390**	–
	2,377	–	**2,377**	–

Leases as lessor

The Group and the Company lease out their investment properties under operating leases (see Note 4). The future minimum lease receivables under non-cancellable leases are as follows:

	Group		Company	
	2015 RM'000	2014 RM'000	**2015 RM'000**	2014 RM'000
Less than one year	**116**	90	**116**	90
Between one and five years	**96**	–	**96**	–
	212	90	**212**	90

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

29. Related parties

Identity of related parties

For the purposes of these financial statements, parties are considered to be related to the Group 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 control. 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. Key management personnel includes all the Directors of the Group, and certain members of senior management of the Group.

The Group has related party relationship with significant investors, subsidiaries and key management personnel.

Significant related party transactions

Related party transactions have been entered into in the normal course of business. The significant related party transactions of the Group and the Company are shown below. The balances related to the below transactions are shown in Notes 9 and 14.

	Group		Company	
	2015 RM'000	2014 RM'000	**2015 RM'000**	2014 RM'000
A. Director of the Company				
Acquisition of motor vehicle	**107**	–	**107**	–
B. Subsidiaries of the Company				
Interest income	**–**	–	**4,087**	2,962
Management fee income	**–**	–	**1,838**	1,200
Interest expense	**–**	–	**–**	339
Maintenance fee	**–**	–	**147**	–
Dividend income	**–**	–	**33,200**	–

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

29. Related parties (continued)

Significant related party transactions (continued)

	Group 2015 RM'000	Group 2014 RM'000	Company 2015 RM'000	Company 2014 RM'000
C. Subsidiaries of Mulpha International Bhd.				
Interest income	–	659	–	659
Management fee expense	462	1,368	161	363
Rental expense	238	331	227	310
Interest expense	122	212	122	212
Unwinding of discount on payables	–	2,989	–	–
Secretarial services fee expenses	11	–	–	–
Sale of inventory	–	14,915	–	14,915
D. Other related parties				
A company related to a person connected to a Director of the holding company:				
- Interest expense	193	391	–	–
Non-controlling interests of subsidiaries:				
- Interest expense	1,875	1,339	–	–
- Project management fee expense	120	100	–	–
E. Key management personnel				
Directors				
- Remuneration	1,223	666	1,223	666
- Fees	136	136	136	136
- Defined contribution plans	175	78	175	78
- Estimated money value of benefits-in-kind	262	16	262	16
	1,796	896	1,796	896

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

29. Related parties (continued)

Significant related party transactions (continued)

	Group		Company	
	2015 RM'000	2014 RM'000	**2015 RM'000**	2014 RM'000
E. Key management personnel (continued)				
Other key management personnel				
- Remuneration	**1,386**	408	**1,386**	408
- Defined contribution plans	**136**	29	**136**	29
	1,522	437	**1,522**	437

Other key management personnel comprise persons other than the Directors of Group entities, having authority and responsibility for planning, directing and controlling the activities of the Group entities either directly or indirectly.

30. Business combinations

30.1 Acquisition of Thriven Amona Sdn. Bhd. (formerly known as Demi Wangsa Development Sdn. Bhd.)

On 10 July 2015, the Group acquired 510,000 ordinary shares of RM1.00 each, representing 51% equity interest in Thriven Amona Sdn. Bhd. ("TASB") for a total cash consideration of RM6,310,000.

The following summarises the major classes of consideration transferred and the recognised amounts of assets acquired and liabilities assumed at the acquisition date:

Identifiable assets acquired and liabilities assumed:

	RM'000
Deposits	**1,000**
Other payable and accruals	**(4)**
Total identifiable net assets	**996**

Pre-acquisition carrying amounts were determined based on applicable MFRSs immediately before the acquisition. The values of assets, liabilities, and contingent liabilities recognised on acquisition are their estimated fair values.

30. Business combinations (continued)

30.1 Acquisition of Thriven Amona Sdn. Bhd. (formerly known as Demi Wangsa Development Sdn. Bhd.) (continued)

Net cash outflow arising from acquisition of subsidiary

	RM'000
Purchase consideration settled in cash and cash equivalents	6,310

Goodwill

Goodwill was recognised as a result of the acquisition as follows:

	RM'000
Total consideration	6,310
Fair value of net identifiable assets	(996)
Positive goodwill on acquisition	5,314

30.2 Acquisition of shares in subsidiary from non-controlling shareholder

On 30 September 2014, the Company acquired 1,800,000 ordinary shares of RM1.00 each, representing 30% equity interest in Bukit Punchor Development Sdn. Bhd. ("BPD") from a non-controlling shareholder for a total cash consideration of RM299,640. This acquisition resulted in BPD becoming a wholly-owned subsidiary of the Company.

The acquisition of the remaining equity interest in BPD is deemed to be a shareholders' transaction and consequently, the decrease in non-controlling interest of RM2,801,563 is recognised in the capital reserves of the Group as disclosed in Note 12 to the financial statements.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

31. Impact of preparation of financial statements from the adoption of MFRS 15

As stated in Note 1.1, these are the first financial statements of the Group and of the Company prepared upon the adoption of MFRS 15, *Revenue from Contracts with Customers*.

The accounting policies set out in Note 2 have been applied in preparing the financial statements of the Group and of the Company for the financial year ended 31 December 2015, the comparative information presented in these financial statements for the financial year ended 31 December 2014 and in the preparation of the opening MFRS statement of financial position at 1 January 2014 (the Group's date of transition to MFRSs).

In preparing the opening consolidated statement of financial position at 1 January 2014, the Group has adjusted amounts reported previously in financial statements prepared in accordance with previous MFRS 118, *Revenue*.

The transition from MFRS 118 to MFRS 15 has no material impact on the Company's financial position, financial performance and cash flow.

An explanation of how the transition from previous MFRS 118 to MFRS 15 has affected the Group's financial position, financial performance and cash flows is set out as follows:

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

31. Impact of preparation of financial statements from the adoption of MFRS 15 (continued)

31.1 Reconciliation of statement of financial position

	1.1.2014			31.12.2014		
	MFRS 118 RM'000	Effect of adoption of MFRS 15 RM'000	MFRS 15 RM'000	MFRS 118 RM'000	Effect of adoption of MFRS 15 RM'000	MFRS 15 RM'000
Assets						
Property, plant and equipment	356	–	356	1,189	–	1,189
Investment properties	959	–	959	2,861	–	2,861
Goodwill	1,891	–	1,891	1,891	–	1,891
Inventories	55,267	–	55,267	49,213	–	49,213
Total non-current assets	58,473	–	58,473	55,154	–	55,154
Inventories	260,208	(5,041)	255,167	243,343	(3,553)	239,790
Trade and other receivables	11,357	(224)	11,133	4,682	(671)	4,011
Prepayments	126	–	126	1,257	–	1,257
Income tax recoverable	69	–	69	415	–	415
Cash and cash equivalents	21,977	–	21,977	19,927	–	19,927
	293,737	(5,265)	288,472	269,624	(4,224)	265,400
Assets classified as held for sale	18,072	–	18,072	–	–	–
Total current assets	311,809	(5,265)	306,544	269,624	(4,224)	265,400
Total assets	370,282	(5,265)	365,017	324,778	(4,224)	320,554

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

31. Impact of preparation of financial statements from the adoption of MFRS 15 (continued)

31.1 Reconciliation of statement of financial position (continued)

	1.1.2014			31.12.2014		
	MFRS 118 RM'000	Effect of adoption of MFRS 15 RM'000	MFRS 15 RM'000	MFRS 118 RM'000	Effect of adoption of MFRS 15 RM'000	MFRS 15 RM'000
Equity						
Share capital	22,830	–	22,830	22,830	–	22,830
Share premium	2,481	–	2,481	2,481	–	2,481
Capital reserve	83,203	–	83,203	85,544	460	86,004
Retained earnings	20,268	1,529	21,797	29,889	1,729	31,618
Total equity attributable to owners of the Company	128,782	1,529	130,311	140,744	2,189	142,933
Non-controlling interests	10,810	373	11,183	58	–	58
Total equity	139,592	1,902	141,494	140,802	2,189	142,991
Liabilities						
Deferred tax liabilities	5,061	404	5,465	4,811	954	5,765
Bank borrowings	98,785	–	98,785	93,780	–	93,780
Trade and other payables	37,368	–	37,368	–	–	–
Total non-current liabilities	141,214	404	141,618	98,591	954	99,545
Bank borrowings	34,243	–	34,243	28,572	–	28,572
Trade and other payables	45,784	–	45,784	45,799	255	46,054
Other current liabilites	7,941	(7,571)	370	10,536	(7,622)	2,914
Income tax payable	1,508	–	1,508	478	–	478
Total current liabilities	89,476	(7,571)	81,905	85,385	(7,367)	78,018
Total liabilities	230,690	(7,167)	223,523	183,976	(6,413)	177,563
Total equity and liabilities	370,282	(5,265)	365,017	324,778	(4,224)	320,554

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

31. Impact of preparation of financial statements from the adoption of MFRS 15 (continued)

31.2 Reconciliation of statement of profit or loss and other comprehensive income for the year ended 31 December 2014

	MFRS 118 RM'000	Effect of adoption of MFRS 15 RM'000	MFRS 15 RM'000
Revenue	45,076	(396)	44,680
Cost of sales	(27,377)	1,488	(25,889)
Gross profit	17,699	1,092	18,791
Other income	16,880	–	16,880
Other expenses	(20,194)	(255)	(20,449)
Profit from operations	14,385	837	15,222
Finance costs	(6,213)	–	(6,213)
Profit before tax	8,172	837	9,009
Income tax expense	(2,917)	(550)	(3,467)
Profit for the year,	5,255	287	5,542
Total comprehensive income for the year			
Total comprehensive income attributable to:			
Owners of the Company	9,621	200	9,821
Non-controlling interests	(4,366)	87	(4,279)
Total comprehensive income for the year	5,255	287	5,542

31.3 Material adjustments to the statements of cash flows for 2014

There are no material differences between the statements of cash flows presented under MFRS 118 and the statements of cash flows presented under MFRS 15.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

32. Significant event during the year

During the financial year, Mulpha International Bhd ("MIB") ceased to be the holding company subsequent to the exercise of option rights by Teladan Kuasa Sdn. Bhd. ("TKSB") on 6 March 2015 under the call option agreement dated 17 May 2012 with MIB, pursuant to which it acquired 75,000,000 ordinary shares of RM0.10 each in the Company ("Option Shares"), representing 32.85% of the issued and paid up capital of the Company from MIB at RM0.47 per Option Share.

TKSB had also extended a mandatory take-over offer pursuant to Section 218(2) of the Capital Markets and Services Act 2007 and Section 9(1), Part III of the Malaysian Code on Take-Over and Mergers, 2010, to acquire all the remaining ordinary shares of RM0.10 each in the Company ("Shares"), other than the Shares held or to be held by TKSB together with Ketapang Capital Sdn. Bhd., Datuk Fakhri Yassin bin Mahiaddin and the persons acting in concert with them ("PACs"), for a cash offer price of RM0.497 for each share ("MGO").

The acquisition of the Option Shares was completed on 9 March 2015, whilst the MGO offer period was closed on 17 April 2015, resulting from which TKSB and its PACs hold a total of 115,042,400 ordinary shares of RM0.10 each, representing approximately 50.39% of the issued and paid up share of the Company.

NOTES TO
THE FINANCIAL STATEMENTS (cont'd)
31 December 2015

33. Supplementary financial information on the breakdown of realised and unrealised profits or losses

The breakdown of the retained earnings of the Group and of the Company as at 31 December, into realised and unrealised profits, pursuant to Paragraphs 2.06 and 2.23 of Bursa Malaysia Main Market Listing Requirements, are as follows:

	Group		Company	
	2015 RM'000	2014 RM'000 Restated	**2015 RM'000**	2014 RM'000
Total retained earnings				
- realised	**22,262**	60,411	**30,483**	39,623
- unrealised	**(130)**	290	**495**	212
	22,132	60,701	**30,978**	39,835
Less: Consolidation adjustments	**(1,132)**	(29,083)	**–**	–
Total retained earnings	**21,000**	31,618	**30,978**	39,835

The determination of realised and unrealised profits is based on the Guidance of Special Matter No.1, *Determination of Realised and Unrealised Profits or Losses in the Context of Disclosures Pursuant to Bursa Malaysia Securities Berhad Listing Requirements*, issued by the Malaysian Institute of Accountants on 20 December 2010.

STATEMENT BY DIRECTORS

pursuant to Section 169(15) of the Companies Act, 1965

In the opinion of the Directors, the financial statements set out on pages 55 to 145 are drawn up in accordance with Malaysian Financial Reporting Standards and the Companies Act, 1965 in Malaysia and with International Financial Reporting Standards so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2015 and of their financial performance and cash flows for the financial year then ended.

In the opinion of the Directors, the information set out in Note 33 on page 146 to the financial statements has been compiled in accordance with Guidance on Special Matter No.1, *Determination of Realised and Unrealised Profits or Losses in the Context of Disclosures Pursuant to Bursa Malaysia Securities Berhad Listing Requirements*, issued by the Malaysian Institute of Accountants, and presented based on the format prescribed by Bursa Malaysia Securities Berhad.

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

....

Datuk Fakhri Yassin bin Mahiaddin

....

Ghazie Yeoh bin Abdullah

Kuala Lumpur,
Date: 29 March 2016

STATUTORY DECLARATION

pursuant to Section 169(16) of the Companies Act, 1965

I, **Augustone Cheong Kwok Fai**, the officer primarily responsible for the financial management of Thriven Global Berhad (formerly known as Mulpha Land Berhad), do solemnly and sincerely declare that the financial statements set out on pages 55 to 146 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the above named at Kuala Lumpur on 29 March 2016.

....
Augustone Cheong Kwok Fai

Before me:

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THRIVEN GLOBAL BERHAD

(formerly known as Mulpha Land Berhad)
(Company No. 182350-H)
(Incorporated in Malaysia)

Report on the Financial Statements

We have audited the financial statements of Thriven Global Berhad (formerly known as Mulpha Land Berhad), which comprise the statements of financial position as at 31 December 2015 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, changes in equity and cash flows of the Group and of the Company for the year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 55 to 145.

Directors' Responsibility for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements so as to give a true and fair view in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation of financial statements that give a true and fair view 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of the Group and of the Company as of 31 December 2015 and of their financial performance and cash flows for the year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF THRIVEN GLOBAL BERHAD (cont'd)

(formerly known as Mulpha Land Berhad)
(Company No. 182350-H)
(Incorporated in Malaysia)

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report the following:

(a) In our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiaries have been properly kept in accordance with the provisions of the Act.

(b) We are satisfied that the accounts of the subsidiaries that have been consolidated with the Company's financial statements are in form and content appropriate and proper for the purposes of the preparation of the financial statements of the Group and we have received satisfactory information and explanations required by us for those purposes.

(c) Our audit reports on the accounts of the subsidiaries did not contain any qualification or any adverse comment made under Section 174(3) of the Act.

Other Reporting Responsibilities

Our audit was made for the purpose of forming an opinion on the financial statements taken as a whole. The information set out in Note 33 on page 146 to the financial statements has been compiled by the Company as required by the Bursa Malaysia Securities Berhad Listing Requirements and is not required by the Malaysian Financial Reporting Standards or International Financial Reporting Standards. We have extended our audit procedures to report on the process of compilation of such information. In our opinion, the information has been properly compiled, in all material respects, in accordance with the Guidance on Special Matter No.1, *Determination of Realised and Unrealised Profits or Losses in the Context of Disclosures Pursuant to Bursa Malaysia Securities Berhad Listing Requirements*, issued by the Malaysian Institute of Accountants and presented based on the format prescribed by Bursa Malaysia Securities Berhad.

Other Matters

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act, 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

KPMG
Firm Number: AF 0758
Chartered Accountants

Chew Beng Hong
Approval Number: 2920/02/18(J)
Chartered Accountant

Petaling Jaya, Selangor

Date: 29 March 2016

LIST OF PROPERTIES OF THE GROUP

as at 31 December 2015

No.	Location	Year of Acquisition/ Completion	Tenure	Year of Lease Expiring	Age of Building	Land area/ Built up Area as at 31/12/2015	Description/ Existing Use	Net Book Value as at 31/12/2015 RM'000
1	PN 30649 & PN30650 Lot 212 & 213 Mukim Bandar Damansara Daerah Petaling, Selangor	2013	Leasehold	2114	N/A	6.41 acres	Land being used for residential and commercial development	**178,124**
2	Lot 1524 HS(D) 3059/95 Padang Meha Kulim, Kedah	2002	Freehold	N/A	N/A	121 acres	Land being used for residential and commercial development	**47,471**
3	Geran 23566, 23567 & 12881 Lot No. 350, 351 & 9992 Bandar dan Daerah Kuala Lumpur	2007	Freehold	N/A	N/A	2.53 acres	Land to be used for residential development	**38,069**
4	PN 3679, Lot 53 Seksyen 13, Bandar Petaling Jaya Daerah Petaling, Selangor	2013	Leasehold	2066	N/A	1.99 acres	Land being used for residential and commercial development	**51,388**
5	Unit 2, Enklaf Bangsar Jalan Medang Tanduk Bukit Bandaraya, Bangsar 59100 Kuala Lumpur	2012	Freehold	N/A	4	746.76 sq.metres	Completed unit held for sale: 3-storey bungalow	**7,689**
6	Mukim 7 Daerah Seberang Perai Selatan Nibong Tebal, Pulau Pinang	2006	Freehold	N/A	N/A	2.16 acres	Land being used for residential, commercial and industrial development	**3,847**
7	Lot 58453 Hak Milik 46467 Mukim Batu Kepong, Kuala Lumpur	2015	Leasehold	2100	N/A	2.09 acres	Land being used for residential and commercial development	**15,561**
8	B1003 & B1005 Pusat Dagangan Phileo Damansara II No 15, Jalan 16/11, Off Jalan Damansara 46350 Petaling Jaya, Selangor	1999	Freehold	N/A	16	465.63 sq.metres	Investment property: Office lot	**903**
9	PN 3679, Lot 53 Seksyen 13, Bandar Petaling Jaya Daerah Petaling, Selangor	2015	Leasehold	2066	1	761.81 sq.metres	Sales Gallery	**4,201**
10	Lot 4183 Padang Meha Kulim, Kedah	2014	Freehold	N/A	2	130 sq.metres	Sales Gallery	**859**

ANALYSIS OF SHAREHOLDINGS

as at 22 March 2016

Authorised Share Capital	:	RM200,000,000 divided into 1,000,000,000 ordinary shares of RM0.10 each and 100,000,000 preference shares of RM1.00 each
Issued and Paid-up Share Capital	:	RM37,669,912.50 divided into 376,699,125 ordinary shares of RM0.10 each
Class of Shares	:	Ordinary shares of RM0.10 each
Voting Rights	:	1) One vote per shareholder on a show of hands 2) One vote per ordinary share on a poll

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Shareholdings
Less than 100	157	7.34	3,286	0.00
100 - 1,000	58	2.71	22,901	0.01
1,001 - 10,000	1,128	52.71	5,996,998	1.59
10,001 - 100,000	669	31.26	19,619,644	5.21
100,001 – 18,834,956 (less than 5% of issued shares)	124	5.79	88,837,080	23.58
18,834,956 (5% of issued shares) and above	4	0.19	262,219,216	69.61
TOTAL	2,140	100.00	376,699,125	100.00

THIRTY LARGEST SHAREHOLDERS

No.	Name of Shareholders	No. of Shares	%
1.	Kenanga Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Teladan Kuasa Sdn Bhd	112,518,750	29.87
2.	Mulpha International Bhd	80,778,201	21.44
3.	Pasukan Sehati Sdn Bhd	29,468,100	7.82
4.	RHB Capital Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Low Keng Siong	28,139,250	7.47
5.	Cimsec Nominees (Tempatan) Sdn Bhd - Cimb Bank for Brahmal A/L Vasudevan (M73106)	15,054,900	4.00
6.	Mulpha International Bhd	11,314,875	3.00
7.	First Positive Sdn Bhd	8,973,000	2.38
8.	RHB Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Lim Chee Meng	8,715,000	2.31
9.	Lim Chee Meng	8,355,000	2.22

ANALYSIS OF
SHAREHOLDINGS (cont'd)
as at 22 March 2016

No.	Name of Shareholders	No. of Shares	%
10.	Maybank Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Lau Lian Huat	4,425,000	1.17
11	Brahmal A/L Vasudevan	3,000,000	0.80
12.	Alliancegroup Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Lau Lian Huat (8055176)	2,850,375	0.76
13.	Ghazie Yeoh bin Abdullah	2,437,500	0.65
14.	Citigroup Nominees (Asing) Sdn Bhd - Pershing LLC for Asia Network Management Limited	2,220,370	0.59
15.	Tam Shuk Yi	1,330,000	0.35
16.	Chong Hiong Lim	1,170,000	0.31
17.	Lee Kay Huat	930,000	0.25
18.	Cimsec Nominees (Tempatan) Sdn Bhd - Cimb Bank for Salbiah Binti Shuib (MM0641)	825,000	0.22
19.	Public Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Lee Chiah Cheang (TCS/HLG)	813,750	0.22
20.	Lee Eng Keong	696,375	0.18
21.	Chin Kian Fong	695,450	0.18
22.	Yap Teck Siong	684,000	0.18
23.	Chong Siow Chiew	666,750	0.18
24.	Lee Yean Aun Keefe	648,750	0.17
25.	Clarence Gerard Boudville	600,000	0.16
26.	Eng Yok Tin @ Seet Kim Lian	600,000	0.16
27.	HSBC Nominees (Asing) Sdn Bhd - Exempt An For Credit Suisse (SG BR-TST-ASING)	600,000	0.16
28.	Public Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Chew Thian Hock (E-JPR)	600,000	0.16
29.	Public Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Rewi Hamid Bugo (E-PDG)	600,000	0.16
30.	Kenanga Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Teh Siew Wah (021)	570,000	0.15

ANALYSIS OF SHAREHOLDINGS (cont'd)
as at 22 March 2016

SUBSTANTIAL SHAREHOLDERS

	Direct		Indirect	
Name of Shareholders	No. of Shares	%	No. of Shares	%
Teladan Kuasa Sdn Bhd	112,518,790	29.87	–	–
Ketapang Capital Sdn Bhd	–	–	112,518,790[a]	29.87
Datuk Fakhri Yassin bin Mahiaddin	–	–	112,518,790[b]	29.87
Mulpha International Bhd	92,093,076	24.45	–	–
Nautical Investments Limited	–	–	92,093,076[c]	24.45
Mountbatten Corporation	–	–	92,093,076[d]	24.45
Mount Glory Investments Limited	–	–	92,093,076[e]	24.45
Yong Pit Chin	–	–	92,093,076[f]	24.45
Lee Seng Huang	–	–	92,093,076[g]	24.45
Pasukan Sehati Sdn Bhd	29,468,100	7.82	–	–
Dato' Low Keng Siong	28,139,250	7.47	29,468,100[h]	7.82
Ghazie Yeoh bin Abdullah	2,437,500	0.65	29,468,100[h]	7.82
Lim Chee Khang	–	–	29,468,100[h]	7.82

DIRECTORS' SHAREHOLDINGS IN THRIVEN GLOBAL BERHAD
(formerly known as Mulpha Land Berhad)

	Direct		Indirect	
Name of Directors	No. of Shares	%	No. of Shares	%
Datuk Fakhri Yassin bin Mahiaddin	–	–	112,518,790[b]	29.87
Ghazie Yeoh bin Abdullah	2,437,500	0.65	29,468,100[h]	7.82
Dato' Low Keng Siong	28,139,250	7.47	29,468,100[h]	7.82
Lim Kok Beng	–	–	–	–
Lt. Col (R) Haji Abdul Jalil bin Abdullah	90,000	0.02	–	–
Henry Choo Hon Fai	–	–	–	–
Rewi Hamid Bugo	622,500	0.17	–	–
Lee Eng Leong	–	–	–	–

ANALYSIS OF SHAREHOLDINGS (cont'd)
as at 22 March 2016

Notes:

a Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of its shareholding in Teladan Kuasa Sdn Bhd.

b Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of his shareholding in Ketapang Capital Sdn Bhd.

c Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of its shareholding in Mulpha International Bhd.

d Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of its shareholding in Nautical Investments Limited.

e Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of its shareholding in Mountbatten Corporation.

f Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of her shareholding in Mount Glory Investments Limited.

g Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of his family relationship with Yong Pit Chin.

h Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of his shareholding in Pasukan Sehati Sdn Bhd.

(B) ANALYSIS OF WARRANTHOLDINGS as at 22 March 2016

Warrants B 2015/2020	:	188,349,562 Warrants at an exercise price of RM0.64 each
Maturity Date	:	5 October 2020
Right of Warrant Holders	:	The warrant holders are not entitled to vote in any general meeting of the Company and/or to participate in any distribution and/or offer of further securities in the Company unless and until the holder of warrants becomes a shareholder of the Company by exercising his warrants into new ordinary shares of the Company

DISTRIBUTION OF WARRANTHOLDINGS

Size of Warrantholdings	No. of Warrantholders	%	No. of Warrants Held	%
Less than 100	195	9.48	4,545	0.00
100 - 1,000	57	2.77	26,092	0.01
1,001 - 10,000	1,332	64.75	4,902,980	2.60
10,001 - 100,000	388	18.86	11,182,362	5.94
100,001 – 9,417,477 (less than 5% of issued warrants)	81	3.94	41,123,899	21.83
9,417,478 (5% of issued shares) and above	4	0.19	131,109,684	69.61
TOTAL	2,057	100.00	188,349,562	100.00

ANALYSIS OF
SHAREHOLDINGS (cont'd)
as at 22 March 2016

THIRTY LARGEST WARRANTHOLDERS

No.	Name of Shareholders	No. of Shares	%
1.	Kenanga Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Teladan Kuasa Sdn Bhd	56,259,375	29.87
2.	Mulpha International Bhd	40,389,100	21.44
3.	Pasukan Sehati Sdn Bhd	14,734,050	7.82
4.	RHB Capital Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Low Keng Siong	14,069,625	7.47
5.	Mulpha International Bhd	5,657,437	3.00
6.	First Positive Sdn Bhd	4,486,500	2.38
7.	RHB Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Lim Chee Meng	4,357,500	2.31
8.	Lim Chee Meng	4,177,500	2.22
9.	Maybank Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Lau Lian Huat	2,212,500	1.17
10.	Alliancegroup Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Lau Lian Huat (8055176)	1,425,187	0.76
11.	Ghazie Yeoh bin Abdullah	1,218,750	0.65
12.	Citigroup Nominees (Asing) Sdn Bhd - Pershing LLC for Asia Network Management Limited	1,110,185	0.59
13.	Lee Kay Huat	1,058,500	0.56
14.	Lee Mee Kuen	932,000	0.49
15.	Tam Shuk Yi	847,500	0.45
16.	Chin Kiam Hsung	708,225	0.38
17.	Chong Hiong Lim	585,000	0.31
18.	Yau Siew Fun	524,300	0.28
19.	Clarence Gerard Boudville	500,000	0.27
20.	Lim Jia Kheng	500,000	0.27
21.	Maybank Nominees (Tempatan) Sdn Bhd - Low Wui Li	500,000	0.27
22.	Yap Teck Siong	480,000	0.25
23.	Lee Kay Huat	465,000	0.25
24.	Kenanga Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Chin Kiam Hsung	455,475	0.24

ANALYSIS OF SHAREHOLDINGS (cont'd)
as at 22 March 2016

No.	Name of Shareholders	No. of Shares	%
25.	Maybank Nominees (Tempatan) Sdn Bhd - Low Leong Hock	422,500	0.22
26.	Cimsec Nominees (Tempatan) Sdn Bhd - Cimb Bank for Salbiah Binti Shuib (MM0641)	412,500	0.22
27.	Public Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Lee Chiah Cheang (TCS/HLG)	406,875	0.22
28.	Chaang Kok Leong	400,000	0.21
29.	Kwong Yok Chin	400,000	0.21
30.	Lim Cheng Ten	400,000	0.21

SUBSTANTIAL WARRANTHOLDERS

	Direct		Indirect	
Name of Shareholders	No. of Shares	%	No. of Shares	%
Teladan Kuasa Sdn Bhd	56,259,472	29.87	–	–
Ketapang Capital Sdn Bhd	–	–	56,259,472[a]	29.87
Datuk Fakhri Yassin bin Mahiaddin	–	–	56,259,472[b]	29.87
Mulpha International Bhd	46,046,537	24.45	–	–
Nautical Investments Limited	–	–	46,046,537[c]	24.45
Mountbatten Corporation	–	–	46,046,537[d]	24.45
Mount Glory Investments Limited	–	–	46,046,537[e]	24.45
Yong Pit Chin	–	–	46,046,537[f]	24.45
Lee Seng Huang	–	–	46,046,537[g]	24.45
Pasukan Sehati Sdn Bhd	14,734,050	7.82	–	–
Dato' Low Keng Siong	14,069,625	7.47	14,734,050[h]	7.82

ANALYSIS OF SHAREHOLDINGS (cont'd)
as at 22 March 2016

DIRECTORS' WARRANTHOLDINGS IN THRIVEN GLOBAL BERHAD
(formerly known as Mulpha Land Berhad)

	Direct		Indirect	
Name of Directors	No. of Shares	%	No. of Shares	%
Datuk Fakhri Yassin bin Mahiaddin	–	–	56,259,472[b]	29.87
Ghazie Yeoh bin Abdullah	1,218,750	0.65	14,734,050[h]	7.82
Dato' Low Keng Siong	14,069,625	7.47	14,734,050[h]	7.82
Lim Kok Beng	–	–	–	–
Lt. Col (R) Haji Abdul Jalil bin Abdullah	45,000	0.02	–	–
Henry Choo Hon Fai	–	–	–	–
Rewi Hamid Bugo	311,250	0.17	–	–
Lee Eng Leong	–	–	–	–

Notes:

a Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of its shareholding in Teladan Kuasa Sdn Bhd.

b Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of his shareholding in Ketapang Capital Sdn Bhd.

c Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of its shareholding in Mulpha International Bhd.

d Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of its shareholding in Nautical Investments Limited.

e Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of its shareholding in Mountbatten Corporation.

f Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of her shareholding in Mount Glory Investments Limited.

g Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of his family relationship with Yong Pit Chin.

h Deemed interest pursuant to Section 6A of the Companies Act, 1965 by virtue of his shareholding in Pasukan Sehati Sdn Bhd.

NOTICE OF TWENTY-SEVENTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Twenty-Seventh Annual General Meeting of Thriven Global Berhad (formerly known as Mulpha Land Berhad) will be held at the Level 23A, Menara LGB, No. 1, Jalan Wan Kadir, Taman Tun Dr. Ismail, 60000 Kuala Lumpur on Tuesday, 21 June 2016 at 2.30 p.m. for the following purposes:-

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 December 2015 together with the Directors' and Auditors' Reports thereon. *(Please refer to Explanatory Note to the Agenda)*
2. To re-elect Mr Lim Kok Beng who retires by rotation pursuant to Article 76 of the Company's Articles of Association and being eligible, has offered himself for re-election. *(Ordinary Resolution 1)*
3. To note that Lt. Col (R) Haji Abdul Jalil bin Abdullah, who will be retiring pursuant to Article 76 of the Company's Articles of Association, will not be seeking re-election as a Director of the Company.
4. To re-elect the following Directors who retire pursuant to Article 81 of the Company's Articles of Association and being eligible, have offered themselves for re-election:-
   (a) Mr. Lee Eng Leong *(Ordinary Resolution 2)*
   (b) Mr. Rewi Hamid Bugo *(Ordinary Resolution 3)*
5. To approve the payment of Directors' fees totalling RM123,084 for the financial year ended 31 December 2015. *(Ordinary Resolution 4)*
6. To re-appoint Messrs KPMG (AF: 0758) as the Company's auditors and to authorise the Directors to fix their remuneration *(Ordinary Resolution 5)*

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following ordinary resolutions:-

7. **Authority for Directors to issue and allot shares in the Company pursuant to Section 132D of the Companies Act, 1965** *(Ordinary Resolution 6)*

   "THAT subject always to the Companies Act, 1965, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company's Articles of Association and the approvals of the relevant government and/or regulatory authorities, the Directors be and are hereby empowered pursuant to Section 132D of the Companies Act, 1965 to issue and allot new shares in the Company at any time at such price, upon such terms and conditions, for such purposes and to such person(s) whomsoever as the Directors may in their absolute discretion deem fit and expedient in the interest of the Company, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total issued share capital of the Company for the time being

   AND THAT the Directors be and are also empowered to obtain the approval from Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company."

NOTICE OF TWENTY-SEVENTH
ANNUAL GENERAL MEETING (cont'd)

8. Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature *(Ordinary Resolution 7)*

"THAT approval be and is hereby given to the Company and its subsidiaries ("Thriven Group") to enter into recurrent related party transactions from time to time with Thriven Group's related parties, which are necessary for the day-to-day operations as set out in Section 2.3.1 of the Circular to Shareholders dated 28 April 2016 which are necessary for the Company's day-to-day operations subject to the following:-

(i) the transactions are in the ordinary course of business and are on terms not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders; and

(ii) the aggregate value of such transactions conducted pursuant to the Shareholders' Mandate during the financial year will be disclosed in the Annual Report for the said financial year;

AND THAT such approval shall continue to be in force until:

(a) the conclusion of the next Annual General Meeting ("AGM") of the Company at which time it will lapse, unless by a resolution passed at the Meeting the authority is renewed; or

(b) the expiration of the period within which the next AGM of the Company subsequent to the date it is required to be held pursuant to Section 143(1) of the Malaysian Companies Act, 1965 ("the Act") (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Act); or

(c) revoked or varied by resolution passed by the shareholders in a general meeting;

whichever is the earlier.

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary in the best interest of the Company (including executing all such documents as may be required) to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution."

9. Retention of Independent Director of the Company *(Ordinary Resolution 8)*

"THAT subject to passing of Ordinary Resolution 1, approval be and is hereby given to Mr. Lim Kok Beng, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than 9 years, to continue to act as an Independent Non-Executive Director of the Company."

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

By Order of the Board

SEET WAN SING (BC/S/1491)
TAN LAI HONG (MAICSA 7057707)
Company Secretaries

Kuala Lumpur
28 April 2016

NOTICE OF TWENTY-SEVENTH
ANNUAL GENERAL MEETING (cont'd)

NOTES:

1. A member of the Company who is entitled to attend and vote at a general meeting of the Company, may appoint not more than two (2) proxies to attend and vote at the same meeting.
2. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy and the proxy shall have the same rights as the member to speak at the meeting.
3. Where a member is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), 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 1 securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of the SICDA.
5. Where a member or the authorised nominee appoints two (2) proxies, or where an exempt authorised nominee appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
6. The instrument appointing a proxy shall be in writing (in the common or usual form) under the hand of the appointer or of his attorney duly authorised in writing, or if the appointer is a corporation, either under its common seal or under the hand of its officer duly authorised.
7. The instrument appointing a proxy must be deposited at the Share Registrar's office, Symphony Share Registrars Sdn Bhd at Level 6, Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
8. Only members whose names appear in the Record of Depositors as at 13 June 2016 shall be entitled to attend, speak and vote at this meeting.
9. Registration will commence at 12:30 p.m. and close at 3:00 p.m. on the day of the meeting. Members and proxies are advised to be punctual. For verification purposes, members and proxies are required to produce their original identification card at the registration counter.
10. In the event that door gift is provided by the Company, please take note that each member or proxy who is present shall be entitled to one (1) door gift (if any) only upon registration, irrespective of the number of member he/she represent (e.g. in the event a proxy represents two or more members, he/she shall be entitled to one (1) door gift only).

NOTICE OF TWENTY-SEVENTH
ANNUAL GENERAL MEETING (cont'd)

Explanatory Notes to the Agenda:

Item 1 of the Agenda

This item of the Agenda is meant for discussion only as the provision of Section 169(1) of the Companies Act, 1965 does not require formal approval of the shareholders. Hence, this item is not put forth for voting.

Item 7 of the Agenda

Authority for Directors to issue and allot shares in the Company pursuant to Section 132D of the Companies Act, 1965

The proposed Ordinary Resolution 6 is to empower the Directors to issue and allot shares in the Company up to an aggregate amount not exceeding 10% of the total issued share capital of the Company for such purposes as they consider would be in the interest of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next Annual General Meeting of the Company.

Item 8 of the Agenda

Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.

Please refer to the Circular to Shareholders dated 28 April 2016.

Item 9 of the Agenda

Retention of Independent Director of the Company

The Nomination Committee has assessed the independence of Mr Lim Kok Beng ("Mr Lim") who has served as Independent Non-Executive Director of the Company for a cumulative term of more than nine years, and arising therefrom, the Board agreed with the recommendation of the Nomination Commitee that he would continue to act as Independent Non-Executive Director of the Company based on the following justifications:-

(a) Mr Lim fulfilled the criteria under the definition of "Independent Director" as stated in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and thus, he would be able to function as a check and balance, and bring an element of objectivity and independent judgment to the Board.

(b) Mr Lim has performed his duties diligently and in the best interest of the Company without being subject to influence of the management.

(c) Mr Lim has devoted sufficient time in attending Board meetings and has participated in board discussions.

(d) Mr Lim, who is Chairman of the Audit Committee, has vast experience in the accounting and audit industry, which enabled him to provide constructive advice, expertise and independent judgment.

NOTICE OF TWENTY-SEVENTH
ANNUAL GENERAL MEETING (cont'd)

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

Authority for Directors to issue and allot shares in the Company pursuant to Section 132D of the Companies Act, 1965

This is a renewal of the mandate obtained from the shareholders of the Company at the Annual General Meeting of 18 June 2015 and if passed, will empower the Directors of the Company to issue and allot shares up to an aggregate amount not exceeding 10% of the issued share capital of the Company for the time being for such purposes as the Directors consider would be in the best interest of the Company.

This authority unless revoked or varied by the Company at a general meeting will expire at the next Annual General Meeting.

The renewal of this mandate would provide flexibility to the Company for any possible fund raising exercise, including but not limited for further placing of shares, for purpose of funding future investment projects, working capital and/or acquisitions. This authority is to avoid any delay and cost involved in convening a general meeting to approve such issuance of shares.

Pursuant to the mandate obtained from the shareholders of the Company at the Annual General Meeting of 18 June 2015, the Company had via its private placement exercise in 2015 issued 22,830,250 new ordinary shares of RM0.10 each in the Company to independent third party investor(s). Details of the utilisation of proceeds raised from the Private Placement exercise are set out on page 34 of the Annual Report.

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THRIVEN GLOBAL BERHAD

(formerly known as Mulpha Land Berhad) (182350-H)

Incorporated in Malaysia

No. of Shares held	
CDS Account No.	

PROXY FORM

I/We________________________________NRIC No./Company No.________________

Tel No. ________________________ of ________________________________

________________________________ being a member of the Company, hereby appoint

____________________________ NRIC No. ____________________________

of ____

and/or __________________________ NRIC No. __________________________ of

____

or failing him/her, the Chairman of the Meeting as my/our proxy to attend and vote on my/our behalf at the Twenty-Seventh Annual General Meeting of the Company to be held at Level 23A, Menara LGB, No. 1, Jalan Wan Kadir, Taman Tun Dr. Ismail, 60000 Kuala Lumpur on **Tuesday, 21 June 2016 at 2.30 p.m.** and at any adjournment thereof.

Please indicate with 'X' in the space below how you wish your votes to be cast. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at his/their discretion.

ORDINARY RESOLUTIONS		FOR	AGAINST
Resolution 1	Re-election of Mr Lim Kok Beng		
Resolution 2	Re-election of Mr Lee Eng Leong		
Resolution 3	Re-election of Mr Rewi Hamid Bugo		
Resolution 4	Payment of Directors' fees for financial year ended 31 December 2015		
Resolution 5	Re-appointment of Messrs. KPMG as the Company's Auditors		
Resolution 6	Authority for Directors to issue and allot shares pursuant to Section 132D of the Companies Act, 1965		
Resolution 7	Proposed renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature		
Resolution 8	Retention of Mr Lim Kok Beng as an Independent Director of the Company.		

Dated this ______ day of ______________ 2016

____

Signature of Member

For appointment of 2 proxies, the percentage of shareholdings to be represented by the proxies:-

	No. of Shares	Percentage
1st Proxy		%
2nd Proxy		%
Total:		100 %

Common Seal
(for Corporate Members)

NOTES:

1. A member of the Company who is entitled to attend and vote at a general meeting of the Company, may appoint not more than two (2) proxies to attend and vote at the same meeting.
2. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy and the proxy shall have the same rights as the member to speak at the meeting.
3. Where a member is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), 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 1 securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the SICDA which is exempted from compliance with the provisions of subsection 25A(1) of the SICDA.
5. Where a member or the authorised nominee appoints two (2) proxies, or where an exempt authorised nominee appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
6. The instrument appointing a proxy shall be in writing (in the common or usual form) under the hand of the appointer or of his attorney duly authorised in writing, or if the appointer is a corporation, either under its common seal or under the hand of its officer duly authorised.
7. The instrument appointing a proxy must be deposited at the Share Registrar's office, Symphony Share Registrars Sdn Bhd at Level 6, Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
8. Only members whose names appear in the Record of Depositors as at 13 June 2016 shall be entitled to attend, speak and vote at this meeting.
9. Registration will commence at 12:30 p.m. and close at 3:00 p.m. on the day of the meeting. Members and proxies are advised to be punctual. For verification purposes, members and proxies are required to produce their original identification card at the registration counter.
10. In the event that door gift is provided by the Company, please take note that each member or proxy who is present shall be entitled to one (1) door gift (if any) only upon registration, irrespective of the number of member he/she represent (e.g. in the event a proxy represents two or more members, he/she shall be entitled to one (1) door gift only).

FOLD THIS FLAP TO SEAL

2ND FOLD HERE

AFFIX
STAMP
HERE

The Share Registrar's Office
SYMPHONY SHARE REGISTRARS SDN BHD (378993-D)
Level 6, Symphony House
Pusat Dagangan Dana 1
Jalan PJU 1A/46
47301 Petaling Jaya
Selangor Darul Ehsan
Malaysia

1ST FOLD HERE

THRIVEN

Thriven Global Berhad (182350-H)
(formerly known as Mulpha Land Berhad)

Level 23A, Menara LGB
1, Jalan Wan Kadir
Taman Tun Dr. Ismail
60000 Kuala Lumpur

Main Line : +603 7688 1266
Sales Line : +603 7688 1288
Fax Line : +603 7688 1277

thriven.com.my