S P SETIA BERHAD

Company No: 197401002663 (19698-X) (Incorporated in Malaysia)

Condensed Financial Report 31 December 2020

Condensed Financial Report - 31 December 2020

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S P SETIA BERHAD (Company No: 197401002663 (19698-X)) (Incorporated in Malaysia) CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2020 (The figures have been audited)

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	As At 31/12/2020 RM'000	As At 31/12/2019 RM'000 Restated
ASSETS		
Non-current assets		
Property, plant and equipment	703,811	639,630
Right-of-use - property, plant and equipment	2,341	3,613
Investment properties	2,034,472	2,006,439
Right-of-use - investment properties Inventories - land held for property development	69,054 12,661,069	75,853 12,315,617
Intendities - faild field for property development	13,385	12,313,017
Investments in joint ventures	2,703,702	2,979,178
Investments in associated companies	559,857	560,090
Other investments	96	96
Amounts owing by joint ventures	69,785	69,785
Trade receivables	28,824	30,249
Other receivables, deposits and prepayments Deferred tax assets	73,464 324,511	66,017 256,074
	19,244,371	19,016,730
Current assets	19,244,571	19,010,750
Trade receivables	849,503	722,003
Contract assets	1,263,891	1,077,886
Other receivables, deposits and prepayments	238,969	212,277
Inventories - property development costs	3,158,533	3,072,270
Inventories - completed properties and others	1,099,851	1,469,217
Contract cost assets	1,433,933 82,589	1,196,405 85,104
Amounts owing by joint ventures Amounts owing by associated companies	4,336	83,104 590
Amounts owing by associated companies Amounts owing by related parties	458	930
Current tax assets	84,889	69,421
Short-term funds	1,485,695	1,676,226
Short-term deposits	208,725	179,503
Cash and bank balances	1,224,816	1,204,348
	11,136,188	10,966,180
TOTAL ASSETS	30,380,559	29,982,910
EQUITY AND LIABILITIES		
EQUITY	0.460.207	0 422 221
Share capital Share capital - RCPS-i A	8,468,287 1,087,363	8,432,321 1,087,363
Share capital - RCPS-i B	1,035,218	1,035,304
Reserves	-,	-,,
Share-based payment reserve	132,400	144,721
Reserve on acquisition arising from common control	(1,295,884)	(1,295,884)
Exchange translation reserve	75,028	(27,162)
Retained earnings	4,419,228	4,912,727
Equity attributable to owners of the Company Non-controlling interests	13,921,640 1,418,860	14,289,390 1,432,647
Total equity	15,340,500	15,722,037
i otar equity	13,340,300	13,722,037
LIABILITIES Non-current liabilities		
Redeemable cumulative preference shares	37,140	37,006
Other payables and accruals	69,267	90,874
Long-term borrowings	9,357,935	8,838,769
Lease liabilities	1,167	2,404
Deferred tax liabilities	467,792	455,575
C	9,933,301	9,424,628
Current liabilities Redeemable cumulative preference shares	-	32,413
Trade payables	1,581,560	1,592,878
Contract liabilities	152,467	158,966
Other payables and accruals	759,880	688,592
Short-term borrowings	2,583,271	2,330,399
Lease liabilities	1,290	1,288
Current tax liabilities	27,278	30,591
Amounts owing to related parties	<u>1,012</u> 5,106,758	4 836 245
m / 11 / 1997		4,836,245
Total liabilities	15,040,059	14,260,873
TOTAL EQUITY AND LIABILITIES	30,380,559	29,982,910
Net assets per share attributable to owners of the Company	2.91	3.01

(The Condensed Consolidated Statement of Financial Position should be read in conjunction with the audited financial statements for the financial year ended 31 December 2019 and the accompanying explanatory notes in this report.)

S P SETIA BERHAD (Company No.: 197401002663 (19698-X)) (Incorporated in Malaysia) CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 (The figures have been audited)

	3 MONTHS ENDED		12 MONTHS ENDED	
	31/12/2020 RM'000	31/12/2019 RM'000 Restated	31/12/2020 RM'000	31/12/2019 RM'000 Restated
Revenue	1,113,663	796,169	3,228,117	3,928,874
Cost of sales				
- Operational cost of sales	(867,201)	(516,075)	(2,431,360)	(2,774,083)
- Reversal/(Impairment) of completed inventories	2,832	-	(139,598)	
Gross profit	249,294	280,094	657,159	1,154,791
Other income	35,919	50,916	153,047	215,463
Selling and marketing expenses	(12,857)	(32,472)	(48,898)	(88,861)
Administrative and general expenses	(116,415)	(131,280)	(373,864)	(443,920)
Share of results of joint ventures	(12,421)	3,045	(372,550)	(19,959)
Share of results of associated companies	(5,792)	9,329	1,097	28,448
Finance costs	(17,003)	(60,446)	(172,641)	(237,707)
Profit/(Loss) before tax	120,725	119,186	(156,650)	608,255
Taxation	(38,340)	(34,664)	(87,872)	(176,199)
Profit/(Loss) for the period/year	82,385	84,522	(244,522)	432,056
Other comprehensive income, net of tax:				
Item that may be reclassified to profit or loss in subsequent periods:				
- Exchange differences on translation of foreign operations	76,171	87,177	102,161	22,887
Total comprehensive income for the period/year	158,556	171,699	(142,361)	454,943
Profit/(Loss) attributable to:				
Owners of the Company	55,487	73,041	(321,026)	353,745
Non-controlling interests	26,898	11,481	76,504	78,311
-	82,385	84,522	(244,522)	432,056
Total comprehensive income/(loss) attributable to:				
Owners of the Company	131,703	160,239	(218,836)	376,641
Non-controlling interests	26,853	11,460	76,475	78,302
	158,556	171,699	(142,361)	454,943
Earnings per share attributable to owners of the Company				
- Basic earnings/(loss) per share (sen)	1.37	1.81	(11.19)	5.52
	1.36			
- Diluted earnings/(loss) per share (sen)	1.30	1.79	(11.13)	5.48

(The Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the audited financial statements for the financial year ended 31 December 2019 and the accompanying explanatory notes in this report.)

S P SETIA BERHAD

(Company No.: 197401002663 (19698-X))

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

(The figures have been audited)

Share Share B Share Capital Capital Payn Capital - RCPS-i A - RCPS-i B Res RM'000 RM'000 RM'000 RM Balance at 1.1.2020 (restated) 8,432,321 1,087,363 1,035,304 144,	Non-Distributable are- Reserve on		Distributable			
Share Share B Share Capital Capital Payn Capital - RCPS-i A - RCPS-i B Res RM'000 RM'000 RM'000 RM Balance at 1.1.2020 (restated) 8,432,321 1,087,363 1,035,304 144,	are- Reserve on					
	erve Common Control	Exchange Translation Reserve RM'000	Retained Earnings RM'000	Total RM'000	Non- controlling Interests RM'000	Total Equity RM'000
	721 (1,295,884)	(27,162)	4,912,727	14,289,390	1,432,647	15,722,037
Total other comprehensive income for the year represented			, ,	· ·		, ,
by exchange differences on translation of foreign operations		102,190	-	102,190	(29)	102,161
Loss for the year		-	(321,026)	(321,026)	76,504	(244,522)
Transactions with owners:						
Issuance of ordinary shares						
- Vesting of Employee Share Grant Plan ("ESGP") 35,880 (35,	880)	-	-	-	-	-
Conversion of RCPS-i B into ordinary shares 86 - (86)		-	-	-	-	-
Acquisition of additional shares in existing subsidiary company		-	-	-	16,008	16,008
RCPS-i A preferential dividends paid		-	(70,654)	(70,654)	-	(70,654)
RCPS-i B preferential dividends paid		-	(61,394)	(61,394)	-	(61,394)
Dividends paid		-	(40,425)	(40,425)	(106,270)	(146,695)
Share-based payment under Employee Long Term Incentive Plan ("LTIP") 23.	550			22 550		22.550
Incentive Plan ("LTIP") 23,		-	-	23,559	-	23,559
Balance at 31.12.2020 8,468,287 1,087,363 1,035,218 132,	400 (1,295,884)	75,028	4,419,228	13,921,640	1,418,860	15,340,500
Balance at 1.1.2019 8,252,253 1,087,363 1,044,753 140,	987 (1,295,884)	(50,058)	4,918,566	14,097,980	1,376,263	15,474,243
		(50,058)	(69,830)	(69,830)	-	(69,830)
Balance at 1.1.2019 (restated) 8.252.253 1.087.363 1.044.753 140.		(50,058)	4,848,736	14,028,150	1,376,263	15,404,413
Total other comprehensive income for the year represented	(1,295,004)	(50,058)	4,040,750	14,028,150	1,370,203	15,404,415
by exchange differences on translation of foreign operations		22,896	-	22,896	(9)	22,887
Profit for the year		-	353,745	353,745	78,311	432,056
Transactions with owners:			555,715	555,715	70,011	152,050
Issuance of ordinary shares						
- Dividend Reinvestment Plan ("DRP") 141,331		-	-	141,331	-	141,331
- Vesting of Employee Share Grant Plan ("ESGP") 29,444 (29,	- 444)	-	-	-	-	-
Conversion of RCPS-i B into ordinary shares 9,449 - (9,449)		-	-	-	-	-
Share issuance expenses (156)		-	-	(156)	-	(156)
Liquidation of subsidiary companies		-	-	-	(306)	(306)
RCPS-i A preferential dividends paid		-	(70,654)	(70,654)	-	(70,654)
RCPS-i B preferential dividends paid		-	(61,674)	(61,674)	-	(61,674)
Dividends paid		-	(180,231)	(180,231)	(21,612)	(201,843)
Share-based payment under Employee Long Term						
Incentive Plan ("LTIP") 33,	- 178	-	22,805	55,983	-	55,983
Balance at 31.12.2019 (restated) 8,432,321 1,087,363 1,035,304 144,	721 (1,295,884)	(27,162)	4,912,727	14,289,390	1,432,647	15,722,037

(The Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the financial year ended 31 December 2019 and the accompanying explanatory notes in this report.)

S P SETIA BERHAD

(Company No.: 197401002663 (19698-X)) (Incorporated in Malaysia) CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

(The figures have been audited)

	12 MONTHS ENDED	
	31/12/2020 RM'000	31/12/2019 RM'000 Restated
Operating Activities	(156 (50))	600.055
(Loss)/Profit before tax	(156,650)	608,255
Adjustments for:-		
Non-cash items	580,805	71,475
Non-operating items	58,584	86,450
Operating profit before changes in working capital	482,739	766,180
Changes in inventories - property development costs		
and contract cost assets	(37,828)	135,820
Changes in inventories - completed properties and others	436,594	356,917
Changes in contract assets/liabilities	(168,722)	45,005
Changes in receivables	(130,335)	128,533
Changes in payables	(16,327)	(115,748)
Cash generated from operations	566,121	1,316,707
Rental received	11,069	11,900
Interest received	21,554	33,228
Interest paid on lease liabilities	(125)	(157)
Net tax paid	(164,000)	(190,791)
Net cash from operating activities	434,619	1,170,887
Investing Activities		
Additions to inventories - land held for property development	(499,068)	(630,674)
Deposits and part consideration paid for acquisition of development land	-	(2,450)
Additions to property, plant and equipment	(91,245)	(98,376)
Additions to investment properties	(51,281)	(30,673)
Proceeds from disposal of property, plant and equipment	606	11,438
Proceeds from disposal of investment properties	16,092	7,000
Net cash inflow from liquidation of a joint venture	-	23 137
Net cash inflow from liquidation of subsidiary companies Acquisition of additional shares in existing joint ventures	(56,787)	(202,955)
Advances to an associated company	(72)	(140)
Repayment from joint ventures	2,406	11,210
Placement of sinking fund, debt service reserve,	_,	,
escrow accounts and short-term deposits	(4,425)	(29,503)
Dividends received from associated companies	3,680	5,725
Interest received	36,893	63,993
Rental received	37,349	41,167
Net cash used in investing activities	(605,852)	(854,078)
Financing Activities		
Payment of share issuance expenses	-	(156)
Repayment to non-controlling shareholder of subsidiary company	-	(125,000)
Drawdown of bank borrowings	2,163,549	2,160,206
Repayment of bank borrowings	(1,438,697)	(1,478,661)
Repayment of lease liabilities	(1,288)	(1,312)
Interest paid	(409,809)	(507,911)
Transaction cost on borrowings paid	(7,887)	(17,111)
Redeemable cumulative preference share dividends paid to non-controlling interests	(1,272)	(3,006)
Dividends paid to non-controlling interests	(106,270)	(21,612)
Dividends paid	(40,425)	(38,900)
RCPS-i A preferential dividends paid	(70,654)	(70,654)
RCPS-i B preferential dividends paid	(61,394)	(61,674)
Net cash from/(used in) financing activities	25,853	(165,791)

S P SETIA BERHAD (Company No.: 197401002663 (19698-X)) (Incorporated in Malaysia) CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020

(The figures have been audited)

	12 MONTHS ENDED	
	31/12/2020 RM'000	31/12/2019 RM'000 Restated
Net changes in cash and cash equivalents	(145,380)	151,018
Effect of exchange rate changes	10,859	(5,262)
Cash and cash equivalents at beginning of the year	2,955,811	2,810,055
Cash and cash equivalents at end of the year	2,821,290	2,955,811
Cash and cash equivalents comprise the following:		
Short-term funds	1,485,695	1,676,226
Short-term deposits	208,725	179,503
Cash and bank balances	1,224,816	1,204,348
Bank overdrafts	(12,856)	(23,601)
	2,906,380	3,036,476
Less: Amount restricted in sinking fund, debt service reserve,		
escrow accounts and short-term deposits	(85,090)	(80,665)
	2,821,290	2,955,811

(The Condensed Consolidated Statement of Cash Flows should be read in conjunction with the audited financial statements for the financial year ended 31 December 2019 and the accompanying explanatory notes in this report.)

NOTES TO THE CONDENSED FINANCIAL REPORT

1. Basis of Preparation

The condensed financial report has been prepared in accordance with Malaysian Financial Reporting Standard ("MFRS") 134 *Interim Financial Reporting* and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The condensed financial report is audited and should be read in conjunction with the audited financial statements of the Group for the financial year ended 31 December 2019.

In the current financial year the Group has effected the following prior year adjustments:

- (a) The Group had assessed that in the prior financial years, it had not allocated the cost of the development rights for the planned property development projects of the Group in the Penang Island in a manner that appropriately reflects the expected utilisation of these rights, hence affecting the cost recognised in respect of property development projects for which construction works and sales have commenced. As a result of which, the retained earnings of the Group as at 1 January 2019 was overstated by RM41.2 million and the profit for the year of the Group for the previous financial year ended 31 December 2019 was understated by RM10.0 million; and
- (b) In the prior financial years, the Group had inadvertently not adjusted for the reversal of deferred tax assets which were no longer required upon the change of its accounting policy for accounting for investment properties from the cost model to the fair value model. This has resulted in the overstatement of retained earnings of the Group as at 1 January 2019 by RM28.6 million and an overstatement of the deferred tax assets by the same amount.

The financial effects of the abovementioned prior year adjustments and changes in certain comparative amounts to conform with the current year's financial statements presentation of the Group are as follows:

Statement of Financial Position As at 31 December 2019

	As previously stated RM'000	Prior year adjustments (a) and (b) RM'000	As restated RM'000
Assets			
Non-current assets			
Property, plant and equipment	639,630	-	639,630
Right-of-use – property, plant and equipment	3,613	-	3,613
Investment properties	2,006,439	-	2,006,439
Right-of-use – investment properties	75,853	-	75,853
Inventories - land held for property development	12,337,053	(21,436)	12,315,617
Intangible asset	14,089	-	14,089
Investments in joint ventures	2,979,178	-	2,979,178
Investments in associated companies	560,090	-	560,090
Other investments	96	-	96
Amounts owing by joint ventures	69,785	-	69,785
Trade receivables	30,249	-	30,249
Other receivables, deposits and prepayments	66,017	-	66,017
Deferred tax assets	284,666	(28,592)	256,074
	19,066,758	(50,028)	19,016,730

1. Basis of Preparation (continued)

Statement of Financial Position (continued) As at 31 December 2019

As at 51 December 2019	As previously stated	Prior year adjustments (a) and (b)	As restated
	RM'000	RM'000	RM'000
Current assets			
Trade receivables	722,003	-	722,003
Contract assets	1,077,886	-	1,077,886
Other receivables, deposits and prepayments	212,277	-	212,277
Inventories - property development costs	3,125,909	(53,639)	3,072,270
Inventories - completed properties and others	1,444,115	25,102	1,469,217
Contract cost assets	1,177,645	18,760	1,196,405
Amounts owing by joint ventures	85,104	-	85,104
Amounts owing by associated companies	590	-	590
Amounts owing by related parties	930	-	930
Current tax assets	69,421	-	69,421
Short-term funds	1,676,226	-	1,676,226
Short-term deposits	179,503	-	179,503
Cash and bank balances	1,204,348	-	1,204,348
	10,975,957	(9,777)	10,966,180
Total assets	30,042,715	(59,805)	29,982,910
Equity			
Share capital	8,432,321	-	8,432,321
Share capital - RCPS-i A	1,087,363	-	1,087,363
Share capital - RCPS-i B	1,035,304	-	1,035,304
Share based payment reserve	144,721	-	144,721
Reserve on acquisition arising from common control	(1,295,884)	-	(1,295,884)
Exchange translation reserve	(27,162)	-	(27,162)
Retained earnings	4,972,532	(59,805)	4,912,727
Equity attributable to owners of the Company	14,349,195	(59,805)	14,289,390
Non-controlling interests	1,432,647	_	1,432,647
Total equity	15,781,842	(59,805)	15,722,037

1. Basis of Preparation (continued)

Statement of Financial Position (continued)

As at 31 December 2019 **Prior year** adjustments (a) As previously and (b) stated As restated RM'000 RM'000 **RM'000** Non-current liabilities Redeemable cumulative preference shares 37,006 37.006 Other payables and accruals 90,874 90,874 Long-term borrowings 8,838,769 8,838,769 _ Lease liabilities 2,404 2,404 _ Deferred tax liabilities 455,575 455,575 _ 9,424,628 9,424,628 _ **Current liabilities** Redeemable cumulative preference shares 32,413 32,413 Trade payables 1,592,878 1.592.878 Contract liabilities 158,966 158,966 Other payables and accruals 688,592 688,592 Short-term borrowings 2,330,399 2,330,399 Lease liabilities 1,288 1,288 Current tax liabilities 30,591 30,591 Amounts owing to related parties 1,118 1,118 4,836,245 4,836,245 **Total liabilities** 14,260,873 14,260,873 _ Total equity and liabilities 30,042,715 (59,805) 29,982,910

1. Basis of Preparation (continued)

Statement of Comprehensive Income For the financial year ended 31 December 2019

	As previously stated RM'000	Prior year adjustment (a) RM'000	Reclassification RM'000	As restated RM'000
Revenue	3,928,874	-	_	3,928,874
Cost of sales	(2,913,030)	10,025	128,922	(2,774,083)
Gross profit	1,015,844	10,025	128,922	1,154,791
Other income	215,463	-	-	215,463
Selling and marketing expenses	(88,861)	-	-	(88,861)
Administrative and general expenses	(314,998)	-	(128,922)	(443,920)
Share of results of joint ventures	(19,959)	-	-	(19,959)
Share of results of associated companies	28,448	-	-	28,448
Finance costs	(237,707)	-	-	(237,707)
Profit before tax	598,230	10,025	-	608,255
Taxation	(176,199)	-	-	(176,199)
Profit for the year	422,031	10,025	-	432,056
Other comprehensive income, net of tax				
Exchange differences on translation of				
foreign operations	22,887	-	-	22,887
Total comprehensive income for the year	444,918	10,025	-	454,943
Profit attributable to:				
Owners of the Company	343,720	10,025	-	353,745
Non-controlling interests	78,311	-	-	78,311
	422,031	10,025	-	432,056
Total comprehensive income attributable to:				
Owners of the Company	366,616	10,025	-	376,641
Non-controlling interests	78,302	-	-	78,302
-	444,918	10,025	-	454,943

The accounting policies adopted by the Group in this condensed financial report are consistent with those adopted in the financial statements for the financial year ended 31 December 2019 except for the adoption of the following Amendments to MFRSs:-

Definition of a Business
Presentation of Financial Statements – Definition
of Material
Accounting Policies, Changes in Accounting
Estimates and Errors – Definition of Material
Interest Rate Benchmark Reform
Covid-19-Related Rent Concessions

The adoption of the above Amendments to MFRSs does not have significant financial impact to the Group.

2. Seasonal or Cyclical Factors

The business operations of the Group during the financial year under review have not been materially affected by any seasonal or cyclical factors.

3. Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

The Group accounted for two unusual impairment provisions in the second and third quarters of the financial year ended 31 December 2020 as follows:

- An impairment provision for completed inventories of RM139.6 million; and
- Equity accounted for its 40% share of impairment recognised by the Group's joint venture company, Battersea Project Holding Co. Ltd ("BPHC"), on its work in progress and inventories under development, of £62.4 million (RM336.3 million).

The afore-mentioned impairment provisions do not have any impact on the Group cash flow. They are further elaborated in the ensuing sections of this report.

4. Material Changes in Estimates

There were no material changes in estimates for the financial year ended 31 December 2020.

5. Debts and Equity Securities

Save for the following, there were no issuance and repayment of debt and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares during the current financial year-to-date:

- (a) Allotment of 14,228,567 new ordinary shares pursuant to the vesting of shares under Employee Share Grant Plan ("ESGP") at the price of RM0.84 per share; and
- (b) Conversion from 97,920 RCPS-i B to 23,314 new ordinary shares with the conversion ratio of five (5) new S P Setia Berhad shares for twenty one (21) RCPS-i B held.

6. Dividends Paid

a) Dividend in respect of the financial year ended 31 December 2019

A single-tier dividend, in respect of the financial year ended 31 December 2019 of 1 sen per ordinary share amounting to RM40,424,817 was paid in cash on 2 April 2020.

b) Islamic Redeemable Convertible Preference Shares ("RCPS-i A") preferential dividend in respect of the financial period from 1 July 2019 to 30 June 2020

A semi-annually RCPS-i A preferential dividend of RM35,326,945, in respect of the financial period from 1 July 2019 to 31 December 2019 and another semi-annual RCPS-i A preferential dividend of RM35,326,945, in respect of the financial period from 1 January 2020 to 30 June 2020 were paid in cash on 1 April 2020 and 23 September 2020 respectively.

6. Dividends Paid (continued)

c) Islamic Redeemable Convertible Preference Shares ("RCPS-i B") preferential dividend in respect of the financial period from 1 July 2019 to 30 June 2020

A semi-annually RCPS-i B preferential dividend of RM30,696,750, in respect of the financial period from 1 July 2019 to 31 December 2019 and another semi-annual RCPS-i B preferential dividend of RM30,696,750, in respect of the financial period from 1 January 2020 to 30 June 2020 were paid in cash on 1 April 2020 and 23 September 2020 respectively.

7. Segmental Reporting

The segmental analysis for the financial year ended 31 December 2020 is as follows:-

	Property Development RM'000	Construction RM'000	Other Operations RM'000	Eliminations RM'000	Consolidated RM'000
External revenue	3,047,272	26,094	154,751	-	3,228,117
Inter-segment revenue	142,492	284,091	26,323	(452,906)	-
Total revenue	3,189,764	310,185	181,074	(452,906)	3,228,117
Gross profit/(loss) before impairment of completed inventories Impairment of completed inventories	817,887 (139,598)	(21,031)	(99)	-	796,757 (139,598)
Gross profit/(loss)	678,289	(21,031)	(99)	_	657,159
Other income	143,958	538	8,551	-	153,047
Operating expenses Share of results of	(382,619)	(7,523)	(32,620)	-	(422,762)
joint ventures Share of results of	(377,708)	-	5,158	-	(372,550)
associated companies	1,097	-	-	-	1,097
Finance costs	(146,148)	(2,333)	(24,160)	-	(172,641)
Loss before tax	(83,131)	(30,349)	(43,170)	-	(156,650)
Taxation					(87,872)
Loss for the year					(244,522)

8. Material Events Subsequent to the End of Financial Year

There were no material transactions or events subsequent to the financial year ended 31 December 2020 till 18 February 2021 (the latest practicable date which is not earlier than 7 days from the date of issuance of this condensed financial report).

9. Changes in the Composition of the Group

The following are the changes in the composition of the Group as at the financial year ended 31 December 2020 till 18 February 2021 (the latest practicable date which is not earlier than 7 days from the date of issuance of this condensed financial report):

- (a) Setia Precast Sdn Bhd ("Setia Precast") and Manih System Construction Sdn Bhd ("Manih") which both parties were formerly wholly-owned subsidiaries of Setia Prefab Sdn Bhd ("Setia Prefab") are now directly owned by SP Setia Berhad due to the liquidation of Setia Prefab. Pursuant to the winding up process of Setia Prefab, the distributions-in-specie of the ordinary shares of Setia Precast and Manih held by Setia Prefab have been made by way of transfer of shares to S P Setia Berhad; and
- (b) Voluntary members' winding up of inactive direct and indirect subsidiaries of S P Setia, namely S P Setia (Indonesia) Sdn Bhd, Eng Lee Knitting Factory Sdn Bhd and Petaling Garden Industrial Estate Sdn Bhd on 15 February 2021.

10. Contingent Liabilities

The status update on the contingent liabilities of the Group as at the financial year ended 31 December 2020 till 18 February 2021 (the latest practicable date which is not earlier than 7 days from the date of issuance of this condensed financial report) is as set out herein.

Setia Fontaines Sdn Bhd ("Setia Fontaines") entered into a Sale and Purchase Agreement with CIMB Islamic Trustee Berhad ("the Trustee") and Boustead Plantations Berhad ("Boustead") to purchase 5 adjoining parcels of freehold land located in Penang ("the Lands") on 22 February 2016. Boustead took the view that goods and services tax ("GST") is chargeable on the Lands.

However, Setia Fontaines took the view that the Lands acquired are exempted from GST pursuant to Item 1(1), First Schedule of the Goods and Services Tax (Exempt Supply) Order 2014 ("Exempt Order") given that the Lands are used for agricultural purposes.

Notwithstanding the objection from Setia Fontaines, Boustead remitted RM37,207,353.35 of GST to the Customs and demanded that Setia Fontaines reimburse the said amount pursuant to Clause 28 of the Sale and Purchase Agreement.

After several settlement attempts, the parties were not able to reach a common ground on this issue.

On 28 December 2018, Boustead and the Trustee, as the Plaintiffs filed a civil suit in High Court of Kuala Lumpur ("Main Trial") and on 3 January 2019, a copy of the sealed Writ of Summons and Statement of Claim was served on Setia Fontaines as the Defendant seeking the repayment of RM37,207,353.35 with 8% interest.

First case management was held before the High Court of Kuala Lumpur on 28 January 2019 where the Registrar instructed the following:

- (1) The Plaintiffs to file a reply by 21 February 2019;
- (2) Any interlocutory application to be filed by 21 February 2019; and
- (3) Parties to consider mediation.

Setia Fontaines filed its Defence and served the same on Boustead on 31 January 2019. Boustead filed its Reply on 21 February 2019 and the matter which was previously fixed for Trial from 1 April 2020 to 3 April 2020 has been rescheduled to 26 April 2021, 27 April 2021 and 28 April 2021.

10. Contingent Liabilities (continued)

Further to the decision made by the Director General of Customs, on behalf of the Minister of Finance ("MoF"), pursuant to a delegation of authority made by the MoF to the Custom, that the portions of the Lands scheduled for commercial development was subject to GST ("GST Decision"), Setia Fontaines filed an application for Judicial Review ("JR") to, among others, quash the GST Decision. The matter came up for Hearing on 29 July 2020 and the decision was made on 11 September 2020 whereby Setia Fontaines was successful in its application for JR.

In summary, the High Court held that:

- (1) that the Lands acquired by Setia Fontaines was an exempt supply, as at the relevant time of supply, the Lands were used for oil palm plantations and zoned as agricultural land; and
- (2) under the Exempt Order, there is no express provision for delegation by the MoF and that the MoF must exercise its power personally; and accordingly it was not empowered to delegate its authority to the Director General of Customs to make the GST Decision.

The MoF and Customs, as respondents in the JR proceedings, did not file any notice of appeal against the decision of the High Court and the right to appeal expired on 12 October 2020.

As for the Main Trial, the Case Management which was fixed on 17 September 2020 was postponed to 2 October 2020 where parties updated the trial judge that Setia Fontaines' JR application was decided in favour of Setia Fontaines. The trial judge had fixed the matter for further Case Management on 9 November 2020 on request of Boustead for parties to update whether MoF or Customs have filed any notice of appeal to the Court of Appeal. However, the Case Management date has been repeatedly postponed since November 2020 due to the Conditional Movement Control Order and the Movement Control Order issued by the Government and parties are directed to appear before the Court for further Case Management on 22 March 2021.

Given that no notice of appeal was filed by the MoF and Customs and the right of appeal has expired, Boustead and the Trustee no longer have any basis to pursue its suit against Setia Fontaines.

On this note, the Directors of the Group are of the opinion that no provision in respect of the GST liability in dispute is required to be made in the financial statements.

11. Capital Commitments

	As at 31 December 2020 RM'000
Commitments of subsidiary companies:-	
Contractual commitments for construction of investment properties Contractual commitments for acquisition and construction of property,	32,598
plant and equipment	79,884
Share of commitments of joint ventures:-	
Contractual commitments for acquisition of development land	115,705
Contractual commitments for construction of investment properties	7,004
12. Significant Related Party Transactions	
	1 January 2020
	to 31 December 2020 RM'000
Transactions with joint ventures:-	
(i) Management fee received and receivable	865
(ii) Event and marketing fee received and receivable	106
(iii) Rental received and receivable	633
(iv) Rental paid and payable	75
(v) Staff secondment fee received and receivable	440
(vi) Interest received and receivable	3,831
Transactions with directors of the Company and subsidiary companies:-	
(i) Sale of development properties to immediate family members of directors	
of the Company(ii) Sale of development properties to immediate family members of director of	1,739
subsidiary companies	1,343

ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

1. Review of Group Performance

The performance of the respective operating business segments for the current quarter and financial year-todate are analysed as follows:-

	Q4 2020 RM'000	Q4 2019 RM'000 Restated	YTD 2020 RM'000	YTD 2019 RM'000 Restated
Revenue				
Property Development	1,066,586	731,434	3,047,272	3,667,861
Construction	9,006	8,226	26,094	60,755
Other Operations	38,071	56,509	154,751	200,258
	1,113,663	796,169	3,228,117	3,928,874
Profit/(Loss) before tax				
Property Development				
Before impairment of completed inventories in Malaysia and work-in progress development at				
Battersea Power Station, London				
("BPS")	161,497	114,832	392,734	608,369
• Reversal/(Impairment) of				
completed inventories	2,832	-	(139,598)	-
• Equity accounting of				
impairment of work in				
progress development at BPS	-	-	(336,267)	-
<u>After impairment</u> of completed inventories in Malaysia and				
work-in progress development at BPS	164,329	114,832	(92 121)	608,369
Construction	(15,292)	2,209	(83,131) (30,349)	008,309 886
Other Operations	(13,292) (28,312)	2,209 2,145	(43,170)	(1,000)
ould operations	120,725	119,186	(156,650)	608,255

(a) Performance of the current quarter against the same quarter in the preceding year (Q4 2020 vs Q4 2019)

Property Development

The Group's property development segment achieved revenue of RM1.07 billion and PBT of RM164.3 million in Q4 2020. Both revenue and PBT for current quarter is higher than the corresponding quarter in FY2019 partly due to higher sales registered at the *Daintree Residence* project in Singapore and handover of our Australian project, *Marque Residences* in Q4 2020, of which the revenue and profits were recognised on completion basis.

Besides, the Group cleared RM233.0 million worth of completed inventories during Q4 2020, more than it did in Q4 2019 of RM190.0 million.

1. Review of Group Performance (continued)

(a) Performance of the current quarter against the same quarter in the preceding year (Q4 2020 vs Q4 2019) (continued)

Property Development (continued)

Under construction and completed projects which contributed to the results include Setia Alam, Setia Eco Park, Precinct Arundina, Alam Impian and Temasya Glenmarie in Shah Alam, Setia EcoHill, Setia EcoHill 2 and Setia Mayuri in Semenyih, Setia Eco Glades and Setia Safiro in Cyberjaya, Setia Eco Templer in Rawang, Setia Warisan Tropika in Sepang, Alam Sutera in Bukit Jalil, Alam Damai in Cheras, Setia Alamsari in Bangi, Bandar Kinrara in Puchong, Kota Bayuemas and Trio by Setia in Klang, Setia Sky Seputeh in Seputeh, Bandar Baru Sri Petaling in Kuala Lumpur, KL Eco City at Jalan Bangsar, Bukit Indah, Setia Indah, Setia Tropika, Setia Eco Cascadia, Setia Business Park I & II, Setia Eco Gardens, Setia Sky 88, Taman Rinting, Taman Pelangi, Taman Pelangi Indah and Taman Industri Jaya in Johor, Setia Pearl Island, Setia Sky Vista, Setia Pinnacle, Setia Sky Ville and Setia Fontaines in Penang, Aeropod in Kota Kinabalu, EcoXuan in Vietnam, Daintree Residence in Singapore and Marque Residences in Melbourne, Australia.

Construction

The Group's construction arm largely provides intercompany construction services to the Group's property development companies. Revenue from these intercompany services are eliminated at consolidation. Besides, revenue from construction segment also derived from supply of readymix concrete to the external contractors that serve the property development arm of the Group.

The Group's construction segment recorded revenue of RM9.0 million and loss before tax of RM15.3 million in Q4 2020. The loss before tax of RM15.3 million in Q4 2020 was attributable to additional costs required to make up for the disrupted site progress caused by the Movement Control Order on the intercompany construction jobs.

Other Operations

Revenue from other operations are mainly contributed by wood-based manufacturing, trading activities, and the operation of investment properties such as office towers, retail malls and convention centres.

The operational activities of our investment properties such as convention centres were heavily impacted by the re-imposed of Conditional Movement Control Order ("CMCO") rulings, hence recorded a loss before tax of RM28.3 million in Q4 2020.

1. Review of Group Performance (continued)

(b) Performance of financial year-to-date, 2020 ("YTD 2020") vs financial year-to-date, 2019 ("YTD 2019")

Property Development

The Group's revenue from the property development segment of RM3.05 billion in YTD 2020 is lower than the corresponding year-to-date in the preceding year, mainly due to the following key factors:

- The site work at all projects were significantly disrupted during the Movement Control Order ("MCO") and Conditional Movement Control Order ("CMCO") period. This had significantly impeded revenue recognition; and
- In the corresponding YTD 2019, the Group completed the sale of its British Embassy land located in Jalan Ampang, Kuala Lumpur for RM449.2 million, which materially lifted the comparative revenue number for YTD 2019.

In addition to the effect of MCO and CMCO on site progress, the Group also took in the following 2 impairment provisions in Q2 2020 and Q3 2020 respectively, which had impacted its results for YTD 2020:

- The Group resolved to aggressively reprice the inventories at Setia Sky 88 project in Johor Bahru and Setia Sky Vista project in Penang, which had been completed for some time, to expedite their clearance and to conserve cash flow. As a result, the Group had to account for an impairment of completed inventories of RM139.6 million; and
- The Group equity account for its 40% share of the impairment provision recognised by BPHC Group, of £62.4 million (RM336.3 million).

Whilst the afore-mentioned impairment provisions do not have any impact on the cash flow of the Group, they have in aggregate had a negative impact of RM475.9 million on the results before tax of the Group for the YTD 2020. As a consequence thereof, the Group registered a loss before tax of RM83.1 million from the Property Development segment for the YTD 2020.

Excluding the afore-mentioned impairment provisions, the Group would have a profit before tax of RM392.7 million from the Property Development segment for the YTD 2020.

Construction

The Group's construction arm largely provides intercompany construction services to the Group's property development companies. Revenue from these intercompany services are eliminated at consolidation. Besides, revenue from construction segment also derived from supply of readymix concrete to the external contractors that serve the property development arm of the Group.

The Group's construction segment recorded revenue of RM26.1 million and loss before tax of RM30.3 million in YTD 2020. The loss before tax of RM30.3 million in YTD 2020 was attributable to additional costs required to make up for the disrupted site progress caused by the Movement Control Order on the intercompany construction jobs.

1. Review of Group Performance (continued)

(b) Performance of financial year-to-date, 2020 ("YTD 2020") vs financial year-to-date, 2019 ("YTD 2019") (continued)

Other Operations

Revenue from other operations are mainly contributed by wood-based manufacturing, trading activities, and the operation of investment properties such as office towers, retail malls and convention centres.

The operational activities of our investment properties such as retail malls and convention centres were heavily impacted by the MCO and CMCO rulings, hence recorded a loss before tax of RM43.2 million in YTD 2020.

2. Material Changes in the Quarterly Results ("Q4 2020") compared to the results of the Preceding Quarter ("Q3 2020")

In Q3 2020, the Group's performance was mainly affected by its share of impairment loss recognised by BPHC Group, of £62.4 million (RM336.3 million).

Excluding the impact of the non-cash item above, the Q3 2020 profit before tax would have been RM117.2 million, whilst Q4 2020 recorded profit before tax of RM120.7 million.

3. Prospects for Financial Year Ending 31 December 2021 ("FY2021")

S P Setia achieved a sales of RM3.82 billion in FY2020, surpassing its sales target of RM3.80 billion and emerged as the top property developer in terms of sales. The Group recorded a significant surge of RM1.56 billion sales in the last quarter of FY2020 against the back drop of a resurgence in Covid-19 cases and the implementation of Movement Control Order ("MCO") 2.0.

On the local front, sales achieved were mainly from the Central region with RM2.28 billion, supported by RM415.0 million contribution from the Southern region while Northern region contributed another RM312.0 million. International regions collectively registered sales of RM716.0 million. The total sales secured of RM3.82 billion were complemented by the concerted effort in clearing completed inventories worth of RM695.0 million.

As the Group focuses its acceleration on the digitalisation journey and flexible adaptation of the digitally-led marketing campaigns with other digital touchpoints to reach and stay connected with its broad based homebuyers, this catalytic seamless connectivity has resulted in the strong sales being secured during this pandemic year and further validated by the favourable sales in pipeline of RM1.45 billion as at 31 December 2020.

Riding on the incentives offered by the Government and prevailing low interest rate environment, the Group domestically launched mostly landed homes in Q4 FY2020 with total Gross Development Value ("GDV") of RM665.5 million with strong take up rate for double storey terrace houses of 100% in Setia Ecohill and more than 80% in Setia Alam. The products are priced between RM620,000 to RM720,000 onwards respectively. Over in Vietnam, the commercial and residential properties were successfully launched at combined GDV of RM248.0 million with commendable take up of more than 80%.

3. Prospects for Financial Year Ending 31 December 2021 ("FY2021") (continued)

Moving forward into FY2021, homebuyers can expect a branded refresh *Setia Alamsari* and *Alam Impian* and also on the launch of a new township known as *Setia Alaman* which is the continuation of Setia Alam. In line with the demand of the first time homebuyers and up-graders, the Group remains focus to launch primarily landed residential projects in *Setia Alam, Setia Eco Glades, Setia Safiro, Alam Impian, Bandar Kinrara, Kota Bayuemas, Setia Ecohill & Ecohill 2, Setia Eco Park* and *Setia Warisan Tropika* in Central region, *Setia Indah, Taman Rinting* and *Taman Pelangi Indah* in the Southern region and *Setia Fontaines* in the Northern region.

S P Setia embraces sustainable development planning that emphasize on self-sustaining townships whereby the provisions of security, amenities, facilities and connectivity will be paramount in creating a positive impact on the township surrounding environment and nurtures community liveability under the new lifestyle.

The Group expects to tighten its financial management controls in FY2021. Its agility to adapt rapidly to volatile market changes through reinvention of its processes and continuous reassessment of the product designs which address future market needs will remain the key priorities. Other on-going efforts being carried out will be conducting precise and selective new launches during the current year, implementation of various cost efficiency measures and targeted clearance of completed stocks as well as monetisation of non-strategic assets.

Riding on the upsurge in sales momentum during Q4 FY2020, S P Setia will maintain its sales target of RM3.80 billion for FY2021. There are positive sentiments and optimism arising from the mass vaccination program which will be rolled out in stages globally and across Malaysia. Backed by an unbilled sales totalling RM10.05 billion in place, this will sustain the Group over the next two years.

The Group is currently anchored by 48 on-going projects and an effective remaining land banks of 8,528 acres with a Gross Development Value of RM136.87 billion as at 31 December 2020.

4. Variance of Actual Profit from Forecast Profit

Not applicable as no profit forecast was published.

5. Income Tax

	Q4 2020 RM'000	Q4 2019 RM'000	YTD 2020 RM'000	YTD 2019 RM'000
Taxation - current taxation	45,870	60,300	145,696	234,658
- deferred taxation	(7,530)	(25,636)	(57,824)	(58,459)
	38,340	34,664	87,872	176,199

The Group's effective tax rate (excluding share of results of joint ventures and associated companies) for the financial year is higher than the statutory tax rate mainly due to certain non-tax deductible expenses.

6. Status of Corporate Proposals

There is no corporate proposal that has been announced by the Company which has not completed as at 18 February 2021, the latest practicable date which shall not be earlier than 7 days from the date of issuance of this condensed financial report.

7. Group Borrowings and Debt Securities

Total group borrowings and debt securities as at 31 December 2020 were as follows:-

Secured	Unsecured	Total
RM'000	RM'000	RM'000
1,111,051	1,472,220	2,583,271
5,673,879	3,684,056	9,357,935
-	37,140	37,140
6,784,930	5,193,416	11,978,346
	RM'000 1,111,051 5,673,879	RM'000RM'0001,111,0511,472,2205,673,8793,684,056-37,140

Currency exposure profile of group borrowings and debt securities is as follows:-

	Secured RM'000	Unsecured RM'000	Total RM'000
Malaysian Ringgit	5,445,174	3,655,035	9,100,209
Great British Pound	-	1,436,270	1,436,270
Australian Dollar	711,143	-	711,143
Singapore Dollar	586,270	-	586,270
United States Dollar	-	102,111	102,111
Japanese Yen	42,343	-	42,343
	6,784,930	5,193,416	11,978,346

8. Material Litigation

Except for the contingent liabilities disclosed above, the Group was not engaged in any material litigation as at 18 February 2021, the latest practicable date which is not earlier than 7 days from the date of issuance of this condensed financial report.

9. Dividends Declared

- (a) There were no ordinary shares dividends declared for the financial year ended 31 December 2020. In respect of previous corresponding financial year, a single tier dividend of 1 sen per share was declared.
- (b) The Board of Directors has declared preferential dividends in respect of the financial period from 1 July 2020 to 31 December 2020, for the RCPS-i A and RCPS-i B.

(i)	Preferential dividend rate	
	- RCPS-i A	: 6.49% per annum
	- RCPS-i B	: 5.93% per annum
(ii)	Previous corresponding financial period	-
	- RCPS-i A	: 6.49% per annum
	- RCPS-i B	: 5.93% per annum
(iii)	Date payable	: To be determined later
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(iv) In respect of deposited securities, entitlement to dividends will be determined on the basis of the record of depositors as at a date to be determined later.

10. Earnings Per Share Attributable To Owners of The Company

Basic Earnings Per Share

The basic earnings per share for the period/year is calculated by dividing the Group's profit/loss attributable to owners of the Company adjusted for the effects of RCPS-i A and RCPS-i B preferential dividends declared during the period/year, divided by the weighted average number of shares in issue, as follows:-

	Q4 2020 '000	Q4 2019 '000 Restated	YTD 2020 '000	YTD 2019 '000 Restated
Profit/(Loss) attributable to owners of the Company (RM) - RCPS-i A preferential dividends	55,487	73,041	(321,026)	353,745
 (RM) RCPS-i B preferential dividends 	-	-	(70,654)	(70,654)
(RM)	-	-	(61,394)	(61,674)
Adjusted profit/(loss) attributable to owners of the Company (RM)	55,487	73,041	(453,074)	221,417
Number of ordinary shares at beginning of the period/year Weighted average effect of	4,056,710	4,042,481	4,042,481	3,958,563
shares issued pursuant to:Vesting of ESGPConversion of RCPS-i B	-	-	6,804	4,759
into ordinary shares	22	-	5	1,912
- Dividend Reinvestment Plan	-	-	-	47,521
Weighted average number of ordinary shares	4,056,732	4,042,481	4,049,290	4,012,755
Basic earnings/(loss) per share (sen)	1.37	1.81	(11.19)	5.52

10. Earnings Per Share Attributable To Owners of The Company (continued)

Diluted Earnings Per Share

The diluted earnings per share for the period/year is calculated by dividing the Group's profit/loss attributable to owners of the Company adjusted for the effects of RCPS-i A and RCPS-i B preferential dividends declared during the period/year, divided by the weighted average number of shares that would have been in issue upon full exercise of the remaining options under the LTIP granted, as follows:-

	Q4 2020 '000	Q4 2019 '000 Restated	YTD 2020 '000	YTD 2019 '000 Restated
Profit/(Loss) attributable to owners				
of the Company (RM)	55,487	73,041	(321,026)	353,745
- RCPS-i A preferential dividends (RM)			(70,654)	(70,654)
- RCPS-i B preferential dividends	-	-	(70,034)	(70,034)
(RM)	-	-	(61,394)	(61,674)
Adjusted profit/(loss) attributable				
to owners of the Company (RM)	55,487	73,041	(453,074)	221,417
Weighted average number of ordinary shares as per Basic				
Earnings Per Share	4,056,732	4,042,481	4,049,290	4,012,755
Effect of potential exercise of LTIP	20,702	28,987	21,062	29,472
Weighted average number of				
ordinary shares	4,077,434	4,071,468	4,070,352	4,042,227
Diluted earnings/(loss) per share				
(sen)	1.36	1.79	(11.13)	5.48

The effects of conversion of RCPS-i A and RCPS-i B have not been included in the computation of the dilutive earnings per share of the Group as they do not have a dilutive effect.

11. Notes to the Statement of Comprehensive Income

	Q4 2020 RM'000	YTD 2020 RM'000
Interest income	14,339	75,982
Other income including investment income	20,360	76,542
Interest expense	(17,003)	(172,641)
Depreciation and amortisation	(8,265)	(30,223)
Provision for and write off of trade and other receivables	(640)	(658)
Reversal/(impairment) of completed inventories	2,832	(139,598)
Net gain on disposal of quoted or unquoted investments or properties	1,220	523
Write off of property, plant and equipment	(229)	(235)
Fair value loss on investment properties	(12,480)	(12,480)
Net foreign exchange loss	(16,554)	(13,146)
Gain or loss on derivatives	-	-
Exceptional items	-	-

12. Auditors' Report on Preceding Annual Financial Statements

The preceding audited financial statements for the financial year ended 31 December 2019 was unqualified.