

# Directors' Report

## DIRECTORS' REPORT

The directors hereby present their report together with the audited financial statements of the Group and of the Company for the financial year ended 31 December 2014.

## PRINCIPAL ACTIVITIES

The principal activity of the Company is that of a venture capital investment holding company.

The principal activities of the subsidiaries are disclosed in Note 5 to the financial statements.

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

## RESULTS

	Group	Company
	RM'000	RM'000
Loss for the financial year	(303,858)	(296,842)
Attributable to:		
Equity holders of the Company	(306,300)	(296,842)
Non-controlling interests	2,442	-
	(303,858)	(296,842)

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

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

## DIVIDEND

No dividend was declared for the financial year ended 31 December 2014.

The directors do not recommend any tax exempt dividend in respect of the financial year ended 31 December 2014.

## Directors' Report (cont'd.)

### DIRECTORS

The names of the directors of the Company since the date of the last report and at the date of this report are:

Raja Datuk Zaharaton binti Raja Zainal Abidin (appointed w.e.f 24 June 2014)  
Dato' Abdul Rahim bin Abu Bakar  
Taufiq Ahmad @ Ahmad Mustapha bin Ghazali  
Rosli bin Abdullah (appointed w.e.f 01 August 2014)  
Rashidah binti Mohd Sies (appointed w.e.f 17 November 2014)  
Tan Sri Datuk Dr. Abdul Samad bin Haji Alias (retired w.e.f 23 June 2014)  
Eshah binti Meor Suleiman (resigned w.e.f 24 June 2014)  
Dato' Mohd Zafer bin Mohd Hashim (resigned w.e.f 25 July 2014)  
Abdul Aziz bin Ishak (resigned w.e.f 29 September 2014)  
Datin Husniarti binti Tamin (resigned w.e.f 01 September 2014)  
Dato' Siti Zauyah binti Md Desa (resigned w.e.f 17 November 2014)

### DIRECTORS' INTERESTS

According to the register of directors' shareholdings, none of the directors in office at the end of the financial year had any interest in shares in the Company and its related corporations during the financial year.

### DIRECTORS' BENEFITS

Neither at the end of the financial year, nor at any time during that year, did there subsist any arrangement to which the Company was a party, whereby the directors might acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Since the end of the previous financial year, no director has received or become entitled to receive a benefit (other than benefits included in the aggregated amount of emoluments received or due and receivable by the directors as disclosed in Note 30 to the financial statements) by reason of a contract made by the Company or a related corporation with any director or with a firm of which he is a member, or with a company in which he has a substantial financial interest, except as disclosed in Note 32 to the financial statements.

### OTHER STATUTORY INFORMATION

- (a) Before the statements of comprehensive income and statements of financial position of the Group and of the Company were made out, the directors took reasonable steps:
- (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and satisfied themselves that there were no known bad debts and that adequate allowance had been made for doubtful debts; and
  - (ii) to ensure that any current assets which were unlikely to realise their values as shown in the accounting records in the ordinary course of business had been written down to an amount which they might be expected so to realise.
- (b) At the date of this report, the directors are not aware of any circumstances which would render:
- (i) it necessary to write off any bad debts or the amount of the allowance for doubtful debts inadequate to any substantial extent; and
  - (ii) the values attributed to the current assets in the financial statements of the Group and of the Company misleading.

## Directors' Report (cont'd.)

### OTHER STATUTORY INFORMATION (cont'd.)

- (c) At the date of this report, the directors are not aware of any circumstances which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.
- (d) At the date of this report, the directors are not aware of any circumstances not otherwise dealt with in this report or financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading.
- (e) As 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; or
  - (ii) any contingent liability of the Group or of the Company which has arisen since the end of the financial year.
- (f) Saved as disclosed in Note 2 to the financial statements, in the opinion of the directors:
- (i) no contingent or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group or of the Company to meet their obligations when they fall due other than as disclosed in Notes 14(a) and 15(c) to the financial statements;
  - (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 or of the Company for the financial year in which this report is made; and
  - (iii) The Group and the Company incurred net losses of RM303,858,000 and RM296,842,000 respectively, and as at 31 December 2014, the Group's and the Company's current liabilities exceeded the current assets by RM49,237,000 and RM1,229,000 respectively. The Group and the Company rely on the holding company of the Company for the continuing financial support and have obtained an undertaking from the holding company to enable the Group and the Company to meet their obligations and liabilities when they fall due.

### SIGNIFICANT EVENTS

Significant events during the financial year are disclosed in Note 5 to the financial statements.

### AUDITORS

The auditors, Ernst & Young, have expressed their willingness to continue in office.

Signed on behalf of the Board in accordance with a resolution of the directors dated 27 March 2015.



Raja Datuk Zaharaton binti Raja Zainal Abidin



Dato' Abdul Rahim bin Abu Bakar