

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2019

	AS AT 31-DEC-2019 (Unaudited) RM'000	AS AT 31-DEC-2018 (Audited) RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	2,036,413	2,201,511
Right-of-use assets	351,162	-
Investment properties	574,885	573,548
Inventories	662,837	638,102
Intangible assets	328,725	297,740
Investments in associates	15,644	15,448
Investments in joint ventures	117,599	113,827
Investments in securities	97,748	140,019
Deferred tax assets	10,830	17,159
Receivables	17,813	16,711
	4,213,656	4,014,065
Current assets		
Contract assets	39,032	8,257
Contract costs	8,794	8,556
Investments in securities	159,183	317,950
Inventories	88,936	91,804
Receivables	60,802	90,625
Tax recoverable	18,962	36,681
Other investment	45,473	-
Cash and bank balances	816,520 1,237,702	940,829 1,494,702
TOTAL ASSETS	5,451,358	5,508,767
Equity attributable to owners of the Company Share capital Reserves	2,660,862 466,635	2,660,862 441,979
Duefamon or change icound by a subsidiant	3,127,497	3,102,841
Preference shares issued by a subsidiary Total Equity	50,000 3,177,497	50,000 3,152,841
Non-current liabilities Deferred tax liabilities	200 115	214 471
Borrowings	208,115 604,923	214,471 688,071
Lease liabilities	322	000,071
Payables	3,423	4,827
Layables	816,783	907,369
G 42.199		
Current liabilities Perrougings	1 000 204	000 970
Borrowings Lease liabilities	1,088,294	999,879
Payables	784 322,797	315,848
Contract liabilities	30,862	19,257
Income tax payable	13,090	84,609
Derivatives	1,251	28,964
Berryalives	1,457,078	1,448,557
Total liabilities	2,273,861	2,355,926
TOTAL EQUITY AND LIABILITIES	5,451,358	5,508,767
Net assets per share attributable to ordinary equity		
holders of the Company (RM)	0.59	0.58

Note:

The unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 31 December 2018 and the accompanying notes to the quarterly report attached hereto.



CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019

(The figures have not been audited)

	INDIVIDUAL	QUARTER	CUMULATIVE PERIOD			
	CURRENT YEAR QUARTER 31-DEC-2019 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 31-DEC-2018 RM'000	CURRENT YEAR TO DATE 31-DEC-2019 RM'000	PRECEDING YEAR TO DATE 31-DEC-2018 RM'000		
Revenue	218,411	196,529	796,464	1,957,690		
Other income	31,420	(7,807)	184,341	47,689		
Other expenses	(243,520)	(311,594)	(773,372)	(1,717,866)		
Operating profit	6,311	(122,872)	207,433	287,513		
Finance income	777	19,064	4,267	87,545		
Finance costs	(14,662)	(16,642)	(57,975)	(65,292)		
Share of results in associates, net of tax	5	13	167	(203)		
Share of results in joint ventures, net of tax	(55)	32	(37)	13,684		
Profit before tax	(7,624)	(120,405)	153,855	323,247		
Income tax	(14,047)	(25,964)	(38,396)	(164,964)		
Profit for the financial year	(21,671)	(146,369)	115,459	158,283		
Profit attributable to: Owners of the Company	(21,671)	(146,369)	115,459	158,283		
Earnings per share attributable to owners of the Company						
Basic (sen)	(0.41)	(2.75)	2.17	2.97		
Fully diluted (sen)	(0.41)	(2.75)	2.17	2.97		

 $Note: Certain\ comparative\ figures\ are\ reclassed\ to\ conform\ with\ current\ year's\ presentation.$



CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019

(The figures have not been audited)

	INDIVIDUAL	L QUARTER	CUMULATI	VE PERIOD
	CURRENT YEAR QUARTER 31-DEC-2019 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 31-DEC-2018 RM'000	CURRENT YEAR TO DATE 31-DEC-2019 RM'000	PRECEDING YEAR TO DATE 31-DEC-2018 RM'000
Profit for the financial year	(21,671)	(146,369)	115,459	158,283
Other comprehensive income/(loss), next of tax:				
Items that will be reclassified subsequently to profit or loss:				
Net gain/(loss) on foreign currency translation differences	(8,704)	(16,965)	(17,212)	(60,520)
Debts investments measured at FVOCI - Net fair value gain/(loss) - Reclassification to profit or loss	(2,496)	(8,450) (580)	11,105 452	(13,943) (580)
Other comprehensive income/(loss) for the financial year, net of tax	(11,200)	(25,995)	(5,655)	(75,043)
Total comprehensive income for the financial year	(32,871)	(172,364)	109,804	83,240
Total comprehensive income attributable to:				
Equity holders of the Company	(32,871)	(172,364)	109,804	83,240



CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019

	Attributable to owners of the Company								
	· -	Non-distributable				Distributable			
	Share capital RM'000	Merger deficit RM'000	Fair value reserve RM'000	Exchange translation reserve RM'000	Capital reserve RM'000	Retained earnings RM'000	Total RM'000	Preference shares issued by a subsidiary RM'000	Total equity RM'000
At 1 January 2018, as previously reported	2,660,862	(926,077)	8,796	389,565	214	918,593	3,051,953	57,988	3,109,941
Effects of MFRS 9	-	-	(4,106)	-	-	3,684	(422)	-	(422)
At 1 January 2018, restated	2,660,862	(926,077)	4,690	389,565	214	922,277	3,051,531	57,988	3,109,519
Total comprehensive income for the financial year - Profit for the financial year - Other comprehensive loss	- - -	- - -	(14,523) (14,523)	(60,520) (60,520)	- - -	158,283 - 158,283	158,283 (75,043) 83,240	- - -	158,283 (75,043) 83,240
Contributions by and distributions to owners of the Company Dividend to owners of the Company Redemption of preference shares by subsidiary Total transaction with owners of the Company	-	-	-	-	6	(31,930) (6) (31,936)	(31,930)	(7,988) (7,988)	(31,930) (7,988) (39,918)
At 31 Dec 2018	2,660,862	(926,077)	(9,833)	329,045	220	1,048,624	3,102,841	50,000	3,152,841
At 1 January 2019	2,660,862	(926,077)	(9,833)	329,045	220	1,048,624	3,102,841	50,000	3,152,841
Total comprehensive income for the financial year - Profit for the financial year - Other comprehensive income/(loss)		- - -	11,557 11,557	(17,212) (17,212)	- - -	115,459 - 115,459	115,459 (5,655) 109,804	- - -	115,459 (5,655) 109,804
Contributions by and distributions to owners of the Company Dividend to owners of the Company Redemption of preference shares by subsidiaries Total transaction with owners of the Company		- - -	- - -	- - -	27,400 27,400	(85,148) (27,400) (112,548)	(85,148) - (85,148)	- - -	(85,148) - (85,148)
At 31 Dec 2019 (unaudited)	2,660,862	(926,077)	1,724	311,833	27,620	1,051,535	3,127,497	50,000	3,177,497

The unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the financial year ended 31 December 2018 and the accompanying notes to the quarterly report attached hereto.



CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2019

(The figures have not been audited)

(The figures have not been audited)	12 months e	ended		
	31-DEC-2019 31-DE			
	RM'000	RM'000		
Cash flows from operating activities	KWI 000	KWI 000		
Cash generated from operations	202,115	1,246,398		
Interest received	4,475	14,196		
Taxes paid	(92,881)	(84,247)		
Net cash generated from operating activities	113,709	1,176,347		
Cash flows from investing activities				
Interest received, net	44,545	78,010		
Disposal of subsidiary, net of cash disposed	11,488	-		
Acquisition of business	(314,626)	-		
Dividend received	1,434	1,027		
Redemption of preference shares	-	(7,988)		
Purchase of property, plant and equipment	(12,630)	(28,737)		
Purchase of intangible assets	(387)	(485)		
Additional investment in associated company	(29)	(1,320)		
Proceeds from disposal of property, plant and equipment	40	149		
Acquistion of other investment	(45,473)	-		
Purchase of investment properties	(9,438)	(13,020)		
Purchase of investment securities	(900,890)	(1,387,433)		
Purchase of derivatives	-	(8,685)		
Proceed from settlement of derivatives	3,008	-		
Proceeds from disposal/redemption of investment securities	1,130,965	1,293,056		
(Increase)/decrease in pledged deposits for investing facilities	(8,983)	7,966		
Restricted cash	(8,207)	(2,650)		
Net cash used in investing activities	(109,183)	(70,110)		
Cash flows from financing activities				
Dividend paid to equity holders of the Company	(85,148)	(31,930)		
Interest paid	(57,973)	(64,845)		
Net repayment of borrowings	(2,444)	(801,865)		
Net cash used in financing activities	(145,565)	(898,640)		
Net (decrease)/increase in cash and cash equivalents	(141,039)	207,597		
Cash and cash equivalents at beginning of the year	338,687	138,368		
Effects of exchange rate changes	(460)	(7,278)		
	338,227	131,090		
Cash and cash equivalents at end of the year	197,188	338,687		
Cash and cash equivalents comprise of:				
Cash and bank balances	816,520	940,829		
Less: Pledged for bank facilities	(566,803)	(557,820)		
Restricted cash	(52,529)	(44,322)		
-	197,188	338,687		
=	,	,		

Note: Certain comparative figures have been restated to conform with current year's presentation.



A1 Basis of Preparation

The interim financial statements are unaudited and have been prepared in accordance with the Malaysian Financial Reporting Standard (MFRS) 134: *Interim Financial Reporting*, International Accounting Standard (IAS) 34 *Interim Financial Reporting* and Paragraph 9.22 of the Bursa Malaysia Securities Berhad Listing Requirements.

The interim financial statements should be read in conjunction with the Group's audited financial statements for the financial year ended 31 December 2018.

A2 Changes in Accounting Policies

The accounting policies and methods of computation adopted by the Group in this interim financial statements are consistent with those adopted in the audited financial statements for the financial year ended 31 December 2018, except for the adoption of the following new and revised Malaysian Financial Reporting Standards (MFRSs), Amendments to MFRSs and IC interpretations.

Effective for financial periods

	beginning on or after
MFRS 16 Leases	1 January 2019
IC Interpretation 23 Uncertainty over Income Tax Treatments	1 January 2019
Amendments to MFRS 3 Business Combinations (Annual	
Improvements to MFRS Standards 2015 – 2017 Cycle)	1 January 2019
Amendments to MFRS 9 Financial Instruments – Prepayment	
Features with Negative Compensation	1 January 2019
Amendments to MFRS 11 Joint Arrangements (Annual	
Improvements to MFRS Standards 2015-2017 Cycle)	1 January 2019
Amendments to MFRS 112 Income Taxes (Annual	
Improvements to MFRS Standards 2015-2017 Cycle)	1 January 2019
Amendments to MFRS 119 Employee Benefits – Plan	
Amendment, Curtailment or Settlement	1 January 2019
Amendments to MFRS 123 Borrowing Costs (Annual	
Improvements to MFRS Standards 2015 – 2017 Cycle)	1 January 2019
Amendments to MFRS 128 Investments in Associates and	
Joint Ventures – Long-term Interests in Associates and Joint	
Ventures	1 January 2019

The adoption of the above pronouncements has no significant impact to the financial statements of the Group in the period of initial application, except as described below.



A2 Changes in Accounting Policies (continued)

MFRS 16 Leases

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

MFRS 16 introduces a single, on-balance sheet lease accounting model for lessees.

Lessor accounting remains similar to the current standard which continues to be classified as finance or operating lease.

As permitted by the transitional provision of MFRS 16, the Group has elected to recognise the cumulative effects of the initial application of the standard at the date of initial application.

As a lessee, the Group previously classified leases as operating or finance lease based on its assessment of whether the lease transferred significantly all of the risks and rewards incidental to ownership of the underlying asset to the Group.

Under MFRS 16, the Group recognises right-of-use assets and lease liabilities for most leases. Leasehold lands and land use rights were reclassified from property, plant and equipment and intangible asset to right-of-use assets upon adoption of MFRS 16.

The Group elected to use the recognition exemptions for lease contracts that, at the commencement date, have a lease term of 12 months or less and do not contain a purchase option ('short-term leases'), and lease contracts for which the underlying asset is of low value ('low-value assets').

At transition, lease liabilities were measured at the present value of the remaining lease payments, discounted at the Group's incremental borrowing rate as at 1 January 2019.

Right-of-use assets are measured at an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments.

The Group used the following practical expedients when applying MFRS 16 to leases previously classified as operating leases under MFRS 117.

- Applied a single discount rate to a portfolio of leases with similar characteristics.
- Adjusted the right-of-use assets by the amount of MFRS 137 onerous contract provision immediately before the date of initial application, as an alternative to an impairment review.
- Applied the exemption not to recognise right-of-use assets and liabilities for leases with less than 12 months of lease term.
- Excluded initial direct costs from measuring the right-of-use asset at the date of initial application.
- Use hindsight when determining the lease term if the contract contains options to extend or terminate the lease.



A3 Auditors' Report of Preceding Annual Financial Statements

The auditors' report of the preceding annual financial statements was not qualified.

A4 Seasonal or Cyclical Factors

The Group's operations are affected by seasonal and cyclical factors especially on the hotel operations which may be affected by seasonal factors impacting the occupancy and room rates and the cyclical factors affecting the general Malaysian economy.

A5 Unusual Items Affecting the Financial Statements

There were no items affecting assets, liabilities, equity, net income or cash flows during the financial period under review that were unusual because of their nature, size or incidence.

A6 Changes in Accounting Estimates

There were no changes in estimates that have had a material effect in the current financial period's results.

A7 Debt and Equity Securities

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities since the last annual reporting date.

A8 Dividends Paid

A final single-tier dividend of 1.60 sen per ordinary share in respect of the financial year ended 31 December 2018, amounted to RM85,147,571 was paid on 12 July 2019.



A9 Segmental Information

Segmental revenue and results for the current financial year :

	Investment holding and Others RM'000	Finance and related services RM'000	Property investment RM'000	Property development RM'000	Hotel operations RM'000	Elimination RM'000	Consolidated RM'000
Revenue							
External revenue	50,556	-	87,746	51,105	607,057	-	796,464
Inter-segment revenue	64,436	-	2,878	-	-	(67,314)	-
Total revenue	114,992	-	90,624	51,105	607,057	(67,314)	796,464
Results							
Net segment results	97,666	44	30,261	9,703	49,267	-	186,941
Foreign exchange gain/(loss)	11,042	(493)	(8)	1	30,881	-	41,423
Operating profit/(loss)	108,708	(449)	30,253	9,704	80,148	-	228,364
Finance income	1,270	1,046	345	931	675	-	4,267
Finance costs	(17,272)	(9)	(12,557)	(4,487)	(23,650)	-	(57,975)
Share of results of associates,							
net of tax	-	-	167	-	-	-	167
Share of results of joint venture,							
net of tax	-	-	-	(37)	-	-	(37)
Segment profit	92,706	588	18,208	6,111	57,173	-	174,786
Unallocated corporate expenses							(20,931)
Profit before tax							153,855
Income tax							(38,396)
Profit for the financial year							115,459
Profit attributable to:							
Equity holders of the Company							115,459



A10 Disaggregation of revenue

In the following table, revenue is disaggregated by primary geographical market and major products and service lines. The table also includes a reconciliation of the disaggregated revenue with the Group's reportable segments (see Note A9).

					Reportable	e segments						
	Invest	ment	Prop	erty	Prop	•	Но	tel				
For 12 months ended 31 December	holo	ling	invest	ment	develo	pment	opera	tions	Oth	iers	Conso	lidated
In RM'000	2019	2018	2019	2018	2019	2018	2019	2018	2019	2018	2019	2018
Primary geographical markets												
Malaysia	3,978	4,726	28,952	24,173	40,036	59,691	656	664	-	1,688	73,622	90,942
Australia	-	-	-	-	11,069	1,177,243	192,969	215,870	-	-	204,038	1,393,113
Canada	-	-	58,794	56,489	-	-	113,537	125,147	-	-	172,331	181,636
Singapore	-	-	-	-	-	-	168,265	171,225	-	-	168,265	171,225
China	-	-	-	-	-	-	33,531	40,820	-	-	33,531	40,820
Thailand	-	-	-	-	-	-	98,099	76,320	-	-	98,099	76,320
British Virgin Island	46,578	3,634	-	-	-	-	-	-	-	-	46,578	3,634
	50,556	8,360	87,746	80,662	51,105	1,236,934	607,057	630,046	-	1,688	796,464	1,957,690
Major products/service lines												
Revenue from contracts with customers												
Hotel room rental and related revenue	-	-	-	-	-	-	607,057	630,046	-	-	607,057	630,046
Management fees	3,978	4,006	654	-	-	-	-	-	-	-	4,632	4,006
Sales of properties	-	-	-	-	48,787	1,234,446	-	-	-	-	48,787	1,234,446
Sales of construction materials	-	-	-	-	-	-	-	-	-	695	-	695
Operator fee	-	720	-	-	-	-	-	-	-	-	-	720
Utility fees from tenants	-	-	2,603	-	-	-	-	-	-	-	2,603	-
Contract revenue		-	-	-	-	-	-	-	-	993	-	993
Maintenance charges recoveries from tenants	-	-	24,028	20,613	-	-	-	-	-	-	24,028	20,613
	3,978	4,726	27,285	20,613	48,787	1,234,446	607,057	630,046	-	1,688	687,107	1,891,519
Other revenue												
Rental income	-	-	60,461	60,049	2,318	2,488	-	-	-	-	62,779	62,537
Interest income	44,753	3,634	-	-	-	-	-	-	-	-	44,753	3,634
Gross dividends	1,825	-	-	-	-	-	-	-	-	-	1,825	-
	46,578	3,634	60,461	60,049	2,318	2,488	-	-	-	-	109,357	66,171
Total revenue	50,556	8,360	87,746	80,662	51,105	1,236,934	607,057	630,046	-	1,688	796,464	1,957,690



A11 Subsequent Events

The Board of Directors of TA Global Berhad ("TAG") had on 12 February 2020, received a conditional voluntary take over notice from TA Securities Holdings Berhad ("TA Securities") on behalf of TA Enterprise Berhad ("TAE"), ultimate holding company of TAG, to acquire up to 2,119,389,362 ordinary shares in TAG, representing up to 39.83% equity interest in TAG, for a consideration of RM 0.28 per share.

A12 Changes in the Composition of the Group

(i) Disposal of TA Meriah Sdn. Bhd.

On 20 June 2019, TA Properties Sdn. Bhd., a 100% owned subsidiary of the Company disposed of the entire 100% equity interest, comprising of 2 ordinary shares and 397 preference shares in TA Meriah Sdn. Bhd., for a total cash consideration of RM11.98 million. Accordingly, TA Meriah Sdn. Bhd. ceased to be a subsidiary of the Group.

The financial effects on the Group arising from the disposal of TA Meriah Sdn. Bhd. were as follows:

	At date of disposal
	RM'000
Land held for property development	3,910
Total identified net assets disposed	3,910
Proceeds from disposal (net of tax)	11,488
Gain on disposal of subsidiary	7,578
Proceeds from disposal (net of tax)	11,488
Less: Cash and cash equivalents of subsidiary disposed	-
Net cash inflow on disposal of subsidiary	11,488

(ii) Acquisition of hotel and business of Four Points

On 7 August 2019, Siam Resorts Company Limited, a 100% owned foreign subsidiary of the Company completed its acquisition of the hotel and business of Four Points by Sheraton Bangkok, Sukhumvit 15 for a total cash consideration of THB2,316,760,000 (equivalent to approximately RM314,679,000). The acquisition was accounted for as a business combination in accordance with MFRS 3 *Business Combinations*.



A12 Changes in the Composition of the Group (cont'd)

(ii) Acquisition of hotel and business of Four Points (cont'd)

The following summaries the major classes of consideration transferred and the recognised amount of assets and liabilities assumed at the acquisition date:

Property, plant and equipment 271,703 Inventories 486 Intangible assets 23 Trade and other receivables 190 Cash and bank balances 53 Trade and other payables (2,238) Deferred tax liabilities (1,087) Total identifiable net assets 269,130 Net cash outflow arising from acquisition Group RM'000 Purchase consideration settled in cash (314,679) Cash and bank balances acquired 53 Goodwill Group RM'000 Total consideration transferred 314,679 Fair value of identifiable net assets (269,130) Goodwill (269,130) Goodwill (269,130)	Identifiable assets acquired and liabilities assumed	Group
Inventories486Intangible assets23Trade and other receivables190Cash and bank balances53Trade and other payables(2,238)Deferred tax liabilities(1,087)Total identifiable net assets269,130Net cash outflow arising from acquisitionGroup RM'000Purchase consideration settled in cash(314,679)Cash and bank balances acquired53GoodwillGroup RM'000Total consideration transferred314,626)Fair value of identifiable net assets(269,130)		RM'000
Intangible assets 23 Trade and other receivables 190 Cash and bank balances 53 Trade and other payables (2,238) Deferred tax liabilities (1,087) Total identifiable net assets 269,130 Net cash outflow arising from acquisition Group RM'000 Purchase consideration settled in cash (314,679) Cash and bank balances acquired 53 (314,626) Goodwill Group RM'000 Total consideration transferred 314,679 Fair value of identifiable net assets (269,130)	Property, plant and equipment	271,703
Trade and other receivables Cash and bank balances Trade and other payables Deferred tax liabilities (1,087) Total identifiable net assets Net cash outflow arising from acquisition Purchase consideration settled in cash Cash and bank balances acquired Group RM'000 Purchase consideration settled in cash Cash and bank balances acquired Group RM'000 Total consideration transferred Fair value of identifiable net assets (269,130)	Inventories	486
Cash and bank balances53Trade and other payables(2,238)Deferred tax liabilities(1,087)Total identifiable net assets269,130Net cash outflow arising from acquisitionGroup RM'000Purchase consideration settled in cash(314,679)Cash and bank balances acquired53GoodwillGroup RM'000Total consideration transferred314,679Fair value of identifiable net assets(269,130)	Intangible assets	23
Trade and other payables Deferred tax liabilities (1,087) Total identifiable net assets 269,130 Net cash outflow arising from acquisition RM'000 Purchase consideration settled in cash Cash and bank balances acquired Group RM'000 Group RM'000 Total consideration transferred Fair value of identifiable net assets (2,238) (1,087) Group RM'000 Squap RM'000 Total consideration transferred 314,679 Fair value of identifiable net assets	Trade and other receivables	190
Deferred tax liabilities(1,087)Total identifiable net assets269,130Net cash outflow arising from acquisitionGroup RM'000Purchase consideration settled in cash(314,679)Cash and bank balances acquired53GoodwillGroup RM'000Total consideration transferred314,679Fair value of identifiable net assets(269,130)	Cash and bank balances	53
Total identifiable net assets 269,130 Net cash outflow arising from acquisition Purchase consideration settled in cash Cash and bank balances acquired Goodwill Group RM'000 (314,679) Group RM'000 Total consideration transferred Fair value of identifiable net assets (269,130)	Trade and other payables	(2,238)
Net cash outflow arising from acquisitionGroup RM'000Purchase consideration settled in cash(314,679)Cash and bank balances acquired53GoodwillGroup RM'000Total consideration transferred314,679Fair value of identifiable net assets(269,130)	Deferred tax liabilities	(1,087)
Purchase consideration settled in cash Cash and bank balances acquired Goodwill Goodwill Group RM'000 Total consideration transferred Fair value of identifiable net assets RM'000 (314,679) Square RM'000 (269,130)	Total identifiable net assets	269,130
Purchase consideration settled in cash Cash and bank balances acquired Goodwill Goodwill Group RM'000 Total consideration transferred Fair value of identifiable net assets RM'000 (314,679) Square RM'000 (269,130)		
Purchase consideration settled in cash Cash and bank balances acquired Goodwill Group RM'000 Total consideration transferred Fair value of identifiable net assets (314,679) (314,626)	Net cash outflow arising from acquisition	Group
Cash and bank balances acquired 53 (314,626) Goodwill Group RM'000 Total consideration transferred 314,679 Fair value of identifiable net assets (269,130)		RM'000
Goodwill Group RM'000 Total consideration transferred 314,679 Fair value of identifiable net assets (269,130)	Purchase consideration settled in cash	(314,679)
Goodwill Group RM'000 Total consideration transferred 314,679 Fair value of identifiable net assets (269,130)	Cash and bank balances acquired	53
Goodwill Group RM'000 Total consideration transferred 314,679 Fair value of identifiable net assets (269,130)		(314,626)
RM'000 Total consideration transferred 314,679 Fair value of identifiable net assets (269,130)		
RM'000 Total consideration transferred 314,679 Fair value of identifiable net assets (269,130)		
Total consideration transferred 314,679 Fair value of identifiable net assets (269,130)	Goodwill	Group
Fair value of identifiable net assets (269,130)		RM'000
	Total consideration transferred	314,679
	Fair value of identifiable net assets	(269,130)
	Goodwill	

The fair value of assets acquired and liabilities assumed and purchase consideration have been determined on a provisional basis pending completion of purchase price allocation exercise. Any adjustments to these provisional fair values upon finalization of the purchase price allocation exercise will be recognised in intangible assets and property, plant and equipment within 12 months of the acquisition date as permitted by MFRS 3 *Business Combinations*.

From the date of acquisition, the acquired business has contributed THB144,973,000 (RM19,832,000 equivalent) of revenue and THB45,832,000 (RM6,270,000 equivalent) to the profit before tax of the Group. If the acquisition had occurred on 1 January 2019, management estimates that consolidated revenue would have been RM845,224,000 and consolidated profit before tax for the financial period ended 31 December 2019 would have been RM118,000,000. In determining these amounts, management has assumed that the fair value adjustments, determined provisionally, that arose on the date of acquisition would have been the same if the acquisition has occurred on 1 January 2019.



A12 Changes in the Composition of the Group (cont'd)

(iii) Termination of TA Properties (Canada) Trust ("TAPCT")

On 31 October 2019, TAPCT has been effectively terminated.

As TAPCT no longer hold any assets or liabilities prior to its termination, its termination did not have any financial and operational effect to the Group.

A13 Changes in Contingent Liabilities or Contingent Assets

There were no changes in contingent liabilities or contingent assets since the last annual reporting date as at 31 December 2018.

A14 Commitments

The amount of capital commitments not provided for as at 31 December 2019 were as follow:

	RM'000
Approved and contracted for:-	
- Property, plant and equipment	17,466
- Investment properties	12,767
	30,233



B1 Performance Analysis of the Group's Operating Segments

	CURRENT YEAR QUARTER 31 DEC 2019 RM'000	PRECEDING YEAR CORRESPONDING QUARTER 31 DEC 2018 RM'000	CURRENT YEAR TO DATE 31 DEC 2019 RM'000
Revenue	218,411	196,529	796,464
Other income			
- Realised fair value gain on investment securities	-	-	103,906
- Realised fair value gain on derivatives	2,356	330	25,948
- Unrealised fair value gain on investment securities	17,331	-	-
- Gain on disposal of subsidiary	-	-	7,578
- Dividend income	-	97	38
- Gain on redemption of investment securities	301	7	-
- Reversal of impairment on cash and bank	106	10.555	106
- Others	11,326	13,555	46,765
Other expenses	31,420	13,989	184,341
-	(27.052)	(22.010)	(104.741)
Amortisation and depreciationCost of properties and construction materials sold	(27,952)	(23,919) (4,027)	(104,741)
- Cost of properties and construction materials sold - Contract costs	(6,273)	(4,027)	(28,322)
- Hotel operational and personnel cost	(122,540)	(111,353)	(451,296)
- Personnel cost and others	(46,547)	(111,333)	(103,054)
- Impairment loss on property, plant and equipment	(41,783)	(7,349)	(41,783)
- Impairment loss on intangible assets	(5,046)	-	(5,046)
- Impairment loss on rights of use assets	(2,075)	-	(2,075)
- Impairment loss on properties held for resale	(2,841)	-	(2,841)
- Impairment loss on investment securities	(386)	-	(113)
- Loss on redemption of investment securities	-	-	(22)
- Realised fair value loss on investment securities	(6,098)	(7,497)	-
- Net reversal/ (allowance) of impairment on receivables	(55)	(497)	46
- Unrealised fair value loss on derivatives	(5,667)	(14,298)	(1,265)
- Unrealised fair value loss on investment securities	-	(113,676)	(74,266)
- Loss on disposal of property, plant and equipment	(63)	(142)	(85)
- Foreign exchange gain/(loss)	23,806	(29,999)	41,423
	(243,520)	(333,390)	(773,372)
Finance income	777	19.064	4.267
Finance costs	(14,662)	(16,642)	(57,975)
Share of results in associates	5	13	167
Share of results in joint venture	(55)	32	(37)
Profit/(loss) before tax	(7,624)	(120,405)	153,855



B1 Performance Analysis of the Group's Operating Segments (cont'd)

The Group reported revenue of RM218.4 million and loss before tax of RM7.6 million for the current year's fourth quarter as compared to revenue of RM196.5 million and loss before tax of RM120.4 million reported in the previous year's corresponding quarter. Loss for the quarter mainly attributed to hotel operation division due to impairment loss, mitigated partially by profit before tax of RM20.1 million and RM7.6 million contributed by investment holdings and property investment division respectively.

For the current year-to-date, the Group reported revenue of RM796.4 million and profit before tax of RM153.8 million, as compared to revenue of RM1,957.7 million and profit before tax of RM323.2 million reported in the previous corresponding year. The Group reported a decrease in profit before tax for the financial year, mainly due to impairment in the hotel operation division and lower contribution from the property investment and property development divisions compared to previous corresponding year.

The performance of the Group for this quarter is as analysed below:-

Investment holding and others

Investment holding and others division reported profit before tax of RM20.1 million in the current year's fourth quarter, as compared to loss before tax of RM63.0 million in the previous year's corresponding quarter.

Higher interest income from investment securities and reversal of net foreign exchange loss on translation of EUR denominated balances contributed to an improved fourth quarter result.

For the current year-to-date, this division reported profit before tax of RM92.7 million, as compared to loss before tax of RM110.2 million in the preceding year.

Profit before tax for the current period-to-date mainly attributable to realised fair value gain on investment securities and derivative, net foreign exchange gain resulting from translation of CAD denominated balances and interest income from investment securities.

Finance and related services

For the current year's fourth quarter, finance and related services division reported profit before tax of RM0.2 million as compared to loss before tax of RM101.1 million in the previous year's corresponding quarter. This was mainly due to lower interest income.

For the current year-to-date, this division reported profit before tax of RM0.6 million, as compared to loss before tax of RM119.0 million in the preceding year was mainly due to lower foreign exchange loss resulting from translation of CAD denominated balances.



B1 Performance Analysis of the Group's Operating Segments (cont'd)

Property investment

Property investment division reported a profit before tax of RM7.6 million in the current year's fourth quarter, as compared to profit before tax of RM7.1 million in the previous year's corresponding quarter.

For the current year-to-date, this division reported profit before tax of RM18.2 million, as compared to profit before tax of RM15.9 million in the preceding year.

The increase in the current quarter and year-to-date in profit before tax was mainly due to higher net rental income and lower finance cost.

Property development

Property development division reported a loss before tax of RM7.3 million in the current year's fourth quarter, as compared to profit before tax of RM8.9 million in previous year's corresponding quarter.

Loss before tax in the current year's fourth quarter was mainly due to absence of sales recognition from development projects in Australia and RM2.8 million of impairment in development properties.

For the current year-to-date, this division reported profit before tax of RM6.1 million, as compared to profit before tax of RM455.4 million in the preceding year.

The division's decline in profit before tax was mainly attributable to the lower sales recognition from development projects in Australia, and the one-off profit recorded in the prior year on disposal of two development properties.

Hotel operations

Hotel operations division registered net operating loss (excluding foreign exchange gain) of RM35.1 million in the current year's fourth quarter, as compared to net operating profit (excluding foreign exchange gain) of RM21.3 million in the previous year's corresponding quarter.

For the current year-to-date, this division reported net operating profit (excluding foreign exchange gain) of RM26.4 million, as compared to net operating profit of RM70.3 million in the preceding year.

The decrease in the current quarter and year-to-date's net operating profit was mainly due to the impairment loss of RM43.9 million on the carrying amount of Swissotel Kunshan. The impact was partially offsetted by the net operating profit of RM6.2 million contributed from the newly acquired Four Points hotel.

In addition, higher foreign exchange gain was recorded for the financial year due to translation of THB denominated balances against USD.



B2 Material Changes in Profit before Tax for the Current Quarter Compared with the Preceding Quarter

The Group reported loss before tax of RM7.6 million in the current year's fourth quarter as compared to profit before tax of RM14.1 million in the preceding quarter.

Lower profit before tax in the current year's fourth quarter was mainly attributable to the impairment loss amounting to RM43.9 million on the carrying value of Swissotel Kunshan, which was a result of worse than expected performance for the financial year.

B3 Prospects for the current financial year

The Group's financial performance in 2019 was affected by various external and domestic factors like the trade war between the US and China, Brexit, slowing global economy and net foreign selling of Malaysian equities due to weak corporate earnings outlook. Prospects for 2020 were looking better initially with the signing of a trade agreement between the US and China in last January, which painted a favourable outlook for global demand and contributed to a significant recovery in commodity prices. However, this possibility has been dampened greatly by the spread of coronavirus around the world. The negative implications on travelling and logistics have affected the global demand, productivity and supply chain. With many countries around the world downgrading their economic growth forecasts for 2020 and pursuing fiscal and monetary stimulus to plug the output gap, business conditions remain challenging for the Group in this new financial year.

The prospects for each business division are summarised below: -

Finance and related services

The financial and related services shall continue to support the property development and property investment divisions for the financial year 2020. The Group will continue to explore investment opportunities to maximise income and strengthen its financial position for future property development and property investment activities.

Property investment

For the financial year 2020, the Group expects a steady recurring income and cash-flows contribution from its overseas and local property investments as most of its overseas and local investment properties are well tenanted with high occupancy.



B3 Prospects for the current financial year (cont'd)

Property development

Year 2020 will be challenging for the Property Development as the Malaysian property market is expected to be flattish. With pressing issues such as high unsold inventory units in the market, low absorption rates, stringent mortgage approvals from the financial institutions, competitive marketing promotion and price war affecting the Malaysia property market, property sales are expected to be challenging amidst slower economic growth and continued to be affected by affordability issues. The Group will be launching property sale of certain strategically connected and located property development projects within the Klang Valley and Kuala Lumpur to ride on the next phase of the property cycle in Malaysia. Strategic adjustment on products, pricing and innovative sales strategies will be adopted and we anticipate to achieve moderate sales from these property launches

Hotel operations

Revenue in hotel operations for the FYE 31 December 2020 is expected to be negatively impacted by the expected decline in international travel as a result of the coronavirus outbreak in China. As China is the largest source market for international travel, this viral outbreak is expected to have a big impact on the global travel and tourism industry as travel restrictions to and from certain countries are being imposed to contain the outbreak of the virus.

Barring any unforeseen circumstances, the Group's financial performance is expected to be challenging for the financial year ending 31 December 2020.

B4 Variance between Actual Profit and Forecast Profit

Not applicable.



B5 Taxation

Taxation for the current financial period is as follows:

		CURRENT QUARTER	YEAR TO DATE
		RM'000	RM'000
Current tax exp	ense		
Malaysian - curr	ent year	3,710	9,374
- prio	r year	-	3,324
Foreign - curr	ent year	11,660	26,623
- prio	r year	(4,323)	29
Deferred tax exp	oense		
Origination and r	eversal of temporary differences	3,000	(954)
		14,047	38,396

Income tax is calculated at the Malaysian statutory tax rate of 24% (2018: 24%) of the estimated assessable profit for the period. Taxation for the other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

The effective tax rate of the Group for the current quarter and for the year to date was higher than the Malaysian statutory tax rate mainly due to certain expenses not allowable for tax purposes.

B6 Corporate Proposals

There is no corporate proposal announced or not completed by the Group as at the date of this report.



B7 Group Borrowings and Debt Securities

Total Group borrowings as at 31 December 2019 were as follows:-

Long term borrowings	SECURED RM'000	UNSECURED RM'000	TOTAL RM'000
Term loans	523,805	-	523,805
Revolving credits	64,000	-	64,000
Bridging loans	17,118	-	17,118
	604,923	-	604,923
Short term borrowings			
Revolving credits	31,500	96,200	127,700
Other short-term loans	960,594	-	960,594
	992,094	96,200	1,088,294
Total borrowings	1,597,017	96,200	1,693,217

The Group borrowings in Ringgit Malaysia ("RM") equivalent analysed by currencies in which the borrowings are denominated were as follows:-

	Long term	Short term	
	borrowings	borrowings	Total
	RM'000	RM'000	RM'000
Ringgit Malaysia ("RM")	81,119	175,700	256,819
Canadian Dollar ("CAD")	226,679	236,607	463,286
Singapore Dollar ("SGD")	297,125	8,137	305,262
United States Dollar ("USD")	-	624,538	624,538
Euro ("EUR")	-	28,000	28,000
British Pound ("GBP")	-	15,312	15,312
Total borrowings	604,923	1,088,294	1,693,217



B8 Financial Instruments

(i) Accounting classifications

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

			Carryi	ng amount				Fair	value	
31 December 2019	Mandatorily at	FVOCI -	FVOCI -	Financial assets at	Financial liabilities at					
In RM'000	FVTPL	equity instrument	debt instrument	amortised cost	amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value										
Investment in quoted shares	81,883	-	-	-	-	81,883	81,883	-	-	81,883
Investment in unquoted bonds	19,179	-	97,748	-	-	116,927	-	116,927	-	116,927
Investment in quoted unit trusts	1,925	-	-	-	-	1,925	-	1,925	-	1,925
Investment in unquoted securities	56,196	-	-	-	-	56,196		-	56,196	56,196
	159,183	-	97,748	-	-	256,931	81,883	118,852	56,196	256,931
Financial assets not measured at fair value										
Financial receivables	-	-	-	15	-	15	-	-	-	-
Trade receivables and other receivables *	-	-	-	51,466	-	51,466	-	-	-	-
Cash and cash equivalents	-	-	-	816,520	-	816,520		-	-	-
	-	-	-	868,001	-	868,001	-	-	-	-
Financial liabilities measured at fair value						_				
Derivatives	1,251	-	-	-	-	1,251		1,251	-	1,251
	1,251	-	-	-	-	1,251	-	1,251	-	1,251
Financial liabilities not measured at fair val	ue									
Trade payables and other payables *	-	-	-	-	294,101	294,101	-	-	-	-
Borrowings - non-current	-	-	-	-	604,923	604,923	-	-	608,033	608,033
Borrowings - current	-	-	-	-	1,088,294	1,088,294	-	-	-	-
	-	-	-	-	1,987,318	1,987,318	-	-	608,033	608,033

^{*} Other receivables and other payables that are not financial assets and not financial liabilities are not included.



B8 Financial Instruments (continued)

(i) Accounting classifications (continued)

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

			Carryi	ng amount				Fair	value	
31 December 2018	Mandatorily at	FVOCI -	FVOCI -	Financial assets at	Financial liabilities at					
In RM'000	FVTPL	equity instrument	debt instrument	amortised cost	amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value						_				
Investment in quoted shares	137,002	-	-	-	-	137,002	137,002	-	-	137,002
Investment in unquoted bonds	19,711	-	140,019	-	-	159,730	-	159,730	-	159,730
Investment in quoted unit trusts	22,329	-	-	-	-	22,329	-	22,329	-	22,329
Investment in unquoted securities	138,908	-	-	-	-	138,908		-	138,908	138,908
	317,950	-	140,019	-	-	457,969	137,002	182,059	138,908	457,969
Financial assets not measured at fair value						_				•
Financial receivables	-	-	-	32	-	32	-	-	-	-
Trade receivables and other receivables *	-	-	-	76,410	-	76,410	-	-	-	-
Cash and cash equivalents	-	-	-	940,829	-	940,829		-	-	-
	-	-	-	1,017,271	-	1,017,271	-	-	-	-
Financial liabilities measured at fair value						_				
Derivatives	28,964	-	-	-	-	28,964	-	28,964	-	28,964
	28,964	-	-	-	-	28,964		28,964	-	28,964
Financial liabilities not measured at fair va	lue					_				
Trade payables and other payables *	-	-	-	-	251,874	251,874	-	-	-	-
Borrowings - non-current	-	-	-	-	688,071	688,071	-	-	688,094	688,094
Borrowings - current	-	-	-	-	999,879	999,879	_	-	-	-
	-	-	-	-	1,939,824	1,939,824	-	-	688,094	688,094

^{*} Other receivables and other payables that are not financial assets and not financial liabilities are not included.



B8 Financial Instruments (continued)

(ii) Fair values

(a) Financial instruments measured at fair value

Financial assets at FVTPL and FVOCI are measured at fair value at different measurement hierarchies (i.e. Level 1, 2 and 3). The hierarchies reflect the level of objectiveness of inputs used when measuring the fair value.

(i) Level 1: Quoted prices (unadjusted) of identical assets in active markets

Quoted shares are measured at Level 1. The fair value of quoted shares is determined directly by reference to their published market bid prices as at 31 December 2019 and 31 December 2018.

(ii) Level 2: Inputs other than at quoted prices included within Level 1 that are observable for the assets, either directly (prices) or indirectly (derived from prices)

Quoted unit trusts, unquoted bonds and derivatives are measured at Level 2.

Quoted unit trusts

The quoted unit trusts are valued based on Net Asset Value (NAV) of the fund, as reported by the managers of such funds.

Unquoted bonds

The fair values of unquoted bonds are obtained from financial institutions and are determined based on market observable inputs at reporting date.

<u>Derivatives (comprising geared equity accumulators and decumulators, forward exchange contracts and stock options)</u>

The fair values of geared equity accumulators and decumulators are estimated by considering primarily on knockout percentage, discount percentage, variability of the underlying stock, and the overall market trends, commonly used by financial institutions.

The fair values of forward exchange contracts are estimated by incorporating various inputs such as the credit quality of counterparties, and foreign exchange spot and forward rates.

The fair values of stock options are estimated based on Black-Scholes model and market-implied volatility, taking into consideration variables such as expected life of options, risk-free interest rate and expected dividend yield.

There were no transfers between Level 1 and Level 2 during the current period ended 31 December 2019.



B8 Financial Instruments (continued)

(ii) Fair values (continued)

(a) Financial instruments measured at fair value (continued)

(iii) Level 3: Inputs for the assets that are not based on observable market data

Unquoted securities are measured at Level 3.

Unquoted securities

The fair values of unquoted securities are based on financial institutions quotes by using discounted cash flows and option pricing valuation technique. Significant unobservable inputs include equity volatility and equity correlation.

Reconciliation of Level 3 fair values

The following table shows reconciliation from the opening balances to the closing balances for Level 3 fair values.

In RM'000	Unquoted securities
Balance at 1 January 2018	239,094
Purchases	821,448
Disposal	(824,865)
Fair value gains and losses recognised in profit or loss	
- Unrealised	(94,052)
- Realised	(5,411)
Gains and losses recognised in other comprehensive income	<u> </u>
- Exchange translation reserve	2,694
Balance at 31 December 2018	138,908
Balance at 1 January 2019	138,908
Purchases	698,221
Disposal	(869,061)
Fair value gains and losses recognised in profit or loss	
- Unrealised	(206)
- Realised	89,270
Foreign exchange loss recognised in profit or loss	
- Realised	(429)
Gains and losses recognised in other comprehensive income	2
- Exchange translation reserve	(507)
Balance at 31 December 2019	56,196



B8 Financial Instruments (continued)

(ii) Fair values (continued)

(b) Financial instruments not measured at fair value

Non-current bank loans are valued using discounted cash flows based on the current market rate of borrowing of respective Group entities at the reporting date.

The carrying amount of other financial assets and financial liabilities at amortised cost are reasonable approximation of their fair values.

B9 Material Litigation

As at 21 February 2020, there were no changes in material litigation since the last financial year ended 31 December 2018.

B10 Dividend

No dividend is declared as at the date of this announcement other than as stated in Note A8 on dividend paid.



B11 Disclosure of derivatives

The Group has entered into geared equity accumulators, decumulators, forwards and options which formed part of the Group's investment portfolio with an objective to maximise the Group's performance.

These contracts were stated at fair values, using valuation technique as stated in B8(ii)(a)(ii). Derivatives with positive market values are included under current assets and derivatives with negative market values are included under current liabilities. Any changes in fair values during the period are taken directly into the income statement.

Types of derivatives/Maturity	Contract/Notional value RM'000	Fair value asset RM'000	Fair value liability RM'000
Geared Equity Accumulators -Less than 1 year	39,553	-	(214)
Forward Exchange Contracts -Less than 1 year	2,932	-	(1,037)

B12 Disclosure of gains/losses arising from fair value changes of financial liabilities

There were no gains/losses arising from fair value changes of financial liabilities for the current financial period, other than as disclosed in Note B1 on derivatives.



B13 Earnings per share attributable to owners of the Company

	CURRENT	YEAR	CURRENT	PRECEDING
	YEAR	CORRESPONDING	YEAR	YEAR
	QUARTER	QUARTER	TO DATE	TO DATE
	31 DEC 2019	31 DEC 2018	31 DEC 2019	31 DEC 2018
Basic earnings per share				
Profit/(loss) for the period - attributable to owners				
of the Company (RM'000)	(21,671)	(146,369)	115,459	158,283
Weighted average number of ordinary shares in issue ('000)	5,321,724	5,321,724	5,321,724	5,321,724
Basic earnings per share (sen)	(0.41)	(2.75)	2.17	2.97
per share (sen)	(0.41)	(2.73)	2.1/	2.91

Basic earnings per share was calculated based on the Group's profit attributable to owners of the Company divided by the weighted average number of ordinary shares outstanding during the reporting period.

Diluted earnings per share were not computed for the current and preceding period as the Company does not have any dilutive potential ordinary shares in issue as at the end of the reporting period.

BY ORDER OF THE BOARD Chuah Wen Pin

Kuala Lumpur 28 February 2020