LANDMARKS

Landmarks Berhad

Registration No. 198901007900 (185202-H)

ANNUAL REPORT 2022

1 Wellness

Active Lifestyle 2

3 Community Living

4 Sports

Wide-ranging Attractions 5

9 KEY PILLARS OF TREASURE BAY BINTAN

Luxurious Living

6

Organic Farm

7

Mangrove Nature Park

8

Yachting Community

9

BRINGING YOU
HEALTH & WELLNESS

V INTEGRATED WELLNESS

V Integrated Wellness (V) is a multi-award winning wellness destination devoted to conscious living and personal renewal. Inspired by the 'Tree of Life', an ancient metaphor for the interconnectedness of life, our services go far beyond pampering and indulgence by blending innovation with traditional healing techniques.

This aims to teach people a conscious way of living to attain wellness by living with a sense of purpose in tune with spirit, nature, and community, hence cultivating life force - (CHI).

Remaining true to the 'flower of life' philosophy which represents our interconnectedness and inseparability from nature and community, V celebrates and honors sustainability and fair trade.

CHIVA-SOM

Chiva-Som is a luxury resort that combines traditional Thai hospitality with international standards to deliver bespoke wellness programmes. Focusing on a holistic approach to health, encompassing mind, body and spirit. Each retreat is curated and aligned with individual personal goals or health concerns.

Incorporating the use of all-natural, certified organic goods, manufactured with renewable energy and packaged using eco-friendly materials. Most of the products used in traditional treatments are harvested fresh and even edible.

'V' is the roman numeric for the number '5' and comprises five elements of holistic wellbeing:

V Botanical Spa, V Fitness, V Retreats, V Saloon and V Healthy Cuisine.

DISCOVER THE **WORLD THROUGH FOOD**

ORGANIC PARK

One of Treasure Bay Bintan's missions is to integrate wellness with sustainable operations which incorporates the experience of clean air, water and food. The Organic Park aims to create awareness on the future of agriculture through educating our guests of its benefits, methodlogies and health benefits.

certified by
International Federation of Organic Agriculture Movements

ORGANIC PARK

Located in
BINTAN INDONESIA

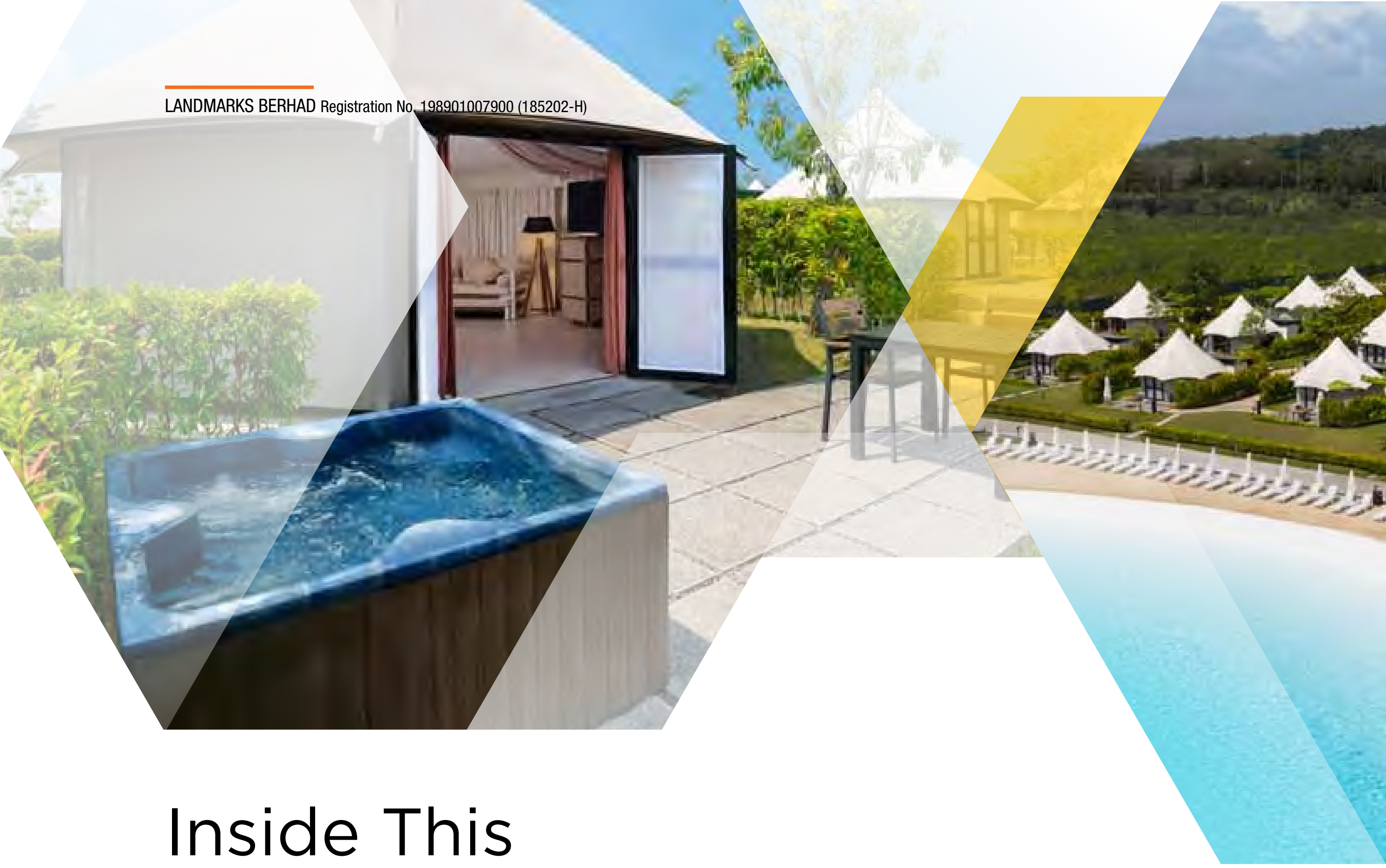
V HEALTHY CUISINE

Celebrating and honouring sustainability and fair trade, V Healthy Cuisine offers the freshest possible macrobiotic, vegetarian, vegan and gluten free meals to suit guests' health and preference. Ingredients are locally sourced, some even harvested from the herb garden.

PROVIDE PROTECTIVE GREENBELTS **ALONG COASTLINES**

Mangrove Forest

Mangrove forests provide protective greenbelts along coastlines and are proven effective barriers against tropical storms and strong wave action. Mangrove ecosystems also provide livelihoods for coastal communities that depend on fishing as a source of income.



Inside This REPORT

Our Vision

To be ***a leading player in the Lifestyle Sector*** focusing on resorts, hospitality and wellness in the South-East Asian region

CEO'S MANAGEMENT DISCUSSION AND ANALYSIS

Impact of Covid-19 Pandemic

With the Covid-19 pandemic seemingly under control in 2022, we are seeing some lights at the end of the tunnel. Most countries around the world had gradually reopened their borders restrictions and eased the cross countries travelling and health entry requirements, enabling the tourism and travel industry to slowly recover from the impact of Covid-19 pandemic. Management must innovate and adapt to the new operating environment to overcome the severe disruptions to the economy brought about by the pandemic of the past two years. The recovery process will require sometime to normalise for all the countries and companies.

Global Economy Overview

Since 2008, world economy has been sustained by continuous policy of quantitative easing. As a result, equilibrium of demand and supply was distorted. High inflation and low interest rates ensued. Covid-19 pandemic in 2019 compounded this economic distortion. This coupled with the geographical tensions in Europe had created the perfect storm of the century for world financial meltdown which require a total reset.

As a company directly involved in the hospitality and tourism industry, we are not spared by the above-mentioned financial turmoil. To navigate this financial storm, the company is focusing on managing/monitoring its balance sheet and cash flow while not neglecting its profit and loss, cost sensitivity and bottom line.

Environmental Social and Governance (ESG)

Irresponsible exploitation of mother nature by mankind has always been a grave concern. The disharmony with nature has resulted in climate change that is the cause of natural disaster and sufferings.

Cognisant of its obligations in preserving mother earth, the company has always taken into consideration ESG in its policies in all aspects of its development project and business in Langkawi, Malaysia and Bintan, Indonesia undertaken since 2007. This encompasses clean air, food security and water for its inhabitants in a low carbon footprint environment.

ESG is a collective responsibility of all to ensure its success and viability. It must be taken seriously for the benefit of future generation.

The Andaman, Langkawi, Malaysia

Amidst the Covid-19 pandemic and financial challenges, The Andaman caught fire in January 2021. Consequently, the group was deprived of a major revenue source pending its rebuilding.

The company is in advanced discussion with the insurance company through its broker/adjuster for a fair and equitable compensation that can withstand scrutiny of all stakeholders and management, taking into account its historical operation performance and financial track record immediately prior to the fire incident.

In keeping with The Andaman status as Unesco World Heritage site endorsed in 2007, the rebuilding methodology and product suitability will be consistent with the group's stated ESG aspirations.

Treasure Bay Bintan, Kepulauan Riau, Indonesia

Significant capital has been committed to Treasure Bay Bintan by the group since 2007.

Infrastructure with spectacular, largest clear water body lagoon in Southeast Asia was built by the group from internally generated fund.

With the opening of Indonesian border on 12th January 2022 for international travellers and 1st April 2022 for the Singapore border with minimal travel restrictions, our hospitality and attractions business in Treasure Bay Bintan was able to start picking up positive returns with the influx of international travellers to holiday in Bintan island of Indonesia.

Due to its past prudent financial management, the group is now best placed and intend to leverage on its ungeared land in Bintan to propel its future development as gateway destination for the world to explore mystical Indonesia.

Financial

Business in Treasure Bay Bintan started to recover from the Covid-19 pandemic impact since 2nd quarter of 2022 after the lifting of travel lockdowns.

Natra Bintan's average occupancy rate has improved from 15.0% in 2021 to 45.0% in 2022. Revenue has also increased by 581.5% from RM2.7million in 2021 to RM18.4 million in 2022. Natra Bintan recorded gross operating profit of RM5.41 million, compared to gross operating loss of RM 1.5 million in 2021.

ANMON's average occupancy rate was at 54.3% in 2022 (2021: 19.2%). Revenue improved by 486.67% from RM3.0 million in 2021 to RM17.57 million in 2022. ANMON recorded a higher gross operating profit of RM5.52 million compared to gross operating loss RM1.5 million in 2021.

The group reported a loss after tax of RM43. 28 million for financial year ended 31 December 2022 due mainly to the loss of the income stream from The Andaman. Being a major revenue contributor to the group, the stoppage of The Andaman operation has caused Landmarks to be classified as an Affected Listed Issuer by the Bursa Malaysia on 29th January 2021. Barring unforeseen circumstances, the impending The Andaman rebuilding is part of the group's plans to regularise its listing status.

Acknowledgement

I wish to thank our shareholders, board members, business associates, management and staff for working tirelessly through this difficult time. I particularly appreciate your understanding for the necessary austerity measures taken by the group in overcoming this unprecedented challenge which indicates to me we are team builder. Your sacrifices have not gone unnoticed and will be recognised in due course. I would like to express my thanks too to our customers who continue supporting the group which we will reciprocate by providing a better experience and facilities and new room keys for your enjoyment in the next 24 months.

With your support, we aim to develop Treasure Bay Bintan into a renowned township and lifestyle destination that will be yardstick development for the world.

Mark Wee Liang Yee
Executive Deputy Chairman & Chief Executive Officer

CORPORATE INFORMATION

BOARD OF DIRECTORS

TAN SRI ZAKARIA BIN ABDUL HAMID
Chairman /
Non-Independent Non-Executive

MARK WEE LIANG YEE
Executive Deputy Chairman & CEO

ROBIN TAN WEE HOONG
Executive Director

DATO' ABDUL MALEK BIN ABDUL HAMID
Non-Independent Non-Executive

PARDIANAWATI
Non-Independent Non-Executive

FONG CHEE KHUEN
Non-Independent Non-Executive

BERNARD CHONG LIP TAU
Independent Non-Executive

JOHN KO WAI SENG
Independent Non-Executive

DATO' SRI RAMLI BIN YUSUFF
Independent Non-Executive

CHIN MUI KHIONG
Independent Non-Executive

Audit and Risk Management Committee

Bernard Chong Lip Tau
Chairman

Dato' Abdul Malek bin Abdul Hamid

John Ko Wai Seng

Nominating Committee

John Ko Wai Seng
Chairman

Bernard Chong Lip Tau

Dato' Sri Ramli bin Yusuff

Remuneration Committee

Dato' Sri Ramli bin Yusuff
Chairman

Bernard Chong Lip Tau

Chin Mui Khiong

Registered Office

20th Floor, Menara Haw Par
Jalan Sultan Ismail
50250 Kuala Lumpur
Tel : 03-2026 0088
Fax : 03-2026 0099

Company Secretaries

Tan Ai Ning
(MAICSA7015852)
(SSM PC No.: 202008000067)

Nelson Foo Chean Ee
(MAICSA7070316)
(SSM PC No.: 202008003986)

Share Registrar

Tricor Investor & Issuing House Services Sdn Bhd
Unit 32-01, Level 32, Tower A,
Vertical Business Suite, Avenue 3,
Bangsar South,
No. 8, Jalan Kerinchi,
59200 Kuala Lumpur
Tel : 03-2783 9299
Fax : 03-2783 9222

Auditors

KPMG PLT
Level 10, KPMG Tower
8 First Avenue
Bandar Utama
47800 Petaling Jaya
Selangor, Malaysia
Tel : 03-7721 3388
Fax : 03-7721 3399

Principal Bankers

Malayan Banking Berhad
OCBC Bank (Malaysia) Berhad

Stock Exchange Listing

Bursa Malaysia Main Market
Stock Code : LANDMRK
Stock Number : 1643

Website

www.landmarks.com.my

MANAGEMENT TEAM

Corporate Head Office

MARK WEE LIANG YEE
Executive Deputy Chairman & CEO

ROBIN TAN WEE HOONG
Executive Director

CHEW ENG KIONG
General Manager, Risk Management & Internal Audit

LIM KIAN GUAN
Senior Manager, Finance

Treasure Bay Bintan

JACKSON LIM TING HONG
General Manager, Chill Cove

ANMON Resort Bintan

AGI ARISETYAWAN
Hotel Manager

Natra Bintan, a Tribute Portfolio Resort

RATNA WAHYUNI
General Manager

DIRECTORS' PROFILE

Tan Sri Zakaria Bin Abdul Hamid

Chairman,
Non-Independent Non-Executive Director

Nationality	Gender	Aged
Malaysian	Male	79

Tan Sri Zakaria bin Abdul Hamid was appointed to the Board on 27 June 2006 and appointed as the Deputy Chairman on 3 August 2006. He was subsequently appointed as the Chairman of the Board on 24 October 2007. He holds a Bachelor of Arts (Honours) degree in Chinese Studies from the University of Malaya, Malaysia and is also a graduate of the Royal College of Defence Studies, London, United Kingdom.

Tan Sri Zakaria started his career with the Malaysian Civil Service in 1969 as an Assistant Secretary and retired as Director General of the Prime Minister's Department in early 2002.

Tan Sri Zakaria has ceased to be the Chairman and member of the Nominating Committee and Remuneration Committee of the Company on 21 January 2022. He was the Chairman/Independent Non-Executive Director of Muhibbah Engineering (M) Berhad until his retirement on 22 June 2022. He has no other directorship in public or public-listed companies.

Tan Sri Zakaria has no family relationship with any member of the Board or major shareholder of the Company. He does not have any conflict of interest with the Company, nor any conviction for offences within the past 5 years, nor any public sanction or penalty imposed by any regulatory bodies during the financial year.

Mr. Mark Wee Liang Yee was appointed to the Board on 27 September 2016 as the Executive Deputy Chairman and was designated as Chief Executive Officer of the Company on 17 November 2016. He graduated with a Senior Three from Chung Hua Middle School No 1, Kuching, Sarawak in 1984.

Mr. Mark Wee has been managing companies involved in development of commercial projects as well as numbers forecast operations in Sarawak since the early 1980s. He was appointed a Director of Berjaya Assets Berhad (formerly known as Matrix International Berhad) in 2001, a position he held until 2005.

Mr. Mark Wee is a major shareholder of the Company. He is not a member of any Board Committee of the Company. He is a member of the Board of Governors of STEC Kidney Foundation. He has no other directorship in public or public-listed companies.

Mr. Mark Wee has no family relationship with any member of the Board or major shareholder of the Company. He does not have any conflict of interest with the Company, nor any conviction for offences within the past 5 years, nor any public sanction or penalty imposed by any regulatory bodies during the financial year.

Mark Wee Liang Yee

Executive Deputy Chairman &
Chief Executive Officer
Non-Independent Executive Director

Nationality	Gender	Aged
Malaysian	Male	56

DIRECTORS' PROFILE (CONT'D)

Robin Tan Wee Hoong

Non-Independent Executive Director

Nationality	Gender	Aged
Malaysian	Male	62

Mr. Robin Tan Wee Hoong was appointed to the Board on 27 September 2016 as the Executive Director. He holds a Bachelor of Business (Accounting) degree from Deakin University, Victoria, Australia.

Mr. Robin Tan has more than 25 years' experience in capital markets, corporate advisory and finance, particularly in Malaysia and Singapore. He has worked for renowned Malaysian as well as regional securities houses including RHB Bank Berhad and Kay Hian HSBC (now known as UOB Kay Hian). During his stint as the Director of Research at various securities houses, Mr Robin Tan was consistently recognised as among the top equity analysts in Malaysia by respected financial journals such as Asiamoney in the 1990s.

Mr. Robin Tan is not a member of any Board Committee of the Company. He is an Independent Non-Executive Director, a member of the Audit & Risk Management Committee and Remuneration Committee of Omesti Berhad. He has no other directorship in public or public-listed companies.

Mr. Robin Tan has no family relationship with any member of the Board or major shareholder of the Company. He does not have any conflict of interest with the Company, nor any conviction for offences within the past 5 years, nor any public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

Dato' Abdul Malek bin Abdul Hamid was appointed to the Board as an Independent Non-Executive Director on 22 June 2006. He was re-designated as a Non-Independent Non-Executive Director on 22 June 2015. He holds a Diploma in Mechanical Engineering from Universiti Teknologi Malaysia, Malaysia and a Bachelor of Science in Marine Engineering from the University of Liverpool, United Kingdom.

Throughout Dato' Abdul Malek's career, he had been attached to the police force in several police units until his last appointment as the Deputy Director of Logistics, Bukit Aman, Police Headquarters in 2003. He was then seconded from the police force to the Prime Minister's Department as Head of Logistics at the Malaysian Maritime Enforcement Agency until his retirement in 2004.

Dato' Abdul Malek is a member of the Audit and Risk Management Committee of the Company. He is a member of the Board of Governors of STEC Kidney Foundation. He has no other directorship in public or public-listed companies.

Dato' Abdul Malek has no family relationship with any member of the Board or major shareholder of the Company. He does not have any conflict of interest with the Company, nor any conviction for offences within the past 5 years, nor any public sanction or penalty imposed by any regulatory bodies during the financial year.

Dato' Abdul Malek Bin Abdul Hamid

Non-Independent Non-Executive Director

Nationality	Gender	Aged
Malaysian	Male	74

Bernard Chong Lip Tau

Independent Non-Executive Director

Nationality	Gender	Aged
Malaysian	Male	71

Mr. Bernard Chong Lip Tau was appointed to the Board on 20 October 2008. He holds a Master of Business Administration from Durham University, United Kingdom. He is also a member of the Malaysian Institute of Certified Public Accountants and the Malaysian Institute of Accountants.

Mr. Bernard Chong has more than 35 years' experience in audit and finance, including as Senior Auditor in Sarawak Shell Berhad, Accountant in UMW Toyota Sdn Bhd, Finance Manager/Company Secretary/General Manager in PDZ Holdings Berhad, Senior Consultant for Corporate Recovery in PricewaterhouseCoopers and Chief Financial Officer in Zalpoint Corporation Sdn Bhd.

Mr. Bernard Chong was a member of the Audit and Risk Management Committee ("ARMC") until his appointment as the Chairman of the ARMC on 28 October 2009. He is also a member of the Nominating Committee and Remuneration Committee of the Company. He has no other directorship in public or public-listed companies.

Mr. Bernard Chong has no family relationship with any member of the Board or major shareholder of the Company. He does not have any conflict of interest with the Company, nor any conviction for offences within the past 5 years, nor any public sanction or penalty imposed by any regulatory bodies during the financial year.

John Ko Wai Seng

Independent Non-Executive Director

Nationality	Gender	Aged
Malaysian	Male	72

Mr. John Ko Wai Seng was appointed a director of the Company on 25 May 2006 and resigned on 28 October 2009. He was subsequently re-appointed an Independent Non-Executive Director of the Company on 1 November 2012.

Mr. John Ko holds a Bachelor of Laws (Honours) and Master of Laws from the London School of Economics and Political Science of University of London, United Kingdom. He was admitted to the Bar of Inner Temple as a Barrister-of-Law and the High Court of Sabah and Sarawak in 1975.

Mr. John Ko began his career as a legal assistant in Messrs Battenberg & Talma, Advocates, Kuching in 1975 and was made a partner in the firm in 1985. He retired from the firm in 2009 to take up an appointment as a Judicial Commissioner of the High Court in Sabah and Sarawak. He served as the resident High Court Judge in Tawau and later in Bintulu. He left the judicial service on 27 October 2012. Mr. John Ko has resumed legal practice under an associateship with Messrs Battenberg & Talma, Advocates, Kuching on 1 January 2019.

Mr. John Ko is a member of the Audit and Risk Management Committee and has been appointed as Chairman of Nominating Committee of the Company on 21 January 2022. He is a member of the Board of Governors of STEC Kidney Foundation. He has no other directorship in public or public-listed companies.

Mr. John Ko has no family relationship with any member of the Board or major shareholder of the Company. He does not have any conflict of interest with the Company, nor any conviction for offences within the past 5 years, nor any public sanction or penalty imposed by any regulatory bodies during the financial year.

DIRECTORS' PROFILE (CONT'D)

Dato' Sri Ramli Bin Yusuff

Independent Non-Executive Director

Nationality	Gender	Aged
Malaysian	Male	71

Dato' Sri Ramli bin Yusuff was appointed to the Board on 27 October 2017 as an Independent Non-Executive Director. He holds a Bachelor of Law (Honours) from International Islamic University, Malaysia and a Master of Laws from University College of London, United Kingdom.

Dato' Sri Ramli has served in various departments of the Royal Malaysian Police for 38 years, including as Officer-in-Charge of Sarawak Criminal Investigation Department ("CID"), Deputy Director of Bukit Aman CID, Sabah Police Commissioner, Pahang Chief Police Officer and Director of Bukit Aman Commercial Crime Investigation Department with the rank of Commissioner of Police. He was appointed the Deputy Chairman/Non-Independent Non-Executive Director and a member of the Audit Committee of Ho Hup Construction Company Berhad in 2010 until his retirement in 2014. He is presently the senior partner in his legal firm, Ramli Yusuff & Co and Executive Chairman of Ramli Security Sdn Bhd. He is also the Chairman of Ho Hup Jaya Sdn. Bhd. He was appointed by the Malaysian Government as one of the Board members of the Prevention of Terrorism Act, Ministry of Home Affairs Malaysia, set up under the Prevention of Terrorism Act 2015.

Dato' Sri Ramli is appointed as the Chairman and member of Remuneration Committee and a member of Nominating Committee of the Company on 21 January 2022. He is currently the President of the Security Services Association of Malaysia and also the Advisor of the Asia Pacific Security Association (Malaysia Chapter). He has no other directorship in public or public-listed companies.

Dato' Sri Ramli has no family relationship with any member of the Board or major shareholder of the Company. He does not have any conflict of interest with the Company, nor any conviction for offences within the past 5 years, nor any public sanction or penalty imposed by any regulatory bodies during the financial year.

Chin Mui Khiong

Independent Non-Executive Director

Nationality	Gender	Aged
Malaysian	Male	68

Mr. Chin Mui Khiong was appointed to the Board on 27 October 2017 as an Independent Non-Executive Director. He is a Fellow of The Association of Chartered Certified Accountants and a member of the Malaysian Institute of Accountants.

Mr. Chin has more than 35 years of professional experience in the areas of audit and business advisory services and was a Partner of Ernst & Young from 1997 until his retirement in June 2015. He has served as the Partner-in-charge of a number of companies listed on Bursa Malaysia Securities Berhad, as well as private and quasi-government corporations, which include industries such as manufacturing, plantation, banking, construction, transportation, hotel, hospital, education, stockbroking, unit trust and government agencies.

Mr. Chin is a member of the Remuneration Committee of the Company. He is an Independent Non-Executive Director of Hubline Berhad, Supreme Consolidated Resources Berhad and Development Bank of Sarawak Berhad. He has no other directorship in public or public-listed companies.

Mr. Chin has no family relationship with any member of the Board or major shareholder of the Company. He does not have any conflict of interest with the Company, nor any conviction for offences within the past 5 years, nor any public sanction or penalty imposed by any regulatory bodies during the financial year.

Pardianawati

Non-Independent Non-Executive Director

Nationality	Gender	Aged
Indonesian	Female	61

Mrs. Pardianawati was appointed to the Board on 15 July 2022 as Non-Independent Non-Executive Director. She holds a Professional Qualification major in Organisation & Administration of The Educational Institute of the American Hotel & Motel Association, Indonesia.

Mrs. Pardianawati is a senior hotelier with over 25 years' experience in Resorts & Business Hotels and 2 years' experience in Oil & Gas (Eastern Logistic by Temasek). Currently she is the Director of Human Resources & Administration in Treasure Bay Bintan, holding Director position under PT. Pelangi Bintan Indah, PT. Treasure Development Services and PT. Bintan Hotel Utama.

Mrs. Pardianawati is not a member of any Board Committee of the Company. She has no other directorship in public or public-listed companies.

Mrs. Pardianawati has no family relationship with any member of the Board or major shareholder of the Company. She does not have any conflict of interest with the Company, nor any conviction for offences within the past 5 years, nor any public sanction or penalty imposed by any regulatory bodies during the financial year.

Mr. Fong Chee Khuen was appointed to the Board on 7 October 2022 as Non-Independent Non-Executive Director. Mr. Fong holds an honours degree in Accountancy and a Master in Business Administration from Universiti Putra Malaysia. He is a member of the Malaysian Institute of Accountants.

Mr. Fong started his career in Gula Perak Berhad ("GPB") as the Internal Audit Executive. He rose to the position of the Head of Finance cum Company Secretary for GPB Group before he left and joined Sungei Wang Plaza Sdn Bhd, a wholly-owned subsidiary company of Landmarks Berhad in year 2000. He has since held several senior management positions in Landmarks Group and has vast experience in the areas of strategic & corporate planning, merger & acquisition, corporate restructuring and fund-raising exercises, destination development, resorts & properties management, and hospitality management sectors across Malaysia, Singapore and Indonesia. Mr. Fong was the Group Chief Operating Officer cum Chief Financial Officer of the Company until his resignation on 30 September 2022. He is appointed as the Chief Executive Officer of Heng Huat Resources Group Berhad on 3 October 2022.

Mr. Fong is not a member of any Board Committee of the Company. He has no other directorship in public or public-listed companies.

Mr. Fong has no family relationship with any member of the Board or major shareholder of the Company. He does not have any conflict of interest with the Company, nor any conviction for offences within the past 5 years, nor any public sanction or penalty imposed by any regulatory bodies during the financial year.

Fong Chee Khuen

Non-Independent Non-Executive Director

Nationality	Gender	Aged
Malaysian	Male	51

GROUP FINANCIAL HIGHLIGHTS

	2022 RM'000	2021 RM'000	2020 RM'000	2019 RM'000	2018 RM'000 Restated
Group Assets					
Property, Plant & Equipment	**1,248,903**	1,260,570	1,436,321	1,518,551	1,339,136
Investment Property	**29,882**	23,632	23,512	–	–
Right-of-use Assets	**10,486**	11,166	18,839	21,609	–
Inventories	**736,341**	688,588	651,759	632,832	774,059
Investment in a Joint Venture	**41,232**	38,650	40,214	–	–
Other Investments	**1,448**	2,085	2,085	2,085	2,085
Other Receivables	**58,031**	–	–	–	–
Deferred Tax Assets	**–**	–	–	–	350
Net Current (Liabilities)/Assets	**(48,645)**	91,202	75,689	68,432	183,581
	2,077,678	2,115,893	2,248,419	2,243,509	2,299,211
Financed By					
Share Capital	**776,746**	776,696	746,384	734,812	734,812
Share Option Reserve	**7,552**	7,879	8,066	5,615	3,781
Translation Reserve	**(6,060)**	(7,393)	(12,367)	(7,008)	(7,257)
Retained Earnings	**1,042,888**	1,085,656	1,119,551	1,056,390	1,156,302
Non-Controlling Interests	**713**	713	713	713	1,373
Loans and Borrowings	**–**	–	116,250	111,500	124,016
Lease Liabilities	**2,030**	2,529	8,531	11,527	–
Deferred Tax Liabilities	**253,737**	247,498	255,951	326,749	283,183
Derivative Financial Liabilities	**–**	2,000	2,000	–	–
Retirement Benefits	**72**	315	3,340	3,211	3,001
	2,077,678	2,115,893	2,248,419	2,243,509	2,299,211
Results					
Loss Before Tax	**(34,579)**	(29,199)	(8,032)	(55,196)	(32,610)
Tax (Expense)/Income	**(8,704)**	(5,294)	70,446	(45,697)	(3,393)
(Loss)/Profit for the Year	**(43,283)**	(34,493)	62,414	(100,893)	(36,003)
Non-Controlling Interests	**–**	–	–	(660)	–
(Loss)/Profit Attributable to Owners of the Company	**(43,283)**	(34,493)	62,414	(100,233)	(36,003)
Profit Available for Appropriation	**1,042,888**	1,085,656	1,119,551	1,056,390	1,156,302
Dividend Paid During the Year	**–**	–	–	–	–

SUSTAINABILITY STATEMENT

The Board of Directors of Landmarks Berhad ("the Company") is committed in integrating economic, environmental, social and governance ("EESG") considerations in the development of the sustainable objective for the Landmark Group's ("the group"). Our sustainability frameworks are aligned with our core values and business strategies with a constant push for performance improvements as our business grows and evolves year after year. This report highlights the systems that have been developed.

Sustainability is central to all we do and a key element of our corporate strategy. Our commitment to our numerous stakeholders requires us to continuously try to do better in our sustainability journey, which is an ongoing self-renewing process. Data that summarises the significance, scope, management strategy, and targets for each relevant topic has been collected with honesty. The Global Reporting Index ("GRI") Standards served as a foundation for the report as we set out to match our beliefs with five of the 17 Sustainable Development Goals of the United Nations ("UN-SDGs"). This places a focus on life-on-land business practices, reduced inequality, decent work and economic growth, and good health and wellbeing.

Our aim is to provide world class products and services that exceed their expectations whilst minimising the harmful impacts on the environment and local communities with care for the wellbeing of our staff which is all overseen by good corporate governance practices and policies. Collaborating also with our hotel operators Marriott International ("Marriott"), we embrace the "Serve 360: Doing Good in Every direction" in our hotel operations. As a Group, our fundamental sustainability framework reflects the triple bottom line ("TBL") approach where we place People, Planet and Profit or Prosperity at the heart of our goals, truly reflecting our Vision:

"To be a leading player in the Lifestyle Sector focusing on resorts, hospitality and wellness in the South East Asian region"

As the journey towards a sustainable future continues for us, our interaction with our stakeholders will continue to remain important to us.

In the year 2021, a major fire incident took place at The Andaman, its hotel resort in Langkawi. The Andaman's operation for safety reasons and ascertainment for reinstatement of the fire damage had been ceased for the time being until after reconstruction has been completed.

As a company, we have intensified our efforts to revamp our corporate sustainability strategy and have formalised an ESG Steering Committee ("ESG Committee") with its own ESG Committee Charter. Guided by an Independent Advisor, Senior Advisory Council and Board of Directors, this committee aims to be proactive and develop progressive approaches to advance the impact of the COVID-19 pandemic and integrate our sustainability agenda in the long term to be compliant with the requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia") and relevant bodies.

Milestones to achieve together

Creating a culture by making a conscious corporate effort to reduce climate change impact which is the first and primary consideration of ESG, being the environment by inculcating responsible waste management and accountability towards greener operations in the following areas:

- Waste separation - organic and recyclable waste, collection of toxic and e-waste, recording of waste and set KPIs to reduce waste
- Blacklisting products such as single use plastics throughout its operations
- Recording quarterly emission across the value chain i.e.: paper, water and energy usage, data on travel mileage, waste and affluents emissions
- Rain water harvesting
- Digitalising systems
- Solar systems

Stakeholders

As a responsible corporate citizen, the Group's goal is to operate its businesses in a responsible manner whilst advancing the interests of its stakeholders which have primarily been identified as investors, guests, employees, suppliers, and the local communities where the Group operates in. The mechanisms that the Group uses to deliver its sustainability strategy include policies, management systems, audits, and codes of conduct, amongst others.

References and Guidelines

Our fundamental sustainability framework reflects the TBL approach placing People, Planet and Profit/ Prosperity which includes:-

The practice of 3Rs (Reduce, Reuse and Recycle) that is truly reflective of our vision and mission.

Triple Bottomline Approach

Principal guideline GRI (Global Reporting Initiative) issued by Bursa Malaysia for Malaysian Companies as a key guideline to measure performance.

UN-SDGs to identify and align our sustainability agenda toward a globally meaningful role. The Group is aligned with five of the UN-SDGs goals: Good Health and Wellbeing, Gender Equality, Decent Work and Economic Growth, Climate Action and Life on Land. We are working towards aligning with more.

3R- Reduce, Reuse, Recycle is our internal campaign and guiding principal toward reducing our carbon emissions to net zero. In addition to that, The Group also collaborates with its hotel operators – Marriott by actively supporting and funding its International's "Serve 360: Doing Good in Every direction".

MATERIALITY MATRIX

GRI 102-11, 102-29, 102-47, 103-1

Materiality is defined by the Bursa Malaysia Sustainability Reporting Guide as the principle of assessing a range of sustainability matters and identifying those that are most important to the organisation and its stakeholders.

The approach of the materiality study prioritised areas that have significant:

- Impact on the economy, society, and environment; and/or
- Influence on the decision-making of stakeholders.

The Group has developed a robust framework on these lines that integrates both non-financial and financial risk and connected closely with business operations that targets from its Economic objectives with the three main pillars of sustainability: Environmental, Social and Governance whose respective factors are identified as the focus areas in the chart below.

Economic	Environment	Social	Governance
Empowering communities	Mitigating climate related risk	Advancement of Human Rights	Best Practices of law and regulation
Employment	Water, Energy, Paper Consumption	Occupational Safety & Health	Corporate Governance
Procurement	Biodiversity & Conservation	Diversity & Equal opportunities	Compliance
Community Investment	Managing Waste & Effluents	Employee Wellbeing	Policies Managing Risks
	Clean Energy	Preferred Employer	

The Group's alignment and focus on UN-SDGs

GRI 102-31

Landmarks Group contributes economically to global sustainable development through the strategies and contribution in each of the five areas of focus areas presented in the chart below.

CORPORATE CULTURE ROLLOUT	EMPLOYER OF CHOICE	TRANSPARENCY IN REPORTING	ESD GREEN BUILDING THROUGH LEED	CLEAN ENERGY

Vision toward carbon net zero

The Group has outlined a three-year road map: "ESG 2025 GOALS" with a firm intention to gradually increase its alignment to more UN-SDGs, focusing on becoming a Carbon net zero by 2030, with year-on-year improvement on carbon footprint and to include TCFD (Climate-related Financial Disclosure) by enhancing our transparency on these important issues. All of which is possible with a culture that is aligned to our Vision and Core Values as a Group.

Sustainable Development Goals		The Group's Contribution
SDG 3 Good Health and Well-being	Ensure healthy lives and promote well-being for all at all ages	- Prioritising health and safety for our stakeholders in our business operations by adopting international standards of best practices and guidelines - Promote healthy lifestyles focused on care for the employee well-being and raising awareness on individual health and fitness.
SDG 5 Gender Equality	Achieve gender equality and empower all women and girls.	- Gender Equality - Providing safe, nurturing environment for work and upholding equality, fairness, and respect in the workplace through strong corporate governance and policies
SDG 8 Decent Work and Economic Growth	Promote sustained, diverse, and inclusive employment opportunities in a safe, progressive environment	- Increasing the capacity of local communities to pursue sustainable livelihood opportunities by empowering them with employment opportunities and entrepreneurship opportunities thus they can contribute to the development of the national economy - Supporting underprivileged groups through philanthropic activities

Sustainable Development Goals		The Group's Contribution
SDG 13 Climate Action	Taking proactive actions to combat our carbon footprint and consumption impacts on climate change	- Progressive steps taken to carbon footprint - Digitisation of systems to improve cross border efficiency, communications and reduce paper dependence - Reduced business travel by switching to online platforms - Procurement policies to increase local vendors / content supply to reduce imports - Manage food, oil, garden, and toxic waste to landfill and methane production through
SDG 15 Life on Land	Restoration and conservation of ecosystems and halt the loss of biodiversity, protect, and prevent the extinction of threatened species	- Mangrove replanting and reforestation efforts. - Placing great emphasis on education and conservation through Mangrove replanting initiatives, biodiversity conservation of our rainforests and investing into rebuilding Turtle sanctuary and coral reproduction. - Promoting organic farming and low carbon food, composting of food waste and

Reporting Scope and Coverage

This report covers sustainability performance of all strategic business's units listed. The Landmarks Group consolidated financial statements in Malaysia, Singapore, and Indonesia. We also include sustainability initiatives where we have partnered with directly or supported such as local government, communities, and vendors within the report.

Reliability

This sustainability statement has not been verified by an external party. However, it has been reviewed by the ESG committee the internal audit team, management and Board members for its accuracy and credibility. This Sustainability Report was made in accordance with a resolution of the Board of Directors dated 25 April 2023.

References

All references to 'Landmarks', 'The Group', "The Company", 'we' and 'our' refer to Landmarks Berhad.

Forward looking Statements

This report contains forward-looking statements such as targets, prospects, plans and reasonable expectations made in terms of expected performance. Such forward-looking information has been made based on presently available data and information as well as current operating environment conditions. These are subject to change based on a wide range of developments that are beyond the Group's control. Readers are advised not to place undue reliance on such statements as our business is subject to risks and uncertainties beyond our control. Actual results may differ.

Reporting Period

This statement discloses all relevant information for the financial year 1 January 2022 to 31 December 2022 corresponding to the period covered by our Annual Report for the parallel year.

SUSTAINABILITY APPROACH

The Group views ESG as a top-down strategy that requires the vision and direction to be driven by the ESG committee through the various specific roles at each level within the Company and the Group. Our sustainability governance structure includes an Independent Advisor and an ESG committee that will develop a proactive and progressive approach to promote and advance our sustainability agenda in the long term.

The Board of Directors (Board) is the governing body that sets and oversees the organisation's sustainability framework, comprising sustainability vision, mission and strategic approach based on the Economic, Environment, Social and Governance (EESG) risks and opportunities are evaluated and that internal control policies and procedures are in place to safeguard compliance and to protect the Group's assets. The Board delegates the responsibility to the Sustainability Steering Committee to supervise and manage the overall sustainability implementation across the organisation.	**The Leadership Council** consists of the Chief Executive Officer ("CEO"), reporting to the Board, who is responsible for implementing the strategies in the respective business units to support the CEO in overseeing the progress of the Group's sustainability efforts.
The Advisor is an independent director who is knowledgeable in all governing aspects and forming the ESG Steering Committee by selecting its core members. The role is to ensure the consistency of metrics, methodologies are aligned to globally- accepted standards and to manage risks associated with a missing data, non- compliance to guidelines that can result in "greenwashing". The advisor also conducts ESG assessments such as stress tests twice a year and provide guidance climate-related risks identification and integration into overall corporate risk management processes	**The Steering Committee's** role is to support The Group's commitment to EESG by proactively engaging with Heads of various departments to obtain environmental-related data and information for recording as well as to identify any policies, standards, guidelines, and procedures related to sustainability which may (and may not) be currently implemented yet. The committee is also responsible in forming the framework and disclosures, and monitoring the overall progress of the Group's sustainability performance moving forward, providing recommendations for improvement.

SUSTAINABILITY STRUCTURE

BOARD OF DIRECTORS		
SENIOR LEADERSHIP	Mark Wee Liang Yee	Group CEO
ADVISOR	John Ko Wai Seng	Independent Director
COMMITTEE:	Tan Kia Joon	***Project Management*** Overlooking ESD (Environmentally sustainable design) buildings and development
	Ong Jiin Shan	***Project Development Division*** Redevelopment of The Andaman Langkawi
	Pardianawati	*Director of HR & Admin, Treasure Bay Bintan*
WORKING COMMITTEES		
Consist of sustainability champions on the ground, consisting of passionate individuals who volunteer or are appointed by HODs as or appointed by HODs as marshals, OSHA committees, Sports & Recreation Clubs etc. On the operations level, the working committees are to obtain the sustainability agenda and KPI's from the Steering Committee and plan, execute, monitor, and report the performance of the action plans to the Steering Committee by compiling and submitting information, data, photos, etc. from all relevant departments promptly to the Secretariat for the preparation of the annual Sustainability Report.		

The Communications and Public Relations Department has been tasked as the secretariat to manage and consolidate the various functions of the ESG committee.

We are indeed grateful for the outstanding support received from our teams and subsidiaries who are key to the future success of our corporate sustainability goals and strategy. We are hopeful that efforts to advance our sustainability agenda will enable us to nurture sustainable practices in our corporate culture, and further strengthen our position and reputation in the industry as an ESG sustainability practitioner.

RESPONSIBLE SUPPLY CHAIN MANAGEMENT

GRI 102-9, 102-10

The disruption of the global supply chain has forced consumers towards more responsible and prosocial consumption that has much to do with nationalism and socio-economic impacts. For us, procurement policies have always been to nurture relationships with key suppliers and to create a corporate ecosystem infused with ESG considerations that are able to provide competitive edge in cost, delivery, quality, technology, and human resources in order to maximise synergy, speed and efficiency with suppliers that enables sustainable growth.

The Group practices "Equal Employment Opportunity Policy" and subjects to ESG considerations protects potential vendors and recipient organisations from discrimination during the procurement process. Assessing suppliers helps manage environmental, human rights and other sustainability risks in the supply chain. Social and environmental risk assessments on potential and existing suppliers, especially those that are considered 'high risk,' are conducted as part of the due diligence.

Economic Value Creation
GRI 201-1

While the procurement functions and processes in the Landmark's Group are managed under several different teams across its operations, a Central Procurement Department has been set up in efforts to increase efficiency and reduce risks associated with purchasing and supply management. The function of this Department is to:

- Constantly review with ESG considerations the processes and seeking better ways to support local vendors.
- Ensure that international standards and regulations be followed in the areas of human rights management, work environment and ethics by vendors.
- To build an open, transparent, and accountable management system that sustainably engages all stakeholders along the supply chain.
- Lower supply chain carbon footprint by striving to work with suppliers who are eco-friendly.
- Constantly seek and qualify local vendors for any goods or services.

For other capital goods and services for resort development and recreational activities, some items are still being sourced from Singapore, China and other parts of Indonesia for cost efficiencies and the availability of a wider range of supply. Regional or Group Contracted rates with preferred suppliers and Marriott partners that offer preferred rates, servicing agreement and guarantees.

ENVIRONMENTAL

Current environmental challenges include climate change, increasing energy demand, scarcity of raw materials and waste disposal practices. These issues challenge global businesses to rethink their processes and shift towards sustainable development.

The Group has always been conscious of its corporate responsibility to manage the impact of its business activities on the environment and is committed to continuously improve its impact by reducing its carbon footprint and greenhouse emission and maintain an eco-friendly operation by actively reducing emissions and using water and other natural resources efficiently. The Group incorporates innovative technologies and methodologies.

ENVIRONMENTAL (CONT'D)

All our resort stays true to the promise of being an eco-friendly from design incorporating recycled, upcycled and natural elements into the architecture and designing. Using mobile architecture in Treasure Bay Bintan ("Treasure Bay" or "TBB"), tented eco-resort that provides the highest levels of comfort and extraordinary experience by utilising the unique concept of accommodation with canopy tents.

This concept requires the lightest possible carbon footprint with no piling work and minimal construction work in building or in demolition. The tented resorts can pack up and move from one location to another leaving no permanent footprint on the site. The concept of these no-frills eco- resorts have become much sought after choice of accommodation by the new emerging emitter markets looking for adventure tourism.

This offers a change to the traditional sea, sun and sand holiday makers who prefer exciting, local experiences such as site seeing, wellness, cultural and gastronomic experiences rather than bespoke activities and experiences. Natra Bintan, a Tribute Portfolio Hotel is Marriott International's first evert tented resort while ANMON that officially opened its doors in 2020, is the first dessert themed resort that is much focused on events, art and food and beverage experiences.

Our efforts in championing green development has been acknowledged internationally with awards such as ASEAN Green Award (March 2010) presented at the 2010 ASEAN Travel Forum, ASEAN Green Hotel award at the 2011 ASEAN Tourism Forum, International Hotel Awards 2011 in association with Bloomberg Television – Best Sustainable Hotel (Malaysia), ASEAN Green Award (January 2012) presented at the 2012 ASEAN Travel Forum, International Hotel Awards 2012 in association with HSBC – Best Sustainable Hotel (Malaysia) and Best Spa Hotel, Hotel Club Awards 2012 – Top Green Hotel (Malaysia), International Hotel Awards 2013 – Best Sustainable Hotel (Malaysia) and most recently the ASEAN Green Hotel Awards 2014 and Best Environmental Sustainability Hotel 2014 by Starwood Hotels & Resorts Worldwide ("Starwood") Asia Pacific Division.

Biodiversity protection
GRI 304-1, 304-3, 304-4

As Biodiversity is linked to well-being, and being part of the ESG factors, we recognise that a polluted environment can produce adverse impacts on the health and quality of life. The effects of climate change and other environmental issues may also impact our business. We continue to work on minimising the impact of our business activities on the environment and human health by striving to integrate conservation effort SDG 14 Life Below Water & SDG15 Life on Land.

With ESG considerations in mind, environmental protection is an intrinsic part in the Group's projects. Upholding sustainability in every aspect of its development, the Group demonstrates its commitment toward sustainability in the heart of every decision made via local sourcing where possible for its construction and further exploring opportunities to do business with local companies, protecting nature particularly via compliance with laws and legislation to ensure that every aspect of reducing pollution and effective waste management is maximised.

- Marine Life conservation and fund-raising efforts.
- Mangrove replanting with local communities.
- Promoting public awareness on the importance of the ecosystems.
- Rebuilding of Turtle conservation sanctuary in Lagoi, Bintan.
- Academic collaboration universities on research and educating young conservation projects.
- Educating children by sponsoring trips to the site.
- Collaborating with local fishing communities to promote sustainable fishing initiatives such as anti-poaching and supporting local fisherman by buying directly from them.

The Group is committed to preserving natural habitats, biodiversity and landscapes and respects legally-designated protected areas, to avoid the loss of national treasures. Working along-side the UN Heritage sites and International Union for Conservation of Nature (IUCN) Red List threatened species, local communities.

ENVIRONMENTAL (CONT'D)

Restoration and conservation of the environment

The Group because of ESG considerations views biodiversity conservation and restoration as a priority and has started forming local partnerships with parties that share a similar passion in taking these efforts further to make an impact. All resorts elevated are involved in promoting nature and to help increase educate our guests on the ecosystems by encouraging to explore, experience and interact directly with nature.

The Andaman – redevelopment and ESG

The Andaman will undergo redevelopment following the damage caused by the recent fire disaster which resulted in razing of a major part of its buildings to be a total loss. Targeted to be completed by end of 2024, the group has allocated RM7 million which is 4% of its total GDV (Gross Development Cost) for ESG related initiatives.

The rebuilding of The Andaman will be constrained by the need to preserve the rainforest with minimal destruction to environment as it is located in an Unesco World Heritage Site endorsed in 2007 as the Langkawi UNESCO Global Geopark (Malaysia). The Andaman is home to a diverse variety of marine life and precious fringing reef said to be 6 thousand to 8 thousand years old. While the 5-million-year-old Rainforest is home to rich biodiversity such as the dusky langur, long-tailed macaque, black giant squirrel, great hornbill, and Sunda colugo. Conservation forms the core of the United Nations 2030 Agenda for Sustainable Development and the DNA of The Andaman.

During the re-development, our team will work hand in glove with NGOs, local conservationist, and indigenous communities to tap on the inherent knowledge about nature to bolster our biodiversity conservation efforts not only to preserve its natural beauty, ecological harmony and archaeological, geological and cultural significance but also to strengthen culture, heritage, and local community. The following tactical strategies taking into view ESG considerations will drive our aim to cut top-level emissions:

1. **Development** - An integrated approach to sustainable master planning will be applied across all of our developments. Starting from the concept planning and design stage to significantly reduce environmental impacts and resource consumption. conserve and protect natural habitats, ocean and wildlife biodiversity through conservation and restoration efforts as a priority while using the most suitable natural methods causing less damage to environment are being discussed with experts.

2. **LEED Design** - Our architects will promote the biophilic design concept, which seeks to connect building occupants closely to nature by incorporating natural lighting and ventilation, natural landscape features and other elements to create a productive and healthier built environment that consumes fewer resources.

3. **Clean Energy** - We have set clear targets to reduce our dependency on non-renewables and uphold our commitment to transitioning to a low carbon future by enabling renewable energy (RE) as well as employing the following tactical targets.

    - Reduce urban planning and development emissions by 35 percent through by using pre-fab, pre-finished construction methodology to speed up the rebuilding works, and usage of solar panel and considering PV (photovoltaic) installations where appropriate as power sources.
    - Reduce operation energy consumption by 50 percent through pre-heated solar water heater, Design Natural Ventilated Common Areas, De-centralized Air-con System with Inverters.
    - Reduce transport emissions by 10 percent by encouraging hybrid and electric vehicles.
    - Reduce non-RE consumption by 40 percent.

4. **Water Management** - Reduce the dependence of treated water usage by 50 percent by recycling waste water selectively.

    - Rainwater harvesting systems to be integrated into the Landscape Water Body.
    - Building catchment ponds for irrigation, toilet flushing, and general cleaning.
    - Sewerage waste - Utilising ICT technology to purify the water, we are considering the GJ-R integrated management solution system and to build a facility that can clean at a minimum of 10, 000, 000 liters per day.

ENVIRONMENTAL (CONT'D)

The Andaman – redevelopment and ESG (Cont'd)

5. **Waste Management** – to reduce waste sent to landfills by 50 percent by recycling, upcycling, and restoring

    - Solid waste solution – we aim to introduce "The Asher", a patented technology that enables continuous self-combustion without the need for eternal energy such as diesel fuel to dispose waste. This ecofriendly solution is EPA compliant and has low running cost. It can turn 1 Ton of waste into just 40kg of ashes reducing energy required for transportation and waste to landfills.
    - Demolition/construction waste to be sorted for recycling purpose, and to be used for forming platform and terrain.
    - Food waste is to be converted to reusable material with the "ORCA." This system can breakdown food waste into water and reduce greenhouse gases, methane generation by diverting an average of 416,100 pounds of waste from landfill per year.
    - Turning food waste into fertilizer for farming and for the landscapes – we will build plants where we can convert coffee beans and process dried leaves to turn it into manure.

Mangrove replanting

Mangrove replanting refers to the planting of new mangrove trees where existing mangrove forests are degraded or lost. Mangrove replanting has the goal to restore ecological, economic, and social benefits of mangrove ecosystems. This includes habitat for wildlife, coastal erosion protection, and support for local fishing community.

Manual planting, seedlings and propagules are all options for mangrove replanting. Natural regeneration is also possible. Mangrove replanting success depends on many factors. These include the availability and type of planting site, as well as the resources available for monitoring and maintenance.

Treasure Bay started a mangrove rehabilitation project of 23 hectares in 2012 as part of its core activities in TBB. It is still being carried out as TBB's ESG Initiative. It is supported by local community groups Sungei Kecil and Desa Sebong Lagoi, located North-West from Bintan, 21 kms away from TBB.

ENVIRONMENTAL (CONT'D)

Mangrove replanting (Cont'd)

Every year, the International Day for the Conservation of the Mangrove Ecosystem is celebrated on 26 July. It was established by the General Conference of UNESCO. This day aims to increase awareness about the importance of mangrove forests.

The staff and management at TBB collaborate with celebrities, NGO's, corporations, and communities each year to replant seedlings, and organise a clean-up in a 60-hectare mangrove forest. These initiatives are intended to raise awareness about climate change and help to reduce its effects by restoring and protecting the ecosystem.

Mangrove Nursery

A nursery was built to help restore the mangrove ecosystem. So far, 72,000 mangrove seedlings have been planted.

Recognising and engaging the community

As part of its ESG commitments, the Group recognises that mutual growth is crucial to its success. It is therefore committed to improving the socio-economic condition of Bintanans by supporting their culture, community and adding value through sustainable sourcing.

- Locals can create jobs and provide opportunities to improve their quality of life.
- Promoting local enterprise and working with local suppliers to improve the socio-economic status of the community.

Rebuilding of Kampung Baru Turtle Sanctuary

According to IUCN Red List of Endangered Species, sea turtles are a threatened marine species. They have been endangered due to both commercial activities and a lack of education in coastal communities.

ENVIRONMENTAL (CONT'D)

Rebuilding of Kampung Baru Turtle Sanctuary (Cont'd)

We continue to educate the local communities, and enforce environmental laws to protect marine lives and The Territory of Telok Sebong signed an MOU in 2019 that committed a total IDR160million to the rebuilding of the turtle sanctuary. TBB continues to donate 100 liters monthly of petrol valued at Rp. 14.460.000 Or SGD 1,377. The petrol is used to fuel the generators that provide power and energy for the site.

Our Group's mission, which includes its commitments to ESG considerations, is to invest in the wellbeing of the communities where we operate by helping local fishermen who we consider to be the beneficiaries of this initiative. TBB has pledged to contribute Social Security Coverage (BPJS), for fishermen who are injured or medically ill.

It is our goal that the turtle sanctuary becomes a self-sustaining tourism center in the next three year. We are currently building business kiosks and toilets in the village to encourage enterprise and improve the socioeconomic status. We must ensure that the community has sufficient equipment and facilities.

Organic Park

Treasure Bay's ESG commitment calls for it to align its mission with sustainability that incorporate clean air, water, and food. Workshops are occasionally held with chefs and industry experts to inform visitors about low-carbon food sources and the health benefits of eating "farm to plate" meals that are fresher and more nutritious.

The Organic Park continues its certified status with The National Association for Sustainable Agriculture Australia ("NASAA") and International Federation of Organic Agriculture Movements ("IFOAM") for 2023 to international standards and audit. IFOAM, the global umbrella organisation for organic agriculture movements, is responsible for accreditation organic produce. Landmarks commitment to organic farming and sustainable food production portrays the Company's ethos to positively attract and engage suitable ecologically positive partners, stake holders and employees.

The organic park employs sustainable practices such as a catchment pool that not only collects water but is also used to raise fish and for irrigation. To make different types of organic fertilizer from different materials, organic composting can also be used. Shredding plant waste can also be used to recycle it for mulch purposes.

The potential exists to engage and seed the local community in start-ups for organic agricultural plots, or animal farming, outside TBB on Bintan Island. This is a great opportunity for local entrepreneurship and a career that complements TBB's development plan. These start-ups could be a source of organic food for Bintan Island and TBB.

The organic park has already seen the planting of more than 90 varieties of vegetables, fruits, and herbs. The ongoing initiatives and future direction are as follows:

Kampung Jamu – Herbal Garden The Jamu Garden symbolises the importance of well-being using a natural and traditional way with herbal remedies. Local communities and overseas visitors alike can experience the culture and creation of herbal supplements and remedies with organically farmed herbs. This embraces the vernacular culture, history, knowledge, and community values of Indonesia.

Sharing the Produce - In 2022 we have shared over 1,600kg of produce to our staff and hotel partners. These include herbs, flowers, leafy greens as well as fruits.

Farm to Table - To create the awareness of healthy and clean living. Harvesting and food making events were held to allow individuals to experience making their own dish from fresh harvest on the Organic Park, and the results were simply rewarding and delicious. Participants were also given a chance to tour the farm, as well as an opportunity to harvest and bring home their very own tea. In conjunction to National Nutrition Day, staff and guest(s) were made aware of healthy and clean living during a workshop.

The organic produce is also shared with the resorts and excess given to staff members and underprivileged communities.

ENVIRONMENTAL (CONT'D)

Managing Effluents and Waste
GRI 306-1, GRI 306-2

The communities and local authorities where we operate are concerned about waste management. While The Group is actively and conscientiously implementing measures to reduce waste disposal, its overarching goal is to efficiently use its value chain to minimize the amount of waste generated at each location as part of its ESG commitment.

The 3R Program - Reduce Reuse, Recycle, Recycle - is a framework we have implemented in all our operations and administrative offices in order to promote responsible waste minimisation. The Group reported a 19% reduction in paper consumption through digitalization of processes in 2019. The pandemic caused even greater reductions in paper usage in 2020 and 2021. For 2022, we returned to our offices and were back on-site.

The Group has taken this ESG commitment and is working to develop long-term initiatives to support climate action. This includes reducing landfill waste and methane production. The Group's Vision to carbon net zero by 2030 has provided a three-year roadmap: "ESG 2025 Goals" to implement the following

- Waste separation – Organic and recyclable waste collection, toxic and electronic waste collection, recording waste and setting KPIs to reduce it.
- Measurement of food waste footprint throughout the Company's operations.
- It blacklists single-use plastics during its operations.
- Recognizing quarterly emissions across the value chain (i.e. paper, water, and energy usage, travel mileage, and waste).
- Rainwater harvesting.
- Digitalising systems.

Waste Management Committee

Treasure Bay's Waste Management Committee was established in 2021 to investigate organic composting of garden and kitchen wastes, with the intention to make compost for organic farming and landscaping.

The natural plant compost is made from dry leaves and chopped grass. It can be used to enhance our landscapes. Compost helps to create a healthy soil structure and improve soil fertility. To fertilize the garden, 800 kilograms of plant compost fertilizer were used.

Water from the Sewage Treatment Plant is used to reduce the treated water, while rain water can be harvested in the man-made catchment pond and channeled to Chill Cove.

It can be used to water plants or maintain landscapes. It can be used to flush the toilets, water the garden, and wash common areas such as company cars and buses.

Eliminating Single-Use Material - The environment is at grave risk from plastic and print material pollution. Our primary goal was to reduce our dependence on single-use materials and replace them with biodegradable, recycled material that can be reused or digitally repurposed throughout our operations. Contactless experiences have become a standard in safety and hygiene post pandemic. They are now part of our new norm to comply with health guidelines. The Group has taken the ESG pledge to reduce paper and print material usage. All menus, brochures, and other information can now be accessed via personal mobile devices, by scanning QR codes. This will reduce contamination. When operations resume after the pandemic, the Group will implement this in a more formal manner. This includes digitizing all systems and using mobile devices to scan QR codes.

ENVIRONMENTAL (CONT'D)

Waste Management Committee (Cont'd)

Negative listing materials - This part of the ESG program includes creating a Negative Listing of materials that will be phased out over time across all our operations. This includes single-use plastics like straws, drinking bottles, in-room amenities, brochures and menus as well as corporate gifts and other office supplies. This applies to all corporate operations and group-related events and meetings, where responsible use is practiced. In 2020, Langkawi's resort opened a water bottling facility in house. This allows guests to have reusable glass bottles for their water consumption. This initiative has allowed the resort to reduce at most 6 single-use plastic bottles per guestroom per day.

The resort was established in July 2019. It has managed to reduce plastic waste by at least 50,000 plastic bottles annually until 2020. This is equivalent to avoiding approximately 500 kilograms of plastic waste.

We will continue to monitor the negative list of kitchen waste materials, including plastic bags, straws and gloves, caps and cotton buds, gloves, straws and caps, and cling film.

Repurposing and Upcycling materials from fallen trees to make place cards, table cloths, and side serving stations at resorts, to make souvenirs and decorations for guests, our teams also use materials made from cans, bottles and food waste.

Third Party vendors and Disposal of hazardous waste – To ensure proper and safe disposal of chemical and toxic wastes, the Group encourages its employees to use specialised suppliers and third-party providers whenever possible. Toner cartridges and old computers, batteries, oil, and machine parts are disposed of responsibly, with some vendors agreeing to dispose of them after expiry. A third-party vendor also recycles cooking oil into bio-diesel. As part of its ESG commitment, the Group plans to standardise and account monthly for hazardous waste.

Eco-friendly cleaning products are emphasised as part of the ESG commitment for laundry, housekeeping and stewarding throughout all its resort operations. In addition to that, the Group encourages the use of organic products, working with vendors that provide packaging using renewable energy and sourced ethically and where possible-locally.

Environmental Compliance
GRI 307-1

The Group is pleased to report that there have been no instances of non-compliance or action taken by authorities with regards to its environmental actions and performance during this reporting period and has been 100% compliance with local, regional and national environmental laws and regulations.

Water conservation initiatives

Rain water harvesting for watering plants and washing of public area floors to reduce the dependence of treated water. The Group intends to invest in waste water treatment plants in all its operations by 2025. This will clean sewage and waste water by removing solids and pollutants, breaks down organic matter and restores the oxygen content before returning it to the environment or use for watering plants.

Energy conservation initiatives

The Group has always been committed as its ESG commitment towards energy savings programmes such as using energy efficient lighting systems with LED (Light-emitting diodes) bulbs as well as optimisation of natural lights through innovative building designs in the offices, carparks, guest rooms and common areas of our operating units. Automated air-conditioning schedules in meeting rooms are used instead of centralised air-conditioning and temperatures at guest rooms are also set to a maximum of 22oC for optimum energy usage.

ENVIRONMENTAL (CONT'D)

Energy conservation initiatives (Cont'd)

Within the operations of our resorts, environmentally friendly form of transportation such as bicycles, battery-powered green buggies, electric bikes, buggies and Segways are provided as a recreational activity and to manage logistics to reduce emission. Lighting in public areas have also been designed with more being planned using solar power and wind turbines as energy sources.

The Group intends to incorporate renewable energy through innovation and smart designs to reduce carbon footprint of our operations by 2025. Solar energy initiatives are yet to be implemented. The Group is studying patterns to what suits the business models:

- Assess energy needs: Determine the energy needs of our business and calculate the amount of solar power needed to meet these requirements.
- Determine suitability: Evaluate the suitability of our location and building for a solar power system, including factors such as the orientation and slope of the roof, shading, and available space.
- Get quotes: Contact several reputable solar installers to get quotes for the design and installation of a solar power system.
- Choose a system: Compare the quotes and choose the best solar power system that meets our energy needs and budget.
- Obtain permits: Obtain the necessary permits and approvals from local authorities.
- Install the system: Have the chosen solar installer install the system.
- Monitor performance: Regularly monitor the performance of our solar power system and perform any necessary maintenance to ensure it continues to operate efficiently.

SOCIAL

The Board recognises that the Group's greatest asset is its human capital. We are a responsible employer and have committed to ESG principles in order to operate a safe, efficient, and profitable business. Honesty, integrity, and respect for others will guide our interactions with guests and business partners as well as with other employees.

SOCIAL (CONT'D)

The Group is committed to the safety, health, and welfare of all its employees, customers, suppliers, contractors, and contractors in accordance with our Corporate Statement. We will deliver high standards of safety and health in all aspects of our operations, including corporate offices, hotels, and parks, as well as sites in progress. All of these have adopted various safety measures, from fire and emergency procedures, to hazard analysis, with the goal of zero accidents for all business units.

Employee Benefits, Welfare and Benefits
GRI 201-3, 202-1, 401-2, 405-2

In accordance with the Malaysia Employment Act 1955, the Group strives as part of ESG commitment to offer competitive benefits package on par with the industry market rate and designed to foster a healthy work-life balance and help employees plan and prepare for the future.

Type of Benefits	Details
Medical benefits	- Clinical - Dental - Executive medical check-up - Health Screening - Vaccine
Insurance	- Group Personal Accident Insurance - Death in service due to natural causes - Financial relieve
Travel-related benefits	- Mileage claims - Meal claims - Accommodations - Air Travel - Airport/ ferry and other transportation
Life insurance	- Group Term Life Insurance
Health care	- Company coverage for hospitalisation or co-payment for surgical
Disability and critical illness	- Group Personal Accident Insurance
Sabbatical, study, or unpaid leave	- Available for full time employees depending on the request and to be evaluated by Management
Flexi work hours	- Post Covid, The Group has adopted a flexi work hour in its admin offices in Kuala Lumpur 7am – 3pm, 8am to 4pm, 9am to 5pm to avoid the rush hour crowding in public spaces in the city and public transport.
Housing	- Provided to employees in Employment in the Island
Meal	- Depending on the location and business unit, operations staff are entitled to a duty meal at the staff canteen
Retirement provision	- The Group offer higher EPF contribution at 16% for all fulltime employees in Malaysia, with additional 3% for executive who have worked above 3 years. - Retirement benefits in Indonesia according to legislations
Stock ownership	- All full-time employees are eligible to ESOS (Employee Share Option Scheme) with allocation that rewards long service, grade and performance.

SOCIAL (CONT'D)

Employees are the Most Important Resource
GRI 102-8, 405-1

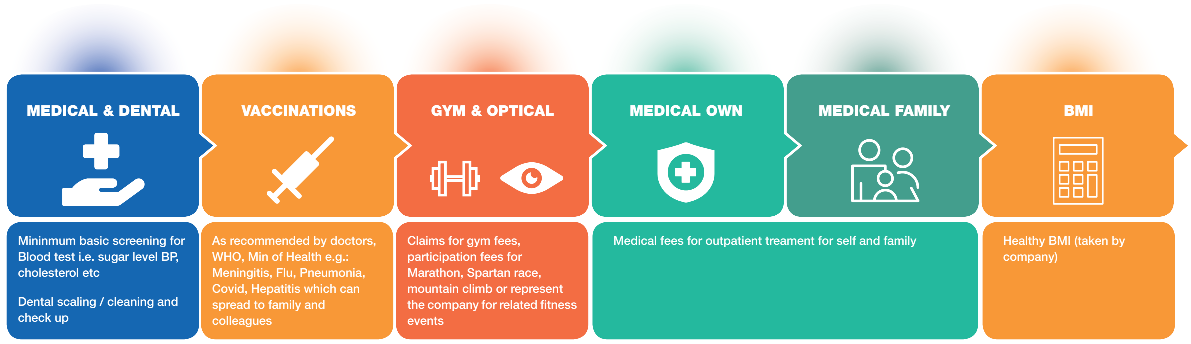
Employees are instrumental in business success. A healthy corporate culture prepares the ground for employee well-being, low rates of sick leave and minimal employee turnover. While competitive compensation and benefits are important, as company with much focus on lifestyle and wellness,

The Group recognises that strong balance of physical health, and mental and social wellbeing is vital to the long-term development of nation building and economic growth. As such, as part of the ESG considerations it is important to provide a supportive environment that empower and rewards responsible behaviours.

Journey to Wellness

A six-point journey to reward yourself for a responsible year

Journey to Wellness" program for employees was launched in June 2019 which truly embodies the Group's vision and mission for healthy lifestyle as part of the Group's ESG initiative. The Health Programme is gamified with cash back incentives if completed. The program encourages medical checks, vaccinations, gym, active lifestyle, and family health to stay fit, healthy, and productive.



Giving our people a voice

The Group as an ESG initiative encourages open dialogue by constantly engaging with employees to seek their views and understand their needs. Regular employee surveys are done, keeping anonymity so that everyone can freely express their opinions without fear. This transparency approach helps identify strengths and weaknesses of the employer, as well as areas for improvement. Analyzing the results of the survey is done and action plans are created to develop long-term strategic benefits and policies.

Training

All employees at the Group's operating units receive regular trainings coordinated in-house as part of compliance to local laws to respond effectively to emergencies and pandemic diseases. This are for the well-being of our guests and visitors which includes Cardio Pulmonary Resuscitation (CPR), first-aid training and practical training on the usage of fire extinguishers food safety, hygiene and sanitation and fire safety.

Compliance and Safety Managers are responsible to lead and implement procedures and efforts in identifying workplace hazards, reducing accidents and exposure to harmful situations and substances for the protection our guests and visitors. The Safety and Health Committee has also been formed to lead training of personnel in accident prevention, accident response, emergency preparedness and use of protective tools and equipment.

CORPORATE GOVERNANCE

GRI 102-18

The Group practices sound corporate governance. It has structures that are designed to ensure that business is done in a sustainable, responsible way and complies with all ESG requirements. Corporate governance is a key to investor confidence and business performance. The Company's vision of solid corporate governance is outlined in the Board Charter, T.R.U.S.T. Policy that underpins our Anti-Bribery Management System and Whistleblowing Policy as well as the Code of Conduct and Ethics.

The group further bolstered this by applying the Malaysian Code on Corporate Governance ("MCCG") to three broad principles: Board Leadership and Effectiveness; Effective Audit & Risk Management; Integrity in Corporate Reporting, and Meaningful Relationships with Stakeholders.

Protecting our market reputation and values requires a culture of compliance. Strong corporate culture is essential to ensure that all core values, including ESG considerations, are accepted by all employees. This extends to business associates as well as staff who could expose us to negative reputational damage and other adverse consequences.

The Group is still looking for ways to minimize the impact of its operations on government and authorities.

It limits its political engagement to industry and association memberships where possible. Stakeholders and senior management are selected based on their qualifications and involvement. They engage in dialogue and support, with a primary focus on industry advancement initiatives and the development of the tourism industry.

This can be achieved by focusing on transparency and openness between shareholders and the Company on issues such board composition, updating shareholders to comply with the MCCG, conflict-of-interest procedures, and shareholder rights.

The Group is committed to ensuring that it meets all statutory and regulatory requirements. All applicable laws are expected of employees. This will allow The Group to deliver long-term benefits to its shareholders, employees, and suppliers as well as customers and the wider society.

GRI 415-1

No political contributions are made by the Group or the Company to candidates for public office or political parties and corporate funds are never used for independent political expenditures.

Risk Management and Internal Control Framework

GRI 102-30

The Board is responsible for the Group's risk management framework and system of internal control and for monitoring and reviewing their adequacy and integrity as its ESG committee. The Board affirms its overall responsibility for establishing an effective risk management and internal control framework that has been enhanced over the years.

The Group's internal control and risk management framework are designed to manage and eliminate risks and to provide reasonable but not absolute assurance against any material misstatement or loss.

Communications with Stakeholders and the Investing Community

The Group places great importance on timely, accurate, and equal dissemination of information to shareholders and the investing community which are part of its ESG commitments. Regular briefings, emails and townhalls are held to present its quarterly results following their release on Bursa Malaysia Securities' website. The briefing includes a Q&A session, which updates sell-side research analysts on significant events and helps them understand the Company in greater depth.

The Group's corporate website, *www.landmarks.com.my*, provides the public with key information on business activities.

CORPORATE GOVERNANCE (CONT'D)

Code of Ethics

The Group's Code of Conduct and Ethics applies to all employees and Directors of the Group and its subsidiaries. This Code is disseminated to employees through its cloud-based portal – Sharepoint, along with other related policies, procedures, and guidelines of the Group.

These documents outline the principles that guide standards of behaviour and business conduct for employees and directors inter se and for dealing with third parties, which are to be incorporated into everyday management and dealings. In addition, the directors observe the Company Directors' Code of Ethics established by the Companies Commission of Malaysia.

Whistleblowing Policy
GRI 102-17

The Group strives to meet highest possible standards of ethical, moral, and legal business conduct and practices, openness and accountability in all business operations. Our Whistleblowing Policy aims to provide a discreet process for reporting and managing any suspected detrimental action and improper conduct. By providing a mechanism for stakeholders to report their concerns freely and without fear of reprisal or intimidation if they act in good faith through our suggestion boxes located in the admin offices, discreet disclosures and through periodic surveys online.

No action will be taken against any whistleblowers making a complaint or report in good faith. However, only genuine concerns of a serious or sensitive nature should be reported rather than trivial, frivolous, or general grievances. Any confidential information will not be disclosed without the written consent of the whistleblower.

T.R.U.S.T. Policy and Anti-Bribery Management System / Corruption
GRI 205-1, 205-2

The Group's commitment to integrity and transparency is clearly stated in the Employee Handbook and Code of Ethics. These documents outline the integrity by which business is conducted. Anyone found to have been involved in such acts are subject to disciplinary action that may lead to termination.

A keen understanding of corruption risk exposure is the cornerstone of an effective anti-corruption compliance programme. Therefore, it is vital that The Group clarifies its position on both to employees, contractors, suppliers, and all others connected to the business.

Landmarks had set up its T.R.U.S.T. Policy and Anti-Bribery Management System as part of its governance to deter bribery and protect itself against bribery and corruption. A series of internal control measures have been put in place including training and briefing to all employees on policies.

The highest ethical standards are followed when doing business and all forms of corruption are forbidden including:

- Bribery
- Fraud
- Money laundering
- Embezzlement
- Obstruction of justice
- Trading in influence Bribery and corruption present a significant risk to all business units.

There have been no major disciplinary cases reported for corrupt practices that resulted in the dismissal of employees. The Group has not been subjected to any fines and penalties arising from corruption cases from the authorities during the recent years and reporting period.

CONCLUSION

We have made significant progress in sustainability over the years through our conservation efforts and our waste reduction management. However, there are still high expectations over the need to integrate ESG considerations to balance it with the economic consideration expected of the Group from its stakeholders. The ESG Committee was formed to provide a structured approach to integrated sustainability. This will allow us to fulfill our corporate social responsibility by taking relevant ESG factors into consideration.

The Group's goal is to promote continuous innovation and to invest in green ideas to reduce waste, energy conservation, and carbon emission while increasing the Company's top line. Our sustainability programs will need to be refocused to address other ESG aspects to benefit all stakeholders, especially our employees who are the foundation of our financial performance as a hospitality provider.

The Group strives to be a preferred employer by 2025. We look forward to the future implementation of HR technology solutions. The digitisation of processes and systems will enable us to identify and rectify gaps, improve performance, and attract top talent. It will optimize performance management, capability development, and retention.

We recognize that ESG rollout encompasses a broad range of activities and matters, which is important to the Group as a responsible corporate entity to support in all its operations in interest of its stakeholders. We will endeavor to work hard to improve our sustainability performance within the requirements as expected of us as a corporate body without detracting from our commitment to our stakeholders.

Statement was approved by the Board of Directors on 25 April 2023.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors of Landmarks Berhad ("Company") is firmly committed and obligated to practice and to highly uphold the standards of corporate governance expected in the course of delivering stakeholders' value. This Statement sets out the summary of corporate governance practices during the financial year ended 31 December 2022, including disclosures required in the Main Market Listing Requirements ("MMLR"). This Statement is supported by the Corporate Governance Report as prescribed in paragraph 15.25(2) of the MMLR which is accessible at *www.landmarks.com.my*.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

I. Board Responsibilities

The Board of Directors is collectively responsible for the performance and success of the Company and the Group. The Board sets the strategic direction for the Group whilst maintaining an oversight role over management. The Board Charter sets out the matters specifically reserved for its decision, its duties and responsibilities as well as that of the management, led by the Executive Deputy Chairman of the Board who is also designated as the Chief Executive Officer ("CEO").

There is a clear division of responsibility between the Board, headed by the non-executive Chairman, and the management, led by the CEO. The management is responsible to support the Board on the development of, advising on and implementation of the corporate and business strategies, policies and decisions set by the Board as well as coordinating and overseeing the day-to-day operations. To ensure efficiency in the day-to-day operations of the Group, the Board has delegated some of its authority to specified levels of management as set out in the Limit of Authority.

The CEO is supported by the Executive Director and until 30 September 2022 by a Group Chief Operating Officer, in the performance of his duties.

The roles of the Chairman, CEO, Directors and the Independent Directors are clearly set out in the Board Charter which is accessible at the Company's website at *www.landmarks.com.my*.

Board Committees

The Board has delegated certain of its responsibilities to four (4) Committees which were constituted with clearly defined terms of reference to assist it in the discharge of its fiduciary and corporate duties. These Committees have been accorded the necessary authority to deliberate and decide on relevant issues and where the Committee has no decision-making authority, recommendations would be put forth to the Board for approval. The Chairman of the respective Committee reports on the proceedings and deliberations of each Committee meeting, if any, to the Board.

The Committees constituted by the Board are:

i. Audit and Risk Management Committee

The Audit Committee was established on 22 February 1993 and was subsequently renamed Audit and Risk Management Committee ("ARMC") on 28 November 2007 with the additional responsibility to review and manage key business risks of the Group. The Terms of Reference of the ARMC is accessible at the Company's website at *www.landmarks.com.my*.

For the financial year 2022, it is constituted by three (3) Non-Executive Directors as follows:

Bernard Chong Lip Tau *(Independent Non-Executive Director)*	-	Chairman
John Ko Wai Seng *(Independent Non-Executive Director)*	-	Member
Dato' Abdul Malek bin Abdul Hamid *(Non-Independent Non-Executive Director)*	-	Member

The Audit and Risk Management Committee Report for the financial year is set out on pages 48 to 51 of this Annual Report.

ii. Nominating Committee

The Nominating Committee was established on 10 May 2001. For the financial year 2022, it is constituted by three (3) Independent Non-Executive Directors as follows:

John Ko Wai Seng *(Independent Non-Executive Director)*	-	Chairman
Bernard Chong Lip Tau *(Independent Non-Executive Director)*	-	Member
Dato' Sri Ramli bin Yusuff *(Independent Non-Executive Director)*	-	Member

The Terms of Reference of the Nominating Committee is accessible at the Company's website at *www.landmarks.com.my*.

The Nominating Committee is responsible for proposing and recommending candidates for appointment to the Board. In evaluating the appointment of a director to the Board, the general process and procedure used are to:-

i) determine the skills, experience and core competencies that are required by the Board;
ii) seek and evaluate candidate(s) with the required credentials, skills, experience and competencies who has demonstrated integrity and character; and
iii) recommend the proposed appointment of the candidate to the Board for approval.

The Nominating Committee is also responsible for proposing and recommending short listed candidates for appointment to senior management posts in the Company using similar criteria.

The Nominating Committee met on three (3) occasions during the financial year 2022 which was attended by all members and had:

i) assessed the performance of the Board with regard to its composition, structure, operations, roles and responsibilities, and the Chairman's role and responsibilities;
ii) assessed each of the Board Committees on its composition, its assistance in providing recommendations for decision-making, the expertise of the members of the Board Committees in fulfilling their roles, the role of the Chairman of the respective Board Committee in discharging their responsibilities and the communications by the Board Committees to the Board with regard to its quality and timeliness;
iii) assessed the independence of the Independent Directors based on their shareholding in the Company, their relationship with the Company and Group, family or business, past or present, their tenure of directorship as well as their independent judgment, and objective and constructive feedback;
iv) evaluated the training programmes undertaken by the Directors;
v) assessed each individual director in terms of fit and properness, their contribution and performance, and calibre and personality;
vi) considered and recommended the re-election of Directors and retention of Independent Directors for shareholders' approval at the Annual General Meeting;
vii) considered and recommended candidates for appointment of new Directors for approval by the Board; and
viii) considered and recommended to the Board, if its present composition is to be maintained for the need to redesignate and to appoint new Independent Directors.

iii. Remuneration Committee

The Remuneration Committee was established on 10 May 2001. For the financial year 2022, it is constituted by three (3) Independent Non-Executive Directors as follows:

Dato' Sri Ramli bin Yusuff *(Independent Non-Executive Director)*	-	Chairman
Bernard Chong Lip Tau *(Independent Non-Executive Director)*	-	Member
Chin Mui Khiong *(Independent Non-Executive Director)*	-	Member

The Terms of Reference of the Remuneration Committee is accessible at the Company's website at *www.landmarks.com.my*.

The Remuneration Committee met once during the financial year which was attended by all members for the following purposes:

i) considered and recommended for the Board's approval the Directors' fees payable for 2022; and
ii) considered and recommended for the Board's approval the remuneration of the senior management.

iv. Environmental, Social and Governance ("ESG") Committee

The ESG Committee was newly established on 17 November 2021 mandating it to support the Company and Group's on-going commitment to sustainability in environmental, corporate social responsibility, corporate governance and other public policy matters relevant to the Company and the Group by a clearly defined ESG Committee Charter, which is accessible at *www.landmarks.com.my*.

The ESG Committee is introducing the concepts of ESG to be applied by integrating it as an improvement on the existing framework of sustainability which has already been installed and practised as part of the corporate culture of the Company and Group before.

The ESG Committee will monitor and make recommendations as to whether each of the elements of "environment", "social" and "governance" from feedback of the Heads of Department complies with local and international sustainability guidelines, frameworks and regulations. When conducting ESG due diligence and making recommendations for implementing effective procedures, the ESG Committee must ensure the accuracy and credibility of the information it uses and supply to avoid the risk of adverse legal and reputational consequences for failing to uphold prevailing ESG standards expected of the Company and Group. In this respect, the ESG Committee will also ensure that the Board in preparing the Sustainability Statement for the Company and Group will be mindful of the requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and other relevant reporting standards. The Board appoints to the Committee not fewer than three (3) members from the senior managers and directors of the Company. The CEO but preferably, an independent director shall participate in supervision and shall take the chair when in attendance. Mr. John Ko Wai Seng *(Independent Non-Executive Director)* has been appointed as the Committee's advisor.

Code of Ethics and Conduct, Policies and Anti Bribery Management System ("ABMS")

The Code of Ethics and Conduct ("Code") sets out the principles and standards of business ethics and conduct expected of the Directors and employees of the Group is accessible at the Company's website at *www.landmarks.com.my*.

The Anti-Money Laundering Policy is also accessible at the Company's website at *www.landmarks.com.my*.

Code of Ethics and Conduct, Policies and Anti Bribery Management System ("ABMS") (Continued)

In line with the corporate liability provision under Section 17A of the Malaysian Anti-Corruption Commission Act 2009 (Amended 2018), the Board adopted T.R.U.S.T. Policy to set up adequate procedures for combating bribery and corruption under our ABMS which are all accessible at the Company's website at *www.landmarks.com.my*.

Any Director or employee who becomes aware of, or suspects a violation of the Code, policies or ABMS is encouraged to whistle blow or report the concerns through the Whistleblowing Policy, which is accessible at the Company's website at *www.landmarks.com.my*.

Directors' Fit and Proper Policy

The Board had adopted the Directors' Fit and Proper Policy on 14 June 2022 which serves as guide to the Nominating Committee and the Board in their review and assessment of candidates that are to be appointed onto the Board as well as Directors who are seeking for election or re-election. This Policy is to ensure that Directors must possess the character, integrity, relevant range of skills, knowledge, experience, competence and time commitment to carry out their roles and responsibilities effectively in the best interest of the Company and its stakeholders. The fit and proper criteria will be applicable at the time of appointment as a director and on a continuing basis as all directors of the Company and/or its subsidiaries are expected to conduct themselves with highest integrity and professionalism as well as to comply with all relevant legal and regulatory obligations. The Directors' Fit and Proper Policy is available on the Company's website at *www.landmarks.com.my*.

Board Meetings

During the year under review, the Board met on five (5) occasions where it deliberated upon and considered a variety of matters including receiving updates on the Group's businesses and its performance, the Group's strategies and policies, corporate governance, risk management, corporate proposals, the Group's financial results, and the business and financial plans and budget, and direction of the Group.

The annual schedule of the Board and Board Committee Meetings were notified in advance to all Directors before the commencement of the financial year to assist Directors in planning their time commitment to the Company. All Directors had devoted reasonable time and effort to attend to the Company's duties required of them by attendance at the Board and Board Committee meetings as well as being available to discuss issues affecting the Group at all other times. The Directors would immediately update the Board via the Company Secretary on their appointment as director in other companies, which would then be tabled to the Board at the next Board of Directors' meeting for notation.

During the financial year, three (3) out of five (5) Board Meetings were conducted virtually via video conferencing. Meeting documents were also made available to the Board by shared links and were also displayed electronically in the course of each meeting.

The attendance of Directors at Board meetings held during the financial year as follows:-

Director	**Attendance**
Tan Sri Zakaria bin Abdul Hamid	5 out of 5
Mark Wee Liang Yee	5 out of 5
Tan Wee Hoong, Robin	5 out of 5
Dato' Abdul Malek bin Abdul Hamid	5 out of 5
Bernard Chong Lip Tau	5 out of 5
John Ko Wai Seng	5 out of 5
Dato' Sri Ramli bin Yusuff	5 out of 5
Chin Mui Khiong	5 out of 5
Pardianawati *(appointed on 15 July 2022)*	2 out of 2*
Fong Chee Khuen *(appointed on 7 October 2022)*	1 out of 1*

* *attendance at Board meetings after their appointment.*

Board Meetings (Continued)

The proceedings of each meeting of the Board and Board Committees were recorded and transcribed into minutes for the record. The draft minutes of each meeting were circulated to all participants of a meeting as the case may be by the Company Secretary for review and comments not later than three (3) weeks after the meeting. The minutes are then confirmed at the next meeting of the Board or Board Committee concerned and kept at the Registered Office.

Supply of Information

The Board were supplied with appropriate and timely information to enable it to discharge its duties. The CEO, after consultation with the Chairman, when necessary, ensured that all Directors had complete and timely access to information. The Directors had direct and individual access to members of the management and staff at all times and to request for any information within the Group from them, whether collectively as a Board or in their individual capacity, in furtherance of their duties.

The CEO kept the Board informed on a timely basis on all material matters affecting the Group's performance and its major developments. In addition to formal Board meetings, the Chairman, CEO and members of senior management do maintain regular contacts with all Directors.

Training and Development of Directors

In an ever-changing and dynamic business environment, the Directors as a matter of corporate responsibility recognise that they need to continuously equip themselves with relevant professional advancement to fulfil the demands of their role as Directors. All Directors in office during the financial year have completed the Mandatory Accreditation Programme prescribed by Bursa Securities.

The Directors have in fulfilment of their corporate responsibility undertaken relevant training courses to keep themselves abreast with developments in the capital markets, relevant changes in laws and regulations and on corporate governance matters to enhance their existing and to acquire additional skills and knowledge in the discharge of their responsibilities. The Directors will continue to undergo relevant training programmes to further enhance their skills and knowledge.

The courses attended by the Directors during the financial year are:-

Name of Directors	Training Course/Programme
Tan Sri Zakaria bin Abdul Hamid	• Malaysian Institute of Corporate Governance ("MICG") Webinar: "Artificial Intelligence ("AI") for Company Directors and Executives"
Dato' Abdul Malek bin Abdul Hamid	• Boardroom Corporate Services Sdn. Bhd. ("Boardroom") in collaboration with MIDA Webinar: "Malaysia's Corporate Taxes and Incentives Updates" • Tricor Services (Malaysia) Sdn Bhd Webinar: "What will happen to a director in a shareholders' fight?" • Securities Commission Malaysia ("SC") Webinar: Audit Oversight Board Conversation with Audit Committees
Bernard Chong Lip Tau	• SC Webinar: Audit Oversight Board Conversation with Audit Committees
John Ko Wai Seng	• Boardroom in collaboration with LeadWoman Webinar: "Board of Directors 101 Series: Board Financial & Risk Oversight" • MICG Seminar: "The Law Behind Corporate Governance" • Malaysian Institute of Accountants ("MIA") Workshop: "Workshop 1: Introduction to Integrated Reporting" • MICG Seminar: "Sustainability Governance, Management and Reporting - Coming to grips with the 'ESG' Agenda: What has changed"

Name of Directors	Training Course/Programme
Robin Tan Wee Hoong	• MICG Webinar: "AI for Company Directors and Executives"
Mark Wee Liang Yee	• MICG Webinar: "AI for Company Directors and Executives"
Chin Mui Khiong	• Chartered Tax Institute of Malaysia ("CTIM") Workshop on Malaysian Individual Taxation Series 3: Deductible Business Expenses Module • MIA International Standard on Quality Management Webinar - Starting Your Implementation Journey Right • MIA Audit Committee Conference 2022 • MIA Webinar Series: ISQC 1, ISQM 1 & ISQM 2 and ISA 220 (Revised), Incorporating Root Cause Analysis • CTIM Workshop on Learn To Develop, Build Upon and/or Appreciate the Importance of The Capital Statement in Tax Audits • CTIM: The Decision to Litigate - Tax Appeals, Procedures and Latest Tax Cases • MIA Webinar Series: Closure of Companies: Winding-up & striking off - A step-by-step approach • MIA Webinar Series: ISQM Implementation Part 2 - Formulating the E43 ISQM Manual-Policies and Procedures
Dato' Sri Ramli Bin Yusuff	• MICG: "Anti-Money Laundering (AML) & Counter Financing of Terrorism (CFT) Compliance
Pardianawati	• Institute of Corporate Directors Malaysia (ICDM): "Mandatory Accreditation Programme" • Boardroom Webinar: "How to Raise Funds with Sustainable Bonds"

Saved as disclosed above, Mr. Fong did not attend any training programmes during the financial year as he was appointed on 7 October 2022. All the Directors have constantly been updated with relevant reading materials and technical updates, to enhance their knowledge and equip them with the necessary skills to effectively discharge their duties as Directors of the Company.

The Directors have and will continuously be briefed on the Group's core business and other relevant industries as may become relevant in future to ensure that the Board is well informed on the latest market and industry trends.

Company Secretaries

Landmarks' Board is supported by two (2) External Company Secretaries. Both Company Secretaries of Landmarks are qualified to act as Company Secretary under Section 235 of the Companies Act 2016 and are Associate Member of the Malaysian Institute of Chartered Secretaries & Administrator.

The Directors have full and unrestricted access to the advice and dedicated support services of the Company Secretaries, as and when the need arises to enable them to discharge their duties effectively. The Company Secretaries are suitably qualified and experienced, are responsible to advise and update the Board on corporate governance matters, and matters related to procedural and regulatory requirements to ensure the Board adheres to policies, procedures and regulatory requirement to proper function in accordance to the Board charter and best practices, required of their role.

II. Board Composition

During the financial year, the Board had appointed two (2) Non-Independent Non-Executive Directors to add to the mix of skills and experience of the Board. The appointments have increased the Board to ten (10) members comprising of four (4) Independent Non-Executive Directors, two (2) Non-Independent Executive Directors and four (4) Non-Independent Non-Executive Directors.

The Board had, at all times during the financial year, comprised of at least one-third Independent Directors and also met the requirement of having at least one (1) female in the Board pursuant to Paragraph 15.02(1) of the MMLR with the appointment of Mrs. Pardianawati as Director on 15 July 2022.

The Board believes that its current size and composition is adequate and appropriate for its purpose. The Board opines that its current size allows for active participation and meaningful contribution by each member to ensure its effectiveness in discharging its duties. The Board, in considering appointments, gives due regard to the skills, experience, contribution and commitment that a person would bring to the Board.

The Directors, with their diverse backgrounds and specialisations from the legal and accounting fraternities, former senior executives in the Malaysian government sector and experience in business management collectively bring considerable knowledge, judgment, expertise and experience to the Board. The breadth and depth of experience and knowledge of the Directors provide the necessary balance of power and authority as well as diverse views, insights and advice on its stewardship role.

Independence of Directors

The Board recognises that independence and objectivity are important elements in the decision-making process and that the Independent Directors play an important role in upholding good corporate governance. The Nominating Committee has undertaken an assessment of the independence of the Independent Directors based on their relationship, whether family, employment, professional or business, with the Company and the Group, and their shareholding in the Company. More importantly, an assessment was also undertaken on the Independent Directors' participation at Board meetings and their demonstration of independent and objective judgment in providing constructive feedback in the Board's deliberations to safeguard the interests of minority shareholders.

Based on the assessment and review, the Board is satisfied that the Independent Directors have remained independent.

Annual Directors' Evaluation

The Nominating Committee has undertaken the annual assessment of the Board, the Board Committees as well as each member of the Board, including their fit and properness, contribution and performance, and calibre and personality.

III. Remuneration

The Remuneration Committee is responsible to review and recommend to the Board the fees, allowances and benefits payable to the members of the Board and the Board Committees in accordance with their level of responsibilities. The Committee is also responsible to review and recommend the remuneration of the senior management, including the Executive Directors, to the Board for approval.

III. Remuneration (Continued)

The remuneration of each of the Directors of the Company categorised into the appropriate components for the financial year ended 31 December 2022 are set out below:

(All figures in RM)	**Salaries & Bonus***	**Fees**	**Allowances**	**Benefits-in-Kind**	**Total**
Group					
Executive Directors					
- Mark Wee Liang Yee	1,261,580	–	–	39,839	1,301,419
- Robin Tan Wee Hoong	437,078	–	–	–	437,078
Non-Executive Directors					
- Tan Sri Zakaria bin Abdul Hamid	–	74,075	11,250	6,360	91,685
- Dato' Abdul Malek bin Abdul Hamid	–	57,750	13,750	6,360	77,860
- Bernard Chong Lip Tau	–	69,300	18,750	2,612	90,662
- John Ko Wai Seng	–	62,884	17,500	3,737	84,122
- Dato' Sri Ramli bin Yusuff	–	39,440	11,250	6,360	57,050
- Chin Mui Khiong	–	34,650	10,000	797	45,447
- Pardianawati**	–	14,671	2,500	–	17,171
- Fong Chee Khuen**	–	7,422	1,250	–	8,672
Company					
Executive Directors					
- Mark Wee Liang Yee	351,984	–	–	39,839	391,823
- Robin Tan Wee Hoong	100,044	–	–	–	100,044
Non-Executive Directors					
- Tan Sri Zakaria bin Abdul Hamid	–	63,575	11,250	6,360	81,185
- Dato' Abdul Malek bin Abdul Hamid	–	57,750	13,750	6,360	77,860
- Bernard Chong Lip Tau	–	69,300	18,750	2,612	90,662
- John Ko Wai Seng	–	62,884	17,500	3,737	84,122
- Dato' Sri Ramli bin Yusuff	–	39,440	11,250	6,360	57,050
- Chin Mui Khiong	–	34,650	10,000	797	45,447
- Pardianawati**	–	14,671	2,500	–	17,171
- Fong Chee Khuen**	–	7,422	1,250	–	8,672

* *inclusive employer contributions to provident fund*
** *from the date of appointment*

The remuneration of the senior management of the Group for the financial year 2022, comprising salary and bonus, inclusive of employer contributions to provident fund, and benefits-in-kind is set out below:

Name	**Remuneration in 2022**
Fong Chee Khuen***	RM450,000 – RM500,000

*** *resigned on 30 September 2022*

PRINCIPLE B: EFFECTIVE AUDIT & RISK MANAGEMENT

I. ARMC

The Board is assisted by the ARMC in financial reporting, internal controls, risk management and governance. The ARMC supports the Board in financial reporting to ensure integrity in the quarterly and annual financial statements, compliance with new accounting standards and practices, external audit, review of related party transactions and conflict of interest situations. The ARMC works independently within its defined Terms of Reference approved by the Board which is accessible at *www.landmarks.com.my*.

The Board is satisfied that the ARMC has been independent and has effectively discharged its duties in accordance with its Terms of Reference.

II. Risk Management and Internal Control Framework

The Board is responsible for the Group's risk management and internal control systems and reviewing its effectiveness. The ARMC assists the Board in monitoring the principal risks faced by the Group and ensuring that they are managed effectively. This includes monitoring and reviewing the Group's operations in relation to and compliance with the legal requirements in the various jurisdictions that the Group operates particularly in Malaysia, Indonesia and Singapore, approving and monitoring the risk management strategy, internal controls and reporting systems, evaluating their effectiveness, and identifying and rectifying deficiencies.

An overview of the risk management framework and state of internal controls are detailed in the Statement on Risk Management and Internal Control set out on pages 52 to 55 of this Annual Report.

In the performance of its risk management and internal audit functions, the Board is supported by the internal audit function which reports directly to the ARMC. A summary of the activities of the internal audit function during the financial year is presented in the Audit and Risk Management Committee Report set out on pages 48 to 51 of this Annual Report.

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

I. Communication with Stakeholders

The Company is committed to ongoing communications with its entire shareholder base, both institutional and private investors. This is achieved through the annual reports, the quarterly announcements and the shareholders' meetings. The Company's website, *www.landmarks.com.my*, provides a comprehensive avenue for up-to-date information dissemination with dedicated sections on corporate and financial information and news on the Group.

II. Conduct of General Meetings

The Board has always welcomed attendance of the relevant qualified stakeholders at the Company's general meetings. In line with the MCCG, a notice period of 28 days was given to shareholders for the Company's AGM held on 15 June 2022. The Company conducted a virtual 33rd AGM which enabled shareholders' virtual participation and remote online voting at the virtual AGM. The shareholders could submit their questions prior to and in the course of the meeting for the Company to respond to at the virtual AGM.

At the AGM and other general meetings, where relevant, the Company gathers views of, and answers questions from the shareholders on all issues relevant to the Group. It has always been the practice for the Chairman to provide ample time for the question-and-answer sessions at the general meetings, with all the questions posed by shareholders was made visible to all meeting participants during the virtual AGM and other general meeting and for shareholders to provide suggestions and comments for consideration by the Board and management.

FUTURE PRIORITIES

The Board is satisfied that the Company has applied the principles of the MCCG for the financial year ended 31 December 2022 except in the areas as highlighted in the Corporate Governance Report.

Going forward, the Board will, in addition to routine business during the current financial year, continue to look into the enhancement or development of ESG and corporate governance policies and procedures in the best interest of the Company's shareholders and stakeholders.

OTHER DISCLOSURES

Directors' Responsibility Statement in Respect of the Preparation of the Annual Audited Financial Statements

The Board is responsible for ensuring that the financial statements of the Group give a true and fair view of the state of affairs of the Group and of the Company as at the end of the accounting period and the profit or loss and cash flows for the period then ended. In preparing the financial statements, the Directors have ensured that applicable approved accounting standards in Malaysia and the provisions of the Companies Act 2016 have been applied and complied with. The Board has adopted and consistently applied accepted accounting policies and made reasonable and prudent judgments and estimates.

The Directors also have a general responsibility for taking such reasonable steps to preserve the assets of the Group and to prevent and detect fraud and other irregularities.

This Statement together with the CG Report were approved by the Board of Directors on 22 February 2023.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

CONSTITUTION

The Audit Committee was established by the Board of Directors ("Board") on 22 February 1993 and was re-named the Audit and Risk Management Committee ("Committee") on 28 November 2007, with the additional responsibility to review and manage key business risks of the Group.

COMPOSITION AND ATTENDANCE

The membership of the Committee and their attendance at meetings held during the financial year ended 31 December 2022, of which two (2) out of four (4) meetings were conducted virtually by video conferencing are as follows:

Name	Attendance at Meetings
Bernard Chong Lip Tau, Chairman *Independent Non-Executive Director*	4 out of 4
Dato' Abdul Malek bin Abdul Hamid *Non-Independent Non-Executive Director*	4 out of 4
John Ko Wai Seng *Independent Non-Executive Director*	4 out of 4

TERMS OF REFERENCE

The Committee is responsible for ensuring the integrity of the Group's financial accounting and reporting practices as well as the management of risk processes and internal controls.

On behalf of the Board, the Committee ensures the Group policies and procedures are complied with by providing oversight to the internal and external audit functions.

It also considers business risks and the nature of related party transactions that may arise within the Group.

In discharging its duties to investigate any activity within its terms of reference, the Committee is authorised to seek any information it requires from management and all employees are required to cooperate with any request made by it. The Committee can obtain, at the expense of the Company, independent legal or other professional advice if it considers necessary.

To enhance the Group's operational efficiency and internal control system, an in-house internal audit function which reports to the Committee was established in 2014.

The Nominating Committee has conducted an annual review and assessment of the composition, the assistance given by the Committee in Board decision-making, the expertise and skills of Committee members in fulfilling their roles, the role of the chair of the Committee in the discharge of its responsibilities and the process and conduct of meetings of the Committee.

The Board is satisfied that the Committee and its members have effectively discharged its duties in accordance with its Terms of Reference.

The Terms of Reference of the Committee is accessible at the Company's website at *www.landmarks.com.my*.

SUMMARY OF ACTIVITIES

The Committee monitors internal control policies and procedures designed to safeguard the Group assets and to maintain the integrity of financial reporting. It maintains direct, unfettered access to the Company's external auditors, internal audit and management.

During the financial year ended 31 December 2022, the Committee met four (4) times and their work is summarised as follows:

Financial Reporting

(a) Reviewed the unaudited quarterly financial results of the Group and the Company including any changes in the Financial Reporting Standards and its impact on the Group. In reviewing the financial statements, the Committee focused and deliberated on any significant changes to budget and preceding quarterly results. The Committee also deliberated on the financial statements including notes thereof to ensure that the financial statements taken as a whole provide a true and fair view of the Company's financial position and performance.

(b) Reviewed the audited financial statements of the Group for compliance with Malaysian Financial Reporting Standards. The Group Chief Operating Officer was invited to all Committee meetings to clarify audit issues and operation related matters that may have a financial impact on the Group and had given assurance to the Committee that the Company's financial statements complied with applicable financial reporting standards.

(c) Reviewed significant matters highlighted by auditors in the financial statements.

(d) Recommended for approval of the unaudited quarterly financial results and audited financial statements by the Board.

External Audit

(e) Reviewed the external auditor's scope of work and discussed annual audit plan and audit report for financial year ended 31 December 2022 with the external auditors. The Committee also noted that the employees have given full support and assistance to the external auditors to complete their work.

(f) Discussed audit matters raised by external auditors and their evaluation of the system of internal controls and follow up actions by management.

(g) Considered the appropriateness of the level of external audit fees and recommended for Board approval, taking into account the amounts of audit and non-audit fees.

(h) Performed an annual assessment of the suitability, objectivity and independence of the external auditors. The assessment encompasses their resources, quality of process and performance, audit planning and communications, and independence and objectivity. During the assessment the Committee sought feedback from management personnel related to the work and interviewed the external auditors. The Committee members are also required to complete an evaluation form on the performance of external auditors.

The policies and procedures for annual assessment of external auditors are accessible at the Company's website at *www.landmarks.com.my*.

The Committee received assurance from the external auditors confirming that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements.

Having assessed the external auditors' independence and objectivity, the Committee is satisfied with its competence, audit quality and resource capacity of the external auditors in relation to the audit. The Committee is also satisfied with the nature and extent of the non-audit services rendered, the appropriateness of the level of the fees and recommended for the re-appointment of KPMG PLT.

The Committee met with the external auditors on 23 February 2022 and 23 November 2022 without the presence of the members of the management to discuss any matters of concern by the external auditors.

Internal Audit

(i) Review and approve the internal auditor's scope of work and audit plans for the Group.

(j) Review the internal audit findings and appropriate remedial actions.

(k) Monitor the actions taken by management to improve the system of internal controls based on recommendations from the internal audits.

(l) Reviewed and approved the quarterly Enterprise Risk Management reports on key risk profiles and risk management activities of the Group.

Governance

(m) Reviewed the Statement on Risk Management and Internal Control, and the Audit and Risk Management Committee Report for inclusion in the Annual Report.

(n) Performed a self-evaluation to assess its effectiveness in discharging its duties as set out in the Terms of Reference.

(o) Reviewed and revised the Terms of Reference of the Committee, recommended and approved by the Board on 23 February 2022.

RELATED PARTY TRANSACTION AND CONFLICT OF INTEREST TRANSACTION

During the financial year, the Committee had reviewed the following related party transaction involving Mr Mark Wee Liang Yee, Executive Deputy Chairman and Chief Executive Officer as well as a major shareholder of Landmarks Berhad ("Landmarks") and substantial shareholder of Southern Archipelago Ltd ("SAL") (Formerly known as Blumont Group Ltd), prior to recommendation to the Board for approval and ensured the Main Market Listing Requirements are complied with;

(a) Proposed disposal of the remaining 49% equity interest in Mendol Investments Pte Ltd ("MIPL"), 100% equity interest in Hinako Investments Pte Ltd ("Hinako"), 60% equity interest in Prime Holdings Pte Ltd, 60% equity interest in Enggano Investments Pte Ltd and 60% equity interest in Mesawak Investments Pte Ltd by Tiara Gateway Pte Ltd ("TGPL"), a wholly-owned subsidiary of Landmarks, to SAL for a total aggregate consideration of SGD63.40 million (equivalent to approximately RM195.10 million) to be satisfied via the issuance of new ordinary shares in SAL ("Initial Proposal"). The Initial Proposal was subsequently revised as per item (b) below.

(b) Revised Proposed Disposals for the remaining 49% equity interest in MIPL and 100% equity interest in Hinako by TGPL, an indirect wholly-owned subsidiary of Landmarks, to SAL for a total aggregate consideration of SGD28.15 million (equivalent to approximately RM94.09 million) to be satisfied via the issuance of new ordinary shares in SAL.

INTERNAL CONTROLS

The internal audit function is to conduct assessment of the internal control system pertaining to the process of relevant business units/functional groups to ensure reliability and integrity of the process.

The Committee focus on whether procedures, systems and controls put in place by the Board and management are present and functioning to ensure that the organisation meets its objectives.

In discharging its duties with respect to internal audit, the Committee is supported by the in-house internal audit department.

In assessing the scope of work covered in the audit plan, the Committee took into consideration prevailing factors relevant to the Group's business activities and direction.

The Committee review key concerns raised in the audit report and appropriate management's responses including remedial action taken, before reporting and making recommendations to the Board in strengthening the internal control system, where applicable.

The management update the Committee and the Board on the status of the action plans implemented.

The total cost incurred for the internal audit function for the financial year ended 31 December 2022 was RM230,555.

This Report was approved by the Board of Directors on 22 February 2023.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

BOARD RESPONSIBILITY

The Board of Directors ("Board") is responsible for the adequacy and effectiveness of the Group's Risk Management and Internal Control System. The Board recognises the importance of maintaining a sound system of risk management and internal controls to safeguard financial reporting system, shareholders' investments and the Group's assets and is guided by the Statement on Risk Management and Internal Control – Guidelines for Directors of Listed Issuers in making disclosure on the state of Risk Management and Internal Control. The Board affirms its overall responsibility for identifying the principal risks faced by the Group and ensures the system of internal controls is in place to manage and assuage the risks. The Board conducted quarterly reviews of the adequacy and integrity of the Group's internal control system for selected risk areas. The system encompasses financial and operational controls and compliance with applicable laws, regulations, rules and guidelines.

The system of risk management and internal controls covers every operating company in the Group and its management. It is designed to meet the Group's business objectives and to manage the risks to which it is exposed to. The Board acknowledges that internal controls are designed to manage and assuage rather than to eliminate the risks of failure in achieving the business objectives. The system, by its nature, can only provide reasonable, and not absolute assurance against material misstatement, loss or fraud. The risk management and internal control system within the Group are implemented with the assistance of the senior management during the year.

RISK MANAGEMENT FRAMEWORK

The Enterprise Risk Management ("ERM") framework was approved by the Board in 2008 to maintain a sound system of risk management and internal control. It is designed to identify potential events and/or circumstances that may impede the Group from achieving its business objectives and manage it to be within the risk appetite. It takes into consideration the level of risk deemed acceptable in relation to the environment the business unit operates in, thus providing reasonable assurance on the achievement of its vision and mission.

The key principles embodied in the Group's ERM are as follows:

- full and due consideration to the balance of risk and reward is an essential element of the business strategy;

- relevance, adequacy and integrity of the ERM Framework must be discussed and reviewed during the Board and Audit and Risk Management Committee ("ARMC") meetings, at least once a year;

- discussions on risks, controls and implementation status of response plans must be conducted at management operational/divisional meetings;

- each business unit is responsible for identifying, assessing, responding, monitoring and reporting all risks associated with its vision and mission; and

- performance of all operating units across the Company is monitored closely to ensure risks are managed within the Group's acceptable risk appetite.

ERM PROCESS

ERM Process encompasses application of management policies, procedures and practices to the activities of the following:

i) Identify the risk;
ii) Assess the risk;
iii) Develop the response strategies for managing and assuaging key risks;
iv) Control activities to ensure that risk response strategies are being carried out;
v) Continuous monitoring of the risks and business environment; and
vi) Report risk exposures and status of agreed upon response strategies to the ARMC and Board.

The Group adopts the matrix risk assessment technique as its main risk assessment tool in identifying, evaluating and improving the effectiveness of the internal control systems of the Group.

The Chief Executive Officer ("CEO") and/or Executive Director and/or *Group Chief Operating Officer ("COO") identify and assess the present and potential risks that the business units face, any changes to the risk profile, the action plans to manage those risks in respect of the business units and discuss the said plans with the ARMC via ERM Reports.

During the financial year, a review of the risk profile was conducted on a quarterly basis with the respective Head of business units where new risks were identified and existing risks reassessed. Action plans to mitigate such risks were developed and monitored accordingly.

Management is tasked with implementing and complying with the business goals within the risk framework approved by the Board. In respect thereto, the CEO/COO coordinates and reports to the ARMC on the adequacy and application of risk management systems in the respective business units on a consolidated basis across the Group.

The ARMC was updated and informed quarterly about significant audit issues related to the Company and Group. It evaluates and reviews the ERM Reports from the CEO/COO on a quarterly basis and thereafter reports the same to the Board (including implementation status of response plans for key risks and key changes to the Group risk profile and confirmation that necessary action was taken to remedy weaknesses identified during previous reviews).

The Board reviews the ERM Reports taking into account the overall risk exposure of the Group to ensure that all areas of risk have been considered and that key risks identified are being responded to appropriately and satisfactorily.

The ERM Process has been in place during the year under review and up to the date of approval of this Statement.

* *COO resigned on 30 September 2022.*

INTERNAL CONTROL SYSTEM

Landmarks Berhad is committed to the identification, monitoring and management of material risks associated with its business activities across the Group.

The Board recognises that a sound internal control system is fundamental to an effective risk management framework. Hence, embedded in the framework is the Group and divisional structures, reporting lines, and appropriate authorities and responsibilities, including establishment of standard operating procedures, guidelines and limits for approval of all expenditure, including capital expenditure and investments, and contractual commitments.

To enhance the Group's operational efficiency and internal control system, the internal audit function is carried out by an in-house internal audit team, which reports to ARMC.

In assessing the scope covered in the operational audit as well as internal control findings and recommendations, the ARMC considered internal audit programmes implemented, trends and current factors relevant to the Group and selected business activities and direction.

The internal audit department independently assess the adequacy and compliance of internal controls within the operations of key business units of the Group.

The deliverables for the engagements are usually operational audit reports outlining the findings of the review, suggested areas for improvement and the management agreed action plans.

The CEO/COO monitors the implementation progress of the audit recommendations in order to obtain assurance that all major risks and control concerns have been duly addressed by the relevant management. All internal audit reports together with the recommended action plans and their implementation status are presented to the ARMC and the Board. The ARMC and the Board review and accept the audit reports. An updated report in respect of the status of the implementation of action plans is given to the ARMC and the Board.

Following the fire incident at The Andaman in January 2021, Tresure Bay Bintan has become the mainstay of the Group. Business was slow initially when lockdowns were lifted and the borders were re-opened in April 2022. As the business gradually picked up and improved during second half of the year, disruption to its operation was kept to a minimum, internal audit work was focused on monitoring general internal control systems of its cash flow management. No significant non-compliance was noted.

A notice of recall on the loan facilities was issued by the bank to Andaman Resort Sdn. Bhd. on 8 March 2023. The Company is in negotiation with the bank to remedy the situation in a timely and efficient manner. The resolution will take into account cash deposit of about RM50,749,348.46 currently placed in the Debt Service Reserve Account with the bank.

INTERNAL AUDIT

The internal audit function for the financial year ended 31 December 2022 are set out in the Audit and Risk Management Committee Report on pages 48 to 51 of this Annual Report.

Apart thereto, the other key elements of the Group's internal control system are described below:

Board Committees

Specific responsibilities have been delegated to the relevant Board Committees, all of which have written terms of reference. These Committees have the authority to examine all matters within their scope of responsibilities and report to the Board with their recommendations for the Board's consideration.

Management of the Business Units

The management of the various companies within the Group is delegated to the respective Head of the business units, whose roles and responsibilities and authority limits are set by the respective Boards and approved by the Board of Landmarks Berhad.

Policies and Procedures

The standard operating procedures of Landmarks Berhad and the key business units were reviewed by the ARMC and approved by the Board. The Group's procedures and controls are established to ensure accurate and complete financial reporting as well as compliance with laws, regulations, rules and guidelines.

Anti Bribery Management System ("ABMS") was established in 29 May 2020 to align with the T.R.U.S.T. Policy which incorporated the Ministerial guidelines on adequate procedures under Section 17A of the Malaysian Anti-Corruption Commission Act 2009 (Amended 2018). The objective of T.R.U.S.T. Policy is to inculcate awareness of the Group's anti-bribery and corruption practice to help its employees in dealing with outside business associates. Continuous effort is on-going to monitor and to improve the effectiveness of ABMS.

The Group also has in place a Whistleblowing Policy setting out the reporting process by individuals to raise genuine concerns without fear of reprisal. The Group Whistleblowing Policy and T.R.U.S.T. Policy are accessible at the Company's website at *www.landmarks.com.my*.

Performance Monitoring

There is a strategic planning, annual budgeting and target-setting process, which includes forecasts for each area of business with detailed reviews at all levels of operations. A detailed budgetary process is established requiring all key operating companies in the Group to prepare budgets annually. These are then discussed and approved by the Board of Landmarks Berhad. A reporting system on performance against approved budgets is in place and significant variances are explained and followed up by management and reported to the Board. The CEO and Executive Director together with the COO monitor actual performance, cash flow reports and other pertinent statistics on a monthly basis.

REVIEW OF STATEMENT BY EXTERNAL AUDITORS

The external auditors have reviewed this Statement on Risk Management and Internal Control pursuant to the scope set out in Audit & Assurance Practice Guide 3 ("AAPG 3"), *Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report* issued by the Malaysian Institute of Accountants for inclusion in the annual report of the Group for the year ended 31 December 2022 and reported to the Board that nothing has come to their attention that cause them to believe that the statement intended to be included in the annual report of the Group, in all material respects:

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

(b) is factually inaccurate.

AAPG 3 does not require the external auditors to consider whether the Directors' Statement on Risk Management and Internal Control covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control systems including the assessment and opinion by the Board of Directors and management thereon. The auditors are also not required to consider whether the processes described to deal with material internal control aspects of any significant problems disclosed in the annual report will, in fact, remedy the problems.

CONCLUSION

The Board has received assurance from the CEO that the Group's risk management and internal control are operating adequately and effectively in all material aspects, based on the risk management and internal control system put in place. Notwithstanding that, reviews of all control procedures will be continuously carried out to ensure effectiveness of the system. There were no significant or material adverse findings from the operational and financial audit of the Group during the financial year.

The Board is satisfied with the adequacy and effectiveness of the Group's risk management and internal control system.

This Statement was approved by the Board of Directors on 25 April 2023.

FINANCIAL
STATEMENTS

DIRECTORS' REPORT

for the year ended 31 December 2022

The Directors hereby submit their report and the audited financial statements of the Group and of the Company for the year ended 31 December 2022.

PRINCIPAL ACTIVITIES

The Company is principally engaged in investment holding and provision of management services, whilst the principal activities of the subsidiaries are as stated in Note 8 to the financial statements. There has been no significant change in the nature of these activities during the financial year.

SUBSIDIARIES

The details of the Group's subsidiaries are disclosed in Note 8 to the financial statements.

RESULTS

	Group RM'000	Company RM'000
Loss for the year	43,283	3,167

RESERVES AND PROVISIONS

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

DIVIDENDS

The Directors do not recommend any dividend to be paid for the year under review.

DIRECTORS OF THE COMPANY

Directors who served during the financial year until the date of this report are:

Tan Sri Zakaria bin Abdul Hamid
Bernard Chong Lip Tau
Dato' Abdul Malek bin Abdul Hamid
John Ko Wai Seng
Mark Wee Liang Yee
Tan Wee Hoong, Robin
Dato' Sri Ramli bin Yusuff
Chin Mui Khiong
Pardianawati (appointed on 15 July 2022)
Fong Chee Khuen (appointed on 7 October 2022)

DIRECTORS OF THE COMPANY'S SUBSIDIARIES

Directors who served in the Company's subsidiaries that are not Directors in the Company during the financial year until the date of this report are:

Chew Eng Kiong
Deddyanto
Tan Kia Joon
Ng Shiwei
Chong Sheek Jing
Harlin Nurvie

DIRECTORS' INTERESTS IN SHARES

The interests in the ordinary shares and options over ordinary shares of the Company and of its related corporations (other than wholly-owned subsidiaries) of those who were Directors at financial year end (including the interests of a spouse of a Director who themselves are not Directors of the Company) as recorded in the Register of Directors' Shareholdings are as follows:

	Number of ordinary shares			
Directors' interests in the Company	**At 1.1.2022**	**Bought/ Acquired**	**Sold**	**At 31.12.2022**
Tan Sri Zakaria bin Abdul Hamid				
- Direct interest	2,112,400	–	–	2,112,400
Mark Wee Liang Yee				
- Direct interest	86,230,494	–	–	86,230,494
- Indirect interest^	69,200,000	–	–	69,200,000
- Indirect interest#	300,000	–	–	300,000
Tan Wee Hoong, Robin				
- Direct interest	268,000	–	–	268,000
- Indirect interest*	8,700,000	–	(50,000)	8,650,000

^ *Indirect interest by virtue of interest in Zimulia Sdn Bhd pursuant to Section 8 of the Companies Act 2016 ("Act").*
# *Interest held by spouse in pursuant to the Act.*
* *Indirect interest by virtue of interest in Baby Berk Limited pursuant to Section 8 of the Act.*

The other Directors holding office at 31 December 2022 do not have any interest in the ordinary shares of the Company and of its related corporations during the financial year.

	Number of options over ordinary shares			
	At 1.1.2022/ Date of appointment	**Granted**	**Forfeited**	**At 31.12.2022**
Tan Sri Zakaria bin Abdul Hamid	2,000,000	–	–	2,000,000
Bernard Chong Lip Tau	2,000,000	–	–	2,000,000
Dato' Abdul Malek bin Abdul Hamid	2,000,000	–	–	2,000,000
John Ko Wai Seng	2,000,000	–	–	2,000,000
Mark Wee Liang Yee	6,000,000	–	–	6,000,000
Tan Wee Hoong, Robin	6,000,000	–	–	6,000,000
Dato' Sri Ramli bin Yusuff	2,000,000	–	–	2,000,000
Chin Mui Khiong	2,000,000	–	–	2,000,000
Pardianawati	530,000	–	–	530,000
Fong Chee Khuen	4,070,000	–	–	4,070,000

DIRECTORS' BENEFITS

Since the end of the previous financial year, no Director of the Company has received nor become entitled to receive any benefit (other than those shown below) 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.

The directors' benefits paid to or receivable by Directors in respect of the financial year ended 31 December 2022 are as follows:

	From the Company RM'000	From subsidiary companies RM'000
Directors of the Company:		
Fees	350	10
Remuneration	538	1,246
Estimated money value of any other benefits	67	–
Share-based payments	78	–
	1,033	1,256

There were no arrangements during and at the end of the financial year which had the object of enabling Directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate apart from the issuance of the Employees' Share Option Scheme ("ESOS").

ISSUE OF SHARES AND DEBENTURES

During the financial year, the Company issued 161,800 new ordinary shares of RM0.23 per share in pursuant to the exercise of the Company's ESOS for a total cash consideration of RM37,214.

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

OPTIONS GRANTED OVER UNISSUED SHARES

No options were granted to any person to take up the unissued shares of the Company during the financial year.

An ESOS was approved by the shareholders at an Extraordinary General Meeting held on 23 May 2018 which became effective on 29 June 2018 for a period of five years to 28 June 2023. The ESOS involved the issuance of not more than 15% of the issued share capital of the Company to eligible Directors and employees of the Group.

Four tranches of options have been granted under the ESOS, i.e., on 29 October 2018, 19 November 2018, 20 November 2019 and 25 September 2020 at an exercise price of RM0.55 per share, RM0.56 per share, RM0.49 per share and RM0.23 per share, respectively.

OPTIONS GRANTED OVER UNISSUED SHARES (CONTINUED)

The salient features of the ESOS are, inter alia, as follows:

i) Eligible employees are those who have been confirmed in writing as employees and have been in continuous employment with the Group for at least one year prior to the date of the offer. Eligible Directors are those who have been appointed to the Board for at least one year prior to the date of the offer.

ii) The option is personal to the grantee and is non-assignable.

iii) The option price shall be determined by the Remuneration Committee who has the discretion to grant a maximum of 10% discount to the weighted average market price of the Company's ordinary shares as shown in the daily official list issued by Bursa Malaysia Securities Berhad for the five trading days preceding the date of the offer in writing to the grantee.

iv) The options granted may be exercised at any time as may be specifically stated in the offer upon giving notice in writing.

v) The options granted may be exercised in full or in lesser number of ordinary shares provided that the number shall be in multiples of 100 shares.

The persons to whom the options have been granted have no right to participate by virtue of the options in any share issue of any other company.

The options offered under the ESOS to take up unissued ordinary shares in the Company and the exercise price are as follows:

			Number of options over ordinary shares			
Date of offer	**Expiry date**	**Exercise price**	**At 1.1.2022**	**Exercised**	**Forfeited**	**At 31.12.2022**
29.10.2018	28.06.2023	RM0.55	28,380,000	–	(1,610,000)	26,770,000
19.11.2018	28.06.2023	RM0.56	190,000	–	–	190,000
20.11.2019	28.06.2023	RM0.49	1,820,000	–	(320,000)	1,500,000
25.09.2020	28.06.2023	RM0.23	29,332,200	(161,800)	(1,966,400)	27,204,000
			59,722,200	(161,800)	(3,896,400)	55,664,000

INDEMNITY AND INSURANCE COSTS

During the financial year, there is no indemnity cost for Directors or officers of the Group. The total sum insured for Directors and officers of the Group is up to RM10 million.

There were no indemnity and insurance costs effected for auditors of the Group and the Company during the financial year.

OTHER STATUTORY INFORMATION

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

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

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

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

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

ii) that would render the value attributed to the current assets in the financial statements of the Group and of the Company misleading, or

iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate, or

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

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

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

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

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

In the opinion of the Directors, except for the insurance claim adjustment as disclosed in Note 22 to the financial statements, the financial performance of the Group and of the Company for the year ended 31 December 2022 have not been substantially affected by any item, transaction or event of a material and unusual nature nor has any such item, transaction or event occurred in the interval between the end of that financial year and the date of this report.

SUBSEQUENT EVENT

The details of such event is disclosed in Note 31 to the financial statements.

AUDITORS

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

The auditors' remuneration of the Group and of the Company during the year are RM1,003,000 and RM90,000 respectively.

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

…………………………………………………………
Mark Wee Liang Yee
Director

…………………………………………………………
Tan Wee Hoong, Robin
Director

Kuala Lumpur

Date: 25 April 2023

STATEMENTS OF **FINANCIAL POSITION**

as at 31 December 2022

		Group		Company	
	Note	2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
Assets					
Property, plant and equipment	3	**1,248,903**	1,260,570	**36**	54
Investment property	4	**29,882**	23,632	**–**	–
Right-of-use assets	5	**10,486**	11,166	**549**	903
Intangible assets	6	**–**	–	**–**	–
Inventories	7	**736,341**	688,588	**–**	–
Investments in subsidiaries	8	**–**	–	**1,351,968**	1,349,139
Investment in a joint venture	9	**41,232**	38,650	**–**	–
Other investments	10	**1,448**	2,085	**–**	–
Other receivables	11	**58,031**	–	**–**	–
Total non-current assets		**2,126,323**	2,024,691	**1,352,553**	1,350,096
Inventories	7	**58,019**	105,089	**–**	–
Trade and other receivables	11	**15,878**	122,951	**37,562**	40,394
Prepayments		**888**	701	**84**	84
Current tax assets		**29**	29	**29**	29
Other investments	10	**50,554**	18,634	**–**	–
Cash and cash equivalents	12	**3,538**	2,358	**312**	334
Total current assets		**128,906**	249,762	**37,987**	40,841
Total assets		**2,255,229**	2,274,453	**1,390,540**	1,390,937

STATEMENTS OF FINANCIAL POSITION
as at 31 December 2022
(CONT'D)

	Note	Group 2022 RM'000	Group 2021 RM'000	Company 2022 RM'000	Company 2021 RM'000
Equity					
Share capital	13	**776,746**	776,696	**776,746**	776,696
Reserves	13	**1,492**	486	**29,265**	29,592
Retained earnings		**1,042,888**	1,085,656	**465,812**	468,464
Equity attributable to owners of the Company		**1,821,126**	1,862,838	**1,271,823**	1,274,752
Non-controlling interests		**713**	713	**–**	–
Total equity		**1,821,839**	1,863,551	**1,271,823**	1,274,752
Liabilities					
Lease liabilities		**2,030**	2,529	**273**	578
Deferred tax liabilities	14	**253,737**	247,498	**–**	–
Derivative financial liabilities	15	**–**	2,000	**–**	–
Retirement benefits	16	**72**	315	**–**	–
Total non-current liabilities		**255,839**	252,342	**273**	578
Loans and borrowings	17	**126,054**	125,895	**–**	–
Trade and other payables	18	**33,296**	16,864	**118,088**	115,135
Lease liabilities		**618**	631	**305**	349
Current tax liabilities		**17,583**	15,170	**51**	123
Total current liabilities		**177,551**	158,560	**118,444**	115,607
Total liabilities		**433,390**	410,902	**118,717**	116,185
Total equity and liabilities		**2,255,229**	2,274,453	**1,390,540**	1,390,937

The notes set out on pages 73 to 159 are an integral part of these financial statements.

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the year ended 31 December 2022

	Note	Group 2022 RM'000	Group 2021 RM'000	Company 2022 RM'000	Company 2021 RM'000
Revenue	19	**24,287**	5,580	**3,422**	2,769
Cost of sales		**(10,467)**	(9,118)	**–**	–
Gross profit/(loss)		**13,820**	(3,538)	**3,422**	2,769
Administrative expenses		**(26,832)**	(28,549)	**(6,381)**	(6,707)
Net reversal of impairment loss/ (impairment loss) on trade receivables		**88**	(45)	**–**	–
Other operating expenses		**(30,970)**	(129,392)	**(389)**	(452)
Other income		**14,435**	139,962	**406**	147
Results from operating activities		**(29,459)**	(21,562)	**(2,942)**	(4,243)
Finance costs	20	**(6,094)**	(5,840)	**(48)**	(66)
Finance income	21	**761**	371	**2**	3
Net finance costs		**(5,333)**	(5,469)	**(46)**	(63)
Share of profit/(loss) of an equity-accounted joint venture, net of tax		**213**	(2,168)	**–**	–
Loss before tax	22	**(34,579)**	(29,199)	**(2,988)**	(4,306)
Tax expense	24	**(8,704)**	(5,294)	**(179)**	(28)
Loss for the year		**(43,283)**	(34,493)	**(3,167)**	(4,334)
Other comprehensive income					
Items that are or may be reclassified subsequently to profit or loss					
Foreign currency translation differences for foreign operations		**1,333**	4,974	**–**	–
Other comprehensive income for the year		**1,333**	4,974	**–**	–
Total comprehensive expense for the year		**(41,950)**	(29,519)	**(3,167)**	(4,334)

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
for the year ended 31 December 2022
(CONT'D)

	Note	Group 2022 RM'000	Group 2021 RM'000	Company 2022 RM'000	Company 2021 RM'000
Loss for the year		**(43,283)**	(34,493)	**(3,167)**	(4,334)
Total comprehensive expense for the year		**(41,950)**	(29,519)	**(3,167)**	(4,334)
Basic loss per ordinary share (sen)	25	**(6.45)**	(5.42)		
Diluted loss per ordinary share (sen)	25	**(6.45)**	(5.42)		

The notes set out on pages 73 to 159 are an integral part of these financial statements.

STATEMENTS OF CHANGES IN EQUITY

for the year ended 31 December 2022

		Attributable to owners of the Company						
		Non-distributable			Distributable			
Group	Note	Share capital RM'000	Translation reserve RM'000	Share option reserve RM'000	Retained earnings RM'000	Total RM'000	Non-controlling interests RM'000	Total equity RM'000
At 1 January 2021		746,384	(12,367)	8,066	1,119,551	1,861,634	713	1,862,347
Foreign currency translation differences for foreign operations		–	4,974	–	–	4,974	–	4,974
Total other comprehensive income for the year		–	4,974	–	–	4,974	–	4,974
Loss for the year		–	–	–	(34,493)	(34,493)	–	(34,493)
Total comprehensive income/ (expense) for the year		–	4,974	–	(34,493)	(29,519)	–	(29,519)
Issue of new ordinary shares	13	30,312	–	(379)	–	29,933	–	29,933
Share-based payment transactions	16	–	–	790	–	790	–	790
Share options forfeited		–	–	(598)	598	–	–	–
Total contributions from owners of the Company		30,312	–	(187)	598	30,723	–	30,723
At 31 December 2021/ 1 January 2022		**776,696**	**(7,393)**	**7,879**	**1,085,656**	**1,862,838**	**713**	**1,863,551**
Foreign currency translation differences for foreign operations		**–**	**1,333**	**–**	**–**	**1,333**	**–**	**1,333**
Total other comprehensive income for the year		**–**	**1,333**	**–**	**–**	**1,333**	**–**	**1,333**
Loss for the year		**–**	**–**	**–**	**(43,283)**	**(43,283)**	**–**	**(43,283)**
Total comprehensive income/ (expense) for the year		**–**	**1,333**	**–**	**(43,283)**	**(41,950)**	**–**	**(41,950)**
Issue of new ordinary shares	13	**50**	**–**	**(13)**	**–**	**37**	**–**	**37**
Share-based payment transactions	16	**–**	**–**	**201**	**–**	**201**	**–**	**201**
Share options forfeited		**–**	**–**	**(515)**	**515**	**–**	**–**	**–**
Total contributions from owners of the Company		**50**	**–**	**(327)**	**515**	**238**	**–**	**238**
At 31 December 2022		**776,746**	**(6,060)**	**7,552**	**1,042,888**	**1,821,126**	**713**	**1,821,839**

STATEMENTS OF CHANGES IN EQUITY
for the year ended 31 December 2022
(CONT'D)

Company	Note	Share Capital RM'000	Capital reserve RM'000	Share option reserve RM'000	Retained earnings RM'000	Total equity RM'000
		Attributable to owners of the Company				
		Non-distributable			*Distributable*	
At 1 January 2021		746,384	21,713	8,066	472,200	1,248,363
Loss and total comprehensive expense for the year		–	–	–	(4,334)	(4,334)
Issue of new ordinary shares	13	30,312	–	(379)	–	29,933
Share-based payment transactions	16	–	–	790	–	790
Share options forfeited		–	–	(598)	598	–
Total contributions from owners of the Company		30,312	–	(187)	598	30,723
At 31 December 2021/1 January 2022		**776,696**	**21,713**	**7,879**	**468,464**	**1,274,752**
Loss and total comprehensive expense for the year		**–**	**–**	**–**	**(3,167)**	**(3,167)**
Issue of new ordinary shares	13	**50**	**–**	**(13)**	**–**	**37**
Share-based payment transactions	16	**–**	**–**	**201**	**–**	**201**
Share options forfeited		**–**	**–**	**(515)**	**515**	**–**
Total contributions from owners of the Company		**50**	**–**	**(327)**	**515**	**238**
At 31 December 2022		**776,746**	**21,713**	**7,552**	**465,812**	**1,271,823**

The notes set out on pages 73 to 159 are an integral part of these financial statements.

STATEMENTS OF **CASH FLOWS**

for the year ended 31 December 2022

	Note	Group 2022 RM'000	Group 2021 RM'000	Company 2022 RM'000	Company 2021 RM'000
Cash flows from operating activities					
Loss before tax		**(34,579)**	(29,199)	**(2,988)**	(4,306)
Adjustments for:					
Depreciation of property, plant and equipment	3	**14,467**	14,223	**27**	93
Depreciation of right-of-use assets	5	**817**	1,581	**354**	355
Dividend income from other investments		**–**	(47)	**–**	(47)
Fair value loss in other investments		**637**	–	**–**	–
Finance costs	20	**6,094**	5,840	**48**	66
Finance income	21	**(761)**	(371)	**(2)**	(3)
Gain on disposal of other investments		**(3,712)**	(1)	**–**	(1)
Reversal of derivative financial liabilities		**(2,000)**	–	**–**	–
Reversal of impairment loss on investment property		**(6,250)**	–	**–**	–
Impairment loss on property, plant and equipment		**–**	1,255	**–**	–
Insurance claim		**–**	(138,000)	**–**	–
Insurance claim adjustment	11	**13,969**	**–**	**–**	–
Gain on disposal of property, plant and equipment		**(234)**	(5)	**–**	–
Property, plant and equipment written off		**117**	112,223	**–**	–
Share-based payment transactions	16	**201**	790	**201**	790
Share of (profit)/loss of an equity-accounted joint venture, net of tax		**(213)**	2,168	**–**	–
Operating loss before changes in working capital		**(11,447)**	(29,543)	**(2,360)**	(3,053)
Changes in working capital:					
Retirement benefits		**(243)**	(3,025)	**–**	–
Inventories		**(683)**	127	**–**	–
Trade and other receivables		**(114)**	6,671	**4**	(3)
Trade and other payables and other financial liabilities		**7,904**	(16,550)	**1,626**	678
Cash used in operations		**(4,583)**	(42,320)	**(730)**	(2,378)
Income tax paid		**(308)**	(94)	**(251)**	–
Income tax refunded		**269**	–	**–**	–
Net cash used in operating activities		**(4,622)**	(42,414)	**(981)**	(2,378)

STATEMENTS OF CASH FLOWS
for the year ended 31 December 2022
(CONT'D)

	Note	Group 2022 RM'000	Group 2021 RM'000	Company 2022 RM'000	Company 2021 RM'000
Cash flows from investing activities					
Acquisition of other investments		**(31,920)**	(22,558)	**–**	(7,547)
Acquisition of property, plant and equipment	(iii)	**(2,159)**	(6,391)	**(9)**	(15)
Addition in investment property		**–**	(120)	**–**	–
Acquisition of subsidiaries	8.3	**–**	(872)	**–**	–
Repayment from/(Advances to) subsidiaries		**–**	–	**1,326**	(2,675)
Interest received		**761**	371	**2**	3
Proceeds from disposal of other investments		**3,712**	7,577	**–**	7,577
Proceeds from disposal of property, plant and equipment		**236**	9	**–**	–
Dividend received from other investments		**–**	47	**–**	47
Proceeds from insurance claim		**35,000**	20,000	**–**	–
Net cash generated from/(used in) investing activities		**5,630**	(1,937)	**1,319**	(2,610)
Cash flows from financing activities					
Interest paid	(iv)	**(3,141)**	(5,391)	**–**	–
Interest paid on lease liabilities		**(139)**	(330)	**(48)**	(66)
Advances from a Director		**3,954**	1,018	**–**	–
Net proceeds from issue of ordinary shares	13	**37**	1,091	**37**	1,091
Payment of lease liabilities		**(651)**	(1,443)	**(349)**	(331)
Net cash generated from/(used in) financing activities		**60**	(5,055)	**(360)**	694
Net increase/(decrease) in cash and cash equivalents		**1,068**	(49,406)	**(22)**	(4,294)
Effect of exchange rate fluctuation on cash held		**112**	637	**–**	–
Cash and cash equivalents at 1 January	(i)	**2,358**	51,127	**334**	4,628
Cash and cash equivalents at 31 December	(i)	**3,538**	2,358	**312**	334

(i) Cash and cash equivalents

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

	Note	Group 2022 RM'000	Group 2021 RM'000	Company 2022 RM'000	Company 2021 RM'000
Cash and bank balances	12	**3,538**	2,358	**312**	334

(ii) Cash outflow for leases as a lessee

	Note	Group 2022 RM'000	Group 2021 RM'000	Company 2022 RM'000	Company 2021 RM'000
Included in net cash from operating activities:					
Payment relating to leases of low-value assets	22	**267**	698	**32**	32
Included in net cash from financing activities:					
Interest paid on lease liabilities	20	**139**	330	**48**	66
Payment of lease liabilities		**651**	1,443	**349**	331
Total cash outflow for leases		**1,057**	2,471	**429**	429

STATEMENTS OF CASH FLOWS
for the year ended 31 December 2022
(CONT'D)

(iii) Acquisition of property, plant and equipment

The Group acquired property, plant and equipment with an aggregate cost of RM2,291,000 of which RM132,000 (2021: RM4,357,000 of which RM nil) remained unpaid as of year end.

(iv) Reconciliation of movements of liabilities to cash flows arising from financing activities

Group	At 1 January 2021 RM'000	Net changes from financing cash flows RM'000	Interest expenses RM'000	Other changes RM'000	At 31 December 2021 RM'000
Secured term loan	125,776	–	–	119	125,895
Interest payables	2,784	(5,391)	5,510	(119)	2,784
Lease liabilities	11,600	(1,773)	330	(6,997)	3,160
Total liabilities from financing activities	140,160	(7,164)	5,840	(6,997)	131,839

Group	At 1 January 2022 RM'000	Net changes from financing cash flows RM'000	Interest expenses RM'000	Other changes RM'000	At 31 December 2022 RM'000
Secured term loan	**125,895**	**–**	**–**	**159**	**126,054**
Interest payables	**2,784**	**(3,141)**	**5,955**	**(174)**	**5,424**
Lease liabilities	**3,160**	**(790)**	**139**	**139**	**2,648**
Total liabilities from financing activities	**131,839**	**(3,931)**	**6,094**	**124**	**134,126**

Company	At 1 January 2021 RM'000	Net changes from financing cash flows RM'000	Interest expenses RM'000	Other changes RM'000	At 31 December 2021 RM'000
Lease liabilities	1,258	(397)	66	–	927

Company	At 1 January 2022 RM'000	Net changes from financing cash flows RM'000	Interest expenses RM'000	Other changes RM'000	At 31 December 2022 RM'000
Lease liabilities	**927**	**(397)**	**48**	**–**	**578**

The notes set out on pages 73 to 159 are an integral part of these financial statements.

NOTES TO THE **FINANCIAL STATEMENTS**

Landmarks Berhad is a public limited liability company, incorporated and domiciled in Malaysia and is listed on the Main Market of the Bursa Malaysia Securities Berhad ("Bursa Malaysia"). The address of its registered office which is also its principal place of business is as follows:

Registered office and principal place of business
20th Floor, Menara Haw Par
Jalan Sultan Ismail
50250 Kuala Lumpur

The consolidated financial statements of the Company as at and for the year ended 31 December 2022 comprise the Company and its subsidiaries (together referred to as the "Group" and individually referred to as "Group entities") and the Group's interest in joint ventures. The financial statements of the Company as at and for the year ended 31 December 2022 do not include other entities.

The Company is principally engaged in investment holding and provision of management services, whilst the principal activities of the subsidiaries are as stated in Note 8.

The financial statements were authorised for issue by the Board of Directors on 25 April 2023.

1. BASIS OF PREPARATION

(a) Statement of compliance

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

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

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2023

- MFRS 17, *Insurance Contracts*
- Amendments to MFRS 17, *Insurance Contracts – Initial application of MFRS 17 and MFRS 9 – Comparative Information*
- Amendments to MFRS 101, *Presentation of Financial Statements –Disclosures of Accounting Policies*
- Amendments to MFRS 108, *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Accounting Estimates*
- Amendments to MFRS 112, *Income Taxes – Deferred Tax related to Assets and Liabilities arising from a Single Transaction*

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2024

- Amendment to MFRS 16, *Leases – Lease Liability in a Sale and Leaseback*
- Amendment to MFRS 101, *Presentation of Financial Statements – Non-current Liabilities with Covenants and Classification of Liabilities as Current or Non-current*

MFRSs, interpretations and amendments effective for annual periods beginning on or after a date yet to be confirmed

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

1. BASIS OF PREPARATION (CONTINUED)

(a) Statement of compliance (continued)

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

- from the annual period beginning on 1 January 2023 for the accounting standard and amendments that are effective for annual periods beginning on or after 1 January 2023, except for MFRS 17 and amendments to MFRS 17 which are not applicable to the Group and the Company.

- from the annual period beginning on 1 January 2024 for the amendments that are effective for annual periods beginning on or after 1 January 2024.

The initial application of the abovementioned accounting standards, amendments and interpretations is not expected to have any material financial impact to the current period and prior period financial statements of the Group and of the Company.

(b) Basis of measurement

The financial statements have been prepared on the historical cost basis other than those disclosed in Note 2 and on the assumption that the Group and the Company will continue as going concerns.

The Group and the Company report the following:

i) The Group and the Company reported losses of RM43.3 million and RM3.2 million for the year ended 31 December 2022 respectively. As at that date, the Group's and the Company's current liabilities exceeded their current assets by RM48.6 million and RM80.5 million respectively. The Group and the Company have also recorded negative operating cash flows of RM4.6 million and RM0.9 million respectively for the financial year ended 31 December 2022.

ii) The fire incident at The Andaman, a Luxury Collection Resort, Langkawi ("The Andaman"), a property owned by its wholly-owned subsidiary, Andaman Resort Sdn. Bhd. ("ARSB") constituted an Event of Default ("EOD") for the Group's term loan which resulted in the term loan amounting to approximately RM126.1 million to be repayable on demand. Subsequent to year end, the lender bank ("the Bank") has declared that an EOD has occurred as ARSB has failed to repay the arrears sums/charges due and payable on the term loan, remedy its breach, and honor the payment obligations falling due since. Hence, all the facilities stand cancelled and the outstanding amount as at 22 February 2023 amounted to RM133.4 million is due and payable immediately. The Bank had demanded ARSB to make the payment of the outstanding amount within 14 days of the Notice of Recall on 8 March 2023.

Subsequently on 30 March 2023 under ARSB's request, the Bank expressed its willingness to withhold legal proceedings and/or enforcing its securities and has granted ARSB a period of sixty (60) days commencing from 22 March 2023 to raise and secure the necessary funds for the complete repayment of the Bank's loans.

iii) As of to-date, RM52.0 million payment on account has been received from the insurance company for fire property damage insurance claims. Negotiations are currently on-going for the balance claim estimated at RM58.0 million, which is contingent upon the redevelopment of The Andaman. In the event that the insurance proceeds are not used for redevelopment of The Andaman, the allowable claim will be substantially lower. In addition, the Group has to-date yet to secure funding required to redevelop The Andaman.

1. BASIS OF PREPARATION (CONTINUED)

(b) Basis of measurement (continued)

The Directors have considered the following in preparing the financial statements of the Group and the Company using the going concern basis:

i) Total loan and interest due to the Bank as at 31 December 2022 amounted to RM132.4 million is approximately 6% of the total assets of the Group. In the event that the Group is unable to secure funding to repay the outstanding amount within the 60-day timeframe as agreed above, the Directors are of the view that the disposal/liquidation of all the assets in ARSB will be sufficient to cover the term loan and interest amount demanded by the Bank and also other liabilities of ARSB. However, it is uncertain that the Bank will grant further extension for ARSB to realise its assets to settle its obligation.

ii) The Group's inventories, which comprise mainly land held for development in Treasure Bay Bintan, Indonesia which are free of encumbrances can be subject to disposal to third parties or be used as collateral to secure financing for the purposes of funding its operations and any further financial obligations. However, there is no assurance that the Group is able to realise its assets within the next twelve months.

As of the date of the financial statements:

i) The Group is discussing with potential investors to invest in the redevelopment of The Andaman and provide requisite fundings to repay the term loan and interest amounts demanded by the Bank.

ii) The Group is in the process of discussions with financial institutions to raise additional financing to redevelop The Andaman.

iii) The Group had submitted a revised insurance claim to the insurance company to recover a higher sum of insurance claim from The Andaman fire incident.

Given that the above discussions are still on-going, the finalisation of funding to meet its financial obligations remains uncertain.

As a result, the above events and conditions indicate that a material uncertainty exists that may cast significant doubt on the Group's and the Company's ability to continue as going concerns and, therefore, the Group and the Company may not be able to realise its assets and discharge its liabilities in the normal course of business.

The financial statements of the Group and of the Company have been prepared on going concern basis and do not include any adjustments to the carrying amounts and classification of assets, liabilities and reported expenses that may otherwise be required if the going concern basis was not appropriate.

(c) Functional and presentation currency

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

(d) Use of estimates and judgements

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

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

1. BASIS OF PREPARATION (CONTINUED)

(d) Use of estimates and judgements (continued)

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

- Note 1(b) - Going Concern – there are significant judgements made by Directors in preparing the financial statements on a going concern basis
- Note 3.3 – Impairment testing of land
- Note 3.4 – Impairment testing of property, plant and equipment
- Note 3.5 – Land in Treasure Bay Bintan, Indonesia
- Note 4.2 – Fair value information of investment property
- Note 7.1 – Impairment testing of land held for development
- Note 8.2 – Significant judgements and assumptions in relation to impairment assessment of cost of investment in subsidiaries
- Note 11.1 – Significant judgements and assumptions in relation to assessment of insurance claim receivables
- Note 27.4 – Measurement of expected credit loss ("ECL") and fair value information

2. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to the periods presented in these financial statements and have been applied consistently by Group entities, unless otherwise stated.

(a) Basis of consolidation

(i) Subsidiaries

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

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

Investments in subsidiaries are measured in the Company's statement of financial position at cost less any impairment losses, unless the investment is classified as held for sale or distribution. The cost of investment includes transaction costs.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(a) Basis of consolidation (continued)

(ii) Business combinations

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

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

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

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

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

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

(iii) Acquisitions of non-controlling interest

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

(iv) Loss of control

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

(v) Joint arrangements

Joint arrangements are arrangements of which the Group has joint control, established by contracts requiring unanimous consent for decisions about the activities that significantly affect the arrangements' returns.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(a) Basis of consolidation (continued)

(v) Joint arrangements (continued)

Joint arrangements are classified and accounted for as follows:

- A joint arrangement is classified as "joint operation" when the Group or the Company has rights to the assets and obligations for the liabilities relating to an arrangement. The Group and the Company account for each of its share of the assets, liabilities and transactions, including its share of those held or incurred jointly with the other investors, in relation to the joint operation.

- A joint arrangement is classified as "joint venture" when the Group or the Company has rights only to the net assets of the arrangements. The Group accounts for its interest in the joint venture using equity method. Investments in joint venture are measured in the Company's statement of financial position at cost less any impairment losses, unless the investment is classified as held for sale or distribution. The cost of the investment includes transaction costs.

(vi) Non-controlling interests

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

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

(vii) 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.

Unrealised gains arising from transactions with equity-accounted associates are eliminated against the investment to the extent of the Group's interest in the associates. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

(b) Foreign currency

(i) Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at exchange rates at the date of the transactions.

Monetary assets and liabilities denominated in foreign currencies at the end of the reporting period are retranslated to the functional currency at the exchange rate at that date.

Non-monetary assets and liabilities denominated in foreign currencies are not retranslated at the end of reporting date, except for those that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(b) Foreign currency (continued)

(i) Foreign currency transactions (continued)

Foreign currency differences arising on retranslation are recognised in profit or loss, except for differences arising on the retranslation of equity instruments where they are measured at fair value through other comprehensive income or a financial instrument designated as a cash flow hedge, which are recognised in other comprehensive income.

In the consolidated financial statements, when settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely to occur in the foreseeable future, foreign exchange gains and losses arising from such a monetary item are considered to form part of a net investment in a foreign operation and are recognised in other comprehensive income, and are presented in the foreign currency translation reserve ("FCTR") in equity.

(ii) Operations denominated in functional currencies other than Ringgit Malaysia

The assets and liabilities of operations denominated in functional currencies other than RM, including goodwill and fair value adjustments arising on acquisition, are translated to RM at exchange rates at the end of the reporting period, except for fair value adjustments arising from business combinations before 1 January 2011 (the date when the Group first adopted MFRS) which are treated as assets and liabilities of the Company. The income and expenses of foreign operations are translated to RM at exchange rates at the dates of the transactions.

Foreign currency differences are recognised in other comprehensive income and accumulated in the FCTR in equity. However, if the operation is a non wholly-owned subsidiary, then the relevant proportionate share of the translation difference is allocated to the non-controlling interests. When a foreign operation is disposed of such that control or significant influence is lost, the cumulative amount in the FCTR related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal.

When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation, the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the Group disposes of only part of its investment in an associate or joint venture that includes a foreign operation while retaining significant influence, the relevant proportion of the cumulative amount is reclassified to profit or loss.

(c) Financial instruments

(i) Recognition and initial measurement

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

A financial asset (unless it is a trade receivable without significant financing component) or a financial liability is initially measured at fair value plus or minus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issuance. A trade receivable without a significant financing component is initially measured at the transaction price.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Financial instruments (continued)

(ii) Financial instrument categories and subsequent measurement

Financial assets

Categories of financial assets are determined on initial recognition and are not reclassified subsequent to their initial recognition unless the Group or the Company changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change of the business model.

(a) Amortised cost

Amortised cost category comprises financial assets that are held within a business model whose objective is to hold assets to collect contractual cash flows and its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The financial assets are not designated as fair value through profit or loss. Subsequent to initial recognition, these financial assets are measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Interest income is recognised by applying effective interest rate to the gross carrying amount except for credit impaired financial assets (see Note 2(j)(i)) where the effective interest rate is applied to the amortised cost.

(b) Fair value through profit or loss

All financial assets not measured at amortised cost as described above are measured at fair value through profit or loss. This includes derivative financial assets (except for a derivative that is a designated and effective hedging instrument). On initial recognition, the Group or the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at fair value through other comprehensive income as at fair value through profit or loss if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets categorised as fair value through profit or loss are subsequently measured at their fair value. Net gains or losses, including any interest or dividend income, are recognised in the profit or loss.

All financial assets, except for those measured at fair value through profit or loss are subject to impairment assessment (see Note 2(j)(i)).

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Financial instruments (continued)

(ii) Financial instrument categories and subsequent measurement (continued)

Financial liabilities

The categories of financial liabilities at initial recognition are as follows:

(a) Fair value through profit or loss

Fair value through profit or loss category comprises financial liabilities that are derivatives (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument), contingent consideration in a business combination and financial liabilities that are specifically designated into this category upon initial recognition.

On initial recognition, the Group or the Company may irrevocably designate a financial liability that otherwise meets the requirements to be measured at amortised cost as at fair value through profit or loss:

(a) if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise;

(b) a group of financial liabilities or assets and financial liabilities is managed and its performance is evaluated on a fair value basis, in accordance with a documented risk management or investment strategy, and information about the group is provided internally on that basis to the Group's key management personnel; or

(c) if a contract contains one or more embedded derivatives and the host is not a financial asset in the scope of MFRS 9, where the embedded derivative significantly modifies the cash flows and separation is not prohibited.

Financial liabilities categorised as fair value through profit or loss are subsequently measured at their fair value with gains or losses, including any interest expense are recognised in the profit or loss.

For financial liabilities where it is designated as fair value through profit or loss upon initial recognition, the Group and the Company recognise the amount of change in fair value of the financial liability that is attributable to change in credit risk in the other comprehensive income and remaining amount of the change in fair value in the profit or loss, unless the treatment of the effects of changes in the liability's credit risk would create or enlarge an accounting mismatch.

(b) Amortised cost

Other financial liabilities not categorised as fair value through profit or loss are subsequently measured at amortised cost using the effective interest method.

Interest expense and foreign exchange gains and losses are recognised in the profit or loss. Any gains or losses on derecognition are also recognised in the profit or loss.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Financial instruments (continued)

(iii) Regular way purchase or sale of financial assets

A regular way purchase or sale of financial assets is recognised and derecognised, as applicable, using trade date or settlement date accounting in the current year.

Trade date accounting refers to:

(a) the recognition of an asset to be received and the liability to pay for it on the trade date; and
(b) 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.

Settlement date accounting refers to:

(a) the recognition of an asset on the day it is received by the Group or the Company; and
(b) derecognition of an asset and recognition of any gain or loss on disposal on the day that is delivered by the Group or the Company.

Any change in the fair value of the asset to be received during the period between the trade date and the settlement date is accounted in the same way as it accounts for the acquired asset.

Generally, the Group or the Company applies settlement date accounting unless otherwise stated for the specific class of asset.

(iv) 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 guarantees issued are initially measured at fair value. Subsequently, they are measured at higher of:

- the amount of the loss allowance; and
- the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance to the principles of MFRS 15, *Revenue from Contracts with Customers*.

Liabilities arising from financial guarantees are presented together with other provisions.

(v) Derecognition

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

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(c) Financial instruments (continued)

(v) Derecognition (continued)

A financial liability or a part of it is derecognised when, and only when, the obligation specified in the contract is discharged, cancelled or expires. A financial liability is also derecognised when its terms are modified and the cash flows of the modified liability are substantially different, in which case, a new financial liability based on modified terms is recognised at fair value. On derecognition of a financial liability, the difference between the carrying amount of the financial liability extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

(d) Property, plant and equipment

(i) Recognition and measurement

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

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

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 (major components) of property, plant and equipment.

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

(ii) Subsequent costs

The cost of replacing a component of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Group or the Company, and its cost can be measured reliably. The carrying amount of the replaced component is derecognised to profit or loss. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

(iii) Depreciation

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

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

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(d) Property, plant and equipment (continued)

(iii) Depreciation (continued)

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

Land *	–
Buildings	10 - 50 years
Hotel properties **	10 - 41 years
Plant and machinery	10 years
Hotel equipment and operating equipment	10 years
Office equipment, furniture and fittings	3 - 10 years
Motor vehicles	4 - 5 years
Lagoon	50 years

* Land comprises land in Indonesia. No depreciation is required as it has an indefinite useful life. Management anticipates the usage rights granted under this land will be renewable indefinitely at minimal cost.

** Hotel properties comprise hotel buildings and integral plant and machinery.

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

(e) Leases

(i) Definition of leases

A contract is, or contains, a lease if the contract conveys a 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 assesses whether:

- the contract involves the use of an identified asset - this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the customer has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the customer has the right to direct the use of the asset. The customer has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the customer has the right to direct the use of the asset if either the customer has the right to operate the asset; or the customer designed the asset in a way that predetermines how and for what purpose it will be used.

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease and non-lease component on the basis of their relative stand-alone prices. However, for leases of properties in which the Group is a lessee, it has elected not to separate non-lease components and will instead account for the lease and non-lease components as a single lease component.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(e) Leases (continued)

(ii) Recognition and initial measurement

(a) As a lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured 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.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the respective Group entities' incremental borrowing rate. Generally, the Group entities use their incremental borrowing rate as the discount rate.

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

- fixed payments, including in-substance fixed payments less any incentives receivable;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee;
- the exercise price under a purchase option that the Group is reasonably certain to exercise; and
- penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The Group excludes variable lease payments that linked to future performance or usage of the underlying asset from the lease liability. Instead, these payments are recognised in profit or loss in the period in which the performance or use occurs.

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

(iii) Subsequent measurement

(a) As a lessee

The right-of-use asset is subsequently 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.

The amortisation period for the current and comparative periods is as follow:

• Leasehold land	82 to 99 years

In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(e) Leases (continued)

(iii) Subsequent measurement (continued)

(a) As a lessee (continued)

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a revision of in-substance fixed lease payments, or if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

(f) Intangible assets

(i) Purchased software

Purchased softwares that are acquired by the Group and the Company, which have finite useful lives, are measured at cost less any accumulated amortisation and any accumulated impairment losses.

(ii) Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognised in profit or loss as incurred.

(iii) Amortisation

Amortisation is based on the cost of an asset less its residual value. Intangible assets are amortised from the date they are available for use.

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets from the date that they are available for use. The estimated useful life for software is 5 years.

Amortisation method, useful lives and residual value are reviewed at the end of each reporting period and adjusted, if appropriate.

(g) Investment property

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

Investment properties initially and subsequently measured at cost are accounted for similarly to property, plant and equipment.

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

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(h) Inventories

(i) Land held for development

Land held for development consists of cost of land on which no significant development work has been undertaken or where development activities are not expected to be completed within the normal operating cycle. Land is classified as inventory under non-current asset and is measured at the lower of cost and net realisable value.

Cost associated with the acquisition of land includes the purchase price of the land, professional fees, stamp duties, commissions, conversion fees and other relevant levies.

Land is transferred to property development costs under current assets when development activities have commenced and are expected to be completed within the normal operating cycle.

(ii) Property development costs

Property development costs comprise costs associated with the acquisition of land and all costs that are directly attributable to development activities or that can be allocated on a reasonable basis to such activities.

Property development costs are measured at the lower of cost and net realisable value and are recognised as an expense to profit or loss when the control of the inventory is transferred to the customer.

(iii) Other inventories

Consumables and saleable merchandise are measured at the lower of cost and net realisable value.

The cost of inventories is measured based on the first-in first-out principle and includes expenditure incurred in acquiring the inventories and bringing them to their existing location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

(i) Cash and cash equivalents

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

(j) Impairment

(i) Financial assets

The Group and the Company recognise loss allowances for expected credit losses ("ECLs") on financial assets measured at amortised cost. Expected credit losses are a probability-weighted estimate of credit losses.

The Group and the Company measure loss allowances at an amount equal to lifetime expected credit loss, except for cash and bank balance for which credit risk has not increased significantly since initial recognition, which are measured at 12-month expected credit loss. Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit loss.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(j) Impairment (continued)

(i) Financial assets (continued)

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 historical experience and informed credit assessment and including forward-looking information, where available.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of the asset, while 12-month expected credit losses are the portion of expected credit losses that result from default events 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.

The Group and the Company estimate the expected credit losses on trade receivables using a provision matrix with reference to historical credit loss experience.

An impairment loss in respect of financial assets measured at amortised cost is recognised in profit or loss and the carrying amount of the asset is reduced through the use of an allowance account.

At each reporting date, the Group and the Company assess whether financial assets carried at amortised cost 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 the financial asset have occurred.

The gross carrying amount of a financial asset is written off (either partially or fully) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group or the Company determines that the debtor does not have assets or sources 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 or the Company's procedures for recovery amounts due.

(ii) Other assets

The carrying amounts of other assets (except for inventories and deferred tax assets) are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash-generating units.

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

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

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(j) Impairment (continued)

(ii) Other assets (continued)

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

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

(k) Equity instrument

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

(i) Issue expense

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

(ii) Ordinary shares

Ordinary shares are classified as equity.

(iii) Preference share capital

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

Preference share capital is classified as financial liability if it is redeemable on a specific date or at the option of the equity holders, or if dividend payments are not discretionary. Dividends thereon are recognised as interest expense in profit or loss as accrued.

(l) Employee benefits

(i) Short-term employee benefits

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

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

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(l) Employee benefits (continued)

(ii) State plans

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

(iii) Defined benefit plans

The Group operates an unfunded plan for the eligible employees. The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed once every one to four years by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income. The Group determines the net interest expense or income on the net defined liability or asset for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then net defined benefit liability or asset, taking into account any changes in the net defined benefit liability or asset during the period as a result of contributions and benefit payments.

Net interest expense and other expenses relating to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

(iv) Share-based payment transactions

The grant date fair value of share-based payment granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognised as an expense is adjusted to reflect the number of awards at the vesting date.

For share-based payment awards with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

The fair value of the employee share options is measured using a Black Scholes model. Measurement inputs include share price on measurement date, exercise price of the instrument, expected volatility (based on weighted average historic volatility adjusted for changes expected due to publicly available information), weighted average expected life of the instruments (based on historical experience and general option holder behaviour), expected dividends, and the risk-free interest rate (based on government bonds). Service and non-market performance conditions attached to the transactions are not taken into account in determining fair value.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(l) Employee benefits (continued)

(v) Termination benefits

Termination benefits are recognised as an expense when the Group is committed demonstrably, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Termination benefits for voluntary redundancies are recognised if the Group has made an offer of voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably. If benefits are not expected to be settled wholly within 12 months of the end of the reporting period, then they are discounted.

(m) Revenue and other income

(i) Revenue from contracts with customers

Revenue is measured based on the consideration specified in a contract with a customer in exchange for transferring goods or services to a customer, excluding amounts collected on behalf of third parties. The Group or the Company recognises revenue when (or as) it transfers control over a product or service to customer. An asset is transferred when (or as) the customer obtains control of the asset.

The Group or the Company transfers control of a good or service at a point in time unless one of the following overtime criteria is met:

(a) the customer simultaneously receives and consumes the benefits provided as the Group or the Company performs;
(b) the Group's or the Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
(c) the Group's or the Company's performance does not create an asset with an alternative use and the Group or the Company has an enforceable right to payment for performance completed to date.

(ii) Dividend income

Dividend income is recognised in profit or loss on the date that the Group's or the Company's right to receive payment is established, which in the case of quoted securities is the ex-dividend date.

(iii) Interest income

Interest income is recognised as it accrues using the effective interest method in profit or loss except for interest income arising from temporary investment of borrowings taken specifically for the purpose of obtaining a qualifying asset which is accounted for in accordance with the accounting policy on borrowing costs.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(n) Borrowing costs

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

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

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

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

(o) Income tax

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

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

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

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

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

Unutilised reinvestment allowance and investment tax allowance, being tax incentives that is not a tax base of an asset, is recognised as a deferred tax asset to the extent that it is probable that the future taxable profits will be available against the unutilised tax incentive can be utilised.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(p) Earnings per ordinary share

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

Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held.

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

(q) Operating segments

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

(r) 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 asset in its highest and best use.

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

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

3. PROPERTY, PLANT AND EQUIPMENT

Group	Note	Land RM'000	Buildings RM'000	Hotel properties RM'000	Plant and machinery RM'000	Hotel equipment and operating equipment RM'000	Office equipment, furniture and fittings RM'000	Motor vehicles RM'000	Lagoon RM'000	Capital work-in-progress RM'000	Total RM'000
Cost											
At 1 January 2021		1,207,847	30,302	155,008	37,656	38,215	21,660	3,044	47,438	16,798	1,557,968
Additions		207	964	60	559	258	320	–	–	1,989	4,357
Acquisition of subsidiaries	8.3	7,195	22,536	–	–	–	–	–	–	–	29,731
Disposals		–	(1,756)	–	(147)	–	(38)	–	–	–	(1,941)
Written off	3.6	–	–	(142,053)	(1,056)	(35,859)	(4,357)	(46)	–	(4,263)	(187,634)
Transfer to inventories - land held for development	3.2	(84,465)	–	–	–	–	–	–	–	–	(84,465)
Foreign currency translation differences		–	523	192	765	47	308	28	884	504	3,251
Reclassification		–	–	–	1,040	–	524	–	–	(1,564)	–
At 31 December 2021/ At 1 January 2022		**1,130,784**	**52,569**	**13,207**	**38,817**	**2,661**	**18,417**	**3,026**	**48,322**	**13,464**	**1,321,267**
Additions		**–**	**–**	**16**	**57**	**343**	**209**	**–**	**–**	**1,666**	**2,291**
Disposals		**–**	**–**	**–**	**(1,446)**	**(2)**	**(21)**	**(96)**	**–**	**–**	**(1,565)**
Written off		**–**	**–**	**–**	**–**	**–**	**(62)**	**(13)**	**–**	**(88)**	**(163)**
Foreign currency translation differences		**–**	**1,027**	**(212)**	**(1,049)**	**(81)**	**(283)**	**(43)**	**(766)**	**624**	**(783)**
Reclassification		**–**	**150**	**–**	**12**	**–**	**(12)**	**–**	**–**	**(150)**	**–**
At 31 December 2022		**1,130,784**	**53,746**	**13,011**	**36,391**	**2,921**	**18,248**	**2,874**	**47,556**	**15,516**	**1,321,047**

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Group	Note	Land RM'000	Buildings RM'000	Hotel properties RM'000	Plant and machinery RM'000	Hotel equipment and operating equipment RM'000	Office equipment, furniture and fittings RM'000	Motor vehicles RM'000	Lagoon RM'000	Capital work-in-progress RM'000	Total RM'000
Depreciation and impairment loss											
At 1 January 2021											
Accumulated depreciation		–	6,501	50,374	19,095	23,875	12,768	2,470	5,118	–	120,201
Accumulated impairment loss		–	–	–	1,446	–	–	–	–	–	1,446
		–	6,501	50,374	20,541	23,875	12,768	2,470	5,118	–	121,647
Depreciation for the year		–	4,080	1,605	3,813	930	2,582	254	959	–	14,223
Disposals		–	(1,756)	–	(147)	–	(34)	–	–	–	(1,937)
Impairment loss for the year	3.6	–	–	1,255	–	–	–	–	–	–	1,255
Written off	3.6	–	–	(47,408)	(793)	(23,452)	(3,712)	(46)	–	–	(75,411)
Foreign currency translation differences		–	113	51	448	17	167	21	103	–	920
At 31 December 2021/ At 1 January 2022											
Accumulated depreciation		**–**	**8,938**	**4,622**	**22,416**	**1,370**	**11,771**	**2,699**	**6,180**	**–**	**57,996**
Accumulated impairment loss		**–**	**–**	**1,255**	**1,446**	**–**	**–**	**–**	**–**	**–**	**2,701**
		–	**8,938**	**5,877**	**23,862**	**1,370**	**11,771**	**2,699**	**6,180**	**–**	**60,697**
Depreciation for the year		**–**	**5,214**	**1,134**	**3,952**	**589**	**2,399**	**199**	**980**	**–**	**14,467**
Disposals		**–**	**–**	**–**	**(1,446)**	**(2)**	**(19)**	**(96)**	**–**	**–**	**(1,563)**
Written off		**–**	**–**	**–**	**–**	**–**	**(33)**	**(13)**	**–**	**–**	**(46)**
Foreign currency translation differences		**–**	**(47)**	**(82)**	**(770)**	**(65)**	**(277)**	**(42)**	**(128)**	**–**	**(1,411)**
Reclassification		**–**	**–**	**–**	**7**	**–**	**(7)**	**–**	**–**	**–**	**–**
At 31 December 2022											
Accumulated depreciation		**–**	**14,105**	**5,674**	**25,605**	**1,892**	**13,834**	**2,747**	**7,032**	**–**	**70,889**
Accumulated impairment loss		**–**	**–**	**1,255**	**–**	**–**	**–**	**–**	**–**	**–**	**1,255**
		–	**14,105**	**6,929**	**25,605**	**1,892**	**13,834**	**2,747**	**7,032**	**–**	**72,144**
Carrying amounts											
At 1 January 2021		1,207,847	23,801	104,634	17,115	14,340	8,892	574	42,320	16,798	1,436,321
At 31 December 2021/ 1 January 2022		1,130,784	43,631	7,330	14,955	1,291	6,646	327	42,142	13,464	1,260,570
At 31 December 2022		**1,130,784**	**39,641**	**6,082**	**10,786**	**1,029**	**4,414**	**127**	**40,524**	**15,516**	**1,248,903**

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Company	Office equipment, furniture and fittings RM'000
Cost	
At 1 January 2021	2,067
Additions	15
At 31 December 2021/1 January 2022	**2,082**
Additions	**9**
Disposal	**(7)**
At 31 December 2022	**2,084**
Accumulated depreciation	
At 1 January 2021	1,935
Depreciation for the year	93
At 31 December 2021/1 January 2022	**2,028**
Depreciation for the year	**27**
Disposal	**(7)**
At 31 December 2022	**2,048**
Carrying amounts	
At 1 January 2021	132
At 31 December 2021/1 January 2022	54
At 31 December 2022	**36**

3.1 Security

Property, plant and equipment of the Group with carrying amounts of RM860,000 (2021: RM911,000) are charged to the Bank to secure the term loan of the Group (Note 17).

3.2 Land transferred to inventories

Land was transferred to inventories when the Group intends to hold them for property development or for sale.

3.3 Impairment testing of land

During the financial year, the Group has evaluated that the recoverable amount of the land in Treasure Bay Bintan, Indonesia, is stated in excess of their carrying amount. The Group has applied the fair value less costs to sell, which was determined with the assistance of an independent valuer. Based on the latest available valuation reports, the valuation was determined using both the Income and Market Approach (2021: Income and Market Approach).

3. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

3.4 Impairment testing of property, plant and equipment

During the financial year, the Group has evaluated that the recoverable amounts of the property, plant and equipment in Treasure Bay Bintan, Indonesia, are stated in excess of their carrying amounts. The Group has estimated the recoverable amounts based on the value in use approach by discounting the future cash flows generated from their operations.

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

3.5 Land in Treasure Bay Bintan, Indonesia

Land relates to land in Treasure Bay Bintan, Indonesia which is regulated under Hak Guna Bangunan ("HGB"). Under HGB, the land can be renewed indefinitely with minimal cost if the land meets the conditions stipulated below:

- it continues to be used for the same purpose as it was originally intended to when the rights was granted; and
- the holder continues to be a legal entity established and domiciled in Indonesia; and
- the land continues to be zoned for the same usage within relevant Spatial Planning.

The Group has assessed the conditions above and concludes that the possibility of non-renewal of the usage rights of the land is remote.

The Group also exercised significant judgment and concluded that the land is in substance a purchase of rights which meets the definition of property, plant and equipment regardless of whether the legal title transfers.

3.6 Write-off and impairment of property, plant and equipment

In the previous financial year, property, plant and equipment written off and impaired amounted to RM108,622,000 and RM1,255,000 respectively were mainly as a result of the fire incident occurred on 12 January 2021 at The Andaman.

4. INVESTMENT PROPERTY

	Note	Land RM'000
Group		
At 1 January 2021		23,512
Additions		120
At 31 December 2021/1 January 2022		**23,632**
Reversal of impairment loss	4.1	**6,250**
At 31 December 2022		**29,882**

The freehold land is leased to a joint venture. The lease runs for a period of 17 years, with two options to renew the lease after that date. Lease payments are charged at the rate of 2% of gross operating revenue of the joint venture. Lease income generated during the financial year was RM328,000 (2021: RM34,000).

4.1 Reversal of impairment loss

During the financial year, the Group evaluated that the recoverable amount of the investment property was stated in excess of its carrying amount. The recoverable amount of the investment property was the fair value less costs of disposal of the investment property, of which is determined using the 50:50 weightage from Market Approach and Income Approach (Note 4.2). Consequently, an impairment loss recognised in previous financial year amounted to RM6,250,000 was reversed.

4.2 Fair value information

Fair value of investment property is categorised as follows:

	2022 Land Level 3 RM'000	2021 Land Level 3 RM'000
Group		
Land	**38,725**	38,958

4. INVESTMENT PROPERTY (CONTINUED)

4.2 Fair value information (continued)

The following table shows the valuation technique used in the determination of fair value within Level 3, as well as the significant unobservable inputs used in the valuation model.

Description of valuation technique and inputs used	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
50:50 weightage from Market Approach and Income Approach (2021 Land development): Market approach generates indication value by comparing valued assets with identical or similar assets and the availability of transaction price or offering price information. The income approach considers the projection of land development into a number of lots, making an income analysis and related costs and discounting net income revenues into an indication of value. (2021: 50:50 weightage from Market Approach and Income Approach (2021 Land development): Market approach generates indication value by comparing valued assets with identical or similar assets and the availability of transaction price or offering price information. The income approach considers the projection of land development into a number of lots, making an income analysis and related costs and discounting net income revenues into an indication of value).	• The average room rate is assumed at (2022: SGD195 for year 1 with an expected growth rate 8.5% for year 2, 4.7% for year 3 and remains constant at 4.4% from year 4 onwards) (2021: SGD137 for year 1 with an expected growth rate ranges from 4.5% to 19.1% within year 2 to year 7 and remains constant at 4.5% from year 7 onwards). • The average occupancy rate (AOR) (2022: in year 2 to year 8 ranges from 65.3% to 77.7% and remain constant at 75.3% from year 9 onwards) (2021: in year 2 to year 8 ranges from 22.1% to 76.6% and remain constant at 75.3% from year 9 onwards). • Terminal value is determined using (2022: the net operating income on year 11 with a capitalization rate of 9.52% which is the average yield hotel transaction in Bali area) (2021: the net operating income on year 11 with a capitalization rate of 9.52% which is the average yield hotel transaction in Bali area). • Discount rate used is (2022: constant rate at 11.19%) (2021: 11.51% for year 1 and 10.81% for year 2 onwards).	The estimated fair value would increase/ (decrease) if: • average room rate was higher/ (lower); • occupancy rate was higher/ (lower); • expected growth rate was higher/ (lower); • terminal value was higher/ (lower); or • risk-adjusted discount rates were lower/ (higher).

5. RIGHT-OF-USE ASSETS

Group	Land RM'000	Buildings RM'000	Total RM'000
Cost			
At 1 January 2021	10,175	16,834	27,009
Derecognition due to acquisition of subsidiaries (Note 8.3)	–	(11,585)	(11,585)
Foreign currency translation differences	–	203	203
At 31 December 2021/1 January 2022	**10,175**	**5,452**	**15,627**
Foreign currency translation differences	**–**	**126**	**126**
At 31 December 2022	**10,175**	**5,578**	**15,753**
Accumulated depreciation			
At 1 January 2021	2,187	5,983	8,170
Depreciation	110	1,471	1,581
Derecognition due to acquisition of subsidiaries (Note 8.3)	–	(5,406)	(5,406)
Foreign currency translation differences	–	116	116
At 31 December 2021/1 January 2022	**2,297**	**2,164**	**4,461**
Depreciation	**110**	**707**	**817**
Foreign currency translation differences	**–**	**(11)**	**(11)**
At 31 December 2022	**2,407**	**2,860**	**5,267**
Carrying amounts			
At 1 January 2021	7,988	10,851	18,839
At 31 December 2021/1 January 2022	7,878	3,288	11,166
At 31 December 2022	**7,768**	**2,718**	**10,486**

5. RIGHT-OF-USE ASSETS (CONTINUED)

Company	Buildings RM'000
Cost	
At 1 January 2021/31 December 2021/1 January 2022/31 December 2022	**1,963**
Accumulated depreciation	
At 1 January 2021	705
Depreciation	355
At 31 December 2021/1 January 2022	**1,060**
Depreciation	**354**
At 31 December 2022	**1,414**
Carrying amounts	
At 1 January 2021	1,258
At 31 December 2021/1 January 2022	903
At 31 December 2022	**549**

The Group leases a number of office buildings that run between 1 year and 5 years, with an option to renew the lease after that date. Lease payments are based on the prevailing market rent for renewal upon expiry of the lease term.

5.1 Security

Right-of-use assets of the Group with carrying amounts of RM1,748,000 (2021: RM1,784,000) are charged to the Bank to secure the term loan of the Group (Note 17).

5.2 Extension options and incremental borrowing rate in relation to leases

The Group assesses at lease commencement by applying judgement whether it is reasonably certain to exercise the extension options. Group entities consider all facts and circumstances including their past practice and any cost that will be incurred to change the asset if an option to extend is not taken, to help them determine the lease term.

The Group also applied judgement and assumptions in determining the incremental borrowing rate of the respective leases. Group entities first determine the closest available borrowing rates before using judgement to determine the adjustments required to reflect the term, security, value or economic environment of the respective leases.

6. INTANGIBLE ASSETS

Group and Company	Computer and software RM'000
Cost	
At 1 January 2021/31 December 2021/1 January 2022/31 December 2022	**944**
Accumulated amortisation	
At 1 January 2021/31 December 2021/1 January 2022/31 December 2022	**944**
Carrying amounts	
At 1 January 2021/31 December 2021/1 January 2022/31 December 2022	–

7. INVENTORIES

	Note	Group 2022 RM'000	2021 RM'000
Non-current			
Land held for development	7.1	**736,341**	688,588
Current			
Land held for development	7.1	**43,995**	91,748
Property development costs		**13,554**	12,840
Other inventories		**470**	501
		58,019	105,089
Recognised in profit or loss:			
Other inventories recognised as cost of sales		**2,121**	995

7.1 Land held for development

During the financial year, land held for development of RM47,753,000 (2021: Nil) is transferred from current to non-current since there is no active development for sale.

During the financial year, the Group has evaluated that the net realisable value of the land in Treasure Bay Bintan, Indonesia, is stated in excess of their carrying amount. The net realisable value was determined with the assistance of an independent valuer. Based on the latest available valuation reports, the valuation was determined using a 50:50 weightage from Market Approach and Income Approach (2021: 50:50 weightage from Market Approach and Income Approach).

8. INVESTMENTS IN SUBSIDIARIES

	Note	Company 2022 RM'000	2021 RM'000
Unquoted shares			
- Ordinary shares		**123,345**	123,345
Less: Accumulated impairment losses		**(6,000)**	(6,000)
		117,345	117,345
- Redeemable preference shares ("RPS")		**985,001**	985,001
		1,102,346	1,102,346
Amount due from a subsidiary	8.1	**249,622**	246,793
		1,351,968	1,349,139

Conditions of RPS

a) The holders of the RPS shall be entitled to dividends at a rate to be determined by the Directors of the subsidiaries.

b) The RPS holders shall, on winding up, be entitled to repayment in priority to ordinary shareholders.

c) The subsidiaries may redeem all or any of the RPS subject to the provisions of the Companies Act 2016 at par together with any premium payable on redemption.

8.1 Amount due from a subsidiary

Amount due from a subsidiary is non-trade in nature, unsecured and interest free. The settlement of the amount is at the discretion of the subsidiary.

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Details of the subsidiaries are as follows:

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	Effective ownership interest 2021 %
Landmarks Hotels & Realty Sdn Bhd	Malaysia	Investment holding	**100**	100
Landmarks Engineering & Development Sdn Bhd φ	Malaysia	Property development and civil engineering works	**100**	100
Ikatan Perkasa Sdn Bhd φ	Malaysia	Investment holding	**100**	100
Fokus Asas Sdn Bhd φ	Malaysia	Investment holding	**100**	100
Primary Gateway Sdn Bhd	Malaysia	Investment holding	**100**	100
Capaian Tinggi Sdn Bhd φ	Malaysia	Dormant	**100**	100
Tender Years Sdn Bhd φ	Malaysia	Dormant	**100**	100
VIW Management Private Limited *	Singapore	Dormant	**100**	100
Subsidiaries of Landmarks Hotels & Realty Sdn Bhd				
Andaman Resort Sdn Bhd	Malaysia	Ownership and management of a hotel	**100**	100
Kuala Lumpur Suburban Centre Sdn Bhd φ	Malaysia	Investment holding	**100**	100
Impian Makmur Sdn Bhd φ	Malaysia	Investment holding	**100**	100
Maya Wilayah Sdn Bhd φ	Malaysia	Investment holding	**100**	100
Wilayah Ehsan Sdn Bhd φ	Malaysia	Investment holding	**100**	100
Success Sphere Sdn Bhd φ	Malaysia	Investment holding	**100**	100
Escalibur Sdn Bhd φ	Malaysia	Investment holding	**100**	100
Nustulin Sdn Bhd φ	Malaysia	Investment holding	**100**	100
Landmarks Hotel & Resort Management Sdn Bhd φ	Malaysia	Provision of integrated wellness, spa services, management consultancy services and ownership of brand and intellectual property	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	Effective ownership interest 2021 %
Subsidiaries of Landmarks Hotels & Realty Sdn Bhd (continued)				
Sungei Wang REIT Manager Sdn Bhd φ	Malaysia	Dormant	**100**	100
Tumbuk Estate Sdn Bhd φ	Malaysia	Dormant	**100**	100
Landmarks Healthcare Sdn Bhd φ	Malaysia	Dormant	**100**	100
Web Age Sdn Bhd φ	Malaysia	Dormant	**100**	100
Subsidiaries of Andaman Resort Sdn Bhd				
AHC Enterprise Sdn Bhd φ	Malaysia	Dormant	**100**	–
Landmarks Healthcare Management Sdn Bhd φ	Malaysia	Dormant	**100**	–
Subsidiary of Landmarks Healthcare Sdn Bhd				
AHC Consolidated Sdn Bhd φ	Malaysia	Dormant	**100**	100
Subsidiaries of AHC Consolidated Sdn Bhd				
AHC Enterprise Sdn Bhd φ	Malaysia	Dormant	**–**	100
Landmarks Healthcare Management Sdn Bhd φ	Malaysia	Dormant	**–**	100
Subsidiary of Web Age Sdn Bhd				
Web Portal Technologies Sdn Bhd φ	Malaysia	Dormant	**100**	100
Subsidiary of Web Portal Technologies Sdn Bhd				
Besetter Pty Ltd φ	Australia	Dormant	**75**	75

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	Effective ownership interest 2021 %
Subsidiary of Besetter Pty Ltd				
PT Sarana Logistik Medika Nusantara φ	Indonesia	Dormant	**75**	75
Subsidiaries of PT Sarana Logistik Medika Nusantara				
PT Jasa Bersama Rumah Sakit Nusantara φ	Indonesia	Dormant	**67.5**	67.5
PT Jasa Logistik Kesehatan Nusantara φ	Indonesia	Dormant	**66**	66
Subsidiaries of Primary Gateway Sdn Bhd				
BTB Corporate Services Sdn Bhd	Malaysia	Provision of management services	**100**	100
Bintan Treasure Bay Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Tiara Gateway Pte Ltd *	Singapore	Investment holding	**100**	100
PG Construction Holdings Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Subsidiaries of Bintan Treasure Bay Pte Ltd				
Pioneer Investments Limited φ	Republic of Seychelles	Investment holding	**100**	100
Premier Investment Holding Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
PT Treasure Development Services *	Indonesia	Construction, maintenance and rental of buildings	**100**	100
Bay Development Services Pte Ltd *	Singapore	Provision of management and consultancy services	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	2021 %
Subsidiary of Pioneer Investments Limited				
PT Pelangi Bintan Indah [φ]	Indonesia	Development of tourism complex and management of resort hotels	**100**	100
Subsidiaries of Tiara Gateway Pte Ltd				
Solid Ally Investments Limited [φ]	British Virgin Islands	Investment holding	**100**	100
Prime Holdings Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Bintan Resorts Holdings Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Bintan Land Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Bintan Resort Enterprise Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Bintan Leisure Resort Ventures Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Bangkaru Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Benuwa Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Boana Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Enggano Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Fordate Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Gersik Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	Effective ownership interest 2021 %
Subsidiaries of Tiara Gateway Pte Ltd (continued)				
Hinako Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Kemaro Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Lasia Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Legundi Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Manawoka Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Manipa Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Mapor Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Marsela Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Mesawak Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Midai Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Mubur Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Musala Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Nias Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100
Penasi Investments Pte Ltd [φ]	Republic of Seychelles	Investment holding	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	Effective ownership interest 2021 %
Subsidiaries of Tiara Gateway Pte Ltd (continued)				
Propos Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Raiba Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Rondo Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Samosir Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Senua Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Serasan Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Sinabol Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Subi Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Tambelan Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Tanabala Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Tarempa Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Tayandu Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Temiyang Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Tinopo Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	Effective ownership interest 2021 %
Subsidiaries of Tiara Gateway Pte Ltd (continued)				
Watubela Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Wetan Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Subsidiary of Solid Ally Investments Limited				
PT Buana Wisatama φ	Indonesia	Renting and managing real estate that is owned or leased	**100**	100
Subsidiaries of PG Construction Holdings Pte Ltd				
PG Builders Pte Ltd φ	Republic of Seychelles	Property construction works	**100**	100
PG Contracts Pte Ltd φ	Republic of Seychelles	Property construction works	**100**	100
Bintan Beach Resorts Investments Pte Ltd φ	Republic of Seychelles	Investment holding	**100**	100
Subsidiaries of Prime Holdings Pte Ltd				
Prime Lagoon Pte Ltd *	Singapore	Investment holding	**100**	100
Prime Villa Pte Ltd *	Singapore	Investment holding	**100**	100
Subsidiaries of Bintan Resorts Holdings Pte Ltd				
Bintan Resorts Holdings (Singapore) Pte Ltd *	Singapore	Investment holding	**100**	100
Bintan Hotel Holdings Pte Ltd *	Singapore	Investment holding	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	Effective ownership interest 2021 %
Subsidiaries of Bintan Land Pte Ltd				
Bintan Land (Singapore) Pte Ltd *	Singapore	Investment holding	**100**	100
Bintan Hotel Utama Pte Ltd *	Singapore	Investment holding	**100**	100
Subsidiaries of Bintan Resort Enterprise Pte Ltd				
Bintan Resort Enterprise (Singapore) Pte Ltd *	Singapore	Investment holding	**100**	100
Bintan Hotel Development Pte Ltd *	Singapore	Investment holding	**100**	100
Subsidiaries of Bintan Leisure Resort Ventures Pte Ltd				
Bintan Leisure Resort Ventures (Singapore) Pte Ltd *	Singapore	Investment holding	**100**	100
Bintan Hotel Ventures Pte Ltd *	Singapore	Investment holding	**100**	100
Subsidiaries of Bintan Beach Resorts Investments Pte Ltd				
Bintan Beach Resorts Investments (Singapore) Pte Ltd *	Singapore	Investment holding	**100**	100
Bintan Hotel Management Pte Ltd *	Singapore	Investment holding	**100**	100
Subsidiaries of Bangkaru Investments Pte Ltd				
Bangkaru Alpha Pte Ltd φ	Singapore	Investment holding	**100**	100
Bangkaru Beta Pte Ltd φ	Singapore	Investment holding	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	Effective ownership interest 2021 %
Subsidiaries of Benuwa Investments Pte Ltd				
Benuwa Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Benuwa Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Boana Investments Pte Ltd				
Boana Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Boana Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Enggano Investments Pte Ltd				
Enggano Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Enggano Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Fordate Investments Pte Ltd				
Fordate Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Fordate Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Gersik Investments Pte Ltd				
Gersik Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Gersik Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Hinako Investments Pte Ltd				
Hinako Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Hinako Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Kemaro Investments Pte Ltd				
Kemaro Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Kemaro Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	2021 %
Subsidiaries of Lasia Investments Pte Ltd				
Lasia Alpha Pte Ltd $^{\varphi}$	Singapore	Investment holding	**100**	100
Lasia Beta Pte Ltd $^{\varphi}$	Singapore	Investment holding	**100**	100
Subsidiaries of Legundi Investments Pte Ltd				
Legundi Alpha Pte Ltd $^{\varphi}$	Singapore	Investment holding	**100**	100
Legundi Beta Pte Ltd $^{\varphi}$	Singapore	Investment holding	**100**	100
Subsidiaries of Manawoka Investments Pte Ltd				
Manawoka Alpha Pte Ltd $^{\varphi}$	Singapore	Investment holding	**100**	100
Manawoka Beta Pte Ltd $^{\varphi}$	Singapore	Investment holding	**100**	100
Subsidiaries of Manipa Investments Pte Ltd				
Manipa Alpha Pte Ltd $^{\varphi}$	Singapore	Investment holding	**100**	100
Manipa Beta Pte Ltd $^{\varphi}$	Singapore	Investment holding	**100**	100
Subsidiaries of Mapor Investments Pte Ltd				
Mapor Alpha Pte Ltd $^{\varphi}$	Singapore	Investment holding	**100**	100
Mapor Beta Pte Ltd $^{\varphi}$	Singapore	Investment holding	**100**	100
Subsidiaries of Marsela Investments Pte Ltd				
Marsela Alpha Pte Ltd $^{\varphi}$	Singapore	Investment holding	**100**	100
Marsela Beta Pte Ltd $^{\varphi}$	Singapore	Investment holding	**100**	100
Subsidiaries of Mesawak Investments Pte Ltd				
Mesawak Alpha Pte Ltd $^{\varphi}$	Singapore	Investment holding	**100**	100
Mesawak Beta Pte Ltd $^{\varphi}$	Singapore	Investment holding	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	2021 %
Subsidiaries of Midai Investments Pte Ltd				
Midai Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Midai Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Mubur Investments Pte Ltd				
Mubur A Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Mubur B Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Musala Investments Pte Ltd				
Musala Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Musala Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Nias Investments Pte Ltd				
Nias Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Nias Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Penasi Investments Pte Ltd				
Penasi Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Penasi Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Propos Investments Pte Ltd				
Propos Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Propos Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Raiba Investments Pte Ltd				
Raiba Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Raiba Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	2021 %
Subsidiaries of Rondo Investments Pte Ltd				
Rondo Alpha Pte Ltd φ	Singapore	Investment holding	**100**	100
Rondo Beta Pte Ltd φ	Singapore	Investment holding	**100**	100
Subsidiaries of Samosir Investments Pte Ltd				
Samosir Alpha Pte Ltd φ	Singapore	Investment holding	**100**	100
Samosir Beta Pte Ltd φ	Singapore	Investment holding	**100**	100
Subsidiaries of Senua Investments Pte Ltd				
Senua Alpha Pte Ltd φ	Singapore	Investment holding	**100**	100
Senua Beta Pte Ltd φ	Singapore	Investment holding	**100**	100
Subsidiaries of Serasan Investments Pte Ltd				
Serasan Alpha Pte Ltd φ	Singapore	Investment holding	**100**	100
Serasan Beta Pte Ltd φ	Singapore	Investment holding	**100**	100
Subsidiaries of Sinabol Investments Pte Ltd				
Sinabol Alpha Pte Ltd φ	Singapore	Investment holding	**100**	100
Sinabol Beta Pte Ltd φ	Singapore	Investment holding	**100**	100
Subsidiaries of Subi Investments Pte Ltd				
Subi Alpha Pte Ltd φ	Singapore	Investment holding	**100**	100
Subi Beta Pte Ltd φ	Singapore	Investment holding	**100**	100
Subsidiaries of Tambelan Investments Pte Ltd				
Tambelan Alpha Pte Ltd φ	Singapore	Investment holding	**100**	100
Tambelan Beta Pte Ltd φ	Singapore	Investment holding	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	Effective ownership interest 2021 %
Subsidiaries of Tanabala Investments Pte Ltd				
Tanabala Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Tanabala Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Tarempa Investments Pte Ltd				
Tarempa Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Tarempa Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Tayandu Investments Pte Ltd				
Tayandu Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Tayandu Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Temiyang Investments Pte Ltd				
Temiyang Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Temiyang Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Tinopo Investments Pte Ltd				
Tinopo Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Tinopo Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Watubela Investments Pte Ltd				
Watubela Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Watubela Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Subsidiaries of Wetan Investments Pte Ltd				
Wetan Alpha Pte Ltd [φ]	Singapore	Investment holding	**100**	100
Wetan Beta Pte Ltd [φ]	Singapore	Investment holding	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	Effective ownership interest 2021 %
Subsidiaries of Prime Lagoon Pte Ltd				
PT Treasure Bay Attractions*	Indonesia	Operation and management of a recreational park	**100**	100
PT Marine Life Discovery Park φ	Indonesia	Operation and management of a recreational park	**100**	100
Subsidiary of Bintan Resorts Holdings (Singapore) Pte Ltd				
PT Resort Kirana Bintan φ	Indonesia	Development and management of resort hotels, and commercial and residential properties	**100**	100
Subsidiary of Bintan Land (Singapore) Pte Ltd				
PT Bintan Hotel Utama φ	Indonesia	Development and management of resort hotels, and commercial and residential properties	**100**	100
Subsidiary of Bintan Resort Enterprise (Singapore) Pte Ltd				
PT Resorts Development and Management Bintan *	Indonesia	Development and management of resort hotels, and commercial and residential properties	**100**	100
Subsidiary of Bintan Leisure Resort Ventures (Singapore) Pte Ltd				
PT Bintan Leisure Resort Ventures φ	Indonesia	Development and management of resort hotels, and commercial and residential properties	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	Effective ownership interest 2021 %
Subsidiary of Bintan Beach Resorts Investments (Singapore) Pte Ltd				
PT Hotel Management Bintan φ	Indonesia	Development and management of resort hotels, and commercial and residential properties	**100**	100
Subsidiary of Bangkaru Alpha Pte Ltd				
PT Bangkaru Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Boana Alpha Pte Ltd				
PT Boana Estate Villa φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Enggano Alpha Pte Ltd				
PT Enggano Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Fordate Alpha Pte Ltd				
PT Fordate Estate Villa *	Indonesia	Development and management of resort hotels, and commercial and residential properties	**100**	100
Subsidiary of Gersik Alpha Pte Ltd				
PT Gersik Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Hinako Alpha Pte Ltd				
PT Hinako Estate φ	Indonesia	Provision of accommodation services	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	2021 %
Subsidiary of Kemaro Alpha Pte Ltd				
PT Kemaro Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Lasia Alpha Pte Ltd				
PT Lasia Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Legundi Alpha Pte Ltd				
PT Legundi Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Manawoka Alpha Pte Ltd				
PT Manawoka Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Manipa Alpha Pte Ltd				
PT Manipa Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Mapor Alpha Pte Ltd				
PT Mapor Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Marsela Alpha Pte Ltd				
PT Marsela Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Mesawak Alpha Pte Ltd				
PT Mesawak Estate φ	Indonesia	Provision of accommodation services	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	2021 %
Subsidiary of Musala Alpha Pte Ltd				
PT Musala Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Nias Alpha Pte Ltd				
PT Nias Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Penasi Alpha Pte Ltd				
PT Penasi Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Propos Alpha Pte Ltd				
PT Propos Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Raiba Alpha Pte Ltd				
PT Raiba Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Rondo Alpha Pte Ltd				
PT Rondo Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Samosir Alpha Pte Ltd				
PT Samosir Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Senua Alpha Pte Ltd				
PT Senua Estate φ	Indonesia	Provision of accommodation services	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	2021 %
Subsidiary of Sinabol Alpha Pte Ltd				
PT Sinabol Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Subi Alpha Pte Ltd				
PT Subi Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Tambelan Alpha Pte Ltd				
PT Tambelan Estate Villa φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Tanabala Alpha Pte Ltd				
PT Tanabala Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Tarempa Alpha Pte Ltd				
PT Tarempa Estate Villa φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Tayandu Alpha Pte Ltd				
PT Tayandu Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Temiyang Alpha Pte Ltd				
PT Temiyang Estate Villa φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Tinopo Alpha Pte Ltd				
PT Tinopo Estate φ	Indonesia	Provision of accommodation services	**100**	100

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

Name of subsidiary	Principal place of business/Country of incorporation	Principal activities	Effective ownership interest 2022 %	2021 %
Subsidiary of Watubela Alpha Pte Ltd				
PT Watubela Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of Wetan Alpha Pte Ltd				
PT Wetan Estate φ	Indonesia	Provision of accommodation services	**100**	100
Subsidiary of PT Treasure Development Services				
PT Pesona Lagoi Mandiri φ	Indonesia	Dormant	**51**	51

φ *Not audited by KPMG PLT*
* *Audited by other member firms of KPMG International*

8.2 Significant judgements and assumptions in relation to impairment assessment of cost of investment in subsidiaries

The Company applied significant judgements and assumptions in performing impairment testing which require management to estimate their recoverable amount of the investments in subsidiaries and to provide impairment loss when required. The Company considered the external valuation report and the Group's cash flow projections in determining the recoverable amount of the investments in the subsidiaries.

8.3 Acquisition of subsidiaries

In the previous financial year, Tiara Gateway Pte Ltd, a wholly-owned subsidiary of the Group acquired the rights and interests under Hak Guna Bangunan No. 00105/Sebong Lagoi in relation to a parcel of land, identified as Lot AR1 Wisma, located at Treasure Bay Bintan, Bintan Island, Indonesia which was previously classified as right-of-use assets (Note 5), having a total estimated area of 12,578 square meters and the buildings constructed thereon through the acquisition of:

1) Ordinary share in Solid Ally Investments Limited ("Solid Ally"), representing the entire equity interest in Solid Ally, which in turn holds 99.9% equity interest in PT Buana Wisatama ("PTBW"); and

2) 500 ordinary shares in PTBW, representing 0.1% equity interest in PTBW for a total purchase consideration of SGD9,775,792 (approximately RM29,767,287) to be satisfied through the issuance of 84,830,494 new ordinary shares in the Company at an issue price of RM0.34 per share and cash of SGD303,750 (approximately RM937,767).

Accordingly, Solid Ally and PTBW became indirect subsidiaries of the Group.

8. INVESTMENTS IN SUBSIDIARIES (CONTINUED)

8.3 Acquisition of subsidiaries (continued)

The followings summarised the consideration transferred, and the recognised amounts of assets acquired and liabilities assumed at the acquisition date on the financial position as at 31 December 2021 of the Group:

Fair value of consideration transferred

	Note	Group RM'000
Consideration paid, satisfied in cash		938
Issuance of ordinary shares	13	28,842
		29,780
Assets acquired and liabilities assumed		
Property, plant and equipment		29,731
Trade and other receivables		626
Cash and cash equivalents		66
Trade and other payables		(643)
Net assets acquired		29,780
Net cash outflow arising from acquisition of subsidiaries		
Consideration paid, satisfied in cash		938
Cash and cash equivalents acquired		(66)
Net cash outflow		872

9. INVESTMENT IN A JOINT VENTURE

	Group 2022 RM'000	Group 2021 RM'000
Unquoted shares	**40,214**	40,214
Share of post-acquisition losses	**(1,955)**	(2,168)
Post-acquisition foreign exchange translation reserve	**2,973**	604
	41,232	38,650

Details of material joint venture are as follows:

Name of entities	Principal place of business/Country of incorporation	Nature of the relationship	Effective ownership interest 2022 %	Effective ownership interest 2021 %
Mendol Investments Pte Ltd	Republic of Seychelles	Investment holding	**49**	49
Subsidiaries of Mendol Investments Pte Ltd				
Mendol Alpha Pte Ltd	Singapore	Investment holding	**49**	49
Mendol Beta Pte Ltd	Singapore	Investment holding	**49**	49
Subsidiary of Mendol Alpha Pte Ltd				
PT Mendol Estate	Indonesia	Development and management of resort hotels	**49**	49

9. INVESTMENT IN A JOINT VENTURE (CONTINUED)

The following table summarises the information of the Group's joint venture, adjusted for any differences in accounting policies and reconciles the information to the carrying amount of the Group's interest in the joint venture.

	Group	
	2022 **RM'000**	**2021** **RM'000**
Summarised financial information		
As at 31 December		
Non-current assets	**94,414**	92,843
Current assets	**6,014**	1,276
Non-current liabilities	**(16,366)**	(15,401)
Current liabilities	**(4,450)**	(2,681)
Net assets	**79,612**	76,037
Year ended 31 December		
Profit/(Loss) and total comprehensive income/(expense) for the year	**434**	(4,424)
Included in comprehensive income are:		
Revenue	**18,070**	2,778
Depreciation	**(3,150)**	(3,603)
Reconciliation of net assets to carrying amount as at 31 December		
Group's share of fair value of the net assets	**39,010**	37,258
Goodwill	**1,602**	1,510
Foreign exchange differences	**620**	(118)
Carrying amount in the statements of financial position	**41,232**	38,650
Group's share of results for the year ended 31 December		
Group's share of profit/(loss) and total comprehensive income/(expense) for the year	**213**	(2,168)

10. OTHER INVESTMENTS

		Group	
	Note	**2022** **RM'000**	**2021** **RM'000**
Non-current			
Fair value through profit or loss			
Unquoted shares		**1,248**	1,885
Unquoted redeemable preference shares		**200**	200
		1,448	2,085

10. OTHER INVESTMENTS (CONTINUED)

	Note	Group 2022 RM'000	Group 2021 RM'000
Current			
Amortised cost			
Pledged deposit	10.1	**50,554**	18,634

10.1 Pledged deposit

The Group's deposits with licensed bank of RM50,554,000 (2021: RM18,634,000) are under the designated accounts of which the utilisation is subject to the terms and conditions of the term loan of the Group (Note 17) and banking facilities granted to the Group.

11. TRADE AND OTHER RECEIVABLES

	Note	Group 2022 RM'000	Group 2021 RM'000	Company 2022 RM'000	Company 2021 RM'000
Non-current					
Non-trade					
Other receivable	11.1	**58,031**	–	**–**	–
Current					
Trade					
Trade receivables		**1,039**	900	**–**	–
Less: Loss allowance		**–**	(87)	**–**	–
		1,039	813	**–**	–
Non-trade					
Other receivables	11.1	**13,776**	120,611	**31**	34
Deposits		**1,063**	1,527	**123**	124
Amounts due from subsidiaries	11.2	**–**	–	**37,408**	40,236
		14,839	122,138	**37,562**	40,394
		15,878	122,951	**37,562**	40,394

11.1 Other receivables

Non-current other receivable relates to fire property damage insurance claim receivable which is estimated by discounting the future cash inflow of RM65.0 million (2021: RM101.0 million) over the period of the redevelopment of The Andaman at a discount rate of 6.4%. As of to date, RM52.0 million has been received for the fire property damage insurance claims.

Included in the current other receivables related to estimated business interruption insurance claim receivable of RM11.0 million (2021: RM17.0 million). As of to date, RM3.0 million has been received for the business interruption insurance claims.

As at the financial year end, the Group re-estimated the remaining insurance claimable amount with the assistance of insurance consultant together with the discounted future cash flow mentioned above resulted in an adjustment of RM14.0 million recognised in profit or loss. The earlier proceeds from the insurance are assigned to the Bank as security pursuant to the loan agreement of the Group (Note 17).

11.2 Amounts due from subsidiaries

Amounts due from subsidiaries are unsecured, interest free and repayable on demand.

12. CASH AND CASH EQUIVALENTS

	Group		Company	
	2022 RM'000	**2021 RM'000**	**2022 RM'000**	**2021 RM'000**
Cash and bank balances	**3,538**	2,358	**312**	334

13. CAPITAL AND RESERVES

13.1 Share capital

		Group and Company			
	Note	**Amount 2022 RM'000**	**Number of shares 2022 '000**	**Amount 2021 RM'000**	**Number of shares 2021 '000**
Issued and fully paid ordinary shares with no par value:					
At 1 January		**776,696**	**671,352**	746,384	581,780
Issuance of new ordinary shares under ESOS		**37**	**162**	1,091	4,742
Transfer from share option reserve		**13**	**–**	379	–
Issuance of new ordinary shares from acquisition of subsidiaries	8.3	**–**	**–**	28,842	84,830
At 31 December		**776,746**	**671,514**	776,696	671,352

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

13.2 Capital reserve

Company

The Company's capital reserve relates to issuance of ordinary shares to take over the assets, liabilities and business of Landmarks Holdings Berhad in 1989.

13.3 Translation reserve

Group

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations.

13.4 Share option reserve

Group and Company

The share option reserve comprises the cumulative value of employee services received for the issue of share options. When the option is exercised, the amount from the share option reserve is transferred to share capital. When the share options expire or are forfeited, the amount from the share option reserve is transferred to retained earnings.

14. DEFERRED TAX LIABILITIES

Recognised deferred tax assets/(liabilities)

Deferred tax assets and liabilities are attributable to the following:

Group	Assets 2022 RM'000	Assets 2021 RM'000	Liabilities 2022 RM'000	Liabilities 2021 RM'000	Net 2022 RM'000	Net 2021 RM'000
Property, plant and equipment	**–**	–	**(247,189)**	(247,513)	**(247,189)**	(247,513)
Investment property	**–**	–	**(6,548)**	–	**(6,548)**	–
Others	**–**	15	**–**	–	**–**	15
Tax assets/(liabilities)	**–**	15	**(253,737)**	(247,513)	**(253,737)**	(247,498)
Set off of tax	**–**	(15)	**–**	15	**–**	–
Net tax liabilities	**–**	–	**(253,737)**	(247,498)	**(253,737)**	(247,498)

Movement in temporary differences during the financial year are as follow:

Group	Note	Property, plant and equipment RM'000	Investment property RM'000	Unabsorbed capital allowances RM'000	Unabsorbed business losses RM'000	Others RM'000	Total RM'000
At 1 January 2021		(256,537)	(4,702)	1,618	1,111	2,559	(255,951)
Recognised in profit or loss	24	9,024	4,702	(1,618)	(1,111)	(2,544)	8,453
At 31 December 2021/ 1 January 2022		**(247,513)**	**–**	**–**	**–**	**15**	**(247,498)**
Recognised in profit or loss	24	**324**	**(6,548)**	**–**	**–**	**(15)**	**(6,239)**
At 31 December 2022		**(247,189)**	**(6,548)**	**–**	**–**	**–**	**(253,737)**

Unrecognised deferred tax assets

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

	Group 2022 RM'000	Group 2021 RM'000	Company 2022 RM'000	Company 2021 RM'000
Other deductible temporary differences	**4,206**	4,206	**2,632**	2,632
Tax losses carried-forward	**171,776**	159,879	**22,710**	19,262
	175,982	164,085	**25,342**	21,894

14. DEFERRED TAX LIABILITIES (CONTINUED)

Unrecognised deferred tax assets (continued)

The abovementioned deferred tax assets do not expire under the current tax legislation except for the unutilised tax losses (subject to Income Tax Act 1967 and Indonesia Income Tax Law) as shown below:

	Group		Company	
	2022 RM'000	**2021 RM'000**	**2022 RM'000**	**2021 RM'000**
Year of assessment in which unutilised tax losses will expire:				
- 2023	**15,146**	15,457	**–**	–
- 2024	**24,430**	27,747	**–**	–
- 2025	**30,353**	30,394	**–**	–
- 2026	**18,052**	18,052	**–**	–
- 2027	**11,858**	–	**–**	–
- 2028	**57,495**	57,495	**10,358**	10,358
- 2029	**4,933**	4,933	**3,859**	3,859
- 2030	**2,242**	2,242	**1,830**	1,830
- 2031	**3,559**	3,559	**3,215**	3,215
- 2032	**3,708**	–	**3,448**	–
	171,776	159,879	**22,710**	19,262

Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profit will be available against which the Group and Company can utilise the benefits therefrom.

15. DERIVATIVE FINANCIAL LIABILITIES

Put option

In the previous financial year, a put option was granted to the purchasers to sell the 51.0% interest in Mendol Investments Pte Ltd to Tiara Gateway Pte Ltd, a wholly-owned subsidiary of the Group for SGD13.87 million (approximately RM42.17 million), if the Earnings Before Interest, Taxes, Depreciation, and Amortisation ("EBITDA") of Natra Bintan is less than IDR9,602 million (approximately RM2.74 million) for the financial year ended 31 December 2021 and was subsequently extended the period of assessment to the financial year ended 31 December 2022 to determine if the put option could be exercised.

During the financial year, Natra Bintan has achieved the EBITDA of IDR9,602 million (approximately RM2.74 million), hence the put option that is due to be exercised in 2023 has lapsed and is reversed.

16. EMPLOYEE BENEFITS

16.1 Share-based payments

On 29 June 2018, the Group established a share option programme that entitles the Directors, key management and all employees to purchase shares in the Company. First, second, third and fourth tranches were granted and vested on 29 October 2018, 19 November 2018, 20 November 2019 and 25 September 2020 respectively.

The options will vest in the following manner:

Period	% of Options
Immediately after acceptance of offer	50.0
29 June 2019 - 28 June 2020	12.5
29 June 2020 - 28 June 2021	12.5
29 June 2021 - 28 June 2022	12.5
29 June 2022 - 28 June 2023	12.5

In accordance with this programme, options are exercisable at the 5 days weighted average market price of the shares at the date of grant.

			Movement during the year Number of options over ordinary shares			
Grant Date	Remaining life of options	Weighted average exercise price	Outstanding at 1.1.2022	Exercised	Forfeited	Outstanding/ exercisable at 31.12.2022
29.10.2018	1 year	RM0.55	**28,380,000**	**–**	**(1,610,000)**	**26,770,000**
19.11.2018	1 year	RM0.56	**190,000**	**–**	**–**	**190,000**
20.11.2019	1 year	RM0.49	**1,820,000**	**–**	**(320,000)**	**1,500,000**
25.09.2020	1 year	RM0.23	**29,332,200**	**(161,800)**	**(1,966,400)**	**27,204,000**
			59,722,200	**(161,800)**	**(3,896,400)**	**55,664,000**

The fair value of services received in return for share options extended was estimated based on the fair value of share options, measured using Black Scholes model, with the following inputs:

	Key management personnel and other employees
Fair value of share options	
- Options granted on 29.10.2018, 19.11.2018 and 20.11.2019	RM0.18
- Options granted on 25.09.2020	RM0.08
Key assumptions	
Expected volatility	40.8%
Risk-free interest rate (based on Malaysian government bonds)	3.3%

16. EMPLOYEE BENEFITS (CONTINUED)

16.1 Share-based payments (continued)

	Group and Company 2022 RM'000	2021 RM'000
Share options granted on 29.10.2018 and 19.11.2018	**97**	334
Share options granted on 20.11.2019	**8**	31
Share options granted on 25.09.2020	**96**	425
Total expenses recognised as share-based payments	**201**	790

16.2 Retirement benefits

Group

	2022 RM'000	2021 RM'000
Net defined benefit liability	**72**	315

The Group operates the defined benefit plans that provide pension for employees upon retirement for certain subsidiaries. The plans entitle a retired employee to receive a lump sum payment of final salary for each year of service that the employee provided.

The defined benefit plans expose the Group to financial risks such as change in discount rates and demographic risk such as turnover rate not being borne out.

Movement in net defined benefit liability

The following table shows a reconciliation from the opening balance to the closing balance for net defined benefit liability and its components.

Group	Defined benefit obligation RM'000	Net defined benefit liability RM'000
2022		
Balance at 1 January	**315**	**315**
Included in profit or loss		
Current service cost	**(61)**	**(61)**
Interest cost	**18**	**18**
	(43)	**(43)**
Included in other comprehensive income		
Foreign currency translation differences	**(8)**	**(8)**
Other		
Benefits paid	**(192)**	**(192)**
Balance at 31 December	**72**	**72**

16. EMPLOYEE BENEFITS (CONTINUED)

16.2 Retirement benefits (continued)

Movement in net defined benefit liability (continued)

Group	Defined benefit obligation RM'000	Net defined benefit liability RM'000
2021		
Balance at 1 January	3,340	3,340
Included in profit or loss		
Current service cost	14	14
Interest cost	2	2
	16	16
Included in other comprehensive income		
Foreign currency translation differences	7	7
Other		
Benefits paid	(3,048)	(3,048)
Balance at 31 December	315	315

Defined benefit obligation

Actuarial assumptions

Principal actuarial assumptions at the end of the reporting period (expressed as weighted averages):

	Indonesia	
	2022	**2021**
Discount rate	**8%**	7%
Future salary growth	**8%**	8%

Sensitivity analysis

The Company's exposure to relevant actuarial assumptions is not significant, hence sensitivity analysis is not disclosed.

17. LOANS AND BORROWINGS

	Group	
	2022 RM'000	2021 RM'000
Current		
Secured term loan	**126,054**	125,895

Securities

The Group's term loan is secured by:

i) First party legal charge over leasehold land and hotel properties of a subsidiary.

ii) First priority charge over Reserve Account of a subsidiary.

iii) A debenture by way of fixed and floating charge over all present and future assets of a subsidiary.

iv) Assignment of subsidiary's rights, titles and beneficiaries arising from fire and peril and consequential loss insurance policies taken by the subsidiary whereby the Bank is to be endorsed as the loss payee.

Breach of loan covenant

The major fire incident that occurred at The Andaman constituted an Event of Default ("EOD") which resulted in the term loan to be repayable on demand. Consequently, the entire loan has been classified as current liabilities. Subsequent to year end, the Bank has sent a Notice of Recall to declare an event of default has occured (Note 31).

18. TRADE AND OTHER PAYABLES

	Note	Group		Company	
		2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
Trade					
Trade payables		**4,533**	4,122	**–**	–
Non-trade					
Other payables		**9,792**	1,702	**856**	225
Accrued expenses	18.1	**13,999**	10,022	**3,308**	2,313
Amounts due to subsidiaries	18.2	**–**	–	**113,924**	112,597
Amount due to a Director	18.3	**4,972**	1,018	**–**	–
		28,763	12,742	**118,088**	115,135
		33,296	16,864	**118,088**	115,135

18. TRADE AND OTHER PAYABLES (CONTINUED)

18.1 Accrued expenses

Included in accrued expenses of the Group is interest accrued for secured term loan of RM5,424,000 (2021: RM2,784,000).

18.2 Amounts due to subsidiaries

Amounts due to subsidiaries are unsecured, interest free and repayable on demand.

18.3 Amount due to a Director

Amount due to a Director relates to advances from a Director which is unsecured, interest free and repayable on demand.

19. REVENUE

	Group		Company	
	2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
Revenue from contract with customer				
Hospitality and wellness	**17,574**	4,090	**–**	–
Resort and destination development	**6,517**	1,443	**–**	–
Management fees	**–**	–	**1,635**	2,444
Royalty fees	**196**	–	**1,787**	278
	24,287	5,533	**3,422**	2,722
Other revenue				
Dividend income from other investments	**–**	47	**–**	47
Total revenue	**24,287**	5,580	**3,422**	2,769

19. REVENUE (CONTINUED)

19.1 Disaggregation of revenue

Group	Hospitality and wellness 2022 RM'000	Hospitality and wellness 2021 RM'000	Resort and destination development 2022 RM'000	Resort and destination development 2021 RM'000	All other segments 2022 RM'000	All other segments 2021 RM'000	Total 2022 RM'000	Total 2021 RM'000
Primary geographical market								
Malaysia	**–**	1,036	**–**	–	**196**	–	**196**	1,036
Indonesia	**17,574**	3,054	**6,517**	1,443	**–**	–	**24,091**	4,497
	17,574	4,090	**6,517**	1,443	**196**	–	**24,287**	5,533
Major service lines								
Room revenue	**11,882**	2,673	**–**	–	**–**	–	**11,882**	2,673
Attractions revenue	**–**	–	**6,517**	1,443	**–**	–	**6,517**	1,443
Food and beverages revenue and others	**5,692**	1,417	**–**	–	**196**	–	**5,888**	1,417
	17,574	4,090	**6,517**	1,443	**196**	–	**24,287**	5,533
Timing and recognition								
Over time	**11,882**	2,673	**6,517**	1,443	**196**	–	**18,595**	4,116
At a point in time	**5,692**	1,417	**–**	–	**–**	–	**5,692**	1,417
	17,574	4,090	**6,517**	1,443	**196**	–	**24,287**	5,533
Revenue from contract with customer	**17,574**	4,090	**6,517**	1,443	**196**	–	**24,287**	5,533
Other revenue	**–**	–	**–**	–	**–**	47	**–**	47
Total revenue	**17,574**	4,090	**6,517**	1,443	**196**	47	**24,287**	5,580
Company								
Timing and recognition								
Over time	**–**	–	**–**	–	**3,422**	2,722	**3,422**	2,722
Revenue from contract with customer	**–**	–	**–**	–	**3,422**	2,722	**3,422**	2,722
Other revenue	**–**	–	**–**	–	**–**	47	**–**	47
Total revenue	**–**	–	**–**	–	**3,422**	2,769	**3,422**	2,769

19. REVENUE (CONTINUED)

19.2 Nature of goods and services

Room revenue

Room revenue generally relates to contracts with customers in which performance obligations are to provide accommodations to hotel guests. As compensation for such services, the Group is typically entitled to a fixed nightly fee for an agreed upon period. These fees are generally payable at the time hotel guests check out from the hotel. The Group generally satisfies its performance obligations over time, and recognise the revenue from room sales on a daily basis, as the rooms are occupied and the services are rendered.

The Group has a range of credit terms which are typically short-term, in line with market practice, and without any financing component. The customers will notify the hotel in writing of any cancellation to the confirmed reservations at least 30 days (Malaysia) or 7 days (Indonesia) before arrival.

Food and beverages revenue

Food and beverages revenue primarily relates to ancillary services that are provided to hotel guests for the period of stay. These fees are generally payable at the time hotel guests consume the service or upon check out from the hotel. The Group generally satisfies its performance obligations at a point in time, and recognise the revenue from food and beverages on a daily basis as the services are performed.

The Group has a range of credit terms which are typically short-term, in line with market practice, and without any financing component. There are no variable considerations, and no obligations for returns or refunds or warranties for hotel guests.

Attractions revenue

Attractions revenue primarily consists of recreational fees in which the performance obligations are to provide rights of enjoyment of facilities to hotel guests. These fees are generally payable upon check out from the hotel. The Group generally satisfies its performance obligations over time, and recognise the revenue from attraction sales on a daily basis, as the services are rendered.

The Group has a range of credit terms which are typically short-term, in line with market practice, and without any financing component. There are no variable considerations, and no obligations for returns or refunds or warranties for hotel guests.

Management fee

Revenue is recognised overtime using the cost-plus method. There is no obligation for returns or refunds and no warranty is given to customer. There are also no variable elements in considerations and no significant judgement or assumption involved in determining the amount and timing of revenue recognised from contract with customers. Payment term is within 30 days from invoice date.

Royalty Fee

Revenue derived from royalty fee generally relates to contracts with customers in which performance obligation is to provide operators a license to the Company's intellectual property for the use of certain trademarks owned by the Company. As compensation for such services, the Company is typically entitled to ongoing royalty fee. The ongoing royalty fee represent variable consideration that is recognised based on a percentage of gross operating revenue. Royalty fee is recognised on a monthly basis over the term of the agreement as those amounts become payable. Payment term is within 30 days from invoice date.

20. FINANCE COSTS

	Group		Company	
	2022 RM'000	**2021 RM'000**	**2022 RM'000**	**2021 RM'000**
Interest expense on lease liabilities	**139**	330	**48**	66
Interest expense on term loan	**5,955**	5,510	**–**	–
	6,094	5,840	**48**	66
Recognised in profit or loss	**6,094**	5,840	**48**	66

21. FINANCE INCOME

	Group		Company	
	2022 RM'000	**2021 RM'000**	**2022 RM'000**	**2021 RM'000**
Interest income of financial assets calculated using the effective interest method that are:				
- at amortised cost	**761**	371	**2**	3

22. LOSS BEFORE TAX

	Group		Company	
	2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
Loss before tax is arrived at after charging:				
Auditors' remuneration:				
Statutory audit				
- KPMG PLT Malaysia	**266**	261	**90**	90
- Overseas affiliates of KPMG PLT Malaysia	**452**	452	**–**	–
- Other auditors	**285**	239	**–**	–
Other services:				
- KPMG PLT Malaysia	**190**	315	**125**	135
- Local affiliates of KPMG PLT Malaysia	**127**	194	**13**	163
- Overseas affiliates of KPMG PLT Malaysia	**33**	148	**–**	–
- Other auditors	**137**	121	**–**	–
Material expenses/(income)				
Depreciation of property, plant and equipment	**14,467**	14,223	**27**	93
Depreciation of right-of-use assets	**817**	1,581	**354**	354
Fair value loss in other investments	**637**	–	**–**	–
Gain on disposal of other investments	**(3,712)**	(1)	**–**	(1)
Reversal of impairment loss on investment property	**(6,250)**	–	**–**	–
Reversal of derivative financial liabilities	**(2,000)**	–	**–**	–
Impairment loss on property, plant and equipment	**–**	1,255	**–**	–
Personnel expenses (including key management personnel):				
- Contributions to Employees Provident Fund	**763**	822	**459**	529
- Wages, salaries and others	**16,599**	24,199	**3,934**	4,265
- Severance pay	**–**	7,996	**–**	–
- Share-based payments	**201**	790	**201**	790
Property, plant and equipment written off	**117**	112,223	**–**	–
Insurance claim	**–**	(138,000)	**–**	–
Insurance claim adjustment	**13,969**	–	**–**	–
Dividend income from other investments	**–**	(47)	**–**	(47)
Expenses relating to leases of low-value assets	**267**	698	**32**	32

23. KEY MANAGEMENT PERSONNEL COMPENSATION

The key management personnel compensation are as follows:

	Group		Company	
	2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
Executive Directors				
- Salaries	**1,646**	2,331	**400**	661
- Contributions to Employees Provident Fund	**52**	90	**52**	90
Other short-term employee benefits (including estimated monetary value of benefits-in-kind)	**40**	35	**40**	35
Share-based payments	**38**	145	**38**	145
	1,776	2,601	**530**	931
Non-Executive Directors				
- Fees	**360**	338	**350**	328
- Allowance	**86**	116	**86**	116
Other short-term employee benefits (including estimated monetary value of benefits-in-kind)	**27**	33	**27**	33
Share-based payments	**40**	145	**40**	145
	513	632	**503**	622
	2,289	3,233	**1,033**	1,553

24. TAX EXPENSE

Recognised in profit or loss

	Note	Group		Company	
		2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
Current tax expense					
- Current		**259**	13,747	**179**	28
- Prior year		**2,206**	–	**–**	–
Total current tax recognised in profit or loss		**2,465**	13,747	**179**	28
Deferred tax expense					
- Reversal and origination of temporary differences		**1,066**	(6,980)	**–**	–
- Prior year		**5,173**	(1,473)	**–**	–
Total deferred tax recognised in profit or loss	14	**6,239**	(8,453)	**–**	–
Total tax expense		**8,704**	5,294	**179**	28

24. TAX EXPENSE (CONTINUED)

Reconciliation of tax expense

	Group		Company	
	2022 RM'000	**2021 RM'000**	**2022 RM'000**	**2021 RM'000**
Loss for the year	**(43,283)**	(34,493)	**(3,167)**	(4,334)
Total tax expense	**8,704**	5,294	**179**	28
Loss excluding tax	**(34,579)**	(29,199)	**(2,988)**	(4,306)
Share of (profit)/loss after tax of an equity-accounted joint venture	**(213)**	2,168	**–**	–
	(34,792)	(27,031)	**(2,988)**	(4,306)
Tax calculated using Malaysian tax rate of 24% (2021:24%)	**(8,350)**	(6,487)	**(717)**	(1,033)
Effect of tax rate in foreign jurisdictions *	**663**	1,596	**–**	–
Non-deductible expenses	**7,766**	5,422	**166**	330
Non-taxable income	**(1,532)**	(50)	**(98)**	(47)
Current year losses of which no deferred tax asset is recognised	**2,778**	5,369	**828**	778
Recognition of deferred tax on land held as property, plant and equipment due to change of tax rate $^{\alpha}$	**–**	24,752	**–**	–
Reversal of deferred tax on land reclassified to inventories from property, plant and equipment $^{\phi}$	**–**	(23,835)	**–**	–
	1,325	6,767	**179**	28
Under/(Over) provision in prior year	**7,379**	(1,473)	**–**	–
	8,704	5,294	**179**	28

* Subsidiaries operate in a tax jurisdiction with different tax rate.

α In the previous financial year, the decrease in the corporate tax rate to 20% that was previously legislated to be effective starting from tax year 2022 was cancelled. Hence, the deferred tax liabilities provided on land classified in property, plant and equipment were recognised based on the previous corporate tax rate of 22%.

ϕ Due to changes in the master plan of Treasure Bay Bintan, Indonesia, the Group reclassified certain part of the land in Treasure Bay Bintan from property, plant and equipment to inventories, hence this resulted in the reversal of the deferred tax liabilities. When the land is classified as inventories which will be recovered through sale, there is no deferred tax liabilities recognised as it is subject to a tax that levied on the sale proceeds.

25. LOSS PER ORDINARY SHARE

Basic loss per ordinary share

The calculation of basic loss per share was based on the loss attributable to ordinary equity holders and a weighted average number of ordinary shares outstanding calculated as follows:

	Group	
	2022 **RM'000**	**2021** **RM'000**
Loss for the year	**(43,283)**	(34,493)

	Group	
	2022 **'000**	**2021** **'000**
Weighted average number of ordinary shares at 1 January	**671,352**	581,780
Effect of issue of new ordinary shares	**158**	54,963
Weighted average number of ordinary shares at 31 December	**671,510**	636,743

	Group	
	2022 **Sen**	**2021** **Sen**
Basic loss per ordinary share	**(6.45)**	(5.42)

Diluted loss per ordinary share

The calculation of diluted loss per share was based on the loss attributable to ordinary equity holders and the weighted average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares, calculated as follows:

	Group	
	2022 **RM'000**	**2021** **RM'000**
Loss for the year	**(43,283)**	(34,493)

	Group	
	2022 **'000**	**2021** **'000**
Weighted average number of ordinary shares at 31 December (basic/dilutive)	**671,510**	636,743

The average market value of the Company's shares for purpose of calculating the dilutive effect of share options was based on quoted market prices for the period during which the options were outstanding.

25. LOSS PER ORDINARY SHARE (CONTINUED)

Diluted loss per ordinary share (continued)

	Group	
	2022	**2021**
	Sen	**Sen**
Diluted loss per ordinary share	**(6.45)**	(5.42)

26. OPERATING SEGMENTS

The Group has two reportable segments, as described below, which are the Group's strategic business units. For each of the strategic business units, the Board of Directors (the chief operating decision maker) reviews internal management reports at least on a quarterly basis. The following summary describes the operations in each of the Group's reportable segments:

Hospitality and wellness	Provision of hotel management and wellness services
Resort and destination development	Development of resorts, properties and attractions

Performance is measured based on segment results from operating activities and segment revenue as included in the internal management reports that are reviewed by the Board of Directors (the chief operating decision maker). Segment results from operating activities (excluding finance cost, finance income, share of associate's profit and tax expense) are used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

Segment assets

The total of segment assets is measured based on all assets of a segment, as included in the internal management reports that are reviewed by the Board of Directors. Segment total assets are used to measure the return of assets of each segment.

Segment liabilities

Information on segment liabilities is neither included in the internal management reports nor provided regularly to the Board of Directors. Hence, no disclosure is made on segment liabilities.

26. OPERATING SEGMENTS (CONTINUED)

	Hospitality and wellness RM'000	Resort and destination development RM'000	Total RM'000
2022			
Total segment revenue	**17,574**	**6,517**	**24,091**
Results from operating activities	**(15,416)**	**(10,703)**	**(26,119)**

Included in the measure of segment results from operating activities are:

2022			
Depreciation and amortisation	**(2,803)**	**(12,100)**	**(14,903)**
Reversal of derivative financial liabilities	**–**	**2,000**	**2,000**
Reversal of impairment loss on investment property	**–**	**6,250**	**6,250**
Property, plant and equipment written off	**(116)**	**(1)**	**(117)**
Insurance claim adjustment	**(13,969)**	**–**	**(13,969)**

Not included in the measurement of results from operating activities but provided to the Board of Directors:

2022			
Finance costs	**(5,954)**	**(91)**	**(6,045)**
Tax expense	**(1,897)**	**(6,628)**	**(8,525)**
Segment assets	**155,187**	**2,097,277**	**2,252,464**

Included in the measure of segment assets are:

Additions to non-current assets other than financial instruments and deferred tax assets	**1,571**	**710**	**2,281**

26. OPERATING SEGMENTS (CONTINUED)

	Hospitality and wellness RM'000	Resort and destination development RM'000	Total RM'000
2021			
Total segment revenue	4,090	1,443	5,533
Results from operating activities	16,080	(30,725)	(14,645)

Included in the measure of segment results from operating activities are:

	Hospitality and wellness RM'000	Resort and destination development RM'000	Total RM'000
2021			
Depreciation and amortisation	(3,210)	(12,146)	(15,356)
Impairment loss on property, plant and equipment	(1,225)	–	(1,225)
Property, plant and equipment written off	(108,622)	(3,601)	(112,223)
Insurance claim	138,000	–	138,000

Not included in the measurement of results from operating activities but provided to the Board of Directors:

	Hospitality and wellness RM'000	Resort and destination development RM'000	Total RM'000
2021			
Finance costs	(5,516)	(258)	(5,774)
Tax expense	(4,340)	(926)	(5,266)
Segment assets	171,466	2,100,188	2,271,654

Included in the measure of segment assets are:

	Hospitality and wellness RM'000	Resort and destination development RM'000	Total RM'000
Additions to non-current assets other than financial instruments and deferred tax assets	2,393	1,949	4,342

Reconciliations of reportable segment revenue, results from operating activities, segment assets and other material items

Segment results from operating activities	2022 RM'000	2021 RM'000
Total results from operating activities for reportable segment	**(26,119)**	(14,645)
Other non-reportable segments	**(3,340)**	(6,917)
Finance costs	**(6,094)**	(5,840)
Finance income	**761**	371
Share of profit/(loss) of an equity-accounted joint venture, net of tax	**213**	(2,168)
Tax expense	**(8,704)**	(5,294)
Consolidated loss after tax	**(43,283)**	(34,493)

26. OPERATING SEGMENTS (CONTINUED)

Reconciliations of reportable segment revenue, results from operating activities, segment assets and other material items (continued)

2022	Revenue RM'000	Depreciation and amortisation RM'000	Tax expense RM'000	Segment assets RM'000	Additions to non-current assets RM'000
Total reportable segment	**24,091**	**(14,903)**	**(8,525)**	**2,252,464**	**2,281**
Other non-reportable segments	**196**	**(381)**	**(179)**	**2,765**	**10**
Consolidated total	**24,287**	**(15,284)**	**(8,704)**	**2,255,229**	**2,291**
2021					
Total reportable segment	5,533	(15,356)	(5,266)	2,271,654	4,342
Other non-reportable segments	47	(448)	(28)	2,799	15
Consolidated total	5,580	(15,804)	(5,294)	2,274,453	4,357

Geographical segments

The hospitality and wellness and resort and destination development operate in Malaysia and Indonesia respectively. In presenting information on the basis of geographical segments, segment assets are based on the operation of the segment and the amount does not include financial instruments, investment in a joint venture, and deferred tax assets.

	Non-current assets 2022 RM'000	Non-current assets 2021 RM'000
Malaysia	**16,521**	15,745
Indonesia	**2,005,746**	1,964,516
Other countries	**3,345**	3,695
	2,025,612	1,983,956

27. FINANCIAL INSTRUMENTS

27.1 Categories of financial instruments

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

(a) Amortised cost ("AC")
(b) Fair value through profit or loss ("FVTPL")

	Carrying amount RM'000	AC RM'000	FVTPL RM'000
2022			
Financial assets			
Group			
Other investments	**52,002**	50,554	1,448
Trade and other receivables	**73,909**	73,909	–
Cash and cash equivalents	**3,538**	3,538	–
	129,449	128,001	1,448
Company			
Trade and other receivables	**37,562**	37,562	–
Cash and cash equivalents	**312**	312	–
	37,874	37,874	–
2022			
Financial liabilities			
Group			
Loans and borrowings	**(126,054)**	(126,054)	–
Trade and other payables	**(33,296)**	(33,296)	–
	(159,350)	(159,350)	–
Company			
Other payables	**(118,088)**	(118,088)	–

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.1 Categories of financial instruments (continued)

	Carrying amount RM'000	AC RM'000	FVTPL RM'000
2021			
Financial assets			
Group			
Other investments	20,719	18,634	2,085
Trade and other receivables	122,951	122,951	–
Cash and cash equivalents	2,358	2,358	–
	146,028	143,943	2,085
Company			
Trade and other receivables	40,394	40,394	–
Cash and cash equivalents	334	334	–
	40,728	40,728	–
2021			
Financial liabilities			
Group			
Loans and borrowings	(125,895)	(125,895)	–
Trade and other payables	(16,864)	(16,864)	–
Derivatives financial liabilities	(2,000)	–	(2,000)
	(144,759)	(142,759)	(2,000)
Company			
Other payables	(115,135)	(115,135)	–

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.2 Net gains/(losses) arising from financial instruments

	Group		Company	
	2022 RM'000	**2021 RM'000**	**2022 RM'000**	**2021 RM'000**
Net gains/(losses) arising on:				
Financial assets at fair value through profit or loss	**3,075**	48	**–**	48
Financial liabilities at fair value through profit or loss	**2,000**	–	**–**	–
	5,075	48	**–**	48
Financial assets at amortised cost	**(12,714)**	189	**408**	150
Financial liabilities at amortised cost	**(4,777)**	(5,552)	**–**	–
	(17,491)	(5,363)	**408**	150
	(12,416)	(5,315)	**408**	198

27.3 Financial risk management

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

- Credit risk
- Liquidity risk
- Market risk

27.4 Credit risk

Credit risk is the risk of a financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's exposure to credit risk arises principally from the individual characteristics of each customer and balances and deposits with banks. The Company's exposure to credit risk arises principally from balances and deposits with banks and financial guarantees given to banks for credit facilities granted to a subsidiary. There are no significant changes as compared to prior periods.

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.4 Credit risk (continued)

Trade receivables

Risk management objectives, policies and processes for managing the risk

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Normally financial guarantees given by banks, shareholders or directors of customers are obtained and credit evaluations are performed on customers requiring credit over a certain amount.

At each reporting date, the Group or the Company assesses whether any of the trade receivables are credit impaired.

The gross carrying amounts of credit impaired trade receivables are written off (either partially or full) when there is no realistic prospect of recovery. This is generally the case when the Group or the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. Nevertheless, trade receivables that are written off could still be subject to enforcement activities.

There are no significant changes as compared to previous year.

Exposure to credit risk, credit quality and collateral

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.

Management has taken reasonable steps to ensure that receivables that are neither past due nor impaired are measured at their realisable values. The Group uses ageing analysis to monitor the credit quality of the receivables. Any receivables having significant balances past due more than 60 days, which are deemed to have higher credit risk, are monitored individually.

Concentration of credit risks

The exposure of credit risk for trade receivables as at the end of the reporting period by geographic region was:

	Non-current assets	
	2022	**2021**
	RM'000	**RM'000**
Indonesia	**1,039**	813

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.4 Credit risk (continued)

Trade receivables (continued)

Recognition and measurement of impairment loss

In managing credit risk of trade receivables, the Group manages its debtors and takes appropriate actions (including but not limited to legal actions) to recover long overdue balances. Generally, trade receivables will pay within 60 days. The Group's debt recovery process is above 60 days past due after credit term, the Group will start to initiate a structured debt recovery process which is monitored by the sales management team.

The following table provides information about the exposure to credit risk and ECLs for trade receivables as at 31 December 2022 and 31 December 2021.

Group	Gross carrying amount RM'000	Loss allowance RM'000	Net balance RM'000
2022			
Current (not past due)	**743**	**–**	**743**
1 – 60 days past due	**141**	**–**	**141**
More than 60 days past due	**155**	**–**	**155**
Total receivables	**1,039**	**–**	**1,039**
2021			
Current (not past due)	680	–	680
1 – 60 days past due	66	–	66
	746	–	746
Credit impaired			
More than 60 days past due	154	(87)	67
Total receivables	900	(87)	813

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.4 Credit risk (continued)

Trade receivables (continued)

Recognition and measurement of impairment loss (continued)

The movements in the allowance for impairment in respect of trade receivables during the financial year are shown below:

	Credit impaired RM'000
Balance at 1 January 2021	41
Net remeasurement of loss allowance	45
Foreign currency translation differences	1
Balance at 31 December 2021/1 January 2022	**87**
Net reversal remeasurement of loss allowance	**(88)**
Foreign currency translation differences	**1**
Balance at 31 December 2022	**–**

Financial guarantees

Risk management objectives, policies and processes for managing the risk

The Company provides unsecured financial guarantee to a bank in respect of banking facilities granted to a subsidiary. The Company monitors on an ongoing basis the results of the subsidiary and repayments made by the subsidiary.

Exposure to credit risk and credit quality

The maximum exposure to credit risk amounts to RM138,943,000 (2021: RM132,137,000) representing the outstanding financial guarantees granted to a subsidiary as at the end of reporting period.

Recognition and measurement of impairment loss

The Company assumes that there is a significant increase in credit risk when the subsidiary's financial position deteriorates significantly. The Company considers a financial guarantee to be credit impaired when:

- The subsidiary is unlikely to repay its credit obligation to the Bank in full; or
- The subsidiary is continuously loss making and is having a deficit shareholders' fund.

No impairment has been made during the year despite an Event of Default ("EOD") was triggered as a result of the fire incident in The Andaman. The insurance claimed has been assigned to the Bank pursuant to the loan agreement and the Company is also in the midst of discussion with financial institutions and potential investors to refinance the term loan.

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.4 Credit risk (continued)

Other investments and cash and cash equivalents

Risk management objectives, policies and processes for managing the risk

The Group and the Company place deposits in fixed rate investments and invest in cash funds, upon which management endeavours to obtain the best rate available in the market.

Other investments and cash and cash equivalents are placed with licensed financial institutions.

Exposure to credit risk and credit quality

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

These banks and financial institutions have low credit risks. Consequently, the Group and the Company are of the view that the loss allowance is not material and hence, it is not provided for.

Other receivables

Credit risk on other receivables are mainly arise from receivables from third party which arose from deposits, insurance claims and other advances.

In managing credit risk of insurance claims, the Group constantly monitors and discusses with the insurance company with the assistance of the insurance consultant to recover the full amount.

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

As at the end of the reporting period, the Group has made an adjustment to the insurance claim amounting to RM13,969,000 (Note 11.1).

27.5 Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's exposure to liquidity risk arises principally from its various payables, lease liabilities and loans and borrowings.

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. The ability of the Group and the Company to attain sufficient funds to pay their obligations as and when they are due are dependent on the items disclosed in Note 1(b).

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.5 Liquidity risk (continued)

Maturity analysis

The table below summarises the maturity profile of the Group's and the Company's financial liabilities as at the end of the reporting period based on undiscounted contractual payments:

	Carrying amount RM'000	Contractual interest rate	Contractual cash flows RM'000	Under 1 year RM'000	1 - 2 years RM'000	2 - 5 years RM'000	>5 years RM'000
2022							
Group							
Secured term loan	**126,054**	**5.20%**	**133,341**	**133,341**	**–**	**–**	**–**
Lease liabilities	**2,648**	**4.25% - 6.00%**	**2,969**	**729**	**643**	**1,220**	**377**
Trade and other payables	**33,296**	**–**	**33,296**	**33,296**	**–**	**–**	**–**
	161,998		**169,606**	**167,366**	**643**	**1,220**	**377**
Company							
Other payables	**118,088**	**–**	**118,088**	**118,088**	**–**	**–**	**–**
Lease liabilities	**578**	**4.25% - 6.00%**	**628**	**336**	**250**	**42**	**–**
Financial guarantees	**–**		**138,943**	**138,943**	**–**	**–**	**–**
	118,666		**257,659**	**257,367**	**250**	**42**	**–**
2021							
Group							
Secured term loan	125,895	4.25%	132,137	132,137	–	–	–
Lease liabilities	3,160	4.25% - 6.00%	3,552	718	706	1,402	726
Trade and other payables	16,864	–	16,864	16,864	–	–	–
Derivative financial liabilities	2,000	–	42,168	–	42,168	–	–
	147,919		194,721	149,719	42,874	1,402	726
Company							
Other payables	115,135	–	115,135	115,135	–	–	–
Lease liabilities	927	4.25% - 6.00%	1,025	397	336	292	–
Financial guarantees	–		132,137	132,137	–	–	–
	116,062		248,297	247,669	336	292	–

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.6 Market risk

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

27.6.1 Currency risk

The Group is exposed to foreign currency risk on hotel revenue and purchases that are denominated in a currency other than the respective functional currencies of Group entities. The currencies giving rise to this risk are primarily U.S. Dollar ("USD"), Singapore Dollar ("SGD") and Indonesian Rupiah ("IDR").

The Group does not engage in foreign currency hedging on its foreign currency exposures but the Group monitors these exposures on an ongoing basis.

Exposure to foreign currency risk

The Group's exposure to foreign currency (a currency which is other than the currency of the Group entities) risk, based on carrying amounts as at the end of the reporting period was:

		Denominated in	
	USD RM'000	**SGD RM'000**	**IDR RM'000**
Group			
2022			
Trade and other receivables	**–**	**292**	**–**
Trade and other payables	**(1,107)**	**(926)**	**(167)**
Cash and cash equivalents	**35**	**208**	**6**
Net exposure	**(1,072)**	**(426)**	**(161)**
2021			
Trade and other receivables	75	830	–
Trade and other payables	(1,517)	(81)	(111)
Cash and cash equivalents	23	218	19
Net exposure	(1,419)	967	(92)

	Denominated in **SGD**	
	2022 RM'000	**2021 RM'000**
Company		
Cash and cash equivalents	**47**	48
	47	48

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.6 Market risk (continued)

27.6.1 Currency risk (continued)

Currency risk sensitivity analysis

There is no material impact to the profit or loss at the end of the reporting period. Hence no sensitivity analysis is presented.

27.6.2 Interest rate risk

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

The Group does not use derivative financial instruments to hedge its interest rate exposures but the Group monitors these exposures on an ongoing basis.

Exposure to interest rate risk

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

	Group		Company	
	2022 RM'000	2021 RM'000	2022 RM'000	2021 RM'000
Fixed rate instruments				
Financial assets	**108,585**	18,634	**–**	–
Financial liabilities	**(2,648)**	(3,160)	**(578)**	(927)
	105,937	15,474	**(578)**	(927)
Floating rate instruments				
Financial liabilities	**(126,054)**	(125,895)	**–**	–

Interest rate risk sensitivity analysis

(a) Fair value sensitivity analysis for fixed rate instruments

The Group does not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

(b) Cash flow sensitivity analysis for variable rate instruments

An increase/(decrease) of 100 basis points in interest rates at the end of the reporting period would have increased/(decreased) loss/profit before tax by RM1,260,000 (2021: RM1,259,000) for the Group. This analysis assumes that all other variables remain constant.

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.7 Fair value of financial instruments

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

27.7.1 Fair value hierarchy

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

Group	Fair value of financial instruments carried at fair value				Fair value of financial instruments not carried at fair value					
	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000	Total fair value RM'000	Carrying amount RM'000
2022										
Financial assets										
Other investments	**–**	**–**	**1,248**	**1,248**	**–**	**–**	**200**	**200**	**1,448**	**1,448**
Other receivables	**–**	**–**	**58,031**	**58,031**	**–**	**–**	**–**	**–**	**58,031**	**58,031**
Financial liabilities										
Secured term loan	**–**	**–**	**126,054**	**126,054**	**–**	**–**	**–**	**–**	**126,054**	**126,054**
2021										
Financial assets										
Other investments	–	–	1,885	1,885	–	–	200	200	2,085	2,085
Financial liabilities										
Secured term loan	–	–	125,895	125,895	–	–	–	–	125,895	125,895
Derivative financial liabilities	–	–	2,000	2,000	–	–	–	–	2,000	2,000
	–	–	127,895	127,895	–	–	–	–	127,895	127,895

27. FINANCIAL INSTRUMENTS (CONTINUED)

27.7 Fair value of financial instruments (continued)

27.7.1 Fair value hierarchy (continued)

Transfers between Level 1 and Level 2 fair values

There has been no transfer between Level 1 and Level 2 fair values during the financial year (2021: no transfer in either directions).

Level 3 fair value

Level 3 fair value is estimated using unobservable inputs for the financial assets and liabilities.

The fair values within Level 3 of the term loan is determined by using the discounted cash flow technique except for investments in unquoted shares of golf club which is based on indicative prices published in the golf club's official website. In addition, the derivative financial liabilities was determined by using modified Black Scholes model.

28. CAPITAL MANAGEMENT

The Group's objectives when managing capital is to maintain a strong capital base and safeguard the Group's ability to continue as a going concern, so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Group monitors and maintains an optimal debt-to-equity ratio that complies with the regulatory requirements.

	Group	
	2022	**2021**
	RM'000	**RM'000**
Loans and borrowings	**126,054**	125,895
Lease liabilities	**2,648**	3,160
Less: Pledged deposit	**(50,554)**	(18,634)
Less: Cash and cash equivalents	**(3,538)**	(2,358)
Net debt	**74,610**	108,063
Total equity	**1,821,839**	1,863,551
Debt-to-equity ratio	**0.04**	0.06

There were no changes in the Group's approach to capital management during the financial year.

29. RELATED PARTIES

For the purposes of these financial statements, parties are considered to be related to the Group if the Group or the Company has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group or the Company and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

Related parties also include key management personnel defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly. The key management personnel comprise all the Directors of the Company.

There were no significant transactions with related parties during the financial year except for payment on behalf of subsidiaries, advances from subsidiaries, and key management personnel compensation as disclosed in Note 23.

Amounts due from subsidiaries is disclosed in Note 11 and amounts due to subsidiaries is disclosed in Note 18.

30. CAPITAL COMMITMENTS

The Group has committed to redevelop The Andaman. However, as the redevelopment is still at planning stage, the total costs on the redevelopment have not been confirmed.

31. SUBSEQUENT EVENT

Event of default on term loan

The Bank had on 8 March 2023, declared an event of default and cancelled the banking facilities provided to ARSB amounting to a total of RM133.4 million.

Under ARSB's request, the Bank had on 30 March 2023 expressed its willingness to withhold legal proceedings and/or enforcing its securities and allow sixty (60) days commencing from 22 March 2023 for ARSB to raise and secure the necessary funds for the complete repayment of the Bank's loans.

32. COMPARATIVES

Following the issuance of IFRIC Agenda Decision during the year to clarify on the presentation of restricted cash, the Group reassessed and reclassified restricted pledged deposits to be presented as other investments in the statement of financial position. The impact arising from the reclassification is as follows:

	As previously reported RM'000	Effects of reclassification RM'000	As restated RM'000
Group			
Statement of financial position			
Current assets			
Other investments	–	18,634	18,634
Cash and cash equivalents	20,992	(18,634)	2,358
Statement of cash flows			
Cash flows from investing activities			
Acquisition of other investments	(7,547)	(15,011)	(22,558)
Increase in pledged deposits	(15,011)	15,011	–

STATEMENT BY **DIRECTORS**

pursuant to Section 251(2) of the Companies Act 2016

In the opinion of the Directors, the financial statements set out on pages 63 to 159 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial positions of the Group and of the Company as at 31 December 2022 and of their financial performance and cash flows for the year then ended.

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

....
Mark Wee Liang Yee
Director

....
Tan Wee Hoong, Robin
Director

Kuala Lumpur
Date: 25 April 2023

STATUTORY **DECLARATION**

pursuant to Section 251(1)(b) of the Companies Act 2016

I, Mark Wee Liang Yee, the Director primarily responsible for the financial management of Landmarks Berhad, do solemnly and sincerely declare that the financial statements set out on pages 63 to 159 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the declaration to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the abovenamed Mark Wee Liang Yee, in Kuala Lumpur on 25 April 2023.

....
Mark Wee Liang Yee

Before me:
Samirtha Apostler
Pesuruhjaya Sumpah
Kuala Lumpur

INDEPENDENT **AUDITORS' REPORT**

to the members of Landmarks Berhad

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Landmarks Berhad, which comprise the statements of financial position as at 31 December 2022 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 63 to 159.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and the Company as at 31 December 2022, and of their financial performance and their cash flows for the year then ended in accordance with Malaysia 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 auditors' report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence and Other Ethical Responsibilities

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.

Material Uncertainty Related to Going Concern

We draw attention to Note 1(b) of the financial statements, which indicates that the Group and the Company incurred net losses for the year ended 31 December 2022 of RM43.3 million and RM3.2 million respectively. As of that date, the Group's and the Company's current liabilities exceeded their current assets by RM48.6 million and RM80.5 million respectively.

The Directors have considered the following in preparing the financial statements of the Group and of the Company using the going concern basis:

- The disposal/liquidation of all the assets in ARSB will be sufficient to cover the term loan and interest amount demanded by the Bank and also other liabilities of ARSB. However, it is uncertain that the Bank will grant further extension for ARSB to realise its assets to settle its obligation.
- The Group's inventories, which comprise mainly land held for development in Treasure Bay Bintan, Indonesia which are free of encumbrances can be subject to disposal to third parties or be used as collateral to secure financing for the purposes of funding its operations and any further financial obligations. However, there is no assurance that the Group is able to realise the above properties within the next twelve months.
- The Group is discussing with potential investors to invest in the redevelopment of The Andaman and provide requisite fundings to repay the term loan and interest amounts demanded by the Bank.
- The Group is in the process of discussions with financial institutions to raise additional financing to redevelop The Andaman.
- The Group had submitted a revised insurance claim to the insurance company to recover a higher sum of insurance claim from The Andaman fire incident.

These events and conditions, along with the matters as set forth in Note 1(b) to the financial statements, indicate that material uncertainties exist that may cast significant doubt on the ability of the Group and the Company to continue as going concerns. Our opinion is not modified in respect of this matter.

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 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. In addition to the matter described in the *Material Uncertainty Related to Going Concern* section, we have determined the matters described below to be the key audit matters to be communicated in our auditor's report:

<table>
<tr><th colspan="2">Valuation of assets in Treasure Bay Bintan, Indonesia - Group</th></tr>
<tr><td colspan="2">Refer to Note 1(d) – Use of estimates and judgements, Note 2(h) – Significant Accounting Policies: Inventories, Note 2(j) – Significant Accounting Policies: Impairment, Note 3 – Property, plant and equipment and Note 7 – Inventories.</td></tr>
<tr><th>The key audit matter</th><th>How the matter was addressed in our audit</th></tr>
<tr><td>As at 31 December 2022, property, plant and equipment ("PPE") and inventories which comprise land held for development and property development costs relating to Treasure Bay Bintan project constitute major part of the Group's total assets.

We identified the valuation of assets in Treasure Bay Bintan, Indonesia as a key audit matter because the estimation on the recoverability of these assets involved significant degree of judgment and assumptions and it requires significant involvement of our more experienced audit engagement team members.</td><td>We performed the following audit procedures, among others:
• Obtained the latest external valuation report of Treasure Bay Bintan and assessed the competency, objectivity and independence of external valuer engaged by the Group by considering the valuers' professional qualifications and experiences;
• Evaluated the key assumptions on discount rate, average room rate and average occupancy rate used by the external valuers in determining the valuation amount by comparing to available market data, adjusted for expected market conditions;
• Determined that the valuation methodology used by the external valuers was in accordance with the requirement of accounting standards;
• Evaluated the key assumptions used in the cash flow projections prepared by the Group against historical trends and external market analyses to assess the reliability of the Group's forecast;
• Performed a retrospective review by comparing forecasted cashflows made in the prior year's assessment with the current year's actual cashflows to assess historical accuracy of the Group's forecasting process; and
• Performed sensitivity analysis by making adjustments to the key estimates and assumptions adopted to assess risk of possible management bias in the selection of these assumptions.</td></tr>
</table>

Key Audit Matters (continued)

Recoverability of insurance claim - Group	
Refer to Note 1(d) - Use of estimates and judgements, Note 2(j) – Significant Accounting Policies: Impairment and Note 11 – Other receivables.	
The key audit matter	**How the matter was addressed in our audit**
The Group has an insurance claim receivable as at 31 December 2022 of which the recoverability is contingent to the rebuilding of The Andaman. We identified the recoverability of insurance claim as a key audit matter because the estimation on the recoverability of insurance claim involved significant degree of judgement and estimation and it requires significant involvement of our more experienced audit engagement team members.	We performed the following audit procedures, among others: • Obtained the engagement letter and latest external assessment of the insurance claim and assessed the scope and evaluated the competency, objectivity and independence of external valuer engaged by the Group by considering the valuer's professional qualifications and experiences; • Evaluated the basis of the insurance claim used by the external valuer in determining the valuation amount by comparing to available market data, adjusted for expected market conditions; • Discussed with the external valuer in determining the valuation amount and the basis of the insurance claim; and • Determined that the valuation methodology used by the external valuer was in accordance with the requirement of accounting standards.

Valuation of investments in subsidiaries – Company	
Refer to Note 1(d) - Use of estimates and judgements, Note 2(j) – Significant Accounting Policies: Impairment and Note 8 - Investments in subsidiaries.	
The key audit matter	**How the matter was addressed in our audit**
The Company has an investment in a subsidiary as at 31 December 2022 of which the cost of investment constitute majority of the total assets of the Company. This investment has subsidiaries which mainly operate in Treasure Bay Bintan, Indonesia. We identified the impairment assessment of investment in this subsidiary as a key audit matter because determining the level of impairment, if any, involved significant degree of judgement and estimation and it requires significant involvement of our more experienced audit engagement team members.	We performed the following audit procedures, among others: • Assessed the appropriateness of the impairment test carried out by the Company by comparing it with the requirement of the relevant accounting standards; • Evaluated and challenged the key assumptions used by the external valuers in the valuation report and the key assumptions used by the Group in cash flow projections to derive the recoverable amount of the subsidiaries' assets as described in the key audit matter relating to valuation of assets in Treasury Bay Bintan, Indonesia above; • Evaluated the competency, objectivity and independence of external valuers engaged by the Group by considering the valuers' professional qualifications and experiences; • Determined that the valuation methodology used by the external valuers was in accordance with the requirement of accounting standards; • Performed a retrospective review by comparing forecasted cashflows made in the prior year's assessment with the current year's actual cashflows to assess historical accuracy of the Group's forecasting process; and • Performed sensitivity analysis by making adjustments to the key estimates and assumptions adopted to assess risk of possible management bias in the selection of these assumptions.

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 annual report and we do not and will 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 annual report and, in doing so, consider whether the annual report 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 annual report, we are required to report that fact. We have nothing to report in this regard.

When we read the remaining parts of the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the Directors of the Company and take appropriate actions in accordance with approved standards on auditing in Malaysia and International Standards on Auditing.

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 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 ability of the Group and of the Company to continue as a going concern, 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.

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 internal control of the Group and of the Company.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.

Auditors' Responsibilities for the Audit of the Financial Statements (continued)

- 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 ability of the Group or of the Company 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 gives a true and fair view.

- 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.

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, actions taken to eliminate threats or safeguards applied.

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 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 auditors' report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiaries of which we have not acted as auditors are disclosed in Note 8 to the financial statements.

Other Matter

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 content of this report.

KPMG PLT
(LLP0010081-LCA & AF 0758)
Chartered Accountants

Koh Ree Nie
Approval Number: 03339/12/2023 J
Chartered Accountant

Petaling Jaya, Selangor

Date: 25 April 2023

OTHER INFORMATION

1. ANALYSIS OF SHAREHOLDINGS AS AT 31 MARCH 2023

Share Capital

Number of Issued Shares	:	671,514,131
Class of Shares	:	Ordinary Shares
Voting Rights		
- on show of hands	:	One vote
- on a poll	:	One vote for each share held

Distribution of Shareholdings

Range of Shareholdings	No. of Shareholders	%	No. of Shares	%
Less than 99	202	1.79	5,575	0.00
100 – 1,000	3,328	29.59	3,079,492	0.46
1,001 – 10,000	5,492	48.83	24,168,553	3.60
10,001 – 100,000	1,905	16.94	63,956,373	9.52
100,001 – 33,575,705 *	316	2.81	187,431,730	27.91
33,575,706 and above **	5	0.04	392,872,408	58.51
Total	**11,248**	**100.00**	**671,514,131**	**100.00**

** Less than 5% of Issued Shares*
*** 5% and above of Issued Shares*

Substantial Shareholders

	Direct No. of Shares	%	Indirect No. of Shares	%
Phoenix Spectrum Sdn Bhd	145,691,000	21.70	–	–
Genting Berhad	–	–	145,691,000*	21.70
Zimulia Sdn Bhd	69,200,000	10.31	–	–
North Symphony Sdn Bhd	–	–	69,200,000*	10.31
Winning Elite Holdings Limited	–	–	69,200,000*	10.31
Rilms Singapore Pte Ltd	–	–	69,200,000*	10.31
Mark Wee Liang Yee	86,230,494	12.84	69,500,000**	10.35

** Deemed interest pursuant to Section 8 of the Companies Act 2016 (“Act”)*
*** Deemed interest pursuant to Section 8 and Section 59 (11) (c) of the Act*

1. ANALYSIS OF SHAREHOLDINGS AS AT 31 MARCH 2023 (CONTINUED)

Directors' Interests

	Ordinary Shares				Options over Ordinary Shares***	
	Direct		Indirect		Direct	
	No. of Shares	%	No. of Shares	%	No. of Options Granted	No. of Options Vested
Tan Sri Zakaria bin Abdul Hamid	2,112,400	0.31	–	–	2,000,000	2,000,000
Mark Wee Liang Yee	86,230,494	12.84	69,500,000	10.35*	6,000,000	6,000,000
Robin Tan Wee Hoong	268,000	0.04	8,650,000	1.29**	6,000,000	6,000,000
Dato' Abdul Malek bin Abdul Hamid	–	–	–	–	2,000,000	2,000,000
Bernard Chong Lip Tau	–	–	–	–	2,000,000	2,000,000
John Ko Wai Seng	–	–	–	–	2,000,000	2,000,000
Dato' Sri Ramli bin Yusuff	–	–	–	–	2,000,000	2,000,000
Chin Mui Khiong	–	–	–	–	2,000,000	2,000,000
Pardinawati (Appointed on 15.7.2022)	–	–	–	–	530,000	530,000
Fong Chee Khuen (Appointed on 7.10.2022)	–	–	–	–	4,070,000	4,070,000

* *Deemed interest pursuant to Section 8 and Section 59 (11) (c) of the Act*
** *Deemed interest pursuant to Section 8 of the Act*
*** *Options granted under the Landmarks Employees' Share Option Scheme*

None of the Non-Executive Directors have exercised the options granted to them pursuant to the Employees' Share Option Scheme during the financial year ended 31 December 2022.

Thirty Largest Shareholders

No.	Name	No. of Shares Held	%
1.	DB (MALAYSIA) NOMINEE (ASING) SDN BHD DEUTSCHE BANK AG SINGAPORE DCS CLT ACC FOR MARK WEE LIANG YEE (MAYBANK SG)	84,830,494	12.63
2.	UOB KAY HIAN NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR UOB KAY HIAN PTE LTD (A/C CLIENTS)	73,919,500	11.01
3.	PHOENIX SPECTRUM SDN BHD	62,361,700	9.29
4.	UOB KAY HIAN NOMINEES (ASING) SDN BHD EXEMPT AN FOR UOB KAY HIAN PTE LTD (A/C CLIENTS)	44,500,444	6.63
5.	CITIGROUP NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR BANK OF SINGAPORE LIMITED (LOCAL)	43,930,970	6.54
6.	PHOENIX SPECTRUM SDN BHD	39,958,300	5.95
7.	PHOENIX SPECTRUM SDN BHD	22,371,000	3.33
8.	PHOENIX SPECTRUM SDN BHD	21,000,000	3.13
9.	HLB NOMINEES (TEMPATAN) SDN BHD TERRA BENUA SDN BHD (CUST.SIN 44634)	13,000,000	1.94
10.	TERRA BENUA SDN BHD	13,000,000	1.94

1. ANALYSIS OF SHAREHOLDINGS AS AT 31 MARCH 2023 (CONTINUED)

Thirty Largest Shareholders (continued)

No.	Name	No. of Shares Held	%
11.	PRESTASI CERGAS SDN BHD	12,179,650	1.81
12.	UOBM NOMINEES (TEMPATAN) SDN BHD UNITED OVERSEAS BANK NOMINEES (PTE) LTD FOR SIAW LU HOWE	10,324,067	1.54
13.	MAYBANK SECURITIES NOMINEES (ASING) SDN BHD MAYBANK SECURITIES PTE LTD FOR CHUMPONCHANTHARAKULPONGSA @ CHAN TEIK CHUAN	7,340,000	1.09
14.	HLB NOMINEES (ASING) SDN BHD NGUYEN HOAI VAN (CUST.SIN 41150)	6,900,000	1.03
15.	ONG KOK SENG	4,570,000	0.68
16.	HLB NOMINEES (ASING) SDN BHD MABEL LEE KIM LIAN (CUST.SIN 4803)	3,850,000	0.57
17.	CGS-CIMB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR HEW KUAN SENG (PENANG-CL)	3,053,300	0.45
18.	PACIFIC & ORIENT BERHAD	3,000,000	0.45
19	WONG SOO CHAI @ WONG CHICK WAI	2,425,400	0.36
20	CITIGROUP NOMINEES (ASING) SDN BHD EXEMPT AN FOR OCBC SECURITIES PRIVATE LIMITED (CLIENT A/C-NR)	2,145,166	0.32
21	SOH ENG JOO	2,077,000	0.31
22	MAYBANK NOMINEES (TEMPATAN) SDN BHD CHUA ENG HO WA'A @ CHUA ENG WAH	1,829,900	0.27
23	LEE ENG HOCK & CO. SENDIRIAN BERHAD	1,700,000	0.25
24	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR FRANCIS CHAI KIM LUNG	1,530,000	0.23
25	LOW CHU MOOI	1,526,500	0.23
26	HASSAN BIN CHE ABAS	1,500,000	0.22
27	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TAN TENG HENG	1,500,000	0.22
28	MOHD RAZALI BIN ABDUL RAHMAN	1,500,000	0.22
29	GEO-MOBILE ASIA SDN. BHD.	1,420,000	0.21
30	MAYBANK NOMINEES (TEMPATAN) SDN BHD LEE YAU NGAN	1,400,000	0.21

2. MATERIAL CONTRACTS

There were no material contracts of the Company and subsidiaries involving Directors and major shareholders, either still subsisting at the end of the financial year 2022 or entered into since the end of the previous financial year.

3. UTILISATION OF PROCEEDS

There were no proceeds raised from corporate exercises during the financial year.

4. AUDIT AND NON-AUDIT FEES

The fees paid and/or payable to the external auditors and its affiliates, for the financial year ended 31 December 2022 are as follows:

	Group RM'000	**Company RM'000**
Audit Services	1,003	90
Non-Audit Services	487	138
Total Fees	1,490	228

The non-audit services comprise:

i. review of statements for inclusion in the audited financial statements and Annual Report;
ii. consolidation and submission to authorities for subsidiaries in foreign jurisdictions; and
iii. tax services and corporate exercise.

5. PROPERTIES AS AT 31 DECEMBER 2022

Held by Subsidiary	Name Desciption Location	Tenure	Approx Age of Building (years)	Approx Land Area (sq. metres)	Net Book Value as at 31.12.2022 RM' million	Date of Valuation	Date of Acquisition/ Completion
Andaman Resort Sdn Bhd	Land located at Datai Bay, Langkawi	Leasehold expiring in 2087, 2089 and 2104	–	164,861	12.48	2.5.2012	1996
PT Pelangi Bintan Indah	Resort development land in Bintan Island, Indonesia	Leasehold expiring in 2024* and	–	498,651	285.16	28.3.2014	2008
		expiring in 2044#		2,431,487	1,390.20		
PT Fordate Estate Villa	ANMON, a three star, 100 tent suite hotel and resort located in Bintan Island, Indonesia	Leasehold expiring in 2044#	4	0	11.74	28.3.2014	2008
PT Marine Life Discovery Park	A marine life discovery park	Leasehold expiring in 2044#	4	32,070	26.37	28.3.2014	2008
PT Resorts Development and Management Bintan	Resort development land in Bintan Island, Indonesia	Leasehold expiring in 2044# and	–	37,086	21.20	28.3.2014	2009
		expiring in 2048#		85,288	48.76	28.3.2014	2010
PT Bintan Leisure Resort Ventures	Resort development land in Bintan Island, Indonesia	Leasehold expiring in 2044#	–	54,078	30.92	28.3.2014	2009
PT Bintan Hotel Utama	Resort development land in Bintan Island, Indonesia	Leasehold expiring in 2044#	–	93,770	71.63	28.3.2014	2009
PT Hotel Management Bintan	Resort development land in Bintan Island, Indonesia	Leasehold expiring in 2044#	–	46,011	26.31	28.3.2014	2009
PT Enggano Estate	Resort development land in Bintan Island, Indonesia	Leasehold expiring in 2044#	–	33,101	19.00	28.3.2014	2009
PT Hinako Estate	Resort development land in Bintan Island, Indonesia	Leasehold expiring in 2044#	–	52,031	29.87	28.3.2014	2009
PT Mesawak Estate	Resort development land in Bintan Island, Indonesia	Leasehold expiring in 2044#	–	17,807	10.22	28.3.2014	2009
PT Buana Wisatama	Land and main entrance building of Treasure Bay, located in Bintan Island, Indonesia	Leasehold expiring in 2044#	22	12,578	10.62	27.11.2020	2021

* *The lease on the land is extendable for twenty (20) years and renewable for every thirty (30) years thereafter.*
\# *The lease on the land is renewable for every thirty (30) years thereafter.*

NOTICE OF 34TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Thirty-fourth Annual General Meeting ("34th AGM") of Landmarks Berhad ("Landmarks" or "Company") will be conducted virtually for the purpose of considering and if thought fit, passing with or without modifications the resolutions setting out in this notice.

Meeting Platform	:	https://tiih.online
Meeting Title	:	(LIVE STREAMING MEETING) LANDMARKS BERHAD 34TH AGM
Day, Date and Time	:	Tuesday, 6 June 2023 at 10.00 a.m.
Broadcast Venue	:	Tricor Business Centre, Gemilang Room, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur.
Mode of Communication	:	1) Submit questions via query box facility via Tricor's TIIH Online website at https://tiih.online during the Meeting. 2) Submit questions via Tricor's TIIH Online website at https://tiih.online prior to the Meeting.

As Ordinary Business

1.	To receive the audited financial statements for the year ended 31 December 2022 together with the Reports of the Directors and Auditors thereon.	Please refer to Note 1
2.	To approve the payment of Directors' fees for Landmarks and its subsidiaries amounting to RM360,193.15 for the financial year ended 31 December 2022.	**Ordinary Resolution 1**
3.	To approve the payment of Benefits Payable to Non-Executive Directors up to an aggregate amount of RM350,000.00 for the period from 6 June 2023 until the next Annual General Meeting ("AGM") of the Company pursuant Section 230(1)(b) of the Companies Act 2016 ("the Act").	**Ordinary Resolution 2**
4.	To re-elect the following Directors who retire in accordance with Clause 18.3 of the Constitution of the Company:	
	(a) Bernard Chong Lip Tau	**Ordinary Resolution 3**
	(b) Mark Wee Liang Yee	**Ordinary Resolution 4**
	(c) Dato' Abdul Malek bin Abdul Hamid	**Ordinary Resolution 5**
5.	To re-elect the following Directors who retire in accordance with Clause 18.10 of the Constitution of the Company:	
	(a) Pardianawati	**Ordinary Resolution 6**
	(b) Fong Chee Khuen	**Ordinary Resolution 7**
6.	To re-appoint Messrs. KPMG PLT as auditors of the Company and to authorise the Directors to fix their remuneration.	**Ordinary Resolution 8**

7. Authority to Issue and Allot Shares

Ordinary Resolution 9

"THAT subject to Sections 75 and 76 of the Act and the approval of the relevant governmental/regulatory authorities, the Directors be and are hereby authorised to issue and allot shares in the Company, at any time to such persons and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be alloted pursuant to this resolution during the preceding 12 months does not exceed 10% of the total number of issued shares of the Company for the time being AND THAT the Directors be and are also authorised to obtain approval for the listing of and quotation for the additional shares to be alloted on Bursa Malaysia Securities Berhad, AND THAT such authority shall continue to be in force commence immediately upon the passing of this resolution and until the conclusion of the next Annual General Meeting of the Company.

THAT in connection with the above, pursuant to Section 85 of the Act and Clause 4.3 of the Constitution of the Company, the shareholders do hereby waive the statutory pre-emptive rights of the offered shares in proportion of their holdings at such price and at such terms to be offered arising from any issuance of new shares above by the Company.

AND THAT the new shares to be issued shall, upon allotment and issuance, rank equally in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution that which may be declared, made or paid before the date of allotment of such new shares."

Any Other Business

8. To transact any other business that may be transacted at the 34th AGM of which due notice shall have been given in accordance with the Act and the Constitution of the Company.

BY ORDER OF THE BOARD

TAN AI NING (MAICSA7015852) (SSM PC No.: 202008000067)
NELSON FOO CHEAN EE (MAICSA7070316) (SSM PC No.: 202008003986)
COMPANY SECRETARIES

SELANGOR DARUL EHSAN
28 April 2023

Explanatory Notes

1. Agenda 1 is meant for discussion only, as the provision of Section 340(1)(a) of the Act does not require a shareholders' approval of the Audited Financial Statements. Hence, this agenda item will not be put forward for voting.

2. *Ordinary Resolutions 1 and 2* – Approval of the payment of Directors' fees and Payment of Benefits Payable to Non-Executive Directors ("NEDs")

   Section 230(1) of the Act provides that the fees of the Directors and any benefits payable to the Directors including any compensation for loss of employment of a Director or former Director of a public company or a listed company and its subsidiaries, shall be approved at a general meeting. The Company had, at its Thirty-third AGM ("33rd AGM") held on 15 June 2022, obtained approval from the shareholders in respect of:-

(a) the payment of Directors' fees of RM338,100 to the NEDs for the period from 15 June 2022 until the 34th AGM; and

(b) the payment of the Directors' benefits payable (excluding Directors' fees) an amount up to RM300,000.00 to NEDs for the period from 15 June 2022 until the next AGM of the Company.

The proposed Directors' Benefits payable to the NEDs of the Company has been revised to RM350,000 due to enlarged board composition size. The benefits payable to the NEDs will only be made by the Company as and when incurred if the resolution is passed. The benefits payable have been reviewed by the Remuneration Committee and Board of Directors of the Company, which recognise that the benefits payable are in the best interest of the Company for the applicable period from 6 June 2023 until the next AGM of the Company.

The benefits comprise allowances for attendance at the Board and Board Committee meetings, subscription to club membership, outpatient medical expenses, hospitalisation and surgical insurance, handphone allowances, travelling allowances and such other benefits which have been/may be approved by the Board of Directors.

Details of the Directors' Remuneration for the financial year ended 31 December 2022 are enumerated on page 45 of the Corporate Governance Overview Statement of the Company's annual report.

3. *Ordinary Resolution 3, 4, 5, 6 and 7 – Re-election of Directors*

The Nomination Committee ("NC") has assessed the performance, contribution, effectiveness, and independence of the Retiring Directors, and has conducted a fit and proper assessment of Mr. Bernard Chong Lip Tau, Mr. Mark Wee Liang Yee, Dato' Abdul Malek bin Abdul Hamid, Mrs. Pardianawati and Mr. Fong Chee Khuen (collectively referred to as "Retiring Directors").

Based on the justification and recommendation of the NC, the Board supports the re-election of the Retiring Directors as Directors of the Company.

The profiles of the Directors who are standing for re-election are set on pages 11 to 15 respectively of the Company's Annual Report 2022.

The Board, having considered the NC's recommendation, approved the redesignation of Mr. Bernard Chong Lip Tau from his current designation as Independent Director to Non-Independent Non-Executive Director upon the conclusion of the 34th AGM.

4. *Ordinary Resolution 9 – Authority to Issue and Allot Shares*

The Company wishes to renew the mandate on the authority to issue shares pursuant to the Act at the 34th AGM of the Company ("General Mandate").

The Company had been granted a General Mandate by its shareholders at the 33rd AGM of the Company held on 15 June 2022 ("Previous Mandate").

The purpose of this general mandate, if passed, will enable the Directors to take swift action in case of a need to issue and allot new shares in the Company fund raising activities, including but not limited to placement of shares for the purpose of funding the Company's current and/or future investment projects, working capital, acquisitions and/or for issuance of shares as settlement of purchase consideration, or such other purposes as the Directors may deem fit in the best interest of the Company.

The waiver of pre-emptive rights pursuant to Section 85 of the Act and Clause 4.3 will allow the Directors of the Company to issue new shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares in the Company under the General Mandate.

As at the date of this notice, the Previous Mandate granted by the shareholders has not been utilised and hence, no proceeds were raised therefrom. If there should be a decision to issue new shares after the general mandate is obtained, the Company will make an announcement in respect thereof.

Notes:

1. *The 34th AGM will be conducted on a virtual basis through live streaming and online remote voting via Remote Participation and Voting (RPV) facilities which are available on Tricor Investor & issuing House Services Sdn Bhd's TIIH Online website at https://tiih.online. To participate, members are required to register via Tricor's TIIH Online. For more details, please refer to the Procedures for RPV of the Administrative Guide.*

   *The Broadcast Venue is **strictly for the purpose of complying with Section 327(2) of the Act** and Clause 15.4 of the Company's Constitution which stipulated that a general meeting may be held at more than one venue, using any technology or method that enables the shareholders of the Company to participate and to exercise the shareholders' right to speak and vote at the general meeting and the Chairperson shall be present at the main venue of the AGM. Shareholders should not be physically present and **WILL NOT BE ALLOWED** entry to the Broadcast Venue during the AGM. Any Shareholders who turn up at the Broadcast Venue would be requested to leave the venue politely.*

2. *In respect of deposited securities, only shareholders whose names appear on the Record of Depositors on 25 May 2023 shall be entitled to attend, participate, speak and vote at the Meeting.*

3. *Each shareholder may vote in person or by proxy or by attorney or, being a corporation, by a duly authorised representative.*

4. *If there is no indication as to how you wish your vote(s) to be cast, the proxy will vote or abstain from voting at his/her discretion.*

5. *A shareholder shall not be entitled to appoint more than two (2) proxies to attend and vote at the Meeting. A proxy needs not be a shareholder of the Company.*

   Where a shareholder of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.

   Where a shareholder of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.

6. *Where a shareholder or an authorised nominee appoints two (2) proxies, or where an exempt authorised nominee appoints two (2) or more proxies, the appointments shall be invalid unless the shareholder, authorised nominee or exempt authorised nominee specifies the proportions of the shareholder's, authorised nominee's or exempt authorised nominee's holdings, as the case may be, to be represented by each proxy in the instrument appointing the proxies.*

7. *The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either be executed under the seal or under the hand of two (2) authorised officers, one of whom shall be a director, or of its attorney duly authorised in writing.*

8. *The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority must be deposited at the Share Registrar's office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, the Customer Services Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time for holding the Meeting or adjourned meeting, otherwise the instrument of proxy should not be treated as valid. Alternatively, you may also submit the form of proxy electronically via TIIH Online at website: https://tiih.online before the proxy appointment cut off time as mentioned above. For further information on the electronic lodgement of form of proxy, please refer to the Administrative Guide for the 34th AGM of the Company for the procedures on RPV via TIIH Online at website: https://tiih.online, which is also available at https://www.landmarks.com.my/agm.*

9. *Any Notice of Termination of Authority to act as Proxy must be received by the Company before the commencement of the meeting or at any adjournment thereof, failing which, the termination of the authority of a person to act as proxy will not affect the following in accordance with Section 338 of the Act:-*

   (a) the constitution of the quorum at such meeting;
   (b) the validity of anything he did as chairman of such meeting;
   (c) the validity of a poll demanded by him at such meeting; or
   (d) the validity of the vote exercised by him at such meeting.

10. *Pursuant to Paragraph 8.29A of the MMLR of Bursa Securities, all resolutions set out in the notice of the 34th AGM will be put to vote by way of poll. Poll Administrator and independent Scrutineers will be appointed by the Company to conduct the poll process and verify the results of the poll respectively.*

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING
(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

1. Details of individuals who are standing for election as Directors

   No individual is seeking election as a Director of the Company at the 34th AGM.

2. General mandate for issue of shares

   The Company wishes to renew the mandate on the authority to issue shares pursuant to the Act at the 34th AGM of the Company ("General Mandate").

   The Company had been granted a General Mandate by its shareholders at the 33rd AGM of the Company held on 15 June 2022 ("Previous Mandate").

   The purpose of this general mandate, if passed, will enable the Directors to take swift action in case of a need to issue and allot new shares in the Company fund raising activities, including but not limited to placement of shares for the purpose of funding the Company's current and/or future investment projects, working capital, acquisitions and/or for issuance of shares as settlement of purchase consideration, or such other purposes as the Directors may deem fit in the best interest of the Company.

   The waiver of pre-emptive rights pursuant to Section 85 of the Act and Clause 4.3 will allow the Directors of the Company to issue new shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares in the Company under the General Mandate.

   As at the date of this notice, the Previous Mandate granted by the shareholders has not been utilised and hence, no proceeds were raised therefrom. If there should be a decision to issue new shares after the general mandate is obtained, the Company will make an announcement in respect thereof.

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LANDMARKS

LANDMARKS BERHAD
Registration No: 198901007900 (185202-H)
(Incorporated in Malaysia)

FORM OF PROXY

I/We ____

NRIC No./Company No. ______________________CDS Account No ______________________ of

____being

a shareholder/shareholders of **LANDMARKS BERHAD**, hereby appoint ______________________

NRIC No/Passport No: ______________________ of ______________________

and ______________________ NRIC No./Passport No: ______________________

of ____

or failing him/her, *the Chairman of the meeting as my/our proxy to vote for me/us on my/our behalf, at the Thirty-fourth Annual General Meeting of the Company to be conducted virtually through live streaming and online voting using the Remote Participation and Voting ("RPV") facility from the broadcast venue at Tricor Business Centre, Gemilang Room, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur on Tuesday, 6 June 2023 at 10.00 a.m. and at any adjournment thereof.

* *Please delete the words 'Chairman of the Meeting' if you wish to appoint some other person to be your proxy.*

My/Our proxies shall vote as follows:

Item No.	Agenda	Resolutions	For	Against
1.	To receive the audited financial statements for the year ended 31 December 2022 together with the Reports of the Directors and Auditors thereon.			
		Resolutions	**For**	**Against**
2.	To approve the payment of Directors' fees for Landmarks and its subsidiaries amounting to RM360,193.15 for the financial year ended 31 December 2022.	Ordinary Resolution 1		
3.	Payment of Benefits Payable to Non-Executive Directors under Section 230(1)(b) of the Companies Act 2016.	Ordinary Resolution 2		
4.	(a) To re-elect Mr. Bernard Chong Lip Tau as Director who retire in accordance with Clause 18.3 of the Constitution of the Company.	Ordinary Resolution 3		
	(b) To re-elect Mr. Mark Wee Liang Yee as Director who retire in accordance with Clause 18.3 of the Constitution of the Company.	Ordinary Resolution 4		
	(c) To re-elect Dato' Abdul Malek Bin Abdul Hamid as Director who retire in accordance with Clause 18.3 of the Constitution of the Company.	Ordinary Resolution 5		
5.	(a) To re-elect Mrs. Pardianawati as Director who retire in accordance with Clause 18.10 of the Constitution of the Company.	Ordinary Resolution 6		
	(b) To re-elect Mr. Fong Chee Khuen as Director who retire in accordance with Clause 18.10 of the Constitution of the Company.	Ordinary Resolution 7		
6.	To re-appoint Messrs KPMG PLT as auditors of the Company and to authorise the Directors to fix their remuneration.	Ordinary Resolution 8		
Special Business				
7.	Authority to Issue and Allot Shares	Ordinary Resolution 9		

Please indicate with an "X" where appropriate against each resolution how you wish your votes to be cast. If no specific direction as to voting is given, the proxy will vote or abstain at his/her discretion.

Where a shareholder appoints two (2) proxies (refer to Note 5), please specify the proportion of the shareholder's holdings to be represented by each proxy:-

Number of Shares Held

Name of Proxy	Number of Shares Represented	Percentage
		%
		%
Total		100 %

____
Signature(s)/Common Seal of Shareholder(s)

Dated this __________ day of ____________________ 2023

Notes:

1. *The 34th AGM will be conducted on a virtual basis through live streaming and online remote voting via Remote Participation and Voting (RPV) facilities which are available on Tricor Investor & issuing House Services Sdn Bhd's TIIH Online website at https://tiih.online. To participate members are required to register via Tricor's TIIH Online. For more details, please refer to the Procedures for RPV of the Administrative Guides of the 34th AGM.*

   The Broadcast Venue is strictly for the purpose of compliance with Section 327(2) of the Companies Act 2016 and Clause 15.4 of the Company's Constitution which stipulated that a general meeting may be held at more than one venue, using any technology or method that enables the members of the Company to participate and to exercise the members' right to speak and vote at the general meeting and the Chairperson shall be present at the main venue of the AGM. Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, "participate") remotely at the 34th AGM using RPV Facility provided by Tricor Investor & Issuing House Services Sdn. Bhd. ("Tricor") via its TIIH Online website at https://tiih.online. Please follow the Procedures for RPV facility in the Administrative Guide on 34th AGM in order to participate remotely via RPV facility.
2. *In respect of deposited securities, only shareholders whose names appear on the Record of Depositors on 25 May 2023 shall be entitled to attend, participate, speak and vote at the Meeting.*
3. *Each shareholder may vote in person or by proxy or by attorney or, being a corporation, by a duly authorised representative.*
4. *If there is no indication as to how you wish your vote(s) to be cast, the proxy will vote or abstain from voting at his/her discretion.*
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   Where a shareholder of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.

   Where a shareholder of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.

6. *Where a shareholder or an authorised nominee appoints two (2) proxies, or where an exempt authorised nominee appoints two (2) or more proxies, the appointments shall be invalid unless the shareholder, authorised nominee or exempt authorised nominee specifies the proportions of the shareholder's, authorised nominee's or exempt authorised nominee's holdings, as the case may be, to be represented by each proxy in the instrument appointing the proxies.*
7. *The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either be executed under the seal or under the hand of two (2) authorised officers, one of whom shall be a director, or of its attorney duly authorised in writing.*
8. *The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority must be deposited at the Share Registrar's office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, the Customer Services Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time for holding the Meeting or adjourned meeting, otherwise the instrument of proxy should not be treated as valid. Alternatively, you may also submit the form of proxy electronically via TIIH Online at website: https://tiih.online before the proxy appointment cut off time as mentioned above. For further information on the electronic lodgement of form of proxy, please refer to the Administrative Guide for the 34th AGM of the Company for the procedures on RPV via TIIH Online at website: https://tiih.online which is also available at https://www.landmarks.com.my/agm.*
9. *Any Notice of Termination of Authority to act as Proxy must be received by the Company before the commencement of the meeting or at any adjournment thereof, failing which, the termination of the authority of a person to act as proxy will not affect the following in accordance with Section 338 of the Companies Act 2016:-*
   - *(a) the constitution of the quorum at such meeting;*
   - *(b) the validity of anything he did as chairman of such meeting;*
   - *(c) the validity of a poll demanded by him at such meeting; or*
   - *(d) the validity of the vote exercised by him at such meeting.*
10. *Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the notice of the 34th AGM will be put to vote by way of poll. Poll Administrator and independent Scrutineers will be appointed by the Company to conduct the poll process and verify the results of the poll respectively.*

Personal Data Privacy

By submitting the proxy form, the shareholder accepts and agrees to the collection, use and disclosure of the shareholder's personal data by the Company (or its agents or service providers) for the purpose of preparation and compilation of documents relating to the Annual General Meeting (including any adjournment thereof).

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AFFIX
STAMP

The Share Registrar

TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN. BHD.
Registration No. 197101000970 (11324-H)

Unit 32-01, Level 32, Tower A,
Vertical Business Suite, Avenue 3,
Bangsar South,
No. 8, Jalan Kerinchi,
59200 Kuala Lumpur

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Fold This Flap For Sealing

LANDMARKS

LANDMARKS BERHAD
Registration No. 198901007900 (185202-H)

20^{TH} FLOOR, MENARA HAW PAR
JALAN SULTAN ISMAIL, 50250 KUALA LUMPUR, MALAYSIA
TEL: +603 2026 0088 **FAX:** +603 2026 0099