



# COMFORT GLOVES BERHAD

193701000006 (852-D)



## We Care, We Protect

Annual Report 2021

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## We Care, We Protect

Comfort Gloves Berhad cares with our heart during the challenging times, supporting with the best products and solutions to ensure the needs and expectations of our consumers. We ensure the quality with advanced technologies, progressively keep up to date to deliver in the global market as a pre-eminent player in the glove manufacturing industry worldwide. We will care for everyone, protect the environment along to expand greater.

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# Notice of Annual General Meeting

**NOTICE IS HEREBY GIVEN** that the 80<sup>th</sup> Annual General Meeting (“AGM”) of Comfort Gloves Berhad (“CGB” or the “Company”) will be conducted virtually for the purpose of considering and if thought fit, passing with or without modifications the resolutions set out in this notice:

Day and Date : Tuesday, 22 June 2021  
Time : 10.00 a.m.  
Broadcast Venue : Summit 3, 3<sup>rd</sup> Floor,  
Wisma Westcourt  
No 126 Jalan Klang Lama  
58000 Kuala Lumpur, Malaysia  
Virtual Meeting Platform : <https://web.vote2u.app>  
Mode of Communication : (1) Typed text in the Meeting Platform  
(2) Email questions to [investorsrelation@comfort-rubber.com.my](mailto:investorsrelation@comfort-rubber.com.my) prior to Meeting

## **A G E N D A**

### **As ORDINARY BUSINESS:**

1. To receive the Audited Financial Statements for the financial year ended 31 January 2021 together with the Directors’ and Auditors’ Reports thereon. **(Please refer to Note 1)**
2. To approve the increased payment of Directors’ Fees of RM425,000 in respect of the financial year ended 31 January 2021. **(Ordinary Resolution 1)**
3. To approve the increased payment of Directors’ Benefits (excluding Directors’ Fees) to Non-Executive Directors up to an amount of RM150,000 from 80<sup>th</sup> AGM until the next AGM of the Company. **(Ordinary Resolution 2)**
4. To re-elect the following Directors and who were appointed during the year pursuant to Article 18.2 of the Company’s Constitution.
  - 4.1 Khoo Chie Yuan **(Ordinary Resolution 3)**
  - 4.2 Dato’ Lau Eng Guang **(Ordinary Resolution 4)**
  - 4.3 Lum Dick Son **(Ordinary Resolution 5)**
5. To re-elect Lau Joo Pern who retires by rotation pursuant to Article 18.4(a) of the Company’s Constitution. **(Ordinary Resolution 6)**
6. To appoint Auditors and to authorise the Directors to fix their remuneration: **(Ordinary Resolution 7)**
  - 6.1 Messrs Baker Tilly Monteiro Heng PLT, the retiring Auditors have expressed that they do not wish to seek re-appointment at this 80<sup>th</sup> Annual General Meeting.
  - 6.2 Special Notice pursuant to Sections 280(2)(b)(ii) and 322 of the Companies Act 2016, a copy of which is set out and marked “Annexure A”, has been received by the Company to propose the following Ordinary Resolution:

“THAT Messrs KPMG PLT, be hereby appointed as Auditors of the Company in place of the outgoing Auditors, Messrs Baker Tilly Monteiro Heng PLT, to hold office until the conclusion of the next Annual General Meeting and that authority be hereby given to the Directors of the Company to determine their remuneration.”

# Notice of Annual General Meeting (Cont'd)



As **SPECIAL BUSINESS**, to consider and, if thought fit, pass the following Resolutions: -

**7. AUTHORITY TO ALLOT AND ISSUE SHARES IN GENERAL PURSUANT TO SECTION 76 OF THE COMPANIES ACT, 2016** (Ordinary Resolution 8)

"That, subject to the Companies Act, 2016 and the Company's Constitution and approvals from Bursa Malaysia Securities Berhad ("Bursa Securities"), Securities Commission and other relevant governmental or regulatory authorities, the Directors be and are hereby empowered pursuant to Section 76 of the Companies Act, 2016 to issue and allot shares in the Company from time to time upon such terms and conditions and for such purposes as the Directors may in their discretion deem fit provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed twenty percent (20%) of the total number of issued shares of the Company (excluding treasury shares) for the time being ("Proposed 20% General Mandate") and that such approval on Proposed 20% General Mandate shall continue be in force until 31 December 2021 or a later date which may allow by the relevant authorities whichever is later;

THAT with effect from 1 January 2022 or a later date which may allow by the relevant authorities whichever is later, the general mandate shall be reinstated from a 20% General Mandate to 10% General Mandate provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 10% of the total number of the issued shares of the Company (excluding treasury shares) of the Company for the time being ("Proposed General Mandate");

AND THAT the Directors of the Company be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities AND FURTHER THAT such authority shall continue to be in force until the conclusion of the Annual General Meeting of the Company held next after the approval was given or at the expiry of the period within which the next Annual General Meeting is required to be held after the approval was given, whichever is the earlier."

**8. PROPOSED RENEWAL OF SHARE BUY BACK AUTHORITY** (Ordinary Resolution 9)

"That, subject to the Companies Act, 2016, the provisions of the Company's Constitution, the Main Market Listing Requirements ("Main LR") of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of all relevant governmental and/or regulatory authorities, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interests of the Company ("the Proposed Share Buy Back") provided that:

- a) the aggregate number of ordinary shares which may be purchased and/or held by the Company as treasury shares does not exceed ten percent (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at any point in time of purchase;
- b) the maximum funds to be allocated by the Company pursuant to the Proposed Share Buy Back shall not exceed the total retained earnings of the Company at the time of purchase; and

# Notice of Annual General Meeting (Cont'd)

## 8. PROPOSED RENEWAL OF SHARE BUY BACK AUTHORITY (Cont'd)

- c) upon completion of the purchase by the Company its own ordinary shares, the Directors of the Company be and are hereby authorized to deal with the ordinary shares purchased in their absolute discretion in the following manners:
  - i) cancel all the ordinary shares so purchased; and/or
  - ii) retain the ordinary shares so purchased as treasury shares; and/or
  - iii) retain part thereof as treasury shares and cancel the remainder;
  - iv) in any other manner as may be prescribed by applicable law and/or the regulations and guidelines applied from time to time by Bursa Securities and/or any other relevant authority for the time being in force;

That any authority conferred by this resolution may only continue to be in force until:

- i) the conclusion of the next AGM of the Company following the general meeting at which such resolution was passed at which time it shall lapse unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;
- ii) the expiration of the period within which the next AGM after that date is required by law to be held; or
- iii) revoked or varied by an ordinary resolution passed by the shareholders in general meeting,

whichever occurs first;

And that authority be and is hereby given unconditionally and generally to the Directors of the Company to take all such steps as are necessary or expedient (including without limitation, the opening and maintaining of central depository account(s) under the Securities Industry (Central Depositories) Act, 1991, and the entering into of all other agreements, arrangements and guarantee with any party or parties) to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities and with the fullest power to do all such acts and things thereafter (including without limitation, the cancellation or retention as treasury shares of all or any part of the purchased shares) in accordance with the Companies Act, 2016, the provisions of the Constitution of the Company and the Main LR and/or guidelines of Bursa Securities and all other relevant governmental and/or regulatory authorities."

## 9. PROPOSED ALLOCATION OF AWARDS (AS DEFINED HEREIN) TO DATO' LAU ENG GUANG PURSUANT TO THE EMPLOYEES' SHARE SCHEME (ESS) (Ordinary Resolution 10)

"That pursuant to the existing ESS as approved by the members of CGB at the Extraordinary General Meeting held on 18 May 2021, approval be and is hereby given to the ESS Committee from time to time throughout the duration of the Proposed ESS, to offer and grant to Dato' Lau Eng Guang, the Executive Chairman of CGB, CGB Shares ("Shares Grant") and/or options to subscribe for and/or acquire CGB Shares ("ESS Options") (collectively, the "Awards") of not more than 10% of the total Awards to be issued under the Proposed ESS, subject always to such terms and conditions and/or any adjustments which may be made in accordance with the provisions of the by-laws of the ESS ("By-Laws").

# Notice of Annual General Meeting (Cont'd)



**10. PROPOSED ALLOCATION OF AWARDS TO LAU JOO KIEN BRIAN PURSUANT TO THE ESS (Ordinary Resolution 11)**

"That pursuant to the existing ESS approved by the members of CGB at the Extraordinary General Meeting held on 18 May 2021, approval be and is hereby given to the ESS Committee from time to time throughout the duration of the Proposed ESS, to offer and grant to Lau Joo Kien Brian, a person connected to the Executive Chairman of CGB, Dato' Lau Eng Guang and the Group Chief Executive Director, Lau Joo Yong, Awards of not more than 10% of the total Awards to be issued under the Proposed ESS, subject always to such terms and conditions and/or any adjustments which may be made in accordance with the provisions of the By-Laws.

**11. PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE COMPANY ("PROPOSED AMENDMENTS TO THE CONSTITUTION") (Special Resolution 1)**

"THAT, the proposed alteration or amendments to the Constitution of the Company, as annexed herewith as Appendix I in the Circular to Shareholders dated 24 May 2021, be and are hereby approved and adopted, with immediate effect AND THAT the Directors of the Company be and are hereby authorised to assent to any conditions, modification, variation and/or amendments as may be required by any relevant authorities, and to do all acts and things and take all such steps as may be considered necessary to give full effect to the foregoing."

12. To transact any other business of which due notice shall have been given in accordance with the Companies Act, 2016.

**FURTHER NOTICE IS HEREBY GIVEN THAT** only members whose names appear on the Record of Depositors as at 14 June 2021 shall be entitled to attend the AGM or appoint proxies in his/her stead or in the case of a corporation, a duly authorised representative to attend and to vote in his/her stead.

By Order of the Board  
**CHAN EOI LENG**  
**(SSM PC No. 202008003055)**  
**(MAICSA 7030866)**  
Chartered Secretary  
Ipoh, Perak Darul Ridzuan, Malaysia  
24 May 2021

## **Explanatory Notes:**

- 1) Agenda 1 is meant for discussion only in accordance with Section 340 (1) (a) of the Companies Act 2016 and does not require shareholders' approval. Hence, Agenda 1 will not be put forward for voting.
- 2) Ordinary Resolutions 1 and 2 – Directors' Fee and Directors' Benefits

The Directors' Fee and Benefits payable to the Directors were revised in view of the increased in the profitability of the Group and also to commensurate with the Directors' responsibilities, commitment and contribution with reference to their statutory duties.

# Notice of Annual General Meeting (Cont'd)

## Explanatory Notes: (Cont'd)

### 2) Ordinary Resolutions 1 and 2 – Directors' Fee and Directors' Benefits (Cont'd)

The Remuneration Committee, having reviewed and take into consideration of the benchmark of the peers industries and recommended the said Directors' Fee and Directors' Benefits to be revised as follows:

<b>Directors' Fee</b>	<b>Current (RM' per year )</b>	<b>Proposed (RM' per year)</b>
Chairman of the Board (Non-Executive Chairman)	50,000	150,000
Other Board Members (Executive)	25,000	-
Other Board Members (Non-Executive)	25,000	75,000
Chairman of the Audit Committee	12,000	25,000
Other Audit Committee Members	6,000	15,000
Chairman of Nominating Committee	6,000	15,000
Other Nominating Committee	3,000	10,000
Chairman of the Remuneration Committee	6,000	15,000
Other Remuneration Committee	3,000	10,000

<b>Directors' Benefits to Non-Executive Directors</b>	<b>Current (RM' per year )</b>	<b>Proposed (RM' per year)</b>
Directors' Meeting Allowance per meeting	750	1,500
Directors' Travelling Allowance per day	300	500

The Board had reviewed and accepted the Remuneration Committee's proposal as the Board opined that it was in the best interest of the Board.

### 3) Ordinary Resolutions 3, 4, 5 and 6 – Re-election of Directors

Khoo Chie Yuan, Dato' Lau Eng Guang, Lum Dick Son and Lau Joo Pern are standing for re-election as Directors of the Company and being eligible have offered themselves for re-election at this 80<sup>th</sup> AGM. The profile of the retiring Directors is set out in the Annual Report 2021.

### 4) Ordinary Resolution 8 - Authority to Allot and Issue Shares in General Pursuant to Section 76 of the Companies Act 2016 ("Act")

The Proposed Ordinary Resolution 8, if passed will empower the Directors of the Company, with the authority to issue and allot shares in the Company up to an amount not exceeding 20% of the total number of issued shares (excluding treasury shares) of the Company until 31 December 2021 or a later date as may be allowed by the relevant authorities. With effect from 1 January 2022 or a later date as may be allowed by the relevant authorities, the Proposed 20% General Mandate will be reinstated to a 10% limit ("Proposed General Mandate") according to Paragraph 6.03 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The said authority shall continue in force until the conclusion of the next AGM of the Company or expiration of the period within which the next AGM is required by law to be held or revoked/varied by resolution passed by the shareholders in general meeting, whichever is the earlier.

At the 79<sup>th</sup> AGM held on 30 June 2020, the Directors of the Company has been granted a general mandate by the members of the Company to issue and allot shares in the Company up to and not exceeding 20% of the total number of issued shares of the Company ("20% General Mandate"). Up to the date of Notice, the Company did not issue any new shares pursuant to this mandate obtained and accordingly no proceeds were raised.

The Board of Directors of the Company, having considered the unprecedented uncertainty during this challenging time caused by Covid-19 pandemic and future financial needs of the Group is of the opinion that this 20% General Mandate is in the best interest of the Company and its shareholders. This General Mandate if passed will provide flexibility to the Company for any possible fund-raising activities quickly and efficiently, including but not limited to further placing of shares, for the purpose of funding future investment projects, working capital and/or acquisitions, or strategic opportunities involving equity deals, which may require the allotment and issuance of new shares. In addition, any delay arising from and cost involved in convening a General Meeting to approve such issuance of shares should be eliminated.

# Notice of Annual General Meeting (Cont'd)



## Explanatory Notes: (Cont'd)

### 5) Ordinary Resolution 9 - Proposed Renewal of Share Buy Back Authority

The Ordinary Resolution proposed under item 8, if passed, will empower the Directors to purchase the Company's shares through Bursa Malaysia Securities Berhad up to 10% of the issued shares of the Company. Details of the Proposed Share Buy Back is set out in the Share Buy Back Statement of the Company, which is sent out together with the Company's 2021 Annual Report.

### 6) Ordinary Resolution 10 and 11 - Proposed Allocation of Awards

The Ordinary Resolutions 10 and 11 if passed, will enable the ESS Committee to offer and allocate Share Grants and/or ESS Options to Dato' Lau Eng Guang and Lau Joo Kien Brian pursuant to the Proposed ESS.

As for Ordinary Resolution 11, Lau Joo Kien Brian is a person connected to the Directors of the Company as he is the son of Dato' Lau Eng Guang and brother of Lau Joo Yong and also cousin to Lau Joo Pern, an Executive Director of CGB.

Dato' Lau Eng Guang and Lau Joo Kien Brian will be abstaining from voting in respect of their direct/indirect shareholdings in the Company on the Ordinary Resolutions pertaining to the Proposed Allocation of Awards to them. They will also ensure that the persons connected with them will abstain from voting of their direct/indirect shareholdings in the Company.

### 7) Special Resolution 1 - Proposed Amendments to the Constitution of the Company ("Proposed Amendments to the Constitution")

The proposed Special Resolution, if passed, will enhance administrative efficiency and provide greater clarity to the Constitution. The Proposed Amendments to the Constitution is set out under Appendix I of the Circular to Shareholders dated 24 May 2021.

## Notes:

- 1) Pursuant to Paragraph 8.29A of the Listing Requirements, voting at general meeting will be conducted by poll rather than show of hands. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.
- 2) A member (other than an exempt authorised nominee) entitled to attend and vote at the Meeting is entitled to appoint one (1) or two (2) proxies to attend and vote instead of him. A proxy must be 18 years and above and need not be a member of the Company.
- 3) Where a member appoints two (2) proxies, the appointments shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
- 4) Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company in an Omnibus Account, there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds but the proportion of holdings to be represented by each proxy must be specified.
- 5) The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or if the appointer is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised. If under the hand of attorney/authorised officer, the Power of Attorney or Letter of Authorisation must be attached.
- 6) The instrument appointing a proxy must be deposited at the office of the Share Registrar of our Company, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia not less than 48 hours before the time appointed for holding the Meeting or adjourned Meeting either by hand, post, electronic mail to bsr.helpdesk@boardroomlimited.com or fax +603-7890 4670, otherwise the instrument of proxy should not be treated as valid.



**Keen Setup Sdn. Bhd.** 201301012929 (1042767U)  
Lot 1.02, 1<sup>st</sup> Floor, Wisma Westcourt, No. 126, Jalan Kelang Lama  
Tel : 603-79801020 Fax: 03-79800986

**ANNEXURE A**

12 May 2021

The Board of Directors  
COMFORT GLOVES BERHAD  
55A Medan Ipoh 1A  
Medan Ipoh Bistari  
31400 Ipoh  
Perak  
Malaysia

Dear Sirs

**COMFORT GLOVES BERHAD ("CGB") (Registration No.: 193701000006 (852-D))**  
**SPECIAL NOTICE – NOMINATION OF AUDITORS**

We, being a shareholder of CGB, holding 17.4% equity shares in CGB hereby given notice pursuant to Sections 280(2)(b)(ii) and 322 of the Companies Act 106 of our intention to nominate Messrs KPMG PLT for appointment as Auditors of CGB, subject to their consent to act, to replace the outgoing Auditors, Messrs Baker Tilly Monteiro Heng PLT and to propose the following Ordinary Resolution to be tabled at the forthcoming 80<sup>th</sup> Annual General Meeting of CGB:

"THAT Messrs KPMG PLT, be hereby appointed as Auditors of the Company in place of the outgoing Auditors, Messrs Baker Tilly Monteiro Heng PLT, to hold office until the conclusion of the next Annual General Meeting and that authority be hereby given to the Directors of the Company to determine their remuneration."

Yours  
KEEN SETUP SDN. BHD.



DATO LAU ENG GUANG  
The duly appointed Authorised Representative of  
KEEN SETUP SDN. BHD. appointed pursuant to  
Section 333 of the Companies Act 2016



## DIRECTORS

**Dato' Lau Eng Guang**  
Executive Chairman

**Lau Joo Yong**  
Group Chief Executive Officer

**Lau Joo Pern**  
Executive Director

**Ng Seik Wah**  
Independent  
Non-Executive Director

**Khoo Chie Yuan**  
Independent  
Non-Executive Director

**Lum Dick Son**  
Independent  
Non-Executive Director

## AUDIT COMMITTEE

Ng Seik Wah (Chairman)  
Khoo Chie Yuan  
Lum Dick Son

## NOMINATING COMMITTEE

Lum Dick Son (Chairman)  
Ng Seik Wah  
Khoo Chie Yuan

## REMUNERATION COMMITTEE

Khoo Chie Yuan (Chairman)  
Ng Seik Wah  
Lum Dick Son

## COMMITTEE TO REVIEW PRESS OR PUBLIC ANNOUNCEMENTS

Lau Joo Yong  
Lau Joo Pern

## PRINCIPAL BANKERS

Malayan Banking Berhad  
United Overseas Bank  
(Malaysia) Berhad  
HSBC Bank Malaysia Berhad

## CORPORATE/ OPERATIONAL OFFICE

Comfort Gloves Berhad  
Lot 821, Jalan Matang  
34750 Matang  
Taiping, Perak, Malaysia

Tel No. : +605-8472 777  
Fax No. : +605-8479 108

## SHARE REGISTRAR

Boardroom Share Registrars Sdn Bhd [199601006647 (378993-D)]  
11<sup>th</sup> Floor, Menara Symphony  
No. 5, Jalan Prof. Khoo Kay Kim  
Seksyen 13  
46200 Petaling Jaya  
Selangor Darul Ehsan

Tel No. : +603-7890 4700 (Helpdesk)  
Fax No. : +603-7890 4670  
Website : [www.boardroomlimited.com](http://www.boardroomlimited.com)  
Email : [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)

## REGISTERED OFFICE

55A, Medan Ipoh 1A  
Medan Ipoh Bistari  
31400 Ipoh, Perak Darul Ridzuan  
Malaysia

Tel No. : +605-5474 833  
Fax No. : +605-5474 363

## SECRETARY

Chan Eoi Leng  
(SSM PC No. 202008003055)  
(MAICSA 7030866)

## AUDITORS

Baker Tilly Monteiro Heng PLT  
Chartered Accountants  
Baker Tilly Tower  
Level 10, Tower 1, Avenue 5  
Bangsar South City  
59200 Kuala Lumpur, Malaysia

Tel No. : +603-2297 1000  
Fax No. : +603-2282 9980

## STOCK EXCHANGE LISTING

Main Board of Bursa Malaysia  
Securities Berhad  
Stock Code: 2127  
Stock Short Name : COMFORT

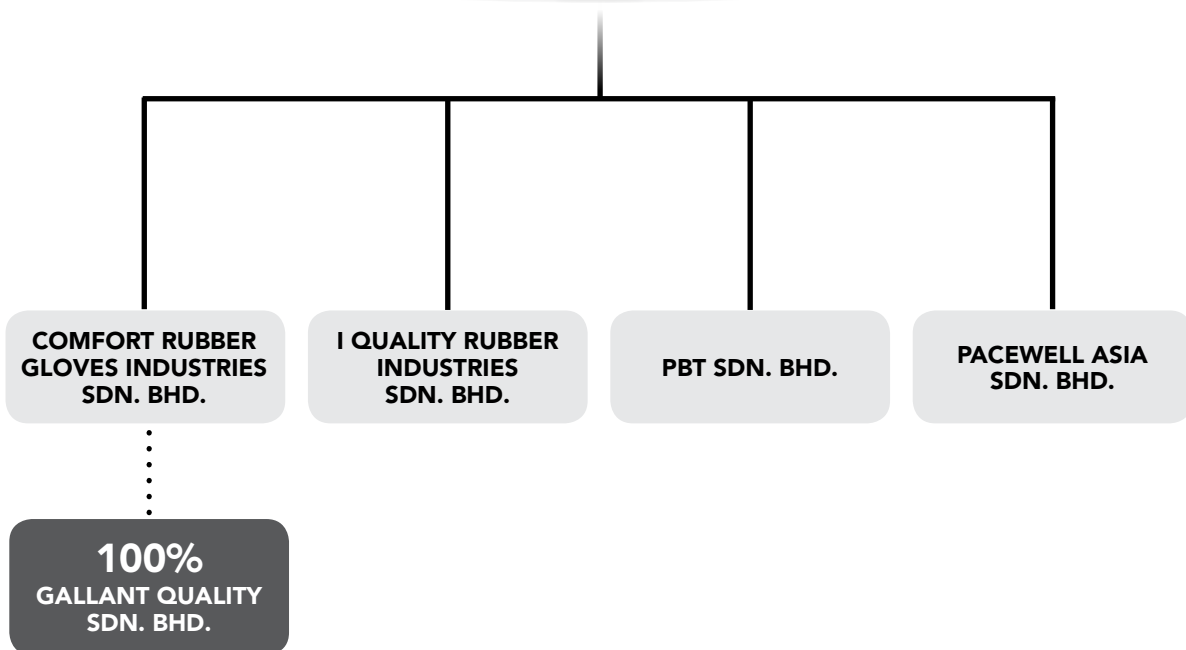
## Group Structure



**COMFORT GLOVES BERHAD**

193701000006 (852-D)

**100%**



# Profile of Directors



## **DATO' LAU ENG GUANG**

Executive Chairman  
Malaysian, aged 66, Male

### **Date of Appointment**

5 March 2021

### **Length of Services (as at 24 May 2021)**

2 months 19 days

### **Date of Last Re-Election**

N/A

### **Board Meeting Attended**

N/A

### **Board Committees Memberships**

NIL

### **Academic/Professional Qualifications**

- South Australian Matriculation

### **Other Directorship(s) in Public Companies and Listed Issuers**

- Leong Hup International Berhad

### **Past Directorships and/or Appointments/Working Experience:**

Dato' Lau Eng Guang has experience and skills in manufacturing and trading of latex gloves as he is also the Executive Director in the Company's major subsidiary since year 2015. He also has over 41 years of experience and expertise in the integrated livestock industry.

### **Family Relationship/Conflict of Interest**

- 1) He is the father to Lau Joo Yong and uncle to Lau Joo Pern, who are the Group Chief Executive Officer and Executive Director of the Company.
- 2) He is the spouse of Datin Goh Kim Kooi, who is the major shareholder of the Company.

### **Conviction of Offence**

He has not been convicted for any offence within the past 5 years and have not been imposed any penalty by relevant regulatory bodies during the financial year.

### **Academic/Professional Qualifications**

- Bachelor of Business Administration, East London University

### **Other Directorship(s) in Public Companies and Listed Issuers**

- Nil

### **Past Directorships and/or Appointments/Working Experience:**

He was the Chief Operating Officer for Peninsular Forest Management Sdn. Bhd., a Business Development Manager for Alam Muhibah Sdn. Bhd. and a Business Development Manager for Ikatan Kanyangan Sdn. Bhd.. He is also a trustee of Lau Eng Guang Dialysis Charitable Foundation.

### **Family Relationship/Conflict of Interest**

- 1) He is the son of Dato' Lau Eng Guang, who is the Executive Chairman and major shareholder of the Company.
- 2) He is also the son of Datin Goh Kim Kooi, who is the major shareholder of the Company.

### **Conviction of Offence**

He has not been convicted for any offence within the past 5 years and have not been imposed any penalty by relevant regulatory bodies during the financial year.

## **LAU JOO YONG**

Group Chief Executive Officer  
Malaysian, aged 34, Male

### **Date of Appointment**

9 September 2014

(Appointed as Group Chief Executive Officer on 31 March 2021)

### **Length of Services (as at 24 May 2021)**

6 years 8 months

### **Date of Last Re-Election**

30 June 2020

### **Board Meeting Attended**

5/5

### **Board Committees Memberships**

NIL

## Profile of Directors (Cont'd)

### LAU JOO PERN

Executive Director  
Malaysian, aged 40, Male

#### Date of Appointment

30 January 2015

(Redesignated as Executive Director  
on 7 January 2021)

#### Length of Services (as at 24 May 2021)

6 years 4 months

#### Date of Last Re-Election

9 July 2018

#### Board Meeting Attended

5/5

#### Board Committees Memberships

NIL

#### Academic/Professional Qualifications

- Bachelor of Accounting and Financial Management, University of Sheffield, United Kingdom
- Fellow of the Association of Certified Accountants (FCCA)
- Member of the Malaysian Institute of Accountants (MIA)

#### Other Directorship(s) in Public Companies and Listed Issuers

- Nil

#### Past Directorships and/or Appointments/Working Experience:

His experience has spanned over a period of more than 15 years and he has held managerial position with one of the Big Four International Accounting Firm. His working experience included auditing, corporate finance advisory, valuation advisory, agriculture and plantation industry.

#### Family Relationship/Conflict of Interest

He is a nephew of Dato' Lau Eng Guang, who is the Executive Chairman and major shareholder of the Company and cousin of Lau Joo Yong who is the Group Chief Executive Officer of the Company.

#### Conviction of Offence

He has not been convicted for any offence within the past 5 years and have not been imposed any penalty by relevant regulatory bodies during the financial year.

#### Academic/Professional Qualifications

- Member of Institute of Financial Accountants (IFA)

#### Other Directorship(s) in Public Companies and Listed Issuers

- Nil

#### Past Directorships and/or Appointments/Working Experience:

He has more than 40 years working experience in the field as a company secretary in ensuring organisations comply with statutory requirements, standard financial practice and corporate governance and extensive experience in the area of taxation, accounting and finance.

#### Family Relationship/Conflict of Interest

He does not have any family relationship with any Director and/or major shareholder of the Company.

#### Conviction of Offence

He has not been convicted for any offence within the past 5 years and have not been imposed any penalty by relevant regulatory bodies during the financial year.

### NG SEIK WAH

Independent Non-Executive Director  
Malaysian, aged 67, Male

#### Date of Appointment

18 December 2017

#### Length of Services (as at 24 May 2021)

3 years 5 months

#### Date of Last Re-Election

30 June 2020

#### Board Meeting Attended

5/5

#### Board Committees Memberships

Audit Committee  
Nominating Committee  
Remuneration Committee

## Profile of Directors (Cont'd)



### **KHOO CHIE YUAN**

Independent Non-Executive Director  
Malaysian, aged 63, Male

#### **Date of Appointment**

7 January 2021

#### **Length of Services (as at 24 May 2021)**

4 months 17 days

#### **Date of Last Re-Election**

N/A

#### **Board Meeting Attended**

N/A

#### **Board Committees Memberships**

Audit Committee  
Nominating Committee  
Remuneration Committee

#### **Academic/Professional Qualifications**

- Diploma in Business Administration, Institute of Business Administration, Australia.
- Diploma in General Insurance, Australian Insurance Institute.

#### **Other Directorship(s) in Public Companies and Listed Issuers**

- Nil

#### **Past Directorships and/or Appointments/Working Experience:**

Mr Khoo Chie Yuan is a retiree who had worked for AmBank Group as SME Segment Senior Manager for the past 34 years before his retirement in June 2019.

He has vast experience and skills in the field of sales, management and marketing in banking and finance areas.

#### **Family Relationship/Conflict of Interest**

He does not have any family relationship with any Director and/or major shareholder of the Company.

#### **Conviction of Offence**

He has not been convicted for any offence within the past 5 years and have not been imposed any penalty by relevant regulatory bodies during the financial year.

#### **Academic/Professional Qualifications**

- Bachelor of Laws (LLB), University of London

#### **Other Directorship(s) in Public Companies and Listed Issuers**

- Nil

#### **Past Directorships and/or Appointments/Working Experience:**

Mr Lum Dick Son was the Deputy Account Manager for Commercial Banking Division, Southern Bank Berhad. From 2002 to present, he is the Consultant at his family owned legal firm, Messrs. Chia & Co.

#### **Family Relationship/Conflict of Interest**

He does not have any family relationship with any Director and/or major shareholder of the Company.

#### **Conviction of Offence**

He has not been convicted for any offence within the past 5 years and have not been imposed any penalty by relevant regulatory bodies during the financial year.

### **LUM DICK SON**

Independent Non-Executive Director  
Malaysian, aged 50, Male

#### **Date of Appointment**

9 April 2021

#### **Length of Services (as at 24 May 2021)**

1 month 15 days

#### **Date of Last Re-Election**

N/A

#### **Board Meeting Attended**

N/A

#### **Board Committees Memberships**

Audit Committee  
Nominating Committee  
Remuneration Committee

# Profile of Key Senior Management

## **CHOONG CHOON KEAT**

Chief Financial Controller  
Malaysian, aged 50, Male

### **Date of Appointment**

1 December 2020

### **Academic/Professional Qualifications**

- Chartered Institute of Management Accountants (CIMA)
- A member of Malaysia Institute of Accountants (MIA)

### **Other Directorship(s) in Public Companies and Listed Issuers**

- Nil

### **Past Directorships and/or Appointments/Working Experience:**

He has more than 20 years in finance and management accounting related experience from manufacturing plants of multinational and listed companies. He worked in multinational company that involved in manufacturing of medical device for more than 10 years.

### **Family Relationship/Conflict of Interest**

He does not have any family relationship with any Director and/or major shareholder of the Company.

### **Conviction of Offence**

He has not been convicted for any offence within the past 5 years and have not been imposed any penalty by relevant regulatory bodies during the financial year.

# Corporate Governance Overview Statement



## INTRODUCTION

The Board of Directors recognizes the importance of adopting high standard of corporate governance throughout the Company and the Group as a fundamental part of discharging its responsibilities to protect and enhance stakeholders' value and to continue delivering sustainable performance. Pursuant to Paragraph 15.25 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), the Board is pleased to present the Group's application of the principles as set out in the Malaysian Code of Corporate Governance ("MCCG");

- A. Board Leadership and Effectiveness
- B. Effective Audit and Risk Management;
- C. Integrity in corporate reporting and meaningful relationship with stakeholders.

This Corporate Governance Overview Statement should be read together with Corporate Governance Report 2021 which is available on the Company's website at <https://www.comfort-rubber.com.my>.

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

### *Principal Responsibilities of the Board*

The Group is led by an experienced and dynamic Board of Directors ("the Board") who is responsible for the long-term success of the Group and delivery of sustainable value to its stakeholders. The Board plays a pivotal role in the stewardship of the Group and ultimately enhancing the shareholders' value.

The Board is responsible for the Group's overall strategy direction and objectives while exercising oversight on management, its acquisition and divestment policies, major capital expenditure, establishing goals and monitoring the achievement of the goals through strategic action plans and careful deployment of the Group's assets and resources and the consideration of significant financial commitments. The Board monitors the decisions and actions of the Executive Directors to ensure that all are in sync towards better performance of the Group and act in accordance to the Group's governance assurance framework.

### *Board Charter*

The Board has established clear functions reserved for the Board and those delegated to Management in the Board Charter (the "Charter") which serves as a reference point for Board's activities. The Charter provides guidance for Directors and Management on the responsibilities of the Board, its Committees and requirements of Directors which are subject to periodical review to ensure consistency with the Board's strategic intent as well as relevant standards of corporate governance. The Charter is available at the Company's website at [www.comfort-rubber.com.my](http://www.comfort-rubber.com.my).

In promoting good governance practices and in order to enhance transparency and accountability, the Board has established and put in place the following policies and procedures, full details of which will be made available on the Company's website:

- Code of Conduct and Ethics
- Whistleblowing Policy and Procedures
- Anti-Bribery and Corruption Policy

The Board reviews the Board Charter as and when required to keep up to date with changes in Bursa Malaysia Securities Berhad's (Bursa Securities) Listing Requirements, other regulation and best practices and ensure its effectiveness and relevance to Board's objective and make necessary amendments to ensure in line with the needs of the Company and compliance with the regulations.



# Corporate Governance Overview Statement (Cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Cont'd)

### ***Board Composition and Independence***

There is a change in the Board Composition during the financial year ended 31 January 2021 where Khoo Chie Yuan has been appointed as Independent Non-Executive Director on 7 January 2021 with Lau Joo Pern, a Non-Independent and Non-Executive Director re-designated to Executive Director on 7 January 2021. Hence, the Board has seven (7) members, made up of a Managing Director, three (3) Executive Directors and three (3) Independent Non-Executive Directors.

This composition allows for the applying of independent judgment on issues of strategy, performance, resource utilization and standards of conduct, all of which are vital to the Group. The mixture of technical, industry expertise, entrepreneurial, financial and business skills of the Directors also enhances the effectiveness of the Board. The Company has thus satisfied the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("MMLR") pursuant to Paragraph 15.02(1) of having at least one-third (1/3) of the Board members as Independent Non-Executive Directors.

There is a balance of power and authority in the Board, with three Executive Directors and three Independent Non-Executive Directors. The Independent Directors play a crucial role in the exercise of independent assessment and objective participation in Board deliberations and decision-making process. Hence, they do not participate and are not involved in any other relationships with the Company which could materially interfere with the exercise of their independent judgements.

The Company has taken note of Principle 4.2 of the Code that the tenure of an Independent Director should not exceed a cumulative term limit of nine (9) years. Upon completion of nine (9) years, an Independent Director may continue to serve on the Board subject to the director's re-designation as a Non-Independent Director. However, the Company does not have term limits policy for independent directors but the Nominating Committee ("NC") annually assesses the independence of the Directors based on the criteria stipulated in Paragraph 1.01 of the MMLR. Thus, the Board must justify and seek annual Shareholders' approval in the event it retains the director as an Independent Director beyond nine years.

The Board through the NC conducts an annual review of its size and composition from time to time to ensure its effectiveness and to determine if the Board has the right size and sufficient diversity with their ability to discharge their duties.

### ***Qualified and Competent Company Secretary***

The Board is supported by a qualified and competent Company Secretary who plays a vital role in advising the Board in relation to the Company's Constitution, Board policies and procedures and compliance with the relevant regulatory requirements, codes or guidance and legislations. She constantly keeps herself abreast of the evolving capital market environment, regulatory changes and developments in corporate governance by attending the relevant training programmes/conferences.

The Company Secretary are also accountable to the Board and are responsible for the following:

- Preparing agendas and coordinating the preparation of the Board papers;
- Attend and ensure all meetings are properly convened and the proceedings of all meetings including pertinent issues, substance of inquiries and responses, suggestions and proposals are duly recorded and minuted;
- Advising the Board on matters related to corporate governance and the Listing Requirements;
- Managing processes pertaining to annual shareholder meeting;
- Providing full access and services to the Board and carrying out other functions deemed appropriate by the Board from time to time;
- Ensure proper upkeep of statutory registers and records of the Company; and
- Serve as a focal point for stakeholders' communication and engagement on corporate governance issues.

The Board has direct access to the advice and services of the Company Secretary who is responsible to the Board for ensuring that all governance matters and Board procedures are in compliance with the applicable laws and regulations. This includes updating the Board on the Listing Requirements, circulars from Bursa Securities, other legal and regulatory developments, and their impact on the Group and its business.



## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Cont'd)

### **Gender Diversity Policy**

With regards with Principle 4.5 of the gender diversity in the Board's composition, none of the Directors is a female. The Board has no immediate plan to implement a gender diversity policy or target as the Board views that any new appointment to the Board shall be based on the candidate's area of expertise, skills, educational background, ethnicity as well as other factors that might provide the Board with a broader range of viewpoints and perspective. However, female representation in the Board will be considered when vacancies arise and suitable candidates are identified.

### **Foster Commitment**

Paragraph 15.06 of MMLR provides that directors of listed company may not hold more than five (5) directorship in listed companies. None of the Board members of Comfort Gloves Berhad serve in more than five (5) listed companies.

### **Roles and Responsibilities of the Board**

The positions of the Chairman and Managing Director are held by different individuals. The roles of the Chairman and the Managing Director are distinct and segregated with responsibilities clearly drawn out to ensure a balance of power and authority. The Chairman is responsible for instilling good corporate governance practices, leadership and effectiveness of the Board, ensuring Board carries out its responsibilities in the best interest of the Company and that all key issues are disclosed in a timely manner. The Chairman is also tasked with facilitating active discussion and participation by all the Directors. Whilst the Managing Director is primarily responsible for managing the Group's day-to-day operations and with his expert and intimate knowledge of the business of the Group, he is able to efficiently practice "hands on" management in his specific areas of responsibilities.

In addition, to ensure the effective discharge of its functions and responsibilities, the Board delegates the day-to-day management of the Group's business to the Management and had set and approved business authority limits which set out relevant matters. This authority limits are reviewed and revised as and when required, to ensure an optimum structure for efficient and effective decision-making in the Group.

The Non-Executive Directors are credible professionals of caliber, who play key supporting roles by contributing their knowledge, guidance and experience towards making independent judgement on issues of strategies, performance, resources and standards of conduct. The Executives and Non-Executive Directors together ensure that the strategies proposed by the management are fully discussed and examined and the long-term interests of the shareholders, employees, suppliers and customers are taken into account.

The Company has also formalized a set of ethical standards through a code of conduct, which is subject to periodical review, to ensure Directors practice ethical, businesslike and lawful conduct, including proper use of authority and appropriate decorum when acting as Board members.

Where any conflict of interests arises, it is a mandatory practice for the director concerned to declare his interest and abstain from the decision-making process.

Key matters which are reserved for the Board's approval are as follows:

- Review and approval of corporate, strategic directions and financial plans of the Group;
- Monitor financial performance including approval of annual and interim financial reports;
- Overseeing the conduct of the business of the Group;
- Approval of material acquisitions, and disposal of undertaking and properties or any significant which exceeds the authority limits delegated to the Managing Director or management;
- Changes to the management and control structure within the Company and its subsidiaries;
- Appointment of all other Board members, Board Committee members, CFO and the Company Secretary;
- Any matters and/or transactions that fall within the ambit of the Board pursuant to the Companies Act 2016, the MMLR and the Company's Constitution;
- Internal Control System;
- Succession planning for senior management;
- Assume responsibility for good corporate governance.

# Corporate Governance Overview Statement (Cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Cont'd)

The Board also delegates and confers some of its authorities and discretion to the Executive Directors as well as relevant Board Committees. The Board Committees are entrusted by the Board with specific responsibilities to oversee the Group's affairs, with authority to act on behalf of the Board in accordance with their respective Terms of Reference ("TOR"). Any key issues and decisions arising from the Board Committees will be reported and tabled to the Board for approval, if required.

### Board Meetings

The Board meets five (5) times a year on a scheduled basis with additional meetings held when specific urgent or important matters are required to be considered and decided between the scheduled meetings.

A total of five (5) Board Meetings were held during the financial year under review and the details of attendance of the Directors at the Board Meetings are as follows:

Name of Directors	Number of Meetings Attended
Lau Chee Meng <i>Independent Non-Executive Director</i> (Resigned on 16 March 2020)	Not applicable
Chan Seng Fatt <i>Chairman, Independent Non-Executive Director</i> (Appointed on 16 March 2020 and resigned on 31 March 2021)	5 of 5
Cheang Phoy Ken <i>Managing Director</i> (Resigned on 30 April 2021)	5 of 5
Sean Kar Seng Cheang <i>Executive Director</i> (Resigned on 31 March 2021)	3 of 5
Lau Joo Yong <i>Group Chief Executive Officer (CEO)</i> (Re-designated to Group CEO on 31 March 2021)	5 of 5
Lau Joo Pern <i>Executive Director</i> (Re-designated to Executive Director on 7 January 2021)	5 of 5
Ng Seik Wah <i>Independent Non-Executive Director</i>	5 of 5
Khoo Chie Yuan <i>Independent Non-Executive Director</i> (Appointed on 7 January 2021)	Not applicable
Lum Dick Son <i>Independent Non-Executive Director</i> (Appointed on 9 April 2021)	Not applicable

### Access to Information and Advice

The Board has a formal schedule of matters reserved specifically for its decision. The Board is supplied with information in a timely manner and appropriate quality to enable them to discharge their duties. Board papers providing financial and corporate developments, quarterly financial reports and minutes of the previous meetings are circulated five (5) business day prior to the Board Meetings to give the Directors time to peruse the issues to be discussed at the Board Meetings. The Directors have full access to all staff for any information they require on the Group's affairs and to the advice and services of the Company Secretaries, independent professional advisers, and Internal/External Auditors in appropriate circumstances at the Company's expense, if required.

# Corporate Governance Overview Statement (Cont'd)



## **PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS** (Cont'd)

### ***Access to Information and Advice*** (Cont'd)

The Secretary are charged with the duty of ensuring proper filing of all requisite documents and obtaining all the necessary information from the Directors, both for the Company's own records and for meeting statutory requirements and regulatory obligations. The Secretary also highlight all issues which she feels ought to be brought to the Board's attention. All resolutions are recorded and confirmed at the next Board meeting and all Board members would ensure the Minutes of Meetings accurately reflected the deliberations and decision of the Board, including any directors abstained from voting or deliberating on a particular matter.

The Directors are notified of any corporate announcements released to Bursa Securities. They are also notified of the impending restriction in dealing with the securities of the Company at least thirty (30) days before the targeted released date of the quarterly financial results announcement.

### ***Recruitment or Appointment of Directors***

For the recruitment or appointment of new Directors, the Nominating Committee ("NC") has its own review criteria that need to be met before making recommendations to the Board. These include the review of skills, experience and strength in the qualities necessary for the discharge of responsibilities in an effective and competent manner. Other factors considered by the NC includes the candidates' ability to commit sufficient time to Board matters, and the ability to satisfy the test of independence taking into account the candidate's character, integrity and professionalism. Diversity of the Board's composition is also important to facilitate optimal decision-making by harnessing different insights and perspectives.

### ***Re-Appointment and Re-Election of Directors***

In accordance with the Constitution of the Company, all directors who are appointed by the Board are subject to re-election at the first opportunity after their appointment and at least one third of the remaining directors are subject to re-election by rotation at each Annual General Meeting. The Constitution also provide that all directors shall retire at least once in three (3) years. However, retiring Directors are eligible under the Constitution, for re-election.

Where any Director is required to retire from office, the NC reviews the composition of the Board and decides whether to recommend such Director for-election taking into account the Director's attendance at their respective meetings, participation, contribution and time commitment. Upon its evaluation, the NC will make recommendation on the proposal to the Board for approval and the Board makes the final decision on the proposed appointment/re-election to be presented to shareholders for approval.

### ***Continuous Directors' Training***

The Board acknowledges the importance of continuous education and training broadens one's perspective and to keep abreast with the current and future developments in the industry and global markets, regulatory updates as well as management strategies to enhance the Board's skill and knowledge in discharging their duties. The Board has undertaken an assessment of the training needs of each Director.

All Directors receive updates from time to time, on relevant laws and regulations to enhance their business acumen and skills to meet the changing commercial challenges. The Directors have participated in conferences, seminars and training programmes and during the financial year ended 31 January 2021, the following training programmes and seminars were attended by the Directors:

- (i) Chan Seng Fatt
  - Leadership in Distress : Corporate Malaysia & COVID 19
  - Optimising Risk and Resilience Planning to Manage disruptions
  - Briefing on Budget 2021 Highlights

# Corporate Governance Overview Statement (Cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Cont'd)

### *Continuous Directors' Training (Cont'd)*

- (ii) Sean Kar Seng Cheang
  - A Strategic Negotiation Workshop
- (iii) Lau Joo Yong
  - Closed Period Insider Trading
- (iv) Lau Joo Pern
  - Closed Period Insider Trading
- (v) Ng Seik Wah
  - Workshop of the Companies Act 2016 and Secretarial Practice
- (vi) Khoo Chie Yuan (Appointed on 7 January 2021)

The Board will continue to evaluate and determine the training needs of Directors on continuous basis.

The Company Secretary circulated from time to time the relevant guidelines on statutory and regulatory requirements to the Directors. The External Auditors also highlighted changes to the Malaysian Financial Reporting Standards and legislation that affect the Company's financial statements during the financial year.

### **Committees Established by the Board**

The Board is assisted by the following Sub-Committees in the discharge of its duties and responsibilities:

- Audit Committee
- Nominating Committee
- Remuneration Committee
- Committee for the review of press releases or public announcements

### **Audit Committee ("AC")**

The AC assists the Board in its oversight of the Company's financial statements and reporting in fulfilling its fiduciary responsibilities relating to internal controls, financial and accounting records and policies as well as financial reporting practices of the Group.

There is a change in the AC Composition due to the re-designation of Lau Joo Pern from Non-Independent Non-Executive Director to Executive Director and also the appointment of Khoo Chie Yuan, an Independent Non-Executive Director as additional Audit Committee Member. After the change, the Audit Committee comprises three (3) Independent Non-Executive Director. The AC is chaired by an Independent Non-Executive Director, Mr. Ng Seik Wah.

Details of the composition and the activities of the Audit Committee during the financial year are set out under the Audit Committee Report.



## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Cont'd)

### **Nominating Committee ("NC")**

The members of the Nominating Committee during the financial year, comprises majority of Independent Non-Executive Directors, were as follows:

#### Name of Member

- (i) Lau Chee Meng (Resigned on 16 March 2020)  
*Chairman, Independent Non-Executive Director*
- (ii) Chan Seng Fatt (Appointed on 16 March 2020 and resigned on 31 March 2021)  
*Chairman, Independent Non-Executive Director*
- (iii) Ng Seik Wah  
*Member, Independent Non-Executive Director*
- (iv) Lau Joo Pern (Relinquished as member on 7 January 2021 due to redesignation from Member, Non-Independent Non-Executive Director to Executive Director)  
*Non-Independent Non-Executive Director*
- (v) Khoo Chie Yuan (Appointed as member on 7 January 2021)  
*Member, Independent Non-Executive Director*
- (vi) Lum Dick Son (Appointed as chairman on 9 April 2021)  
*Chairman, Independent Non-Executive Director*

The role of the NC is set out in its Terms of References and available for reference on the Company's website.

After the change of the NC's composition, the NC is comprising solely Independent Directors.

The objective of the NC is to ensure an appropriate structure for management succession and development and an effective process for director selection and tenure. The Board has established a nomination process of board members to facilitate and provide a guide for the NC to identify, evaluate, select and recommend to the Board the candidate to be appointed as a Director of the Company.

The activities of the NC during the financial year are as follows:

- discussed and recommended new candidate for the appointment of Directors in place of the outgoing Directors to the Board for approval;
- recommended the appointment of Lau Joo Pern as Executive Director as part of the successor planning;
- discussed and recommended the appoint of New CFO and assessed its capability and working experience;
- reviewed the performance of the Directors who are due for re-election/re-appointment at the next Annual General Meeting;
- assessed the independence of the Independent Directors;
- reviewed the training needs of Directors;
- reviewed the mix of skills, independence, experience and other qualities of the Board;
- reviewed the terms of office and performance of the Audit Committee and each of its members annually to determine whether the Audit Committee and its members have carried out their duties in accordance with the terms of reference;

# Corporate Governance Overview Statement (Cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Cont'd)

### **Nominating Committee ("NC")** (Cont'd)

The activities of the NC during the financial year are as follows: (Cont'd)

- reviewed the annual assessment of the effectiveness of the Board, Board committees and individual directors annually using a set of customized self-assessment questionnaires to be completed by each Director; with the following criteria:

#### Audit Committee

- i) Quality and Composition;
- ii) Skills and Competencies; and
- iii) Meeting Administration and Conduct.

#### Board of Directors

- i) Board Structure;
- ii) Board Operations; and
- iii) Board Roles and Responsibilities.

The NC upon its assessment carried out was satisfied:

- with its current board size and the effectiveness of the Board/Board Committees and with appropriate mix of knowledge;
- the Independent Non-Executive Directors comply with the definition of Independent Non-Executive Directors as defined in the Listing Requirements;
- the Directors are able to devote sufficient time commitment to their roles and responsibilities as Directors of the Company, as none of them hold more than 5 directorships in public listed companies;
- the results of the self-assessment by Directors and Board's effectiveness as a whole were tabled to the Board for review and deliberation.

### **Remuneration Committee ("RC")**

The members of the Remuneration Committee during the financial year, comprises wholly of non-executive Directors, a majority of whom are independent, were as follows:

#### Name of Member

- (i) Ng Seik Wah  
*Member, Independent Non-Executive Director*
- (ii) Chan Seng Fatt (Appointed on 16 March 2020 and resigned on 31 March 2021)  
*Member, Independent Non-Executive Director*
- (iii) Lau Joo Pern (Relinquished as member on 7 January 2021 due to redesignation from Non-Independent Non-Executive Director to Executive Director)  
*Non-Independent Non-Executive Director*
- (iv) Khoo Chie Yuan (Appointed as member on 7 January 2021)  
*Chairman, Independent Non-Executive Director*
- (v) Lum Dick Son (Appointed as member on 9 April 2021)  
*Member, Independent Non-Executive Director*

The objective of the RC is to review and recommend to the Board a formal and transparent policy on executive remuneration and for fixing the remuneration packages of individual directors and to approve employee compensation and benefits programme.

The RC assessed the appropriateness of Directors' and executives' remuneration on an annual basis, based on overall employment market conditions and the capacity of the Company's financial standing.



## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Cont'd)

### **Committee for the Review of Press Releases or Public Announcements**

The Committee for the review of press releases or public announcements during the financial year, comprising the Managing Director, Cheang Phoy Ken and the Executive Director, Sean Kar Seng Cheang, is responsible for making timely dissemination of information to the shareholders and investing public and ensuring that the information released is factual, clear, accurate and not false or misleading.

Subsequent after the year end, the composition of the Press Release of Public Announcement have been changed to the Group Chief Executive Officer, Lau Joo Yong and the Executive Director, Lau Joo Pern accordingly.

## DIRECTORS' REMUNERATION

### **The Level and Make-up of Remuneration**

The Company has adopted the principle recommended by the Code and the Company's framework on Directors' remuneration has the underlying objectives of attracting and retaining Directors needed to manage the Group successfully. In the case of Executive Directors, their remuneration is linked to their level of responsibilities, experience and contribution to the Group performance. For the Non-Executive Directors, the level of remuneration reflects the expertise, experience, skills and level of responsibilities undertaken by them.

The details of the remuneration of the Directors (on named basis) and Senior Management for the financial year ended 31 January 2021 are as follows:

### **Executive Directors' Remuneration**

#### **Company**

Remuneration (RM)	Cheang Phoy Ken (Resigned on 30 April 2021)				
	Salary	Fee	Other Emoluments	Defined Contribution	Benefits-in-kind
Below 50,000	-	√	√	-	√

Remuneration (RM)	Lau Joo Yong				
	Salary	Fee	Other Emoluments	Defined Contribution	Benefits-in-kind
Below 100,000	-	√	-	√	√
100,001 – 1,000,000	√	-	√	-	-

Remuneration (RM)	Sean Kar Seng Cheang (Resigned on 31 March 2021)				
	Salary	Fee	Other Emoluments	Defined Contribution	Benefits-in-kind
Below 50,000	-	√	√	-	√

Remuneration (RM)	Lau Joo Pern (Redesignated to Executive Director on 7 January 2021)				
	Salary	Fee	Other Emoluments	Defined Contribution	Benefits-in-kind
Below 50,000	√	√	√	√	√



# Corporate Governance Overview Statement (Cont'd)

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (Cont'd)

### DIRECTORS' REMUNERATION (Cont'd)

#### Executive Directors' Remuneration (Cont'd)

##### Group

Remuneration (RM)	Cheang Phoy Ken (Resigned on 30 April 2021)				
	Salary	Fee	Other Emoluments	Defined Contribution	Benefits-in-kind
Below 100,000	-	√	-	-	√
100,001 – 1,000,000	-	-	-	√	-
1,000,000 – 3,000,000	√	-	-	-	-
3,000,001 – 5,000,000	-	-	-	-	-
5,000,001 – 7,000,000	-	-	√	-	-

Remuneration (RM)	Lau Joo Yong				
	Salary	Fee	Other Emoluments	Defined Contribution	Benefits-in-kind
Below 100,000	-	√	-	√	√
100,001 – 1,000,000	√	-	√	-	-

Remuneration (RM)	Sean Kar Seng Cheang (Resigned on 31 March 2021)				
	Salary	Fee	Other Emoluments	Defined Contribution	Benefits-in-kind
Below 100,000	-	√	-	√	√
100,001 – 1,000,000	√	-	-	-	-
1,000,001 – 3,000,000	-	-	√	-	-

Remuneration (RM)	Lau Joo Pern (Redesignated to Executive Director on 7 January 2021)				
	Salary	Fee	Other Emoluments	Defined Contribution	Benefits-in-kind
Below 100,000	√	√	√	√	√

#### Non-Executive Directors' Remuneration

##### Company & Group

Remuneration (RM)	Chan Seng Fatt (Resigned on 31 March 2021)			Ng Seik Wah			Khoo Chie Yuan (Appointed on 7 January 2021)		
	Fee	Other Emoluments	Benefits-in-kind	Fee	Other Emoluments	Benefits-in-kind	Fee	Other Emoluments	Benefits-in-kind
Below 100,000	-	√	√	√	√	√	-	√	√



## **PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT**

### ***Risk Management and Internal Control***

The Board has established a Risk Management Committee that comprises the Executive Directors and senior management to review the risk management framework and assess the various types of risks which might have an impact on the profitable operation of the Group's business. This includes operational, market, legal and environmental risks. The key features of the risk management framework are set out in the Statement on Risk Management and Internal Control of the Annual Report.

In accordance with the Code and the Main Market Listing Requirements of Bursa Securities, the Board has established an internal audit function which reports directly to the Audit Committee. The function is currently outsourced to an independent professional firm. The Audit Committee had also undertaken an annual assessment of the quality of the Internal Auditor based on an assessment questionnaire, and no material issue and major deficiency had been noted which pose a high risk to the overall system of internal control under review.

### ***Assessment of Suitability and Independence of External Auditors (EA)***

The Audit Committee ("AC") had on 23 March 2020 deliberated the outcome of the annual assessment of the EA, which included an assessment of the engagement teams' qualifications, credentials and experience, particularly in the financial services sector, their audit work approach, and their ability to provide value added advice and services, as well as to perform the work within the Group's timeline. The AC was satisfied with the suitability of Baker Tilly Monteiro Heng PLT based on their quality of service and sufficiency of resources. Having regard to the outcome of the evaluations and the annual assessment of EA which supported the AC's recommendation on the suitability and independence of the external auditors, the Board approved the AC's recommendation for the shareholders' approval to be sought at the Annual General Meeting on the appointment of Baker Tilly Monteiro Heng PLT as EA of the Company for the financial year ending 31 January 2021.

A statement by the Directors on their responsibilities in preparing the financial statements is set out on this Annual Report.

### ***Relationship with Auditors***

The Board has established a formal and transparent arrangement to meet the EA' professional requirements. The EA have continued to highlight to the Audit Committee and Board of Directors matters that require the Board's attention. The Audit Committee will have a private session with the EA without the presence of any executive of the Group at least twice a year. Liaison and unrestricted communication exist between the AC and the EA. The AC obtains reasonable assurance on the effectiveness of the internal control system through annual independent appraisal by the EA. The EA are invited to attend the Company's AGM.

## **PRINCIPAL C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS**

### ***Communication with Stakeholders***

The Board is committed to provide shareholders, investors and all other stakeholders accurate, useful and timely information about the Company, its business and its activities. The Company has regularly communicated with shareholders and investors in conformity with the disclosure requirements.

# Corporate Governance Overview Statement (Cont'd)

## PRINCIPAL C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS (Cont'd)

### **Conduct of General Meetings**

All general meetings of the Company serve as the principal forum for shareholders to have direct access to the Board and provide the opportunity for shareholders to raise questions pertaining to issues related to the Annual Report, Audited Financial Statements, corporate developments, resolutions being proposed and the businesses of the Group.

The Annual General Meeting ("AGM") remains the principal forum for communication and dialogue with shareholders. The AGM provides the opportunity for interaction amongst Shareholders, Directors and Management, where the shareholders are at liberty to raise questions on the AGM agenda. They will be given the opportunity to seek clarification on any matters pertaining to the Company's affairs and performance as the Directors and the representatives of the external Auditors will be present to answer any questions that they may have.

The Company despatches Annual Report to all shareholders of the Company which includes the notice of AGM, which notice is also advertised in the newspaper and released via Bursa Link. In line with good Corporate Governance practice, the Notice of AGM was issued at least 28 days before the date of AGM.

During the AGM, the Board encourages shareholders to participate in the question and answer session at AGM. The Board has ensured that each item of special business included in the notice of the AGM is accompanied by a full explanation of the effects of the proposed resolution. A summary of the key matters discussed at the AGM was published on the Company's website at [www.comfort-rubber.com.my](http://www.comfort-rubber.com.my).

### **Poll Voting**

As stipulated in the MMLR, voting of all resolutions at general meetings shall be carried by way of poll. In addition, the Company appointed scrutineer to validate the votes cast at the AGM.

### **Compliance with the Code**

The Group has complied with the Principles of Corporate Governance as contained in the Code except for the following exception that, in the opinion of the Directors, adequately suit the circumstances:

- Practice 4.1 (At least half of the board comprises independent directors);
- Practice 4.5 (The Board discloses in its annual report the Company's policies on gender diversity, its targets and measures to meet those targets);
- Practice 4.6 (The board utilises independent sources to identify suitably qualified candidates.); and
- Practice 7.2 (The Board discloses on a named basis the top five (5) senior management's remuneration in bands of RM50,000).

The explanation for departure is further disclosed in the CG Report.

The CG Overview Statement together with the CG Report was approved by the Board of Directors of Comfort Gloves Berhad on 18 May 2021.

# Management Discussion and Analysis



Dear Valued Shareholders,

The Board of Directors of Comfort Gloves Berhad have the pleasure of presenting to you the Annual Report and the Audited Financial Statements of the Company and its subsidiaries (the "Group") for the financial year ended 31st January 2021.

## Group's Business and Operations

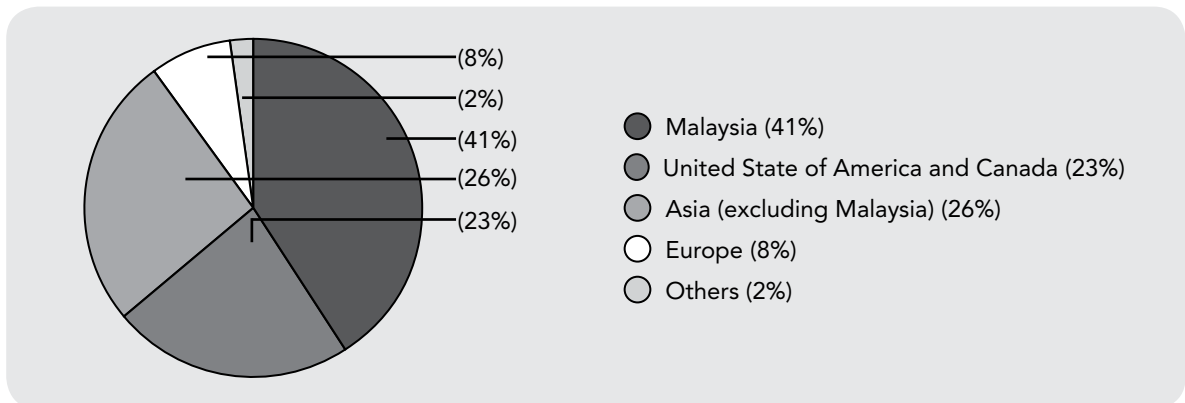
Our Group is involved in the manufacture and trading of natural and synthetic speciality examination gloves. We have two plants located in Simpang and Matang, Taiping, consisting of 54 production lines.

- **Vision & Strategies**

Our Group's vision is to be the premium manufacturer of natural and synthetic speciality examination gloves. We believe that by working together with the customers, we can develop specialty products that can provide superior protection for specific applications. Through a strong emphasis on research & development and flexible manufacturing, we can deliver the right protection in the right quantities to the right customers.

- **Key Market**

Our key markets are as follows:



# Management Discussion and Analysis (Cont'd)

## Financial Review

Financial Results	2021	2020	Increase/(Decrease)	
	RM'000	RM'000	RM'000	%
Revenue	<b>946,447</b>	510,738	435,709	85%
Gross profit	<b>407,098</b>	65,105	341,993	525%
Profit before tax	<b>363,317</b>	41,556	321,761	774%
Profit after tax	<b>280,223</b>	33,182	247,041	745%

Margin	2021	2020
	%	%
Gross profit margin	<b>43%</b>	13%
Profit before tax margin	<b>38%</b>	8%
Profit after tax margin	<b>30%</b>	6%

Earning per share	2021	2020
	sen	sen
Basic earnings per share	<b>48.07</b>	5.75
Diluted earnings per share	<b>48.07</b>	5.75

In this financial year, the Group's revenue increased by 85% from RM510.7 million to RM946.4 million driven by higher sales volume and average selling price.

During FYE 2021, the Group's profit before taxation increased by RM321.8 million from RM41.6 million to RM363.3 million mainly due to higher sales volume and average selling price.

The Group's net profit increased by 745% was corresponding to the increase in profit before taxation and higher taxation expenses of RM83.1 million in FYE 2021 as compared to RM8.4 million in FYE 2020. The Group reported gross profit margins and net profit margins of 43% and 30% respectively.

- **Significant events during the year**

- **Acquisition of land**

- On 27 November 2019, Comfort Rubber Gloves Industries Sdn. Bhd., a wholly owned subsidiary of the Company, has entered into a Sale and Purchase Agreement ("SPA") with the Director of the Company, Mr. Cheang Phoy Ken for the purchase of two plots of land for a total cash consideration of RM1,900,000.

- The acquisition was completed on 23 March 2020 in accordance with the terms and conditions of the SPA.

- **Selling and marketing**

- The selling and marketing expenses for FYE 2021 increased by RM1.4 million or 21% as compared to FYE 2020 figure. The cost in FYE 2021 was higher due to increase in distribution cost and sales commission.

- **Administrative expense**

- The administrative expenses for FYE 2021 increased by RM19.9 million or 147% as compared to FYE 2020 figure. The increase was mainly due to higher director remuneration, staff cost and unrealised loss arising from foreign currency.



## Financial Review (Cont'd)

- **Other income**

Other income remains static during FYE 2021 as compared to FYE 2020 as disclosed details in Note 21 of the Financial Statements.

- **Finance costs**

Finance cost has decreased by RM1.2million during FYE 2021 as compared to FYE 2020 mainly due to lower trade financing activities in year 2021.

- **Liquidity and capital resources**

As at 31 January 2021, the Group has deposits, other cash and cash equivalents amounting to RM124.6 million as well as unutilised banking facilities amounting to RM89.5 million.

The Group has sufficient banking facilities for working capital.

Capital expenditure are driven by increase demand for gloves since COVID-19. The Group's remaining capital commitment on property, plant and equipment for FYE 2021 amounted to RM39.4 million for installation of new production lines, glove stripping and stacking machines and auxiliary and ancillary equipment in addition to production lines.

## Managing Risks

The operations of the Group are exposed to credit risk, foreign exchange risk, interest rate risk and liquidity risk. The Group has adopted policies on financial risk management as disclosed in the Statement on Risk Management and Internal Control.

## Operation Review

To be more cost competitive in market, the Group have invested auto palletising machines to increase the packing productivity. An energy saving system is installed to reduce natural gas consumption. We are continuously review strategies in automation and energy saving areas to monitor performance for onward improvements.

As a responsible corporate citizen, the Group is committed to look into the areas of governance, corporate and social responsibility and sustainability as a whole as outlined by Environmental, Social and Governance (ESG) criteria and indicators in bringing more value-added business propositions to the Group in these areas of interest to stakeholders.

## Forward Looking Statement

Since the global outbreak of the COVID-19 pandemic in early 2020, the demand for personal protective equipment, particularly medical gloves, to curb the pandemic has surged. In order to meet the increase in demand, CGB Group has streamlined its operations to increase productivity and output. As a result, the Group managed to increase its production output by approximately 30% based on the financial year ended 31 January 2021.

The Group plans to dismantle 20 dipping lines and rebuilding 22 new dipping lines. The new dipping lines are capable to produce 3.9 billion gloves per annum, a 57% increase from the Group's existing capacity of 6.8 billion gloves. After this, the Group plans to build a production facility in Bemban, Batu Gajah, Perak. The Group estimates that the completed production facility will be capable of producing up to 14.5 billion gloves per annum. Upon completion of the two expansion plans, the Group's total production capacity is expected to grow from 6.8 billion gloves per annum to 25.2 billion gloves per annum, a 270% increase of its current production capacity.

# Management Discussion and Analysis (Cont'd)

## Forward Looking Statement (Cont'd)

The Group is noticing an increase of segmentation and differentiation in rubber gloves market leading to an increase demand for specialty gloves. CGB Group believes that there is potential to grow its specialty glove segment as consumers' now focus and emphasis on hygiene and sanitation increases due to the COVID-19 pandemic.

- **Dividend**

The amount of dividend declared and paid by the Company in respect of the financial year ended 31 January 2021:

- First single tier interim dividend of 1.50 sen per ordinary share, paid on 28 August 2020;
- Second single tier interim dividend of 1.50 sen per ordinary share, paid on 13 April 2021; and
- Special dividend of 3.50 sen per ordinary share, paid on 13 April 2021.

## In appreciation

Our sincere gratitude and thanks to our team members for their hard work and dedication. We also wish to record our utmost appreciation to our valued customers, vendors and business associates for your support and strong confidence.

To our shareholders, we thank you for your interest and support in our company.

We believe our better days are ahead of us and look forward to your continued support, as we work with determination to deliver results.

Thank you.

# Audit Committee Report



The Board of Directors (“the Board”) of Comfort Gloves Berhad (“CGB” or “the Company”) is pleased to present the Audit Committee (“AC”) Report for the financial year ended 31 January 2021 in compliance with Paragraph 15.15 of the Main LR of Bursa Malaysia.

In performing their duties and discharging their responsibilities, the AC is guided by its Board Charter and also its Terms of Reference (“TOR”) which are available on the Company’s website at [www.comfort-rubber.com.my](http://www.comfort-rubber.com.my).

## 1. COMPOSITION AND ATTENDANCE

### Members of the AC

Mr Ng Seik Wah – Chairman  
(Independent Non-Executive Director)

Mr Lau Joo Pern – Member  
(Relinquished as member due to redesignation from Non-Independent Non Executive to Executive Director on 7 January 2021)  
(Non-Independent Non-Executive Director)

Mr Lau Chee Meng – Member (Resigned on 16 March 2020)  
(Independent Non-Executive Director)

Mr Chan Seng Fatt – Member (Resigned on 31 March 2021)  
(Independent Non-Executive Director)

Mr Khoo Chie Yuan – Member (Appointed on 7 January 2021)  
(Independent Non-Executive Director)

Mr Lum Dick Son – Member (Appointed on 9 April 2021)  
(Independent Non-Executive Director)

After the change of composition as stated above, the AC comprised three members, all of whom are Independent Non-Executive Directors (“INEDs”) who satisfies the test of independence under the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and has complied with Paragraph 15.09(1) of the Bursa Securities Listing Requirements.

The AC Chairman, Mr. Ng Seik Wah, is a fellow member of the Institute of Financial Accountants and is not the Chairman of the Board. Accordingly, the Company complies with the requirement of Paragraph 15.09(c)(i) of the Bursa Securities and is in line with Practice 8.1 under the Malaysian Code on Corporate Governance (“the Code”).

All members of the AC are financially literate and are able to analyze and interpret financial statements in order to effectively discharge their duties and responsibilities as members of AC.

The Nominating Committee reviews the terms of office of the AC members and assesses the performance of the AC and its members through an annual effectiveness evaluation. The Board is satisfied that the AC and its members discharged their functions, duties and responsibilities in accordance with the AC’s TOR, supporting the Board in ensuring the Group upholds appropriate Corporate Governance standards.



# Audit Committee Report (Cont'd)

## 1. COMPOSITION AND ATTENDANCE (Cont'd)

### Meetings

The Company Secretary attended all the Meetings of the AC held during the financial year. Minutes of each AC Meeting were recorded and tabled for confirmation at the next AC meeting and subsequently presented to the Board for notation. Chief Financial Officer ("CFO") and other members of the Board and employees also attended the Meetings upon invitation of the AC.

The CFO will brief the AC on specific issues arising from the audit reports or any matters of interest. The AC Chairman presented to the Board the Committee's recommendation to approve the annual and quarterly financial statements and any significant concern as and when raised by the External Auditors ("EA") or Internal Auditors ("IA"). The AC Chairman also conveyed to the Board matters of significant concern as and when raised by the EA or IA in the respective quarterly presentations.

The AC convened a total of five (5) meetings during the financial year ended 31 January 2021 and the details of the AC members and meeting attendance are as follows:

<b>Audit Committee Members</b>	<b>Designation</b>	<b>Number of Meetings Attended</b>
Ng Seik Wah (Chairman, Independent Non-Executive Director)	Chairman	5 of 5
Khoo Chie Yuan (Appointed on 7 January 2021) (Member, Independent Non-Executive Director)	Member	Not applicable
Mr Lum Dick Son (Appointed on 9 April 2021) (Member, Independent Non-Executive Director)	Member	Not applicable
Lau Joo Pern (Redesignated to Executive Director on 7 January 2021) (Member, Non-Independent Non-Executive Director)	Member	5 of 5
Lau Chee Meng (Resigned on 16 March 2020) (Member, Independent Non-Executive Director)	Member	Not applicable
Chan Seng Fatt (Resigned on 31 March 2021) (Member, Independent Non-Executive Director)	Member	5 of 5

The EA were in attendance at two meetings during the financial year where discussion between the AC and EA were held without the presence of the Group Executives.

## 2. SUMMARY OF ACTIVITIES PERFORMED BY THE AUDIT COMMITTEE DURING THE FINANCIAL YEAR

During the financial year, the AC carried out its duties as set out in the TOR. The main activities performed by the AC during the financial year ended 31 January 2021 were as follows:

### (a) External Audit

- (i) reviewed the scope of work and the Audit Planning Memorandum of the EA, including reporting responsibilities and deliverables, audit approach, scope and audit and non-audit fees for statutory audits of the Groups financial statement and their proposed fees for the statutory audit in respect of the audit for financial year ended 31 January 2021 prior recommending to the Board for approval.
- (ii) reviewed with the EA the results of the audit and management's responses to their audit findings, including corrective actions taken by the management on outstanding audit issues highlighted in the previous audit.



## 2. SUMMARY OF ACTIVITIES PERFORMED BY THE AUDIT COMMITTEE DURING THE FINANCIAL YEAR (Cont'd)

### (a) External Audit

- (iii) met with the EA twice without the presence of management including the Executive Directors and CFO to discuss issues requiring attention/significant matters arising from the audit. The EA do not have any areas of concern to highlight to the AC and they have received full co-operation from the management.
- (iv) reviewed and evaluated the performance of the EA and their independence, objectivity and professionalism and assessment questionnaires were used as a tool for the assessment and made recommendations to the Board on their re-appointment. The EA provided assurance that they were and had been independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements.
- (v) reviewed the audit fee for the financial year and recommended the audit fee to the Board for approval.

### (b) Financial Reporting

- (i) reviewed all the unaudited Quarterly Financial Statements, ensure compliance with the Companies Act 2016, Main Market Listing Requirements, applicable accounting standards and other legal and regulatory requirements prior to recommending them to the Board for approval for announcement to Bursa Securities. In discharging this role, the AC deliberated with the officers of the Group and EA on the following matters:
  - change in accounting policies and its implementation;
  - significant and unusual events arising from audit;
  - going concern assumption;
  - compliance with accounting standards and other legal requirement;
  - adequacy of impairment loss made on trade receivables.
  - significant judgement made by the Management.
- (ii) reviewed the audited financial statements of the Company and Group with the EA to ensure compliance with the provisions of the Companies Act, 2016 and the applicable accounting standards prior to submission to the Board for approval.
- (iii) to safeguard the integrity of information, the CFO had given assurance to the AC that:
  - appropriate accounting policies had been adopted and applied consistently;
  - the going concern basis applied in the Annual Financial Statements was appropriate;
  - prudent judgements and reasonable estimates had been made in accordance with the requirements set out in the MFRS;
  - the Audited Financial Statement and Quarterly Financial Statements did not contain material misstatements and gave a true and fair view of the financial position of the Group and its subsidiaries for year 2021.

### (c) Internal Audit

- (i) reviewed and approved the Group's internal audit plan, including the audit areas, audit scopes and audit approach.
- (ii) reviewed and deliberated on the internal audit reports from the Internal Auditor and management's response to the recommendations and presented the reports to the Board of Directors.
- (iii) carried out an annual review of performance of the Internal Auditor including assessment of their suitability and independence in performing their obligations by completing a formal evaluation form.

# Audit Committee Report (Cont'd)

## 2. SUMMARY OF ACTIVITIES PERFORMED BY THE AUDIT COMMITTEE DURING THE FINANCIAL YEAR (Cont'd)

(d) Related Party Transactions

Reviewed the related party transactions, if any to ensure they are transacted within the limits prescribed under the Main Market Listing Requirements.

(e) Annual Report

(i) reviewed the Statement on Risk Management and Internal Control and recommended to the Board for approval and inclusion in the Annual Report;

(ii) presented the AC Report to the Board for approval and inclusion in the Annual Report.

(f) Whistle Blowing/Anti-Bribery and Corruption cases

Ensured that the Group's Whistle Blowing Policy and Anti-Bribery and Corruption Policy are actively implemented with appropriate actions taken whenever reports are received. There were no reporting of whistle blowing nor bribery and corruption cases for the financial year ended 31 January 2021.

## 3. GROUP INTERNAL AUDIT FUNCTION

The internal audit function of the Group has been outsourced to AlphaOne Governance Sdn. Bhd., a professional internal audit service provider and reports directly to the AC and assist the Board in reviewing the adequacy and integrity of the internal control systems to manage risks exposures over key processes within the Group.

The role of the internal audit function is to support the AC by providing it with independent and objective reports on the adequacy, integrity and effectiveness of the system of internal control and the extent of compliance with the procedures and by recommending ways to rectify shortfall and improve the existing control environment in relation to the Group's operations. It submits its findings and recommendations to the AC and senior management of the Group.

During the financial year, the following activities were carried out by the internal audit function:

- reviewed and assessed the adequacy and effectiveness of the system of internal control and compliance to the policies and procedures on Human Resource policies and procedures and the Compliance of Guidelines on Adequate Procedures (CGAP) in pursuant to the new provision under section 17(A)(5) of MACCA 2009.
- reported on the related party transactions to the Company Secretary, AC and Bursa Securities respectively, if any; and
- reviewed and reported on the follow-up status of previous audit findings taken by the Management.

Internal audits are carried out in accordance with the internal annual planning memorandum and reports are issued to the AC for tabling at the AC meeting. The AC deliberates on the findings and recommendations as reported by the Internal Auditors and monitors to ensure appropriate follow-up actions are taken on the recommendations of the Internal Auditors.

The cost incurred for the Internal Audit function of the Group for the financial year ended 31 January 2021 was RM8,000.

# Statement of Risk Management and Internal Control



## INTRODUCTION

The Board of Directors (“the Board”) is committed to maintain a sound system of risk management and internal control in accordance to the Malaysian Code on Corporate Governance to safeguard shareholders’ investment and the Group’s assets.

Set out below is the Board of Directors’ Statement on Risk Management and Internal Control which has been prepared in accordance with the “Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers”.

## BOARD RESPONSIBILITIES

The Board has overall responsibility in maintaining an appropriate system of risk management and internal control in the Group. Thus, the Board has been proactive in identifying key business risks, determining risk tolerance, and deploying of internal control to address the identified risks.

The Board is committed to monitor and enhance its internal control system to ensure its continuing effectiveness. Periodic testing of the effectiveness and efficiency of the internal control procedures and processes are conducted to ensure that the system is reliable and robust.

Nonetheless, the board wishes to point out that all risk management systems and systems of internal control could only mitigate rather than eliminate risks of failure to achieve business objectives. Therefore, these systems of internal control and risk management in the Group can only provide a reasonable but not absolute assurance against material misstatements, frauds and losses.

## RISK MANAGEMENT AND INTERNAL CONTROL

Management is responsible for establishing and developing an adequate and reliable system of internal controls to manage risk. The controls are embedded in the culture, processes and structures of the company to minimise incidences of possible fraud, wastage and abuse. Management has adopted an on-going process for identifying, evaluating and managing significant risks that may prevent the achievement of business objectives.

Principal risks are continuously identified and incorporated into the risk register. Risk rating is placed on each risk identified with guidance of a matrix of possibility of occurrence and the associated impacts. Financial and non-financial consequences are duly considered. Owners of these risk factors will steer the risk mitigation measures towards achieving an acceptable risk tolerance.

The active subsidiary of the Group has ISO 9001:2015, ISO 13485:2016, EN ISO 13485:2016 accredited by BSI certification body and Regulation (EU)2016/425 accredited by SGS certification body for its operation processes. These policies and procedures form part of our Quality Management System that is certified by International Organisation for Standardisation (ISO). This system assists management in assessing risks and building in processes to address those problems immediately before they arise. The Quality Assurance Department conducts internal audit once a year on all departments (except for Finance and Accounts Department) to ensure that operations and documentations are in conformity with the standard procedures and area for improvements are identified.

This system is capable of responding quickly to likely business risks arising from events within the Group and changes in the business environment; it includes procedures for top-down and bottom-up communication of any significant control failings or weaknesses that are identified together with details of corrective action to be taken.

# Statement of Risk Management and Internal Control (Cont'd)

## RISK MANAGEMENT AND INTERNAL CONTROL (Cont'd)

The operations of the Group are exposed to a variety of risks. The nature of these risks and measures taken by the Group to minimise those risks are disclosed below:

(a) Credit risk

The Group is exposed to credit risk that leads to financial loss if trade receivables fail to pay when due. The management has a credit policy in place to monitor and minimise the exposure to default. Credit evaluations are performed on all customers requiring credit terms.

(b) Foreign currency risk

The Group incurs foreign currency risk on sales and purchases that are denominated in United States Dollar. Material foreign currency transaction exposures are managed through forward foreign currency contracts.

(c) Interest rate risk

The Group's exposure to interest rate risk arises primarily from their short term borrowings and short term deposits classified as cash and cash equivalents. The Group does not use derivative financial instruments to hedge its risk. However, the fluctuation in interest rates, if any, is not expected to have a material impact on the financial performance of the Group.

(d) Liquidity risk

The Group's exposure to liquidity risk arises principally from its various payables. The Group maintains a level of cash and cash equivalents and bank facilities deemed adequate by the management to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they fall due.

## INTERNAL AUDIT FUNCTION AND ITS ACTIVITIES

The Board recognises that the internal audit function is an integral part of the governance process. The Board has engaged an external independent party to perform the internal audits on material controls, including financial, operational and compliance controls. The Internal Auditor has a clear line of reporting to the Audit Committee and its performance is reviewed by the Audit Committee on an annual basis. Thus, the Internal Auditor is independent of the operational and management activities they audit.

The Internal Auditor develops risk-based audit plans to determine the priorities of the internal audit activities, consistent with the Group's objectives and activities. The Internal Auditor reports to the Audit Committee on the adequacy and effectiveness of the controls. During the Audit Committee meeting, the internal audit findings are discussed, and control actions are agreed to mitigate possible risk. The implementation of the agreed corrective actions is verified by the Internal Auditor through its follow-up reviews.

The Internal Auditors have reviewed the internal processes on Human Resource policies and procedures and the compliance of Guidelines on Adequate Procedures (GAP) in pursuant to the new provision under Section 17(A)(5) of MACCA 2009.

In addition, the Internal Auditors have reviewed the key management register framework and assist in identifying the inherent risk factors from business operations. The rating process is guided by the matrix of likelihood of occurrence and associated impacts of which both financial and non-financial consequences are duly considered. The Internal Auditors summarises the risk identified in the risk register and individually rated as "high" and "significant" in nature will be further assessed and considered for continuous monitoring.

# Statement of Risk Management and Internal Control (Cont'd)



## OTHER KEY ELEMENTS OF RISK MANAGEMENT AND INTERNAL CONTROL

Apart from risk management and internal control function, the other key elements of the group internal control systems are as follows:

- Company policy and procedures that adhere to ISO 9001:2015 and ISO 13485:2016 management systems are in place and reviewed annually for their effectiveness.
- Whistleblowing policy in place to channel for facilitating whistleblowing process and safeguard the whistleblower.
- Organisational structure with clearly defined delegation of responsibility and accountability. Appropriate authority is established for the approval process.
- Management meeting held to provide timely and comprehensive information for monitoring the performance against strategic and operational plan.

## REVIEW OF THE STATEMENT BY EXTERNAL AUDITOR

The external auditor have reviewed this Statement on Risk Management and Internal Control for inclusion in the annual report of the Group for the year ended 31 January 2021 and reported to the Board that nothing has come to their attention that causes them to believe that the statement is inconsistent with their understanding of the process adopted by the Board in reviewing the adequacy and effectiveness of the risk management and internal control system.

## CONCLUSION

The Board has received assurance from the Group Chief Executive Officer ("GCEO") and Chief Financial Officer ("CFO") that the Group's risk management and internal control system is operating adequately and effectively in all material aspects.

The Board is satisfied that the existing level of systems of internal control and risk management are effective to enable the Group to achieve its business objectives. There is no material control deficiencies noted during the financial year under review which had a significant impact on the achievement of Group's business objectives and financial performance.

The Board maintains an on-going commitment to strengthening the Group's internal control and risk management environment and processes.

# Sustainability Statement

The Group recognises the importance and benefits of integrating Economic, Environmental and Social (EES) sustainability into its business. These include working within the law to be innovative and demonstrating initiative to meet the requirements of various stakeholders and other interest persons in this area.

## ECONOMIC

- **Process and Resources Efficiency**

We are actively investing in automation and robotic in our plants to remain cost competitive, environmentally friendly, and efficient. With central monitoring system, we are able to keep track and gather data on real time basis. With retrofitting the latest automated stripping and stacking equipment, it further eliminating dependency of human labour process. With these, resources planning, and energy consumption can be optimised throughout the entire manufacturing process.

We are committed to continuous process improvement to achieve optimal operating efficiency. Through materials and resources management, we can maximise cost saving without compromising quality and environmental expectations.

- **Our customer & product development**

The Group always aim to be a knowledgeable and supportive partner on sustainability to our customers. We interact with customers with a deep understanding of our responsibility for safeguarding our customers' brand. Our operation team work closely with customers to co-develop product, supply chain solution, and explore new production methodology that bring greater satisfaction and value-added benefits to customers. While we are working hard for customer retention and we are also aiming to grow our business together with our customers.

- **Our supplier**

Our goal is to achieve responsible sourcing by building strong and resilient partnership with suppliers and customers, for protecting our customers and our reputation as well as to mitigate risks and issues linked to raw material supply chain. One of the impacts of COVID-19 to our supply chain is sudden surge in demand of raw material. For this supply challenge, we have diversified the supply base for critical raw materials and supplies to be more resilient.

- **Investors**

To ensure timely and high-quality disclosure, the Group has implemented a Corporate Disclosure Policy to ensure accurate, clear, timely and complete disclosure of material information necessary for informed investment decision and take reasonable steps to ensure that all who invest in the Company's securities enjoy equal access to such information to avoid selective disclosure.

To maximise the shareholder benefits, management has declared total dividend of 6.5sen per ordinary shares (interim dividend of 3.0sen per ordinary shares and special dividend of 3.5sen per ordinary shares). With our Group strong cash financial position, we are well positioned to seize any available opportunities to maximise shareholders' return while taking care of other stakeholders' interest.



## ENVIRONMENT

- **Waste disposal**

The Group has endeavoured to reduce its water usage and recycle as much of its process water as is feasible. We are also targeting to reduce the amount of waste material we send to landfill by working with companies to repurpose our scrap gloves to be used as an alternative fuel source for power generation in other industries.

We have complied with Local Environmental Regulation by ensuring our Industrial Effluent System and Air Emission is within the limit specified. Our Scheduled Waste Management is in compliant with the provisions of local environmental law.

- **Energy saving**

Solar power panel system was installed as a renewable source of energy to reduce the usage of electricity. This system serves as a generator of independent source of renewable energy and has effectively reduced the carbon footprint.

Besides, we are always exploring new technologies that help in reducing energy consumption.

## SOCIAL

- **Giving back to Community**

Looking after the community where we operate is a key emphasis for us with the aim to integrate ourselves into the local communities and contribute to their development.

We had sponsored few non-profit organisations during the year. In response to Taiping Zoo and Night Zafari appealing to adopt its animal to help subsidise operation cost, the Group had sponsored for a pair of Orang Utan.

Besides, we had also donated sundries and food supplies to 222 underprivileged families in 7 villages nearby Matang area. We had sponsored school fees of 517 students in 15 primary and secondary schools and 2 children's homes.

- **Human Rights and Equal Opportunities**

The Group believing in protecting human rights and providing equal opportunity with no regards to nationality, race, religion, gender, and age.

Human Resource have countermeasures during the employment by screening the age using official identification document such as identity card or passport to ensure no underage (below age of 18) workers are recruited. We are also emphasised in strict adherence to the current policies and laws regulating foreign workers in Malaysia. All foreign workers must not be less than 18 years old and not more than 45 years during recruitment.

All workers are paid not less than the minimum rates dictated by Malaysian Laws for their working hours or overtime. We are strictly adhered to working days and working hours stipulated in Laws of Malaysia – Employment Act 1955. They are required to work for 8 hours with no forced on contractual overtime daily.



# Sustainability Statement (Cont'd)

## **SOCIAL** (Cont'd)

- **Non-discrimination on foreign workers**

All foreign workers are applied through Foreign Workers Integrated Management System (ePPAx) and Online Application for Employment of Foreign Workers (SPPA). No recruitment fee is being deducted from their salaries. All foreign workers are voluntarily, and no forced workers taken place.

We have provided foreign workers' hostel in accordance to the guidelines on Minimum Standard of Accommodation. Hostels are ample with toilets for use. Beds and pillows are provided and free replaced when torn out. Hostel has been equipped with firefighting equipment, first aid box, water cooler for clean water etc. Fire drill also has been conducted at hostel.

We do not take custody of passport of foreign workers and they are allowed to go back to their country freely for long holiday without putting any security deposit with the company. They are also allowed to end their contract without any penalty imposed.

- **Safety and Health**

To provide employees with more convenient means of addressing health needs, we have established an in-house medical clinic in Matang factory.

We comply with current health and safety legislations with objective of ensuring that all reasonable and proper measures are taken to protect the safety and health of employees. We have provided all the workers with Personal Protective Equipment (PPE) and trained them on how to use all PPE equipment correctly. We also make sure chemical exposure monitoring, noise monitoring, audiometry test, chemical exposure, chemical health risk assessment and other safety inspections are conducted.

Factories and machineries are inspected and certified by Department of Occupational Safety and Health (DOSH). During recent annual workplace inspection, we were accorded a Grade A scoring. We also joined Systematic Occupational Health Enhancement Level Programme (SoHELP) conducted by DOSH and achieved Level 4 (High) result.

We have our own Safety & Health Policy and Covid-19 SOP to be followed and practised by all the employees. Workers also involved in company safety programmes and trainings such as fire drills, chemical spillage handling, chlorine safety handling, first aider training, forklift driving training and fire evacuation training.

Emergency Response Team (ERT) is ready to help and assist everyone in case of emergency. Besides, we also trained chlorine team to handle chlorine leakage at factory if any. Fixed and portable chlorine detector have been installed.

# Event Highlights



## Zoo Sponsorship



## COVID test at Factory



## Support Local Community



## COVID 19 Gloves Contribution



# Additional Compliance Information

Pursuant to the Listing Requirements of Bursa Malaysia Securities Berhad for the year ended 31 January 2021.

## Details of the Recurrent Related Party Transactions (“RRPT”)

There was no RRPT during the financial year.

## Utilisation of Proceeds Raised from Corporate Proposals

There were no proceeds raised from any corporate proposal during the financial year ended 31 January 2021.

## Imposition of Sanctions/Penalties

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

## Auditors’ Remuneration

The auditors’ remuneration of the Group and of the Company for the financial year ended 31 January 2021 is as follows:

	Group RM	Company RM
Audit Fees	180,000	94,000
Non-Audit Fees	10,000	10,000
	<u>190,000</u>	<u>104,000</u>

## Material Contracts and Contract Relating to Loan awarded to Directors, Chief Executive and Major Shareholders

There were no material contracts and contracts relating to loans entered into by the Company and its subsidiaries which involve the Directors, Chief Executive and major shareholders entered into since the end of the previous financial year.

# Directors' Responsibility Statement



The Directors are required by the Companies Act 2016 to prepare financial statements of the Group and the Company which will give a true and fair view of the state of affairs at the end of the financial year and of their results and cash flows for the financial year then ended.

In preparing the financial statements, the Directors have:

- selected appropriate accounting policies and applied them consistently;
- made judgments and estimates that are reasonable and prudent;
- stated whether applicable accounting standards have been allowed and made a statement to that effect in the financial statements, subject to any material departures being disclosed and explained in the financial statements; and
- prepared the financial statements on a going concern basis.

The Directors are responsible for ensuring that proper accounting records are kept which disclose with reasonable accuracy at any time the financial position of the Group and of the Company and to enable them to ensure that the financial statements comply with the provisions of the Companies Act, 2016 and the applicable approved accounting standards in Malaysia.

The Directors are also responsible for taking reasonable steps to safeguard the assets of the Group and of the Company for the prevention and detection of fraud and other irregularities.

The Board is satisfied that in preparing the financial statements of the Group and the Company as at 31 January 2021, the Group and the Company have used appropriate accounting policies and applied them consistently and prudently.

# Directors' Report

The directors hereby submit their report together with the audited financial statements of the Group and of the Company for the financial year ended 31 January 2021.

## PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are disclosed in Note 7 to the financial statements. There have been no significant changes in the nature of these principal activities during the financial year.

## RESULTS

	Group RM	Company RM
<b>Profit for the financial year, net of tax</b>	<u>280,223,228</u>	<u>91,927,389</u>
<b>Attributable to:</b>		
Owners of the Company	<u>280,223,228</u>	<u>91,927,389</u>

## DIVIDENDS

The amount of dividend declared and paid by the Company since the end of the previous financial year were as follows:

	RM
First single tier interim dividend of 1.50 sen per ordinary share in respect of the financial year ended 31 January 2021, paid on 28 August 2020	8,744,238
Second single tier interim dividend of 1.50 sen per ordinary share in respect of the financial year ended 31 January 2021, paid on 13 April 2021	8,744,238
Special dividend of 3.50 sen per ordinary share in respect of the financial year ended 31 January 2021, paid on 13 April 2021	20,403,220
	<u>37,891,696</u>

The financial statements for the current financial year do not reflect the second single tier interim dividend and special dividend. Such dividends will be accounted for in equity as an appropriation of retained earnings in the financial year ending 31 January 2022.

## RESERVES OR PROVISIONS

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



## **BAD AND DOUBTFUL DEBTS**

Before the financial statements of the Group and of the Company were prepared, the directors took reasonable steps to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and had satisfied themselves that all known bad debts had been written off and no allowance for doubtful debts is required.

At the date of this report, the directors are not aware of any circumstances which would render the amount written off for bad debts inadequate to any substantial extent or its necessary to make any allowance for doubtful debts in the financial statements of the Group and of the Company.

## **CURRENT ASSETS**

Before the financial statements of the Group and of the Company were prepared, the directors took reasonable steps to ensure that any current assets which were unlikely to be realised in the ordinary course of business including their values as shown in the accounting records of the Group and of the Company had been written down to an amount which they might be expected so to realise.

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

## **VALUATION METHOD**

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

## **CONTINGENT AND OTHER LIABILITIES**

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

- (i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; and
- (ii) any contingent liabilities in respect of the Group or of the Company which has arisen since the end of the financial year.

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

## **CHANGE OF CIRCUMSTANCES**

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

# Directors' Report (Cont'd)

## ITEMS OF MATERIAL AND UNUSUAL NATURE

In the opinion of the directors,

- (i) the results of the operations of the Group and of the Company for the financial year were not substantially affected by any item, transaction or event of a material and unusual nature; and
- (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made.

## ISSUE OF SHARES AND DEBENTURES

During the financial year, no new issue of shares or debentures were made by the Company.

## DIRECTORS

The directors in office during the financial year and during the period from the end of the financial year to the date of the report are:

Lau Joo Yong	
Lau Joo Pern	
Ng Seik Wah	
Chan Seng Fatt	(Appointed on 16 March 2020 and resigned on 31 March 2021)
Lau Chee Meng	(Resigned on 16 March 2020)
Khoo Chie Yuan	(Appointed on 7 January 2021)
Dato' Lau Eng Guang^	(Appointed on 5 March 2021)
Sean Kar Seng Cheang^	(Resigned on 31 March 2021)
Lum Dick Son	(Appointed on 9 April 2021)
Cheang Phoy Ken^	(Resigned on 30 April 2021)

^ Directors of the Company and certain subsidiaries

Other than as stated above, the names of the directors of the subsidiaries of the Company in office during the financial year and during the period from the end of the financial year to the date of the report are:

Lau Joo Kien Brian  
Mohd Roslan Bin Yaacob



## DIRECTORS' INTERESTS

According to the Register of Directors' Shareholdings required to be kept by the Company under Section 59 of the Companies Act 2016 in Malaysia, the interests of directors in office at the end of the financial year in shares in the Company and its related corporations during the financial year were as follows:

	Number of ordinary shares			At 31.1.2021
	At 1.2.2020	Bought	Sold	
<b>The Company</b>				
<b>Comfort Gloves Berhad</b>				
<b>Direct interests</b>				
Cheang Phoy Ken	108,031,550	-	(51,500,000)	56,531,550
Sean Kar Seng Cheang	4,333,000	-	-	4,333,000
Lau Joo Yong	36,677,050	200,000	(15,877,050)	21,000,000
<b>Indirect interests</b>				
Cheang Phoy Ken*	4,333,000	-	-	4,333,000

\* Shares held through children

Other than as stated above, none of the other directors in office at the end of the financial year had any interest in ordinary shares or debentures of the Company and its related corporations during the financial year.

## DIRECTORS' BENEFITS

Since the end of the previous financial year, no director of the Company has received or become entitled to receive any benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable, by the directors as disclosed in Note 24 to the financial statements) by reason of a contract made by the Company or a related corporation with the director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest.

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

## INDEMNITY TO DIRECTORS AND OFFICERS

During the financial year, no indemnity was given to or insurance effected for, any director or officer of the Company.

## SUBSIDIARIES

The details of the Company's subsidiaries are disclosed in Note 7 to the financial statements.

The available auditors' reports on the accounts of the subsidiaries did not contain any qualification.



# Directors' Report (Cont'd)

## SIGNIFICANT EVENTS DURING AND SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

The details of significant events during and subsequent to the end of the financial year are disclosed in Note 33 to the financial statements.

## AUDITORS

The auditors, Messrs Baker Tilly Monteiro Heng PLT, will retire at the forthcoming Annual General Meeting and do not seek for re-appointment.

The details of the auditors' remuneration are disclosed in Note 23 to the financial statements.

The indemnity to auditors of the Company is provided pursuant to Section 289 of the Companies Act 2016 in Malaysia. No payment has been made to indemnify the auditors during the financial year.

This report was approved and signed on behalf of the Board of Directors in accordance with a resolution of the directors:

.....  
**LAU JOO YONG**

Director

.....  
**LAU JOO PERN**

Director

Date: 18 May 2021

# Statements of Financial Position

As at 31 January 2021



	Note	Group		Company	
		2021 RM	2020 RM	2021 RM	2020 RM
<b>ASSETS</b>					
<b>Non-current assets</b>					
Property, plant and equipment	5	358,793,138	257,320,527	18,315,191	13,513,120
Goodwill on consolidation		22,211	22,211	-	-
Right-of-use assets	6	14,019,202	13,337,367	-	-
Investment in subsidiaries	7	-	-	175,950,003	85,650,004
Other receivable	8	-	-	84,350,000	87,350,000
<b>Total non-current assets</b>		<b>372,834,551</b>	270,680,105	<b>278,615,194</b>	186,513,124
<b>Current assets</b>					
Inventories	9	120,221,461	64,480,153	-	-
Trade and other receivables	8	159,776,926	106,235,748	3,871,687	8,133,012
Prepayments		9,201,992	5,638,576	41,844	800
Tax recoverable		-	874,177	576,832	408,474
Derivative financial assets	10	224,604	289,301	-	-
Cash and cash equivalents	11	124,565,731	34,864,341	3,847,738	7,709,771
<b>Total current assets</b>		<b>413,990,714</b>	212,382,296	<b>8,338,101</b>	16,252,057
<b>TOTAL ASSETS</b>		<b>786,825,265</b>	483,062,401	<b>286,953,295</b>	202,765,181
<b>EQUITY AND LIABILITIES</b>					
<b>Equity attributable to owners of the Company</b>					
Share capital	12	142,985,383	142,985,383	142,985,383	142,985,383
Other reserves	13	11,319,230	11,319,230	11,319,230	11,319,230
Revaluation reserve	14	19,216,275	19,891,622	5,202,072	5,400,695
Retained earnings	15	408,651,883	136,497,546	124,827,917	41,446,143
<b>TOTAL EQUITY</b>		<b>582,172,771</b>	310,693,781	<b>284,334,602</b>	201,151,451

# Statements of Financial Position (Cont'd)

As at 31 January 2021

		Group		Company	
	Note	2021 RM	2020 RM	2021 RM	2020 RM
<b>Non-current liabilities</b>					
Loans and borrowings	16	16,566,896	27,494,249	-	-
Deferred tax liabilities	17	28,285,012	24,217,089	986,912	1,049,635
<b>Total non-current liabilities</b>		<b>44,851,908</b>	51,711,338	<b>986,912</b>	1,049,635
<b>Current liabilities</b>					
Loans and borrowings	16	38,382,062	56,941,919	-	-
Trade and other payables	18	75,529,431	62,724,419	1,631,781	564,095
Contract liabilities	19	25,717,033	990,944	-	-
Tax payable		20,172,060	-	-	-
<b>Total current liabilities</b>		<b>159,800,586</b>	120,657,282	<b>1,631,781</b>	564,095
<b>TOTAL LIABILITIES</b>		<b>204,652,494</b>	172,368,620	<b>2,618,693</b>	1,613,730
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>786,825,265</b>	483,062,401	<b>286,953,295</b>	202,765,181

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

# Statements of Comprehensive Income

For the financial year ended 31 January 2021



	Note	Group		Company	
		2021 RM	2020 RM	2021 RM	2020 RM
Revenue	20	946,447,305	510,737,818	1,200,000	1,200,000
Cost of sales		(539,349,375)	(445,632,614)	-	-
<b>Gross profit</b>		<b>407,097,930</b>	65,105,204	<b>1,200,000</b>	1,200,000
Other income	21	747,273	700,576	95,192,376	5,540,441
Selling and marketing expenses		(8,228,050)	(6,778,825)	-	-
Administrative expenses		(33,432,948)	(13,526,439)	(4,527,710)	(2,776,867)
Net impairment loss on financial instruments		(96,816)	49,402	-	-
<b>Operating profit</b>		<b>366,087,389</b>	45,549,918	<b>91,864,666</b>	3,963,574
Finance costs	22	(2,770,561)	(3,994,125)	-	-
<b>Profit before tax</b>	23	<b>363,316,828</b>	41,555,793	<b>91,864,666</b>	3,963,574
Income tax expense	25	(83,093,600)	(8,373,658)	62,723	62,723
<b>Profit for the financial year</b>		<b>280,223,228</b>	33,182,135	<b>91,927,389</b>	4,026,297
<b>Other comprehensive income, net of tax</b>		-	-	-	-
<b>Total comprehensive income for the financial year</b>		<b>280,223,228</b>	33,182,135	<b>91,927,389</b>	4,026,297
<b>Profit attributable to:</b>					
Owners of the Company		280,223,228	33,182,135	91,927,389	4,026,297
<b>Total comprehensive income attributable to:</b>					
Owners of the Company		280,223,228	33,182,135	91,927,389	4,026,297
<b>Earnings per ordinary share attributable to owners of the Company (sen)</b>					
- Basic	26	48.07	5.75		
- Diluted	26	48.07	5.75		

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

# Statements of Changes in Equity

For the financial year ended 31 January 2021

Group	Attributable to Owners of the Company					Total Equity RM
	Share Capital RM	Other Reserve RM	Revaluation Reserve RM	Retained Earnings RM		
<b>At 1 February 2020</b>	<b>142,985,383</b>	<b>11,319,230</b>	<b>19,891,622</b>	<b>136,497,546</b>	<b>310,693,781</b>	
<b>Total comprehensive income for the financial year</b>						
Profit for the financial year	-	-	-	280,223,228	280,223,228	
Realisation of revaluation reserve	-	-	(675,347)	675,347	-	
Total comprehensive income	-	-	(675,347)	280,898,575	280,223,228	
<b>Transactions with owners of the Company</b>						
Dividends paid on shares	-	-	-	(8,744,238)	(8,744,238)	
Total transactions with owners	-	-	-	(8,744,238)	(8,744,238)	
<b>At 31 January 2021</b>	<b>142,985,383</b>	<b>11,319,230</b>	<b>19,216,275</b>	<b>408,651,883</b>	<b>582,172,771</b>	

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# Statements of Changes in Equity (Cont'd)

For the financial year ended 31 January 2021



Group	Note	Attributable to Owners of the Company					Total Equity RM
		Share Capital RM	Share-based Option Reserve RM	Other Reserve RM	Revaluation Reserve RM	Retained Earnings RM	
<b>At 1 February 2019</b>		131,544,004	3,041,379	11,319,230	20,566,970	111,384,301	277,855,884
<b>Total comprehensive income for the financial year</b>							
Profit for the financial year		-	-	-	-	33,182,135	33,182,135
Realisation of revaluation reserve		-	-	-	(675,348)	675,348	-
Total comprehensive income		-	-	-	(675,348)	33,857,483	33,182,135
<b>Transactions with owners of the Company</b>							
Dividends paid on shares	<b>27</b>	-	-	-	-	(8,744,238)	(8,744,238)
Second tranche subscription shares pursuant to Advance Capitalisation	<b>12</b>	11,441,379	(3,041,379)	-	-	-	8,400,000
Total transactions with owners		11,441,379	(3,041,379)	-	-	(8,744,238)	(344,238)
<b>At 31 January 2020</b>		142,985,383	-	11,319,230	19,891,622	136,497,546	310,693,781

# Statements of Changes in Equity (Cont'd)

For the financial year ended 31 January 2021

Company	Note	Attributable to Owners of the Company				Total Equity RM
		Share Capital RM	Other Reserve RM	Revaluation Reserve RM	Retained Earnings RM	
<b>At 1 February 2020</b>		<b>142,985,383</b>	<b>11,319,230</b>	<b>5,400,695</b>	<b>41,446,143</b>	<b>201,151,451</b>
<b>Total comprehensive income for the financial year</b>						
Profit for the financial year		-	-	-	91,927,389	91,927,389
Realisation of revaluation reserve		-	-	(198,623)	198,623	-
Total comprehensive income		-	-	(198,623)	92,126,012	91,927,389
<b>Transactions with owners of the Company</b>						
Dividends paid on shares	27	-	-	-	(8,744,238)	(8,744,238)
Total transactions with owners		-	-	-	(8,744,238)	(8,744,238)
<b>At 31 January 2021</b>		<b>142,985,383</b>	<b>11,319,230</b>	<b>5,202,072</b>	<b>124,827,917</b>	<b>284,334,602</b>

# Statements of Changes in Equity (Cont'd)

For the financial year ended 31 January 2021



Company	Attributable to Owners of the Company						Total Equity RM
	Note	Share Capital RM	Share-based Option Reserve RM	Other Reserve RM	Reserve RM	Retained Earnings RM	
<b>At 1 February 2019</b>		131,544,004	3,041,379	11,319,230	5,599,317	45,965,462	197,469,392
<b>Total comprehensive income for the financial year</b>							
Profit for the financial year		-	-	-	-	4,026,297	4,026,297
Realisation of revaluation reserve		-	-	-	(198,622)	198,622	-
Total comprehensive income		-	-	-	(198,622)	4,224,919	4,026,297
<b>Transactions with owners of the Company</b>							
Dividends paid on shares	<b>27</b>	-	-	-	-	(8,744,238)	(8,744,238)
Second tranche subscription shares pursuant to Advance Capitalisation	<b>12</b>	11,441,379	(3,041,379)	-	-	-	8,400,000
Total transactions with owners		11,441,379	(3,041,379)	-	-	(8,744,238)	(344,238)
<b>At 31 January 2020</b>		142,985,383	-	11,319,230	5,400,695	41,446,143	201,151,451

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



# Statements of Cash Flows

For the financial year ended 31 January 2021

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
<b>Cash flows from operating activities</b>				
Profit before tax	<b>363,316,828</b>	41,555,793	<b>91,864,666</b>	3,963,574
Adjustments for:				
Bad debt written off	<b>96,816</b>	-	-	-
Depreciation of right-of-use assets	<b>348,963</b>	344,190	-	-
Interest expense	<b>2,770,561</b>	3,994,125	-	-
Interest income	<b>(610,084)</b>	(233,437)	<b>(3,582,377)</b>	(4,580,441)
Net fair value loss on derivatives	<b>64,697</b>	39,897	-	-
Property, plant and equipment:				
- net gain on disposal	<b>(29,608)</b>	(1,999)	-	-
- depreciation	<b>27,311,685</b>	21,690,334	<b>682,054</b>	614,228
- written off	<b>348,689</b>	8,034	-	-
Reversal of impairment loss on:				
- trade receivable	-	(49,402)	-	-
- investment in a subsidiary	-	-	<b>(90,299,999)</b>	-
Unrealised loss on foreign exchange	<b>3,018,000</b>	687,655	-	-
<b>Operating profit/(loss) before changes in working capital</b>	<b>396,636,547</b>	68,035,190	<b>(1,335,656)</b>	(2,639)
Changes in working capital:				
Inventories	<b>(55,741,308)</b>	18,711,237	-	-
Receivables	<b>(54,272,958)</b>	773,433	<b>(21,826)</b>	995
Prepayments	<b>(3,563,416)</b>	(1,487,782)	<b>(41,044)</b>	-
Payables	<b>12,653,576</b>	(6,883,401)	<b>1,067,686</b>	(41,565)
Contract liabilities	<b>24,726,089</b>	21,965	-	-
<b>Net cash from/(used in) operations</b>	<b>320,438,530</b>	79,170,642	<b>(330,840)</b>	(43,209)
Income tax paid	<b>(57,980,262)</b>	(1,238,309)	<b>(168,358)</b>	(211,882)
Income tax refunded	<b>822</b>	27,329	-	-
Interest paid	<b>(4,688)</b>	(80,419)	-	-
Interest received	<b>610,084</b>	233,437	<b>3,582,377</b>	4,580,441
<b>Net cash from operating activities</b>	<b>263,064,486</b>	78,112,680	<b>3,083,179</b>	4,325,350

# Statements of Cash Flows (Cont'd)

For the financial year ended 31 January 2021



	Note	Group		Company	
		2021 RM	2020 RM	2021 RM	2020 RM
<b>Cash flows from investing activities</b>					
Purchase of property, plant and equipment	(a)	(129,444,877)	(50,783,713)	(5,484,125)	-
Proceeds from disposal of property, plant and equipment		341,500	2,000	-	-
Net repayment from subsidiaries		-	-	7,283,151	3,103,367
<b>Net cash (used in)/from investing activities</b>		<b>(129,103,377)</b>	<b>(50,781,713)</b>	<b>1,799,026</b>	<b>3,103,367</b>
<b>Cash flows from financing activities</b>					
Net changes in bill payables	(b)	(18,303,436)	(9,430,978)	-	-
Repayment of term loans	(b)	(12,472,705)	(1,954,295)	-	-
Repayment of lease liability	(b)	(4,001)	-	-	-
Proceeds from Second Tranche Subscription Shares		-	8,400,000	-	8,400,000
Dividends paid		(8,744,238)	(8,744,238)	(8,744,238)	(8,744,238)
Interest paid		(2,763,031)	(3,913,706)	-	-
<b>Net cash (used in)/from financing activities</b>		<b>(42,287,411)</b>	<b>(15,643,217)</b>	<b>(8,744,238)</b>	<b>(344,238)</b>
Net changes in cash and cash equivalents		<b>91,673,698</b>	<b>11,687,750</b>	<b>(3,862,033)</b>	<b>7,084,479</b>
<b>Cash and cash equivalents at the beginning of the financial year</b>		<b>34,864,341</b>	<b>23,372,269</b>	<b>7,709,771</b>	<b>625,292</b>
Effect of exchange rate changes on cash and cash equivalents		(1,972,308)	(195,678)	-	-
<b>Cash and cash equivalents at the end of the financial year</b>	11	<b>124,565,731</b>	<b>34,864,341</b>	<b>3,847,738</b>	<b>7,709,771</b>

# Statements of Cash Flows (Cont'd)

For the financial year ended 31 January 2021

(a) Purchase of property, plant and equipment:

	Note	Group		Company	
		2021 RM	2020 RM	2021 RM	2020 RM
Purchase of property, plant and equipment	5	129,444,877	56,376,822	5,484,125	-
Financed by way of term loans		-	(5,593,109)	-	-
Cash payments on purchase of property, plant and equipment		129,444,877	50,783,713	5,484,125	-

(b) Reconciliation of liabilities arising from financing activities:

	1 February RM	Cash flows RM	Non-cash		31 January RM
			Acquisition RM	Foreign exchange movement RM	
<b>Group</b>					
<b>2021</b>					
Term loans	30,819,899	(12,472,705)	-	-	18,347,194
Bill payables	53,616,269	(18,303,436)	-	259,292	35,572,125
Lease liability	-	(4,001)	1,033,640	-	1,029,639
	84,436,168	(30,780,142)	1,033,640	259,292	54,948,958
<b>2020</b>					
Term loans	27,181,085	(1,954,295)	5,593,109	-	30,819,899
Bill payables	62,977,818	(9,430,978)	-	69,429	53,616,269
	90,158,903	(11,385,273)	5,593,109	69,429	84,436,168

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

# Notes to the Financial Statements



## 1. CORPORATE INFORMATION

Comfort Gloves Berhad (“the Company”) is a public limited liability company, incorporated and domiciled in Malaysia and is listed on the Main Market of Bursa Malaysia Securities Berhad. The registered office of the Company is located at 55A, Medan Ipoh 1A, Medan Ipoh Bistari, 31400 Ipoh, Perak Darul Ridzuan. The principal place of business of the Company is located at Lot 821, Jalan Matang, 34750 Matang, Taiping, Perak.

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are disclosed in Note 7 to the financial statements.

There have been no significant changes in the nature of these principal activities during the financial year.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 18 May 2021.

## 2. BASIS OF PREPARATION

### 2.1 Statement of compliance

The financial statements of the Group and of the Company have been prepared in accordance with the Malaysian Financial Reporting Standards (“MFRSs”), International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

### 2.2 Adoption of amendments/improvements to MFRSs

The Group and the Company have adopted the following amendments/improvements to MFRSs for the current financial year:

#### Amendments/Improvements to MFRSs

MFRS 3	Business Combinations
MFRS 7	Financial Instruments: Disclosures
MFRS 9	Financial Instruments
MFRS 101	Presentation of Financial Statements
MFRS 108	Accounting Policies, Changes in Accounting Estimates and Error
MFRS 139	Financial Instruments: Recognition and Measurement

The adoption of the above amendments/improvements to MFRSs did not have any significant effect on the financial statements of the Group and of the Company and did not result in significant changes to the Group’s and the Company’s existing accounting policies.

# Notes to the Financial Statements (Cont'd)

## 2. BASIS OF PREPARATION (Cont'd)

### 2.3 New MFRS, and amendments/improvements to MFRSs that have been issued, but yet to be effective

- (a) The Group and the Company have not adopted the following new MFRS, and amendments/improvements to MFRSs that have been issued, but yet to be effective:

		Effective for financial periods beginning on or after
<u>New MFRS</u>		
MFRS 17	Insurance Contracts	1 January 2023
<u>Amendments/Improvements to MFRSs</u>		
MFRS 1	First-time Adoption of Malaysian Financial Reporting Standards	1 January 2022 <sup>^</sup> / 1 January 2023 <sup>#</sup>
MFRS 3	Business Combinations	1 January 2022/ 1 January 2023 <sup>#</sup>
MFRS 4	Insurance Contracts	1 January 2021/ 1 January 2023
MFRS 5	Non-current Assets Held for Sale and Discontinued Operations	1 January 2023 <sup>#</sup>
MFRS 7	Financial Instruments: Disclosures	1 January 2021/ 1 January 2023 <sup>#</sup>
MFRS 9	Financial Instruments	1 January 2021/ 1 January 2022 <sup>^</sup> / 1 January 2023 <sup>#</sup>
MFRS 10	Consolidated Financial Statements	Deferred
MFRS 15	Revenue from Contracts with Customers	1 January 2023 <sup>#</sup>
MFRS 16	Leases	1 June 2020/ 1 January 2021/ 1 April 2021/ 1 January 2022 <sup>^</sup>
MFRS 17	Insurance Contracts	1 January 2023
MFRS 101	Presentation of Financial Statements	1 January 2023/ 1 January 2023 <sup>#</sup>
MFRS 107	Statements of Cash Flows	1 January 2023 <sup>#</sup>
MFRS 108	Accounting Policies, Changes in Accounting Estimates and Errors	1 January 2023
MFRS 116	Property, Plant and Equipment	1 January 2022/ 1 January 2023 <sup>#</sup>
MFRS 119	Employee Benefits	1 January 2023 <sup>#</sup>
MFRS 128	Investments in Associates and Joint Ventures	Deferred/ 1 January 2023 <sup>#</sup>



## 2. BASIS OF PREPARATION (Cont'd)

### 2.3 New MFRS, and amendments/improvements to MFRSs that have been issued, but yet to be effective (Cont'd)

- (a) The Group and the Company have not adopted the following new MFRS, and amendments/improvements to MFRSs that have been issued, but yet to be effective: (Cont'd)

		Effective for financial periods beginning on or after
<u>Amendments/Improvements to MFRSs</u> (Cont'd)		
MFRS 132	Financial instruments: Presentation	1 January 2023 <sup>#</sup>
MFRS 136	Impairment of Assets	1 January 2023 <sup>#</sup>
MFRS 137	Provisions, Contingent Liabilities and Contingent Assets	1 January 2022/ 1 January 2023 <sup>#</sup>
MFRS 138	Intangible Assets	1 January 2023 <sup>#</sup>
MFRS 139	Financial Instruments: Recognition and Measurement	1 January 2021
MFRS 140	Investment Property	1 January 2023 <sup>#</sup>
MFRS 141	Agriculture	1 January 2022 <sup>^</sup>
<sup>^</sup>	<i>The Annual Improvements to MFRS Standards 2018-2020</i>	
<sup>#</sup>	<i>Amendments as to the consequence of effective of MFRS 17 Insurance Contracts</i>	

- (b) The Group and the Company plan to adopt the above applicable new MFRS and amendments/improvements to MFRSs when they become effective. A brief discussion on the above significant new MFRS and amendments/improvements to MFRSs are summarised below.

#### **Annual Improvements to MFRS Standards 2018–2020**

Annual Improvements to MFRS Standards 2018–2020 covers amendments to:

- MFRS 1 *First-time Adoption of Malaysian Financial Reporting Standards* – simplifies the application of MFRS 1 by a subsidiary that becomes a first-time adopter after its parent in relation to the measurement of cumulative translation differences.
- MFRS 9 *Financial Instruments* – clarifies the fees a company includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability.
- Illustrative Examples accompanying MFRS 16 *Leases* – deletes from Illustrative Example 13 the reimbursement relating to leasehold improvements in order to remove any potential confusion regarding the treatment of lease incentives.
- MFRS 141 *Agriculture* – removes a requirement to exclude cash flows from taxation when measuring fair value thereby aligning the fair value measurement requirements in MFRS 141 with those in other MFRS Standards.

#### **Amendments to MFRS 3 Business Combinations**

The amendments update MFRS 3 by replacing a reference to an old version of the Conceptual Framework for Financial Reporting with a reference to the latest version which was issued by Malaysian Accounting Standards Board in April 2018.

# Notes to the Financial Statements (Cont'd)

## 2. BASIS OF PREPARATION (Cont'd)

### 2.3 New MFRS, and amendments/improvements to MFRSs that have been issued, but yet to be effective (Cont'd)

- (b) The Group and the Company plan to adopt the above applicable new MFRS and amendments/improvements to MFRSs when they become effective. A brief discussion on the above significant new MFRS and amendments/improvements to MFRSs are summarised below. (Cont'd)

#### ***Amendments to MFRS 10 Consolidated Financial Statements and MFRS 128 Investments in Associates and Joint Ventures***

These amendments address an acknowledged inconsistency between the requirements in MFRS 10 and those in MFRS 128, in dealing with the sale or contribution of assets between an investor and its associate or joint venture.

The main consequence of the amendments is that a full gain or loss is recognised when a transaction involves a business, as defined in MFRS 3. A partial gain or loss is recognised when a transaction involves assets that do not constitute a business.

#### ***Amendments to MFRS 9 Financial Instruments, MFRS 139 Financial Instruments: Recognition and Measurement, MFRS 7 Financial Instruments: Disclosures, MFRS 4 Insurance Contracts and MFRS 16 Leases***

The *Interest Rate Benchmark Reform—Phase 2* amends some specific requirements in MFRS 9, MFRS 139, MFRS 7, MFRS 4 and MFRS 16, with respect to issues that affect financial reporting during the reform of an interest rate benchmark.

The amendments provides a practical expedient whereby an entity would not derecognise or adjust the carrying amount of financial instruments for modifications required by interest rate benchmark reform, but would instead update the effective interest rate to reflect the change in the interest rate benchmark. On hedging relationship, entities would be required to amend the formal designation of a hedging relationship to reflect the modifications and/or changes made to the hedged item and/or hedging instruments as a result of the reform. However, the modification does not constitute discontinuation of the hedging relationship nor the designation of a new hedging relationship.

#### ***Amendments to MFRS 16 Leases***

The amendments exempt lessees from having to consider individual lease contracts to determine whether rent concessions occurring as a direct consequence of the COVID-19 pandemic are lease modifications and allows lessees to account for such rent concessions as if they were not lease modifications, applying to reduction in lease payments originally due on or before 30 June 2022 subject to fulfilment of other conditions.

#### ***Amendments to MFRS 101 Presentation of Financial Statements***

The amendments include specifying that an entity's right to defer settlement of a liability for at least twelve months after the reporting period must have substance and must exist at the end of the reporting period; clarifying that classification of liability is unaffected by the likelihood of the entity to exercise its right to defer settlement of the liability for at least twelve months after the reporting period; clarifying how lending conditions affect classification of a liability; and clarifying requirements for classifying liabilities an entity will or may settle by issuing its own equity instruments.



## 2. BASIS OF PREPARATION (Cont'd)

### 2.3 New MFRS, and amendments/improvements to MFRSs that have been issued, but yet to be effective (Cont'd)

- (b) The Group and the Company plan to adopt the above applicable new MFRS and amendments/improvements to MFRSs when they become effective. A brief discussion on the above significant new MFRS and amendments/improvements to MFRSs are summarised below. (Cont'd)

#### ***Amendments to MFRS 101 Presentation of Financial Statements (Cont'd)***

The amendments require an entity to disclose its material accounting policy information rather than significant accounting policies. The amendments, amongst others, also include examples of circumstances in which an entity is likely to consider an accounting policy information to be material to its financial statements. To support this amendments, MFRS Practice Statement 2 was also amended to provide guidance on how to apply the concept of materiality to accounting policy information disclosures. The guidance and examples provided in the MFRS Practice Statement 2 highlight the need to focus on entity-specific information and demonstrate how the four-step materiality process can address standardised (or boilerplate) information and duplication of requirements of MFRSs in the accounting policy information disclosures.

#### ***Amendments to MFRS 108 Accounting Policies, Changes in Accounting Estimates and Errors***

The amendments revise the definition of accounting estimates to clarify how an entity should distinguish changes in accounting policies from changes in accounting estimates. The distinction is important because the changes in accounting estimates are applied prospectively to transactions, other events, or conditions from the date of that change, but changes in accounting policies are generally also applied retrospectively to past transactions and other past events.

#### ***Amendments to MFRS 116 Property, Plant and Equipment***

The amendments prohibit an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while the entity is preparing the asset for its intended use. Instead, an entity shall recognise such sales proceeds and related cost in profit or loss.

#### ***Amendments to MFRS 137 Provisions, Contingent Liabilities and Contingent Assets***

The amendments specify which costs an entity includes in determining the cost of fulfilling a contract for the purpose of assessing whether the contract is onerous.

The Group and the Company are currently assessing the impact of initial application of the above applicable new MFRS, and amendments/improvements to MFRSs. Nevertheless, the Group and the Company expect that the initial application is unlikely to have material financial impacts to the current period and prior period financial statements of the Group and of the Company.

### 2.4 Functional and presentation currency

The individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which they operate ("the functional currency"). The consolidated financial statements are presented in Ringgit Malaysia ("RM"), which is also the Company's functional currency.

### 2.5 Basis of measurement

The financial statements of the Group and the Company have been prepared on the historical cost basis, except as otherwise disclosed in Note 3 to the financial statements.



# Notes to the Financial Statements (Cont'd)

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Unless otherwise stated, the following accounting policies have been applied consistently to all the financial years presented in the financial statements of the Group and of the Company.

### 3.1 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied to like transactions and events in similar circumstances.

#### (a) Subsidiaries and business combinations

Subsidiaries are entities (including structured entities) over which the Group is exposed, or has rights, to variable returns from its involvement with the acquirees and has the ability to affect those returns through its power over the acquirees.

The financial statements of the subsidiaries are included in the consolidated financial statements from the date the Group obtains control of the acquirees until the date the Group loses control of the acquirees.

The Group applies the acquisition method to account for business combinations from the acquisition date.

For new acquisition, goodwill is initially measured at cost, being the excess of the following:

- the fair value of the consideration transferred, calculated as the sum of the acquisition-date fair value of assets transferred (including contingent consideration), the liabilities incurred to former owners of the acquiree and the equity instruments issued by the Group. Any amounts that relate to pre-existing relationships or other arrangements before or during the negotiations for the business combination, that are not part of the exchange for the acquiree, will be excluded from the business combination accounting and be accounted for separately; plus
- the recognised amount of any non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets at the acquisition date (the choice of measurement basis is made on an acquisition-by-acquisition basis); plus
- if the business combination is achieved in stages, the acquisition-date fair value of the previously held equity interest in the acquiree; less
- the net fair value of the identifiable assets acquired and the liabilities (including contingent liabilities) assumed at the acquisition date.

The accounting policy for goodwill is set out in Note 3.8 to the financial statements.

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

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

If the business combination is achieved in stages, the Group remeasures the previously held equity interest in the acquiree to its acquisition-date fair value, and recognises the resulting gain or loss, if any, in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss or transferred directly to retained earnings on the same basis as would be required if the acquirer had disposed directly of the previously held equity interest.



## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.1 Basis of consolidation (Cont'd)

#### (a) Subsidiaries and business combinations (Cont'd)

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the business combination occurs, the Group uses provisional fair value amounts for the items for which the accounting is incomplete. The provisional amounts are adjusted to reflect new information obtained about facts and circumstances that existed as of the acquisition date, including additional assets or liabilities identified in the measurement period. The measurement period for completion of the initial accounting ends as soon as the Group receives the information it was seeking about facts and circumstances or learns that more information is not obtainable, subject to the measurement period not exceeding one year from the acquisition date.

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

Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. The difference between the Group's share of net assets before and after the change, and the fair value of the consideration received or paid, is recognised directly in equity.

#### (b) Transactions eliminated on consolidation

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

### 3.2 Separate financial statements

In the Company's statement of financial position, investment in subsidiaries are measured at cost less any accumulated impairment losses, unless the investment is classified as held for sale or distribution. The policy for the recognition and measurement of impairment losses shall be applied on the same basis as would be required for impairment of non-financial assets as disclosed in Note 3.12(b) to the financial statements.

Contributions to subsidiaries are amounts which the Company does not expect repayment in the foreseeable future and are considered as part of the Company's investment in the subsidiaries.

### 3.3 Foreign currency transactions

#### Translation of foreign currency transactions

Foreign currency transactions are translated to the respective functional currencies of the Group entities using the exchange rates prevailing at the transaction dates.

At the end of each reporting date, monetary items denominated in foreign currencies are retranslated at the exchange rates prevailing at the reporting date.

Non-monetary items denominated in foreign currencies that are measured at fair value are retranslated at the rates prevailing at the dates the fair values were determined. Non-monetary items denominated in foreign currencies that are measured at historical cost are translated at the historical rates as at the dates of the initial transactions.

# Notes to the Financial Statements (Cont'd)

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.3 Foreign currency transactions (Cont'd)

#### Translation of foreign currency transactions (Cont'd)

Foreign exchange differences arising on settlement or retranslation of monetary items are recognised in profit or loss.

The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in other comprehensive income or profit or loss are also recognised in other comprehensive income or profit or loss, respectively).

### 3.4 Financial instruments

Financial instruments are recognised in the statements of financial position when, and only when, the Group and the Company become a party to the contract provisions of the financial instrument.

Except for the trade receivables that do not contain a significant financing component or for which the Group and the Company have applied the practical expedient, the financial instruments are recognised initially at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset and financial liability. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss. Trade receivables that do not contain a significant financing component or for which the Group and the Company have applied the practical expedient are measured at the transaction price determined under MFRS 15 *Revenue from Contracts with Customers*.

An embedded derivative is recognised separately from the host contract and accounted for as a derivative if, and only if, it is not closely related to the economic characteristics and risks of the host contract; it is a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured as fair value through profit or loss. The host contract, in the event an embedded derivative is recognised separately, is accounted for in accordance with the policy applicable to the nature of the host contract.

A derivative embedded within a hybrid contract containing a financial asset host is not accounted for separately. The financial asset host together with the embedded derivative is required to be classified in its entirety as a financial asset at fair value through profit or loss.

#### (a) Subsequent measurement

The Group and the Company categorise the financial instruments as follows:

##### (i) Financial assets

For the purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost
- Financial assets at fair value through other comprehensive income with recycling of cumulative gains and losses upon derecognition
- Financial assets designated at fair value through other comprehensive income with no recycling of cumulative gains and losses upon derecognition
- Financial assets at fair value through profit or loss

The classification depends on the entity's business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

The Group and the Company reclassify financial assets when and only when their business models for managing those assets change.



## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.4 Financial instruments (Cont'd)

#### (a) Subsequent measurement (Cont'd)

The Group and the Company categorise the financial instruments as follows: (Cont'd)

##### (i) Financial assets (Cont'd)

###### Debt instruments

Subsequent measurement of debt instruments depends on the Group's and the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group and the Company classify their debt instruments:

- Amortised cost

Financial assets that are held for collection of contractual cash flows and those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. The policy for the recognition and measurement of impairment is in accordance with Note 3.12(a) to the financial statements. Gains and losses are recognised in profit or loss when the financial asset is derecognised, modified or impaired.

- Fair value through other comprehensive income ("FVOCI")

Financial assets that are held for collection of contractual cash flows and for selling the financial assets, and the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. For debt instruments at FVOCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in other comprehensive income. The policy for the recognition and measurement of impairment is in accordance with Note 3.12(a) to the financial statements. Upon derecognition, the cumulative fair value change recognised in other comprehensive income is recycled to profit or loss.

- Fair value through profit or loss ("FVPL")

Financial assets at FVPL include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortised cost or at FVOCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at fair value through profit or loss are carried in the statements of financial position at fair value with net changes in fair value recognised in the profit or loss.

# Notes to the Financial Statements (Cont'd)

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.4 Financial instruments (Cont'd)

#### (a) Subsequent measurement (Cont'd)

The Group and the Company categorise the financial instruments as follows: (Cont'd)

##### (i) Financial assets (Cont'd)

###### Equity instruments

The Group and the Company subsequently measure all equity investments at fair value. Upon initial recognition, the Group and the Company can make an irrevocable election to classify its equity investments that is not held for trading as equity instruments designated at FVOCI. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are not recycled to profit or loss. Dividends are recognised as other income in the profit or loss when the right of payment has been established, except when the Group and the Company benefit from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in other comprehensive income. Equity instruments designated at FVOCI are not subject to impairment assessment.

##### (ii) Financial liabilities

The Group and the Company classify their financial liabilities in the following measurement categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost

###### Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading, including derivatives (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument) or financial liabilities designated into this category upon initial recognition.

Subsequent to initial recognition, financial liabilities at fair value through profit or loss are measured at fair value with the gain or loss recognised in profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in MFRS 9 *Financial Instruments* are satisfied. The Group and the Company have not designated any financial liability as at fair value through profit or loss.

###### Financial liabilities at amortised cost

Subsequent to initial recognition, other financial liabilities are measured at amortised cost using effective interest method. Gains and losses are recognised in profit or loss when the financial liabilities are derecognised and through the amortisation process.



## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.4 Financial instruments (Cont'd)

#### (b) Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantee contracts are recognised initially as a liability at fair value, net of transaction costs that are directly attributable to the issuance of the guarantee. Subsequent to initial recognition, the liability is measured at the higher of the amount of the loss allowance determined in accordance with Section 5.5 of MFRS 9 and the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of MFRS 15.

#### (c) Regular way purchase or sale of financial assets

A regular way purchase or sale is a purchase or sale of a financial asset under a contract whose terms require delivery of the asset within the time frame established generally by regulation or convention in the marketplace concerned.

A regular way purchase or sale of financial assets shall be recognised and derecognised, as applicable, using trade date accounting (i.e. the date the Group and the Company commit themselves to purchase or sell an asset).

Trade date accounting refers to:

- (i) the recognition of an asset to be received and the liability to pay for it on the trade date; and
- (ii) derecognition of an asset that is sold, recognition of any gain or loss on disposal and the recognition of a receivable from the buyer for payment on the trade date.

Generally, interest does not start to accrue on the asset and corresponding liability until the settlement date when title passes.

#### (d) Derecognition

A financial asset or a part of it is derecognised when, and only when:

- (i) the contractual rights to receive cash flows from the financial asset expire, or
- (ii) the Group and the Company have transferred their rights to receive cash flows from the asset or have assumed an obligation to pay the received cash flows in full without material delay to a third party; and either (a) the Group and the Company have transferred substantially all the risks and rewards of the asset, or (b) the Group and the Company have neither transferred nor retained substantially all the risks and rewards of the asset, but have transferred control of the asset.

The Group and the Company evaluate if, and to what extent, they have retained the risks and rewards of ownership. When they have neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group and the Company continue to recognise the transferred asset to the extent of their continuing involvement. In that case, the Group and the Company also recognise an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group and the Company have retained.

# Notes to the Financial Statements (Cont'd)

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.4 Financial instruments (Cont'd)

#### (d) Derecognition (Cont'd)

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group and the Company could be required to repay.

On derecognition of a financial asset, the difference between the carrying amount (measured at the date of derecognition) and the consideration received (including any new asset obtained less any new liability assumed) is recognised in profit or loss.

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

#### (e) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is presented in the statements of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

In accounting for a transfer of a financial asset that does not qualify for derecognition, the entity shall not offset the transferred asset and the associated liability.

#### (f) Derivatives

The Group and the Company use forward exchange contracts to manage the exposure of foreign exchange rate. These derivatives are not designated as cash flow or fair value hedges and are entered into for periods consistent with foreign currency exposure. Such derivatives do not qualify for hedge accounting and are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to the profit or loss.

### 3.5 Property, plant and equipment

#### (a) Recognition and measurement

Property, plant and equipment (other than freehold land and buildings) are measured at cost less accumulated depreciation and any accumulated impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.12(b) to the financial statements.

Cost of assets includes expenditure that is directly attributable to the acquisition of the asset and any other costs directly attributable in bringing the assets to the working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located. The cost of self-constructed assets includes the cost of materials, direct labour and any other direct attributable costs but excludes internal profits. For qualifying assets, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs in Note 3.18 to the financial statements.



## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.5 Property, plant and equipment (Cont'd)

#### (a) Recognition and measurement (Cont'd)

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

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

#### (b) Subsequent costs

The cost of replacing a part of an item of property, plant and equipment is included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that the future economic benefits associated with the part will flow to the Group or the Company and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the profit or loss as incurred.

#### (c) Depreciation

Freehold land has an infinite life and therefore is not depreciated. Capital work-in-progress is stated at cost and is not depreciated until it is ready for its intended use. Upon completion, capital work-in-progress is transferred to categories of property, plant and equipment, depending on the nature of the assets.

All other property, plant and equipment are depreciated on a straight line basis to write off the cost/revalued amounts of each asset to its residual value over the estimated useful lives of the assets concerned. The principal annual rates used are as follows:

Factory and office buildings	5%
Infrastructure	10%
Plant, machinery and formers	5% - 33.33%
Motor vehicles	10% - 16%
Office equipment, furniture and fittings	8% - 50%

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

Fully depreciated assets are retained in the financial statements until the assets are no longer in use.

#### (d) Derecognition

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the profit or loss in the year the asset is derecognised.



# Notes to the Financial Statements (Cont'd)

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.6 Revaluation of assets

Freehold land and buildings are measured at fair value, based on valuations by external independent valuers, less accumulated depreciation on buildings and any accumulated impairment losses recognised after the date of revaluation. The policy for the measurement of depreciation is in accordance with Note 3.5(c) to the financial statements.

Valuations are performed with sufficient regularity, at least once in every five years with additional valuations in the intervening years where market condition indicate that the carrying values of the revalued land and buildings materially differ from the market values. Any accumulated depreciation as at the date of revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset.

A revaluation surplus is recognised in other comprehensive income and credited to the revaluation reserve. However, the increase shall be recognised in profit or loss to the extent that it reverses a revaluation decrease of the same asset previously recognised in profit or loss. If an asset's carrying amount is decreased as a result of a revaluation, the decrease shall be recognised in profit or loss. However, the decrease shall be recognised in other comprehensive income to the extent of any credit balance existing in the revaluation reserve in respect of that asset.

The revaluation reserve is transferred to retained earnings as the assets are used. The amount of revaluation reserve transferred is the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the asset's original cost. Upon disposal or retirement of the asset, the remaining revaluation surplus relating to the particular asset is transferred directly to retained earnings.

### 3.7 Leases

#### (a) Definition of lease

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

- the contract involves the use of an identified asset;
- the Group and the Company have the right to obtain substantially all the economic benefits from use of the asset throughout the period of use; and
- the Group and the Company have the right to direct the use of the asset.

#### (b) Lessee accounting

At the lease commencement date, the Group recognises a right-of-use asset with respect to all lease agreements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets.

The Group presents right-of-use assets as separate line in the statements of financial position.

#### Right-of-use asset

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



## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.7 Leases (Cont'd)

#### (b) Lessee accounting (Cont'd)

##### Right-of-use asset (Cont'd)

The right-of-use asset is subsequently measured at cost less accumulated depreciation and any accumulated impairment losses. The right-of-use asset is depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. If the Group expects to exercise a purchase option, the right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts from the commencement date of the underlying asset. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.12(b) to the financial statements.

##### Lease liability

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group uses its incremental borrowing rate.

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

- fixed lease payments (including in-substance fixed payments), less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be payable by the lessee under residual value guarantees;
- the exercise price of a purchase option, if the lessee is reasonably certain to exercise that option; and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability and by reducing the carrying amount to reflect the lease payments made.

The Group remeasures the lease liability (and make a corresponding adjustment to the related right-of-use asset) whenever:

- the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- the lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using the initial discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- a lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

Variable lease payments that do not depend on an index or a rate are not included in the measurement of the lease liability and the right-of-use asset. The related payments are recognised as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line "other expenses" in the statements of comprehensive income.

The Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

# Notes to the Financial Statements (Cont'd)

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.7 Leases (Cont'd)

#### (b) Lessee accounting (Cont'd)

##### Short-term leases and leases of low value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases and leases of low value assets. The Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

#### (c) Lessor accounting

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership. All other leases that do not meet this criterion are classified as operating leases.

When the Group and the Company are intermediate lessors, they account for the head lease and the sublease as two separate contracts. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease. If a head lease is a short-term lease to which the Group applies the exemption described in Note 3.7(b), then it classifies the sub-lease as an operating lease.

If an entity in the Group is a lessor in a finance lease, it derecognises the underlying asset and recognises a lease receivable at an amount equal to the net investment in the lease. Finance income is recognised in profit or loss based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the finance lease.

If an entity in the Group is a lessor in an operating lease, the underlying asset is not derecognised but is presented in the statements of financial position according to the nature of the asset. Lease income from operating leases is recognised in profit or loss on a straight-line basis over the lease term, unless another systematic basis is more representative of the time pattern in which use benefit derived from the leased asset is diminished.

When a contract includes lease and non-lease components, the Group and the Company apply MFRS 15 *Revenue from Contracts with Customers* to allocate the consideration under the contract to each component.

### 3.8 Goodwill

Goodwill arising from business combinations is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. After initial recognition, goodwill is measured at cost less any accumulated impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.12(b) to the financial statements.



## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.9 Inventories

Inventories are measured at the lower of cost and net realisable value.

The costs comprise the purchase price plus costs incurred to bring the inventories to their present locations and conditions and are accounted as follows:

- Material costs for latex are determined using the first-in first-out basis.
- Other materials and chemicals are determined on a weighted average cost basis.
- Manufactured finished goods and work-in-progress consist of raw materials, direct labour and a proportion of manufacturing overheads based on normal operating capacity. These costs are assigned on a weighted average cost basis.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

### 3.10 Cash and cash equivalents

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

### 3.11 Contract liabilities

Contract liability is the obligation to transfer goods or services to customers for which the Group has received the consideration or have billed the customers.

### 3.12 Impairment of assets

#### (a) Impairment of financial assets

Financial assets measured at amortised cost, financial assets measured at FVOCI, lease receivables or a loan commitment and financial guarantee contracts will be subject to the impairment requirement in MFRS 9 *Financial Instruments* which is related to the accounting for expected credit losses on the financial assets. Expected credit losses are the weighted average of credit losses with the respective risks of a default occurring as the weights.

The Group and the Company measure loss allowance at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12-month expected credit losses:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

For trade receivables, the Group applies the simplified approach permitted by MFRS 9 to measure the loss allowance at an amount equal to lifetime expected credit losses.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit loss, the Group and the Company consider reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's and the Company's historical experience and informed credit assessment and including forward-looking information.

# Notes to the Financial Statements (Cont'd)

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.12 Impairment of assets (Cont'd)

#### (a) Impairment of financial assets (Cont'd)

The Group and the Company assume that the credit risk on a financial asset has increased significantly if it is more than 90 days past due.

The Group and the Company consider a financial asset to be in default when:

- the borrower is unable to pay its credit obligations to the Group and the Company in full, without taking into account any credit enhancements held by the Group and the Company; or
- the contractual payment of the financial asset is more than 90 days past due unless the Group and the Company have reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of lifetime expected credit losses that represent the expected credit losses that result from default events on a financial instrument that are possible within the 12 months after the reporting date.

The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group and the Company are exposed to credit risk.

Expected credit losses are a probability-weighted estimate of credit losses (i.e. the present value of all cash shortfalls) over the expected life of the financial instrument. A cash shortfall is the difference between the cash flows that are due to an entity in accordance with the contract and the cash flows that the entity expects to receive.

Expected credit losses are discounted at the effective interest rate of the financial assets.

At each reporting date, the Group and the Company assess whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired include observable data about the following events:

- significant financial difficulty of the issuer or the borrower;
- a breach of contract, such as a default of past due event;
- the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation;
- the disappearance of an active market for that financial asset because of financial difficulties; or
- the purchase or origination of a financial asset at a deep discount that reflects the incurred credit losses.

The amount of expected credit losses (or reversal) shall be recognised in profit or loss, as an impairment gain or loss. For financial assets measured at FVOCI, the loss allowance shall be recognised in other comprehensive income and shall not reduce the carrying amount of the financial asset in the statements of financial position.



## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.12 Impairment of assets (Cont'd)

#### (a) Impairment of financial assets (Cont'd)

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group and the Company determine that the debtor does not have assets or source of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's and the Company's procedure for recovery of amounts due.

#### (b) Impairment of non-financial assets

The carrying amounts of non-financial assets (except for inventories) are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, the Group and the Company make an estimate of the asset's recoverable amount. For goodwill, the recoverable amount is estimated at each reporting date.

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

The recoverable amount of an asset of CGU is the higher of its fair value less costs of disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. In determining the fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Where the carrying amount of an asset exceed its recoverable amount, the carrying amount of asset is reduced to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis.

Impairment losses are recognised in profit or loss, except for assets that were previously revalued with the revaluation surplus recognised in other comprehensive income. In the latter case, the impairment is recognised in other comprehensive income up to the amount of any previous revaluation.

Impairment losses in respect of goodwill are not reversed. For other assets, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. An impairment loss is reversed only if there has been a change in the estimates used to determine the assets recoverable amount since the last impairment loss was recognised. Reversal of impairment loss is restricted by the asset's carrying amount that would have been determined had no impairment loss been recognised for the asset in prior year. Such reversal is recognised in profit or loss unless the asset is measured at revalued amount, in which case the reversal is treated as revaluation increase.

# Notes to the Financial Statements (Cont'd)

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.13 Share capital

#### Ordinary shares

Ordinary shares are equity instruments. An equity instrument is a contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Ordinary shares are recorded at the proceeds received, net of directly attributable incremental transaction costs. Dividends on ordinary shares are recognised in equity in the period in which they are declared.

### 3.14 Employee benefits

#### (a) Short-term employee benefits

Short-term employee benefit obligations in respect of wages, salaries, social security contributions, annual bonuses, paid annual leave, sick leave and non-monetary benefits are recognised as an expense in the financial year where the employees have rendered their services to the Group and the Company.

#### (b) Defined contribution plans

As required by law, the Group and the Company contribute to the Employees Provident Fund ("EPF"), the national defined contribution plan. Such contributions are recognised as an expense in the profit or loss in the period in which the employees render their services.

### 3.15 Provisions

Provisions are recognised when the Group and the Company have a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic resources will be required to settle the obligation and the amount of the obligation can be estimated reliably.

If the effect of the time value of money is material, provisions that are determined based on the expected future cash flows to settle the obligation are discounted using a current pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provisions due to passage of time is recognised as finance costs.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed.

### 3.16 Revenue and other income

The Group and the Company recognise revenue that depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the Group and the Company expect to be entitled in exchange for those goods or services.

The Group and the Company measure revenue from sale of good or service at its transaction price, being the amount of consideration to which the Group and the Company expect to be entitled in exchange for transferring promised good or service to a customer, excluding amounts collected on behalf of third parties such as goods and service tax, adjusted for the effects of any variable consideration, constraining estimates of variable consideration, significant financing components, non-cash consideration and consideration payable to customer. If the transaction price includes variable consideration, the Group and the Company use the expected value method by estimating the sum of probability-weighted amounts in a range or possible consideration amounts, or the most likely outcome method, depending on which method the Group and the Company expect to better predict the amount of consideration to which it is entitled.



## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.16 Revenue and other income (Cont'd)

Revenue from contracts with customers is recognised by reference to each distinct performance obligation in the contract with customer, i.e. when or as a performance obligation in the contract with customer is satisfied. A performance obligation is satisfied when or as the customer obtains control of the good or service underlying the particular performance obligation, which the performance obligation may be satisfied at a point in time or over time.

#### (a) Sale of goods - manufacturing

The Group manufactures and sells rubber gloves to local and foreign customers. Revenue from sale of manufactured goods are recognised at a point in time when control of the products has been transferred, being when the customer accepts the delivery of the goods.

Sales are made within a credit term of 30 to 120 days, which is consistent with market practice, therefore, no element of financing is deemed present. A receivable is recognised when the customer accepts the delivery of the goods as the consideration is unconditional other than the passage of time before the payment is due.

Revenue is recognised based on the price specified in the contract, net of the estimated trade discounts where applicable. Accumulated experience with the customer's purchasing pattern is used to estimate and provide for the discounts, using the expected value method. The Group uses the expected value method because it is the method that the Group expects to better predict the estimated trade discounts to which it will be provided to the customers. The estimated trade discounts recognised is constrained to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

The Group's customary business practice is to allow a customer to return any defected products and receive a full refund. The Group uses its experience in estimating returns for this product and customer class. The Group uses the expected value method because it is the method that the Group expects to better predict the amount of consideration to which the products will be refunded. With that, upon transfer the control of the product, the Group does not recognise revenue for products that it is highly probable to be returned.

A contract liability is recognised for expected trade discounts payable to customers and for products expected to be returned from customers in relation to sales made until the end of the reporting period.

A right to recover goods from customer on settling the refund liability is recognised as an asset and included as part of inventories for the goods expected to be returned.

Where consideration is collected from customer in advance for sale of manufactured good, a contract liability is recognised for the customer deposits. Contract liability would be recognised as revenue upon sale of manufactured goods to the customer.

#### (b) Interest income

Interest income is recognised using the effective interest method.

#### (c) Dividend income

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

#### (d) Rental income

Rental income is recognised on a straight-line basis over the term of the lease.



# Notes to the Financial Statements (Cont'd)

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.17 Borrowing costs

Borrowing costs are interests and other costs that the Group incurs in connection with borrowing of funds.

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

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

The Group begins capitalising borrowing costs when the Group has incurred the expenditures for the asset, incurred related borrowing costs and undertaken activities that are necessary to prepare the asset for its intended use or sale.

### 3.18 Income tax

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

#### (a) Current tax

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

#### (b) Deferred tax

Deferred tax is recognised using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts in the statements of financial position. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences, unutilised tax losses and unused tax credits, to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised.

Deferred tax is not recognised if the temporary differences arise from the initial recognition of assets and liabilities in a transaction which is not a business combination and that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries, except where the Group is able to control the reversal timing of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of that deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be utilised.



## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.18 Income tax (Cont'd)

#### (b) Deferred tax (Cont'd)

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

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

#### (c) Goods and services tax

Revenue, expenses and assets are recognised net of the amount of goods and service tax ("GST") except:

- where the GST incurred in purchase of assets or services is not recoverable from the taxation authority, in which case the GST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables that are stated with the amount of GST included.

The net amount of GST recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statements of financial position.

#### (d) Sales and services tax

Revenue, expenses and assets are recognised net of the amount of sales and service tax except:

- where the sales and service tax incurred in purchase of assets or services is not recoverable from the taxation authority, in which case the sales and service tax is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables that are stated with the amount of sales tax included.

The net amount of sales and service tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statements of financial position.

### 3.19 Earnings per share

The Group presents basic and diluted earnings per share ("EPS") data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held.

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

# Notes to the Financial Statements (Cont'd)

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

### 3.20 Operating segments

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

### 3.21 Fair value measurements

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

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

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

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that can be accessed at the measurement date.

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: unobservable inputs for the asset or liability.

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

### 3.22 Contingencies

A contingent liability or asset is a possible obligation or asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of uncertain event(s) not wholly within the control of the Group and of the Company.

Contingent liability is also referred as a present obligation that arises from past events but is not recognised because:

- (a) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
- (b) the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities and assets are not recognised in the statements of financial position.



## 4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of financial statements in conformity with MFRSs requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of the revenue and expenses during the reporting period. It also requires directors to exercise their judgement in the process of applying the Group's and the Company's accounting policies. Although these estimates and judgement are based on the directors' best knowledge of current events and actions, actual results may differ.

The areas involving a higher degree of judgement or complexity that have the most significant effect on the Group's and the Company's financial statements, or areas where assumptions and estimates that have a significant risk of resulting in a material adjustment to the Group's and the Company's financial statements within the next financial year are disclosed as follows:

### (a) Expected credit loss for trade receivables

The impairment provisions for trade receivables are based on assumptions about risk of default and expected loss rate. The Group uses judgement in making these assumptions and selecting inputs to the impairment calculation, based on the Group's and the Company's past history and forward looking estimates at the end of each reporting period.

The Group uses a provision matrix to calculate expected credit losses for trade receivables. The provision rates depend on the number of days that a trade receivable is past due. The Group uses the grouping according to the customer segments that have similar loss patterns.

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forward-looking estimates and expected credit losses is a significant estimate. The amount of expected credit loss is sensitive to changes in circumstances and of forecast economic conditions over the expected lives of trade receivables. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

The information about the expected credit losses on the Group's trade receivables are disclosed in Note 31(b)(i) to the financial statements.

### (b) Valuation of inventories

The cost of inventories comprises the cost of purchase of raw materials, direct labour, plus conversion costs such as variable and fixed overheads. The cost allocation process involves multiple inputs and management's judgement is required to estimate the cost of finished goods and work-in-progress which comprise the cost of raw materials, direct labour, other direct costs, and the appropriate allocation of overheads based on normal operating capacity.

The Group write down their obsolete or slow moving inventories based on the assessment of their estimated net selling price. Inventories are written down when events or changes in circumstances indicate that the carrying amounts may not be recoverable. Where expectations differ from the original estimates, the differences will impact the carrying amount of inventories.

The carrying amounts of the Group's inventories are disclosed in Note 9 to the financial statements.

# Notes to the Financial Statements (Cont'd)

## 4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (Cont'd)

### (c) Fair value of freehold land and building

The Group and the Company carry their freehold land and building at fair value, with changes in fair values being recognised in accordance with Note 3.6 to the financial statements. The estimated fair values of the freehold land and buildings are arrived based on the market valuation performed by an external independent valuer and the directors' best estimation, using the cost method and the sales comparison method. The cost method being the sum of the market value of the land for its existing use and the depreciated replacement cost (DRC) of the buildings and other improvements. The sales comparison method being comparison of current prices in an active market for similar properties in the same location and condition and where necessary, adjusting for location, accessibility, visibility, time, terrain, size, present market trends and other differences.

Judgement is made in determining the appropriate valuation methods and the key assumptions used in the valuations, including the expected impact from the COVID-19 pandemic. The COVID-19 pandemic might have resulted in less frequent comparable transactions or market prices becoming less readily available which would increase uncertainty in the measurement of fair value. Any changes in these assumptions will have an impact on the carrying amounts of the freehold land and buildings.

The carrying amounts of the freehold land and buildings are disclosed in Note 5 to the financial statements.



## 5. PROPERTY, PLANT AND EQUIPMENT

Group	Freehold land RM	Factory and office buildings RM	Infrastructure RM	Plant, machinery and formers RM	Motor vehicles RM	Office equipment, furniture and fittings RM	Capital work-in-progress RM	Total RM
<b>2021</b>								
<b>Cost/Valuation</b>								
At 1 February 2020	26,231,507	50,180,465	2,233,653	264,012,223	2,400,303	7,061,935	29,453,344	381,573,430
Additions	1,987,824	9,818,265	569,933	39,545,023	1,513,286	1,200,280	74,810,266	129,444,877
Transfer	-	966,001	2,076,020	32,735,849	-	-	(35,777,870)	-
Disposal	-	(228,251)	-	(744,146)	(395,511)	-	-	(1,367,908)
Written off	-	-	-	(74,605,288)	-	(269,076)	(82,440)	(74,956,804)
At 31 January 2021	<b>28,219,331</b>	<b>60,736,480</b>	<b>4,879,606</b>	<b>260,943,661</b>	<b>3,518,078</b>	<b>7,993,139</b>	<b>68,403,300</b>	<b>434,693,595</b>
Representing:								
- At cost	-	-	4,879,606	260,943,661	3,518,078	7,993,139	68,403,300	345,737,784
- At valuation	<b>28,219,331</b>	<b>60,736,480</b>	-	-	-	-	-	<b>88,955,811</b>
	<b>28,219,331</b>	<b>60,736,480</b>	<b>4,879,606</b>	<b>260,943,661</b>	<b>3,518,078</b>	<b>7,993,139</b>	<b>68,403,300</b>	<b>434,693,595</b>

# Notes to the Financial Statements (Cont'd)

## 5. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Group	Freehold land RM	Factory and office buildings RM	Infrastructure RM	Plant, machinery and formers RM	Motor vehicles RM	Office equipment, furniture and fittings RM	Capital work-in-progress RM	Total RM
<b>2021</b>								
<b>Accumulated depreciation and impairment loss</b>								
At 1 February 2020	-	3,939,042	757,496	115,130,356	1,053,904	3,372,105	-	124,252,903
Depreciation for the financial year	-	3,036,573	428,500	22,582,407	334,577	929,628	-	27,311,685
Disposal	-	(225,556)	-	(655,117)	(175,343)	-	-	(1,056,016)
Written off	-	-	-	(74,358,095)	-	(250,020)	-	(74,608,115)
At 31 January 2021	-	6,750,059	1,185,996	62,699,551	1,213,138	4,051,713	-	75,900,457
<b>Net carrying amount at 31 January 2021</b>	<b>28,219,331</b>	<b>53,986,421</b>	<b>3,693,610</b>	<b>198,244,110</b>	<b>2,304,940</b>	<b>3,941,426</b>	<b>68,403,300</b>	<b>358,793,138</b>
Representing:								
- At cost	-	-	3,693,610	198,244,110	2,304,940	3,941,426	68,403,300	276,587,386
- At valuation	28,219,331	53,986,421	-	-	-	-	-	82,205,752
	<b>28,219,331</b>	<b>53,986,421</b>	<b>3,693,610</b>	<b>198,244,110</b>	<b>2,304,940</b>	<b>3,941,426</b>	<b>68,403,300</b>	<b>358,793,138</b>

# Notes to the Financial Statements (Cont'd)



## 5. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Group	2020							Total RM	
	Freehold land RM	Leasehold land RM	Factory and office buildings RM	Plant, machinery and formers RM	Motor vehicles RM	Office equipment, furniture and fittings RM	Capital work- in-progress RM		
<b>Cost/Valuation</b>									
At 1 February 2019	26,231,507	13,681,557	34,671,351	1,732,689	204,670,287	2,720,992	5,372,726	52,361,090	341,442,199
- As previously reported									
- Effect of adoption of MFRS 16	-	(13,681,557)	-	-	-	-	-	-	(13,681,557)
Adjusted balance at 1 February 2019	26,231,507	-	34,671,351	1,732,689	204,670,287	2,720,992	5,372,726	52,361,090	327,760,642
Additions	-	-	416,423	500,964	28,714,967	243,435	1,634,997	24,866,036	56,376,822
Transfer	-	-	15,092,691	-	32,411,411	-	269,680	(47,773,782)	-
Disposal	-	-	-	-	-	(164,124)	-	-	(164,124)
Written off	-	-	-	-	(1,784,442)	(400,000)	(215,468)	-	(2,399,910)
At 31 January 2020	26,231,507	-	50,180,465	2,233,653	264,012,223	2,400,303	7,061,935	29,453,344	381,573,430
Representing:									
- At cost	-	-	-	2,233,653	264,012,223	2,400,303	7,061,935	29,453,344	305,161,458
- At valuation	26,231,507	-	50,180,465	-	-	-	-	-	76,411,972
	26,231,507	-	50,180,465	2,233,653	264,012,223	2,400,303	7,061,935	29,453,344	381,573,430



# Notes to the Financial Statements (Cont'd)

## 5. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Group	Freehold land RM	Leasehold land RM	Factory and office buildings RM	Plant, machinery and formers RM	Motor vehicles RM	Office equipment, furniture and fittings RM	Capital work-in-progress RM	Total RM
<b>2020</b>								
<b>Accumulated depreciation and impairment loss</b>								
At 1 February 2019	-	-	1,760,961	98,777,222	1,340,941	2,677,143	-	105,118,568
Depreciation for the financial year	-	-	2,178,081	18,137,541	277,085	902,432	-	21,690,334
Disposal	-	-	-	-	(164,123)	-	-	(164,123)
Written off	-	-	-	(1,784,407)	(399,999)	(207,470)	-	(2,391,876)
At 31 January 2020	-	-	3,939,042	115,130,356	1,053,904	3,372,105	-	124,252,903
<b>Net carrying amount at 31 January 2020</b>	26,231,507	-	46,241,423	148,881,867	1,346,399	3,689,830	29,453,344	257,320,527
Representing:								
- At cost	-	-	-	148,881,867	1,346,399	3,689,830	29,453,344	184,847,597
- At valuation	26,231,507	-	46,241,423	-	-	-	-	72,472,930
	26,231,507	-	46,241,423	148,881,867	1,346,399	3,689,830	29,453,344	257,320,527

# Notes to the Financial Statements (Cont'd)



## 5. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Company	Freehold land RM	Factory buildings RM	Infrastructure RM	Motor vehicles RM	Total RM
<b>2021</b>					
<b>Cost/Valuation</b>					
At 1 February 2020	<b>6,900,000</b>	<b>7,103,727</b>	<b>190,000</b>	<b>300,417</b>	<b>14,494,144</b>
Additions	-	<b>5,484,125</b>	-	-	<b>5,484,125</b>
At 31 January 2021	<b>6,900,000</b>	<b>12,587,852</b>	<b>190,000</b>	<b>300,417</b>	<b>19,978,269</b>
Representing:					
- At cost	-	-	<b>190,000</b>	<b>300,417</b>	<b>490,417</b>
- At valuation	<b>6,900,000</b>	<b>12,587,852</b>	-	-	<b>19,487,852</b>
	<b>6,900,000</b>	<b>12,587,852</b>	<b>190,000</b>	<b>300,417</b>	<b>19,978,269</b>
<b>Accumulated depreciation</b>					
At 1 February 2020	-	<b>846,482</b>	<b>104,500</b>	<b>30,042</b>	<b>981,024</b>
Depreciation for the financial year	-	<b>633,013</b>	<b>19,000</b>	<b>30,041</b>	<b>682,054</b>
At 31 January 2021	-	<b>1,479,495</b>	<b>123,500</b>	<b>60,083</b>	<b>1,663,078</b>
<b>Net carrying amount at 31 January 2021</b>	<b>6,900,000</b>	<b>11,108,357</b>	<b>66,500</b>	<b>240,334</b>	<b>18,315,191</b>
Representing:					
- At cost	-	-	<b>66,500</b>	<b>240,334</b>	<b>306,834</b>
- At valuation	<b>6,900,000</b>	<b>11,108,357</b>	-	-	<b>18,008,357</b>
	<b>6,900,000</b>	<b>11,108,357</b>	<b>66,500</b>	<b>240,334</b>	<b>18,315,191</b>

# Notes to the Financial Statements (Cont'd)

## 5. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

Company	Freehold land RM	Factory buildings RM	Infrastructure RM	Motor vehicles RM	Total RM
<b>2020</b>					
<b>Cost/Valuation</b>					
At 1 February 2019/ 31 January 2020	6,900,000	7,103,727	190,000	300,417	14,494,144
Representing:					
- At cost	-	-	190,000	300,417	490,417
- At valuation	6,900,000	7,103,727	-	-	14,003,727
	6,900,000	7,103,727	190,000	300,417	14,494,144
<b>Accumulated depreciation</b>					
At 1 February 2019	-	281,296	85,500	-	366,796
Depreciation for the financial year	-	565,186	19,000	30,042	614,228
At 31 January 2020	-	846,482	104,500	30,042	981,024
<b>Net carrying amount at 31 January 2020</b>	6,900,000	6,257,245	85,500	270,375	13,513,120
Representing:					
- At cost	-	-	85,500	270,375	355,875
- At valuation	6,900,000	6,257,245	-	-	13,157,245
	6,900,000	6,257,245	85,500	270,375	13,513,120

### (a) Assets pledged as security

Freehold land and buildings of the Group with total carrying amount of RM24,327,506 (2020: RM24,088,584) have been pledged as security to secure term loans and credit facilities of the Group as disclosed in Note 16 to the financial statements.

### (b) Capital work-in-progress

The Group's capital work-in-progress represents capital expenditures incurred for buildings, plant and machinery in the course of construction.



## 5. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

### (c) Assets subject to operating lease

The Company leases its freehold land and factory building of net carrying amount of RM18,008,357 (2020: RM13,157,245) to its subsidiaries for a period of 1 year. Refer to Note 28(b) to the financial statements for maturity analysis of lease payments.

### (d) Revaluation of freehold land and buildings

Had the revalued assets been carried at historical cost less accumulated depreciation, the net carrying amount would have been as follows:

Group	Cost RM	Accumulated depreciation RM	Net carrying amount RM
<b>2021</b>			
Freehold land	<b>23,019,332</b>	-	<b>23,019,332</b>
Buildings	<b>55,701,350</b>	<b>(14,717,914)</b>	<b>40,983,436</b>
	<b>78,720,682</b>	<b>(14,717,914)</b>	<b>64,002,768</b>
<b>2020</b>			
Freehold land	21,031,507	-	21,031,507
Buildings	44,917,085	(12,600,625)	32,316,460
	65,948,592	(12,600,625)	53,347,967
<b>Company</b>			
<b>2021</b>			
Freehold land	<b>3,300,000</b>	-	<b>3,300,000</b>
Buildings	<b>11,476,252</b>	<b>(2,970,481)</b>	<b>8,505,771</b>
	<b>14,776,252</b>	<b>(2,970,481)</b>	<b>11,805,771</b>
<b>2020</b>			
Freehold land	3,300,000	-	3,300,000
Buildings	5,992,128	(2,603,049)	3,389,079
	9,292,128	(2,603,049)	6,689,079

# Notes to the Financial Statements (Cont'd)

## 5. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

### (e) Fair value information

The fair value of an asset has been categorised in different levels as follows:

- (i) Level 1 : Quoted prices (unadjusted) in active markets for identical assets and liabilities.
- (ii) Level 2 : Input other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).
- (iii) Level 3: Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

Fair value of the freehold land and buildings are categorised as follows:

	Fair value measurement at 31 January using		
	Level 1	Level 2	Level 3
<b>2021</b>			
<b>Group</b>			
Freehold land	-	-	<b>28,219,331</b>
Buildings	-	-	<b>53,986,421</b>
<b>Company</b>			
Freehold land	-	-	<b>6,900,000</b>
Buildings	-	-	<b>11,108,357</b>
<b>2020</b>			
<b>Group</b>			
Freehold land	-	-	26,231,507
Buildings	-	-	46,241,423
<b>Company</b>			
Freehold land	-	-	6,900,000
Buildings	-	-	6,257,245

The estimated fair values of the freehold land and buildings are arrived based on the market valuation performed by an external independent valuer dated 4 June 2018 and 7 August 2020 and the directors' best estimation, using the cost method and the sales comparison method. The cost method being the sum of the market value of the land for its existing use and the depreciated replacement cost (DRC) of the buildings and other improvements. The sales comparison method being comparison of current prices in an active market for similar properties in the same location and condition and where necessary, adjusting for location, accessibility, visibility, time, terrain, size, present market trends and other differences.

Changes in fair values are analysed by the directors at each reporting date after obtaining the valuation report from the valuation company. There has been no change to the valuation technique during the financial year.



## 5. PROPERTY, PLANT AND EQUIPMENT (Cont'd)

### (e) Fair value information (Cont'd)

#### Policy on transfer between levels

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

There is no transfer between levels of fair value hierarchy during the financial year.

#### Highest and best use

In estimating the fair value of the properties, the highest and best use of the properties is their current use.

## 6. RIGHT-OF-USE ASSETS

Set out below are carrying amounts of right-of-use assets recognised and movement during the financial year:

Group	Note	Leasehold lands	
		2021 RM	2020 RM
<b>Cost</b>			
At 1 February 2020/1 February 2019			
- As previously reported		<b>13,681,557</b>	-
- Effects of adoption of MFRS 16	<b>5</b>	-	13,681,557
Restated balance at 1 February		<b>13,681,557</b>	13,681,557
Addition		<b>1,030,798</b>	-
At 31 January		<b>14,712,355</b>	13,681,557
<b>Accumulated depreciation</b>			
At 1 February 2020/1 February 2019			
Depreciation for the financial year		<b>344,190</b>	-
		<b>348,963</b>	344,190
At 31 January		<b>693,153</b>	344,190
<b>Net carrying amount at 31 January</b>		<b>14,019,202</b>	13,337,367

The Group's leasehold lands have lease term ranging from 216 to 477 months. The leasehold land with carrying amount of RM12,993,177 (2020: RM13,337,367) has been pledged as security to secure bill payables facility of the Group as disclosed in Note 16 to the financial statements.

# Notes to the Financial Statements (Cont'd)

## 7. INVESTMENT IN SUBSIDIARIES

	Company	
	2021 RM	2020 RM
Unquoted shares, at cost	<b>186,806,005</b>	186,806,005
<b>Accumulated impairment</b>		
At 1 February 2020/1 February 2019	<b>(101,156,001)</b>	(101,156,001)
Reversal of impairment loss for the financial year	<b>90,299,999</b>	-
At 31 January	<b>(10,856,002)</b>	(101,156,001)
<b>Net carrying amount at 31 January</b>	<b>175,950,003</b>	85,650,004

Details of the subsidiaries which are all incorporated in Malaysia are as follows:

Name of Company	Effective Ownership Interest		Principal Activities
	2021 %	2020 %	
Comfort Rubber Gloves Industries Sdn. Bhd.	<b>100</b>	100	Manufacturing and trading of latex gloves
PBT Sdn. Bhd.	<b>100</b>	100	Dormant
I Quality Rubber Industries Sdn. Bhd.	<b>100</b>	100	Dormant
Pacewell Asia Sdn. Bhd.	<b>100</b>	100	Dormant
<b>Subsidiary of Comfort Rubber Gloves Industries Sdn. Bhd.</b>			
Gallant Quality Sdn. Bhd.	<b>100</b>	100	Trading of latex gloves



## 8. TRADE AND OTHER RECEIVABLES

	Note	Group		Company	
		2021 RM	2020 RM	2021 RM	2020 RM
<b>Non-current:</b>					
<b>Non-trade</b>					
Amount owing by a subsidiary	(a)	-	-	<b>84,350,000</b>	87,350,000
<b>Current:</b>					
<b>Trade</b>					
Trade receivables		<b>158,047,522</b>	101,874,792	-	-
Less: impairment loss		-	(1,007,626)	-	-
	(b)	<b>158,047,522</b>	100,867,166	-	-
<b>Non-trade</b>					
Other receivables		<b>21,826</b>	1,732,540	<b>21,826</b>	-
Amount owing by subsidiaries	(c)	-	-	<b>3,742,861</b>	8,026,012
GST refundable		<b>924,996</b>	2,397,215	-	-
Deposits		<b>782,582</b>	1,238,827	<b>107,000</b>	107,000
		<b>1,729,404</b>	5,368,582	<b>3,871,687</b>	8,133,012
Total trade and other receivables (current)		<b>159,776,926</b>	106,235,748	<b>3,871,687</b>	8,133,012
Total trade and other receivables (non-current and current)		<b>159,776,926</b>	106,235,748	<b>88,221,687</b>	95,483,012

- (a) The non-current amount owing by a subsidiary represent advances to subsidiary which are unsecured, subject to interest at 4% (2020: 5%) per annum with annual principal repayment of RM3,000,000 within a period of 31 years commencing from financial year 2019.



## Notes to the Financial Statements (Cont'd)

### 8. TRADE AND OTHER RECEIVABLES (Cont'd)

- (b) Trade receivables are non-interest bearing and the normal trade credit terms range from 30 to 120 days (2020: 30 to 120 days). Other credit terms are assessed and approved on a case-by-case basis.

#### Receivables that are impaired

The Group's trade receivables that are impaired at the reporting date and the reconciliation of movement in the impairment of trade receivables are as follows:

	Group	
	2021 RM	2020 RM
At 1 February 2020/1 February 2019	<b>1,007,626</b>	1,057,028
Reversal of impairment loss	-	(49,402)
Written off	<b>(1,007,626)</b>	-
At 31 January	-	1,007,626

Trade receivables that are individually determined to be credit impaired at the reporting date relate to receivables that are in significant financial difficulties and have defaulted on payments.

The information about the credit exposures are disclosed in Note 31(b)(i) to the financial statements.

- (c) The current amount owing by subsidiaries are unsecured, interest free, repayable on demand and are expected to be settled by cash, except for an amount of RM3,000,000 (2020: RM3,000,000) is subject to interest at 4% (2020: 5%) per annum.

### 9. INVENTORIES

	Group	
	2021 RM	2020 RM
<b>At cost</b>		
Finished goods	<b>54,678,981</b>	18,578,441
Work-in-progress	<b>38,544,087</b>	32,045,205
Raw materials	<b>23,815,489</b>	12,526,546
Packing materials	<b>3,080,216</b>	1,158,052
Chlorination chemicals	<b>62,190</b>	51,336
Treatment plant chemicals	<b>40,498</b>	120,573
	<b>120,221,461</b>	64,480,153

The cost of inventories of the Group recognised as an expense in cost of sales during the financial year was RM346,038,786 (2020: RM285,898,526).



## 10. DERIVATIVE FINANCIAL ASSETS

	Group			
	2021		2020	
	RM Contract/ Notional Amount	RM Assets	RM Contract/ Notional Amount	RM Assets

### Non-hedging derivative:

#### Current

Forward exchange contracts	<b>49,225,983</b>	<b>224,604</b>	13,336,209	289,301
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The Group uses forward exchange contracts to manage some of the foreign currency exposures. These contracts are not designated as cash flow or fair value hedges and are entered into for periods consistent with currency transaction exposure and fair value changes exposure. Such derivatives do not qualify for hedge accounting.

Forward exchange contracts are used to manage the foreign currency exposures arising from the Group's sales denominated in United States Dollar ("USD"). The forward exchange contracts have maturities of less than one year after the end of the reporting period.

During the financial year, the Group recognised a loss of RM64,697 (2020: RM39,897) arising from fair value changes of derivative. The fair value changes are attributable to changes in foreign exchange spot and forward rate. The method and assumptions applied in determining the fair values of derivatives are disclosed in Note 31(c) to the financial statements.

## 11. CASH AND CASH EQUIVALENTS

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
Short term investments	<b>22,582,327</b>	1,943,896	<b>2,078,496</b>	1,024,998
Cash at banks and on hand	<b>101,983,404</b>	32,920,445	<b>1,769,242</b>	6,684,773
	<b>124,565,731</b>	34,864,341	<b>3,847,738</b>	7,709,771

# Notes to the Financial Statements (Cont'd)

## 12. SHARE CAPITAL

	Group and Company			
	Number of ordinary shares		Amount	
	2021 Unit	2020 Unit	2021 RM	2020 RM
<b>Issued and fully paid:</b>				
At 1 February 2020/1 February 2019	<b>582,949,143</b>	561,949,143	<b>142,985,383</b>	131,544,004
Second Tranche Subscription Shares	-	21,000,000	-	11,441,379
At 31 January	<b>582,949,143</b>	582,949,143	<b>142,985,383</b>	142,985,383

Effective from 31 January 2017, the Companies Act 2016 abolished the concept of authorised share capital and par value of share capital.

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

## 13. OTHER RESERVES

	Group and Company	
	2021 RM	2020 RM
Other reserve	<b>11,319,230</b>	11,319,230

Other reserve arising from the excess of the capital reduction over the accumulated losses of the Company in year 2011.

## 14. REVALUATION RESERVE

The revaluation reserve represents the surplus on revaluation of freehold land and buildings of the Group and of the Company and is not available for distribution to the shareholders by way of dividends.

## 15. RETAINED EARNINGS

The Company may distribute dividends of its entire retained earnings under single tier system.



## 16. LOANS AND BORROWINGS

	Group	
	2021 RM	2020 RM
<b>Non-current:</b>		
Term loans	<b>15,551,194</b>	27,494,249
Lease liability	<b>1,015,702</b>	-
	<b>16,566,896</b>	27,494,249
<b>Current:</b>		
Term loans	<b>2,796,000</b>	3,325,650
Bill payables	<b>35,572,125</b>	53,616,269
Lease liability	<b>13,937</b>	-
	<b>38,382,062</b>	56,941,919
<b>Total loans and borrowings:</b>		
Term loans	<b>(a) 18,347,194</b>	30,819,899
Bill payables	<b>(b) 35,572,125</b>	53,616,269
Lease liability	<b>(c) 1,029,639</b>	-
	<b>54,948,958</b>	84,436,168

### (a) Term loan

Term loan of a subsidiary of RM18,347,194 (2020: RM21,143,194) bears interest at 3.45% (2020: 4.82%) per annum and is repayable by monthly principal instalments of RM233,000 together with interest accrued over four years commencing from full release of the term loan and is secured as follows:

- (i) Legal charge over the freehold land and building of a subsidiary as disclosed in Note 5(a) to the financial statements; and
- (ii) Corporate guarantee of the Company.

# Notes to the Financial Statements (Cont'd)

## 16. LOANS AND BORROWINGS (Cont'd)

### (b) Bill payables

The bill payables bear interest at 0.86% to 2.81% (2020: 2.55% to 4.16%) per annum and are secured as follows:

- (i) Legal charge over the freehold land and building of a subsidiary as disclosed in Note 5(a) to the financial statements;
- (ii) Legal charge over the leasehold land of a subsidiary as disclosed in Note 6 to the financial statements; and
- (iii) Corporate guarantee by the Company.

### (c) Lease liability

Future minimum lease payments together with the present value of net minimum lease payments are as follows:

	<b>Group 2021 RM</b>
Minimum lease payments:	
Not later than one year	<b>48,000</b>
Later than one year and not later than five years	<b>212,000</b>
Later than five years	<b>1,167,612</b>
	<b>1,427,612</b>
Less: Future finance charges	<b>(397,973)</b>
	<b>1,029,639</b>
Present value of minimum lease payments	<b>1,029,639</b>
Represented by:	
Current:	
Not later than one year	<b>13,937</b>
Non-current:	
Later than one year and not later than five years	<b>81,852</b>
Later than five years	<b>933,850</b>
	<b>1,029,639</b>



## 17. DEFERRED TAX LIABILITIES

(a) The components and movement of deferred tax liabilities during the financial year are as follows:

	Property, plant and equipment RM	Tax losses RM	Others RM	Total RM
<b>Group</b>				
At 1 February 2019	21,547,486	(5,046,119)	(395,155)	16,106,212
Recognised in profit or loss (Note 25)	5,150,982	3,092,423	(132,528)	8,110,877
At 31 January 2020	26,698,468	(1,953,696)	(527,683)	24,217,089
Recognised in profit or loss (Note 25)	2,082,889	1,953,696	31,338	4,067,923
At 31 January 2021	<b>28,781,357</b>	-	<b>(496,345)</b>	<b>28,285,012</b>
<b>Company</b>				
At 1 February 2019	1,112,358	-	-	1,112,358
Recognised in profit or loss (Note 25)	(62,723)	-	-	(62,723)
At 31 January 2020	1,049,635	-	-	1,049,635
Recognised in profit or loss (Note 25)	(62,723)	-	-	(62,723)
At 31 January 2021	<b>986,912</b>	-	-	<b>986,912</b>

# Notes to the Financial Statements (Cont'd)

## 17. DEFERRED TAX LIABILITIES (Cont'd)

### (b) Unrecognised deferred tax assets

The temporary differences of which no deferred tax assets have been recognised in the statements of financial position are as follows:

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
Unused tax losses	<b>30,264,016</b>	32,237,027	<b>29,615,136</b>	31,608,916
Taxable temporary differences	<b>(1,910,694)</b>	(1,594,933)	<b>(1,886,688)</b>	(1,577,809)
Deductible temporary differences	<b>407,384</b>	407,384	-	-
	<b>28,760,706</b>	31,049,478	<b>27,728,448</b>	30,031,107
Potential net deferred tax assets not recognised at 24%	<b>6,902,569</b>	7,451,875	<b>6,654,828</b>	7,207,466

The availability of unused tax losses for offsetting against future taxable profits of the respective subsidiaries in Malaysia are subject to requirements under the Income Tax Act, 1967 and guidelines issued by the tax authority.

Pursuant to Section 11 of the Finance Act 2018 (Act 812), special provision relating to Section 43 & 44 of Income Tax Act 1967, a time limit has been imposed on the unused tax losses, to be carried forward for a maximum of 7 consecutive years of assessment, this section has effect from the year of assessment 2019 and subsequent year of assessment.

The unused tax losses are available for offset against future taxable profits of the Group which will expire in the following financial years:

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
2025	<b>30,243,247</b>	32,237,027	<b>29,615,136</b>	31,608,916
2026	<b>20,769</b>	-	-	-



## 18. TRADE AND OTHER PAYABLES

	Note	Group		Company	
		2021 RM	2020 RM	2021 RM	2020 RM
<b>Current:</b>					
<b>Trade</b>					
Trade payables	(a)	<b>42,907,065</b>	41,760,000	-	-
<b>Non-trade</b>					
Other payables	(b)	<b>10,150,093</b>	8,387,633	<b>79,447</b>	85,007
Accruals		<b>22,472,273</b>	12,576,786	<b>1,552,334</b>	479,088
		<b>75,529,431</b>	62,724,419	<b>1,631,781</b>	564,095

(a) Trade payables are non-interest bearing and the normal trade credit terms granted to the Group range from 30 days to 90 days (2020: 30 days to 90 days) from the date of invoice.

(b) Other payables are unsecured and non-interest bearing.

For explanations on the Group's and the Company's liquidity risk management processes, refer to Note 31(b)(ii) to the financial statements.

## 19. CONTRACT LIABILITIES

	Group	
	2021 RM	2020 RM
Refund liabilities	<b>1,775,586</b>	922,093
Expected trade discounts	<b>280,979</b>	68,851
Consideration received in advance	<b>23,660,468</b>	-
	<b>25,717,033</b>	990,944

Contract liabilities are recognised for the expected refund to customers on the products returned and expected discounts payable to customers in relation to sales made until the end of the reporting period and advance consideration received from customers.



# Notes to the Financial Statements (Cont'd)

## 19. CONTRACT LIABILITIES (Cont'd)

Significant changes in contract balances:

	Group	
	2021 RM	2020 RM
Revenue recognised that was included in contract liabilities at the beginning of the financial year	<b>990,944</b>	968,979
Increase due to consideration received from customers, but revenue not recognised	<b>(25,717,033)</b>	(990,944)

## 20. REVENUE

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
Sales of latex gloves	<b>946,447,305</b>	510,737,818	-	-
Management fee	-	-	<b>1,200,000</b>	1,200,000
	<b>946,447,305</b>	510,737,818	<b>1,200,000</b>	1,200,000
<b>Timing of revenue recognition:</b>				
At a point in time	<b>946,447,305</b>	510,737,818	<b>1,200,000</b>	1,200,000

# Notes to the Financial Statements (Cont'd)



## 21. OTHER INCOME

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
Gain on disposal of property, plant and equipment	<b>29,608</b>	1,999	-	-
Interest income	<b>610,084</b>	233,437	<b>3,582,377</b>	4,580,441
Miscellaneous income	<b>107,081</b>	213	-	-
Realised gain on foreign exchange	-	464,927	-	-
Rental income	<b>500</b>	-	<b>1,310,000</b>	960,000
Reversal of impairment loss on investment in a subsidiary	-	-	<b>90,299,999</b>	-
	<b>747,273</b>	700,576	<b>95,192,376</b>	5,540,441

## 22. FINANCE COSTS

	Group	
	2021 RM	2020 RM
<b>Interest expense on:</b>		
- bank overdrafts	<b>4,688</b>	80,419
- bill payables	<b>1,657,338</b>	2,371,147
- lease liability	<b>2,842</b>	-
- letter of credit	<b>490</b>	395
- term loans	<b>1,105,203</b>	1,542,164
	<b>2,770,561</b>	3,994,125

# Notes to the Financial Statements (Cont'd)

## 23. PROFIT BEFORE TAX

Other than disclosed elsewhere in the financial statements, the following items have been charged in arriving at profit before tax:

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
<b>After charging/(crediting):</b>				
Auditors' remuneration:				
- Audit fees				
- current year	<b>180,000</b>	203,100	<b>94,000</b>	103,500
- prior year	-	10,500	-	10,000
- Non-audit fees				
- current year	<b>10,000</b>	10,000	<b>10,000</b>	10,000
Bad debt written off	<b>96,816</b>	-	-	-
Depreciation of right-of-use assets	<b>348,963</b>	344,190	-	-
Expenses relating to short-term leases	<b>1,243,775</b>	846,898	-	-
Expenses relating to low-value assets	<b>30,138</b>	-	-	-
Loss on foreign exchange				
- realised	<b>197,446</b>	-	-	-
- unrealised	<b>3,018,000</b>	687,655	-	-
Net fair value loss on derivatives	<b>64,697</b>	39,897	-	-
Property, plant and equipment:				
- depreciation	<b>27,311,685</b>	21,690,334	<b>682,054</b>	614,228
- written off	<b>348,689</b>	8,034	-	-
Reversal of impairment loss on trade receivable	-	(49,402)	-	-
Directors' remuneration (Note 24)	<b>15,323,025</b>	2,770,671	<b>1,297,680</b>	484,455
Staff costs:				
- salaries, wages, bonuses and allowances	<b>63,224,529</b>	49,976,069	<b>1,296,208</b>	920,252
- defined contribution plan	<b>2,196,805</b>	1,633,939	<b>163,600</b>	114,631



## 24. DIRECTORS' REMUNERATION

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
<b>Executive directors:</b>				
Salaries and other emoluments	<b>14,328,058</b>	2,202,047	<b>913,673</b>	203,480
Fees	<b>75,000</b>	75,000	<b>75,000</b>	75,000
Defined contribution plan	<b>688,960</b>	312,324	<b>78,000</b>	24,675
	<b>15,092,018</b>	2,589,371	<b>1,066,673</b>	303,155
<b>Non-executive directors:</b>				
Fees	<b>148,000</b>	148,000	<b>148,000</b>	148,000
Other emoluments	<b>83,007</b>	33,300	<b>83,007</b>	33,300
	<b>231,007</b>	181,300	<b>231,007</b>	181,300
<b>Total directors' remuneration</b>	<b>15,323,025</b>	2,770,671	<b>1,297,680</b>	484,455
<b>Benefit-in-kind</b>	<b>66,089</b>	61,225	<b>40,819</b>	37,275

## 25. INCOME TAX EXPENSE

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
<b>Current income tax</b>				
- current year	<b>(78,993,267)</b>	(74,979)	-	-
- under accrual in prior year	<b>(32,410)</b>	(187,802)	-	-
	<b>(79,025,677)</b>	(262,781)	-	-
<b>Deferred tax (Note 17)</b>				
- current year	<b>(8,566,414)</b>	(8,313,732)	<b>62,723</b>	62,723
- over accrual in prior year	<b>4,498,491</b>	202,855	-	-
	<b>(4,067,923)</b>	(8,110,877)	<b>62,723</b>	62,723
	<b>(83,093,600)</b>	(8,373,658)	<b>62,723</b>	62,723

The income tax is calculated at the Malaysian statutory rate of 24% of the estimated assessable profit for the financial year.

# Notes to the Financial Statements (Cont'd)

## 25. INCOME TAX EXPENSE (Cont'd)

A reconciliation of income tax expense applicable to profit before tax at the statutory income tax rate to income tax expense at the effective income tax rate of the Group and the Company are as follows:

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
Profit before tax	<b>363,316,828</b>	41,555,793	<b>91,864,666</b>	3,963,574
Taxation at applicable statutory tax rate 24%	<b>(87,196,039)</b>	(9,973,390)	<b>(22,047,520)</b>	(951,258)
Tax effects arising from:				
- non-deductible expenses	<b>(3,701,422)</b>	(681,296)	<b>(189,890)</b>	(110,749)
- non-taxable income	<b>2,575,206</b>	990,510	<b>21,684,772</b>	-
- utilisation of previously unrecognised tax losses and capital allowance	<b>549,306</b>	1,062,198	<b>552,638</b>	1,062,007
- crystallisation of deferred tax	<b>213,268</b>	213,267	<b>62,723</b>	62,723
- over accrual in prior year	<b>4,466,081</b>	15,053	-	-
	<b>(83,093,600)</b>	(8,373,658)	<b>62,723</b>	62,723

## 26. EARNINGS PER SHARE

### (a) Basic earnings per ordinary share

Basic earnings per share are based on the profit for the financial year attributable to owners of the Company and the weighted average number of ordinary shares outstanding during the financial year, calculated as follows:

	2021 RM	2020 RM
Profit attributable to owners of the Company	<b>280,223,228</b>	33,182,135
Weighted average number of ordinary shares for basic earnings per share	<b>582,949,143</b>	577,014,896
Basic earnings per ordinary share (sen)	<b>48.07</b>	5.75



## 26. EARNINGS PER SHARE (Cont'd)

### (b) Diluted earnings per ordinary share

Diluted earnings per share are based on the profit for the financial year attributable to owners of the Company and the weighted average number of ordinary shares outstanding during the financial year plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares.

The basic and diluted earnings per ordinary share are equal as the Group has no dilutive potential ordinary share(s).

## 27. DIVIDENDS

Recognised during the financial year:	Company	
	2021 RM	2020 RM
Dividends on ordinary shares:		
- Single tier final dividend for the financial year ended 31 January 2019: 1.50 sen per ordinary shares, paid on 26 September 2019.	-	8,744,238
- First single tier interim dividend for the financial year ended 31 January 2021: 1.50 sen per ordinary shares, paid on 28 August 2020	<b>8,744,238</b>	-
	<b>8,744,238</b>	-

A second single tier interim dividend of 1.50 sen and a special dividend of 3.50 sen per ordinary share, amounting to RM8,744,238 and RM20,403,220 in respect of the financial year ended 31 January 2021 had been approved on 15 March 2021 and paid on 13 April 2021. The financial statements for the current financial year do not reflect the second single tier interim dividend and special dividend. Such dividends will be accounted for in equity as an appropriation of retained earnings in the financial year ending 31 January 2022.

## 28. COMMITMENTS

### (a) Capital commitments

The Group has made commitments for the following capital expenditures:

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
Property, plant and equipment	<b>39,375,221</b>	9,781,032	<b>272,700</b>	-

# Notes to the Financial Statements (Cont'd)

## 28. COMMITMENTS (Cont'd)

### (b) Operating lease commitments – as lessor

The Company leases its freehold land and factory building to its subsidiaries which has lease term of 1 year.

The maturity analysis of the Company's lease payments, showing the undiscounted lease payments to be received after the reporting date are as follows:

	Company	
	2021 RM	2020 RM
- Not later than one year	<u>1,210,000</u>	<u>960,000</u>

## 29. RELATED PARTIES

### (a) Identification of related parties

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

Related parties of the Group include:

- (i) Subsidiaries;
- (ii) Entities in which directors have substantial financial interests; and
- (iii) Key management personnel of the Group's, comprise persons (including directors) having the authority and responsibility for planning, directing and controlling the activities directly or indirectly.



## 29. RELATED PARTIES (Cont'd)

### (b) Significant related party transactions

Significant related party transactions other than disclosed elsewhere in the financial statements are as follows:

	Company	
	2021 RM	2020 RM
<b>Management fee</b>		
- Comfort Rubber Gloves Industries Sdn Bhd	<b>1,200,000</b>	1,200,000
<b>Rental income</b>		
- Comfort Rubber Gloves Industries Sdn Bhd	<b>960,000</b>	960,000
- Gallant Quality Sdn Bhd	<b>350,000</b>	-
<b>Interest income</b>		
- Comfort Rubber Gloves Industries Sdn Bhd	<b>3,494,000</b>	4,517,500

### (c) Compensation of key management personnel

The remuneration of the key management personnel during the financial year are as follows:

	Group		Company	
	2021 RM	2020 RM	2021 RM	2020 RM
Directors' remuneration (Note 24)	<b>15,323,025</b>	2,770,671	<b>1,297,680</b>	484,455
Other key management personnel				
- Short-term employee benefits	<b>216,250</b>	120,680	<b>216,250</b>	120,680
- Post-employment employee benefits	<b>26,483</b>	15,652	<b>26,483</b>	15,652
	<b>15,565,758</b>	2,907,003	<b>1,540,413</b>	620,787



# Notes to the Financial Statements (Cont'd)

## 30. SEGMENT INFORMATION

### General information

The information reported to the Group's chief operating decision maker to make decisions about resources to be allocated and for assessing their performance is based on the business segments of the Group. The Group's operating segments are as follows:

<u>Segments</u>	<u>Products and services</u>
Manufacturing	Manufacturing and trading of latex gloves.
Investment holding	Investment holding and provision of management services.
Trading	Trading of latex gloves.
Others	Dormant.

### Measurement of reportable segments

Segment information is prepared in conformity with the accounting policies adopted for preparing and presenting the consolidated financial statements.

Transactions between reportable segments are measured on the basis that is similar to transactions with third parties.

#### Segment profit

Segment performance is used to measure performance as Group's chief operating decision maker believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Performance is evaluated based on operating profit or loss in the consolidated financial statements.

#### Segment assets

The total of segment asset is measured based on all assets of a segment.

#### Segment liabilities

The total of segment liabilities is measured based on all liabilities of a segment.

### Geographical information

Revenue and non-current assets information on the basis of geographical segments information are based on the geographical location of customers and assets respectively. The amounts of non-current assets do not include financial instruments and deferred tax assets.

# Notes to the Financial Statements (Cont'd)



## 30. SEGMENT INFORMATION (Cont'd)

2021	Manufacturing RM	Investment holding RM	Trading RM	Others RM	Inter-segment eliminations RM	Notes	Total RM
<b>Revenue</b>							
Revenue from external customers	722,001,565	-	224,445,740	-	-		946,447,305
Inter-segment revenue	214,483,303	1,200,000	-	-	(215,683,303)	A	-
<b>Total revenue</b>	<b>936,484,868</b>	<b>1,200,000</b>	<b>224,445,740</b>	<b>-</b>	<b>(215,683,303)</b>		<b>946,447,305</b>
<b>Results</b>							
Interest income	440,050	3,582,377	81,641	16	(3,494,000)		610,084
Interest expense	(6,264,561)	-	-	-	3,494,000		(2,770,561)
Property, plant and equipment: - depreciation	(26,622,679)	(682,054)	(6,952)	-	-		(27,311,685)
- written off	(348,689)	-	-	-	-		(348,689)
Depreciation of right-of-use assets	(348,963)	-	-	-	-		(348,963)
<b>Segment profit/(loss)</b>	<b>357,211,971</b>	<b>91,864,666</b>	<b>4,644,124</b>	<b>(103,934)</b>	<b>(90,299,999)</b>	<b>B</b>	<b>363,316,828</b>
Deferred tax (expense)/income	(4,130,646)	62,723	-	-	-		(4,067,923)
Income tax expense	(77,697,726)	-	(1,327,951)	-	-		(79,025,677)
<b>Profit/(loss) for the financial year</b>	<b>275,383,599</b>	<b>91,927,389</b>	<b>3,316,173</b>	<b>(103,934)</b>	<b>(90,299,999)</b>	<b>B</b>	<b>280,223,228</b>
<b>Assets:</b>							
Additions to non-current assets	123,960,752	5,484,125	-	-	-		129,444,877
Segment assets	748,436,685	286,376,463	85,918,910	143,442	(334,050,235)	C	786,825,265
<b>Liabilities:</b>							
Segment liabilities	283,187,634	2,041,862	76,803,798	245,414	(157,626,214)	D	204,652,494

# Notes to the Financial Statements (Cont'd)

## 30. SEGMENT INFORMATION (Cont'd)

2020	Manufacturing RM	Investment holding RM	Trading RM	Others RM	Inter-segment eliminations RM	Notes	Total RM
<b>Revenue</b>							
Revenue from external customers	474,985,155	-	35,752,663	-	-		510,737,818
Inter-segment revenue	33,170,308	1,200,000	-	-	(34,370,308)	<b>A</b>	-
Total revenue	508,155,463	1,200,000	35,752,663	-	(34,370,308)		510,737,818
<b>Results</b>							
Interest income	159,343	4,580,441	11,153	-	(4,517,500)		233,437
Interest expense	(8,511,625)	-	-	-	4,517,500		(3,994,125)
Property, plant and equipment:							
- depreciation	(21,069,154)	(614,228)	(6,952)	-	-		(21,690,334)
- written off	(8,034)	-	-	-	-		(8,034)
Depreciation of right-of-use asset	(344,190)	-	-	-	-		(344,190)
Segment profit/(loss)	37,383,064	3,963,574	303,595	(94,440)	-	<b>B</b>	41,555,793
Deferred tax (expense)/income	(8,173,600)	62,723	-	-	-	<b>A</b>	(8,110,877)
Income tax expense	(45,477)	-	(216,145)	(1,159)	-		(262,781)
Profit/(loss) for the financial year	29,163,987	4,026,297	87,450	(95,599)	-	<b>B</b>	33,182,135
<b>Assets:</b>							
Additions to non-current assets	56,376,822	-	-	-	-		56,376,822
Segment assets	455,631,160	202,765,181	13,572,349	94,971	(189,001,260)	<b>C</b>	483,062,401
<b>Liabilities:</b>							
Segment liabilities	265,765,708	1,613,731	7,773,411	93,009	(102,877,239)	<b>D</b>	172,368,620



## 30. SEGMENT INFORMATION (Cont'd)

**Note**      **Nature of eliminations to arrive at amounts reported in the consolidated financial statements.**

- A      Inter-segment revenues are eliminated on consolidation;
- B      Inter-segment expenses and other operating income are eliminated on consolidation;
- C      Inter-segment assets are eliminated on consolidation; and
- D      Inter-segment liabilities are eliminated on consolidation.

### Geographical information

	Revenue RM	Non-current assets RM
<b>2021</b>		
Malaysia	<b>388,397,644</b>	<b>372,834,551</b>
United States of America and Canada	<b>219,521,168</b>	-
Asia (excluding Malaysia)	<b>241,889,598</b>	-
Europe	<b>73,381,589</b>	-
Others	<b>23,257,306</b>	-
	<b>946,447,305</b>	<b>372,834,551</b>
<b>2020</b>		
Malaysia	203,073,027	270,680,105
United States of America and Canada	105,235,367	-
Asia (excluding Malaysia)	173,389,080	-
Europe	23,191,416	-
Others	5,848,928	-
	510,737,818	270,680,105

# Notes to the Financial Statements (Cont'd)

## 30. SEGMENT INFORMATION (Cont'd)

### Major customers

Major customers' information are revenues from transactions with a single external customer amounting to 10% or more of the Group's revenue. A group of entities known to a reporting entity to be under common control shall be considered a single customer.

The following are major customers with revenue equal or more than 10% of the Group's total revenue:

	Revenue		Segment
	2021 RM	2020 RM	
Customer A	<b>189,465,518</b>	182,048,120	Manufacturing
	<b>85,247,854</b>	2,479,025	Trading
	<b>274,713,372</b>	184,527,145	
Customer B	<b>84,910,943</b>	87,077,269	Manufacturing

## 31. FINANCIAL INSTRUMENTS

### (a) Categories of financial instruments

The following table analyses the financial instruments in the statements of financial position by the classes of financial instruments to which they are assigned:

- (i) Amortised cost ("AC")
- (ii) Fair value through profit or loss ("FVPL")

	Carrying amount RM	AC RM	FVPL RM
<b>At 31 January 2021</b>			
<b>Financial assets</b>			
<b>Group</b>			
Trade and other receivables*	<b>158,851,930</b>	<b>158,851,930</b>	-
Derivative financial assets	<b>224,604</b>	-	<b>224,604</b>
Cash and cash equivalents	<b>124,565,731</b>	<b>124,565,731</b>	-
	<b>283,642,265</b>	<b>283,417,661</b>	<b>224,604</b>
<b>Company</b>			
Other receivables	<b>88,221,687</b>	<b>88,221,687</b>	-
Cash and cash equivalents	<b>3,847,738</b>	<b>3,847,738</b>	-
	<b>92,069,425</b>	<b>92,069,425</b>	-

\* Exclude GST refundable

# Notes to the Financial Statements (Cont'd)



## 31. FINANCIAL INSTRUMENTS (Cont'd)

### (a) Categories of financial instruments (Cont'd)

	Carrying amount RM	AC RM	FVPL RM
<b>At 31 January 2021</b>			
<b>Financial Liabilities</b>			
<b>Group</b>			
Loans and borrowings	(54,948,958)	(54,948,958)	-
Trade and other payables	(75,529,431)	(75,529,431)	-
	<b>(130,478,389)</b>	<b>(130,478,389)</b>	-
<b>Company</b>			
Other payables	(1,631,781)	(1,631,781)	-
<b>At 31 January 2020</b>			
<b>Financial assets</b>			
<b>Group</b>			
Trade and other receivables*	103,838,533	103,838,533	-
Derivatives financial assets	289,301	-	289,301
Cash and cash equivalents	34,864,341	34,864,341	-
	<b>138,992,175</b>	<b>138,702,874</b>	<b>289,301</b>
<b>Company</b>			
Other receivables*	95,483,012	95,483,012	-
Cash and cash equivalents	7,709,771	7,709,771	-
	<b>103,192,783</b>	<b>103,192,783</b>	-
<b>Financial liabilities</b>			
<b>Group</b>			
Loans and borrowings	(84,436,168)	(84,436,168)	-
Trade and other payables	(62,724,419)	(62,724,419)	-
	<b>(147,160,587)</b>	<b>(147,160,587)</b>	-
<b>Company</b>			
Other payables	(564,095)	(564,095)	-

\* Exclude GST refundable

# Notes to the Financial Statements (Cont'd)

## 31. FINANCIAL INSTRUMENTS (Cont'd)

### (b) Financial risk management

The Group's and the Company's activities are exposed to a variety of financial risks arising from their operations and the use of financial instruments. The key financial risks include credit risk, liquidity risk, interest rate risk, foreign currency risk and market price risk. The Group's and the Company's overall financial risk management objective is to optimise value for their shareholders. The Group and the Company do not trade in financial instruments.

The Board of Directors reviews and agrees to policies and procedures for the management of these risks, which are executed by the Group's senior management. The Audit Committee provides independent oversight to the effectiveness of the risk management process.

### (i) Credit risk

Credit risk is the risk of financial loss to the Group and the Company that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group and the Company are exposed to credit risk from its operating activities (primarily trade and other receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments. The Group and the Company have a credit policy in place and the exposure to credit risk is managed through the application of credit approvals, credit limits and monitoring procedures.

#### Trade receivables

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

The carrying amount of trade receivables are not secured by any collateral or supported by any other credit enhancements. In determining the recoverability of these receivables, the Group and the Company consider any change in the credit quality of the receivables from the date the credit was initially granted up to the reporting date. The Group and the Company have adopted a policy of dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults.

# Notes to the Financial Statements (Cont'd)



## 31. FINANCIAL INSTRUMENTS (Cont'd)

### (b) Financial risk management (Cont'd)

#### (i) Credit risk (Cont'd)

##### Credit risk concentration profile

The Group determines concentrations of credit risk by monitoring the country profile of its trade receivables on an ongoing basis. The credit risk concentration profile of the Group's trade receivables at the reporting date are as follows:

By country:	2021		Group		2020	
	RM	% of total	RM	% of total	RM	% of total
Malaysia	<b>44,767,602</b>	<b>29%</b>	48,094,827	48%		
United States of America and Canada	<b>70,037,785</b>	<b>44%</b>	19,427,526	19%		
Asia (excluding Malaysia)	<b>26,552,268</b>	<b>17%</b>	28,116,291	28%		
Europe	<b>13,123,553</b>	<b>8%</b>	2,456,225	2%		
Others	<b>3,566,314</b>	<b>2%</b>	2,772,297	3%		
	<b>158,047,522</b>	<b>100%</b>	<b>100,867,166</b>	<b>100%</b>		

The Group applies the simplified approach to provide for expected credit losses prescribed by MFRS 9 *Financial Instruments*, which permits the use of the lifetime expected loss provision for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The expected credit losses also incorporate forward looking information.



# Notes to the Financial Statements (Cont'd)

## 31. FINANCIAL INSTRUMENTS (Cont'd)

### (b) Financial risk management (Cont'd)

#### (i) Credit risk (Cont'd)

##### Trade receivables (Cont'd)

The information about the credit risk exposure on the Group's trade receivables using provision matrix are as follows:

Group	Current	1 - 30 days past due	31 - 60 days past due	61 - 90 days past due	> 90 days past due	Total
<b>At 31 January 2021</b>						
Expected credit loss rate	0%	0%	0%	0%	0%	0%
Gross carrying amount at default rate (RM)	136,368,563	20,623,924	998,146	-	56,889	158,047,522
Impairment losses	-	-	-	-	-	-
<b>At 31 January 2020</b>						
Expected credit loss rate	0%	0%	0%	0%	0% - 100%	0% - 100%
Gross carrying amount at default rate (RM)	74,009,907	19,420,682	2,072,540	446,661	5,925,002	101,874,792
Impairment losses	-	-	-	-	(1,007,626)	(1,007,626)



## 31. FINANCIAL INSTRUMENTS (Cont'd)

### (b) Financial risk management (Cont'd)

#### (i) Credit risk (Cont'd)

##### **Other receivables and other financial assets**

For other receivables and other financial assets (including cash and cash equivalents and derivatives), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties. At the reporting date, the Group's and the Company's maximum exposure to credit risk arising from other receivables and other financial assets is represented by the carrying amount of each class of financial assets recognised in the statements of financial position.

The Group and the Company consider the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group and the Company compare the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information.

Some intercompany loans between entities within the Group are repayable on demand. For loans that are repayable on demand, expected credit losses are assessed based on the assumption that repayment of the loan is demanded at the reporting date. If the borrower does not have sufficient highly liquid resources when the loan is demanded, the Group and the Company will consider the expected manner of recovery and recovery period of the intercompany loan.

As at the end of the reporting date, the Group and the Company did not recognise any loss allowance for impairment for other receivables and other financial assets. Refer to Note 3.12(a) to the financial statements for the Group's and the Company's other accounting policies for impairment of financial assets.

##### **Financial guarantee contracts**

The Company is exposed to credit risk in relation the financial guarantees given to banks in respect of credit facilities granted to a subsidiary. The Company monitors the results of the subsidiary and its repayment on an on-going basis. The maximum exposure to credit risks amounts to RM214,650,000 (2020: RM186,980,500) representing the maximum amount the Company could pay if the guarantee is called on as disclosed in Note 31(b)(ii) to the financial statements. As at the reporting date, there was no indication that the subsidiary would default on repayment.

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

# Notes to the Financial Statements (Cont'd)

## 31. FINANCIAL INSTRUMENTS (Cont'd)

### (b) Financial risk management (Cont'd)

#### (ii) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations when they fall due. The Group's and the Company's exposure to liquidity risk arise primarily from mismatches of the maturities between financial assets and liabilities. The Group's and the Company's exposure to liquidity risk arise principally from trade and other payables, loans and borrowings.

The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by facilities. The Group and the Company maintain sufficient liquidity and available funds to meet daily cash needs, while maintaining controls and security over cash movements. The Group and the Company use a series of processes to obtain maximum benefits from its flow of funds, such that they are efficiently managed to maximise income from investment and minimise cost on borrowed funds. The Group's and the Company's treasury department also ensure that there are sufficient unutilised stand-by facilities, funding and liquid assets available to meet both short-term and long-term funding requirements.



## 31. FINANCIAL INSTRUMENTS (Cont'd)

### (b) Financial risk management (Cont'd)

#### (ii) Liquidity risk (Cont'd)

##### Maturity analysis

The maturity analysis of the Group's and the Company's financial liabilities by their relevant maturity at the reporting date are based on contractual undiscounted repayment obligations are as follows:

Group	Contractual cash flows				Total RM
	Carrying amount RM	On demand or within 1 year RM	Between 1 and 5 years RM	More than 5 years RM	
<b>At 31 January 2021</b>					
<b>Financial liabilities</b>					
Loans and borrowings					
- Term loan	18,347,194	3,384,401	16,251,510	-	19,635,911
- Bill payables	35,572,125	35,572,125	-	-	35,572,125
- Lease liability	1,029,639	48,000	212,000	1,167,612	1,427,612
Trade and other payables	75,529,431	75,529,431	-	-	75,529,431
	<b>130,478,389</b>	<b>114,533,957</b>	<b>16,463,510</b>	<b>1,167,612</b>	<b>132,165,079</b>
<b>At 31 January 2020</b>					
<b>Financial liabilities</b>					
Loans and borrowings					
- Term loans	30,819,899	4,702,042	23,938,730	8,208,177	36,848,949
- Bill payables	53,616,269	53,616,269	-	-	53,616,269
Trade and other payables	62,724,419	62,724,419	-	-	62,724,419
	<b>147,160,587</b>	<b>121,042,730</b>	<b>23,938,730</b>	<b>8,208,177</b>	<b>153,189,637</b>

# Notes to the Financial Statements (Cont'd)

## 31. FINANCIAL INSTRUMENTS (Cont'd)

- (b) **Financial risk management** (Cont'd)  
 (ii) **Liquidity risk** (Cont'd)

### Maturity analysis (Cont'd)

The maturity analysis of the Group's and the Company's financial liabilities by their relevant maturity at the reporting date are based on contractual undiscounted repayment obligations are as follows (Cont'd):

Company	Contractual cash flows				Total RM
	Carrying amount RM	On demand or within 1 year RM	Between 1 and 5 years RM	More than 5 years RM	
<b>At 31 January 2021</b>					
<b>Financial liabilities</b>					
Other payables	1,631,781	1,631,781	-	-	1,631,781
Financial guarantee contracts <sup>#</sup>	-	214,650,000	-	-	214,650,000
	<b>1,631,781</b>	<b>216,281,781</b>	<b>-</b>	<b>-</b>	<b>216,281,781</b>
<b>At 31 January 2020</b>					
<b>Financial liabilities</b>					
Other payables	564,095	564,095	-	-	564,095
Financial guarantee contracts <sup>#</sup>	-	186,980,500	-	-	186,980,500
	<b>564,095</b>	<b>187,544,595</b>	<b>-</b>	<b>-</b>	<b>187,544,595</b>

<sup>#</sup> The Company has given corporate guarantee to financial institutions on credit facilities granted to a subsidiary. The potential exposure of the financial guarantee contract is equivalent to the amount of the banking facilities of the said subsidiary.



## 31. FINANCIAL INSTRUMENTS (Cont'd)

### (b) Financial risk management (Cont'd)

#### (iii) Interest rate risk

Interest rate risk is the risk of fluctuation in fair value or future cash flows of the Group's financial instruments as a result of changes in market interest rates. The Group's exposure to interest rate risk arises primarily from their long-term loans and borrowings with floating interest rates.

The Group is presently enjoying competitive interest rates which are reviewed and negotiated on a yearly basis.

#### Sensitivity analysis for interest rate risk

The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant on the Group's total equity and profit for the financial year.

Group	Change in basis point	Effect on profit for the financial year RM	Effect on equity RM
31 January 2021	+100	409,787	409,787
	-100	(409,787)	(409,787)
31 January 2020	+100	641,715	641,715
	-100	(641,715)	(641,715)

#### (iv) Foreign currency risk

Foreign currency risk is the risk of fluctuation in fair value or future cash flows of a financial instrument as a result of changes in foreign exchange rates. The Group's and the Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's and the Company's operating activities (when sales, purchases and borrowings that are denominated in a foreign currency).

Management has set up a policy that requires all companies within the Group and the Company to manage their treasury activities and exposures. The Group's and the Company's policy is to hedge all material foreign currency exposures arising from its transactions and balances using derivative instruments that have maturity periods that match the corresponding maturity periods of the hedged items. In addition, the Group and the Company also takes advantage of any natural effects of its foreign currencies revenues and expenses by maintaining current accounts in foreign currencies.

# Notes to the Financial Statements (Cont'd)

## 31. FINANCIAL INSTRUMENTS (Cont'd)

### (b) Financial risk management (Cont'd)

#### (iv) Foreign currency risk (Cont'd)

The Group's exposure to foreign currency risks, based on carrying amounts as at the reporting date are as follows:

	Group	
	2021 RM	2020 RM
<b>Financial assets and liabilities not held in functional currency</b>		
<u>United States Dollar</u>		
Trade receivables	144,026,651	52,772,339
Cash and cash equivalents	49,096,598	11,098,318
Loans and borrowings	(23,194,250)	(28,667,658)
Trade and other payables	(11,995,676)	(14,554,670)
	<b>157,933,323</b>	<b>20,648,329</b>

#### Sensitivity analysis for foreign currency risk

The Group's principal foreign currency exposures relates mainly to United States Dollar ("USD").

The following table demonstrates the sensitivity to a reasonably possible change in the USD, with all other variables held constant on the Group's total equity and profit for the financial year.

Group	Change in rate %	Effect on profit for the financial year RM	Effect on equity RM
<b>31 January 2021</b>			
- USD	+ 1%	1,200,293	1,200,293
	- 1%	(1,200,293)	(1,200,293)
<b>31 January 2020</b>			
- USD	+ 1%	156,927	156,927
	- 1%	(156,927)	(156,927)

#### (v) Market price risk

Market price risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market prices (other than interest or exchange rates).

The Group does not have exposure to market price risk as at the reporting date.



## 31. FINANCIAL INSTRUMENTS (Cont'd)

### (c) Fair value measurement

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

The fair value of long term portion of the loans approximate to their carrying amount as it is a floating rate instruments.

#### Derivatives

Forward exchange contracts are valued using a valuation technique with market observable inputs. The most frequently applied valuation techniques include forward pricing, using present value calculations. The model incorporates various inputs including the credit quality of counterparties, foreign exchange spot and forward rates.

## 32. CAPITAL MANAGEMENT

The primary objective of the Group's capital management is to ensure that it maintains a strong capital base and safeguard the Group's ability to continue as a going concern, so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Group manages its capital structure by monitoring the capital and net debt on an ongoing basis.

No changes were made in the objectives, policies and processes during the financial years ended 31 January 2021 and 31 January 2020.

		Group	
	Note	2021 RM	2020 RM
Loans and borrowings	16	54,948,958	84,436,168
Trade and other payables	18	75,529,431	62,724,419
Total debts		130,478,389	147,160,587
Less: Cash and cash equivalents	11	(124,565,731)	(34,864,341)
Net debt		5,912,658	112,296,246
Total equity attributable to the owners of the Company		582,172,771	310,693,781
Capital and net debts		588,085,429	422,990,027
Gearing ratio		1%	27%

The Group is required to comply with the disclosure and necessary capital requirements as prescribed in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.



# Notes to the Financial Statements (Cont'd)

## 33. SIGNIFICANT EVENTS DURING AND SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

### (a) Acquisition of land

On 27 November 2019, Comfort Rubber Gloves Industries Sdn. Bhd., a wholly owned subsidiary of the Company, has entered into a Sale and Purchase Agreement ("SPA") with the Director of the Company, Mr. Cheang Phoy Ken for the purchase of two plots of land for a total cash consideration of RM1,900,000 ("the Proposed Acquisition").

The acquisition was completed on 23 March 2020 in accordance with the terms and conditions of the SPA.

### (b) COVID-19 pandemic

On 11 March 2020, the World Health Organisation declared the Coronavirus ("COVID-19") outbreak as a pandemic in recognition of its rapid spread across the globe. On 16 March 2020, the Malaysian Government has imposed the Movement Control Order ("MCO") starting from 18 March 2020 to curb the spread of the COVID-19 outbreak in Malaysia. The COVID-19 outbreak also resulted in travel restriction, lockdown social distancing and other precautionary measures imposed in various countries.

The Group and the Company have performed assessments on the overall impact of the situation on the Group's and the Company's operations and financial implications, including the recoverability of the carrying amount of assets and subsequent measurement of assets and liabilities, and concluded that there was no material adverse effect on the financial statements for the financial year ended 31 January 2021.

Given the fluidity of the situation, the Group and the Company are unable to reasonably estimate the complete financial impacts of COVID-19 pandemic for the financial year ending 31 January 2022 to be disclosed in the financial statements as impact assessment of the COVID-19 pandemic is a continuing process. The Group and the Company will continuously monitor any material changes to future economic conditions that will affect the Group and the Company.

### (c) Proposed bonus issue and employees' share scheme

On 12 April 2021, the Company announced to undertake the following proposals:

- (i) proposed bonus issue of up to 174,132,912 new warrants in CGB on the basis of 3 Warrants for every 10 existing shares in the Company held on an entitlement date to be determined and announced later; and
- (ii) proposed establishment of an employees' share scheme of up to 15% of the total number of issued shares of the Company (excluding treasury shares, if any) at any point in time during the duration of the scheme for eligible Directors and employees of CGB and its subsidiaries.

# Statement by Directors

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



We, **LAU JOO YONG** and **LAU JOO PERN**, being two of the directors of Comfort Gloves Berhad, do hereby state that in the opinion of the directors, the accompanying financial statements set out on pages 49 to 128 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 January 2021 and of their financial performance and cash flows for the financial year then ended.

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

.....  
**LAU JOO YONG**

Director

.....  
**LAU JOO PERN**

Director

Date: 18 May 2021

# Statutory Declaration

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

I, **CHOONG CHOON KEAT**, being the officer primarily responsible for the financial management of Comfort Gloves Berhad, do solemnly and sincerely declare that to the best of my knowledge and belief, the accompanying financial statements set out on pages 49 to 128 are correct, and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

.....  
**CHOONG CHOON KEAT**  
MIA Membership No. 30250

Subscribed and solemnly declared by the abovenamed at Taiping in the State of Perak Darul Ridzuan on 18 May 2021.

Before me,

.....  
Commissioner for Oaths  
**TOON HOON ENG**  
**A218**

# Independent Auditors' Report

To the Members of Comfort Gloves Berhad (Incorporated in Malaysia)



## Report on the Audit of the Financial Statements

### Opinion

We have audited the financial statements of Comfort Gloves Berhad, which comprise the statements of financial position as at 31 January 2021 of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 49 to 128.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 January 2021, and of their financial performance and cash flows for the financial year then ended in accordance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

### Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Group and of the Company in accordance with the *By-Laws (on Professional Ethics, Conduct and Practice)* of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matters

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

### Group

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#### Trade receivables (Note 4(a) and 8 to the financial statements)

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As at 31 January 2021, the Group has significant trade receivables with a carrying amount of RM158,047,522.

The impairment provisions for trade receivables are based on assumptions about risk of default and expected loss rate. The Group uses judgement in making these assumptions and selecting inputs to the impairment calculation, based on the Group's past history and forward-looking estimates at the end of each reporting period.

The Group uses a provision matrix to calculate expected credit losses for trade receivables. The provision rates depend on the number of days that a trade receivable is past due. The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

# Independent Auditors' Report (Cont'd)

To the Members of Comfort Gloves Berhad (Incorporated in Malaysia)

## Key Audit Matters (Cont'd)

### Group (Cont'd)

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#### Trade receivables (Note 4(a) and 8 to the financial statements) (Cont'd)

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The assessment of the correlation between historical observed default rates, forward-looking estimates and expected credit losses is a significant estimate. The amount of expected credit loss is sensitive to changes in circumstances and of forecast economic conditions over the expected lives of trade receivables. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

#### Our audit response:

Our audit procedures included, among others:

- understanding the design and implementation of controls associated with monitoring of outstanding receivables and impairment calculation;
- understanding of significant credit exposures which were significantly overdue or deemed to be in default through analysis of ageing reports and other collection reports prepared by management;
- obtaining confirmation of balances from selected receivables;
- reviewing subsequent receipts and considering the level of activity with the customer and management explanation on recoverability with significantly past due balances; and
- reviewing provision matrix and checking the mathematical computation of the expected credit loss as at end of the reporting period.

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#### Inventories (Note 4(b) and 9 to the financial statements)

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As at 31 January 2021, the carrying amount of inventories held by the Group is RM120,221,461.

The cost of inventories comprise the cost of purchase of raw materials, direct labour, plus conversion costs such as variable and fixed overheads. The cost allocation process involves multiple inputs and management's judgement is required to estimate the cost of finished goods and work-in-progress which comprise the cost of raw materials, direct labour, other direct costs, and the appropriate allocation of overheads based on normal operating capacity.

The Group write down their obsolete or slow moving inventories based on the assessment of their estimated net selling price. Inventories are written down when events or changes in circumstances indicate that the carrying amounts may not be recoverable. Where expectations differ from the original estimates, the differences will impact the carrying amount of inventories.

#### Our audit response:

Our audit procedures included, among others:

- obtaining an understanding of the inventories valuation policy and its related processes in allocating, recording and computing the cost of inventories;
- reviewing the computation of inventory costing which includes costs of raw materials, direct labour, other direct costs, and other incidental costs incurred in bringing the inventories to their present location and condition;
- observing year end physical inventory count to examine physical existence and condition of the finished goods and raw materials;
- checking the mathematical accuracy of the inventory valuation; and
- reviewing management's assessment on the net realisable value of inventories.

# Independent Auditors' Report (Cont'd)

To the Members of Comfort Gloves Berhad (Incorporated in Malaysia)



## Key Audit Matters (Cont'd)

### Group and Company

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#### Fair value of freehold land and buildings (Note 4(c) and 5 to the financial statements)

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As at 31 January 2021, the carrying amount of freehold land and buildings carried at valuation held by the Group and the Company are RM82,205,752 and RM18,008,357 respectively.

Certain land and buildings were subject to a valuation during the financial year. The estimated fair values of the freehold land and buildings are arrived based on the market valuation performed by an external independent valuer and the directors' best estimation, using the cost approach method and the sales comparison method. We focused on this area because the valuation requires significant judgement in determining the appropriate valuation methods and the key assumptions used in the valuations.

#### Our audit response:

Our audit procedures included, among others:

- evaluating the competence, capabilities and objectivity of the external valuers which included consideration of their qualifications and experience;
- reading the valuation report and discussed with external valuers on their valuation approach and the significant judgements made;
- assessing the valuation approach used and appropriateness of the key assumptions based on our knowledge of the property industry; and
- testing the mathematical accuracy and key input data used in the assessment.

### Information Other than the Financial Statements and Auditors' Report Thereon

The directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon.

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

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

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

# Independent Auditors' Report (Cont'd)

To the Members of Comfort Gloves Berhad (Incorporated in Malaysia)

## Responsibilities of the Directors for the Financial Statements

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

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

The directors of the Company are responsible for overseeing the Group's financial reporting process.

## Auditors' Responsibilities for the Audit of the Financial Statements

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

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

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

# Independent Auditors' Report (Cont'd)

To the Members of Comfort Gloves Berhad (Incorporated in Malaysia)



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

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

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

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

## Other Matters

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

Baker Tilly Monteiro Heng PLT  
201906000600 (LLP0019411-LCA) & AF 0117  
Chartered Accountants

Heng Fu Joe  
No. 02966/11/2022 J  
Chartered Accountant

Kuala Lumpur

Date: 18 May 2021



# List of Properties Held

At 31 January 2021

Location	Tenure	Area (Hectares)	Year Lease Expiry	Description/ Existing Use	Net Book /Revalued Value (RM)	Age of Building ( Years )	Year of Acquisition
<b>PERAK DARUL RIDZUAN</b>							
G.M. 530, Lot No. 821 Mukim Jebong District Larut & Matang Perak	Freehold	2.26	-	Single storey factory building with an adjacent double-storey office/factor building currently used for production of powdered natural rubber gloves	14,677,117	25	1993
GM 1723, Lot No. 6858 Jebong District Larut & Matang Perak	Freehold	2.46	-	Three storey factory building and warehouse use	18,670,278	8	1999
				Single storey factory building occupied for offline chlorination processes	1,250,611		
G.M. 1461, Lot No. 1874 Simpang Mukim Asam Kumbang Larut & Matang, Perak	Freehold	2.43	-	Double storey detached office block with an annexed single storey factory building currently used for production of gloves	18,013,664	20	2010
GM 1725, Lot No. 6860, Jebong District Larut & Matang Perak	Freehold	3.4	-	Single storey factory building with an adjacent double-storey office/factory building currently used for production of gloves	23,187,283	1	2015
				Building occupied for chemical store	60,937		

## List of Properties Held (Cont'd)

At 31 January 2021



Location	Tenure	Area (Hectares)	Year Lease Expiry	Description/ Existing Use	Net Book /Revalued Value (RM)	Age of Building ( Years )	Year of Acquisition
GM 1726, Lot No. 6861, Jebong District Larut & Matang, Perak	Freehold	0.55	-	Industrial land	1,079,286	-	2015
PN00271977, Lot No. 312712, Mukim Sungai Terap Kinta, Perak.	Leasehold for 54 years	15.75	2058	Industrial land	12,987,870	-	2018
Geran 80472, Lot No. 1244, Mukim Sungai Limau, Daerah Larut & Matang, Perak.	Freehold	1.582	-	Hostel building	1,647,974	-	2020
Geran 80519, Lot No. 1291, Mukim Sungai Limau, Daerah Larut & Matang, Perak.	Freehold	1.875	-	Former Warehouse and hostel building	3,623,909	-	2020

# Statistics on Shareholdings

as at 30 April 2021

## Analysis of Shareholdings

Size of Shareholdings	No. of Shareholders	% of Shareholders	No. of Shares	% of Issued Share Capital
Less than 100	387	1.31	11,250	0.00
100 - 1,000	8,679	29.32	5,815,873	1.00
1,001 - 10,000	15,871	53.62	69,121,379	11.86
10,001 - 100,000	4,271	14.43	121,377,426	20.82
100,001 - 29,147,456 (*)	388	1.31	284,123,215	48.74
29,147,457 And Above (**)	1	0.00	102,500,000	17.58
<b>Total</b>	<b>29,597</b>	<b>100.00</b>	<b>582,949,143</b>	<b>100.00</b>

Note: \* - Less than 5% of issued holdings

\*\* - 5% and above of issued holdings

## Directors' Shareholdings

No.	Name of Directors	Direct Interest (A)	%	Indirect Interest (B)	%	Total Interest (A+B)	%
1	Dato' Lau Eng Guang	34,507,000	5.919	*#127,900,050	21.940	162,407,050	27.860
2	Lau Joo Yong	-	-	-	-	-	-
3	Lau Joo Pern	-	-	-	-	-	-
4	Ng Seik Wah	-	-	-	-	-	-
5	Khoo Chie Yuan	-	-	-	-	-	-
6	Lum Dick Son	-	-	-	-	-	-

Note: \* Deemed interested by virtue of his spouse's and children's shareholdings in CGB.

# Deemed interested by virtue of his shareholdings in Keen Setup Sdn. Bhd.

## Substantial Shareholdings

According to the Register of Substantial Shareholders required to be kept under Section 144 of the Companies Act 2016, the following are the substantial shareholders of the Company:

No.	Name of Substantial Shareholders	Direct Interest (A)	%	Indirect Interest (B)	%	Total Interest (A+B)	%
1	Keen Setup Sdn Bhd	104,000,000	17.840	-	-	104,000,000	17.840
2	Dato' Lau Eng Guang	34,507,000	5.919	*#127,900,050	21.940	162,407,050	27.860
3	Datin Goh Kim Kooi	175,000	0.030	#104,000,000	17.840	104,175,000	17.870

Note: \* Deemed interested by virtue of his spouse's and children's shareholdings in CGB.

# Deemed interested by virtue of his/her shareholdings in Keen Setup Sdn. Bhd.

# List of Top 30 Holders

as at 30 April 2021



NO.	NAME	INVESTOR ID / OLD INVESTOR ID	HOLDINGS	%
1	CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB FOR KEEN SETUP SDN BHD (PB)	265449P	102,500,000	17.58
2	LAU ENG GUANG	550221-01-5211 8163866	21,000,000	3.60
3	CHEANG POH CHEE	611015-07-5164	16,695,550	2.86
4	LAU GEOK HONG	801009-14-6162	14,959,050	2.57
5	MELATI ANGSANA SDN BHD	701618A	12,500,000	2.14
6	PANDUAN JITU SDN BHD	326792K	12,500,000	2.14
7	WARISAN DIPRIMA SDN BHD	687533T	12,500,000	2.14
8	HSBC NOMINEES (ASING) SDN BHD EXEMPT AN FOR CREDIT SUISSE (SG BR-TST-ASING)	4381U	7,798,750	1.34
9	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LAU ENG GUANG	258939H	7,727,000	1.33
10	IMPIAN SEMARAK SDN BHD	343405A	6,120,000	1.05
11	DB (MALAYSIA) NOMINEE (TEMPATAN) SENDIRIAN BERHAD DEUTSCHE TRUSTEES MALAYSIA BERHAD FOR EASTSPRING INVESTMENTSMALL-CAP FUND	66878U	5,577,500	0.96
12	KENANGA INVESTMENT BANK BERHAD IVT (EDSP-NAGA 8-DO)	15678H	5,499,500	0.94
13	LAU JOO HAN	750204-01-6219 A3043104	5,275,000	0.90
14	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LAU JOO KIEN BRIAN	16778M	5,100,000	0.87
15	CITIGROUP NOMINEES (TEMPATAN) SDN BHD EMPLOYEES PROVIDENT FUND BOARD (AMUNDI)	199301012273	4,358,900	0.75
16	CIMSEC NOMINEES (ASING) SDN BHD CIMB FOR SEAN KAR SENG CHEANG (PB)	265422M	4,333,000	0.74
17	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LAU ENG GUANG	16778M	4,180,000	0.72
18	AMANAHRAYA TRUSTEES BERHAD PUBLIC ISLAMIC SELECT TREASURES FUND	200701008892	4,173,000	0.72
19	UOB KAY HIAN NOMINEES (ASING) SDN BHD EXEMPT AN FOR UOB KAY HIAN PTE LTD ( A/C CLIENTS )	262422A	4,076,018	0.70
20	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LAU JOO KIEN BRIAN	258939H	3,666,000	0.63

## List of Top 30 Holders (Cont'd)

as at 30 April 2021

NO.	NAME	INVESTOR ID / OLD INVESTOR ID	HOLDINGS	%
21	DB (MALAYSIA) NOMINEE (ASING) SDN BHD SSBT FUND TCT9 FOR CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM	317329W	3,542,400	0.61
22	DB (MALAYSIA) NOMINEE (ASING) SDN BHD THE BANK OF NEW YORK MELLON FOR FLORIDA RETIREMENT SYSTEM	317329W	3,097,500	0.53
23	SEOW HOON HIN	410915-04-5007 3329622	3,078,800	0.53
24	CARTABAN NOMINEES (TEMPATAN) SDN BHD PAMB FOR PRULINK EQUITY FUND	263368K	2,565,800	0.44
25	COMFORT GLOVES BERHAD SHARE BUY BACK ACCOUNT	00852D	2,506,100	0.43
26	CITIGROUP NOMINEES (TEMPATAN) SDN BHD UBS AG SINGAPORE FOR NORMAH BINTI MOHAMAD ARIP	199301012273	2,488,300	0.43
27	AMANAHRAYA TRUSTEES BERHAD PUBLIC STRATEGIC SMALLCAP FUND	200701008892	2,050,000	0.35
28	CARTABAN NOMINEES (ASING) SDN BHD SSBT FUND N0TU FOR CITY OF NEW YORK GROUP TRUST	263367W	2,049,800	0.35
29	TE HOW LIANG	740419-06-5959 A2773041	1,891,200	0.32
30	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEGDED SECURITIES ACCOUNT FOR KOK YOON LIM	258939H	1,741,700	0.30
			<b>285,550,868</b>	<b>48.97</b>



# COMFORT GLOVES BERHAD

193701000006 (852-D)  
(Incorporated in Malaysia)

## Form of Proxy

No. of Shares held	
CDS A/C No.	
Telephone No.	
Email Address	

I/We, \_\_\_\_\_ NRIC No. / Company No. \_\_\_\_\_  
(Name of Shareholder as per NRIC)

of \_\_\_\_\_  
(Full Address)

being a member(s) of Comfort Gloves Berhad, hereby appoint the following person(s):

	Name of Proxy & NRIC No.	No. of Shares	Percentage (%)
Proxy 1			
Proxy 2			
	Total		

or failing him/her, the Chairman of the Meeting as my/our proxy to vote for me/us on my/our behalf at the 80<sup>th</sup> Annual General Meeting of the Company to be held on 22 June 2021 or at any adjournment thereof in the manner indicated below in respect of the following Resolutions:

Ordinary Business	Ordinary Resolution	For	Against
The payment of increased Directors' Fees	1		
The payment of increased Directors' Benefits to Non-Executive Directors	2		
The re-election of Khoo Chie Yuan as Director	3		
The re-election of Dato' Lau Eng Guang as Director	4		
The re-election of Lum Dick Son as Director	5		
The re-election of Lau Joo Pern as Director	6		
The appointment of Messrs KPMG PLT as Auditors in place of the outgoing Auditors, Baker Tilly Monteiro Heng PLT, and to authorize the Directors to fix their remuneration	7		
<b>Special Business</b>			
Authority to Allot and Issue Shares in General Pursuant to Section 76 of the Companies Act, 2016	8		
Proposed Renewal of Share Buy Back Authority	9		
Proposed Allocation of Awards to Dato' Lau Eng Guang, Executive Chairman	10		
Proposed Allocation of Awards to Mr Lau Joo Kien Brian, person connected to the Directors	11		
	<b>Special Resolution</b>		
Proposed Amendments to the Constitution	1		

Please indicate with (✓) or (X) how you wish your vote to be cast. If you do not indicate how you wish your proxy to vote on any resolution, the proxy shall vote as he thinks fit, or at his discretion, abstain from voting.

Date:

\_\_\_\_\_  
Signature of Shareholder / Common Seal

### NOTES:

- Only members whose names appear on the Record of Depositors as at 14 June 2021 shall be entitled to attend the Annual General Meeting or appoint proxies in his/her stead or in the case of a corporation, a duly authorised representative to attend and to vote in his/her stead.
- A member (other than an exempt authorised nominee) entitled to attend and vote at the Meeting is entitled to appoint one (1) or two (2) proxies to attend and vote instead of him. A proxy must be 18 years and above and need not be a member of the Company.
- Where a member appoints two (2) proxies, the appointments shall be invalid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
- Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company in an Omnibus Account, there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds but the proportion of holdings to be represented by each proxy must be specified.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or if the appointer is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised. If under the hand of attorney/authorised officer, the Power of Attorney or Letter of Authorisation must be attached.
- The instrument appointing a proxy must be deposited at the office of the Share Registrar of our Company, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia not less than 48 hours before the time appointed for holding the Meeting or adjourned Meeting either by hand, post, electronic mail to bsr.helpdesk@boardroomlimited.com or fax +603-7890 4670, otherwise the instrument of proxy should not be treated as valid.
- Pursuant to Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements, all resolutions set out in the Notice of AGM will be put to vote on a poll.
- Personal Data Privacy – By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company hereby agree and consent that any of your personal data in our possession shall be processed by us in accordance with the Personal Data Protection Act 2010. Further, you hereby warrant that relevant consent has been obtained by you for us to process any third party's personal data in accordance with the said Act.

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**AFFIX  
STAMP**

The Share Registrar

**COMFORT GLOVES BERHAD**

(Registration No. 193701000006 (852-D))

11<sup>th</sup> Floor, Menara Symphony,  
No. 5, Jalan Prof. Khoo Kay Kim,  
Seksyen 13,  
46200 Petaling Jaya,  
Selangor Darul Ehsan,  
Malaysia.

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fold



**COMFORT GLOVES BERHAD**

193701000006 (852-D)

Lot 821, Jalan Matang,  
34750 Matang, Taiping, Perak Darul Ridzuan.

[www.comfort-rubber.com.my](http://www.comfort-rubber.com.my)